



N. XENOFONTOS LLC

OUR CORPORATE BROCHURE

Our Corporate Department

Our team advises corporate entities through all stages of their incorporation, development, and on-going processes in line with local, international standards, strategical practices and procedures using our experience, legal skills, and knowledge.

Our abilities cover:

- Incorporation Services
- Corporate Reorganisation, Cross Border & Local Mergers
- Corporate Governance & Compliance
- Corporate Secretarial Services / Corporate Administration
- Contractual / Agreement Drafting & Review
- Corporate Insolvency

We have access to local and international tax matters through its network of associates, practitioners, accountants, and auditors, allowing our network to provide multidisciplinary solutions in combination with the legal side.

Our Services

Incorporation Services

Our corporate lawyers advise clients on the best type of legal entity for incorporation tailoring it for business purposes and on cross-border incorporation of companies and commercial issues ranging from funding working capital, to managing succession, risk management.

Incorporation Services typically cover:

- Analysis and advice regarding the type of company adequate to the clients' medium- and long-term strategy of their business
- Analysis and advice regarding the corporate purpose and its compliance with the targeted legal system

- Drafting and collection of all required documents to incorporate the company and to perform related legal undertakings before competent authorities as to the annual obligations (tax authorities, Registrar of Companies)
- Drafting Memorandum & Articles of Incorporation
- Drafting Shareholders Agreement with specific rules to better safeguard the client's interests
- Acting as proxy / representative for the client whenever necessary

Corporate Reorganisation, Cross Border & Local Mergers

Advice on projects arising in the context of pre-sale reorganisation, post-acquisition consolidation, intra-group financing or refinancing, business transformation.

Provision of an extensive range of legal services in relation to reorganisations and transactions in collaboration with our network of tax. We endeavour to offer efficient and effective one-stop-shop services, covering the client's needs and ensure that proposed structures and solutions are designed and implemented in accordance with relevant legal and tax requirements.

Corporate Reorganisation typically covers:

- Branch establishment and transfers
- Asset and business transfers, mergers, post deal integration projects
- Cross-Border & Local Mergers
- Capital Buy-Backs and Redemptions
- Capital Reorganisations
- Corporate insolvency
- Corporate Taxation and Legal Compliance)
- Redomiciliations

Governance & Compliance

We provide a broad range of legal services to assist companies to develop a governance framework for dealing with core governance areas and non-compliance risk mitigation.

Combining specialists from various legislation and various disciplines, we assist companies in planning their governance & compliance policy.

Governance & Compliance typically mainly covers:

- Analysis and advice regarding board processes internal rules, adherence of directors' duties, delegation of powers
- Mapping on non-compliance risks exposure, risk management and due diligence implementation
- Assistance in drafting codes of conduct and internal regulations for the corporate bodies, ethical guidelines and drafting governance manuals
- Assistance in designing compliance regulations, anti - money laundering policies, client acceptance policies

Corporate Secretarial / Corporate Administration

Our corporate secretarial services are strongly focused on handling all day – to – day secretarial matters, house – keeping and managing local entities and branches. Our corporate secretarial services help in managing and mitigating risks of corporate non-compliance with local authorities.

Corporate Secretarial / Administration Services typically cover:

- Incorporation of domestic and foreign entities
- Registration of local branches of foreign entities in Cyprus
- Assistance in the opening of bank accounts and support in completing procedures acting as authorised bank signatories
- Business and tax registrations

- Corresponding with local authorities
- Day to day corporate housekeeping such as:
- Preparation and documentation of shareholder's meetings, minutes and board meetings
- Administration of necessary filings with local registries and other competent authorities
- Drafting standard intra-group agreements
- Maintaining up-to-date copies of the company's corporate records and information as filed in the public registers in electronic form

Contractual / Agreement Drafting & Review

Our team comprised of corporate legal and taxation specialists advises on the preparation, review, negotiation, analysis and interpretation of contracts and agreements of any nature.

Contractual / Agreement Drafting & Review typically covers:

- Licensing, Franchising Agreements
- Negotiating Local and International Agreements
- Licence / Acquisition of Intellectual Property Agreements
- Sale, Purchase, Distribution Agreements
- Other types of agreements

Corporate Insolvency

We provide innovative solutions to clients involved in distressed company situations, which allow clients to minimise costs, enhance value and properly position themselves for the future.

We represent troubled companies, their boards, management, owners, creditors, lenders, investors and acquirors handling restructurings and corporate liquidations through our in – house licenced insolvency practitioner.

Corporate Insolvency typically covers:

- Appointment of licenced insolvency practitioner
- Voluntary Members' & Creditors' Liquidation
- Court Supervised Liquidation & Filing of Insolvency Court Applications on behalf of creditors
- Corporate Restructuring Plans
- Examinership
- Negotiating Local and International Agreements

To find out more on our services and how we can assist:

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