

Registration Authority

Checklist – Company Set-up

REGISTRATION OF BRANCH OF A FOREIGN COMPANY – STANDARD REQUIREMENTS (FINANCIAL and NON-FINANCIAL FIRMS)

Requirements	
<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> <p>Business Plan</p> <p>Mandatory requirement as an integral part of the online application form <i>if business activity is non-financial</i></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,
	<p>FSRA Application Process</p> <p>www.registration.adgm.com</p>

	<p>future target 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 company name.</p> <ul style="list-style-type: none"> - This must be exactly the same as the parent company - Refer: Business and Company Name Rules - Similar name approval document: Upload the commercial license of the parent company 	<p>www.registration.adgm.com</p> <p><u>Business and Company Name Rules</u></p>
<input type="checkbox"/>	<p>Choose a tradename (this is not mandatory and mainly applicable for retail applications).</p> <ul style="list-style-type: none"> - Not mandatory - This is different from the company name (i.e. does not need to include the suffix) - Name used to trade, appear on the signage 	<p>www.registration.adgm.com</p> <p><u>Business and Company Name Rules</u></p>

	<ul style="list-style-type: none"> - 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 etc. 	
<input type="checkbox"/>	Parent Company articles of association <ul style="list-style-type: none"> - certified as a true copy, not more than three months ago, foreign language documents must be accompanied by certified legal translation to the English language) 	
<input type="checkbox"/>	Latest audited financial accounts <ul style="list-style-type: none"> - Latest audited financial accounts of the parent company 	
<input type="checkbox"/>	Resolution <ul style="list-style-type: none"> - Resolution from the parent company confirming the intention to register a branch in the ADGM 	Resolution Templates
<input type="checkbox"/>	Registered Office Address <ul style="list-style-type: none"> - Mandatory and must be located in ADGM - Contact landlord - Signed Lease Agreement with the Landlord (for retail applicants, signed agreement for a retail store or shopping mall management) 	
<input type="checkbox"/>	Register Lease Agreement <ul style="list-style-type: none"> - Signed Lease Agreement with the Landlord 	
<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). Individual	Resolution Templates

	<ul style="list-style-type: none"> - Personal Details - Service Address - Passport copies of all current and past nationalities - Emirates ID (applicable to UAE nationals) - Evidence of Appointment (this is the resolution from the parent company confirming the intention to register a branch in the ADGM) 	
<input type="checkbox"/>	<p>Directors – this refers to the directors of the parent company – all directors of the parent company must be entered</p> <p>Individual</p> <ul style="list-style-type: none"> - Personal Details - Service Address - Residential Address - Passport copies of all current and past nationalities - Proof of Residential Address (not more than 3 months old, in the English language) - Evidence of Appointment (this is the register of directors, registry extract, Articles of Association or equivalent document of the parent company, certified as a true copy not more than 3 months ago) <p>Body Corporate</p> <ul style="list-style-type: none"> - Entity Details - Registered Office Address - Certificate of Incorporation/Registration (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) - Register of directors 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) - Evidence of Appointment (this is the register of directors, registry extract, Articles of 	

	Association or equivalent document of the parent company, certified as a true copy not more than 3 months ago)	
<input type="checkbox"/>	<p>Secretary– this refers to the secretaries of the parent company – all secretaries of the parent company must be entered</p> <p>Individual</p> <ul style="list-style-type: none"> - Personal Details - Service Address - Passport copies of all current and past nationalities - Proof of Residential Address (not more than 3 months old, in the English language) - Evidence of Appointment (this is the register of secretaries, registry extract, Articles of Association or equivalent document of the parent company, certified as a true copy not more than 3 months ago) <p>Body Corporate</p> <ul style="list-style-type: none"> - Entity Details - Registered Office Address - Certificate of Incorporation/Registration (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) - Register of directors 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) - Evidence of Appointment (this is the register of secretaries, registry extract, Articles of Association or equivalent document of the parent company, certified as a true copy not more than 3 months ago) 	
<input type="checkbox"/>	Shares Particulars	

	<ul style="list-style-type: none"> - Please enter the details of the parent company's share capital – foreign currency amounts must be converted and entered in USD 	
<input type="checkbox"/>	<p>Shareholders – full details of the parent company shareholders must be attached as supporting documents</p> <p>Individual</p> <ul style="list-style-type: none"> - Personal Details - Service Address - Passport copies of all current and past nationalities - Proof of Residential Address <p>Body Corporate</p> <ul style="list-style-type: none"> - Entity Details - Registered Office Address - Certificate of Incorporation/Registration (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) - Register of directors 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) 	
<input type="checkbox"/>	<p>Ultimate Beneficial Owners (of the parent Company) - Applicable if an individual or body corporate owns 25% or more of the parent company</p> <ul style="list-style-type: none"> - Can be individual or Body Corporate - Document of Beneficial Ownership Distribution (this can be the company or shareholder's group chart or shareholder's register of shareholders) <p>Individual</p> <ul style="list-style-type: none"> - Personal Details 	<p><u>Guidance – Beneficial Ownership and Control</u></p>

	<ul style="list-style-type: none"> - 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 - Certificate of Incorporation/Registration (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) - Register of directors 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) 	
<input type="checkbox"/>	<p>Anti-Money Laundering Manual and Money Laundering Reporting Officer (MLRO)</p> <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>	<p><u>Anti-Money Laundering and Sanctions Rules and Guidance</u></p> <p><u>Guidance - AML Manual</u></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 - Refer Guidance – AML Manual 	
<input type="checkbox"/>	<p>Data Protection and Data Protection Contact Person</p> <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 - Service Address and contact details 	<u>Guidance - Data Protection</u>
<input type="checkbox"/>	<p>Source of wealth Declaration Form</p> <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>

REGISTRATION OF A COMPANY – INITIAL REGISTRATION FEES AND ANNUAL RENEWAL FEES – NON-FINANCIAL BRANCH

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