

KEARNEY



CURRAN

*Company Formations - Established 1986 - Company Searches
e-mail : wcurr@indigo.ie website : www.kearneycurran.ie*

RE; STRIKE OFF PROCEDURE.

Dear Clients

We enclose a resolution and strike off application forms for completion/signing and return to us with your cheque for €165 +Vat(€ 199)

In order to have the Company struck off quickly and cheaply, it is intended that we be appointed Assistant Secretary to assist in same.

Please let us know the following:

1. NAME OF COMPANY _____

2. DATE COMPANY CEASED TRADING: _____ OR Never traded

NOTE. If ceased years ago put down that date as Revenue will want CT1's, P35 etc. filed to CEASATION DATE.

IF ANNUAL RETURN IS DUE IN A FEW WEEKS --- FILE IT NOW OR EXTEND DATE

3. PLEASE CONFIRM THAT THE COMPANY FILED ACCOUNTS AND PAYMENTS TO REVENUE IN RESPECT OF CEASATION DATE YES/NO

4. FORMER PLACE OF BUSINESS _____

5. TAX NUMBER OF COMPANY: _____

6. DID COMPANY TRADE UNDER DIFFERENT BUSINESS NAME:

IF YES, STATE NAME: _____

7. DID COMPANY SUBMIT A V.A.T. CLAIM AFTER CEASATION DATE _____

IF YES, WAS IT FOR ACCOUNTANCY FEES _____

IF OTHER REASON _____

PLEASE NOTE THAT ANNUAL RETURNS/ACCOUNTS MUST BE FILED UPTODATE WITH THE COMPANIES OFFICE BEFORE THEY WILL ALLOW A COMPANY TO BE STRUCK OFF AND ALL TAX ITEMS TO BE FILED WITH 'REVENUE' UP TO CEASATION DATE.

Co. No. _____

Company Name _____

Date Passed _____

A Written Special Resolution passed pursuant to the articles of association

It was resolved:

- 1. To appoint Company Services Ltd as assistant secretary of the Company for the sole purpose of assisting in having the company struck off and dissolved.**

We being all the directors of the company hereby consent to passing of this special resolution.

Signed

Signed

**Special Resolution to apply for
Voluntary Strike-Off**

Section 731(1)(b)(i) Companies Act 2014

Company number

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**For use with Voluntary Strike-Off
application only**

CRO receipt date stamp & barcode

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

Company name

in full

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Resolution(s)

notes one and two

The following special resolution(s) was/were duly passed:

on

Day			Month			Year					
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- In writing:
- pursuant to section 193(1) (unanimous written resolution) or
 - pursuant to section 194(1) (majority written resolution) or
 - pursuant to section 196(4) (sole member resolution) or

- At a meeting:
- an Annual General Meeting or
 - an Extraordinary General Meeting
- duly convened and held at:

Certification

note three

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 G1- H15.

Signature

Name *in block letters or typescript*

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- Director Secretary *note two*

Date

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Presenter details

note four

Name

Address

Telephone number

Email

DX number/Exchange

	Fax number
	Contact Person
	Reference number

NOTES ON COMPLETION OF FORM G1-H15

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 G1-H15 is considered inadequate, the information should be presented on a continuation sheet in the same format as the relevant section in 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** Only a special resolution to apply for the Voluntary Strike-Off under section 731 Companies Act 2014 is permitted on this form. A resolution is required to be filed, within 15 days of the passing or making of the resolution, under section 198 of the Companies Act 2014. Public Limited Companies (PLC), Companies Limited by Guarantee (CLG) and Unlimited Companies cannot pass a majority written resolution.
- note two** Tick the relevant box(es). If a meeting was held, the address where the meeting took place must be entered. In all cases, the date must be given.
- note three** This form **must** be certified by a current officer of the company.
- note four** This section must be completed by the person who is presenting Form G1-H15 to the CRO. This may be either the applicant or a person on his/her behalf.

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 with the prescribed fee to the Registrar of Companies at:
Companies Registration Office, O'Brien Road, Carlow, County Carlow
DX: 271004 DX Exchange: Carlow 2
- Payment** If paying by cheque, postal order or bank draft, please make the fee payable to the Companies Registration Office. Cheques or bank drafts must be drawn on a bank in the Republic of Ireland.
- 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 G1-H15 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 relodged 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 G1-H15 IS AVAILABLE
FROM WWW.CRO.IE OR BY EMAIL AT INFO@CRO.IE

Voluntary Strike-off Request
Section 731(1)(d) Companies Act 2014

CRO receipt date stamp & barcode

Company number

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

Company name

in full

Attachments

note one

Attached is a letter of no objection from the Revenue Commissioners. The company has delivered to the Registrar, written confirmation from the Revenue Commissioners dated not more than 3 months before the date of the receipt of this application.

A special resolution to apply for the voluntary strike-off made in accordance with section 731 Companies Act 2014, dated not more than 3 months before the date of the receipt of this application:

is filed herewith on a form G1 -H15, OR

was filed on

Day	
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Month	
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Year			
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under submission number

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Attached is the entire page, on which the name of the newspaper and the date of publication of the advertisement are clearly displayed. The advertisement was published in (*please tick appropriate box*)

Irish Independent Irish Times Irish Examiner

Irish Daily Mail Irish Daily Mirror The Herald

Irish Daily Star The Sun (Irish edition)

The advertisement has been so published **not more than 30 days** prior to the submission of the application to the CRO. The advertisement is in the form prescribed in this Form H15.

Date of publication of advertisement

Day	
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Month	
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Year			
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Presenter details

Person to whom queries can be addressed

Name
Address

Telephone number
Email
DX number/Exchange

	Fax number
	Contact Person
	Reference number

I/We,

name(s) in block capitals

note one and note two

being the current director(s) (and currently notified to the CRO as such) of the company, hereby request the Registrar to strike the above named company off the register, pursuant to Section 733 of the Companies Act 2014, on the basis that the company is not carrying on business.

We confirm that the company passed a special resolution, made within the 3 months prior to the date of the application, in accordance with section 731(1)(b) Companies Act 2014, on:

Day	Month	Year
<input type="text"/> <input type="text"/>	<input type="text"/> <input type="text"/>	<input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/>

I/We confirm that:

- The company has ceased trading has never traded
- The Company will not incur any liabilities, re-commence or commence trading, as applicable, in the period prior to its being struck off the register.
- As at the date of the application -
 - (i) the amount of any assets of the company does not exceed €150
 - (ii) the amount of any liabilities of the company (including contingent and prospective liabilities) does not exceed €150 and
 - (iii) the company is not a party to ongoing or pending litigation.
- All outstanding annual returns have been filed with CRO as at the date of this request, and all relevant fees and penalties, where applicable, have been paid.
- The above information is true and correct, according to the best of my/our knowledge, information and belief.

Signature

Date

Signature

Date

Signature

Date

Signature

Date

This statement is an unsworn declaration of compliance with all the legal requirements relating to voluntary strike-off. It is a criminal offence pursuant to section 876 of the Companies Act 2014 for a person to knowingly or recklessly deliver a document to the CRO which is false in a material particular.

Business Name

Is the company the owner of a business name/business names?

Yes

No

If Yes, has the business name or have the business names been ceased?

Yes

No

If appropriate, please see note three

NOTES ON COMPLETION OF FORM H15

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

Section 733 Companies Act 2014 gives the Registrar power to strike companies off the register, which have requested strike-off. However, it is a power which he/she will use only if the director(s) of a company make a formal request to her/him to strike the name of the company off the register and the application for strike off complies in full with the following requirements.

Step One: A special resolution must be passed, resolving to apply to the Registrar for the company to be struck off the register on the ground that it has never carried on business or has ceased to carry on business and has also resolved that pending the determination of its application to be struck off, that the company will not carry on any business or incur any liabilities. The resolution must be made **within the 3 months** before the application and filed with the CRO.

Step Two: All outstanding annual returns have been filed by the company before the request for strike-off is made and relevant fees and any applicable late filing penalties in respect of such filings have been paid.

Step Three: A letter of no objection from the Revenue Commissioners is required to be attached to Form H15 and dated not more than three months before the date of the receipt of this application.

This should be requested in writing from:

Office of the Revenue Commissioners, Companies Unit, City Centre Revenue District, 9/15 Upper O'Connell Street, Dublin 1. Telephone: 01 865 5000 ext 32989/32991/32993/32994/32997.

Step Four: An advertisement, in the format of the sample text below, is placed in one daily newspaper published and circulated nationwide in the Republic of Ireland, and attached to Form H15. This advertisement should appear in a newspaper **published not more than 30 days prior** to the delivery to the CRO of the application for voluntary strike off. The entire newspaper page (original) on which the highlighted advertisement appears should be submitted to the CRO with Form H15, as it is essential that both the name of the newspaper and the date of publication are displayed with the advertisement. (Photocopies will not be accepted). Please note that a single advertisement may be used to advertise the intention to apply for voluntary strike off of up to a maximum of six companies. In such cases, a separate Form H15 is required for each company.

NOTE: As it can take some time to complete steps 1 and 2 above, the advertisement should not be placed until the company is certain that it will have filed the Form H15, the Revenue letter of no objection and the outstanding annual returns.

Step Five: The director(s) of the company, currently recorded as such with CRO, submits a request for strike-off of the company using Form H15 overleaf.

note one Please tick the relevant box(es).

note two This form must be signed by **all the directors**.

note three If the company is the owner of a business name or names, the business name(s) should be ceased by filing Form RBN3 with the CRO. The Form RBN3 can be filed for **FREE** and can be completed on paper or online at www.core.ie

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. DX address is 145001. If submitting by post, please send with the prescribed fee to the Registrar of Companies at:

Companies Registration Office,
O'Brien Road, Carlow, County Carlow

DX Address: 271004. DX Exchange: Carlow 2

Payment If paying by cheque, postal order or bank draft, please make the fee payable to the Companies Registration Office. Cheques or bank drafts must be drawn on a bank in the Republic of Ireland.

Please carefully study the explanatory notes above. A Form H15 that is not fully completed or is not completed correctly will not be processed but will be rejected by the CRO and returned to the presenter.

**FURTHER INFORMATION ON COMPLETION OF FORM H15 IS AVAILABLE
FROM WWW.CRO.IE OR BY EMAIL INFO@CRO.IE**

Text of the advertisement:

Type 1 - Single company

XY Limited [formerly EFG Limited*], trading as Z, [and formerly having traded as W**], having ceased to trade/never having traded (delete as applicable) having its registered office at [] {and formerly having its registered office at []***} and having its principal place of business at [], and has no assets exceeding €150 and/or having no liabilities exceeding €150, has resolved to notify the Registrar of Companies that the company is not carrying on business and to request the Registrar on that basis to exercise his/her powers pursuant to section 733 of the Companies Act 2014 to strike the name of the company off the register.

By Order of the Board

{Name} Director/Secretary (as applicable)

* Where the company has changed its name within the period of 12 months prior to the date of publication of the advertisement, the former name as well as the current name must appear in the advertisement.

** Any business name being used by the company or which was used by it during the 12 month period prior to the date of publication of the advertisement, is required to be included in the advertisement.

*** Where the advertisement is published within one year after the company has changed its registered office, the former registered office address as well as the current registered office address must appear in the advertisement.

TYPE 2 - For two or more related companies (maximum 6) - (same registered office and same principal place of business)

(a) XY Limited, [formerly ABC Limited], [trading as D], having ceased to trade/never having traded (as applicable) and

(b) VW Limited, [formerly EFG Limited], trading as Z, [and formerly having traded as W], having ceased to trade/never traded (as applicable) both having their registered office at [] and formerly having their registered offices at [] and their principal place of business at [], and each of which has no assets exceeding €150 and/or having no liabilities exceeding €150, has each resolved to notify the Registrar of Companies that the company is not carrying on business and to request the Registrar on that basis to exercise his/her powers pursuant to section 733 of the Companies Act 2014 to strike the name of the company off the register.

By Order of the Board

Name of director/secretary (as applicable)

TYPE 3 - For two or more unrelated companies (maximum 6) - (different registered offices and different principal place of business)

(a) XY Limited, [formerly ABC Limited], [trading as D], having its registered office at [] and formerly having its registered office at [] and having its principal place of business at [] having ceased to trade/never having traded (as applicable) and

(b) VW Limited, [formerly EFG Limited], trading as Z, [and formerly having traded as W], having its registered office at [] and formerly having its registered office at [] and having its principal place of business at [] having ceased to trade/never traded (as applicable) and each of which has no assets exceeding €150 and/or having no liabilities exceeding €150, have each resolved to notify the Registrar of Companies that the company is not carrying on business and to request the Registrar on that basis to exercise his/her powers pursuant to section 733 of the Companies Act 2014 to strike the name of the company off the register.

By Order of the Board

Name of director/secretary (as applicable)