



An Roinn Fiontar,
Turasóireachta agus Fostaíochta
Department of Enterprise,
Tourism and Employment

Public Consultation on proposed changes to the Companies Act 2014 and related legislation

Response Template

Section A: Proposed amendments to the Companies Act 2014

Implications of the proposed changes for information maintained by companies:

Question A1:

Do you have any views on the intended approach relating to the maintenance by companies of address details of relevant officers?

Response:

No views, other than those expressed in response to "A3"

Implications of the proposed changes for filing with the Companies Registration Office:

Question A2:

Do you have any views on the intended approach relating to the filing with, and maintenance by, the Companies Registration Office of address details of relevant officers?

Response:

No views, other than those expressed in response to "A3"

Restricted access to the “usual residential address”:

Question A3:

Do you have any views on the proposed list of entities that may be granted access to the “usual residential address” of relevant officers?

Response:

The Authority welcomes the proposal that it be included on the list of entities that may be granted access to the “usual residential address” of “relevant officers”, as envisaged in the proposed changes to the legislation referenced above. The Authority notes that the proposed list of such entities is based on the current Tier 1 users of the Register of Beneficial Ownership of Companies and Industrial and Provident Societies, as provided for under the RBO Regulations, which also include the Law Society of Ireland and the General Council of the Bar of Ireland. The Authority notes and welcomes this consistent approach to entities involved in the regulation of legal practitioners in the State. The Authority also notes the role of the Law Society of Ireland and the Authority in relation to anti-money laundering. This consistent approach will go towards ensuring a strong professional disciplinary landscape as well as in relation to anti-money laundering.

The Authority anticipates that the proposed access to the “usual residential address” of “relevant officers” will be of assistance to the Authority in the performance of its functions, in particular the regulation of the provision of legal services by legal practitioners and the maintenance and improvement of standards in the provision of such services in the State. By way of some examples of where this might be engaged, please note the following:

- (a) **Complaints:** Under Part 6 of the Act of 2015, the Authority is responsible for receiving and investigating complaints submitted against legal practitioners. Such investigations can involve the Authority seeking the identity and contact details for officers of companies, particularly in circumstances where a legal practitioner is alleged to have engaged in wrongdoing and using a corporate entity or business name as a means of concealing such wrongdoing. The proposed change will, we anticipate, be of assistance in the performance by the Authority of its functions under Part 6 of the Act which relates to complaints.
- (b) **Advertising:** The Authority is responsible for the regulation of advertising by legal practitioners. This can involve the Authority seeking the identity and contact details for officers of entities responsible for websites purporting to offer legal services and/or promoting the provision of legal services by various parties, including legal practitioners, non-legal practitioners and, in some instances, “fake” firms. The proposed change will, we anticipate, be of assistance, should a question arise as to whether an advertisement is published or caused to be published by a legal practitioner or not.
- (c) **AML:** The Authority is the “competent authority” for all barristers in relation to anti-money laundering obligations. In this role, where the Authority is required to investigate a barrister’s compliance with “customer due diligence procedures” under anti-money laundering legislation, the Authority may need to independently verify the

identity, location and/or contact details of “relevant officers” for various entities with whom the barrister may have established a business relationship and/or transacted with.

Question A4:

Are there any other comments you wish to make on the proposed approach to dealing with the “usual residential address” of relevant officers?

Response:

No other comments.

Section B: Proposed changes to the Co-operative Societies Bill:

Implications for information retained by a Co-operative Society:

Question B1:

Do you have any views on the intended approach relating to the maintenance by co-operative societies of address details of relevant officers?

Response:

No views, other than those expressed in response to “B3”

Implications of the proposed changes for information maintained by the Registrar of Co-operative Societies:

Question B2:

Do you have any views on the intended approach relating to the filing with, and maintenance by, the Registrar of Co-operative Societies of address details of relevant officers of co-operative societies?

Response:

No views, other than those expressed in response to “B3”

Restricted access to the “usual residential address”:

Question B3:

Do you have any views on the proposed list of entities that may be granted access to the “usual residential address” of relevant officers of co-operative societies?

Response:

The Authority welcomes the proposal that it be included on the list of entities that may be granted access to the “usual residential address” of “relevant officers”, as envisaged in the proposed changes to the legislation referenced above. The Authority notes that the proposed list of such entities is based on the current Tier 1 users of the Register of Beneficial Ownership of Companies and Industrial and Provident Societies, as provided for under the RBO Regulations, which also include the Law Society of Ireland and the General Council of the Bar of Ireland. The Authority notes and welcomes this consistent approach to entities involved in the regulation of legal practitioners in the State. The Authority also notes the role of the Law Society of Ireland and the Authority in relation to anti-money laundering. This consistent approach will go towards ensuring a strong professional disciplinary landscape as well as in relation to anti-money laundering.

The Authority anticipates that the proposed access to the “usual residential address” of “relevant officers” will be of assistance to the Authority in the performance of its functions, in particular the regulation of the provision of legal services by legal practitioners and the maintenance and improvement of standards in the provision of such services in the State. By way of some examples of where this might be engaged, please note the following:

- (a) **Complaints:** Under Part 6 of the Act of 2015, the Authority is responsible for receiving and investigating complaints submitted against legal practitioners. Such investigations can involve the Authority seeking the identity and contact details for officers of companies, particularly in circumstances where a legal practitioner is alleged to have engaged in wrongdoing and using a corporate entity or business name as a means of concealing such wrongdoing. The proposed change will, we anticipate, be of assistance in the performance by the Authority of its functions under Part 6 of the Act which relates to complaints.
- (b) **Advertising:** The Authority is responsible for the regulation of advertising by legal practitioners. This can involve the Authority seeking the identity and contact details for officers of entities responsible for websites purporting to offer legal services and/or promoting the provision of legal services by various parties, including legal practitioners, non-legal practitioners and, in some instances, “fake” firms. The proposed change will, we anticipate, be of assistance, should a question arise as to whether an advertisement is published or caused to be published by a legal practitioner or not.
- (c) **AML:** The Authority is the “competent authority” for all barristers in relation to anti-money laundering obligations. In this role, where the Authority is required to investigate a barrister’s compliance with “customer due diligence procedures” under anti-money laundering legislation, the Authority may need to independently verify the

identity, location and/or contact details of “relevant officers” for various entities with whom the barrister may have established a business relationship and/or transacted with.

Question B4:

Are there any other comments you wish to make on the proposed approach to dealing with the “usual residential address” of relevant officers of co-operative societies?

Response:

No other comments.

Section C: Changes to the Registration of Limited Partnerships and Business Names Bill:

Implications for information retained by the LP:

Question C1:

In relation to the implications for Limited Partnerships, do you have any comments on the proposals?

Response:

No views, other than those expressed in response to “C4”

Implications of the proposed changes for information on LPs maintained by the Registrar of Companies:

Question C2:

Do you have any views on the intended approach relating to the filing with, and maintenance by, the Registrar of Companies of address details of a partner in a Limited Partnership?

Response:

No views, other than those expressed in response to “C4”

Implications of the proposed changes for information on Register of Business names maintained by the Registrar of Companies:

Question C3:

Do you have any views on the intended approach relating to the filing with, and maintenance by, the Registrar of Companies of address details of a person registering a business name?

Response:

No views, other than those expressed in response to “C4”

Restricted access to the “usual residential address” for an LP and a registered business name:

Question C4:

Do you have any views on the proposed list of entities that may be granted access to the “usual residential address” of a partner of a Limited Partnership or a registered business name applicant?

Response:

The Authority welcomes the proposal that it be included on the list of entities that may be granted access to the “usual residential address” of “relevant officers”, as envisaged in the proposed changes to the legislation referenced above. The Authority notes that the proposed list of such entities is based on the current Tier 1 users of the Register of Beneficial Ownership of Companies and Industrial and Provident Societies, as provided for under the RBO Regulations, which also include the Law Society of Ireland and the General Council of the Bar of Ireland. The Authority notes and welcomes this consistent approach to entities involved in the regulation of legal practitioners in the State. The Authority also notes the role of the Law Society of Ireland and the Authority in relation to anti-money laundering. This consistent approach will go towards ensuring a strong professional disciplinary landscape as well as in relation to anti-money laundering.

The Authority anticipates that the proposed access to the “usual residential address” of “relevant officers” will be of assistance to the Authority in the performance of its functions, in particular the regulation of the provision of legal services by legal practitioners and the maintenance and improvement of standards in the provision of such services in the State. By way of some examples of where this might be engaged, please note the following:

- (a) **Complaints:** Under Part 6 of the Act of 2015, the Authority is responsible for receiving and investigating complaints submitted against legal practitioners. Such investigations can involve the Authority seeking the identity and contact details for officers of companies, particularly in circumstances where a legal practitioner is alleged to have engaged in wrongdoing and using a corporate entity or business name as a means of concealing such wrongdoing. The proposed change will, we anticipate, be of assistance in the performance by the Authority of its functions under Part 6 of the Act which relates to complaints.
- (b) **Advertising:** The Authority is responsible for the regulation of advertising by legal practitioners. This can involve the Authority seeking the identity and contact details for officers of entities responsible for websites purporting to offer legal services and/or promoting the provision of legal services by various parties, including legal practitioners, non-legal practitioners and, in some instances, “fake” firms. The proposed change will, we anticipate, be of assistance, should a question arise as to whether an advertisement is published or caused to be published by a legal practitioner or not.
- (c) **AML:** The Authority is the “competent authority” for all barristers in relation to anti-money laundering obligations. In this role, where the Authority is required to investigate a barrister’s compliance with “customer due diligence procedures” under anti-money laundering legislation, the Authority may need to independently verify the

identity, location and/or contact details of “relevant officers” for various entities with whom the barrister may have established a business relationship and/or transacted with.

Insofar as the Registration of Limited Partnerships and Business Names Bill may repeal the Registration of Business Names Act 1963, it is noted that Regulation 14(3)(g) of the Legal Services Regulation Act 2015 (Legal Partnerships) Regulations 2024 provides that in considering an application for approval of the name of a legal partnership, the Authority shall consider whether the proposed name has “*if applicable, not been permitted registration pursuant to the Registration of Business Names Act 1963, or such other legislation as may from time to time be in force in respect of the use or registration of business names*”. Thus, the proposed repeal of the Registration of Business Names Act 1963 would not appear to impact on the Legal Services Regulation Act 2015 (Legal Partnerships) Regulations 2024. In the event further or other changes to this aspect of the legislation are proposed, the Authority would welcome the opportunity to be kept informed of this, insofar as they may relate to the matters set out above.

Question C5:

Are there any other comments you wish to make on the proposed approach to dealing with the “usual residential address” of a partner of a Limited Partnership or a registered business name applicant?

Response:

No other comments.

Freedom of Information Act 2014 and Publication of Submissions

Your attention is drawn to the fact that information provided by you in submissions is subject to release by the Department under the Freedom of Information Act 2014. In responding to

this public consultation, all individuals and organisations should clearly indicate where their submission contains personal information, commercially sensitive information, or confidential information which they would not wish to be made publicly available by being published on the Department's website or released by the Department pursuant to the receipt of an FOI Request under the Freedom of Information Act 2014.

General Data Protection Regulation (GDPR) and Data Protection Acts 1988 to 2018

The Department of Enterprise, Tourism and Employment is subject to the provisions of the GDPR and Data Protection Acts 1988 to 2018. In this context, the Department will treat all personal information which you provide in submissions as part of this public consultation process with the highest standards of security in line with our data protection compliance requirements. We would like to draw your attention to the Department's Data Protection Privacy Notice which is available on our website and explains how and when we collect personal data, why we do so and how we treat this information. It also explains your rights in relation to the collection of your personal information and how you can exercise your rights under data protection laws.

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