



Dubai
International
Financial
Centre

**NAMING POLICY
FOR ENTITIES ESTABLISHED IN THE DIFC
REGISTRAR OF COMPANIES (ROC)**

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1. INTRODUCTION

This document sets out the DIFC Registrar of Companies (the “Registrar”) policy on names of Entities that are established or registered in the Dubai International Financial Centre (“DIFC”) should use.

This policy provides guidance on how to comply with the laws and regulations administered by the Registrar in relation to the Name(s) of DIFC Entities. This policy may be updated from time to time. The policy has adopted the best practices based on global requirements and comprises the Registrar’s discretionary powers in relation to approving name(s) of DIFC Entities under the laws and regulations administered by the Registrar in the DIFC. If more information is needed outside the scope of this policy, Entities can ask the Registrar for further guidance.

This policy is approved by the Board of Directors of the DIFC Authority in accordance with Article 8 (2) (b) of the DIFC Companies law 2009.

2. DEFINED TERMS

Defined terms are identified throughout this policy by the capitalisation of the initial letter of a word or phrase. Where capitalisation of the initial letter is not used, an expression has its natural meaning.

The following defined terms have the meaning given below:

Defined Term	Definition
Entity	(a) A person who is planning to incorporate or register a legal entity in the DIFC under the Law; or (b) A person who is incorporated or registered as a legal entity in the DIFC under a Law.
Entity Name	The name which an Entity chooses to be registered under.
Foreign Entity	An Entity which is incorporated in any jurisdiction other than the DIFC.
Law	Any law administered by the DIFC Registrar of Companies as specified in provision 3.
Name	“Entity Name” and “Trading Name” (if applicable).
Trading Name	A name that is different from the Entity Name, used in performing its business.

3. RELEVANT LAWS AND REGULATIONS

The following laws and regulations administered by the Registrar are relevant when Entities wish to choose a Name:

- Companies Law, DIFC Law No. 2 of 2009;
- General Partnership Law, DIFC Law No. 11 of 2004;
- Limited Partnership Law, DIFC Law No. 4 of 2006;
- Limited Liability Partnership Law, DIFC Law No. 5 of 2004;
- Non Profit Incorporated Organisations Law, DIFC Law No. 6 of 2012; and
- All relevant Regulations.

4. PURPOSE AND SCOPE OF THE REGISTRAR’S NAMING POLICY

The Registrar aims to ensure with this policy that all Entities operating in or from the DIFC use Names that are clear so as not to mislead the public. The Name(s) must appear in legible characters on the Entities’ business premises, stationary, records, correspondence etc. The Registrar also aims to ensure that undesirable Names are not used by Entities operating in or from the DIFC. This policy also applies when Entities change their Name(s).

This policy is applicable to all Entities registered in the DIFC, including:

- Partnerships (including Limited Liability Partnerships, Limited Partnership, and General Partnerships);
- Companies;
- Foreign Recognized Companies;
- Foreign Recognized Partnerships;
- Fund;
- Protected Cell Companies (PCC);
- Special Purpose Companies (SPC);
- Non Profit Incorporated Organizations (NPIO); and
- Single Family Offices.

5. RESERVING A NAME

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An Entity wishing to conduct business operations in or from the DIFC shall reserve its Name by applying to the Registrar for the reservation of the Name using the Form prescribed by the Registrar with the relevant requirements and fee. An Entity is required to make the reservation of Name before submitting an application for the registration of an Entity. If the Name is acceptable to the Registrar pursuant to this policy, the Name will be reserved for a period of 90 days. If Entities wish to extend their reservations, this will require the Registrar's written consent.

For a reservation, an Entity is required to check DIFC's Public Register and The Department of Economic Development ("DED") in Dubai to ensure that a chosen Name is not the same as or similar to an existing Name in the DIFC or DED.

Additionally, an Entity is required to comply with the bellow rules in choosing its Name.

5.1 RESEMBLANCE

Before choosing a Name, the Entity shall ensure that the chosen Name(s) do not closely resemble the Name of:

- A company currently incorporated or registered in the DIFC or the UAE,
- A limited liability partnership currently registered in the DIFC or the UAE, or
- A partnership currently registered in the DIFC or the UAE.
- A non-profit incorporated organization registered in the DIFC or the UAE.

Furthermore, a Name may be considered 'too similar' to an existing Name, trademark, patent or copyright if it is likely to mislead or confuse the public. For example, a Name may be considered 'too similar' to an existing Name, if it differs from an existing Name by only a few characters, signs, symbols or punctuation, or if it looks and sounds the same.

Nevertheless, the following situations/cases are exempted from this rule:

- If the chosen Name is intended to be part of the same group of an existing Entity;
- If the chosen Name is similar to an existing Name, and a letter of consent is provided from the owner of the existing Name confirming that there is no objection to the Entity registering the chosen Name, although it is similar; or
- If an Entity is transferring from another jurisdiction to the DIFC and using the same Name.

5.2 PERMITTED CHARACTERS

Before submitting to the Registrar a Name for registration or reservation, an Entity shall ensure that the Name is written in the following characters:

a) English Alphabet

English letters as set out in table 1 in Schedule 1.

b) Numerals

Numbers as set out in table 2 in Schedule 1.

c) Other Characters

Includes any other characters approved by the Registrar, except the use of certain characters, symbols, and signs which are prohibited as per some examples in Schedule 2.

5.3 LEGAL TYPES

The Name should be followed by an indication of the Entity's legal type, as follow:

- if the Entity is a Company Limited by Shares - the word "Limited" or the abbreviation "Ltd" should appear after its Name;
- if the Entity is a Limited Liability Company the words "Limited Liability Company" or the abbreviation "LLC" should appear after its Name;
- if the Entity is a Limited Liability Partnership - the words "Limited Liability Partnership" or the abbreviation "LLP" should appear after its Name;
- if the Entity is a Limited Partnership - the words "Limited Partnership" or the abbreviation "LP" should appear after its Name;
- if the Entity is a General Partnership - the words "General Partnership" or the abbreviation "GP" should appear after its Name;
- , or;
- if the Entity is a Non Profit Incorporated Organisation - the words "Incorporated Organisation" or the abbreviation "NPIO" should appear after its Name.

The above does not apply to a Foreign Entity, whose name shall reflect the Name of the parent entity.

The Registrar may, in its absolute discretion, specify from time to time any other acceptable expression or abbreviation to indicate the legal type of registered Entity.

5.4 SENSITIVE NAMES

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a) Names suggesting relationship with the Government

The authorized body's consent in writing is required for an Entity to be registered with a Name that may suggest a relationship with:

- (i) The Federal Government of the United Arab Emirates or the Government of any Emirate within the United Arab Emirates as set out in Schedule 3,
- (ii) Any of the Emirates as set out in Schedule 4.
- (iii) Any public authority specified for the purposes of this provision in Schedule 5,
- (iv) Companies owned by the government, some examples are set out in Schedule 6, and
- (v) Any other authority specified by the Registrar from time to time.

The chosen Name shall not include the words DIFC, DIFCA or DFSA. However, the chosen Names can include only the word (DIFC) between brackets before the legal structure, for example:

- Alpha (DIFC) Ltd.
- Alpha (DIFC branch) Ltd.

Also, the chosen Name should not contain certain prohibited Names, such as Jumeirah, Zabeel/Za'abeel, Burj AlArab, Burj Khalifa, Dubai Mall, Emirates Palace, The Gate, and Gate.

b) Prominent Entity/Organization

The chosen Name should not contain words that may suggest a connection with, or the patronage of, any prominent entity or organisation, unless that prominent entity or organisation consents in writing.

c) Offensive or Undesirable Names

The Registrar shall inform the Entity in writing that the Name is not acceptable if the chosen Name is in the opinion of the Registrar: likely to offend or harm the public; likely to mislead; or is for any other reason, undesirable.

For example, a Name is unacceptable if it is considered to be offensive to any of the UAE's customs, traditions, morals or symbols, or if the Name refers to any organization that is identified as a terrorist organization in the UAE.

5.5 MISLEADING INDICATION OF ACTIVITIES

An Entity applying to reserve a Name shall describe the nature of the business by including any word that suggests or refers to the types of business activities that the Entity wishes to carry on in the DIFC. A company may need to change its Name if it gives so misleading an indication of the nature of its activities that it is likely to harm the public. For example but not limited to:

- If the Entity is a holding company, then it should include the word "Holding"; and
- If the Entity is conducting proprietary investment, then it should include the word "Investment".

5.6 MISLEADING INDICATION OF JURISDICTIONS

An Entity applying to reserve a Name shall not use a Name that is registered under another jurisdiction and include that jurisdiction (or an abbreviation of the Jurisdiction) in its Name. For example:

- Alpha JLT Limited
- Alpha DED LTD

5.7 USING THE WORDS "BANK", "INSURANCE", "TRUST", OR WORDS WHICH SUGGEST IT IS AUTHORIZED TO CARRY ON FINANCIAL SERVICES

Any Entity wishing to include the words "bank", "insurance", "trust", or any word that may indicate it is authorized to carry out financial services (e.g. "financial advisor", "asset management", etc.) should obtain DFSA's consent in writing.

As an exception, an Entity established by a single family (as a private trust company) may use the words "Private Trust" in its Name.

6. TRADING NAMES

Where an Entity uses a Trading Name that is different from its registered Entity Name, the Entity shall ensure that the Trading Name satisfies the criteria set out in provision 5.

Where an Entity is incorporated in the DIFC, the following exceptions to legal type (provision 5.3) and abbreviations may apply:

- The chosen Trading Name does not need to indicate the legal type. For example, if the Entity Name is Alpha Investment Ltd, then the Trading Name could be Alpha Investment.
- The chosen Trading Name could include abbreviations of the Entity Name. For example, if an Entity Name is Alpha Asset Management, the Trading Name could be AAM.

Where an Entity is a branch, the Trading Name could be different to the Entity Name of the parent company. In addition, the nature of the business should be reflected in the Trading Name of a Foreign Entity in the DIFC.

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- For example, if the parent company of an Entity is Alpha Investment Plc, then the Trading Name could be Alpha Holding.

7. DISPLAY OF NAME

An Entity must display its Name in a prominent position at its business premises.

An Entity must display its name in legible characters on:

- Business letters;
- Written orders for goods or services to be supplied to the business;
- Business emails;
- Invoices and receipts issued in the course of the business; and
- Written demands for payment of debts arising in the course of the Business.

8. CHANGE OF NAME

If an existing Entity wishes to change its Name, the Entity shall comply with this policy and follow the Client Handbook - Corporate Actions.

9. POWER TO CHANGE THE NAME

The Registrar has the power to direct the Company to change its Name if in his opinion the Name is misleading, conflicting, undesirable, or if the Name is not within the scope of this policy. The change of Name has to be complied with within 30 days from the date of direction or such longer period as the Registrar may allow.

Schedule 1

Permitted Characters

Table 1

Column 1 (permitted characters)	Column 2 (to be treated the same as)
À Á Â Ã Ä Å Æ Ç	A
Æ	AE
Ç	C
Ð	D
È É Ê Ë Ì Í Î Ï	E
Ê	E
Ë	E
Ì	E
Í	E
Î	E
Ï	E
Ĝ Ğ Ğ Ğ	G
Ĥ Ħ	H
İ Ĭ Ĭ Ĭ Ĭ Ĭ Ĭ Ĭ Ĭ	I
Ĵ	J
Ƙ	K
Ĺ Ļ Ļ Ļ Ļ	L
Ń Ń Ń Ń Ń	N
Ò Ó Ô Õ Ö Ø Ò Ó Ô	O
OE	OE CE
Ŕ Ŗ Ŗ	R
Ś Ś Ś Ś	S
Ŧ Ŧ Ŧ	T
Ù Ú Û Ü Û Ü Û Ü Û	U
Ŵ Ŵ Ŵ Ŵ	W
Ỳ Ỳ Ỳ Ỳ	Y
Ž Ž Ž	Z

Table 2

Column 1 (permitted characters)	Column 2 (to be treated the same as)
0	ZERO
1	ONE
2	TWO
3	THREE
4	FOUR
5	FIVE
6	SIX
7	SEVEN
8	EIGHT
9	NINE

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Schedule 2

Prohibited Characters

1. Exclamation mark “!”
2. Question mark “?”
3. Full stop “.”
4. Comma “,”
5. At “@”
6. Plus “+”
7. Percent “%”
8. Dollar “\$”
9. Euro “€”
10. Yen “¥”
11. Pound “£”
12. www.
13. .com or similar

Any other characters specified by the Registrar from time to time for the purposes of this Schedule.

Schedule 3

Governments

1. Government of Dubai
2. Government of Abu Dhabi
3. Government of Ajman
4. Government of Dubai
5. Government of Fujairah
6. Government of Ras Al Khaimah
7. Government of Sharjah
8. Government of Umm Al Quwain
9. Any ministry in the UAE

Any other authorities specified by the Registrar from time to time for the purposes of this Schedule.

Schedule 4

Emirates

1. Abu Dhabi
2. Dubai
3. Sharjah
4. Ajman
5. Ras Al Khaimah
6. Umm Al Quwain
7. Fujairah

Schedule 5

Specified Public Authority

1. The Financial Regulator.
2. The Registrar.
3. Central Bank of the United Arab Emirates.
4. Insurance Authority of the United Arab Emirates.
5. Emirates Securities and Commodities Authority.
6. Executive Council of the Emirate of Dubai.
7. Dubai Municipality.
8. Dubai International Financial Centre.
9. Dubai International Financial Centre Authority.
10. Dubai Financial Services Authority.
11. DIFC.
12. DIFC Authority.
13. DIFCA.
14. DFSA.
15. Roads and Transport Authority (RTA).
16. Dubai Electricity and Water Authority (DEWA).
17. Dubai Courts.

Any other authority specified by the Registrar from time to time for the purposes of this Schedule.

Schedule 6

Companies Owned by the Governments

1. Emirates (Airlines)
2. Etihad Airways
3. FlyDubai
4. DP World
5. Mubadala
6. Masdar
7. Dubai Land
8. Dubai World
9. Abu Dhabi National Oil Company

Any other companies specified by the Registrar from time to time for the purposes of this Schedule