

# Client Handbook

## Setting up an Investment Fund in DIFC

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## 1. Introduction

This handbook provides guidance on the process to set up a Fund in DIFC. We strongly advise you to have prior informal discussions with both Dubai Financial Services Authority (“DFSA”) and Dubai International Financial Centre Authority (“DIFCA”) before you proceed.

The notes in this handbook serve as practical guidance in establishing a Fund in DIFC and should not be construed as legal advice or guidance from a regulatory perspective, as to how to apply or interpret the relevant provisions of the DIFC Companies Law, the DIFC Investment Companies Regulations, the DIFC Collective Investment Law or the DFSA Rules.

## 2. Set up a Fund in DIFC

The process for setting up a Fund in DIFC requires 2 steps to be completed in the order below:

<b>DFSA consent</b>	Obtain consent from the DFSA to set up the Fund in DIFC.
<b>Register with DIFC</b>	Apply for incorporating the entity in DIFC and obtain the certificate and license to start operating.

### 2.1. DFSA Consent

To set up a Fund in DIFC, a consent from DFSA is required. You should send your new Fund notification to DFSA via email, to [dfsafunds@dfsa.ae](mailto:dfsafunds@dfsa.ae). You can also request access to the DIFC portal for your proposed Fund, prior to receiving DFSA consent, by sending an email to [setup@difc.ae](mailto:setup@difc.ae).

Your email must clearly specify the headline details of the Fund including its proposed name, the nature of the Fund (e.g. open-ended (“OEIC”), closed-ended investment company (“CEIC”), Open Ended Protected Cell Company, Incorporated Cell or a limited partnership (“LP”) and the details of the proposed Fund Manager.

You must ensure that the Fund’s proposed name is compliant with:

- Chapter 10 of the DFSA’s Regulatory Policy and Process Sourcebook (“RPP”) on permissible company and trading names for entities established in DIFC, especially RPP 10.7.3 and 10.7.4 relating to Funds.
- RoC [Entity Naming Policy](#).

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### 2.1.1. DFSA Requirements

For your registration or notification requirements to DFSA, refer to:

- Article 27 of the DIFC Collective Investment Law, Law 2 of 2010 (“CIL”) dealing with the general requirements applicable to all Domestic Funds in the DIFC
- Articles 28 and 29 of CIL providing the detail for the documentation and information requirements of Public Funds
- Article 34 of CIL dealing with the notification requirements relating to Exempt Funds and Qualified Investor Funds and
- The table in Rule 1.4 of the DFSA’s Collective Investment Rules (“CIR”), which specifies which parts of the CIR applies to Public Funds, Exempt Funds and Qualified Investor Funds.
- The relevant registration/ notification form to the DFSA (AUT PFS/ AUT EFF/ AUT QIF).

If it involves an Exempt Fund or a Qualified Investor Fund and, provided that all submitted documents are in order, the DFSA undertakes to complete the process within 48 hours (in case of a Qualified Investor Fund), or 5 days (in case of an Exempt Fund), of receipt of the notification request filed with the DFSA. The DFSA simultaneously forwards the notification document directly to both DIFCA and the ROC. For Public Funds, DFSA will acknowledge receipt and inform the applicant of the approval process and timings concerned within a period of 48 hours.

Once DFSA Fund approval (for Public Funds) or acknowledgment (for Exempt Funds and Qualified Investor Funds) has been issued by DFSA, the Fund establishment process can be completed on the DIFC portal. The navigation process on the portal is self-explanatory.

## 2.2. Register with DIFC

To set up a Fund in DIFC, your proposed Fund may access the DIFC portal before or after obtaining DFSA consent. However, the application for incorporating the Fund will not be approved until DFSA consent is issued.

The requirements to incorporate or register the Fund will vary depending on the legal structure selected. Refer to the requirements listed for each relevant legal structure under section 4 of this handbook.

### 2.2.1 Name reservation (optional)

Reserving a name for your Fund is optional but advised in cases where:

- a Fund’s name may be identical or similar to other funds established or registered in DIFC or;
- there is a possibility that the name may be misleading or inappropriate for the type of activity the Fund will be undertaking.

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Name reservations take place with the Registrar of Companies and form a part of the ‘Register with DIFC’ application form. Name reservation has no additional charges and is valid for 90 days.

### 3. Legal structures

Your Fund must be set up according to one of the following legal structures:

- Investment Company (open ended or closed ended)
- Protected Cell Company (open ended only)
- Incorporated Cell (open-ended or closed-ended)
- Limited Partnership

The sub-sections below provide you with a summarized checklist for the requirements of the DIFC portal to set up Funds using one of the above legal structures.

#### 3.1 Investment Company (open-ended or closed-ended) Open-ended Protected Cell Company Incorporated Cell (open-ended or closed-ended)

The sections and requirements below must be provided to establish a Fund as:

- An Investment Company (closed-ended or open-ended)
- An Open-ended Protected Cell Company
- An Incorporated Cell (closed-ended or open-ended):
  - An Incorporated Cell Company (ICC) must be set up as a Fund Platform before setting up Incorporated Cells. Please refer to the [Private Company check list](#) or [Public Company checklist](#) for Financial entities for more information on incorporating an ICC.

Steps	Description
<b>Entity structure</b>	<p>The first 2 fields of the form will be pre-filled. Define the remaining fields:</p> <ol style="list-style-type: none"> <li>1. Your Fund’s legal structure. Select ‘Company’</li> <li>2. Your Fund’s type of Company. Select ‘Public’ or ‘Private’</li> <li>3. Sub type of Company: Select one of the options below                             <ul style="list-style-type: none"> <li>- open ended or closed ended Investment Company</li> <li>- open ended Protected Cell Company</li> <li>- Open-ended Incorporated Cell</li> <li>- Closed-ended Incorporated Cell</li> </ul> </li> </ol> <p>Ensure that you select the correct legal structure as this will determine the rest of the steps and requirements.</p> <p>If you are not supported by a legal advisor, we highly recommend</p>

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	that you get in touch with our Business Development representative before choosing your legal structure. For more details on DIFC legal structures, please <a href="#">click here</a> or contact us on <a href="mailto:setup@difc.ae">setup@difc.ae</a> .
<b>Business Activities</b>	Type in 'Investment Fund' and add it as your business activity.
<b>Entity name</b>	Choose the proposed Fund name. The portal will allow you to search for a name and select up to 3 options. You may also reserve a name for 90 days by clicking on 'reserve' at no additional cost.  Confirm that your name is not similar to an existing entity.
	<p><b>Document: Evidence of Consent</b> <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>
<b>Shareholders</b>	Identify the Shareholders of the Fund. A minimum of 1 Shareholder is needed. The Shareholder can be an individual or a body corporate.  You will need to certify the passport of each individual Shareholder. This can be done through: <ul style="list-style-type: none"> <li>- our online certification option by selecting 'Online passport certification' or</li> <li>- uploading a certified copy of each of the Shareholder's passports. To view the passport certification policy, please <a href="#">click here</a>.</li> </ul>
	<p><b>Document: Certified Passport Copy of each Shareholder</b> <i>Passport copies of Shareholders are required only if they have not been certified online.</i></p> <p>Upload a clear, valid and certified passport copy of each individual Shareholder. Ensure that the passport certification does not cover or hide the passport bio page.</p> <p>Passport certification can be done by DIFC Services, a corporate services provider, a law firm, or others as per the <a href="#">DIFC Certification Policy</a>.</p>
	<p><b>Document: Certificate of Incorporation Each Body Corporate Shareholder</b> <i>This document is required if the body corporate is NOT a DIFC registered entity.</i></p>

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	<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><b>Document: Notarised PoA</b> If the individual Shareholder has delegated the signing of the articles to another person, upload a notarised and valid Power of Attorney approving the delegation.</p>
<b>Share Class</b>	Define your Fund's share class and nominal value. Share Class could be Ordinary, Class A, Class B, etc.
<b>Allocate shares</b>	Allocate shares against each share class among Shareholders. All the issued shares must be allocated to the approved Shareholders as part of the submission.
<b>Directors</b>	Add at least 1 Director. The Director can be an individual or a body corporate. An individual Director must be over the age of 18.
	<p><b>Document: Certified Passport copy for each Director</b> <i>Passport copies of Directors are required only if they have not been certified online.</i></p> <p>Upload a clear, valid and certified passport copy of each Director. Ensure that the passport certification does not cover or hide the passport bio page.</p> <p>Passport certification can be done by DIFC Services, a corporate services provider, a law firm, or others as per the <a href="#">DIFC Certification Policy</a>.</p> <p><b>Document: Certificate of Incorporation</b> <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 Directors that is certified by the issuing authority. If the certification is not electronic, it must not be older than 6 months.</p>
<b>Ultimate Beneficial Owners (UBOs)</b>	<p>Add the ultimate beneficial owners of the Fund to be established as per the below:</p> <ul style="list-style-type: none"> <li>- Any natural person that owns or controls 25% or more of the proposed Fund (directly or indirectly) and is identified as a UBO as per the <a href="#">DIFC UBO regulations</a>.</li> <li>- Any beneficial owner that owns or controls 25% or more of the proposed Fund (directly or indirectly) and is identified as an exempt entity as per the <a href="#">DIFC UBO Regulations</a>.</li> </ul>
<b>Fund Details</b>	Provide the following in detail:

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	<ul style="list-style-type: none"> <li>- Details of the Fund Manager</li> <li>- Details of the Fund Administrator</li> <li>- Confirm if the Fund will be sharing registered address with the Fund Manager or Fund Administrator</li> </ul>
<b>Articles of Association</b>	Select the format of the Articles of Association as modified and confirm if you would like to electronically sign your Articles.
<b>Registered Address</b>	<p>Specify the location of records and registers.</p> <p>The registered address of the Fund will be the address of the Fund Manager or Administrator and the same must be indicated in the Fund details section.</p>
<b>Company Secretary (optional)</b>	<p>Identify the Secretary of the Company. The Company Secretary can be an individual over 18 years of age or a body corporate from a recognised jurisdiction.</p>
	<p><b>Document: Certified Passport Copy of the Individual Secretary</b>  <i>The passport copy of the Secretary is required only if it has not been certified online.</i></p> <p>Upload a clear, valid and certified passport copy of the individual Company Secretary. Ensure that the passport certification does not cover or hide the passport bio page.</p> <p>Passport certification can be done by DIFC Services, a corporate services provider, a law firm, or others as per the <a href="#">DIFC Certification Policy</a>.</p>
	<p><b>Document: Certificate of Incorporation of the Body Corporate Secretary</b>  <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 Secretary that is certified by the issuing authority. If the certification is not electronic, it must not be older than 6 months.</p>
<b>Authorised Signatory</b>	<p>Identify the Authorised Signatory or Signatories of the Fund. 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><b>Document: Passport Copy of Each Signatory</b>  <i>The passport copy of each Signatory is required only if it has not</i></p>

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	<p><i>been certified online.</i></p> <p>Upload the passport copy of each Authorised Signatory.</p>
<b>Management Details</b>	<p>Add the details of:</p> <ul style="list-style-type: none"> <li>- The most senior person managing the Fund in DIFC</li> <li>- The general communications contact person</li> <li>- An emergency contact person</li> </ul>
	<p><b>Document: Passport copy of the most senior person</b></p> <p><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 Fund.</p>
<b>Data Protection</b>	<p>In this section, you need to select the type of Data Protection notification which can be either:</p> <ul style="list-style-type: none"> <li>- To inform the Commissioner of Data Protection that you do process personal data</li> <li>- To inform the Commissioner of Data Protection that you do not process personal data</li> </ul> <p>Please note that processing personal data includes personal data and information related to your employees, suppliers, customers, etc. If the entity is planning to hire employees or provide services to customers, then it will process personal data.</p> <p>If as a newly licensed entity you select the first option and confirm that the entity does currently or will process personal data, you will be required to submit a Data Protection Notification service request (A draft will be created for your ease of reference under pending actions on the portal home page) within a maximum of 6 months from the date of issuance of the DIFC license.</p> <p>If you select the second option and inform the Commissioner that the entity will not process personal data, the same will be reviewed post issuance of the DIFC license. The Commissioner's Office may reject or request further information about your submission to clarify why you think the entity does not process personal data. If rejected, you will have 6 months from license issuance to submit the Data Protection Notification service request.</p> <p>As part of this section, you will also be required to provide details of a contact person for Data Protection related matters.</p> <p>Guidance on notifications are available on the <a href="#">DIFC DP website</a>.</p> <p>If you have questions about the portal or the notification process, please email <a href="mailto:portal@difc.ae">portal@difc.ae</a>. If your query is about how DIFC Authority collects or processes your personal data, please contact <a href="mailto:dpo@difc.ae">dpo@difc.ae</a>.</p>

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	If you have questions about interpretation of DIFC data protection law and regulations, please contact commissioner@dp.difc.ae.
<b>Review and submit</b>	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.
<b>Documents</b>	
<b>Resolution of board of directors</b>	<p><b>This document is required for Body Corporate Shareholders only.</b></p> <p>Upload the resolution of the board of directors that states the following:</p> <ul style="list-style-type: none"> <li>- It authorises the incorporation of the Fund in DIFC.</li> <li>- It states that the Articles of Association have been duly adopted by the body corporate shareholder.</li> <li>- It appoints the person authorised to sign the Articles of Association on behalf of the body corporate shareholder.</li> <li>- It appoints the authorised signatories to be listed on the license.</li> </ul> <p><a href="#">Click here</a> to search for the template in our document hub.</p>
<b>Articles of Association</b>	<p>Upload the Private Company's modified Articles of Association in a PDF format without signature. The document should not be signed at this stage.</p> <p>After the review and approval of DIFC Services, Incorporators can sign the Private Company's proposed Articles of Association electronically using DocuSign. DIFC Services will initiate the signing using DocuSign.</p>
<b>Statement of Incorporators</b>	<p><b>This document is required for modified Articles of Association only and will be generated by the DIFC portal.</b></p> <p>If the Articles of Association adopted by the proposed Fund is non standard, upload a Statement of the Incorporators signed by all of the incorporators. <a href="#">Click here</a> to search for the template.</p>

## 3.2 Limited Partnership

### 3.2.1 Registration of a Limited Partnership

The establishment of a Limited Partnership in DIFC pursuant to the provisions of the DIFC Limited Partnership Law (the 'Partnership Law') requires the prior existence of a General Partner. If the Fund wishes to establish the General Partner of the Limited Partnership in DIFC, then the normal

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requirements of setting up a Private Company will be applicable with the addition of the waivers below.

Exceptions/ waivers will apply to General Partners established with the sole purpose to be a General Partner to a Limited Partnership:

- NOC for sharing space – this requirement will be waived on the basis that space will be shared with a regulated fund manager in DIFC.

For the full list of requirements to establish a Private Company to act as a GP for the Fund, refer to the [Private Company Checklist](#).

An application to establish a General Partner can be filed in the DIFC portal, simultaneously with the Limited Partnership application but the former needs to be established before the latter can be finalised. Find below the sections and documents required to register an LP Fund:

Steps	Description
<b>Entity Structure</b>	<p>The first 2 fields of the form will be pre-filled. Define the remaining fields:</p> <ol style="list-style-type: none"> <li>1. Your Fund's legal structure. Select 'Partnership'</li> <li>2. Your Fund's type of Partnership. Select 'Limited Partnership'</li> </ol> <p>Ensure that you select the correct legal structure as this 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. For more details on DIFC legal structures, please <a href="#">click here</a> or contact us on <a href="mailto:setup@difc.ae">setup@difc.ae</a>.</p>
<b>Business Activities</b>	Type in 'Investment Fund' and add it as your business activity.
<b>Entity Name</b>	<p>Choose the proposed Fund name. The portal will allow you to search for a name and select up to 3 options. You may also reserve a name for 90 days by clicking on 'reserve' at no additional cost.</p> <p>Confirm that your name is not similar to an existing entity.</p> <p><b>Document: Evidence of Consent</b>  <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>
<b>Partners</b>	Identify the Partners of the Fund and the contribution of each. A minimum of 1 General Partner and 1 Limited Partner is required. The

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	<p>Partners can be individuals or body corporates.</p> <p><b>Document(s): Certified Passport Copy of Each Individual Partner</b>  <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. Ensure that the passport certification does not cover or hide the passport bio page.</p> <p>Passport certification can be done by DIFC Services, a corporate services provider, a law firm, or others as per the <a href="#">DIFC Certification Policy</a>.</p> <p><b>Document: Certificate of Incorporation for Each Body Corporate Partner</b>  <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 Partners that is certified by the issuing authority. If the certification is not electronic, it must not be older than 6 months.</p> <p><b>Document: Notarised PoA</b>  If the individual Partner has delegated the signing of the partnership agreement to another person, upload a notarised and valid Power of Attorney approving the delegation.</p>
<b>Ultimate Beneficial Owners (UBOs)</b>	<p>A UBO for a limited partnership is any natural person that has the legal right to exercise, or actually exercises, significant control or influence over the activities of the partnership as per the <a href="#">DIFC UBO Regulations</a>.</p>
<b>Fund Details</b>	<p>Provide the following in detail:</p> <ul style="list-style-type: none"> <li>- Details of the Fund Manager</li> <li>- Details of the Fund Administrator</li> <li>- Confirm if the Fund will be sharing registered address with the Fund Manager or Fund Administrator</li> </ul>
<b>Partnership Agreement</b>	<p>Notify DIFC Services if you wish to sign the agreement electronically or in person. If you opt for signing electronically, DIFC Services will initiate DocuSign post reviewing the application.</p>
<b>Registered Address</b>	<p>Specify the location of records and registers.</p> <p>The registered address of the Fund will be the address of the Fund Manager or Administrator and the same must be indicated in the Fund details section.</p>

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<p><b>Authorised Signatory</b></p>	<p>Identify the Authorised Signatory or Signatories of the Fund. 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><b>Document: Passport Copy of Each Signatory</b>  <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><b>Management details</b></p>	<p>Add the details of:</p> <ul style="list-style-type: none"> <li>- The most senior person managing the Fund in DIFC</li> <li>- A general communications contact person</li> <li>- An emergency contact person</li> </ul> <p><b>Document: Passport copy of the most senior person</b>  <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 Fund.</p>
<p><b>Data Protection</b></p>	<p>In this section, you need to select the type of Data Protection notification which can be either:</p> <ul style="list-style-type: none"> <li>- To inform the Commissioner of Data Protection that you do process personal data</li> <li>- To inform the Commissioner of Data Protection that you do not process personal data</li> </ul> <p>Please note that processing personal data includes personal data and information related to your employees, suppliers, customers, etc. If the entity is planning to hire employees or provide services to customers, then it will process personal data.</p> <p>If as a newly licensed entity you select the first option and confirm that the entity does currently or will process personal data, you will be required to submit a Data Protection Notification service request (A draft will be created for your ease of reference under pending actions on the portal home page) within a maximum of 6 months from the date of issuance of the DIFC license.</p> <p>If you select the second option and inform the Commissioner that the entity will not process personal data, the same will be reviewed post issuance of the DIFC license. The Commissioner’s Office may reject or request further information about your submission to clarify why you think the entity does not process personal data. If rejected, you will have 6 months from license issuance to submit the Data Protection Notification service request.</p>

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	<p>As part of this section, you will also be required to provide details of a contact person for Data Protection related matters.</p> <p>Guidance on notifications are available on the <a href="#">DIFC DP website</a>.</p> <p>If you have questions about the portal or the notification process, please email <a href="mailto:portal@difc.ae">portal@difc.ae</a>.</p> <p>If your query is about how DIFC Authority collects or processes your personal data, please contact <a href="mailto:dpo@difc.ae">dpo@difc.ae</a>.</p> <p>If you have questions about interpretation of DIFC data protection law and regulations, please contact <a href="mailto:commissioner@dp.difc.ae">commissioner@dp.difc.ae</a>.</p>
<b>Review and submit</b>	<p>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.</p>
<b>Documents</b>	
<b>Resolution of board of directors</b>	<p><b>This document is required for Body Corporate Partners only.</b></p> <p>Upload the resolution of the board of directors that states the following:</p> <ul style="list-style-type: none"> <li>- It authorises the incorporation of the Fund in DIFC.</li> <li>- It appoints the person authorised to sign the partnership agreement on behalf of the Fund in relation to the registration of the new Fund.</li> <li>- It appoints the Authorised Signatories to be listed on the license.</li> </ul> <p><a href="#">Click here</a> for the template.</p>
<b>Partnership Agreement</b>	<p><b>Upload the proposed Partnership Agreement in a pdf document format. The document should not be signed at this stage.</b></p> <p>Upload the partnership agreement in a PDF format without signature. The document should not be signed at this stage. After the review and approval of DIFC Services, Partners can sign the partnership agreement electronically using DocuSign. DIFC Services will initiate the signing using DocuSign.</p> <p style="text-align: center;">-</p>
<p><b>Note:</b> If any of the documents are not in the English Language, they must be accompanied by a legal translation certified to the satisfaction of the Registrar.</p>	

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### 3.2.2 Transfer of a Foreign Limited Partnership

Subject to the Partnership Agreement, a Foreign Limited Partnership may, if authorised by the laws of the jurisdiction in which it was formed, apply to the Registrar for the continuation of the Foreign Limited Partnership as a Limited Partnership.

Below is the list of requirements to continue a Foreign Limited Partnership in DIFC.

Steps	Description
<b>Entity Structure</b>	<p>The first 2 fields of the form will be pre-filled. Define the remaining fields:</p> <ol style="list-style-type: none"> <li>1. The details of your Fund's establishment. Select 'Transfer'</li> <li>2. Your Fund's legal structure. Select 'Partnership'</li> <li>3. Your Fund's type of Partnership. Select 'Limited Partnership'</li> </ol> <p>Ensure that you select the correct legal structure as this 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. For more details on DIFC legal structures, please <a href="#">click here</a> or contact us on <a href="mailto:setup@difc.ae">setup@difc.ae</a>.</p>
<b>Foreign Entity</b>	<p>Provide details of the Foreign Entity to be transferred to DIFC.</p> <p><b>Document: Certificate of Incorporation</b> Upload a certificate of incorporation or a similar document that is certified by the issuing authority. If the certification is not electronic, it must not be older than 6 months.</p>
<b>Business Activities</b>	<p>Type in 'Investment Fund' and add it as your business activity.</p>
<b>Entity Name</b>	<p>Choose a name for the proposed Fund. The selected name must be identical to the Foreign Limited Partnership name. You may also reserve a name for 90 days by clicking on 'Reserve' at no additional cost.</p> <p>Confirm whether your name is similar to an existing entity or not. If your name is similar to an existing entity, the upload below will be required.</p> <p><b>Document: Evidence of Relationship or Consent</b> <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</p>

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	identical to the name of an existing entity in the UAE other than your affiliates or parent entity.
<b>Partners</b>	Identify the Partners of the Foreign Limited Partnership and the contribution of each. A minimum of 1 General Partner and 1 Limited Partner is required. The Partners can be individuals or body corporates.
	<p><b>Document(s): Certified Passport Copy of Each Individual Partner</b>  <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. Ensure that the passport certification does not cover or hide the passport bio page.</p> <p>Passport certification can be done by DIFC Services, a corporate services provider, a law firm, or others as per the <a href="#">DIFC Certification Policy</a>.</p>
	<p><b>Document: Certificate of Incorporation for Each Body Corporate Partner</b>  <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 Partners that is certified by the issuing authority. If the certification is not electronic, it must not be older than 6 months.</p>
	<p><b>Document: Notarised PoA</b>  If the individual partner has delegated the signing of the amended partnership agreement to another person, upload a notarised and valid Power of Attorney approving the delegation.</p>
<b>Ultimate Beneficial Owners (UBOs)</b>	A UBO for a limited partnership is any natural person that has the legal right to exercise, or actually exercises, significant control or influence over the activities of the partnership as per the <a href="#">DIFC UBO Regulations</a> .
<b>Fund Details</b>	Provide the following in detail: <ul style="list-style-type: none"> <li>- Details of the Fund Manager</li> <li>- Details of the Fund Administrator</li> </ul> Confirm if the Fund will be sharing registered address with the Fund Manager or Fund Administrator
<b>Registered address</b>	Specify the location of records and registers.  The registered address of the Fund will be the address of the Fund

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	<p>Manager or Administrator and the same must be indicated in the Fund details section.</p>
<b>Authorised Signatory</b>	<p>Identify the Authorised Signatory(s) of the continued entity. You need to add a minimum of 1 and a maximum of 10. The Authorised Signatory must be an individual(s) only and must be 18 years of age or above.</p>
	<p><b>Document: Passport Copy of Each Signatory</b>  <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>
<b>Management Details</b>	<p>Add the details of:</p> <ul style="list-style-type: none"> <li>- The most senior person managing the Fund in DIFC.</li> <li>- A general communications contact person</li> <li>- An emergency contact person</li> </ul>
	<p><b>Document: Passport copy of the most senior person</b>  <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 DIFC entity.</p>
<b>Data Protection</b>	<p>In this section, you need to select the type of Data Protection notification which can be either:</p> <ul style="list-style-type: none"> <li>- To inform the Commissioner of Data Protection that you do process personal data</li> <li>- To inform the Commissioner of Data Protection that you do not process personal data</li> </ul> <p>Please note that processing personal data includes personal data and information related to your employees, suppliers, customers, etc. If the entity is planning to hire employees or provide services to customers, then it will process personal data.</p> <p>If as a newly licensed entity you select the first option and confirm that the entity does currently or will process personal data, you will be required to submit a Data Protection Notification service request (A draft will be created for your ease of reference under pending actions on the portal home page) within a maximum of 6 months from the date of issuance of the DIFC license.</p> <p>If you select the second option and inform the Commissioner that the entity will not process personal data, the same will be reviewed post issuance of the DIFC license. The Commissioner's Office may reject or request further information about your submission to clarify why</p>

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	<p>you think the entity does not process personal data. If rejected, you will have 6 months from license issuance to submit the Data Protection Notification service request.</p> <p>As part of this section, you will also be required to provide details of a contact person for Data Protection related matters.</p> <p>Guidance on notifications are available on the <a href="#">DIFC DP website</a>.</p> <p>If you have questions about the portal or the notification process, please email <a href="mailto:portal@difc.ae">portal@difc.ae</a>. If your query is about how DIFC Authority collects or processes your personal data, please contact <a href="mailto:dpo@difc.ae">dpo@difc.ae</a>. If you have questions about interpretation of DIFC data protection law and regulations, please contact <a href="mailto:commissioner@dp.difc.ae">commissioner@dp.difc.ae</a>.</p>
<b>Review and submit</b>	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.
<b>Documents</b>	
<b>Approval of the General Partner</b>	<p>Upload approval of the General Partner of the Foreign Limited Partnership that states the following:</p> <ul style="list-style-type: none"> <li>- Authorising the continuation of the Foreign Limited Partnership in DIFC</li> <li>- Appointing the person/s authorised to sign documents on behalf of the body corporate in relation to the continuation of the Foreign Limited Partnership</li> <li>- Appointing the Authorised Signatories to be listed on the license.</li> </ul> <p><a href="#">Click here</a> to search for the template.</p>
<b>Partnership Agreement</b>	Upload the Partnership Agreement of the Foreign Limited Partnership which should be in compliance with Article 10 of the DIFC Limited Partnership Regulations. <a href="#">Click here</a> to access the regulations.
<b>Consent from the original jurisdiction</b>	Upload a document providing satisfactory evidence to the DIFC Registrar of Companies that all necessary consents in the original jurisdiction have been obtained and certified by the relevant authorities. If the original jurisdiction does not provide this consent then please provide a legal opinion.
<b>Letter of confirmation issued by the entity</b>	Upload a confirmation letter issued by the entity to be transferred to DIFC. This must state that the entity is not prohibited in terms of its founding documents or under the laws of the jurisdiction under which it is organised to be continued under the Laws of another jurisdiction and that it has complied with all relevant requirements.

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<b>Certificate of good standing or a similar document</b>	Upload a certificate of good standing or a similar document issued by the licensing authority in the jurisdiction where the Foreign entity is incorporated or established.
<b>Audited financial statements</b>	Upload a copy of the Foreign Limited Partnership's most recent accounts.
<b>General Partners Declaration</b>	Upload a declaration confirming that the Foreign Limited Partnership is, and the General Partners reasonably believe, that for the next 12 months after the declaration is made will be able to meet its debts as and when they fall due in the normal course of business; and there are no applications made to any court <ul style="list-style-type: none"> <li>a. to put the Foreign Limited Partnership into liquidation</li> <li>b. to wind up the Foreign Limited Partnership</li> <li>c. to have the Foreign Limited Partnership declared insolvent</li> <li>d. for the appointment of a receiver in relation to any property of the Foreign Limited Partnership.</li> </ul>
<b>Note:</b> If any of the documents are not in the English Language, they must be accompanied by a legal translation certified to the satisfaction of the Registrar.	

## 4. DIFC Portal

The DIFC portal is a website to facilitate the set up of entities in DIFC, which guides you through the process step-by-step. You can manage your entity, access DIFC information and services, and track and manage your transactions and service requests.

### 4.1 Top up your balance

To apply on DIFC portal, you're required to have sufficient funds in your portal wallet. You can view your balance by clicking on the 'Balance' option in the left hand menu. Once you have clicked into the balance screen, you then have the option to top up your wallet if necessary.

You can top up your portal wallet using the following methods:

- **Bank Transfer:** Using the bank details below, you can directly transfer to your wallet. The transfer must be made in AED only.
- It will take 2 working days from the date the money is received to reflect the balance in your portal account. To help us identify your account, ensure that sufficient details are included in the swift note including entity name and license number:

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

- **Cheque:** The cheque must be in AED only. Address the cheque to 'DIFC Investments LTD - Collection Account' and submit it through the payment kiosks located in DIFC services. It

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takes 2 working days from the date the money is received to reflect the balance in your portal account.

- **Cash:** Cash payments can be made directly through the payment kiosks located in DIFC Services. Cash amounts must not exceed AED 20,000. The portal balance will be topped up immediately upon payment.
- **Credit Card:** Add the amount you wish to top up in the summary section and select the 'proceed card payment' option. Once selected, you'll be redirected to a new page to record your credit card details and add your secure password to approve the transaction.

## 4.2 Returned submissions

The DIFC portal allows for the application to be returned for more information, and for re-uploading documents or editing sections of the application. If your application requires further clarification or documentation, you will receive an email notification to log in to the portal to address the outstanding items.

You will be able to click on the link provided on the email in order to submit any additional information or documentation. You will be able to log in to the DIFC portal and on the home page, go to the 'Pending Actions' table where you can view anything that is 'pending'.

## 4.3 Definition of Navigation

Below you will find the description of each area on DIFC portal:

- **Apply for a request:** A search bar that allows you to search for any request to apply for using key words.
- **Complete pending actions:** A table that lists all pending actions such as returned SRs, upcoming compliances, notices, fines ..etc.
- **My requests:** A table that lists all requests raised by the portal user and filtered by status of the request.
- **Home:** The landing page
- **Pending Actions –** If you have any tasks which need your attention and action, they will be visible in this section. You can also view in progress and completed actions here.
- **Requests:** Lists all the services that the entity can apply for and allows the user to view all requests raised by other portal users.
- **Balance:** Lets you view your balance and top up your wallet.
- **Appointment:** Enables you to book an appointment with one of our representatives
- **Portal Users:** This option is available to super users only. It lists who has access to the entity and allows adding additional users.
- **Entity Profile:** Lists all the information registered for the entity.
- **Compliance:** Lists all compliance related forms and calendars.
- **Saved Docs:** Any documents you have saved in the portal can be accessed here.
- **Quick Links:** Shows you a page with links to various sections of the portal, guidelines and handbooks.

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## 5. Fees

	Non-Retail	Retail
<b>Registrar of Companies</b>		
Name Reservation (optional)	Nil	Nil
<b>Incorporation / Registration fees</b>		
For an Open/Closed Ended Investment Company	\$1,000	NA
An Open ended Protected Cell Company	\$1,000	NA
A Limited Partnership registered as a Fund	\$1,000	NA
For a General Partner in an Investment Fund	\$100	NA
An Incorporated Cell Company	\$1,000	NA
An Incorporated Cell	\$1,000	NA
<b>Transfer of Incorporation fees</b>		
For a Foreign Limited Partnership to DIFC	\$ 4,000	
For a Foreign Limited Partnership from DIFC	\$ 4,000	
<b>License fees upon incorporation and annually</b>		
For an Open/Closed Ended Investment Company	Nil	NA
An Open ended Protected Cell Company	Nil	NA
A Limited Partnership Fund	Nil	NA
For a General Partner in an Investment Fund	\$1,000	NA
An Incorporated Cell Company	\$1,000	N/A
An Incorporated Cell	Nil	N/A
<b>Data Protection</b>		
To inform the DP Commissioner that the entity processes personal data	\$ 1,250 (Financial) \$ 750 (Non-Financial)	
To inform the DP Commissioner that the entity does not process personal data	Nil	

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