

Description: Nature of the transaction or arrangement

Description: Person or persons to or for whom the transaction or arrangement is to be made.

Total assets and liabilities of the company as at: Day Month Year

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Total assets of the company	
Total liabilities of the company	

Anticipated Total assets and liabilities of the company immediately after the restricted activity having taken place

Total assets of the company	
Total liabilities of the company	

We sincerely declare that we have made a full inquiry into the affairs of the company and that, having done so, we have formed the opinion that the company, after the restricted activity has taken place, will be able to pay or discharge its debts and other liabilities (being the debts and liabilities identified as being the total liabilities stated above and so far as not already paid or discharged) in full as they fall due during the period of 12 months after the date of the making of the declaration.

We sincerely declare that we do not have actual or constructive notice that the company will incur any material, extraordinary, future liability within the period of 12 months after the date of the making of the declaration.

And we make this declaration conscientiously believing the same to be true.

Declarants's names in bold capitals or typescript

Signatures of declarants names of persons filing form

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At *note four*

This _____ day of _____ 20 ____

Please remember that both the resolution to authorise the restricted activity under Chapter 7 of Part 4 Companies Act 2014 and the declaration itself are required to be submitted.

Has a resolution been filed in connection with the section 204 declaration?

Yes

No

Note: A special resolution must be filed to authorise the restricted activity under the terms of section 202 of the Companies Act 2014.

NOTES ON COMPLETION OF FORM SAP-204

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 the form must be completed. Where "not applicable", "nil" or "none" is appropriate, please state. Where the space provided on Form SAP-204 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 The names and addresses of every director signing the declaration must be entered.

note two Tick the appropriate box(es).

note three This section must be completed by the person who is presenting Form SAP-204 to the CRO. This may be either the applicant or a person on his/her behalf.

note four Full postal address must be given. A P.O. Box will not suffice.

The declaration is an unsworn declaration of compliance. 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.

note five The independent person is the auditor of the company or someone who is qualified to be the auditor of the company. This includes a firm of auditors. If the independent person wishes to draft a different statement on a separate sheet, it should be clearly marked as being part "B".

Section 208 Report: A declaration pursuant to section 204 of the Act of 2014 shall have no effect for the purposes of the Act of 2014 unless it is: accompanied by a report that contains, at least, relevant information in accordance with the headings set out below

The report shall be addressed to the declarant company and shall contain, at least, the following information:

I. Introductory paragraph identifying the directors' declaration and accompanying documents to which the report relates;

II. Statement on the responsibilities of directors;

III. Statement on the responsibilities of statutory auditor;

IV. Scope of work performed by statutory auditor;

V. Other relevant facts (if any) that the statutory auditor has relied on in reaching his/her opinion that the declaration is not unreasonable;

VI. The opinion of the statutory auditor that the declaration pursuant to section 204 is not unreasonable; and

VII. Date and signature of statutory auditor, who having compiled the report, has formed the opinion that the declaration pursuant to section 204 is not unreasonable.

Further information

CRO address When completed and signed, please file with the CRO. The Public Office is at 14 Parnell Square, Dublin 1. DX address: 145001. The Dx (Document Exchange) service is an alternative to filing by post.

If submitting by post, send with prescribed fee to the Registrar of Companies at:

**Companies Registration Office, O'Brien Road, 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.

WARNING: Failure to file the declaration not later than 21 days after the date of the restricted activity will invalidate the carrying on of that activity.

FURTHER INFORMATION ON COMPLETION OF FORM SAP-204, INCLUDING THE PRESCRIBED FEE, IS AVAILABLE FROM WWW.CRO.IE OR BY EMAIL INFO@CRO.IE