

CORPORATE GOVERNANCE SERVICES

HLS helps businesses mature their approach to corporate governance to manage risk, support strategic growth, ensure compliance, and provide board/ investor assurance.

Supporting founders is our speciality. We provide corporate governance support to: (i) ensure your business is 'investor ready'; (ii) ensure all company secretarial matters are addressed during strategic deals; (iii) meet investor expectation post-money.

<ul style="list-style-type: none"> Transactional support <ul style="list-style-type: none"> - Running governance health checks pre-fundraise - Supporting fundraising rounds (seed, series A/B/C) - Building investor-ready data rooms - Managing/ supporting due diligence requests - Creating completion checklists and CP tracking - Briefing directors/board members on completion mechanics expectations (including the steps/relevant board approvals) - Coordinating completion mechanics (signing, conditions precedent, filings) - Drafting powers of attorney / NDAs - Managing post-completion integrations (registers, filings, consents) Share capital & equity transactions <ul style="list-style-type: none"> - Allotment of new shares/ share buybacks - Redemptions of redeemable shares - Share splits / consolidations - Re-designation or reclassification of shares - Issuing share certificates and updating the register of members - Processing option exercises (EMI or unapproved) - Designing and maintaining the option register and cap table (legal/ fully diluted) - Capital reductions 	<ul style="list-style-type: none"> Establishing Board Governance Foundations <ul style="list-style-type: none"> - Setting-up boards and sub-committees/ drafting terms of reference - Designing annual board planners - Creating templates for agendas, board packs, and minutes - Establishing action tracking and decision logs - Implementing secure board portals/ document management systems - Setting expectations for paper deadlines, quality standards, and circulation timelines - Ensuring compliance with shareholder agreements/ investor rights/ reserved matters - Advising on directors' duties - Providing a programme of structured and/or ad hoc advice to directors on relevant governance and legal topics in response to evolving regulation, legislation, court cases, and legal insights - Minute taking/ action & decision tracking Compliance & Regulatory Oversight <ul style="list-style-type: none"> - Designing governance and compliance trackers (or 'frameworks') to evidence compliance with statutory/ regulatory/ shareholder obligations (and provide upwards assurance to the board)
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<ul style="list-style-type: none"> Corporate approvals & statutory compliance <ul style="list-style-type: none"> Director appointments and resignations Maintaining statutory books PSC register updates (especially after restructurings or share movements) Approving and filing confirmation statements Updating statutory registers (members, directors, charges, allotments), etc. Companies House filings Distributions & returns of value <ul style="list-style-type: none"> Interim and final dividend processes Intercompany distributions/ return of capital Strategic Governance alignment <ul style="list-style-type: none"> Ensuring governance readiness for fundraising/ aligning governance with investor expectations and future fundraising plans Ensuring board oversight aligns with risk appetite and strategic priorities Integrating risk reporting into board cycles Preparing the board for due diligence, audits, or regulatory reviews Supporting compliance with corporate governance codes (e.g., Wates, UK Corporate Governance Code 2024) Employee Equity & Incentive Schemes <ul style="list-style-type: none"> Supporting the implementation of option schemes Modelling scenarios Drafting and explaining scheme rules to future participants (including EMI/ vesting principles/ good and bad leaver provisions/ performance criteria) Drafting option agreements and letters Drafting resolutions to approve the scheme/ issue of the options Creating and issuing share certificates Updating the options register/ cap table and Companies House, as applicable following vesting / exercise Tracking vesting and leavers HMRC notifications/ annual ERS filings 	<ul style="list-style-type: none"> Risk Management & Internal Controls <ul style="list-style-type: none"> Supporting businesses to identify, assess, manage and report on key risks: Facilitating risk workshops Designing bespoke risk management frameworks (including risk appetite statements)/ building risk registers Designing effective risk reports. Structural changes/ other corporate approvals <ul style="list-style-type: none"> Implementing group restructures Loan capitalisations Board approvals for financing arrangements (loan agreements, debentures, security documents) Governance Frameworks & Delegations <ul style="list-style-type: none"> Creating corporate information dashboards Drafting and implementing powers of attorney to support effective decision making Drafting / updating internal schemes of delegation for management Designing RACI matrices for decision making clarity Implementing conflicts of interest processes and annual declarations Governance for Scaling Operations <ul style="list-style-type: none"> Aligning board structure with articles, shareholder agreements and investor rights Mapping committee needs (audit, remuneration, risk, ESG) Evolving Governance Structures <ul style="list-style-type: none"> Supporting the re-design of internal governance infrastructure in response to multi entity or international expansion Creating subsidiary governance frameworks Supporting integration governance after acquisitions Director Onboarding & Support <ul style="list-style-type: none"> Preparing director induction packs Providing training on fiduciary duties, liabilities, and governance codes Supporting with the exercise to secure appropriate D&O insurance, and ensuring directors understand coverage
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<ul style="list-style-type: none"> Policy & Control Frameworks <ul style="list-style-type: none"> - Drafting and maintaining corporate governance policies (e.g., conflicts of interest, gifts and hospitality, whistleblowing, anti bribery, etc.) - Creating policy libraries with version control and review cycles - Ensuring policies align with regulatory requirements and investor expectations - Embedding policies into onboarding and training Board & Committee Effectiveness <ul style="list-style-type: none"> - Designing/ managing board evaluation processes (internal or external) - Supporting board composition reviews - Creating skills matrices for directors - Managing induction programmes for new directors 	<ul style="list-style-type: none"> Compliance & Legal Foundations <ul style="list-style-type: none"> - Ensuring compliance with articles, shareholder agreement, and Companies Act - Support with drafting annual report content Information Governance & Data Handling Protocols <ul style="list-style-type: none"> - Creating secure information-sharing protocols for boards and executives ESG Linked Governance Support <ul style="list-style-type: none"> - Support with the drafting of governance sections for annual reports/ investor decks - Supporting ESG governance frameworks (roles, responsibilities, reporting lines) Constitutional documents: <ul style="list-style-type: none"> - Updating constitutional documents (articles/ shareholder agreements, etc.)
<p><i>For all of the above: advising on applicable processes; drafting appropriate board minutes and shareholder resolutions; updating relevant statutory registers; and effecting Companies House filings.</i></p>	
<p>Competitive project and day/hour rates. Save costs compared to law firms.</p>	
<p>Partner-level advice for a fraction of the price.</p>	

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