



Solutions for listed companies



Designed to offer support
throughout your business lifecycle
and across all your tax, business
support and governance needs

Helping you prosper

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Specialist services for every stage of your lifecycle

Our capital markets specialists have decades of experience in supporting Main Market, AIM and NEX listed businesses at every stage of their lifecycle, from pre-initial public offering (IPO) advice, throughout the IPO as reporting accountants and ongoing as auditors, or providing trusted adviser support across all your business' accounting and tax support needs.

We are fully entrenched with the London markets. We currently provide a range of audit and non-audit services to a host of publicly listed companies, and have demonstrable experience acting for publicly listed businesses in the natural resources, mining and technology sectors. Our other national sectors of focus include hospitality, automotive, property, drinks, sports, healthcare and Telecommunications, Media & Technology (TMT). In addition, we can call on a wide support network of NOMADs, solicitors, brokers and PR firms, to whom we can make the necessary introductions.

We punch above our weight in terms of our number of stock market clients, as confirmed in the ARL Corporate Advisers Rankings Guide

Champions of the small cap community as headline sponsors of the annual Small Cap Awards and proud supporters of Small Cap UK

We act for publicly listed businesses across many sectors including natural resources, mining and technology

We work in partnership with, and are members of, the Quoted Companies Alliance (QCA). Our annual corporate governance behaviour review, jointly produced with the QCA, looks at listed companies' compliance with the QCA's Corporate Governance Code.

Our international reach means we work with companies with activities in a number of countries. Our membership of the UHY International network allows us to work with other UHY member firms to provide IPO, reporting accountant services and ongoing audit services to numerous international companies listed in the UK.



Support with the admission process

We can support you with the whole admission process from pre-IPO fundraising to tax planning, across all UK stock markets.

For companies requiring equity finance within 12-18 months of anticipated IPO, our pre-IPO services add benefits including added credibility for the company; financial assistance with the flotation process; and pre-IPO investors able to provide continued support if stock market conditions result in postponement of the IPO.

Your admission

Our support with your admission can cover the following areas:

- review of appropriateness of flotation and choice of stock market
- time-schedule, planning and budgeting of the transaction
- preparation and review of business plan and financial model
- business valuation
- introduction and approaching pre-IPO investors
- introduction to Corporate Advisers or nominated advisers (NOMADs) and stock brokers
- liaising with the stock market authorities; and
- additional services such as tax advisory, contact to brokers and law firms.

Due diligence services

As reporting accountants, we offer a range of due diligence services, including:

- true and fair opinion on the financial information in the admission document
- long form (due diligence) report on the issuer or the acquisition target as appropriate
- report and opinion on adequacy of working capital
- report and opinion on adequacy of financial reporting procedures; and
- tax due diligence.

We can support you through the entire admission process, including pre-IPO fundraising, tax advisory and due diligence, ensuring you achieve your ambitions.

Audit and assurance

Our annual audit and assurance engagements are an opportunity to provide you with more than just statutory compliance.

Our highly experienced teams will provide you with sound commercial advice for any strategic ideas you might have, and will strive to highlight areas of opportunity. We will also help to identify practical solutions to any challenges within your business, ultimately helping you to reduce risk.

We have a deep understanding of your reporting requirements, gained from decades of experience auditing publicly listed companies.

This knowledge and insight enables us to avoid surprises by anticipating matters which may present difficulties, and by working with you and the entire team to overcome any problems, as far as practicable, as they are established.

Identifying these areas of concern can not only improve your efficiency, but also provide you with essential knowledge upon which to base your future business decisions.

We are able to assist you with a full range of audit and assurance matters, including:

- financial statement audit
- regulatory reports
- IFRS reporting
- financial accounting

- independent controls and systems process assurance
- assistance on capital market transactions.

Our approach has a real emphasis on proactive communication; we endeavour to keep your key stakeholders fully engaged with every step of the audit process, including their obligations and the timing of each stage.

We will provide you with relevant and timely advice on the business issues and decisions you face.

Key outputs are produced to assist our two-way communication throughout the audit process, including relevant updates on reporting requirements and legislative changes that impact directly on your financial statements.

At the conclusion of our audit work, we provide you with a report covering pertinent issues which have come to our attention.

Where there may be scope to improve the effectiveness of the accounting procedures and controls, to improve the quality of financial reporting, or to save you costs we will discuss this with you to check the factual accuracy and the practicality of our recommendations.



Corporate finance support

There will inevitably be a stage in your business' lifecycle when you require corporate finance advice. It could be that expansion is at the forefront of your business strategy, and you need to raise finance to facilitate this growth. You could be contemplating a management buy-out (MBO) or management buy-in (MBI), or you might have decided it is time to sell your business and are seeking the right buyer and a smooth transaction.

No matter what move you are about to undertake, our experienced advisers can provide you a lead advisory service with a multi-disciplinary capability along with a wealth of sector specific experience so that you can be sure of achieving the best results for those key critical business decisions.

We can advise and assist you with all of the following:

- mergers and acquisitions
- MBO/MBI advisory
- raising development finance
- secondary fundraising
- selling your business
- divestments and disposal
- valuations
- vendor financial due diligence
- reporting accounting
- project management of transactions
- restructuring
- exit planning for shareholders; and
- tax and VAT structuring.

Flexible approach

Our service is tailored to meet your individual requirements. We can advise you on the entire transaction, from start to finish or carry out individual tasks, including:

- forecasts and projections
- business and shareholding valuations
- analysis of business operations
- financial due diligence
- acquisition search
- purchaser search
- share issue advice
- sourcing suitable grants and government support
- investment circulars
- assistance with preparing applications for bank and institutional funding
- negotiations and relationship management with all involved parties
- deal structuring
- tax and VAT related transaction advice; and

- general strategic business advice.

We will strive to find you the right solutions and the most appropriate terms available in the market at the time.

We are motivated by your success and will share risk with you by structuring our charges with an appropriate balance of committed and contingent fees.

Corporate Governance review

Corporate Governance is a topic that has been growing in importance and profile as Boards face increasing pressure to ensure regulatory compliance and adopt appropriate corporate values, and the Government seeks to limit corporate collapses and the ensuing scandals.

September 2018 saw the introduction of a new catalyst in improving the connection between companies and investors – the new AIM Rule 26, which now requires all companies on AIM to adopt either the Quoted Companies Alliance (QCA) Governance code, the UK Corporate Governance code or another recognised Corporate Governance code, instead of having the option to set out their own arrangements.

We can draw significant insights as a result of our annual Corporate Governance Behaviour Review, written in partnership with the QCA, whereby we benchmark the corporate governance disclosures made from a random selection of 100 small and mid-size quoted companies and compare these against the minimum disclosures set out in the QCA Corporate Governance Code.

In addition, as of 1 January 2019, a revised UK Corporate Governance Code applies to relevant UK listed companies.

It now states that the Board's duty is to establish the company's purpose, values and strategy, and satisfy that these and its culture are aligned. The objective being to avoid the cultural failings of the 2008 financial crisis.

Our team will use their in-depth knowledge of this area to advise on all aspects of your governance, including:

- reviewing your compliance with your chosen code and providing insight into best practice
- benchmarking of your business against your competitors
- identifying risks and potential process improvements
- ensuring that the governance practices you have put in place meet the expectations of your stakeholders; and
- reviewing your procedures and the effectiveness of your Board to improve the performance of your business.

You can read the findings of our Corporate Governance Behaviour Review 2019/20, as well as previous editions, on our website:

www.uhy-uk.com/resources-publications

Corporate Tax & VAT compliance and advisory services

The world of tax can be a challenging and ever-evolving minefield of information. Ensuring the right strategies are put in place in order to relieve your tax burden and plan for your future financial goals should be high on your priority list, but takes time and is an ongoing process.

Our corporate tax and VAT specialists strive to understand your business objectives and individual circumstances so that they can provide appropriate compliance services and ensure your management team has important information at the right time.

We will provide a wealth of practical advice on mitigating tax exposure and will work in conjunction with you to make your strategic plans as tax efficient as possible, regardless of your sector or business circumstances.

Corporate tax compliance

With ever-increasing stringency within our tax regime and regulations set by case law, announced by HMRC or within the annual Finance Acts, our experienced specialists can provide valuable advice.

Our range of services include:

- preparation of corporate self-assessment returns
- iXBRL tagging of group and subsidiary accounts
- advice on tax payments
- assistance with elections for payments to be re-allocated to group members, or organising group payment arrangements
- capital allowance claims
- assistance with tax investigations (full or aspect enquiries)

- preparation of tax disclosures for financial statements under UK GAAP or IFRS; and
- valuation of shares for corporation tax deductions

Tax planning for the future

Your focus should lie not just on compliance with the UK's tax legislation, but also on considering the impact and benefits of planning ahead across all areas of your tax affairs.

Our corporate tax planning services can include:

- international structures and transfer pricing
- residence or permanent establishment issues
- controlled foreign corporations
- global interest relief

- double tax treaties and unilateral relief
- property matters
- relief for research and development
- year end tax planning
- pension schemes
- profit extraction/dividend planning
- seeking HMRC clearances
- intra-group transfers
- substantial shareholders exemption
- intangible assets regime relief
- purchase of own shares; and
- joint ventures or membership of LLPs.

VAT compliance

Businesses are increasingly finding that VAT is proving to be one of the most difficult taxes with which to be fully compliant, as complex rules must be applied to every purchase and sales transaction as it occurs and systems must exist to capture all of the required data.

Mistakes can be hard to avoid, as can the resultant tax assessments and penalties.

We are able to help with the following VAT issues and requirements:

- dealing with most VAT registrations and de-registrations, in particular those in relation to:
 - intentions to trade
 - late registrations

- retrospective (back-dated) registrations
- property businesses, particularly involving the option to tax partially exempt businesses
- VAT groups
- non-resident businesses or those owned overseas
- completion of your VAT returns in line with Making Tax Digital legislation, and keeping you informed of deadlines so you can avoid any penalties for late payment

In addition, our VAT specialists can:

- carry out reviews of your accounting systems.
- review and challenge assessments and surcharges issued by HMRC

- provide consultancy and planning advice in relation to:
 - new ventures
 - international trading
 - property deals
 - seeking formal Rulings
 - disputes with HMRC such as negotiations, appeals, instructing Counsel
 - overseas business
 - partial exemption methods
 - group restructuring
- conduct VAT reviews, health checks and due diligence either on your own VAT affairs or those of targets you are acquiring.

Our corporate tax and VAT specialists strive to understand your business objectives and individual circumstances – ensuring your management team has important information at the right time.



Outsourced support services

If we are not engaged as your auditors, we can function as a 'back-office' solution, giving you more freedom to concentrate on driving your business forward, rather than losing time and effort on administration, regulation and reporting. A partner will be appointed to manage our service to you and will be your key point of contact throughout.

We can act as an extension of your business, either replacing or supplementing your existing support function across the following areas:

Financial reporting advisory support

Our team has significant experience advising and assisting private, AIM and NEX quoted companies in fulfilling their financial reporting responsibilities. As auditors of a significant number of AIM listed companies, we have specialists with the necessary skills to carry out advisory services for our non-audit clients. As an audit firm we also understand what your auditors require and how to interact with them and your finance team.

We can assist you with a full range of services, including:

- IFRS accounts for groups
- IFRS conversions and first-time adoption
- statutory accounts for subsidiaries
- group consolidation packs and coordinating reporting from subsidiaries
- IPO historical financial information
- IFRS calculations and disclosures, such as share-

based payments, business combinations, reverse take-overs, impairment reviews

- advice on new IFRS and UK GAAP treatments
- monthly, quarterly, half-yearly and annual management accounts
- assistance in preparing financial models and business plans; and
- business valuations.

Payroll services

We offer a full payroll compliance service using a modern payroll software package and a dedicated payroll team. We can also negotiate with HMRC on your behalf on any payroll issues.

We can support you with a full range of services including:

- maintaining your payroll records, computing salaries and processing temporary and permanent variations to salaries
- arranging payments by BACS for salaries, third parties such as HMRC, pension providers and attachment of earnings directly from your bank accounts
- producing reports in Excel format for import purposes and generating additional bespoke journal reports
- pressure sealed payslips or secure online ePayslips; and
- personal income tax advice.

Company secretarial support

Complying with company secretarial statutory obligations is a significant and time consuming responsibility which many business owners find onerous. Failure to comply can have serious consequences and can even result in your company being struck off and directors prosecuted.

Our company secretarial compliance service can help with:

- maintaining your company's statutory registers electronically
- preparing and filing your Annual Return
- providing a registered office address
- issuing share certificates
- allotment and transfer of shares
- creation of new share classes subdivision, consolidation or re-designation of share capital
- bonus or capitalisation of shares
- drafting Articles of Association
- company purchase of own shares or redemption of shares
- group restructuring
- e-registration of companies as public or private or unlimited companies; and
- striking off an unwanted company.

Recruitment

Employees are your most valuable resource and recruiting the right people with the right skills to fit your company culture can be a difficult and time-consuming task. Our dedicated recruitment specialists can offer you tailored recruitment services and support, so that you can continue with the important task of running your business.

Whether you are looking for temporary cover, assistant accountants or a group financial controller, we will understand your requirements and work with you to find the right candidate to fit your finance team.

We can provide assistance across the following areas:

- job description – we will work with you to draft a description of the role
- CV reviewing – we can ensure that applicants have the skills, knowledge and experience
- shortlisting – we can identify the applicants that best fit your requirements
- advice on salary level; and
- interviewing by our partners and staff.

By acting as your 'back-office' solution, we can give you more freedom to concentrate on driving your business forward, rather than losing time and effort on administration, regulation and reporting.

Contact us

For more information, get in touch with your local listed businesses specialist.

Alternatively, speak to your usual UHY contact or one of our teams at your local UHY office, contact details for which can be found on our website at www.uhy-uk.com.



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Top 20
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