



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: William Fry LLP welcomes and supports the proposed changes to the Companies Act 2014, as well as the corresponding proposals for Limited Partnership and Co-operative Societies, outlined in the Consultation and based on the recommendations of the Company Law Review Group (CLRG). The proposed changes enhance privacy protections for "relevant officers" of companies, while ensuring transparency and compliance with the General Data Protection Regulation (GDPR).

We have no comments on companies maintaining the address details of relevant officers as described in the Consultation.

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: William Fry LLP welcomes and supports the proposed changes to the Companies Act 2014. We agree with the introduction of a "contact address" as the publicly

available address, and the restriction of access to the "usual residential address" to prescribed entities.

On the subject of promoting efficiencies and reducing costs in cases where legal proceedings need to be served on "relevant officers", and the "contact address" proves ineffective, we have made some suggestions in answer to Q.A4 below. These include adding solicitors acting in the course of legal proceedings to the list of prescribed entities subject to certain safeguards being in place.

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: On the subject of promoting efficiencies and reducing costs in cases where legal proceedings need to be served on "relevant officers", and the "contact address" proves ineffective, we have made some suggestions in answer to Q.A4 below. These include adding solicitors acting in the course of legal proceedings to the list of prescribed entities subject to certain safeguards being in place.

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: We agree in principle with the introduction of a "contact address" as the publicly available address, and the restriction of access to the "usual residential address" to prescribed entities. We would, however, suggest the following considerations:

- The proposed amendments will operate in harmony with court rules, which currently allow service by registered prepaid post at the residence of the person to be served. Any amending legislation and court rules should clarify that service of legal proceedings, originating, and non-originating court documents on the "contact address" is recognised as an additional valid and effective method of service on the relevant officers of companies and co-ops, general partners and limited partners of LPs, and natural persons registering a business name.
- Where service on the "contact address" proves ineffective, the Consultation proposes on page 5 that "a court may order the disclosure of the usual residential address to third parties...for the purpose of access to justice". While this precautionary measure is important, requiring a court application may create unnecessary costs and delay, particularly in routine litigation.

To promote efficiency, we suggest that consideration should be given to including solicitors acting in the course of legal proceedings within the list of prescribed entities with controlled access rights to the usual residential address. This could reduce the costs and delays associated with court applications for disclosure, and may facilitate the timely service of proceedings.

Such access rights could be made subject to appropriate safeguards, including limiting access solely for service in legal proceedings and possibly imposing a requirement for an undertaking by the solicitor. This approach would help strike a balance between the need to protect personal privacy and the practical requirements of ensuring effective service in legal proceedings.

We hope that the DETE will find our submission constructive and helpful.

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: William Fry LLP welcomes and supports the proposals for Co-operative Societies in line with the proposed changes to the Companies Act 2014 as outlined in the Consultation. The proposed changes enhance privacy protections for "relevant officers" of Co-operative societies, while ensuring transparency and compliance with the General Data Protection Regulation (GDPR).

We have no comments on co-operative societies maintaining the address details of relevant officers as described in the Consultation.

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: We support the proposals for Co-operative Societies in line with the proposed changes to the Companies Act 2014 as outlined in the Consultation. We agree with the introduction of a "contact address" as the publicly available address, and the restriction of access to the "usual residential address" to prescribed entities.

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: On the subject of promoting efficiencies and reducing costs in cases where legal proceedings need to be served on "relevant officers", and the "contact address" proves ineffective, we have made some suggestions in answer to Q.B4 below. These include adding solicitors acting in the course of legal proceedings to the list of prescribed entities subject to certain safeguards being in place.

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: We agree in principle with the introduction of a "contact address" as the publicly available address, and the restriction of access to the "usual residential address" to prescribed entities. We would, however, suggest the following considerations:

- The proposed amendments will operate in harmony with court rules, which currently allow service by registered prepaid post at the residence of the person to be served. Any amending legislation and court rules should clarify that service of legal proceedings, originating, and non-originating court documents on the "contact address" is recognised as an additional valid and effective method of service on the relevant officers of companies and co-ops, general partners and limited partners of LPs, and natural persons registering a business name.

- Where service on the "contact address" proves ineffective, the Consultation proposes on page 5 that "a court may order the disclosure of the usual residential address to third parties...for the purpose of access to justice". While this precautionary measure is important, requiring a court application may create unnecessary costs and delay, particularly in routine litigation.

To promote efficiency, we suggest that consideration should be given to including solicitors acting in the course of legal proceedings within the list of prescribed entities with controlled access rights to the usual residential address. This could reduce the costs and delays associated with court applications for disclosure, and may facilitate the timely service of proceedings.

Such access rights could be made subject to appropriate safeguards, including limiting access solely for service in legal proceedings and possibly imposing a requirement for an undertaking by the solicitor. This approach would help strike a balance between the need to protect personal privacy and the practical requirements of ensuring effective service in legal proceedings.

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:

William Fry LLP welcomes and supports the proposals for Limited Partnerships in line with the proposed changes to the Companies Act 2014 as outlined in the Consultation. The proposed changes enhance privacy protections for limited partners and general partners, while ensuring transparency and compliance with the General Data Protection Regulation (GDPR).

We have no comments on Limited Partnerships maintaining the address details of limited partners as described in the Consultation.

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: We support the proposals for Limited Partnerships in line with the proposed changes to the Companies Act 2014 as outlined in the Consultation. We agree with the introduction of a "contact address" as the publicly available address, and the restriction of access to the "usual residential address" to prescribed entities.

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: None

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: On the subject of promoting efficiencies and reducing costs in cases where legal proceedings need to be served on relevant individuals, partners or officers, and the "contact address" proves ineffective, we have made some suggestions in answer to Q.C5 below. These include adding solicitors acting in the course of legal proceedings to the list of prescribed entities subject to certain safeguards being in place.

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: We agree in principle with the introduction of a "contact address" as the publicly available address, and the restriction of access to the "usual residential address" to prescribed entities. We would, however, suggest the following considerations:

- The proposed amendments will operate in harmony with court rules, which currently allow service by registered prepaid post at the residence of the person to be served. Any amending legislation and court rules should clarify that service of legal proceedings, originating, and non-originating court documents on the "contact address" is recognised as an additional valid and effective method of service on the relevant officers of companies and co-ops, general partners and limited partners of LPs, and natural persons registering a business name.

- Where service on the "contact address" proves ineffective, the Consultation proposes on page 5 that "a court may order the disclosure of the usual residential address to third parties...for the purpose of access to justice". While this precautionary measure is important, requiring a court application may create unnecessary costs and delay, particularly in routine litigation.

To promote efficiency, we suggest that consideration should be given to including solicitors acting in the course of legal proceedings within the list of prescribed entities with controlled access rights to the usual residential address. This could reduce the costs and delays associated with court applications for disclosure, and may facilitate the timely service of proceedings.

Such access rights could be made subject to appropriate safeguards, including limiting access solely for service in legal proceedings and possibly imposing a requirement for an undertaking by the solicitor. This approach would help strike a balance between the need to protect personal privacy and the practical requirements of ensuring effective service in legal proceedings.

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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