

## **GUIDANCE NOTE – CHANGE OF COMPANY NAME AND OPERATING NAME OF A DMCC ENTITY**

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. GENERAL**

#### **A. Concept**

- A DMCC Company may apply to change its name, provided the new name is acceptable to the Registrar.
- If the name of a Branch Parent has changed, the Branch must notify the Registrar of the resultant change in its name for the new name to be reflected in the Branch established in DMCC.
- A DMCC Entity may apply to change its Operating Name.

#### **B. Amendments Covered by this Guidance Note**

- Change of Company Name of a DMCC Company.
- Change of Name of a Branch of a Non-DMCC Entity established in DMCC.
- Change of Operating Name of a DMCC Entity.

#### **C. Applicable Business Rules**

- This process is applicable to Companies and Branches (Company or Branch of a non-DMCC Entity).
- The Branch and Company’s Licence must be valid at the time of submission of the application and until process is completed. The application will be put on hold if the Licence expires during the process. The only exception to this Rule is when the change of name is required to be completed first before the Licence can be renewed. This exception is subject to approval of the Registrar.
- Application is subject to the DMCC Company Name Reservation Rules and Guidelines.
- There should not be any account sanction.
- A No Objection Certificate from a Regulatory Authority is required in case the DMCC Entity has Licence with a regulated activity.
- Cancellation of the application shall be subject to the existing cancellation policy and fees.

## II. CHANGE OF NAME OF A DMCC ENTITY (DMCC COMPANY OR BRANCH OF A NON-DMCC ENTITY)

### A. PROCESS FLOW

To apply for this amendment, corresponding service request (SR 105 – Change of Company Name) will have to be raised by the DMCC Entity through its portal account.

Process Owner	Action	Comments
Company	<p>Company to do the following in the online portal:</p> <ul style="list-style-type: none"> <li>• System to identify if it is Company or Branch.</li> <li>• Provide the required information in the SR.</li> <li>• Supply the details change.</li> <li>• Provide three proposed names. Please note that the proposed names are in order of preference.</li> <li>• Confirm payment.</li> </ul>	<ul style="list-style-type: none"> <li>• Submit the SR.</li> <li>• A notification submission will be received by the client.</li> </ul>
DMCC	<p>Relevant DMCC Officers will verify the application by doing the following:</p> <ul style="list-style-type: none"> <li>• Check information provided by the client and verify all the uploaded documents.</li> <li>• Approves or Declines the application.</li> <li>• Reserves the new name.</li> </ul>	<ul style="list-style-type: none"> <li>• SR may be returned to the client to submit additional information or re-upload a document. In such cases, the client has to comply with the requirements to continue with the process.</li> </ul> <p>When additional requirements or information is provided, the client has to update the step in the SR.</p> <p><b>If Approved</b></p> <ul style="list-style-type: none"> <li>• Client will receive pre-approval notification and shall continue as per the instruction in the notification.</li> </ul>
Company	<p>Company to do the following in the online portal:</p>	<p><b>If Yes</b></p> <ul style="list-style-type: none"> <li>• DMCC step to be generated by the system.</li> </ul>

Process Owner	Action	Comments
	<ul style="list-style-type: none"> <li>• Upload the required Resolution.</li> <li>• NOC from Regulatory Authority (if applicable), should also be uploaded.</li> </ul>	
DMCC	<p>Relevant DMCC Officers will verify the application by doing the following:</p> <ul style="list-style-type: none"> <li>• Check information provided by the client and verify all the uploaded documents.</li> <li>• Approves or Declines the application.</li> </ul>	<ul style="list-style-type: none"> <li>• SR may be returned to the client to submit additional information or re-upload a document. In such cases, the client has to comply with the requirements to continue with the process.</li> </ul> <p>When additional requirements or information is provided, the client has to update the step in the SR.</p> <p><b>If Approved</b></p> <ul style="list-style-type: none"> <li>• Client will receive pre-approval notification and shall continue as per the instruction in the notification.</li> </ul>
Company	To submit the required original documents at the DMCC Client Service Centre	<ul style="list-style-type: none"> <li>• <b>If requirements are satisfied:</b> <ul style="list-style-type: none"> <li>- Original documents will be accepted.</li> <li>- Relevant parties will be allowed to sign the Resolutions (if client intends to have the Resolution signed in DMCC)</li> </ul> </li> </ul>
Publication	To continue for fourteen (14) calendar days in the DMCC Website.	
DMCC	After the period of publication is completed, update the account of the Company.	<ul style="list-style-type: none"> <li>• Applied amendment is registered.</li> <li>• Notification of SR closure will be sent to the client.</li> <li>• Issue the amended documents.</li> </ul>

## B. REQUIREMENTS

Documents	Remarks
<b>Board Resolution</b> of Corporate Shareholder.	<ul style="list-style-type: none"> <li>• Only applicable for Companies with Corporate Shareholder. <b>Please disregard this requirement if this is not the case.</b></li> <li>• To be signed in DMCC by authorized signatory or notarized and legalized by UAE Embassy of the place of execution of the document.</li> </ul>
<b>Board Resolution</b> issued by the Board of the Parent Company.	<ul style="list-style-type: none"> <li>• Only applicable for Branches. <b>Please disregard this requirement if this is not the case.</b></li> <li>• To be signed in DMCC by authorized signatory or notarized and legalized by UAE Embassy of the place of execution of the document.</li> </ul>
<b>Certificate of Incumbency</b> (of Corporate Shareholder and Parent Company)	<ul style="list-style-type: none"> <li>• Only applicable for Companies with Corporate Shareholder or Branches. <b>Please disregard this requirement if this is not the case.</b></li> <li>• Certificate of Incumbency must be recently issued (not more than 1 year). Certificate of Incumbency must be notarized and legalized by UAE Embassy of the place of issue.</li> </ul>
<b>Certificate of Name Change of Parent Company</b>	<ul style="list-style-type: none"> <li>• Only applicable for Branches. <b>Please disregard this requirement if this is not the case.</b></li> <li>• Certificate of Name change of Parent Company must be notarized and legalized by UAE Embassy of the place of issue.</li> </ul>
<b>Shareholder's Resolution</b>	<ul style="list-style-type: none"> <li>• Only applicable for Companies with individual Shareholders. <b>Please disregard this requirement if this is not the case.</b></li> <li>• Printed in DMCC Company letterhead and stamped.</li> <li>• Need not be signed in DMCC nor notarized and attested.</li> </ul>
<b>Joint Shareholder's Resolution</b>	<ul style="list-style-type: none"> <li>• Only applicable for Joint Venture Companies.</li> <li>• Printed on the DMCC Company Letterhead and stamped.</li> <li>• To be signed in DMCC by all Shareholders or their authorized representatives or notarized and legalized by UAE Embassy/Consulate of the place of execution of the document.</li> <li>• To be submitted along with other required Resolution from each of the Corporate Shareholder.</li> </ul>

<b>Power of Attorney</b>	<ul style="list-style-type: none"> <li>• If applicable. <b><i>Please disregard this requirement if there is no POA issued.</i></b></li> <li>• If issued in UAE, validity to be checked in the Dubai Court portal.</li> <li>• Notarized and legalized by UAE Embassy of the place of issue (if issued outside of UAE).</li> <li>• Original POA required to be presented for verification.</li> <li>• To specifically provide authority to change the name of the DMCC Entity.</li> </ul>
<b>Passport of the POA holder</b>	<ul style="list-style-type: none"> <li>• If applicable. <b><i>Please disregard this requirement if there is no POA issued.</i></b></li> <li>• Original passport required to be presented.</li> </ul>
<b>Original Memorandum and Articles of Association</b> (for Companies registered before 2 <sup>nd</sup> Jan 2020)  <b>Original Articles of Association</b> (for Companies registered after 2 <sup>nd</sup> Jan 2020)	<ul style="list-style-type: none"> <li>• Only in case of Change of name of a DMCC Company.</li> </ul>
<b>NOC from Regulatory Authority</b>	<ul style="list-style-type: none"> <li>• Only in case the DMCC Entity carries a Licence with regulated activity.</li> </ul>

## C. OUTPUT

The following documents will be issued when the process is completed:

### For DMCC Company:

- Company Licence
- Articles of Association (Amended)
- Certificate of Name Change

### For DMCC Branch:

- Branch Licence
- Certificate of Name Change

### III. CHANGE OF OPERATING NAME OF A DMCC ENTITY (DMCC COMPANY OR BRANCH OF A NON-DMCC ENTITY)

#### A. PROCESS FLOW

To apply for this amendment, corresponding service request (SR 106 – Change of Operating name) will have to be raised by the DMCC Entity through its portal account.

Process Owner	Action	Comments
Company	<p>Company to do the following in the online portal:</p> <ul style="list-style-type: none"> <li>• System to identify if it is Company or Branch.</li> <li>• Provide the required information in the SR.</li> <li>• Supply the details change.</li> <li>• Provide three proposed Operating Names. Please note that the proposed Operating Names are in order of preference.</li> <li>• Confirm payment.</li> </ul>	<ul style="list-style-type: none"> <li>• Submit the SR.</li> <li>• A notification submission will be received by the client.</li> </ul>
DMCC	<p>Relevant DMCC Officers will verify the application by doing the following:</p> <ul style="list-style-type: none"> <li>• Check information provided by the client and verify all the uploaded documents.</li> <li>• Approves or Declines the application.</li> <li>• Reserves the new Operating Name.</li> </ul>	<ul style="list-style-type: none"> <li>• SR may be returned to the client to submit additional information or re-upload a document. In such cases, the client has to comply with the requirements to continue with the process.</li> </ul> <p>When additional requirements or information is provided, the client has to update the step in the SR.</p> <p><b>If Approved</b></p> <ul style="list-style-type: none"> <li>• Client will receive pre-approval notification and shall continue as per the instruction in the notification.</li> </ul>
Company	<p>Company to do the following in the online portal:</p> <ul style="list-style-type: none"> <li>• Upload the required Resolution.</li> <li>• NOC from Regulatory</li> </ul>	<p><b>If Yes</b></p> <ul style="list-style-type: none"> <li>• DMCC step to be generated by the system.</li> </ul>

Process Owner	Action	Comments
	Authority (if applicable), should also be uploaded.	
DMCC	<p>Relevant DMCC Officers will verify the application by doing the following:</p> <ul style="list-style-type: none"> <li>• Check information provided by the client and verify all the uploaded documents.</li> <li>• Approves or Declines the application.</li> </ul>	<ul style="list-style-type: none"> <li>• SR may be returned to the client to submit additional information or re-upload a document. In such cases, the client has to comply with the requirements to continue with the process.</li> </ul> <p>When additional requirements or information is provided, the client has to update the step in the SR.</p> <p><b>If Approved</b></p> <ul style="list-style-type: none"> <li>• Client will receive pre-approval notification and shall continue as per the instruction in the notification.</li> </ul>
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DMCC	After the period of publication is completed, update the account of the Company.	<ul style="list-style-type: none"> <li>• Applied amendment is registered.</li> <li>• Notification of SR closure will be sent to the client.</li> <li>• Issue the amended documents.</li> </ul>

## B. REQUIREMENTS

Documents	Remarks
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<b>Board Resolution</b> issued by the Board of the Parent Company.	<ul style="list-style-type: none"> <li>• Only applicable for Branches. <b>Please disregard this requirement if this is not the case.</b></li> <li>• To be signed in DMCC by authorized signatory or notarized and legalized by UAE Embassy of the place of execution of the document.</li> </ul>
<b>Certificate of Incumbency</b> (of Corporate Shareholder and Parent Company)	<ul style="list-style-type: none"> <li>• Only applicable for Companies with Corporate Shareholder or Branches. <b>Please disregard this requirement if this is not the case.</b></li> <li>• Certificate of Incumbency must be recently issued (not more than 1 year). Certificate of Incumbency must be notarized and legalized by UAE Embassy of the place of issue.</li> </ul>
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<b>Power of Attorney</b>	<ul style="list-style-type: none"><li>• If applicable. <b><i>Please disregard this requirement if there is no POA issued.</i></b></li><li>• If issued in UAE, validity to be checked in the Dubai Court portal.</li><li>• Notarized and legalized by UAE Embassy of the place of issue (if issued outside of UAE).</li><li>• Original POA required to be presented for verification.</li><li>• To specifically provide authority to change the name of the DMCC Entity.</li></ul>
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<b>NOC from Regulatory Authority</b>	<ul style="list-style-type: none"><li>• Only in case the DMCC Entity carries a Licence with regulated activity.</li></ul>

#### **D. OUTPUT**

The following documents will be issued when the process is completed:

- Company Licence
- Branch Licence

#### **IV. APPLICABLE FEES**

Please see Schedule of Charges by clicking [here](#).

#### **V. CANCELLATION OF AN APPLICATION**

Cancellation of an application will be subject to the existing policy and procedure of SR cancellation.