

# 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.

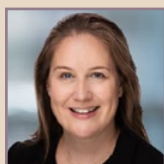
The increased focus on corporate governance requires that a board of directors is composed of highly experienced members and also, that the company secretary is equally as skilled. An essential part of the governance framework is the regular holding of formal board meetings. The company secretary ensures 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 following each board meeting;
  - Issuance of draft action points within five business days following each board meeting;
  - Ensuring all action points are addressed by actively engaging with the responsible party and are fully completed 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;



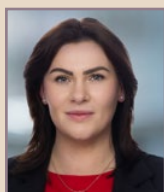
### Elaine Cudlipp

Elaine has been active in the fund services industry since 2002. She is focused on the provision of company secretarial services. She is responsible for regulatory filings and advice on matters of corporate governance and aspects of Irish company law.

Prior to joining KB Associates, Elaine provided corporate secretary and fiduciary services to a range of alternative investment fund clients at The Harbour Trust Co. Ltd. and Vistra in the Cayman Islands. Prior to that, she spent eight years as a fund accountant with CIBC Bank and Trust Company (Cayman) Limited. She commenced her career as an auditor at Deloitte, Dublin.

Elaine is a Fellow of the Chartered Accountants in Ireland (FCA), a Chartered Alternative Investment Analyst (CAIA) and an Accredited Director from The Chartered Governance Institute (Acc. Dir). She received her BSc(Hons) in Business from the Dublin Institute of Technology. **Email:** elaine.cudlipp@kbassociates.ie

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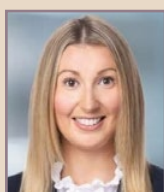
### Stephanie Donald

Stephanie has been active in the fund services industry since 2019. She has experience in the provision of company secretarial services with a focus on investment funds.

Prior to joining KB Associates, Stephanie was a company secretary in the asset management department at Matheson. Previously, she worked as a funds company secretary at Maples Group. She has experience in corporate governance, regulatory compliance and providing board support services to both Irish domiciled and offshore funds.

Stephanie holds a Bachelor of Laws (Hons) from Griffith College Dublin. **Email:** stephanie.donald@kbassociates.ie

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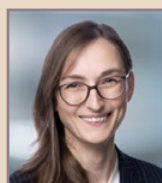
### Hazel Holliday

Hazel has been active in the fund services industry since 2018. She has experience in the provision of company secretarial services with a focus on investment funds.

Prior to joining KB Associates, Hazel was a company secretary in the asset management department of Matheson. Previously she has worked in Maples Group as a senior company secretarial administrator. She has experience in corporate governance, regulatory compliance and corporate administration.

Hazel holds a Master of Laws in International Commercial Law from the University of Limerick and has completed a Certificate in Company Secretarial Law and Practice from the Law Society of Ireland. **Email:** hazel.holliday@kbassociates.ie

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### Angelica Streckyte

Angelica has been active in the Fund Services industry since 2007. She spent a significant portion of her career with BNY Mellon where she provided administrative support to Executive Directors and Board Members. She was also employed by BNP Paribas CIB as a Company Secretarial Assistant, where she provided company secretarial support to both BNP Paribas corporate entities and internal committees of BNP Paribas CIB. Angelica also worked at Maples where she provided company secretarial services to Irish regulated fund structures. Angelica has detailed company secretary experience with corporate entities and funds throughout her career.

Angelica has completed the Foundation Programme for the Institute of Chartered Secretaries and Administrators ("ICSA") and is currently studying Part 1 of the ICSA qualifying programme. She also has a project management qualification from IPMA and a Marketing Strategy Certificate from Cornell University. **Email:** angelica.streckyte@kbassociates.ie

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### Shauna Wosser

Shauna has been active in the legal profession since 2017 and has a diverse background working as both a Legal Secretary and Assistant Company Secretary in leading law firms in Ireland.

Prior to joining KB Associates, Shauna worked at Pinsent Masons as an Assistant Company Secretary in their Company Secretarial services department. Shauna has experience with both funds and corporate clients advising them of their initial and ongoing maintenance and filing requirements to ensure compliance with all relevant local regulatory obligations and ongoing day to day support. Shauna has completed the Foundation Programme for the Institute of Chartered Secretaries and Administrators ("ICSA") and is currently studying Part 1 of the ICSA qualifying programme. **Email:** shauna.wosser@kbassociates.ie

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### Aisling Farrell

Aisling has been active in the financial services industry since 2014. She is an associate at KB Associates.

Prior to joining KB Associates, Aisling held a number of Company Secretarial roles across the aviation finance, funds, banking and insurance industries. She has broad knowledge and experience of the regulatory landscape relating to LTDs, PLCs and ICAVs established as both UCITS and AIFs.

Aisling holds third level qualifications from the Law Society of Ireland (Postgraduate Diploma in Law) and Dublin City University (MA in Humanities). **Email:** aislingfarrell@kbassociates.ie

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