

Corporate

Why Ireland?

Dublin has become an established international financial centre and Ireland continually ranks as one of the most attractive and easiest countries in the world for international corporations to establish in and do business. Irish company law was consolidated in the Companies Act 2014 and provides some of the most flexible methods in the EU of enabling the distribution of capital to investors. It also now permits domestic mergers between Irish incorporated companies.

One of the key reasons why Ireland is the jurisdiction of choice for overseas corporations looking to expand their international presence is the Irish legal system and environment. Similar to the UK and the US, Ireland is a common law jurisdiction and its legal principles are recognised and understood by the majority of international investors. As a common law jurisdiction, Ireland's legal regime is less prescriptive and more flexible than civil law jurisdictions.

Corporate Governance

The fiduciary duties of directors in Ireland are similar to the UK and Delaware. Ireland operates a unitary board system unlike the dual board systems that exist in a number of other European jurisdictions.

In addition, the laws relating to the transfers of shares and assets and the concepts of legal and equitable title are similar to those in the UK and the US. Unlike a number of other jurisdictions, there are no binding or advisory shareholder votes regarding "say on pay" for director compensation.

Regulatory Requirements & Taxation Benefits

The regulatory and administrative burdens are also low. An Irish holding company or subsidiary can be incorporated with as little as €1 of share capital within a matter of days.

Ireland specifically permits US GAAP to be used in the preparation of financial statements, both standalone and consolidated, by certain Irish incorporated companies.

Ireland is also a popular country for corporate establishment and as a holding company location because of its favourable tax regime and extensive double tax treaty network with over 70 jurisdictions – including with all EU member states and the US and Canada. Ireland has a low corporation tax rate of 12.5% on trading and other profits.



What We Can Do for You

There are multiple gateways by which an international organisation can establish a presence in Ireland:

Mergers & Acquisitions

We have acted on some of the largest public and private recent M&A deals in Ireland, including Activision Blizzard's \$5.9 billion acquisition of King Digital Entertainment and McKesson Corporation's acquisition of the pharmaceutical distribution business of UDG Healthcare plc.

We also regularly act for US groups wishing to acquire an Irish target with a view to using that target as its entry point into the EU marketplace and ultimately as an EMEA hub.

IPOs, Listed Targets and Secondary Offerings

We regularly advise issuers and their sponsors on both IPOs and on secondary offerings such as rights issues and placings and open offers. Irish equity capital markets activity has continued to rise with the ISEQ Overall Index doubling in value over the past 3 years. Companies trading on the Irish Stock Exchange raised €3.142 billion in equity funds from international investors during 2015.

The growth in major NYSE and NASDAQ listed groups established using an Irish incorporated parent company means that we are uniquely equipped to advise foreign acquirers of such groups including on the Irish takeover rules provisions and their application.

Joint Ventures and Other Investments

We act for a number of leading public and private companies on the establishment of significant Irish joint venture companies and other sophisticated majority/minority investments involving an array of different shareholding structures through Irish corporate vehicles.

We Advise on

We have a broad corporate transactional and multi-disciplinary offering and advise numerous international public and private companies from a wide variety of sectors on:

- Public and private M&A – including cross-border
- Equity capital markets transactions
- Irish Inbound and Outbound investments
- Cross-border mergers
- Private equity transactions
- Joint ventures in Ireland and strategic alliances involving Irish organisations
- Domestic and international demergers, restructurings and reorganisations
- Corporate governance and advisory matters

What Others Say About Us

Our Corporate Team

“Very entrepreneurial firm with a can-do attitude and a commercial approach.”

Chambers & Partners, 2018

Our Team



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