



Corporate Actions Client Handbook

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1 Introduction

This handbook outlines the process and requirements for submission of corporate actions 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' from the left menu options 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 and Founders.

Please ensure that all passport copies uploaded for the above stakeholders are certified as per the policy to avoid any delays on approving the request. The certification policy allow Corporate Service Providers to certify the authentication document as well. You may also visit DIFC Services to have your passport copies certified given that the original is presented.

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

4 DIFC Portal

The DIFC client 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 client 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 through the option "Portal users" available on the left menu on the DIFC Portal homepage.

For more details on user access, please [click here](#).

4.2 Submission on the DIFC Portal

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

1. Log-in to the [DIFC Portal](#)
2. Click on "Service Requests" or search for a service request under "Apply for a Service Request" search bar.
3. Click on the relevant corporate action to be filed or requested.
4. Most of the service requests on the DIFC portal follow the structure below:

General Details
Request Details
Review & Finalize
Upload Required Documents
Submit Request

5. Under 'General Details', You will be required to confirm the accuracy of the information provided as part of the service request.
6. Under 'Request Details', complete each section, save it and click 'Next'
7. Under 'Review & Finalize', review all the details to be submitted. In this step, you can also cancel the request, and create a new one. Once the request is reviewed, click on "Finalise & Proceed". Upon finalising the request, further amendments cannot be made.
8. Under 'Upload Required Documents', the portal will list 2 tables:
 - a. The 'Generated Documents' table: This table will list some generated documents as applicable to the request with clear instructions on who should sign. This is only applicable to certain service requests.
 - b. The 'Documents to be uploaded' table: This table will list the documents to be uploaded as part of the service request. Click "Upload" to attach the documents required. Once uploaded, click on "Upload & Submit".
9. For the 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.
10. Once completed, navigate to 'Submit Request' and finalise the submission

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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 service request on the client portal, please email us on portal@difc.ae or call us on 04 362 2222.

4.3 Returned Service 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 2 types of returned requests:
 - a. Request for more information: In the event that a request is returned for more information, the reviewer will request for additional information in the 'step note' section. Navigate to the 'Steps' section and click on 'Step ID'. To proceed, please provide the information required under the 'customer comments' section. Click on 'Notes Updated' tick box then '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'.
3. Upon submitting the required information or re-uploading the documents, the request will be send 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 panel of the 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 portal balance. Our bank details are:

DIFC Investments Ltd.- Collection Account
Emirates NBD- Deira Branch
Account No. 101-1434147-605- AED

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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 DIFC Services cashier along with the cheque to deposit the amount into your portal balance.
3. Credit Card
4. Cash

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:

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	All registered entities
Filing of audited accounts	Non-Small Private Companies Public Companies Non Profit Incorporated Organisations Foundation (without a registered agent)
Filing of annual directors' report	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- Payment of Annual Data Protection fees (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 submit data protection notification renewal issued by the DIFC commissioner of data protection. The fine amount is USD 1,000.- An administrative fine for failure to file the confirmation statement issued by the ROC. The fine amount is USD 500 <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. Failure to renew the establishment card within the approved time frame will result in fines issued by the General Directorate of Residency and Foreigners Affairs of Dubai at a rate of AED 100 per month of delay.</p>
Required documents
<ul style="list-style-type: none">• A signed copy of the public register extract duly signed by an authorised individual from the entity such as an authorised signatory, a director, a partner, a founder, or a founding member.• If the entity is conducting the activity of a Family Office, a letter confirming:<ul style="list-style-type: none">(i) that it provides Family Office Services solely to a single Family or, in the case of it being allowed to provide Family Office Services to more than one (1) Family solely to the Families approved for this purpose by the Registrar.(ii) the total number of Family Members of a Family served by the Family Office, and their identification details.(iii) the Family Office Services provided to a Family by the Family Office.(iv) the Family continues to maintain the Minimum Net Asset Requirement.(v) that it is maintaining records of the Sources of Funds involved in the transactions entered into and services provided by the it for the reporting period in question.• If the entity is an NPIO, an undertaking letter 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 is required.• If the entity is a Prescribed Company (PC) with a qualifying purpose of Structure Financing and does not have an authorised firm as the initiator or a transaction party, an undertaking letter confirming that the PC will not be used for any purpose other than its qualifying purpose. For the template, please click here.

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<ul style="list-style-type: none"> If the entity is sharing office with an affiliate, a no objection certificate issued by the Business Development Department in DIFC is required. 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: List of non-financial activities List of retail activities 	
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	
Please refer to the table of fees .	
Time Frame	Applicability
1 working day	Required for all registered entities

5.1.2 Add Audited Accounts

Description	
All entities operating from the DIFC must maintain accounts. However, audited accounts is requirement for certain types of entities which must be filed with the RoC. Failure to file the audited accounts as required shall result in fines issued as prescribed in DIFC Laws and Regulations.	
Required documents	
<ul style="list-style-type: none"> A copy of the most recent audited accounts report signed by the appointed auditor. Please note that the appointed auditor must be registered with the RoC. To view the list of the registered auditors, please click here. 	
Time frame for filing	
<ul style="list-style-type: none"> Within 30 days from the financial year end of the entity 	
Fees	
Nil	
Time Frame	Applicability
1 working day	Non Small Private Companies Public Companies NPIOs Foundations (without a registered agent)

5.1.3 Annual Directors' report

Description
As per article 126 of the DIFC Companies Law, Law No. 5 Of 2018 , the Directors of a public Company shall prepare a Directors' report for each financial year of the Company which must be filed with the RoC.

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Failure to submit the annual Directors' report of a Public Company shall result in each Director being liable to a fine as per schedule 2 of the <u>DIFC Companies Law, Law No. 5 Of 2018</u> .	
Required documents	
<ul style="list-style-type: none"> A clear scanned copy of the annual Directors' report signed by a Director or the Company Secretary. 	
Time frame for filing	
Within 7 months of the financial year end of the Company.	
Fees	
Nil	
Time Frame	Applicability
1 working day	Public Companies

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 one month of making any amendments to the entity's registers and records.

Filings applicable to all legal structures

5.2.1 Update Details, Add or Remove Management Details

Description	
This service request requires the entity to add, remove or update the details of 3 contacts as per the below: <ul style="list-style-type: none"> The most senior management contact of the entity registered in the DIFC At least one general communications contact to receive general communications from the DIFC Authority An emergency contact 	
Required documents	
<ul style="list-style-type: none"> In case of adding a new Senior management contact person <ul style="list-style-type: none"> Passport copy of the newly appointed senior management contact. 	
Time frame for filing	
Within one month of the amendment date.	
Fees	
Nil	
Time Frame	Applicability
1 working day	All registered entities

5.2.2 Add or Remove Auditor

Description

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<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 client portal. Please note that appointed auditors must be registered as recognized auditors with the RoC. To view the list of approved recognised auditors, please click here.</p>	
<p>Required documents</p>	
<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. 	
<p>Time frame for filing</p>	
<p>Within one month of the amendment date.</p>	
<p>Fees</p>	
<p>Nil</p>	
Time Frame	Applicability
1 working day	Public Company Private Company Non Profit Incorporated Organization Foundations (without a registered agent)

5.2.3 Change of Activity

<p>Description</p> <p>If a DIFC registered entity wishes to amend its business 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, <u>non-financial business activities</u> can be submitted directly on the client portal. Please note that The RoC might 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>
<p>Required documents</p> <ul style="list-style-type: none"> • In case the activity is financial, a copy of DFSA approval to add or remove an activity. • In case the activity 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 in principle approval to add the activity • In case the activity is a non-financial or retail activity, a copy of a letter addressed to the RoC requesting the change of activity. 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 business activities

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○ Explain in detail how the amended activities will fit with the existing scope of the entity	
Time frame for filing	
Prior to amending business activities	
Fees	
Nil	
Time Frame	Applicability
4 working days	All registered entities

5.2.4 Change of Entity Name or Trade Name

Description
<p>A DIFC registered entity can apply for amending its name, trading name or both. An entity can change its name or trade name, provided that the new name is acceptable to the RoC and is in compliance with DIFC Laws and Regulations and the <u>DIFC Naming Policy</u>. 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, please note the conditions below. For further details, please refer to DIFC Laws and Regulations and the <u>DIFC Naming Policy</u>:</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 parent 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). • 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. <p>If the entity is changing its trade name and has issued an 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.</p>
Required documents
<ul style="list-style-type: none"> • A copy of a special resolution approving the change of name/trade name (This is not applicable for Recognized 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 parent entity is required.

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<ul style="list-style-type: none"> 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	
Prior to amending the entity name or trade name	
Fees	
For RoC fees, please refer to the table of fees	
Establishment card fees (if applicable) AED 700 (Normal) AED 950 (Express)	
Time Frame	Applicability
2 working days	All registered entities

5.2.5 Change of Entity Registered Address

Description	
<p>DIFC registered entities must notify the RoC of any changes to the registered address which includes:</p> <ul style="list-style-type: none"> Update or add a new operating location Update the registered address (if the entity has multiple operating locations) <p>If the entity has leased a new office space, the lease must be registered with the DIFC to be recorded on the portal as a new operating location.</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 one month of the amendment date.	
Fees	
Nil	
Time Frame	Applicability
1 working days	All registered entities

5.2.6 Update Details, Add or Remove Authorised Signatory on the DIFC License

Description	
Any amendments made to the authorized signatories listed or to be listed on the DIFC license must be filed with the RoC	
Required documents	
<ul style="list-style-type: none"> Update Details: 	

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<ul style="list-style-type: none"> ○ In case of updating passport details of an authorized signatory, a copy of the new passport is required. ○ In case of updating the name of an authorized signatory, evidence of change of name is required such as a copy of a certificate issued by the embassy. ● Removing an authorised signatory: <ul style="list-style-type: none"> ○ A copy of the resignation/termination letter of the said individual or a board resolution approving the removal of the signatory ● Adding a new authorised signatory: <ul style="list-style-type: none"> ○ A copy of a board resolution appointing the said person as authorised signatory. Resolution validity should not exceed six months from date of submission on the portal ○ Passport copy of the newly appointed signatory. ● If the entity is conducting a business activity that requires approval from an independent Government Authority such as Legal Affairs Department, RTA, DHA or Emirates Post, the updated licenses issued by the relevant authority is required. 	
Time frame for filing	
Within one month of the resolution date.	
Fees	
Nil	
Time Frame	Applicability
1 working days	All registered entities

5.2.7 Update Details, Add or Remove Ultimate Beneficial Owner (UBO)

Description	
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. Please note that this applies to all entities including entities with individual shareholders (or partners, members, founding members, founders) only.	
Please note that the details of the UBOs filed with the RoC will be deleted and will not be available on the portal once approved. DIFC will not maintain a register of UBOs.	
Required documents	
<ul style="list-style-type: none"> ● In case of adding a new UBO from high risk or sanctioned countries, a recent 3-month bank statement must be uploaded and details on the source and origin of funds will be required. 	
Time frame for filing	
Within one month of the amendment.	
Fees	
Nil	
Time Frame	Applicability
5 working days	All registered entities

5.2.8 Request for Exemption from DIFC UBO Regulations

Description

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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:

- 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.
- 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.
- The entity is wholly owned by a government or government agency of a Relevant Jurisdiction
- The entity is established under a law of the United Arab Emirates to perform governmental functions

Required documents

- Copy of Evidence: Please provide evidence that the entity is listed or is regulated by a recognized jurisdiction or is a government entity.

Time frame for filing

As and when applicable

Fees

Nil

Time Frame

1 working day

Applicability

All registered entities

5.2.9 Designate an Authorised Signatory to sign the DEWS Deed of Participation

Description

DIFC Registered entities that have employees and are required to make contribution into the DIFC Employee Workplace Savings plan (DEWS) must appoint one of its listed authorised signatories to execute the Deed of Participation to register the entity on the DEWS platform and initiate employee enrollment. For more details about DEWS, please [click here](#).

Required documents

None

Time frame for filing

Required to register into the DEWS platform

Fees

Nil

Time Frame

1 working day

Applicability

All registered entities that are required to make employee contributions into DEWS

5.2.10 Update Details, Add or Remove the Approved Person

Description

The RoC must be informed when a recognized entity is appointing, removing or updating the details of the Approved Person appointed and authorised to accept service of any document or notice.

Required documents

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<ul style="list-style-type: none"> • Update Details: <ul style="list-style-type: none"> ○ In case of updating passport details of the Approved Person, a copy of the new passport is required. ○ In case of updating the name of the Approved Person, evidence of change of name is required such as a copy of a certificate issued by the embassy. • Removing an Approved Person: <ul style="list-style-type: none"> ○ In case of removing the Approved Person, a copy of the resignation/termination letter OR a board resolution approving the removal of the Approved Person is required. • Adding an Approved Person: <ul style="list-style-type: none"> ○ In case of adding a new Approved Person, a copy of a board resolution appointing the Approved Person is required. Resolution validity should not exceed six months from date of submission on the portal. ○ Certified passport copy of the newly appointed Approved Person. Passport copies can be certified by Law Firms, Corporate Service Providers or other authorised bodies as per the DIFC Certification Policy. 	
Time frame for filing	
Within one month of the amendment.	
Fees	
Nil	
Time Frame	Applicability
1 working day	Recognised Companies Recognised Partnerships Recognised Foundations

5.2.11 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 such as a copy of audited financials or a letter issued by a directors or an authorised person confirming the financial year end. Resolution validity should not exceed six months from date of submission on the portal. 	
Time frame for filing	
Within one month of the resolution date.	
Fees	
Nil	
Time Frame	Applicability
1 working day	All entities

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5.2.12 Update location of records and registers

Description	
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.	
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 one month of the resolution date.	
Fees	
Nil	
Time Frame	Applicability
1 working day	All registered entities

5.2.13 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 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 the amendment.	
Fees	
Nil	
Time Frame	Applicability
1 working day	All registered entities

Filings required for Companies only

5.2.14 Update Details, Add or Remove Director

Description	
The RoC must be informed when amendments are made to the Directors of a DIFC registered Company such as adding a new Director, removing an existing Director or updating the details of any of the existing Directors.	
Required documents	
<ul style="list-style-type: none"> Update Details: <ul style="list-style-type: none"> In case of updating passport details of a Director, a copy of the new passport is required. 	

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<ul style="list-style-type: none"> ○ In case of updating the name of a Director, evidence of change of name is required such as a copy of a certificate issued by the embassy. ● Removing a Director: <ul style="list-style-type: none"> ○ A copy of a resignation/termination letter OR an ordinary Shareholder resolution approving the removal of the Director. ● Adding a Director: <ul style="list-style-type: none"> ○ A copy of an ordinary Shareholder resolution appointing the Director. Resolution validity should not exceed six months from date of submission on the portal. ○ Certified passport copy of the newly appointed Director. 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. ○ Signed appointment declaration (This document is generated by the system upon reviewing and finalising the request). Please note that this document is not required for Recognised Companies. 	
Time frame for filing	
Within one month of the resolution or amendment date.	
Fees	
Nil	
Time Frame	Applicability
1 working day	Private Company Public Company Recognised Company

5.2.15 Update Details, Add or Remove Company Secretary

Description
The RoC must be informed when amendments are made to the Company Secretary such as adding a new Company Secretary, removing a Company Secretary or updating the details of an existing Company Secretary.
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 Company Secretary, evidence of name change is required such as a copy of a certificate issued by the embassy. ● Removing Company Secretary: <ul style="list-style-type: none"> ○ A copy of a resignation/termination letter OR a board resolution approving the removal of the Company Secretary. ● Adding a Company Secretary: <ul style="list-style-type: none"> ○ A copy of a board resolution appointing the Company Secretary. Resolution validity should not exceed six months from date of submission on the portal.

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<ul style="list-style-type: none"> ○ Certified passport copy of the newly appointed Secretary if an individual/ a copy of the certificate if body corporate. 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. 	
Time frame for filing	
Within one month of the amendment date.	
Fees	
Nil	
Time Frame	Applicability
1 working day	Private Company Public Company Recognised Company

5.2.16 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 does not apply to changes related to share capital which can be filed as part of the “Sale or Transfer of Shares” service request.	
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 one month of the amendment date.	
Fees	
Nil	
Time Frame	Applicability
1 working day	Private Company Public Company

5.2.17 Update details, add or remove Shareholders of Recognised Company

Description	
The RoC must be informed when an amendment is made to the details of the existing shareholders of a Recognised Company registered in DIFC.	
Required documents	
<ul style="list-style-type: none"> • Update Details: <ul style="list-style-type: none"> ○ A copy of the new passport is required. 	

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<ul style="list-style-type: none"> ○ 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 one month of the amendment date.	
Fees	
Nil	
Time Frame	Applicability
1 working day	Recognised Companies

5.2.18 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. • A signed copy of the amended Articles of Association signed by the Shareholders • A copy of a special resolution signed by the Shareholders approving the amendments made to the Articles and stating the Individual name authorised to sign the amended Article. Resolution validity should not exceed six months from date of submission on the portal. • Statement of compliance signed by at least one Director. For the template, please click here. 	
Time frame for filing	
Within one month of the resolution date.	
Fees	
Nil	
Time Frame	Applicability
1 working day	Private Company Public Company

5.2.19 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 thirty (30) days of the nominee shareholder being appointed as the Shareholder of the Company	
Fees	
Nil	

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Time Frame	Applicability
1 working day	Private Company Public Company

5.2.20 Update Details, Add or Remove Nominee Director

Description	
<p>The RoC must be informed of the details of the person for whom the nominee director is a nominee.</p> <p>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.</p>	
Required documents	
None	
Time frame for filing	
Within thirty (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

5.2.21 Filing of Special Resolution

Description	
<p>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.</p>	
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 thirty (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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5.2.22 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.

5.2.22.1 Allotment of Shares

Description	
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.	
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.	
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 one month of the amendment.	
Fees	
Nil	
Time Frame	Applicability
1 working day	Private Company Public Company

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5.2.22.2 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 one month of the amendment.	
Fees	
Nil	
Time Frame	Applicability
1 working day	Private Company Public Company

5.2.22.3 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 one month of the resolution date.	
Fees	
Nil	
Time Frame	Applicability
1 working day	Private Company Public Company

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5.2.22.4 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 one month of the resolution date.	
Fees	
Nil	
Time Frame	Applicability
1 working day	Private Company Public Company

5.2.22.5 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 one month of the resolution date.	
Fees	
Nil	
Time Frame	Applicability
1 working day	Private Company Public Company

5.2.22.6 Sale/Transfer of Shares

Description
The RoC must be notified when a Company resolves to transfer or sell its shares to new Shareholders or existing Shareholders.
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.
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 one month of the resolution date.	
Fees	
Nil	
Time Frame	Applicability
1 working day	Private Company Public Company

5.2.22.7 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.	
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 one month of the resolution date.	
Fees	
Nil	
Time Frame	Applicability
1 working day	Private Company Public Company

Filings required for Partnerships only

5.2.23 Update Details, Add or Remove Partner

Description	
The RoC must be informed when amendments are made to the Partners such as adding a new Partner, removing a Partner or updating the details of existing Partners.	
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 the UBO details on the portal.	
Required documents	
<ul style="list-style-type: none"> • Update Details: <ul style="list-style-type: none"> ○ In case of updating passport details of a Partner, a copy of the new passport is required. 	

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<ul style="list-style-type: none"> ○ In case of updating the name of a Partner, evidence of change of name is required such as a copy of a certificate issued by the embassy. ● Removing a Partner: <ul style="list-style-type: none"> ○ A copy of a resignation/termination letter OR Partners' approval approving the removal of the partner is required. ○ If the entity is a Recognised Partnership, A copy of the signed amended Partnership Agreement is required. ● Adding a Partner: <ul style="list-style-type: none"> ○ A copy of Partner's approval appointing the new Partner. Approval validity should not exceed six months from date of submission on the portal. ○ Certified passport copy of the newly appointed Partner if an individual / a certified copy of the certificate of incorporation or a document of a similar effect if body corporate. Passport copies can be certified by Law Firms, Corporate Service Providers or other authorised bodies as per the DIFC Certification Policy. ○ Individual Partners 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 Partners 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 a Recognised Partnership, A copy of the signed amended Partnership Agreement is required. 	
Time frame for filing	
Within one month of the amendment.	
Fees	
Nil	
Time Frame	Applicability
1 working day	General Partnership Recognised General Partnership Limited Partnership Recognised Limited Partnership

5.2.24 Update Details, Add or Remove Member/Designated Member

Description
The RoC must be informed when amendments are made to the Members (Designated or Non Designated) such as adding a new Members, removing a Member or updating the details of existing Members.
If adding or removing a 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.
Required documents
<ul style="list-style-type: none"> ● Update Details: <ul style="list-style-type: none"> ○ In case of updating passport details of a Member, a copy of the new passport is required.

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<ul style="list-style-type: none"> ○ In case of updating the name of a Member, evidence of change of name is required such as a copy of a certificate issued by the embassy. ● Removing a Member: <ul style="list-style-type: none"> ○ A copy of a resignation/termination letter OR notice approving removal of a Member signed by an existing Designated member. ○ If the entity is a Recognised Limited Liability Partnership, A copy of the signed amended Partnership Agreement is required. ● Adding a Member: <ul style="list-style-type: none"> ○ Notice of appointing the Member signed by an existing Designated Member. Notice of appointment validity should not exceed six months from date of submission on the portal. ○ Consent to becoming a Member signed by the appointed Member. ○ Certified passport copy of the newly appointed Member if an individual / a certified copy of the certificate of incorporation or a document of a similar effect if body corporate. Passport copies can be certified by Law Firms, Corporate Service Providers or other authorised bodies as per the DIFC Certification Policy. ○ Individual Members 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 Members 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 a Recognised Limited Liability Partnership, A copy of the signed amended Partnership Agreement is required. Signed appointment declaration. (This document is generated by the system upon reviewing and finalising the request). 	
Time frame for filing	
Within one month of the amendment.	
Fees	
Nil	
Time Frame	Applicability
1 working day	Limited Liability Partnership Recognised Limited Liability Partnership

5.2.25 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 draft of the amended Partnership Agreement with tracked changes in a word document format. ● A copy of the signed amended Partnership Agreement signed by the partners. ● A copy of Partners / Members approval approving the change to the Partnership Agreement. Approval validity should not exceed six months from date of submission on the portal.
Time frame for filing

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Within one month 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) only

5.2.26 Update Details, Add or Remove Founding Member

Description
<p>The RoC must be notified when amendments are made to the Founding Members in a NPIO such as adding a new Founding Member, removing a Founding Member or updating the details of existing Founding Members.</p> <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
<ul style="list-style-type: none"> • Update Details: <ul style="list-style-type: none"> ○ In case of updating passport details of a Founding Member, a copy of the new passport is required. ○ In case of updating the name of a Founding Member, evidence of change of name is required such as a copy of a certificate issued by the embassy. • Removing a Founding Member: <ul style="list-style-type: none"> ○ A copy of a resolution by the Founding Members approving removal of the Founding Member. • Adding a Founding Member: <ul style="list-style-type: none"> ○ A copy of a resolution appointing the Founding Member signed by the existing Founding Members. Resolution validity should not exceed six months from date of submission on the portal. ○ Certified passport copy of the newly appointed Founding Member if an individual / a certified copy of the certificate of incorporation or a document of a similar effect if body corporate. Passport copies can be certified by Law Firms, Corporate Service Providers or other authorised bodies as per the DIFC Certification Policy. ○ Individual Founding Members 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 Founding Members 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
Time frame for filing
Within one month of the amendment.

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Fees	
Nil	
Time Frame	Applicability
1 working day	Non Profit Incorporated Organisation (NPIO)

5.2.27 Notice of Amendment of Organisation's Charter

Description	
The RoC must be notified when amendments are made to the Organisation Charter of an NPIO.	
Required documents	
<ul style="list-style-type: none"> • A draft of the amended Organisation Charter with tracked changes in a word document format. • A copy of the signed amended Organisation Charter signed by the Founding Members • A legal opinion if the sections are amended from Provision 6 and above to the existing Organisation' Charter • A copy of a special resolution by the Founding Members approving the change to the Organisation Charter. Resolution validity should not exceed six months from date of submission on the portal. 	
Time frame for filing	
Within one month of the amendment.	
Fees	
Nil	
Time Frame	Applicability
1 working day	Non Profit Incorporated Organisation (NPIO)

5.2.28 Update Details, Add or Remove Secretary

Description	
The RoC must be notified when amendments are made to the Secretary in a NPIO such as adding a new Secretary, removing a Secretary or updating the details of existing Secretary	
Required documents	
<ul style="list-style-type: none"> • Update Details: <ul style="list-style-type: none"> ○ In case of updating passport details of a Secretary, a copy of the new passport is required. ○ In case of updating the name of a Secretary, evidence of change of name is required such as a copy of a certificate issued by the embassy. • Removing a Secretary: <ul style="list-style-type: none"> ○ A copy of a letter resignation or resolution by the Founding Members approving removal of the Secretary. • Adding a Secretary: <ul style="list-style-type: none"> ○ A copy of a resolution appointing the Secretary signed by the existing Founding Members. Resolution validity should not exceed six months from date of submission on the portal 	

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<ul style="list-style-type: none"> ○ Certified passport copy of the newly appointed if an individual / a certified copy of the certificate of incorporation or a document of a similar effect if body corporate. Passport copies can be certified by Law Firms, Corporate Service Providers or other authorised bodies as per the DIFC Certification Policy. 	
Time frame for filing	
Within one month of the amendment.	
Fees	
Nil	
Time Frame	Applicability
1 working day	Non Profit Incorporated Organisation (NPIO)

Filings required for Foundations only

5.2.29 Update Details, Add or Remove a Founder

Description
The RoC must be notified when amendments are made to the Founders of a Foundation such as adding a new Founder, removing a Founder or updating the details of existing Founders. 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.
Required documents
<ul style="list-style-type: none"> ● Update Details: <ul style="list-style-type: none"> ○ In case of updating passport details of a Founder, a copy of the new passport is required. ○ In case of updating the name of a Founder, evidence of change of name is required such as a copy of a certificate issued by the embassy. ● Removing a Founder: <ul style="list-style-type: none"> ○ A copy of a resolution by the existing Founders approving removal of the Founder. ● Adding a Founder: <ul style="list-style-type: none"> ○ A copy of a resolution appointing the Founder signed by the existing Founders. Resolution validity should not exceed six months from date of submission on the portal. ○ Certified passport copy of the newly appointed Founder if an individual / a certified copy of the certificate of incorporation or a document of a similar effect if body corporate. 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 Founders 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

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<ul style="list-style-type: none"> ○ Body Corporate Founders 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 	
Time frame for filing	
Within one month of the amendment.	
Fees	
USD 100 in the event of founder death (by court order)	
Time Frame	Applicability
1 working day	Foundations

5.2.30 Update Details, Add or Remove a Council Member

Description	
<p>The RoC must be notified when amendments are made to the Council Members of a Foundation such as adding a new Council Members, removing a Council Members or updating the details of existing Council Members. A Foundation should not have less than 2 Council Members.</p> <p>If adding or removing Council 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	
<ul style="list-style-type: none"> ● Update Details: <ul style="list-style-type: none"> ○ In case of updating passport details of a Council Member, a copy of the new passport is required. ○ In case of updating the name of a Council Member, evidence of change of name is required such as a copy of a certificate issued by the embassy. ● Removing a Council Member: <ul style="list-style-type: none"> ○ A copy of a resolution by the existing Founders approving removal of the Council Member. ● Adding a Council Member: <ul style="list-style-type: none"> ○ A copy of a resolution appointing the Council Member signed by the existing Founders. Resolution validity should not exceed six months from date of submission on the portal. ○ Certified passport copy of the newly appointed Council Member if an individual / a certified copy of the certificate of incorporation or a document of a similar effect if body corporate. 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. ○ Signed appointment declaration. (This document is generated by the system upon reviewing and finalising the request). 	
Time frame for filing	
Within one month of the amendment.	
Fees	
USD 100	
Time Frame	Applicability
1 working day	Foundations

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5.2.31 Update Details, Add or Remove a Guardian

Description	
The RoC must be notified when amendments are made to the Guardians of a Foundation such as adding a new Guardian, removing a Guardian or updating the details of existing Guardians. A Guardian cannot be the same as an existing Council Member.	
Required documents	
<ul style="list-style-type: none"> • Update Details: <ul style="list-style-type: none"> ○ In case of updating passport details of a Guardian, a copy of the new passport is required. ○ In case of updating the name of a Guardian, evidence of change of name is required such as a copy of a certificate issued by the embassy. • Removing a Guardian: <ul style="list-style-type: none"> ○ A copy of a resolution by the existing Founders approving removal of the Guardian. • Adding a Guardian: <ul style="list-style-type: none"> ○ A copy of a resolution appointing the Guardian signed by the existing Founders. Resolution validity should not exceed six months from date of submission on the portal. ○ Certified passport copy of the newly appointed Guardian if an individual / a certified copy of the certificate of incorporation or a document of a similar effect if body corporate. 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. 	
Time frame for filing	
Within one month of the amendment.	
Fees	
USD 100	
Time Frame	Applicability
1 working day	Foundations

5.2.32 Add or Remove a 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: 	

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<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 one month of the amendment.	
Fees	
USD 100	
Time Frame	Applicability
1 working day	Foundations

5.2.33 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 draft of the amended Charter and / or By Laws with tracked changes in a word document format. • A copy of 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 signed by the Founders 	
Time frame for filing	
Within one month 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.

Fees : USD 100 per service

- 1) Providing an extract of information from the Public Register
- 2) Providing an extract of any document
- 3) Witnessing of Signature
- 4) Attestation as true copy of an original document
- 5) NOC to be a shareholder outside the DIFC
- 6) NOC to open a branch / subsidiary of DIFC entity in outside DIFC jurisdiction
- 7) Letter of good standing
- 8) Certificate of Incumbency
- 9) Zero Tax Certificate
- 10) NOC to register a Property with the Dubai Land Department (**Fees:** USD 500)
- 11) Vehicle registration or cancellation
- 12) Liquidator confirmation letter
- 13) Other non-standard letters (upon request).

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