

Section 59/60 Companies Act 2014

Company number

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CRO receipt date stamp & barcode

Company name

in full

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

The company is adopting a new constitution *note one*

1

Under **section 59 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 and the special resolution passed by the members is attached also.

or

Date of resolution:

Day Month Year

7

Under **section 60 Companies Act 2014**, a copy of the new constitution has been prepared by the directors and delivered to each member of the company and the directors are delivering to the Registrar of Companies, a copy of that new constitution.

The company is adopting as its constitution the provisions of its existing memorandum, other than provisions that contain its objects or provide for, or prohibit, the alteration of all or any of the provisions of its memorandum or articles, and the provisions of its existing articles of association. *note two*

If applicable, please tick the box

7

note three

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.

Company e-mail address

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

Certification

note one and
four

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 N1.

Signature

Name *in block letters or typescript*

7

Director

11

Secretary

Date _____

Presenter details

note five

Name

Address

Telephone number

Email

DX number/Exchange

	Fax number
	Contact Person
	Reference number

NOTES ON COMPLETION OF FORM N1

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.
Where the space provided on Form N1 is considered inadequate, the information should be presented on a continuation sheet in the same format as the relevant section of the form. The use of a continuation sheet must be so indicated in the relevant section and noted on the relevant continuation sheet.

note one Tick the relevant box(es).

note two The new constitution will consist **ONLY** of the provision of its existing memorandum other than provisions that contain its objects or which provide for, or prohibit, the alteration of all or any of the provisions of its memorandum and articles and also the provision of its existing articles. Every company registered under Part 2 must comply with section 19 and section 26 regarding the company name which must end in Limited or Teoranta. No other changes to the constitution can be completed using the form N1.

note three 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 60.

- 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.

In no case can the provisions stating the company objects be included.

note four This form **must** be certified by a director of the company if conversion is being completed under section 60 of the Companies Act 2014.

note five This section must be completed by the person who is presenting Form N1 to the CRO. This may be the applicant or a person acting on his/her behalf.

Please Note: The Conversion Process is restricted to Private Companies which are limited by shares and which were incorporated under the previous Companies Acts. Companies incorporated under the 2014 Act cannot submit this form. The new constitution (and special resolution, if required) must accompany the form.

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, D01 E6W8. 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, R93 E920.

Payment Form N1 (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 free, more secure and quicker than filing the paper form.

Please *carefully* study the explanatory notes above. A form that is not completed correctly or is not accompanied by the correct documents or fee is liable to be rejected and returned to the presenter by the CRO pursuant to section 898 Companies Act 2014. Unless the document, duly corrected, is relogged in the CRO within 14 days, it will be deemed to have never been delivered to the CRO.

**FURTHER INFORMATION ON THE COMPLETION OF FORM N1 IS AVAILABLE
FROM WWW.CRO.IE OR BY EMAIL AT INFO@CRO.IE**