

Incorporation of Private Company Limited by Shares as an SPV

No.	Requirement	Status
General Details		
1.	Business Plan Please use the prescribed business plan template.	<input type="checkbox"/>
2.	Company Name – Sensitive Name Approval to use sensitive name issued by the relevant authority. (if applicable)	<input type="checkbox"/>
3.	Company Name – Similar name Approval to use similar name registered in other jurisdiction issued by the relevant authority.	<input type="checkbox"/>
4.	Trade Name A copy of evidence showing the right to use the proposed trade name. (e.g. trademark registration, franchise agreement, etc)	<input checked="" type="checkbox"/>
5.	Trade Name A copy of approval to use sensitive words or expressions. (if applicable)	<input type="checkbox"/>
6.	Trade Name A copy of approval to use the proposed trade name that is very similar to another trade name registered in ADGM or other jurisdiction (if applicable)	<input type="checkbox"/>
7.	Business Activities Please refer to the below description of business activities for SPV.	<input type="checkbox"/>
8.	Articles of Association A copy of articles of association. This is the new articles of association of the company. Company may choose to adopt a model articles, amended model articles or bespoke articles of association.	<input type="checkbox"/>
9.	Resolution A copy of resolution of the Board of Directors or Shareholders (or other applicable management or executive board): (a) Approving the incorporation of the company in Abu Dhabi Global Market; (b) Appointing the person authorized to sign documents on behalf of the body corporate in relation to the incorporation of the new Company; (c) Appointing the person authorized to sign documents in all matters following incorporation of the new Company. (d) Appointment of director(s) (e) Appointment of secretary(ies), if any (f) Adoption of the Articles of Association This document will also serve as the evidence of appointment of Authorised Signatories, directors or secretary.	<input type="checkbox"/>
Addresses		
10.	Lease Agreement or Consent Letter	<input type="checkbox"/>



	Copy of the lease agreement for the office space in ADGM or consent letter from ADGM registered entities	
Authorised Signatory		
	Individual	
11.	Copy of passport (including the Unified Number for UAE nationals)	<input type="checkbox"/>
12.	Copy of UAE Visa or Entry stamp in the UAE	<input type="checkbox"/>
13.	Copy of Emirates ID (mandatory for UAE nationals)	<input type="checkbox"/>
	Evidence of Appointment	
14.	A document evidencing the appointment of Authorised signatory. This may be in the form of resolution (refer to item 9 above)	<input type="checkbox"/>
Director		
	Individual	
15.	Copy of passport	<input type="checkbox"/>
	Corporate	
16.	A copy of Certificate of Incorporation or Registration, or a document of similar effect, certified by the relevant authority in the jurisdiction in which it is incorporated or registered or by its director or company secretary (issued no more than three months ago)	<input type="checkbox"/>
	Evidence of Appointment (applicable for both individual & Corporate)	
17.	A document evidencing the appointment of director. This may be in the form of resolution (refer to item 9 above)	<input type="checkbox"/>
Secretary		
	Individual	
18.	Copy of passport	<input type="checkbox"/>
	Corporate	
19.	A copy of Certificate of Incorporation or Registration, or a document of similar effect, certified by the relevant authority in the jurisdiction in which it is incorporated or registered or by its director or company secretary (issued no more than three months ago).	<input type="checkbox"/>
	Evidence of Appointment (Applicable for both individual & Corporate)	
20.	A document evidencing the appointment of secretary. This may be in the form of resolution (refer to item 9 above)	<input type="checkbox"/>
Shareholder		
	Individual	
21.	Copy of passport	<input type="checkbox"/>
	Corporate	



22.	A copy of Certificate of Incorporation or Registration, or a document of similar effect, certified by the relevant authority in the jurisdiction in which it is incorporated or registered or by its director or company secretary (issued no more than three months).	<input checked="" type="checkbox"/>
23.	Resolution Authorising incorporation of ADGM entity (Applicable for both individual & Corporate) A copy of resolution signed by shareholder approving the incorporation of ADGM entity. (refer to item 9 above) Please also provide a document evidencing the authority of individual signing the resolution (e.g. register of director, articles of association, registry extract).	<input type="checkbox"/>
Data Protection		
26.	Provide details of Data Protection as per the online questionnaire	<input type="checkbox"/>
Details of Ultimate Beneficial Owners – this is to identify the ultimate beneficial owners of holding more than 10% of the parent company.		
27.	Corporate Structure A chart showing the corporate structure of the entity – up to the individual who ultimately owns the company.	<input type="checkbox"/>
28.	Individual Copy of passport of individual(s) who ultimately own(s) or effectively control(s) the company.	<input type="checkbox"/>
29.	Corporate Register of member/shareholders or document evidencing the current shareholders of the company, i.e. each corporate shareholder in the corporate structure (issued no more than three months ago). Please provide details of trust or public/listed company (if applicable)	<input type="checkbox"/>
Fee		
30.	Pay USD1,600 – Non Financial (via Credit card, Electronic Fund Transfer)	<input type="checkbox"/>

Business Activities - SPV

Business Activity Code	Business Activity	
7012	Special purpose company for professional investors	A company that has been established for the sole purpose undertaking activities of individual professional investments.
7013	Special purpose company for professional investment institutions (limited application)	A company that has been established for the sole purpose to conduct activities of professional investment institutions.



7014	Proprietary investment company	A company that has been established for the investment of its own funds. They are not permitted to offer this service to any third party.
7015	Proprietary asset management company	A company that has been established for purpose of managing its own assets. They are not permitted to offer this service to any third party
7016	Special purpose company	A Body Corporate whose sole purpose, either generally or when acting in a particular capacity, is to carry out one or more of the following functions: <ul style="list-style-type: none">• issuing Investments;• redeeming or terminating or repurchasing, whether with a view to re issue or to cancellation, an issue, in whole or part, of Investments; or• entering into transactions or terminating transactions involving Investments in connection with the issue, redemption, termination or re purchase of Investments; and
7017	Special purpose vehicle	And has been explicitly established for the purpose of: <ul style="list-style-type: none">• securitising assets; or• investing in Real Property <p>(7016 and 7017 differ only in name convention)</p>

For Further Information, please contact us.

Telephone Number	Email Address
+971 2 3338777	adgm.registration@adgm.com

This document is prepared for guidance purposes only and subject to change. The Registration Authority reserves the right to ask for additional documents and information.