

GUIDANCE NOTE – BRANCH ESTABLISHMENT

In this Guidance Note, unless the context otherwise requires, words or expressions not defined have the same meaning and interpretation as in the Company Regulations 2020 of the Dubai Multi Commodities Centre Authority (“**CR 2020**”).

I. HOW TO ESTABLISH A BRANCH?

- ❖ A Non-DMCC Entity may apply to establish a Branch in the DMCC Free Zone by signing and filing an application with the Registrar. The application must be accompanied by:
 - A copy of the memorandum and articles of association (or equivalent constitutional documentation) for the entity;
 - The full name, address and nationality of the directors of the entity;
 - The proposed name of the Branch which shall comply with the DMCC Entity Name Requirements;
 - The full name, address and nationality of the person who is to serve as Manager;
 - The full name, address and nationality of the person who is to serve as Secretary, if any; and
 - Such other document or information as the Registrar may require.
- ❖ No branch may be established without the approval of the Registrar.
- ❖ The application for registration must be accompanied by payment of the relevant fee.

II. WHAT HAPPENS WHEN A BRANCH IS ESTABLISHED?

- ❖ Following approval of establishment by the Registrar:
 - a Certificate of Establishment will be issued (a certificate issued by the Registrar to confirm the establishment of a Branch in the DMCC Free Zone).
 - the Branch will be assigned a DMCC Entity Number which is a unique DMCC Entity number allocated to each DMCC Entity by the Registrar (i.e. establishment number); and
 - the Branch will be entered in the Register of DMCC Entities.
- ❖ The Branch must obtain a Licence within 24 (twenty-four) weeks from the date of its establishment. Failure to do so, the Registrar may Strike-off the Branch and cause it to be Removed from the Register of DMCC Entities.
- ❖ The Branch to conduct any lawful business in the DMCC Free Zone subject to the terms of its License.

III. BRANCHES ESTABLISHED PRIOR TO THE EFFECTIVITY OF THE NEW DMCCA COMPANY REGULATIONS 2020

- ❖ Existing Branches of a non-DMCC Entity established prior to the effectivity of the new DMCCA Company Regulations 2020 shall be issued a Certificate of Establishment and assigned a Branch Establishment number.
- ❖ Existing Branches need not apply for this, as it will be automatically issued by the DMCC.

IV. WHAT HAPPENS WHEN THE NAME OF A BRANCH PARENT HAS CHANGED?

- ❖ If the name of a Branch Parent has changed, the Branch must notify the Registrar within seven Business Days of the date of the Special Resolution approving the name change.
- ❖ The Branch in DMCC should apply for Branch name change.
- ❖ The change of name takes effect from the date on which the Registrar issues the Certificate of Name Change.
- ❖ The change of name does not affect:
 - (a) any rights or obligations of the DMCC Branch; and
 - (b) any legal proceedings by or against the Branch or any legal proceedings that might have been continued or commenced against the Branch by its former name. Such proceedings may be continued or commenced against its new name.