

# BAHAMAS

## 1. Company law

*Companies Act, 1992 (CA); International Business Companies Act, 2000 (IBC Act); Segregated Accounts Companies act, 2004; Exempted Limited Partnership Act, 1995; Partnership Limited Liability Act 1861 and Partnership Act, 1904.*

## 2. Types of company:

*A company limited by shares or guarantee incorporated under CA or IBC Act; an unlimited company incorporated under the CA or the IBC Act; a limited duration company incorporated under the CA or the IBC Act; a foreign company registered under the CA; a Segregated Accounts Company (SAC) registered under the Segregated Accounts Companies Act 2004.*

### (a) type of company preferred for international transactions:

*International Business Company (IBC)*

### (b) shareless companies:

*Both the CA and the IBC Act provide for the incorporation of companies (without shares) limited by guarantee.*

## 3. Capital requirements:

*There is no minimum capital requirement for companies incorporated under the CA (domestic company of DC) of the IBC Act.*

## 4. Annual fees paid to authorities:

*For DCs, a fee of BSD350 is payable where the company is 60% owned by Bahamian nationals. Where the company is less than 60% owned by Bahamian nationals a fee of BSD1.000 is payable. For IBCs, the fee payable is BSD350 where the authorised capital is not over BDS50.000 and BSD1.000 where the share capital is over BSD50.000.*

## 5. Taxation rates applied to companies generally:

*Domestic companies are subject to: (i) Business Licence Fees (which is an annual company tax based on annual gross turnover); (ii) real property tax (if it hold land located in The Bahamas); (iii) stamp taxes on, inter alia, transactions relating to the transfer of personalty and realty and financial transactions. Additionally, import duties are levied on all goods brought into the Bahamas. An IBC will be required to pay real property tax if it owns property in The Bahamas. IBCs are exempt from any business licence fee, income tax, corporation tax, capital gains tax or any other tax on income or distributions accruing to or*

*derived from such company or in connection with any transaction to which that company or shareholder, as the case may be, is party. Additionally, any estate, inheritance, succession or gift tax, rate, duty, levy or other charge payable in the Bahamas with respect to any shares, debt obligations or other securities of that company or shareholder.*

**(a) the taxation of companies in 2 (a)**

*See above*

**6. Minimum members:**

*Domestic Company: A minimum of two shareholders. IBC: a minimum of one shareholder.*

**7. Registered office:**

*All companies are required to maintain a registered office in The Bahamas. An IBC is also required to appoint a registered agent in The Bahamas.*

**8. Must a director/ secretary be resident?**

*No..*

**9. Are Corporate Directors allowed?**

*Yes.*

**10. Meetings:**

*The members of domestic companies must have annual general meetings but the members of IBCs are not required to.*

**11. Annual return:**

*Domestic companies must file an annual return identifying the members, directors and officers of the company. There is no requirement for IBCs. It must be noted, however, that an IBC must file a copy of its register of directors and officers at the Company Registry.*

**12. Must financial statements of a company be audited?**

*The Business Licence Regulations provide that where a business has turnover of USD1 million per annum or more the financial information that is submitted to the Business Licence Unit of the Ministry of Finance must be accompanied by a statement as to the turnover of the business certified by a person who is qualified in accounting and who has no interest in the business.*

**13. Are annual accounts filed with annual returns?**

*No.*

**14. Is migration of companies permitted?**

*Yes.*