

June 2012



## Welcome

Welcome to the June issue of our Legal News.

This month we report on a number of recent decisions of the Irish courts, including an important decision relevant to the fitness and probity regime and a recent conviction under competition legislation. We also review the key risk areas in the PAYE system in the context of Revenue audits and provide an update on the much anticipated personal insolvency legislation. In our Practical Tips section, we provide guidance on the removal and resignation of directors.

Recent news at William Fry:

- We have been awarded Law Firm of the Year 2012 at the inaugural Irish Law Awards.
- We have advised on two of the Finance Dublin Deals of the Year 2012:
  - **Equity Capital Markets:** The investment of up to €1.123bn in Bank of Ireland by Fairfax Holdings Limited, WL Ross, Kennedy Wilson and others
  - **Most Innovative:** The restructuring of Quinn Group
- We have been shortlisted by the **European Women in Business Law Awards** in the following categories:
  - [Ann Henry](#) for Best in Copyright
  - [Myra Garrett](#) for Best in Mergers & Acquisitions
  - Best Gender Diversity Initiative
  - Best Work-Life Balance
  - Best Irish Firm for Women in Business Law

For further information on any of the topics covered in this month's Legal News, please call or email any of the lawyers listed in our Legal News or your usual William Fry contact.

Patricia Taylor  
Partner

**Subscribe:** If you would like to be added to the email list for this publication, please leave your business card at William Fry Reception or email your details to: [legalnewssubscribe@williamfry.ie](mailto:legalnewssubscribe@williamfry.ie)

## Employee Linked Out over LinkedIn Profile

A former employee of the British gas exploration company, BG Group, has brought a constructive dismissal claim before a UK Employment Tribunal. The former Regional HR Advisor, John Flexman, resigned abruptly in June 2011 following a dispute with his employer relating to his use of the professional social networking site, LinkedIn.

Mr Flexman was accused of "*inappropriate use of social media*" after he was found to be in breach of a company policy on conflicts of interest which prevents employees from ticking a 'career opportunities' box on the site. He had also uploaded his CV which included confidential information relating to the company's human resources. Furthermore, BG Group disputed suggestions in Mr Flexman's CV that he had brought about a reduction in staff attrition.

Mr Flexman claims that 21 of his colleagues had also ticked the 'career opportunities' box without being disciplined and that any company details he posted were publicly available in the company's annual reports.

BG Group maintains that it has no difficulty with employees posting their CV on LinkedIn and that it was derogatory statements made by Mr Flexman that led to the dispute between the parties. Against this, Mr Flexman submits that the company had "*inadequate and ineffective global resource planning*" and "*lacked active talent management*".

The case is the first notable constructive dismissal claim involving a LinkedIn account. An increase in such cases is widely anticipated and it will therefore be interesting from a legal perspective to see how it is ultimately determined. While the decision of the UK Employment Tribunal will not be directly applicable in Ireland, it may be persuasive authority before an Irish court or employment tribunal.

It is also worth noting that many employee contracts contain wide definitions of what constitutes an intellectual property right and it may only be a matter of time before contacts obtained by virtue of activity on networking

sites such as LinkedIn become encompassed within such definitions.

Employers must develop policies that will fully enable them to respond to the challenges posted by social networks, particularly those such as LinkedIn, where employees by virtue of their connection with a company can build a database of clients.

*Contributed by Ann Henry.*

*For further information please contact:  
Ann Henry ([ann.henry@williamfry.ie](mailto:ann.henry@williamfry.ie)) or  
John Magee ([john.magee@williamfry.ie](mailto:john.magee@williamfry.ie)) of our  
Litigation & Dispute Resolution Department.*

## Fitness & Probity – Employment Injunctions

The Central Bank of Ireland's 'Fitness and Probity' regime, applicable to financially regulated undertakings, came into effect in December 2011. At the core of the regime is the requirement that all persons who perform designated *controlled functions* (CFs) on behalf of those undertakings meet prescribed statutory standards of fitness and probity.

A person who is subject to the statutory standards must:

- be competent and capable (fitness); and
- act honestly, ethically and with integrity and be financially sound (probity).

A financially regulated undertaking cannot allow a person to whom the standards apply to occupy a CF if it is unable to satisfy itself on reasonable grounds as to that person's compliance with the standards. It was in this context that the Ulster Bank allegedly indicated to one of its senior executives, Mr John McGrane, that it had concerns about his compliance with the probity standard, due to his personal financial indebtedness. The bank also indicated that it proposed conducting an inquiry into Mr McGrane's fitness, based on his role in the bank's management team in the years preceding the banking crisis.

Mr McGrane applied to the High Court on an *ex parte* basis (*i.e.* Ulster Bank was not present in court) and secured a temporary injunction restraining the bank from taking any

steps to dismiss him or to commence an inquiry into his competence. The High Court heard that the implications of a dismissal would be catastrophic for the executive, who has 38 years' service with Ulster Bank.

The case underlines that, although the standards have statutory force, an employer proposing to dismiss a person for failing to meet those standards will not have an automatic defence to any employment claims or proceedings that follow.

Financially regulated employers must have regard to established employment law principles and follow fair procedures in their adjudication of relevant employees' fitness and probity.

*Contributed by Louise Harrison.*

*For further information please contact:  
Patricia Taylor (<mailto:patricia.taylor@williamfry.ie>)  
Louise Harrison ([louise.harrison@williamfry.ie](mailto:louise.harrison@williamfry.ie))  
of our Employment & Benefits Department.*

## Executors – Making the Right Choice

When making a will, many people often fail to fully appreciate the importance of choosing the right executors to administer their estate. There are two considerations to bear in mind. First, it is advisable to choose someone you trust and someone who has a good understanding of how you would wish your assets to be administered. The second consideration, which is often overlooked, is that the person chosen should not have any potential conflict of interest. The importance of this latter consideration was brought to the fore recently in the administration of the estate of the developer, Brian Rhatigan deceased.

In the *Rhatigan* case the executrix was the deceased's solicitor and she had acted on his behalf in connection with numerous complex transactions. Following Mr Rhatigan's death, the transactions became central to the various claims made in relation to his estate. Laffoy J considered the executrix to be conflicted in her professional capacity from acting as executrix. Accordingly, the High Court held that some other person would need to be appointed in her place.

The courts are generally reluctant to remove a person who has been appointed as an executor under a will and to appoint some other person in his place. Such a step is not justified simply because a beneficiary is frustrated. Evidence of serious misconduct or serious special circumstances is necessary before a court will take such a drastic step. Being conflicted in a professional capacity was considered a serious special circumstance in the *Rhatigan* case. Laffoy J acknowledged that the solicitor clearly wished to fulfil the task that the deceased had given to her, but the judge was of the view that it would be impossible for her to do so in a non-conflicted capacity.

Acting as a solicitor or in some other professional capacity for a person during his lifetime will not automatically result in a professional conflict post-death. In the *Rhatigan* case, there were particular issues arising due to the nature of the claims being made against the estate. However, the judgment clearly demonstrates the necessity, when choosing appropriate executors, to carry out a very detailed analysis of the type of issues that might arise post-death and the level of potential for conflict. Only after such a careful analysis can a person be confident that he has appointed the right persons to the role.

*Contributed by Nora Lillis & Elaine Rogers.*

*For further information please contact:  
Nora Lillis ([nora.lillis@williamfry.ie](mailto:nora.lillis@williamfry.ie)) or  
Elaine Rogers ([elaine.rogers@williamfry.ie](mailto:elaine.rogers@williamfry.ie)) of our  
Tax Department.*

## Conviction Arising From Heating Oil Cartel

On 3 May 2012, a jury in Galway Circuit Criminal Court unanimously found a former oil company employee guilty of having participated in a home heating oil cartel. Pat Hegarty was the final member of the Galway heating oil cartel to undergo trial. He was fined €30,000 and given a suspended two year jail sentence.

The Galway heating oil cartel came to light in 2001 following an application to the Competition Authority under the Cartel Immunity Programme. The Competition

Authority subsequently investigated price fixing of kerosene and gas oil by home heating oil distributors in the Galway city and county areas.

The Competition Authority referred the matter to the Director of Public Prosecutions which, in 2004, brought criminal proceedings against 24 individuals and companies for fixing the price of home heating oil. The majority of the defendants entered guilty pleas, incurring fines of up to €15,000, with one defendant receiving a suspended six month jail sentence.

Pat Hegarty, the final defendant in the heating oil cartel, denied charges of price fixing and challenged the case against him. The Competition Act provides that it is an offence for directors, managers and similar officers of an undertaking to authorise or consent to anti-competitive behaviour by the undertaking. Pat Hegarty challenged his prosecution on the basis that no conviction had been obtained in relation to the company which he managed.

The question was put to the Supreme Court and in October 2011 it ruled that officers may be tried for competition offences even if the employer company has not been formally convicted. It is sufficient in such circumstances that the jury makes a finding of fact, on the basis of evidence put before it during the trial of the officer, that the company has committed a competition offence. Pat Hegarty's trial subsequently proceeded resulting in his conviction on 3 May.

This brings to 18 the number of convictions arising out of the heating oil cartel. The level of the fines and prison sentences imposed are characteristic of the increasingly severe penalties being handed down by Irish courts for competition law offences.

View further articles on the case [here](#) and [here](#).

*Contributed by Claire Waterson.*

*For further information please contact:  
Claire Waterson ([claire.waterson@williamfry.ie](mailto:claire.waterson@williamfry.ie)) or  
Cormac Little ([cormac.little@williamfry.ie](mailto:cormac.little@williamfry.ie)) of our  
Competition & Regulation Department.*

## Practical Tips: Resignation or Removal of Directors

This month's Practical Tips look at the resignation and removal of directors.

### Resignation

Most companies' Articles of Association permit a director to resign unilaterally by tendering his resignation in writing. Alternatively a director can resign by agreement with the company.

### Retirement by Rotation

The Articles of a company may provide for some or all of the directors to retire automatically by rotation at the company's AGM. This occurs most frequently in the case of plcs, although the Articles of some private companies may also provide for retirement of directors by rotation. This is not always appropriate, especially in small private companies, as it is often overlooked and the failure to deal with it at an AGM, e.g. by re-electing the retiring directors, can lead to issues as to whether certain directors are entitled to hold office or not.

### Removal

A director of a company may be removed from office in the following ways:

#### **Automatic Removal**

A company's Articles will usually specify circumstances where a director will automatically be removed from office, e.g. where the director (i) is adjudged a bankrupt; (ii) becomes incapacitated or of unsound mind; or (iii) is convicted of an indictable offence.

A person may be disqualified from acting as a director under section 160 of the Companies Act 1990. A disqualified director can have no involvement in the promotion, formation or management of any company for the duration of his disqualification. This will often trigger automatic removal under a company's Articles.

#### **Removal by Shareholders or Other Directors Under the Articles**

A company's Articles may give the shareholders and/or the directors the power to remove a director. Removal by the directors is done by resolution of the board of directors. The directors must exercise this power *bona*

*fide* in the best interests of the company and not for ulterior motives.

Removal by the shareholders may be done by an ordinary or a special resolution, depending on how the Articles are framed.

#### **Removal by Shareholders Under the Companies Acts**

Shareholders have a general power to remove a director under section 182 of the Companies Act 1963, by passing an ordinary resolution to that effect at a general meeting.

The general meeting must be held on extended notice of 28 days. The director is entitled to receive a copy of the notice of the resolution and has the right to be heard at the general meeting. Prior to the general meeting, the director can make representations in writing to the company and can request that they be circulated to the members.

A vacancy created by the removal of a director may be filled at the general meeting at which the director is removed, or it can subsequently be filled as a casual vacancy by the directors.

#### **Contractual and Employment Rights**

Irrespective of the method of removal or resignation, consideration needs to be given to any contractual or employment rights which the outgoing director may have. For instance, section 182 of the Companies Act 1963 expressly preserves any right to damages or compensation which the director may have concerning his termination. An executive director may also have a claim for unfair or wrongful dismissal. Detailed advice should be taken in this regard.

*Contributed by Ian Murray.*

*For further information please contact:  
Adam Synnott ([adam.synnott@williamfry.ie](mailto:adam.synnott@williamfry.ie)) of our  
Corporate Department.*

## PAYE Pain – Why Prevention is Better Than Cure

The Revenue's Annual Report for 2011 highlighted a 20% increase in the number of audit and assurance checks carried out in 2011 compared to 2010. One area of focus is

the operation of the PAYE system by employers.

Tax legislation is constantly changing. This increases the risk that employers may misapply certain rules. The unwary employer risks facing fixed penalties as well as back payments of employer's PRSI (with interest) and taxes.

Below are some of the key risk areas:

- **Self-Employed Contractors**

It is important to ensure "self-employed" contractors are correctly categorised. A finding that such individuals are in fact "employees" can be expensive once back payments of PRSI and interest are made. This is a current area of Revenue focus and is also an area of concern from an employment law perspective.

- **Directors**

Revenue recently issued a reminder that directors of Irish companies, wherever those directors may be resident, are liable to withholding tax under the PAYE system.

- **Cross-Border Employees**

Care should be taken to ensure the correct application of the PAYE rules to cross-border employees.

For example, employers (including foreign employers) who have employees exercising duties of employment in Ireland may be required to register for and apply PAYE, unless an exemption applies. Prior Revenue approval for an exemption is required in some cases.

- **Share Based Remuneration & Other Benefits**

Special attention is warranted in the area of share based remuneration given recent changes which increased the burden on employers.

The concept of "salary sacrifice" is also an issue in relation to benefits generally. If an employee foregoes remuneration in return for a benefit (e.g. a pension contribution), the remuneration foregone is taxable in full and subject to PAYE.

- **Reporting**

There are a number of reporting requirements on employers, with penalties for failure to comply.

Companies are usually conscious of the need to focus on the tax implications of the big transactions. However, the everyday operation of the PAYE system can also prove costly in the event of a Revenue audit or where issues are identified as part of a corporate due diligence. As with most things, prevention is better than cure.

*Contributed by Niamh Keogh.*

*For further information please contact: Sonya Manzor ([sonya.manzor@williamfry.ie](mailto:sonya.manzor@williamfry.ie)) or Niamh Keogh ([niamh.keogh@williamfry.ie](mailto:niamh.keogh@williamfry.ie)) of our Tax Department.*

## Telecoms: New Rules for Premium Rate Services

The Commission for Communications Regulation ("ComReg") has published new rules for Premium Rate Services ("PRS") following a period of public consultation.

PRS are goods and services that can be purchased by charging the cost of the service to a customer's landline or mobile phone bill and include services such as ringtones, text competitions and sports updates.

The new rules take the form of licensing regulations and a new Code of Practice. Both come into force on 5 June 2012.

### **Regulations**

The 2012 Regulations (which replace the PRS Licensing Regulations of 2010) identify the types of PRS which require a licence and the conditions attaching to those licences.

Licensees under the 2010 Regulations will be deemed to be licensed under the relevant category in the 2012 Regulations as and from 5 June 2012. ComReg may request information from PRS providers to ascertain the class and type of PRS deemed to be licensed.

The new Regulations impose more onerous obligations on non-compliant PRS providers

with regard to refunding end users. Providers will also be required to make more detailed information available to ComReg regarding the specified PRS, including, for example, substantiating evidence of any claim made in advertising material.

A new e-Licensing facility will allow PRS providers to apply for licences online.

### **Code of Practice**

The new Code of Practice replaces the RegTel Code of Practice dating from October 2008, and imposes significant additional obligations on PRS providers. Compliance with the Code is a condition of obtaining a PRS licence.

The Code of Practice applies to the provision, content and promotion of PRS. ComReg's overall goal is to ensure the confidence and safety of PRS end users.

Subscription PRS are the predominant cause for complaint, and the Code of Practice addresses this by introducing a new "double opt-in" requirement for subscription services. This requires providers to obtain a positive confirmation from end users of their intention to subscribe to a service.

The new Code of Practice also imposes requirements concerning the transparency of pricing information, introduces specific wording for regulatory information messages and requires purchase confirmation receipts for PRS involving "off-handset" purchases where no content is delivered to the end user's mobile handset.

*Contributed by Claire Waterson.*

*For further information please contact:  
Claire Waterson ([claire.waterson@williamfry.ie](mailto:claire.waterson@williamfry.ie)) of  
our Competition & Regulation Department.*

## **Extended Warranties as Contracts of Insurance – Offering More Than Just TV Repairs?**

The English Court of Appeal has upheld the decision of the English High Court in *Re Digital Satellite Warranty Cover Limited* to wind up three companies held to be conducting

insurance business without the requisite UK Financial Services Authority ("FSA") authorisation.

The companies, which were not part of the Sky group, provided extended warranties to Sky satellite customers. These warranties covered repairs or replacements of satellite equipment in the case of specified damage, breakdown or malfunction.

The Court decided that the warranties came within Class 16 insurance (miscellaneous financial loss). The Court found that the risk was "*essentially a financial one*" and that the warranties constituted contracts of insurance against risks of loss attributable to the property owner incurring unforeseen expense. The judge reasoned that a contract covering the repair and replacement of equipment was essentially the same as one which provided an indemnity for the costs involved in such repair and replacement.

As part of its case, the FSA suggested that there was a catch-all subclass within Class 16 in the EU Non-Life Directives that was intended to apply to any contracts of non-life insurance that do not fall within any other class or subclass. The Court agreed with this stating "*...Class 16 (which differs significantly from Class 16 [in the Directives] was intended to be the catch-all which the FSA contends for and is not limited to residual cases of financial loss.*"

Insurance under Class 16(b), as implemented by the UK legislation, appears broader than its equivalent under the Directives (and the Irish implementing legislation). The English Court of Appeal noted that the Directives constitute minimum harmonisation measures and therefore they do not exclude EU member states from extending regulation to a wider class of 'benefits-in-kind' insurance. The distinction between the subcategories of miscellaneous financial loss in Ireland and the UK could mean that, while *Re Digital* might be persuasive in an Irish court, it is not clear that the same outcome would be reached in Ireland.

The case highlights the consequences of crossing the fine line between providing insurance cover and providing a warranty.

View a previous article on the case [here](#).

*Contributed by Gillian Young.*

*For further information please contact:  
John Larkin ([john.larkin@williamfry.ie](mailto:john.larkin@williamfry.ie)) or  
Grant Murtagh ([grant.murtagh@williamfry.ie](mailto:grant.murtagh@williamfry.ie)) of our  
Insurance Department.*

## IN SHORT

### Property Services Regulatory Authority Established

On 3 April 2012, the Minister for Justice and Equality, Alan Shatter, established the Property Services Regulatory Authority on a statutory basis.

One of the functions of the Authority is to establish and maintain a commercial leases database. Certain details of commercial leases entered into after 3 April 2012, including rent and rent free periods, must be submitted to the Authority by the tenant or a person authorised in writing by the tenant to do so. The relevant details must be submitted to the Authority within thirty days of the receipt of a Revenue stamp certificate. The Commercial Leases Database will be made available for inspections on payment of a fee to the Authority.

The Authority is also responsible for publishing details of residential property sales prices in Ireland, including the address of the property; the price at which it was sold; and the date of sale. These details are to be made available free of charge on the Authority's website.

*Contributed by Conor Treacy.*

*For further information please contact:  
Lisa McCarthy ([lisa.mccarthy@williamfry.ie](mailto:lisa.mccarthy@williamfry.ie)) or  
Ruth Sheridan ([ruth.sheridan@williamfry.ie](mailto:ruth.sheridan@williamfry.ie)) of our  
Property Department.*

### Reliance on Letter Confirming Roadway in Charge

Where access to land is by public right of way, it is standard practice in a conveyancing transaction for the solicitor for the purchaser to request that the seller provide a letter from the relevant local authority confirming the existence of a public right of way. The letter of confirmation is provided to the purchaser on closing and is retained with the title deeds. In the event that the purchaser later decides to

sell the property, he may seek to rely on the letter.

The High Court recently confirmed that a local authority which negligently issues an inaccurate confirmation letter may be liable to any person who suffers loss as a result. In the particular case before the Court, damages of €150,000 were awarded to a landowner for loss suffered in reliance on a letter issued by Tipperary County Council which negligently stated that a particular road had been taken in charge by the Council.

The Council advanced a number of defences, including that the landowner ought to have known that the particular roadway was not taken in charge given its condition compared to the condition of the adjoining "in charge" roadways. This claim was not successful on the facts of the case. However, there may be circumstances where a court might determine that a party who claims reliance on an inaccurate letter from a local authority ought to have known the true facts, calling into question the link between the letter and any loss suffered. On a purchase of property it is important to be vigilant and to notify your solicitor of any concerns based on knowledge on the ground or otherwise.

*Contributed by Tara Rush.*

*For further information please contact:  
Tara Rush ([tara.rush@williamfry.ie](mailto:tara.rush@williamfry.ie)) of our  
Property Department or  
Richard Breen ([richard.breen@williamfry.ie](mailto:richard.breen@williamfry.ie)) of our  
Litigation & Dispute Resolution Department.*

### Personal Insolvency Legislation Delayed

The publication of the draft Personal Insolvency Bill, described by the Government as "groundbreaking", has been delayed by two months. It is understood that the delay is due to obtaining approval and clarifying certain issues from the Troika (the European Commission, the European Central Bank and the International Monetary Fund).

The Government had previously indicated that the draft legislation would be published by the end of April 2012 and would be available to be debated before the Dáil summer recess. However it now seems that the draft legislation will not be available for debate until some time near the end of June. The Government has indicated that the legislation, once published,

will be given priority before the Dáil, with the debates expected to commence before the summer recess and to continue in the Autumn.

View a detailed article on the scheme of the Personal Insolvency Bill [here](#).

*Contributed by Craig Sowman.*

*For further information please contact:  
Craig Sowman ([craig.sowman@williamfry.ie](mailto:craig.sowman@williamfry.ie)) or  
Fergus Doorly ([fergus.doorly@williamfry.ie](mailto:fergus.doorly@williamfry.ie)) of our  
Litigation & Dispute Resolution Department.*

### **Cosmetic Clinics to be Regulated**

The Minister for Health, Dr James Reilly, has informed the Oireachtas Committee on Health and Children that the Department of Health is preparing legislation to regulate cosmetic surgery. This emerged at the Committee's recent questioning of Dr Reilly regarding the management of approximately 1,500 women identified as having received the controversial Poly Implant Prothese ("PIP") silicone breast implants.

On 30 March 2010, there was a recall of PIP implants which were manufactured between 2001 and 2010 using unauthorised industrial grade silicone. The implants were used in private clinics for aesthetic reasons and not in public hospitals. The recall and the management of patients' concerns by the cosmetic clinics involved raised the issue of regulation of cosmetic surgery in Ireland.

In answer to the Committee's questions, Dr Reilly referred to the Licensing of Healthcare Facilities Bill which is currently being worked on by his department and should, according to Dr Reilly, be finalised by the year end. It is due to provide for a mandatory system of licensing for public and private healthcare facilities and is being prepared in line with recommendations made by the Madden Commission in 2008 on Patient Safety and Quality Assurance.

Dr Reilly went on to say that the legislation will improve patient safety by ensuring that healthcare providers do not operate below core standards which are to be applied in a consistent and systematic way. The legislation will provide for these standards, as well as the ability to inspect healthcare facilities and impose sanctions when necessary. Licensing is due to be targeted at those areas not

currently subject to regulation, including cosmetic surgery.

*Contributed by Sinéad Keavey.*

*For further information please contact:  
Margaret Muldowney  
([margaret.muldowney@williamfry.ie](mailto:margaret.muldowney@williamfry.ie)) or Sinéad  
Keavey ([sinead.keavey@williamfry.ie](mailto:sinead.keavey@williamfry.ie)) of our  
Litigation & Dispute Resolution Department.*

### **Temporary Agency Workers Act**

On 16 May 2012, after much debate, the long awaited Protection of Employees (Temporary Agency Work) Act 2012 was enacted. The Act aims to give greater protection to agency workers by providing for equal treatment in terms of (i) basic working and employment conditions; (ii) access to collective facilities and amenities; and (iii) information provided regarding employment vacancies in the hirer's workplace.

Unlike the situation in the UK and many other member states, there is no qualifying period for equal treatment included in the Act and so agency workers must receive equal treatment from day one.

Importantly, the provision of equal treatment in relation to pay only has retrospective effect and is deemed to have been in effect as and from **5 December 2011**. The other working and employment conditions referred to in the Act do not operate retrospectively. This is a step back from the wording of the Bill which had originally proposed that almost all of its provisions would be deemed to come into effect as and from 5 December 2011.

The Act provides that complaints can be brought by agency workers to the Rights Commissioner with a right of appeal to the Labour Court. A maximum of two years' remuneration can be awarded.

*Contributed by Catherine O'Flynn.*

*For further information please contact:  
Boyce Shubotham ([boyce.shubotham@williamfry.ie](mailto:boyce.shubotham@williamfry.ie))  
or Catherine O'Flynn  
([catherine.oflynn@williamfry.ie](mailto:catherine.oflynn@williamfry.ie)) of our Employment  
& Benefits Department.*



**WILLIAM FRY**

**Fitzwilton House  
Wilton Place  
Dublin 2**

**Ireland, DX 23 Dublin**

**TEL. +353 1 639 5000 FAX. +353 1 639 5333 EMAIL. [info@williamfry.ie](mailto:info@williamfry.ie)**

**WEB. [www.williamfry.ie](http://www.williamfry.ie)**

**Also at 100 Park Avenue, Suite 1632, New York, NY 10017.**

**In association with Tughans, Northern Ireland**