



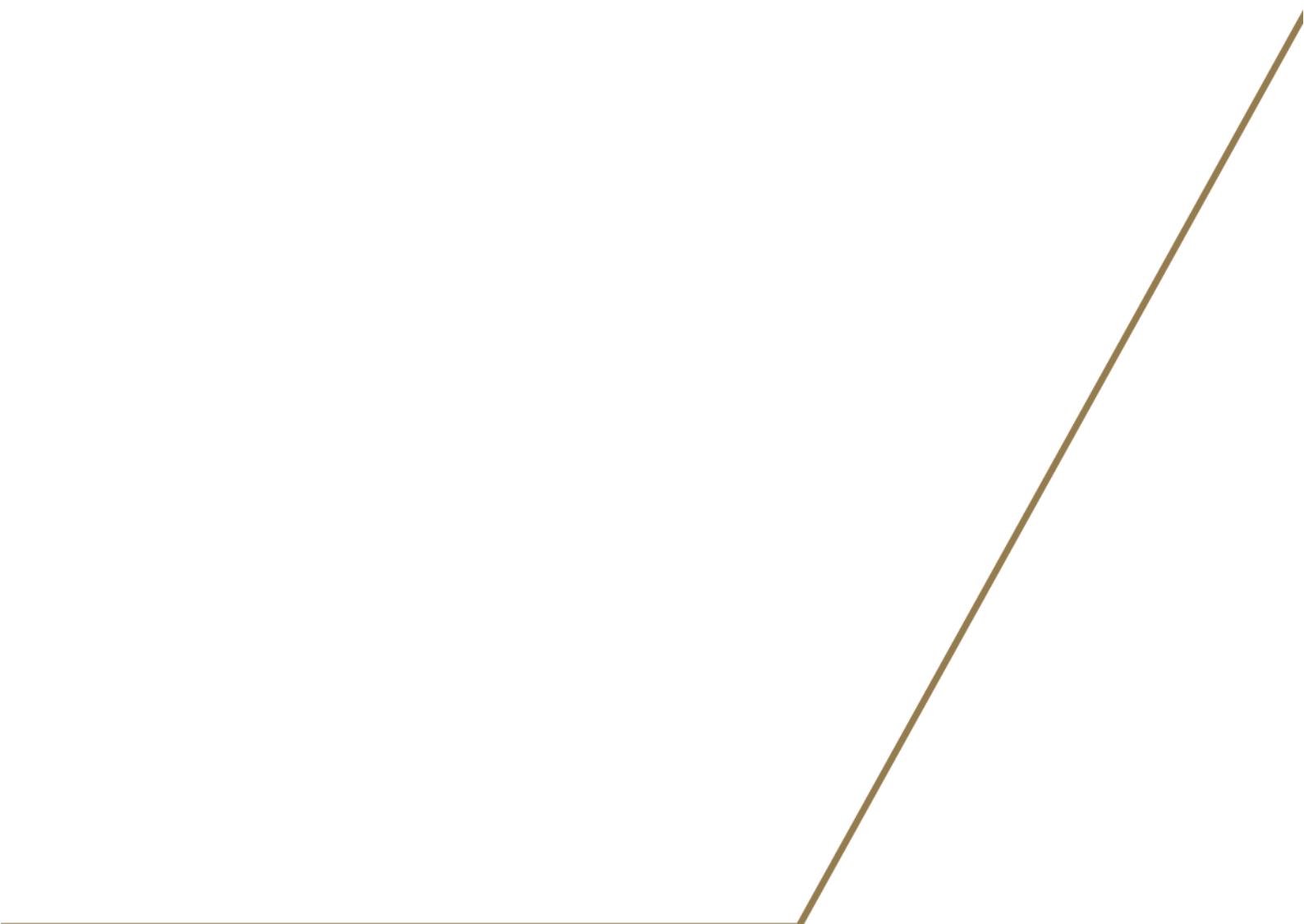
**ABU DHABI  
GLOBAL MARKET**

## **Registration Authority**

Checklist – Company Set-up

**PRIVATE COMPANY LIMITED BY GUARANTEE**

- Association



## STAGE ONE – BUSINESS APPLICATION – ASSOCIATION

### PRIVATE COMPANY LIMITED BY GUARANTEE – ASSOCIATION

	Requirements	Useful Links
<input type="checkbox"/>	<p>Choose business activities.</p> <ul style="list-style-type: none"> <li>- Refer: List of permitted activities available on the ADGM website</li> <li>- Please note that for Associations only the following business activities are available: <ul style="list-style-type: none"> <li>o 9412 Activities of professional membership organizations</li> <li>o 9411 Activities of business and employer membership organizations, and/or</li> <li>o 9499 Activities of other membership organizations n.e.c</li> </ul> </li> </ul>	<a href="#">List of Permitted Activities - Non-Financial</a>
<input type="checkbox"/>	<p>Contact Business Development Team</p>	<a href="#">Contact Details - Business Development Team</a>
<input type="checkbox"/>	<p>Choose the type of legal entity as PRIVATE COMPANY LIMITED BY GUARANTEE</p> <p>Refer: List of Legal entities available in ADGM website</p> <p>As your application will be filed for an Association, therefore please choose the Company Sub-Type as Association.</p>	<a href="#">List of Legal Entities</a>
<input type="checkbox"/>	<p>Complete <b>Business Application</b> Form – Applicable for all non-financial business activities</p> <p>You will need to provide detailed answers to the following questions:</p> <ul style="list-style-type: none"> <li>• Will the proposed entity conduct Financial Business activities as defined in Schedule 1 of the ADGM FSMR Module?</li> <li>• Which business activities do you intend to conduct? (See comments above for the only 3 available options)</li> <li>• Describe your relevant expertise and track record in the proposed activities</li> <li>• Describe the opportunities, challenges and competitive landscape for the business</li> <li>• Describe the sources of funding for the business</li> <li>• What is the expected headcount for years 1, 2 and 3 of operations?</li> </ul>	<a href="http://www.registration.adgm.com">www.registration.adgm.com</a> <a href="#">Setting Up – Associations</a>

## STAGE TWO – INCORPORATION OF COMPANY – STANDARD REQUIREMENTS

	Standard Requirements	Useful Links
<input type="checkbox"/>	<p>Choose a company name.</p> <ul style="list-style-type: none"> <li>- Search if the company name is still available</li> <li>- Refer: Business and Company Name Rules</li> <li>- Similar name declaration may be required if the applicants are using a proposed name that is similar to others</li> </ul>	<p><a href="http://www.registration.adgm.com">www.registration.adgm.com</a></p> <p><a href="#">Business and Company Name Rules</a></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"> <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>	<p><a href="http://www.registration.adgm.com">www.registration.adgm.com</a></p> <p><a href="#">Business and Company Name Rules</a></p>
<input type="checkbox"/>	<p>Select the accounting reference date/end of the fiscal year. (standard: 31 December)</p>	
<input type="checkbox"/>	<p>Draft articles of association</p> <ul style="list-style-type: none"> <li>- Template is available on the ADGM website but this can be amended or bespoke articles uploaded, provided the applicant can confirm that these are compliant with the ADGM Companies Regulations and subordinate legislation</li> <li>- If signed version is to be used, evidence of signing authority</li> </ul>	<p><a href="#">Model Articles</a></p>
<input type="checkbox"/>	<p>Registered Office Address</p> <ul style="list-style-type: none"> <li>- Consent letter from an ADGM registered Company Service Provider</li> <li>- Virtual office in the form of a Mailbox package from Regus, Bloom or Cloud Spaces</li> </ul>	<p><a href="#">Contact Details - Registered Office Address</a></p>
<input type="checkbox"/>	<p>Authorised Signatories</p> <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><a href="#">Resolution Templates</a></p> <p><a href="#">Nominee Arrangement Confirmation Form – Role – Company</a></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>- Emirates ID (applicable to UAE nationals)</li> <li>- Evidence of Appointment (this is the resolution for incorporation signed by all founding members, which includes the appointment of the authorised signatories – template is available on the ADGM website)</li> </ul> <p><b>Nominee Arrangement Confirmation Form</b></p> <ul style="list-style-type: none"> <li>- Required if any of the signatories holds the role on behalf of someone else (if no nominee arrangement is in place, this form is not required)</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 along with passport copy of the person on whose behalf the nominee is acting</li> </ul>	
<input type="checkbox"/>	<p><b>Directors</b></p> <ul style="list-style-type: none"> <li>- At least one director</li> <li>- Can be individual or Body Corporate</li> <li>- If body corporate director is appointed, at least one individual must be appointed</li> </ul> <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> <li>- Proof of Residential Address (not more than 3 months old, in the English language may be requested to verify the residential address)</li> <li>- Evidence of Appointment (this is the resolution signed by all members, which includes the appointment of the directors – template is available on the ADGM website)</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</li> </ul>	<p><a href="#">Resolution Templates</a></p> <p><a href="#">Nominee Arrangement Confirmation Form – Role – Company</a></p>

	<p>language documents must be accompanied by certified legal translation to the English language)</p> <ul style="list-style-type: none"> <li>- Evidence of Appointment (this is the resolution signed by all members, which includes the appointment of the directors – template is available on the ADGM website)</li> </ul> <p><b>Nominee Arrangement Confirmation Form</b></p> <ul style="list-style-type: none"> <li>- Required if any of the directors holds the role on behalf of someone else (if no nominee arrangement is in place, this form is not required)</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 along with passport copy of the person on whose behalf the nominee is acting</li> </ul>	
<input type="checkbox"/>	<p>Secretary</p> <ul style="list-style-type: none"> <li>- This is not mandatory</li> <li>- Can be individual or Body Corporate</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>- Evidence of Appointment (this is the resolution signed by all members, foreign language documents must be accompanied by certified legal translation to the English language)</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> <li>- Evidence of Appointment (this is the resolution signed by all members, which includes the appointment of the directors – template is available on the ADGM website)</li> </ul> <p><b>Nominee Arrangement Confirmation Form</b></p> <ul style="list-style-type: none"> <li>- Required if any of the secretaries holds the role on behalf of someone else (if no nominee arrangement is in place, this form is not required)</li> <li>- Form is available on the ADGM website</li> </ul>	<p><a href="#">Resolution Templates</a></p> <p><a href="#">Nominee Arrangement Confirmation Form – Role – Company</a></p>

	<ul style="list-style-type: none"> <li>- Upload completed and signed form to the Supporting Documents section of the online application form along with passport copy of the person on whose behalf the nominee is acting</li> </ul>	
<input type="checkbox"/>	<p><b>Members</b></p> <ul style="list-style-type: none"> <li>- Can be individual or Body Corporate</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>- Resolution authorizing Incorporation/Registration of ADGM Entity and Evidence of Appointment (this is the resolution signed by the sole individual member or jointly by all individual members – template is available on the ADGM website)</li> <li>- Statement of Guarantee – embedded in the online application form to confirm the amount guaranteed by each member</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> <li>- Evidence of Appointment (separate board resolution required for each body corporate member, which includes the appointment of the directors – template is available on the ADGM website)</li> <li>- Statement of Guarantee – embedded in the online application form to confirm the amount guaranteed by each member</li> <li>- Note: In case there is a combination of body corporate and individual members, then a separate resolution is required from each body corporate and the individual members.</li> </ul> <p><b>Nominee Arrangement Confirmation Form</b></p> <ul style="list-style-type: none"> <li>- Required if any of the members holds the role on behalf of someone else (if no nominee arrangement is in place, this form is not required)</li> </ul>	<p><a href="#">Resolution Templates</a></p> <p><a href="#">Nominee Arrangement Confirmation Form</a></p>

	<ul style="list-style-type: none"> <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 along with passport copy of the person on whose behalf the nominee is acting</li> </ul>	
<input type="checkbox"/>	<p>Ultimate Beneficial Owners</p> <ul style="list-style-type: none"> <li>- Applicable if there are body corporate members involved in the corporate structure</li> <li>- Document of Beneficial Ownership Distribution (this can be the company or member’s group chart or member’s register of members/shareholders/beneficial owners)</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>- 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> </ul> <p><b>Nominee Arrangement Confirmation Form</b></p> <ul style="list-style-type: none"> <li>- Required if any of the members holds the role on behalf of someone else (if no nominee arrangement is in place, this form is not required)</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 along with passport copy of the person on whose behalf the nominee is acting</li> </ul>	<p><a href="#">Guidance – Beneficial Ownership and Control</a></p>
<input type="checkbox"/>	<p>Anti-Money Laundering Manual and Money Laundering Reporting Officer (MLRO)</p> <p>As your application will be filed for an Association, please choose the Option Not applicable</p>	
<input type="checkbox"/>	<p>Data Protection and Data Protection Contact Person</p> <ul style="list-style-type: none"> <li>- Must provide details of the contact person</li> <li>- Complete all applicable questions</li> <li>- Refer to the Data Protection Guidance Note</li> </ul> <p><b>DP Contact Person</b></p>	<p><a href="#">Guidance - Data Protection</a></p>

	<ul style="list-style-type: none"> <li>- Personal Details</li> <li>- Service Address and contact details</li> </ul>	
<input type="checkbox"/>	<p>Economic Substance Form</p> <ul style="list-style-type: none"> <li>- Confirm whether or not the company intends to conduct one or more Relevant Activities under the Economic Substance Regime</li> <li>- Refer to Guidance on Relevant Activities.</li> <li>- Form is available on the ADGM website</li> <li>- Upload completed and signed form in the Supporting Document section</li> </ul>	<p><a href="#">Guidance - Relevant Activities</a></p> <p><a href="#">Economic Substance Form</a></p>
<input type="checkbox"/>	<p>Source of wealth Declaration Form</p> <ul style="list-style-type: none"> <li>- With relevant supporting documents <i>may be requested</i> by the ADGM RA depending on the risk rating attributed to the application form</li> </ul>	<p><a href="#">Sources of Wealth Declaration Form</a></p>

### REGISTRATION OF COMPANY – INITIAL REGISTRATION FEES – ASSOCIATIONS

	Description	Amount
<input type="checkbox"/>	Business Application	Exempt
<input type="checkbox"/>	Application for reserving a name	USD 200
<input type="checkbox"/>	Application for incorporation of a company	USD 1,500
<input type="checkbox"/>	Issuance of commercial license	USD 500
<input type="checkbox"/>	Business Activity Fee	Exempt
<input type="checkbox"/>	Data Protection	USD 300
	<b>Total</b>	<b>USD 2,500</b>
	<p>Please note that the above fees are excluding the following:</p> <ul style="list-style-type: none"> <li>- Cost for virtual office lease agreement or consent letter from ADGM registered company service provider</li> </ul> <p>For further information, please access the <a href="#">ADGM RA Schedule of Fees</a></p>	



## ANNUAL RENEWAL FEES – ASSOCIATIONS

	Description	Amount
<input type="checkbox"/>	Renewal of Commercial License	USD 1,500
<input type="checkbox"/>	Renewal of business activities	Exempt
<input type="checkbox"/>	Data Protection Annual Renewal	USD 300
<input type="checkbox"/>	Annual Confirmation Statement	USD 100
<input type="checkbox"/>	Annual Accounts Filing	-
	<b>Total</b>	<b>USD 1,900</b>
	Please note that the above fees are excluding the following: - Cost for virtual office lease agreement or consent letter from ADGM registered company service provider For further information, please access the <a href="#">ADGM RA Schedule of Fees</a>	