



Dubai International
Financial Centre

Non-Financial Checklist

**Non-Profit Incorporated
Organisation (NPIO)**



1. Non-Profit Incorporated Organisation

To set up an entity as a Non-Profit Incorporated Organisation, the following conditions must be fulfilled:

- A minimum of three (3) founding members who shall be resident in the UAE.
- A minimum of one (1) secretary
- A NPIO shall at all times have a registered office in the DIFC
- A NPIO shall adopt the Charter of Organisation
- A NPIO is prohibited from carrying on any activities other than its Authorised Purposes

For more details about this legal structure, refer to [DIFC Law, Non-Profit Incorporated Law No. 6 of 2012, and Regulations.](#)

1.1. Initial Approval

Section Name	Description
Define entity structure	This section requires you to: <ul style="list-style-type: none">• Your entity's legal structure as Non-Financial. Ensure you select the correct legal structure as this will define the remaining sections and requirements.• We highly recommend that you meet with our Business Development representative if you are not supported by a legal advisor before choosing your legal structure.• For more details on DIFC legal structures, click here or contact us on setup@difc.ae.
Define activities	This section requires you to define the entity's activities and elaborate further on the activities to be conducted from the DIFC. Please ensure adequate details are provided in relation to the activities to be conducted from the DIFC.
Choose entity name	This sections requires you to: <ul style="list-style-type: none">• Select the proposed entity name. The portal will allow you to search for a name and select up to 3 option. You may also reserve a name by clicking on "submit and reserve" and paying the fee of USD 200.• Confirm if your name is similar to an existing entity and aligned to the naming policy. <p>Document (optional): Upload evidence of relationship/consent if the proposed name is identical to the</p>

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	name of an existing entity in the U.A.E. other than your affiliates or parent entity
Identify NPIO founding member	This section requires you to: <ul style="list-style-type: none"> The entity's founding members must all be residents of the U.A.E. A minimum of three founding members is required
	Document: Upload a certified passport copy of individual founding member. The certification can be done by a corporate services provider, a law firm, DIFC Services or others as per the DIFC certification policy. For more details on the DIFC Certification Policy, please click here .
	Document: Upload a certificate of incorporation or a similar document for body corporate founding member that are certified by the issuing authority.
	Document: If the individual founding member has delegated the signing of the articles to another person, upload a notarised Power of Attorney approving the delegation.
Identify ultimate beneficial owners	This sections requires you to: <ul style="list-style-type: none"> Confirm if you will be submitting your entity's UBO data in hard copy or on the portal. If submission made via the portal you must add: <ul style="list-style-type: none"> Any natural person that owns or controls 25% or more of the proposed DIFC entity (directly or indirectly) and is identified as a UBO as per the DIFC UBO regulations. Any beneficial owner that owns or controls 25% or more of the proposed DIFC entity (directly or indirectly) and is identified as an exempt entity as per the DIFC UBO Regulations.
Provide background on entity	This section requires you to provide: <ul style="list-style-type: none"> An overview of the entity being established in DIFC, including market sector and reasons for choosing DIFC. A brief history of the parent entity (if applicable) and information about the ultimate beneficial owner(s)
	Document (optional): Upload a group ownership structure diagram and the organisational chart . This is not applicable if your activity is a Designated Non-Financial Business or Profession (DNFBP). For more information on DNFBP, please click here
Identify Affiliated Entities	This section requires you to provide information relating to your affiliates registered in DIFC and/or other free zones in the U.A.E. In case you have an affiliate established in DIFC that you would like to share office space with, please indicate

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	<p>the same in this section. If you are Fintech entity, you may select the option of Co – Working in this section as well.</p> <p>Document: If the proposed entity is sharing office space with another affiliated entity, please upload letter of consent for sharing office space issued by the affiliated entity in DIFC.</p>
Describe your source of income	<p>This section requires you to provide information relating to your sources of income and wealth. This section is not applicable if your activity is Designated Non-Financial Business or Profession (DNFBP). For more information on DNFBP, please click here.</p>
	<p>Document: Upload bank statements of individual(s) or financial statements of body corporate(s) funding the entity that shall be providing funds to the proposed entity in DIFC.</p>
Tell us about your compliance procedures	<p>This section requires you to provide information relating to your business credit rating, compliance procedures, etc. This section is only applicable for certain activities.</p>
	<p>Document (optional): Upload your anti money laundering 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 Profession (DNFBP). For more information on DNFBP, please click here</p>
	<p>Document (optional): 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 Profession (DNFBP). For more information on DNFBP, please click here</p>
Fit and proper questionnaire	<p>This section requires you to complete the standard fit and proper questionnaire.</p>
Review and Submit	<p>This section requires you to: review the initial approval application prior to your submission. Upon submission, you shall 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
Charter of organisation	This section requires you to indicate that the Charter of Organisation has been duly adopted by the Founding members of the Incorporated Organisation.
Registered address	This section requires you to specify the location of records and registers. You are also required to add your operating location(s). In case you will be operating from more than one unit, you may select one or more to be your registered address, provided that these units are located in the same building. Leased/subleased properties can be viewed only if the lease agreement is registered with the DIFC Registrar of Real Property. If your lease agreement is signed with DIFC investments Ltd, the lease agreement will be registered automatically by the landlord.
Identify secretary	This section requires you to: <ul style="list-style-type: none">Identify the secretary. The secretary can be an individual or a body corporateThe individual must be 18 years of age or above.
	Document: Upload a certified passport copy of an individual secretary. The certification can be done by a corporate services provider, a law firm, DIFC Services or others as per the DIFC certification policy. For more details on the DIFC Certification Policy, please click here .
	Document: Upload a certificate of incorporation or a similar document for secretary that are certified by the issuing authority.
Identify authorised signatory	This section requires you to: <ul style="list-style-type: none">Identify the authorised signatory(s) of the Company. You need to add a minimum of (1) and a maximum of ten (10). The authorised signatory can be an individual only.The individual must be 18 years of age or above.
	Document: Upload a passport copy of individual authorised signatory.
Define management details(optional)	This section requires you to add the details of the most senior person in the DIFC entity and a general communications contact person.
	Document: Upload a passport copy of the senior management contact.
Data Protection	This section requires you to: <ul style="list-style-type: none">Add the details of entity's data protection officerIndicate if the entity will process any personal and/or sensitive data and if the entity will transfer any personal

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	data. Should you wish to apply for a permit contact commissioner@dp.difc.ae
Apply for establishment card (optional)	This section requires you to indicate if you wish to apply for an establishment card. The 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, please contact gs.helpdesk@difc.ae .
Open a bank account	This section requires you to have an option to: <ul style="list-style-type: none"> • Open a bank account by leveraging information shared with DIFC to benefit from one journey, one experience, one ecosystem. • Requires an annual turnover of AED 30 million or above.
Review and submit	This section requires you to review the application prior to your submission. Upon submission, you shall not be able to make any further amendments.
Documents	
Undertaking letter – activity	Upload undertaking letter signed by all founding members regarding non commercial activities and confirming the NPIO shall carry on Authorised Purposes only.
The charter of organisation	Upload the proposed charter of organisation with signatures of the incorporators signed using one of the following methods: <ul style="list-style-type: none"> • Electronically using Docu sign by indicating the same on the DIFC Portal. DIFC Services will initiate the signing using Docu Sign. • At DIFC Services in the presence of a DIFC Services Official. • Signed outside UAE with notarisation by the relevant authority and the UAE embassy.
Resolution of body corporate founding member	Required in case of a Body Corporate Founding Member Upload resolution of founding member that: <ul style="list-style-type: none"> • authorises the incorporation of the entity in DIFC; • states that the charter of the organisation has been duly adopted by the founding members of the entity; • appoints the person authorised to sign on behalf of the body corporate in relation to the setting up of the entity • appoints the person authorised to sign in all matters following incorporation of the entity (In some cases the founding members will authorise the issuance of a power of attorney giving a named individual the power to carry out the aforementioned activities) For the template, please click here .



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Page
6 of 8



Personnel Sponsorship Agreement	Required only if the entity applied for Establishment Card. Upload Personnel Sponsorship Agreement signed by an authorised signatory
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.	

1.3. Fees

Fees		
Service	Non-Retail	Retail
Registrar of Companies		
Name Reservation (optional)	\$ 200	n.a
Incorporation fees		
A Non Profit Incorporated Organisation	\$ 100	n.a
Operating License fees upon incorporation and annually		
A Non Profit Incorporated Organisation	\$ 1,000	n.a
Government Services		
New Establishment Card Fees (if applicable)		
Normal	\$ 618	n.a
Express	\$ 656	
Personnel Sponsorship Agreement Deposit	\$ 680	n.a
Data Protection		
To inform the DP Commissioner that the entity do process personal data	\$ 1,250 (Financial) \$ 750 (Non-Financial)	\$ 250
To inform the DP Commissioner that the entity do not process personal data	Nil	Nil

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