



## **Registration Authority**

### Checklist – Company Set-up

## REGISTRATION OF COMPANY – STANDARD REQUIREMENTS

### BRANCH – RETAIL

	Standard Requirements	Useful Links
<input type="checkbox"/>	Lease Agreement with Gulf Related	<a href="#">List of Retail Business Activities</a>
<input type="checkbox"/>	Business Activities in line with the store concept submitted to Gulf Related	<a href="#">List of Retail Business Activities</a>
<input type="checkbox"/>	Enter the company name. <ul style="list-style-type: none"> <li>- This must be exactly the same as the parent company</li> <li>- Refer: Business and Company Name Rules</li> <li>- Similar name approval document: Upload the commercial license of the parent company</li> </ul>	<a href="http://www.registration.adgm.com">www.registration.adgm.com</a> <a href="#">Business and Company Name Rules</a>
<input type="checkbox"/>	Choose a tradename (this is not mandatory and mainly applicable for retail applications). <ul style="list-style-type: none"> <li>- Not mandatory</li> <li>- This is different from the company name (i.e. does not need to include the suffix)</li> <li>- Name used to trade, appear on the signage</li> <li>- Search if the trade name is still available</li> <li>- Refer: Business and Company Name Rules</li> <li>- 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.</li> </ul>	<a href="http://www.registration.adgm.com">www.registration.adgm.com</a> <a href="#">Business and Company Name Rules</a>
<input type="checkbox"/>	Parent Company articles of association <ul style="list-style-type: none"> <li>- 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)</li> </ul>	
<input type="checkbox"/>	Latest audited financial accounts <ul style="list-style-type: none"> <li>- Latest audited financial accounts of the parent company</li> </ul>	
<input type="checkbox"/>	Resolution <ul style="list-style-type: none"> <li>- Resolution from the parent company confirming the intention to register a branch in the ADGM</li> </ul>	<a href="#">Resolution Templates</a>

<input type="checkbox"/>	<b>Registered Office Address</b> <ul style="list-style-type: none"> <li>- Mandatory and must be located in Al Maryah Island</li> <li>- Contact landlord (Mubadala, Regus, Bloom, WeWork)</li> <li>- Signed Lease Agreement with the Landlord (for retail applicants, signed agreement for a retail store)</li> <li>- Lease agreement must be valid for 1 year from commercial license issuance date</li> </ul>	<u>Contact Details - Registered Office Address</u>
<input type="checkbox"/>	<b>Register Lease Agreement</b> <ul style="list-style-type: none"> <li>- Signed Lease Agreement with the Landlord (see above)</li> <li>- Refer: Guidance on Lease Registration</li> </ul>	<u>Guidance – Registration of Lease and Sublease</u>
<input type="checkbox"/>	<b>Authorised Signatories</b> <ul style="list-style-type: none"> <li>- Must be individual</li> <li>- At least one individual</li> <li>- 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).</li> </ul> <p><b>Individual</b></p> <ul style="list-style-type: none"> <li>- Personal Details</li> <li>- Service Address</li> <li>- Passport copies of all current and past nationalities</li> <li>- Emirates ID (applicable to UAE nationals)</li> <li>- Evidence of Appointment (this is the resolution from the parent company confirming the intention to register a branch in the ADGM)</li> </ul> <p><b>Nominee Arrangement Confirmation Form</b></p> <ul style="list-style-type: none"> <li>- Confirm if any of the signatories holds the role on behalf of someone else by filling up this form (if not applicable, choose no but the form must still be submitted)</li> <li>- Form is available on the ADGM website</li> <li>- Upload completed and signed form to the Supporting Documents section of the online application form</li> </ul>	<u>Resolution Templates</u>  <u>Nominee Arrangement Confirmation Form – Role – Company</u>
<input type="checkbox"/>	<b>Directors – this refers to the directors of the parent company – all directors of the parent company must be entered</b> <p><b>Individual</b></p> <ul style="list-style-type: none"> <li>- Personal Details</li> <li>- Service Address</li> <li>- Residential Address</li> <li>- Passport copies of all current and past nationalities</li> </ul>	

	<ul style="list-style-type: none"> <li>- Proof of Residential Address (not more than 3 months old, in the English language)</li> <li>- 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)</li> </ul> <p><b>Body Corporate</b></p> <ul style="list-style-type: none"> <li>- Entity Details</li> <li>- Registered Office Address</li> <li>- Certificate of Incorporation/Registration (recently 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)</li> <li>- Register of members recently (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)</li> <li>- Register of directors recently 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)</li> <li>- 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)</li> <li>-</li> </ul>	
<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><b>Individual</b></p> <ul style="list-style-type: none"> <li>- Personal Details</li> <li>- Service Address</li> <li>- Passport copies of all current and past nationalities</li> <li>- Proof of Residential Address (not more than 3 months old, in the English language)</li> <li>- 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)</li> </ul> <p><b>Body Corporate</b></p> <ul style="list-style-type: none"> <li>- Entity Details</li> <li>- Registered Office Address</li> <li>- Certificate of Incorporation/Registration (recently 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)</li> <li>- Register of members recently (certified as a true copy, not more than three months ago, foreign language</li> </ul>	

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

	<ul style="list-style-type: none"> <li>- Can be individual or Body Corporate</li> <li>- Document of Beneficial Ownership Distribution (this can be the company or shareholder's group chart or shareholder's register of shareholders)</li> </ul> <p><b>Individual</b></p> <ul style="list-style-type: none"> <li>- Personal Details</li> <li>- Service Address</li> <li>- Passport copies of all current and past nationalities</li> </ul> <p><b>Body Corporate</b></p> <ul style="list-style-type: none"> <li>- Entity Details</li> <li>- Registered Office Address</li> <li>- Register of members recently (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)</li> <li>- Register of directors recently 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)</li> </ul>	
<input type="checkbox"/>	<p>Anti-Money Laundering Manual and Money Laundering Reporting Officer (MLRO)</p> <ul style="list-style-type: none"> <li>- Applicable only if the company will conduct any of the following activities: <ul style="list-style-type: none"> <li>• Dealer in precious metals or precious stones</li> <li>• Dealer in any saleable item of a price greater than or equal to US\$15,000</li> </ul> </li> <li>- Must appoint one MLRO</li> <li>- MLRO must hold a valid UAE residence visa</li> </ul> <p><b>MLRO</b></p> <ul style="list-style-type: none"> <li>- Personal Details</li> <li>- Role, Experience and Qualifications details (must be related to AML function)</li> <li>- Service Address and contact details</li> <li>- Passport copy</li> <li>- UAE residence visa copy</li> <li>- CV</li> <li>- Proof of Qualifications/Certifications</li> </ul> <p><b>AML Manual</b></p> <ul style="list-style-type: none"> <li>- Refer ADGM AML and Sanction Rules and Guidance</li> <li>- Refer Guidance – AML Manual</li> </ul>	<p><u>Anti-Money Laundering and Sanctions Rules and Guidance</u></p> <p><u>Guidance - AML Manual</u></p>

<input type="checkbox"/>	<b>Data Protection and Data Protection Contact Person</b> <ul style="list-style-type: none"> <li>- Must provide details of the contact person</li> <li>- Complete all applicable questions</li> <li>- Refer: Data Protection Guidance Note</li> </ul> <b>DP Contact Person</b> <ul style="list-style-type: none"> <li>- Personal Details</li> <li>- Service Address and contact details</li> </ul>	<u>Guidance - Data Protection</u>
<input type="checkbox"/>	<b>Economic Substance Form</b> <ul style="list-style-type: none"> <li>- Confirm whether or not the company intends to conduct one or more Relevant Activities under Economic Substance Regime</li> <li>- Refer to Guidance on Relevant Activities.</li> <li>- Form is available in ADGM website</li> <li>- Upload completed and signed form in the Supporting Document section</li> </ul>	<u>Guidance - Relevant Activities</u>  <u>Economic Substance Form</u>
<input type="checkbox"/>	<b>Source of wealth Declaration Form</b> <ul style="list-style-type: none"> <li>- With relevant supporting documents may be requested by the ADGM RA depending on the risk rating attributed to the application form</li> </ul>	<u>Sources of Wealth Declaration Form</u>
<input type="checkbox"/>	Third party NOCs required for operation of retail activities such as ADFCA etc. (as applicable)	

## REGISTRATION OF COMPANY – INITIAL REGISTRATION FEES - RETAIL BRANCH

	Description	Amount
<input type="checkbox"/>	Application for reserving a name	USD 200
<input type="checkbox"/>	Application for registration of a company	USD 1,500
<input type="checkbox"/>	Issuance of commercial license	USD 4,000
<input type="checkbox"/>	Data Protection	USD 300
	<b>Total</b>	<b>USD 6,000</b>

	<p>Please note that the above fees are excluding the following:</p> <ul style="list-style-type: none"> <li>- Office Rent</li> <li>- Lease registration fees amounting to USD 100 per lease year subject to the ADGM RA's review of the lease</li> <li>- Fees for any third party NOCs required for operation of retail activities such as ADFCA etc.</li> <li>- Fees for establishment card and UAE residence visas</li> </ul> <p>For further information, please access the <a href="#">ADGM RA Schedule of Fees</a></p>	
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### ANNUAL RENEWAL FEES - RETAIL BRANCH

	Description	Amount
<input type="checkbox"/>	Renewal of Commercial License	USD 4,000
<input type="checkbox"/>	Data Protection Annual Renewal	USD 300
	<b>Total</b>	<b>USD 4,300</b>
	<p>Please note that the above fees are excluding the following:</p> <ul style="list-style-type: none"> <li>- Office Rent</li> <li>- Lease registration fees amounting to USD 100 per lease year subject to the ADGM RA's review of the lease</li> <li>- Fees for any third party NOCs required for operation of retail activities such as ADFCA etc.</li> <li>- Fees for establishment card and UAE residence visas</li> </ul> <p>For further information, please access the <a href="#">ADGM RA Schedule of Fees</a></p>	