

Registration Authority
Checklist - Company Set-up

REGISTRATION AUTHORITY سلطة التسجيل



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

Requirements	
In-principle approval from ADGM Financial Services Regulatory Authority (Mandatory requirement prior to submission of the online application form if business activity is financial) OR	FSRA Application Process
Business Plan Mandatory requirement as an integral part of the online application form if business activity is non-financial	www.registration.adgm.com
Suggested information to be included in the business plan 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).	
 Please provide the following details in this document: 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. 	

Confidential



future target markets, client types, approximate number of clients in year 1, 2, and 3.	
Ownership structure	
Provide an ownership structure chart identifying all controllers, direct or indirect and ownership percentage. The chart must identify ultimate beneficial owners.	
Organization structure and corporate governance	
Please provide a full organization chart of the applicant's proposed key appointments.	
Human resources and physical presence in ADGM	
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 int eh business center or not.	
Financial projections	
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.	
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.	
Enter the company name.	www.registration.adgm.com
 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 	Business and Company Name Rules
Choose a tradename (this is not mandatory and mainly applicable for retail applications). - Not mandatory	www.registration.adgm.com Business and Company Name Rules
 This is different from the company 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 etc. 	
Parent Company articles of association	
 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) 	
Latest audited financial accounts	
- Latest audited financial accounts of the parent company	
Resolution	Resolution Templates
- Resolution from the parent company confirming the intention to register a branch in the ADGM	
Registered Office Address	
 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) 	
Register Lease Agreement	
- Signed Lease Agreement with the Landlord	
Authorised Signatories	Resolution Templates
 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). 	



	 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) 	
	Directors – this refers to the directors of the parent company – all directors of the parent company must be entered	
	 Individual 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) 	
	 Body Corporate 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)	
Secretary – this refers to the secretaries of the parent company – all secretaries of the parent company must be entered	
 Individual 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) 	
 Body Corporate 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) 	
Shares Particulars	



		1
	 Please enter the details of the parent company's share capital – foreign currency amounts must be converted and entered in USD 	
	Shareholders – full details of the parent company shareholders must be attached as supporting documents	
	Individual - Personal Details - Service Address - Passport copies of all current and past nationalities - Proof of Residential Address Body Corporate - Entity Details - Pagistared Office Address	
	 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) 	
	Ultimate Beneficial Owners (of the parent Company) - Applicable if an individual or body corporate owns 25% or more of the parent company - 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)	Guidance – Beneficial Ownership and Control
	Individual - Personal Details	



 Service Address Passport copies of all current and past nationalities 	
 Body Corporate 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) 	
Anti-Money Laundering Manual and Money Laundering Reporting Officer (MLRO) - Applicable only if the company will conduct any of the following activities:	Anti-Money Laundering and Sanctions Rules and Guidance
Laundering Reporting Officer (MLRO)Applicable only if the company will conduct	Sanctions Rules and
 Laundering Reporting Officer (MLRO) Applicable only if the company will conduct any of the following activities: 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 	Sanctions Rules and Guidance



- 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 	
AML Manual	
- Refer ADGM AML and Sanction Rules and	
Guidance	
- Refer Guidance – AML Manual	
Refer darantee Tivib Panadi	
Data Protection and Data Protection Contact	Guidance - Data Protection
Person	duidance - Data i Totection
1 013011	
 Must provide details of the contact person 	
- Must provide details of the contact person	
Must provide details of the contact personComplete all applicable questions	
Must provide details of the contact personComplete all applicable questions	
 Must provide details of the contact person Complete all applicable questions Refer: Data Protection Guidance Note 	
 Must provide details of the contact person Complete all applicable questions Refer: Data Protection Guidance Note DP Contact Person	
 Must provide details of the contact person Complete all applicable questions Refer: Data Protection Guidance Note DP Contact Person Personal Details 	Sources of Wealth
 Must provide details of the contact person Complete all applicable questions Refer: Data Protection Guidance Note DP Contact Person Personal Details Service Address and contact details Source of wealth Declaration Form	Sources of Wealth
 Must provide details of the contact person Complete all applicable questions Refer: Data Protection Guidance Note DP Contact Person Personal Details Service Address and contact details 	Sources of Wealth Declaration Form

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: $\underline{\text{Schedule of Fees}}$