

SHARE TRANSFER SERVICE FACT SHEET (From 7/8/24)

Introduction

At Marsland Nash Associates we are able to offer a fully comprehensive service that will transfer shares between shareholders, which may be required for a variety of reasons, this could include:-

- Transfer (by gift or by sale) of shares to spouse or other family members
- Sale of shares to a third party
- Sale of shares to a key member of staff

This Fact Sheet briefly outlines the service we offer:-

Fees

We charge a fixed fee of **£355** plus VAT where there is to be just one single transfer event.

We charge a fixed fee of **£177.50** plus VAT per event where there is to be multiple transfer events (e.g. where share options are taken in a number of tranches over a number of years).

Our Service

Within the service, we will undertake the following:-

- Obtain the current Memorandum and Articles of Association from the company's public file at Companies House, if we do not hold them already
- Review of the existing Memorandum and Articles of Association and advise on any changes that may be required in order to allow the transfer to go ahead, giving reference to the Companies Act 2006
- Give advice on whether there are any implications relating to the Employment Related Securities legislation
- Provide the necessary written resolutions to administer the share transfer
- Provide a copy of the Memorandum and Articles of Association together with the resolution (if required)
- Completion of the necessary Stock Transfer form, and advising of any Stamp Duty payable to HM Revenue and Customs (HMRC) Stamp Office
 - Form J30 for fully paid up shares
 - Form J10 for nil or partly paid shares (in this instance we will advise of any obligation that the transferee is taking on to pay any amount outstanding on those shares)
- Filing of the Stock Transfer Form with HMRC and monitoring the return of the duly stamped form (where required), then forwarding to you the original stamped document
- Provide new share certificates for the new share holder(s)
- Update the Statutory Records, including all necessary registers, where we maintain them for you, or provide the necessary changes for you to include in your registers where you normally maintain them
- Submit an up to date CS01 Confirmation Statement to Companies House if required

- Consider whether Employment Related Securities applies and if appropriate an ERS scheme to be registered and a return made.
- General advice in connection with the above

Disclaimer

Please note that careful consideration should be given to transferring shares. You should consider obtaining independent legal advice before proceeding. You should ensure nothing in your shareholders agreement or statutory records could affect this transaction. We do not accept any liability in the event any party to a transaction subsequently decides it was not what they required.