

## NETHERLANDS

- |   |   |
|---|---|
| <b>1. Company law</b>   | <i>Civil Code, Book 2.</i>  |
| <b>2. Type of company preferred for international transactions:</b>         | <i>B.V. Company with limited liability; N.V. public company. Option of bearer shares is repealed. Current bearer shares frozen.</i>           |
| <b>3. Shareless companies:</b>  | <i>Co-operative association between members.</i>  |
| <b>4. Capital requirements:</b>   | <i>NV: EUR45.000; Co-op: No limits; The minimum capital for a BV company has been abolished and there is no capital requirement any more.</i> |
| <b>5. Fees paid to authorities to incorporate:</b>                          | <i>Minor.</i>   |
| <b>6. Annual fees paid to authorities:</b>                                  | <i>No annual fees. The annual contribution to the Chamber of Commerce has been abolished as of January 1, 2014.</i>                           |
| <b>7. Taxation rates applied to companies generally:</b>                    | <i>For companies in no.2: 20% for first EUR200.000. Above that threshold 25%.</i>   |
| <b>8. Minimum members:</b>  | <i>One.</i>   |
| <b>9. Must a director/ secretary be resident?</b>                           | <i>No legal requirement.</i>  |
| <b>(b) Are Corporate Directors allowed?</b>                                 | <i>Yes.</i>   |
| <b>(c) Is a local registered agent required?</b>                            | <i>No.</i>  |
| <b>10. Meetings:</b>  | <i>Yes, minimum one.</i>  |
| <b>11. Is an annual return filed with details of directors and members?</b> | <i>No. The Chamber of Commerce, however, sends an extract of registration data for verification purposes.</i>                                 |
| <b>12. Must Financial statements of a company be audited?</b>               | <i>Depends on the size. A European Directive exists in this respect.</i>  |
| <b>13. Are annual accounts filed with annual returns?</b>                   | <i>No annual return filing as known in British style jurisdictions.</i>   |
| <b>14. Is migration of companies permitted?</b>                             | <i>Yes, but only if the other side is able to receive.</i>  |