



International Corporate Advisors, LLC



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BAHAMAS - IBC

Principal Corporate Legislation

International Business Companies Act 2000, as amended.

Type of Law

Statute Law and Common Law based on English Common Law.

Type of Company for International Trade and Investment

International Business Company (IBC).

Procedure to Incorporate

Registered Agent prepares the Memorandum of Association, which after being signed by the two subscribers is delivered to the Registry. The Articles of Association can either be filed at the same time as the Memorandum of Association or within 30 days from the date of incorporation.

Restrictions on Trading

Cannot trade within the Bahamas or own real estate there. Unless government permission is granted, cannot undertake the business of banking, insurance, assurance, reinsurance, fund management, collective investment schemes, trust management, trusteeship, the rendering of investment advice or any other activity that would suggest an association with the banking or insurance industries. Cannot sell its own shares or solicit funds from the Public.

Powers of Company

An International Business Company has all the powers of a natural person.

Language of Legislation and Corporate Documents

The legislation and corporate documentation are in English.

Registered Office Required

Yes, must be maintained in the Bahamas at the address of a licensed management company or law firm.

Shelf Companies Available

Yes.

Time to Incorporate

Two days, but a further five working days is required by the Registrar for the production and release of the Certificate of Incorporation and certified copy of the Memorandum and Articles of Association.

Name Restrictions

Any name that has already been incorporated, or a name that is so similar as to cause confusion. Names such as royal or imperial. Any name which, in the opinion of the Registrar, is considered undesirable, obscene or offensive, or any name, which suggests the patronage of the Bahamas Government.

Language of Name

The name can be in any language using the Latin alphabet. The Registrar may require an English translation to ensure that the proposed name is not on the list of restricted names.

Names Requiring Consent or License

Bank, building society, savings, loans, insurance, assurance, reinsurance, fund management, investment fund, trust, trustees, Chamber of Commerce, university, municipal or their foreign language equivalents or any name in English or a foreign language that may suggest association with the banking or insurance industries.

Suffixes to Denote Limited Liability

Limited, Corporation, Incorporated, Société Anonyme, Sociedad Anónima, Gesellschaft mit beschränkter Haftung or the relevant abbreviations.

Disclosure of Beneficial Ownership to Government Authorities

No.

Compliance

Authorized and Issued Share Capital

The normal authorized share capital is US\$ 50,000; divided in to 50,000 shares of US\$ 1, this being the maximum capital for the minimum duty payable at the time of incorporation and the maximum authorized share capital for the minimum license fee payable annually. The share capital may be expressed in any currency. The minimum issued capital is either two shares of no par value or two shares of par value.

Classes of Shares Permitted

Registered shares, shares of no par value, preference shares, redeemable shares and shares with or without voting rights.

Taxation

The Bahamas is a pure tax haven and has no direct taxation in the form of income tax, capital gains tax, gift tax or inheritance tax.

Double Taxation Agreements

The Bahamas is not a party to any double tax treaties.

License Fees

Companies with an authorized share capital, with a par value, up to US\$ 50,000 pay the sum of US\$ 350 per year. Companies with share capitals more than US\$ 50,001 pay the sum of US\$ 1,000 per year.

Directors

The minimum number of directors is one. Directors may be natural persons or bodies corporate. They may be of any nationality and need not be resident in the Bahamas.

Company Secretary

The Act makes no specific reference to a company secretary, but one is normally appointed to facilitate signing obligations.

Shareholders

Minimum number of shareholders: two subscribers, but the shares can be transferred to a single person.