



Corporate Actions Client Handbook

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1 Introduction

This handbook outlines the process and requirements for submission of corporate actions and annual filings at the Dubai International Financial Centre (DIFC). The list of corporate actions is not limited to the required annual filings such as license renewal and the confirmation statement. It also includes the filings required during the lifetime of the entity to update the DIFC Registrar of Companies (RoC) as and when amendments are made to the entity's registers and records.

Please note that the information provided in this handbook is based on the requirements of DIFC Laws and Regulations. Should there be any inconsistency between this handbook and the relevant DIFC legislation, the DIFC legislation shall prevail.

2 Compliance Calendar

The compliance calendar is a guide that provides the list of corporate actions applicable to each entity based on its legal structure, type and business activities. If you wish to view the compliance calendar of your entity, please log in to the [DIFC Portal](#), click on 'Compliance' on the left navigation menu and then click on 'Compliance Calendar'.

The compliance calendar and the corporate actions handbooks provide guidance only. DIFC registered entities must always refer to [DIFC Laws and Regulations](#) for a comprehensive understanding of the required filings.

3 DIFC Certification Policy

DIFC has issued a Certification Policy to certify identification documents related to certain stakeholders such as Shareholders, Directors, Company Secretary, Partners, Members, Founding Members, Council Members, Guardians and Founders.

Please ensure that all passport copies uploaded for the above stakeholders are certified as per the policy to avoid any delays in approving the request. The certification policy allows Corporate Service Providers to certify the authentication documents as well. You may also connect with the DIFC Services team on roc.helpdesk@difc.ae to have your identification documents certified virtually.

To read the Certification Policy, please [click here](#).

4 DIFC Portal

The DIFC portal is a system developed by DIFC Authority to extend and facilitate the services of the RoC. All filings of corporate actions or requests for administrative services must be submitted on the DIFC portal.

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4.1 Access to the DIFC Portal

Your access to the DIFC portal would be provided at the time of setting up the entity. The first user of the entity account will be granted Super User access which allows him/her to add users, remove users or edit users' access.

If you are not a Super User, you must request the Super User of the entity account to grant you access by navigating to "Entity Profile" on the left navigation menu of the home page, click on "Portal users" and add a new portal user.

For more details on user access, please email portal@difc.ae.

4.2 Submission on the DIFC Portal

This section provides a step-by-step process for the submission of corporate actions and other requests on the DIFC portal:

1. Log-in to the DIFC Portal.
2. Search for a request by typing a key word under "Apply for a Service".
3. Click on the relevant corporate action or service.
4. Fill in the required fields and upload the required documents. For further information on the request, please refer to the pathway guide on the left side of the page.
5. The DIFC portal generates pre-filled templates for some of the document to be uploaded for ease of reference under the upload documents page.
6. For corporate actions that require payments to be made prior to submission, the payment can be made either directly upon submission or from the entity wallet.

Please refer to the [Table of Fees](#) which lists the fees to be paid for each service, where applicable.

If you have any enquiries or need assistance to submit a request on the portal, please email us on portal@difc.ae or call us on 04 362 2222.

4.3 Returned Requests

Whilst reviewing the application, should DIFC Services require further information, the application will be returned requesting for further information or re-uploading certain documents. Below please find the steps for returned requests:

1. If a service request is submitted with missing information or documents, an email notification will be sent to the portal user with clear comments from DIFC Services.
2. The email provides a link to the 'pending actions' screen page on the portal, which will specify the steps required for completing the action. Alternatively, the user can log-in to the DIFC client portal to view the "Pending Actions" list. There are 3 types of returned requests:

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- a. Request for more information: In the event that a request is returned for more information, the reviewer will request for additional information. Client must provide the information required under the 'customer comments' section then click on Save.
 - b. Request for re-upload: In the event that a request is returned for re-upload of a document, go to the 'Pending Actions' page and click on 'Upload documents'. Upload the correct file then click on 'Save'.
 - c. Request for edit: the form will be enables and the portal user will be requested ot edit the submission.
3. Upon submitting the required information or re-uploading the documents, the request will be sent to DIFC Services team for their review.

4.4 Payment methods

Payments on the DIFC portal can be made upon submission of a service request using credit card or from the entity wallet. To add more funds to your wallet, login to the Portal and click on 'Balance' on the left navigation menu of the home page. Choose the payment option and follow the steps as shown on your screen. Please note the below for different payment methods:

1. Bank Transfer: Please note that we only accept transfers in AED. Please ensure the entity name and license number are mentioned in the notes to assist us with allocating the funds to your correct portal balance. Our bank details are:

DIFC Investments Ltd.- Collection Account
 Emirates NBD- Deira Branch
 Account No. 101-1434147-605- AED
 Swift Code: EBILAEAD
 IBAN No.-AE280260001011434147605

2. Cheque: Please enter the top-up amount and other cheque details. cheque is payable to "DIFC Investments Ltd. - Collection Account". We only accept cheques issued in AED. Proceed to payment kiosks at DIFC Services to deposit the cheque.
3. Credit Card
4. Cash using the payment kiosks at DIFC Services.

5 Corporate Actions

This section lists the corporate actions that must be filed with the RoC with a clear description, requirements, process, fees and service time for each. Please note that the filing requirements of corporate actions depend on the legal structure of the entity.

There are 2 types of corporate actions that require filing with the RoC:

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1. Annual filings that must be submitted on annual basis such as license renewal and the confirmation statement.
2. Filing of amendments made to the entity registers and records within one month of making any amendment.

5.1 Annual filings of corporate actions

This section lists the corporate actions that must be filed with the RoC every year within a specified timeframe. Failure to file the required action within the agreed timeframe will result in fines as prescribed in the DIFC Operating Law.

For the list of annual filing requirements and the applicability of each, please refer to the table below:

Corporate Action Name	Applicable to
License renewal and Confirmation statement	<ul style="list-style-type: none"> • All registered entities
Filing of audited accounts	<ul style="list-style-type: none"> • Non-Small Private Companies (A private company that either has more than 20 shareholders or more than 5 million USD in revenues for the previous 2 consecutive years) • Public Companies • Non-Profit Incorporated Organisations (NPIOs) • Foundation (without an appointed registered agent and has more than 5 million USD in revenues for the previous 2 consecutive years) • Limited liability partnership that is authorised by the DFSA or is registered as a non-designated financial business or profession (DNFBP)
Filing of accounts	<ul style="list-style-type: none"> • General partnership that is authorised by the DFSA or is registered as a non-designated financial business or profession (DNFBP) • Limited partnership that is authorised by the DFSA or is registered as a non-designated financial business or profession (DNFBP)
Filing of audited accounts and annual directors report	<ul style="list-style-type: none"> • Public Companies

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5.1.1 License Renewal and Confirmation statement

Description
<p>This service request is enabled (1) month prior to the expiry of the entity license and allows the entity to fulfil the following annual requirements:</p> <ul style="list-style-type: none"> - License Renewal - Confirmation Statement - Data protection notification renewal (if applicable) - Renewal of the establishment card (If applicable) <p>Failure to apply for license renewal and the confirmation statement within the agreed timeframe will result in 3 automatic fines:</p> <ul style="list-style-type: none"> - An administrative fine for failure to renew the license issued by the RoC. The fine amount for the first month is USD 1,000 and an additional USD 1,000 is added for every month of delay. - An administrative fine for failure to file the confirmation statement issued by the ROC. The fine amount is USD 2,000 - An administrative fine for failure to submit data protection notification renewal issued by the DIFC Commissioner of Data Protection. The fine amount is USD 1,000. - If the entity has an establishment card issued by the General Directorate of Residency and Foreigners Affairs, a fine of AED 350 will be issued for the first month and an additional AED 100 for every additional month of delay. <p>The renewal of the establishment card will be mandatory as part of license renewal service request only if the entity has an existing establishment card. Companies holding an expired establishment card will not be allowed to submit any visa related services at the DIFC Government Services.</p>
Required documents
<ul style="list-style-type: none"> • If the entity is an NPIO, an undertaking letter signed by the founding members confirming that the NPIO does not, as its primary function, engage in raising or disbursing funds for charitable, religious, cultural, educational, social, fraternal or similar purposes. The DIFC portal generates a pre-filled template upon filling request for ease of reference. • If the entity is a Prescribed Company (PC) with a qualifying purpose (QP) of Structure Financing and does not have an authorised firm as the initiator or a transaction party, an undertaking letter signed by the Prescribed Company Directors is required. The undertaking must confirm that the PC shall continue to serve its QP of Structured Finance, and not being used and will not be used, to (a)circumvent foreign ownership restrictions;(b)change shareholder nationality;(c)avoid the imposition of any tax/duty. The DIFC portal generates a pre-filled template upon filling request for ease of reference. • If the entity is a hosting other entities within its space, A letter issued by the entity confirming that all entities sharing its registered address are affiliated entities or entities to whom it acts as a corporate services provider or a registered agent. The DIFC portal generates a pre-filled template upon filling request for ease of reference. • If the entity conducts a business activity that requires approval from another government authority, the updated license issued by the relevant government authority is required. To view the list of activities that require other Government authorities' approval, please refer to the below:

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<u>List of non-financial activities</u>	
<u>List of retail activities</u>	
Time frame for filing	
The filing of license renewal can be made 30 days before the expiry of the DIFC license and up to 30 days post expiry of the license.	
Fees	
<p>The fees vary depending on the legal structure and business activities: For financial entities with the business activity of representative office: \$4,000 For a Protected Cell Company: Nil For Open/Closed Ended Investment Company (Fund): Nil For a General Partner in an Investment Fund: \$1,000 For a Limited Partnership registered as an Investment Fund: Nil For Insurance and Reinsurance Captives: Nil For Non-Profit Incorporated Organization: \$1,000 For a Private / Public Company: \$12,000 (Financial and Non-Financial) \$5,100 (Retail) For a Recognised Company: \$12,000 (Financial and Non-Financial) \$5,100 (Retail) For a General Partnership: \$12,000 (Financial and Non-Financial) \$5,100 (Retail) For a Limited Partnership: \$12,000 (Financial and Non-Financial) \$5,100 (Retail) For a Limited Liability Partnership: \$12,000 (Financial and Non-Financial) \$5,100 (Retail) For a Recognised Limited Partnership: \$12,000 (Financial and Non-Financial) \$5,100 (Retail) For a Recognised Partnership: \$12,000 (Financial and Non-Financial) \$5,100 (Retail) For a Recognised Limited Liability Partnership: \$12,000 (Financial and Non-Financial) \$5,100 (Retail) For a Foundation: \$200 For a Prescribed Company: \$1,000 For a Fintech or Innovation Firm under the innovation license: \$1,500</p>	
For more details, Please refer to the <u>table of fees</u> .	
Time Frame	Applicability
1 working day	Required for all registered entities

5.1.2 File Annual Accounts

Description
<p>All entities operating from the DIFC must maintain accounts. However, filing of accounts, audited accounts and annual directors report is required for certain legal structures as per section 5.1. The filing must be done for the most recent reporting period.</p> <p>Failure to submit the required filings shall result in a fine of \$1,000 as prescribed in DIFC Laws and Regulations.</p>
Required documents
<ul style="list-style-type: none"> If the entity falls under one of the following categories, it must upload a copy of the annual audited accounts for the most recent reporting period signed by the appointed auditor. The auditor appointment must be filed with the RoC within 30 days of the appointment and must be a registered auditor on the DIFC website:

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<ul style="list-style-type: none"> • Non-Small Private Companies (A private company that either has more than 20 shareholders or more than 5 million USD in revenues for the previous 2 consecutive years) • Public Companies • Non-Profit Incorporated Organisations (NPIOs) • Foundation (without an appointed registered agent and has more than 5 million USD in revenues for the previous 2 consecutive years) • Limited liability partnership that is authorised by the DFSA or is registered as a non-designated financial business or profession (DNFBP) • If the entity is a public company, it must also upload a copy of the annual directors' report signed on behalf of the directors by a director or the company secretary. • If the entity has the legal structure of a General Partnership or a Limited Partnership and is authorised by the DFSA or is registered as a non-designated financial business or profession (DNFBP), a copy of the most recent accounts signed by partners is required. 	
Time frame for filing	
<ul style="list-style-type: none"> • Within 7 months from the financial year end of the entity 	
Fees	
Nil	
Time Frame	Applicability
1 working day	Please refer to section 5.1

5.2 Corporate Actions filed for amendments made to the entity register and records

This section lists the Corporate Actions that must be filed with the RoC within 30 days of making any amendments to the entity’s registers and records.

Filings applicable to all legal structures

5.2.1 Update Contact Details

Description
<p>This request requires the entity to add, remove or update the details of its contacts for the purposes listed below:</p> <ul style="list-style-type: none"> • General communications contact to receive general communications from DIFC Authority • An emergency contact
Required documents
None
Time frame for filing
As and when required.

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Fees	
Nil	
Time Frame	Applicability
1 working day	All registered entities

5.2.2 Update Auditor

Description	
<p>The RoC must be notified when amendments are made to auditors appointed by DIFC registered entities. The entity must file the amendments in relation to appointment or removal of an auditor on the DIFC portal. Please note that appointed auditors must be registered as recognized auditors with the RoC to be listed on the portal and the website. To view the list of approved recognised auditors, please click here.</p>	
Required documents	
<ul style="list-style-type: none"> • In case of appointing an auditor: <ul style="list-style-type: none"> ○ A copy of a board resolution confirming appointment of the auditor. Resolution validity should not exceed six months from date of submission on the portal and; ○ A copy of an acceptance letter issued by the appointed auditor. • In case of removing an auditor: <ul style="list-style-type: none"> ○ A copy of a board resolution confirming removal of the auditor. 	
Time frame for filing	
Within 30 days of the amendment date.	
Fees	
Nil	
Time Frame	Applicability
1 working day	Public Company Private Company Non Profit Incorporated Organization (NPIO) Foundations (without a registered agent) For more details, please refer to section 5.1 .

5.2.3 Update Business Activities / Activities

Description
<p>If a DIFC registered entity wishes to amend its activities, it must file a request with the RoC.</p> <p>Please note that adding or removing financial business activities must be approved by the Dubai Financial Services Authority (DFSA) prior to applying on the portal. However, non-financial business activities can be submitted directly on the client portal. Please note that The RoC may request submission of a business plan in case of adding non-financial business activities that are not within the same scope of the existing business activities.</p> <p>Retail companies are not allowed to apply for non-financial / financial activities. On the other hand, companies with non-financial activities may add retail activities subject to RoC approval.</p>

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Required documents	
<ul style="list-style-type: none"> • If activity added financial, a copy of DFSA approval must be uploaded. • If activity removed is financial, a copy of DFSA withdrawal letter must be uploaded. • If the activity added is categorised as a Designated Non-Financial Business activity (DNFBP) such as Corporate Service Provider, Auditing and Accounting, dealing with precious metals, etc..., a copy of DNFBP approval issued by the DFSA must be uploaded. • If the activity removed is categorised as a DNFBP, a copy of DNFBP registration withdrawal issued by the DFSA must be uploaded. • If the activity added or removed is a non-financial or retail activity, a copy of a justification letter addressed to the RoC must be uploaded. The letter should state the following: <ul style="list-style-type: none"> ○ Reasons for changing the business activity with detailed explanation. ○ How will the entity implement the change in its activities ○ Explain in detail how the amended activities will fit with the existing scope of the entity • If the activity added or removed requires approval from another Government entity, the NoC or approval letter issued by the respective government entity must be uploaded. To view the list of activities that require government entities approval, please refer to the below: <ul style="list-style-type: none"> ○ Non-financial activities, please click here. ○ Retail activities, please click here. 	
Time frame for filing	
Prior to amending business activities	
Fees	
Nil	
Time Frame	Applicability
4 working days	All registered entities

5.2.4 Update Entity Name / Trading Name

Description
<p>A DIFC registered entity can apply for amending its name, trading name or both. An entity can change its name or trading name, provided that the new name is acceptable to the RoC and is in compliance with DIFC Laws and Regulations and the DIFC Naming Policy. The change of name will take effect from the date on which the RoC issues the certificate of name change.</p> <p>When changing the entity name / trading name, please note the conditions below. For further details, please refer to DIFC Laws and Regulations and the DIFC Naming Policy:</p> <ul style="list-style-type: none"> • The new proposed name should be available. • If the DIFC registered entity is a recognised entity, the entity name should be identical to the foreign entity • The name entered must be written using English alphabets or numerical characters. • The name must not resemble the name of an existing entity in DIFC (except for related entities where authorisation to use the name is granted).

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- The name should not contain the word 'bank', 'insurance' or 'trust' unless DFSA consent in writing to the use of such words is granted.
- The name cannot start or end with “Gate”, 'Dubai', 'UAE' or 'DIFC'. 'Dubai', 'UAE' or 'DIFC' can be used in the middle of the name and only in brackets, (ex, ABCDEFG (Dubai) limited). In exceptional cases, with approval of the RoC, this rule can be amended and the use of 'Dubai', 'UAE', 'DIFC' and “Gate” at the beginning of the proposed name can be allowed.

If the entity is changing its trading name and has an issued establishment card earlier, the amendment of the establishment card will be included as part of the same service request at the applicable fee. Upon issuance of the amended establishment card, the entity will be notified by DIFC Government Services.

Required documents

- A copy of a special resolution approving the change of name/trade name (This is not applicable for recognised entities). Resolution validity should not exceed six months from date of submission on the portal.
- If it is a recognised entity, a certified copy of the “certificate of name change” of the foreign entity is required.
- If the entity is undertaking activities that require other government authorities approvals such as Legal Affairs Department, Dubai Health Authority, KHDA. Etc., a copy of a no objection letter issued by the relevant authority is required. To view the list of activities that require government entities approval, please refer to the below:
 - Non-financial activities, please [click here](#).
 - Retail activities, please [click here](#).

Time frame for filing

Within 30 days of passing the resolution

Fees

For a Protected Cell Company \$200
 For Insurance and Reinsurance Captives \$200
 For Open/Closed Ended Investment Company (Fund) \$200
 For a Limited Partnership registered as an Investment Fund \$200
 For Non-Profit Incorporated Organization \$200
 For a Foundation \$200
 For a Prescribed Company \$200
 For All other Legal Structures (non-retail) \$800
 For All other Legal Structures (Retail) \$340

Establishment card fees (if applicable) AED 700 (normal), AED 950 (express)

Time Frame	Applicability
2 working days	All registered entities

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5.2.5 Update Registered Address

Description	
<p>DIFC registered entities must notify the RoC of any changes to its registered address. The entity may have multiple locations which are referred to as Operating locations. The registered address can be one of the operating locations or all. The registered address will appear on the DIFC issued license.</p> <p>This request allows the entity to :</p> <ul style="list-style-type: none"> - Update (add or remove) operating locations in case the entity has multiple locations. - Select one of the operating locations as its registered address that will appear on its DIFC issued license. <p>If the entity has leased a new office space with a third party owner (Not DIFC investments Ltd), the lease must be registered with the DIFC to be recorded on the portal as a new operating location. To register the lease, please go to property services on the portal and click on Lease registration. For more details, please click here.</p>	
Required documents	
<ul style="list-style-type: none"> • In case of sharing an office, a copy of an NOC for sharing space issued by the DIFC business development department is required. Please contact your business development relationship manager to assist you. • If the entity is conducting business activities that require other government authorities' approval such as Legal Affairs Department, DHA, KHDA...etc., the updated licenses issued by the relevant authority is required. For the list of business activities that require third party approval, please click here. 	
Time frame for filing	
Within 30 days of the amendment date.	
Fees	
Nil	
Time Frame	Applicability
1 working days	All registered entities

5.2.6 Update Ultimate Beneficial Owners (UBOs)

Description
<p>As per the DIFC Ultimate Beneficial Ownership (UBO) Regulations, any amendments to the UBOs of a DIFC registered entity must be filed with the RoC within 30 days.</p> <p>Please note that the details of the UBOs filed with the RoC will be deleted and will not be available on the portal once the request is approved. DIFC does not maintain a register of UBOs.</p> <p>Please note the types of UBOs for different legal structures:</p> <p>For a Company (public, private, recognised) In relation to a company, the UBO is any individual that owns or controls (directly or indirectly):</p>

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- (i) Shares or other Ownership Interests in the Registered Person of at least 25%
 - (ii) voting rights in the Registered Person of at least 25% or
 - (iii) the right to appoint or remove the majority of the Directors of the Registered Person
- If no natural person is identified as an UBO of a Registered Person under the above, any natural person upon whose instructions the Registered Person or its Governing Body is required or is accustomed to act, shall be an UBO. If there is no UBO of a Registered Person under the above, each:
- (a) natural person that is a member of its Governing Body; and
 - (b) Ultimate Beneficial Owner of a body corporate member of its Governing Body, shall be deemed to be an Ultimate Beneficial Owner of the Registered Person.

For a Partnership:

In relation to a partnership, any individual that has the legal right to exercise, or actually exercises, significant control or influence over the activities of the partnership.

If no natural person is identified as an UBO of a Registered Person under the above, any natural person upon whose instructions the Registered Person or its Governing Body is required or is accustomed to act, shall be an UBO. If there is no UBO of a Registered Person under the above, each:

- (a) natural person that is a member of its Governing Body; and
- (b) Ultimate Beneficial Owner of a body corporate member of its Governing Body, shall be deemed to be an Ultimate Beneficial Owner of the Registered Person.

For a Foundation or an NPIO:

In relation to a foundation or a Non-Profit Incorporated Organisation, a UBO is any individual that has the legal right to exercise, or actually exercises, significant control or influence over the activities of the Governing Body, person or other arrangement administering the property or carrying out the objects of the foundation or the Non-Profit Incorporated Organisation.

If no natural person is identified as an UBO of a Registered Person under the above, any natural person upon whose instructions the Registered Person or its Governing Body is required or is accustomed to act, shall be an UBO. If there is no UBO of a Registered Person under the above, each:

- (a) natural person that is a member of its Governing Body; and
- (b) Ultimate Beneficial Owner of a body corporate member of its Governing Body, shall be deemed to be an Ultimate Beneficial Owner of the Registered Person.

Required documents	
None	
Time frame for filing	
Within 30 days of the amendment.	
Fees	
Nil	
Time Frame	Applicability
3 working days	All registered entities

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5.2.7 Request for Exemption from DIFC UBO Regulations

Description	
<p>DIFC Registered entities may request for exemption from the requirements of the DIFC Ultimate Beneficial Ownership Regulations. Please note that DIFC registered entities that fall within one of the categories below is eligible for the exemption:</p> <ul style="list-style-type: none"> • The entity has its securities listed or traded on a Recognised Exchange. A document or extract from the public register of the exchange is required to evidence the listing. For more details on recognized exchanges, please click here. • The entity is regulated by a Recognised Financial Services Regulator. An extract from the public register or a license issued by the regulator is required. For more details on recognized financial services regulators, please click here. • The entity is wholly owned by a government or government agency of a Relevant Jurisdiction. For more details on relevant jurisdictions, please click here. • The entity is established under a law of the United Arab Emirates to perform governmental functions 	
Required documents	
<ul style="list-style-type: none"> • Copy of Evidence: Please provide evidence that the entity is listed or is regulated by a recognised jurisdiction or is a government entity. 	
Time frame for filing	
As and when applicable	
Fees	
Nil	
Time Frame	Applicability
1 working day	All registered entities

5.2.8 Appoint a DEWS authorised signatory to sign DEWS deed of participation

Description	
<p>DEWS is DIFC employee workplace savings plan which is a defined contribution plan that is mandatory for all employees working in the DIFC. For more details, please click here.</p> <p>DIFC Registered entities must appoint one of its listed authorised signatories to execute the Deed of Participation to enroll employee into the DIFC Workplace Savings Plan (DEWS). This is only required for entities that have employees falling within the scope of the saving scheme.</p>	
Required documents	
None	
Time frame for filing	
As and when applicable	
Fees	
Nil	
Time Frame	Applicability
1 working day	All registered entities

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5.2.9 Update Financial Year End

Description	
If a DIFC registered entity wishes to amend its financial year end, it must file a request with the RoC.	
Required documents	
<ul style="list-style-type: none"> A scanned copy of a board resolution or any document of a similar effect. Resolution validity should not exceed six months from date of submission on the portal. 	
Time frame for filing	
Within 30 days of the resolution date.	
Fees	
Nil	
Time Frame	Applicability
1 working day	All entities

5.2.10 Update location of records and registers

Description	
<p>A DIFC registered entity may maintain its own records and registers in a place other than its registered address in the DIFC. DIFC registered entities must notify the RoC of any changes made to the location of records and registers.</p> <p>The specified location can be:</p> <ul style="list-style-type: none"> The entity's registered address. Any of its existing operating locations (if the entity has more than one operating location) in DIFC. Any other location outside the DIFC (if the location is outside DIFC, the entity must maintain a copy of its registers at its DIFC registered address). 	
Required documents	
<ul style="list-style-type: none"> A scanned copy of a board resolution or any document of a similar effect approving the place to keep records and registers. Resolution validity should not exceed six months from date of submission on the portal. 	
Time frame for filing	
Within 30 days of the resolution date.	
Fees	
Nil	
Time Frame	Applicability
1 working day	All registered entities

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5.2.11 Notification of Personal Data Operations

Description	
The Commissioner of Data Protection must be notified when an entity amends the manner of processing data or wishes to update the details of its data contact or controller.	
Required documents	
<ul style="list-style-type: none"> If the entity is transferring data to an inadequate jurisdiction or is processing personal sensitive data, certain documents may be required. For further details, please refer to the Data Protection Guidance. 	
Time frame for filing	
Within 14 days of any amendment.	
Fees	
Nil	
Time Frame	Applicability
1 working day	All registered entities

Filings required for Companies only

5.2.12 Update stakeholders

Description	
<p>The RoC must be informed when amendments are made to the Company stakeholders such as:</p> <ul style="list-style-type: none"> Directors Company secretary Authorised signatories CEO or person holding a similar position in the DIFC registered entity. Approved person (Applicable to recognised companies only) Foreign company shareholders (Applicable to recognised companies only) 	
Required documents	
<p>Authorised Signatory:</p> <ul style="list-style-type: none"> To add: <ul style="list-style-type: none"> Passport copy of the newly appointed signatory. A board resolution appointing the individual as authorised signatory. If the entity is conducting a business activity that requires approval from Dubai Legal Affairs Department, Knowledge and Human Development Authority, Dubai Health Authority, Roads and Transport Authority or Emirates Post Authority, then an approval on NoC from the Government Authority is required. To remove: <ul style="list-style-type: none"> A copy of board resolution approving the removal of signatory or a resignation letter. If the entity is conducting a business activity that requires approval from Dubai Legal Affairs Department, Knowledge and Human Development Authority, Dubai Health Authority, Roads and Transport Authority or Emirates Post Authority, then an approval on NoC from the Government Authority is required. 	

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- To update:
 - Passport copy of the signatory if the passport details are updated.
 - Evidence of change of name if the name has changed such as a copy of a certificate issued by the embassy.
 - If the individual stakeholder is a stakeholder in other entities in the DIFC, the portal may ask for a signed declaration generated by the portal to confirm that the stakeholder has consented to the portal user to update his/her details.

CEO:

- To add:
 - Passport copy of the newly appointed CEO or person holding a similar position in the DIFC registered entity.
- To update:
 - Passport copy of the CEO if the passport details are updated.
 - If the individual stakeholder is a stakeholder in other entities in the DIFC, the portal may ask for a signed declaration generated by the portal to confirm that the stakeholder has consented to the portal user to update his/her details.

Director:

- To add:
 - A certified passport copy of the new director if the director is an individual.
 - Certificate of incorporation or a document of similar effect if the director is a body corporate.
 - An ordinary shareholder resolution approving the amendments made. Resolution validity should not exceed six months from date of submission on the portal and should mention clearly the capacity to be added.
 - Signed director declaration. This document is generated by the portal under the documents section.
- To remove:
 - An ordinary shareholder resolution approving the amendments made. Resolution validity should not exceed six months from date of submission on the portal and should mention clearly the capacity to be removed Or a copy of a resignation letter.
- To update:
 - Passport copy of the director if the passport details are updated.
 - Evidence of change of name if the director's name has changed such as a copy of a certificate issued by the embassy for individuals or certificate of name change for body corporates.
 - If the individual stakeholder is a stakeholder in other entities in the DIFC, the portal may ask for a signed declaration generated by the portal to confirm that the stakeholder has consented to the portal user to update his/her details.

Company Secretary:

- To add:

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- A certified passport copy of the new company secretary if the company secretary is an individual.
- Certificate of incorporation or a document of similar effect if the company secretary is a body corporate.
- A board resolution approving the amendments made. Resolution validity should not exceed six months from date of submission on the portal and should clearly mention the capacity to be added.
- To remove:
 - A board resolution approving the amendments made. Resolution validity should not exceed six months from date of submission on the portal and should mention clearly the capacity to be removed Or a copy of a resignation letter.
- To update:
 - Passport copy of the company secretary if the passport details are updated.
 - Evidence of change of name if the company secretary's name has changed such as a copy of a certificate issued by the embassy for individuals or certificate of name change for body corporates.

If the individual stakeholder is a stakeholder in other entities in the DIFC, the portal may ask for a signed declaration generated by the portal to confirm that the stakeholder has consented to the portal user to update his/her details.

Approver Person (applicable to recognised companies only):

- To add:
 - A certified passport copy of the newly appointed approved person.
 - A board resolution approving the amendments made. Resolution validity should not exceed six months from date of submission on the portal and should clearly mention the capacity to be added.
- To remove:
 - A board resolution approving the amendments made. Resolution validity should not exceed six months from date of submission on the portal and should mention clearly the capacity to be removed Or a copy of a resignation letter.
- To update:
 - Passport copy of the approved person if the passport details are updated.
 - Evidence of change of name if the approved person's name has changed such as a copy of a certificate issued by the embassy.
 - If the individual stakeholder is a stakeholder in other entities in the DIFC, the portal may ask for a signed declaration generated by the portal to confirm that the stakeholder has consented to the portal user to update his/her details.

Foreign Company Shareholders (applicable to recognised companies only):

- To add:
 - Passport copy of the newly added shareholder if an individual. Certificate of incorporation or similar document if a body corporate.

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<ul style="list-style-type: none"> <ul style="list-style-type: none"> ▪ Certificate of incumbency or a similar document to evidence the change in ownership of the foreign entity. ○ To remove: <ul style="list-style-type: none"> ▪ Certificate of incumbency or a similar document to evidence the change in ownership of the foreign entity, ○ To update: <ul style="list-style-type: none"> ▪ Passport copy of the shareholder if the passport details are updated. ▪ Evidence of change of name if the shareholder’s name has changed such as a copy of a certificate issued by the embassy for individuals or certificate of name change for body corporates. ▪ If the individual stakeholder is a stakeholder in other entities in the DIFC, the portal may ask for a signed declaration generated by the portal to confirm that the stakeholder has consented to the portal user to update his/her details. 	
Time frame for filing	
Within 30 days of the amendment date.	
Fees	
Nil	
Time Frame	Applicability
1 working day	Private Company Public Company Recognised Company

5.2.13 Update the details of Shareholders

Description	
The RoC must be informed when an amendment is made to the details of the existing shareholders of a Company registered in DIFC. This service request is not to change the existing shareholders of the Company for which a separate request of Sale/Transfer of shares or Allotment of shares must be submitted	
Required documents	
<ul style="list-style-type: none"> ● Update Details: <ul style="list-style-type: none"> ○ A copy of the new passport is required. ○ In case of updating the name of the Shareholder, evidence of name change is required such as a copy of a certificate issued by the embassy. ○ In case of updating the name of a body corporate Shareholder, a copy of the certificate of name change is required. ○ If only address details are updated, no further documents are required. 	
Time frame for filing	
Within 30 days of the amendment date.	
Fees	
Nil	
Time Frame	Applicability
1 working day	Private Company Public Company

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5.2.14 Notice of Amendment of Articles of Association

Description	
The RoC must be informed when a Company resolves to amend its Articles of Association.	
Required documents	
<ul style="list-style-type: none"> • A draft of the amended articles of association with tracked changes in a word document format. • If the articles are not in the standard format, a statement of compliance signed by at least one director is required. The statement of compliance will be auto generated by the DIFC portal for the entity to sign. • A copy of a special shareholder resolution approving the amendments made to the articles of association signed by the shareholders. • A copy of the amended articles of association duly signed by the shareholders or authorised individuals as per the resolution. 	
Time frame for filing	
Within 30 days of the resolution date.	
Fees	
Nil	
Time Frame	Applicability
1 working day	Private Company Public Company

5.2.15 File Shareholder Holding Shares on Trust

Description	
The RoC must be informed of the details of the beneficial owner where shares are held on trust by a nominee shareholder	
Required documents	
None	
Time frame for filing	
Within 30 days of the nominee shareholder being appointed as the Shareholder of the Company	
Fees	
Nil	
Time Frame	Applicability
1 working day	Private Company Public Company

5.2.16 Update Details, Add or Remove Nominee Director

Description
The RoC must be informed of the details of the person for whom the nominee director is a nominee.

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A Nominee Director is a person who is under an obligation to act on the direction of another person. For example: the person recorded as a director will be a nominee director where they have been appointed by another individual, who actually acts as a director of the DIFC entity.	
Required documents	
None	
Time frame for filing	
Within 30 days of the date of incorporation or registration of the Company; or the nominee director becoming a nominee.	
Fees	
Nil	
Time Frame	Applicability
1 working day	Private Company Public Company

5.2.17 Filing of Special Resolution

Description	
DIFC Registered Companies must file special resolutions or any other agreement or document (e.g. memorandum) as per Article 19 of the DIFC Companies Law, Law No. 5 of 2018. Filing of a special resolution is only required for special resolutions required under the Companies Law and Regulations or the Articles of Association of the Company. Special resolutions passed for the day-to-day operations of the Company do not require filing with the RoC. Any confidential information contained in the special resolution can be redacted if required.	
Required documents	
<ul style="list-style-type: none"> A copy of the special resolution, or any other agreement or document related to a special resolution as required to be filed with the RoC under Article 19 of DIFC Companies Law . 	
Time frame for filing	
Within 30 days of the date of passing the resolution	
Fees	
Nil	
Time Frame	Applicability
2 working days	Private Company Public Company

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5.2.18 Update Share Capital

This section lists all the types of corporate actions related to amendments to the share capital of a Company incorporated in the DIFC.

If an amendment to share capital has resulted in a new Ultimate Beneficial Owner (UBO) or removal of an existing UBO as per the DIFC Ultimate Beneficial Ownership (UBO) Regulations, a separate request must be filed for updating the UBO details on the portal.

5.2.18.1 Allotment of Shares

Description	
<p>The RoC must be notified when a DIFC registered Company resolves to increase its share capital by allotting additional shares. The new shares can be allotted to an existing or a new shareholder.</p> <p>If the allotment of shares has resulted in a new Ultimate Beneficial Owner (UBO) or removal of an existing UBO as per the DIFC Ultimate Beneficial Ownership (UBO) Regulations, a separate request must be filed for updating the UBO details on the portal.</p>	
Required documents	
<ul style="list-style-type: none"> • An ordinary Shareholder resolution signed by Shareholders confirming the allotment. Resolution validity should not exceed six months from date of submission on the portal. • For non-cash consideration a copy of evidence is required in compliance with article 37 and 38 of DIFC Companies Law no. 5 of 2018. • In case of adding a new shareholder, the following is required: <ul style="list-style-type: none"> ○ If the shareholder is a body corporate, a copy of a certified certificate of incorporation or a document of a similar effect is required. If the shareholder is an individual, a certified passport copy is required. Passport copies can be certified by Law Firms, Corporate Service Providers or other authorised bodies as per the DIFC Certification Policy. You may also visit DIFC Services to have your original documents certified. ○ Individual Shareholders from high risk or sanctioned countries will be requested to upload a recent 3-month bank statement and provide details on the source and origin of funds ○ Body Corporate Shareholders from high risk or sanctioned jurisdictions must upload recent audited financials for the past 2 years and provide details on the source and origin of funds ○ If the entity is undertaking activities that require other government authorities approvals such as Legal Affairs Department, Dubai Health Authority, KHDA..etc., a copy of a no objection letter issued by the relevant authority is required. 	
Time frame for filing	
Within 30 days of the amendment.	
Fees	
Nil	
Time Frame	Applicability
1 working day	Private Company Public Company

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5.2.18.2 Consolidate or subdivide shares

Description	
The RoC must be informed when a company resolves to consolidate and divide or sub divides all or any of its shares into shares of larger/smaller share value than the existing share value.	
Required documents	
<ul style="list-style-type: none"> An ordinary resolution signed by the shareholders approving consolidation/division of shares. Resolution validity should not exceed six months from date of submission on the portal. 	
Time frame for filing	
Within 30 days of the amendment.	
Fees	
Nil	
Time Frame	Applicability
1 working day	Private Company Public Company

5.2.18.3 Purchase of own shares

Description	
The RoC must be informed when a company resolves to purchase its own shares (including redeemable shares). A Company may not purchase its shares if as a result of the purchase: <ul style="list-style-type: none"> There would no longer be a Shareholder of the Company holding shares. Such shares are not fully paid; or The Company would be in contravention of any applicable minimum capital requirement 	
Required documents	
<ul style="list-style-type: none"> A resolution signed by the Shareholders approving the purchase of own shares as per the below: <ul style="list-style-type: none"> A special resolution if it's an off-market purchase (not made on a regulated market) An ordinary resolution it's a market purchase (Public company on a regulated market). Resolution validity should not exceed six months from date of submission on the portal. 	
Time frame for filing	
Within 30 days of the resolution date.	
Fees	
Nil	
Time Frame	Applicability
1 working day	Private Company Public Company

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5.2.18.4 Redemption of issued shares

Description	
<p>The RoC must be informed when a company resolves to redeem redeemable shares, if it's authorised to do so by its articles. Redeemable shares must be paid up fully. A Company shall not redeem its shares if, as a result of the redemption:</p> <ul style="list-style-type: none"> • There would no longer be a Shareholder of the Company holding shares other than redeemable Shares; or • The Company would be in contravention of any applicable minimum capital requirements 	
Required documents	
<ul style="list-style-type: none"> • A copy of a special resolution signed by the Shareholders approving the redemption of shares. Resolution validity should not exceed six months from date of submission on the portal. • Directors' certificate as per article 52 (4) of the DIFC Companies Law, Low No. 5 of 2018 signed by all Directors. The certificate must confirm the below: <ul style="list-style-type: none"> ○ that, immediately following the date on which the payment for the redemption is proposed to be made, the Company will be able to discharge its liabilities as they fall due; ○ that, having regard to: (i) the prospects of the Company and to the intentions of the Directors with regard to the management of the Company's business; and (ii) the amount and character of the financial resources that will, be available to the Company, the Company will be able to: <ul style="list-style-type: none"> ▪ continue to carry on its business; and ▪ discharge its liabilities as they fall due, <p>Until the expiry of the period of twelve (12) months immediately following the date on which the payment for the redemption is proposed to be made.</p> <p>For a standard template of the certificate, please click here.</p> 	
Time frame for filing	
Within 30 days of the resolution date.	
Fees	
Nil	
Time Frame	Applicability
1 working day	Private Company Public Company

5.2.18.5 Reduction of issued shares

Description	
<p>The RoC must be informed when a company resolves to reduce its paid up capital. A Company shall not reduce its share capital under if:</p> <ul style="list-style-type: none"> • its Articles of Association contain any prohibition or restriction relating to capital reduction; • As a result of the reduction, there would no longer be any Shareholder of the Company other than holders of redeemable Shares; or • In the case of a Public Company, its share capital falls below the minimum share capital Required. 	
Required documents	

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<ul style="list-style-type: none"> • A special resolution signed by the Shareholders. Resolution validity should not exceed six months from date of submission on the portal. • Solvency statement signed by each Director of the Company as per article 57(2) of DIFC Companies Law, Law No. 5 of 2018. • Copy of a notice published in the appointed newspaper and have the following conditions: <ul style="list-style-type: none"> ○ Notice should be published at a date not more than 30 days and not less than 15 days before the date of which reduction took effect ○ Notice should state the amount of the share capital as last previously determined by the company, the amount of each share, the amount to which the share capital is to be reduced, and the date from which the reduction is to have effect. 	
Time frame for filing	
Within 30 days of the resolution date.	
Fees	
Nil	
Time Frame	Applicability
1 working day	Private Company Public Company

5.2.18.6 Sale/Transfer of Shares

Description
<p>The RoC must be notified when a Company resolves to transfer or sell its shares to new Shareholders or existing Shareholders.</p> <p>If the sale or transfer of shares has resulted in a new Ultimate Beneficial Owner (UBO) or removal of an existing UBO as per the DIFC Ultimate Beneficial Ownership (UBO) Regulations, a separate request must be filed for updating the UBO details on the portal.</p>
Required documents
<ul style="list-style-type: none"> • A copy of a board resolution signed by the relevant majority of Directors of the Company approving the sale or transfer of shares. Resolution validity should not exceed six months from date of submission on the portal. • Evidence of the sale and purchase or the transfer such as acceptance letter from the buyer acknowledging the sale or transfer; or sale and purchase agreement signed by both the seller and buyer • In case of selling or transferring to a new Shareholder: <ul style="list-style-type: none"> ○ A certified copy of the passport of the new Shareholder if an individual/ a certified copy of the certificate of incorporation or a document of a similar effect if a body corporate. Passport copies can be certified by Law Firms, Corporate Service Providers or other authorised bodies as per the DIFC Certification Policy. ○ Individual Shareholders from high risk or sanctioned countries will be requested to upload a recent 3-month bank statement and provide details on the source and origin of funds ○ Body Corporate Shareholders from high risk or sanctioned jurisdictions must upload recent audited financials for the past 2 years and provide details on the source and origin of funds

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<ul style="list-style-type: none"> ○ If the entity is a regulated entity, and the sale/transfer will result in change of control, consent from DFSA is required. ○ If the entity is undertaking activities that require other government authorities approvals such as Legal Affairs Department, Dubai Health Authority, KHDA..etc., a copy of a no objection letter issued by the relevant authority is required. 	
Time frame for filing	
Within 30 days of the resolution date.	
Fees	
Nil	
Time Frame	Applicability
1 working day	Private Company Public Company

5.2.18.7 Update Nominal Value and / or Class

Description	
The RoC must be notified when a Company resolves to amend the nominal value or classes of its existing shares or add new classes of shares. The total issued share capital should not be reduced as a result of changing the nominal value as this will trigger reduction of shares.	
Required documents	
<ul style="list-style-type: none"> • A copy of a special resolution signed by the Shareholders approving the amendments. Resolution validity should not exceed six months from date of submission on the portal. 	
Time frame for filing	
Within 30 days of the resolution date.	
Fees	
Nil	
Time Frame	Applicability
1 working day	Private Company Public Company

Filings required for Partnerships

5.2.19 Update Stakeholders (for general or limited partnerships)

Description	
The RoC must be informed when amendments are made to the stakeholders of a general or limited partnership which includes: <ul style="list-style-type: none"> • General or Limited partners • Authorised signatories • CEO or person holding a similar position in the DIFC registered entity. • Approved person (applicable to recognized general and limited partnerships) <p>If adding or removing a partner has resulted in a new Ultimate Beneficial Owner (UBO) or removal of an existing UBO as per the DIFC Ultimate Beneficial Ownership (UBO) Regulations, a separate request must be filed for updating UBOs on the portal.</p>	
Required documents	
Authorised Signatory:	

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- To add:
 - Passport copy of the newly appointed signatory.
 - Partners' approval approving the amendments made. The uploaded document must clearly mention the capacity to be added. Approval validity should not exceed six months from date of submission on the portal.
 - If the entity is conducting a business activity that requires approval from Dubai Legal Affairs Department, Knowledge and Human Development Authority, Dubai Health Authority, Roads and Transport Authority or Emirates Post Authority, then an approval on NoC from the Government Authority is required.
- To remove:
 - Partners' approval approving the amendments made. The uploaded document must clearly mention the capacity to be removed. Approval validity should not exceed six months from date of submission on the portal or a resignation letter.
 - If the entity is conducting a business activity that requires approval from Dubai Legal Affairs Department, Knowledge and Human Development Authority, Dubai Health Authority, Roads and Transport Authority or Emirates Post Authority, then an approval on NoC from the Government Authority is required.
- To update:
 - Passport copy of the signatory if the passport details are updated.
 - Evidence of change of name if the name has changed such as a copy of a certificate issued by the embassy.
 - If the individual stakeholder is a stakeholder in other entities in the DIFC, the portal may ask for a signed declaration generated by the portal to confirm that the stakeholder has consented to the portal user to update his/her details.

CEO:

- To add:
 - Passport copy of the newly appointed CEO or person holding a similar position in the DIFC registered entity.
- To update:
 - Passport copy of the CEO if the passport details are updated.
 - If the individual stakeholder is a stakeholder in other entities in the DIFC, the portal may ask for a signed declaration generated by the portal to confirm that the stakeholder has consented to the portal user to update his/her details.

General or Limited partners:

- To add:
 - A certified passport copy of the new general or limited partner if the partner is an individual.
 - Certificate of incorporation or a document of similar effect if the partner is a body corporate.

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- Partners approval for the amendments signed by the general partners. Approval validity should not exceed six months from date of submission on the portal and should mention clearly the capacity to be added.
 - To remove:
 - Partners approval for the amendments signed by the general partners. Approval validity should not exceed six months from date of submission on the portal and should mention clearly the capacity to be removed.
 - To update:
 - Passport copy of the partner if the passport details are updated.
 - Evidence of change of name if the partner's name has changed such as a copy of a certificate issued by the embassy for individuals or certificate of name change for body corporates.
 - If the individual stakeholder is a stakeholder in other entities in the DIFC, the portal may ask for a signed declaration generated by the portal to confirm that the stakeholder has consented to the portal user to update his/her details.
- Approved Person:
- To add:
 - A certified passport copy of the newly appointed approved person.
 - Partners approval for the amendments signed by the general partners. Approval validity should not exceed six months from date of submission on the portal and should mention clearly the capacity to be added.
 - To remove:
 - Partners approval for the amendments signed by the general partners. Approval validity should not exceed six months from date of submission on the portal and should mention clearly the capacity to be removed.
 - To update:
 - Passport copy of the approved person if the passport details are updated.
 - Evidence of change of name if the approved person's name has changed such as a copy of a certificate issued by the embassy.
 - If the individual stakeholder is a stakeholder in other entities in the DIFC, the portal may ask for a signed declaration generated by the portal to confirm that the stakeholder has consented to the portal user to update his/her details.

Time frame for filing	
Within 30 days of the amendment.	
Fees	
Nil	
Time Frame	Applicability
1 working day	General Partnership Recognised General Partnership Limited Partnership Recognised Limited Partnership

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5.2.20 Update Stakeholders (for limited liability partnerships)

Description
<p>The RoC must be informed when amendments are made to the stakeholders of a limited liability partnership which includes:</p> <ul style="list-style-type: none"> • Members • Authorised signatories • CEO or person holding a similar position in the DIFC registered entity. • Approved person (applicable to recognized general and limited partnerships) <p>If adding or removing a member has resulted in a new Ultimate Beneficial Owner (UBO) or removal of an existing UBO as per the DIFC Ultimate Beneficial Ownership (UBO) Regulations, a separate request must be filed for updating UBOs on the portal.</p>
Required documents
<p>Authorised Signatory:</p> <ul style="list-style-type: none"> ○ To add: <ul style="list-style-type: none"> ▪ Passport copy of the newly appointed signatory. ▪ Members' approval approving the amendments signed by a designated member. The uploaded document must clearly mention the capacity to be added. Approval validity should not exceed six months from date of submission on the portal. ▪ If the entity is conducting a business activity that requires approval from Dubai Legal Affairs Department, Knowledge and Human Development Authority, Dubai Health Authority, Roads and Transport Authority or Emirates Post Authority, then an approval on NoC from the Government Authority is required. ○ To remove: <ul style="list-style-type: none"> ▪ Members' approval approving the amendments signed by a designated member. The uploaded document must clearly mention the capacity to be removed. Approval validity should not exceed six months from date of submission on the portal Or a resignation letter. ▪ If the entity is conducting a business activity that requires approval from Dubai Legal Affairs Department, Knowledge and Human Development Authority, Dubai Health Authority, Roads and Transport Authority or Emirates Post Authority, then an approval on NoC from the Government Authority is required. ○ To update: <ul style="list-style-type: none"> ▪ Passport copy of the signatory if the passport details are updated. ▪ Evidence of change of name if the name has changed such as a copy of a certificate issued by the embassy. ▪ If the individual stakeholder is a stakeholder in other entities in the DIFC, the portal may ask for a signed declaration generated by the portal to confirm that the stakeholder has consented to the portal user to update his/her details.

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CEO:

- To add:
 - Passport copy of the newly appointed CEO or person holding a similar position in the DIFC registered entity.
- To update:
 - Passport copy of the CEO if the passport details are updated.
 - If the individual stakeholder is a stakeholder in other entities in the DIFC, the portal may ask for a signed declaration generated by the portal to confirm that the stakeholder has consented to the portal user to update his/her details.

Designated or non-designated member:

- To add:
 - A certified passport copy of the new member if the member is an individual.
 - Certificate of incorporation or a document of similar effect if the member is a body corporate.
 - Members approval for the amendments signed by a designated member. Approval validity should not exceed six months from date of submission on the portal and should mention clearly the capacity to be added.
- To remove:
 - Members approval for the amendments signed by designated members. Approval validity should not exceed six months from date of submission on the portal and should mention clearly the capacity to be removed.
- To update:
 - Passport copy of the partner if the passport details are updated.
 - Evidence of change of name if the members's name has changed such as a copy of a certificate issued by the embassy for individuals or certificate of name change for body corporates.
 - If the individual stakeholder is a stakeholder in other entities in the DIFC, the portal may ask for a signed declaration generated by the portal to confirm that the stakeholder has consented to the portal user to update his/her details.

Approved Person (applicable to recognized limited liability partnership):

- To add:
 - A certified passport copy of the newly appointed approved person.
 - Members approval for the amendments signed by a designated member. Approval validity should not exceed six months from date of submission on the portal and should clearly mention the capacity to be added.
- To remove:
 - Members approval for the amendments signed by a designated member. Approval validity should not exceed six months from date of submission on the portal and should mention clearly the capacity to be removed.
- To update:
 - Passport copy of the approved person if the passport details are updated.
 - Evidence of change of name if the approved person's name has changed such as a copy of a certificate issued by the embassy.

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<ul style="list-style-type: none"> If the individual stakeholder is a stakeholder in other entities in the DIFC, the portal may ask for a signed declaration generated by the portal to confirm that the stakeholder has consented to the portal user to update his/her details. 	
Time frame for filing	
Within 30 days of the amendment.	
Fees	
Nil	
Time Frame	Applicability
1 working day	Limited Liability Partnership Recognised Limited Liability Partnership

5.2.21 Notice of Amendment of Partnership Agreement

Description	
The RoC must be notified when amendments are made to a Partnership Agreement.	
Required documents	
<ul style="list-style-type: none"> A copy of the signed amended Partnership Agreement signed by the partners or members. 	
Time frame for filing	
Within 30 days of the amendment.	
Fees	
Nil	
Time Frame	Applicability
1 working day	General Partnership Limited Partnership Limited Liability Partnership

Filings required for Non Profit Incorporated Organisations (NPIO)

5.2.22 Update Stakeholders

Description	
<p>The RoC must be notified when amendments are made to the stakeholders of an NPIO which includes:</p> <ul style="list-style-type: none"> Founding Members Authorised signatories Secretary CEO or person holding a similar position in the DIFC registered entity. <p>If adding or removing Founding Members has resulted in a new Ultimate Beneficial Owner (UBO) or removal of an existing UBO as per the DIFC Ultimate Beneficial Ownership (UBO) Regulations, a separate request must be filed for updating the UBO details on the portal.</p>	
Required documents	
Authorised Signatory:	

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- To add:
 - Passport copy of the newly appointed signatory.
 - Founding members resolution approving the amendments. The uploaded document must clearly mention the capacity to be added. Approval validity should not exceed six months from date of submission on the portal.
- To remove:
 - Founding members resolution approving the amendments. The uploaded document must clearly mention the capacity to be removed. Approval validity should not exceed six months from date of submission on the portal or a resignation letter.
- To update:
 - Passport copy of the signatory if the passport details are updated.
 - Evidence of change of name if the name has changed such as a copy of a certificate issued by the embassy.
 - If the individual stakeholder is a stakeholder in other entities in the DIFC, the portal may ask for a signed declaration generated by the portal to confirm that the stakeholder has consented to the portal user to update his/her details.

CEO:

- To add:
 - Passport copy of the newly appointed CEO or person holding a similar position in the DIFC registered entity.
- To update:
 - Passport copy of the CEO if the passport details are updated.
 - If the individual stakeholder is a stakeholder in other entities in the DIFC, the portal may ask for a signed declaration generated by the portal to confirm that the stakeholder has consented to the portal user to update his/her details.

Founding members:

- To add:
 - A certified passport copy of the new founding member if the founding member is an individual.
 - Certificate of incorporation or a document of similar effect if the founding member is a body corporate.
 - Founding members resolution approving the amendments. Approval validity should not exceed six months from date of submission on the portal and should mention clearly the capacity to be added.
- To remove:
 - Founding members resolution approving the amendments. Approval validity should not exceed six months from date of submission on the portal and should mention clearly the capacity to be removed.
- To update:
 - Passport copy of the founding member if the passport details are updated.

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- Evidence of change of name if the founding members's name has changed such as a copy of a certificate issued by the embassy for individuals or certificate of name change for body corporates.
 - If the individual stakeholder is a stakeholder in other entities in the DIFC, the portal may ask for a signed declaration generated by the portal to confirm that the stakeholder has consented to the portal user to update his/her details.
- Secretary:
- To add:
 - A certified passport copy of the new secretary if the secretary is an individual.
 - Certificate of incorporation or a document of similar effect if the secretary is a body corporate.
 - Founding members resolution approving the amendments. Approval validity should not exceed six months from date of submission on the portal and should mention clearly the capacity to be added.
 - To remove:
 - Founding members resolution approving the amendments. Approval validity should not exceed six months from date of submission on the portal and should mention clearly the capacity to be removed.
 - To update:
 - Passport copy of the secretary if the passport details are updated.
 - Evidence of change of name if the secretary 's name has changed such as a copy of a certificate issued by the embassy for individuals or certificate of name change for body corporates.
If the individual stakeholder is a stakeholder in other entities in the DIFC, the portal may ask for a signed declaration generated by the portal to confirm that the stakeholder has consented to the portal user to update his/her details.

Time frame for filing	
Within 30 days of the amendment.	
Fees	
Nil	
Time Frame	Applicability
1 working day	Non Profit Incorporated Organisation (NPIO)

5.2.23 Notice of Amendment of Charter of Organisation

Description
The RoC must be notified when amendments are made to the Charter of Organisation of an NPIO.
Required documents
<ul style="list-style-type: none"> • A special resolution by the founding members approving the amendments made to the charter of organisation. • A copy of the amended charter of organisation duly signed by the founding members.

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A legal opinion stating the proposed amendments and confirming the amended charter of organisation complies with the Law.	
Time frame for filing	
Within 30 days of the amendment.	
Fees	
Nil	
Time Frame	Applicability
1 working day	Non Profit Incorporated Organisation (NPIO)

Filings required for Foundations

5.2.24 Update Stakeholders

Description
<p>The RoC must be notified when amendments are made to the stakeholders of a Foundation such which includes:</p> <ul style="list-style-type: none"> • Founders • Council members • Guardians • Authorised signatories • CEO or person holding a similar position in the DIFC registered entity. <p>If adding or removing Founders has resulted in a new Ultimate Beneficial Owner (UBO) or removal of an existing UBO as per the DIFC Ultimate Beneficial Ownership (UBO) Regulations, a separate request must be filed for updating the UBO details on the portal.</p>
Required documents
<p>Authorised Signatory:</p> <ul style="list-style-type: none"> ○ To add: <ul style="list-style-type: none"> ▪ Passport copy of the newly appointed signatory. ▪ Council members resolution approving the amendments. The uploaded document must clearly mention the capacity to be added. Approval validity should not exceed six months from date of submission on the portal. ○ To remove: <ul style="list-style-type: none"> ▪ Council members resolution approving the amendments. The uploaded document must clearly mention the capacity to be removed. Approval validity should not exceed six months from date of submission on the portal or a resignation letter. ○ To update: <ul style="list-style-type: none"> ▪ Passport copy of the signatory if the passport details are updated. ▪ Evidence of change of name if the name has changed such as a copy of a certificate issued by the embassy. ▪ If the individual stakeholder is a stakeholder in other entities in the DIFC, the portal may ask for a signed declaration generated by the portal to confirm that the stakeholder has consented to the portal user to update his/her details.

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CEO:

- To add:
 - Passport copy of the newly appointed CEO or person holding a similar position in the DIFC registered entity.
- To update:
 - Passport copy of the CEO if the passport details are updated.
 - If the individual stakeholder is a stakeholder in other entities in the DIFC, the portal may ask for a signed declaration generated by the portal to confirm that the stakeholder has consented to the portal user to update his/her details.

Founders:

- To add:
 - A new founder cannot be added.
- To remove:
 - Court order.
- To update:
 - Passport copy of the founder if the passport details are updated.
 - Evidence of change of name if the founder's name has changed such as a copy of a certificate issued by the embassy for individuals or certificate of name change for body corporates.
 - If the individual stakeholder is a stakeholder in other entities in the DIFC, the portal may ask for a signed declaration generated by the portal to confirm that the stakeholder has consented to the portal user to update his/her details.

Council member:

- To add:
 - A certified passport copy of the appointed council member if the council member is an individual.
 - Certificate of incorporation or a document of similar effect if the council member is a body corporate.
 - Founders' resolution approving the amendments. Approval validity should not exceed six months from date of submission on the portal and should clearly mention the capacity to be added.
- To remove:
 - Founders' resolution approving the amendments. Approval validity should not exceed six months from date of submission on the portal and should clearly mention the capacity to be removed.
- To update:
 - Passport copy of the council member if the passport details are updated.
 - Evidence of change of name if the council member 's name has changed such as a copy of a certificate issued by the embassy for individuals or certificate of name change for body corporates.
 - If the individual stakeholder is a stakeholder in other entities in the DIFC, the portal may ask for a signed declaration generated by the portal to

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confirm that the stakeholder has consented to the portal user to update his/her details.

Guardians:

- To add:
 - A certified passport copy of the appointed guardian if the guardian is an individual.
 - Certificate of incorporation or a document of similar effect if the guardian is a body corporate.
 - Council members' resolution approving the amendments. Approval validity should not exceed six months from date of submission on the portal and should clearly mention the capacity to be added.
- To remove:
 - Council members' resolution approving the amendments. Approval validity should not exceed six months from date of submission on the portal and should mention clearly the capacity to be removed.
- To update:
 - Passport copy of the guardian if the passport details are updated.
 - Evidence of change of name if the guardian 's name has changed such as a copy of a certificate issued by the embassy for individuals or certificate of name change for body corporates.

If the individual stakeholder is a stakeholder in other entities in the DIFC, the portal may ask for a signed declaration generated by the portal to confirm that the stakeholder has consented to the portal user to update his/her details.

Approved Person:

- To add:
 - A certified passport copy of the newly appointed approved person.
 - Council members' resolution approving the amendments. Approval validity should not exceed six months from date of submission on the portal and should mention clearly the capacity to be added.
- To remove:
 - Council members' resolution approving the amendments. Approval validity should not exceed six months from date of submission on the portal and should mention clearly the capacity to be removed.
- To update:
 - Passport copy of the approved person if the passport details are updated.
 - Evidence of change of name if the approved person's name has changed such as a copy of a certificate issued by the embassy.
 - If the individual stakeholder is a stakeholder in other entities in the DIFC, the portal may ask for a signed declaration generated by the portal to confirm that the stakeholder has consented to the portal user to update his/her details.

Time frame for filing

Within 30 days of the amendment.

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Fees	
USD 100 per added, removed or updated stakeholder.	
Time Frame	Applicability
1 working day	Foundations

5.2.25 Update Registered Agent

Description	
The RoC must be notified when amendments are made to the Registered Agent of a Foundation such as adding a new Registered Agent or removing a Registered Agent. The Registered Agent must be registered in DIFC to conduct the activity of a Corporate Service Provider.	
Required documents	
<ul style="list-style-type: none"> • Removing a Registered Agent: <ul style="list-style-type: none"> ○ A copy of a resolution by the existing Founders approving removal of the Registered Agent. • Adding a Registered Agent: <ul style="list-style-type: none"> ○ A copy of a resolution appointing the Registered Agent signed by the existing Founders. Resolution validity should not exceed six months from date of submission on the portal. ○ A consent issued by the Registered Agent accepting the appointment. 	
Time frame for filing	
Within 30 days of the amendment.	
Fees	
USD 100	
Time Frame	Applicability
1 working day	Foundations

5.2.26 Amendment of the Foundation Charter and By Laws

Description	
The RoC must be notified when amendments are made to the Charter and By Laws of a Foundation only if such amendments are not filed with the Registered Agent of the Foundation.	
Required documents	
<ul style="list-style-type: none"> • A special resolution by the Founders approving the change to the Foundation Charter. Resolution validity should not exceed six months from date of submission on the portal. • A copy of the signed amended Foundation Charter and/or By-laws signed by the Founders. 	
Time frame for filing	
Within 30 days of the amendment.	
Fees	
USD 100	
Time Frame	Applicability
1 working day	Foundations

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6 Administrative services

DIFC Registry Services provides the following administrative services as prescribed in DIFC Laws and Regulations. The services below can be requested online through the DIFC client portal.

Service Name		Fees (USD)
Extract from the register	Providing an extract of information from the Public Register	100
	Providing an extract of any document	100
Witnessing of Signature	Witnessing of Signature	100
Attestation as true copy of an original document	Attestation as true copy of an original document	100
Certificates and NoCs	NOC to be a shareholder outside the DIFC	100
	NOC to open a branch / subsidiary of DIFC entity in outside DIFC jurisdiction	100
	Letter of good standing	100
	Certificate of Incumbency	100
	Zero Tax Certificate	100
Certificates and NoCs	NOC to register a Property with the Dubai Land Department	500
	NoC to open a bank account (applicable to NPIOs and foundations)	100
	NoC for bank account activation (applicable to NPIOs and foundations)	100
	Vehicle registration or cancellation	100
Other non-standard letters (upon request).	Other non-standard letters (upon request).	100
Liquidator confirmation letter	Liquidator confirmation letter	100

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