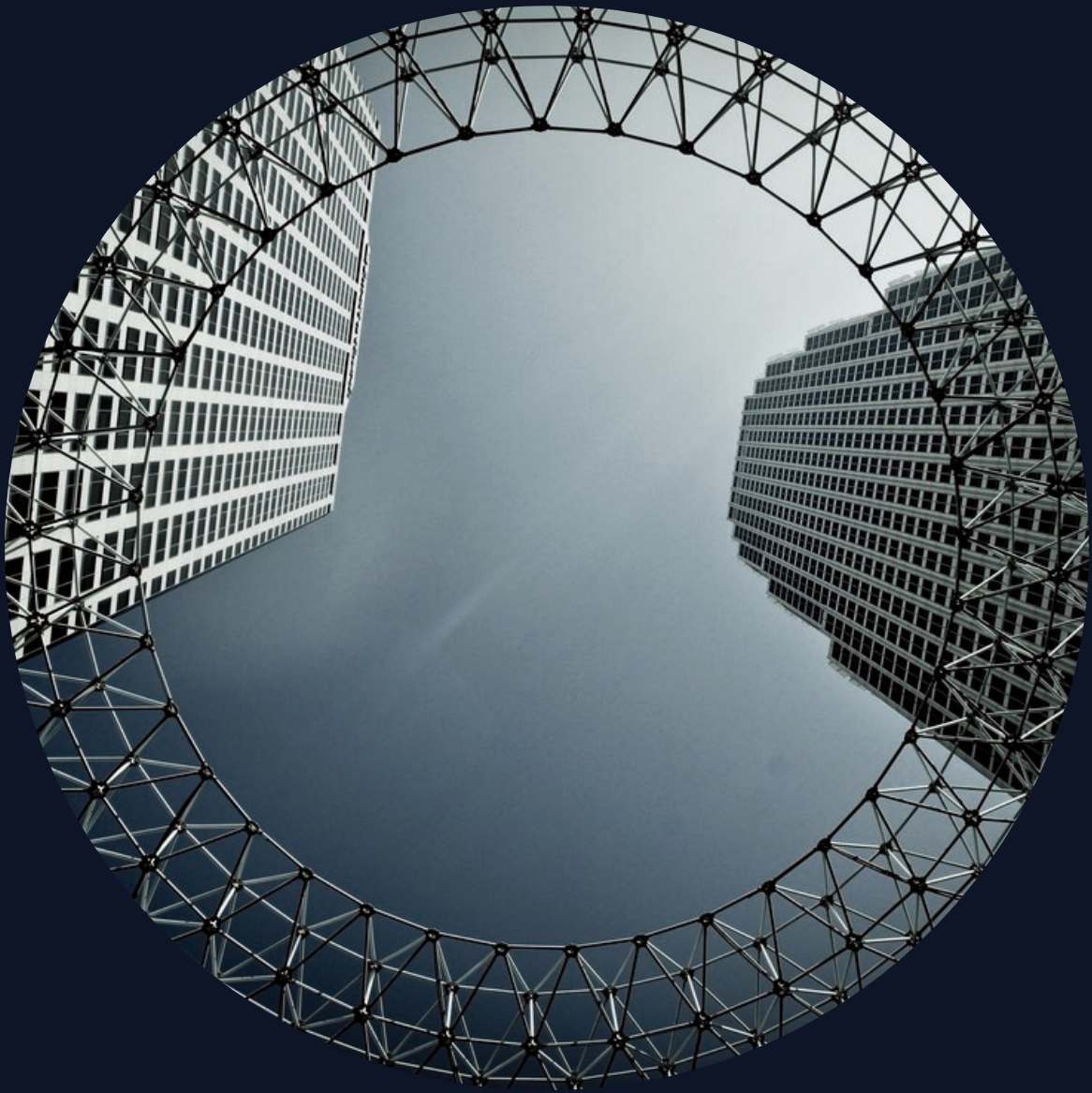


Ogier in Ireland
Investment Funds



Ogier

"Great attitude,
always looking
for solutions and
a clear plan
going forward."

Legal 500 EMEA 2024

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What we do

Cutting through the complexity of funds with precision and clarity.

Ogier is a full service legal and professional services firm with particular expertise in financial services and investment funds.

At Ogier, we understand the intricacies of the funds sector. Our responsive, partner-led legal team in Ireland combines domestic insight with European and global perspectives, providing commercially driven, solutions-based advice across the fund life cycle.

Our deep bench of funds expertise enables us to provide integrated legal, regulatory and compliance solutions to our high profile, international client base. We advise on the full range of fund products. We provide structuring advice and assist with mergers and acquisitions of investment fund groups, service providers and other financial services.

Market-leading experience

Our lawyers have substantial experience working with clients across a wide variety of sectors, including private credit, debt, private equity, ETFs, UCITS, alternatives, infrastructure, real estate, healthcare, energy, technology - and across the full spectrum of fund strategies.

We assist investment managers and promoters in delivering and maintaining their global investment strategies through Irish fund structures.

Our dedicated experts cut through the complexity of funds with precision and clarity, providing personalised services that align with your goals.

We draw on the market-leading expertise of our funds teams across our global network of offices, providing clients with seamless support on the six laws of BVI, Cayman Islands, Guernsey, Ireland, Jersey and Luxembourg. We also have experts in Dubai and Hong Kong, and unmatched insights into Asia through our Beijing, Shanghai, Singapore and Tokyo offices.

Our clients benefit from the expertise of our Tax, Structured Finance, Fund Finance, Regulatory and Listings Agency teams, and we work closely with Ogier Global's corporate and fiduciary professionals to support clients with the administration and servicing of funds and downstream structures. Our team is well placed to deliver integrated solutions.

We develop relationships with our clients to understand their business needs and drive transactions to achieve the desired results.

Our objectives include helping our clients deliver their investment strategies through Irish fund structures cost effectively and efficiently, and assisting throughout the life cycle of a fund. We work with all parties involved, remaining firmly client centric. We understand the need to limit and manage risk for our clients and we work to facilitate those aims. We also support our clients with in house training, seminars and briefings and firmwide we use technology to offer streamlined solutions.

Our services

Concise and commercial, we tailor our approach to align with the individual needs of clients.

We are known in the sector for our responsiveness and transparency, as well as our clear and consistent advice. We manage every detail with precision.

We don't over-complicate matters or put ourselves in the middle of a transaction. Our focus is on ensuring the Irish aspect of your structure remains straightforward, with expert advice delivered in an efficient and cost effective way.

Our client-focused service delivery is marked out by the availability and visibility of our senior team, and our multi-disciplinary approach provides clients with advice covering every fund life cycle event.

Fund structuring and formation

We have in-depth expertise in the structuring and establishment of investment funds of all types, including:

- undertaking for collective investment in transferable securities (**UCITS**)
- alternative investment funds (**AIF**)
- exchange traded funds (**ETFs**)
- money market funds (**MMFs**)
- qualifying investor AIF (**QIAIF**)
- retail investor AIF (**RIAIF**)
- European long-term investment funds (**ELTIF**)
- private credit
- private equity
- hedge funds
- index trackers
- equity / fixed income
- real estate, infrastructure and energy funds
- trade finance funds
- pharmaceutical and music royalty funds
- alternatives
- open-ended funds
- closed-ended funds
- fund of funds and master feeder funds
- sustainable investing and impact funds

We advise clients on the full spectrum of Irish fund structures, including:

- investment companies / variable capital companies
- Irish collective asset-management vehicles (**ICAV**)
- unit trusts
- investment limited partnerships (**ILP**)
- common contractual funds (**CCFs**)

We are positioned to support international clients who are distributing into the EU or require an EU product for global investors. We can assist in replicating Cayman structures and helping to build out hybrid and multi-jurisdictional funds offerings.

Why Ireland for investment funds?

A leading global fund domicile for over three decades.

In 2024, Irish-domiciled funds surpassed €5 trillion in net assets, with net sales of €403 billion.

For more than 30 years, Ireland has been a global hub for fund and asset management, used by investment managers globally to scale and distribute their investment products across Europe and beyond. Recognised as a strategic jurisdiction by the world's leading players, Ireland offers a robust platform for fund structuring and cross-border growth.

At Ogier we are at the forefront of the industry and offer a full suite of locally domiciled solutions and services as a gateway for your funds to Europe and beyond.

Home to over 20,000 industry professionals, Ireland is renowned for its deep expertise across all facets of fund servicing, including administration, transfer agency, depositary, legal, tax, audit, listing, compliance and advisory support.

Ireland: a leading global funds hub

Ireland is the third largest global investment fund centre and the second largest in Europe. Ireland is widely expected to be the largest fund domicile in Europe by 2030, if not before.

- Irish-domiciled funds reached €5 trillion in assets under management (**AUM**) in 2024, alongside €403 billion in net sales

- Ireland is the fastest growing major European fund domicile with 22% increase in Irish domiciled fund AUM in 2024 (with 58% of that increase attributable to UCITS and 42% of that increase attributable to AIFs)
- ranked third in the euro area and fourth globally for competitiveness, Ireland combines economic strength with investor appeal
- the country boasts Europe's highest proportion of adults with a third-level qualification (55%), and ranks third globally
- Ireland offers an open, internationally recognised and tax-efficient environment, with the OECD's lowest headline corporate tax rate and tax treaties in place with 75 countries
- A leader in the European ETF space, Ireland accounts for roughly 73% of all European ETF assets
- as a committed EU member, Ireland ensures full access to the European single market, and uniquely, it is the only English-speaking common law jurisdiction in the Eurozone
- with a gateway to 500 million consumers, Ireland offers a strategic base for pan-European operations
- over 430 financial services firms operate in Ireland, including 17 of the world's top 20 institutions, across sectors such as asset management, fund administration and aviation finance.

Innovation and expertise

Ireland offers a comprehensive range of fund solutions, from traditional long-only strategies to sophisticated alternatives. It was the first jurisdiction to introduce a tailored regulatory regime for alternative investment funds and remains a leader in this space. The industry is recognised for its ongoing innovation and ability to meet the complex needs of global asset managers. Ireland's growing fintech ecosystem enhances operational efficiency and regulatory responsiveness, leveraging the country's status as a fund domicile and a global technology hub.

Trusted regulatory environment

Ireland's regulatory framework is built on transparency, investor protection and robust supervision. The Central Bank of Ireland is known for its prudent regulatory approach, including clear rules on risk management and disclosure. Independent oversight of fund administration and depositary functions ensures integrity.

At Ogier in Ireland we play an active role in shaping Irish and EU-wide funds regulation through our leadership roles with key industry bodies including Irish Funds, EFAMA and ISDA.

Efficient and transparent tax regime

Ireland combines openness and predictability with international compliance. It has one of the lowest corporate tax rates in the OECD and maintains tax treaties with 75 countries. Irish regulated funds benefit from tax exemptions on income and gains, with no taxes on NAV, issuance, transfer, or redemption of units for non-resident investors, except in limited cases involving Irish real estate. VAT exemptions apply to core fund services, with potential offsets for other services depending on VAT recovery.

Skilled talent pool

Ireland's funds industry is supported by a deep bench of over 20,000 professionals across 195 firms, bringing expertise in asset management, administration, technology, compliance, legal, audit and consultancy. The highly educated workforce is instrumental in delivering tailored solutions and driving product innovation across the full spectrum of investment strategies.

Comprehensive capabilities and global reach

Ireland's agility supports fast market entry across traditional, alternative, passive, active, and illiquid asset classes. Irish fund structures serve a diverse client base spanning 90 countries and benefit from one of the world's most extensive tax treaty networks.

Ireland is at the forefront of product innovation, for example, the Irish Investment Limited Partnership (ILP) is a common law, regulated partnership structure specifically designed for investment funds. Its unique appeal lies in being an AIFMD-compliant, EU domiciled common law partnership.

Ireland has established a successful European Long Term Investment Fund (ELTIF) regime, facilitating the raising and channelling of capital towards long term investments for the benefit of businesses, investors and the wider economy.

Recognised international centre

Irish funds are distributed in over 90 countries worldwide, with over 1,000 global fund promoters choosing Ireland for fund domiciliation or servicing.

Euronext Dublin leads globally in investment fund listings. As a fully integrated member of the EU, Eurozone, OECD, FATF and IOSCO, openness, transparency and regulation are the pillars of the industry.

Ireland leads the global industry in compliance with internationally agreed tax standards, further evidenced by volunteering for a peer review by the G20 and OECD countries. Ireland cooperates with all EU states on the basis of the European directives and the Central Bank of Ireland has signed Memoranda of Understanding with more than 40 countries including China, Dubai, France, Hong Kong, Isle of Man, Germany, Japan, Jersey, Malaysia, South Africa, Switzerland, Taiwan, the United Kingdom and the USA.

Alternative Investment Funds (AIFs)

Irish AIFs provide access to a broad spectrum of investment strategies within a well-established regulatory and tax environment. The Irish funds ecosystem offers the structuring knowledge, operational expertise and market reach required to support successful fund launches and ongoing management.

Why choose an Irish AIF?

- over 30 years of experience as a leading funds centre
- proven capability in supporting diverse strategies and pioneering new fund structures, services, and technologies
- seamless distribution through the EU passport and strong global recognition of Irish fund vehicles
- a transparent, practical and efficient regulatory framework backed by clear timelines and proactive government support for the sector

UCITS in Ireland

Ireland is a leading centre for UCITS, offering a globally recognised platform supported by a robust regulatory, tax and servicing framework.

For over three decades, managers have used Ireland both to establish UCITS management companies and to launch UCITS funds for international distribution.

Our fund support services

Fund administration

We act as an independent third-party administrator, offering innovative, bespoke and cost-effective services to our fund clients. Our team services all fund types, across a variety of asset classes including private equity, real estate, hedge, fund of funds, real assets, venture capital, fund of hedge and hybrid.

Corporate support services

We provide comprehensive corporate support services including company secretarial, registered office address, corporate returns, statutory book maintenance, record keeping and transaction documentation execution services.

Our corporate support services team also prepare management accounts, statutory financial statements, VAT calculations and filings and regulatory returns.

Fund finance

Our investment funds lawyers work closely with our fund finance specialists in Ireland, and globally, offering expertise on the full range of fund finance transactions, including subscription and capital call facilities, NAV and hybrid cell facilities, GP and management lines of credit, and fund of fund facilities.

Tax

Our Tax team work alongside our funds experts to support financial institutions, funds and asset managers. We advise clients across sectors on a full range of tax advisory and compliance services. Our tax services include transaction

tax structuring and due diligence and outsourced tax compliance across business tax, income tax, indirect and transfer taxes.

Our experienced team regularly acts for banks, financial institutions, funds and sponsors. The diverse nature of our practice provides us with a valuable insight and understanding of the funds market and the legal and commercial issues relevant to borrowers and lenders alike. Our fund finance experts in Ireland work closely with our experts in Cayman and Luxembourg, advising on structures that include Cayman Islands, Luxembourg and Irish vehicles.

Structured finance

Our structured finance specialists in Ireland frequently work alongside our investment funds team, providing clients with tax efficient SPVs (s.110s) established by promoters either as downstream or upstream structures.

Main benefits of establishing SPVs in Ireland:

- leading EU jurisdiction for SPV establishment
- OECD/EU jurisdiction with broad double tax treaty network
- common law legal system, similar to the UK and US
- favourable tax regime resulting in no tax leakage
- cost effective services including:
 - no requirement for minimum retained profit
 - competitive legal, tax, corporate administration and audit fees



Offshore Firm of the Year
Chambers Europe Awards
2025



Best Law Firm – Fund
Domicile
The Private Equity Wire
European Awards 2024



Great Place to Work 2024



"The Ogier team has an incredible range of knowledge, skills and abilities."

Chambers Global 2024



"I believe the team's willingness to be proactive and find solutions is a very admirable quality. I think each department is closely connected which means the client can get a holistic approach which is not always the case with other firms."

Legal 500 EMEA 2024



"Ogier are always responsive and dedicate suitable personnel to the matter. The team remain level-headed when dealing with complex matters."

Chambers Europe 2024

Regulatory

Ogier's legal Regulatory services team partners with clients and colleagues to provide solutions to complex regulatory issues and obligations. We help clients build compliance programmes, manage issues as they arise and investigate or litigate any unresolved breaches. The team assists with licensing requirements, change of control, anti-money laundering/counter-terrorist financing/financial sanctions advice in addition to regulatory training and provision of Money Laundering Reporting Officers.

Debt Capital Markets

Our multi-jurisdictional teams work seamlessly with our legal colleagues on all forms of debt capital market transactions.

We work with investors, corporates and financial institutions to manage the complexity of modern debt capital markets while addressing the clients' unique needs.

Listings

Ogier in Ireland is an authorised listing agent for Euronext Dublin with expertise listing on both the Global Exchange Market and the Regulated Market.

For Regulated Market listings, which require compliance with the Prospectus Regulation, our team are well placed to manage the approval process with the Central Bank of Ireland. In addition, the team can assist with listings on the Vienna Stock Exchange.

Funds disputes

When funds disputes arise, they are often complex and high value. You need advisers who understand the often highly technical and nuanced legislation in their jurisdictions inside out.

We have advised clients through every conceivable market condition and, working with our Dispute Resolution specialists, we have advised on disputes relating to failures by funds to operate their redemption mechanisms in accordance with agreed terms, as well as breach of contract claims, valuations disputes, minority shareholder issues and matters relating to insolvency.

Private equity and venture capital

Ogier understands the legal and administrative issues that arise across the full private equity and venture capital life cycle.

We provide a full service offering to sponsors, their advisers and intermediary law firms, advising on private equity and venture capital fund formation, capital raising, subsequent closings, financings, downstream transactions and wind down.

Whether we are advising the world's largest private equity firms or start-up sponsors launching their first fund structure, we pride ourselves on delivering technical expertise and commercial solutions.

Key contacts



Oisín McClenaghan

Partner

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Oisín McClenaghan is a partner and leads Ogier's Investment Funds team in Dublin. He advises leading financial institutions, asset managers and investment banks on structuring, establishing and marketing Irish investment vehicles, including UCITS and AIFs. With over 18 years' experience in financial services law, Oisín is an expert in the legal and regulatory aspects of launching and operating investment funds in Ireland. He is a member and former chair of the Irish Funds Legal and Regulatory Working Group and is a regular contributor to industry publications and events.



Jennifer Dobbyn

Partner

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Jennifer is a partner in Ogier's Investment Funds team in Dublin. She advises asset managers and financial institutions on the establishment and ongoing operation of UCITS and AIFs across a broad range of asset classes and structures (including ICAVs and ILPs). She also advises on the establishment, ongoing operation and regulation of AIFMs and UCITS management companies. Jennifer has particular expertise in the area of fund finance. She is a member of the Irish Funds Legal and Regulatory Working Group and a member of the Irish Chapter of 100 Women in Finance. Before joining Ogier, Jennifer worked in another leading international law firm in Dublin for more than 11 years.



Laura Holtham

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Laura advises financial institutions, non-bank lenders, investors and borrowers on a wide range of local and international transactions. She has particular expertise in fund finance, secured lending, structured finance including trade receivables and invoice discounting transactions, capital markets and derivatives. She is a member of the the Irish Chapter of 100 Women in Finance.



Richard Kelly

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Richard advises international and domestic clients on all aspects of structured finance, CLO, ABS and other structured products. Richard also advises on debt capital markets, derivatives, repo, securities lending, prime brokerage and crypto trading transactions.



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Eoin advises issuers, arrangers and managers on a broad range of securitisation structures across a number of asset classes including commercial mortgages, residential mortgages, auto loans, CLOs and non-performing loans. In addition to a focus on advising securitisation issuers, Eoin has worked on a variety of real estate financing structures including loan-on-loan transactions, repos and development finance facilities.



John Perry

Tax Partner
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John is a tax partner at Ogier in Ireland, leading the firm's tax practice with specialisms in investment management, structured finance and aviation. A Fellow Chartered Accountant and Chartered Tax Adviser, John holds an MSc in Aviation Finance from University College Dublin and has experience as a tax partner at a Big 4 firm in Ireland. He is an assistant professor at Dublin City University, a member of the Adjunct Faculty at UCD and regularly contributes to publications and industry bodies, including Irish Funds and ISTAT.



Jeff Pamplin

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Jeff is head of Fund Administration in Ireland for Ogier Global. With extensive experience in the funds industry at C-suite and Board level for established blue chip funds firms, Jeff is a driven leader and motivator, skilled at talent management and team development. He recently served as Global Head of Operations for a leading group, part of the Executive Committee, responsible for strategic development, business operations and liaising with private equity owners. This leadership role included managing fund administration, corporate services and financial services, with a focus on both current and future service delivery solutions.



Margot Carty

Listing Director
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Margot has over 20 years' experience providing listing agent services for debt instruments (such as CLOs, ABS, securitisations, corporate bonds, EMTN, Covered Bonds, ETP and ETC programmes) and investment funds, including ETFs. She handles listing applications across exchanges in Ireland, Luxembourg, Vienna, London, the Channel Islands and the Cayman Islands. Margot advises issuers, arrangers and legal advisers on all aspects of stock exchange listings, from venue selection and application to ongoing compliance requirements.



Dave Nolan

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Dave specialises in regulatory risk management, regulatory investigations, regulatory enforcement and crisis management. With deep expertise in Irish and European regulatory law, he advises clients on licencing, compliance frameworks, enforcement and regulatory requirements across sectors including asset managers, investment firms and crypto service providers. Dave's combined experience in practice and industry allows him to offer clear, practical advice on complex regulatory transactions and cross-border matters.

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Ogier is a professional services firm. We have three divisions:

Legal: practical advice on BVI, Cayman, Guernsey, Irish, Jersey and Luxembourg law.

Corporate and Fiduciary: corporate administration services with a strong reputation in governance and regulatory compliance.

Consulting: independent guidance on sustainable investing, regulatory compliance and tech.

Our network of locations also includes Beijing, Dubai, Hong Kong, London, Shanghai, Singapore and Tokyo. Regulatory information can be found at ogier.com.

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