

Stamps Office,
Revenue Commissioners,
Dublin Castle.



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Public Office Hours
10.00a.m. to 4.30p.m.

DRAFT STATUTORY DECLARATION

**(Claim for relief under section 79 of the Stamp Duties Consolidation Act 1999,
for transfers between associated companies)**

IN THE MATTER OF

section 79 of the Stamp Duties Consolidation Act 1999

and

IN THE MATTER OF

[Name of Transferor] and [Name of Transferee]

STATUTORY DECLARATION

I, [name, address and description], aged 18 years and upwards DO SOLEMNLY AND SINCERELY DECLARE as follows:

1. I am [the solicitor for/a director of/the secretary of] [name of Transferor/ee] and as such I am acquainted with the transaction to which this declaration refers.

Notes. re. paragraphs 2 & 3

If a body corporate is not a limited company, adapt the wording accordingly.

The italicised words may be deleted where the shareholding of the particular body corporate is not relevant for the purpose of determining the qualifying association between the transferor and transferee.

Particulars of relevant shareholders **must be verified** by a certificate from the secretary of the body corporate and must be appended to this Declaration.

Delete paragraph 4 if not applicable and renumber following paragraphs.

Delete the italicised alternative that is not applicable.

section 79(3)(a) provides that 'ordinary share capital', in relation to a body corporate, means all the issued share capital (by whatever name called) of the body corporate, other than capital the holders of which have a right to a dividend at a fixed rate, but have no other rights to share in the profits of the body corporate.

Delete the italicised alternative that is not applicable.

Delete the italicised alternative that is not applicable.

2. [Name of Transferor] (hereinafter called "the Transferor") was incorporated under Registered No. [reg. no.] on [date] under [relevant legislation] as a [public/private] company limited by shares *and has an authorised share capital of [€ amount] divided into [no. and type] shares of [nominal value] each, of which [no. and type] shares have been issued, particulars of the holders of which are set out in the SCHEDULE hereto.*
3. [Name of Transferee] (hereinafter called "the Transferee") was incorporated under Registered No. [reg. no.] on [date] under [relevant legislation] as a [public/private] company limited by shares *and has an authorised share capital of [€ amount] divided into [no. and type] shares of [nominal value] each, of which [no. and type] shares have been issued, particulars of the holders of which are set out in the SCHEDULE hereto.*
4. Particulars of the holders of shares in other bodies corporate which are relevant for the purpose of determining the qualifying association between the Transferor and Transferee for the relief claimed herein are also set out in the SCHEDULE hereto.
5. The instrument of [conveyance/transfer/assignment] dated [date], which has been submitted herein for adjudication, has been entered into by the parties thereto for the purpose of [state purpose].
6. At the date of execution of the said instrument, the Transferor and the Transferee were associated with each other, that is to say *the [Transferor/ee] was the beneficial owner of not less than ninety per cent. of the ordinary share capital of the [Transferor/ee] OR [name of body corporate] was the beneficial owner of not less than ninety per cent. of the ordinary share capital of each of the Transferor and the Transferee* either directly or as otherwise provided for by section 79(3) AND FURTHERMORE at that date
 - (a) *the [Transferor/ee] was beneficially entitled to not less than ninety per cent. of any profits available for distribution to the shareholders of the [Transferor/ee] OR [name of body corporate] was beneficially entitled to not less than ninety per cent. of any profits available for distribution to the shareholders of each of the Transferor and the Transferee* and
 - (b) *the [Transferor/ee] would be beneficially entitled to not less than ninety per cent. of any assets of the [Transferor/ee] available for distribution to its shareholders on a winding up OR [name of body corporate] would be beneficially entitled to not less than ninety per cent. of any assets of each of the Transferor and the Transferee available for distribution to the shareholders of each on a winding up*either directly or as otherwise provided for by section 79 (4).

7. The effect of the said instrument is to [convey/transfer/assign] a beneficial interest in the property from the Transferor to the Transferee.
8. The amount of the consideration for the [conveyance/transfer/assignment] was [€ amount], being found and satisfied by way of [state how, e.g. cash, loan, shares, etc.].
9. The said instrument was not executed in pursuance of or in connection with an arrangement whereunder
 - (i) the consideration, or any part of the consideration, for the [conveyance/transfer/assignment] was to be provided or received, directly or indirectly, by a person other than a body corporate which at the time of the execution of the instrument was associated within the meaning of section 79(3) and section 79(4) with either the Transferor or the Transferee, or
 - (ii) the beneficial interest being [conveyed/transferred/assigned] was previously conveyed or transferred, directly or indirectly, by such a person, or
 - (iii) the Transferor and the Transferee were to cease to be associated within the meaning of section 79(3) and section 79 (4).
10. It is intended that the association between the Transferor and the Transferee within the meaning of section 79(3) shall be maintained for a period of at least 2 years from the date of the said instrument.
11. I make this Declaration from facts within my own knowledge conscientiously believing the same to be true and by virtue of the Statutory Declarations Act, 1938.

Sworn, etc

Please turn over ➡

SCHEDULE

[NAME OF BODY CORPORATE]

BENEFICIAL HOLDERS OF SHARES

| Name of Holder | No. of Shares | Denomination |
|----------------|---------------|--------------|
| 1. | | |
| 2. | | |
| 3. | | |
| 4. | | |
| 5. | | |
| (etc.) | | |

Company Director/Secretary

Note:

Particulars in the above format must be furnished in this schedule in respect of all bodies corporate, the shareholders of which are relevant for the purpose of determining the qualifying association between the transferor and the transferee. In the case of a complex group structure a schematic diagram setting out the overall relationship within the group should also be furnished.