

DENTAL PRACTICE Private Company Limited by Shares

* All prices inclusive of VAT and Companies House fees

STEP ① SELECTING THE RIGHT PACKAGE

Standard Package

£275.00

The package contains

- **Original Incorporation Certificate**
- **6 bound copies of the specialised Articles of Association**
- **Looseleaf Register, a binder containing statutory registers and share certificates**
- **Completed first board minutes (electronic format)**
- **Completed company registers (electronic format)**
- **Completed share certificates (electronic format)**

Timescales

Companies are usually formed electronically and take an average of 24 hours to be incorporated at Companies House from the time Oswalds receive your instructions. However, due to recent Companies Act 2006 provisions, we may have to form the company on a paper basis and send you a form IN01 for signature.

STEP ② CHOOSING THE COMPANY'S NAME

Company Name

We will check the Companies House index for an identical name only, to establish if your choice of name is available for registration. A name checking facility is also available on our website. It is unwise to choose anything too similar to an existing name as you may be required to change it at a later date. If you intend to use any of the sensitive words "Dental", "Dental Surgeon", "Dental Practitioner", "Dentist" or "Dentistry" in the company name you must provide a copy of the letter of non-objection from the General Dental Council. We can provide draft memorandum and articles for forwarding to the General Dental Council, if required.

Please note that your company name will be shown in block capitals or in upper and lower case on documentation provided by Oswalds depending on how you write it here. The name must end with "LIMITED", "Limited", "LTD" or "Ltd".

**Please note that incorporation certificates will be issued in upper case.*

1st choice:

2nd choice:

STEP 3 FINALISING THE ARTICLES

Definition of shares

The default of **Ordinary Shares of (Pounds Sterling) £1.00 each** will be used unless you advise otherwise below:

Currency: _____ Each (value per share): _____

STEP 4 KEEPING THE COMPANY IN GOOD ORDER

Company seal

£29.50

A hand plier seal if adopted by the Company for use on important documents such as share certificates and mortgages.

Statutory Registers and Minutes of First Board Meeting

These are provided as part of the **Standard Package**.

For clients who would prefer a paper version

£10.00

The statutory registers will be completed by Oswalds as per the requirements set down under the Companies Acts, and the minutes of the first board meeting will reflect and formalise post-incorporation matters.

Completed documentation will include:

- **First Board Minutes**
To be retained in the company books
- **Statutory and Non-Statutory Registers, which include:**
 - Register of Directors
 - Register of Directors' Residential Address
 - Register of Secretaries
 - Register of Members
 - Register of Allotments
 - Register of Transfers
- **Share Certificates**
To be retained by the company's shareholders

Please complete the following optional information if you require these matters to be dealt with now, as part of this service:

(a) Company's Year end for accounting purposes

This will only appear in the minutes if you confirm the year end here.

DAY _____ MONTH _____

(b) Auditors / Accountants (DELETE AS APPROPRIATE)

Name: _____

Address: _____

(c) Solicitors

Name: _____

Address: _____

(d) Bankers

Name: _____

Branch: _____

Full Company Secretarial Service

£293.75 per annum



Jordan Company Secretaries Limited will act as Secretary to your Company, and the following duties will be carried out under the service:

- Provision of 24 Great King Street, Edinburgh EH3 6QN as the Company's Registered Office address
- Preparing the First Board Meeting minutes dealing with initial post-incorporation matters
- Provision of information relating to annual statutory obligations of the Company
- Maintaining the statutory records on our specialist company secretarial software system
- Preparing and filing electronically the Annual Return for each company
- Sending reminders for lodgment of accounts due to be filed at Companies House

In addition, you will have free access to our new online statutory register service called **connect**.

connect allows you to:

- access your company records from any location in the world using the internet
- access your company records in real time, always viewing up to date information
- check your company's next filing dates
- check whether annual returns or accounts have been filed
- dispense with holding duplicate paper records if you so wish
- contact the administrator for your company

We will also ensure that other events such as the appointment of a new director or the transfer of shares are correctly transacted, and can provide support and advice on a wide range of company secretarial and corporate law matters. Our charges here will be based on the time spent in each particular instance, and will be notified to you in advance.

Please advise us of an email address and password to be used with **connect**

Email: _____ Password: _____

If you require any further information or assistance regarding company secretarial matters, please contact us on 0131 200 7141.

Registered Office Service

**Free of charge to subscribers of Full Company Secretarial Service*

The Company can use one of our addresses as its registered office address for receiving official documents, such as mail from Companies House or Inland Revenue, even if you do not wish to take our full secretarial service. Please select from the list below:

Edinburgh (£152.75) Bristol (£152.75) London (£211.50)
Belfast (£152.75) (prices shown are per annum)

If correspondence and renewal invoices relating to these services should go to someone else other than the correspondence address given at Step 6 please give their details below.

Name: _____

Firm: _____

Address: _____

_____ Postcode: _____

Telephone No: _____ Fax No: _____

Directors Service address

£411.25 per annum

Officers of UK companies are becoming increasingly conscious of the need to keep their personal details private, especially in relation to their residential address.

Under provisions in force under the new Companies Act as of 1 October 2009, individuals who are directors will be required to file a service address for the public record. The service address may be the director's residential address, the company's registered office or another address at which the director may be contacted.

Directors can change the address that is on the public record to help keep their details confidential and Oswalds can offer the address of 24 Great King Street, Edinburgh, EH3 6QN for use as a service address.

The cost of the service is £350.00 plus VAT per company per annum and a mail forwarding charge of £1.00 plus VAT for each item received at our address is also charged. ***Please note that under no circumstances may this address be used as or be advertised as a trading or general correspondence address.**

Domain name and email services

Have you considered protecting the company/trading name on the web? Oswalds offer a range of services from registering the domain to providing email facilities and web hosting.

Domain name

£17.62 per domain per annum

By registering your domain name at the same time as you set up your company, not only can you match your domain name to that of your company but you ensure no-one else can use that name. You may even want to secure more than one domain name to further protect your business identity.

Domain name & business email**£47.00 per domain per annum**

Create a range of professional business email addresses unique to your company and secure a domain for any website you may create in the future.

- Domain registration
- Business email through outlook using POP3
- 1 Advanced webmail (1Gb space)
- 2 Standard mailboxes (email forwarding or small mailboxes)

Oswalds also offer website hosting packages. Please contact us on 0131 200 7180 if this of interest.

Domain name registration

1st domain choice: _____

2nd domain choice: _____

Suffix(es) required: .co.uk .com .org
.org.uk .net .inf .biz

Email address(es) if required:

1st email address: _____

2nd email address: _____

Domain name registration details

The domain name(s) will be registered in the name of the new company once it has been incorporated. Please confirm the following contact details to be used for the registration of the domain name(s).

Contact name: _____

Address: _____

Town: _____

County: _____

Postcode: _____

Telephone number: _____

Email address: _____

STEP 5

OFFICERS, SHAREHOLDERS AND REGISTERED OFFICE

Company Directors, Company Secretary, Shareholders and Registered Office

The new director(s), shareholdings and registered office should be detailed in this section. At least one individual must be appointed as a director. A company secretary can also be appointed. Please note that the information you provide will enable us to file the new officer appointments electronically with Companies House. If you wish to appoint more than two directors, please provide details on a separate sheet and tick this box

The **service address** will appear on the public record. It does not have to be your usual residential address and could be the company's registered office. If you have chosen the Directors Service address on page 4 you should enter 24 Great King Street, Edinburgh, EH3 6QN as the service address.

Please note the following requirements in the articles of association:

At all times when the Company is carrying on the business of dentistry the majority of the directors of the Company shall consist of either registered dentists and/or registered dental care professionals.

Individual as Director

To also act as Company Secretary? **Yes / No**

Is this Director also to be a Shareholder? **Yes / No**

If yes, how many shares are to be taken up on incorporation? _____ shares

Title: _____ First Names: _____

Surname: _____

Any former name(s) by which known for business purposes within past 20 years:

Residential Address: _____

Postcode: _____

Service Address (if different): _____

Postcode: _____

Date of Birth: DD ____ MM ____ YYYY ____

Occupation: _____

Nationality: _____

Registered Office Address

Please enter the company's registered office address (including postcode). Please note that the company's first registered office address determines which country it is domiciled in. Once chosen, a company's domicile cannot be changed.

Individual as Company Secretary only (if required)

Is this Company Secretary also to be a Shareholder? Yes / No

If yes, how many shares are to be taken up on incorporation? _____ shares

Title: _____ First Names: _____

Surname: _____

Any former name(s) by which known for business purposes within past 20 years::

Service Address: _____

_____ Postcode: _____

Security details: **Last** three digits of telephone number: ___ ___ ___

First three letters of town of birth: ___ ___ ___

First three letters of mother's maiden name: ___ ___ ___

Corporate Body or Firm as Director or Company Secretary (if required)

Please copy this sheet first or provide details on a separate sheet if more than one corporate appointment is required.

To act as Director? Yes / No

To act as Company Secretary? Yes / No

Is this officer also to be a Shareholder? Yes / No

If yes, how many shares are to be taken up on incorporation? _____ shares

Name of corporate body/firm: _____

Registered or principal address: _____

_____ Postcode: _____

STEP 6

PLACING YOUR ORDER

The information requested below will enable us to send you the company documents as soon as the incorporation certificate has been issued. This information will also be used on your invoice.

Name: _____

Address to which communications should be sent: _____

_____ Postcode: _____

Phone No: _____ Fax No: _____

Email: _____

DX No (if applicable): _____ Your Ref: _____

Oswalds Account No (if applicable): _____

Signed: _____ Date: _____

Money Laundering Regulations 2007



For professional advisers: please tick the above box to confirm that you have carried out customer due diligence measures in accordance with the Regulations.

This order form should be sent to:

Oswalds	or	Oswalds	or	Oswalds
24 Great King Street		DX:ED74		LP209
Edinburgh		Edinburgh		Edinburgh 2
EH3 6QN				

Alternatively:

Order online: www.oswalds.co.uk

Fasttrack telephone / fax ordering: Tel: 0131 200 7180 / Fax: 0131 556 2917

Email this form to: oswaldsonline@oswalds.co.uk



Oswalds is the trading name of Jordans (Scotland) Limited
24 Great King Street, Edinburgh EH3 6QN
Telephone 0131 557 6966 Fax 0131 556 2917 DX ED74 Edinburgh LP209 Edinburgh 2
Registered in Scotland under No. 57796 Registered Office: 24 Great King Street, Edinburgh EH3 6QN
VAT No. GB137 4442 71

STEP 7

PAYING FOR THE COMPANY

All prices include VAT

By Card TYPE _____

Total amount payable £ _____ . _____

CARD NO

--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--

ISSUE NO (if applicable)

--	--

VALID FROM

--	--	--	--

EXPIRY DATE

--	--	--	--

Security (CV2) code:

--	--	--	--

 (usually last 3 digits on back of card)

Cardholder's Name: _____

Cardholder's Signature: _____

By Cheque made payable to 'OSWALDS'

Total amount payable £ _____ . _____

For personal cheques:

Cheque Guarantee Card No: _____

For business cheques:

Business Address: _____

Business Phone No: _____