

OFFICERS CERTIFICATE

OF

**[name] DESIGNATED ACTIVITY COMPANY
(CRO registration number [])
(the “Company”)**

[To whom it may concern]

I, _____, am a Director of [] DESIGNATED ACTIVITY COMPANY (the “Company”).

I HEREBY CERTIFY that:

1. Attached hereto marked “A” is a complete copy of the Certificate of Incorporation of the Company dated [•];
2. On [•] 20[16], the Company by special resolution altered the memorandum and articles of association of the Company by conversion from a limited company to a designated activity company. The conversion includes, amongst other things, a change of company name from [•] Limited (the name at the time of incorporation) to [•] Designated Activity Company;
3. Attached hereto marked “B” is a complete and up to date copy of the Certificate of Incorporation to a Designated Activity Company issued by the Registrar of Companies in Ireland certifying the that the Company formerly registered as Limited Company has on [•] 2016 been converted under the Companies Act 2014 to a Designated Activity Company;
4. The change of form of the Company from a limited company to a designated activity company is required as a result of the implementation of the Companies Act 2014 (Ireland) which came into effect on 1 June 2015; and
5. This certificate is given without personal liability on the part of the person signing it save where given fraudulently, negligently or with intent to mislead.

Signed :

Director

*Annex A and B to be attached