Meeting	TALC BEPS Pillar Two Administration Subgroup
Date	28 April 2026
Location	Remotely via Teams
Attendees	
Revenue	Therese Bourke, Brendan O'Hara (Chairperson), John Quigley, Maura Conneely, Ashling Gallagher (Secretary), Peter Duffy, Donal Rochford
ITI	Anne Gunnell, Cormac Golden, Rory McIver, Laura Armstrong, Paul McKenna
CAI	Gearóid O'Sullivan, Enda Faughnan, Ronan Costello, Joe Walsh
Law Society	Trevor Glavey, Olivia Long, Conall McMahon Brennan

Minutes

The Chairperson welcomed attendees.

1. Minutes of meeting of 17 February 2026 and 20 March 2026

The Chairperson reminded the group that all attendees at the meeting must be notified to the secretary in advance of the meeting. If a nominee is being sent to the meeting on behalf of a group member this should be notified to the secretary in advance, the link to the meeting should not be circulated to others.

The agreed minutes of the meetings of 17 February 2026 and 20 March 2026 will be published to the Revenue website. The website text that will host the minutes is currently being translated into Irish.

Post meeting clarification – The minutes are now live on the Revenue website - https://www.revenue.ie/en/tax-professionals/talc/beps-implementation-sub-committee/pillar-two-admin-subgroup/index.aspx

2. Update from Revenue's Pillar Two implementation team

The Pillar Two implementation team provided the following updates –

a. TDMs:
- The numbering of the registration TDM is updated to align to its position with the legislation – TDM 04A-01-01A became 04A-10-01.
- The TDMs for the domestic returns and TIR are taking longer than planned to finalise but are well advanced.

b. MOCEs: There is only one MOCE query received to date. Revenue requested feedback from practitioners if any issues are arising in this space and how they have registered MOCEs.

Action point – Feedback from practitioners requested.

c. Registrations:
- Revenue is continuing work on the multiple IIR registrations. To date there is a reduction of circa 1,000 IIR registrations.
- Revenue is now focusing on group registrations, some MNE groups have elected to form QDTT groups or UTPR groups but have not yet finalised the process.
- Revenue have seen quite a lot of groups starting with a 1 January 2025 registration date. Revenue is checking if these entities/groups should be registered from 1 January 2024.
- Revenue provided a short presentation on the current registration statistics noting that registrations are up to 8,730 with registrations across all Divisions. LCD will manage all Pillar Two customer service and compliance functions regardless of the Division to which the taxpayer is attached. Any taxpayer currently attached to Personal Division or Business Division with a Pillar Two registration will likely be moved to MED. Revenue noted that 13 Pillar Two returns have been received to date – 1 IIR, 1 UTPR and 11 QDTT. The presentation also set out the incomplete QDTT and UTPR group registrations.

3. Matters arising from meeting of 20 March 2026

a. *Item 1* - Letters of no objection

The matter of issuing letters of no objection for entities in liquidation was discussed by the group on 17 February and 20 March. Revenue confirmed on 20 March that they are testing the system functionality as to whether it will accept a return or notification on behalf of the entity in liquidation when tax registrations are ceased. Revenue also noted that testing will include group filing for QDTT and UTPR. It was noted by Revenue that if there is any tax at risk then no LONO could issue. Revenue will provide an update on this matter.

Revenue – There is no update on this issue. There is a systems matter Revenue are trying to overcome in this space; work will continue in relation to this item.

Action point – Item to stay on the agenda for update at the next meeting.

b. *Item 2* - M&A activity: changes in ownership

1. *Identifying multiple UPEs during the registration process: At the subgroup meeting on 17 February, Revenue advised that ROS would be updated to allow a Constituent Entity (CE) to select more than one UPE to cater for scenarios where a CE has moved between two in-scope groups in a fiscal year. This appears to now be possible on ROS.*
   However, the CE only seems to be able to select one Designated Filing Entity (DFE) or Designated Local Entity (DLE) for Top-up Tax Information Return (TIR) filing purposes. We would have expected that an option would be provided to allow multiple DFEs/DLEs to be selected, to allow a CE to indicate that it will be included in two separate GIRs/TIRs. Can Revenue please clarify whether this is required?

Revenue – There is no option to enter multiple UPEs unless it is a multi-parented situation, that would explain why only one DFE available. In above situation two TIRs need to be linked however the system will not facilitate that currently. Revenue advised that the entity links to the TIR of the group applicable at the start of the year and then send a MyEnquiries setting out the other TIR(s) the entity will be included on.

2. *Domestic mergers: Revenue agreed at the meeting on 17 February that it would reconsider the response given in relation to a scenario where a QDTT group is not formed and an entity is dissolved as part of a domestic merger. The TDM does not clarify where results relating to that entity should be reported. Can Revenue please provided an update on this?*

Revenue – This scenario needs to be examined on a case-by-case basis. If this is a real issue more consideration needs to be given. If the IIR is capturing the tax in Ireland, then this is a different issue to a situation where there is no IIR in Ireland and there is a potential for the tax to be collected through an IIR in another jurisdiction.

3. *Follow up queries relating to TDM clarification in relation to domestic or cross border mergers: We previously asked a number of questions in respect of cross border mergers and Revenue's TDM (Part 04A-01-02)*

    - *Can Revenue please advise if a single return should be prepared by the successor company (referred to as Irish Co 2) which includes the QDTT due in respect of Irish Co 2 and the transferor company (the dissolved company – referred to as Irish Co 1)? Or is the successor company required to file two Irish QDTT returns if a QDTT group has not be formed? Revenue confirmed a single return should be prepared by the successor company.*

    Revenue – The reason for the single return is that a dissolved entity cannot file a return on ROS. The domestic merger TDM is being finalised at the moment. If it is a group filing then include, if no group filing then it is expected that it will be merged into the other company and let Revenue know.

- *If a single QDTT return is filed by Irish Co 2, can Revenue please advise how the calculation should be performed? Is it the case that a separate QDTT calculations should be performed in respect of Irish Co 1 (for the period that it was a CE of the MNE Group) and Irish Co 2, with the results then aggregated to arrive at a final liability to be discharged by Irish Co 2? Or is it the case that the results of Irish Co 1 should be blended together with results of Irish Co 2 when computing GloBE Income etc. for Irish Co 2? Revenue agreed to reconsider the wording in the TDM?*

Revenue – An entity will only be able to file one QDTT return per fiscal year. The QDTT return for Irish Co 1 should take into account its results up to the date of merger. If Irish Co 1 is dissolved as a result of the merger the remaining CEs in the pre-existing group should disclose the liability of Irish Co 1 as part of the QDTT group. The QDTT return of Irish Co 2 should take into account its result pre-merger and the results of the combined entity post-merger. The system doesn't allow 15-month periods so need to pick a period.

Action point – Revenue to check if the system allows a 6-month period.

- *Does a similar calculation approach apply from a UTPR perspective (i.e., are separate UTPR calculations prepared in respect of Irish Co 1 and Irish Co 2, with the results then aggregated together to arrive at Irish Co 2's final UTPR liability for the period)? Revenue did not address this at the last meeting?*

Revenue – Separate UTPR calculations should be prepared for Irish Co 1 and Irish Co 2. TDM Part 04A-01-02 was updated in January 2026, eBrief No. 010/26 refers.

- *Could Revenue please confirm that Irish Co 2 can elect on behalf of itself and Irish Co 1 to join an Irish QDTT/UTPR group? This is not specifically addressed in the TDM. Confirmation from Revenue that this is possible would be welcome.*

Revenue – In line with guidance in TDM 04A-01-01A a MNE group can form a QDTT group without the inclusion of the dissolved entity.

4. *Filing requirements for CEs that move groups mid-year: This question is best explained by way of an example.*

   Example:

   a. Irish Co is a CE of Group 1. Group 1 has a fiscal year of 1 January 2024 – 31 December 2024.

   b. Irish Co is transferred to Group 2 on 1 July 2024. Group 2 has a fiscal year of 1 April 2024 – 31 March 2025.

   c. Irish Co is the only Irish CE in Group 1 and Group 2 (meaning being added to a QDTT group is not possible).

   How should Irish Co manage its QDTT filing obligations, as the fiscal year for Group 1 and Group 2 is not aligned? Should Irish Co 1 file a QDTT return for the period 1 January 2024 – 30 June 2024 (the period it is part of Group 1) and a separate QDTT return for the period 1 July 2024 – 31 March 2025? Or should Irish Co file a 15-month QDTT return for the period 1 January 2024 – 31 March 2025?

Revenue – This scenario would need to be tested on the system.

Action point – Revenue requested that the details of this live case be sent in, once received Revenue will work through the scenarios.

c. *Item 3* - Claims for safe harbours

This item was taken together with item 4b.

4. Queries arising

***a. Item 4* – GIR reporting**

We request clarification from Revenue that Sections 2 & 3 and Columns 1.4.2 - 1.4.9 for the GIR do not need to be completed in respect of out-of-scope entities or jurisdictions for a fiscal year. We have outlined supporting analysis and precedent in other jurisdictions below.

The GIR is structured to provide general information regarding the MNE Group as a whole at Section 1, and multiple jurisdictional sections based on a single template that need to be completed for jurisdictions where the MNE Group operates.

The general section identifies the Filing Constituent Entity and outlines its corporate structure. It also includes a summary table that provides a high-level overview of the application of the GloBE rules in respect of every jurisdiction where the MNE Group is operating.

The return is structured to provide graduated levels of reporting in terms of the application of the rules in each jurisdiction, as set out below.

• A high level of reporting (at Section 3) applies to jurisdictions which are fully in scope of the rules, and which do not qualify for safe harbours or exclusions. Section 3 requires substantial information reporting including full GloBE calculations and details of QDMTT.

• A reduced level of reporting (at Section 2) applies to jurisdictions where jurisdictional safe harbours or exclusions apply.

• The level of reporting is reduced even further where no jurisdiction has taxing rights for a fiscal year. In this regard, whilst general information still needs to be included in respect of entities in all jurisdictions, Note 1.1 of Page 51 of the January 2025 GIR guidance provides that Columns 1.4.2 - 1.4.9 of the high-level summary of Globe Information do not need to be completed in cases where no jurisdiction has taxing rights (i.e., Column 1.4.4 would be empty) with respect to the jurisdiction identified in 1.4.1.

Looking at the GIR guidance as a whole, there seems to be a clear intention that out-of scope entities do not need to report GloBE information and calculations in the GIR.

However, the introductory commentary in paragraph 4 on page 5 of the OECD 2025 GIR guidance indicates that sections need to be completed for every jurisdiction where the MNE Group is operating (see paragraph 4 on page 5 of the OECD 2025 GIR guidance). It would seem incongruent to relieve out-of-scope entities from the summary information in the table at Section 1.4.1. whilst at the same time requiring them to report substantial reporting at Section 3. It also results in a disproportionate cost and effort for no clear reason as there is no tax to be collected in these cases.

This issue is causing concern in the context of the GIR for the year ended December 2024 for groups with large cohorts of out-of-scope entities and is particularly relevant for US or Chinese owned groups which have substantial operations in the parent jurisdiction but may not have any downstream Irish constituent entities in scope of the GloBE rules.

We understand that certain jurisdictions (such as the Netherlands and the UK) have confirmed that full information is not required for out-of-scope entities. In the case of the Netherlands, we understand that the Dutch authorities have indicated that the GIR for out-of scope jurisdictions should include information required on the basis of article 44(5) (a)-(b) of the EU Minimum Tax Directive (details of entities, tax ID numbers, the jurisdiction which they are located and their status under the rules as well as information on the overall corporate structure of the MNE group including controlling entities held by other constituent entities) but that no information is required under Article 44(5)(c) .

As such, we understand that the jurisdictional sections of the GIR (i.e. Sections 2 and 3, or the summary of same at Section 1.4) do not need to be completed in respect of out-of-scope entities or jurisdictions where no jurisdiction has taxing rights in respect of entities in that jurisdiction under DMTT, IIR or UTPR for a fiscal year.

In our view, the above disclosure approach is consistent with the GloBE rules and is proportionate in the context of the collection of top-up tax for a fiscal year. It is also consistent with the approach to the dissemination of GloBE information included on page 8 of the OECD January 2025 Globe Information Return publication whereby information is shared with a jurisdiction according to a jurisdiction's taxing rights and requirements. If a jurisdiction has not introduced GloBE collection rules, for a fiscal year, it should be reasonable to assume that they do not need all the ETR computational data for that year.

The abovementioned guidance indicated that the Inclusive Framework had adopted the following dissemination approach for the purposes of the GIR which applies a targeted approach for each MNE Group, whereby:

• the jurisdiction of the UPE is provided with the GIR as a whole;

• jurisdictions with taxing rights under the GloBE rules are provided with the sections of the GIR that relate to the ETR and Top-up Tax computation, allocation and attribution for those jurisdictions in respect of which they have taxing rights (including jurisdictions that have introduced a QDMTT); and

• all implementing jurisdictions where Constituent Entities (CEs) of the MNE Group are located are provided with general information and the corporate structure, which covers all the data points necessary to verify whether they have any taxing rights over any other jurisdiction under the GloBE rules.

We ask Revenue to please confirm that Sections 2 & 3 and Columns 1.4.2 - 1.4.9 for the GIR do not need to be completed in respect of out-of-scope entities or jurisdictions for a fiscal year.

In this context, an out-of-scope entity for a fiscal year refers to an entity in a jurisdiction, where no jurisdiction has taxing rights in respect of the entities in that jurisdiction under DMTT, IIR or UTPR for a fiscal year.

An out-of-scope jurisdiction is a jurisdiction where no jurisdiction has taxing rights in respect of the entities in that jurisdiction under DMTT, IIR or UTPR for a fiscal year.

Revenue – Revenue is proposing to raise these issues internationally to ensure a consistent approach is taken. Response times are usually 7-10 days.

Practitioners – The completion of section 1.3 of the GIR QDMTT doesn't switch off taxing rights or mean an exemption from completing the detailed calculations section.

Revenue – Revenue requested that a narrative of this issue is provided and will be raised internationally with the other matters. Revenue noted that Revenue will only give views if there is an Irish issue. In terms of communication of a view back to the group, Revenue will include as a post meeting clarification or if the minutes are not ready for circulation when a response is received then Revenue will email the group.

b. *Item 5* - Transitional CbC safe harbour and out-of-scope jurisdictions

We request clarification regarding claims for transitional CbC safe harbour (TSH) where an MNE group wishes to rely on the TSH and has out-of-scope entities or jurisdictions for a fiscal year. Clarity is sought regarding the approach to such entities as the TSH is only available in future years where it is correctly applied in earlier years. As such, a mistake in respect of 2024 could preclude people relying on it in 2025 and future years.

We understand that the Dutch Tax Authority has confirmed that computations for the TSH will only be required in the fiscal year (and later years) in which the CEs located in the jurisdiction become subject to the GloBE rules and that it is not necessary for a MNE Group to tick the box to opt for the TSH in the GIR for Fiscal Year 2024 for an out-of-scope jurisdiction to enable it to opt in for the TSH for Fiscal Year 2025.

We ask Revenue to please clarify TSH elections are not required for out-of-scope jurisdictions or entities (as outlined above) for a fiscal year, and that is not necessary for a MNE Group to tick the box to opt for the TSH in the GIR for Fiscal Year 2024 for an out-of scope jurisdiction to enable it to opt in for the TSH for Fiscal Year 2025.

The above approach is consistent with the following OECD commentary:

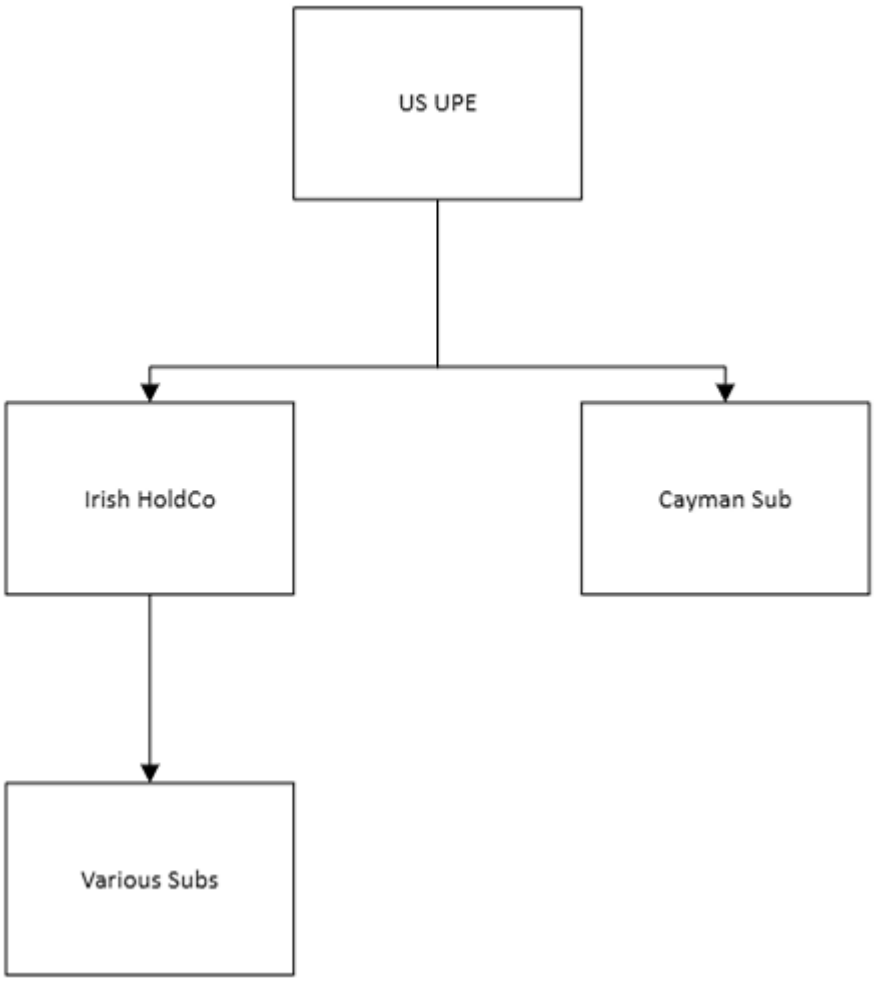
• Page 54 of the OECD GIR January 2025 guidance provides: "The Filing Constituent Entity shall complete Section 2 on a jurisdictional basis, for each jurisdiction where exceptions to the GloBE computation apply." The exceptions to the GloBE computation do not apply to out-of-scope jurisdictions because they are not in scope of the Pillar Two rules for the fiscal year. Therefore, no Section 2 reporting should be required for that jurisdiction for that fiscal year.

• The commentary in paragraph 35 on page 13 of the OECD December 2022 Safe Harbours and Penalty Relief publication, as set out below, which is also included in paragraph 27 on page 331 of the OECD 2025 consolidated commentary, states:

"35. If an MNE Group has not applied the Transitional CbCR Safe Harbour with respect to a jurisdiction in a Fiscal Year in which it is subject to the GloBE Rules, the MNE Group cannot qualify for that safe harbour for that jurisdiction in a subsequent year ("once out, always out" approach)."

Example

If we take a simple example of the below organisation chart whereby a US UPE, owns 100% of a Cayman Sub and also owns 100% of Irish Hold Co which owns a number of subsidiaries.



In this example, the US UPE will not apply the IIR given they have not implemented the rules. Instead, the Irish HoldCo will apply the IIR to its subsidiaries. However, no IIR is currently being applied to Cayman Sub, as the Cayman Islands does not apply the QDTT and UTPR until fiscal periods beginning on or after 1 January 2025. As such the Cayman Sub is not subject to the GloBE rules.

However, in respect of fiscal year 2025, the UTPR will apply to Cayman Sub. An analysis at that point would be taken to understand if the Cayman Sub meets the conditions of the transitional safe harbour.

As outlined above, we would ask Revenue to clarify that a TSH election is not required in respect of Cayman sub in respect of fiscal year 2024 and that it in the absence of such an election Cayman sub can continue avail of the TSH in respect of the fiscal year 2025.

Revenue – As per item 4b, Revenue is proposing to raise these issues internationally to ensure a consistent approach is taken. Response times are usually 7-10 days. In terms of communication of a view back to the group, Revenue will include as a post meeting clarification or if the minutes are not ready for circulation when a response is received then Revenue will email the group.

c. *Item 6* - Domestic mergers and filing requirements

We request Revenue to provide clarification in relation to the correct QDTT, IIR, and UTPR filing obligations in the case of a domestic merger.

Where an Irish CE is merged into another during a tax year a QDTT, IIR, and/or UTPR liability may arise with respect to that CE for the part of the tax year prior to the merger. Where the CE was part of a QDTT group, a separate QDTT return would not be required in respect of this period. However, for IIR and UTPR purposes there could nevertheless be a liability and there could be a QDTT liability where the constituent entity was not part of a QDTT group.

While under statute the liability in respect to such taxes should pass on to the successor entity, there nevertheless remains a question as to what the appropriate filing position should be.

One approach would be to follow the practice used in respect of corporation tax whereby a successor entity typically takes responsibility to file the corporation tax return of the merged entity in the name of, and under the tax registration of, that successor entity (as if it had continued to exist and was able to file the return itself).

This approach has the benefit of being familiar in that it is consistent with the approach that is typically applied for corporation tax purposes. However, it is somewhat different to the approach which is to be applied in the case of a cross-border merger. In this regard, Section 10.2 of TDM 04A-01-02 states the following:

"Mergers

As noted above, where an entity leaves an in-scope group during a fiscal year, the entity is treated as a member of the in-scope group provided a portion of its assets, liabilities, income, expenses and cash flow is included on a line-by-line basis in the consolidated financial statements of the UPE in the fiscal year. Where an entity is dissolved by operation of law because of a merger, it is likely that the assets, liabilities, income, expenses and cash flow of the entity would be included on a line-by-line basis in the consolidated financial statements of the UPE in the fiscal year up to the date of the merger. Therefore, the entity is a member of an in-scope group for the fiscal year during which the merger takes place (similar to, for example, an entity which may be liquidated during a fiscal year).

The liabilities and obligations of, and requirements or things to be fulfilled or done by, the transferor entity (the entity which is dissolved by operation of law) under Part 4A Taxes Consolidation Act 1997 will be treated as liabilities and obligations of, and requirements or things to be fulfilled or done by, the successor entity (the merged entity). The successor entity will therefore need to register for top-up tax and file the necessary forms as appropriate, even if the successor is not located in Ireland.

In the application of Part 4A by the successor entity in respect of the entity which is dissolved by operation of law (including successor entities not located in Ireland), the computations of top-up taxes payable should be based on the attributes and profits of the transferor entity only and done without regard to the attributes of the successor entity itself."

This approach is closer to how an Irish agent might file a tax return in respect of, for example, a non-resident landlord in that the agent files the return in their own name but does so only in its capacity as agent. The return is made under separate registration, and the liabilities are computed and discharged separately from those arising in the agent's personal capacity.

This approach is consistent with the approach taken in respect of cross-border mergers. but it entails the successor entity having to obtain a separate registration and file a second set of returns (like an agent might) and so, it creates an additional administrative burden.

A final alternative could be for the successor to simply include any such liabilities as part of its own return. While this approach is straightforward and simple, it would mean that the amounts included in the relevant returns filed by the successor entity would not obviously reconcile to its own results (which would not include the pre-merger results of the merged entity).

On balance, we consider the better option to be the first approach, outlined above, whereby the returns of the merged entity are filed as if it continued to exist and could file them (but this is handled by the successor entity for administrative purposes). As noted above, this is consistent with the practice used for corporation tax and is consistent with the GloBE rules in that the merged entity has QDTT, IIR, and UTPR returns filed and liabilities discharged (where applicable) in respect of its own GloBE income.

Whichever approach is favoured by Revenue, we ask that it is made clear either in a revision to the relevant TDMs, or otherwise made known, as soon as possible.

Revenue – Revenue noted if an entity is dissolved then that entity will no longer be able to file a return. Revenue will look at the TDM wording.

Action point – Revenue to update TDM wording if necessary.

d. <u>Item 7</u> - Test facility for GIR XMLs

Members continue to raise the need for a test facility for GIR XMLs. Members are seeking a testing environment that would allow filers to validate GIR XML files before live filing. This would enable:

- *Firms to test XMLs in advance of submission*
- *Software providers to build the testing capability directly into their systems*

From a practical perspective, this would make the process considerably more efficient. Without a test facility, our members would have to generate the XML, attempt to upload it to the live system, encounter validation failures, amend the file, and then repeat the process. A test facility would reduce failed live submissions and rework and improve overall filing quality and efficiency.

We would ask Revenue to consider this request further.

Revenue – Revenue confirmed they are currently working on this request however the outcome will depend on resource availability.

Practitioners – Practitioners expressed concern around filing issues arising if test facility is not available which could result in avoidable filing delays. Practitioners noted that a test facility would be the preference but if this is not achievable then a PIT environment would help.
Post meeting clarification – Revenue made a PIT environment available to practitioners on 2 May.

5. Meeting frequency

The next meeting of the group will be organised for the second week of June online, an email will issue shortly.

6. AOB

a. MCCA

Revenue confirmed there is a proposal in this space but it hasn't yet been agreed. The OECD will publish anything which is agreed with updated guidance to follow.

b. Notification of filer

Practitioners – Practitioners noted that when a DLE is appointed the NOF obligation is still sitting with all entities.

Revenue – Revenue will match this in the background once DLE files.

c. Extensions

Practitioners – Practitioners noted that Belgium have extended the deadline for IIR/UTPR filings and asked if there are any plans for an extension in Ireland.

Revenue – Revenue confirmed there are no plans for an extension in Ireland.

d. TDMs

Practitioners – Practitioners requested an update on the TIR TDM and domestic returns TDM.

Revenue – Revenue outlined that the TDM on domestic returns is going for approval shortly while the TIR TDM is voluminous so will take longer to get through the system.