



raK ICC

RAK INTERNATIONAL  
CORPORATE CENTRE

# RAK ICC TYPES OF COMPANY



## ABOUT RAK ICC

RAK International Corporate Centre (RAK ICC) is a Corporate Registry operating in Ras Al Khaimah, United Arab Emirates. RAK ICC was established pursuant to Emiri Decree No.12 of 2015. RAK ICC allows the incorporation of international business companies. These are governed by the RAK ICC Business Companies Regulations 2018.

### Types of RAK ICC Companies

There are three principal types of RAK ICC companies, as follows:

Company type	Additional optional features	Possible uses
<b>Company Limited by Share (CLS)</b>	<ul style="list-style-type: none"> <li>• Can have unlimited capacity</li> <li>• Can have restricted purpose</li> <li>• Can have unlimited or limited duration</li> <li>• Can have segregated portfolios in which assets are insulated from liability</li> </ul>	<ul style="list-style-type: none"> <li>• International business company – to facilitate worldwide investments and global trade</li> <li>• Holding company</li> <li>• Special purpose vehicle – to hold real estate or other assets</li> <li>• Joint venture company</li> <li>• Project company</li> <li>• Family office – to facilitate wealth management and asset protection</li> </ul>
<b>Company Limited by Guarantee (CLG)</b>	<ul style="list-style-type: none"> <li>• Can have unlimited capacity</li> <li>• Can have restricted purpose</li> <li>• Can have unlimited or limited duration</li> <li>• Can issue shares (in addition to having guarantee members)</li> </ul>	<ul style="list-style-type: none"> <li>• Incorporated tenant association for real estate development</li> </ul>
<b>Unlimited Company (UC)</b>	<ul style="list-style-type: none"> <li>• Can have unlimited capacity</li> <li>• Can have restricted purpose</li> <li>• Can have unlimited or limited duration</li> </ul>	<ul style="list-style-type: none"> <li>• Liability pass through company in a corporate group</li> <li>• International tax planning vehicle</li> </ul>



## ADVANTAGES OF RAK ICC COMPANIES

RAK ICC company have the following features:

No UAE restriction on ownership and repatriation of capital and profits	Access to Common Law Courts	Own real properties and assets	Open bank accounts in the UAE and internationally	Ability to benefit from UAE double taxation treaties by establishing a subsidiary
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## FEATURES RAK ICC Company have the following features:

- 01 State of the art legislation with common law influence
- 02 Robust compliance procedures
- 03 Automated registry services
- 04 Flexible approach to Memorandum and Articles of Association
- 05 No minimum capital requirement
- 06 No requirement to file financial accounts
- 07 Continuation / re-domiciliation of foreign companies is permitted
- 08 Corporate directors are permitted provided at least one natural person as a director



# COMPANY LIMITED BY SHARES (CLS)

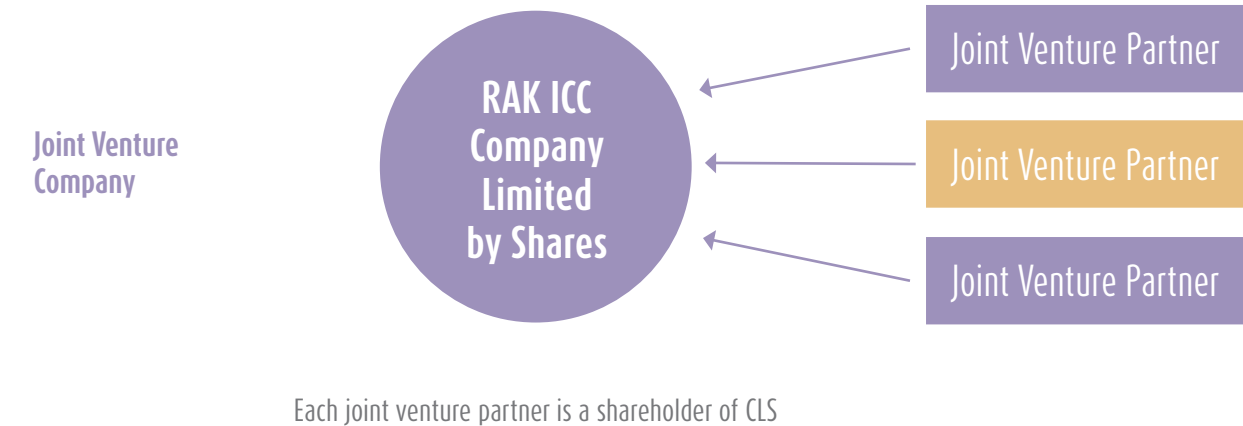
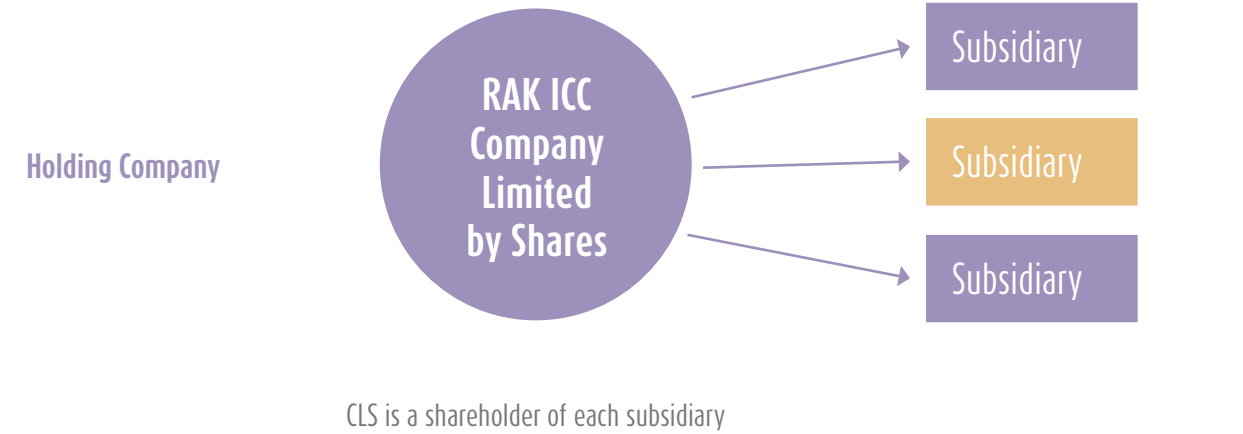
The essential feature of a CLS is that the liability of shareholders is limited to the amount of capital that they have committed or have agreed to commit. A CLS must at all times have at least one shareholder and one director. A CLS may issue bonus shares, partly paid shares or nil paid shares. For succession purposes, shares may be held by more than one person as joint owners.

## Possible uses of a CLS

RAK ICC companies limited by shares are flexible and administratively have simple corporate vehicles that can be used for a number of purposes such as:

- 01 International Business Company**  
Flexible corporate vehicle to facilitate worldwide investments and global trade
- 02 Holding Company**  
Flexible corporate vehicle to hold shares in subsidiary companies
- 03 Special Purpose Vehicle**  
Company to hold specific assets such as real estate: the underlying asset may be indirectly sold as whole or in parts by selling the shares in the RAK ICC company. typically without needing to involve local notaries or land registries
- 04 Joint Venture Company**  
Rights of the shareholders in the joint venture company may be set out in the Memorandum and Articles and/or in a separate shareholders' agreement
- 05 Project company**  
Vehicle to own and operate specific project while reducing the exposure of shareholders to liability
- 06 Family office**  
Private vehicle, with limited disclosure obligations
- 07 Segregated portfolio Company**  
Use of segregated portfolios for different assets can insulate each asset from liability and permit the separation of ownership from management and control

## Possible uses of a RAK ICC Company Limited by Shares





## COMPANY LIMITED BY GUARANTEE (CLG)

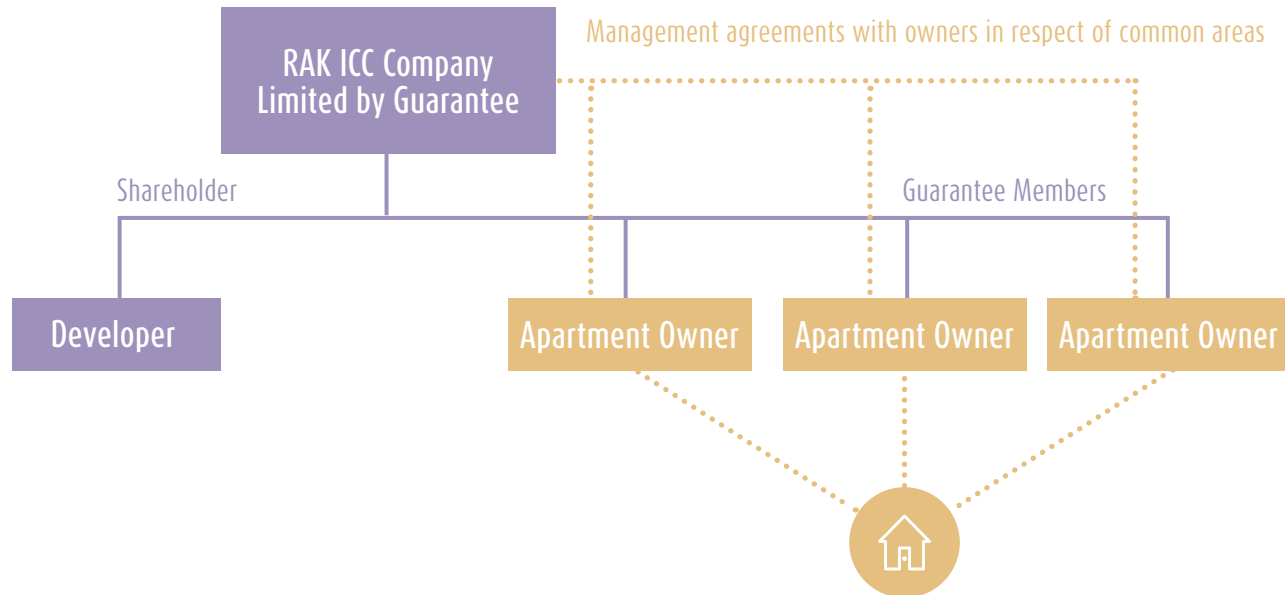
The essential feature of a CLG is that its guarantee members give an undertaking to contribute to the CLG by a specified amount in the event of its liquidation. The liability of a guarantee member is limited to that specified amount. A CLG must have at least one guarantee member. The membership rights of guarantee members are not transferable. A guarantee member remains liable to the company for one year after it ceases to be a member.

A CLG may be incorporated as a CLG authorised to issue shares or as a CLG that is not authorised to issue shares. Where a CLG is authorised to issue shares, a guarantee member may also be a shareholder.

### Possible uses of a CLG

RAK ICC companies limited by guarantee are flexible corporate vehicles that can be used for a number of purposes. A classic example is to act as an incorporated association or to confer on apartment owners certain membership rights in the company that manages the real estate development for the apartment owners, as illustrated in the diagram below.

### Management company for residential development



## UNLIMITED COMPANIES (UC)

An unlimited company is a company incorporated with or without a share capital where the liability of the members is not limited: that is, its members have a joint, several and unlimited obligation to meet any insufficiency in the assets of the company to enable the settlement of any outstanding liability in the event of the company's formal liquidation. Similarly to a general partnership, the members of a UC have unlimited liability; unlike a general partnership, the UC is a separate legal person capable of owning assets in its own name.

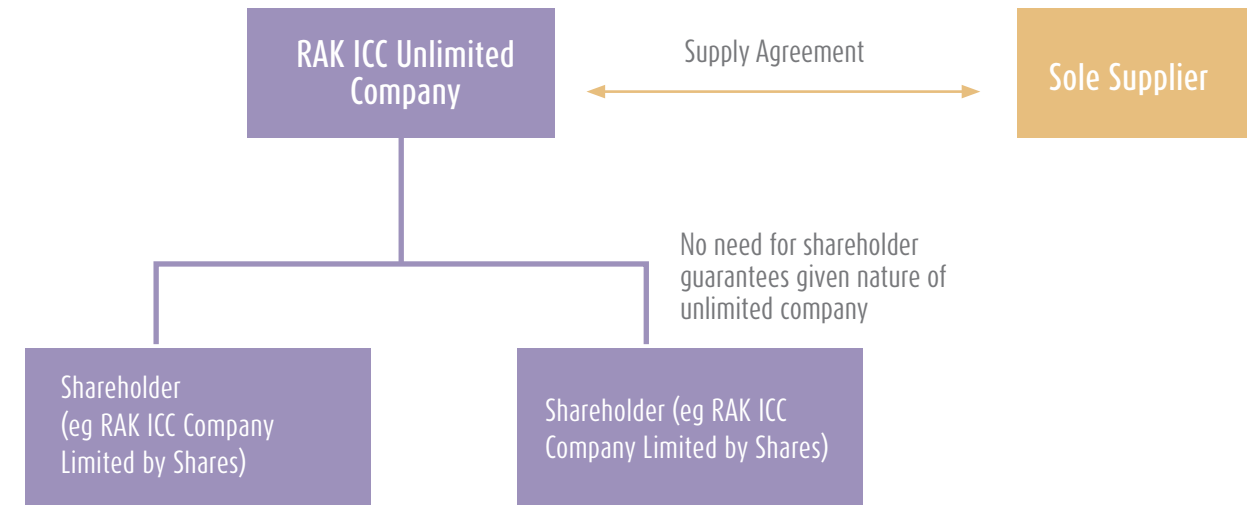
### Possible uses of an UC

RAK ICC unlimited companies are flexible and administratively simple corporate vehicles that can be used for a number of purposes.

1. An UC may be of use to avoid the need for shareholder guarantees to support the credit of the UC, for example where an UC is dealing with a sole customer, it requires recourse to the shareholders of the UC.

2. International Tax Planning

### Project Company





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