





**List of past and present members**

Persons holding shares on  the 14th day after the annual general meeting or  the annual return date for 20\_\_\_\_ (insert year) and of persons who have held shares therein at any time since the date of the last return, or in the case of the first return, the date of incorporation of the company. *note ten*

*notes five and eleven*

		Share class	Numbers held <i>note twelve</i>	Number transferred & date <i>note thirteen</i>	Particulars of transferee <i>note thirteen</i>
Name	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Address	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Folio no.	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Name	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Address	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Folio no.	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Name	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Address	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Folio no.	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Name	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Address	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Folio no.	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Name	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Address	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Folio no.	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Name	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Address	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Folio no.	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Name	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Address	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Folio no.	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Total number held

The total number of shares held must agree with the total number of issued shares given in the **Shares issued** section (total of **(A)** plus **(B)**).

**Directors**  
(including shadow directors)

Surname  
Forename  
*note five*

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

Former surname  
Former forename  
*note five*


Date of birth

<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
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Irish resident *note fourteen*

Residential address  
*note five*


Business occupation

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Nationality

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Other directorships

Company *note fifteen*


Registered at *note sixteen*


Company number


Surname  
Forename  
*note five*

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

Former surname  
Former forename  
*note five*


Date of birth

<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
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Irish resident *note fourteen*

Residential address  
*note five*


Business occupation

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Nationality

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Other directorships

Company *note fifteen*


Registered at *note sixteen*


Company number


Surname  
Forename  
*note five*

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

Former surname  
Former forename  
*note five*


Date of birth

<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
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Irish resident *note fourteen*

Residential address  
*note five*


Business occupation

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Nationality

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Other directorships

Company *note fifteen*


Registered at *note sixteen*


Company number


**Certification**

We hereby certify that (i) this form has been completed in accordance with the Notes on Completion of Form B1, (ii) contains the particulars in respect of the company as at the date to which the return is made up and that (iii)  
*note seventeen*

The company is not a private company.

The company is a private company and has not since the date of the last annual return (or the date of incorporation if this is the first return) issued any invitation to the public to subscribe for any shares of debenture in the company.

The company is a private company with more than 50 members, the excess of the number of members over 50 consisting wholly of persons who, under section 33(1)(b) Companies Act 1963, are not included in reckoning the number of 50.

Signed \_\_\_\_\_

Director \_\_\_\_\_

Secretary \_\_\_\_\_

**Checklist of documents annexed**

<b>Balance Sheet</b> S128 Companies Act 1963 (CA 63) S7 & S18 Companies Amendment Act 1986 (CAA 86)	<input type="checkbox"/>
<b>Profit and Loss Account</b> S7 and S18 CAA 86	<input type="checkbox"/>
<b>Notes to the Accounts</b> Schedule of CAA 86 (refer specifically to section 12 for notes required in the case of small/medium sized businesses)	<input type="checkbox"/>
<b>Directors Report</b> S128 CA 63; S7 & S18 CAA 86	<input type="checkbox"/>
<b>Auditors Report</b> S128 CA 63; S7 & S18 CAA 86	<input type="checkbox"/>
<b>Overall Certification</b> The Acts require that the balance sheet, profit and loss account, director's report and auditor's report be certified by both director and secretary to be a true copy as laid or to be laid before the A.G.M. or sent to the sole member in accordance with the single member private limited company regulations. In the case of full accounts, an overall certification will be sufficient.	<input type="checkbox"/>
<b>Guarantee by parent undertaking of the liabilities of subsidiary undertaking</b> S17 CAA 86 as amended	<input type="checkbox"/>
<b>Declaration of consent by shareholders of subsidiary to exemption</b> S17 CAA 86 as amended	<input type="checkbox"/>
<b>Notification to shareholders of Guarantee</b> S17 CAA 86 as amended	<input type="checkbox"/>
<b>Note stating company has availed of exemptions in section 17 Companies Amendment Act 1986, as amended</b>	<input type="checkbox"/>
<b>Accounting documents</b>	
Reg 39 E.C. (Companies: Group Accounts) Regulations 1992	<input type="checkbox"/>
Reg 7 E.C. (Credit Institutions: Accounts) Regulations 1992	<input type="checkbox"/>
Reg 7 E.C. (Accounts) Regulations 1993	<input type="checkbox"/>
Regs 5, 17 E.C. (Insurance Undertakings: Accounts) Regulations 1996	<input type="checkbox"/>
<b>Section 43 Bond/Section 44 Certificate</b> See note fourteen overleaf.	<input type="checkbox"/>
<b>Form B1u</b> To be completed where a parent undertaking provides a guarantee of the liabilities of its subsidiary undertaking(s) (section 17(1)(d) Companies (Amendment) Act 1986 as amended by Regulation 45 of the EC (Company: Group Accounts) Regulations 1992) and where subsidiary undertaking's annual return has been delivered with that of parent undertaking.	<input type="checkbox"/>
<b>Form B73 or Form B73(a)</b> Nomination of a new annual return date	<input type="checkbox"/>

**Further information**

**Professional advice**

If you have a problem filling in this annual return, and in particular are unclear as to the regulations pertaining to a company's annual return date, you should consult your professional advisor.

**Change in details**

Where applicable, the particulars given on Form B1 must accord with the particulars contained in the documentation already delivered to the Companies Registration Office. You may only change such details by sending one or more of the following forms:

B2	Notice of change in the situation of the registered office
B3	Notice of the places where the register of members, register of debenture holders, directors' service contracts/memoranda are kept
B4/G1	Notice of increase in nominal capital
B5	Return of allotments (increase in issued share capital)
B10	Notice of change of directors or secretaries or in their particulars

**CRO address**

When you have completed and signed the form, please send with the prescribed fee to the Registrar of Companies at: Parnell House, Parnell Square, Dublin 1  
DX 145001 Parnell House

**Please carefully study the explanatory notes overleaf. A Form B1 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. 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.**

## NOTES ON COMPLETION OF FORM B1

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

- General** This form must be completed in full and in accordance with the following notes. Where "not applicable", "nil" or "none" is appropriate, please state. Where € appear, please delete as appropriate. Where /\_ applies, give the relevant currency, if not euro. Where the space provided on Form B1 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.
- note one** Pursuant to section 127 Companies Act 1963 (inserted by section 60 Company Law Enforcement Act 2001), and with effect from 1 March 2002, the annual return of a company must be made up to a date not later than its annual return date (ARD). The return must be filed with the Registrar within 28 days of the company's ARD, or, where the return has been made up to a date earlier than the company's ARD, within 28 days of that earlier date. Section 127 sets out the manner in which a company's ARD is determined and in which same may be altered. There are severe penalties for late filing of the annual return. *Returns made up to a date prior to 1 March 2002:* If this form is being used to file such a return, the return ought to be made up to the date which is 14 days after the company's AGM for the year in question and delivered to the CRO within 60 days of the AGM. All other notes are also applicable to such returns. The late filing penalty will be charged in respect of any such return which is delivered more than 77 days after the date to which it has been made up.
- note two** Give the date of the commencement and completion of the financial year covered by the accounts presented or to be presented to the AGM of the company for that year. Pursuant to section 7(1A) Companies (Amendment) Act 1986 (inserted by section 64 Company Law Enforcement Act 2001) the accounts must be made up to a date not earlier by more than nine months than the date to which the annual return is made up. In the case of the first annual return since the company's incorporation, the period since incorporation is required to be covered by the accounts. In any other case, the accounts are required to cover the period since the last set of accounts annexed to the company's preceding annual return.
- note three** Give the address at the date of this return. Any change of registered office **must** be notified on Form B2.
- note four** If not at registered office, state where register of debenture holders and directors' service contracts/memoranda are retained.
- note five** Insert the full name (initials will not suffice) and usual residential address. Any former forename and surname must also be stated. This does not include (a) in the case of a person usually known by a title different from his surname, the name by which he was known previous to the adoption of or succession to the title; or (b) in the case of any person, a former forename or surname where that name or surname was changed or disused before the person bearing the name attained age 18 years or has been changed or disused for a period of not less than 20 years; or (c) in the case of a married woman, the name or surname by which she was known prior to the marriage. Where the secretary is a firm, the corporate name and registered address of the firm must be stated.
- note six** Section 26 Electoral Act 1997 requires details of contributions for political purposes, in excess of €5,079 **in the aggregate**, to any political party, member of the Dáil or Seanad, MEP or candidate in any Dáil, Seanad or European election, made by the company in the year to which the annual return relates, to be declared in the annual return and directors' report of the company in respect of that year. The particulars must be sufficient to identify the value of each such donation and the person to whom the donation was made. A wide definition of donation is set out in section 22/section 46 of the 1997 Act and includes services supplied without charge, a donation of property or goods, or the free use of same.
- note seven** Where a company has converted any of its shares into stock, then, where appropriate, the references to shares shall be taken as references to stock and references to number of shares shall be taken as references to amount of stock. The second page does **not** apply to a guarantee company without a share capital.
- note eight** Insert, where applicable. (If share capital has been renominialised pursuant to section 26 Economic and Monetary Union Act 1998 i.e. there has been a decrease in the whole or part of the authorised and issued share capital or in a class of shares as a result of the renominialisation (section 26(4)(a).)
- note nine** Details of shares forfeited, shares/debentures issued at discount, or on which a commission was paid including share class, number of shares and amounts in each case.
- note ten** Tick the appropriate box (see **note one** above). A full list is required with all returns. However, this requirement does not apply to a guarantee company without a share capital. Where joint shareholders exist, name either all joint shareholders or the first shareholder and "Another".
- note eleven** Where there are more than eight shareholders, the list should be given on a continuation sheet in alphabetical order.
- note twelve** Give the total number of shares held by each member.
- note thirteen** Applicable to private companies only. Furnish particulars of shares transferred, the date of registration of each transfer and the number of shares transferred on each date since the date of the last return, or in the case of the first return, of the incorporation of the company, by persons who are still members and persons who have ceased to be members.
- note fourteen** With effect from 18 April 2001, every company must have at least one Irish resident director **or** a Bond or certificate in place pursuant to sections 43(3) and 44 Companies (Amendment)(No.2) Act 1999. Place a tick in the box if the director is resident in the State in accordance with section 43 of the 1999 Act as defined by section 44(8) and (9). If no director is so resident, a valid Bond or certificate must be furnished with the annual return, unless same has already been delivered to the CRO on behalf of the company. (Please note that "Irish resident" means resident in the Republic of Ireland.) See CRO Information Leaflet 17.
- note fifteen** Company name and number of other bodies corporate, whether incorporated in the State or elsewhere, except for bodies (a) of which the person has not been a director at any time during the past 10 years; (b) of which the company is (or was at the relevant time) a wholly owned subsidiary; or (c) which are (or were at the relevant time) wholly owned subsidiaries of the company.
- Pursuant to section 45(1) Companies (Amendment)(No.2) Act 1999, a person shall not at a particular time be a director of more than 25 companies. However, under section 45(3), certain directorships are not reckoned for the purposes of section 45(1).
- note sixteen** Place of incorporation if outside the State.
- note seventeen** Tick the relevant box(es).