

Office of the Qualifying Partnership

note ten

Postcode

Partnership's email address:
note twelve

Principal Place of Business of the Qualifying Partnership

note eleven

Address where the principal or main business of the partnership within the State is carried on

List of present partners

Partner

If the partner of the QP is a company, the following information must be disclosed:

Company name

Registration Number of Company

Registered office

Postcode

Company's email address:
note twelve

If the partner of the QP is a partnership, the following information must be disclosed:

Partnership name
note thirteen

Limited partnership registration number.
If applicable

Office of the Partnership

Postcode

Partner's email address:
note twelve

If the partner of the Qualifying Partnership is a partnership which is not registered under the Limited Partnerships Act 1907, the following additional information must be disclosed:

Date of the Partnership Day Month Year

Names of the Partners of the Subsidiary Partnership
note fourteen

Type of Partner in the Qualifying Partnership

Please tick relevant box for the company or partnership where the qualifying partnership is a limited partnership

General Partner Other member

The following Page should be completed for the second and all subsequent partners. Each partner should be given a number and the total number of partners should be specified.

Partner

Partner Number of partners

If the partner of the QP is a company, the following information must be disclosed:

Company name

Registration Number of Company

Registered office

Postcode

Company's email address:
note twelve

If the partner of the QP is a partnership, the following information must be disclosed:

Partnership name
note thirteen

Limited partnership registration number.
If applicable

Office of the Partnership

Postcode

Partner's email address:
note twelve

If the partner of the Qualifying Partnership is a partnership which is not registered under the Limited Partnerships Act 1907, the following additional information must be disclosed:

Date of the Partnership Day Month Year

Names of the Partners of the Subsidiary Partnership
note fourteen

Type of Partner in the Qualifying Partnership

Please tick relevant box where the qualifying partnership is a limited partnership

General Partner Other member

List of past partners

note fourteen

Partners other than the ones listed as partners on the date to which the annual return has been made up for 20_____ (insert year) who were partners at any time since the date of the last return, or in the case of the first return, the date of the formation of the qualifying partnership.

☐ Tick box if the list of past members is submitted on CD.

Name and Address

Certifications

Where the qualifying partnership is filing financial statements with the annual return, the certification of the Form QP1 also serves to certify the financial statements.(note fourteen)

WE HEREBY CERTIFY that all documents which are required under Part 6 of the Companies Act 2014 as applied by the European Union (Qualifying Partnerships: Auditing and Accounting) Regulations 2019 to be annexed to this annual return, have been so annexed, and that they are true copies of the originals.

AND WE HEREBY FURTHER CERTIFY THAT

- (i) this form has been completed in accordance with the Notes on Completion of Form QP1,
- (ii) contains the particulars in respect of the qualifying partnership as at the date to which the return is made up

notes fifteen and note sixteen

Signed

Partner

Partner

Name

In bold capitals or typescript

Name of the Company or Partnership

note thirteen

NOTES ON COMPLETION OF FORM QP1

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 the space provided on Form QP1 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.
 - The Partners who sign this Form may not be the same individual.
 - Presenter details should be entered on page 1 in order to ensure that queries can be addressed/documents returned to the correct person. A name, telephone number and email address should be entered for the contact person.
 - Failure to provide any or all of this information may delay the processing of the annual return.
- note one** If this is the first return by the Qualifying Partnership, you must first contact the Qualifying Partnerships section of the Companies Registration Office by email at QPN@cro.ie in order to obtain a Qualifying Partnership Number.
- The email to the Qualifying Partnerships section should include at least the following information in the following order-
1. The initial date of creation of the partnership;
 2. The names of the partners;
 3. The name of the partnership (if any);
 4. If the qualifying partnership is a limited partnership, the registration number of the limited partnership; and
 5. The date upon which the partnership became a qualifying partnership.
- If this form is submitted without inclusion of a Qualifying Partnership Number, it will be returned to you.
- note two** Where the Qualifying Partnership is a Limited Partnership registered under the Limited Partnerships Act 1907, insert the name of the partnership.
- In all other cases, insert the date of creation of the partnership and the names of all of the partners of the partnership. If there is insufficient space for the names of all of the partners, please include same on a continuation sheet which should be attached to this form.
- note three**
- i) A qualifying partnership must file an annual return in each year and pursuant to section 343 of the Companies Act 2014 (CA 2014) as applied by the European Union (Qualifying Partnerships: Auditing and Accounting Regulations 2019 (S.I. 597 of 2019)). A qualifying partnership's annual return must be made up to a date not later than its Annual Return Date (ARD). A qualifying partnership may file before its ARD and make the QP1 up to an earlier date, except in the case of a newly formed qualifying partnership which is filing its first return six months after its formation where the QP1 can only be made up to the ARD.
 - ii) The return must be filed with the CRO within 56 days of the qualifying partnership's ARD, or, where the return has been made up to a date earlier than the ARD, within 56 days of that earlier date. Sections 345 and 346 of the CA 2014 as applied by the Regulations sets out the manner in which a qualifying partnership's ARD is set and the way in which it may be altered.
 - iii) A qualifying partnership is required to file with this return any other returns that may be outstanding in respect of previous years. There must be no gaps in a qualifying partnership's filing requirement under Part 6 of the CA 2014 as applied. There are severe penalties for late filing of the return including loss of the right to claim an audit exemption for two years (section 363 of the CA 2014 as applied). A qualifying partnership's current ARD can be checked for free online at <https://core.cro.ie/>.
 - iv) An application for an extension of time to file an annual return may be made by a qualifying partnership (on notice to the Registrar) to the District Court for the district where the office of the qualifying partnership is located or to the High Court. Where granted by Court Order, extra time to file may be availed of by the qualifying partnership and no late penalties or loss of audit exemption would apply in the year(s) to which the Court Order applies, as long as the terms of the Order are complied with. The certified Court Order must be delivered to the CRO within 28 days or such longer period as the Court may allow. (section 343 of the CA 2014 as applied).

note four

Where the Qualifying Partnership is filing early and the return is being made up to a date that is earlier than the Qualifying Partnership's existing ARD, this section must be completed. Where a qualifying partnership wishes to keep its existing ARD for next year, the "RETAIN" box should be ticked. If the qualifying partnership wishes to change its ARD for next year to the same date as its made up to date on this return, the "CHANGE" box should be ticked.

If the Qualifying Partnership is filing early and no box is ticked or both boxes are ticked, the form will be returned by the CRO for correction. This section does not apply to a new qualifying partnership filing its first (six months) annual return post- formation. (sections 346 and 349 of the CA 2014 as applied by the Regulations).

note five

- i) In compliance with section 288 of the CA 2014 as applied by the Regulations, the financial year start and end dates must be entered by all qualifying partnerships (whether or not financial statements are attached to the QP1) unless it is a QP1 filed for the qualifying partnership's first (6 month) annual return or a Form QP73 is attached.
- ii) If the return is filed with a form QP73, or it is the first (six months) return of the qualifying partnership, no financial statements need be attached and no financial year details need be entered.
- iii) Insert the date of the start and end of the financial year covered by the financial statements approved two members of the qualifying partnership, where it is not a limited partnership; and in the case of limited partnerships, if there is only one general partner, that partner; or if there is more than one general partner, two such partners. Pursuant to section 347 of the CA 2014, as applied, the financial statements must be made up to a date not more than nine months earlier than the date to which the return is made up.
- iv) Under section 288(1) of the CA 2014 as applied, a qualifying partnership's first financial year is the period beginning with the date of its formation and ending no more than 18 months after that date. Each subsequent financial year begins the day immediately after its previous financial year end and continues for 12 months (or 7 days shorter or longer than 12 months). A qualifying partnership may, by filing a Form QP83 with the Registrar, apply to alter its current or its previous financial year end date, which date will then become its financial year end date for the future. Such an application may only be made once in every five years unless the qualifying partnership is exempted by section 288(10) CA 2014 as applied.
- v) In the case of a qualifying partnership's first full annual return with financial statements (i.e. normally 18 months after formation) the financial statements may be in respect of a financial year ending on any date between nine months prior to the ARD and the ARD itself, but they must not exceed the period of eighteen months since formation.

note six

To avail of an audit exemption, certain statutory conditions must be satisfied by the qualifying partnership under the terms of Chapters 15 or 16 of Part 6 of the Companies Act 2014 as applied.

Where a qualifying partnership is not entitled to avail of an audit exemption - whether by filing late or otherwise - the Registrar of Companies has no power to waive the statutory requirement that audited financial statements be filed.

Where a qualifying partnership applies to the District Court or the High Court and is granted extra time to file, subject to the terms of the Court Order being complied with, the qualifying partnership will not incur late penalties or lose its audit exemption for the year(s) in question (see note one (iv)). (section 343 of the CA 2014 as applied).

note seven

A qualifying partnership may, once in every five years, extend its Annual Return Date (ARD) by up to six months by filing a Form QP73 with the CRO. The Form QP73 may be filed with a QP1 form which must be ON TIME.

No financial statements are required to be filed with this QP1.

Form QP73 should not be filed with the qualifying partnership's first annual return after formation (the six-month return) as this would only shorten the time available to file the first full annual return with financial statements.

The change in ARD arising from filing a Form QP73 cannot result in there being more than nine months between the end of the previous financial year and the ARD. (See note three (iv) regarding altering financial year end).

note eight

Where no financial statements are being attached to the annual return, this should be indicated by ticking the relevant box in this section of the form.

- note nine** All statutory auditors must be registered on the Public Register of Auditors and must have an Auditor's Registration Number (ARN) in order to be entitled to carry out audits in Ireland.
- The Register of Auditors is held by the CRO - and may be checked on the CRO website - see www.cro.ie.
- The ARN is a unique number that is allocated to each individual auditor and/or firm of auditors by its Recognised Accountancy Body (RAB) when they are placed on the Public Register of Auditors.
- The ARN must be entered in this section of the form whenever an auditor's report is attached to the annual return.
- The ARN entered on the field must exactly match that of the individual auditor or firm of auditors whose name appears on the auditor's report either included in the financial statement or separately attached to the annual return form (where applicable).
- The partners of a qualifying partnership are responsible for ensuring that the person who signs-off on the auditor's report is a qualified auditor who is on the Register of Auditors.
- Filing false information with the Registrar of Companies is an offence under Regulation 42(12) of the Regulations and acting as an auditor when not qualified to do so is an offence prosecutable by the Corporate Enforcement Authority.
- note ten** Give the address to which correspondence should be addressed to the qualifying partnership regarding returns made under the CA 2014 as applied by the Regulations
- note eleven** This is the address within the State where the business of the qualifying partnership is wholly or mainly carried on.
- note twelve** CRO issues reminders regarding annual returns and other administrative reminders to qualifying partnerships (and occasionally to partners of such partnerships) by email.
- If you wish your qualifying partnership (or partner) to receive such reminders by email, you may supply a relevant email address for this purpose to the CRO
- It is important that the email address provided for the qualifying partnership in particular, is a working/monitored address as this will be the main address used for ARD reminder notices (if issued). This email service is optional and, in providing an email address to the CRO, the qualifying partnership should do so in the knowledge that the QP1 form will be accessible to the public through the CRO website.
- You can unsubscribe from the CRO's e-mail service at any time. Each e-mail message provides a link to where one can unsubscribe
- note thirteen** All the partners are to be listed if the partner is not a company/limited partnership.
- note fourteen** A full list of partners is required, including a registered company number or limited partnership number where applicable for the list of members, with the return.
- Full names must be provided in all cases as initials will not suffice. Where the sheet provided is inadequate, the list should be continued on a Continuation Sheet in alphabetical order with each Continuation Sheet marked as such.
- The list may also be provided on a CD - please tick the box if this is being done.
- note fifteen** Document requires two different signatures. Same person cannot sign as both partners.
- The signature of two members of the qualifying partnership is required, where it is not a limited partnership; and in the case of limited partnerships, if there is only one general partner, that partner; or if there is more than one general partner, two such partners.
- note sixteen** Section 347(1) of the CA 2014 as applied by Regulation 22 of the Regulations sets out the documents that must be annexed to an annual return in all cases. Section 347(2) as applied states that the reference in s.347(1) to a copy of a document is a reference to a copy of a document that satisfies the following conditions:
- i) it is a true copy of the original save for the difference that the signature(s) on the original, and any date(s) thereon, shall appear in typeset form on the copy and
 - ii) it is accompanied by a certificate of the qualifying partnership, that bears the signature of two members of the qualifying partnership, where it is not a limited partnership; and in the case of limited partnerships, if there is only one general partner, that partner; or if there is more than one general partner, two such partners, in electronic or written form, stating that the copy is a true copy of the original (and one such certificate relating to all of the documents mentioned in section 347(1) suffices).

FURTHER INFORMATION ON COMPLETION OF THIS FORM IS AVAILABLE FROM cro.ie

OR BY E-MAIL info@cro.ie