



# '26/27 **CANSEC NOMINEES & SECRETARIES LIMITED (CANSEC LIMITED)** **FIRM PROFILE**

AN AFFILIATE OF COMMERCIAL AND ENERGY LAW PRACTICE (CANDELP)



# **WHAT YOU SHOULD KNOW ABOUT CANSEC**

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# INTRO- DUCTION

Cansec Nominees and Secretaries Limited ("CANSEC") is the corporate governance and company secretarial subsidiary of Commercial and Energy Law Practice (CANDELP), a leading commercial law firm in Nigeria. Operating as a fully integrated affiliate of CANDELP, CANSEC provides end-to-end company secretarial, corporate governance and compliance advisory services to companies of all sizes and structures, across a broad range of industries. It also provides trusts, wills and administration of estate services with the aim of entrenching personal succession planning and business continuity in a way that promotes sustainability.

CANSEC is built on the premise that good governance is not a compliance exercise — it is a strategic asset. We work with boards, management teams and shareholders to design, implement and continuously refine governance frameworks that promote integrity, accountability and long-term value creation. Our work goes beyond statutory

filings and meeting minutes; we serve as trusted advisers on board effectiveness, regulatory compliance, ethics and risk management, and increasingly, on ESG integration.

As a dedicated corporate secretarial entity operating within CANDELP's broader legal platform, CANSEC combines the discipline and regulatory depth of a specialist governance practice with seamless access to CANDELP's transactional, disputes and regulatory capabilities. This integrated structure enables us to support clients holistically, across the full lifecycle of their corporate and governance needs.

For Trusts, Wills and Administration of Estates, CANSEC is able to provide deliberate structuring, carefully drafted instruments, and advise with a depth of understanding that appreciates both the legal framework and the human complexities that surround it.



# OUR VISION

To be the foremost specialist corporate governance and company secretarial practice in Nigeria, recognized internationally for setting the standard in governance integrity, board effectiveness and compliance excellence. We aspire to build an institution whose involvement signals to investors, regulators and stakeholders that governance is not merely present — it is genuinely embedded, robust and fit for purpose.



# OUR MISSION

To empower businesses to achieve sustainable growth and inter-generational continuity by entrenching strong governance, corporate compliance and accountability practices that are practically implemented, commercially grounded and aligned with global best standards.

# OUR GUIDING PRINCIPLES

- ↳ **INTEGRITY**
- ↳ **PARTNERSHIP**
- ↳ **VALUE**

# Integrity

We believe that the right way is always the surest, safest and most sustainable path. Our advice is grounded in ethical rigour and professional independence. We do not take shortcuts on governance matters, because the consequences of poor governance are invariably more costly than the inconvenience of doing it properly.

# Partnership

We are not merely a support function or an outsourced administrative service. We partner with our clients to understand their organisational dynamics, strategic objectives and regulatory environment, and we deliver governance solutions that are genuinely tailored to their circumstances. Our engagement is proactive, not reactive.

# Value

Our value to clients is twofold: we protect the bottom line by ensuring regulatory compliance and minimizing governance risk, and we enhance it by improving the efficiency, credibility and effectiveness of corporate operations. Strong governance, properly implemented, is a competitive advantage.

# OUR SERVICES

Each area is designed to address a distinct dimension of the governance, compliance and sustainability needs of our clients, while operating cohesively as part of a unified service offering.

**COMPANY SECRETARIAL AND  
CORPORATE SUPPORT**

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# 01

## COMPANY SECRETARIAL AND CORPORATE SUPPORT

Our Company Secretarial practice provides comprehensive statutory and administrative support to companies across their full corporate lifecycle. We act as outsourced or lead company secretaries to a wide range of organizations, providing end-to-end secretarial support that is precise, timely and professionally delivered.

### Incorporation & Entity Formation

We advise on and execute the formation of companies and other corporate entities, including:

- Company and entity formation and incorporation, including preparation and drafting of all constitutional and foundational documents (Shareholders' Agreements, Memoranda and Articles of Association, Board Charters, Trust Deeds, Constitutions, and related instruments).
- Processing of statutory and regulatory permits, licences and approvals required at the point of formation and in connection with sector-specific regulatory requirements.
- Structuring advice on the appropriate corporate form and governance architecture for the client's business objectives and investor requirements.

### Ongoing Secretarial & Statutory Compliance

We provide continuous secretarial support to companies and organizations post-incorporation, including:

- Coordination and management of board meetings, board committee meetings and general meetings of shareholders, including preparation of agendas, circulation of board papers, attendance at meetings, drafting of high-quality minutes and resolutions, and follow-up on action items.
- Maintenance of the company seal, statutory books, registers and all corporate records in compliance with the Companies and Allied Matters Act (CAMA) and other applicable regulations.

- Preparation, filing and submission of all statutory returns and regulatory filings with the Corporate Affairs Commission (CAC) and other relevant regulatory bodies, including annual returns and event-driven filings.
- Regulatory monitoring, ensuring clients receive timely updates on statutory, regulatory and administrative developments material to their businesses.
- Board induction, onboarding and orientation support for new directors, equipping them with the information and documentation necessary to discharge their duties effectively.
- Provision of bespoke secretarial services tailored to each client's specific governance structure, sector requirements and agreed scope of engagement.
- Provision of nominee shareholder and nominee director services to companies requiring structural flexibility or investor confidentiality, subject to applicable regulatory and compliance requirements.
- Provision of resident director services to foreign-owned and multinational entities operating in Nigeria.
- Corporate restructuring and dissolution advisory, including advice on mergers, demergers, share capital reorganizations, name changes and voluntary dissolution processes.
- Corporate due diligence, covering searches and investigations into the statutory, regulatory and governance standing of companies and their officers, including searches at the CAC and other relevant registries.
- Processing of business entry permits, expatriate quotas, Combined Expatriate Residence Permit and Aliens Card (CERPAC), work permits and related business immigration documentation.
- Executive recruitment support services, assisting companies in identifying, vetting and onboarding senior leadership talent.
- Outsourcing services, supporting companies seeking to externalize specific governance, compliance or administrative functions to a reliable and qualified provider.

## Corporate Support

Our Corporate Support services address the practical operational and structural needs of companies and their stakeholders. We provide targeted support across a range of corporate activities that require specialist knowledge and reliable execution, including nominee arrangements, corporate restructuring, due diligence and immigration-related business support.



# 02

## CORPORATE GOVERNANCE, COMPLIANCE AND ESG

Our Corporate Governance practice goes beyond ensuring statutory compliance. We advise boards and shareholders on the design, review and strengthening of governance frameworks that support effective oversight, sound decision-making and long-term institutional credibility. We are trusted advisers to boards on governance architecture, board effectiveness, and increasingly, on ESG integration.

### Governance Audit & Framework Design

- Conducting governance audits to assess the current state of a company's governance practices against statutory requirements, industry benchmarks and international best practices, with actionable recommendations for improvement.
- Designing and implementing bespoke governance frameworks, including board charters, committee terms of reference, role descriptions, director election processes and accountability mechanisms.
- Development and review of diversity and inclusion policies, aligned with evolving governance and investor expectations.

### Board Effectiveness & Evaluation

- Conducting board and committee evaluations, with structured methodologies and practical recommendations designed to enhance board performance, cohesion and oversight effectiveness.
- Advising on board composition, including the appointment of independent directors and the integration of sector, financial and ESG expertise to support objective and well-informed decision-making.
- Board succession planning, including the development of succession policies and frameworks that ensure continuity of leadership and governance effectiveness.
- Designing and delivering tailored board and director training programmes on governance, regulatory developments and sector-specific issues.

## Ethics, Compliance & Risk Frameworks

We support clients in developing and implementing robust ethics and compliance frameworks, including:

- Anti-bribery and anti-corruption policies, including reporting mechanisms, controls and staff training programmes.
- Anti-money laundering (AML) and counter-financial crime frameworks, including policies, procedures and compliance protocols.
- Conflict of interest and gift policies, disclosure frameworks and mitigation protocols.
- Whistleblowing frameworks, including secure and anonymous reporting channels and non-retaliation protections.
- Internal audit, compliance monitoring and reporting structures.
- Ethics, compliance and risk awareness training for employees, management and leadership teams.

## Environmental, Social & Governance (ESG) Advisory

We advise companies on the development and implementation of ESG frameworks that are credible, measurable and aligned with global standards, including:

- Environmental governance, covering sustainable resource use, emissions reduction, pollution control and climate change mitigation strategies.
- Social governance frameworks, including community engagement, workforce diversity and inclusion, and health and safety standards.
- Board-level oversight of ESG matters, integration of ESG into enterprise risk management (ERM) systems and stakeholder engagement strategies.
- Development of ESG policies, disclosures and annual governance reports designed to meet investor, regulator and stakeholder expectations.
- Conducting annual governance and ESG reviews, incorporating regulatory developments and stakeholder feedback to ensure continuous improvement.



## 03

## TRUSTS, WILLS AND ADMINISTRATION OF ESTATES

The orderly transfer of wealth and the continuity of family enterprises do not happen by default. They require deliberate structuring, carefully drafted instruments, and advisers who understand both the legal framework and the human complexities that surround it. CANSEC's Trusts, Wills and Administration of Estates practice provides that counsel — with discretion, technical rigor, and a genuine understanding of what is at stake for our clients and their families.

We advise high net worth individuals, business owners, and families on the full spectrum of private wealth and succession planning, from the preparation of wills and the establishment of trusts to the administration of estates and the resolution of succession-related disputes. Our work is grounded in Nigerian law but informed by the cross-border considerations that are increasingly relevant to our clients, many of whom hold assets, family members, or business interests across multiple jurisdictions.

### Wills and Testamentary Planning

A well-drafted will is the foundation of any estate plan. We advise clients on the preparation and execution of wills that reflect their intentions accurately, comply with applicable formal and substantive requirements, and are structured to minimise the risk of challenge or ambiguity on death. Our experience includes:

- Drafting wills for individuals with straightforward and complex asset profiles, including business interests, real estate holdings, investment portfolios, and digital assets.
- Advising on the interaction between testamentary dispositions and other succession mechanisms, including joint ownership, beneficiary designations, and trust arrangements.
- Advising on the requirements for valid execution, the implications of subsequent marriage, divorce, or change in circumstances, and the importance of periodic review.
- Acting for clients who wish to make provision for family members with specific needs, including dependants, minor beneficiaries, and individuals with disabilities.

## Trusts and Succession Structures

Trusts remain one of the most flexible and effective instruments for wealth preservation, succession planning, and asset protection. We advise clients on the establishment, governance, and administration of trusts across a range of purposes and structures, including:

- Inter vivos and testamentary trusts for family wealth management and succession planning, including discretionary trusts, fixed interest trusts, and purpose trusts.
- Charitable trusts and foundations, including structuring, registration, and ongoing governance and compliance obligations.
- Asset protection structures, designed to segregate and ring-fence assets from operational risk, creditor claims, or adverse events.
- Trusts for minors and vulnerable beneficiaries, including the appointment of suitable trustees, investment mandates, and distribution frameworks.
- Business succession trusts, enabling the orderly transfer of shareholdings and business interests across generations while preserving management continuity.

We also advise trustees — whether individual or corporate — on the scope and discharge of their fiduciary obligations, the management of conflicts of interest, and the documentation of trustee decisions.

## Administration of Estates

The administration of a deceased person's estate is a process that is rarely straightforward. It involves legal formalities, regulatory compliance, family sensitivities, and, in many cases, assets and relationships that require careful navigation. We act for executors and administrators in the full range of estate administration matters, including:

- Obtaining letters of administration and probate, including applications to the Probate Registry and compliance with applicable procedural requirements.
- Identifying, valuing, and realising estate assets, including real property, business interests, bank accounts, investment portfolios, and digital assets.
- Settling estate liabilities, including debts, taxes, and the costs of administration.
- Distributing the estate to beneficiaries in accordance with the terms of the will or the rules of intestacy, with proper documentation of all distributions.
- Advising on the tax implications of estate administration, including stamp duties and applicable levies on asset transfers.
- Acting in contentious estate matters, including challenges to the validity of a will, disputes among beneficiaries, and claims by dependants.



# / OUR DISTINCTION

CANSEC is distinguished by the depth of its integration with CANDELP's broader legal platform. Unlike standalone company secretarial firms or in-house administrative functions, CANSEC brings both specialist governance expertise and access to sophisticated transactional, regulatory and disputes counsel under one roof. This means that when a governance matter intersects with a legal, regulatory or commercial issue — as it frequently does — our clients are supported by a fully integrated team, not a referral chain.

We do not merely advise on what governance should look like. We help clients design, implement, operate and continuously refine governance systems that support long-term value creation. Clients engage us where:

- Governance credibility is critical to investor confidence or regulatory standing.
- Regulatory compliance must be precise, timely and defensible.
- Boards require independent, technically strong and commercially informed secretarial and governance advisers.
- A company is scaling, restructuring or navigating a significant transaction and requires governance architecture to match its ambitions.

This positions CANSEC as the go-to firm for corporate governance, company secretarial and compliance advisory for companies that take governance seriously.

What distinguishes our approach to the Wills and Administration of Estates practice is our ability to bring together private client advisory, corporate structuring expertise, and where necessary, dispute resolution capability (through CANDELP) — all within a single, integrated team. Many of our clients hold their wealth through corporate vehicles, family offices, or complex asset structures. We understand that succession planning for such clients cannot be addressed in isolation from their broader commercial and governance arrangements. We are therefore able to advise on the intersection of personal succession planning and business continuity in a way that promotes sustainability.



# / OUR TEAM

CANSEC is led and staffed by qualified legal professionals with deep expertise in corporate law, governance and compliance. The team operates under the supervision of CANDELP's Managing Partner, Funmilayo Odude who acts as Lead Partner and Supervising Principal of CANSEC, and is supported by a dedicated group of associates with specialist knowledge and practical experience in company secretarial work, corporate governance and commercial law.



**Funmilayo  
Odude**

Lead Partner & Supervising  
Principal

Funmilayo Odude is the Managing Partner of CANDELP and the Lead Partner and Supervising Principal of CANSEC. She is widely regarded for her ability to advise on complex governance matters, combining deep regulatory knowledge with strong commercial judgement. Her practice spans corporate transactions, commercial litigation, arbitration and board-level governance advisory, and she leads the design and implementation of ethics, compliance and ESG frameworks for clients across key sectors. She is a member of the Society for Corporate Governance Nigeria (SCGN), a registered Capital Markets Solicitor with the Securities and Exchange Commission (SEC) and holds memberships across leading professional and business bodies in Nigeria and internationally.

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**Taiwo  
Adedokun**

Managing Associate

Taiwo Adedokun has over a decade of experience advising thousands of startups and MSMEs on corporate structuring, compliance, intellectual property, and commercial transactions. Taiwo leads the optimization of contract lifecycles—spanning drafting, negotiation, risk assessment, execution, storage, and post-execution monitoring. She leverages generative AI tools, legal-tech platforms, and automation systems to reduce turnaround time, minimize errors, and deliver scalable solutions that support organisational growth.

Taiwo has supported founders, boards, multinational partners, and internal teams in navigating complex legal and operational challenges. Her dual legal and technology perspective enables her to translate business objectives into structured, enforceable, and automated contract processes.

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# / OUR TEAM



**Boluwatife  
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Senior Associate

Boluwatife Aiyekitan is a dynamic and results-driven legal professional with a strong background in commercial law, corporate structuring, corporate governance, complex commercial dispute resolution, and intellectual property. She has advised leading businesses on business formation, restructuring, labour and employment matters, and intellectual property protection, delivering personalized legal solutions that align with business objectives.

Her ability to navigate intricate regulatory landscapes and anticipate legal risks makes her a trusted advisor for companies seeking to safeguard their operations while seizing new opportunities. With a forward-thinking approach, Boluwatife integrates legal expertise with commercial strategy, ensuring that clients receive practical, business-oriented legal counsel.

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**Daniel  
Akinyami**

Associate

Daniel Akinyami advises on company secretarial matters, energy transactions, commercial law, corporate governance and ESG matters. He has developed and implemented key compliance policies for oil and gas companies — including ethics manuals, gift policies and AML frameworks — and has delivered regulatory and company secretarial support to clients in Nigeria's mining and energy sectors. He holds certifications in Corporate Finance, ESG and Risk Management, and has a strong understanding of the governance challenges posed by emerging technologies and digital assets.

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# / OUR TEAM



**Temitope  
Omojugba**

Associate

Temitope Omojugba is a dedicated legal practitioner with experience in commercial law, corporate law, corporate governance, and compliance. She has assisted leading businesses with due diligence and regulatory compliance, providing tailored legal solutions aligned with strategic business objectives.

Her ability to navigate complex regulatory frameworks and anticipate legal risks makes her a trusted advisor for companies seeking to protect their operations while pursuing growth opportunities. With a forward-looking approach, Temitope combines legal insight with commercial strategy to deliver practical, business-oriented counsel.

She has a strong interest in data privacy law, particularly at the intersection of technology and governance.

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**Azeezat  
Obayemi**

Associate

Azeezat Obayemi has a strong academic background and practical experience providing corporate, commercial and regulatory advisory services to organizations. She has been trained in both private legal practice and the public sector, where she has assisted in the management of briefs, preparation of court processes, and the provision of legal support across a range of commercial and non-commercial disputes, as well as advisory matters.

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# GET IN TOUCH WITH US

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