

REGISTRATION OF FOREIGN COMPANIES

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The Companies Act, 1992 Chapter 308, which came into force on the 1st August 1992 contains provisions for the registration of foreign Companies in The Bahamas.

A foreign Company wishes to begin or carry on any business or undertaking in The Bahamas after the 1st August 1992 then it must register under the Act. (This requirement is waived however in the case of foreign Companies who have carried on an undertaking in The Bahamas prior to that date.)

Examples under the Act of what will amount to an ‘undertaking’ include the keeping of a place of business; the holding of a licence (or being required to do so) for specific business; the holding of a licence (or being required to do so) for selling its own securities. If a foreign Company has a local telephone listing in The Bahamas an undertaking is presumed.

Procedure for Registration

1. The foreign Company must file:
 - (a) a Statement containing information as in the attached [Form I](#);
 - (b) if the Statement at (a) is in a language other than English, a translation thereof into English certified as a true copy. This Certificate should be given by a Notary Public or a translator before a Notary Public;
 - (c) a Declaration by a Director as in the attached [Form II](#);
 - (d) a Declaration by an Attorney as in the attached [Form III](#). We are available to assist in this connection;
 - (e) a copy of the Charter and Byelaws or other constitutional documents of the foreign Company certified as a true copy. This Certificate should be given by the proper officer of the Registry or Agency where the foreign Company is registered [in The Bahamas this would be the Registrar General]. Should the Charter or Byelaws be in a language other than English, a translation thereof into English certified as a true copy must also be provided, and
 - (f) a Certificate of Good Standing given by proper officer of the Registry or Agency evidencing foreign Company in good standing.
 - (g) The documents should be further legalised by Apostille in those jurisdictions where the Apostille is available.
2. There must be paid a registration fee in the amount of \$50.00.
3. The Registrar General shall issue a Certificate of Registration and publish a notice in the Gazette.

Effect of Registration

The foreign Company upon registration may carry on its undertaking in The Bahamas in accordance with its Certificate and with the general provisions of the Act.

Miscellaneous

1. The foreign Company must maintain a registered office in The Bahamas the address of which must be notified to the Registrar General.

2. The name and the place of business of the foreign Company must be exhibited outside the registered office and outside all its other places of business in The Bahamas.
3. The name must also be given on all commercial and other instruments of the foreign Company.
4. If the proposed undertaking of the foreign Company is to be carried on with a view to obtaining a turnover or the receipt of money from that business within The Bahamas then the foreign Company will be obliged to obtain an annual licence under the Business Licence Act. The foreign Company can however apply to Bahamas Exchange Control for their designation as “non-resident” in which circumstance fees payable in respect of its business licence will be a flat \$300.00 per annum (and not as otherwise, a fee based on the turnover). If you require further detail on this, let us know.
5. We are required by our regulatory authorities to be supplied with certain information and documentation in respect of the owner or ultimate owner and the directors and officers of the company. All material in respect of the owner(s) will be kept in confidence unless disclosure is required under our laws. Please complete the client profile form that is applicable to you, [client profile \(individual\)](#) or [client profile \(corporate\)](#), and return it to us together with the documents required. Each beneficial owner of the company will have to complete one form.

Our services and particulars of cost

1. Our fees in assisting with the registration are usually set at \$1500.00. In addition, there is stamp duty of \$600.00 and certified copies, if needed from our Registry, are charged at \$2.00 per page.
2. Thereafter, should we provide the registered office facilities, we charge a fee therefor of \$600.00 per annum.
3. We can supply you with a copy of the Act which contains provisions which will regulate the foreign Company after registration. The cost is \$30.00.
4. There is a Government Registration Fee of \$1,000.00 payable on the 1st January of each year except that it is not payable in respect of the year of registration and if the registration should occur after 1st July in the year then neither is the fee payable for the next ensuing year.
5. We are available to proceed on your instructions but require a retainer to be paid to us in advance which will be applied to our fees and disbursements. The retainer is \$2000.00.

For your convenience you may care to remit the retainer by way of [bank wire transfer](#).