



GUIDELINES
TURKS AND CAICOS ISLANDS COMPANIES REGISTRY
VOLUNTARY REGISTRATION OF COMPANIES

1. Filing of Documents

All documents are required to be filed in duplicate. Clients may submit up to 4 copies for which no fee will apply.

2. Fees

- A. From 1 February to 31 July 2018, no fee is payable in respect of applications filed, if the company applies for registration as an **equivalent type company**¹ with the same number of shares.
- B. From 1 August to 31 October 2018, a fee of \$50 is payable in respect of applications filed, if the company applies for registration as an **equivalent type**² **company** with the same number of shares.
- C. If the company does not apply as an equivalent type company with the same number of shares, the fee payable is \$350. This applies throughout the transition period.

A company may only apply to register as a protected cell company if it is registered as a protected cell company under CAP 16.08.

A company may only apply to register as a non-profit company if it is registered as a non-profit company under CAP 16.08.

¹ Schedule 4 of the Companies Regulations

² Schedule 4 of the Companies Regulations

Note well:

- i. If the person filing is not the Registered Agent of the company, a notice appointing your firm as Registered Agent must be filed.
- ii. If the company's Registered Office is being changed, a notice providing for this change must be filed pursuant to CAP 16.08. The prescribed fee of \$50 must accompany the notice.
- iii. Only companies whose status is active or in voluntary liquidation will be allowed to apply for voluntary registration. The company must be in good standing.
- iv. Where a company name does not meet the requirements under the Companies Ordinance 2017, the company will be required to file a notice to have its name change. Provided the change is limited to changing suffix for Limited Life Companies, dropping/changing the suffix of Non-Profit Companies, or adding a suffix for Exempted/Foreign Exempted Companies this will not attract a fee.

The Registry will only complete the name change where documents are found to be in order, all fees due and payable to the Commission have been made and there are no issues affecting the registration of the company under the Companies Ordinance 2017.

Any change not related to the addition/removal/change of a suffix (as noted in iv. above) must be accompanied by the prescribed fee of \$100.

3. Required Documents

- A. Application form – this must be completed in entirety, signed and dated. Any incomplete form will not be accepted by Registry.
- B. Special resolution by members:
 - i. Authorizing application to register;
 - ii. Appointing registered agent; and
 - iii. Approving articles of incorporation

All of the above information should be contained in one (1) document. The document should clearly indicate that it is a special resolution, be signed and dated.

C. Articles of incorporation

These must bear a date. The Registry will cross check the application form against the articles to ensure that, where applicable, responses indicated on the application

form correspond with the articles. If any inconsistency is found, the Registry will return the documents for correction.

D. Written consent from NPO supervisor

This is required for non-profit companies and associations not for profit seeking to register under Companies Ordinance 2017, and must be submitted along with the application.

E. Notice of directors

All companies will be required to file this information. This will represent the list of active directors. Where this information is currently maintained, the Registry will check to see if the information submitted corresponds with previously filed information. If the information on file does not correspond, clients will be contacted and requested to confirm and/or correct the information on file (this will apply to inconsistencies in name and date of appointment, changes in addresses will be updated by staff). Where there is evidence that a notice has not been filed or inaccurate information was filed, clients will be required to file the applicable notice along with the fee (if applicable) prior to registering. This information will be displayed on the search report. All companies, except non-profit companies, are required to have at least one director; a non-profit company is required to have a minimum of two directors.

Registration will not be completed until full and accurate information is submitted.

F. Notice of members

All companies will be required to file this information. This will represent the list of active members. Where this information is currently maintained, the Registry will check to see if the information submitted corresponds with previously filed information. If the information on file does not correspond, clients will be contacted and requested to confirm and/or correct the information on file (this will apply to inconsistencies in name and date of appointment, changes in addresses will be updated by staff). Where there is evidence that a notice has not been filed or inaccurate information was filed, clients will be required to file the applicable notice along with the fee (if applicable) prior to registering. This information will **not** be displayed on the search report.

Registration will not be completed until full and accurate information is submitted.

Please note these guidelines do not apply to companies that will be automatically registered.