

Registration Authority

Checklist – Limited Liability Partnership

INCORPORATION OF LIMITED LIABILITY PARTNERSHIP – STANDARD REQUIREMENTS

	Standard Requirements	Useful Links
<input type="checkbox"/>	<p>In-principle approval from ADGM Financial Services Regulatory Authority (Mandatory requirement prior to submission of the online application form <i>if business activity is financial</i>).</p> <p>OR</p>	FSRA Application Process
<input type="checkbox"/>	<p>Business Plan for non-financial legal entity included in the application form Complete <u>Business Plan</u></p> <p>Suggested information to be included in the business plan</p> <p>The business plan is fundamental to the application process, and will be used by the ADGM Registration Authority (ADGM RA) to form decisions about the applicant, and applicant's readiness, willingness, and ability to meet conditions of license (if applicable) to conduct business activities from and within Abu Dhabi Global Market (ADGM).</p> <p>Please provide the following details in this document:</p> <ul style="list-style-type: none"> • Provide overview of the applicant, including its or its group's history, and experience in conducting proposed business activities in the UAE or other jurisdictions, as applicable; • Business activities to be conducted: please select relevant business activities and provide description of how this is intended to be delivered. In particular, you may consider providing a process flow diagram demonstrating all touch-points and stakeholders, including flow of services, and interactions with clients and other counterparties. • Target markets, clientele: please provide overview of the immediate target markets, future target 	

	<p>markets, client types, approximate number of clients in year 1, 2, and 3.</p> <p>Ownership structure</p> <p>Provide an ownership structure chart identifying all controllers, direct or indirect and ownership percentage. The chart must identify ultimate beneficial owners.</p> <p>Organization structure and corporate governance</p> <p>Please provide a full organization chart of the applicant's proposed key appointments.</p> <p>Human resources and physical presence in ADGM</p> <p>Describe the applicant's proposed staffing in ADGM and headcount, along with the office size. Please indicate if the applicant intends to rent service office in the business center or not.</p> <p>Financial projections</p> <p>The financial resources of the applicant are an important component of the assessment of the business plan. Please set out the initial capital injection and the estimated annual expenses.</p> <p>Set out assumptions underpinning the financial projection. Projections should be adequate and align with expected business set up, expected client numbers and fees, projected operational costs should be realistic and supported by numbers for such items as headcount, rent, utilities, professional advisors.</p>	
<input type="checkbox"/>	<p>Enter the partnership name.</p> <p>- Refer: Business and Company Name Rules</p>	<p>www.registration.adgm.com</p> <p>Business and Company Name Rules</p>
<input type="checkbox"/>	<p>Choose business activities.</p> <p>List of permitted activities available on the ADGM website</p>	
<input type="checkbox"/>	<p>Choose a tradename (this is not mandatory and mainly applicable for retail applications).</p> <p>- Not mandatory</p>	<p>www.registration.adgm.com</p> <p>Business and Company Name Rules</p>

	<ul style="list-style-type: none"> - This is different from the partnership legal name (i.e. does not need to include the suffix) - Name used to trade, appear on the signage - Search if the trade name is still available - Refer: Business and Company Name Rules - Authorisation from the trade name owner/holder of IP right of well-known brand will be required in the form of franchise agreement, authorization letter, NOC, IP registration, etc. 	
<input type="checkbox"/>	Partnership Agreement <ul style="list-style-type: none"> • Partnership agreement to be executed by all members, or, alternatively, extract from the partnership agreement 	
<input type="checkbox"/>	Resolution <ul style="list-style-type: none"> - Resolution of incorporating members confirming the intention to register a limited liability partnership in the ADGM. NOTE: This is often replaced by the partnership agreement. 	Resolution Templates
<input type="checkbox"/>	Registered Office Address <ul style="list-style-type: none"> - Mandatory and must be located in Abu Dhabi Global Market (ADGM) - Contact landlords - Lease Agreement must be countersigned 	
<input type="checkbox"/>	Authorised Signatories <ul style="list-style-type: none"> - Must be individual - At least one individual - At least one of the appointed signatories must be a UAE national, GCC national or hold a valid UAE residence visa. (Individuals who never entered the UAE cannot be appointed as authorised signatories because security clearance from the immigration authorities cannot be processed). <p>Individual</p> <ul style="list-style-type: none"> - Personal Details - Service Address - Passport copies of all current and past nationalities - Emirates ID (applicable to UAE nationals) 	Resolution Templates

	<ul style="list-style-type: none"> - Evidence of Appointment (this is the resolution from the parent company confirming the intention to register a branch in the ADGM) 	
<input type="checkbox"/>	Members: <ul style="list-style-type: none"> - Individual or body corporate - Designated and Non-designated members 	<u>Limited Liability Partnerships Regulations</u>
<input type="checkbox"/>	Ultimate Beneficial Owners (of the members that are body corporate) - Applicable if an individual or body corporate owns in excess of 25% (directly or indirectly) in ADGM legal entity <ul style="list-style-type: none"> - Must be an individual - Document of Beneficial Ownership Distribution (this can be the ownership chart or shareholders'/members' register, other documents) <p>Individual</p> <ul style="list-style-type: none"> - Personal Details - Service Address - Passport copies of all current and past nationalities <p>Body Corporate</p> <ul style="list-style-type: none"> - Entity Details - Registered Office Address - Register of members recently (certified as a true copy by one of the incumbent directors or company secretary, or registered agent, not more than three months ago, foreign language documents must be accompanied by certified legal translation to the English language) - Register of members recently certified as a true copy by one of the incumbent directors or company secretary, or registered agent, not more than three months ago, foreign language documents must be accompanied by certified legal translation to the English language) 	<u>ADGM Requirement</u> <u>How to determine the beneficial owner?</u>
<input type="checkbox"/>	Data Protection and Data Protection Contact Person <ul style="list-style-type: none"> - Must provide details of the contact person - Complete all applicable questions - Refer: Data Protection Guidance Note <p>DP Contact Person</p> <ul style="list-style-type: none"> - Personal Details 	<u>Guidance - Data Protection</u>

	- Service Address and contact details	
<input type="checkbox"/>	Source of wealth Declaration Form <ul style="list-style-type: none"> - With relevant supporting documents may be requested by the ADGM RA depending on the risk rating attributed to the application form 	<u>Sources of Wealth Declaration Form</u>
<input type="checkbox"/>	Anti-Money Laundering Manual and Money Laundering Reporting Officer (MLRO) <ul style="list-style-type: none"> - Applicable only if the company will conduct any of the following activities: <ul style="list-style-type: none"> • Real estate developer or agency transacting in the buying/selling of real property • Dealer in precious metals or precious stones • Dealer in any saleable item of a price greater than or equal to US\$15,000 • Law Firm • Notary Firm • Other Independent Legal business • Accounting Firm • Audit or insolvency Firm • Company Service Provider - Must appoint one MLRO - MLRO must hold a valid UAE residence visa <p>MLRO</p> <ul style="list-style-type: none"> - Personal Details - Role, Experience and Qualifications details (must be related to AML function) - Service Address and contact details - Passport copy - UAE residence visa copy - CV - Proof of Qualifications/Certifications <p>AML Manual</p> <ul style="list-style-type: none"> - Refer ADGM AML and Sanction Rules and Guidance <p>Refer Guidance – AML Manual</p>	<u>Anti-Money Laundering and Sanctions Rules and Guidance</u> <u>Guidance - AML Manual</u>

REGISTRATION OF LIMITED LIABILITY PARTNERSHIP - INITIAL REGISTRATION FEES AND ANNUAL RENEWAL FEES

For the updated fees, please refer to the schedule of fees published on ADGM website,
accessible here: [Schedule of Fees](#)