



**Client Handbook**

**Incorporation/Registration of a DIFC Entity**

**Operating as a Representative Office**



## **Contents:**

- I. Introduction**
- II. Operating as a Representative Office**
- III. In Principle Approval**
- IV. Operating Location**
- V. Name Reservation**
- VI. DIFC Client Portal**
  - a. First Time Access to DIFC Client Portal**
  - b. Submission on the DIFC Client Portal**
  - c. Required Documents**
  - d. Top up your balance on the Portal**
  - e. Fees**
- VII. About DIFC**

NOTICE and DISCLAIMER – This document and any attachment are to be used only for their intended purpose and may not be altered or modified in any way without prior written permission. All content in this document and any attachment is provided for informational purposes only and should not be considered complete, up to date or a substitute for specific professional advice.



## I. Introduction

This user guide outlines the requirements and processes for registering an entity for the purpose of Operating as a Representative Office at the Dubai International Financial Centre (DIFC).

## II. Operating as a Representative Office

To set up an entity as a Representative office in DIFC, the company must be incorporated in other jurisdictions and operate in DIFC by way of branches.

For more details about this legal structure, please refer to DIFC laws and regulations available on: <http://www.difc.ae/legal-database>

## III. In Principle Approval

Prior to applying for the registration of a Representative Office, an in-principle approval should be obtained from Dubai Financial Services Authority (DFSA).

You may also contact the DIFC Business Development on [setup@difc.ae](mailto:setup@difc.ae) for further details.

Upon receiving the in-principle approval, the company may proceed with securing a registered address (an operating location) within the Dubai International Financial Centre either through leasing, sharing office space or purchasing a commercial unit. Sharing office space is allowed only for affiliates and is subject to approval by the Business Development Department of DIFC Authority.

## IV. Operating Location

In order to complete the registration application with DIFC, please ensure that the entity's operating location is registered before submitting the application on the DIFC Client Portal:

- If you are operating from a leased/ subleased unit, please ensure your lease agreement is registered with the DIFC Registrar of Real Property. For more details, email [rorp@difc.ae](mailto:rorp@difc.ae). If your lease is signed with DIFC Investments LLC, lease registration will not be required as it will be completed automatically by DIFC Investments LLC.

NOTICE and DISCLAIMER – This document and any attachment are to be used only for their intended purpose and may not be altered or modified in any way without prior written permission. All content in this document and any attachment is provided for informational purposes only and should not be considered complete, up to date or a substitute for specific professional advice.



- If you are sharing a space with an affiliate, please obtain a No Objection Letter (NOC) from DIFCA. For more information, please contact your Business Development Relationship Manager from DIFCA.
- If you are operating from a purchased unit, the unit must be owned by the entity itself or by the sole member. Please contact our Registrar of Real Properties team on [rorp@difc.ae](mailto:rorp@difc.ae) to apply for “Self-Occupy”.

## V. Name Reservation (optional)

If you would like to reserve a name, before proceeding with the application for Incorporation of a Representative office, you can submit an Application for Name Reservation in hard copy along with the fees as per the table below to the DIFC Registry Services. Nonetheless, name reservation is an optional service that is provided by the DIFC Registrar of Companies. A proposed name can be reserved for a period of 90 calendar days.

Entity Type	Name Reservation Fees
Non Retail	\$800

To access the Application for Name Reservation, please visit: <http://www.difc.ae/downloads>

## VI. DIFC Client Portal

Once you obtain the in-principle approval and a registered operating location in the DIFC, you can start filling the Application for Incorporation/Registration on the DIFC Client Portal.

The DIFC Client Portal is a system developed by DIFC to extend and facilitate the services of the DIFC Registrar of Companies. If you wish to set up an entity in DIFC, you must use the DIFC Client Portal to submit your application. The sections below will guide you on the process and requirements to submit the Application for Incorporation/Registration on the portal:

### a) *First Time Access to DIFC client portal*

Upon receiving the in-principle approval from DFSA, the entity will be granted access to the DIFC Client Portal.

Below please find the steps in more detail:

NOTICE and DISCLAIMER – This document and any attachment are to be used only for their intended purpose and may not be altered or modified in any way without prior written permission. All content in this document and any attachment is provided for informational purposes only and should not be considered complete, up to date or a substitute for specific professional advice.

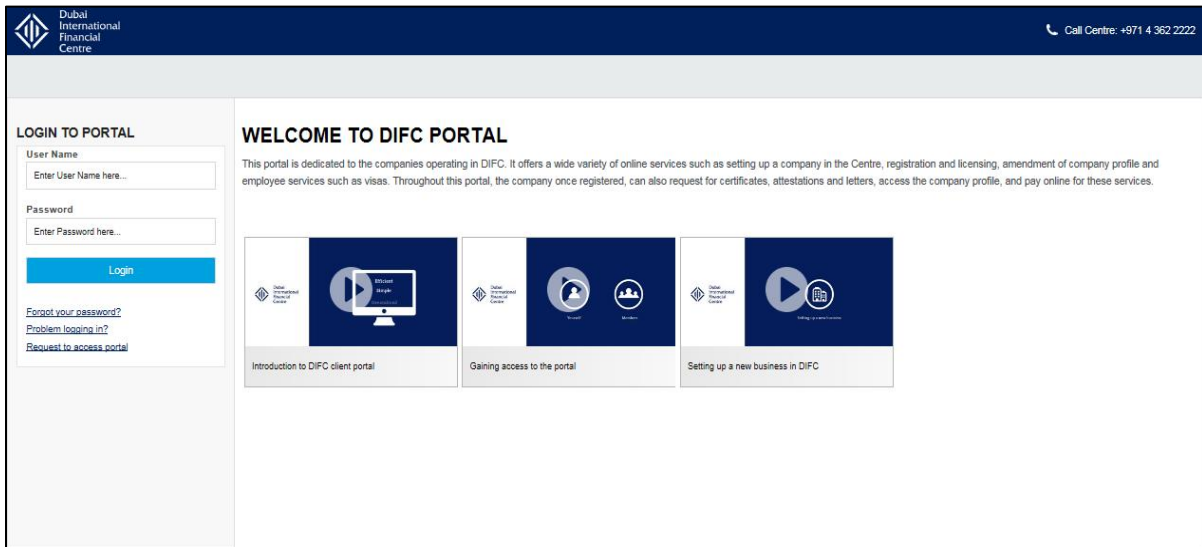


- DIFC Registry Services will send you an email requesting further details to create the entity account which include:
  - i. Entity Name
  - ii. Business Activity(s)
  - iii. Trading Name
  - iv. Entity type
  - v. Portal User First Name
  - vi. Portal User Last Name
  - vii. Portal User Email
  - viii. Portal User Phone No
- The account will be created once the details are received. The appointed person will receive an email with a link to fill a user access form.
- The appointed person must complete the details and attach a valid passport copy. On submission, the system will send the appointed person an email with the portal username and a link to set the password.
- The appointed person must use the portal username each time to login to the portal.

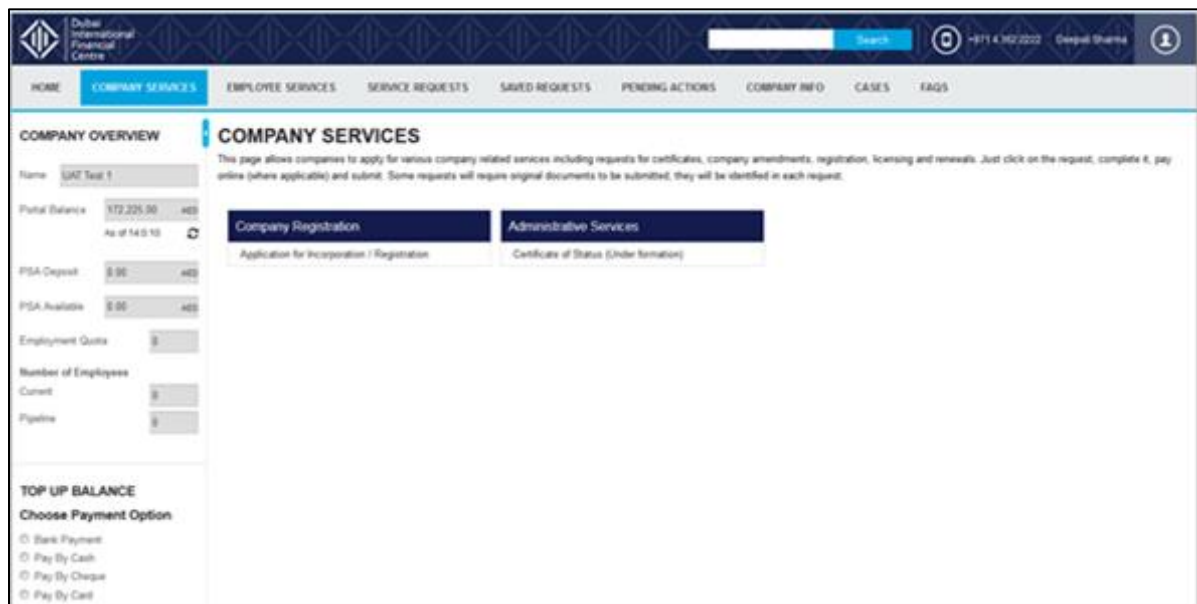
*b) Submission on the DIFC client portal*

- Log in to the DIFC Client Portal: <https://portal.difc.ae/> using your user name and password.

NOTICE and DISCLAIMER – This document and any attachment are to be used only for their intended purpose and may not be altered or modified in any way without prior written permission. All content in this document and any attachment is provided for informational purposes only and should not be considered complete, up to date or a substitute for specific professional advice.



- Once logged in, navigate to Company Services by clicking on the 'Company Services' icon. For registration of the Representative Office, you will need to click on 'Application for Incorporation/Registration' under Company Registration.



NOTICE and DISCLAIMER – This document and any attachment are to be used only for their intended purpose and may not be altered or modified in any way without prior written permission. All content in this document and any attachment is provided for informational purposes only and should not be considered complete, up to date or a substitute for specific professional advice.



- Click 'Application for Incorporation/Registration'. In the first section, you are required to select the relevant legal structure type such as FRC, RLP, RLLP or RP depending on the legal structure of the mother entity and fill information related to your entity's name. Please ensure the correct legal structure is selected as this will identify the structure of the application, the fees and the sections to be filled.

- Once your legal structure is selected, the system will load the sections to be filled. You need to complete all the mandatory fields in the first section to be able to proceed to the other section. Once completed, click 'Next'. In this section you must also indicate if you wish to apply for a new establishment card for the company. Please note that establishment card is an optional service and is required only if the entity wishes to sponsor employees
- Kindly refer to the relevant legal structure client handbook for the process and list of requirements available on <https://www.difc.ae/operating/registrar-companies/handbook-fees>:
  - a. FRC Registration Handbook
  - b. RLP Registration Handbook
  - c. RLLP Registration Handbook
  - d. RP Registration Handbook

NOTICE and DISCLAIMER – This document and any attachment are to be used only for their intended purpose and may not be altered or modified in any way without prior written permission. All content in this document and any attachment is provided for informational purposes only and should not be considered complete, up to date or a substitute for specific professional advice.



c) *Top up your balance on the portal*

In order to submit the Application for Incorporation/Registration on the portal, the company must have sufficient portal balance. Below please find the steps to top up your portal balance:

- Log in to the DIFC Client Portal: <https://portal.difc.ae/> using your user name and password.
- To top up your balance, please enter the amount and select the payment method on the left hand panel of the screen. For wire transfers, ensure your business partner number is included in the narration provided by the bank. This will help us identify the source of the funds and top up your balance faster.

For more information, please refer to the user video guides available on the front page of the DIFC Client Portal or email us on [portal@difc.ae](mailto:portal@difc.ae).

d) *Fees*

The table below lists the fees to incorporate a Representative Office as per DIFC laws and regulations.

*Registrar of Companies Fees:*

<b>Service</b>	<b>Non-Retail</b>
Application for Incorporation of a Representative Office	US\$ 2,000
Commercial License fee (payable upon incorporation and annual renewal)	US\$ 4,000
New Establishment Card Fees (if applicable)	US\$ 618 (Normal) US\$ 656 (Express)
Add Authorized Signatory	US\$ 27
Personnel Sponsorship Agreement Deposit	US\$ 680

*Commissioner of Data Protection Fees:*

NOTICE and DISCLAIMER – This document and any attachment are to be used only for their intended purpose and may not be altered or modified in any way without prior written permission. All content in this document and any attachment is provided for informational purposes only and should not be considered complete, up to date or a substitute for specific professional advice.





The fees below will be decided based on the options selected on the Data Protection section at the time of filling the Incorporation/Registration Application.

<b>Services</b>	<b>Financial</b>
Entity does not intend to process personal data	Nil
Prior to or immediately upon personal data processing	\$1,000
Permit to transfer personal data outside DIFC under Article 12(1)(a) of the Data Protection Law	\$250
Permit to process sensitive personal data under Article 10(2) of the Data Protection Law	\$250

NOTICE and DISCLAIMER – This document and any attachment are to be used only for their intended purpose and may not be altered or modified in any way without prior written permission. All content in this document and any attachment is provided for informational purposes only and should not be considered complete, up to date or a substitute for specific professional advice.