

**Conversion of existing
Private Limited Company (limited by shares)
to
Designated Activity Company Limited by
Shares**

Section 56/63 Companies Act 2014

Company number

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CRO receipt date stamp & barcode

**Existing
Company name**

in full

Please complete using black typescript or BOLD CAPITALS, referring to explanatory notes

The company is adopting a new constitution.

Under **section 63 Companies Act 2014**, the company is delivering to the Registrar of Companies a copy of its new constitution for registration. The constitution is attached to this form. *note one*

The new name of the company will be: *note two*

- A copy of the ordinary resolution is attached to this form. Section 56(1). *note one and three*
- A copy of the directors resolution is attached to this form. Section 56(2)/56(3). *note one*
- A copy of the directors resolution is attached to this form. Section 57(1). *note one*

Date of resolution: Day Month Year

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*If applicable,
please tick the box*
note four

- As the company does not have existing registered articles, the regulations in Table A Companies Act 1963 are deemed to be the articles of the company and the new constitution states that the articles comprise those regulations.

**Certification:
Statement of
Compliance**

note one and five

I hereby certify that the requirements of Chapter 6 of Part 2 of the Companies Act 2014 have been complied with, in regard to the re-registration of the company as a Designated Activity Company, including the passing of the resolution under section 63(2)(a) or (b).

I hereby certify that the particulars contained in this form are correct and have been given in accordance with the Notes on Completion of Form N2.

Signature _____

Name *in block letters or typescript*

Director Secretary

Date _____

Presenter details

Person to whom queries can be addressed

Name
Address

Telephone number
Email
DX number/Exchange

	Fax number
	Contact Person
	Reference number

Exemption from altering the Company Name

note one and two

- Please note that the company currently holds an exemption/licence under section 24 Companies Act 1963 as amended regarding the use of the word "Limited"/"Teoranta" in its name and is thereby exempted from the requirement under section 969 to include the company type at the end of its name. Section 971(8) Companies Act 2014.

- Please note that the company is applying for an exemption under section 971 regarding the use of "Designated Activity Company/Cuideachta Ghníomhaíochta Ainmnithe" in the company name. Form G5 is attached.

- Companies incorporated under Statute Law only: The company has undergone consultation with the Minister of Government concerned in the administration of the company and is now converting to a Designated Activity Company under Part 2 of the Companies Act 2014.

Please note that the company, incorporated under a former enactment relating to companies pursuant to or in compliance with a requirement of a statute, by virtue of that statute does not include the word "Limited"/"Teoranta" in its name and is thereby exempted from the requirement under section 969 to include the company type at the end of its name. Section 1446 Companies Act 2014.

Company e-mail address

*Please nominate an e-mail address.
The new certificate of incorporation following re-registration will issue to this e-mail address in electronic format. This is required information.*

NOTES ON COMPLETION OF FORM N2

These notes should be read in conjunction with the relevant legislation.

General This form must be completed correctly, in full and in accordance with the following notes. Every section of this form must be completed.

note one Tick the relevant box.

note two Unless the company is exempted under section 971 or 1446 of the Companies Act 2014, the company must include either "**Designated Activity Company**" or Irish equivalent "**Cuideachta Ghníomhaíochta Ainmnithe**" at the end of its name. Registration of the name is subject to the approval of the Registrar of Companies.

The new constitution will be in the format set out in Schedule 7 to the Companies Act 2014. Schedule 7 is for a Designated Activity Company limited by shares. Any further changes to the Memorandum & Articles (constitution) will require a separate submission and the passing of a special resolution. Other changes to a company's constitution cannot be made by the submission of the form N2 and the accompanying resolution (whether ordinary or a directors resolution).

If the company wishes to be exempt from the requirement to include its company type in its company name, an exemption may be granted under section 971. This exemption only applies to specific companies. See Information leaflets 31 and 24. Companies which have an existing exemption under section 24 Companies Act 1963 as amended should tick the appropriate box.

note three The resolution of the company must be passed not later than 3 months before the transition period ends.

note four If it is the case that the company does not have articles but relies instead on the regulations of Table A from the 1963 Act, then the new constitution should state that the articles comprise those regulations. Despite the repeal of the previous Companies Acts, the regulations of Table A will continue in force where the company has a constitution under section 58.

- These regulations will not have force where they are inconsistent with a **mandatory** provision of the Companies Act 2014.
- The **regulations may be altered** or added to by means of a special resolution under section 32 - Amendment of constitution.
- Where Table A makes reference to any provision of the previous Companies Acts, that reference shall be read as relating to the **corresponding provision** of the Companies Act 2014.

note five This form **must** be certified by a director or secretary of the company.

Please note: This Conversion Process is restricted to Private Companies which are limited by shares and which were incorporated under previous Companies Acts, not to companies incorporated under the 2014 Act.

Further information

CRO address When you have completed and signed the form, please file with the CRO. The Public Office is at 14 Parnell Square, Dublin 1. The DX number for the CRO is 145001.

If submitting by post, please send to the Registrar of Companies at:
Conversion Section, Companies Registration Office, O'Brien Road, Carlow.

Payment Form N2 (together with its associated documents) has no filing fee.

Online option **An alternative to completing this paper form is to notify us online at www.core.ie. Submitting your application online is more secure and quicker than filing the paper form.**

**FURTHER INFORMATION ON THE COMPLETION OF FORM N2 IS AVAILABLE
FROM WWW.CRO.IE OR BY EMAIL AT INFO@CRO.IE**