

2nd. June 2017

**THE COMPANIES ACTS 2014
THE INSTITUTE OF INCORPORATED PUBLIC ACCOUNTANTS
EXTRAORDINARY GENERAL MEETING**

**NOTICE OF EXTRAORDINARY GENERAL MEETING OF THE INSTITUTE OF
INCORPORATED PUBLIC ACCOUNTANTS**

Notice is hereby given of an Extraordinary General Meeting of the Institute to be held on: -

**Friday 23 June 2017, at 12.30pm
at Horse & Jockey Hotel, Horse & Jockey, Thurles, Co Tipperary**

The business of the meeting will be to consider, and if thought fit, to pass the following resolutions which will be proposed by Council as special resolutions:

1. That the Memorandum of Association of the Institute to include its objects clause shall be altered and amended as set out in Document A which is electronically attached to this Notice. The marked up version of the Memorandum of Association may be viewed on the Institute's website at www.iipa.ie
2. That the Articles of Association of the Institute shall be amended and altered so as to take the form of the Articles of Association as set out in Document B which is electronically attached to this Notice. The marked up version of the Articles of Association may be viewed on the Institute's website at www.iipa.ie
3. That the members of the Institute of Incorporated Public Accountants and each of them, shall be eligible to apply for membership and be entered into membership of the Institute of Certified Public Accountants on the 1st September 2017 in the manner as provided for in the Company Constitution.
4. That the Institute of Incorporated Public Accountants shall be wound up as a Company in an orderly manner and thereafter dissolved in the manner as provided for in the Company Constitution and in accordance with the provisions of the Companies Act 2014.
5. That the Institute of Incorporated Public Accountants shall transfer the amount of membership income, ascertained in the sum of €150,000.00 to the Institute of Certified Public Accountants in Ireland agreed at a figure relating to all categories of membership for the Year ended December 31st 2017. The said payment schedule shall be made as follows:
 - September 1st 2017 total amount €75,000 (50%)
 - October 2nd 2017 total amount €45,000 (30%)
 - November 1st 2017 total amount €10,000 (6.7%)
 - December 1st 2017 total amount €10,000 (6.7%)
 - January 2018 a "True - up" to agree balance to actual figures for 2017 Fee Income remaining balance at (6.6%)

6. Every member of the Institute of Incorporated Public Accountants shall agree to pay membership levy in relation to costs in respect of amalgamation and transfer of membership, including shared legal, project management and workout costs spread across the three classes of membership, pro-rata, in the amount:

- Audit Practice Members in the amount of €350.
- Accounting Practice Members in the amount of €220.
- Associates in the amount of €150.

7. All or any Assets of the Institute of Incorporated Public Accountants, howsoever arising on completion of the orderly winding up of the Institute as a company shall be transferred to the Institute of Certified Public Accountants in Ireland, for the benefit of all members of that Institute.

8. That the Institute of Incorporated Public Accountants member's Benevolent Fund shall transfer for the benefit of all members to the Institute of Certified Public Accountants in Ireland members Benevolent Fund.

9. That the Institute of Incorporated Public Accountant's shall apply for revocation of recognition to the Irish Auditing and Accounting Supervisory Authority (IAASA) as a Recognised Accountancy Body on a date as soon as possible after the date of transfer and not later than one month after the date of transfer.

The date of this Notice is the Second day of June 2017.

By Order of the Council



Company Secretary

The registered office of the Company is Dublin, Ireland

A member of the company who is entitled to attend and vote at the above-mentioned meeting is entitled to appoint a proxy, who is; -

the President of the Institute of Incorporated Public Accountants or his nominee, being a full member of the Institute or

a full Member of the Institute to attend and vote instead of him / her.

The form of proxy is appended to this Notice.