

Uniquely COMPANY FORMATIONS

We form more UK companies than any other corporate service provider, using the very latest technology to incorporate companies electronically with Companies House.

As you would expect, Oswalds offer fast, value for money formations for all types of UK corporate vehicles including:

- Private and Public companies
- Companies limited by guarantee
- Limited Liability Partnerships (LLPs)
- Charitable trading companies

In business for over 140 years with qualified, highly trained company specialists, our company formation options are designed to be flexible, designed to meet your needs. Many of our clients are repeat purchasers and happy to recommend us to others.

When it comes to choosing the right corporate services provider, you deserve a company that offers a tailored, cost-effective and friendly service with a reputation for delivering exceptional results.

What differentiates us is the level of personal service we offer.



Specialists in...

Private companies limited by shares

Companies limited by guarantee

Public companies

Limited Liability Partnerships

Charitable trading companies



OSWALDS

A Jordans Group Company

Our SERVICES

Through a range of ordering mechanisms, companies may be ordered online, by phone or fax and processed via our permanent electronic link to Companies House.

Post

We provide easy to complete printed order forms, taking you through a step-by-step process to collect the information required to register your company.

Telephone

With just one telephone call, our fast track service enables you to provide the necessary information, including security data, so that we can complete the registration of your company.

Web ordering

A selection of packaged company formations providing you with online access to form your company within 24 hours.

Incorporator

Our bespoke online company formations for regular and volume users, the package is built to your specification.

In person

We still believe in the personal touch and we are happy to meet clients to discuss their requirements. From simple incorporations through to advice on more complex structures, we provide expert assistance throughout the process.

Jordans (Scotland) Limited, trading as Oswalds 24 Great King Street Edinburgh EH3 6QN
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www.oswalds.co.uk

Uniquely CORPORATE LEGAL SERVICES

With Oswalds Corporate Legal Services, you can be confident of implementing a wide range of corporate transactions effectively. Noted for our friendly and approachable attitude to client care, our technical excellence includes top quality legal documentation.

Whether you are a professional intermediary seeking support in documenting advice or a company looking for direct assistance, Oswalds Legal Services provides a reliable and quality service you can trust.

Our professional team of knowledgeable corporate law specialists understand how important it is for our clients to receive a responsive and accurate service.

We pride ourselves on our comprehensive documentation. Our legal documentation is easy to understand and complete, accompanied as it is by detailed guidance notes. We use plain English and avoid legal jargon wherever we can.

Support from our in-house legal team ensures compliance with current law and best practice.

Our efficient and proven processes enable us to consistently deliver a pro-active and professional service to our clients, many of whom instruct us time after time.

What differentiates us is the level of personal service we offer.



Specialists in...

- Share capital services
- Constitutional amendments
- Business re-organisations
- Corporate processes



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Our SERVICES

Share capital services

To ensure that investments are correctly made we can assist in:

Creating and issuing shares, whether for cash or non-cash considerations.

Drafting share rights, including deferred, preference, redeemable and special classes.

Drafting share transfer provisions, including deemed transfers of cessation of employment, drag along, tag along and pre-emption rights.

Redeeming preference shares.

Implementing rights issues, bonus issues and capitalisation of loans into shares.

Creating and issuing bearer shares.

Constitutional amendments

A company's memorandum and articles may require amendment for many different reasons. These might be general updating to comply with current law and practice, to implement a specific transaction, to cater for changes in share capital, joint venture investments or to implement employee incentives. Our services provide all documentation necessary.

Business restructuring

When restructuring your business it is essential that the processes be properly documented and that all appropriate legal requirements are followed. Our services provide peace of mind in these complex areas:

Purchase of own shares

- share for share exchange
- re-registering (private to public and vice-versa)
- re-registering (limited to unlimited and vice-versa)

Bespoke corporate services

We are able to provide support in many other areas of corporate law, including:

- charge registration
- recreating statutory records
- changes in officers, registered office or company name
- branch and place of business registration
- shareholder agreements

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Uniquely CORPORATE ADMINISTRATION

Oswalds Corporate Administration has an enviable reputation for providing first-class corporate administration solutions to clients in the UK and overseas.

Our services provide the satisfaction that all statutory and compliance obligations are being met by our professional and experienced administrators.

At Oswalds we appreciate that the owners and managers of companies large or small prefer to focus on running the company's business. So we offer a range of flexible commercial solutions that can be tailored to meet the needs of small, family-owned companies or complex multi-jurisdictional group structures. As a result, the burden of compliance is taken away from our clients, leaving them free to concentrate on their business.

We ensure every company has a dedicated administrator, providing a friendly and personal service. Use of the very latest technology enables us to take full advantage of filing electronically with Companies House and to pass on to our clients the savings on filings fees that that brings.

With our free **connect** service, our clients have secure internet access to their company's statutory records at all times.

The administration of offshore companies can be challenging because of the difficulties of dealing with agents in different jurisdictions, with their own culture and language, not to mention the practicalities of operating in various time zones or legal systems.

We have specialist offshore administrators, with strong relationships with agents in many other jurisdictions, who are skilled in successfully overcoming these issues.

With our experts in corporate law at hand, our Corporate Administration clients always have access to first class advice and support across the board.

What differentiates us is the level of personal service we offer.



Specialists in...

Corporate administration

Director services

Nominee shareholder services

Registered office services

Company compliance software



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Our SERVICES

Whether the company is registered in the UK, the BVI, Delaware or in any other jurisdiction, our highly trained and experienced company administrators will ensure that any compliance obligations are properly and promptly met, without compromising any tax planning.

Our range of corporate administration solutions can be tailored to your precise requirements. We can:

- Maintain the company's registers and file annual returns or pay annual licence fees
- Provide a registered office address and registered agent in most jurisdictions
- Provide annual support to the company secretary by reminding of annual obligations and drafting AGM documentation

- Hold office as company secretary
- Provide ad hoc support such as the preparation of minutes and documentation required to approve agreements, issue shares or change directors

Nominee shareholder service

We can provide nominees based in the UK or offshore to hold shares in the company on behalf of a beneficial owner seeking confidentiality in relation to share ownership.

Director services

We have a panel of directors resident in the UK or offshore for use by companies seeking to establish management and control in a particular jurisdiction.

Company compliance software

For companies who prefer to look after their own statutory obligations, we offer PCSec, our company compliance software. Designed exclusively for the purpose, PCSec provides the perfect, computer-based solution.

Meeting deadlines – PCSec ensures you never miss deadlines for filing annual returns or accounts, or holding AGMs.

Saving time – PCSec automatically produces forms, resolutions and minutes as well as maintaining registers from keyed data.

Cutting costs – PCSec includes an integrated electronic filing facility to take advantage of reduced filing fees.

Keeping up-to-date – PCSec is regularly updated to comply with legislative change.

Offering support – PCSec features easy-to-follow help screens and a dedicated telephone helpline.

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Uniquely CHARITIES VOLUNTARY AND NOT FOR PROFIT SERVICES

At Oswalds we understand the unique nature of the charity, voluntary and not for profit sectors. We believe in offering bespoke services, tailored to meet their specific needs.

Offering a trustworthy and common sense approach, our advisors are passionate about the organisations they serve.

Our experts have complete understanding of the issues facing charitable and not for profit organisations when deciding on the appropriate corporate vehicle, when restructuring or looking to alter their constitution.

We can guide you through the legal and practical steps and ensure all ongoing legal and regulatory requirements are met.

Experienced in dealing directly with the regulators, including Companies House, the Office of the Scottish Charity Regulator (OSCR) and the Charity Commission, we ensure the framework established is both workable and practical.

We endeavour to make a real difference to all of our clients. Our proven methodologies and processes allow us to provide exceptional services and advice.

In appointing Oswalds you can feel safe and secure in the knowledge that our advisors will provide reliable results.

What differentiates us is the level of personal service we offer.



Specialists in...

Incorporation of new charitable companies and trading subsidiaries

Incorporation of not for profit companies

Governance reviews and advice

Constitutional reviews and advice

Company administration



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Our SERVICES

Oswalds offers a broad range of advice designed to meet your specific needs. Our services are modular and flexible, enabling you to outsource as much or as little as you like. Whatever route you choose, our main objective is always to work in partnership with you, to help the charity.

Company formations

We incorporate companies seeking registration as charities in Scotland (or in England and Wales) and their trading subsidiaries. We also deal with charity registration applications in both UK jurisdictions, for new organisations and for existing charities faced with new registration obligations (for example foreign or cross border charities now obliged to register with OSCR).

Governance reviews

We undertake these for both charities and their trading subsidiaries, in order to provide modern, legally compliant and effective governance regimes, suitable for the charity's needs.

Charity structures and transactions, regulatory matters

We regularly deal with conversions of unincorporated charities to charitable companies limited by guarantee; custom-draft charity constitutions (either for new charities or to update the constitutions of pre-existing charities to current company and charity law requirements and good practice standards); and make alterations to structures and arrangements (for example, in relation to trading activities or trading subsidiaries). We can provide practical advice and documentation for a range of everyday and more unusual transactions and offer guidance on legal and regulatory matters specific to charities registered in Scotland (for example, annual and other public accountability, trustees' duties, trustee training and matters requiring OSCR's consent) and England and Wales.

Statutory obligations

We can advise on procedures and provide documents relating to charity and private company law and practice, as well as company secretarial matters. We can act as secretary to charitable companies or charities' trading subsidiaries. We liaise with regulatory bodies such as Companies House and the Office of the Scottish Charity Regulator (or, in England and Wales, the Charity Commission), as appropriate.

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Uniquely NAME PROTECTION SERVICES

At Oswalds, we recognise that your company name is a key part of your business' intellectual property assets.

Anything that adversely affects it may threaten your company's good standing and undermine its overall performance.

We understand how damaging it can be if the investment and reputation of your company name is eroded or destroyed because another business, whether deliberately or inadvertently, introduces an identical or similar name or brand into the market.

The Registrar of Companies will only refuse registration of a company name if it is identical to that of an existing company. They will allow registration of similar names. In recent years, internet names have also created their own challenges.

Oswalds breadth of experience and expertise in the corporate field has enabled us to develop a range of services specifically designed to help you protect your company name.

What differentiates us is the level of personal service we offer.



Specialists in...

Domain names

Web hosting

Monitoring services

Name protection companies

Trade marks



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Our SERVICES

Domain name and website hosting service

Names are a limited resource. If there is a domain name that suits you or your business there is no guarantee that someone else will not register it before you. We offer three packages to ensure your presence on the web is protected.

Nameguard

We monitor all new company names arising from both new incorporations and changes of name on the companies index for Scotland, England and Wales. We report to you on any names that are likely to be 'too close' to your own name, so you can take action to protect your intellectual property rights.

Name protection company

Frequently, well-established businesses may be trading under a particular business name for some time before reaching the point where they wish to operate as a limited company. Unfortunately, company names may not be 'reserved' until such time as they are required.

Oswalds can assist in the registration of an appropriate company in order to protect a business name until such time as it is required.

Trade marks

Advice and guidance on registration of your company name as a trade mark.

Document monitoring

Every business needs to safeguard its interests from competitors, suppliers and customers. This can include looking for early signs of indebtedness and statutory change. We monitor changes at Companies House for selected companies and advise you when these occur.

PROOF

A worrying trend in recent years has seen an increase in the number of companies falling victim to identity fraud. Termed 'company highjacking', criminals fraudulently change a company's officers and registered office details so that they may impersonate the company to obtain goods and services without payment, leaving the company with the costs involved in cleaning up its record and proving it was not involved in the fraud.

The PROOF scheme has been introduced by Companies House to enable companies to protect against identity theft. Registration will see Companies House only accepting certain forms if they are filed electronically and not by someone with fraudulent intent. Oswalds can assist with the registration process.

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Uniquely BUSINESS INFORMATION

At Oswalds, we offer a wealth of services designed to satisfy your every data need.

From brief financial summaries to detailed company profiles.

When requesting company information, you need to feel confident your supplier will provide prompt, up-to-date and accurate information.

Our database is updated daily with details of all UK companies, filed accounts and document images.

Whether you order your profiles by phone or online, you can feel sure each report is clear, concise and tailored to your needs. Even better, our reports come complete with the security of substantial professional indemnity insurance.

What differentiates us is the level of personal service we offer.



Specialists in...

Company information

Document monitoring

New company information



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Our SERVICES

Company profiles

Our services offer information on every aspect of a business' finances, including accounts, annual returns, outstanding mortgages.

Know Your Client reports

Ensure you comply with anti-money laundering legislation by ordering online detailed information on companies.

Online searches

Visit our online search service at www.oswalds.co.uk for round the clock access to basic company details and full financial profiles.

International company profiles

Let our international search team save you time researching overseas companies by providing accurate up-to-date reports.

Bespoke data

Let Oswalds search our database and supply information you specify, including details of company size, location and business type.

Mailing lists

Whatever your campaign, we will provide mailing lists to match, for example, based on nature of business, location and financial strength.

New companies

We can help you monitor and contact new businesses by location anywhere in the UK. What's more, we can deliver your data at regular intervals, for example, monthly, weekly and daily, and in a format that best suits your needs.

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