

# Automated Share Reorganisation Suites

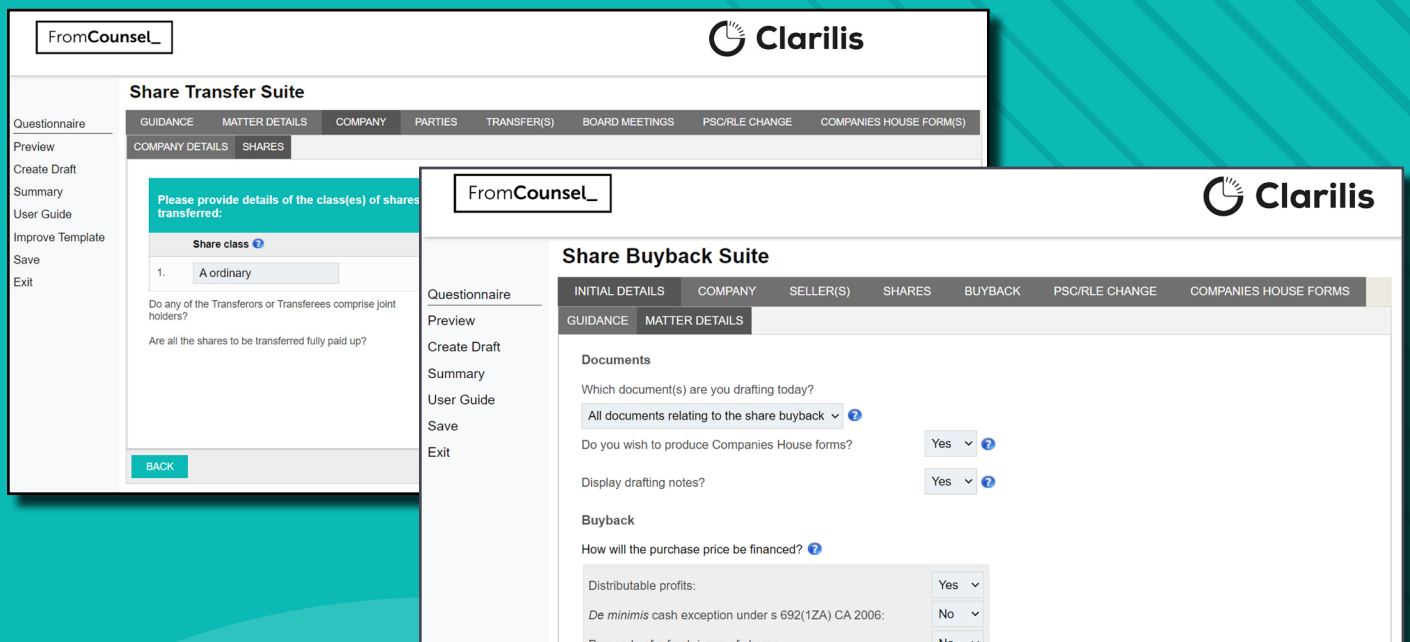
## Combining FromCounsel's best-in-class precedents and knowledge with Clarilis' market-leading automation platform

Clarilis and FromCounsel provide deep automation of comprehensive share reorganisation suites. The solution combines exceptional documentation from FromCounsel's team of pre-eminent barristers at Erskine Chambers and experienced PSLs, with powerful automation by Clarilis.

The documentation and automation are both fully maintained.

## Why automate?

- Drastically reduce drafting time
- Improve margins via enhanced efficiency
- Increase capacity in busy teams
- Remove risk via compliance with strict legislative requirements
- Maintain exceptional drafting standards by using best-in-class documentation
- Assist retention and recruitment
- Enhance client relationships by delivering a superior and agile service
- Enable delegation in a risk-mitigated environment



The image displays two screenshots of legal automation software. The top screenshot shows the 'Share Transfer Suite' interface, which includes a sidebar with navigation options like 'Questionnaire', 'Preview', 'Create Draft', 'Summary', 'User Guide', 'Improve Template', 'Save', and 'Exit'. The main content area is titled 'Please provide details of the class(es) of shares transferred:' and contains a form for 'Share class' with a dropdown menu showing 'A ordinary'. Below this, there are two questions: 'Do any of the Transferors or Transferees comprise joint holders?' and 'Are all the shares to be transferred fully paid up?'. A 'BACK' button is at the bottom. The bottom screenshot shows the 'Share Buyback Suite' interface, which has a similar sidebar. The main content area is titled 'Documents' and includes a dropdown for 'Which document(s) are you drafting today?' set to 'All documents relating to the share buyback'. It also has two questions with dropdown answers: 'Do you wish to produce Companies House forms?' (Yes) and 'Display drafting notes?' (Yes). Below these, there is a 'Buyback' section with a question 'How will the purchase price be financed?' and a table for 'Distributable profits:' with 'Yes' and 'No' options. The bottom row of the table is partially visible, showing 'De minimis cash exception under s 692(1ZA) CA 2006:' and 'Proceeds of a fresh issue of shares:'.

## Solution differentiators

- Precedents and knowledge from FromCounsel, the first-rate service favoured by leading firms
- Market-leading automation from Clarilis, with unmatched breadth and depth
- Fully maintained documentation, automation and guidance
- Drafting notes and expert guidance linked throughout enabling seamless access
- Available off-the-shelf, with no implementation required
- House styling options available
- Rigorous security measures and protocols

# Automated Share Reorganisation Suites

## The automated share reorganisation suites consist of the following:

### Share Transfer Suite

- Board Minutes (Company)
- Board Minutes (Transferee)
- Board Minutes (Transferor)
- Stock Transfer Form
- Indemnity for Lost Share Certificate
- Waiver of Pre-emption Rights
- Share Certificate
- 790G Notice
- 790H Notice
- Companies House Forms (EH06, PSC01, PSC02, PSC03, PSC04, PSC07)

### Variation of Class Rights Suite

- Initial Board Minutes
- Written Consent
- Written Consent – Filing Copy
- Consent to Short Notice
- Notice of Class Meeting
- Minutes of Separate Class Meeting
- Proxy Form
- Print of Special Resolution
- Concluding Board Minutes
- Companies House Form (SH10)

### Articles of Association Suite

- Articles of Association
- Model Articles of Association
- Memorandum of Association
- Initial Board Minutes
- Consent to Short Notice
- Notice of General Meeting
- Proxy Form
- Minutes of General Meeting
- Members' Written Resolution
- Print of Special Resolution
- Concluding Board Minutes

### Share Issue Suite

- Letter of Application for Shares
- Initial Board Minutes
- Allottee Board Minutes
- Consent to Short Notice
- Directors' Written Statement
- Members' Written Resolution
- Notice of General Meeting
- Proxy Form
- Minutes of General Meeting
- Print of Ordinary / Special Resolution
- Waiver of Pre-emption Rights
- 790G Notice
- 790H Notice
- Share Certificate
- Concluding Board Minutes
- Companies House Forms (SH01, EH06, PSC01, PSC02, PSC03, PSC04)

### Share Buyback Suite

- Initial Board Minutes
- Share Buyback Agreement
- Stock Transfer Form
- Auditor's Report
- Directors' Statement
- Members' Written Resolution
- Notice of General Meeting
- Proxy Form
- Minutes of General Meeting
- Waiver of Pre-emption Rights
- 790H Notice
- Indemnity for Lost Share Certificate
- Concluding Board Minutes
- Print of Members' Written Resolution
- Print of Special Resolution
- Gazette Notice
- Companies House Forms (SH03, SH06, EH06, PSC03, PSC04, PSC07)

### Consolidation & Sub-Division Suite

- Initial Board Minutes
- Members' Written Resolution
- Consent to Short Notice
- Notice of General Meeting
- Proxy Form
- Minutes of General Meeting
- Indemnity for Lost Share Certificate
- Share Certificate
- Concluding Board Minutes
- Companies House Forms (SH02, EH06)

### Reduction of Share Capital Suite

- Initial Board Minutes
- Notice of General Meeting
- Consent to Short Notice
- Proxy Form
- Directors' Solvency Statement
- Class Consent In Writing
- Minutes of General Meeting
- Print of Special Resolution
- Members' Written Resolution
- Print of Written Resolution
- Directors' Compliance Statement s 644(5)
- Concluding Board Minutes
- Companies House Form (SH19)

### Redesignation of Shares Suite

- Initial Board Minutes
- Members' Written Resolution
- Notice of General Meeting
- Consents to Short Notice
- Proxy Form
- Minutes of General Meeting
- Concluding Board Minutes
- Print of Special Resolution
- Share Certificate
- Companies House Forms (SH02, SH08, SH10)

**Best-in-class content**

**combined with our powerful**

**automation platform**