



Corporate Services

Introduction

Law Debenture was founded in London in 1889 and has a full listing on the London Stock Exchange. Since 1999, Law Debenture has provided corporate services to Special Purpose Vehicles (SPVs) set up for specific corporate purposes.

These include structured finance transactions (securitisations), mergers and acquisitions, infrastructure projects, social housing, sale and leaseback or any other circumstance where a third party wishes to set up a company for a specific purpose.

Over the years, we have built a loyal client base including many of the major banks, investment banks, the world's two largest mining companies, social housing groups, as well as infrastructure and private equity funds.

We have an unashamedly 'old fashioned' approach to customer service which we believe sets us apart. Every client is made to feel as if they are our only client. Phone calls during business hours will always be answered by a team member.

Your query will be responded to efficiently, with courtesy and acumen. For complex issues we believe communication is the key to finding a resolution that is acceptable to all parties and we will never 'sit' on an issue.

Law Debenture is independent from any bank or other conglomerate and can therefore provide a genuine arms-length service to SPVs without creating conflicts of interest.

Law Debenture has its headquarters in **London**, and has offices in **New York, Delaware, Hong Kong, Jersey** and the **Cayman Islands**.

SPV Administration/ Management Services

The demands on all companies are getting more rigorous all the time.

We maintain a careful eye on proposed legislative changes, ensuring the companies we manage are compliant with corporate governance obligations, EU directives and local stock exchange requirements.

We provide experienced, independent directors to SPVs in a wide range of capital market transactions.

Our services include:

- Incorporation of the SPV
- Setting up of a charitable trust to make the SPV an 'orphan'
- Provision of a registered office and office space
- Provision of independent, qualified, London based directors and officers, including ICSA qualified company secretary
- Full spectrum of board support, including organisation of meetings, minute taking and distribution of papers
- Replacement of incumbent boards
- Review and execution of deal documentation, in co-ordination with legal counsel, and attendance at closing
- Registration with the relevant tax authorities
- Establishment of bank accounts
- Full accounting service including bookkeeping, preparation of IFRS or UK GAAP annual financial statements
- Preparation and submission of UK corporate tax returns, including IXBRL tagged returns
- Audit liaison
- Registrar services

Contact Us



Ian Bowden – *Director*

Ian has led our corporate services team since 2000. Trained as a chartered company secretary he has vast experience in financial services regulation, as a company director, and sits on many SPV boards.

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Rich Lynn – *Senior Transaction Manager*

Rich joined in 2006 originally within our CLO agency business before switching to corporate services. He is highly experienced in the administration and management of structured products and serves as a director on a number of SPVs that we manage.

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Anne Hills – *Director*

Anne joined Law Debenture in 1986 and has led our global team of experienced service of process officers since 1997. She is also a director of Delaware Corporate Services.

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Sharon Martin – *Senior Transaction Manager*

A chartered company secretary, Sharon is senior transaction manager in some of our structured finance work and manages the statutory and corporate administration of the companies that we look after.

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Michael Adams – *Chief Executive Officer*

Michael has been with Law Debenture since 2016. He has long experience of trust and corporate services, having previously held relevant senior positions within leading investment banks and other service providers.

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Company Secretary

We can provide a company secretary as part of a package of services to securitisation SPVs, as well as providing a bespoke “full service” package to more conventional trading companies, be they stock exchange listed or private.

Our services include:

- Qualified, London based, ICSA qualified company secretaries
- Board and shareholder meeting management, including agenda circulation, minute production and circulation, board resolutions, waivers, notices and certificates
- Statutory obligations, including liaison with HMRC and Companies House, all required filings and data protection requirements
- Corporate governance advice
- Annual report filing and distribution
- Stock Exchange announcements
- Bank account management
- Registered office, though not as a stand-alone service

Service of Process

We provide an independent, efficient and cost-effective service operating 24 hours a day, across various time zones.

Our services include:

- Offices in London, New York, Hong Kong, Jersey and Delaware giving a 24 hour rapid response
- Competitive pricing
- Simple appointment letters
- Personal service delivered by highly experienced, full-time dedicated staff
- Complete impartiality and independence giving no legal conflicts and the ability to act for all parties in a transaction

We also offer independent services as an arbitration agent, notice agent, authorised representative and in areas such as Companies Act, Patriot Act and Registered Land.

Agency Services

We provide independent, third party loan agency services on a number of syndicated and non-syndicated loans. This wholly London-based team provides the full suite of services to all parties involved in any lending transaction.

Our services include:

- Performing “Know Your Customer” (KYC) on all parties within the transaction at closing and throughout its life-cycle
- Provision of rate-set/rollover notices to the Borrower and Lender(s)
- Calculation of interest accruals and fee payments
- Instruction of cash payments between relevant parties
- Co-ordinating distribution of appropriate loan documents for transfer of any loan assignments
- Receiving and distribution of relevant company information, such as Borrower financial reports and compliance certificates, made available to Lenders via our dedicated Lender reporting website
- Being the single point of contact for all aspects of the transaction