

## ADGM Guidance Note for Retailers on Al Reem Island

There are multiple ways to approach ADGM RA to apply for a transition to ADGM:

- Call centre: +971 2 333 8888
- Customer Relationships & Management team: [CRM@adgm.com](mailto:CRM@adgm.com)
- Apply using designated Tasheel centres: Al Reem Supports Hub
- Apply directly on ADGM's website: [ADGM Login Page](#)

Please note that as part of its welcome offering, **ADGM RA has waived registration and continuation fees as follows:**

- **Waived all fees for existing Retailers planning to migrate to ADGM;** this incentive ends on 31 October 2024
- All existing Retailers intending to maintain business operations on Al Reem Island must include the following business activity in their application to benefit from waived registration fees: **4500 - Migrated Al Reem Island legal entity (retail)**
- All new Retailers intending to start business operations on Al Reem Island should include the following business activity in their application to benefit from discounted registration fees: **4501 - New Al Reem Island legal entity (retail)**

### Application Summary

Please follow the steps outlined below to register your business on Al Reem Island in ADGM:

1. **Identify Legal Form**
2. **Assess Business Activities**
3. **Choose a New Registration or Continuation Method**
4. **Ensure Application Prerequisites are in Place**

### 1. Identify Legal Form

Check your existing Abu Dhabi DED license for your current legal form and select ADGM equivalent:

	<b>Existing Abu Dhabi DED Licence</b>	<b>Equivalent ADGM Licence</b>
<b>1</b>	Limited Liability Company	Private Company Limited by Shares
<b>2</b>	Sole Proprietorship / Professional Company	Private Company Limited by Shares
<b>3</b>	Branch of a Company (Free Zone, UAE, GCC, Foreign)	Branch of a Company
<b>4</b>	Establishment	Private Company Unlimited with OR without Shares
<b>5</b>	General Partnership / Partnership Company	Private Company Unlimited with Shares

## 2. Assess Business Activities

Use the following links to identify your **business activities**:

- [Permitted Activities](#) – Use this table to view all permitted activities at ADGM; type “Retail” or “Category C” in the search box to view only relevant activities
- [Business Activity Mapping Table \(DED - ADGM\)](#) – Use this table to identify ADGM equivalents to your current DED activities

## 3. Choose New Registration or Continuation

Next, you need to decide whether to apply for: i) **New Registration** or ii) **Continuation** to ADGM.

### i) Continuation from another jurisdiction into ADGM

- Your company retains all property, rights, liabilities, and obligations from before the migration and all contracts, debts, and pending legal actions remain valid
- If you are applying for Continuation, you must first obtain a No Objection Certificate (NOC) from Abu Dhabi DED by emailing at [transfertoadgm@ded.abudhabi.ae](mailto:transfertoadgm@ded.abudhabi.ae) or call **+971 2 401 7965**
- Watch the video on Continuation for details on the expansion, transition period, and how to obtain your Abu Dhabi DED NOC and start the application process here: [2 Islands, 1 District](#)

### ii) New Registration in ADGM

- New registration creates a new entity in ADGM
- If you are a **branch** with a DED licence, this option is **mandatory for you**

## 4. Ensure Application Prerequisites Are in Place

Document	Action / Description
<b>For entities choosing Continuation into ADGM only</b>	
Entity details with NOC and company licence	Upload under “Certificate of goods standing” and “Certificate of incorporation of the entity” the following: <ul style="list-style-type: none"> <li>• Current licence and DED NOC Latest Audited Financial Accounts</li> </ul>
Directors Resolution or Special Resolution	Upload the following template under “Evidence of appointment”: <ul style="list-style-type: none"> <li>• <a href="#">Directors Resolution Template or Special Resolution Template</a></li> <li>• <a href="#">Directors Resolution Template for Continuance</a></li> </ul>
Evidence of Using Trade Name	Authorisation Letter from Principle Owner of the Brand or Franchise Agreement with the Owner of the Brand
Director’s Solvency Certificate	Upload the following template: <a href="#">Directors Certificate of Solvency</a>
Article of Association	Upload the following template: <ul style="list-style-type: none"> <li>• <a href="#">Articles of Association - Private Unlimited Company Without Share Capital</a></li> <li>• <a href="#">Articles of Association - Private Unlimited Company With Share Capital</a></li> <li>• <a href="#">Articles of Association - Private Company Limited with Share Capital</a></li> </ul>

<b>For all entities regardless of choosing Continuation or New Registration</b>	
Lease Agreement	Upload Tenant (lease) contract for retail premises: <ul style="list-style-type: none"> <li>• If your lease is already registered with DMT, please provide a copy; otherwise provide a contract copy with your landlord You can complete the Tawtheeq registration for non-Tawtheeq leases with DMT after getting your ADGM licence</li> </ul>
Amount of Issued Capital (applicable to Branches, LLCs, Sole Proprietorships and Professional Companies)	Enter current capital of the entity as per DED licence (convert AED to USD). For the following fields, use the figures from the MOA (Memorandum of Association) of the Migrating Company (for Continuation) or the Parent Company (for branch registration): <ul style="list-style-type: none"> <li>• Nominal Value (in USD)</li> <li>• Number of Issued Shares (#)</li> <li>• Amount of Issued Shares (#)</li> <li>• Amount Paid (in USD)</li> </ul> The conversion rate is 1 USD = 3.6725 AED If there is no Authorized Share Capital, leave this field blank.
Shareholding/Ownership Structure	Upload the following document: <a href="#">Shareholding or Ownership Structure Chart</a> (not needed for branches)
Parent Company details (for Branches only)	Fill with full KYC of the parent company, licence and MOA (or equivalent) Add register of directors/shareholders if available
Director(s) details	Upload the director (or director equivalent, e.g. manager) passport of all directors/managers as per DED registration
Authorised Signatory(ies) details	Fill in the necessary information and upload the passport and visa of the Authorised Signatory (= Individual authorised to represent the licence holder as a permanent representative in ADGM; individual appointed as the director could also be the authorised signatory)
Data Protection – Contact Person details	<a href="#">How to complete the Data Protection Registration ADGM - Office of Data Protection</a>
Beneficial Owners details	Fill in the necessary information and upload relevant documents: <ul style="list-style-type: none"> <li>• Passport of Beneficial Owner(s)</li> <li>• <u>Either</u> Licence or shareholding chart under both of the following:               <ul style="list-style-type: none"> <li>○ Document Evidencing Beneficial Owner</li> <li>○ Evidence of Voting</li> </ul> </li> </ul> <b>ONLY</b> applicable for branches: In order to identify the UBO (Ultimate Beneficial Owner), please refer to the following links: Beneficial Ownership and Control Regulations 2022 (Schedule 1): <a href="https://en.adgm.thomsonreuters.com/rulebook/schedule-1-meaning-beneficial-owner">https://en.adgm.thomsonreuters.com/rulebook/schedule-1-meaning-beneficial-owner</a> <ul style="list-style-type: none"> <li>• How to determine the beneficial owner? – Three tests approach: <a href="https://en.adgm.thomsonreuters.com/entiresection/22833">https://en.adgm.thomsonreuters.com/entiresection/22833</a></li> <li>• ADGM requirement to identify the UBO: <a href="https://en.adgm.thomsonreuters.com/entiresection/22832">https://en.adgm.thomsonreuters.com/entiresection/22832</a></li> </ul>
Further checklists of documents required are available here: <a href="#">Setting up in ADGM</a>	