

## Company Secretary Services

Irish Company Law requires every company to have a company secretary. KB Associates provides a dedicated corporate secretarial service to investment companies and management companies (“Companies”), both UCITS and non-UCITS. KB Associates provides company secretarial services to all Irish entities including DACs, PLCs, and ICAVs.

In addition to the Irish legislative requirements, the Irish Funds’ Corporate Governance Code for Collective Investment Schemes and Management Companies requires Companies to implement a robust governance framework.

The increased focus on corporate governance requires that a board of directors is composed of highly experienced members and also, that the company secretary is equally as skilled. An essential part of the governance framework is the regular holding of formal board meetings. The company secretary ensures that meetings are operated in accordance with applicable legislation and regulation and documented to the board’s satisfaction.

The KB Associates company secretarial team have particular experience of the Irish funds industry and focus on providing bespoke professional services to a portfolio of clients.

### Company Secretarial Services

The company secretarial services provided by KB Associates to both investment companies and management companies include;

- Issuance of board minutes within ten business days following each boardmeeting;
  - Issuance of draft action points within five business days following each boardmeeting;
  - Ensuring all action points are addressed by actively engaging with the responsible party and are fully completed ten business days prior to each board meeting;
  - Maintaining and making available for inspection, the company’s statutory registers on behalf of the directors, including the register of directors and secretaries and register of directors’ and secretary’s interests;
  - Filing documents with the Companies Registration Office / Central Bank within the specified time frames of the Companies Act 2014 / ICAV Act 2015;
  - Providing administrative support to directors;
  - Preparing ad hoc board written resolutions and circulating for board approval and signing;
  - Arranging General Meetings including assisting with drafting forms of notice and proxy forms, receipt and collation of proxies forms for the quorate holding of the General Meeting;
  - Provision of the Registered Office address of the Company;
  - Dealing with company correspondence as instructed;
  - Provision of board room and other support facilities for meetings of the Company and its directors; and
  - Custody of the company seal.
- Preparation and issuance of board meeting materials, including preparation of the board meeting agenda, at least five business days prior to each board meeting;
  - Arranging and taking minutes of Board, Committee and General Meetings;



## Tobias Ashton

Tobias has been a company secretary since 2006 with a focus on investment funds. Tobias has significant experience of all fund entities with a particular focus on corporate governance of companies and boards.

Prior to joining KB Associates Tobias spent two years at Walkers Ireland, helping establish their corporate services and company secretarial offering. Previously he has worked in Ireland for Chartered Corporate Services and in Ireland, the UK and Luxembourg for Capita Asset Services (now Link Asset Services) servicing a portfolio of listed investment trusts.

Tobias holds a Professional Certificate in Compliance (ACOI).

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## David McCabe

David has been a company secretary since 2013.

Prior to joining KB Associates, David worked as a company secretarial specialist with KBC Bank Ireland PLC and Mainstream Renewable Power Limited. David previously worked as a Company Secretary with Intertrust Group and Eaton Corporation. David has gained a wide range of company secretarial experience through his work with PLCs managing their international portfolios of subsidiaries and through his role as a relationship manager for an international corporate services provider.

David holds a Barrister of Law Degree from the Honorable Society of Kings Inns and a BA (Hons) in Legal Studies with Business from Waterford Institute of Technology. David is currently pursuing an MSC in Management and Corporate Governance from Ulster University.

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