



CT Corporation

End-of-year compliance checklist

Use this checklist to help your clients ensure that they've completed all outstanding U.S. and global compliance issues. They may need to:

- Check for inactive entities to avoid unnecessary compliance obligations
- Clear unnecessary tax obligations off the books
- Avoid delays at the year-end closing table
- Secure important name reservations and renewals
- Make sure business licenses and permits reflect all changes to the business — done and planned
- Confirm good standing status so planned deals are ready to go in the new year
- Prepare for beneficial ownership information reporting under the Corporate Transparency Act, which begins in 2024



If your clients took these actions...

- ☐ Merger or acquisition
- ☐ Corporate spin-off
- ☐ Added or changed locations
- ☐ Added or changed lines of business
- ☐ Changed business names
- ☐ Refinanced
- ☐ Closed or sold entities

Be sure they filed all necessary documents which may include the following:

- ☐ Dissolutions/withdrawal filings
- ☐ Merger integration filings
- ☐ Reinstatement filings
- ☐ Name change filings
- ☐ Annual report filings
- ☐ Business license filings



If your clients are small businesses...

- ☐ LLCs
- ☐ Corporations
- ☐ Other entities created by filing a document with a Secretary of State or similar office

Help them comply with beneficial ownership information (BOI) reporting under the Corporate Transparency Act, which begins in 2024, by advising them of the following:

- ☐ Whether they are a “reporting company”, meaning they have to file a BOI report
- ☐ What information they will have to report
- ☐ How and where the BOI report is filed
- ☐ When the BOI report is due
- ☐ The updating requirement

Remember! Law firms can also be reporting companies and required to file a BOI report. And if your law firm will help form domestic reporting companies or register non-US reporting companies in 2024, your lawyers, paralegals, or other staff could be company applicants (meaning their personal information will be reported).



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If your clients are planning these corporate actions before the end of the year...

- ☐ Merger or acquisition
- ☐ Corporate spin-off
- ☐ Adding or changing locations
- ☐ Adding or changing lines of business
- ☐ Changing business names
- ☐ Refinancing
- ☐ Closing or selling entities

Be sure to obtain the necessary documents for them before year-end which may include the following:

- ☐ Good standing certificates
- ☐ Bring down letters
- ☐ Merger documents
- ☐ Name reservation documents
- ☐ Assumed name documents
- ☐ Filing delinquent annual reports
- ☐ Update business licenses



If you're preparing for or closing...

- ☐ Mergers and acquisitions
- ☐ Real estate deals
- ☐ Structured finance deals
- ☐ Refinancing deals
- ☐ Cross-border deals
- ☐ Deals with off-shore lenders
- ☐ Tax restructurings
- ☐ Lease agreements

... then you may need:

- ☐ UCC searches: bankruptcy, tax and judgment liens
- ☐ Specialized due diligence: Patriot Act, AML/KYC, DMV, real property searches
- ☐ Good standing certificates
- ☐ Certified copies of formation documents
- ☐ Bring down letters
- ☐ Independent director appointments
- ☐ Contract agent for process
- ☐ Merger, dissolution and cancellation filings



If your clients are in global markets now or plan to be...

- ☐ Merging with or acquiring companies with existing global operations
- ☐ Adding or changing global locations
- ☐ Adding or changing lines of business overseas
- ☐ Changing overseas business names
- ☐ Refinancing
- ☐ Closing or selling entities abroad

Help them stay compliant where they do business across the globe by taking actions that may include the following:

- ☐ Obtaining good standing certificates (or equivalent)
- ☐ Obtaining bring down letters
- ☐ Filing formation documents
- ☐ Filing delinquent annual reports
- ☐ Conduct due diligence searches (lien and court searches)
- ☐ Engage translation services
- ☐ Employ authentication and apostille certification services
- ☐ Engage international process agent services

Contact us to help meet your year-end deadlines at 844.878.1800.

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This information is not intended to provide legal advice or serve as a substitute for legal research to address specific situations.

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