



**Non-Financial and Retail
Checklist
Recognised Liability
Partnership
(RLP)**

Guideline

Company Services

1. Recognised Liability Partnership (RLP)

To set up an entity as a Recognised Liability Partnership, the following conditions must be fulfilled:

- The RLP must be formed in a jurisdiction other than DIFC and must be registered with the registrar to carry on business in DIFC.
- The RLP must appoint at least 1 approved person to accept service of documents or notices on behalf of the Recognised Partnership
- The name of the RLP must be identical to its parent entity.

For more details about the legal structure of an RLP, refer to [DIFC Limited Partnership Law, Law No. 4 of 2006](#) and [Limited Partnership Regulations](#).

1.1. Initial Approval

Section Name	Description
Entity Structure	<p>Define the following:</p> <ol style="list-style-type: none"> 1. Your entity type. Select Non-Financial or Retail. 2. The business sector of your principal activity. 3. The details of your entity's establishment. Select Branch. 4. Your entity's legal structure. Select Partnership. 5. The type of partnership. Select Recognised Limited Liability Partnership (RLP). <p>Ensure that your selections are accurate as they will determine the rest of the steps and requirements.</p> <p>If you are not supported by a legal advisor, we highly recommend that you get in touch with our Business Development representative before choosing your legal structure.</p> <p>For more details on DIFC legal structures, click here or contact us on setup@difc.ae.</p>
Foreign Entity (In case of Branch)	Provide details of the foreign RLP that will be transferred to DIFC.
	<p>Document: Certificate of Incorporation</p> <p>Upload a certificate of incorporation or a similar document that is certified by the issuing authority. It must not be older than 6 months.</p>

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Business Activities	<p>Tell us about the RLP's business activities that will be conducted from DIFC. Ensure that you provide adequate details.</p> <p>Keep in mind that certain activities require approval from other Government Authorities. Refer to the list of non-financial activities and retail activities for more details.</p>
Entity Name	<p>Choose a name for the proposed RLP. The portal will allow you to search for a name and select up to 3 options. Confirm that your name is not similar to an existing entity.</p>
	<p>Document: Evidence of Consent <i>This document is required only if the name is identical to an existing entity.</i></p> <p>Upload evidence of relationship/consent if the proposed name is identical to the name of an existing entity in the UAE other than your affiliates or parent entity.</p>
Foreign Entity Partners	<p>Identify the Partners of the RLL. A minimum of 2 Partners are needed. A Partner can be an individual or a body corporate.</p> <p>If the RLP has more than 20 Partners, you can use an import option. Click the 'Import from CSV' link where you will be able to download a template. Update the template with your Partner details to add your 20+ Partners and then upload that file, making sure that it is not more than 10MB in size.</p> <p>You will need to certify the passport of each individual Partner. This can be done through our online certification process or by uploading each of their certified passports. Select 'Online Certification' if you prefer to avoid multiple uploads.</p>
	<p>Document: Certified Passport Copy of Each Partner <i>Passport copies of Partners are required only if they have not been certified online.</i></p> <p>Upload a clear, valid and certified passport copy of each individual Partner.</p>

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	<p>Ensure that the passport certification does not cover or hide the passport bio page. Passport certification can be done by DIFC Services, a corporate services provider, a law firm, or others as per the DIFC Certification Policy.</p>
	<p>Document: Certificate of Incorporation for Each Body Corporate Partners <i>This document is required if the body corporate is NOT a DIFC registered entity.</i></p> <p>Upload a certificate of incorporation or a similar document for body corporate shareholders that is certified by the issuing authority. If the certification is not electronic, it must not be older than 6 months.</p>
<p>Ultimate Beneficial Owners (UBOs)</p>	<p>Confirm if you will be submitting your RLP's UBO data in hard copy or on the portal. If the submission is made via the portal, you must add:</p> <ul style="list-style-type: none"> - Any natural person who exercise significant control or influence over the RLP (directly or indirectly) and is identified as a UBO as per the DIFC UBO regulations. - Any beneficial owner who exercise significant control or influence over the RLP (directly or indirectly) and is identified as an exempt entity as per the DIFC UBO Regulations.
<p>Affiliated Entities</p>	<p>Tell us about your affiliates registered in DIFC and/or other free zones in the UAE. In case you have an affiliate or affiliates established in DIFC that you would like to share office space with, indicate it in this step.</p> <p>Document: Letter of Consent If your RLP is sharing office space with another affiliated entity, upload a letter of consent for sharing office space issued by the affiliated entity in DIFC.</p>
<p>Background on Entity</p>	<p>Provide the following:</p> <ul style="list-style-type: none"> - An overview of the RLP that is being established in DIFC - The relevant market sector of the RLP - The reason for choosing DIFC - A brief history of the parent entity (if applicable)

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	<ul style="list-style-type: none"> - The bios of the ultimate beneficial owner(s) - The estimated number of employees during the first year of operation
	<p>Document(s): Group Ownership Structure and Organisational Chart <i>These documents are required if your activity is NOT a DNFBP.</i></p> <p>Upload a group ownership structure diagram and the organisational chart. This is not applicable if your activity is a Designated Non-Financial Business or a Profession (DNFBP). For more information on a DNFBP, click here.</p>
<p>Sources of Income</p>	<p>Tell us in detail about the sources of income and wealth of the individuals or body corporates who will be funding the RLP.</p> <p>In addition to telling us how these funds were acquired, provide information on the volume of wealth under which your RLP will be established.</p> <p>This step is not applicable if your activity is a Designated Non-Financial Business or a Profession (DNFBP). For more information on DNFBP, click here.</p>
	<p>Document: Bank Statements Upload a 3-month bank statement of the individual(s) who are funding the proposed RLP in DIFC.</p>
	<p>Document: Financial Statements Upload a 2-year financial statement if a body corporate(s) is funding the proposed RLP.</p>
<p>Compliance Procedures</p>	<p>Tell us about your business credit rating, compliance procedures, etc. This step is only applicable for certain activities.</p>
	<p>Document(s): Compliance Procedures <i>If you are a Designated Non-Financial Business or a Profession (DNFBP) this document is not applicable to you.</i></p> <p>Upload your anti money laundering (AML) policy and procedure depicting your guidelines, role of AML Officer, etc. This is not applicable if your activity is a Designated Non-Financial Business or a Profession (DNFBP). For more information on DNFBP, click here.</p>

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	<p>Document: Corporate Governance Structure <i>If you are a Designated Non-Financial Business or a Profession (DNFBP) this document is not applicable to you.</i></p> <p>Upload a corporate governance structure depicting the board and operational committees and their respective roles. This is not applicable if your activity is a Designated Non-Financial Business or a Profession (DNFBP). For more information on DNFBP, click here.</p>
Fit and Proper Questionnaire	<p>Complete the standard fit and proper questionnaire. Your answers will help determine whether or not your public company meets the requirements to operate in DIFC.</p>
Review and Submit	<p>Review the Initial Approval application prior to your submission. Upon submission, you will not be able to update any information until the application is returned by your relationship manager.</p>

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1.2. Register with DIFC

Section Name	Description
<p>Registered Address</p>	<p>Specify the location of records and registers. You are also required to add your operating location(s).</p> <p>If you are sharing office space with an affiliate, the registered address of the affiliated entity will appear.</p> <p>In case you will be operating from more than 1 unit, you may select 1 or more to be your registered address, provided that these units are located in the same building.</p> <p>Leased/subleased properties can be viewed only if the lease agreement is registered with the DIFC Registrar of Real Property.</p> <p>If your lease agreement is signed with DIFC Investments Ltd including the co-working space, the lease agreement will be registered automatically by the landlord.</p>
<p>Authorised Signatory</p>	<p>Identify the authorised signatory or signatories of the RLP. You can add a minimum of 1 signatory and a maximum of 10 signatories. Authorised signatories must be at least 18 years old.</p> <p>The names of listed authorised signatories will appear on the DIFC License.</p> <p>Document: Passport Copy of Each Signatory <i>The passport copy of each signatory is required only if it has not been certified online.</i></p> <p>Upload the passport copy of each authorised signatory.</p>
<p>Approved Person</p>	<p>Identify the approved person(s) of the RLP. You need to add a minimum of 1 approved person. Approved persons must be at least 18 years old.</p> <p>Document: Certified Passport Copy of Each Approved Person <i>The passport copy of each approved person is required only if it has not been certified online.</i></p> <p>Upload a clear, valid and certified passport copy of each</p>

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	<p>approved person.</p> <p>Ensure that the passport certification does not cover or hide the passport bio page. Passport certification can be done by DIFC Services, a corporate services provider, a law firm, or others as per the DIFC Certification Policy.</p>
Management Details	<p>Add the details of:</p> <ul style="list-style-type: none"> - The most senior person - A general communications contact person
	<p>Document: Passport copy of the Most Senior Person <i>The passport copy of the most senior person is required only if it has not been certified online.</i></p> <p>Upload the passport copy of the most senior person in the RLP.</p>
Data Protection	<p>Add the details of the RLP's representative for data protection.</p> <p>Indicate the following:</p> <ul style="list-style-type: none"> ● If the RLP will process or transfer any personal and/or sensitive data outside of DIFC. Personal data is information that identifies a person. ● If the RLP will process special category personal data. Special category personal data is information that carries specific, sensitive attributes like political or religious views, biometric data, health data, and so on. ● If the RLP will engage in high-risk processing (for which a Data Protection Officer must be appointed as part of the same form). <p>Guidance on notifications is available on the DIFC DP website. If you still have questions about data protection and security in DIFCA, or about how DIFCA collects or processes your personal data, contact dpo@difc.ae.</p>
Establishment Card (Optional)	<p>Tell us if you wish to apply for an establishment card. An establishment card is a card issued by the General Directorate of Residency and Foreigners Affairs in Dubai to allow an entity to submit employment visa applications. For any queries related to the establishment card, contact gs.helpdesk@difc.ae.</p>

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Bank Account	When you register with DIFC, you can opt in to share your information with our partner banks and open a business bank account. To avail this option, your business must have an annual turnover of AED 30 million or above.
Review and Submit	Review your application before you submit it. Upon submission, you will not be able to update any information until the application is returned by your relationship manager.

Documents

Partnership Agreement	Upload the partnership agreement of the RLP, certified as a true copy by any one of the Partners.
Approval of Partners	Upload the approval of the RLP's partners. The document must be signed in one of the following ways: <ul style="list-style-type: none"> • Electronically using DocuSign. DIFC Services will initiate the signing using DocuSign. • At DIFC Services, in the presence of a DIFC Services Official. • Outside the UAE with notarisation from the relevant authority and the UAE embassy. Click here for the template.
Designated Non-Financial Business Providers (DNFBP) In Principle Approval	This document is required only if the RLP is conducting a DNFBP Activity. Upload a copy of the Dubai Financial Services Authority (DFSA) In Principle Approval for DNFBP registration. For more details on DNFBP activities, click here .
Approval or NoC from the relevant Government Authority	This document is required only if the RLP is undertaking a business activity that requires an approval from another government authority. Upload the approval document or the No Objection letter issued by the relevant government authority. To view the list of activities that require third party approval, refer to the non-financial and retail activity guide .

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Personnel Sponsorship Agreement

This document is required only if the RLP applied for an Establishment Card and is automatically uploaded by the system.

This document will be sent to you through DocuSign by the DIFC Services team upon submission of the application

Note: *If any documents below are not in the English Language, they must be accompanied by a legal translation certified to the satisfaction of the Registrar.*

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3. Fees

Service	Non-Retail	Retail
Registrar of Companies		
Name Reservation	\$200	\$200
Registration Fees		
A Recognised Limited Partnership	\$8,000	\$3,400
License fees upon incorporation and annually		
A Recognised Limited Partnership	\$12,000	\$5,100
Government Services		
New Establishment Card Fees (if applicable)		
- Normal	\$618	\$618
- Express	\$656	\$656
Personnel Sponsorship Agreement Deposit	\$680	\$680
Data Protection		
To inform the DP Commissioner that the entity processes personal data	\$1,250 (Financial) \$750 (Non-Financial)	\$250
To inform the DP Commissioner that the entity does not process personal data	Nil	Nil

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