

FC

FIRST CORPORATE
LAW SERVICES

COMPANY LAW | COMPANY SECRETARIAL



www.fcls.co.uk

What our clients say

“I have used FCLS over the past four years and have always received a prompt and efficient service. I am happy with the quality of the work delivered and would thoroughly recommend the company to others.”

Andrew Squires

Tax Partner Francis Clark – Taunton

“We have been very pleased with the reliable and cost effective service provided by First Corporate. We especially like their company formation electronic service as this is substantially easier to use than our previous provider.”

Diana Heywood

Redwoods Chartered Certified Accountants

“We have been using First Order for about 12 months and Paul and his colleagues made the transfer process straight forward. We have found the system easy to use and it has been a significant cost saving compared to our previous provider. The reminder emails are particularly valuable.”

Mike Williams

Director - Flint & Thompson

“First Corporate are an essential part of our team when it comes to providing corporate legal services to our clients. They offer a fast, personal and cost-effective service from basic company formations to complex group reorganisations. I have yet to find something they can't handle! We find their online company database service First Order invaluable for keeping track of filing deadlines and recording company events.”

Nigel Harris

Partner Burton Sweet – Shepton Mallett

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Corporate law services

One of our most popular services is the provision of company law services and advice all of which are provided within 24 hrs. ADVICE IS FREE.

All services come complete with a full pack of resolutions, notices, minutes and forms and where required a full updated Articles of Association under the new act. In all cases we search to ascertain the history of the company and check that all is in order as well as checking the existing articles.

Share restructuring

We can reclassify, restructure, consolidate and subdivide share capital as well as creating new classes of share on existing companies. The service includes a complete update to the Articles of Association or amendment to the existing articles to include the new rights and restrictions as well as all supporting documents so all your client does is sign and date. We also provide a full share for share exchange pack and forms.

Updating articles

We can update the Articles of Association to include the latest legislation. Full checks are arranged on the existing articles with any non-standard clauses moved into the new draft. The Service includes full supporting resolutions and minutes and final bound copies upon completion. Our Articles are drafted by lawyers and approved by Leading Counsel.

Purchase of own shares

A purchase of own shares requires a strict procedure and should be done under a contract. We provide the full pack of resolutions, notices, minutes, forms and draft contract.

We will also arrange the stamp duty upon completion and advise on any specialist purchases “out of capital” or with a cash payment.



Reduction of share capital

Whether you are reducing share capital, share premium account or capital redemption reserves we can provide the full paperwork including the statement of solvency to complete this service.

Restorations

From time to time companies are struck off the register and have to be restored again. Companies are commonly restored to trade again or to release an asset. Whatever the circumstances we can provide a quick and efficient service with all procedures explained. We can restore the company through the courts or as an administrative restoration.

Re-registrations

Private to Public, Public to Private, Unlimited to Limited or Limited to Unlimited we can supply a full pack of forms and resolutions along with the new articles.

Changes of name

We can also assist with changing the name either electronically or by supplying the paperwork for simultaneous name changes.

Shareholder agreements

We can provide a basic shareholders agreement internally or provide more complex agreements through our legal professional partners.

For further information contact:
enquiries@fcls.co.uk

Company formations

First Corporate was created in 1994 with a view to offering a “different approach” to company law services. Our policy is to provide clients with a personal service that utilises the very latest technology to produce products and services that are innovative, practical and cost effective. Whilst achieving this we haven’t compromised on the traditional values of quality service and expertise. Our personnel are not just experienced and qualified in corporate law but have an excellent understanding and appreciation of the needs of the modern practice.

We provide a flexible company formation service where you can choose the package to suit your practice.

All Company Formations are dealt with within 24hrs with many incorporations being received and e-mailed within 4 hours. Readymade Companies are also available.

Companies are formed using our bespoke Articles of Association which have been drafted by lawyers and approved by leading council and are emailed or bound with the Model Articles under the 2006 Act. These are also personalised to promote your practice and if requested we can add a free colour logo.

Orders can be given by phone, fax, e-mail or by logging on to our own electronic formation system (FIRST ORDER) which can be accessed on **www.fcls.co.uk**. First Order is also a full database of all your company formations and personnel and gives you the opportunity to track your formations and to download articles and certificate on incorporation.

Companies can be formed using our own nominees or by using your directors and shareholders from the start.

All formations come complete with all supporting documents and certificate.

You can purchase additional optional items such as bound copies of the articles, company register, company seal, full completion services and add specialist share classes and transfer provisions on formation for small additional fees.

Types of companies

PRIVATE
GUARANTEE
CHARITABLE TRADING
FLAT MANAGEMENT
UNLIMITED COMPANIES
PLC
CHARITY
LLP
RIGHT TO MANAGE
COMMUNITY INTEREST COMPANIES

For further information contact:
formations@fcls.co.uk





Looking for a professional and reliable company secretarial outsourcing service?

Prices start from as little as £25.00 + vat per company, per annum.

First Corporate offer a company secretarial outsourcing service that takes care of all statutory annual filing and compliance matters. Typically this includes:

- Share allotments
- Share transfers
- Dividends
- Appointment and resignation of officers
- Officer change of particulars
- Change of registered office

- Change of accounting reference dates
- PSC appointments
- Changes and resignations
- Confirmation statement filing
- Change of company name
- Dormant accounts filing

All minutes /resolutions and company house forms included for each event

Please visit **secretarialoutsourcing.co.uk** or contact Paul Dunn for more information: **07825 704604** or **paul@fcls.co.uk**



First Order

UK's leading cloud based company secretarial administration software

First Corporate Law Services launched the cloud based software FIRST ORDER in 2009 aimed at Accountants, Solicitors, PLCs and Company Secretaries. First Order was the first cloud based secretarial software on the market and it has evolved into one of the leading secretarial systems in the market place.

Fully web based and fully connected to Companies House, checking data and e-filing in real time. FirstOrder is the only Secretarial software with integrated formations and was written specifically for Accountants & Solicitors. New features and connectivity appear all the time, but as the Secretarial system is web based there is no requirement to install new versions, do back-ups, configure a network or call in-house technical support.

Sign on from anywhere with internet access. There are no restrictions on numbers of users or companies. Work in multiple offices or even at home or out of hours. As soon as you are logged in the home page immediately shows your workload and filing deadlines, together with summary data of your currently loaded company. Two mouse clicks later and FirstOrder is creating a live web page comparing your critical filing dates, registered office addresses and SIC codes with Companies House data and providing links to click on where there are any discrepancies allowing you to update there and then.

We have listed below the main selling points to the software which hopefully will be of interest to you:

- You only pay for each company you administer, no contract, no maintenance, no block buying
- Courtesy upload of all your existing companies from a simple spreadsheet.
- Upload further companies direct from Companies House

- Dates synchronised with Companies House every day, giving 100% accurate reminders and email reminders
- All common electronic filing, including Confirmation Statements and simple management of your submissions.
- Full dividend processing
- Minutes and resolutions to carry the signatures which authenticate all common transactions.
- Dormant account production and filing in a couple of clicks
- Registered office list for display at reception
- Integrated cloud library, where copies of all key filings and documents are permanently stored and organised for easy retrieval.
- Comprehensive built in formations for any company type and any share structure (for a set fee except CIC and Unlimited Companies).
- Seamless transfer of completed formations to secretarial, including Mem and Arts and Certificates of Incorporation.
- Accommodates any special share transaction (splits, conversion, buy backs etc.)
- Tables have "printable views" plus a host of reports, including share transfers for HMRC Form 42.
- First Order has a dedicated helpline with free help and support.
- A free ½ day training session for all new clients.

More than 1 in 20 live UK companies files through First Order, making it one of the market leaders in secretarial software. If your practice is looking for a one stop solution for all your company secretarial services and administration or would just like more information please email us, or contact Paul Dunn on **07825 704604** to discuss further.

For further information or a free demonstration contact: **paul@fcls.co.uk**

Are your clients' limited companies compliant?

As a company law agency, we always do a full company health check on the companies that we are working on to see if they are compliant before commencing.

A high proportion are not, and we have seen many instances of problems arising on the sale of a business or on investigation by HMRC. Instances such as incorrect forms filed, or no forms filed on share restructures, incorrect paperwork on purchases, shares disappearing without back up paperwork and wrongly issued shares are many such cases we find.

Ramifications of non-compliance

If a complaint is lodged, the company could receive a fine or prosecution.

The directors are also liable for prosecution.

If the company is being sold, it is always checked for compliance, so non-compliance could hold up the sale.

If HMRC investigates the company, it could be a major issue if the company hasn't got the correct wording to allow differential dividends.



How we can help

For a small fee, we will complete a full company health check and produce a report.

For further information contact:
Steve Blackmore on **029 2022 9080**, or email
steve@fcls.co.uk, to find out more.





Register of Overseas Entities

The Register of Overseas Entities came into force in the UK on 1 August 2022 through the new Economic Crime (Transparency and Enforcement) Act 2022.

Overseas entities who want to buy, sell or transfer property or land in the UK, must register with Companies House and tell them who their registrable beneficial owners or managing officers are.

This will also apply retrospectively to overseas entities who bought property or land on or after:

1 January 1999 in England and Wales

8 December 2014 in Scotland

These overseas entities will need to register with Companies House and tell them who their registrable beneficial owners or managing officers are by 31 January 2023.

Entities that disposed of property or land after 28 February 2022 will also need to register and give details of that disposal.

After registering, the overseas entity will get a unique Overseas Entity ID to give to the land registry when it buys, sells, transfers, leases or charges UK property or land.

How we can help

First Corporate Law Services (FCLS Group Limited) is a UK-registered agent and can provide the registration service.

As a UK-registered agent, we can provide the registration service and perform the required annual renewal.

For further information contact:
enquiries@fcls.co.uk



Price List 2024

COMPANY FORMATIONS Electronic delivery of certificate & articles

Prices inc vat and duty

Private Limited	£100.00	Additional options	add
Flat Management	£165.00	Additional Share Class	£50.00
Charity	£205.00	Optional Clauses	£22.00
Guarantee	£165.00	Guaranteed Same Day	£48.00
PLC	£165.00	Completion of Registers, Certificates & Minutes	
CIC	£200.00	– Paper	£30.00
LLP	£160.00	Completion of Registers, Certificates & Minutes	
Right to Manage	£165.00	– Electronic	£20.00
CIO	£400.00		
Unlimited	£300.00		

TECHNICAL SERVICES Prices exclude vat

Shares

Share Restructure – Standard Class Shares	£200.00
Share Restructure including Bonus Issue or Sub-Division	£230.00
Share Restructure including Redeemable Preference Shares	£230.00
Purchase of Own Shares	£215.00
Purchase of Own Shares – Out of cash with Articles	£385.00
Purchase of Own Shares – Out of Capital	£385.00
Reduction of Capital	£223.00
Share For Share Exchange	£200.00
Sub-Division or Consolidation	£200.00
Redemption	£115.00
Bonus or Rights Issue	£130.00
Allotment	£100.00
Transfer	£65.00

Other company services

Update of Articles	£180.00
Electronic Change of Name	£62.00
Simultaneous Change of Name	£220.00
Re-Registration	£276.00
Reconstruction of Statutory Registers	POA
Typesetting of Articles	POA
Company Health Check	£40.00
Certificate of Good Standing Apostille	£235.00
List of newly incorporated companies	£0.25 per company
Administrative Restoration	£250.00 plus disbursements
Court Restoration	£1000 plus disbursements

LAW STATIONERY Prices exclude vat

Loose-Leaf Ring Binder with slip cover	£40.00	Hand Plier Seal	£35.00
Loose-Leaf Ring Binder	£30.00	Bound copies of Articles	£5.00 per copy
Soft Bound Register	£25.00		

FIRST ORDER SECRETARIAL SOFTWARE

Prices start from £4.00 plus vat per company depending on the number of companies.
For more information call Paul on 07825 704604, or email paul@fcls.co.uk.

SECRETARIAL OUTSOURCING

Prices start from £25.00 plus vat per company depending on the number of companies.
For more information call Paul on 07825 704604, or email paul@fcls.co.uk.

NOMINEE SERVICES

Prices exclude vat

Registered Office	£95.00
Nominee Secretary	£95.00
Nominee Shareholder	£135.00
Nominee Director	£2,500.00

AGREEMENTS

Shareholder Agreements	£900.00
Loan Agreements	£350.00
Partnership Agreements	£650.00

COMPANY SEARCHES

Prices inc vat

Winding up	£27.00
Full Search and Winding Up Search	£35.00
Full search with Accounts	£32.00
Full Search without Accounts	£27.00
Latest Accounts or Annual Return	£21.00
Latest Accounts and Annual Return	£24.00
Copy of Memorandum & Articles	£21.00
Conveyancing Search – under 50 charges	£32.00
Conveyancing Search – over 50 charges	£POA
Directors Search	£18.00
Registered Office Search	£14.00
Credit Report	£48.00
International Searches and IP	£POA

ADDITIONAL SERVICES

Prices exclude vat

Filing of Confirmation Statement	£56.00
Filing of eDS01 to dissolve company	£50.00
Appointment of Director/Secretary	£30.00
Resignation of Director/Secretary	£30.00
People with Significant Control (PSC) changes	£35.00
Change of Address (company or person)	£20.00
Second filing of a document that first was incorrect	£35.00
Share Certificates (in PDF format)	£15.00 each
Correspondence address (at Companies House)	£40.00 per person

Other services

Legal services

Through our lawyers and legal partners we can provide Shareholder Agreements, Partnership Agreements and Cross Option Agreements and can arrange quotations on many specialist legal services.

Secretarial services

With the removal of the need for a Company Secretary under the new act, secretarial requirements have become the Directors' responsibility. We provide a host of secretarial services.

Registered office

Our address at Cardiff or Bristol is used and the service includes all mail forwarding.

Company secretary

We can act as a named nominee or just provide the secretarial service. This includes dealing with the annual return and reminders of accounts and any secretarial minutes and services required throughout the year.

Nominee shareholder

We provide a nominee shareholder service with set agreements and declarations of trust provided.

Nominee directors

We can provide a nominee director service for dormant or trading companies. The nominee on trading companies will be based in Cyprus and all services will be provided based on full due diligence being completed and dependent on the activity of the company. With Corporate Directors becoming obsolete, we can offer an alternative to be listed as a Director on behalf of a corporate entity.

Registers and seals

We can provide a deluxe loose-leaf register, hard backed combined register or a soft bound combined register on request, discounts apply for bulk orders. Company hand plier or lever press seals are available for next day delivery.

Trade marks

This is a field of activity that is assuming greater importance for clients who seek protection of their name, service, logo or trading style. We provide a full search and registration service that informs the client initially as to suitability and subsequently tracks the progress of any application through the complex procedures of acceptance.

Information services

An extensive range of information databases are at our disposal for providing company information whether locally in the UK or overseas. Information can be emailed within 4/5 hours. We are also able to provide a full conveyancing search for lawyers.

For further information contact:

enquiries@fcls.co.uk

Cardiff: 029 2022 9080

16 Churchill Way, Cardiff CF10 2DX

Bristol: 0117 9104741

B1 Vantage Park, Old Gloucester Road,
Hambrook, Bristol, BS16 1GW

London: 020 3039 3080

Technical steve@fcls.co.uk

Restorations enquiries@fcls.co.uk

First Order Secretarial Software paul@fcls.co.uk

Formations formations@fcls.co.uk

Searches lloyd@fcls.co.uk

www.fcls.co.uk