

The

International

Business

Registers

Report

2016





## Preface

Welcome to this year's report. The report is structured to reflect the diversity of respondents and the joint commitment by the four worldwide registry organisations, ASORLAC (Association of Registers of Latin America and the Caribbean), CRF (Corporate Registers Forum), ECRF (European Commerce Registers' Forum) and IACA (International Association of Commercial Administrators) in supporting this work on behalf of their members.

On behalf of ASORLAC, CRF, ECRF and IACA we would like to thank the individuals from all the business registers who took the time to answer the survey, and their teams who assisted in the collection of their data, since this is at the very core of the project. We need insight into organisations with geographical, legal and structural differences to give business registers a better tool to improve their understanding of how registration activities are carried out elsewhere. Our hope is that this will help them compare and improve; of course without the data from the survey, there can be no report.

We also would like to thank The Brønnøysund Register Centre, Norway, The Utah Department of Commerce Division of Corporations and Commercial Code, USA, and The Business Registers Group, New Zealand, for their case study contributions to this year's report.

Martin Fernando Salcedo Vargas  
ASORLAC President

Tim Moss  
CRF President

Annika Bränström  
ECRF President

Allison DeSantis  
IACA President

April 2016

As our organisations and our membership know well from their day to day operations, the business register is a key enabler to private sector growth. This year, Dr. Paul Holden has shared his insights on the economic importance of registries, and we are very grateful for his contributions.

Finally we would like to thank the members in the survey working groups for their efforts in the preparation of the survey, the analysis of the data and the creation of the report itself. If you have any questions, comments or amendments to the data for your jurisdiction – or suggestions for future surveys – please contact any member of the survey working group.

The report provides a rich source of information on registers across the world and provides us all with new insights to help us improve.



# The Economic Importance of Registries

by  
Dr Paul Holden

## Introduction

This chapter discussed briefly the importance of corporate registries for the efficient functioning of an economy. Clearly this is a vast subject and the discussion that follows merely highlights some of its salient features. It commences with a discussion of why companies exist and the type of rules that govern their formation. A brief discussion of how contracts underlie all economic activity follows. This lays the foundation for outlining how important registries are in ensuring that the system functions effectively. It is illustrated by some examples from recent reforms in some small developing economies in the South Pacific.

## Why Do Companies Exist?

The economic rationale for registries is founded on the importance of contracting and the role that contracts play in economic activity. However, it is first necessary to establish why companies exist, something that is often taken for granted, but which determines the functions and usefulness of registries.

From an economic perspective, companies exist to limit the liability of their owners, and to reduce the transactions costs of organizing commercial activity. The legal foundation for a company is based on a contract that spells out the rights and obligations of the owner or owners, with substantial advantages to these being as

standardized as possible and being verifiable by those parties with whom the company transacts.<sup>1</sup> This provides assurance that contracts are enforceable. It also limits the liability of shareholders in the event of legal action being taken against the company.

The further economic rationale is that companies reduce the transactions costs of organizing economic activity. The originator of this explanation for arranging some economic activity under the umbrella of a company, Nobel prize winner Ronald Coase, pointed out that the extreme complexity involved in being able to precisely define some types of economic activity and to organize this through the price mechanism and contracts.<sup>2</sup> He pointed out that the provision of some types of services are difficult to expressly define in advance and that employment within a company simplifies this contracting problem, especially when companies are small. As companies expand, it becomes easier to define some tasks more accurately, which is why as companies grow larger they increasingly subcontract out some of their activities.

Therefore, the existence of companies is based on the economic rationale for organizing economic activity under a corporate umbrella, the limits of liability of the owners, the usefulness of a set of rules that govern contracts and the enforcement of these contracts by the judiciary. Corporate law governs the latter two factors.

<sup>1</sup> Arruñada describes the problems of contracting in England before the 1844 Act creating the Company Registry, when fraud was common, and the launching of new companies entailed substantial transactions costs in convincing investors and those with whom they wished to transact that information provided was genuine. These entities also incurred substantial legal fees and required personal the personal guarantees of the principals. Even with these safeguards, contracts were usually limited, which implied substantial opportunity costs in the form of foregone opportunities. See Benito Arruñada, 2012, *The Institutional Foundations of Impersonal Exchange*: University of Chicago Press.

<sup>2</sup> Ronald Coase, 1937, *The Nature of the Company*, *Economica*, Vol.4

## The Registration of Companies

The process of registering a company provides it with all the necessary characteristics of a legal entity and may act as such. A registered company can enter into binding contracts and can be sued in its own right. It is not only identifiable, but it can also be found because the information in a registry provides the physical location where legal notices can be served. The shareholders and directors of the company, or their agent, become decision making persona for the company and can direct it to engage in particular functions and contract on its own behalf.

The incorporation of a company separates the assets of the company from those of the personal assets of the shareholder. The articles of association achieve this and establish limited liability for company agents who engage in contracts on behalf of the company. These articles are filed in the registry and shield those acting on behalf of the company from personal liability.

The World Bank Doing Business Indicators (DBIs) have focused attention on the costs of establishing a business. However, the DBIs overlook an important part of the decision process regarding whether entrepreneurs should formalize, namely what are the benefits of formalization.<sup>3</sup> Typically, there are several benefits of formalizing, beyond providing directors and shareholders with limited liability. First, it provides a business with access to the formal financial system – banks will rarely lend to informal or unincorporated businesses. Second, it provides businesses with access to the legal system – an incorporated business can undertake legal action as a legal persona. Third, registration provides information to potential customers or suppliers about the corporate entity. Lastly, registration provides the opportunity to bid on public sector contracts that informal businesses do not have. Thus the greater the benefits within a country context, the stronger the incentive to formalize.

Further, from the perspective of the economy and the efficiency of the process for formalizing businesses, the

preferred system for formalization will depend on the structure of the economy and how companies are distributed within it, emphasizing the importance of the principle that the law governing formalization and the structure of the registry should be tailored to the environment in which they exist.

## The Importance of Contracting

Trade and business dealings form the foundation on which prosperity is built. They allow for specialization in production of goods and services that in turn, determines productivity and, in the long run, economic growth. Most of the time, transactions take place between private companies. These statements fail to highlight what lies behind trade (either domestic or international) and which constitutes the fundamental building block of growth and development, namely the creation and enforcement of contracts, from the simplest to the most complex transactions.

A characteristic of high income economies is the ability to contract far into the future with a degree of reliability that is missing in developing economies. In some ways, the process of development could be alternatively described as one in which time horizons for contracting continuously increase. The key factor that determines the time horizons for contracting is the degree of risk involved in entering into contracts and having them enforced.

## Contracts and Information

A feature of modern commerce is the increasing complexity of transactions, which in the case of large companies can involve dozens of steps and suppliers. The more complex a transaction and the longer the time frame over which it occurs, the greater the risk. More risk either increases the return that must be obtained, or stops transacting altogether.

What information and institutions are needed to promote long term contracts? To facilitate transactions in a way that reduces risk requires each party in a transaction to

<sup>3</sup> There are many other drawbacks and deficiencies in the DBIs. See, for example, Benito Arruñada, 2007, Pitfalls to Avoid when Measuring the Institutional Environment: Is 'Doing Business' Damaging Business, *Journal of Comparative Economics* 35: 729-47. For a discussion of the inaccuracies of the DBIs in the Pacific region, see Paul Holden, Terry Reid and Meagen Fraker, 2016, The Relevance of the Doing Business Indicators for Pacific Island Economies, Paper presented at the Australasian Aid Conference, 2016

know who they are dealing with and how reliably they can contract with each other. For example, how does an importer of agricultural products in one country who wishes to place an order with an exporter in, say, a developing country know that the company she is dealing with is in good standing and that her counterpart in the company with which she is dealing has the legal authority to commit to an export contract? How does a finance company that wishes to secure a loan it is making know that the asset being pledged is not being used as collateral by another lender? Finally, in the event that a contract is breached, does the injured party have recourse to the courts?

The need for reliable information is compounded when there is an extended period between the parties entering into a contract and when the transaction is completed, or when the transaction involves a number of different buyers and sellers, or when it involves several steps that must be completed sequentially or simultaneously.

### Registries and Information

The company registry is where the laws governing the formation of companies, the creation and enforcement of contracts and the formalization of collecting and storing of essential information on which economic activity is based intersect. The company registry is the most efficient institution for providing this information. If it is reliable it greatly reduces the risks of transacting and contracting. Thus, the economic rationale for corporate registries arises from the need for accurate information on which to base contracts, define property rights and reduce transactions costs. Over a wide range of economic activity, the knowledge of such information as:

- Who are the shareholders of a company?
- Who are the directors of a company?
- Who has the legal authority to enter into contracts on behalf of a company?
- Does the company have a registered agent?
- At what address should legal notices be served?
- Who are the beneficial owners of a company?<sup>4</sup>

<sup>4</sup> This information has assumed increasing importance over the last decade as national and international authorities attempt to enforce anti-money laundering provisions and crack down on corruption and the proceeds of criminal activity. Often, a beneficial owner is defined as an individual who owns more than 25% of the issued capital of a company.

<sup>5</sup> A common requirement in many countries is that companies file audited accounts in the registry. Since obtaining audits is costly, this is a substantial disincentive to formalization because it raises the costs of maintaining a company.

All of these questions are of prime importance to those engaged in business. The information to answer them is typically contained in a corporate registry, although widely differing laws will determine the detail that is available.

While the registration rationale is similar in all cases, the amount of information that they contain and what is publicly available, can differ substantially between countries. Besides the basic information described above, namely the shareholders, directors, officers, and legal address, the registry could also make public the articles of association, financial accounts, and the capital structure, including the types, numbers and rights of outstanding shares.

For example, some jurisdictions, particularly those that are based on civil law, might require that the registry also include additional information, such as company financial statements. Furthermore, the verification of the information that is part of the registry differs widely, with some countries requiring that public officials ensure that it is accurate, while other countries take a more *laissez faire* approach putting the onus of concompanyation of the accuracy of information on parties to transactions with corporate entities.

The benefits of registries containing more extensive information should be offset against the costs of doing so and just how efficient this might be. The economic environment in which registries operate should be a determining factor in deciding how this trade off is dealt with. Many developing countries have Companies Acts and associated legislation that have been translated from high income economies. Often, these contain extensive provisions that are too complex for the less complicated economic environment that exists in lower income economies and require information that greatly adds to the costs of establishing and maintaining companies. When reform is being planned, tailoring legislation to the environment in which businesses operate is an important component of any contemplated changes.<sup>5</sup>

In particular, though, the information contained in corporate registries are of especial significance, because they fundamentally depend on its accuracy in order to engage in contracting between business parties. Since contracts are the foundation on which economic activity and development are based, and this information is essential for reliable contracting, it must be available for an economy to function efficiently. Registries are the most effective institutions for storing and disseminating this information.

Access to this information is greatly enhanced if the registry is electronic because a database can be searched in many different dimensions. It also ensures that information is secure. In 2006, in Tonga, a small south Pacific country, there were civil disturbances that led to a number of buildings being burned down, including the paper based registry. All company registration information was destroyed, including all notices of company charges that had been filed by lenders. While in the long run this led to a reform of Tonga's Company Act and the installation of an electronic registry, the incident highlighted how vulnerable paper based registries can be.

Registries also have strong public goods aspects.<sup>6</sup> The information contained in a registry that is open to anybody who wishes to search it does not preclude anybody else obtaining the same information. This highlights the efficiencies that electronic registries bring. Being able to search costlessly and remotely greatly enhances the utility of a company registry.

Nevertheless, the public goods characteristics of a company registry gives rise to the possibility of "free riding" in terms of which users can costlessly obtain information without payment and register companies for a nominal fee. Since discouraging searches is probably sub-optimal, registration charges and charges for annual report filing is probably the best way to ensure the financial viability of the registry, as possibly is some form of price discrimination between domestic and foreign investors, with the latter being charged more.

### How Registries Promote Contracting

Registries provide essential information regarding the parties to a contract. If trade can only take place between people who know each other, the opportunities for commerce are greatly limited. In other words, from an economic perspective, registries promote impersonal contracting it increases opportunities for people who are not acquainted to engage in commerce.

A practical example from the South Pacific, one of the most sparsely populated regions in the world, where trade must take place over vast distances illustrates this point. How does an importer of agricultural products in New Zealand who wishes to place an order with an exporter in a Pacific island country know that the company she is dealing with is in good standing and that her contact person has the legal authority to commit to an export contract? How does she find out the names of the directors and shareholders? In the past these questions could only have been answered by a costly search of the company registry in the country concerned, usually by hiring a lawyer. In the past, only large companies had the resources to obtain this information, which was a significant drawback in the promotion of commerce. However, recent far reaching reforms allow both these questions can be answered in minutes, and at no cost, by searching online electronic registries.<sup>7</sup>

This is an important point in reducing information and transactions costs. If company details can be searched remotely, the initial information underlying potential trade and business dealings can be obtained easily. Although ultimately visits to the countries in question will be necessary, having this information readily available is giant first step in promoting trade. The economic importance of registries has its foundation in providing information on business dealings. In turn, this implies that electronic registries that are open to general searching are greatly superior to paper based registries.

However, the usefulness of a company registry is only as good as the accuracy of the information that it contains.

<sup>6</sup> Economists define public goods as those that have characterizes in terms of which consumption by one person does not reduce the ability of other persons to consume the same good. A legal environment and set of laws is an often cited example of a public good because the use of the rules embodied in the law by one person does not reduce the ability of another to use the same set of rules.

<sup>7</sup> Currently, the reform has taken place in Samoa, Solomon Islands, Tonga and Vanuatu.

Therefore, an essential aspect of electronic (and for that matter, paper based) registries is that the information that they contain is accurate and up to date. Thus the submission of Annual Reports in a timely fashion ensures that anyone considering contracting with a business has current information on its principals and directors and that its legal address is current. This implies that legislation governing the creation of companies should also contain provisions that allow for deregistration in the event that an annual report is not submitted.

Computerized databases are the ideal vehicle for storing and distributing this information. Furthermore, the ability to sign documents digitally greatly enhances the security of contractual documents, so that their authentication by notaries or other officials becomes increasingly redundant. Registries more than ever constitute the foundation for contracting between people dealing across distances and time.

#### **Other Economic Uses of Registries**

Besides the primary function of registries in promoting economic activity outlined above, they can be used to promote tax compliance by ensuring that companies file tax returns. Tax authorities can use the registry to determine that all companies have filed.

Experience with the use of an electronic registry in a Pacific island country indicated that the electronic registry was being used to ensure that politicians had declared all their interests in companies in which they held shares. Before the electronic registry, the outdated paper based institution could not be used for this function. However, both the press and the police now use the registry to determine if politicians have any undeclared holdings.

Company registries can also be used for the collection of important statistics, if registration procedures allow. When establishing companies, and in the Annual Report, directors can be required to include information on the sectors in which companies operate and even how many

employees they have. This information is important in a number of spheres, including planning, estimating tax collection, and determining how the structure of an economy is changing.

Experience with reform in the Pacific region has also highlighted the efficiencies to be gained when reform is being contemplated of ensuring that the legislation underlying the registries is relatively similar – this implies that knowledge of one country where reform has occurred gives a good foundation for knowing the legislation underlying similar reforms in other countries. Where regional reforms are occurring, consideration for making legislation similar across the different jurisdictions of a region can provide substantial benefits.

#### **Conclusion**

This discussion has highlighted the economic importance of corporate registries and how they facilitate specialization and trade on which countries' prosperity is based. It outlined the rationale for creating companies and their essential functions in commerce. It showed how information in registries facilitates transacting, emphasizing the importance of ensuring that it is up to date. It pointed out that while the amount of information that is required may vary depending on the country, that there is a minimum amount of essential information necessary for the economic importance of registries to be maximized. Finally, it described other uses to which registries might be put that enhances their economic impact.

The discussion demonstrated that registries play a central role in promoting economic activity. As commerce expands, both within countries and between countries, the increasing complexity of transactions highlights the need for accurate information on parties involved in contracting. Technological change has the potential to expand both the availability and type of information that is available.



## Bibliography

Benito Arruñada, 2012, *The Institutional Foundations of Impersonal Exchange*, University of Chicago Press

Benito Arruñada, 2007, Pitfalls to Avoid when Measuring the Institutional Environment: Is 'Doing Business' Damaging Business, *Journal of Comparative Economics* 35: 729-47.

Ronald Coase, 1937, *The Nature of the Company*, *Economica*, Vol.4

Paul Holden, Terry Reid and Meagen Fraker, 2016, *The Relevance of the Doing Business Indicators for Pacific Island Economies*, Paper presented at the Australasian Aid Conference, 2016

# Table of Contents

<b>Introduction</b>	<b>12</b>
General Disclaimer	12
Data Collection and Response Rate	12
<b>Executive Summary</b>	<b>15</b>
<b>Chapter 1 Legal and Institutional Settings</b>	<b>18</b>
Differences in the Way Business Registries are Organised	19
The Structure of Business Registers	20
The types of Registered Companies and Usage of Unique Identifiers	22
Registered Companies and Allocation of Unique Identification Numbers	24
Information Required to Form Companies with Limited Liability (Private Limited Company, Public Limited Company, LLC)	30
Acceptance of Documents in Languages Other than the Registry's National Language	34
Registration of Company Details	35
Registering and Deciding on Bankruptcy and Strike Off	39
Registration of Branches	42
Formation of New Companies	44
Measures Taken to Prevent Corporate Identity Theft	49
Security Interest Register	51
Does Size Matter?	52
<b>Chapter 2 Processing Time</b>	<b>60</b>
Processing Times for Formation/Incorporation and Changes	62
Measurements in the Registry	68
e-Services	70
Pre-Registration Activities	71
Correlation between Digital Formats and Processing Times	73
<b>Chapter 3 Use of e-Services by Business Registers</b>	<b>74</b>
Paper vs Electronic Entity Formation	75
Usage of e-Services	78
Mandatory e-Services	79
Use of Verification and Electronic Signatures	80
Annual Accounts and Annual Returns	83
Ways in Which Annual Accounts are Received	84
Ways in Which Annual Returns are Received	86

<b>Chapter 4 Funding and Fees</b>	<b>88</b>
Primary Source of Funding	89
Cost-Covering Principle	91
Service Fees	93
Penalty Fees	95
Currencies, Conversions and Averages	96
Formation and Incorporation Fees	98
Average Fees vs. Source of Funding	99
Average Fees vs. Cost-Covering Principle	104
Average Fees vs. Per Capita GDP	104
Average Fees vs Big Mac Index	104
Average Fees vs. Population, vs. Land Mass	104
<b>Chapter 5 Business Dynamics</b>	<b>108</b>
Terminations and New Registrations in 2015	109
Dynamics of the Regions	112
Compulsory vs Voluntary Terminations	113
<b>Chapter 6 Use of Business Register Information</b>	<b>118</b>
Content and Availability	119
Use and Reuse	124
Quality and Reliability	128
Accessibility	130
Value vs. Risk of Misuse	135
<b>Case Study 2016, from New Zealand</b>	<b>136</b>
<b>Case Study 2016, from The Brønnøysund Register Centre</b>	<b>139</b>
<b>Case Study 2016, from Utah Division of Corporations and Commercial Code</b>	<b>144</b>
<b>Short Introduction of the Working Group</b>	<b>146</b>
<b>Appendix</b>	<b>153</b>
Appendix i - Measures Taken	154
Appendix ii - Major Changes	156
Appendix iii - Snap Shots	162

## Introduction

In 2001, the ECRF (European Commerce Registers' Forum) 'Benchmarking Survey', which is today called the International Business Registers Survey, started as a survey collecting data from the business registers of a few jurisdictions within Europe. Since then it has developed into a substantial international project, involving the cooperation and collaboration of business register organisations, business registers and individuals from all around the world.

The main purpose of the International Business Registers Survey, and ultimately this report, is to assist business registers in comparing their own practice and performance with those of other jurisdictions.

Benchmarking is one of the best ways to learn valuable lessons from others on how to improve procedures and overcome challenges. Benchmarking in this context also serves to compare legal systems in different countries, which is critically important since legal systems are the foundation upon which all business registers operate.

Survey results may also help identify obstacles and possibilities for overcoming them and improving performance. The learning opportunity stretches from acquiring basic knowledge about such things as costs and fees, to more complex information about differences in legal and administrative procedures in different jurisdictions.

While the survey and the report are the result of the combined effort of the working and editorial groups, the report has been authored by the members of the editorial group: Göran Bergström (Sweden), Hayley Clarke (Nova Scotia, Canada), Monica Grahn (Sweden), Celia Johnston (Germany), Rolf König (Germany), Magdalena Norlin Schönfeldt (Sweden), Kasper Sengeløv (Denmark), Snezana Tasic (Serbia) and Stacey-Jo Smith (UK).

### General Disclaimer

A great deal of work has been put into the questions in the survey for purposes of this report. Despite that effort, as always, there is a need to be cautious when interpreting the data.

Different business registers operate within different legal frameworks, and the need to act within the laws of a jurisdiction may be one of the reasons for differences seen when benchmarking. To compare only performances would be wrong without taking into account the constraints imposed by legislation, or other factors which cannot be measured in this survey.

As is the case every year, we have both gained and lost a number of respondents. This means that we must continue to be cautious when carrying out any trend analyses, since changes between years are often caused by changes to the survey population rather than changes in the way jurisdictions operate. The graphs sometimes show more/less than 100% because there are no decimal places.

We have done our best to describe the most likely causes for changes in the trend data. We have also done our best to isolate spurious data from this report, but there may still be errors included in the conclusions drawn based on this principle.

The observations and conclusions reached herein are the opinions of the authors, and do not reflect the opinions of ASORLAC, CRF, ECRF or IACA.

### Data Collection and Response Rate

On 10 December 2015, the survey was distributed seeking responses from business registers related to activities carried out during the 2015 calendar year. The survey included 76 questions (some of which were hidden to the respondent, filtered based on their response to a prior question) and was structured around five major topics, in addition to some new questions about data accessibility and reliability.

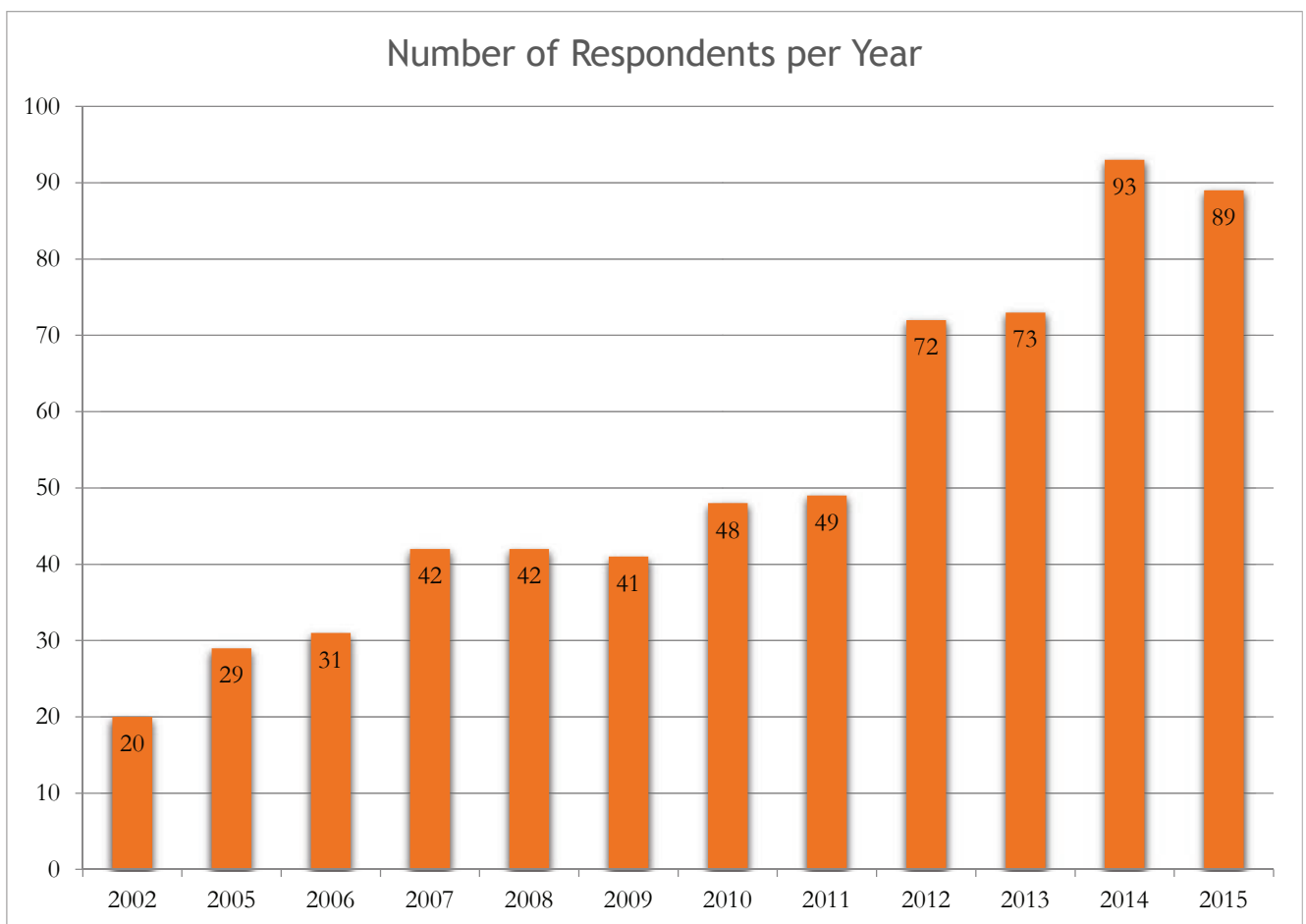
The five topics were: (i) general information on the business register; (ii) registration processes; (iii) facts and registered objects; (iv) performance and fees regarding the registration process; and (v) business dynamics.

The questions in the 2015 survey primarily dealt with the following six entity types: (i) sole trader, (ii) general partnership, (iii) private limited company, (iv) public limited company, (v) limited company (where no distinction is made between public and private in the

business register) and (vi) limited liability company (or LLC). In total, 89 organisations/jurisdictions responded to this year's survey.

In this year's report, the data is often compared on the basis of four geographical regions. These regions are: (i) Europe; (ii) Africa and the Middle East (herein, in the Tables and Figures referred to as "Africa & ME"), (iii) the Asia-Pacific region (herein, in the Tables and Figures referred to as "Asia-Pac"), and (iv) North America and South America (herein, in the Tables and Figures referred to as "The Americas").

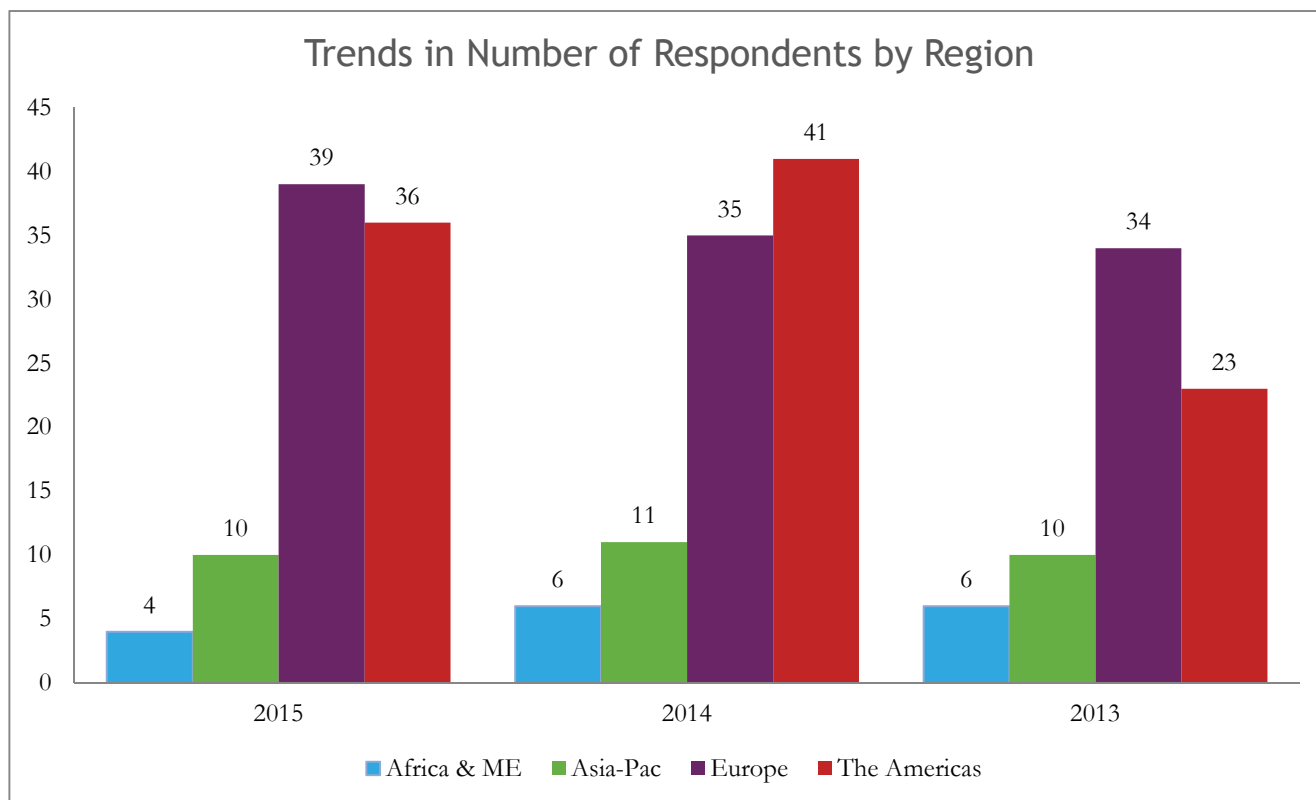
For consistency, the report uses the term business register (save where noted in relation to other specific registers) and is intended to include companies register or any other register that jurisdictions identify as being captured by the term business register.



**Figure 1**

Figure 1 shows the number of organisations that participated in the survey. The number has progressively increased over the years.

Figure 2 shows the trend of respondents sorted by region and Table 1 lists all respondents to this year's survey.



**Figure 2**

In Figure 2, the number of jurisdictions from the different regions is shown. One of the most important challenges for the future will be to continue to increase the number of organisations responding to future surveys.<sup>1</sup>

Respondents					
Key: <span style="color: blue;">■</span> Africa & ME <span style="color: green;">■</span> Asia-Pac <span style="color: purple;">■</span> Europe <span style="color: red;">■</span> The Americas					
Burundi	Albania	Isle of Man	Russia	Chile	Nevada (USA)
Israel	Austria	Italy	Serbia	Colombia	Newfoundland and Labrador (Canada)
Mauritius	Belgium	Jersey	Slovenia	Colorado (USA)	North Carolina (USA)
Qatar	Belgium	Kosovo	Spain	Connecticut (USA)	North Dakota (USA)
Australia	Croatia, Republic of	Latvia	Spain, central	Dominican Republic	Northwest Territories (Canada)
Azerbaijan	Czech Republic	Liechtenstein	Sweden	Ecuador	Nova Scotia (Canada)
Hong Kong	Denmark	Lithuania	Switzerland	Hawaii (USA)	Ohio (USA)
Malaysia	Estonia	Luxembourg	Turkey	Honduras	Quebec (Canada)
Mongolia	Finland	Macedonia	United Kingdom	Louisiana (USA)	Rhode Island (USA)
New Zealand	France	Moldova	Alberta (Canada)	Manitoba (Canada)	Saskatchewan (Canada)
Pakistan	Georgia	Montenegro	Arizona (USA)	Minnesota (USA)	Suriname
Philippines	Germany	Netherlands	Brazil - Alagoas Maceio	Mississippi (USA)	Texas (USA)
Singapore	Gibraltar	Norway	Brazil - Rio de Janeiro	Missouri (USA)	Utah (USA)
Tonga	Guernsey	Portugal	British Columbia (Canada)	Montana (USA)	Washington DC (USA)
	Ireland	Romania	Canada (federal)	New Brunswick (Canada)	Washington State (USA)

**Table 1**

<sup>1</sup> Even though the number of countries/jurisdictions responding from some regions is very low, the working group has decided to group countries by region, since this will provide more interesting information in the analyses carried out in the report.

# Executive Summary

## Chapter 1 Legal and Institutional Setting

As it has in previous years, Chapter 1 focuses on general information as to how business registers are run in all 4 regions and provides information on the basic structure of the business register. Readers will also find information on the most common types of legal entities that are registered in the different regions and whether or not these legal entities are provided with unique identification numbers (UIN). For the most part the results concerning this show that the allocation of UIN is a widespread concept throughout all regions.

This Chapter also concentrates on the legal steps required to form a new legal entity (e.g. information required to form legal entities; minimum numbers of founders/shareholders/board members; minimum share capital).

It also provides the reader with information regarding the maintenance of beneficial ownership as well as security interest registers and who is responsible for the maintenance of said registers. In comparison to previous years, the total number of jurisdictions that register beneficial owner details has increased; however, we are not able to see a trend throughout the regions with regard to the collection of information on beneficial owner details yet. Yet again, this year's survey has recorded an increase in jurisdictions stating that they maintain a security interest register.

Seeking insight into the question whether “size actually does matter”, for the first time, Chapter 1 also looks at entities in the business registers relative to population and surface area for that jurisdiction. The relevant information of all jurisdictions which took part in the survey with their respective population, surface size (square kilometres) and total number of registered entities is provided.

## Chapter 2 Processing Time

As last year, the data shows a rather strong correlation when we compare the time to process incorporation with the time for changes. This is even stronger than last year and could indicate that the organisations apply the same or at least similar procedures for the two filing types. The reasons for this can of course be many, but one reason could be that the regulations on which the registrations are based on, do not differ too much regarding formations and changes.

Last year the results showed that the format of the submitted documents does have an effect on the processing time. When we looked at the average processing times in relation to the different formats the results showed that the processing time decreases as the format becomes more digital. This year the results support the data of last year and the suggestion that the registration process becomes more efficient when using a digital format or even more efficient when using data.

We looked at the 10 countries with the fastest processing times for formations/incorporations and the 10 countries with the slowest processing times for formations/incorporations. We also looked at whether they have mandatory electronic submission of documents. The data is interesting as 6 out of 10 countries in the top 10 use mandatory electronic submission of documents and only 2 out of the bottom 10 uses mandatory electronic submission of information. Like last year, this indicates that the use of electronic submission of information leads to faster processing times. It could also suggest that the process of registration becomes more efficient when documents are submitted electronically.

In general, the requirement for different kinds of preregistration activities seems quite common. Name examination exists in all four regions and Africa and the Middle East is the only region where not all of the different kinds of pre-registration activities that are included in this report can be found.

### Chapter 3 Use of e-Services by Company Registers

Chapter 3 explores various ways in which business registers deliver their services digitally. Some highlights are mentioned below.

Paper is still the most widely accepted method of accepting applications for incorporation of private limited companies. However, electronically submitted applications are becoming more widely accepted. Also, the number of jurisdictions where it is possible to complete the entire registration process electronically has increased from last year to this year.

The percentage of electronically submitted applications for changes is higher than for formation in Asia-Pacific and the Americas. With the exception of Africa and the Middle East, this is a trend that has been apparent over a number of years. This year, however, said trend does not apply to Europe, where the percentage of electronically submitted applications for changes is equal to the percentage of electronically submitted applications for formation.

The number of jurisdictions where the use of e-services is mandatory increased from 24% last year to 30% this year. A positive correlation is identified between mandatory e-services and faster processing times.

With regards to requirements for identity verification when delivering information electronically to the business register, the Americas is the only region where some of the jurisdictions reported that there are no requirements. Only one jurisdiction in Europe indicated that no verification is required. User ID/password and electronic

certificate are the two most common authentication methods used across all regions. The requirement for an electronic signature is more common for private limited companies than for sole traders.

The receipt of annual accounts by business registers is least common in the Americas and most common in Asia-Pacific, with the most common method of receipt across all regions being paper. Although it is still rather low, the percentage of accounts received electronically is increasing across the board. The receipt of annual returns is very common in all regions apart from Europe. Once again the most common method of receipt overall is paper, however it is much more common for business registers to receive annual returns electronically than annual accounts.

### Chapter 4 Funding and Fees

Chapter 4 is all about funding and fees. Aspects considered include the primary source of funding of the operator, whether fees are charged, whether the operator or operating principles has an influence on fees, when and whether penalty fees are imposed, the quantum of various formation fees, and a comparison of some of these fees relative to other economic indicators. These issues are considered both globally and regionally, with some interesting results, and a focus on the variance – both great and small – among them. Mind the Gap!

There continues to be a near equal division between business registers primarily funded by government (52%) and those primarily funded by customer fees (48%). The absolute application of the cost covering principle appears to be falling with a greater number of respondents indicating it is applied only 'some of the time'.

Regarding fees for services, globally it is most common for a fee to be charged for entity formation, followed by fees for certified copies of documents, and changes. When viewed globally by entity type, the highest fee is associated with the paper filing of documents to form a



public limited company, with the lowest fee being for an electronically submitted sole proprietorship.

When annual accounts or annual returns are required to be filed with the business register, it is quite common in most regions to impose a penalty fee for the late filing of the required information.

For the first time, the survey also sought currency details. Of the 89 responding jurisdictions, 38 unique currencies were identified. This apparent anomaly is discussed in greater detail within the Chapter.

## Chapter 5 Business Dynamics Executive Summary

In Chapter 5 the business dynamics for the 4 regions (Africa and the Middle East, Asia-Pacific, Europe and the Americas) are measured based on the number of companies created and terminated during 2015. In all regions, the number of new registrations is higher than the number of terminations, indicating a positive inflow of companies across the board.

Compared to last year's report, Africa and the Middle East and Asia-Pacific have fewer new registrations, Europe has slightly more and the Americas has roughly the same. The percentage of terminations follows the same pattern as last year; Africa and the Middle East have the least, followed by the Americas, Asia-Pacific and then Europe with the most. Overall Europe and the Americas can be said to be the most stable regions where terminations are replaced by new registrations. Voluntary terminations were more common than compulsory terminations in Africa and the Middle East and Europe, but the reverse was true for Asia-Pacific and the Americas. During 2015, 7.25 million entities were created in total. The most common entity type in 2015 was the sole trader.

## Chapter 6 Use of Business Register Information

An increase in digitisation has made more information available and at the same time has facilitated access to information. Increased access has boosted the demand for information, which is being used in new ways. As the demand for data is growing, the general trend is that the importance of compliance, accuracy, quality, integrity and privacy is increasing accordingly. The requirements imposed on business register information poses no exception. And it is a fact that there is a huge interest in the information of the business registers, both from public authorities and from the private sector.

Chapter 6 focuses on the value of the information held by the business registers. Since value is difficult to define and measure, we have tried to capture it by measuring variables that could be interpreted as indicators of value. The availability, quality and accessibility of information, as well as the demand for it, are considered. Business registers hold a great deal of information, but the extent of it differs depending on legislation.

# Chapter 1

## Legal and Institutional Settings

## Chapter 1: Legal and Institutional Settings

The focal point of this chapter is to highlight regional differences regarding the legal and institutional settings. It is interesting to see how the results differ between different regions, and to see how different business registers operate.

The content and structure of the chapter on legal and institutional settings has remained unchanged for the most part from previous years. Most of the European jurisdictions which took part in last year's survey also participated this year. In addition, Austria, Czech Republic, Liechtenstein, Portugal and Turkey took part this year which adds up to 39 participating European jurisdictions in total.

Business registers from 50 non-European jurisdictions participated in this year's survey. Thirty-six jurisdictions from the Americas responded to this year's survey. Ten jurisdictions from Asia-Pacific took part in this year's survey compared to 11 in last year's survey. The response rate from Africa and the Middle East has gone down with only 4 jurisdictions responding compared to 6 responses in 2015.

As we did last year, we have assessed the data from a global perspective when it became apparent that the responses were consistent throughout all the regions, i.e. the government is by far the most common operator of the business register in all regions.

For the first time in this chapter we included data from other sources. Data regarding the population and the surface area in square kilometres of the responding jurisdictions was primarily taken from the United Nation's website. When the desired information was not available from the United Nation's website other (regional) sources, such as Statistics Canada, United States Census Bureau or information provided by the individual state, region or jurisdiction were used.

### Differences in the Way Business Registries are Organised

As in previous years, the government is by far the most common operator of business registers in all jurisdictions

within the observed regions. Any changes Figures 1.1 and 1.2 may display, compared to last year's results, are a result of a change in respondents rather than an actual change of the operator of the business register. Though, both Australia (for its ASIC registry) and Nova Scotia (for their Registry of Joint Stock Companies) mentioned that their government was, in fact, considering changing to a private sector operator of said registries as one of the major changes in 2015.

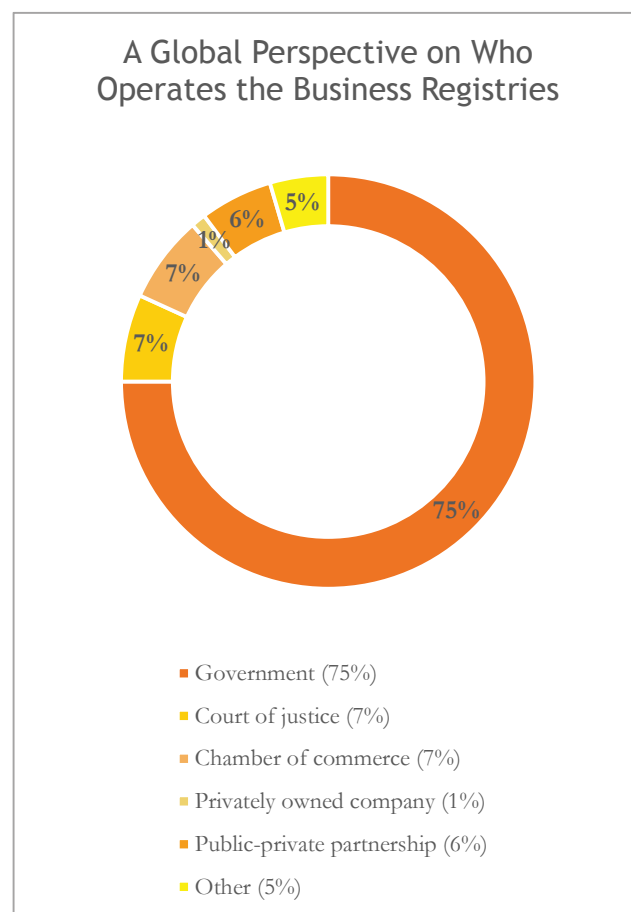


Figure 1.1

Europe and the Americas show more diversity with regards to the operator of the business register than Asia-Pacific and Africa and the Middle East, but that is very likely due to the fact that only a total of 14 jurisdictions responded from these regions as opposed to 75 from the other observed regions.

This year, respondents were able to indicate the option “other” when asked for the operator of their business register. Respondents who chose this option were asked to elaborate on their answer. Brazil – Rio de Janeiro, for instance, indicated that their corporate register is operated by the trade board under the administrative authority of the government of the state; however, the technical specifications are set out by the federal government due to the need for a uniform standard with other trade boards. Malaysia answered that the Companies Commission of Malaysia (SSM) is a statutory body established under the Companies Commission of

Malaysia Act 2001. The business register in Moldova is a state enterprise founded by the Ministry of Justice of the Republic of Moldova.

### The Structure of Business Registers

Business registers can be run as centralised or decentralised offices, see Figure 1.3. Both models have their advantages as well as disadvantages. One of the strongest advantages of a decentralised setup is the easier access customers will have to these offices. A centralised setup will reduce the overall cost of running the register.

In all observed regions the vast majority of business registers are organised as centralised institutions, see Figure 1.4. Africa and the Middle East indicated that 100% of their registers are run as centralised offices. However, when assessing the results from that region, we need to bear in mind that only 4 jurisdictions responded

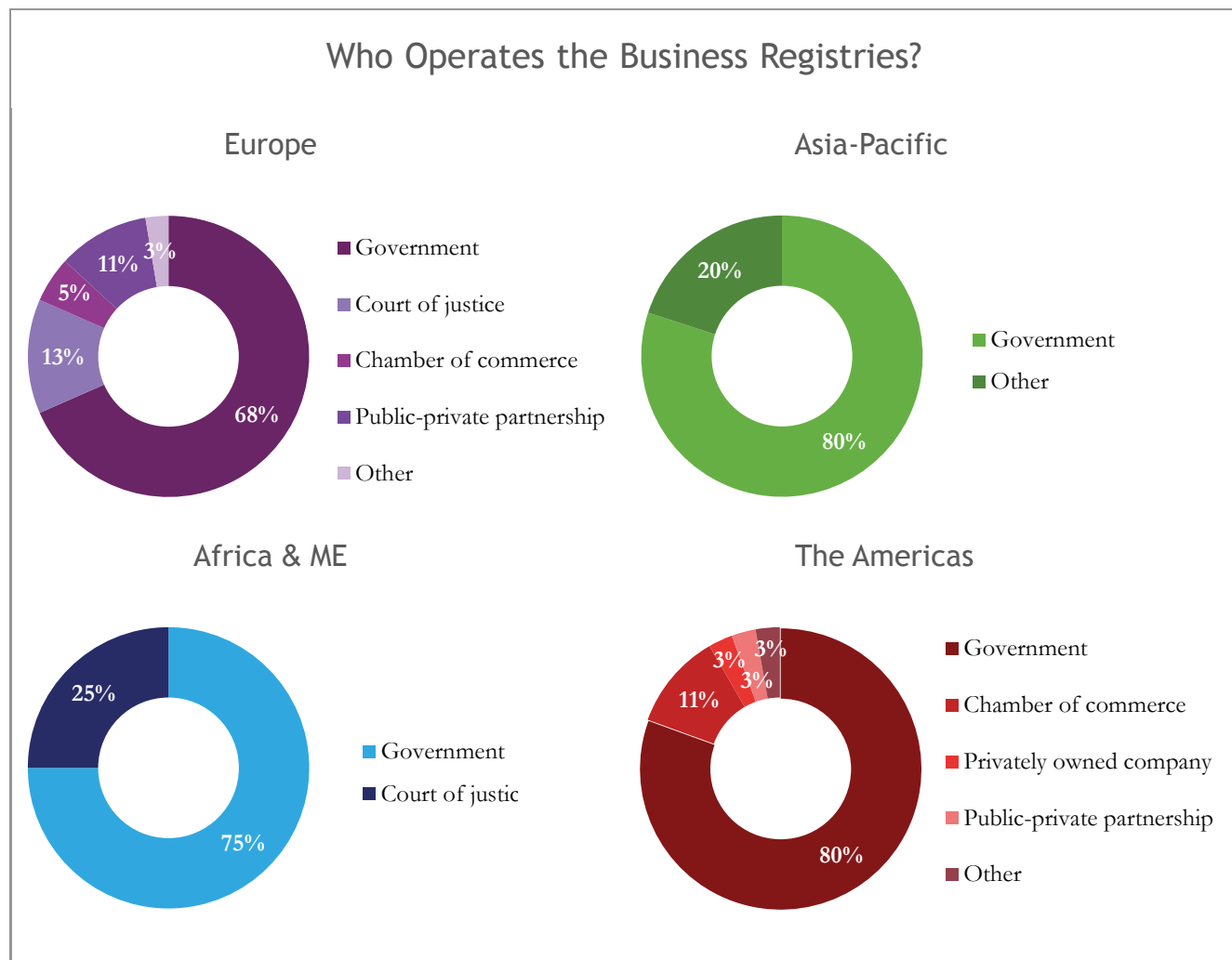


Figure 1.2

to this year's survey (Burundi, Israel, Mauritius and Qatar). In Asia – Pacific 60% of the registries are run as centralised institutions, in Europe 66% are run as centralised offices. In the Americas 81% of business registers chose a centralised setup.

Apart from Africa and the Middle East, there are also decentralised business registers in all other observed regions, which are run as either autonomous or non-autonomous local offices.

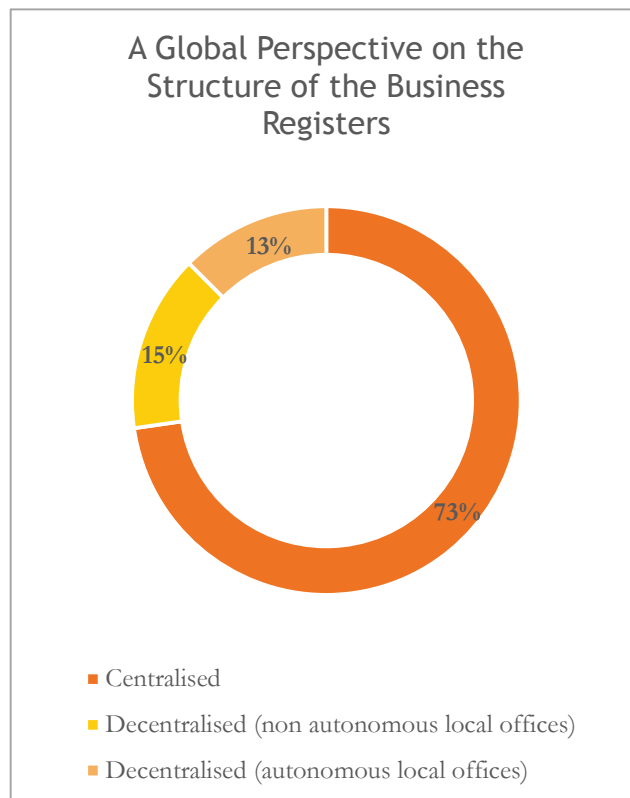


Figure 1.3

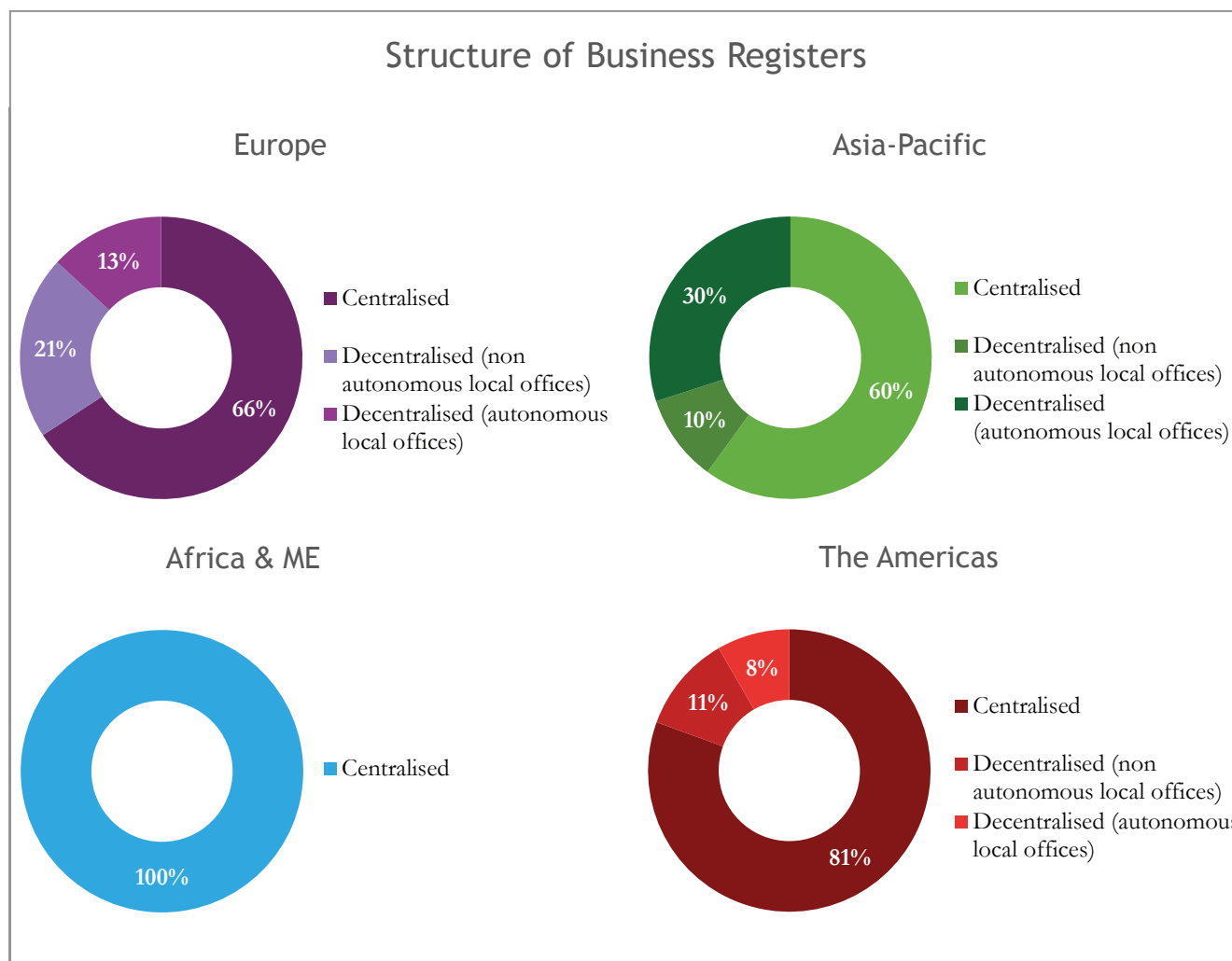


Figure 1.4

## The types of Registered Companies and Usage of Unique Identifiers

### Definitions of Company Types

A “limited company” or “corporation” offers limited liability or legal protection for its shareholders. A “private limited company/corporation” places certain restrictions on its ownership which are defined in the company’s bylaws, and shareholders cannot sell or transfer their shares to the general public (stock exchange). In a “public limited company/corporation”, on the other hand, shareholders are permitted to sell or transfer their shares to the general public (stock exchange). We intended the generic “limited company” option for those jurisdictions (and only those) which do not make a distinction

between private and public limited companies as part of the data collected within their business register.

A “limited liability company” (more commonly referred to as an LLC) is an unincorporated association – not a corporation. It is a hybrid business entity having certain characteristics of both a corporation and a sole proprietorship/partnership (depending on the number of owners). The primary characteristic an LLC shares with a corporation is limited liability. The primary characteristic an LLC shares with a sole proprietorship/partnership is the availability of pass-through income taxation (although an LLC may choose to be taxed as a corporation). Where a corporation has shareholders and directors, an LLC has owners and managers.

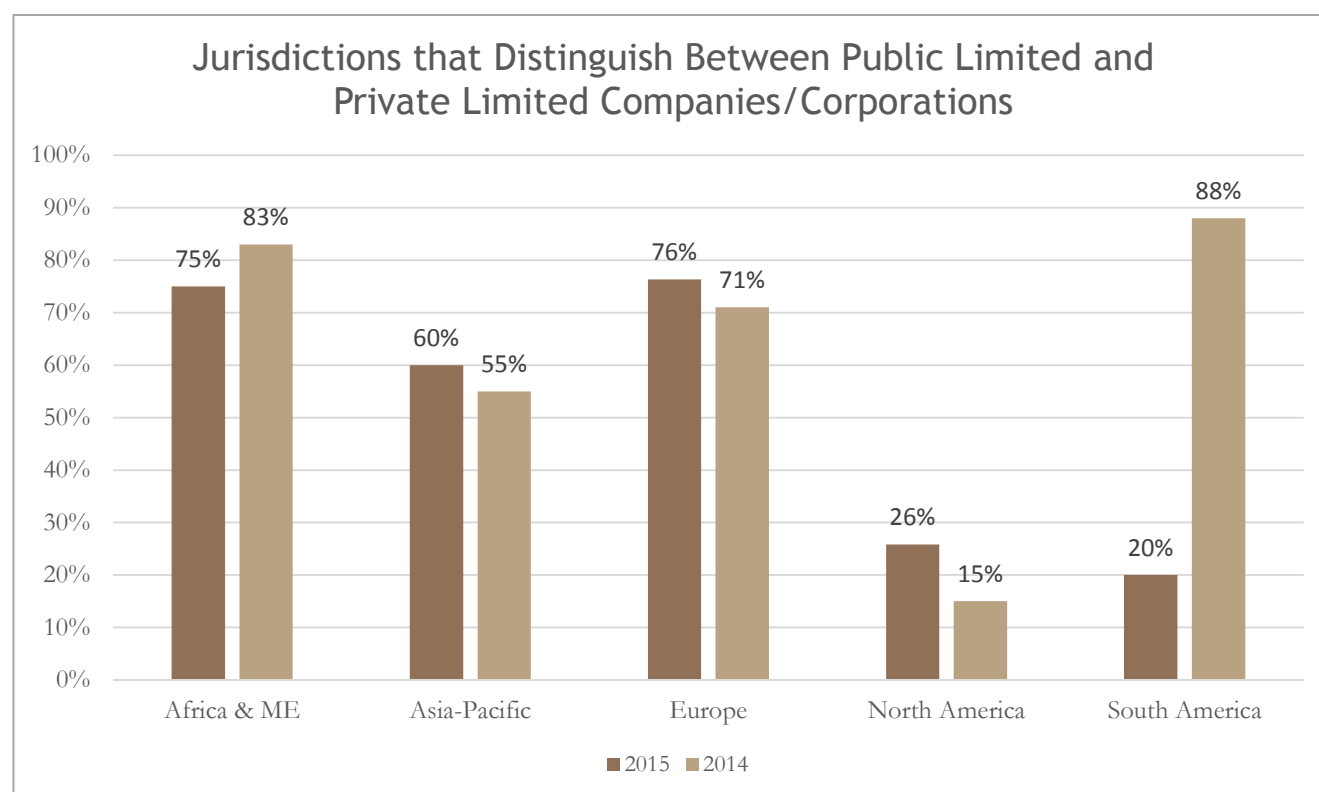


Figure 1.5

Figure 1.5 shows the percentage of the jurisdictions which make a distinction between public and private limited companies within the business register. While most jurisdictions throughout the regions make a distinction between the two, the result for North America shows that in this particular region that distinction is generally not made.

Even though there seems to be a dramatic shift in the answers from the business registers of South America, this cannot be verified by the data we received. The reason for this shift is essentially a change in respondents. Of the jurisdictions that participated last year, only Brazil – Rio de Janeiro changed its answer to this question.

The response from jurisdictions from the other regions is a lot more consistent with last year's results. The slight differences are a result of the change in respondents.

The following jurisdictions, sorted by region, indicated that they make a distinction between public limited companies/corporations and private limited companies/corporations in the business register:

Jurisdictions that Distinguish Between Public Limited and Private Limited Companies/Corporations			
Africa & ME	Asia-Pacific	Europe	The Americas
Burundi	Hong Kong	Albania	Canada (federal)
Mauritius	Malaysia	Austria	Manitoba (Canada)
Qatar	Pakistan	Belgium	Northwest Territories (Canada)
	Philippines	Croatia	Montana (USA)
	Singapore	Czech Republic	Brazil – Alagoas Maceio
	Australia	Denmark	Chile
		Estonia	Colombia
		Finland	Dominican Republic
		Germany	Ecuador
		Gibraltar	
		Ireland	
		Isle of Man	
		Italy	
		Jersey	
		Latvia	
		Lichtenstein	
		Lithuania	
		Luxembourg	
		Montenegro	
		Netherlands	
		Norway	
		Portugal	
		Romania	
		Serbia	
		Spain	
		Spain, Central	
		Sweden	
		United Kingdom	

Table 1.1

The following jurisdictions indicated that they do **not** make a distinction between public limited companies/corporations and private limited companies/corporations in the business register:

Jurisdictions that do not Distinguish Between Public Limited and Private Limited Companies/Corporations			
Africa & ME	Asia-Pacific	Europe	The Americas
Israel	Azerbaijan Mongolia New Zealand Tonga	Georgia Guernsey Kosovo Macedonia Moldova Russia Slovenia Switzerland Turkey	Alberta (Canada) British Columbia (Canada) New Brunswick (Canada) Newfoundland and Labrador (Canada) Nova Scotia (Canada) Quebec (Canada) Saskatchewan (Canada) Brazil – Rio de Janeiro Honduras Suriname Arizona (USA) Colorado (USA) Connecticut (USA) Hawaii (USA) Louisiana (USA) Minnesota (USA) Mississippi (USA) Missouri (USA) Nevada (USA) North Carolina (USA) North Dakota (USA) Ohio (USA) Rhode Island (USA) Texas (USA) Utah (USA) Washington DC (USA) Washington State (USA)

**Table 1.2**

## Registered Companies and Allocation of Unique Identification Numbers

Answering the question accurately whether a jurisdiction makes a difference between "public limited companies" and "private limited companies" is crucial for the quality of the collected data in the survey.

Jurisdictions that answered that they make a distinction between "public limited companies" and "private limited companies" had the option to answer for both company types, while jurisdictions that do not make that distinction could only answer for limited companies.

Although the following Figure 1.6 may indicate that general partnerships and sole traders are more commonly registered than limited companies, public limited companies and private limited companies, this result is caused by the aforementioned different options respondents were given when responding to the survey.

Figure 1.7 clearly displays that when a certain type of legal entity is registered, it will, in general, also be provided with a unique identification number (UIN) by the business register. There is no type of entity where this does not appear to be true, see below for a global perspective on this assumption:



### A Global Perspective on Types of Entities Registered and Assigned a UIN

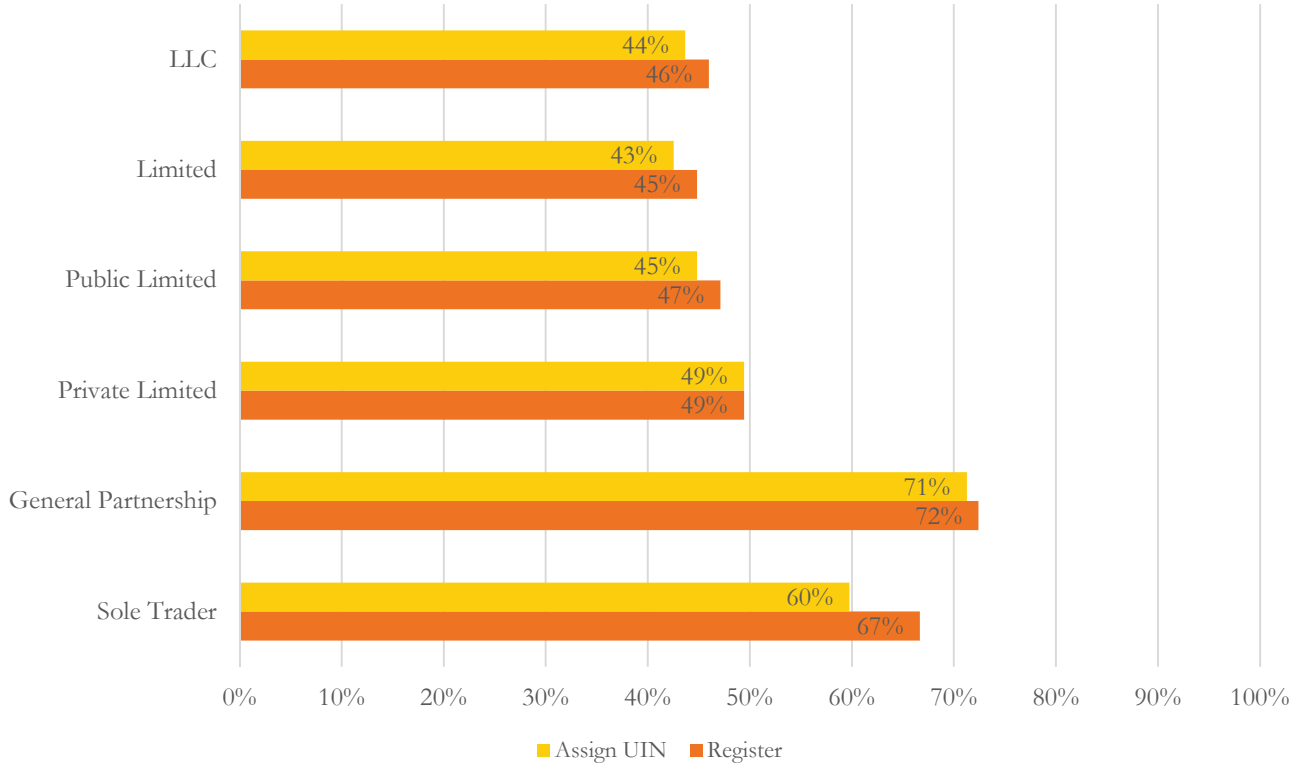


Figure 1.6

### A Global Perspective on Allocation of UIN to Registered Entities

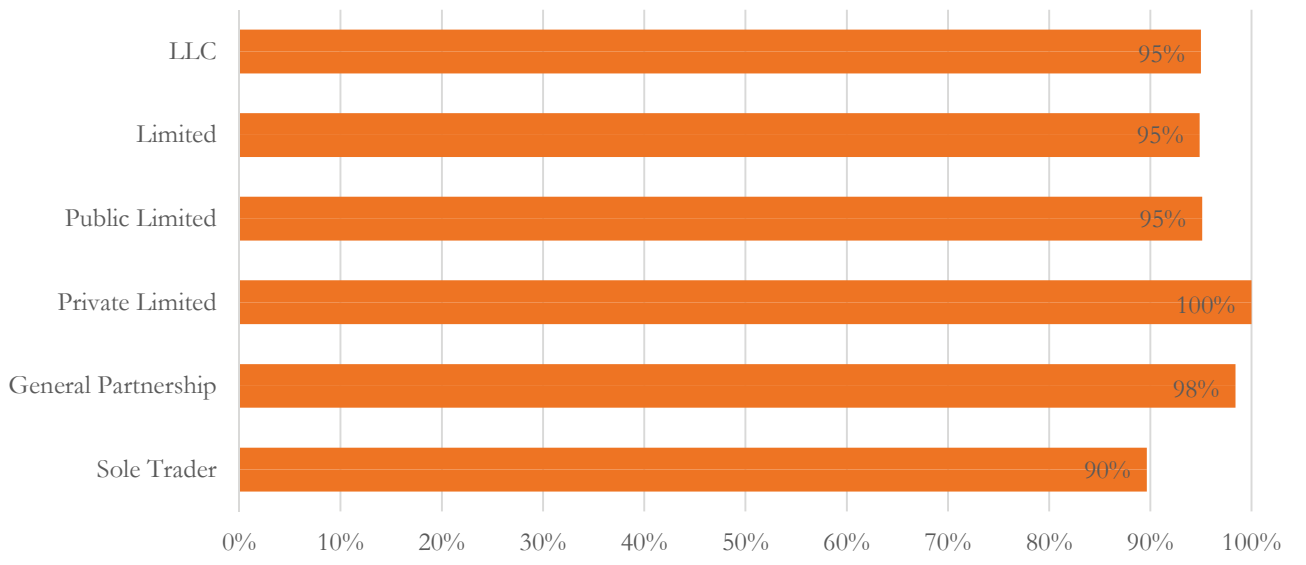


Figure 1.7

The following figures prove this result from a regional point of view. They indicate the percentage of jurisdictions in a region that register a type of entity and provide that type of entity with a UIN. For example 86% of the responding jurisdictions from Europe register general partnerships and 81% provide them with a UIN. 53% of the responding jurisdictions from the Americas will register sole traders and the same percentage of jurisdictions will allocate that entity type with a UIN. Private limited companies are registered by 75% of the jurisdictions in Africa and the Middle East that responded to the survey, while 50% also provide them with a UIN. Again, this data must be assessed cautiously as only 4 jurisdictions from that region responded to this

year's survey. LLCs are most commonly registered in the Americas, and when registered allocated with a UIN. It seems implausible that several jurisdictions in the Americas do not register a certain type of legal entity, yet apparently provide it with a unique identification number. However, this is the data we received from that region. Registering public limited companies is common in Asia-Pacific as well as Europe, and when registered they will be almost always be allocated with a UIN. This entity type is very rare in the Americas.

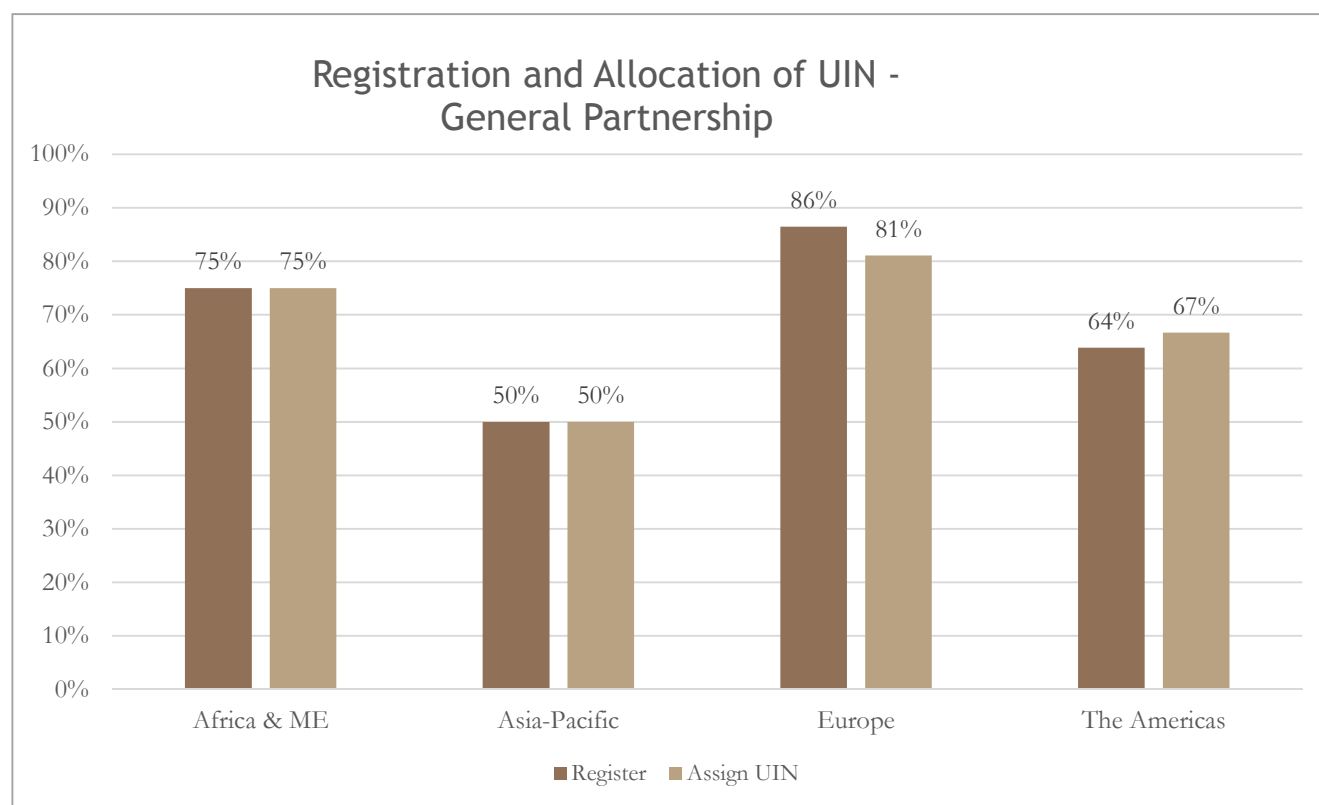
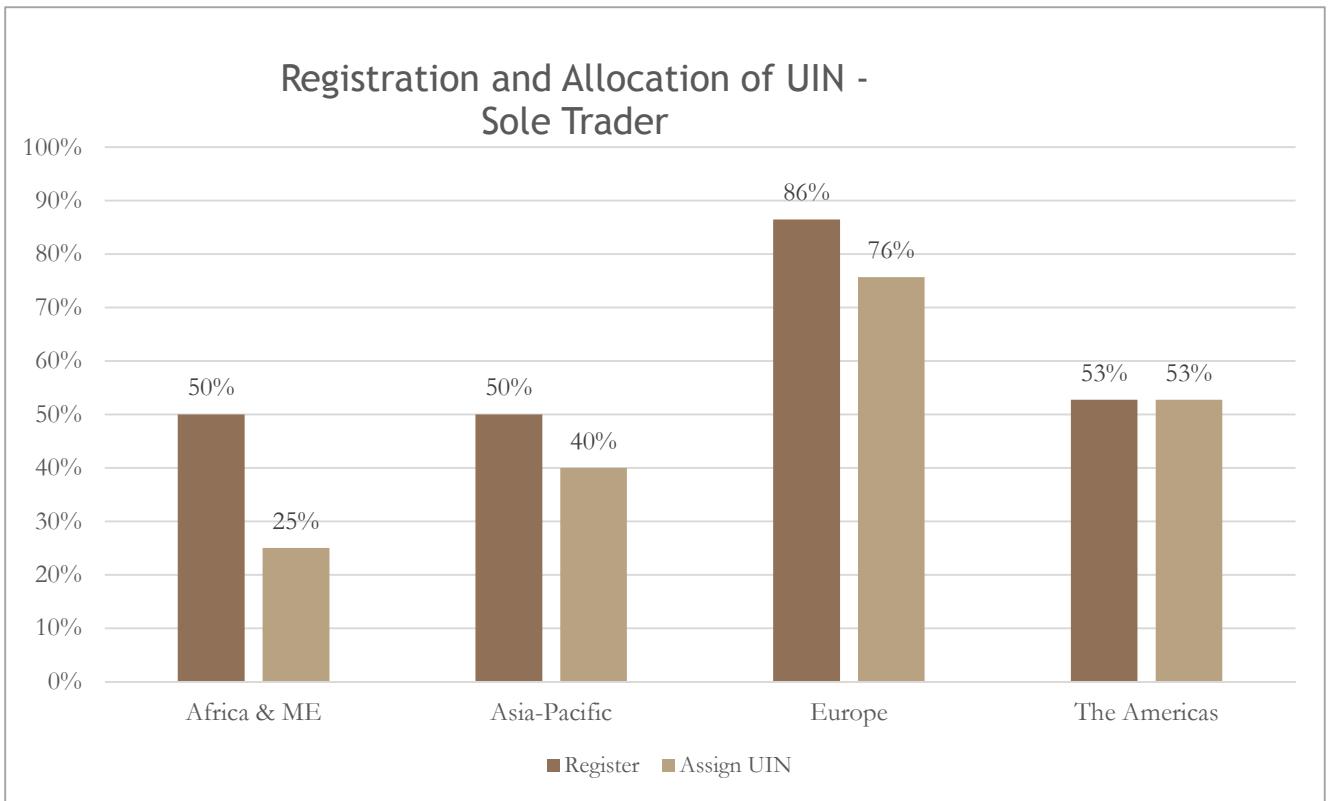
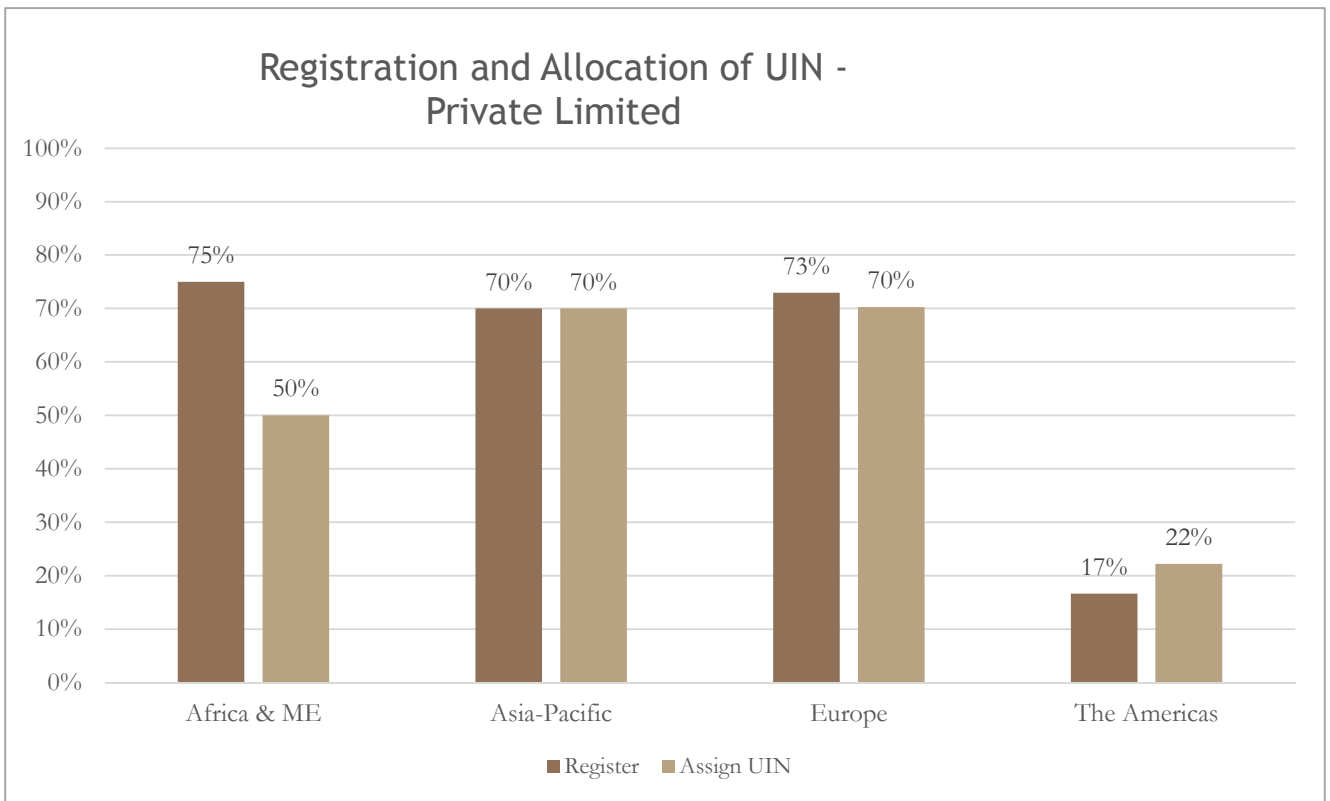


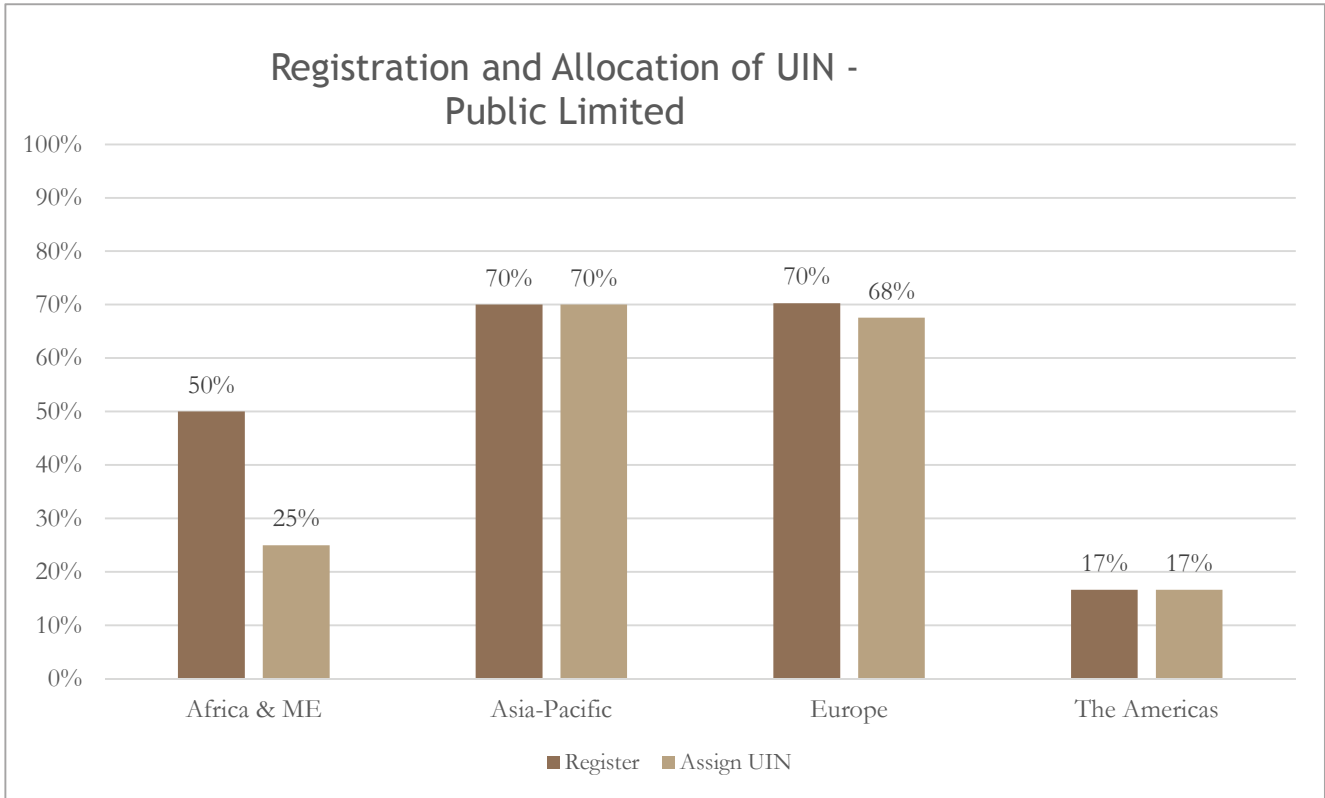
Figure 1.8



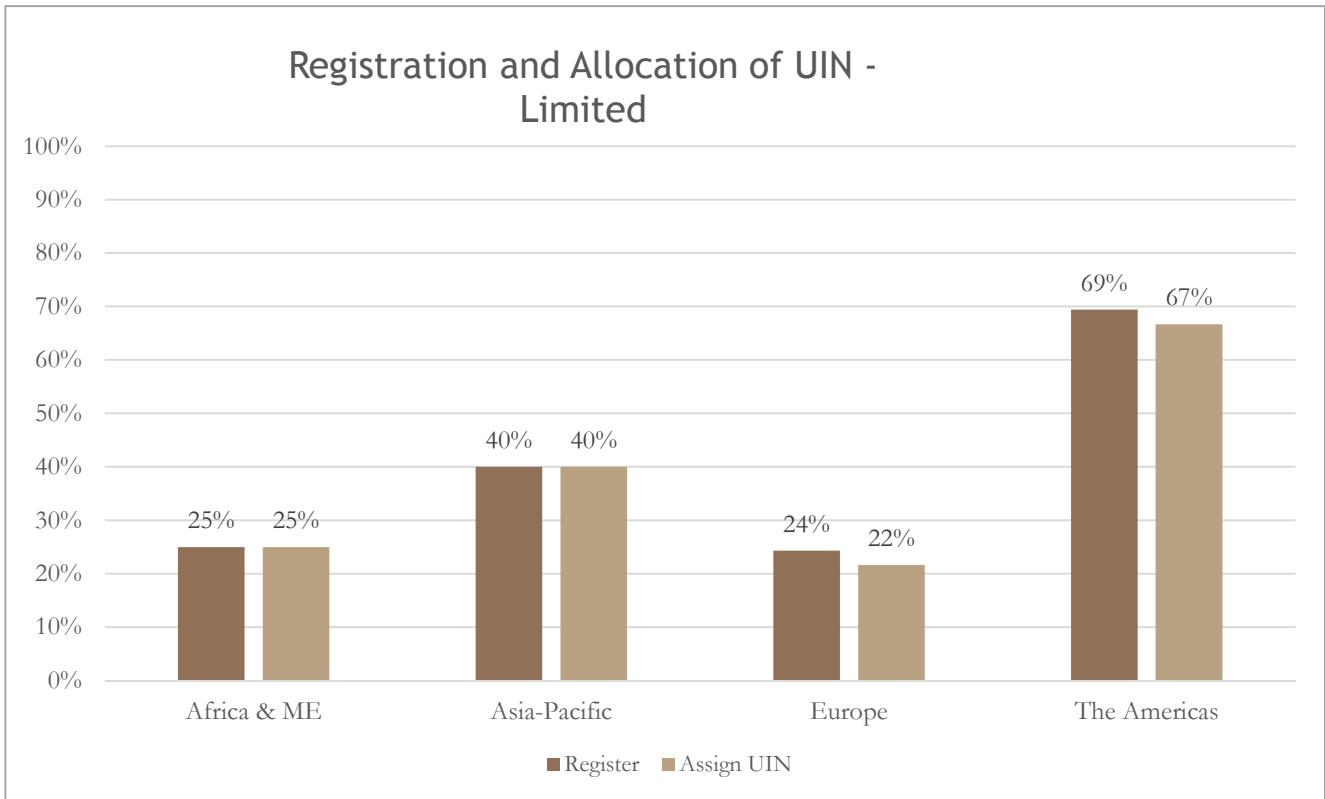
**Figure 1.9**



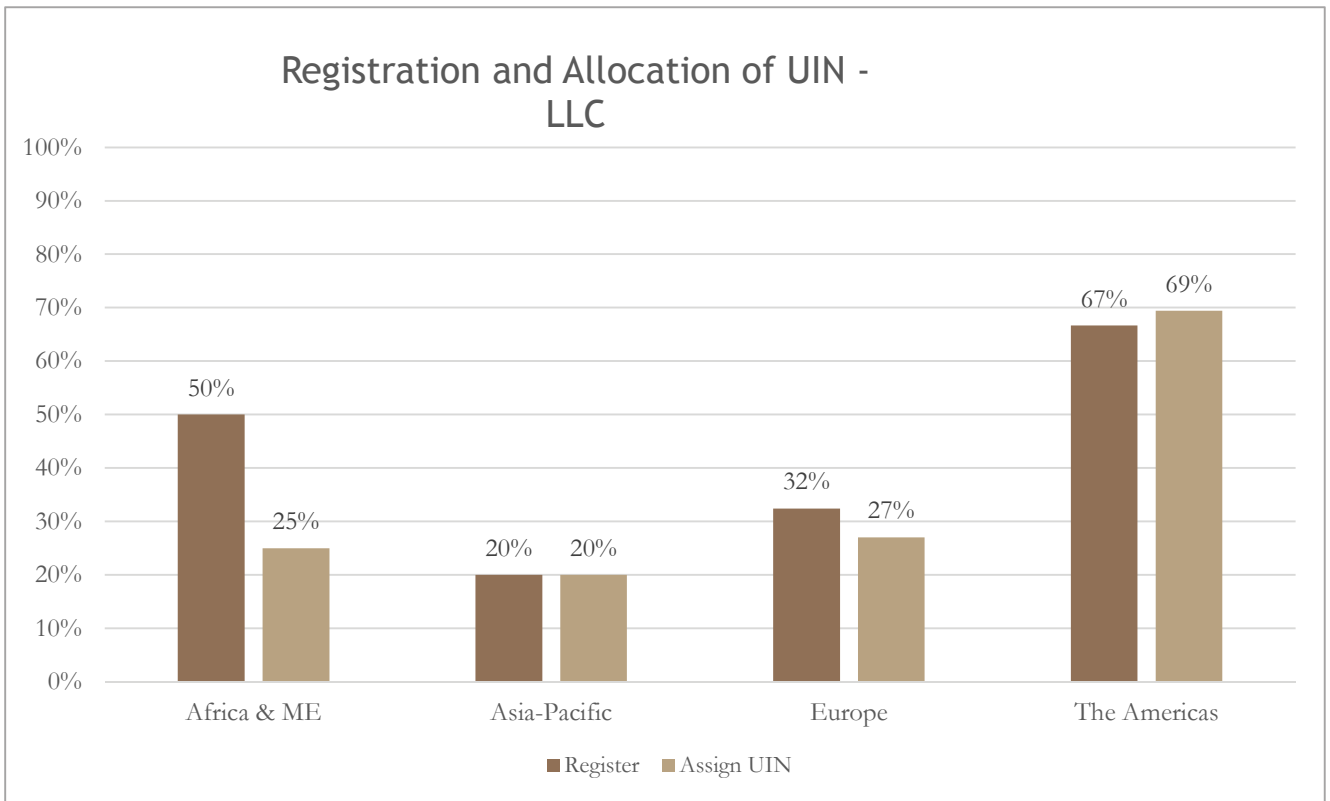
**Figure 1.10**



**Figure 1.11**



**Figure 1.12**



**Figure 1.13**

## Information Required to Form Companies with Limited Liability (Private Limited Company, Public Limited Company, LLC)

Figure 1.14 shows that in the Americas all jurisdictions answered that the name of the company /entity must be provided when forming a new company. Additionally,

almost all jurisdictions from that region indicated that handing in the memoranda/articles of association/ incorporation as well as payment of the registration fee is necessary for the registration of a new company. Handing in a list of the founders and a list of persons on the board of directors is also a common requirement in the Americas.

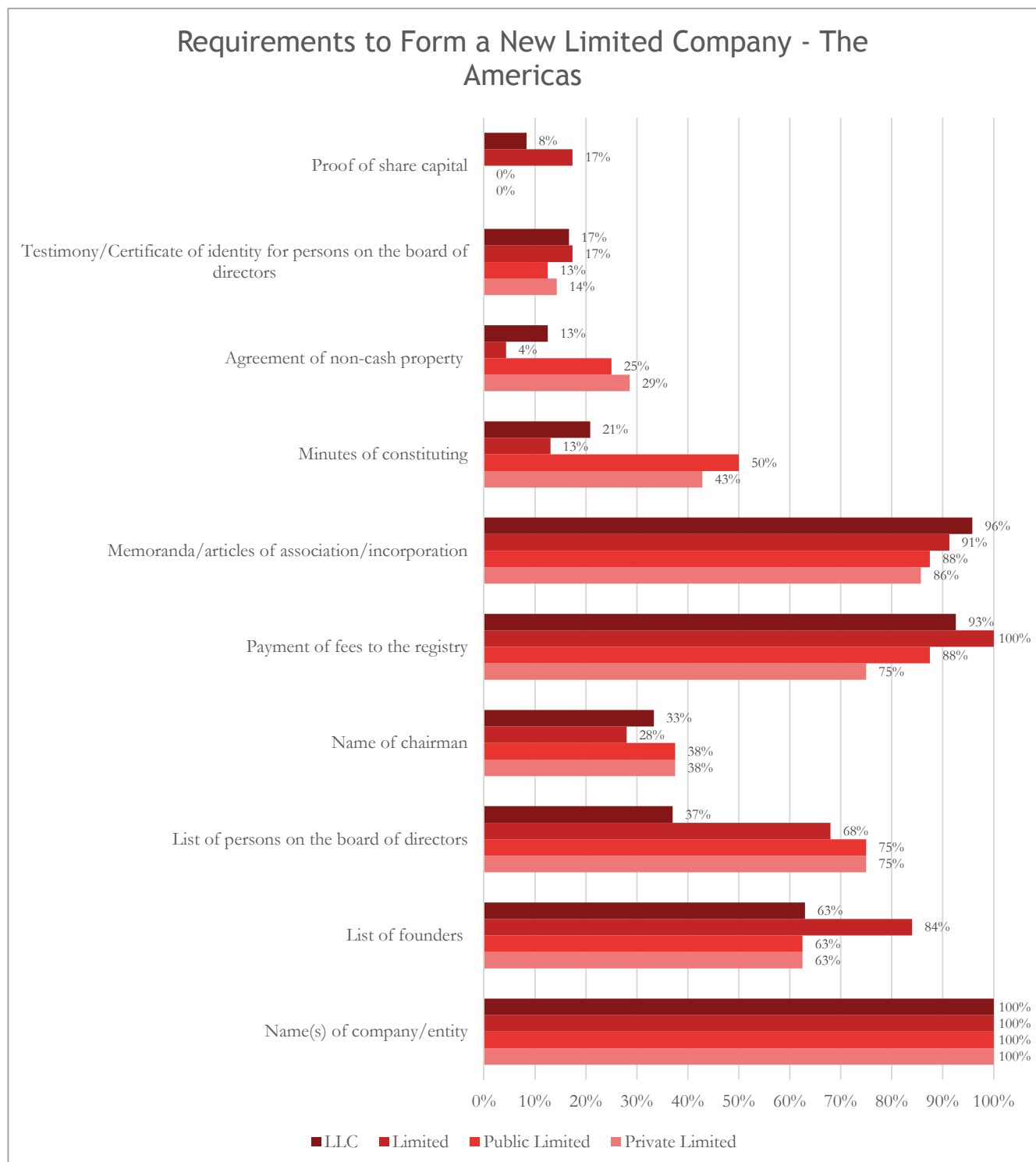
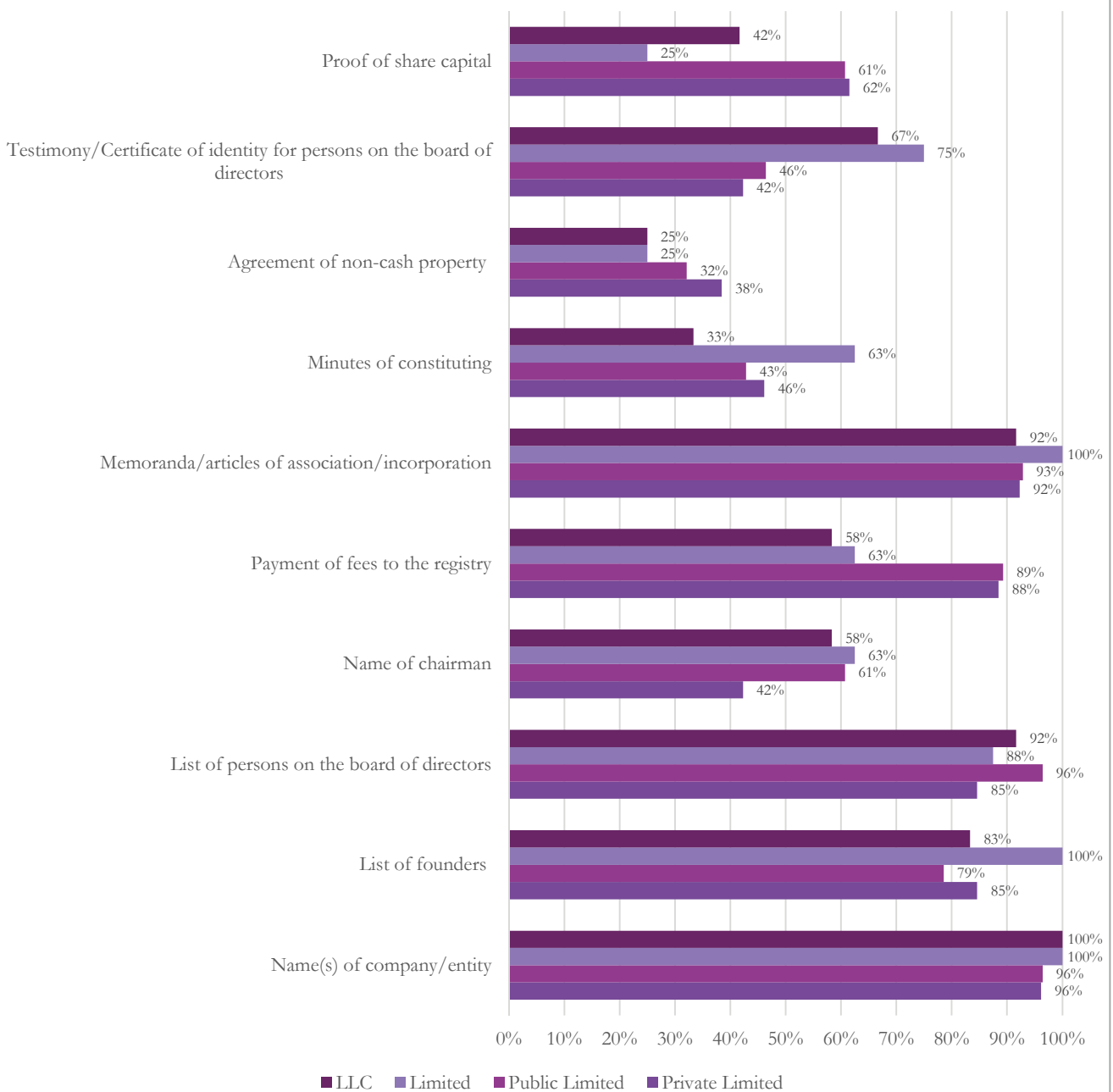


Figure 1.14

## Requirements to Form a New Limited Company - Europe



**Figure 1.15**

Figure 1.15 indicates the information required in Europe to form a new limited company. What becomes apparent is that European jurisdictions generally require more pieces of information for the formation of a new limited company compared to jurisdictions in the Americas. The vast majority of jurisdictions from this region will request founders of new limited companies to hand in a list of persons on the board of directors as well as asking for a

list of founders, the memoranda/articles of association/incorporation along with information about the company name. It is also quite common that some form of proof of the share capital as well as the testimony/certificate of identification for persons on the board of directors is required and the payment of the fees to the business register is done prior registration.

Figure 1.16 displays the requirements to form a new limited company in Africa and the Middle East. For the formation of a new limited company all responding jurisdictions from this region require information about the name of the company and a list of the founders.

Agreements on non-cash property as well as the minutes of constituting are generally not needed to form a company with limited liability in Africa and the Middle East.

In general, founders will have to pay the registration fee as well as hand in a list of the board members.

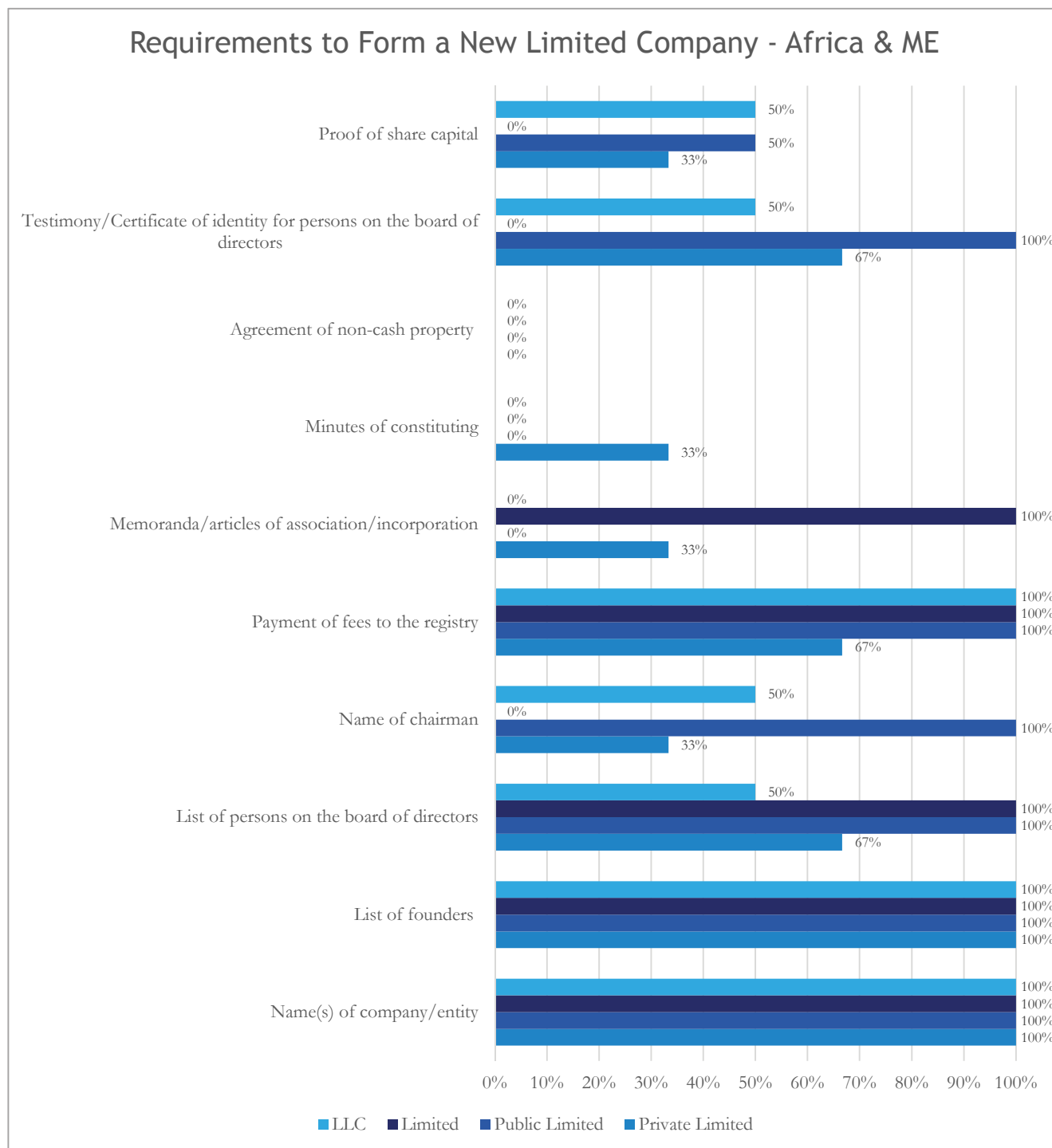
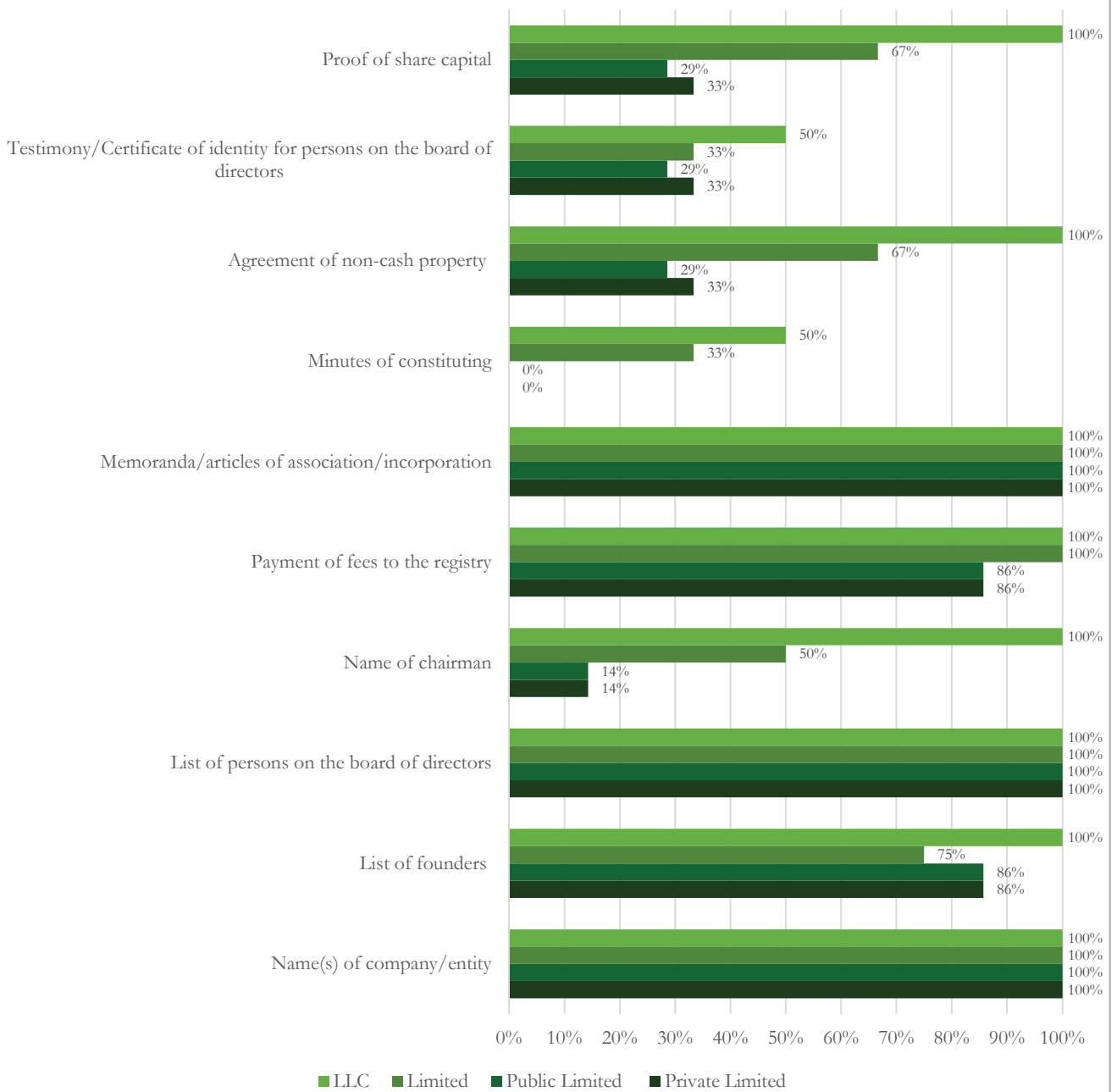


Figure 1.16



## Requirements to Form a New Limited Company - Asia-Pacific



**Figure 1.17**

Figure 1.17 shows the same information as the previous figures but for jurisdictions from Asia-Pacific. All respondents from that region demand information about the company name, a list of persons on the board of directors as well as the memoranda/articles of association/incorporation. Most of them also request a list of founders and require the payment of fees to the registry. In conclusion, it can be pointed out that major

differences between the different regions exist. Business registers in Europe, Asia-Pacific as well as Africa and the Middle East seem to request more information when forming new companies than the business registers in the Americas do. It is, however, also possible that registers in the Americas require pieces of information which weren't specifically included as options for the response to the survey question dealing with this topic.

## Acceptance of Documents in Languages Other than the Registry's National Language

The time it takes to register a new company is important to the majority of responding jurisdictions, as well as to the founders of said companies (for more in-depth information on this issue, please see Chapter 2: "Processing Time"). From a global perspective, the language barrier can cause time delays when documents

must be translated into the official language of the business register. On the other hand, the examiners working at the business registers will only be able to verify the contents of documents if they are submitted in a language that they understand.

Compared to last year's results, Europe is the region with the most consistent set of data. However, this is also due to the fact that Europe is the region with the most

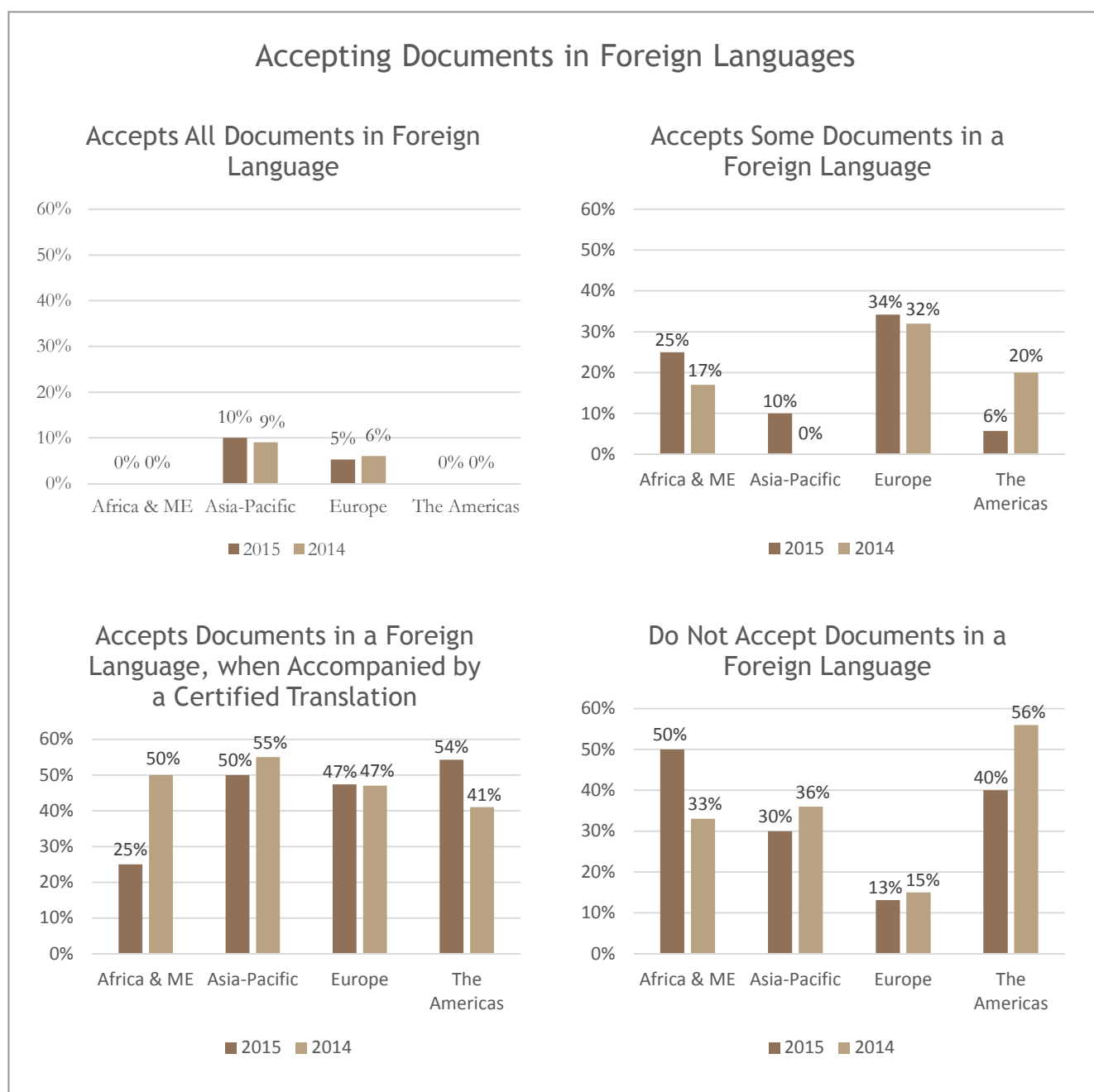


Figure 1.18

consistency when it comes to its respondents. Therefore, the changes in Figure 1.18 regarding Asia-Pacific and Africa and the Middle East are not a result of changes of the acceptance of documents in languages other than the national languages, but a change in the respondents from those regions. It can be stated though that there is no global or regional dynamic toward an acceptance of documents in a language other than the business register's national language.

Denmark, Kosovo and Pakistan are the only jurisdictions which allow all documents to be submitted in a foreign language, which is in line with last year's result to this question. In most of the other jurisdictions documents can be submitted in a foreign language when accompanied by a certified translation. Yet, there are still a significant number of jurisdictions in Africa and the Middle East, Asia-Pacific as well as the Americas that do not accept documents in a foreign language.

## Registration of Company Details

### Registration of Shareholder Details

As is displayed in Figure 1.19, it is a widespread practice to register shareholder details in Africa and the Middle East as well as Asia-Pacific. The registration takes place at the business register rather than at another authority. The results from Asia-Pacific are in line with last year's. There has been an increase in jurisdictions from Africa and the Middle East pointing out that their business registries is responsible for registering shareholder details.

However, the data from this region must be assessed with caution as there has been a significant change of respondents from that region so a comparison with last year's results is not feasible. There has been a slight decrease in the number of European jurisdictions pointing out that their registries are responsible for the registration of shareholder details. Yet, in total the

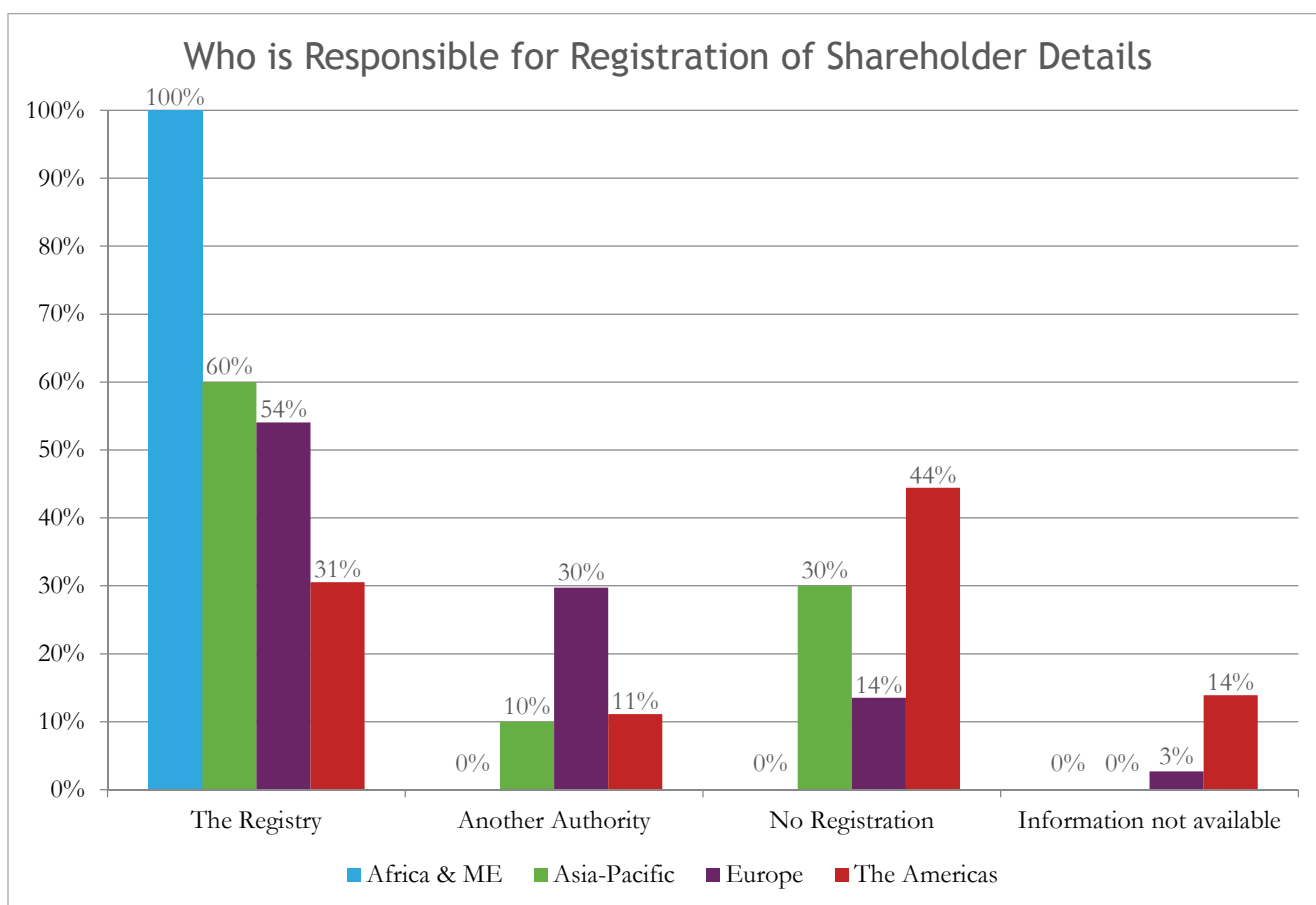


Figure 1.19

number of jurisdictions registering shareholder details in Europe has increased from 79% to 84%. This year 30% of European jurisdictions indicated that registration of shareholders takes place, but it is another authority that is in charge of this registration. The involvement of other authorities in the registration of shareholder details is still rare in all regions, but when comparing the four regions, this model is most common in Europe.

The total number of jurisdictions that register shareholder details has increased slightly from 39% to 42%. However, the Americas is still the region where it is most common not to register shareholder details at all. This result is consistent with last year's responses even though we have had a significant change in respondents from that region.

The results displayed in Figure 1.20 correspond with the results given in Figure 1.19 for the most part. Those jurisdictions that register shareholder details will, in general, also register changes in shareholder details.

### Registration of Beneficial Owner Details

This is the third year in which a question regarding details on the registration of beneficial owners has been included in the survey. Discussions held at various international conferences have revealed that this topic is of major interest to jurisdictions in all regions. The financial crisis in 2008 exposed that multinational corporations could have a vast number of subsidiaries throughout the world.

As a consequence, unclear corporate structures were used to disguise the true ownership of assets. Corporate secrecy has led to illicit domestic and cross-border money laundering, tax evasion, corruption and other global crimes. In order to tackle those crimes, and strengthen corporate transparency, it was agreed at the June 2013 G8 summit that companies should be required to obtain and hold adequate, accurate and up to date information on their beneficial owners. It is clear that this is a global task, as these crimes do not stop at national borders. In

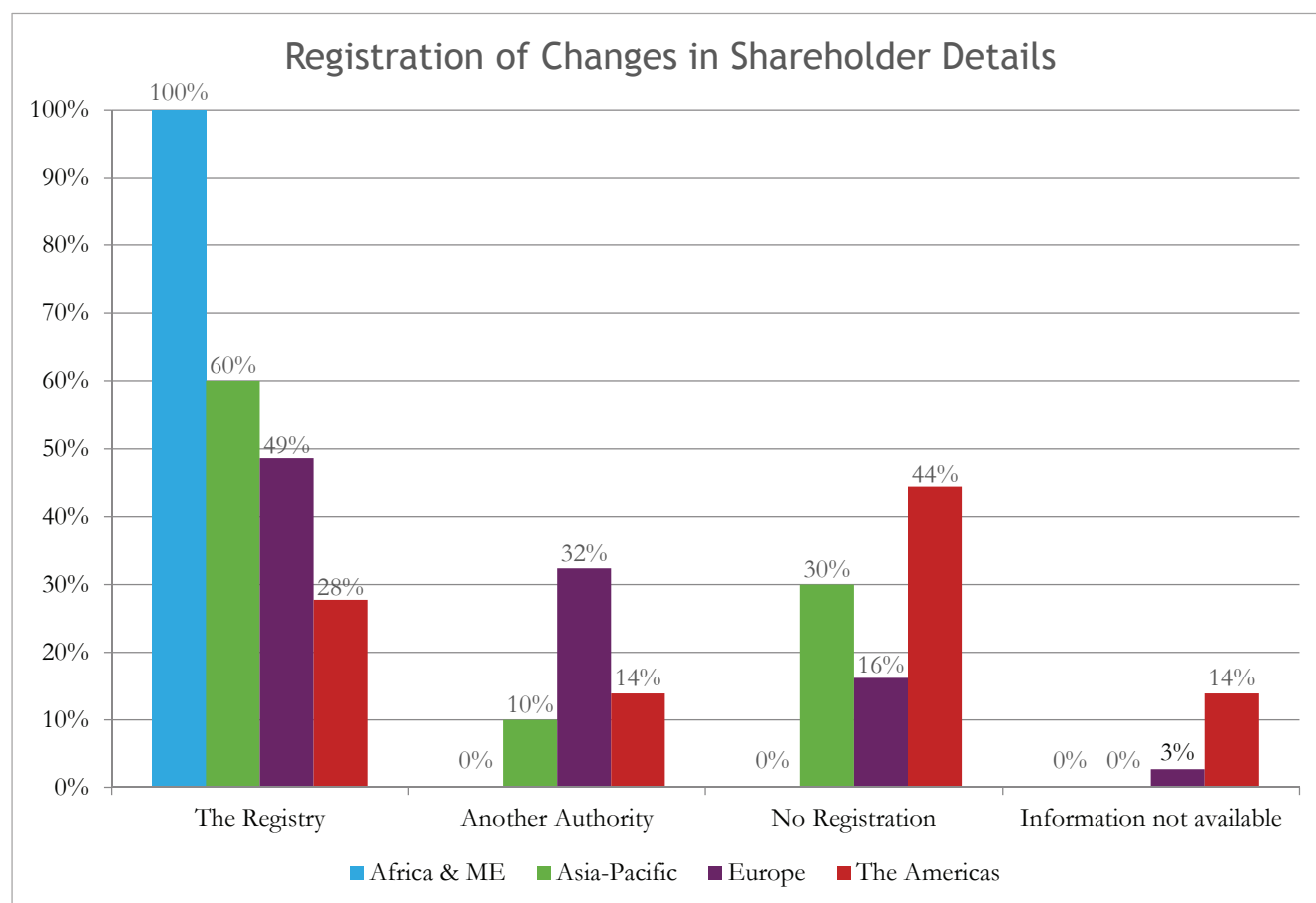


Figure 1.20

November 2014 G20 leaders adopted new High Level Principles on Beneficial Ownership Transparency at their summit in Brisbane, Australia.

Although this is a subject that concerns all regions and jurisdictions, the definition of the term “beneficial owner” may vary from jurisdiction to jurisdiction. For example, Article 3 of the fourth Anti-Money Laundering Directive (EU) 2015/849 defines a company’s beneficial owner as the natural person(s) who ultimately owns or controls a legal entity through direct or indirect ownership of a sufficient percentage of the shares or voting rights or ownership interest in that entity, including through bearer shareholdings, or through control via other means. A shareholding of 25% plus one share is an indication of direct ownership.

A shareholding of 25% plus one share held by a corporate entity, which is under the control of a natural person, or by multiple corporate entities, which are under the

control of the same natural person(s), is an indication of indirect ownership.

The guidance given by the Financial Action Task Force simply defines the beneficial owner as the ultimate beneficiary of the company’s shares. The definition given in both of these sources can be summarised as a person or a legal entity that enjoys the ownership benefits even though the title/legal ownership may be in another name.

Figure 1.21 shows whether beneficial owner details are registered, and which authority is responsible for the registration, in each region.

It is apparent that most jurisdictions still do not register beneficial owner details or changes to these details. However, the total number of jurisdictions in Europe that register beneficial owner details has increased from 10 to 12. Figures 1.21 and 1.22 show that in jurisdictions where information on beneficial owners is collected, most

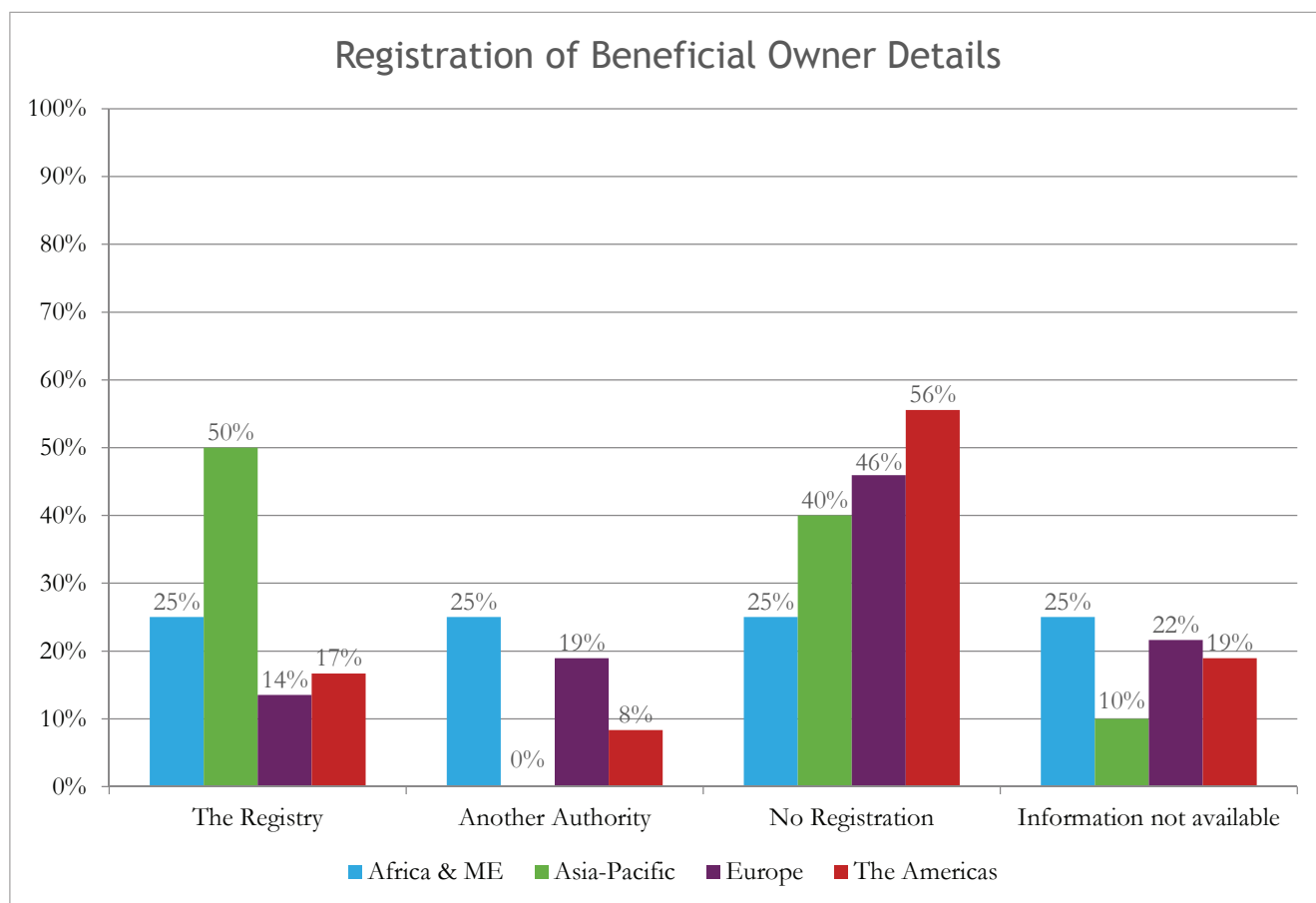


Figure 1.21

## Registration of Changes in Beneficial Owner Details

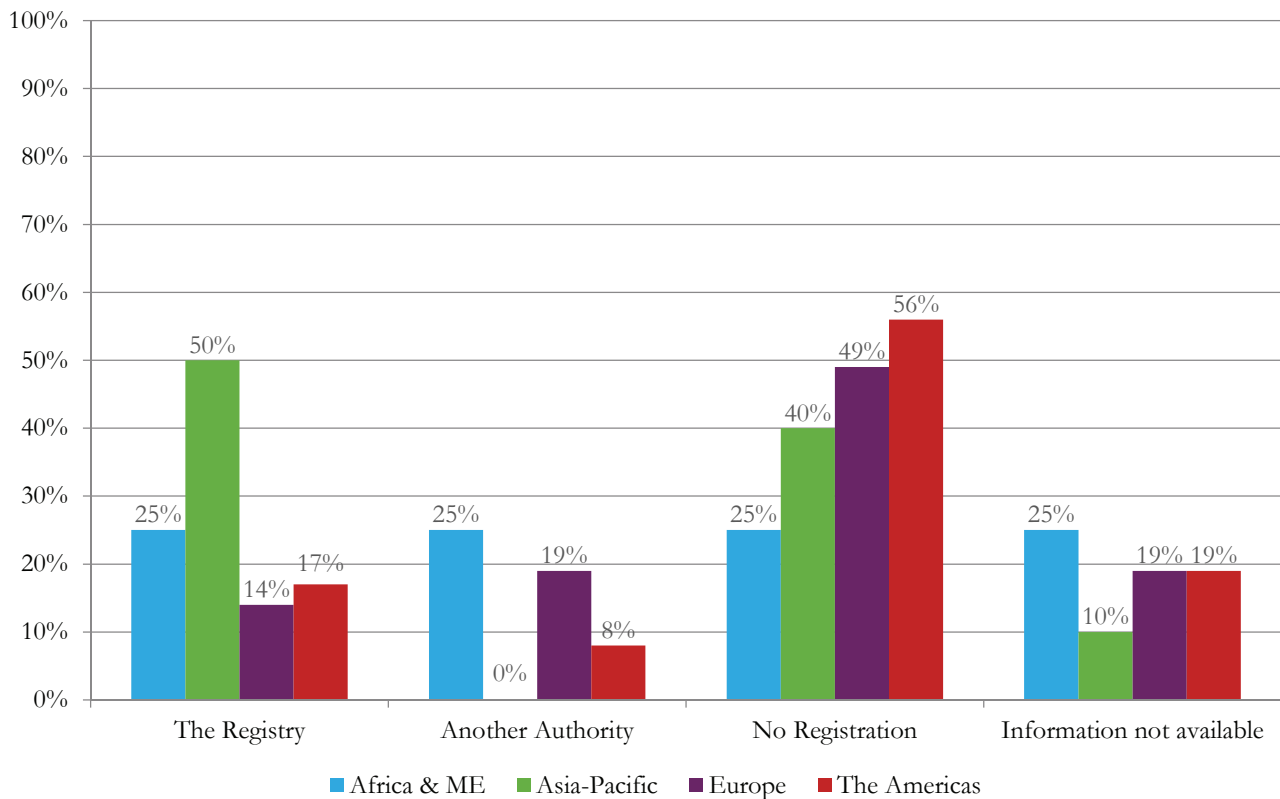


Figure 1.22

### Jurisdictions Where Beneficial Owner Details are Registered by the Business Register

Africa & ME	Asia-Pacific	Europe	The Americas
Burundi	Australia Mongolia New Zealand Philippines Tonga	Albania Italy Jersey Kosovo Latvia	Brazil - Alagoas Maceio Chile Ecuador Montana (USA) Quebec (Canada) Washington DC (USA)

Table 1.3

### Jurisdictions Where Beneficial Owner Details are Registered by Another Authority

Africa & ME	Asia-Pacific	Europe	The Americas
Israel		Croatia, Republic of Isle of Man Liechtenstein Macedonia Portugal Slovenia Switzerland	Colombia Connecticut (USA) Suriname

Table 1.4

of those jurisdictions will also register changes to those details.

There are still only a small number of jurisdictions in total, across all regions, which currently register beneficial owner details. They are listed in Tables 1.3 and 1.4.

In conclusion, at this point it is still not possible to see a trend throughout the regions with regard to the collection of information on beneficial owner details. As this is only the third year this question has been included in the survey, we do not yet have sufficient data to compare prior years, especially given the changes in the responding jurisdictions. Jurisdictions which are subject to EU legislation, however, will have to implement beneficial owner registers by 26 June 2017 in accordance with Article 67 of the fourth Anti-Money Laundering Directive (EU) 2015/849.

## Registering and Deciding on Bankruptcy and Strike Off

One way to recognise the complexity of business registers across the world is to look at the diversity of business cases, and how different registers treat them. A major difference in that respect is the scope of examination. Some registers only register facts (i.e. they do not perform any legal checks), while others decide upon business cases (i.e. they perform legal checks). Like last year, this year's report focuses on bankruptcy and strike off.

### Registering and/or Deciding on Bankruptcy

Figure 1.23 shows, from a global perspective, whether registers decide on or only register bankruptcy. It becomes apparent at first glance that the business registers throughout all regions rarely decide upon bankruptcy cases. However, 54% of business registers

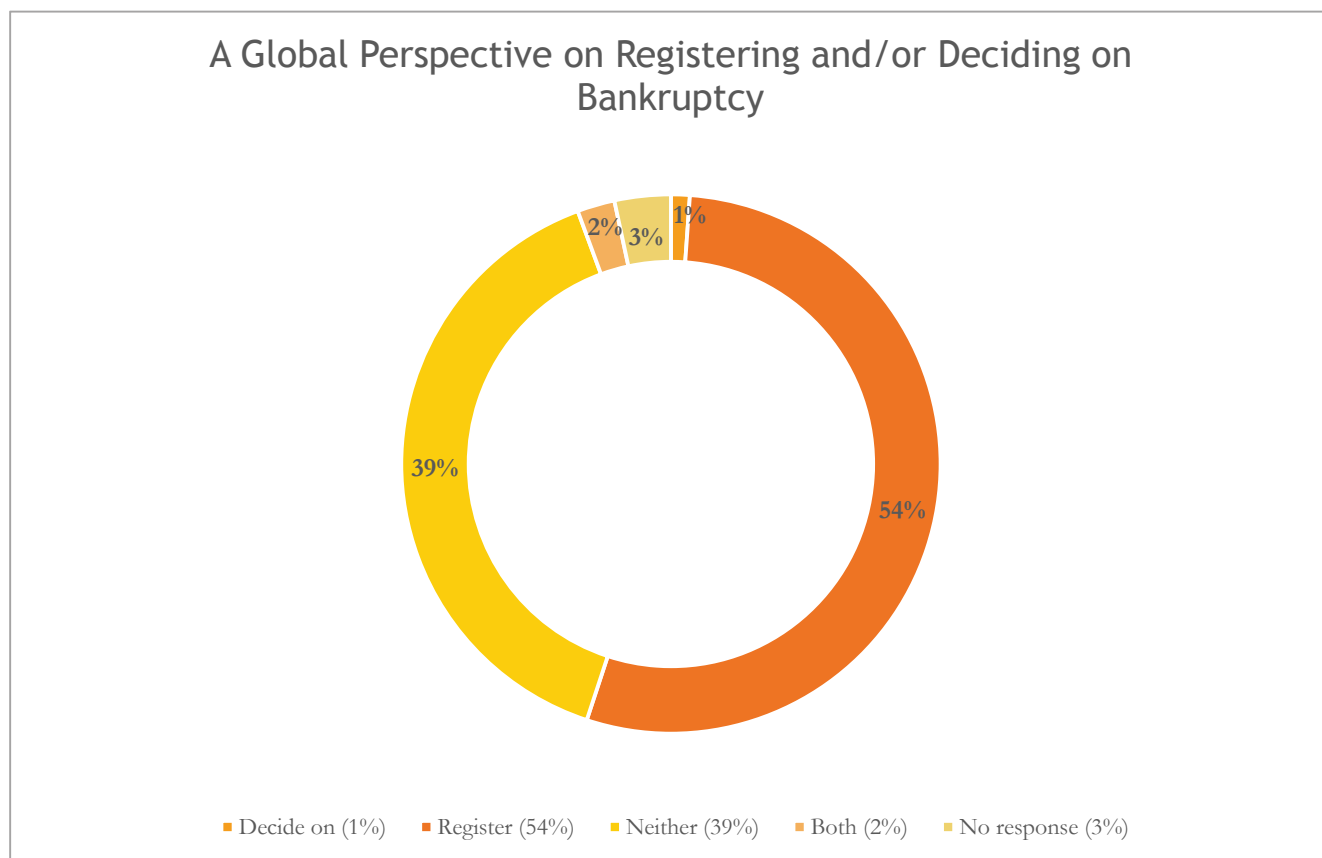


Figure 1.23

worldwide register bankruptcy cases which is an increase of 9% compared to last year's results. With 39% of all responding jurisdictions stating they neither decide upon nor register bankruptcy, it is fairly common from a global perspective that the business registers are not involved in a legal entity's bankruptcy at all.

When examining Figure 1.24 it becomes obvious that there are significant differences between Europe and the other regions with respect to their handling of bankruptcy cases. While 79% of European respondents indicated that they at least register cases of bankruptcy, in all jurisdictions from the Americas the opposite was true.

69% of the respondents from the Americas pointed out that they neither decide on nor register bankruptcy cases and only 31% register bankruptcy cases. Half of the jurisdictions from Asia-Pacific neither register nor decide on bankruptcy cases and of the remaining other half, 40% register a legal entity's bankruptcy and only 10% both decide on and register on its bankruptcy. The majority of responding jurisdictions from Africa and the Middle East decide on and/or register a legal entity's bankruptcy. Only 1 of the 4 responding jurisdictions from that region does neither decides on nor registers bankruptcy cases.

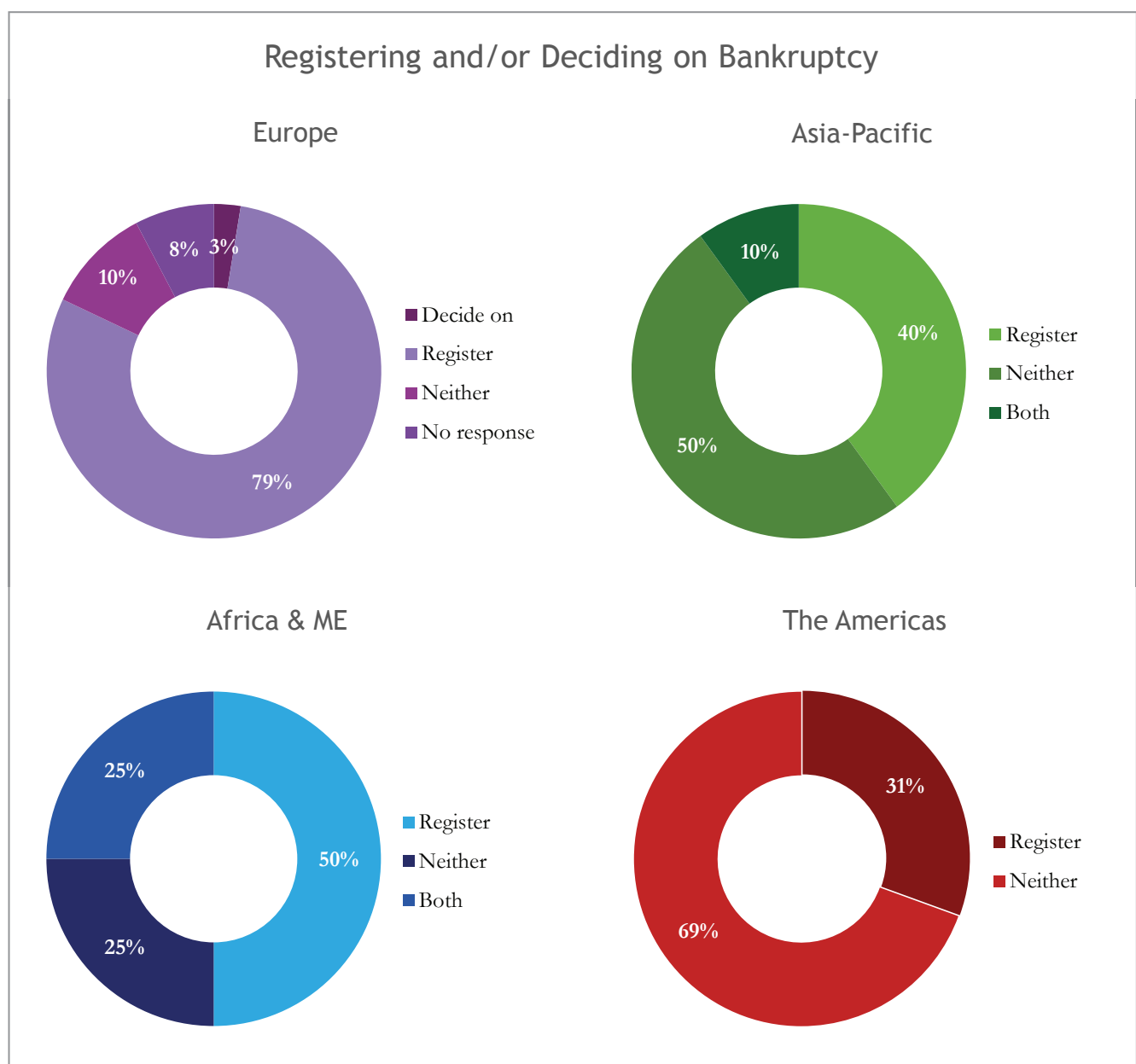


Figure 1.24



### Registering and/or Deciding on Strike Off

The situation is significantly different when looking at striking a company off the business register. As displayed in Figure 1.25, the majority of all responding jurisdictions register a strike off from the business register. Almost 50% of all responding jurisdictions pointed out that their business registers both decide on and register a strike off.

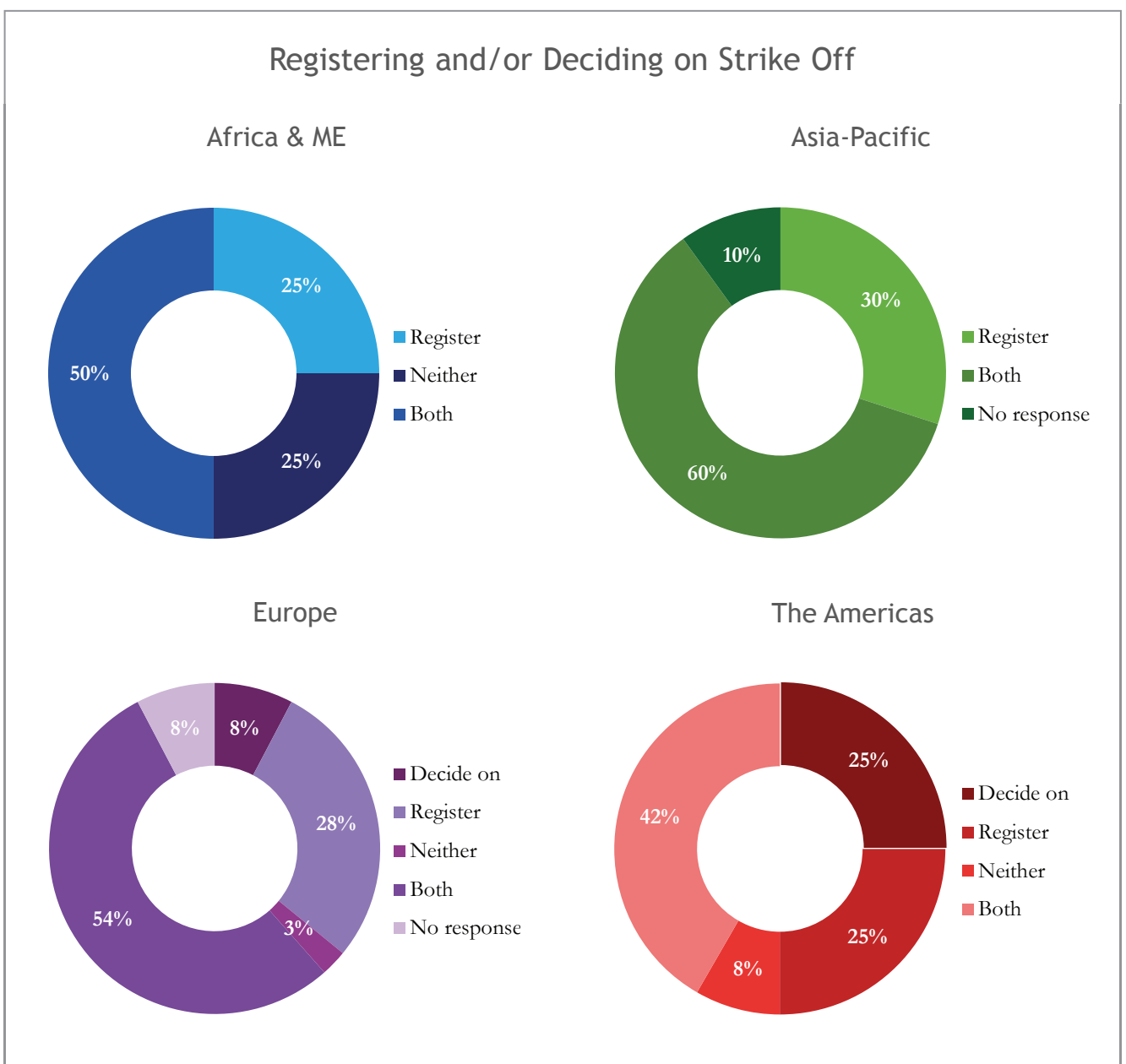


Figure 1.25

## Registration of Branches

We have included questions on the registration of national and foreign branches due to the globalisation of business activities and considering that international influences are becoming more extensive and important.

The term "branch" as defined in the guide to the survey is an entity carrying on business in a new location, either within the jurisdiction it was formed (domestic), or in another jurisdiction (foreign). It does not have a separate legal personality to the incorporated entity, that is, it is not a subsidiary.

As clearly displayed in Figure 1.26 it is very common in all regions to register branches of an entity from another jurisdiction economically active in a business register's home jurisdiction. All responding jurisdictions from Africa and the Middle East as well as Asia-Pacific indicated that they register branches of an entity from another jurisdiction economically active in their jurisdiction. It is also quite common to provide the registered branches with a unique registration number in these regions, Figure 1.27. In the Americas the results increased slightly, in that, 75% of the respondents register foreign branches and 67% provide the registered foreign branch with a unique identification number.

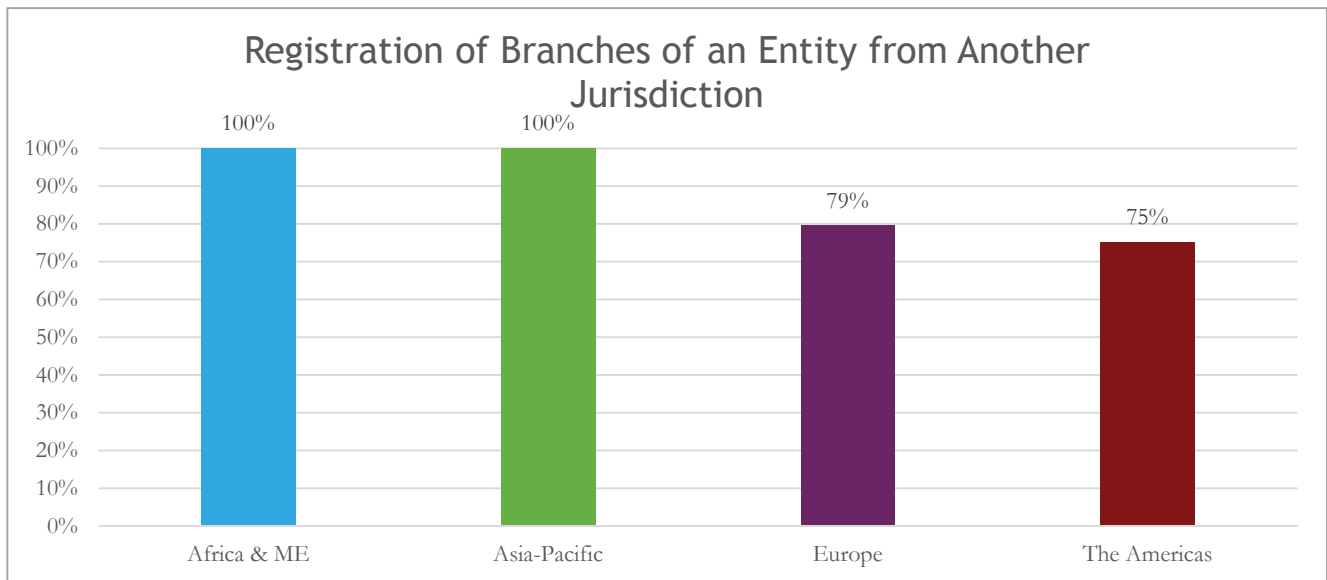


Figure 1.26

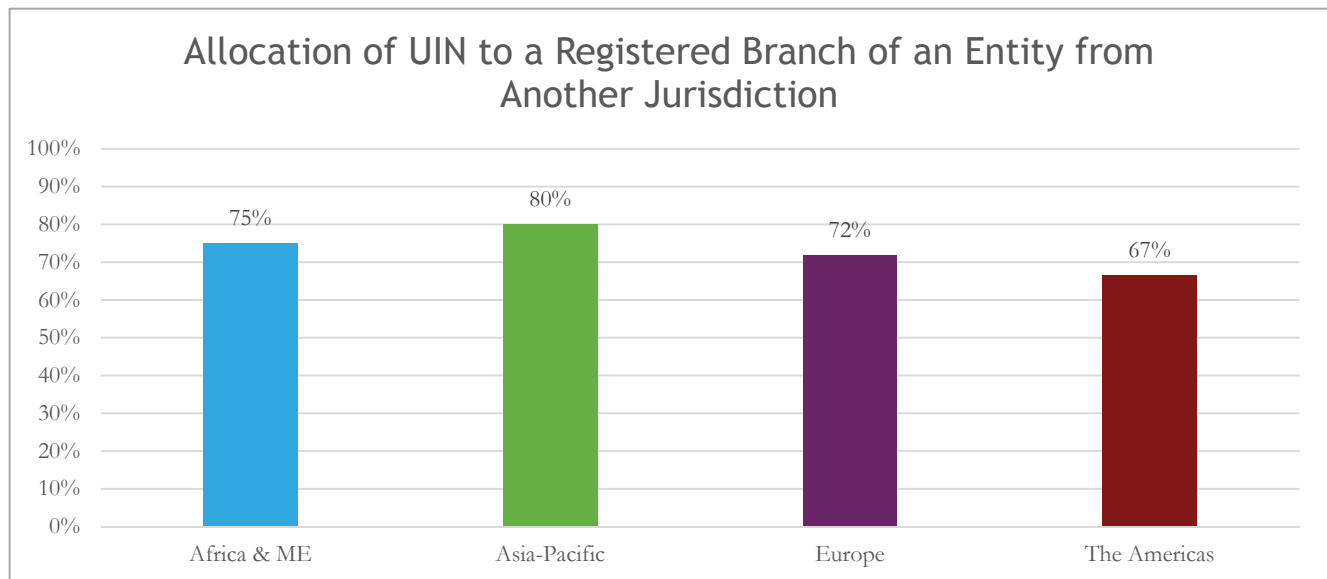


Figure 1.27

The results for Europe have decreased from 91% to 79% of the responding jurisdictions registering branches of an entity from another jurisdiction economically active in their home jurisdiction. One reason for that is the slightly increased response rate from Europe from 35 to 39 jurisdictions in this year's survey. Besides that, it is very common to provide the registered branch with a registration number in Europe.

Asia-Pacific stated that they do not register foreign branches of an entity formed in their home jurisdiction which is economically active in another jurisdiction, yet claimed to provide them with unique identification numbers which also seems implausible. Some further exploration will be required to understand this result.

On the other hand, as can be seen in Figure 1.28 the registration of a foreign branch of an entity formed in the home jurisdiction which is economically active in another jurisdiction is a lot less common in all regions. Several jurisdictions in Africa and the Middle East as well as

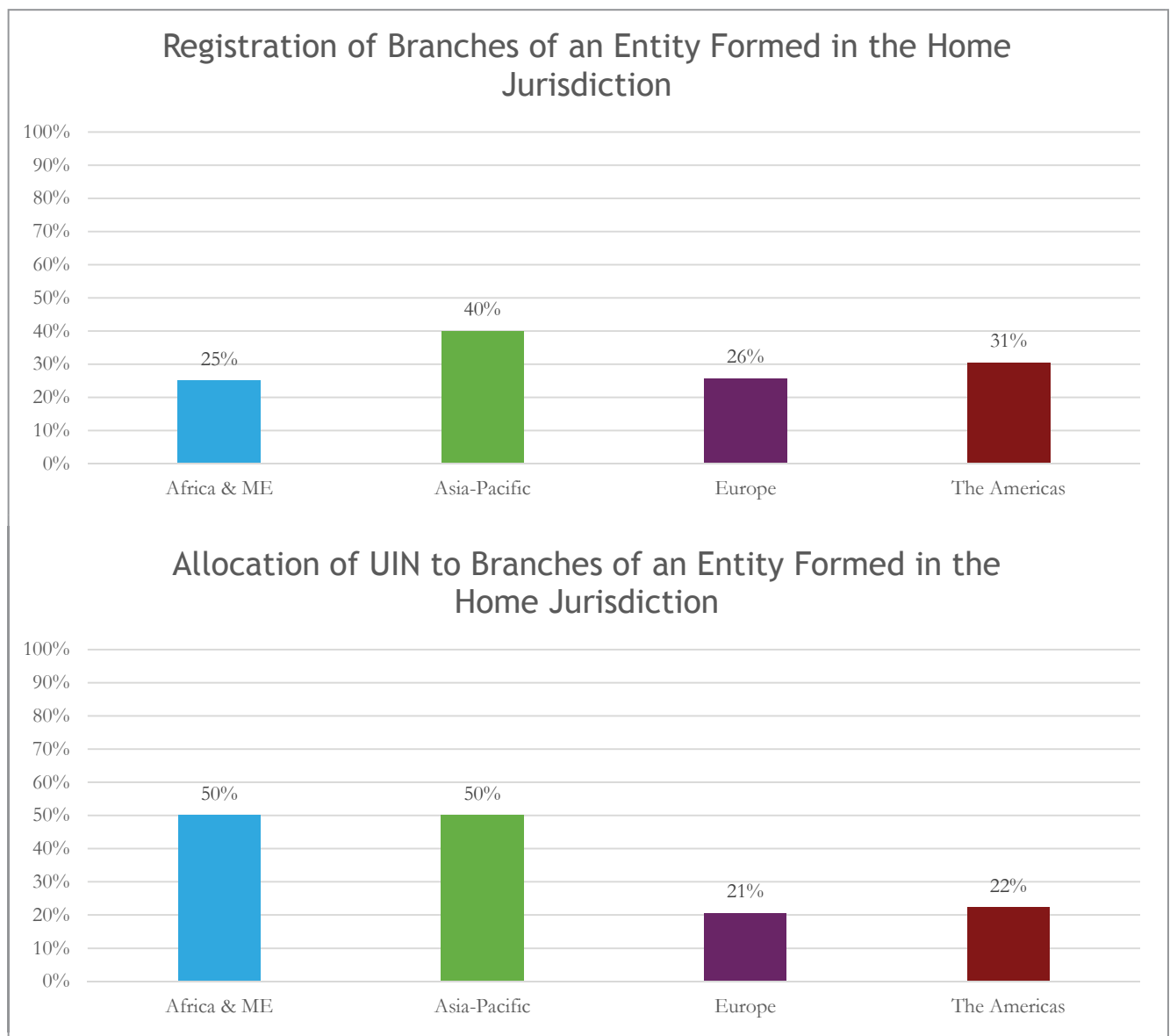


Figure 1.28

When examining the data it becomes apparent that even when foreign branches are registered, it is not common to register the legal entity's identification number it was assigned by its home jurisdiction in Asia-Pacific and the Americas. In contrast this is quite common in Europe. This could be caused by the numerous attempts of EU Legislation to promote the concept of branch disclosure via a European identification number, the EUID, within the European Union. Cross border exchange of information regarding foreign branches is easier when the branch is directly linked to the legal entity which formed it via that company's identification number. Thus, changes in the status (i.e. active, insolvent, struck off, etc.) of said company will more easily result in

corresponding changes regarding the foreign branch. In fact, by July 2017 the disclosure of information regarding the main company which formed a foreign branch will become mandatory for all EU Member States.

## Formation of New Companies

### Minimum Number of Founders, Shareholders and Board Members

One of the most important factors with respect to the formation of a new company is the number of founders, shareholders and board members that are required. The results are displayed in Figures 1.29, 1.30 and 1.31.

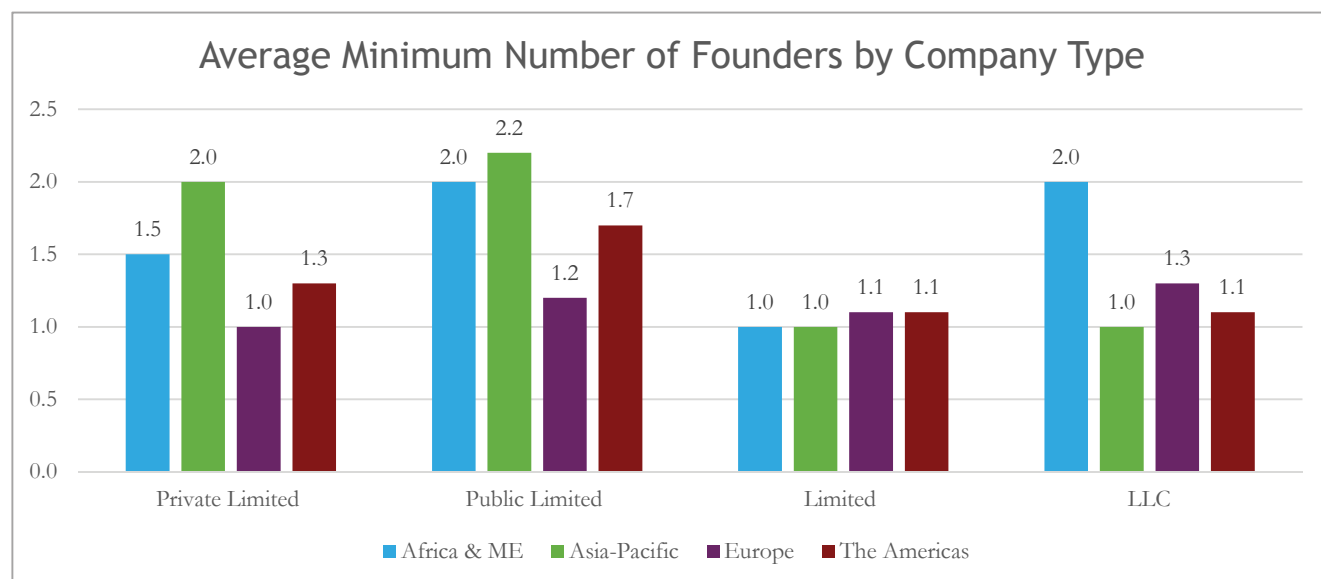


Figure 1.29

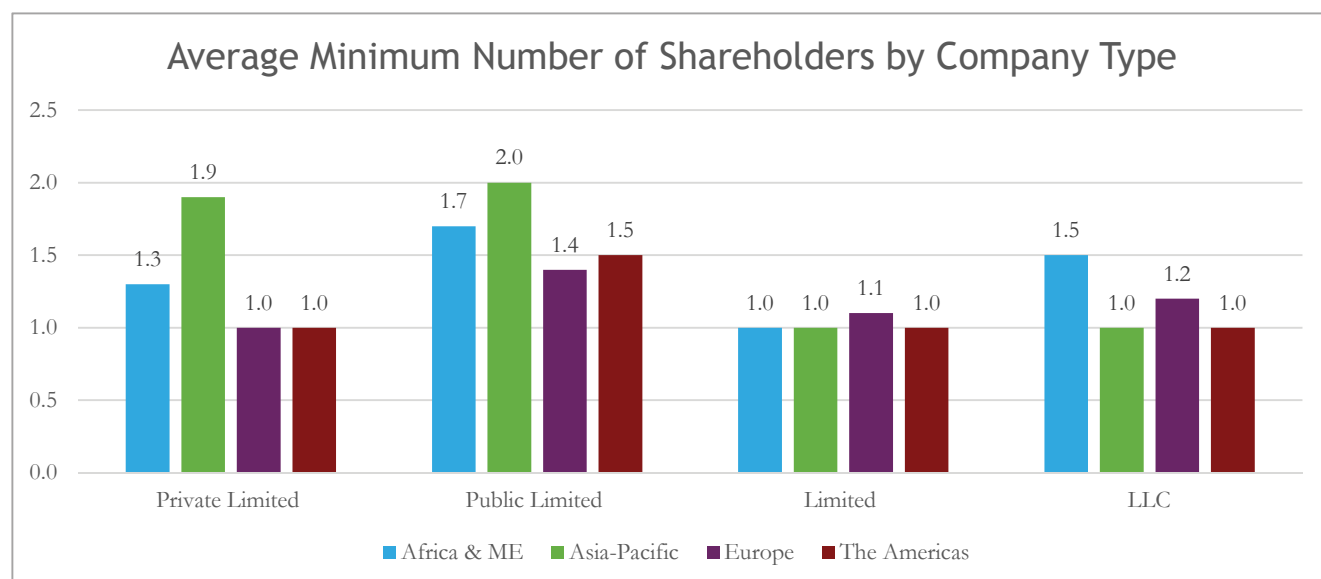
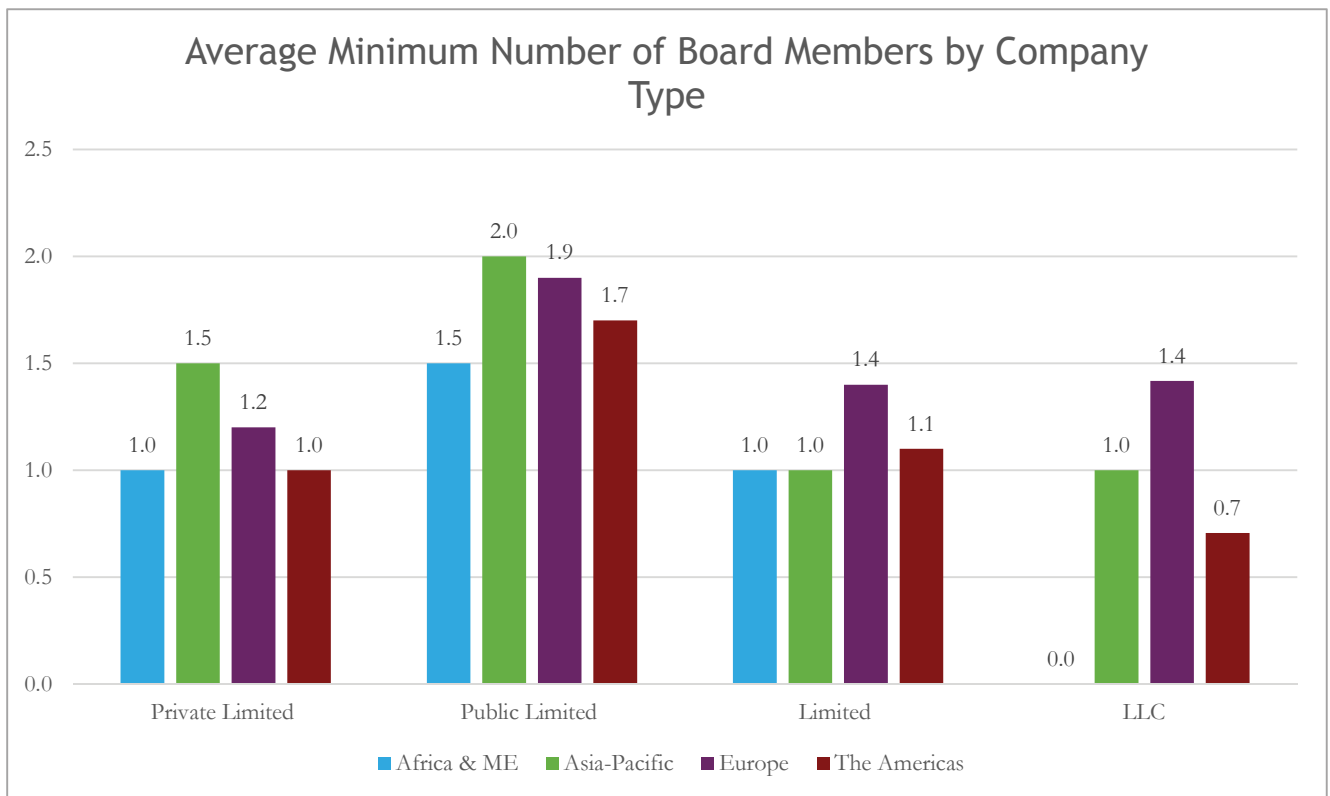


Figure 1.30



**Figure 1.31**

It is a general trend in all 4 observed regions, that the largest number of founders, shareholders and board members are required for the formation of a public limited company. It should be noted that the Philippines stated that 5 shareholders, 5 founders and 5 board members are required for the formation of a public limited company.

A further tendency that can be observed is that it is quite common in most of the participating jurisdictions that, for the other referenced company types, only one founder, shareholder and board member is required for the formation of a new company.

LLC's do not appear to have board members in all jurisdictions. The minimum number of board members of an LLC is less than 1 in the Americas due to the fact that some jurisdictions stated that no board members are necessary to register an LLC. As US LLCs ordinarily have "managers" rather than "directors" as was noted above, some respondents may have opted to include managers within the directors count and other may have not.

For the vast majority of jurisdictions just one board member, founder and shareholder is needed for the registration of a new private limited company, limited company and LLC.

#### Minimum Amount of Share Capital

The required minimum amount of share capital is also of interest when looking at the formation of a new company. Table 1.5 shows the minimum share capital (in euros and US dollars) that the responding jurisdictions require for the formation of a private limited company, public limited company, limited company and LLC. Where the report includes reference to US dollars (USD) in this Chapter and again in Chapter 4, the euro (EUR) values were converted as at December 31, 2015 at an exchange rate of 1.0859 and all figures are rounded to the nearest whole value unless otherwise noted.

Thus, it can be seen that in all 4 regions, in general the prescribed minimum share capital of a private limited company is a low amount, that varies from EUR 0 (USD 0) to EUR 1 (USD 1). However, it is noticeable that it is

Minimum Share Capital - Private Limited Company/Corporation			
Region	Jurisdiction	Amount in EUR	Amount in USD
Asia-Pacific	Australia	0	0
The Americas	Chile	0	0
The Americas	Dominican Republic	0	0
Asia-Pacific	Hong Kong	0	0
Asia-Pacific	Malaysia	0	0
The Americas	Manitoba (Canada)	0	0
Asia-Pacific	Singapore	0	0
Europe	Serbia	0.81	1
The Americas	Colombia	1	1
Europe	Denmark	1	1
Europe	France	1	1
Europe	Germany	1	1
Europe	Ireland	1	1
Europe	Isle of Man	1	1
Europe	Italy	1	1
Europe	Jersey	1	1
Europe	Latvia	1	1
Europe	Montenegro	1	1
Europe	Netherlands	1	1
Europe	Portugal	1	1
The Americas	Brazil - Alagoas Maceio	1	1
Europe	Gibraltar	2	2
Europe	Romania	44	48
Asia-Pacific	Philippines	92	100
Europe	Estonia	2 500	2 715
Europe	Finland	2 500	2 715
Europe	Lithuania	2 500	2 715
Europe	Spain	3 000	3 258
Europe	Norway	3 196	3 471
Europe	Sweden	5 100	5 538
Europe	Luxembourg	12 395	13 460
Europe	Belgium	18 550	20 143
Europe	Liechtenstein	30 000	32 577
Europe	Austria	35 000	38 007

**Table 1.5**

also quite common for the minimum share capital required to form a private limited company to be a lot higher than this in Europe, while the Americas and Asia-Pacific tend to have a far lower prescribed minimum share capital.

Minimum Share Capital - Public Limited Company/Corporation			
Region	Jurisdiction	Amount in EUR	Amount in US\$
Asia-Pacific	Australia	0	0
The Americas	Dominican Republic	0	0
Asia-Pacific	Hong Kong	0	0
Asia-Pacific	Malaysia	0	0
The Americas	Manitoba (Canada)	0	0
Asia-Pacific	Singapore	0	0
The Americas	Colombia	1	1
Europe	Isle of Man	1	1
Europe	Jersey	1	1
Europe	Montenegro	1	1
The Americas	Brazil - Alagoas Maccio	1	1
Asia-Pacific	Philippines	92	100
Europe	Serbia	24 390	26 485
Europe	Estonia	25 000	27 148
Europe	Ireland	25 000	27 148
Europe	Romania	25 000	27 148
Europe	Gibraltar	26 484	28 759
Europe	Luxembourg	30 987	33 649
Europe	Latvia	35 000	38 007
Europe	France	37 000	40 178
Europe	Lithuania	40 000	43 436
Europe	Netherlands	45 000	48 866
Europe	Germany	50 000	54 295
Europe	Liechtenstein	50 000	54 295
Europe	Portugal	50 000	54 295
Europe	Sweden	51 000	55 381
Europe	United Kingdom	57 600	62 548
Europe	Spain	60 000	65 154
Europe	Belgium	61 500	66 783
Europe	Denmark	67 013	72 769
Europe	Austria	70 000	76 013
Europe	Finland	80 000	86 872
Europe	Norway	106 525	115 675
Europe	Italy	120 000	130 308

**Table 1.6**

When it comes to public limited companies, see Table 1.6, it is noticeable that in most jurisdictions the minimum share capital tends to be a lot higher than the minimum share capital of private limited companies, limited companies or LLCs. A further apparent tendency is that European public limited companies generally have

higher minimum share capitals of around EUR 25 000 (USD 27 148) and higher than public limited companies in the other regions.

Minimum Share Capital - Limited Company/Corporation			
Region	Jurisdiction	Amount in EUR	Amount in US\$
The Americas	Arizona (USA)	0	0
The Americas	Brazil - Rio de Janeiro	0	0
The Americas	British Columbia (Canada)	0	0
Europe	Georgia	0	0
Africa & ME	Israel	0	0
Europe	Macedonia	0	0
The Americas	Minnesota (USA)	0	0
The Americas	North Carolina (USA)	0	0
The Americas	Quebec (Canada)	0	0
The Americas	Suriname	0	0
The Americas	Texas (USA)	0	0
The Americas	Washington DC (USA)	0	0
The Americas	Nova Scotia (Canada)	1	1
The Americas	Ohio (USA)	1	1
Europe	Russia	115	125
The Americas	Honduras	230	250
Europe	Moldova	893	970
Europe	Turkey	3 077	3 341
Europe	Kosovo	10 000	10 859
Europe	Slovenia	25 000	27 148
Europe	Switzerland	100 000	108 590

Table 1.7

Minimum Share Capital - LLC			
Region	Jurisdiction	Amount in EUR	Amount in US\$
The Americas	Arizona (USA)	0	0
The Americas	Brazil - Rio de Janeiro	0	0
The Americas	British Columbia (Canada)	0	0
Europe	Georgia	0	0
Africa & ME	Israel	0	0
Europe	Macedonia	0	0
The Americas	Minnesota (USA)	0	0
The Americas	North Carolina (USA)	0	0
The Americas	Quebec (Canada)	0	0
The Americas	Suriname	0	0
The Americas	Texas (USA)	0	0
The Americas	Washington DC (USA)	0	0
The Americas	Nova Scotia (Canada)	1	1
The Americas	Ohio (USA)	1	1
Europe	Russia	115	125
The Americas	Honduras	230	250
Europe	Moldova	893	970
Europe	Turkey	3 077	3 341
Europe	Kosovo	10 000	10 859
Europe	Slovenia	25 000	27 148
Europe	Switzerland	100 000	108 590

Table 1.8



As displayed in Table 1.7 and 1.8, in general, the minimum required share capital for the formation of limited companies as well as LLCs is low (i.e. it varies between the amount of EUR 0 and EUR 1/USD 0 and USD 1). Yet, few jurisdictions in Europe require a higher minimum share capital than that with Switzerland, which requires by far the highest share capital for the formation of a limited company and LLC at EUR 100 000 (USD 108 590).

## Measures Taken to Prevent Corporate Identity Theft

As last year, the respondents of the survey were given several options when answering which measures were taken within their registers to prevent corporate identity theft. However, an option of elaborating on other measures which were not mentioned specifically in the survey, was also included. Further information on the answers received is listed in Appendix i - Measures Taken.

The inclusion of a question on the measures taken to prevent corporate identity theft is mainly based on the increase of registers being kept as electronic databases. At the same time, a lot of registers have ambitions to make registration for companies as easy and as fast as possible. This carries the risk that the ease of use and the speed of processing could affect the security of the registers. This in turn might lead to corporate identity theft. In order to prevent this, a lot of jurisdictions have introduced preventive systems to minimise this risk. The measures introduced to combat corporate identity theft are displayed in Figure 1.32.

Most jurisdictions throughout all regions have introduced some type of measures to prevent corporate identity theft. In total only 9 of the 89 responding jurisdictions (5% of the responding European jurisdictions and 20% of the respondents from the Americas) pointed out that there were no such measures taken in their jurisdiction.

Whether these jurisdictions do not deem such measures necessary because they do not maintain an electronic database or because they have no issues with corporate identity theft can unfortunately not be determined from the data we received.

The use of monitoring systems and/or e-mail systems that notify registered users every time a change to their company information is made in the business register, or whenever documents are filed on their business record, is a widespread measure to prevent corporate identity theft in Asia-Pacific. This is consistent with last year's results.

A further method of preventing corporate identity theft is the implementation or increase of penalties for false and/or misleading information submitted to the business registers. It is, yet again, most common in Asia-Pacific.

Systems where the identity of the acting person is checked by a public notary are very rare overall, though there are a few jurisdictions in Europe, Asia-Pacific as well as South America, which make use of this approach.

Verification of personal identity is quite common in Africa and the Middle East, Asia-Pacific as well as Europe. The most common measure of preventing corporate identity theft throughout all regions is the requirement of logging on to the system as a registered user with a unique user name and password.

Another method to prevent corporate identity theft is the use of electronic signatures, enabling examiners to identify the applicant of the registration. Whereas this method is very common in Europe and also Asia-Pacific, none of the jurisdictions from Africa and the Middle East indicated the use of e-signatures.

Two factor authentication requiring a second layer of security such as extra information (e.g. a shared secret) or a physical device (e.g. bank card, key), in addition to a password is very rare in all regions, but again most common in Asia-Pacific.

In conclusion it can be said that Asia-Pacific is the region with most measures in place to prevent corporate identity theft, whereas this is not a matter the Americas focus on.

## Measures Taken to Prevent Corporate Identity Theft

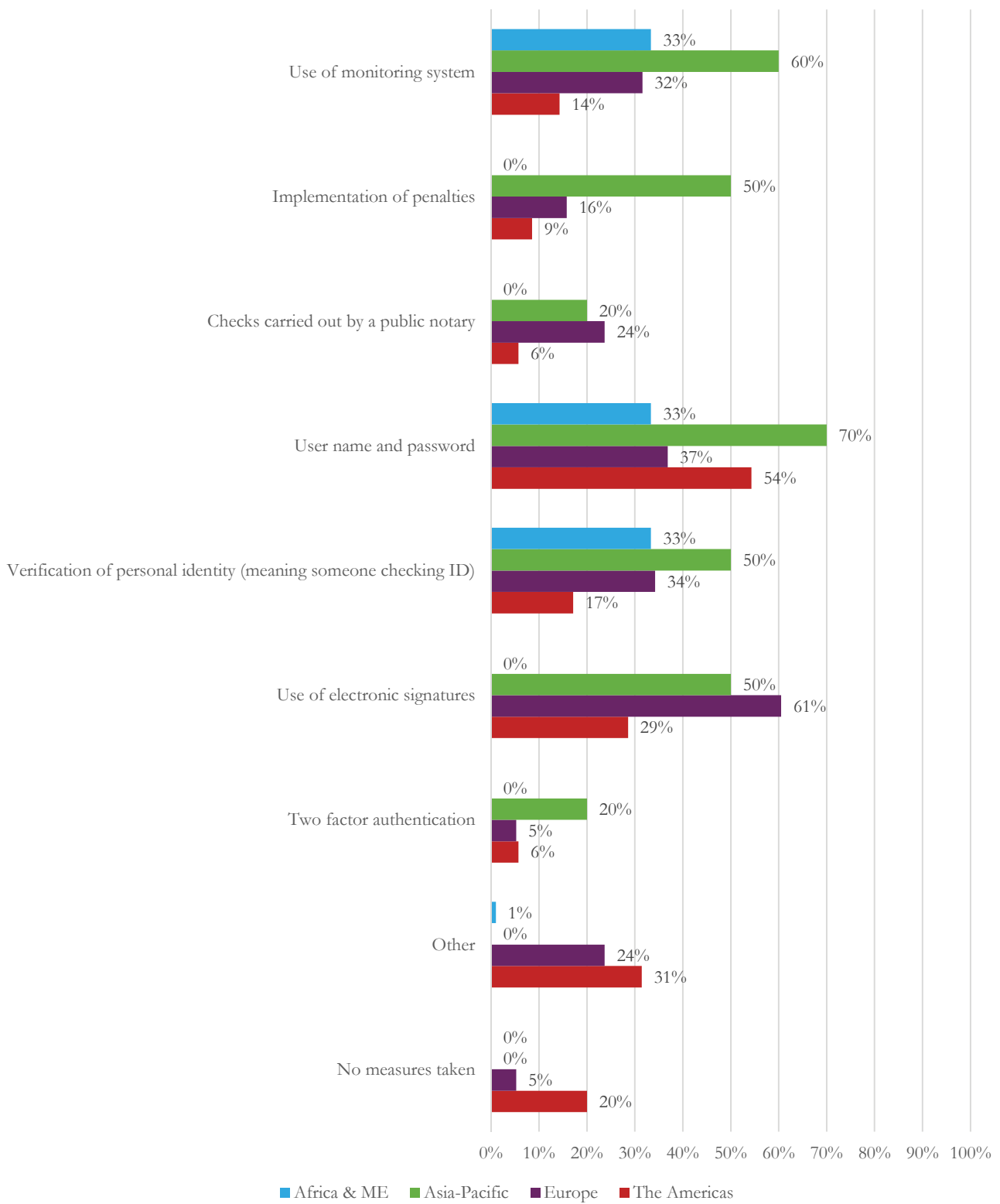
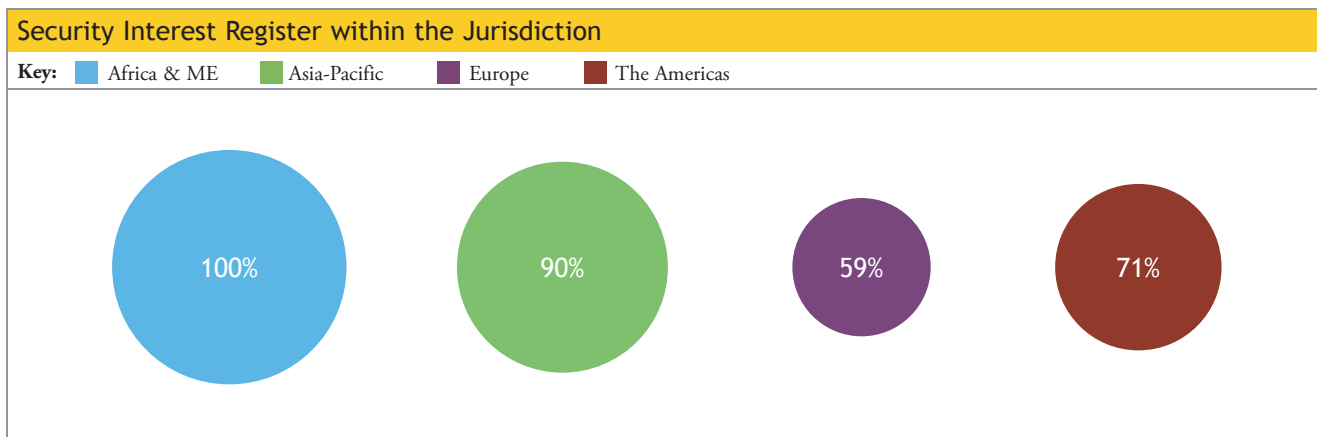


Figure 1.32



**Figure 1.33**

## Security Interest Register

This is the fourth year that a question on security interest registers was included in the survey. As this year's results show - at least from a European perspective - this subject is becoming more and more important.

A security interest register refers to a registry facilitating the registration, or the registration of notice, of a security interest in personal property. This is sometimes also referred to as a personal property registry, a personal property security registry or a secured transactions registry.

While the laws of each jurisdiction vary, a security interest register establishes a framework for the registration, or the registration of notice, of a security interest in personal property. Personal property is generally property other than land, buildings or other structures permanently affixed to them. Personal property may include tangible property (i.e. aircraft, automobiles, tools, etc.) or intangible property (i.e. copyright). Personal property may also include investment property (i.e. shares) or agricultural property (i.e. farm equipment, livestock and crops). The laws of each jurisdiction define the personal property that may be the subject of a security interest for purposes of its register.

In a financial transaction, a lender (i.e. the secured party) may loan funds to an individual or corporation (i.e. the debtor) and take security in the property of the debtor as collateral for the loan. Where the collateral of the debtor is real property, the lender may take a mortgage or other

charge on the real property and record this interest in a registry of deeds or other land registry. Where the collateral of the debtor is personal property, the lender may register a security interest in that personal property through a security interest register.

The registration in a security interest register may be prima facie evidence of a lien on the personal property of the debtor identified in the registration. A proper search of a debtor in a security interest register should enable a third party to identify registered security interests against the personal property of that debtor, effectively providing notice of the existence of a lien on that property.

This year's survey has yet again recorded an increase European jurisdictions stating that they maintain a security interest register. Three years ago, only 5 out of 34 responding European jurisdictions maintained a security interest register. Two years ago, this increased to 11 out of 34 responding European jurisdictions. Last year 16 out of 35 European responding jurisdictions stated they maintain a security interest register and this year 23 out of the 39 responding jurisdictions maintain a security interest register, representing 59%.

Figure 1.33 indicates a slight increase regarding the maintenance of security interest registers in the Americas, from an average of 66% in last year's results to 71% in this year's results.

The result from Africa and the Middle East has risen from 33% to 100%. Last year, from that region only Israel and Uganda stated they maintain a security interest

register, whereas, this year Burundi, Qatar and Mauritius have implemented such registers.

The results from Asia-Pacific also indicate that the maintenance of security interest registers has vastly increased over the past year. However, this is in part also due to the change of respondents from that region.

### Does Size Matter?

For the first time this year, we are looking at entities in the business registers, relative to population and surface area for that jurisdiction. Data regarding the population and the surface area in square kilometres of the

responding jurisdictions was primarily taken from the United Nation's website. When the desired information was not available from the United Nation's website other (regional) sources, such as Statistics Canada, United States Census Bureau or information provided by the individual state, region or jurisdiction were used.

Table 1.9 displays all jurisdictions which took part in the survey with their respective population, surface size (square kilometres) and total number of registered entities:

Region	Jurisdiction	Population	Surface area (sq km)	No. of Registered Entities (All)
Africa & ME	Burundi	10 483 000	27 834	1 529
Africa & ME	Israel	7 822 000	22 072	342 500
Africa & ME	Mauritius	1 249 000	1 969	
Africa & ME	Qatar	2 268 000	11 607	
Asia-Pacific	Australia	23 630 000	7 692 024	4 472 170
Asia-Pacific	Azerbaijan	9 515 000	86 600	732 211
Asia-Pacific	Hong Kong	7 305 000	1 104	1 298 695
Asia-Pacific	Malaysia	30 188 000	330 290	7 032 864
Asia-Pacific	Mongolia	2 881 000	1 564 116	14 476
Asia-Pacific	New Zealand	4 551 000	275 042	610 000
Asia-Pacific	Pakistan	185 133 000	796 095	70 002
Asia-Pacific	Philippines	100 097 000	300 000	
Asia-Pacific	Singapore	5 517 000	716	479 275
Asia-Pacific	Tonga	106 000	747	6 624
Europe	Albania	3 185 000	28 748	67 010
Europe	Austria	8 526 000	83 871	222 572
Europe	Belgium	11 144 000	30 528	1 647 714
Europe	Belgium	11 144 000	30 528	
Europe	Croatia, Republic of	4 272 000	56 594	264 410
Europe	Czech Republic	10 740 000	78 866	
Europe	Denmark	5 640 000	43 094	668 134
Europe	Estonia	1 284 000	45 227	233 526
Europe	Finland	5 444 000	336 855	489 043
Europe	France	64 641 000	551 500	
Europe	Georgia	4 323 000	69 700	595 918
Europe	Germany	82 654 000	357 137	4 929 626
Europe	Gibraltar	32 500	7	26 812
Europe	Guernsey	63 000	78	21 398
Europe	Ireland	4 677 000	69 825	198 457
Europe	Isle of Man	85 000	572	37 212
Europe	Italy	61 070 000	301 339	6 095 304

Table 1.9

Region	Jurisdiction	Population	Surface area (sq km)	No. of Registered Entities (All)
Europe	Jersey	101 000	118	55 065
Europe	Kosovo	1 800 000	10 887	143 523
Europe	Latvia	2 041 000	64 562	177 769
Europe	Liechtenstein	37 000	160	36 307
Europe	Lithuania	3 008 000	65 300	249 268
Europe	Luxembourg	537 000	2 586	
Europe	Macedonia	2 108 000	25 713	105 526
Europe	Moldova	3 461 000	33 846	169 866
Europe	Montenegro	622 000	13 812	50 497
Europe	Netherlands	16 802 000	37 354	3 530 808
Europe	Norway	5 092 000	323 787	471 441
Europe	Portugal	10 610 000	92 212	650 767
Europe	Romania	21 640 000	238 391	2 684 699
Europe	Russia	142 468 000	17 098 246	8 460 662
Europe	Serbia	7 177 000	77 474	347 879
Europe	Slovenia	2 076 000	20 273	155 412
Europe	Spain	47 066 000	505 992	2 839 205
Europe	Spain, central	47 066 000	505 992	3 165 518
Europe	Sweden	9 631 000	450 295	1 088 463
Europe	Switzerland	8 158 000	41 285	598 294
Europe	Turkey	75 837 000	783 562	1 827 472
Europe	United Kingdom	63 489 000	242 495	3 759 871
The Americas	Alberta (Canada)	4 196 000	661 848	1 190 548
The Americas	British Columbia (Canada)	4 683 000	944 735	1 066 032
The Americas	Canada (federal)	35 525 000	9 984 670	271 000
The Americas	Manitoba (Canada)	1 293 000	647 797	117 663
The Americas	New Brunswick (Canada)	754 000	71 377	68 171
The Americas	Newfoundland and Labrador (Canada)	528 000	404 517	27 791
The Americas	Northwest Territories (Canada)	44 100	1 346 106	14 580
The Americas	Nova Scotia (Canada)	943 000	55 284	88 704
The Americas	Quebec (Canada)	8 264 000	1 542 056	998 681
The Americas	Saskatchewan (Canada)	1 134 000	651 036	
The Americas	Dominican Republic	10 529 000	48 192	
The Americas	Honduras	8 261 000	112 492	8 532
The Americas	Brazil - Alagoas Maceio	3 300 000	27 778	224 943
The Americas	Brazil - Rio de Janeiro	16 550 000	43 777	5 589 865
The Americas	Chile	17 773 000	756 102	135 880
The Americas	Colombia	48 930 000	1 141 748	834 096
The Americas	Ecuador	15 983 000	257 217	10 373
The Americas	Suriname	544 000	163 820	
The Americas	Arizona (USA)	6 392 000	295 254	867 359

**Table 1.9**

Region	Jurisdiction	Population	Surface area (sq km)	No. of Registered Entities (All)
The Americas	Colorado (USA)	5 029 000	269 601	2 276 286
The Americas	Connecticut (USA)	3 574 000	14 357	450 200
The Americas	Hawaii (USA)	1 420 000	28 311	130 568
The Americas	Louisiana (USA)	4 533 000	134 264	
The Americas	Minnesota (USA)	5 304 000	225 171	450 550
The Americas	Mississippi (USA)	2 967 000	125 443	536 137
The Americas	Missouri (USA)	5 989 000	180 533	693 367
The Americas	Montana (USA)	989 400	380 838	
The Americas	Nevada (USA)	2 701 000	286 351	323 500
The Americas	North Carolina (USA)	9 536 000	139 389	611 273
The Americas	North Dakota (USA)	673 000	183 112	82 916
The Americas	Ohio (USA)	11 594 000	116 096	1 048 747
The Americas	Rhode Island (USA)	1 053 000	4 002	76 563
The Americas	Texas (USA)	25 146 000	695 621	1 418 060
The Americas	Utah (USA)	2 764 000	219 887	
The Americas	Washington DC (USA)	602 000	177	350 000
The Americas	Washington State (USA)	6 725 000	184 665	464 556

**Table 1.9**

Some jurisdictions did not provide us with the total number of entities on their register. These jurisdictions do not appear in the following figures. Canada (federal) does not appear in the following charts either because corporations in Canada can incorporate within a province or territory or alternatively with Corporations Canada.

Relating the number of registered entities in a jurisdiction to its population or its surface area provides an interesting insight into a jurisdiction's business register. Figure 1.34 sort all responding jurisdictions by the number of entities they have on their register. Burundi with a total of 1 529 entities and Russia with 8 460 662 entities on their respective registers are at opposite ends of the spectrum.

The Russian business register is the largest register when comparing absolute numbers. Linking these numbers to the population or the surface area (square kilometres) of a jurisdiction paints a very different picture.

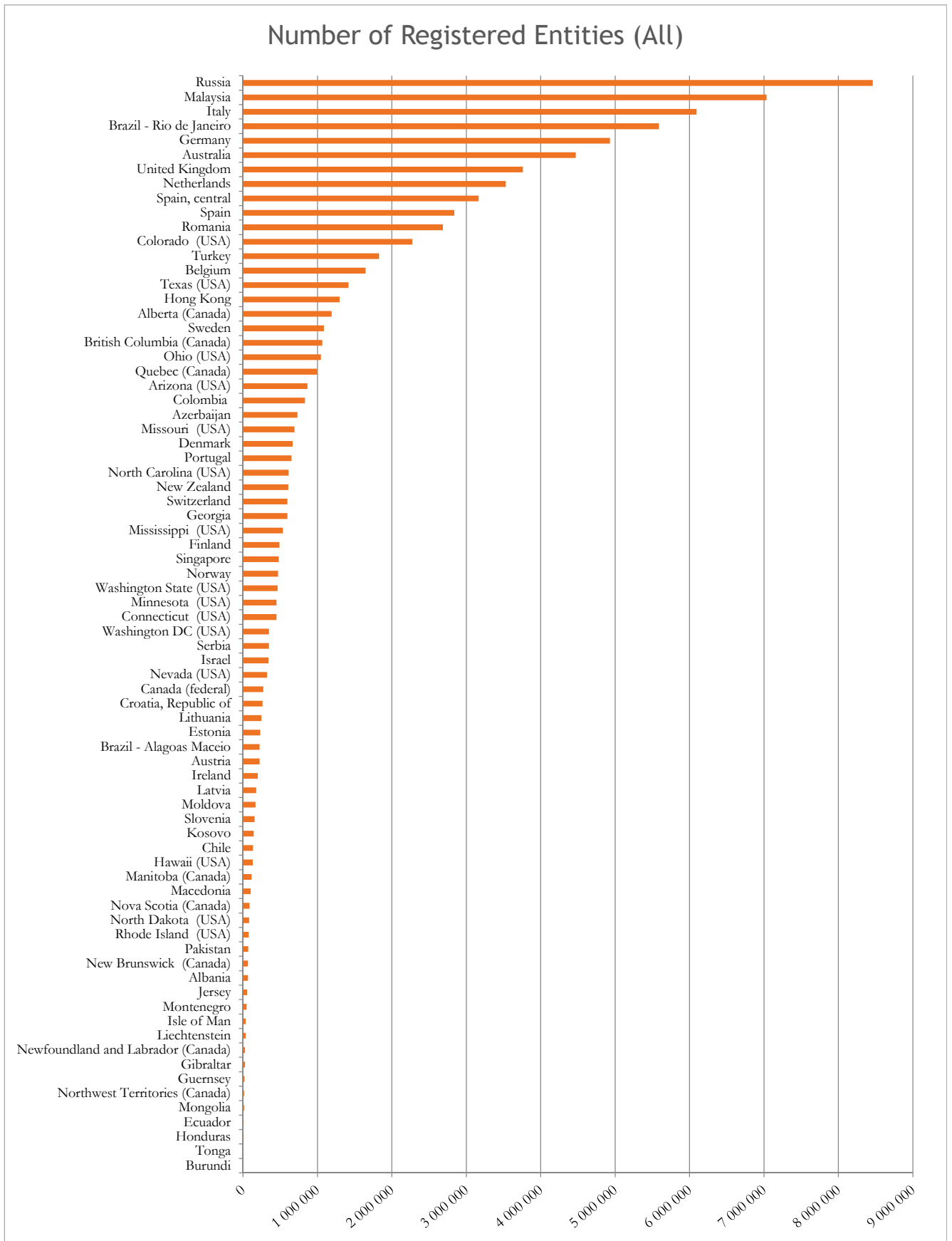


Figure 1.34

## Number of Citizens in a Jurisdiction per Legal Entity (highest density)

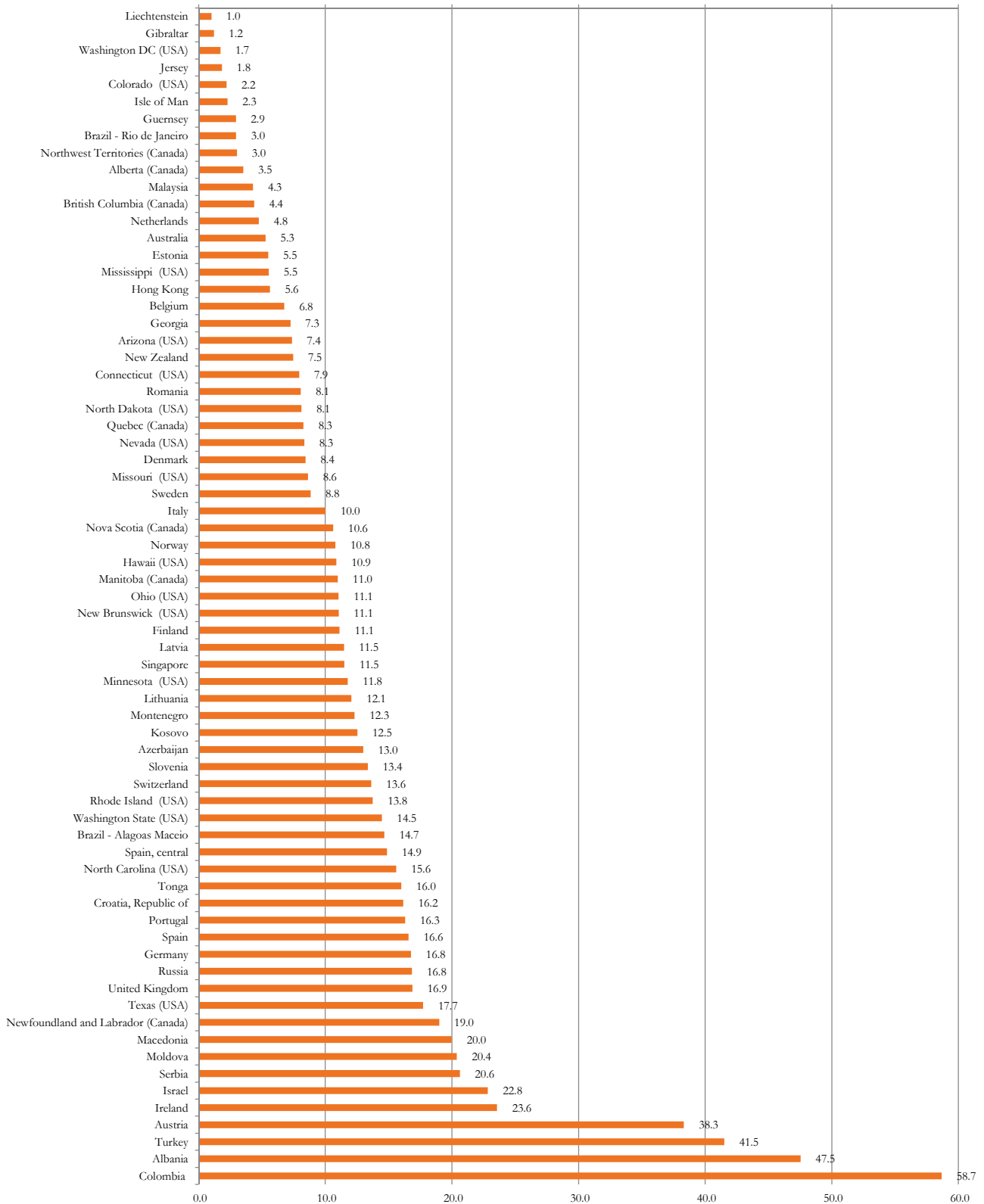


Figure 1.35



Figures 1.35 and 1.36 show the number of registered entities in relation to the population of the respective jurisdictions.

With one entity per citizen, Lichtenstein has the highest density of the participating jurisdictions when relating the number of entities to its population. Gibraltar comes in a close second, followed by Washington DC (USA) and Jersey with less than two citizens per entity on the business register.

At the other end of the spectrum, the following figure shows that Burundi has the least density of entities per capita, followed by Pakistan, Ecuador and Honduras.

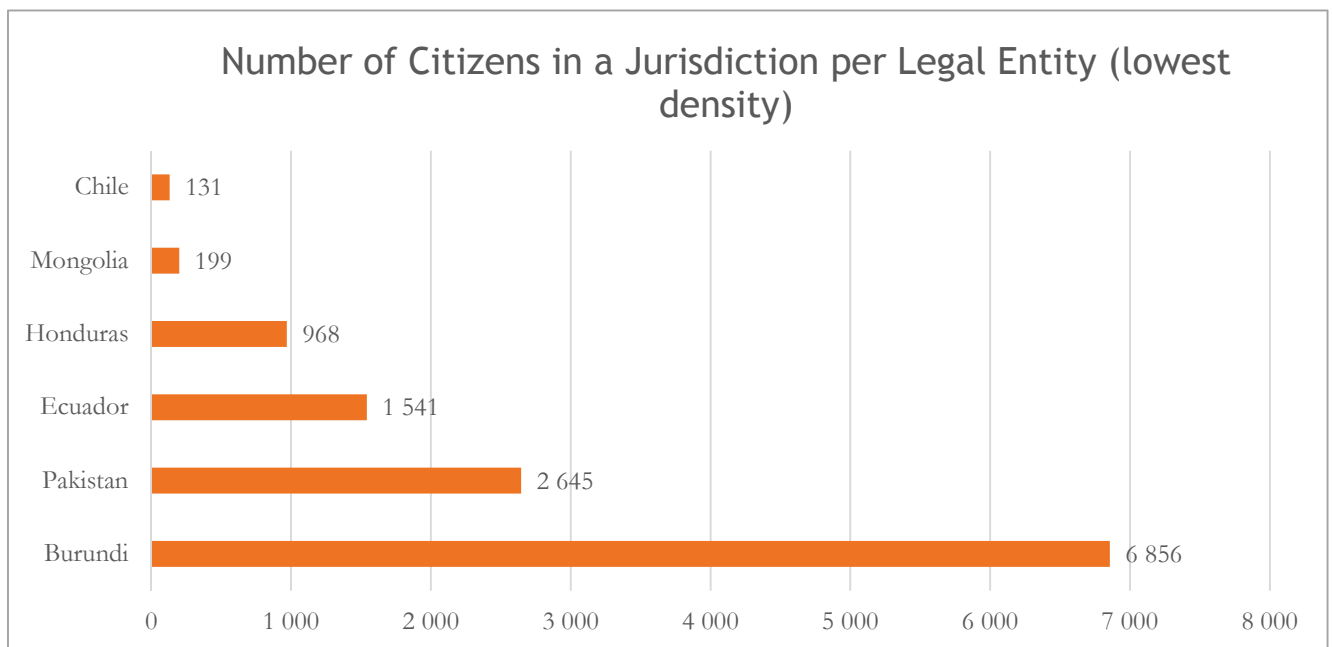


Figure 1.36

### Number of Registered Entities in Relation to Surface Area

When relating the number of registered entities to the size of a jurisdiction in square kilometres the following 10 jurisdictions, Figure 1.37, have the highest density of entities per square kilometre.

Gibraltar has by far the highest density with 4 125 entities per square kilometre, followed by Washington DC (USA) (1 977), Hong Kong (1 977), Singapore (669), Jersey (467), Guernsey (274) and Lichtenstein (227).

At the other end of the spectrum, Figure 1.38, Mongolia, the Northwest Territories (Canada), Ecuador, Burundi, Newfoundland and Labrador (Canada), Honduras, Pakistan, Chile, Manitoba (Canada) and North Dakota (USA) have less than one entity per square kilometre.

Despite Russia having the most entities in their business register, they have less than one entity per square kilometre as they are also the largest jurisdiction measured by square kilometres.

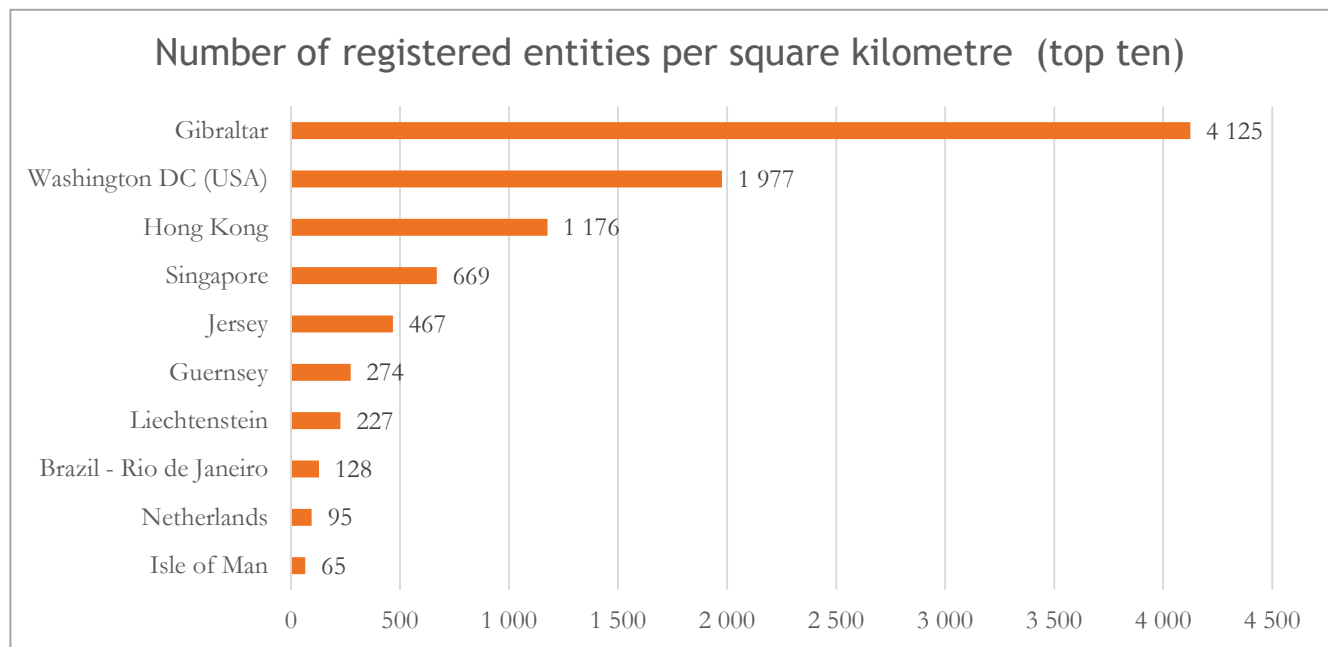


Figure 1.37

## Number of Registered Entities per Square Kilometre

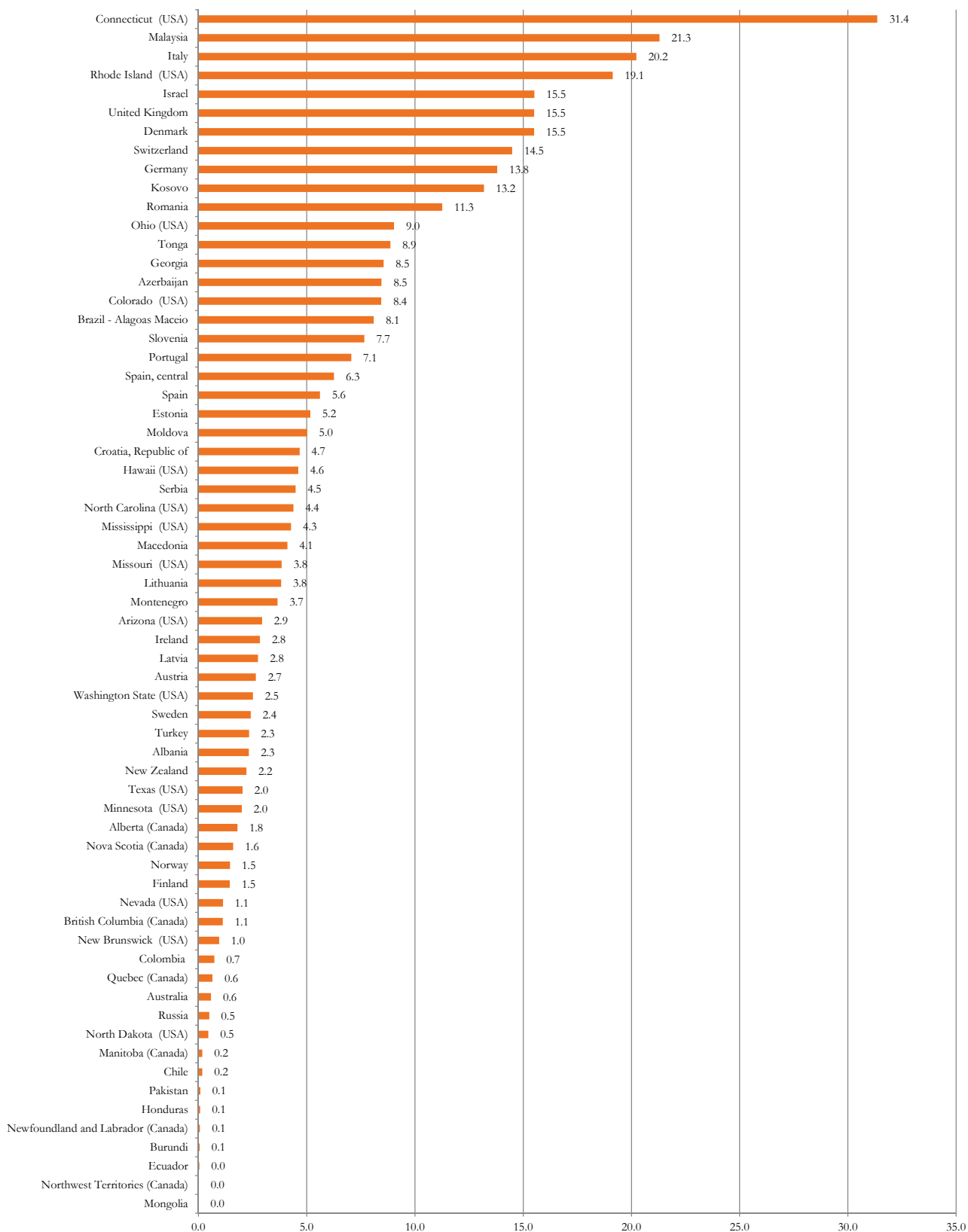


Figure 1.38

# Chapter 2

## Processing Time

## Chapter 2: Processing Time

This second chapter describes the time it takes to register/form a new entity or register a change to an existing entity. Processing time covers the period from when the business register receives the application until the registration is completed. This applies whether it is an electronically submitted application or not. We have tried to maintain the overall structure of the chapter and figures in order to make the chapter comparable to previous years' reports.

The analysis does not only focus on the processing time within the registry, but also on activities to be carried out before the registration process begins. These activities still have an impact on the total time for customers, but are not included in the measurement of processing time. The activities included are those that are needed to carry out the registration; these are covered in the section of this chapter entitled "pre-registration activities".

The processing times given in response to the survey were stated in hours and not in days. Hours are used to

measure processing time because it is thought that this allows for the most accurate and useful comparisons.

As last year this year's report explores each registry's measurement of processing times, what is included and how processing times are affected by the mandatory electronic submission of information. The processing time has also been divided in different ways and related to formats of documents/applications in order to obtain a better understanding of what kind of activities has an impact on the processing time.

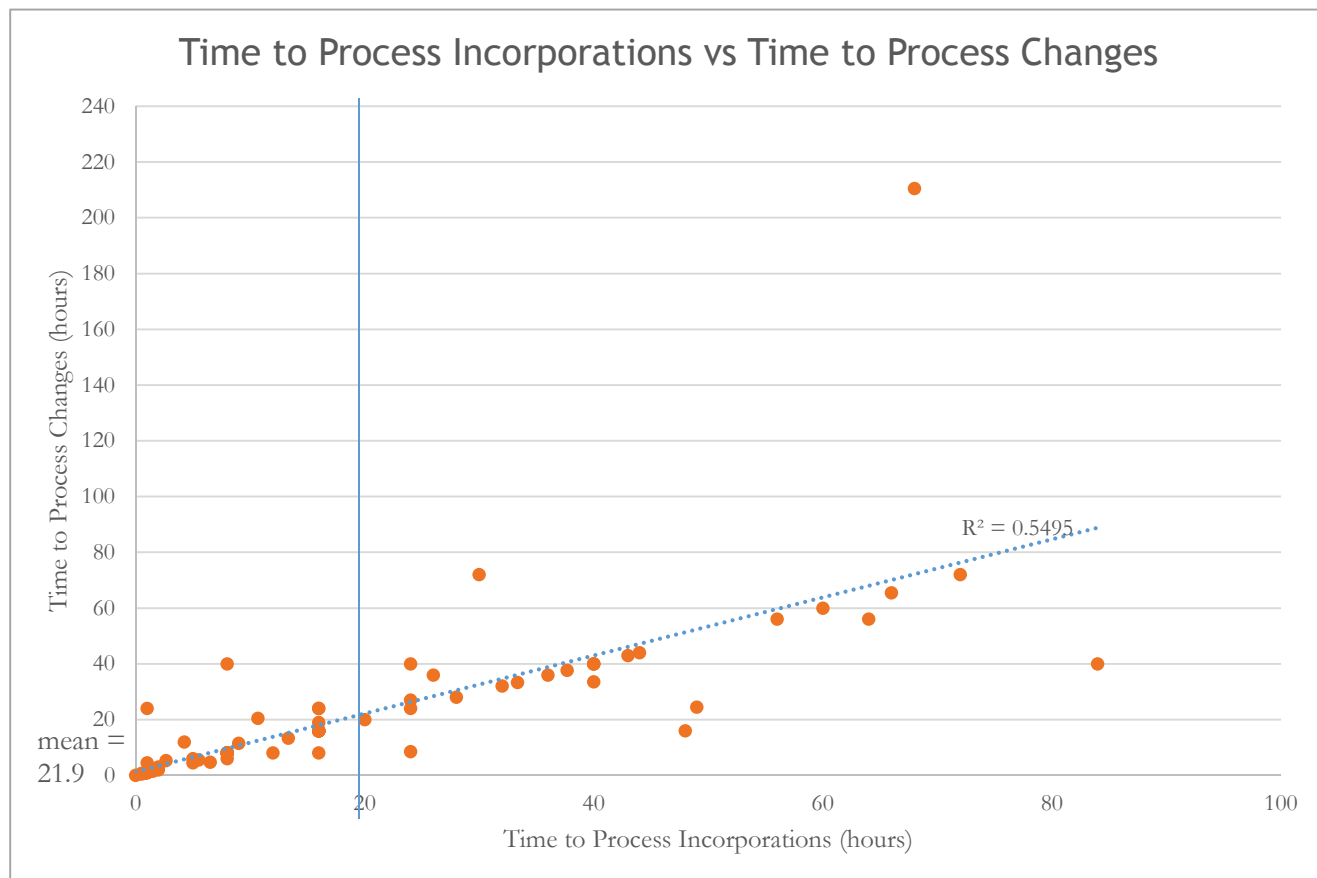
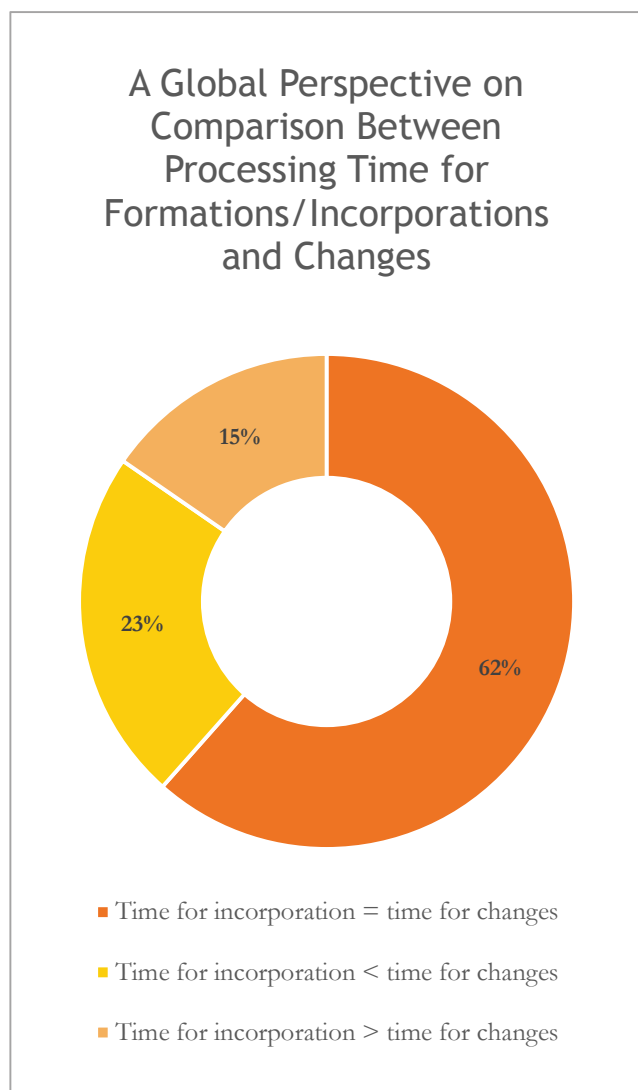


Figure 2.1

## Processing Times for Formation/Incorporation and Changes

In this report “processing time” refers to the time that it takes for a registry to process a registration once they receive it. The lifecycle of a business will include many contacts with a range of different authorities, however the wider process/lifecycle is not addressed in this report.

Figure 2.1 shows the processing time for both formation/incorporation and changes. The time is given in hours and is an average, which includes various formats such as paper, images, internet and data. More information is given about the different formats later in this chapter.



**Figure 2.2**

As seen there is a rather strong correlation of 55% between the time to process a formation and to process changes. If we exclude one outlier the correlation is up to 73%. This could indicate that the organisations apply the same, or at least similar, procedures or use the same systems for these two filing types. The reasons for this may, of course, vary but one reason could be that the legislation upon which these filings are based does not differ too much regarding formations and changes in relation to the processes involved. It may also indicate that the routines within an organisation are uniform and do not vary too much. This correlation is stronger than last year when it was 44%.

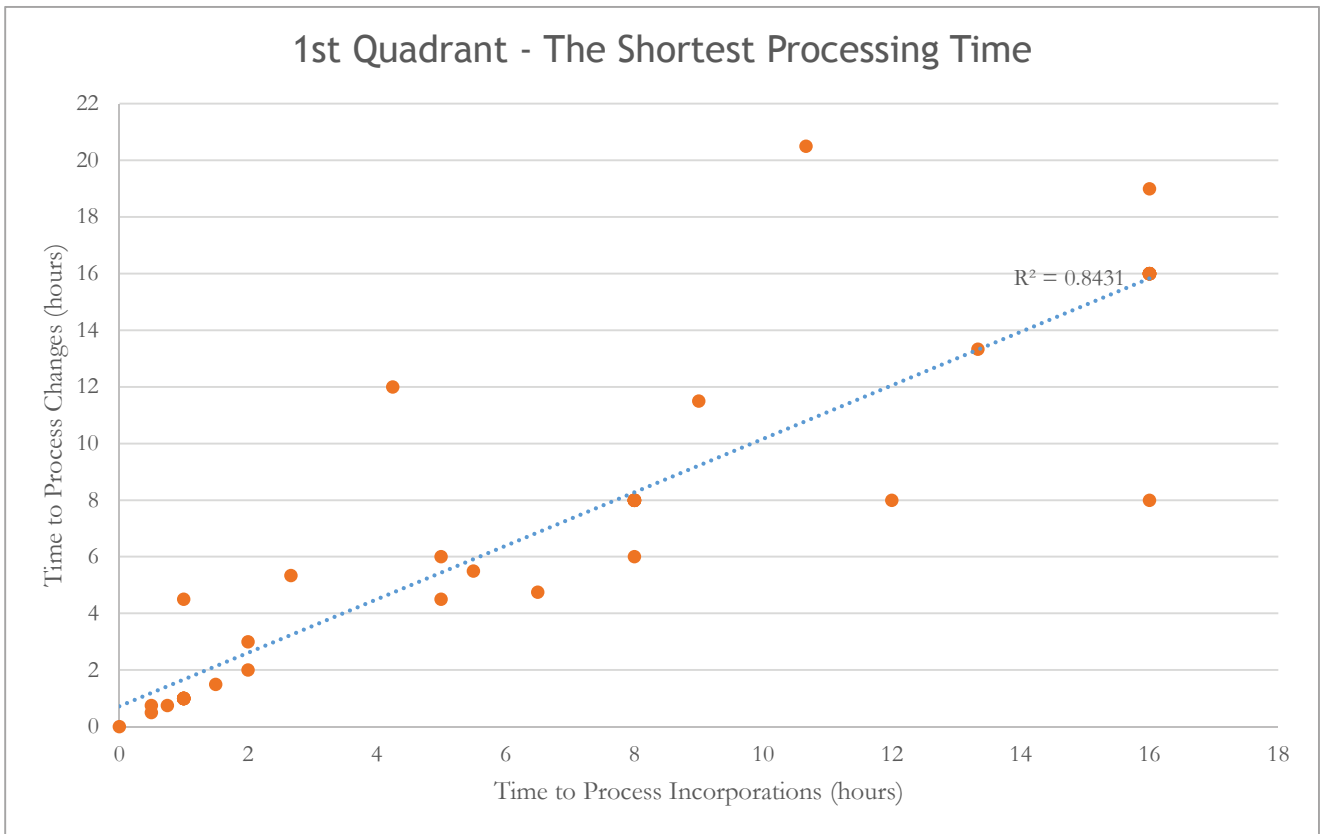
The average processing time is 20 hours for a formation and 22 hours for a change. Figure 2.1 shows that there are a number of organisations which have a difference in the time it takes to process a formation compared to changes. The reason could be a difference in priority of the two filing types, possibly differences in the routines and the existence of e-services. Another reason could be that changes may include more complicated legal procedures such as mergers and divisions which could create a longer processing time.

If you look at Figure 2.2 there is no clear trend as to how the processing time for formations/incorporations and changes differ. For some respondents the processing time for changes are longer than the processing time for formations/incorporations (23%) and for other respondents it's the other way around (15%). For the main part of the respondents the processing time is the same for both types of filings (62%).

For more information about organisations and time to process, see Appendix iii – Snap Shots.

Figure 2.3 highlights the organisations/jurisdictions with the shortest processing time for both formations and changes. Out of the 86 respondents to these questions in this year's survey, 54% of them can be found in the first quadrant. The correlation is even stronger (84%) in this quadrant if you compare it with the figure 2.1.

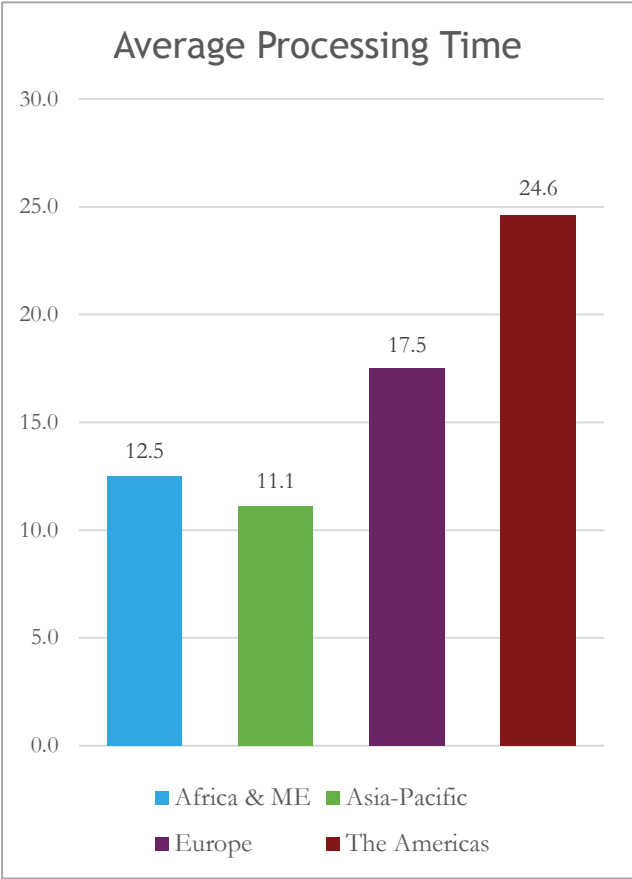
The processing time for formation and changes does not differ significantly except for a few outliers. This may indicate that these organisations/jurisdictions have an



**Figure 2.3**

even more uniform process when handling formations and changes. Of the organisations seen in this graph, 68% process an application for formation within eight hours and 70% of them process changes within the same number of hours. For more detailed information about the time taken per organisation see Table 2.1.

In Figure 2.4 you can see the average processing time for formations/incorporations divided into the different regions.



**Figure 2.4**

## Elements That Impact Processing Time

In order to analyse the reasons behind the difference in processing times, we have found it to be essential to identify the factors which may have an impact on the processing time of a registration. We have tried to do this based on the information available from the survey data.

We have only looked at some of the factors that may have an impact on the processing time and we are aware that there are other factors. In this chapter we have looked at information about different ways of handling the applications/documents within business registers (including different ways to submit documents), different formats of applications/documents, the kind of controls or legal checks that are carried out, whether it is done automatically or not, etc.

As with last year's report we have compared and combined the processing time with different information from the survey. In this year's report the same comparisons as last year are made. Later in this chapter, correlations between electronic submission of documents and processing times are explored. We have tried to keep the same comparisons in order to create some continuity in this chapter.

## Different Formats

Documents/applications can be submitted to the register in different formats. In this section we will try to see if the choice of format has any effect on the processing time. The different formats covered in the survey are:

- Paper
- Images (PDF, scan)
- Internet (web based form)
- Data (communications between systems, e.g. XML)

In last year's survey and report fax was included as an example of images. This year we decided that fax is merely a method of delivery and for this reason it has been left out as an example of the format "images".

Figure 2.5 shows the result when the average processing time of formation/incorporation is divided per format: paper, images, internet and data. All four formats exist in all regions, except for data where no respondents in the Africa and the Middle East region answered for this category. Paper is still the most common format and way

for documents to be submitted, with 83% (85% last year) of the respondents accepting this format. The least accepted format is data with 29% (24% last year), however web based forms (internet) are quite broadly accepted with 70% (65% last year).

When looking at the average processing times in relation to the different formats in Figure 2.6 across all regions, you can see that the processing time decreases as the format becomes more digital. We discovered this connection last year and it still seems to apply when we look at this year's data. This connection could suggest that the registration process becomes more efficient when using a digital format and even more efficient when using data. In the data behind figure 2.6 we have taken out the answer provide by one jurisdiction since the answer indicated that the question had been misunderstood.

Table 2.1 gives us more detailed information about the organisations/jurisdictions that can be seen in the first quadrant of figure 2.1 and shows the organisations that take the shortest time, in general, to process a formation or change. The time is given in hours.



## Average Processing Time for Formation/Incorporation by Format (in hours)

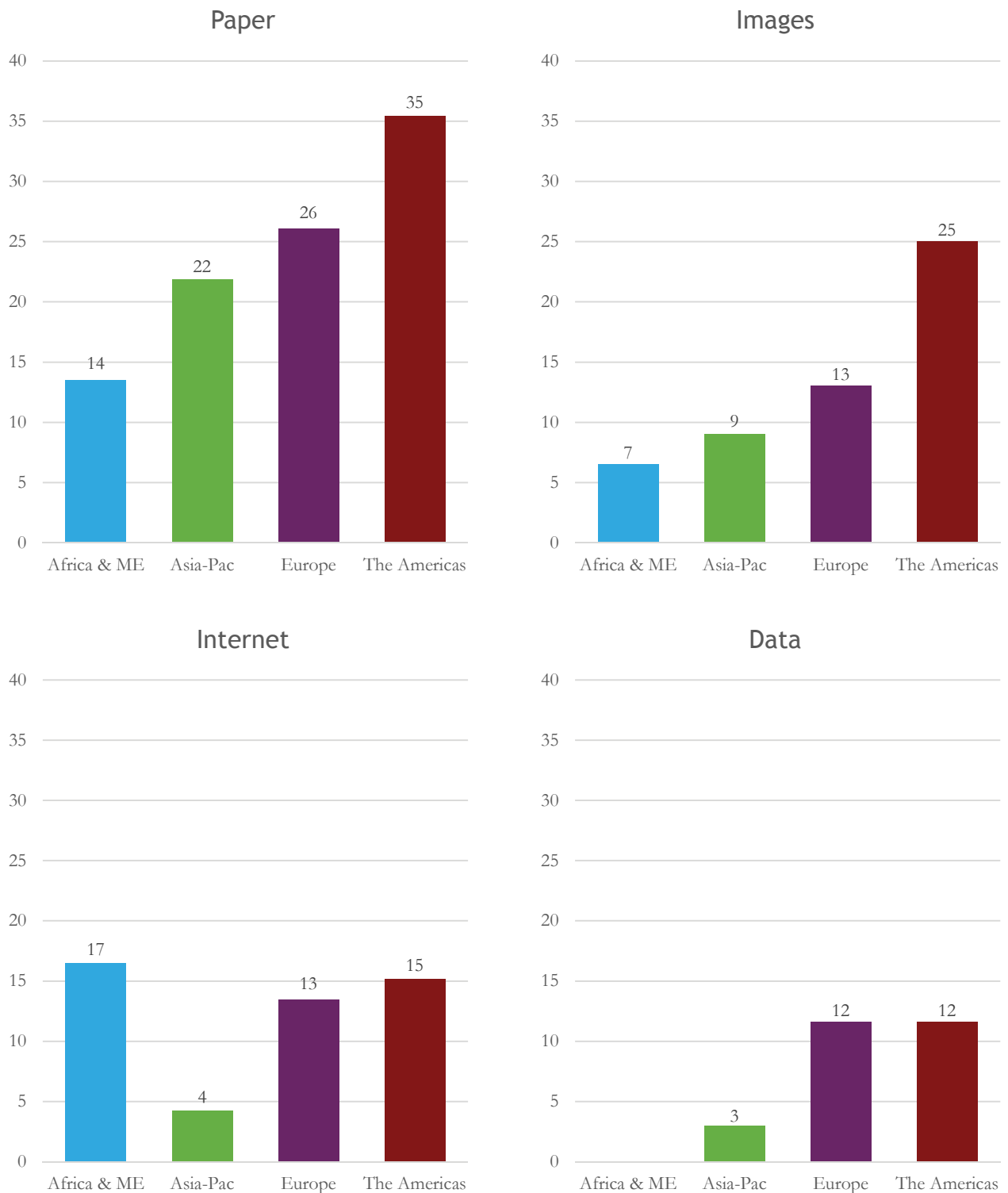
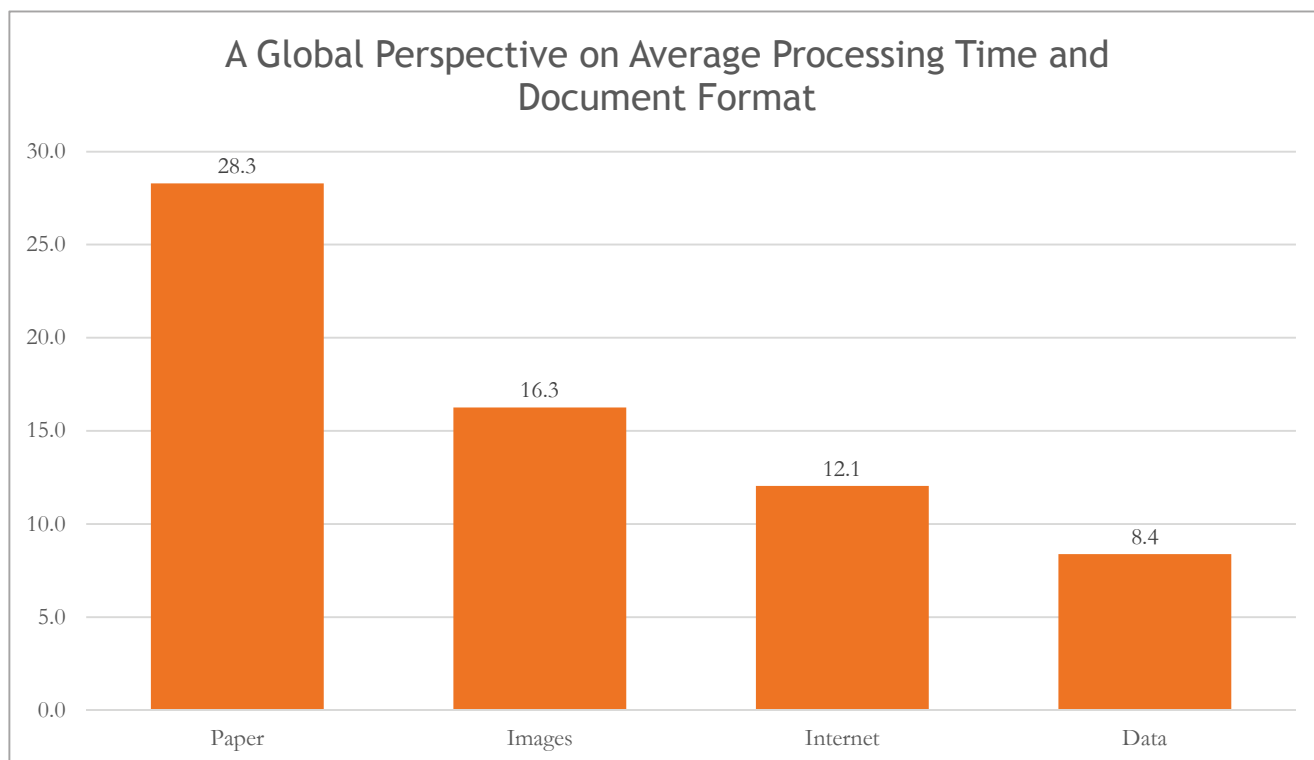


Figure 2.5



**Figure 2.6**

Shortest Time to Process Incorporations or Changes, in Hours											
Region	Jurisdiction	Incorporations					Changes				
		Paper	Images	Internet	Data	Average	Paper	Images	Internet	Data	Average
Africa & ME	Burundi	8				8	8				8
Africa & ME	Israel	16	8	8		11	40		1		21
Africa & ME	Qatar	5	5			5	6	6	6		6
Asia-Pac	Australia	8		0	0	3	16		0	0	5
Asia-Pac	New Zealand			1		1	8		1		5
Asia-Pac	Philippines	8				8	8				8
Asia-Pac	Singapore			1		1			1		1
Asia-Pac	Tonga	8	8	4	6	7	6	6	3	4	5
Europe	Albania	24		8		16	8	8	8		8
Europe	Austria	16	16	16		16	16	16	16		16
Europe	Belgium	1	1	1	1	1	1	1	1	1	1
Europe	Denmark	1	1	1	0	1	1	1	1	0	1
Europe	Estonia			2	16	9			4	19	12
Europe	France	8	8	8	8	8	8	8	8	8	8
Europe	Georgia			2		2			3		3
Europe	Germany		16		16	16		16		16	16
Europe	Gibraltar	8				8	8				8
Europe	Guernsey			2		2			2		2
Europe	Italy			16	16	16			16	16	16

**Table 2.1**

## Shortest Time to Process Incorporations or Changes, in Hours

Region	Jurisdiction	Incorporations					Changes				
		Paper	Images	Internet	Data	Average	Paper	Images	Internet	Data	Average
Europe	Jersey	2	2	1	1	2	2	2	1	1	2
Europe	Kosovo	8				8	8				8
Europe	Liechtenstein	8				8	8				8
Europe	Lithuania	24		8		16	24		8		16
Europe	Luxembourg		8	8	8	8		8	8	8	8
Europe	Montenegro	16				16	16				16
Europe	Netherlands	8			3	6	8			3	6
Europe	Portugal	1	0	16	0	4	32	0	16	0	12
Europe	Romania	16		16		16	16		16		16
Europe	Serbia	8				8	8				8
Europe	Slovenia	1	1	1	1	1	1	1	1	1	1
Europe	Turkey			1		1			1		1
Europe	United Kingdom	34		8	6	16	46		5	6	19
The Americas	Brazil - Alagoas Maceio	16	16			16	16	16			16
The Americas	Chile	1	1	1	1	1	1	1	1	1	1
The Americas	Colombia	8				8	8		4		6
The Americas	Colorado (USA)			0		0			0		0
The Americas	Connecticut (USA)	16		8		12	16		0		8
The Americas	Louisiana (USA)	1	1	1	1	1	1	1	1	1	1
The Americas	Minnesota (USA)	24	16	8		16	24	16	8		16
The Americas	Mississippi (USA)				1	1				1	1
The Americas	Missouri (USA)	1	0	0	1	1	1	0	0	1	1
The Americas	Nevada (USA)	1	1	1		1	1	1	1		1
The Americas	Newfoundland and Labrador (Canada)	8		2		5	8		1		5
The Americas	Northwest Territories (Canada)	16				16	16				16
The Americas	Ohio (USA)	16	16	8		13	16	16	8		13
The Americas	Rhode Island (USA)	1		1		1	1		1		1
The Americas	Suriname	1	0	0	1	1	1	1	0	1	1

Table 2.1

## Measurements in the Registry

Between regions/jurisdictions there are many different ways in which applications for formation and changes are processed within the relevant business register. There are variations in the amount of information needed, the kind of controls or legal checks carried out, whether the documents are submitted electronically and whether the process for handling applications within the business register is automated. In this section we explore whether the information gathered in the survey in this area shows any impact on the processing time.

### Events Included

In line with last year's survey we asked what stages are included in the processing time for incorporations/ formations. In order to be able to compare the processing times between the different jurisdictions, we use the following definition of processing time:

The measurement of processing time shall be made on the basis of an incorporation/ formation/registration where the complete documentation is received and no further involvement from the customer is needed before the registration can be completed by the registry.

Steps that should not be included in the calculation of processing time in relation to the survey are pre-registration activities such as company name reservation, obtaining legal permits, bank certificates, contact with notary public or other activities required before the application can be sent in.

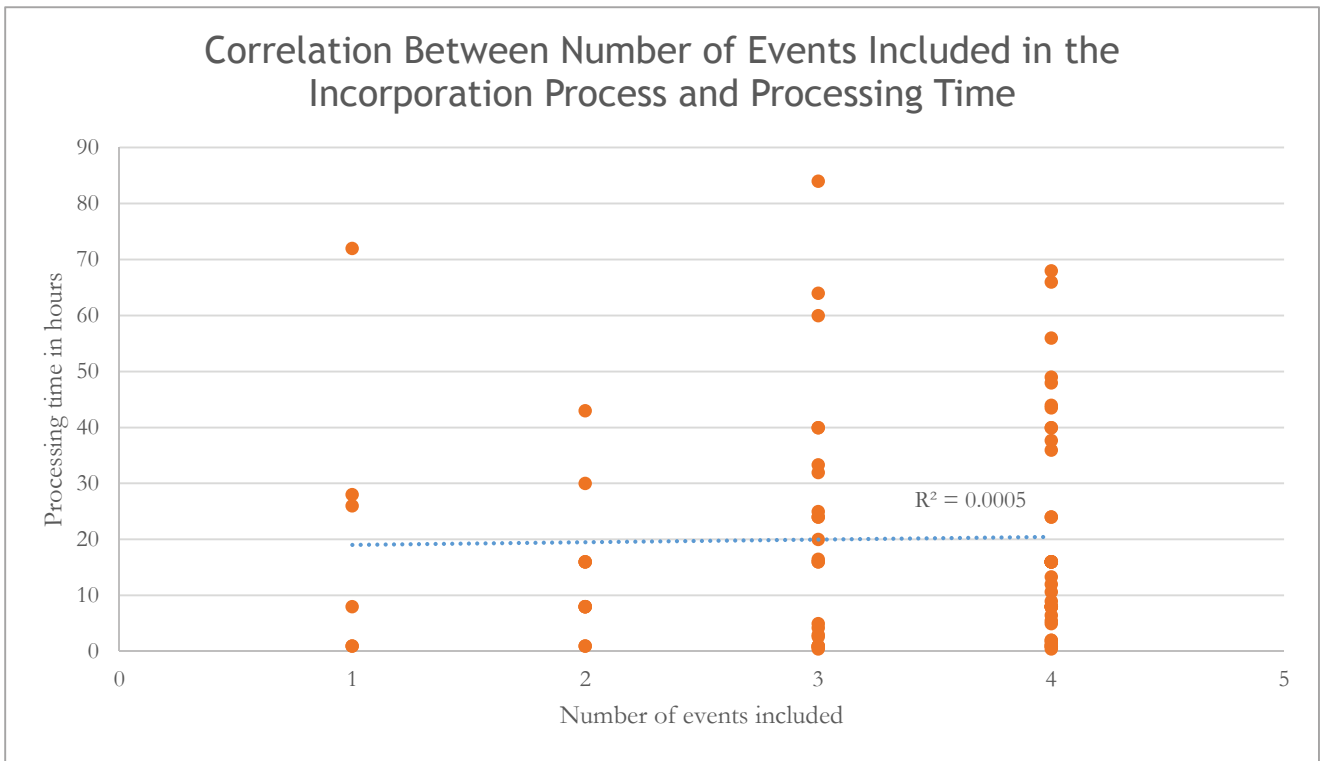
The reason for including this new definition last year was to make the data more clean and the processing times more comparable and it seems to have worked.

In the survey the respondents were asked to indicate which of the following 4 stages were included in their measurement of processing time:

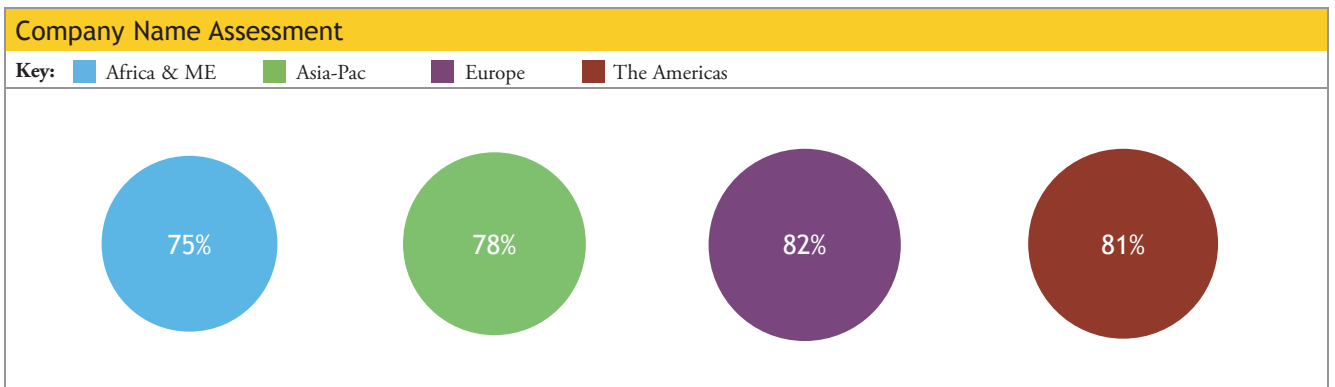
- Queuing (waiting period before processing begins)
- Application processing procedures (handling)
- Company name assessment
- Issuing the incorporation certificate (printing and distributing of the certificate)

Figure 2.7 shows the result if we combine the number of stages included in the process with the processing time for formations/incorporations. As can be seen, there appears to be no correlation between the number of stages included and the processing time. The jurisdictions with the shortest processing times are represented both in the category for only one stage and also in the category for four stages. However, the longest processing time is found in the category with three stages and the concentration of jurisdictions with long processing times is higher in the categories with three and four stages.

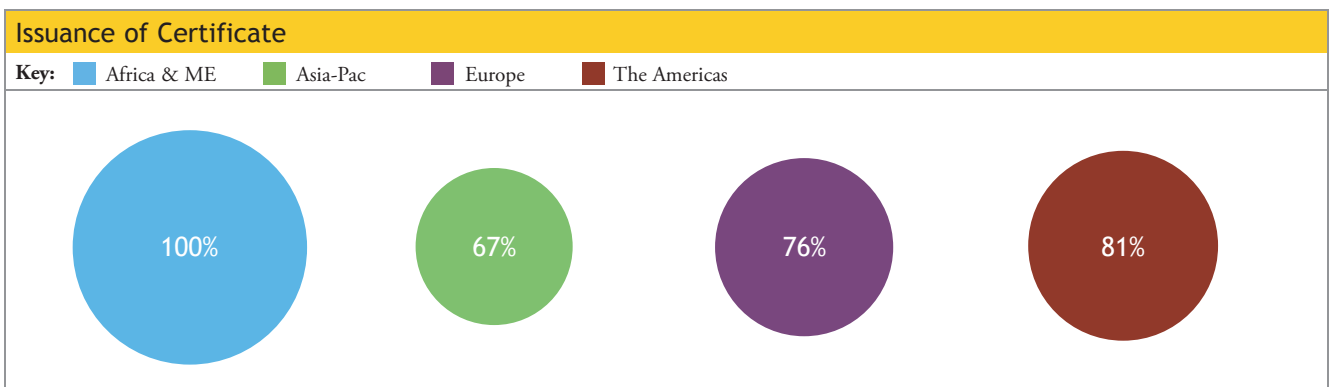
In Figures 2.8 and 2.9 we have listed two of the possible stages/events, per region. As can be seen, there are not substantial differences in what is included in the calculation of processing time between different regions. We have also analysed the inclusion of queuing to see if it leads to longer processing times. The data shows that the processing times are almost twice as long for the jurisdictions that include queuing in the calculation of processing time. This suggests that there is a need to further analyse how we can make the processing time even more comparable. For example it may be possible to exclude queuing from the calculation of processing time.



**Figure 2.7**



**Figure 2.8**



**Figure 2.9**

## e-Services

Last year's report showed a correlation when comparing the time taken to process applications with the provision of e-services (electronically submitted documents). In this year's report, we have looked at this area again and it seems that the correlation found last year between mandatory electronic submission of information and processing times still applies. In this section we will focus on the correlation between e-services/format of documents and processing times. In Chapter 3 a more detailed analysis of e-services is conducted.

### Electronically Submitted Documents

In Table 2.2 we have taken the 10 jurisdictions with the fastest processing times for formations/incorporations and pointed out how many of these countries use mandatory e-services. In table 2.3 we have done the same with the ten jurisdictions with the longest processing times. The data shows that 6 out of 10 countries in the top 10 use

mandatory electronic submission of documents. Out of the bottom 10 only 2 countries use mandatory electronic submission of information. In line with last year's data, this year's responses indicate that the use of electronic submission of information leads to faster processing times. This could suggest that the process of registration becomes more efficient when documents are submitted electronically. We have also analysed the data in relation to the processing time for changes and the same trend applies.

In Figure 2.10 we have compared the average processing time of formations/incorporations between respondents using mandatory electronic submission of documents. This shows that the average processing time is 12.4 hours for respondents using mandatory electronic submission of documents and 21.0 for the respondents who don't. This implies that the correlation between electronic submission and processing time is of a more general nature and applies broadly throughout the regions.

**Shortest Processing Time for Incorporations**

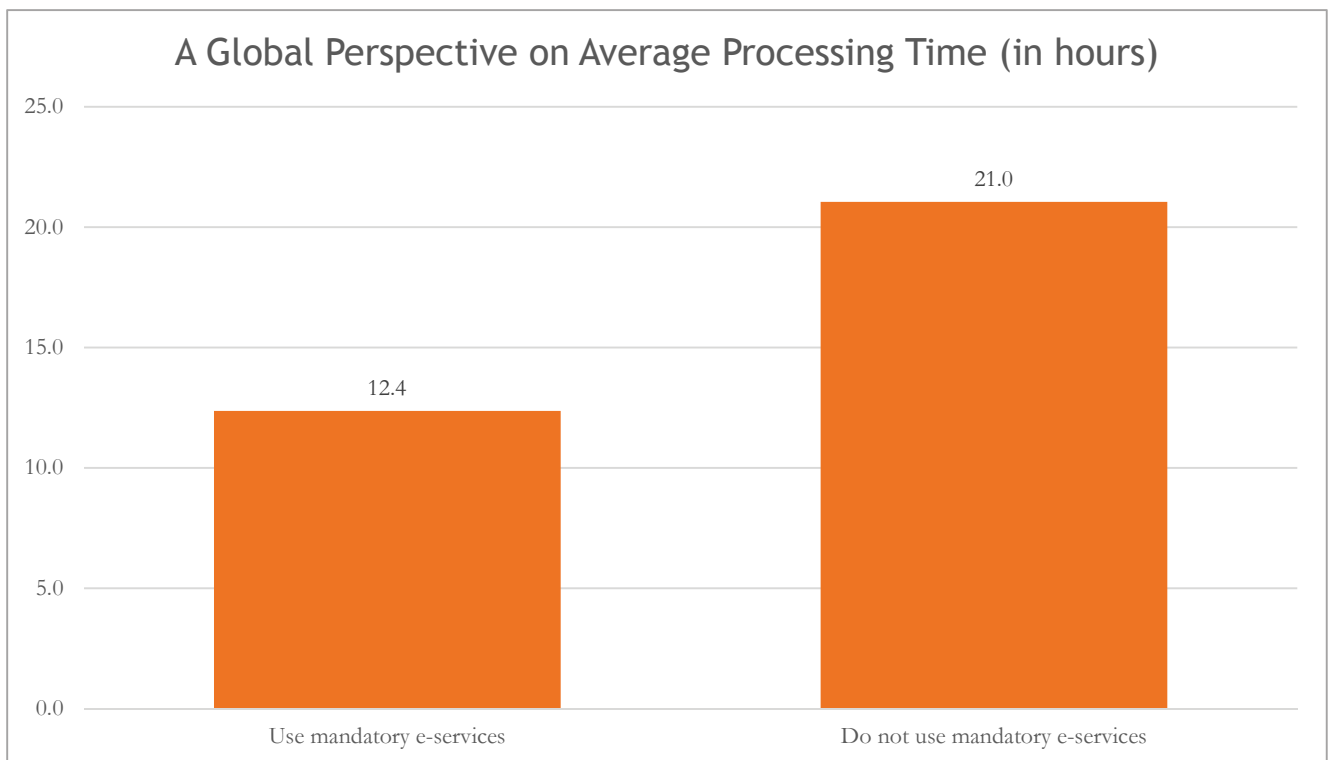
Region	Jurisdiction	Average processing time	Uses mandatory e-services
The Americas	Colorado (USA)	0	Yes
The Americas	Missouri (USA)	1	No
The Americas	Suriname	1	No
Europe	Denmark	1	Yes
Europe	Belgium	1	No
Europe	Slovenia	1	Yes
Asia-Pacific	New Zealand	1	Yes
Asia-Pacific	Singapore	1	Yes
Asia-Pacific	Malaysia	1	Yes
The Americas	Louisiana (USA)	1	No

**Table 2.2**

**Longest Processing Time for Incorporations**

Region	Jurisdiction	Average processing time	Uses mandatory e-services
The Americas	Texas (USA)	44	No
The Americas	New Brunswick (Canada)	48	No
The Americas	Utah (USA)	49	No
The Americas	North Dakota (USA)	56	No
The Americas	Brazil - Rio de Janeiro	60	No
Europe	Croatia, Republic of	64	No
Europe	Sweden	66	No
The Americas	Quebec (Canada)	68	Yes
The Americas	Ecuador	72	Yes
Europe	Finland	84	No

**Table 2.3**



**Figure 2.10**

## Pre-Registration Activities

To register a formation and/or a change, the time spent from the customer's point of view includes more than just the processing time and the process within the registration authority. The whole process for the customer usually includes other elements which will affect the total processing time. Some of these other elements are what we refer to as pre-registration activities.

The description and analysis of pre-registration activities is an attempt to define the entire process chain from the beginning to the end. The list of activities that are mentioned as pre-registration activities in this report does not claim to be exhaustive, but is intended to provide an indication of usual pre-registration activities.

Like last year this year's report shows the requirements for different pre-registration activities in each region and provides an overview of which pre-registration activities are the most common in each region.

It can be seen in Figure 2.11 that requirements for different kinds of pre-registration activities are quite common in all regions. Name examination seems to be

an activity that exists in all 4 regions, but is a little less predominant in Europe. The use of a notary public is, in line with last year's report, mostly common in Europe, but this year more respondents from Asia-Pacific included use of notary public in their answers.

In Europe, the Americas and Asia-Pacific, each of the different kinds of pre-registration activities that are included in this report can be found. In the Americas, the data from the survey shows that it is less common to have pre-registration activities compared to the other regions.

This year we have also explored whether there is any correlation between the processing time and the use of an intermediary or notary public for handling the application for formations/incorporations. In order to see if there could be any impact we combined the use of intermediary or notary public with the time to process a formation of any type of limited company or LLC. Like last year the result showed that there is no clear pattern of how this impacts processing times.

One can see that there are still other kinds of pre-registration activities that have yet to be identified in the survey since the category “Other” is still chosen in a number of cases. However the numbers in relation to this category are significantly lower than last year, indicating that the activities we have identified are representative of the pre-registration activities used.

In line with last year’s report, it is still overall more common for there to be no pre-registration activity if you look at it from a global perspective. This can be seen in Figure 2.12.

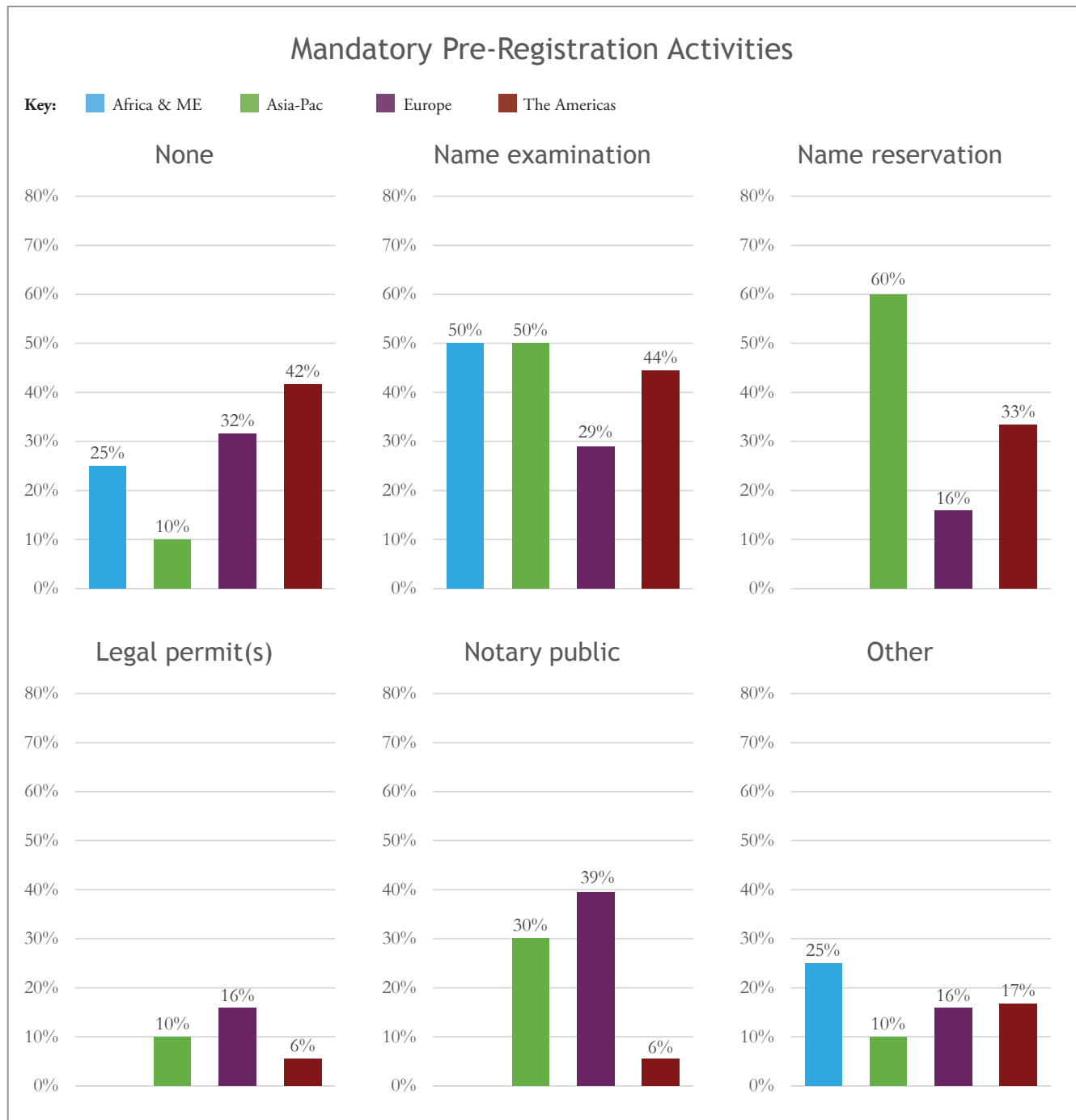
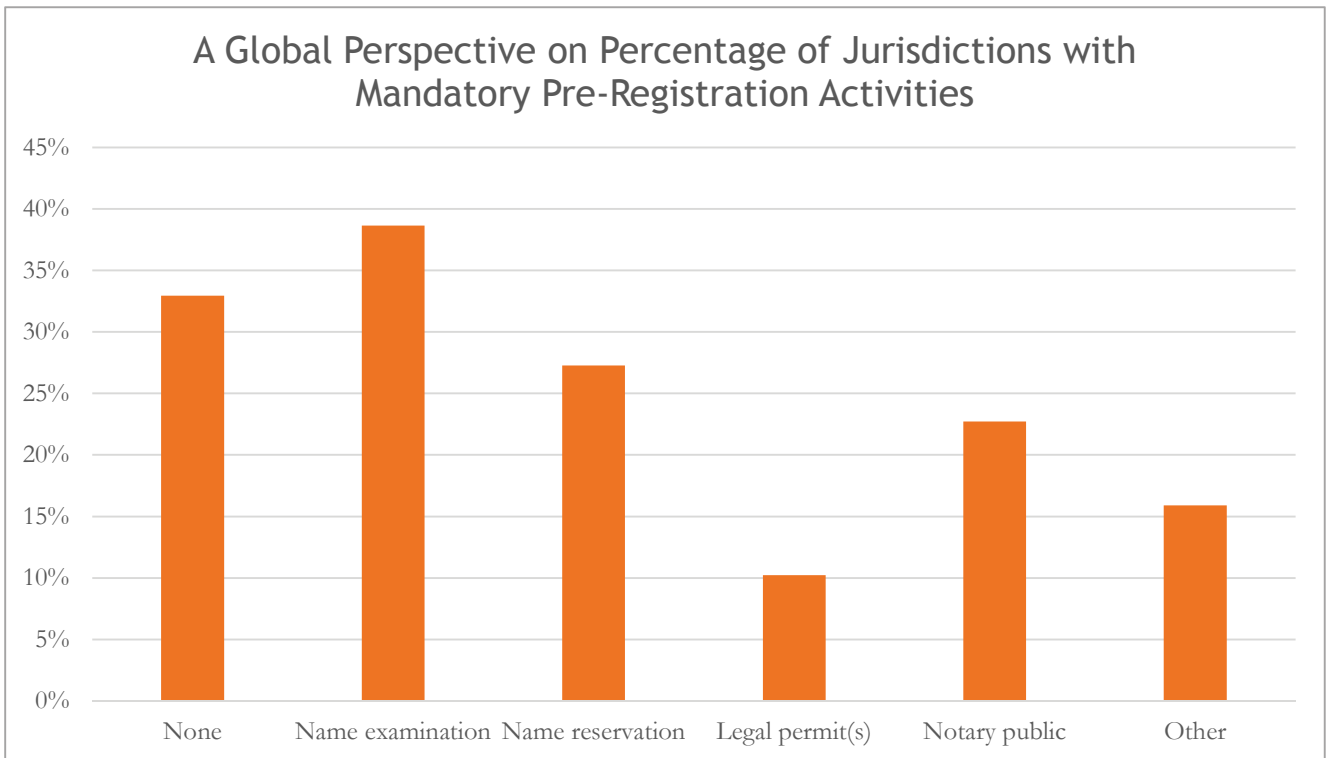


Figure 2.11





**Figure 2.12**

### Correlation between Digital Formats and Processing Times

In last year's report, and for the first time in the history of this report, the data showed that there was a correlation between mandatory electronic submission of documents/applications and processing times. The data suggested that the use of mandatory electronic submission of documents creates shorter processing times.

Furthermore the data also showed that the more digital the format in which you submit applications/documents, the faster the processing time was. The data from this year's survey still shows that the use of mandatory e-services creates shorter processing times and that the more digital the format in which you submit applications/documents, the faster the processing time. This indicates that these correlations were not just a coincidence, but that this trend is of a more general nature.

This year we asked if there had been any changes in the registry which had or was intended to have an effect on the processing times. The answers showed that many respondents are focused on optimising their processing

time. There were 37 jurisdictions that responded to this question and 14 of the changes mentioned had something to do with implementing e-services or electronic formats. This could indicate that the introduction of e-services and electronic documents are broadly being used as a way to optimise processing time at the business registers. This can also explain the increase of almost 30% in the number of respondents that use mandatory e-services.

“ The data from this year's survey still indicates that the use of mandatory e-services creates shorter processing times and that the more digital the format in which you submit applications/documents, the faster the processing time. This indicates that these correlations were not just a coincidence, but that this trend is of a more general nature. ”

# Chapter 3

## Use of e-Services by Business Registers

## Chapter 3: Use of e-Services by Business Registers

Business registers continue to introduce and enhance the range of services they deliver digitally, aiming to reduce the administrative burden on businesses, improve efficiency and provide a better service for customers, both in terms of those registering information and those searching for information.

The objective of this chapter is to examine the use of e-services by business registers. It also looks into requirements imposed by business registers in relation to identity verification when delivering information electronically to business registers, which are aimed at combating potential fraud.

The information in this chapter is interlinked with topics discussed throughout the report, but particularly with the topics in Chapters 1, 2 and 6. For a more complete picture of the provision of e-services by business registers, please read the other chapters in the report.

This chapter will cover the following:

- Ways in which applications for entity formation are accepted
- Whether it is possible to complete the entire entity formation process electronically
- Take up of e-services
- Where the use of e-services is mandatory
- The use of identity verification and electronic signatures
- Examples of developments in the provision of e-services
- How common it is to receive annual accounts and annual returns, and how they are processed

### Paper vs Electronic Entity Formation

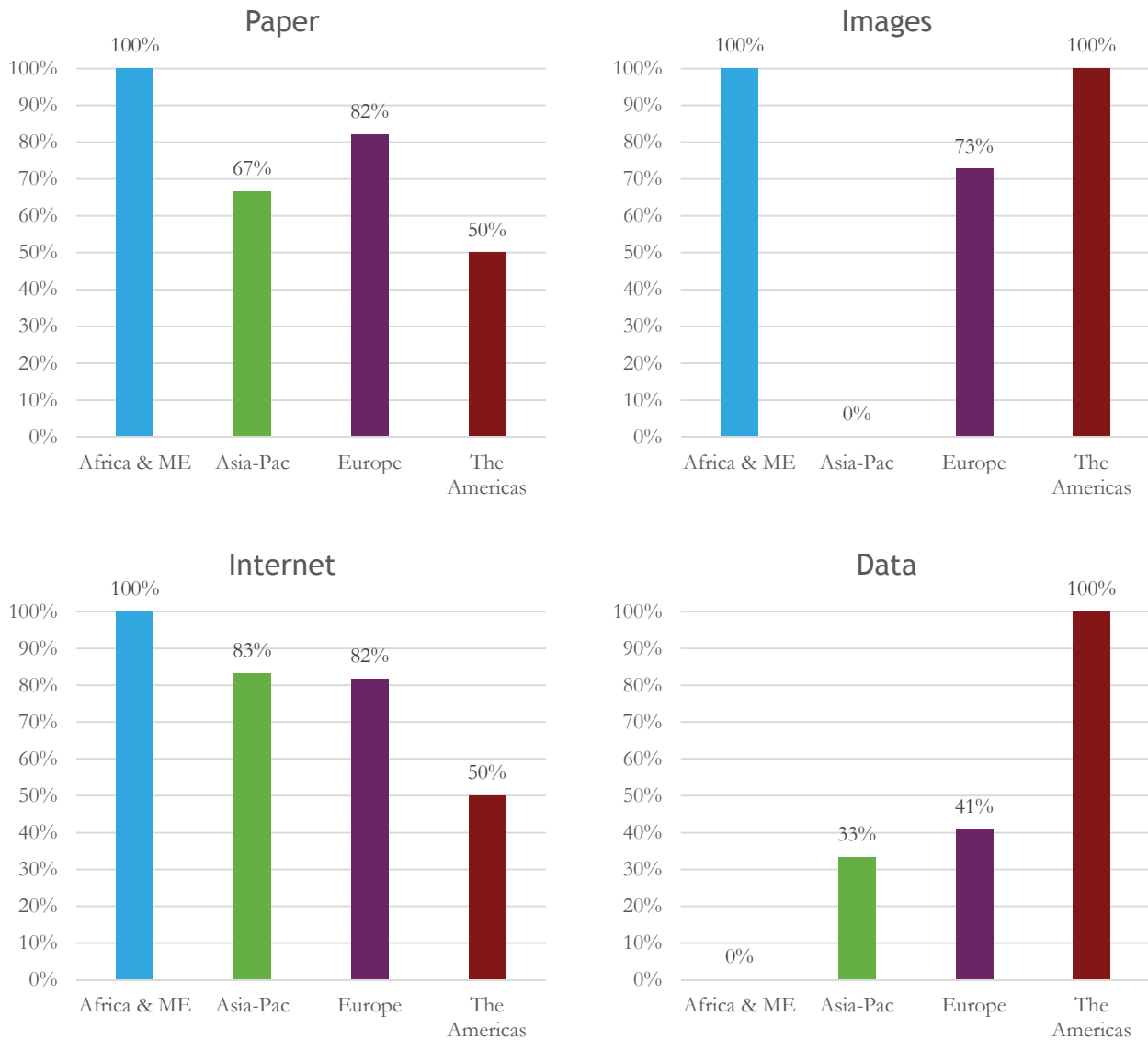
The graphs presented in Figure 3.1 show the different ways in which applications for incorporation of private limited companies/corporations are accepted. The term 'electronic' encompasses submissions as image (e.g. PDF, scan), internet (web-based form) and data (communications between systems, e.g. XML or other specific protocols). The focus is on private limited companies/corporations because this is one of the most common entity types registered. Also, it allows for trend analysis with results from previous years on this topic.

The results show that paper is still the most widely accepted method of accepting applications for incorporation of private limited companies. However, the number of jurisdictions accepting paper applications decreased in Asia-Pacific and the Americas, while in Europe it remained unchanged compared to last year. Africa and the Middle East is the only region where acceptance of paper applications increased.

None of the jurisdictions in Asia-Pacific indicated that they accept images, which was also the case last year. However, in the other three regions, the acceptance of images increased significantly. Also, there is an increase in the acceptance of applications via internet and data in all regions. When interpreting the findings stated in the chapter that relate to the region of Africa and the Middle East, one should always keep in mind that this region is represented by only 4 jurisdictions in the survey, one of which did not participate last year.

Overall, when we compare the results from this year's survey with previous results, even though paper is still the most widely accepted method of accepting applications, electronic methods are becoming more widely accepted. Perhaps, this is a result of the introduction and enhancement of electronic services that are reported to us year on year. Some examples of this are listed later in this chapter.

## Accepted Forms of Application for Incorporation of Private Limited Companies/Corporations



**Figure 3.1**

As has been previously noted, respondents were asked whether or not they distinguished between public and private limited companies early in the survey, and based on their response, the options available in subsequent questions were limited. The jurisdictions which do and do not make this distinction is explored in greater detail in Chapter 1. Since many jurisdictions, especially in the Americas, do not distinguish between public and private limited companies/corporations, their responses regarding

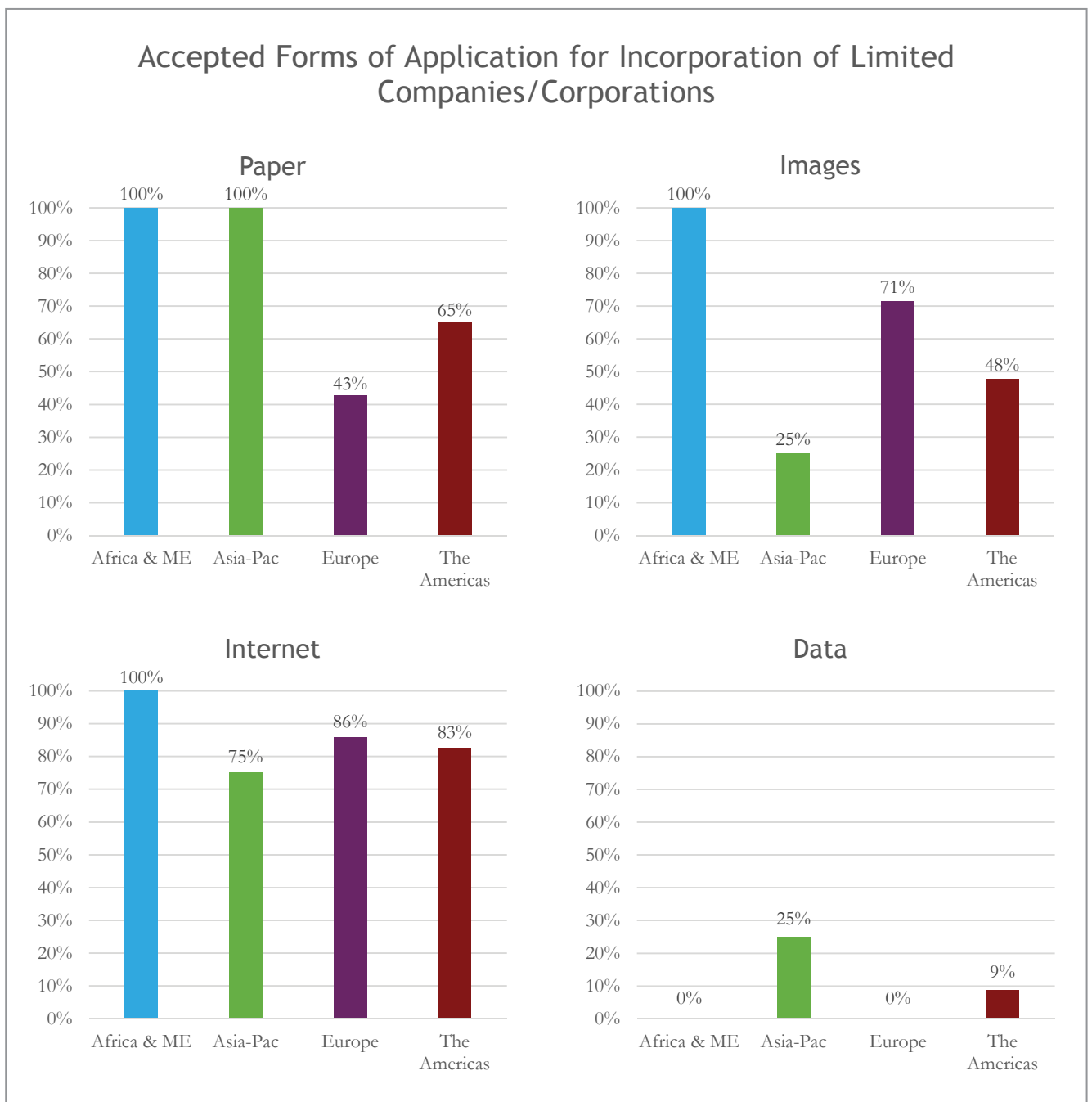
paper vs. electronic entity formation is not represented in Figure 3.1. Therefore, this year we have added a summary of the results for limited companies/corporations, representing the responses from those jurisdictions which do not distinguish between public and private.

For Africa and the Middle East, the results are the same here as for private limited companies. For Asia-Pacific, the acceptance of applications for incorporation via paper

and image is higher for limited companies than for private limited, while it is about the same for internet and data. In Europe, there is a lower acceptance of paper and data applications for incorporation for limited companies than for private limited companies. For the Americas the pattern is very different from that of private limited companies. More respondents accept paper applications, and more respondents accept internet based applications. For images and data, the result is the opposite, since fewer respondents accept applications for incorporations

of limited companies in this form than was the case for private limited.

In considering any similarities or differences in the results for private limited companies/corporations in Figure 3.1 and limited companies/corporations in Figure 3.2, the reader must bear in mind that these do not represent variations in filing methods for different entity types within a jurisdiction, but rather the responses of different jurisdictions within each region, given the options



**Figure 3.2**

## Entire Formation Process Available Electronically

Key: Africa & ME Asia-Pac Europe The Americas



Figure 3.3

available to respondents depending on whether they distinguished between public and private limited companies/corporations.

Figure 3.3 looks at the entity formation process in detail. The purpose is to illustrate whether it is possible to complete the entire registration process electronically. In order for the registration process to be considered entirely electronic, jurisdictions must have answered that the inputting of information, signature, payment and the issuance of an incorporation certificate can all be done electronically. The ability to complete the formation process electronically can be viewed as a key enabler to the ease of doing business, both from the perspective of the process itself being more streamlined, and the potential to set up one stop shops with other agencies. Further information on this can be found in Chapter 6 under provision and reuse of data.

Compared to last year, the number of jurisdictions where it is possible to complete the entire registration process electronically has slightly increased across all regions except the Americas, where it decreased by an insignificant 1%. The biggest increase (14%) is spotted in Africa and the Middle East. However, when interpreting the graph that relates to the region of Africa and the Middle East, one should note that there is a 43% difference in the respondents between last year and this year.

### Usage of e-Services

Figure 3.4 shows the percentage of electronically submitted applications for formation/incorporation/registration of entities and forms/data for changes in the register. In Africa and the Middle East, the percentage of electronically submitted applications for formation

## Percentage of Electronically Submitted Documents

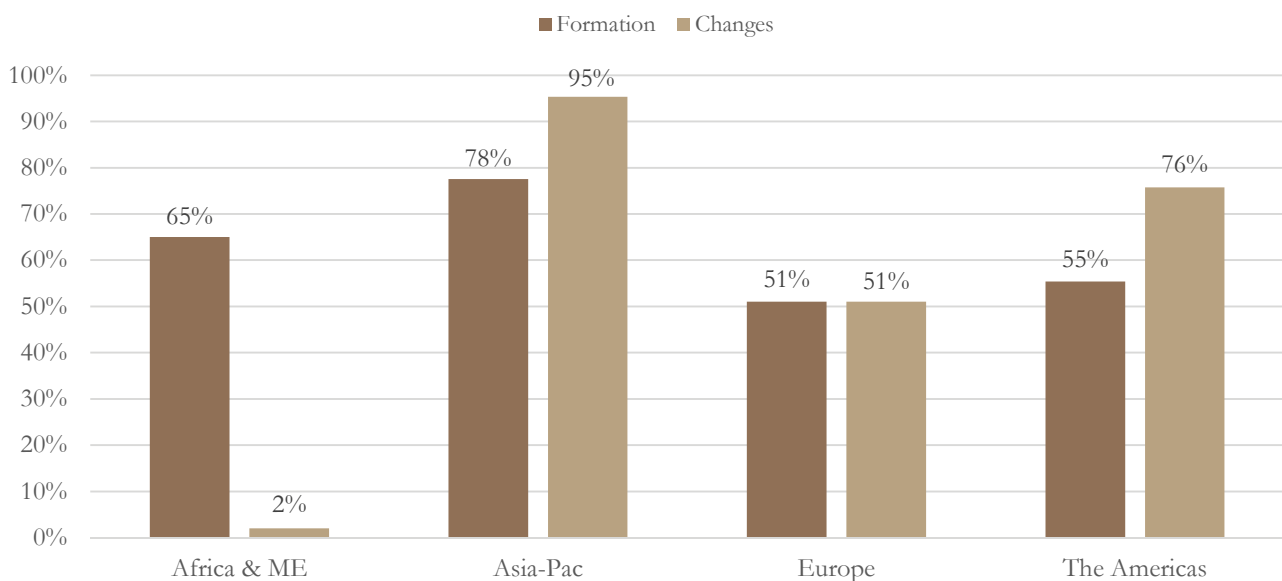


Figure 3.4

remained significantly higher than the percentage of electronically submitted applications for changes.

In Asia-Pacific and the Americas, the percentage of electronically submitted applications for changes is higher than for formation. This is a trend that has been apparent over a number of years. This year, however, said trend does not apply to Europe, where the percentage of electronically submitted applications for changes is equal to the percentage of electronically submitted applications for formation.

### Mandatory e-Services

Table 3.1 shows jurisdictions where electronic submission of information to the business register is mandatory. It

also specifies which entity types this applies to. The number of jurisdictions that responded positively to this question increased compared to last year. Of the 89 respondents to the survey, 30% (27) indicated that the use of e-services is mandatory for at least 1 entity type.

With the exception of Alberta (Canada) and Brazil - Rio de Janeiro, all other repeat respondents from last year that said they had mandatory e-services also appear in the table this year. However, Albania, Connecticut (USA), Hawaii (USA), Mongolia, Nevada (USA) and Qatar did not have mandatory e-services last year but do this year. Moreover, Mongolia is the only jurisdiction where mandatory electronic submission of information to the business register applies to all entity types specified in the table. Of all new respondents (17) to this year's survey

Jurisdictions Where the Use of e-Services Is Mandatory							
Region	Jurisdiction	Sole Trader	General Partnership	Private Limited	Public limited	Limited	LLC
Africa & ME	Mauritius			√	√		√
Africa & ME	Qatar		√	√	√		
Asia-Pacific	Malaysia			√	√		
Asia-Pacific	Mongolia	√	√	√	√	√	√
Asia-Pacific	New Zealand					√	
Asia-Pacific	Pakistan				√		
Asia-Pacific	Singapore	√	√	√	√		
Asia-Pacific	Tonga	√				√	
Europe	Albania	√	√		√		√
Europe	Denmark	√	√				
Europe	Estonia	√	√	√	√		
Europe	Germany	√	√	√	√		
Europe	Guernsey					√	
Europe	Italy	√	√	√			
Europe	Luxembourg	√	√	√	√		
Europe	Macedonia (FYR)	√	√			√	√
Europe	Slovenia		√			√	√
Europe	Turkey	√				√	√
The Americas	British Columbia (Canada)					√	
The Americas	Chile	√	√	√			
The Americas	Colorado (USA)					√	√
The Americas	Connecticut (USA)					√	√
The Americas	Ecuador	√	√	√	√		√
The Americas	Hawaii (USA)	√	√			√	√
The Americas	Mississippi (USA)		√			√	√
The Americas	Nevada (USA)					√	√
The Americas	Quebec (Canada)	√	√			√	√

Table 3.1

only Mauritius, Malaysia, Tonga, Turkey, Ecuador, Mississippi (USA) and Quebec (Canada) are included in the table. In the previous chapter on Processing Time, a positive correlation was identified between mandatory e-services and faster processing times.

### Use of Verification and Electronic Signatures

Advances in technology are presenting new opportunities for enhancing the way e-services can be delivered by business registers. However, technological advances are also exposing business registers increasingly to a range of external threats, particularly by perpetrators with fraudulent conduct in mind. Various requirements in relation to identity verification when delivering information electronically to business registers have been imposed to combat potential fraud and, therefore, improve the reliability of the information that is made available by business registers. This topic is also touched upon in Chapters 1 and 6.

Figure 3.5 shows different requirements for identity verification when delivering information electronically to the business register.

The Americas is the only region where some of the jurisdictions reported that no identity verification is required when delivering information electronically to the business register. In Europe there is only one such jurisdiction.

User ID/password is the most prevailing identity verification method. It is largely used in Asia-Pacific and Africa and the Middle East. Electronic certificate is more common in Europe than in the other regions. Of all European jurisdictions participating in the survey, electronic certificate is used by all respondents except Albania, Gibraltar, Guernsey, Isle of Man, Kosovo, Latvia, Moldova, Montenegro and United Kingdom.

The two-factor authentication method is introduced in the survey for the first time this year. This is a login requiring a second layer of security, such as extra information (e.g. a shared secret), or a physical device (e.g. bank card, key). Of all jurisdictions participating in the survey, this method is used only in Azerbaijan, Ecuador, Gibraltar, Latvia, Missouri (USA), New Zealand, Norway, Nova Scotia (Canada), Ohio (USA) and Singapore.

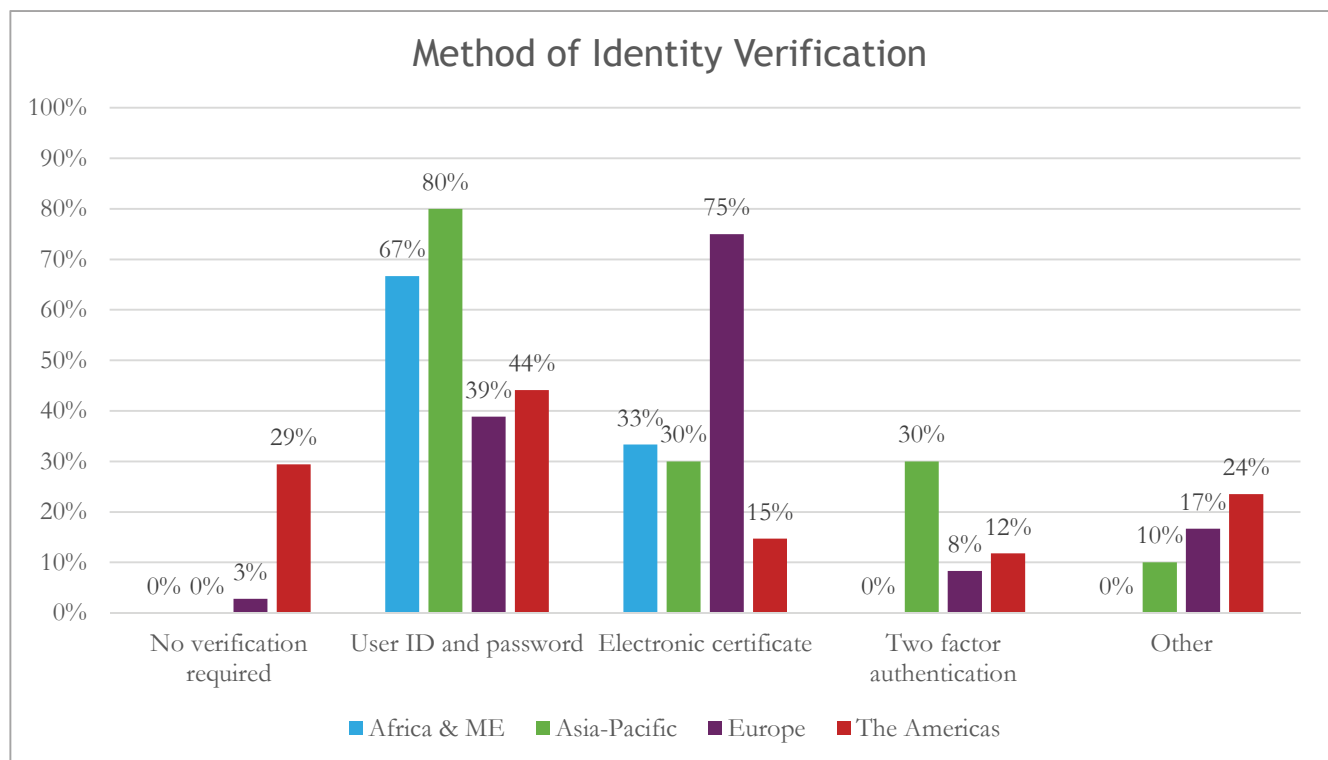
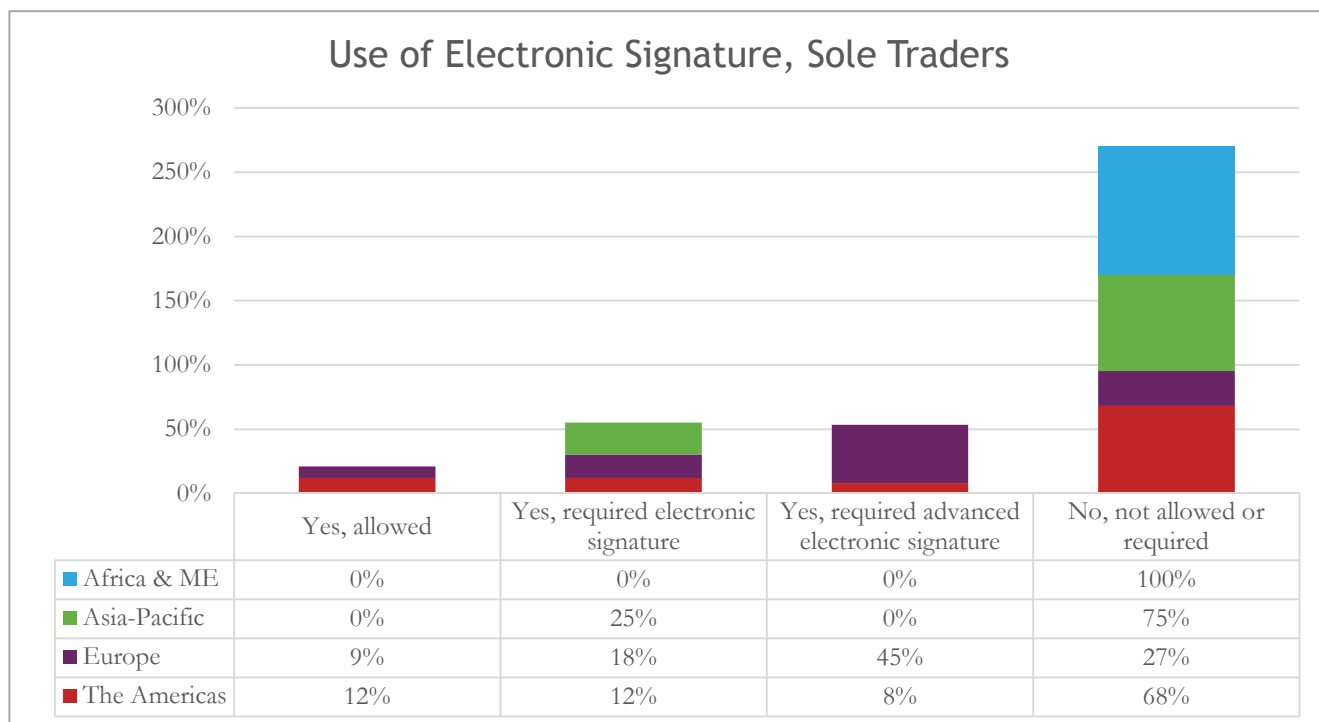


Figure 3.5

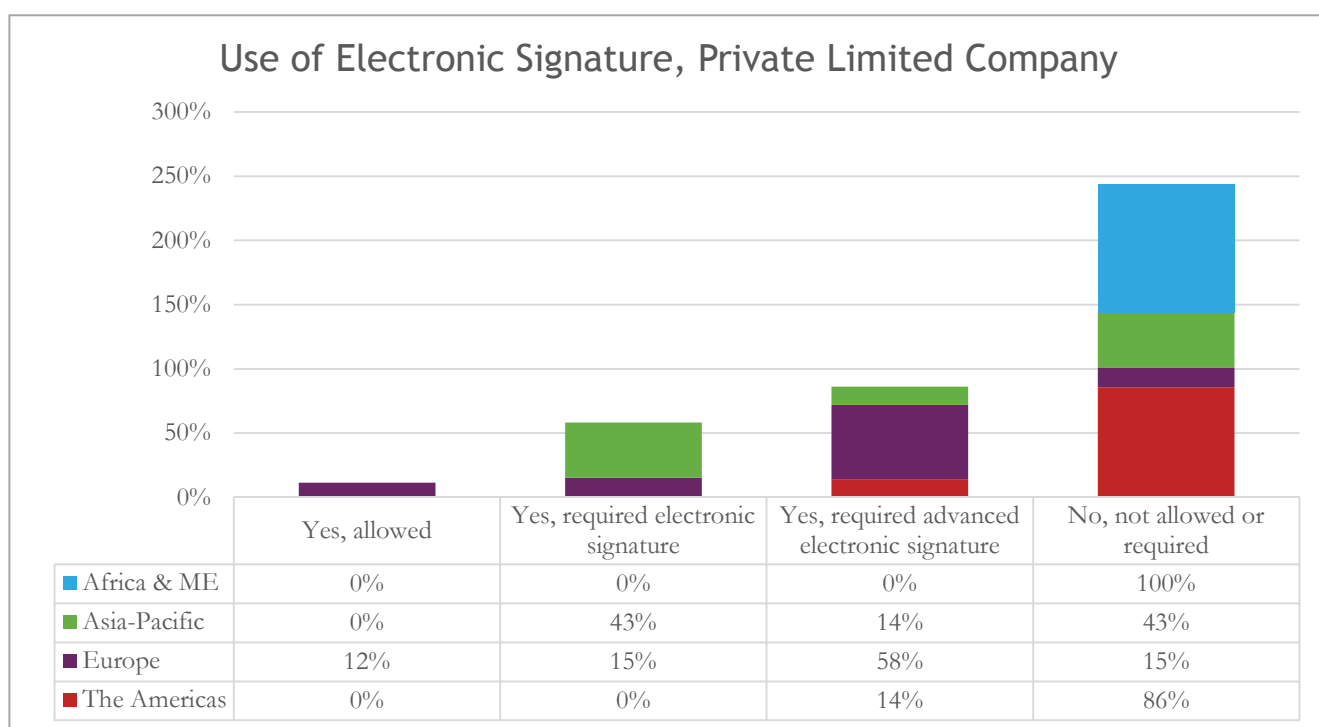


Other identity verification methods are used by 18% of all respondents. Some examples of jurisdictions that selected this option are Colorado (USA), New Brunswick (Canada) and the United Kingdom. Colorado (USA) stated that documents are filed under penalty of perjury,

New Brunswick (Canada) stated that credit card authentication is used, and the United Kingdom stated that a 6 character alphanumeric authentication code must be used.



**Figure 3.6**



**Figure 3.7**

Figures 3.6 and 3.7 show the requirements in respect of electronic signature for sole traders and private limited companies/corporations, which are the most common entity types registered. The reason for showing both entity types is that they are usually treated differently by business registers. The results in the graphs have confirmed again that the requirements for sole traders are

less stringent than for private limited companies/corporations.

#### Examples of Developments in the Provision of e-Services

In the 2015 survey, we asked respondents to describe any major changes during the year that have affected their

- Albania has introduced electronic signature for the first time. They have implemented online business registration and retraction of the commercial register's electronically signed extracts.
- Arizona (USA) has implemented online LLC formation.
- Brazil - Alagoas Maceio has introduced the digital registry for sole traders.
- Colombia has implemented e-filing solution for incorporation and changes.
- Denmark has successfully implemented a brand new digital registration solution that increases quality of the registrations. It enables numerous automatic checks and facilitates users to do additional types of registrations online.
- Gibraltar has introduced electronic consultation, electronic archive and electronic filing on essential documents.
- Hong Kong has launched a full-scale electronic filing service, covering all specified forms. The registration process can be completed in less than 24 hours for specified forms that are submitted electronically and processed automatically by the Integrated Companies Registry Information System.
- In Ireland, since June 2015, registration of charges (mortgages-security interests) can only be completed electronically.
- Macedonia (FYR) has introduced electronic filing of changes.
- Norway has enlarged the scope of the types of applications that are processed electronically and automatically by the business register. Automated procedures currently include several types of notifications to the register, such as change of business address, email address, mailing address, auditor, CEO and a few more. In addition to this, they have introduced a new electronic solution for electronic incorporation of a private limited liability company, which has enabled that the whole process, from incorporation to registration of the company, can now be done electronically.
- Israel has launched a web system for electronic filing of applications for registration of companies and changes to company information.
- Mongolia has updated their law governing the web based entity registration.
- Qatar has launched e-service portal.
- Spain has introduced new legal provisions governing legalization of accounting ledgers, which now must compulsorily be made by electronic means, as well as those governing electronic document for the registration of sole traders with limited liability.

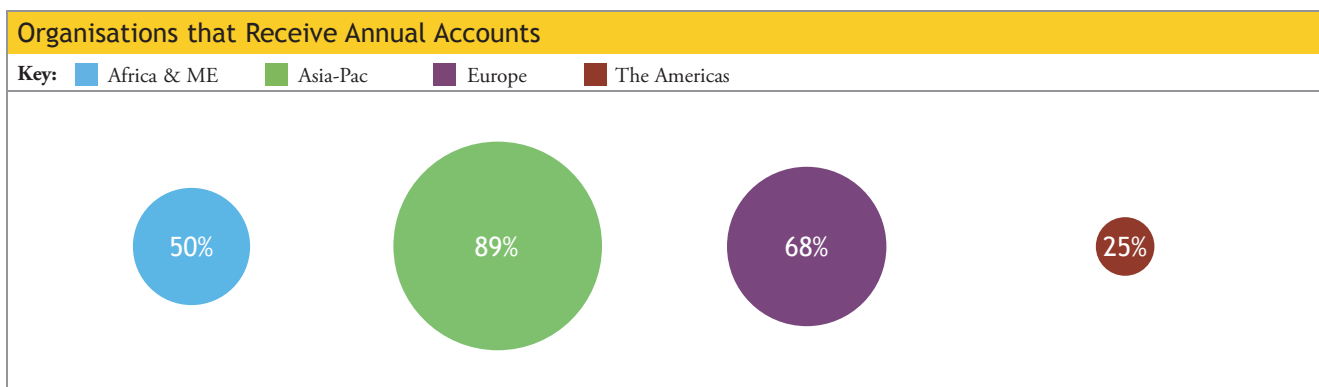


Figure 3.8

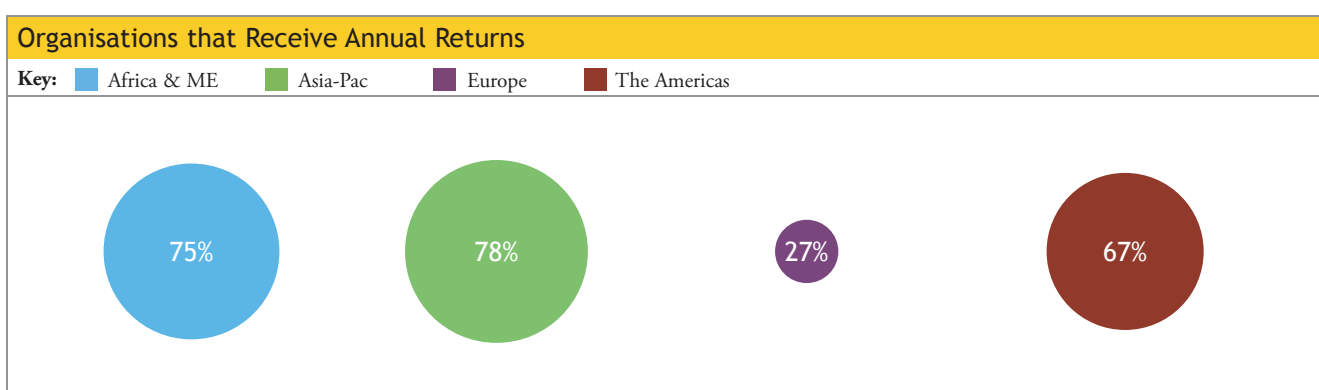


Figure 3.9

business register and/or its registration activities. Many of the changes described were in the area of e-services. This emphasizes that the drive to improve the provision of e-services is still a high priority globally. Some of the changes are summarised on previous page, with the responses to this question available in Appendix ii - Major Changes.

### Annual Accounts and Annual Returns

This section will examine how business registers deal with annual accounts and annual returns. Further details about the accessibility of information contained in these two most common types of annual filings can be found in Chapter 6.

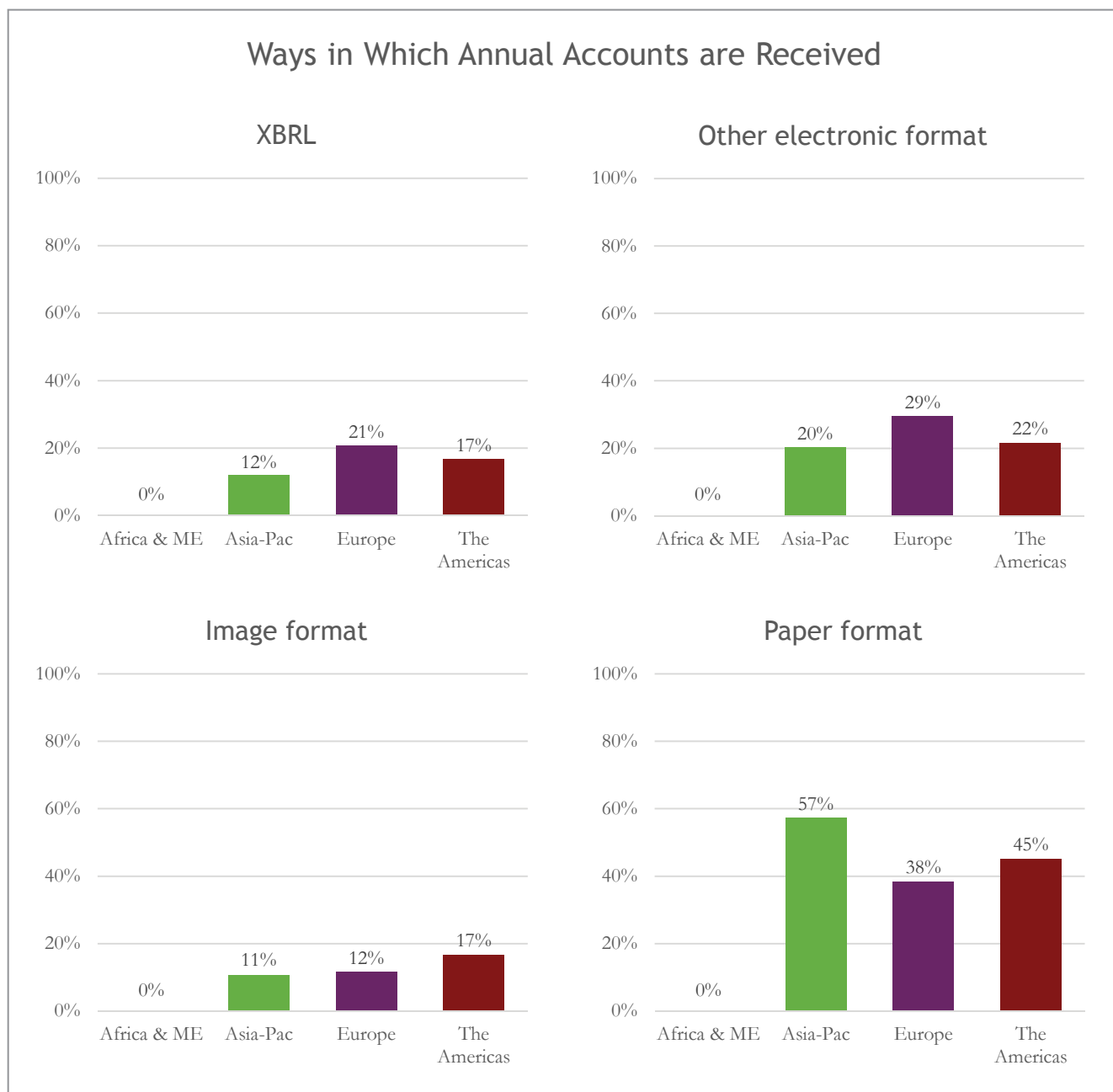
Figures 3.8 and 3.9 show organisations responsible for receiving annual accounts and annual returns. Compared to last year, the picture is quite similar across all regions. The receipt of annual accounts by business registers is once again least common in the Americas and most common in Asia-Pacific.

The receipt of annual returns is still very common in all regions apart from Europe. The only European respondents that indicated they receive annual returns are Denmark, Gibraltar, Guernsey, Ireland, Isle of Man, Jersey, Luxembourg and United Kingdom.

## Ways in Which Annual Accounts are Received

Figure 3.10 shows different formats in which annual accounts are received by business registers. Unfortunately, data for Africa and the Middle East is not available and this is the reason why they are not presented in the graphs.

Europe is still leading the way in terms of annual accounts being sent in XBRL format. Table 3.2 shows jurisdictions where annual accounts are filed only or prevalently electronically, in XBRL format. Of all delivery methods, image format is least common across all regions. However, its usage increased in the Americas, where none of the jurisdictions participating in the survey



**Figure 3.10**

Jurisdictions where Annual Accounts are Filed Only or Prevalingly Electronically, in XBRL Format		
Asia-Pacific	Singapore	95%
Europe	Denmark	99%
Europe	Estonia	99%
Europe	Italy	93%
Europe	Spain (central)	85%
The Americas	Mississippi (USA)	100%

**Table 3.2**

Jurisdictions where Annual Accounts are Filed Only or Prevalingly in Paper Format		
Asia-Pacific	Hong Kong	100%
Asia-Pacific	Malaysia	100%
Asia-Pacific	Philippines	100%
Europe	Isle of Man	100%
Europe	Sweden	100%
Europe	Lichtenstein	97%
Europe	Gibraltar	95%
Europe	Jersey	95%
Europe	Ireland	93%
Europe	France	88%
Europe	Netherlands, The	78%
The Americas	Brazil - Rio de Janeiro	100%
The Americas	Colombia	100%

**Table 3.3**

last year indicated they use it. It is the only format in which annual accounts are filed in Albania and Ecuador, and the prevailing one in Finland (95%) and New Zealand (80%).

The percentage of accounts received electronically, in a format other than XBRL, increased in all regions. It is the only annual accounts delivery method in Portugal, and the prevailing one in Norway (99%), Lithuania (99%), Slovenia (97%), Serbia (87%), Austria (83%) and Pakistan (62%).

Paper is still the most common delivery method across all regions. However, compared to last year, the percentage of annual accounts filed in paper format has decreased

across the board, particularly in the Americas. Table 3.3 shows jurisdictions where annual accounts are filed only or prevalingly in paper format.

We can say generally the pattern is similar to last year. Paper is still the most common method of receipt across all regions. The percentage of accounts received electronically is increasing across the board, although it is still rather low.

Jurisdictions where Annual Returns are Filed Only or Prevalingly in Paper Format		
Africa & ME	Israel	99%
Asia-Pacific	Malaysia	100%
Asia-Pacific	Philippines	100%
Asia-Pacific	Hong Kong	98%
Europe	Isle of Man	100%
Europe	Gibraltar	95%
Europe	Jersey	80%
The Americas	Manitoba (Canada)	100%
The Americas	North Dakota (USA)	100%
The Americas	Northwest Territories (Canada)	100%

**Table 3.4**

## Ways in Which Annual Returns are Received

Figure 3.11 shows different formats in which business registers receive annual returns. Please note that there was only one respondent from Africa and the Middle East.

The only two jurisdictions where almost all annual returns are filed electronically, in XBRL format, are Denmark (99%) and Connecticut, USA (98%). Of all other participating jurisdictions that indicated they receive annual returns, XBRL is used only in Tonga (20%), United Kingdom (19%) and Gibraltar (5%).

Electronic format other than XBRL is by far the most common delivery method for annual returns. The percentage of annual returns submitted in image format is very low. Tonga is the only jurisdiction in Asia-Pacific where annual returns can be filed in image format. In Europe, image format is used only in Luxembourg (25%), while none of the jurisdictions in the Americas indicated that they use it.

Table 3.4 shows jurisdictions where annual returns are filed only or prevalingly in paper format.

We can say that generally the pattern is similar to last year. Once again, the most common method of receipt overall is paper. However, it is much more common for business registers to receive annual returns electronically, than annual accounts.

## Ways in Which Annual Returns are Received

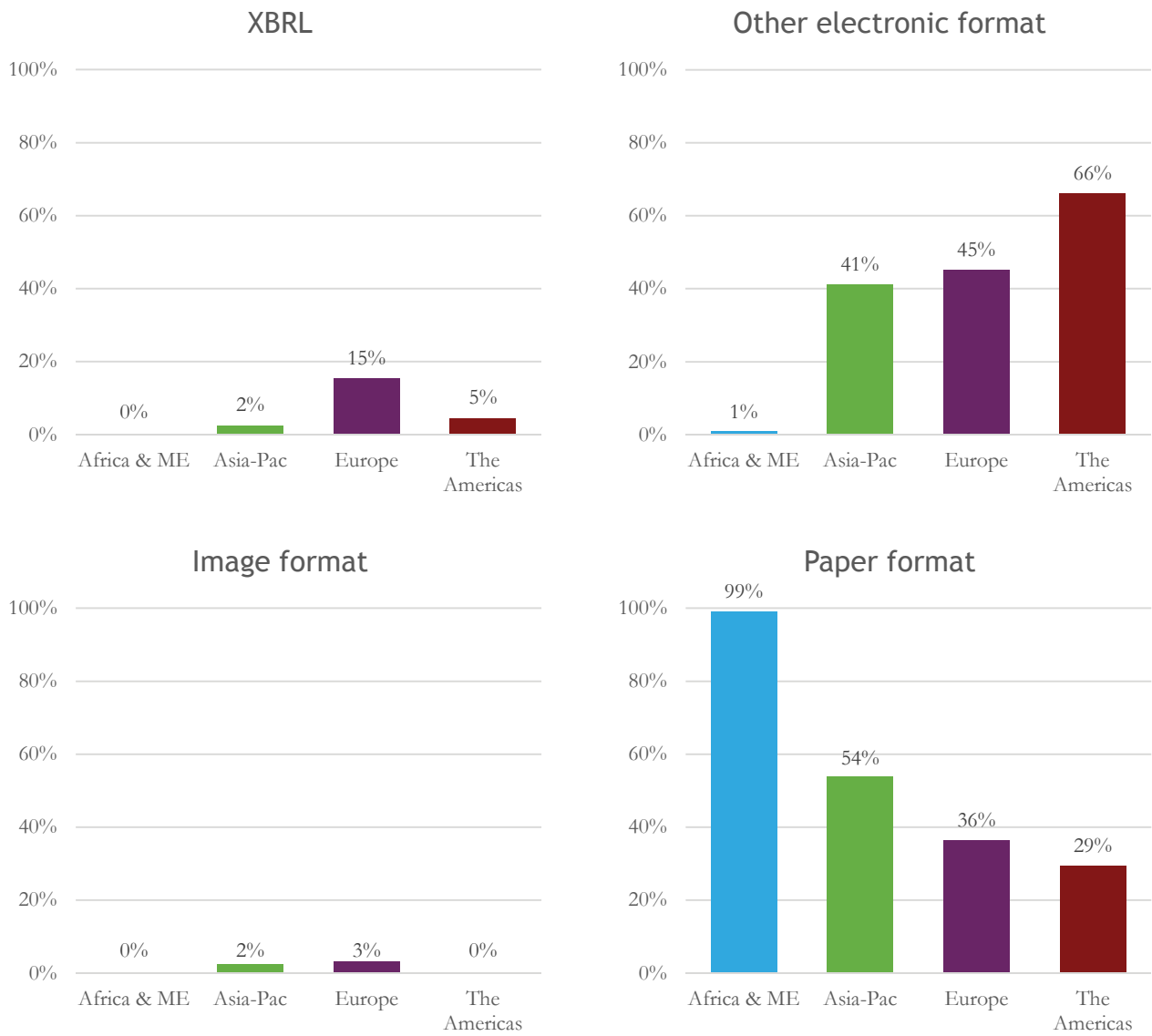


Figure 3.11

# Chapter 4

## Funding and Fees



## Chapter 4: Funding and Fees

Chapter 4 considers all questions related to funding and fees. Some of these relate to subject matter discussed more fully in other chapters such as the registry operator discussed in Chapter 1 and the filing of annual accounts or annual reports, which are discussed in Chapter 3. This year some focus was placed on the variance between responses - whether it be differences across regions as to whether or not a fee is charged, or a penalty imposed, or in the actual quantum of the fee with some interesting results. As they say on the London underground, “Mind the Gap”.

### Primary Source of Funding

Most business registers around the world are funded by revenue received from customer fees or through a budget allocated to them by their government. The survey asked respondents to identify, as between these two options, their primary source of funding.

This year the majority of respondents (52%) indicated that their business register is primarily funded by government. The remaining respondents (48%) indicated that they were primarily funded by customer fees. This varies marginally from the last couple of year’s survey results, where a similar majority of respondents indicated that they were primarily funded by customer fees. This near equal division has remained consistent through the years.

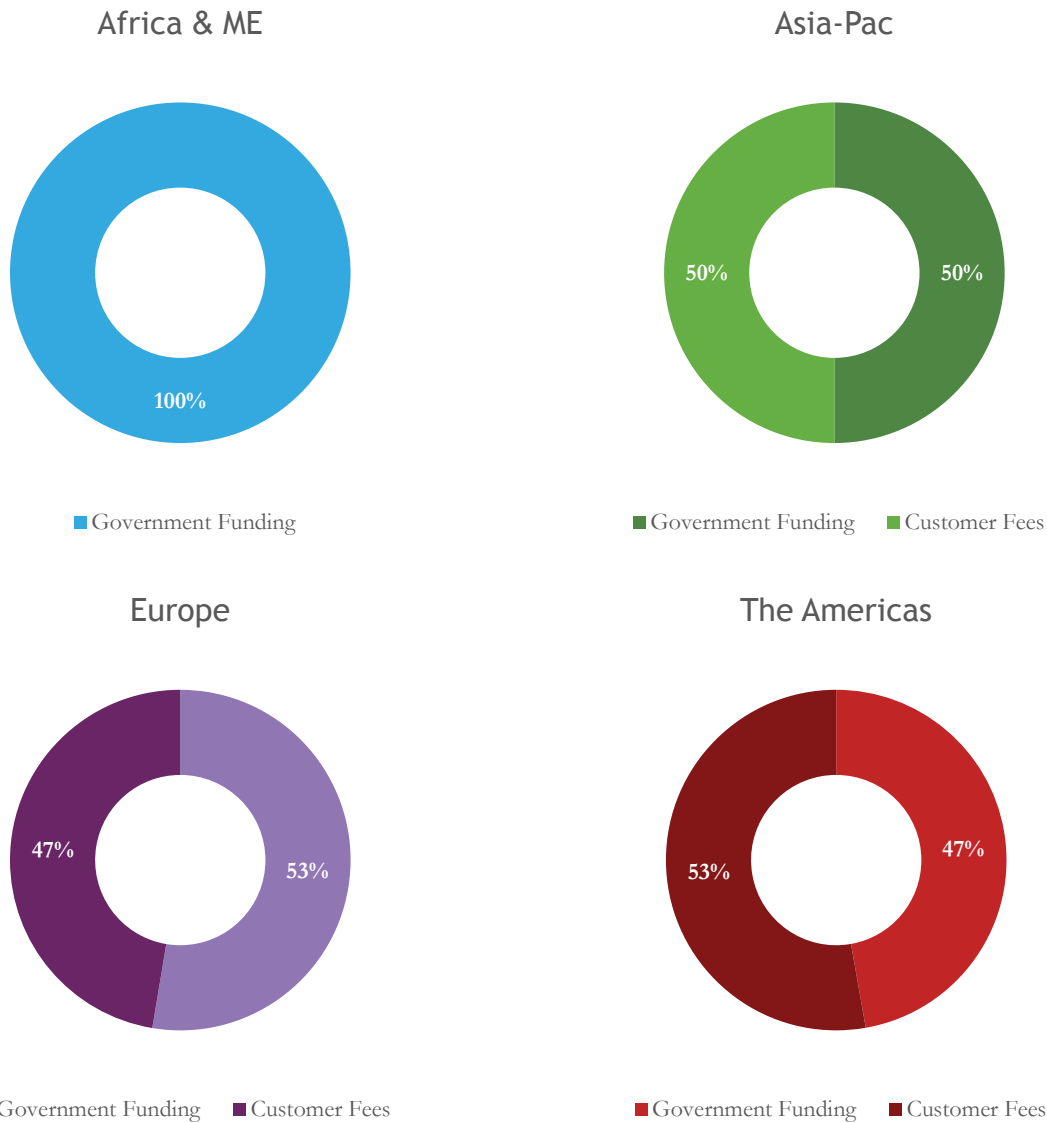
When reviewed on a regional basis (see Figure 4.1), we can see that in Africa and the Middle East, government funding is the primary source for all (100%) of the respondents, which is up from 83% last year. This cannot be seen to be a trend, however, as has been noted elsewhere, the respondents in this region have changed and the total number has fallen to only 4 countries.

The responding business registers in the Asia-Pacific region this year are divided equally between funding from customer fees (50%) and government (50%). Customer fees had been the predominant source of funding in this region, but this has been steadily declining from 70% two years ago and 60% last year.

In Europe, just under half of the respondents (47%), indicate customer fees to be their primary source of funding. The majority of respondents (53%) are now said to be funded by government. Last year these two numbers were reversed, with 53% being funded by customer fees.

In the Americas, the majority of jurisdictions (53%) are also said to be funded through government funding. This has changed slightly from last year where only 44% indicated this as the primary source, and the prior year where 43% of respondents indicated they were funded in this manner.

## Regional Application of Funding Model



**Figure 4.1**

In prior years, the survey asked each respondent whether it retained the fees it collected, with the only available responses being ‘yes’ and ‘no’. The 2015 report showed that 29% of the respondents that indicated they were funded primarily by customer fees, also indicated that they did not retain the fees they collected. At least one jurisdiction described this apparent discrepancy as a result of the fact that they were only permitted to retain a portion of the fees collected to operate the register – so this was not a strictly ‘yes’ or ‘no’ question.

This year, in an effort to address this issue, respondents were given an additional option. When asked whether the business register retains the fees it collects, respondents could choose from ‘yes, all of them’, ‘yes, some of them’, and ‘no’. This is shown from a global perspective in Figure 4.2. However, of those jurisdictions that are said to be primarily funded by customer fees, 12% still indicated that they do not retain those fees. Those 5 jurisdictions are Denmark, Guernsey, Liechtenstein, Nevada (USA) and Utah (USA). Further exploration may be required to better understand this result.

## Cost-Covering Principle

As set out in the definition in this year's Guide to the International Business Register Survey, the cost-covering principle requires the fees charged to accurately reflect the costs incurred in the provision of a service. When the principle is applied, there is to be no profit from fees generated in excess of cost. This may be achieved on a transactional or cumulative basis, depending on the laws or policies which govern the operator. Respondents were once again asked whether they applied this principle all of the time, some of the time, or never.

According to the global results for all responding business registers (see Figure 4.3), the cost covering principle is applied by 39% of respondents all of the time, by 41% of respondents some of the time, and never applied by 20% of respondents. The year over year responses suggest that the absolute application of this principle (being all the time) is falling, with more business registers indicating that this is used only some of the time. The 'some of the time' response has grown from 30% in the 2014 report and 34% in 2015.

When viewed on a regional basis (see Figure 4.4), the cost-covering principle is again most frequently applied in Europe, with 82% of respondents indicating it is used some or all of the time, and Asia-Pacific with 80% of respondents indicating the same. In the Americas, 72% of respondents use this principle some or all of the time. In Africa and the Middle East, half of the respondents indicated they use the cost-covering principle some of the time, with the other half indicating it is never used. No jurisdictions in this region indicated that the principle is used all of the time.

We have also compared the application of the cost-covering principle across the various operators of business registers which were identified in Chapter 1.

Figure 4.5 shows that the business registers operated by a Court of Justice, and all of those which have self-identified as 'other', use the cost-covering principle either some or all of the time.

Most of the government, chamber of commerce and public-private partnership operators use the cost-covering

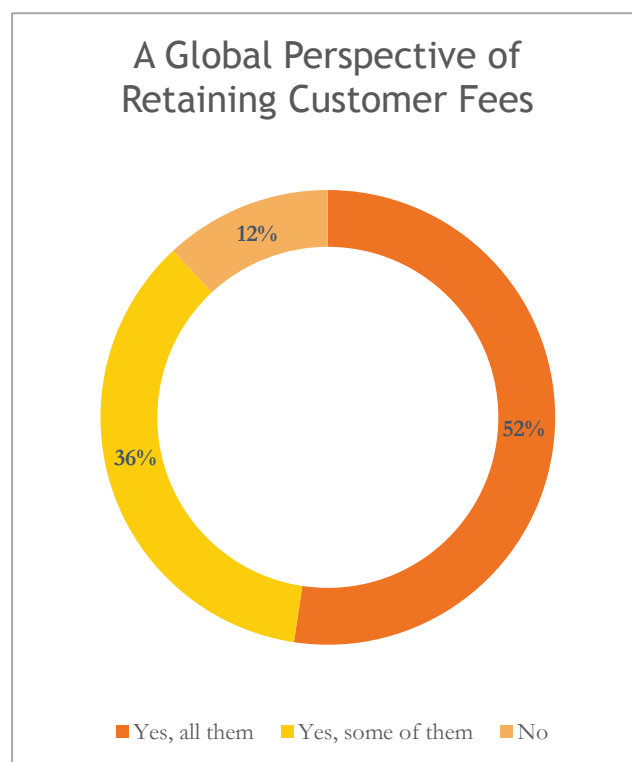


Figure 4.2

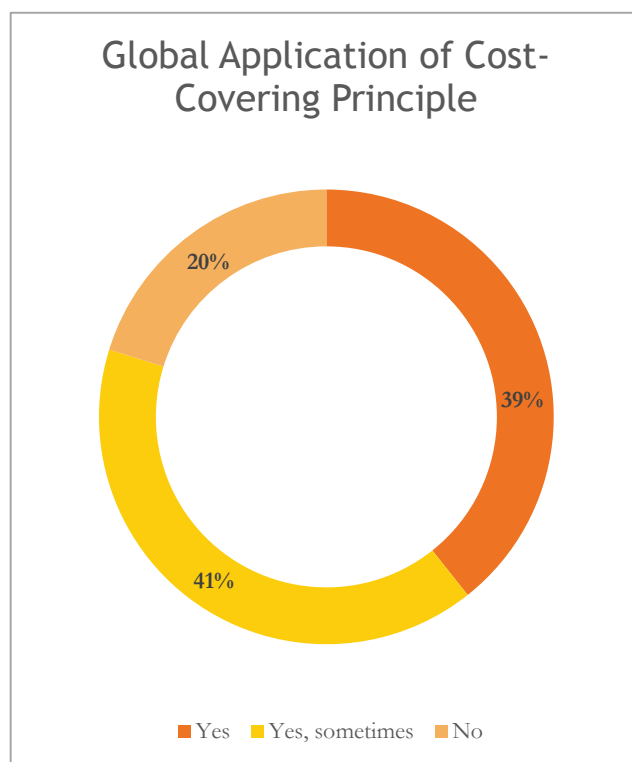


Figure 4.3

principle some or all of the time. While these results are similar to previous years, last year all business registers operated by a chamber of commerce or a public-private partnership indicated they used the cost-covering principle, whereas this year 17% of the Chamber of Commerce operators and 20% of the public-private partnership operators (1 respondent in each case) indicated that they do not use it at all. This appears to be

due to a change in respondents rather than a particular operator changing its principles in this regard.

In the category of privately owned company operators, the cost-covering principle is not used. Note that this is a new category in the survey this year, and only Chile noted this to be their structure.

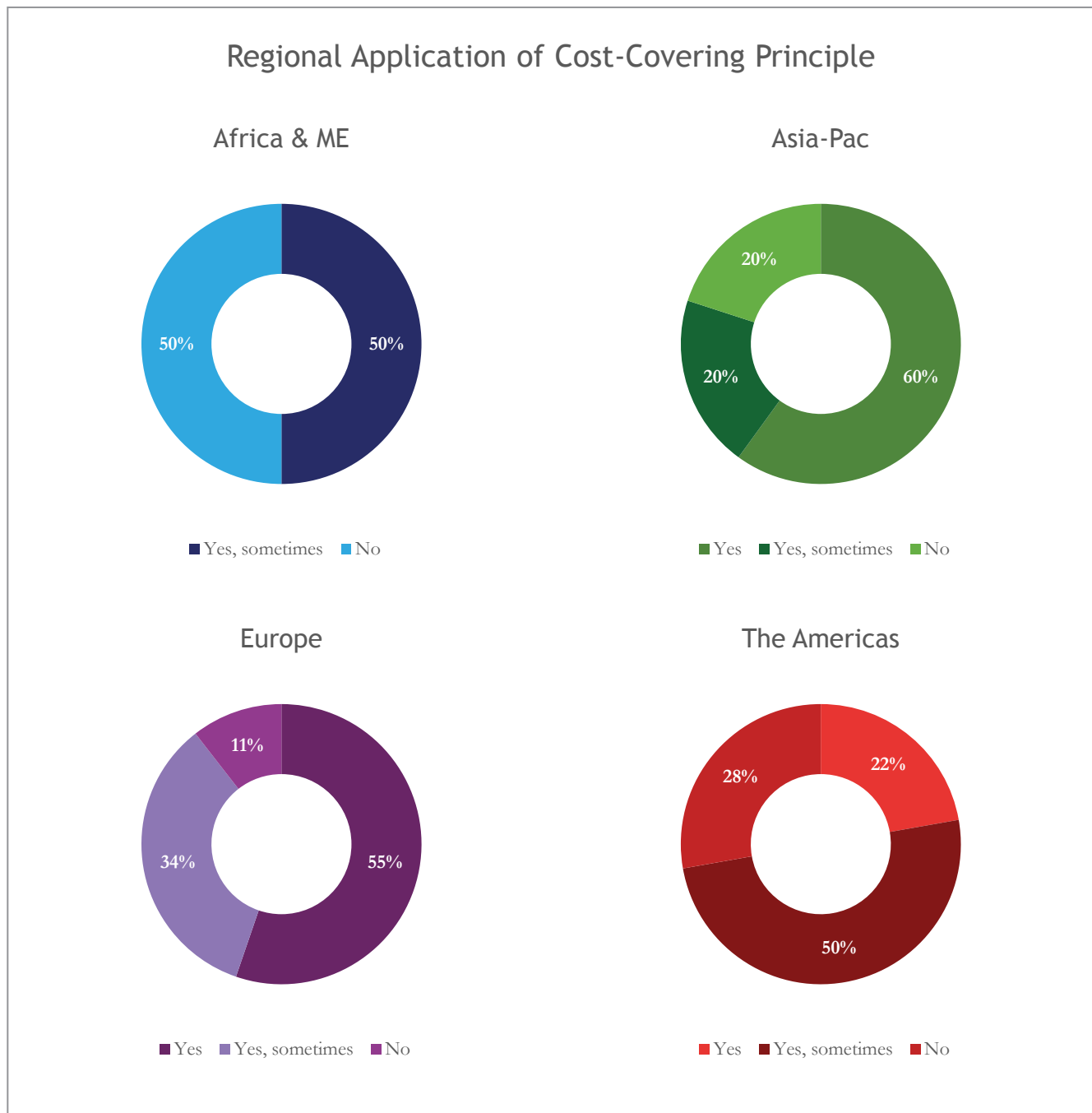
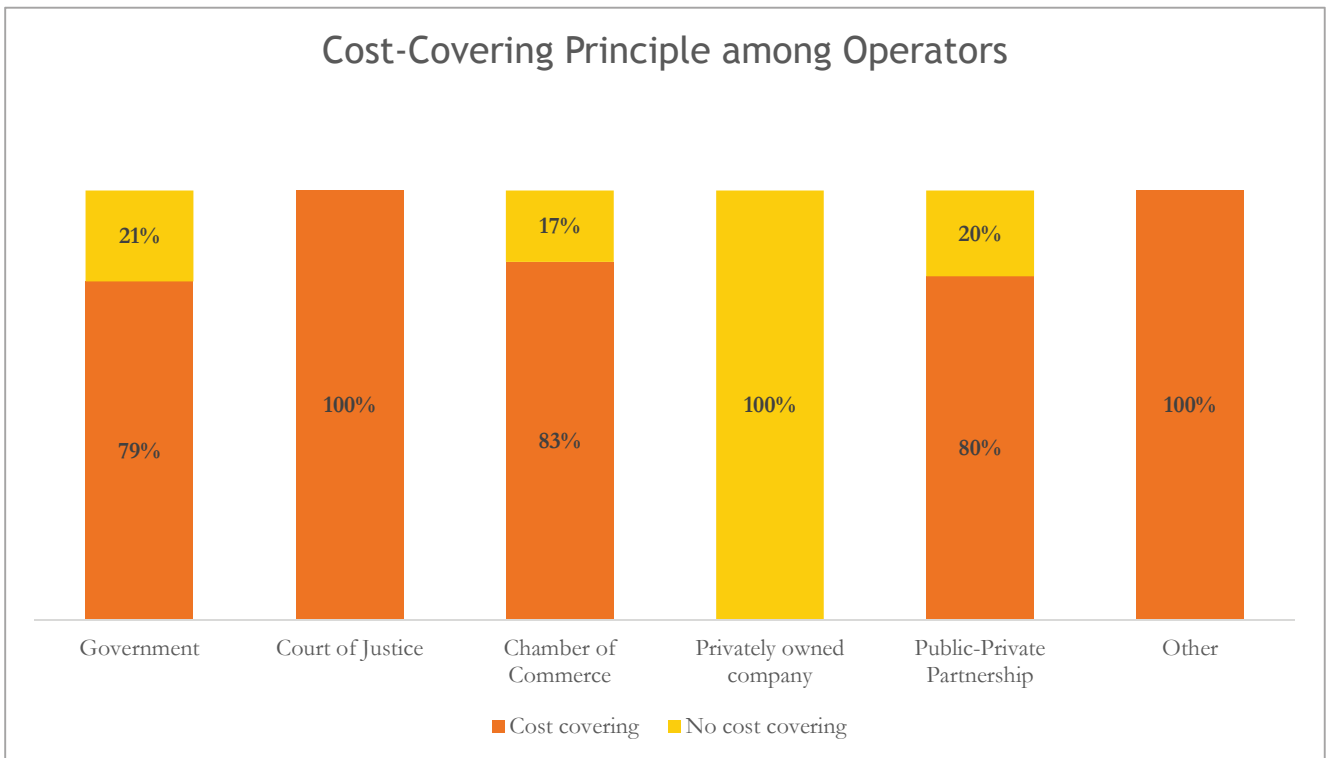


Figure 4.4



**Figure 4.5**

### Service Fees

Charging fees for services is very common among business registers, regardless of whether they are funded by government or through customer fees. As was noted in previous reports, that a jurisdiction collects fees, yet indicates it is funded by government, is most often because of where the collected fees are directed upon receipt (i.e. to a government general revenue account rather than to the business register directly, or some variation) and how a budget is then allocated to them going forward.

This year we expanded the list of services for which there could be fees based in part on responses from prior years where users provided examples of other services for which they charged a fee. The available options included formation, changes, filing of annual accounts, filings to maintain an entity on the register, information fees or others. Added to the list this year were copies, certified copies and status certificates. Respondents were able to choose all options that apply to their business register.

The survey also asked whether some or all services were provided by the business register free of charge. This year

the only jurisdiction which reported that it does not collect fees for any of the services noted, and that all if its services were indeed free of charge, was Chile.

Figure 4.6 sets out whether fees are collected for these various activities on a regional and global basis. Generally, the percentage of jurisdictions which collected fees for services in the areas of formation, keeping entities on the register, fees for other services – as well as those that indicated that some or all services are free were quite similar to last year.

Globally it is most common for a fee to be charged for entity formation with 86% of all respondents confirming this. The next most common fees across the board are for certified copies of documents (80%), changes (77%) and copies of documents (73%).

The Asia-Pacific region was again the only region where 100% of respondents charged a fee for one of the identified services – in this case, all charge a fee for entity formation. This was also true last year, even though some of the respondents within this region have changed.

The greatest variance in responses across regions – thus

## Fees Collected by Activity by Region and Globally

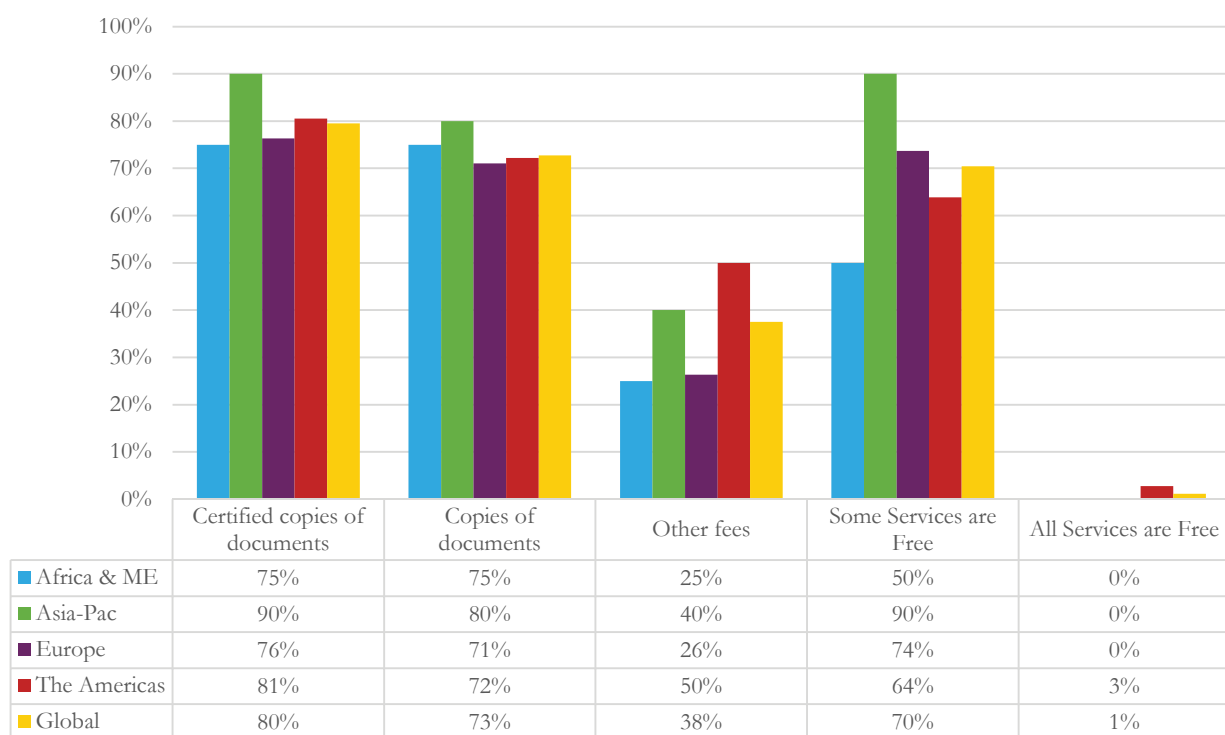
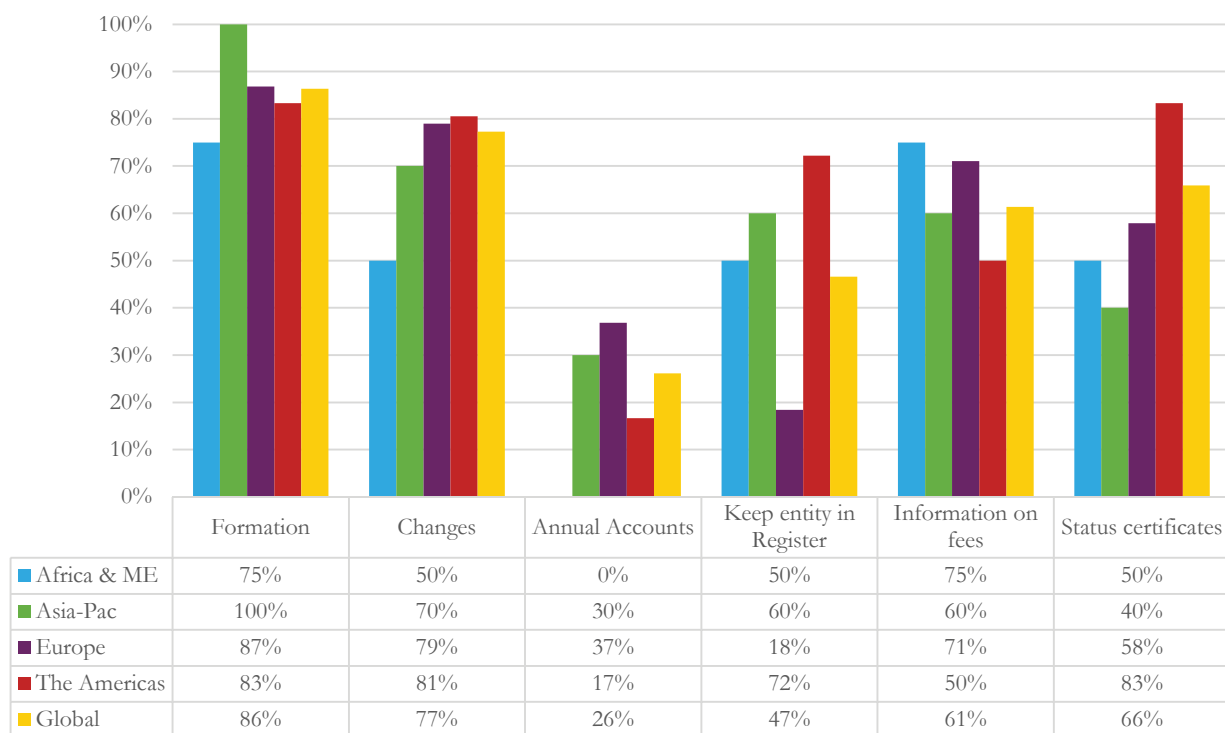


Figure 4.6

the most different treatment in relation to fees for this service – was for fees to keep an entity in the business register, with a high in the Americas at 72% and a low in Europe at 18%, resulting in a 54 point spread. The next greatest variances for specific services were fees charged for status certificates (43 point variance) or receiving annual accounts (37 point variance).

The least variance in responses across regions – thus the most similar treatment in relation to fees for this service – was for fees for copies of documents, with a high in Asia-Pacific of 80% and a low in Europe at 71%, resulting in only a 9 point spread. The next lowest variance was for certified copies (15 point variance) and formation (25 point variance).

On a global basis, 38% of respondents indicated they charged fees for services other than those specified in the identified categories. There were many examples provided. Some of the additional services for which fees are charged include:

- private service agent fees in Alberta, Canada
- late lodgement of register updates in Australia
- web-services access in Belgium
- sworn public translators in Brazil
- migration/continuance to and from the business register in British Columbia and Nova Scotia, Canada and Qatar
- expedited services in Connecticut, USA
- excerpt from the Court Registry in the Republic of Croatia
- archives fee for state archive office in Hawaii, USA
- announcement and opening of meetings of stockholders in Latvia
- temporary inclusion of the company name in Lithuania
- registration and publication in Luxembourg
- data and bulk data requests in Minnesota, Texas and Utah, USA
- name reservation fee in Moldova and Nova Scotia, Canada
- reprocessing fee of 50% on rejected documents in Montana, USA
- correction notices in New Brunswick, Canada
- satisfaction and modification of charges/mortgages in Pakistan
- publication in the Official Gazette in Romania
- applications for extension of time in Singapore

- legalisation of signatures in Switzerland
- expedited services in Washington, USA
- bespoke fee for non-standard services in the United Kingdom.

Most respondents (70%) also confirmed that some services are provided free of charge. Honduras also noted that government institutions are exempt from paying some registration fees for which there would otherwise be a charge.

## Penalty Fees

Respondents were asked whether or not they charge a penalty fee for the following: (a) late filing of annual accounts; or (b) late filing of annual reports. Jurisdictions which indicated they do not receive or require annual accounts or annual reports were not asked this question, so the percentages provided are representative only of those that require that particular filing.

Of those that receive annual accounts, (discussed in greater detail in Chapter 3) the percentage that impose a penalty fee for late filing of those annual accounts, is set out on a regional basis in Figure 4.7.

When considering the above in connection with the information in Chapter 3, we can say that of the 50% of respondents in Africa and the Middle East that receive annual accounts, 100% impose a penalty fee for late filing. Of the 89% of respondents in the Asia-Pacific region that receive annual accounts, 63% impose a penalty fee for late filing. In Europe, annual accounts are received in 68% of responding jurisdictions and 92% of those impose a late filing penalty fee. In the Americas, only 25% of respondents receive annual accounts, and 44% of those impose such a penalty fee.

Of those that receive annual returns, also discussed in Chapter 3, the percentage that impose a penalty fee for late filing of those annual returns, is set out on a regional basis in Figure 4.8.

When considering the above in connection with the information in Chapter 3, we can say that of the 75% of respondents in Africa and the Middle East that receive annual returns, 100% impose a penalty fee for late filing. Of the 78% of respondents in the Asia-Pacific region that

## Penalty Fees Charged for Late Filing of Annual Accounts by Region

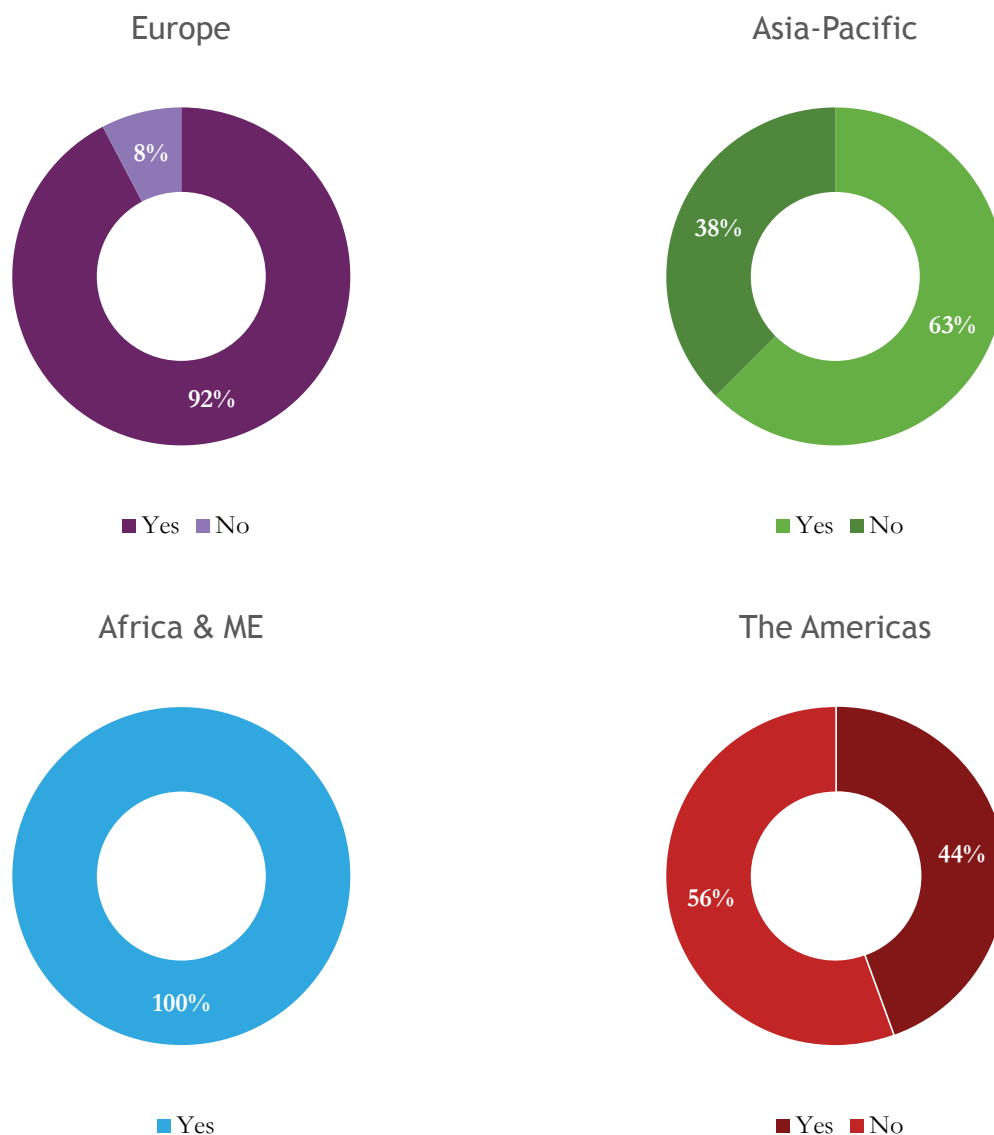


Figure 4.7

receive annual returns, 100% impose a penalty fee for late filing. In Europe, annual returns are only received in 28% of responding jurisdictions but 89% of those impose a late filing penalty fee. In the Americas, 67% of respondents receive annual returns, and 62% of those impose such a penalty fee.

Overall, it is more common to charge a late filing penalty in relation to annual returns than annual accounts.

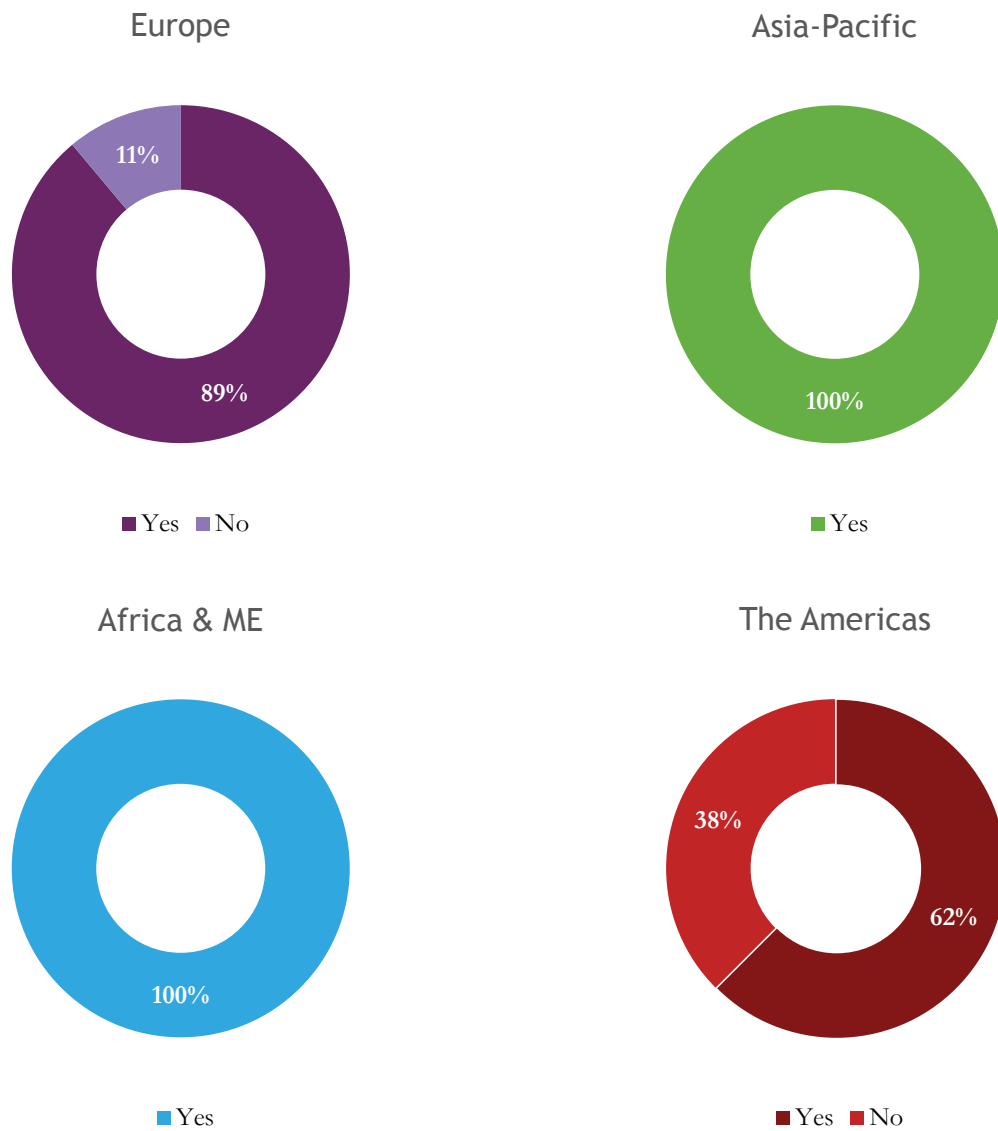
### Currencies, Conversions and Averages

Some questions in the survey asked respondents whether a fee is charged for a service, while others asked the specific fee that is charged. For purposes of comparison, a common currency is required.

This year respondents were also asked to identify their home currency, for purposes of ensuring that fees are



## Penalty Fees Charged for Late Filing of Annual Returns by Region



**Figure 4.8**

properly converted for the several questions where the response is monetary. The 89 responding jurisdictions identified 38 different currencies. Why so few? While currency is generally determined at a national level, incorporation occurs at a state level in the United States, and at a provincial, territorial and federal level in Canada, thus we have 19 respondents using the US dollar and 10 using the Canadian dollar.

Another 19 respondents which form part of the economic and political partnership that makes up the European Union confirmed their use of the euro, although it is important to note that not all European Union member states do so. The next most frequently used currencies among respondents are the British pound, which is used in Gibraltar, Guernsey, Jersey, and the Isle of Man, and the United Kingdom, and the Swiss franc, which is used

in both Switzerland and Liechtenstein. All other respondents identified a unique national currency.

Even though a home currency was identified, the survey requested that respondents still provide their other monetary responses in euros. Once again, if it seemed likely to the editorial group that the fee submitted by the respondent was provided in a currency other than the euro, the jurisdiction was contacted and these amounts were converted if required. The provision of the local currency and the conversion rate reduced, but did not eliminate, the issues in this regard.

As noted in Chapter 1, where reference in the report is made to US dollars (USD), the euro (EUR) values provided or averaged were converted to US dollars as at December 31, 2015 at an exchange rate of 1.0859 (down from 1.2101 at December 31, 2014). All figures are rounded to the nearest whole value unless otherwise noted. Where US dollar comparisons are provided with respect to last year's data, they will be converted at the December 31, 2014 rate noted.

For purposes of the several comparisons which follow, 'formation fees' will include the fees submitted for all entity types (sole trader, general partnership, public limited company/corporation, private limited company/corporation, limited company/corporation and LLC) in each jurisdiction. Likewise, 'incorporation fees' will include the average of those fees related to the incorporation of a public limited company/corporation, a private limited company/corporation, or a limited company/corporation (where a jurisdiction does not distinguish between a public and private), and hereafter referred to in this chapter as incorporation fees. The averaging of formation and incorporation fees also included the fees for paper and electronic filings except where indicated.

The fee for registration of sole traders, general partnerships and even LLCs, is often lower than incorporation fees for limited companies. We also know that these entities are not filed in the business registers in all jurisdictions, thus incorporation fees often prove to be a more precise cross-jurisdictional comparator. Once again, however, in most instances both have been considered.

## Formation and Incorporation Fees

As we noted above in the section dealing with fees for services, it is common in most jurisdictions to have a fee for formation or incorporation of entities. Respondents were asked to report the business register's fee for forming or incorporating or registering specific entities in any of paper, images (i.e. PDF, scan), internet (web-based form) or data (i.e. communications between systems, e.g. XML). The entity types considered were sole trader, general partnership, limited company/corporation (public and private) and LLC.

Table 4.1 shows the average fee globally for each type of entity for which this data was collected. In most jurisdictions, the fee to form or register a sole trader or general partnership is much less than to form a limited company, which may be due to the increased complexity required in the review of the filing, or that it is perceived to have greater value to the business client. This fee information was further divided by the method of filing – paper or electronic – as in some jurisdictions, fees vary depending on the method of filing, in an effort to encourage customers to use a particular filing channel (ordinarily electronic).

All averages for both paper and electronic filings have increased from last year for every entity type and filing method except with the sole exception of electronic

Global Average Formation Fee by Method of Submission and Entity Type						
	Sole Trader	General Partnership	Private Limited Company	Public Limited Company	Limited Company	LLC
Paper	EUR 53 USD 58	EUR 91 USD 99	EUR 173 USD 188	EUR 190 USD 206	EUR 155 USD 168	EUR 128 USD 139
Electronic	EUR 39 USD 42	EUR 57 USD 62	EUR 148 USD 161	EUR 184 USD 200	EUR 148 USD 161	EUR 128 USD 139

Table 4.1

Regional Average Formation Fee Priced by Method of Submission and Entity Type							
		Sole Trader	General Partnership	Private Limited Company	Public Limited Company	Limited Company	LLC
Africa & ME	Paper	EUR 10 USD 11	EUR 105 USD 114	EUR 10 USD 11	EUR 10 USD 11	EUR 304 USD 332	EUR 10 USD 11
	Electronic	EUR 2 USD 2		EUR 52 USD 57	EUR 300 USD 328	EUR 608 USD 664	EUR 52 USD 57
Asia-Pacific	Paper	EUR 19 USD 20	EUR 21 USD 23	EUR 120 USD 131	EUR 140 USD 152	EUR 49 USD 53	EUR 20 USD 22
	Electronic	EUR 13 USD 15	EUR 14 USD 15	EUR 139 USD 151	EUR 155 USD 170	EUR 42 USD 46	EUR 20 USD 22
Europe	Paper	EUR 74 USD 81	EUR 136 USD 149	EUR 215 USD 235	EUR 232 USD 254	EUR 173 USD 189	EUR 175 USD 191
	Electronic	EUR 50 USD 54	EUR 80 USD 87	EUR 157 USD 171	EUR 190 USD 206	EUR 130 USD 142	EUR 141 USD 154
The Americas	Paper	EUR 33 USD 36	EUR 45 USD 49	EUR 114 USD 124	EUR 121 USD 132	EUR 153 USD 167	EUR 120 USD 131
	Electronic	EUR 26 USD 29	EUR 26 USD 29	EUR 113 USD 123	EUR 145 USD 159	EUR 142 USD 155	EUR 132 USD 144

**Table 4.2**

filings for general partnerships, which fell to EUR 57 (USD 62) from last year's average of EUR 62 (USD 75). The greatest increase was in the average fee for paper filings for the public limited company which increased to EUR 190 (USD 206) from last year's average of EUR 119 (USD 144). The smallest change was in the electronic fee for sole trader formation which only rose EUR 2 (USD 3).

It is also interesting to consider the gap between the average for paper and electronic filing fees. This year in all cases the paper fee was higher, except in the case of the LLC where the average for both electronic and paper filings was the same at EUR 128 (USD 139). The greatest variance between paper and electronic filing fees is for general partnerships at EUR 34 (USD 37) or 60%.

Table 4.2 was added this year to show the regional average formation fee for each entity type, divided further by method of filing. For all entities in Europe, the paper filing fees are greater on average than the electronic filing fees. Often a fee differential within a jurisdiction is imposed to drive clients to the electronic filing channel which – once in place – can be more efficient and cost effective for the operator. However, the average paper filing fee is not greater than the average electronic fee in all regions. This is most likely reflective of the fact that electronic options are not available in many jurisdictions, rather than those jurisdictions actually charging more for

electronic filing than paper when both options exist.

The highest regional formation fee is for electronic filing of a limited company in Africa and the Middle East at EUR 608 (USD 660), with the lowest being an electronic filing of a sole trader at EUR 2 (USD 2), also in that region. The differential – or gap – between the paper and electronic filing fees is also greatest in Africa and the Middle East with respect to the limited company, where the electronic filing fee on average is actually double the paper filing fee. It bears repeating as we consider these results, that there were only 4 respondents from this region, and that Qatar indicated paper filings only, and a nil fee, thus greatly influencing that result.

#### Average Fees vs. Source of Funding

As you can see from Figure 4.9, this year the average cost of formation of all entity types in business registers funded by customer fees was EUR 103 (USD 112), up from EUR 94 (USD 135) in the 2015 report. The average cost of formation for government funded registers was EUR 123 (USD 134), down from EUR 127 (USD 154) last year. The average cost of formation for registers funded by customer fees was EUR 103 (USD 112), up from EUR 94 (USD 135), thus the gap between average formation fees in the two funding models this year is only EUR 20 (USD 22), which is a EUR 13 (USD 14) smaller gap than last year.

We have also compared the average formation fees to source of funding on a regional basis in Figure 4.10. Here we see that the lowest average formation fee appears to be for business registers funded by government in the Asia-Pacific region at EUR 89 (USD 97), with the highest average formation fee being for government funded business registers in Africa and the Middle East at EUR 157 (USD 170). This is particularly interesting given

there were only 4 respondents from this region, and one of them does not charge a formation fee. Last year the lowest average formation fee was for business registers funded by customer fees in Europe, with the highest average formation fee being in the government funded business registers in Asia-Pacific.

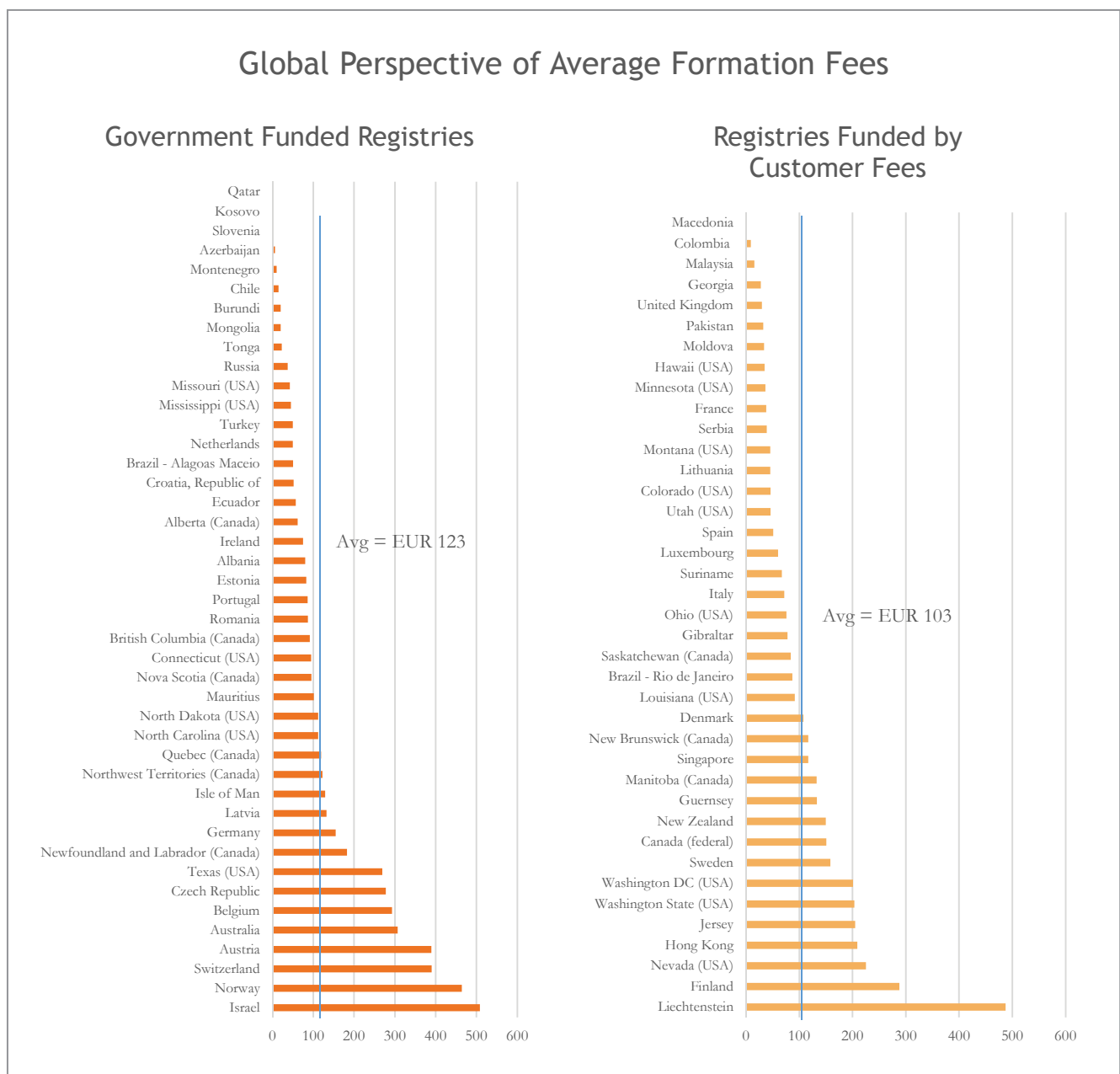


Figure 4.9

## Average Formation Fees vs Source of Funding - by Region

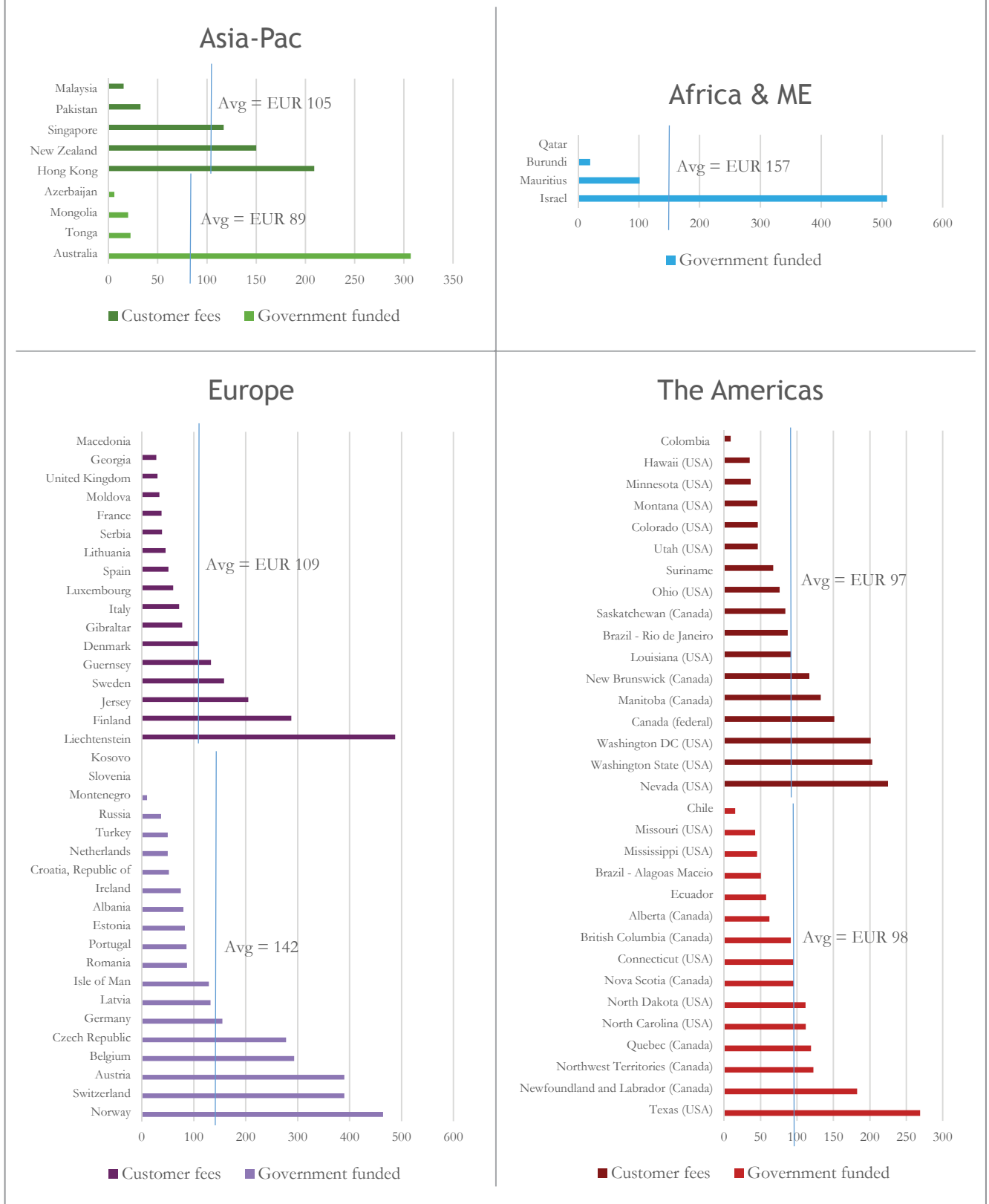


Figure 4.10

There are several outliers, both at the high and low end of the spectrum, but the breakdown should provide the reader with some insight into where each jurisdiction fits relative to its neighbours. The gap between the average formation fee funding models is greatest in Europe, where the average formation fee for government funded business registers is EUR 33 (USD 36) greater than the average formation fees for business registers funded by customer fees. The gap is least in the Americas where the difference between average formation fee in the two funding models is only EUR 1.

We also compared the average incorporation fee to the source of funding in Figure 4.11. The average incorporation fee for a limited company funded by customer fees across all respondents was EUR 174 (USD 189) and the average incorporation fee at a government funded business register was EUR 133 (USD 144). Both of these figures are slightly higher than the average formation fees, as expected, and the gap between the two is also greater at EUR 41 (USD 45), which is EUR 11 (USD 12) less than last year.

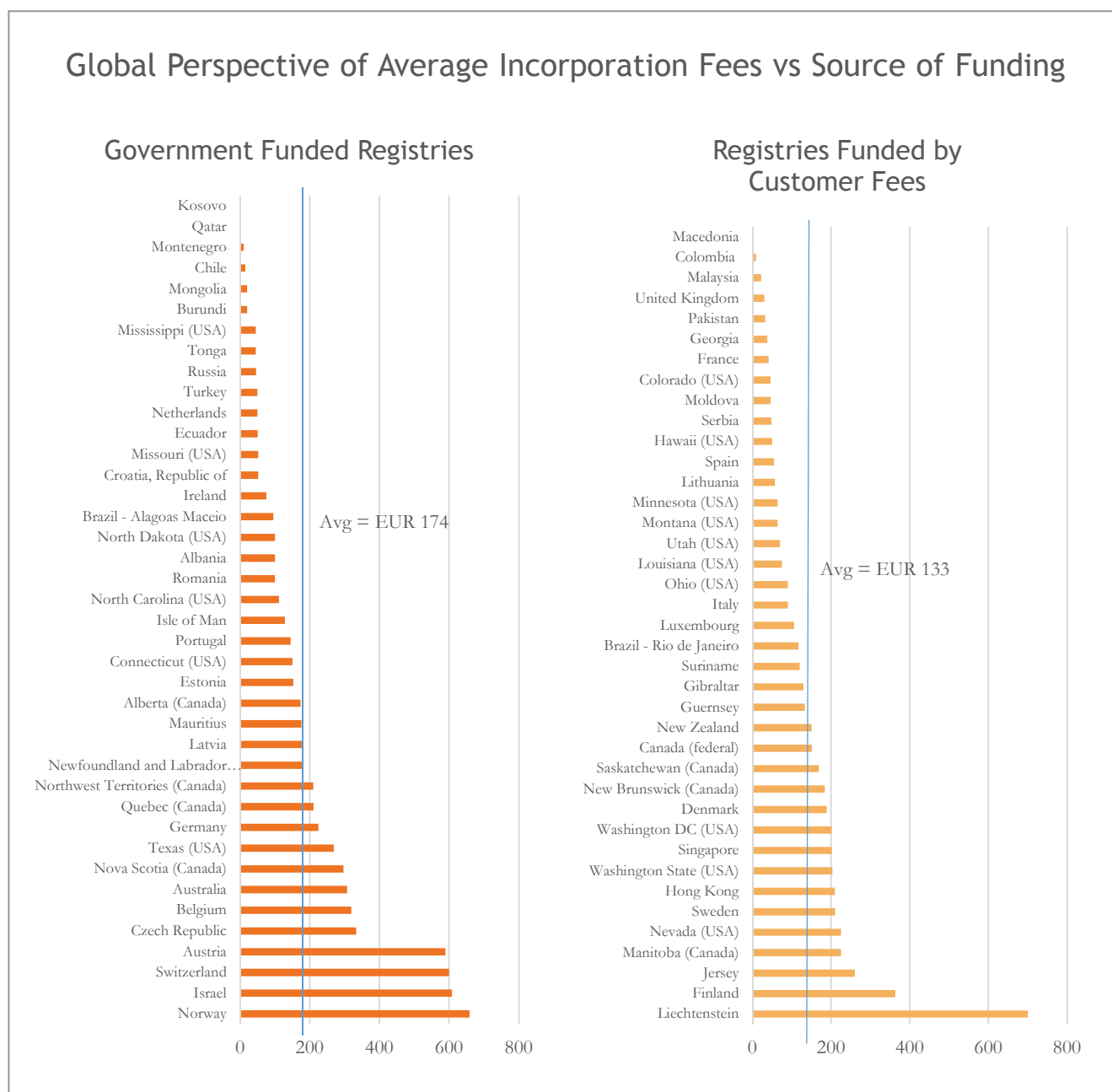
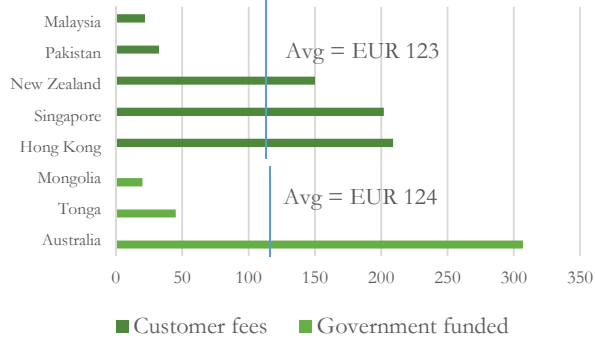


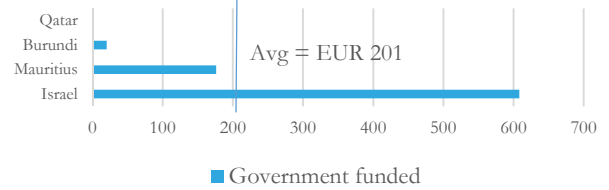
Figure 4.11

## Average Incorporation Fees vs Source of Funding by Region

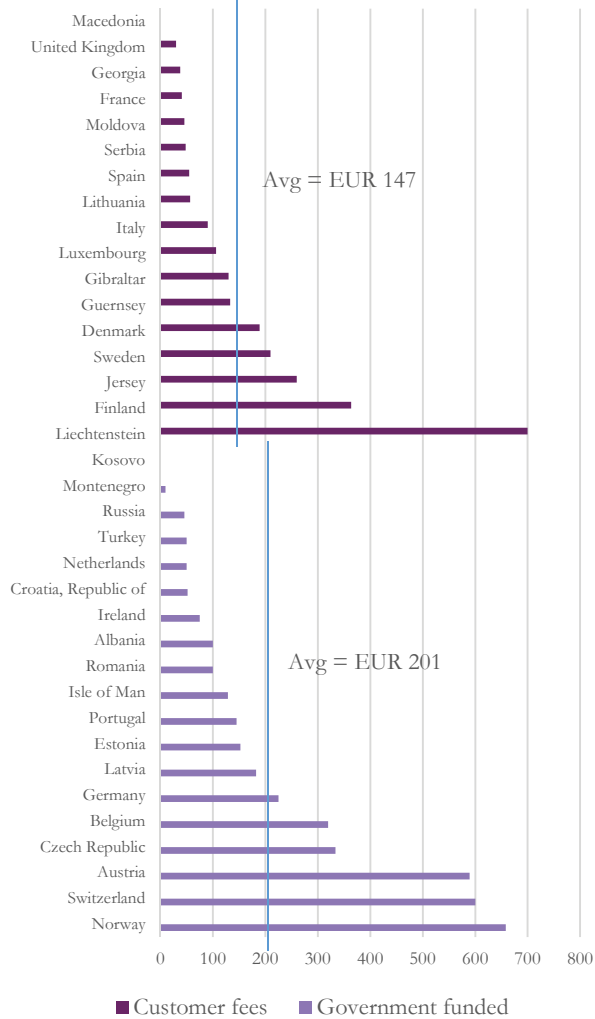
### Asia-Pac



### Africa & ME



### Europe



### The Americas

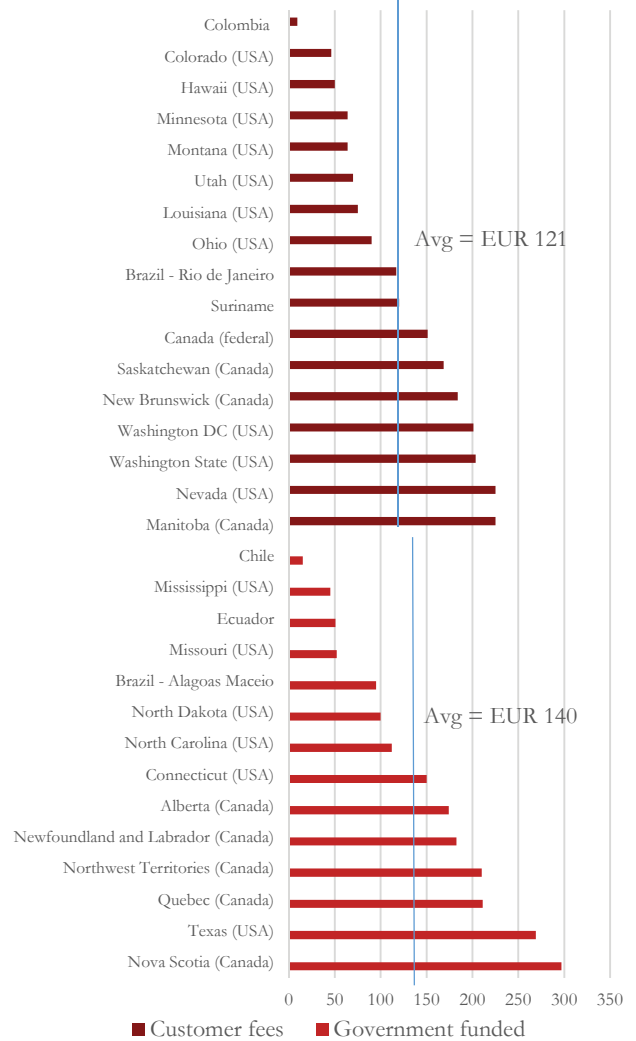


Figure 4.12

When viewed on a regional basis in Figure 4.12, we see that the lowest limited company incorporation fee appears in business registers funded by customer fees in the Americas at EUR 121 (USD 131), with the highest average incorporation fee being a tie between the government funded registers in Africa and the Middle East and in the Americas at EUR 201 (USD 218). Interesting to note is that last year the lowest limited company incorporation fee was in Africa and the Middle East. The gap between the average incorporation fee funding models is greatest again in Europe where the average incorporation fee for government funded business registers is EUR 54 (USD 59) greater than the average formation fees for business registers funded by customer fees. The gap is least in the Asia-Pacific region where the difference between average formation fee in the funding models is only EUR 1.

### Average Fees vs. Cost-Covering Principle

At Figure 4.13, the average incorporation fee was tested against respondents' use of the cost-covering principle. The average fee for those never using the cost-covering principle was EUR 119 (USD 129), up from EUR 106 (USD 128) last year. Those that use the cost-covering principle some of the time came in with an average incorporation fee of EUR 169 (USD 184), down from EUR 174 (USD 211). Those that use the cost-covering principle all of the time had an average fee of EUR 150 (USD 163), also an increase from EUR 130 (USD 157) last year.

### Average Fees vs. Per Capita GDP

As in previous years, per capita gross domestic product (GDP) was compared to formation fee in each responding country to determine whether there may be a correlation. GDP is generally defined to include the total value of goods and services produced domestically by a country in a given period (usually one year) and GDP per capita takes that production value amount and divides it by the country's total population. The per capita GDP is one measure of a country's relative prosperity on an individual basis and is often used to compare economies. In Canada, because business registers exist at both the provincial and federal level, and in the United States at the state level only, to obtain a 'national fee' for these

countries, responses from all of the responding jurisdictions within each country were averaged.

When we compare average formation fee to per capita GDP in Figure 4.14, the correlation is 14.67%, which is a relatively low or negligible relationship. The comparison of average incorporation fee to per capita GDP at Figure 4.15 raises the correlation coefficient only slightly to 14.97%. This is down from the weak positive relationship of 22% in relation to formation fees identified in last year's report.

### Average Fees vs Big Mac Index

As has been done in recent reports, we are again comparing average formation and incorporation fees to the Big Mac Index<sup>1</sup>. This index, developed by the Economist Magazine in 1986, looks at the cost of the infamous McDonald's Big Mac around the world, compared using a common currency. The index is an example of purchasing power parity and considers whether a currency may be over- or under-valued, relative to others. As we have noted previously, there are many detractors to this as an economic indicator, and obviously cultural differences and food preferences may factor into the relative price of this particular product across jurisdictions. The Big Mac Index is compared to average formation fee and average incorporation fee in Figures 4.16 and 4.17. The correlation with regard to average formation fees is 23%, which statistically speaking is indicative of a weak positive relationship, down from a correlation of 30% last year. The comparison of average incorporation fee raises the correlation coefficient only modestly to 28%, still in weak positive territory. This is down significantly from the moderate – bordering on high – positive relationship of 39% identified last year. The gap between the formation and incorporation correlations last year was 9 points, but this year has been reduced to only 5 points.

### Average Fees vs. Population, vs. Land Mass

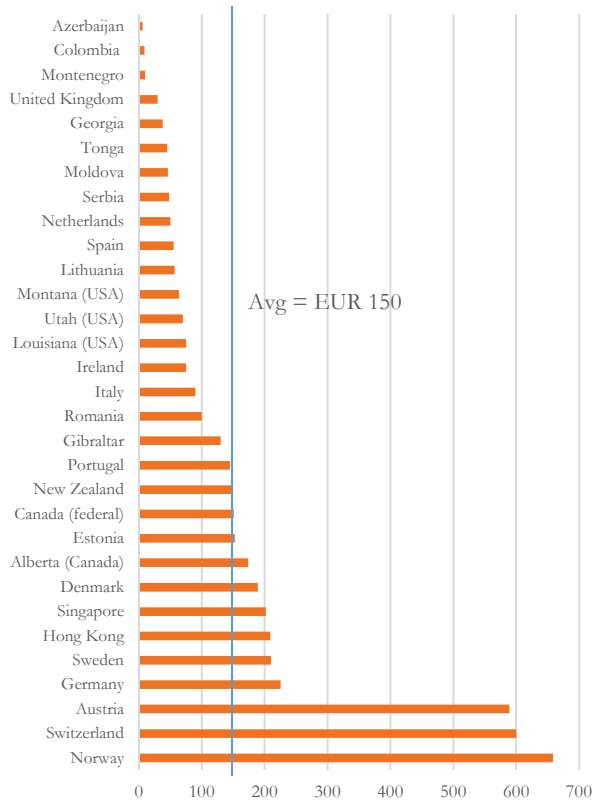
When average formation fees and average incorporation fees were tested against population, and against surface area – both of which were considered relative to the size of the business register in Chapter 1 – there were no correlations.

<sup>1</sup> D.H. and L.R.W., "The Big Mac Index: Interactive currency-comparison tool – Global exchange rates, to go," The Economist, January 7, 2016, accessed March 17, 2016, <http://www.economist.com/content/big-mac-index>.

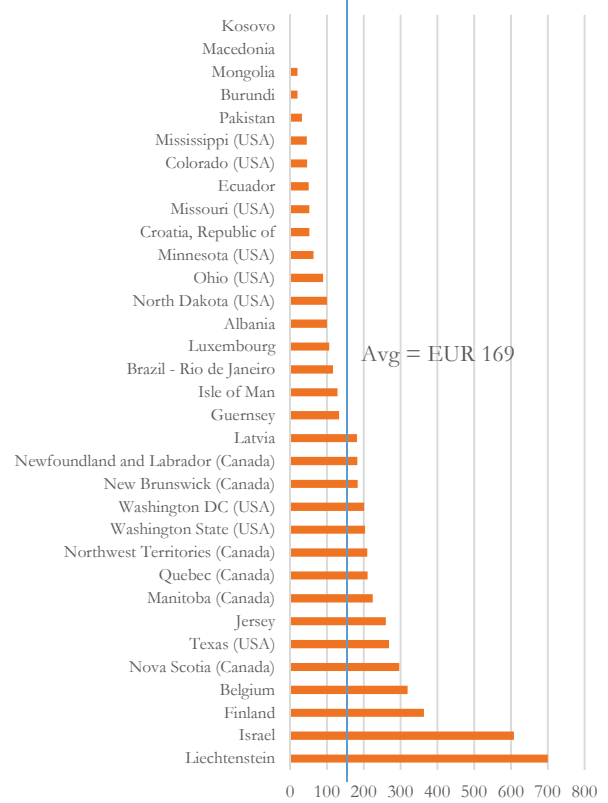


## Average Incorporation Fees vs Cost-Covering Principle

### Always Using the Cost-Covering Principle



### Sometimes Using the Cost-Covering Principle



### Never Using the Cost-Covering Principle

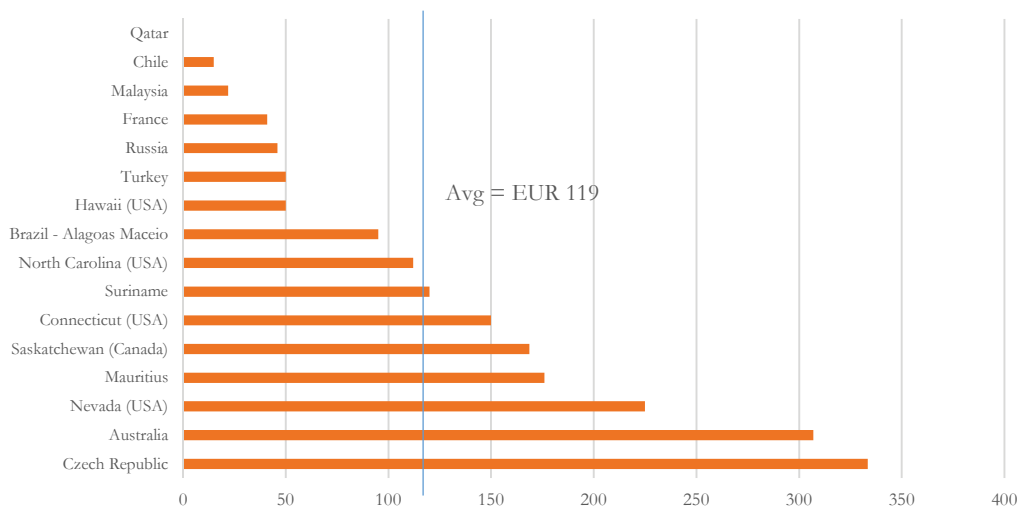
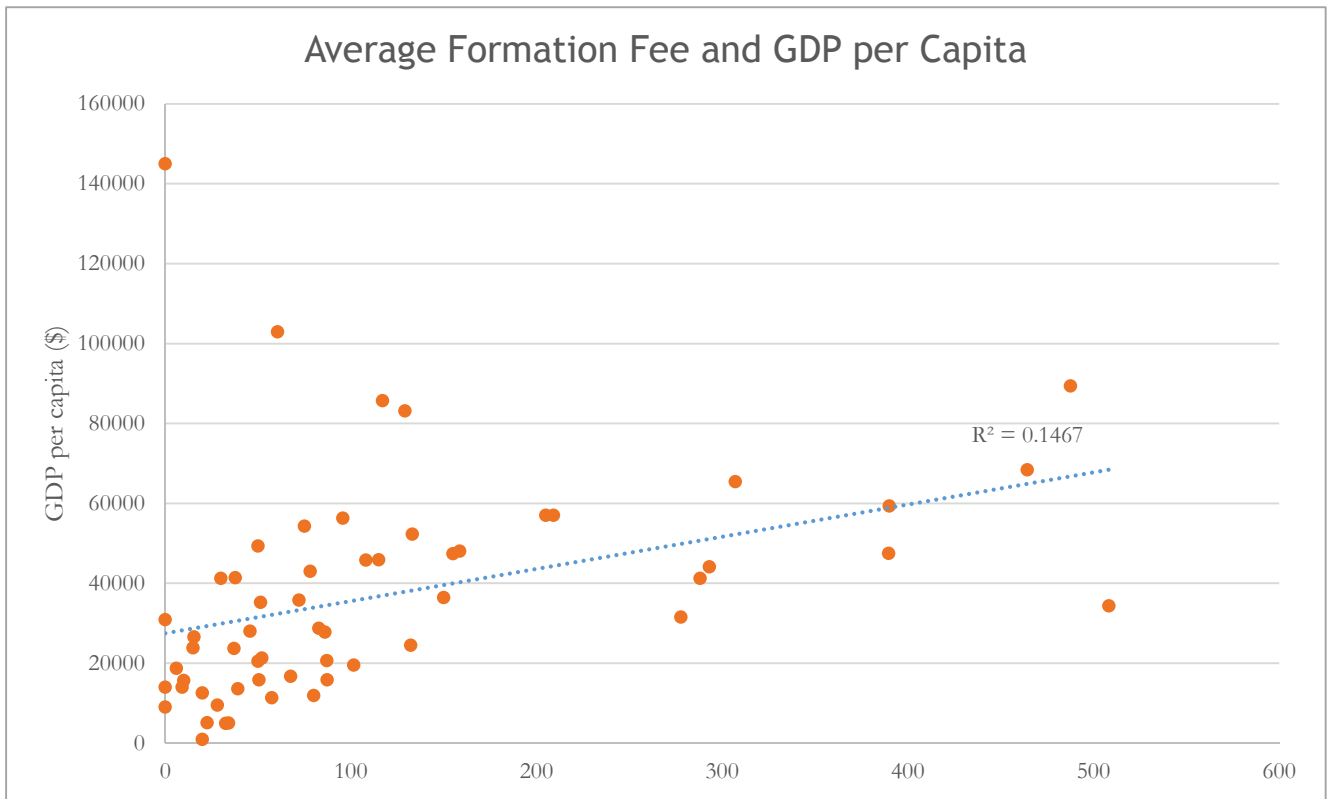
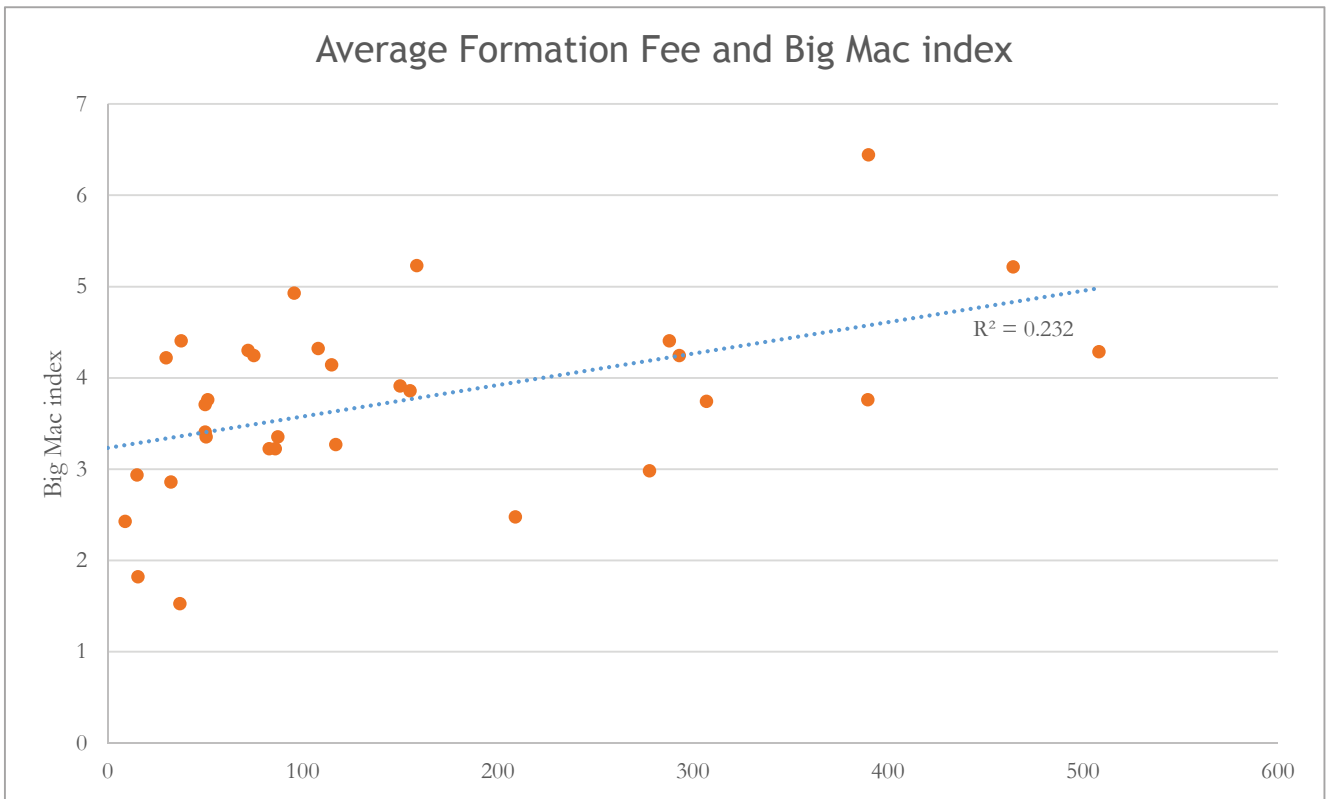
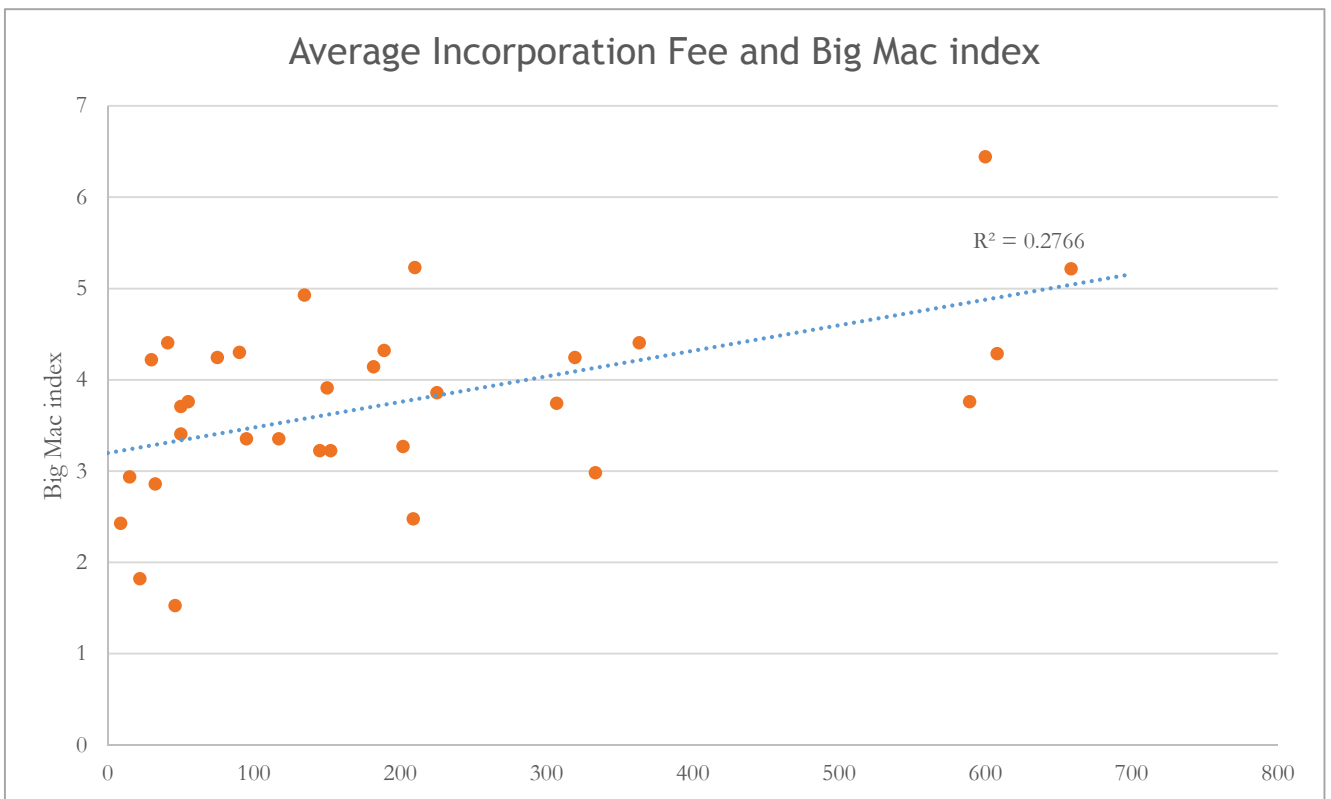


Figure 4.13





**Figure 4.16**



**Figure 4.17**

# Chapter 5

## Business Dynamics

## Chapter 5: Business Dynamics

This chapter deals with business dynamics and is included to analyse the business climate in which business registers, in different parts of the world, operate. The chapter is structured similarly to previous years; based on terminations and incorporations, global business dynamics are analysed and compared. The business dynamic variables are analysed through correlation tests with various economic indicators in each jurisdiction. The reasons behind companies' terminations are another topic analysed in this chapter. Also, the turnover of companies, measured as the net effect of incorporations minus terminations for each jurisdiction and region, is analysed.

### Terminations and New Registrations in 2015

In Figure 5.1 the total number of new formations/registrations and terminations, as a percentage of the total number of registered companies, is compared.

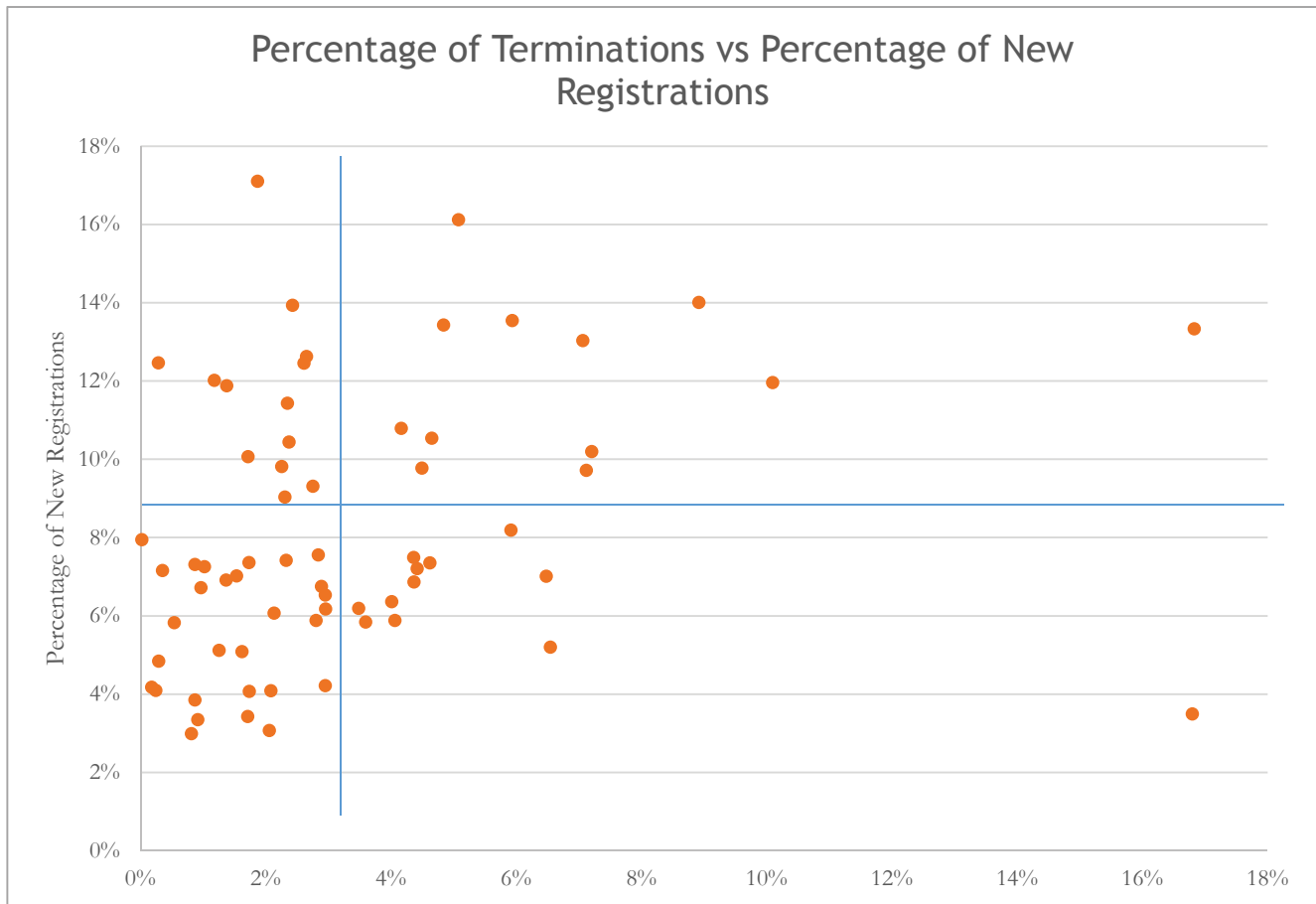
Formations/registrations includes all entity types included in the survey and will hereafter in this section be referred to as registrations. Terminations excludes those cases that were initiated by the business register. The results presented below are based on data from 67 jurisdictions; i.e. those that responded to the questions in the survey on the number of new registrations and the number of terminations. It should be noted that in some US states, there is no ability for the business register to dissolve certain entities, specifically LLCs, even though when it appears to be defunct, and little obligation or incentive for the owner of the entity to do so either. The reader should bear this in mind when considering the analysis set out below.

Firstly, the correlation between the number of new registrations and terminations is tested in order to investigate whether it is the case that a high number of new registrations also implies a high average number of new terminations. The low correlation shows that this is not the case. The average percentage of terminations in 2015 was 3.4%, which is lower than last year at 4.6 %. The average percentage of new registrations in 2015 was 8.2%, which is also lower than last year at 9.1 %. This overall decrease in terminations and new registrations could indicate that economies are becoming more stable; we will continue to monitor this trend to confirm if this is the case.

Based on the information in Figure 5.1, below, four different patterns can be recognised. The jurisdictions in the upper right corner are characterised by a high number of new registrations and a high number of terminations. These can be considered the most dynamic jurisdictions since it is implied that new companies replace old and unsuccessful ones, contributing to the flow of innovation and change that makes an economy prosperous. Out of the thirteen jurisdictions in the quadrant, 62% are from Europe, 23% are from Asia-Pacific and 15% are from the Americas. Slovenia has the highest number of new registrations and terminations. In order to see where other jurisdictions are placed, please see Table 5.1.

In the upper left corner, new registrations are high, but the percentage of terminations is low. These jurisdictions can also be characterised as dynamic ones, since they are often recognised as fast growing. In this quadrant, we have thirteen jurisdictions. Out of these thirteen, 15% are from Europe, 15% are from the Asia-Pacific region and 70% are from the Americas.

In the bottom left corner we find jurisdictions characterised as stable. They experience a small percentage of both terminations and new registrations. The termination of companies is almost constantly replaced by the creation of new companies and, in most cases, steady progress in the economy is achieved. As can be seen from the graph, most jurisdictions cluster in this quadrant. Out of the 30 jurisdictions, 43% are European, 43% are from the Americas, 10% are from Asia-Pacific and 3% are from Africa and the Middle East.



**Figure 5.1**

In the bottom right corner we find jurisdictions characterised by slower business dynamics. The jurisdictions we find here have an above average number of terminations and a below average number of new registrations. In this quadrant we have eleven jurisdictions in total. Out of these eleven, 100% are from Europe. The jurisdiction with the highest number of terminations is Liechtenstein.

Of all the European jurisdictions that are included in the graph below, 24% appear in the upper right quadrant, 6% in the upper left quadrant, 32% in the bottom right quadrant and 38% in the bottom left quadrant.

Of all the jurisdictions from the Asia-Pacific region, 38% appear in the upper right quadrant, 38% in the bottom left quadrant and 25% in the upper left quadrant. No jurisdictions from this region appear in the bottom right quadrant.

Of all the jurisdictions from the Americas, 8% appear in the upper right quadrant, 38% in the upper left quadrant and 54% in the bottom left quadrant. No jurisdictions from this region appear in the bottom right quadrant.

Only one jurisdiction from Africa and the Middle East is represented in this graph; this is Israel and it appears in the bottom left quadrant of the graph.

## Percentage of Terminations and New Registrations in All Jurisdictions

Upper left corner				Upper right corner			
Region	Jurisdiction	Percentage of Terminations	Percentage of Registrations	Region	Jurisdiction	Percentage of Terminations	Percentage of Registrations
Europe	Estonia	2%	9%	Europe	Montenegro	6%	8%
The Americas	Brazil - Alagoas Maccio	3%	9%	Europe	Guernsey	7%	10%
The Americas	Nova Scotia (Canada)	2%	10%	Europe	Ireland	4%	10%
The Americas	Manitoba (Canada)	2%	10%	The Americas	Rhode Island (USA)	7%	10%
Asia-Pacific	Azerbaijan	2%	10%	Europe	Denmark	5%	11%
The Americas	North Carolina (USA)	2%	11%	Asia-Pacific	Hong Kong	4%	11%
The Americas	Missouri (USA)	1%	12%	Europe	Serbia	10%	12%
Europe	Italy	1%	12%	Asia-Pacific	Australia	7%	13%
The Americas	Texas (USA)	3%	12%	Europe	Slovenia	17%	13%
The Americas	Hawaii (USA)	0%	12%	The Americas	Minnesota (USA)	5%	13%
The Americas	Canada (federal)	3%	13%	Asia-Pacific	Singapore	6%	14%
Asia-Pacific	Tonga	2%	14%	Europe	Russia	9%	14%
The Americas	Nevada (USA)	2%	17%	Europe	United Kingdom	5%	16%

Bottom left corner				Bottom right corner			
Region	Jurisdiction	Percentage of Terminations	Percentage of Registrations	Region	Jurisdiction	Percentage of Terminations	Percentage of Registrations
The Americas	Ecuador	0%	1%	Europe	Liechtenstein	17%	3%
Europe	Spain, central	1%	3%	Europe	Croatia, Republic of	7%	5%
Europe	Germany	2%	3%	Europe	Portugal	4%	6%
Europe	Spain	1%	3%	Europe	Gibraltar	4%	6%
The Americas	Washington DC (USA)	2%	3%	Europe	Sweden	3%	6%
The Americas	Colorado (USA)	1%	4%	Europe	Macedonia	4%	6%
Europe	Lithuania	2%	4%	Europe	Switzerland	4%	7%
Europe	Moldova	2%	4%	Europe	Isle of Man	6%	7%
Asia-Pacific	New Zealand	0%	4%	Europe	Jersey	4%	7%
The Americas	Northwest Territories (Canada)	0%	4%	Europe	Norway	5%	7%
Europe	Romania	3%	4%	Europe	Latvia	4%	7%
The Americas	British Columbia (Canada)	0%	5%				
The Americas	Newfoundland and Labrador (Canada)	2%	5%				
Africa & ME	Israel	1%	5%				
Asia-Pacific	Malaysia	1%	6%				
Europe	Finland	3%	6%				
Europe	Belgium	2%	6%				
The Americas	Connecticut (USA)	3%	6%				
The Americas	North Dakota (USA)	3%	7%				
The Americas	Alberta (Canada)	1%	7%				
Europe	Netherlands	3%	7%				
The Americas	New Brunswick (Canada)	1%	7%				
Europe	Kosovo	2%	7%				
Europe	Turkey	0%	7%				
The Americas	Ohio (USA)	1%	7%				
Europe	Georgia	1%	7%				
The Americas	Arizona (USA)	2%	7%				
The Americas	Quebec (Canada)	2%	7%				
Europe	Austria	3%	8%				
Asia-Pacific	Pakistan	0%	8%				

Table 5.1

## Dynamics of the Regions

Figure 5.2 shows the percentage of new registrations and terminations by region. The graph is calculated in the same way as Figure 5.1 in the previous section, the difference being that it is displayed based on the regions defined. In all regions the number of new registrations is higher than the number of terminations, indicating a positive inflow of companies across the board.

Compared to last year's report, Africa and the Middle East and Asia-Pacific have fewer new registrations, Europe has slightly more and the Americas have the same. The percentage of terminations follows the same pattern as last year; Africa and the Middle East have the least, followed by the Americas, Asia Pacific and then Europe with the most. Overall Europe and the Americas can be said to be the most stable regions where terminations are replaced by new registrations.

### Business Dynamics and Economic Indicators

As in previous years we have tried to analyse whether there is a correlation between the numbers of incorporations, the numbers of terminations, and the total size of the business register (business dynamics

variables) relative to other economic indicators. We considered GDP per capita and the Big Mac Index, in addition to population information. Greater detail regarding GDP per capita and the Big Mac Index can be found in Chapter 4. We also considered number of entities per capita and the number of new registrations. Further detail on the number of entities per capita can be found in Chapter 1.

As was the case last year, there is no correlation at all between the business dynamics variables in this chapter and GDP per capita. Further, there is only a very weak negative correlation between the same variables and the Big Mac Index, therefore it is not possible to make any connection here. We also tested if there is a correlation between the business dynamics variables and the population in each jurisdiction.

Again, it is not possible to make any connections as there is only a very weak positive correlation between new incorporations and the population. The graph showing the analysis of new incorporations and population is nevertheless shown in Figure 5.3, since this is an area that is examined in Chapter 1 and may provide some useful additional information.

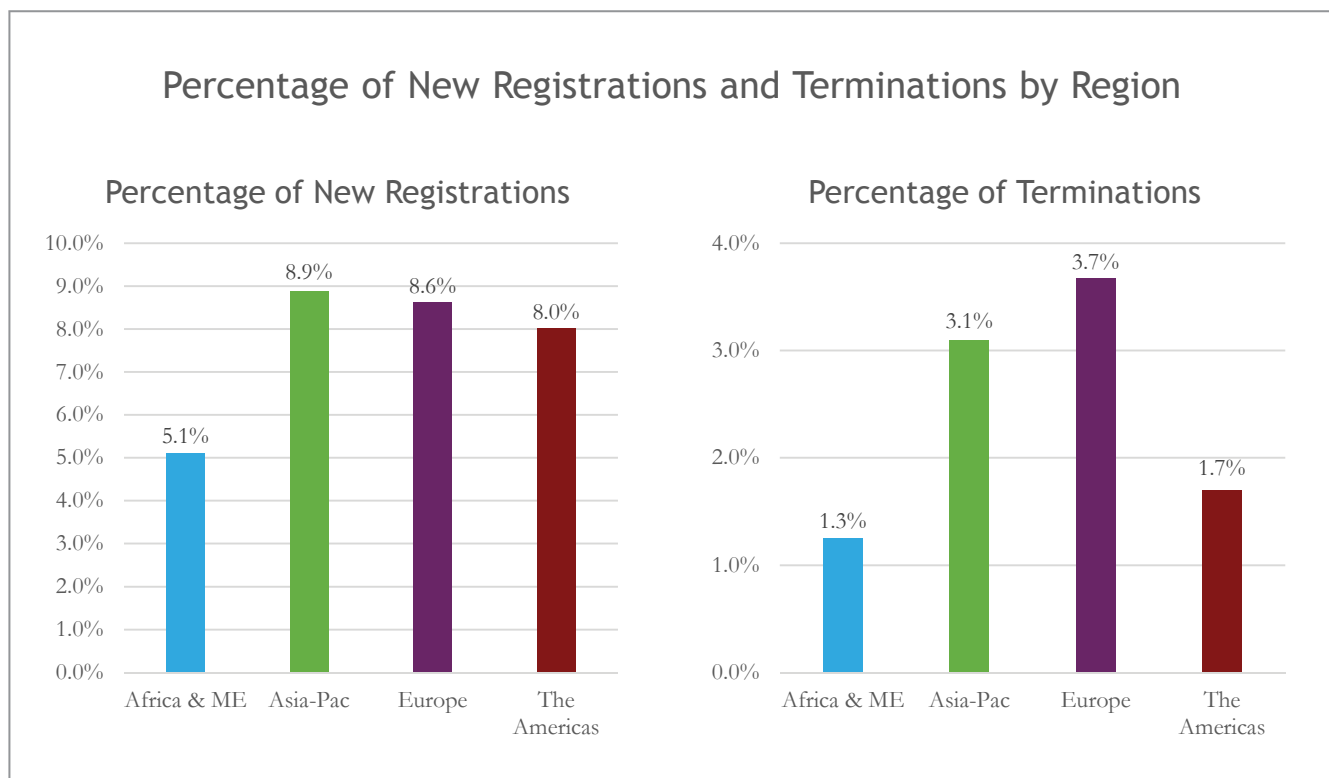
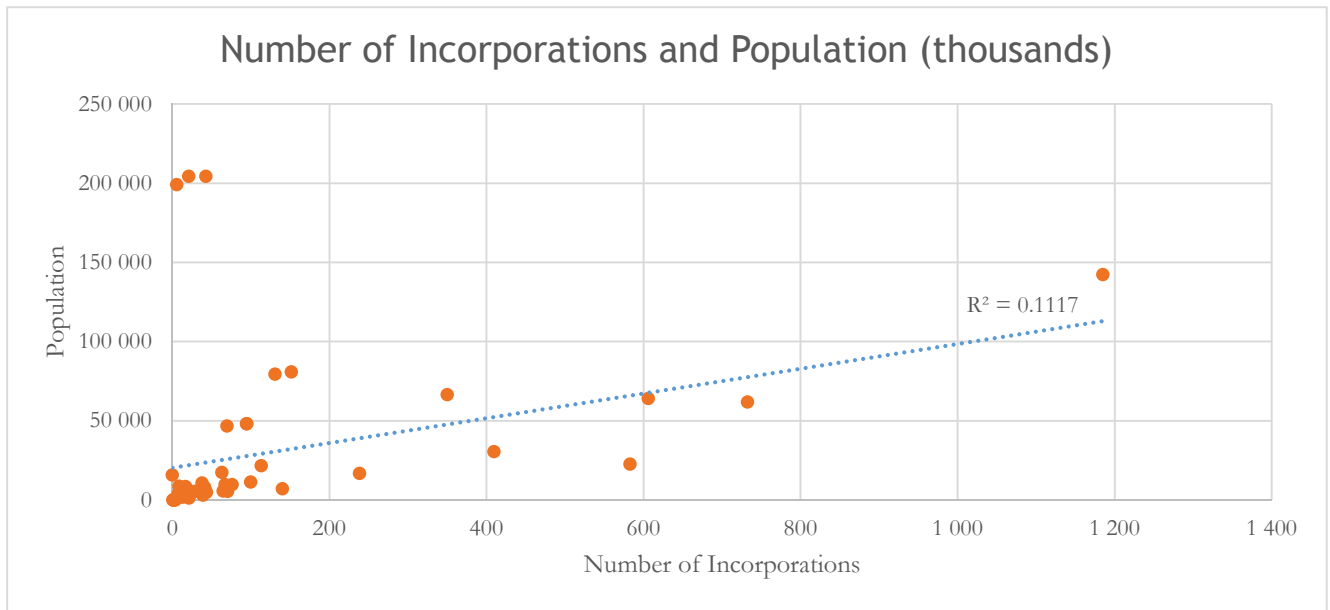


Figure 5.2





## Average Number of Voluntary and Compulsory Terminations by Region

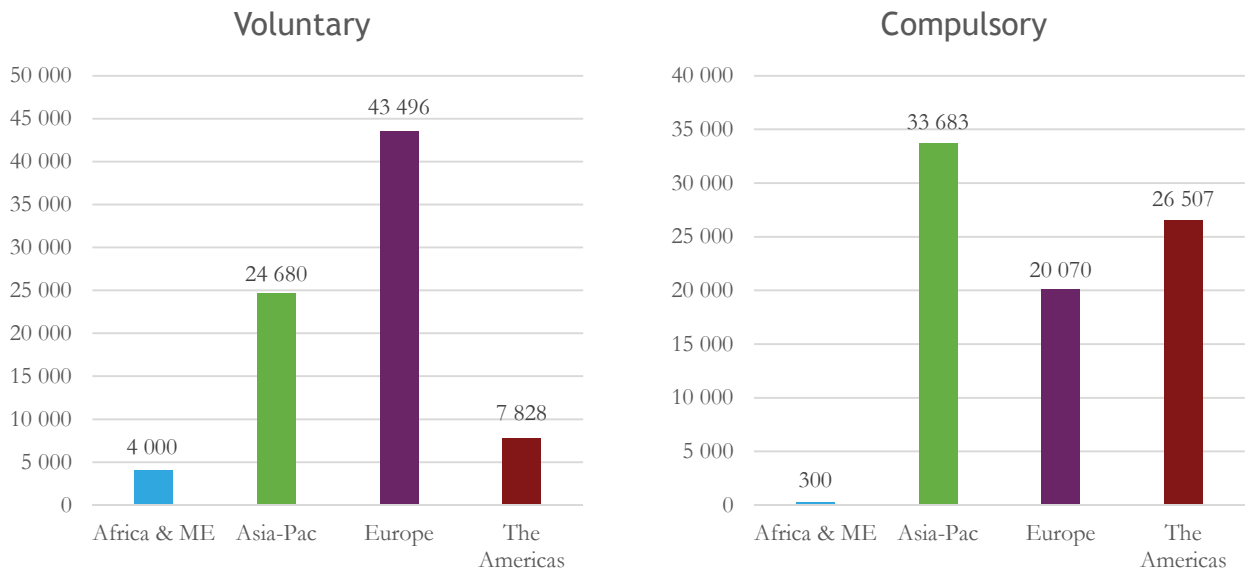


Figure 5.4

## Turn-Over by Region

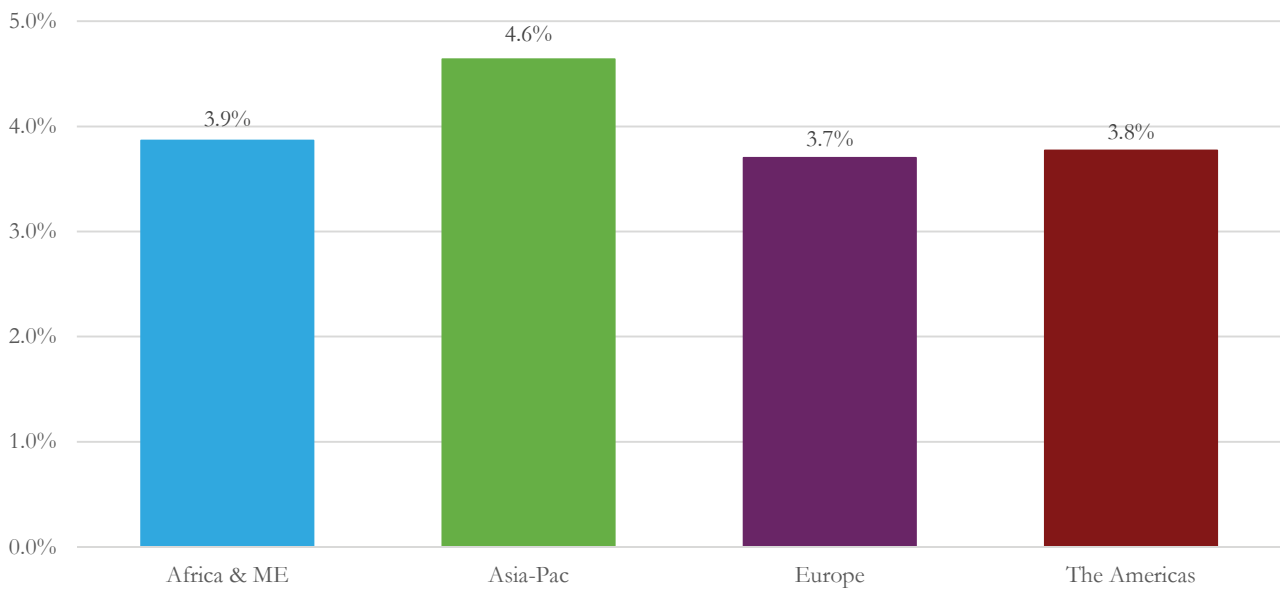


Figure 5.5

Turn-Over by Jurisdiction					
Region	Jurisdiction	Turnover	Region	Jurisdiction	Turnover
Africa & ME	Israel	4%	Europe	Austria	3%
Asia-Pacific	New Zealand	-1%	Europe	Turkey	4%
Asia-Pacific	Hong Kong	1%	Europe	Georgia	4%
Asia-Pacific	Singapore	3%	Europe	Estonia	4%
Asia-Pacific	Australia	5%	Europe	Denmark	5%
Asia-Pacific	Malaysia	5%	Europe	Ireland	5%
Asia-Pacific	Pakistan	8%	Europe	Kosovo	5%
Asia-Pacific	Azerbaijan	8%	Europe	United Kingdom	6%
Europe	Liechtenstein	-13%	Europe	Italy	11%
Europe	Gibraltar	-4%	The Americas	Minnesota (USA)	-6%
Europe	Slovenia	-3%	The Americas	Nova Scotia (Canada)	-2%
Europe	Sweden	-3%	The Americas	New Brunswick (Canada)	0%
Europe	Croatia, Republic of	-1%	The Americas	North Dakota (USA)	0%
Europe	Isle of Man	1%	The Americas	Quebec (Canada)	1%
Europe	Romania	1%	The Americas	Manitoba (Canada)	1%
Europe	Germany	1%	The Americas	Rhode Island (USA)	1%
Europe	Moldova	2%	The Americas	North Carolina (USA)	2%
Europe	Serbia	2%	The Americas	Washington DC (USA)	2%
Europe	Jersey	2%	The Americas	British Columbia (Canada)	2%
Europe	Switzerland	2%	The Americas	Colorado (USA)	3%
Europe	Lithuania	2%	The Americas	Connecticut (USA)	3%
Europe	Spain, central	2%	The Americas	Alberta (Canada)	3%
Europe	Portugal	2%	The Americas	Northwest Territories (Canada)	3%
Europe	Montenegro	2%	The Americas	Newfoundland and Labrador (Canada)	3%
Europe	Belgium	2%	The Americas	Texas (USA)	4%
Europe	Macedonia	2%	The Americas	Canada (federal)	5%
Europe	Spain	2%	The Americas	Ohio (USA)	6%
Europe	Guernsey	3%	The Americas	Arizona (USA)	6%
Europe	Norway	3%	The Americas	Brazil - Alagoas Maceio	7%
Europe	Finland	3%	The Americas	Hawaii (USA)	10%
Europe	Russia	3%	The Americas	Missouri (USA)	11%
Europe	Latvia	3%	The Americas	Nevada (USA)	15%
Europe	Netherlands	3%			

**Table 5.2**

The turn-over for each jurisdiction is shown in Table 5.2. Most of the jurisdictions experienced a positive net effect in 2015, with more entities created than terminated. However, as Table 5.2 shows, 6 jurisdictions showed negative numbers. This is up from 3 jurisdictions last year. Croatia was the only jurisdiction to show a negative turnover both last year and this year.

Figure 5.6 shows the different types of entities that were created in the participating jurisdictions. During 2015 7.25 million entities were created in total. The most common entity type in 2015 was the sole trader – 29% of all entities created were in this category. The second most common entity type was the private limited company (26%), followed by LLCs (23%). In previous

years, the majority of LLCs have been registered in the Americas, however this year the majority were registered in Europe. This can be attributed to high numbers of LLC registrations in Italy and Russia.

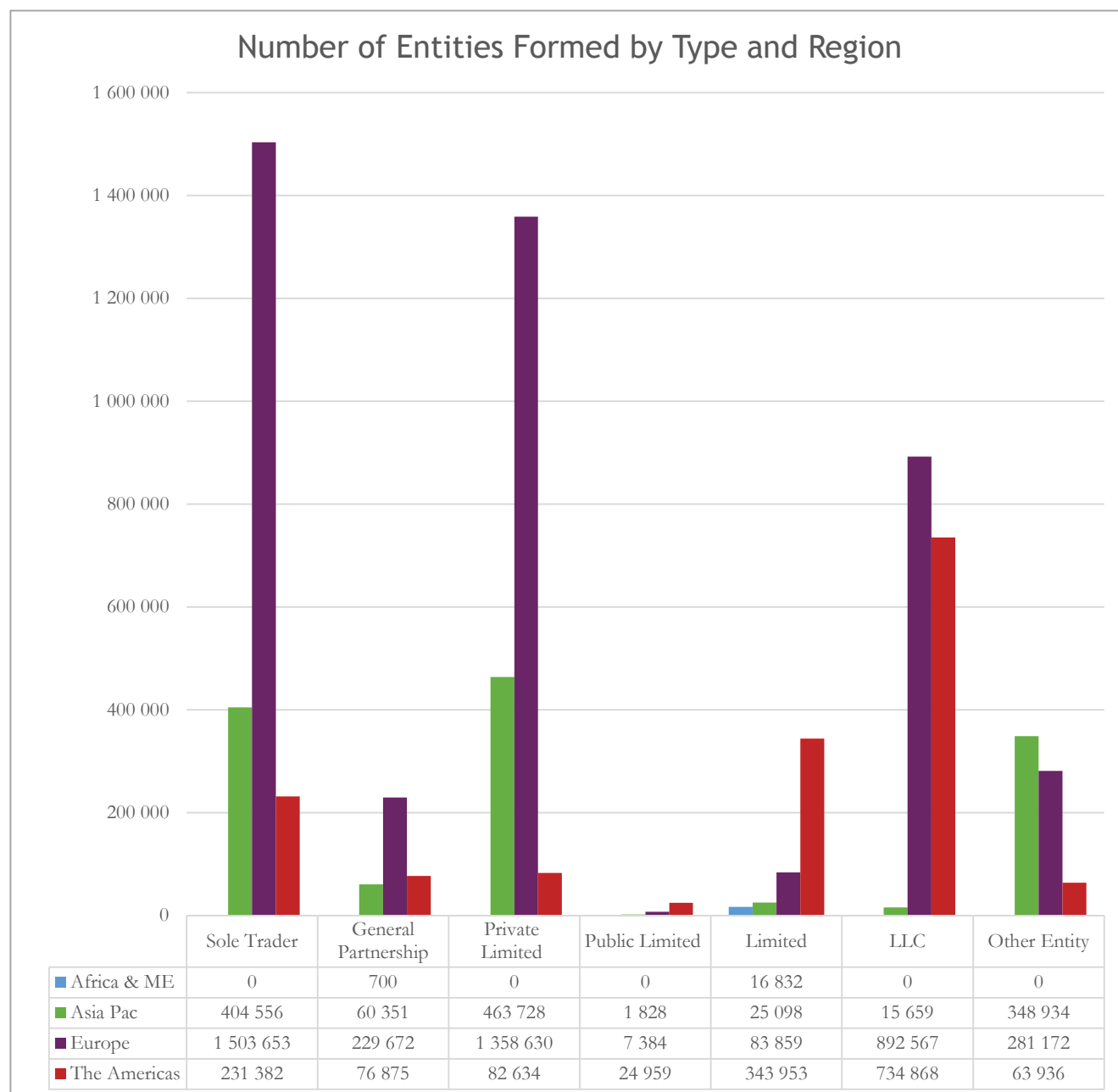


Figure 5.6



# Chapter 6

## Use of Business Register Information

## Chapter 6: Use of Business Register Information

An increase in digitisation has made more information available and at the same time has facilitated access to information. Increased access has boosted the demand for information, which is being used in new ways. As the demand for data is growing, the general trend is that the importance of compliance, accuracy, quality, integrity and privacy is increasing accordingly. The requirements imposed on business register information poses no exception.

As seen in previous chapters, there are many differences in how business registers are organised and run. While some have the task of registering entity information, others have a broader assignment and are mandated to make more decisions. This means that there are differences between jurisdictions as to what kind of information is available, if and how it can be accessed, and with whom it is shared.

During 2015, there have been some interesting developments that clearly show the importance of business registers' data. One great example is the reform implemented in the United Kingdom: "With effect from 1 June 2015, Companies House began to make all the public digital data held on the UK register of companies available to others without charge on its new public beta search service, providing access to over 170 million digital records on companies and directors including financial accounts, company filings and details on directors and secretaries throughout the life of the company. The free access is available both through a web service and an application program interface (API)."

As in last year's survey and report, this year we wanted to explore the value of data. The same kind of instruments as last year were used as indicators of value; that is responses to the questions on information provided, use of information, quality of information and accessibility of information. Also, the focus of this year's case studies is on data quality, compliance, and misuse of data.

### Content and Availability

This subsection describes the sorts of information different registers make available.

As can be seen in Figure 6.1, it is common for information to be made available on the website of business registers. The most commonly provided information service is, as in previous years, on existing company/entity names and on entity search services. Services on more detailed information seem to be less common, even though the availability has increased in Europe. This year the question was broadened to include information services on the process of forming an entity. It is very common among all respondents to provide information services on how to form an entity, relating laws and regulations, and information about fees.

## Information Services Available

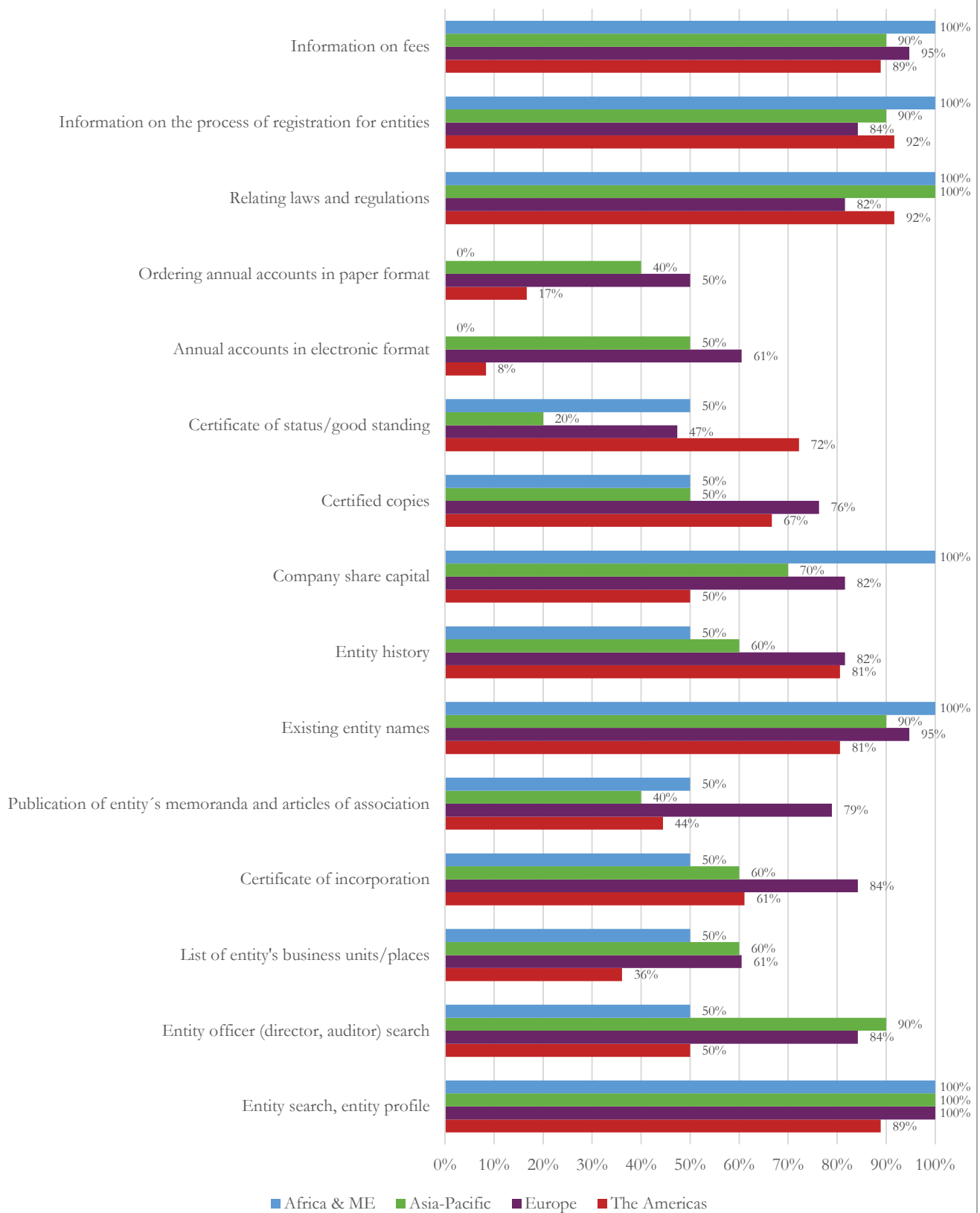


Figure 6.1



In Chapter 1, there are details on the registration of information about shareholders and beneficial owners. In total, 47% of all of the respondents answered that their register is responsible for registration of information about shareholders; for beneficial owners the corresponding number is 20%. When comparing numbers over the years it is important to remember that this question was posed somewhat differently in previous years. Previously we asked whether or not registration occurred within the jurisdiction. This year we allowed respondents to make a distinction between whether it is the responsibility of the register or that of another authority. This accounts for some of the differences in percentages. If we combine the responses, such that if

either the business register collects this information or another authority collects this information, the “jurisdiction” is then deemed to collect it, 66% of the jurisdictions register information about shareholders; for beneficial owners the corresponding number is 32%.

In Figures 6.2 and 6.3, the percentage of the respondents who make information on shareholders and/or beneficial owners available is shown. As can be seen in all regions except the Americas, it is common to make information about shareholder details available to the public. It is not as common to have other specific public authorities asking for the information.

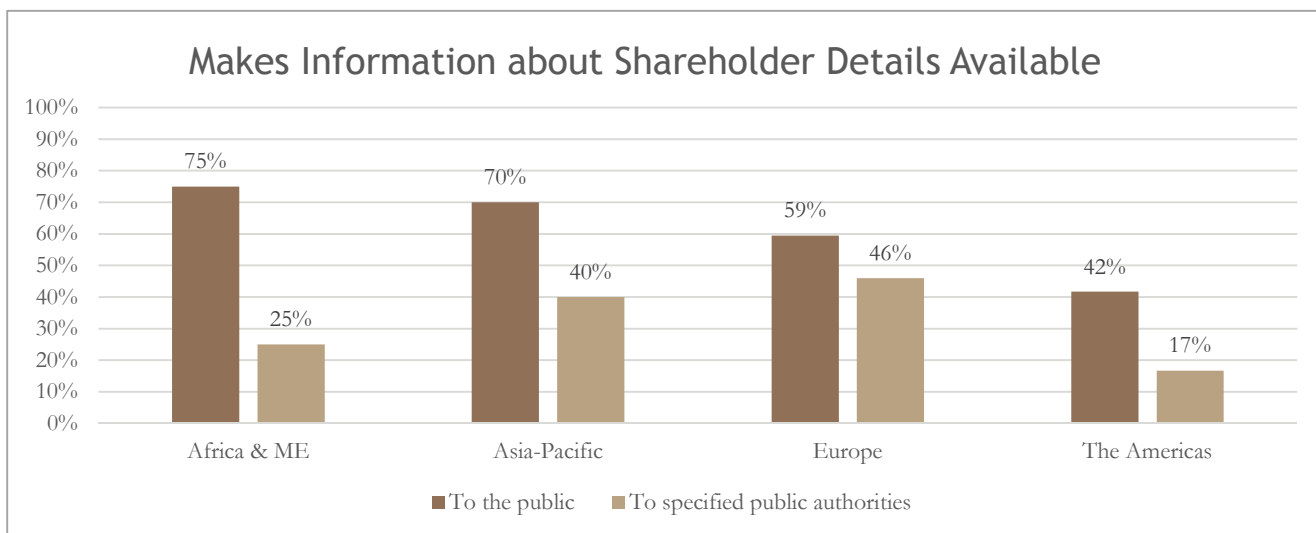


Figure 6.2

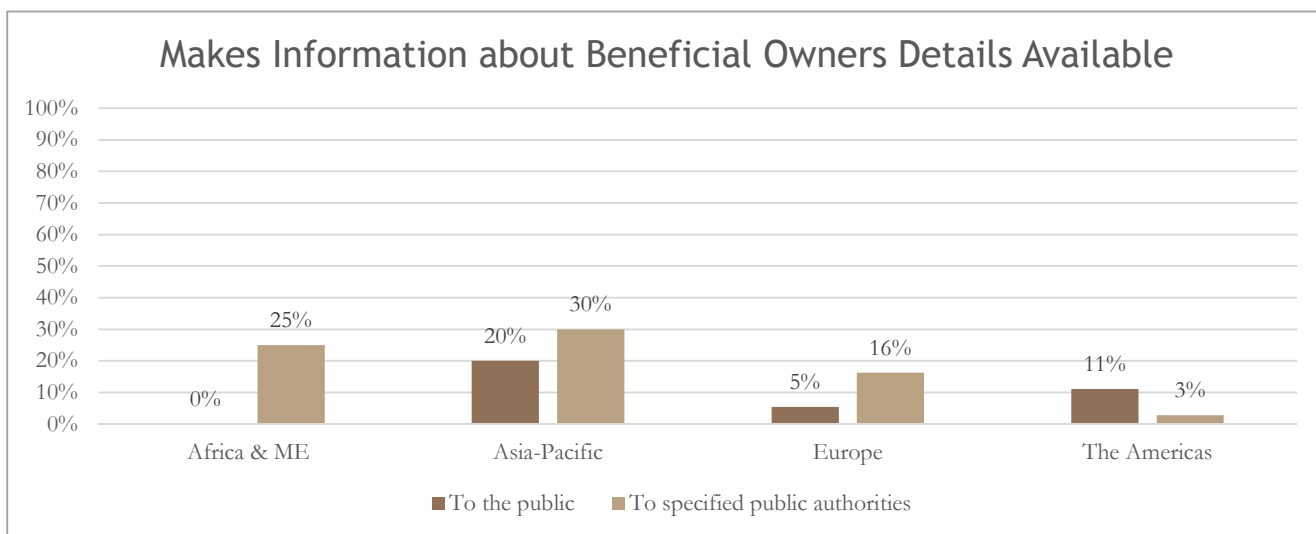


Figure 6.3

The percentages given in Figures 6.2 and 6.3 can be seen to be somewhat misleading since they show the percentage of all responding jurisdictions who make information about shareholders and/or beneficial owners available, without regard to whether or not the information is actually gathered and registered within the jurisdiction. Figure 6.4 gives insight on the extent to which only those jurisdiction which actually register information on shareholders or beneficial owners, make that information available to the public.

It is clear that in the Americas, even though information on shareholder details and/or beneficial owner details is not registered to the same extent as in the other regions, when it is registered, it is publically available to a greater extent than in other regions. In Africa and the Middle East, those who register information on beneficial owners do not make it publically available.

In general, it is not common to share information on beneficial owners. The overall low numbers indicates that the information is regarded as sensitive. Therefore, it is

not surprising that the jurisdictions who keep registers on beneficial owners today do not usually make that information public. In Europe we expect that keeping a register of beneficial owners will be much more common in the near future, because of the implementation of the EU 4th Anti-Money Laundering Directive scheduled to take effect in 2017. That is also likely to lead to more information being made publicly available in Europe.

#### Annual Accounts and Annual Returns

As was shown in Chapter 3, 52% of the respondents answered that their organisation collects annual accounts.

In Figure 6.5, the percentage of those organisations that collect annual accounts and make them available is shown. As illustrated, where annual accounts are collected, it is very common to make them available on paper and/or electronically. In Europe and the Americas some of the respondents answered that the information about annual accounts is not made available. The most predominant way of making annual accounts available seems to be both electronically and on paper.

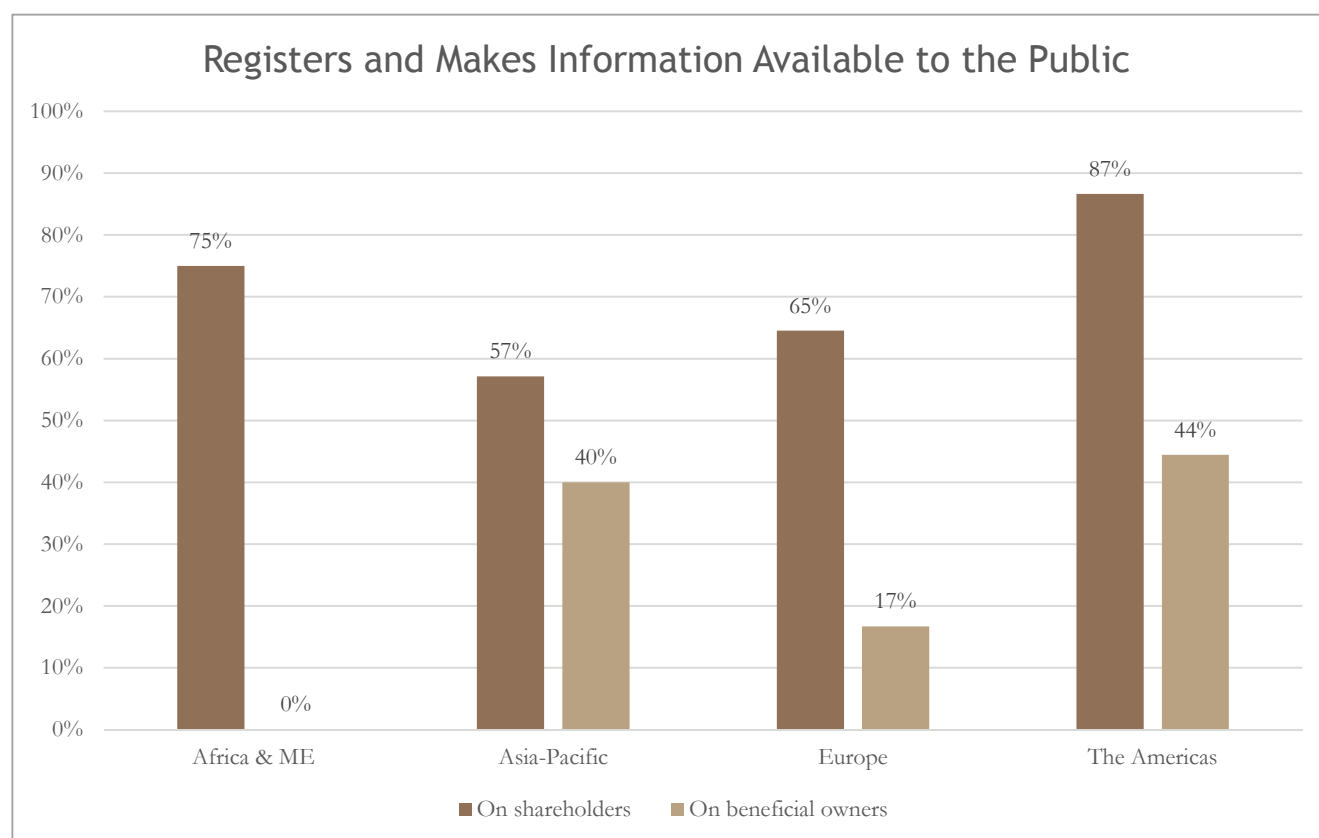
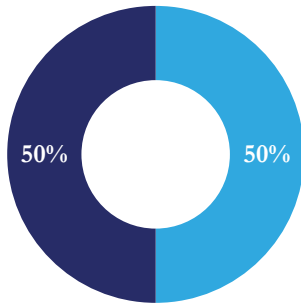


Figure 6.4

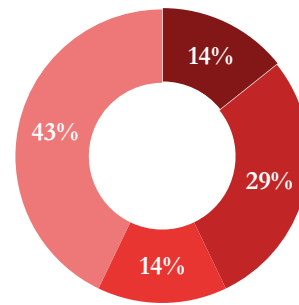
## Annual Accounts - How They are Made Available

Africa & ME



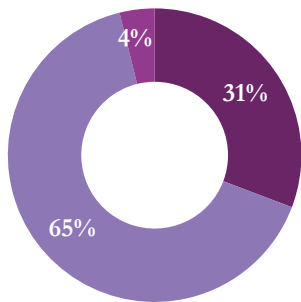
■ Only on paper ■ Electronically and on paper

The Americas



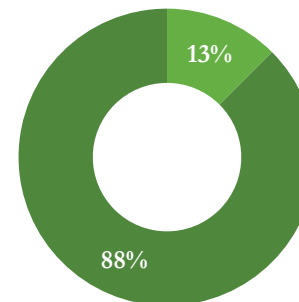
■ Only on paper ■ Only electronically  
 ■ Electronically and on paper ■ No not made available

Europe



■ Only electronically ■ Electronically and on paper  
 ■ No not made available

Asia-Pacific



■ Only electronically ■ Electronically and on paper

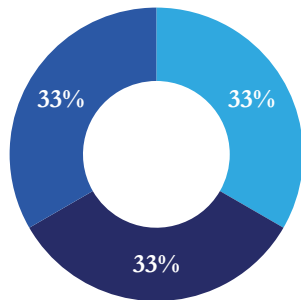
**Figure 6.5**

When it comes to annual returns, 51% of the respondents answered that their organisation collects them. Thus it is more common to collect annual accounts than it is to collect annual returns. The most predominant way of making annual returns available is both electronically and on paper. In general it is more common to make annual returns available than it is to make annual accounts available. This is apparent from the fact that all the European registers who collect annual

returns also make them available, and the number of registers in the Americas who make annual returns available is significantly higher than for annual accounts. It seems that financial information is less publicly available than other information.

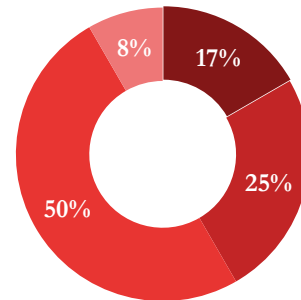
## Annual Returns - How They are Made Available

### Africa & ME



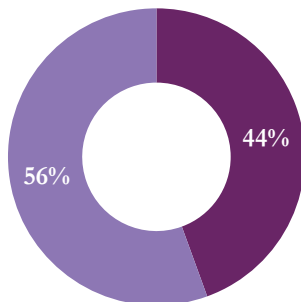
■ Only on paper      ■ Only electronically  
■ Electronically and on paper

### The Americas



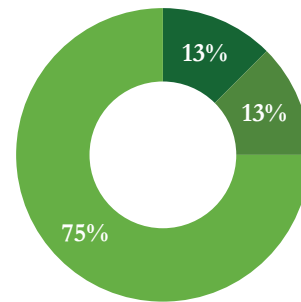
■ Only on paper      ■ Only electronically  
■ Electronically and on paper      ■ No not made available

### Europe



■ Only electronically      ■ Electronically and on paper

### Asia-Pacific



■ Only on paper      ■ Only electronically  
■ Electronically and on paper

**Figure 6.6**

### Use and Reuse

The purpose of business register information being made publically available is that it should be used. Therefore, we are exploring how many requests business registers receive every year. Again, the question allowed for free text answers, and it is not possible to display them in a

graph. This year we have chosen to display the free text answers in Table 6.1 in order to illustrate the popularity of business register information. What is clear from looking at the responses received, is that there is a huge public demand for information on entities.

Requests for Business Register Information		
Region	Jurisdiction	Number of queries
Africa & ME	Israel	112 000 paid queries (we don't have information on the number of unpaid queries)
Asia-Pacific	Australia	In 2015 over 85 million searches of ASIC registers were requested.
Asia-Pacific	Azerbaijan	10 560
Asia-Pacific	Hong Kong	18 303 171
Asia-Pacific	New Zealand	7 000 000
Asia-Pacific	Singapore	Over 8 000 000 queries per year.
Europe	Albania	Total for year is 6 336 996 searches.
Europe	Belgium	Over 50 million (24 568 741 unpaid queries between 1/07/2015 and 31/12/2015).
Europe	Estonia	8 000 208
Europe	Finland	Over 20 000 000
Europe	France	www.infogreffe.fr - 25 millions per years
Europe	Georgia	
Europe	Germany	105 606 755
Europe	Gibraltar	233 576
Europe	Guernsey	316 676
Europe	Ireland	309 155
Europe	Isle of Man	200 000
Europe	Italy	5 730 000
Europe	Jersey	300 000
Europe	Latvia	Some data about legal entities of the Commercial register are not available. In 2015 common search number about legal entities which are registered in all registers kept by the Register of Enterprises is 77 701.
Europe	Lithuania	Paid - 400 000, unpaid - 2 500 000
Europe	Macedonia	20 000
Europe	Moldova	9 149
Europe	Netherlands	200 000 000
Europe	Norway	67 000 000
Europe	Portugal	3 445 655
Europe	Romania	34 964 364
Europe	Russia	258 855 521
Europe	Serbia	17 558 923 - from 1 January to 31 December 2015
Europe	Slovenia	4 287 000
Europe	Spain	2 351 325
Europe	Spain, central	1 177 570
Europe	Sweden	8 231 319
Europe	Switzerland	13 500 000
Europe	United Kingdom	1 049 641 477
The Americas	Alberta (Canada)	Estimated number of searches and search products during the preceding year is 1 079 437. All searches and search products are provided by authorized private sector service providers, as mentioned earlier, who have secure direct access to the registry computer system.
The Americas	Brazil - Alagoas Maceio	More than 30 000
The Americas	Brazil - Rio de Janeiro	2 000 000
The Americas	Canada (federal)	Visitors: 1 175 043, visits: 1 969 542
The Americas	Colombia	293 564 735
The Americas	Connecticut (USA)	12 000 000 +
The Americas	Hawaii (USA)	6 846 228

Table 6.1

## Requests for Business Register Information

Region	Jurisdiction	Number of queries
The Americas	Manitoba (Canada)	190 204
The Americas	Minnesota (USA)	6 969 879
The Americas	Mississippi (USA)	513 459
The Americas	New Brunswick (Canada)	26 409
The Americas	North Carolina (USA)	There were around 15 million entity name searches.
The Americas	Northwest Territories (Canada)	20 431 downloads, 212 042 searches
The Americas	Nova Scotia (Canada)	50 000
The Americas	Quebec (Canada)	7 466 179 searches and 86 compilation of the information contained in statements of information.
The Americas	Rhode Island (USA)	Approximately 600 000
The Americas	Texas (USA)	3 470 652
The Americas	Washington DC (USA)	200 000
The Americas	Washington State (USA)	3 000 000+

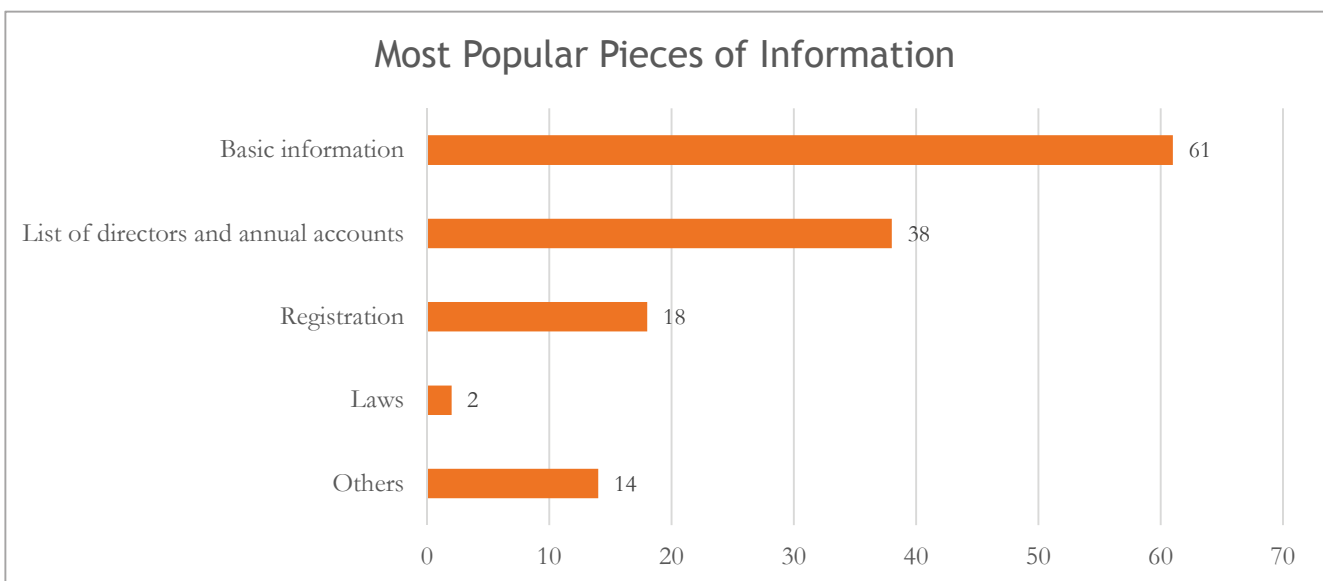
**Table 6.1**

In addition to knowing how many queries were posed to the business registers, we also wanted to know what type of information is most in demand. The answers were given in free-text. This year we made an attempt to group the free-text answers (see Figure 6.7). The answers show that the most popular pieces of information relate to existing entities and could mostly be considered as basic company data, such as information about the existence of an entity, entity identification and entity name. More detailed information, such as information relating to directors and annual accounts, is not as common. Information about how to register, laws and regulations

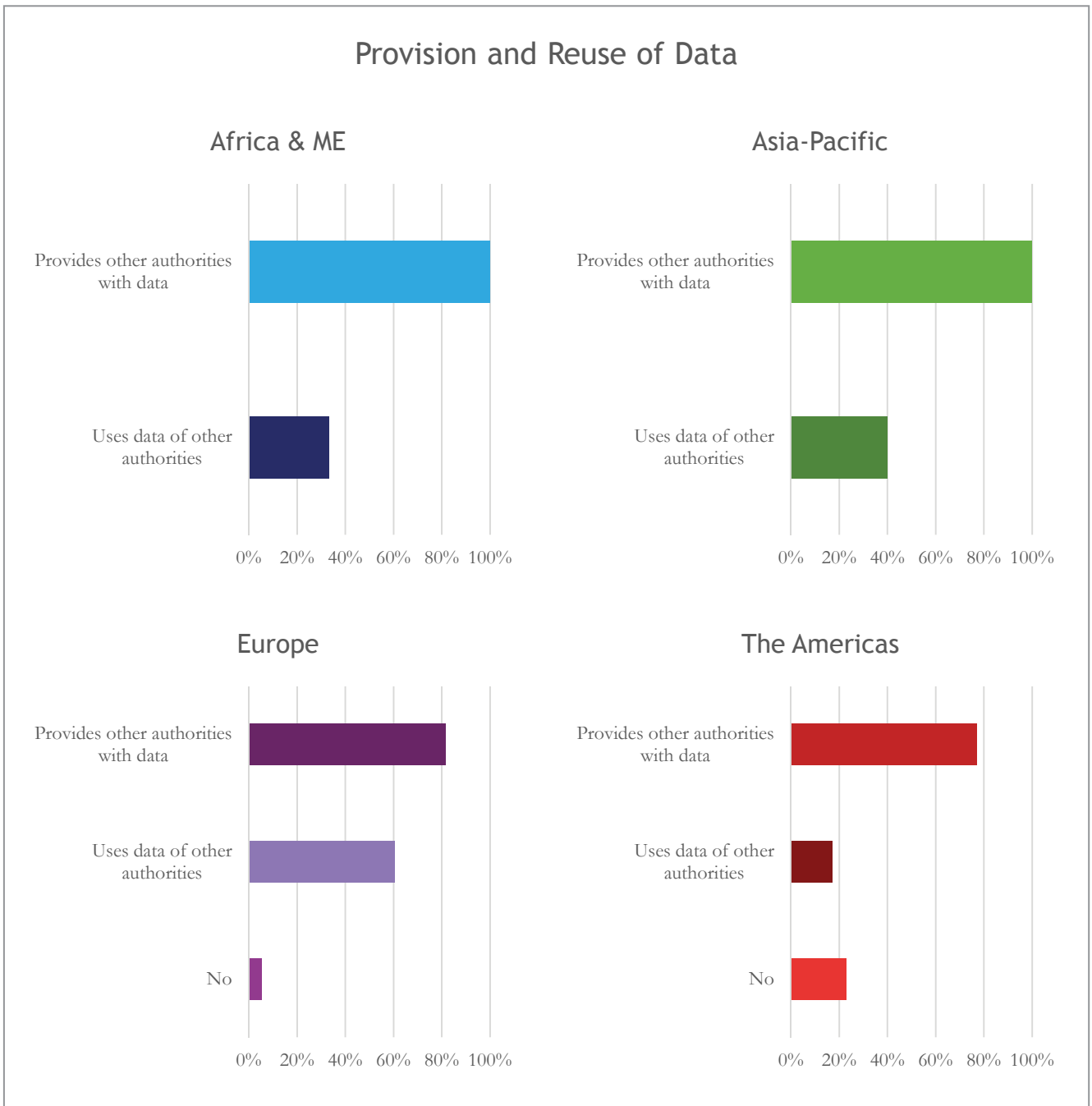
and information about fees is surprisingly not as common as one could imagine.

In this year's survey we asked if business registers use other authorities' information or provide information to other authorities. The results are displayed in Figure 6.8.

The respondents from Africa and the Middle East and from Asia-Pacific all provide other authorities with data. This is also very common in both Europe and the Americas. When it comes to using the data of other authorities, the respondents from the European region are



**Figure 6.7**



**Figure 6.8**

the most frequent users. Even though the question last year did not allow for respondents to answer that they both provide others with data, and use the data of others, the pattern is the same. However, the numbers are higher for both categories across the board. Again it is much more common for a business register to provide other authorities with data, than to reuse the data collected by others. This may be because in most jurisdictions, the business register is the place where the business begins,

the starting place for interaction between the business and government, and the source of truth as to the existence and status of a business.

Many of the respondents complemented their answer with a free text explanation. Again, the tax authority stands out as the most common recipient of business register data. Some examples of free text answers are:

Israel: “We receive information from the Ministry of Interior to verify information provided to the registry with regards to natural persons (id number, addresses etc). We provide the Tax Authority on a daily basis with information from the registry (as well as other authorities).”

Hong Kong: “The Companies Registry transmits the prescribed data of companies incorporated or registered under the one-stop simultaneous application regime and subsequent changes in the data (e.g. company name and registered office address) under the one-stop notification service, to the Inland Revenue Department for updating the business register maintained by its Business Registration Office.”

## Quality and Reliability

For the data to be of public interest, it is important that it is reliable and of good quality. One thing that business registers can do to increase data quality is to take action to prevent corporate identity theft. The measures taken by business registers were discussed from a legal perspective in Chapter 1.

As discussed in Chapter 1, all but 9 of the respondents stated that they do not take any special measures to prevent corporate identity theft. Many of the registers take more than one type of measure. The respondents were also given the alternative to give a free-text answer to complement the predefined options. The full list of free-text answers can be found in Appendix i. There is a wide variety to type of measures described in the free-text

Isle of Man: “We only communicate with the registered office which must be on the Isle of Man. We have an agreement with the Post Office that our mail is not redirected off island. We have the benefit of working within a small well defined area”

Colombia: “Biometric control through fingerprint authentication connected with the Registraduria Nacional del Estado Civil, which is the authority who keep the identification Registers of all the citizens”

answers. Some examples are:

Another factor that may be indicative of the quality and reliability of data is the way in which individuals verify their identity when delivering entity information to the business register, and whether and how they sign that information. These topics have previously been discussed in Chapter 3, in connection to use of e-services.

Therefore the figures are not displayed here, and the interested reader is referred to Figures 3.4 and 3.5. As discussed in Chapter 3, almost all respondents demand some kind of verification when their customers deliver information to their business register. What is interesting is that even the more demanding verification types, such as “electronic certificate” (an electronic attestation which links signature-verification data to a person and confirms the identity of that person) and “two factor authentication” (login requiring a second layer of security such as extra information (e.g. a shared secret) or a physical device (e.g. bank card, key) in addition to a password) are fairly common. Since the latter has not been included in the survey before, we are not able to compare it to last year, but it will be interesting to see if this method is going to increase in popularity over the years to come, as the users demand that data be of a certain quality.

As discussed in Chapter 3, there is still a large portion of the respondents across regions who do not require (or allow) delivered information to be accompanied by an electronic signature. Europe is the region where it is most common to require an advanced electronic signature.

Another indicator of quality is whether or not entities are required to re-register at certain intervals. Re-registration could be a way of ensuring that the information in the register is up to date.



Figure 6.9 illustrates how common it is to re-register in the different regions. As can be seen, it is in general not very common to use re-registration as a way of ensuring up to date information in the business registers. It is most common in the Americas with 42%, followed by Asia-Pacific where 10% of the respondents require re-registration.

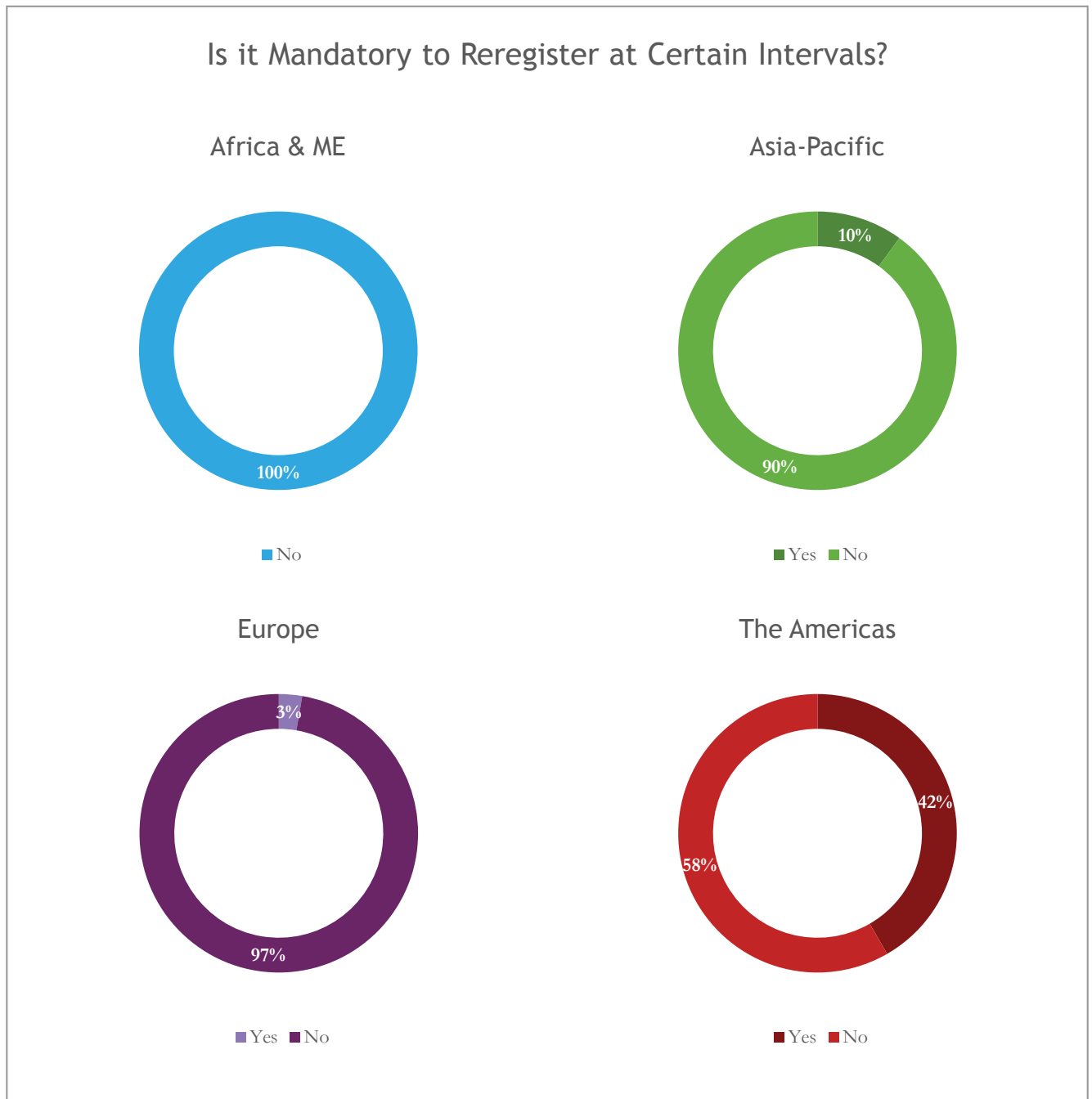


Figure 6.9

The final indicator of quality and reliability we explored is whether business registers use any measures to ensure the accuracy of information held on a specific entity, and how often the information in the register is updated. Figures 6.10 and 6.11 display the results.

As can be seen by Figure 6.10 it is fairly common in all regions except in Europe to require annual renewal of entity information. In Europe, penalty fees for failing to update information is instead the predominant method. It is also interesting to note that many of the respondents use more than one of the suggested options.

As illustrated, most registers update in real time. Among those who do not register in real time, almost all state that their register is updated daily.

## Accessibility

As shown throughout this report, a lot of information is made available by the business registers. However, making information available is not necessarily the same as making it easily accessible. There are different barriers that can make information less accessible. In their report “It’s none of your Business!”, The Organized Crime and Corruption Project show that up to this point, out of 32 jurisdictions in Europe, only Denmark and the United Kingdom (as of June 2015) publish their entire business registers database free of charge.

In all other European jurisdictions, there are obstacles to obtain data. The same pattern is apparent in our data, and the obstacles and their severity vary between jurisdictions.

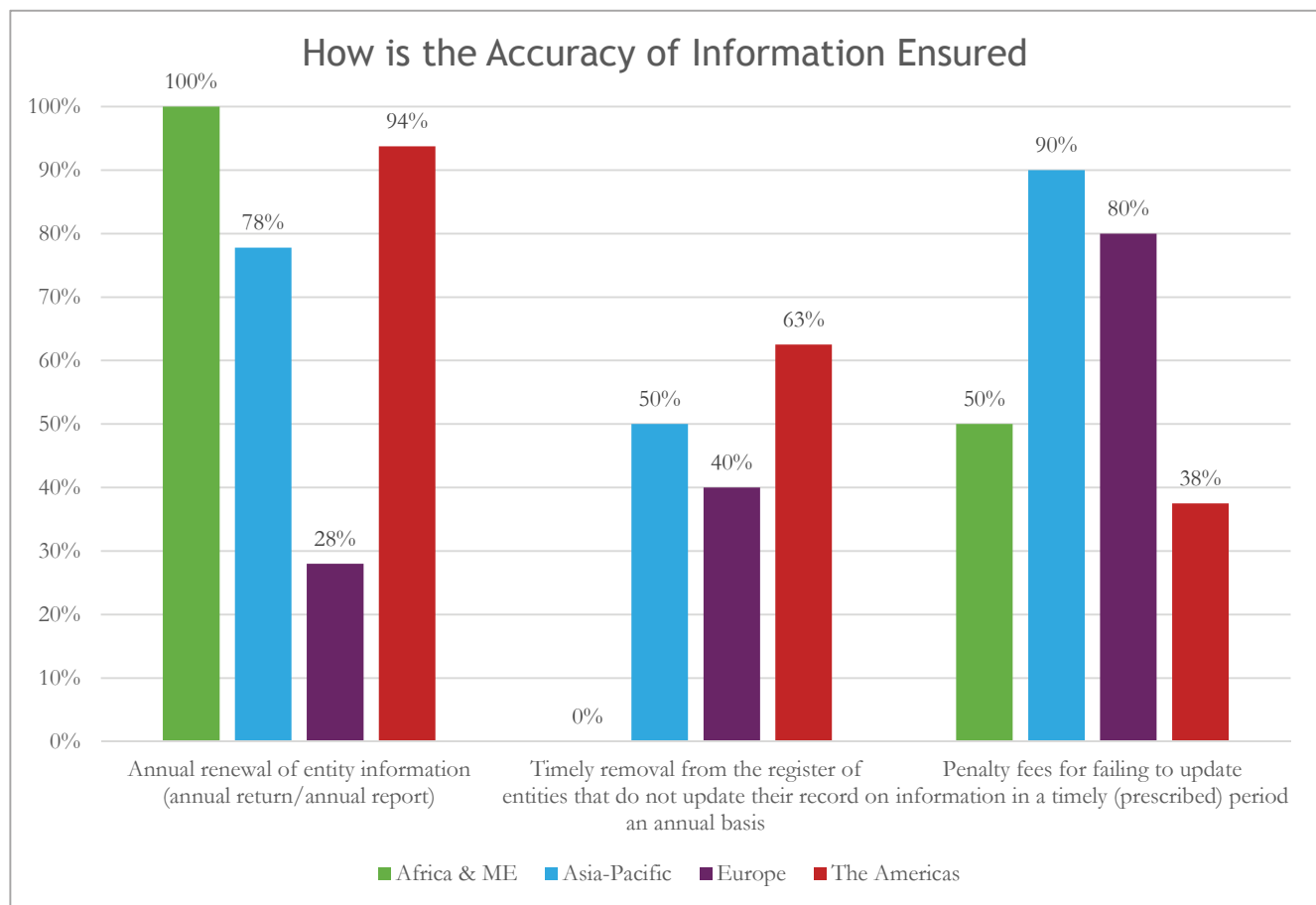
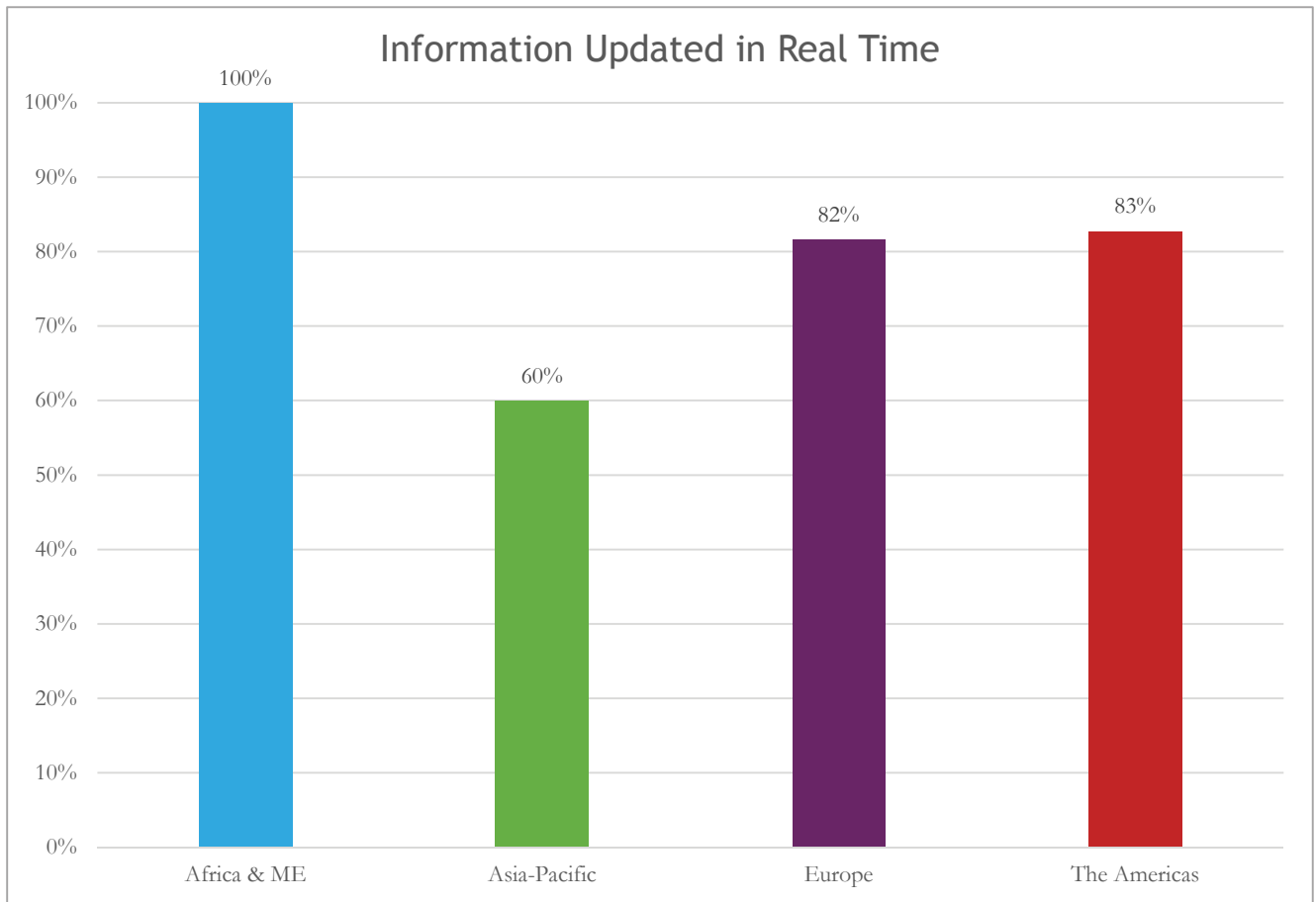


Figure 6.10



**Figure 6.11**

The structure of the data can be a barrier if it means that even though information is free it is available only through record-per-record searches which means that you need to know the name or the unique identification number of a specific company in order to obtain information about it. Other examples of barriers to access are if special software is needed in order to read the information, or if you need to register and/or pay a fee to access the information.

In Figures 6.12, 6.13 and 6.14 some other examples in relation to accessibility of information and barriers to access are displayed.

According to the responses it is fairly common to charge a fee for information services. As shown in Chapter 4, 98% of jurisdictions charge for at least some of their

services. Receiving a certificate of incorporation and the publication of companies' memoranda and articles of association are, in general, the services that are most commonly charged for in all regions. The respondents in Africa and the Middle East have, to a larger extent than those from other regions, answered that they charge a fee for their services. The results here are in accordance with those of Chapter 4 where 50% of the respondents in Africa and the Middle East stated that some of their services are free compared to Asia-Pacific 90%, Europe 74% and the Americas 64%.

As stated before, another barrier to accessing data could be if users are required to register in order to do so, and if there is a fee associated with that registration. The responses to these questions are displayed in Figures 6.13 and 6.14.

## Percentage of Jurisdictions who Charge a Fee for Use of Information Services

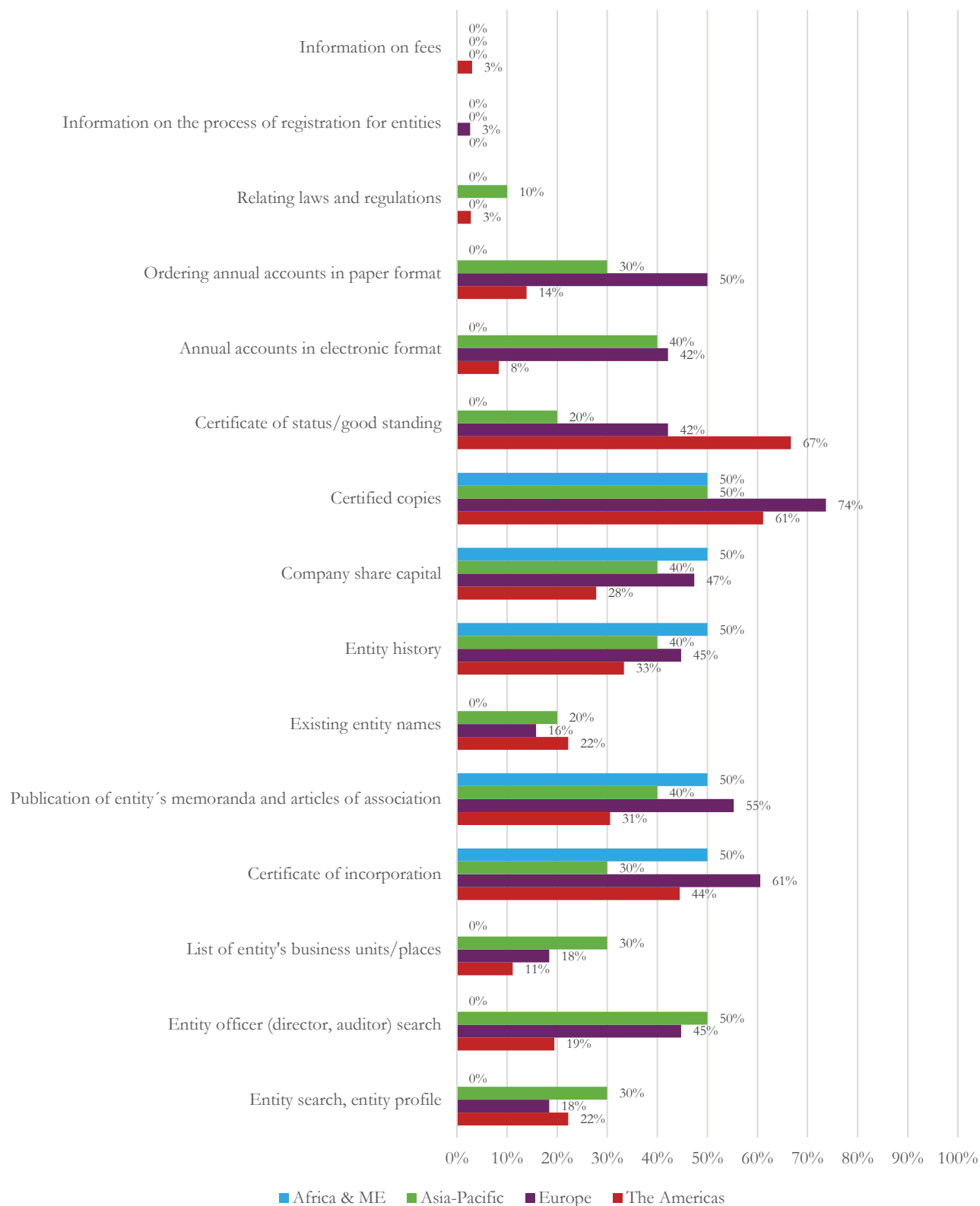
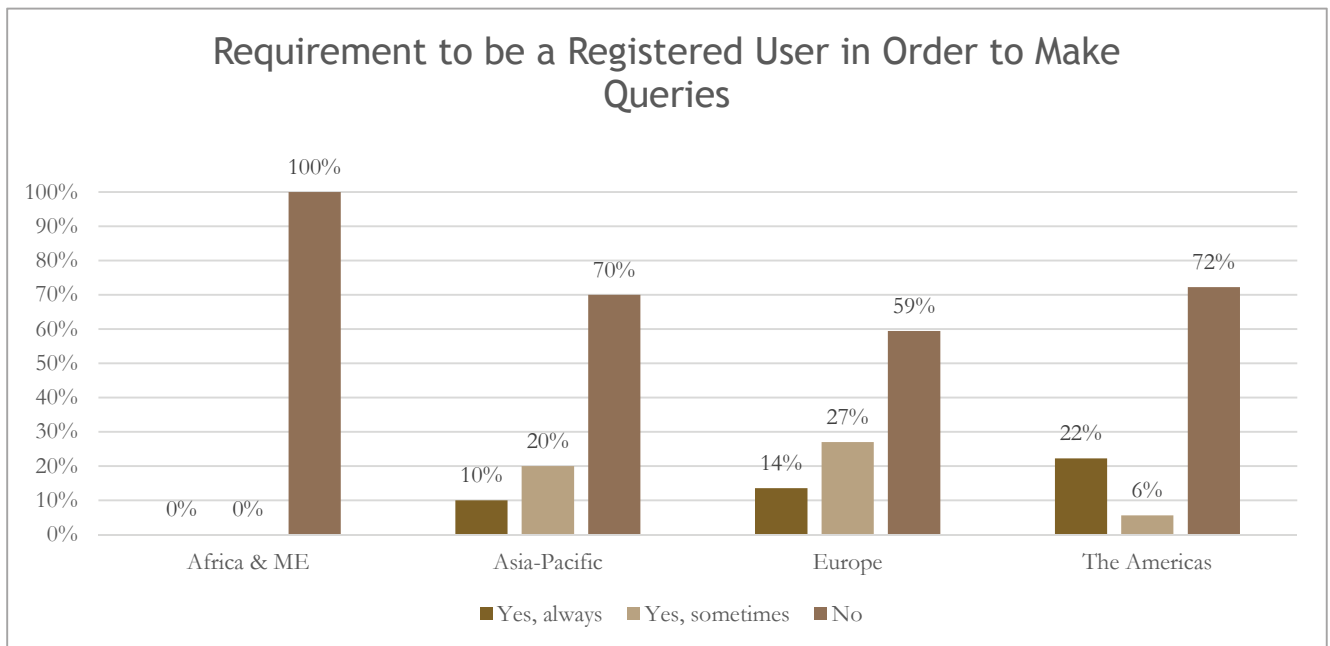


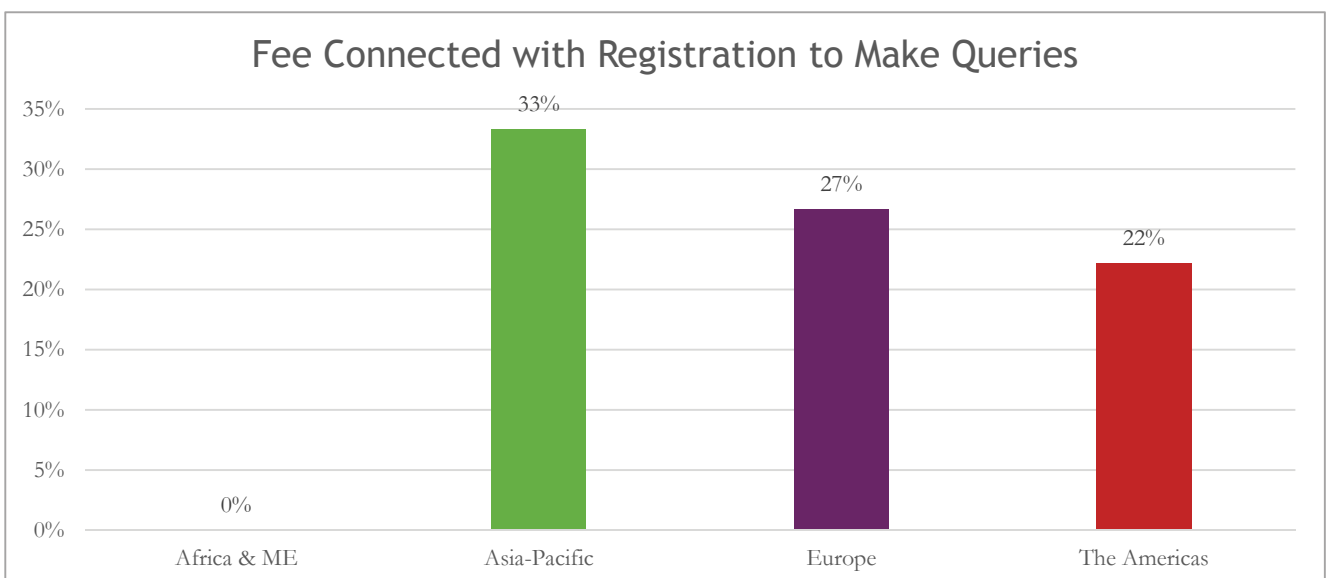
Figure 6.12

As can be seen, in all four regions, it is rare to require an individual to be a registered user if they want to make queries of the business register, but it is most common in Europe to ask for registration, at least for some queries. The Americas stands out when it comes to the number of respondents who answered that they always ask for a registration. Among those who do require user

registration, it is much less common this year that there is a fee associated with that registration. For instance, in Asia-Pacific registration was always connected with a fee last year. Even though the respondents have changed slightly, this could be a sign of data becoming more accessible.



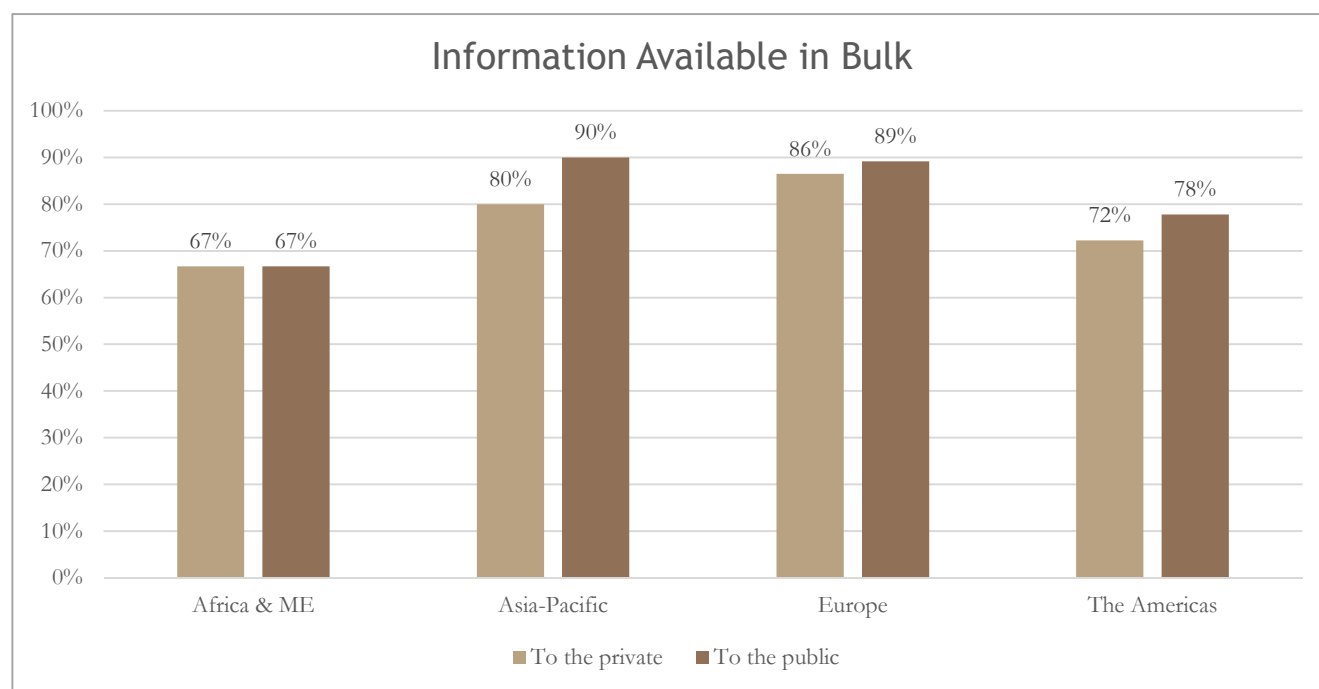
**Figure 6.13**



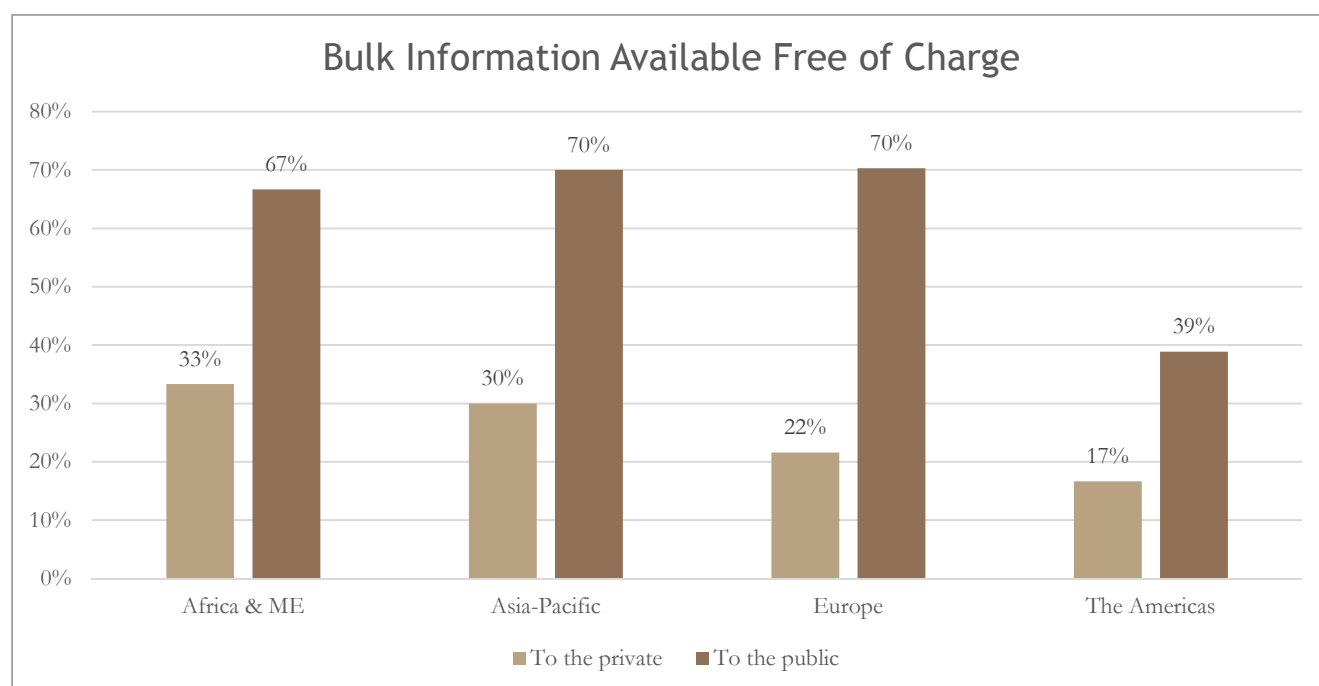
**Figure 6.14**

As noted, it is quite common for the business register to provide other authorities with data. Making the data/information available in bulk could be one way to increase the accessibility and to support the use and reuse of the data. Figures 6.15 and 6.16 show the percentages

of those business registers providing information in bulk, and if provided in bulk, whether that information is provided free of charge.



**Figure 6.15**



**Figure 6.16**

The figures show that it is common in all regions to provide information in bulk, to the public as well as to the private sector. In all regions but Africa and the Middle East it is more common to provide information in bulk to the public sector than to the private sector. If information is provided, however, it is much more common to make bulk information available free of charge to the public sector than to the private sector.

### Value vs. Risk of Misuse

In recent years, there has been a much publicised strong political focus on simplifying the entrepreneur's everyday life, not least with regard to their contact with business registers and other actors in the public sector. In the context of simplification, it is not unusual to talk about the need for easier and faster access to and exchange of information related to entrepreneurship in the name of greater transparency. Digitisation in this case is an important enabler. With the help of digitisation it is possible to make information about the regulations that affect entrepreneurship, as well as general business information, available in a more efficient way. Digitisation allows 24/7 access to current information, removing the need for personal visits.

However, like many other cases, there are often two sides of the same coin. Increased access to information also means that information becomes available to people who unfortunately intend to use the information for an improper purpose. In an attempt to find out more information about the misuse of information, this year's survey was complemented with a question as follows; Are you aware of any cases in which data published by your business registry has been misused to commit crimes (i.e. fraud) and if so, what kind of measures have you taken to prevent it?

Of the respondents, 19 (10%) answered that they are aware of the misuse of information. All regions are represented among the 19, with a slight predominance from Europe and the Americas. It can be noted though that most of the respondents have not been informed of any misuse of information.

The cases mentioned in the answers relate not only to misuse in connection with the availability of information, but also other forms of improper use. For example, false registrations and false notifications of changes. Some examples from the free-text answers are:

North Carolina, USA: "Third parties make changes to the company data to perpetrate fraud. For example, either creating a bogus entity or changing the data of another in order to prove to the financial community that there is a connection to the company and open accounts."

Philippines: "Investigation and revocation of registration."

Quebec, Canada: "Controls are made when we receive information about misused data. The most common case is person who discover that their name or an address is use by an enterprise (administrator) without their authorization."

Germany: "Fake invoices for entity formation as well as registration of changes. The measures taken to prevent this include warnings on our Website as well as our invoices and the improvement of our invoice processing time."

Brazil – Rio de Janeiro: "Periodically, the federal government in an effort to reduce bureaucracy, requests that the trade boards eliminate the need for a notary's referendum on someone's paper signature. Consequently, periodically as well, there are certain surges in frauds using someone's fake signature. However, the increasing use of electronic signatures has of late contributed to reduce fraudulent actions."

## Case Study 2016, from New Zealand

### Short Information About our Organisation

New Zealand is a unitary parliamentary government with 67 territorial authorities, 11 regional councils, and a population of 4.6 million. New Zealand was ranked 1st out of 189 economies for starting a business in the 2016 World Bank Doing Business report and ranked 2nd for overall ease of doing business. These rankings are a reflection of the ongoing efforts of the New Zealand Companies Office to improve its registry services in order to achieve faster, more accessible and cost efficient services for businesses in New Zealand.

However, due to its international reputation for ease of doing business and its corporate reputation as a trustworthy place to do business (corruption in the New Zealand corporate environment is rare) New Zealand became attractive as a place for some overseas organisations to form companies through which they could carry out criminal activities. The most prominent case of misuse of a New Zealand company by an overseas organisation occurred in 2009 when SP Trading Limited, a company incorporated in New Zealand, was found to have hired a plane that was discovered refuelling at Bangkok airport. The plane was found to be carrying 30 tonnes of weapons, en route from North Korea to an unknown destination. This case prompted the Registrar of Companies to review its operational processes in order to carry out more effective due diligence on companies that are incorporated in New Zealand and to increase the integrity and validity of the information submitted to the New Zealand Companies Register.

### Ensuring Data Quality and Integrity

The Companies Office places a large focus on effective engagement with its clients in order to improve compliance by educating businesses to understand their responsibilities and obligations.

Compliance tools such as detailed website information, “How to” videos, a freephone telephone line, reminder letters and periodic training seminars are used to educate and inform clients of their statutory obligations. In recent years, there has been a particular emphasis placed on educating clients on new legislative or system requirements as they are introduced. As a result of effective compliance tools, the Companies Office has seen excellent compliance from its clients in recent years with the compliance rate for the filing of company annual returns remaining above 90% since 2012.

Where compliance is not achieved, further enforcement measures are considered which may include formal warnings, the issuing of infringement notices, or the suspension or cancellation of the registration of an entity or individual. In serious cases of non-compliance, prosecution action may be considered by the Registrar.

In addition to the above compliance measures, the Registry Integrity and Enforcement Team (RIET) carries out further proactive monitoring measures to ensure the integrity of the registers administered by the Companies Office and prevent the misuse of New Zealand companies. RIET primarily acts by seeking compliance or preventing misuse but, where appropriate, it prosecutes offences on behalf of the Registrar of Companies. An important function that is carried out by RIET is the verification of consent and identity documentation that may be required for certain directors or shareholders. Where an application to register a company or add directors meets certain criteria, the RIET team will



request and verify additional evidence regarding the proposed directors and/or shareholders prior to processing to ensure the integrity of this data. Another function of RIET is to administer and investigate allegations of offences and where sufficient evidence exists, to consider prosecution under the legislation enforced by the Registrar of Companies.

In an effort to increase the efficiency and effectiveness of its integrity and enforcement work, the Companies Office has been working to coordinate and share information with other government agencies. It also regularly participates in meetings with The Combined Law Agency Group (CLAG), a group of intelligence, enforcement and compliance professionals who collaborate to share information and resources in an effort to improve the coordination of enforcement agency activities that target organised crime in New Zealand.

The Companies Amendment Act 2014 has been a significant step forward in the prevention of the misuse of New Zealand companies and ensuring the integrity of information on the Companies Register. The amendments to the Act require a company incorporated in New Zealand to have at least one director that either lives in New Zealand, or lives in Australia and is the director of a company incorporated in Australia. The Act also requires the Registrar to collect date of birth and place of birth information for all company directors (this information is not displayed on the register) as a further measure of ensuring data integrity. In addition to these requirements, companies are also now required to disclose their ultimate holding company if they have one, in order to provide more transparency to the public around the control and ownership of the company.

In addition to this focus on ensuring information supplied by entities is correct and up to date, the Companies Office also employs techniques to validate

data. Data validation techniques employed at the time of data supply, in the form of address verification against postal address files and simple data validation rules such as date ranges and formats, work to provide better quality data in the registers. In addition to this, data integrity initiatives within the teams use data analysis, checking and third party data washing services to improve the quality of data. Stakeholder feedback via the call centre, through the formal complaint mechanism, from intelligence sources (networking with other agencies and jurisdictions) and from the media (including social media) are also used to improve data integrity. Constant monitoring and investigation leads to updates to entity data or removal of entities from the registers.

Fortunately, corporate identity theft is not currently a significant issue in New Zealand; therefore it has not been necessary for the Companies Office to consider initiatives that target this issue.

## Transparency and accessibility of data

The world class rankings of New Zealand for ease of doing business can largely be credited to the successful transition of the New Zealand Companies Office from a paper-based registry system to an almost wholly electronic register. The New Zealand Companies Office places a large emphasis on service delivery transformation in order to provide more accessible and efficient services to businesses. The Companies Office endeavours to improve the accessibility of its data through constant monitoring of technical platforms to ensure that their data and services are always available and through the provision of enhanced application program interfaces (APIs) that can be leveraged to increase ease of access to data. Further access to data has recently been made available by means of a bulk data file that clients may apply to access through the New Zealand Business Number (NZBN) website. This level of accessibility of data provides

transparency over corporate entities in New Zealand. The volumes of website searches and number of entities consuming API (web service) search services, together with stakeholder feedback, regularly confirms the usefulness of this data in business decision-making within the New Zealand corporate environment.

While the New Zealand Companies Office strives to improve the ease of access to its data, this has not been without some challenges. The Registrar of Companies receives complaints in relation to the displaying of director and shareholder residential addresses on the public register, despite this being a legislative requirement. Similarly, concerns have been expressed over the visibility of consent forms on the register as they contain director and shareholder signatures. Due to the ease of being able to search for company, director and shareholder information on the register, there are concerns that this information may be accessed for reasons other than determining the governance of a company. There have also been privacy concerns raised regarding the collection of directors' date of birth and place of birth information under the Companies Amendment Act 2014. While this information is kept highly confidential and is used solely for intelligence and integrity purposes, concerns still exist around the collection and storage of this information due to its highly sensitive nature. In order to mitigate any privacy concerns around accessibility and availability of data, the Companies Office maintains close liaison with the Privacy Commissioner and carries out privacy impact assessments to evaluate any potential risk areas.

Although transparency and accessibility of data are important to a well-functioning and trusted corporate environment, this is not enough for consumers of information today. As information becomes more accessible and larger amounts of it can be easily analysed through technology, users of information are demanding

more and more sophisticated information from public registries. Fifteen years ago, the provision of details about a company for verification purposes via a search agent was sufficient for information users of public registries. With the advent of the internet, this has moved to the provision of mass information across entities directly to users of that information. However to date it has still, to a large extent, been the serving up of individual entity records grouped by directors with the same spelling of surnames or similar addresses. Information users today are now demanding more value-add services from public registries. Entities and individuals should be directly linked (through unique identifiers or system links) across and with other entities (and potentially across other government agencies) and richer identifiers are being called for from the registers, such as ethnicity, gender, industry codes etc. so that data can be classified for policy or business decision-making purposes.

The Companies Office in New Zealand has made use of a business strategy, stakeholder segmentation models and engagement strategies but is now also embarking upon a data strategy to inform the future direction of its approach to and investment in the collection, storage, value-add and dissemination of information.

# Case Study 2016, from The Brønnøysund Register Centre

## Short Information About the Organisation

The Brønnøysund Register Centre is a government agency under the Norwegian Ministry of Trade, Industry and Fisheries, and was established in 1988.

The Brønnøysund Register Centre is responsible for 17 public registers in Norway. Among these is the Central Coordinating Register for Legal Entities (CCR), the Register of Business Enterprises (RBE), the Register of Company Accounts, the Register of Mortgaged Movable Property and the Register of Bankruptcies. In addition, the Brønnøysund Register Centre is the agency responsible for Altinn which is the common web portal for public reporting in Norway.

The Brønnøysund Register Centre main tasks are to instill trust, both as a source of data and in exercising authority, simplify business and industry's collaboration with the public sector, simplify Norwegian public administration and doing so, the Brønnøysund Register Centre fulfils the vision of serving the best interests of Norwegian businesses, industry and public administration. The Brønnøysund Register Centre develops and operates many of the nation's most important registers and electronic solutions. Administering Altinn, coordinating data in the public sector and providing advisory services are central tasks that make it easier for business and industry

The Register of Business Enterprises was established in 1988 as a central register based on electronic processing.

## To ensure data quality and integrity

### 1. Do you work with compliance?

Compliance is an important indicator for the quality of data. Therefore it is an area that the Register of Business Enterprises continuously works with. Our main perspective in relations to compliance and data quality has been, and is, on law regulations and making them so that the business registration is efficient and the data quality is impeccable. Our driving force in this perspective is to simplify the registration process for the users, and provide security, order and clarity in the community through reliable registry data.

With **the electronic solution for business registration**, businesses can conduct the entire registration process electronically. The electronic form is pre-populated with information that is available from the Central Coordinating Register for Legal Entities, the Register of Business Enterprises and other public registers such as the National Population Register. Automatic legal checks are performed before the form is submitted, which facilitates that the notification of registration is correct. The form is signed electronically by the company's representative. Today, over 90% of the notifications of registration to the Register of Business Enterprises are sent in electronically.

This electronic solution makes it easier for the companies to be compliant and always update their registered data. When the companies have made a decision, this electronic process makes sure that the companies can register new data fast and correct. Several types of information that are submitted to the Register of Business Enterprises, such as legal address, telephone number and e-mail address, are subject to automated controls and case handling. With this the entities registered data is updated continuously and they receives feedback of this within one hour. With this procedure fewer applications will be refused registered because they are incomplete or

otherwise do not comply with legal requirements. Likewise, there will be few to none complaints about incorrect processing.

In Norway, businesses do not have to file annual returns to demonstrate compliance with corporate rules. All businesses are **obliged by law to notify any change** in registered information as soon as possible.

Maintaining data quality and currency of data is always a challenge. To address this challenge Norway has adopted **the principles of the “good circle of use of information”** to increase the quality, value and currency of the registered data (and related information). The more often information is used the more often it will be updated. An entity will make sure that its registered address is updated if many public authorities use it for communication. Even stronger incentives to update information are benefits related to the registered information, such as, for example, notice of payment to an address;

- Updated information will in turn be used more frequently; and
- In the end this will lead to a positive circle as more public authorities find it attractive to use this data because it is updated.

Increased sharing of information has an important effect on compliance as well. The following example shows this. The Central Coordinating Register for Legal Entities experienced an increase in filing applications notifying that a new accountant had been appointed for a number (ca 100,000) of entities. Background for this was the fact that tax authorities had allowed accountants to report on behalf of their clients through Altinn. Altinn relies on the information registered with the Central Coordinating Register for Legal Entities in order to find out whether the submitter is accountant for the entity he or she is

reporting for. Many accountants were refused the possibility of electronic reporting because their clients had not updated the Central Coordinating Register for Legal Entities. This in turn led to increased updating of the Central Coordinating Register for Legal Entities, thus improving the quality of registered data.

Another important indicator for data quality is **compliance with filing requirements**. One of the most important purposes of the Register of Business Enterprises is to ensure clear lines of responsibility. There shall be no doubt regarding the various forms of liability in a registered business. Members of the board and the auditor must themselves confirm that responsibility by their own signatures. Upon any change of responsibility within a business, those changes shall immediately be notified to the Register of Business Enterprises for registration. Any neglect will result in an injunction to settle the matter.

There are a number of statutory requirements for registered businesses monitored by the Register of Business Enterprises. Among these:

- A number of businesses are required to appoint an auditor;
- Appointed auditors need to have an authorization; and
- Companies must have directors, general managers.

The Register of Business Enterprises generates a sequence of follow-up measures that may lead to deleting a business from the register if it fails to comply with these requirements.

Follow-up measures may be prompted by one of the following events:

- Notification that an appointee has resigned;

- Appointee is deceased and the National Population Register communicates an update of its records (machine-to-machine);
- Appointee becomes disqualified and the Register of Bankruptcies communicates an update of its records (machine-to-machine);
- Auditor loses authorization and the Financial Supervisory Authority notifies the Register of Business Enterprises of this event; and
- Auditor's business is deleted from the Register of Business Enterprises

Once the back office system has registered that a business does not comply with statutory requirements it produces a notice informing the business of this circumstance. The business is given two chances to fix the situation. After that, the Register of Business Enterprises forwards the case to the district court where the decision on compulsory liquidation is taken. Upon termination of compulsory liquidation the district court notifies the Register of Business Enterprises and the business is deleted from the register.

## 2. Do you work with initiatives to prevent corporate identity theft?

The main purpose of registering in the Register of Business Enterprises is so that society knows who is engaged in business activities. When one register a new entity, all information is made public and is broadcasted from our website.

A person who holds a role in a registered company is identified by its national identity number or a D-number (identity number for foreign nationals). The national identity number/D-number is only for in-house use, and is not published.

The notification of registration to the Register of Business Enterprises must be signed by a person authorized to sign

on behalf of the company or by all persons obliged to submit notification. For sole proprietorships, it is the proprietor who is obliged to submit notification. In general and limited partnerships, each partner is obliged to submit notification unless the partnership has a board of directors. In such case, the obligation to submit notification rests with each individual board member. In all other enterprises, the obligation to submit notification rests with each individual board member.

Every user of the electronic solution for business registration must have an electronic ID to be able to log in. This electronic ID is personal, and connected to the national identity number or D-number so the authentication is based on personal ID and authentication mechanisms. This so that we can secure that the person logging in is the one he or she claims to be. "ID-porten" is a common log in solution to online public services, it is applied for the electronic solution for business registration, and provides secure log in through the use of electronic ID (eID).

In addition we have a monitoring system where the business registry automatically notifies the registered company every time any change to its company information is made in the registry. This increases awareness of unsolicited activities.

## The use of the data

### 1. Do you work with making that data in registers more available and easy to access?

Together, the Register of Business Enterprises, the Central Coordinating Register for Legal Entities, and the Register of Company Accounts represent an important source of reliable information on businesses in Norway. One of the main functions of these registers is to make this information available to the public.

On our website one can search for company information and history, in Norway and Europe. Here one can find registered information regarding a Norwegian entity, registered or deleted, by organization number or name of entity. Information regarding European companies may be found in the European Business Register (EBR) section. EBR is a network of the various European members' national business registers responsible for company registration and legal publicity. The EBR provides official information about European businesses and is accessible online. It removes language, technology and legislation barriers.

Announcements from the Brønnøysund Register Centre (the Register of Business Enterprises, the Register of Company Accounts and the Register of Bankruptcies) are available electronically on our website. The announcements can be issued for a specified business enterprise, and one may search for announcements on a specified date or for a period of time. One can also restrict the search geographically and according to type of announcement. The database includes announcements dating from 1 November 1999 and up. Announcements in English are available from 21 August 2006.

The Brønnøysund Register Centre can also provide other information about enterprises, copies of articles of incorporation, statutes and more through our web shop, in most cases free of charge. In example is the certificate of registration now provided free of charge, and there is a substantial increase in downloads of these documents from our web shop. In the electronic filing system, Altinn, the companies have access to their certificate of registration, annual accounts they have filed and more.

Since 2005 all public registers and public administrations in Norway have had a legal obligation to use the data registered in the Central Coordinating Register for Legal Entities instead of asking businesses for this data (re-use

of data). This data is consistent with much of the data in the Register of Business Enterprises. The data are made available to other public authorities by different electronic means as web service, batch etc.

## **2. What are the benefits with exchanging data between the authorities? For whom?**

The Brønnøysund Register Centre plays a key role in simplifying reporting duties for business and industry in their dealings with the public administration. Being the agency responsible for the joint Altinn portal, we make information and forms available in one place. As a basis for all this, the Central Coordinating Register for Legal Entities ensures that public agencies can cooperate and exchange data through the use of a joint organization number.

The common use of a unique identifier is vital to a solution based on information sharing. This involves identification of individuals and of legal entities. Registered information is related to individuals and legal entities. It is essential that information is linked to the correct individual or legal entity. The uniqueness of an identifier prevents the intentional or unintentional duplication of individuals or legal entities within the scope of its use. When exchanging information, public authorities make sure that they refer to the same entity by using the same unique identifier.

The establishment of the Central Coordinating Register for Legal Entities required legal provisions regarding the common use of the organization number and the re-use of key information. According to the act relating to The Central Coordinating Register for Legal Entities there is a general legal obligation for public authorities in Norway to use the organization number and for associated registers to share key information.

This “good circle of use of information”, and the fact that the businesses only need to report their information to one place using one form, is therefore an benefit to the companies and the public.

### 3. Transparency and efficiency vs. privacy, what are the issues?

In Norway, data privacy is culturally less of concern, this since the registered information is openly accessible. The system is widely based on trust between the public authorities, the businesses and the rest of the society.

There are access controls in place to control who can update the registered information, but with the use of “the good circle in the use of information”, the benefits for all, both the businesses and the public, are so high that the transparency and efficiency is seen as more important than privacy and therefore all registered information is openly accessible.

# Case Study 2016, from Utah Division of Corporations and Commercial Code

## Short Information About the Organisation

This Division is in the Utah Department of Commerce – Utah has no Secretary of State. We are the business registry and the Uniform Commercial Code (personal property) registry for the State of Utah, US. We are a good faith filing office, but do try to provide consistency and accuracy in our filings.

Utah has continually tried to balance the need for small government with the need to help the citizens in business. It can be precarious at times, but overall the state has done a remarkable job of providing the registries and supplying the information in them while keeping the costs to run the agency at a minimum.

## To ensure data quality and integrity

### Do you work with compliance?

Somewhat, but only so far as statutory requirements for filing.

### Do you work with initiatives to prevent corporate identity theft?

Only a little.

- How do you work with the area?

Because we take filings in good faith we respond to alerts from the filers if a filing appears to be in error or fraudulent. The Division does not initiate any scrutiny without some sort of appeal.

- What is the driving force?

As stated, customer appeal or complaint

- What methods do you use?

In concert with our private partner, we have developed a voluntary system called Fraud Alert. Filers can voluntarily subscribe to Fraud Alert. This system sends an email to the subscriber any time a change is made to addresses, names, principals, etc. This notice is not statutory therefore the subscription is voluntary

- Are there any challenges?

Yes, sometimes the filer complains because they get an alert when any change is made including a change they may have made. Because there is a nominal charge (\$3.00 per year) for this service, folks complain that we should do it for free.

- If there isn't any focus on this area, please explain why.

The role of the Division is ministerial, so identity protection is not in statute and therefore not funded or statutorily authorized.



## The use of the data

Do you work with making that data in registers more available and easy to access?

Absolutely. The information is public and therefore should be available.

What are the benefits with exchanging data between the authorities? For whom?

We only exchange information when asked. Anyone can access the information from our website. The benefits are: public gets accurate information at any time; the Division does not have to perform the searches and therefore frees up man hours for other work.

Transparency and efficiency vs. privacy, what are the issues?

There is no real issue with our information – by law it is all public information.

- How do you work with the area?

All the filings are available online – data for free, images at a small cost.

- What is the driving force?

Easy access for the public, saved man hours for the Division

- What methods do you use?

Self-searching online and open computer terminals in our office

- Are there any challenges?

Some filers do not want their information available, but we have to remind that that it is all public

- If there isn't any focus on this area, please explain why?

To meet customer needs and to meet Division budgetary constraints, there is a balance to make the information available and have those who use the website pay the costs.

## Short Introduction of the Working Group



**Hayley E. Clarke**

Director, Business Programs  
Service Nova Scotia

E-mail: [hayley.clarke@novascotia.ca](mailto:hayley.clarke@novascotia.ca)

As Director, Business Programs within the Program Modernization Branch of Service Nova Scotia, Hayley is responsible for the legislation and policy of the Registry of Joint Stock Companies, the Personal Property Registry, the Nova Scotia Business Registry and the Lobbyists' Registry in Nova Scotia.

She is currently a Director and the President Elect of the International Association of Commercial Administrators (IACA), and a member of each of the Working, Definitions, and Editorial Groups for the International Business Registers Survey.

Prior to joining the government in 2007, Hayley practiced corporate and commercial law as a partner in the Halifax office of McInnes Cooper.

Hayley received her Bachelor of Business Administration from Acadia University and her Bachelor of Laws from the University of Western Ontario.



**Monica Grahn**

Head of Unit  
Swedish Companies Registration Office  
(Bolagsverket)

E-mail: [monica.grahn@bolagsverket.se](mailto:monica.grahn@bolagsverket.se)  
[www.bolagsverket.se](http://www.bolagsverket.se)

Monica has a Master of Law and started as a lawyer at the Swedish Patent and Registration Office in 1991. Bolagsverket became effective on 1 July 2004 when the previous Companies Department of the Patent and Registration Office was made a separate government authority.

Monica Grahn's journey has gone from being a lawyer, through various management services to now, since 2009, being responsible of a unit connected directly to the Director General. The unit is responsible for taking care of overall issues such as business intelligence and analytics. Monica has always been driven by a desire to develop and find solutions in order to create the best solutions for citizens and business owners. The questions often combine law and IT. Monica participates in various groupings where development of e-services is the focus. Monica participates, since 2009, in the operational working group within the Swedish eGovernment Delegation. Since 2013 Monica is a member of the Survey Working Group and Editorial Group.



## Celia Johnston

Judge at the Local Court Essen  
Project Group RegisSTAR

E-mail: [celia.johnston@ag-essen.nrw.de](mailto:celia.johnston@ag-essen.nrw.de)  
[www.olg-hamm.nrw.de](http://www.olg-hamm.nrw.de)

From 2003 to 2008 Celia Johnston studied law at the University in Bochum, North Rhine-Westphalia, Germany. From 2008 to 2010 Celia Johnston worked as a member of the research staff at a chair specializing in European and International law at the University in Hagen, North Rhine-Westphalia, Germany. After taking her final exams in 2010 she worked as a lawyer specializing in mergers and acquisitions. In 2011 she was appointed as a judge in North Rhine-Westphalia. Since then she has administered justice at several local and regional courts and was recently appointed for life.

In 2013 she became a member of the project group RegisSTAR which works on behalf of the Ministry of Justice of North Rhine-Westphalia and is responsible for the development and maintenance of the German electronic Business Register system as well as the International Business Register interoperability.



## Rolf König

Head of Project Group RegisSTAR  
Deputy Director, Local Court Steinfurt

E-mail: [regisstar@olg-hamm.nrw.de](mailto:regisstar@olg-hamm.nrw.de)

Rolf Koenig studied law at the university in Muenster, North Rhine-Westphalia. He was appointed as a judge in 2002. He is deputy director at the local court in Steinfurt, North Rhine-Westphalia. Since 2012 Rolf Koenig is also head of the Project Group RegisSTAR which works on behalf of the Ministry of Justice of North Rhine-Westphalia and is responsible for the development and maintenance of the German electronic Business Register system as well as the International Business Register interoperability.



## Magdalena Norlin Schönfeldt

Senior Advisor  
Swedish Companies Registration Office  
(Bolagsverket)

E-mail: [magdalena.schonfeldt@bolagsverket.se](mailto:magdalena.schonfeldt@bolagsverket.se)  
[www.bolagsverket.se](http://www.bolagsverket.se)

Magdalena Norlin Schönfeldt works as a Senior Adviser at the Companies Registration Office in Sweden. Magdalena has a Ph.D. in Economics and a Master of Business Administration. She has had similar positions at different Swedish authorities for several years and started working at the Companies Registration Office in 2012, at a unit connected directly to the Director General. The unit is responsible for taking care of overall issues such as business intelligence and analytics. Since 2012 Magdalena is a member of the Survey Working Group, and Editorial Group where she, in excess of being a co-author of the report, is responsible for the survey tool and statistics.



## Kasper Sengeløv

Special Advisor  
Danish Business Authority

E-mail: [KasSen@erst.dk](mailto:KasSen@erst.dk)  
[www.erhvervsstyrelsen.dk](http://www.erhvervsstyrelsen.dk)

Kasper Sengeløv works at the Danish Business Authority as Special Advisor. Kasper holds a Master of Law from the University of Copenhagen and has also studied at McGill University in Montreal.

At the Danish Business Authority Kasper is among other things responsible for EU corporate law and the Danish contribution to ECRF where Kasper also acts as Auditor. Kasper has a background working as a lawyer for 7 years in the financial sector and at one of Denmark's top law firms before joining the Danish Business Authority in January 2013.



## Stacey-Jo Smith

Senior Policy Adviser  
Companies House

E-mail: [sjosmith@companieshouse.gov.uk](mailto:sjosmith@companieshouse.gov.uk)  
[www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

Stacey-Jo is a Senior Policy Adviser at Companies House UK. She has previously worked as a European Policy Adviser on company law matters that affect the UK. For example she has worked on the implementation of the EU Directive on the Interconnection of Business Registers. She is currently focusing on UK company law matters, acting a senior adviser on the implementation of the Small Business, Enterprise and Employment Act 2015.

Stacey-Jo has a degree in Politics and International Relations, and has previously worked as an operational manager for a data quality company, supporting e-commerce and supply chain management.

She has been involved in international registry benchmarking since joining Companies House in 2008, and is a member of the editorial group on the current project.



## Snežana Tošić

International Cooperation Manager  
Serbian Business Registers Agency (SBRA)

E-mail: [stosic@apr.gov.rs](mailto:stosic@apr.gov.rs)  
[www.apr.gov.rs](http://www.apr.gov.rs)

Snežana graduated from the Faculty of Law, University of Belgrade, with a major in International Law. She has been in charge of the SBRA's international relations since 2006.

Prior to joining the Serbian Business Registers Agency, Snežana worked at the Economic & Commercial Office of the Embassy of the A.R. of Egypt in Belgrade, and in the Project Implementation Unit of the Privatization Agency of the Republic of Serbia, discharging the duty of the Procurement Manager of the World Bank – financed projects.

From 2004 to 2006, Snežana was the Project Manager of the Serbia Business Registration Reform Grant, funded by SIDA and administered by the World Bank, providing assistance to the Government of the Republic of Serbia and the SBRA in carrying out a comprehensive reform of the business registration system.

Snežana has been a member of the ECRF Survey Working Group since 2010.



## Annika Bränström

Director General  
Swedish Companies Registration Office  
(Bolagsverket)

E-mail: [annika.branstrom@bolagsverket.se](mailto:annika.branstrom@bolagsverket.se)  
[www.bolagsverket.se](http://www.bolagsverket.se)

Annika Bränström is the Director General at the Companies Registration Office in Sweden. Annika Bränström has a Master of Laws and started as a lawyer at the Swedish Patent and Registration Office in 1996 and after that she has had different administrative executive positions. The Companies Registration Office became effective the 1 July 2004 when the previous Companies Department of the Patent and Registration Office was made a separate government authority and she started as the Head of Administration. In 2005 she became the Head of Development and since 2007 she works as the Deputy General Director. From April 2008 she is the Director General.

Annika Bränström has during many years been supporting and participating in the development of different electronic services, both nationally and internationally. Between 2002 and 2009, Annika Bränström was a board member of the European Business Register (EBR EEIG) and also worked within the European Commerce Registers' Forum (ECRF) with different assignments, especially with benchmarking. Annika has been responsible for the ECRF survey since the beginning in 2001. Since April 2009, Annika Bränström is a delegate in the Swedish eGovernment Delegation and since August, 2011, she is the Chairmen of the delegation. She is also the Deputy Chairmen in the Swedish eIdentification Board since the January 2011.



## Göran Bergström

Senior Advisor  
Swedish Companies Registration Office  
(Bolagsverket)

E-mail: [goran.bergstrom@bolagsverket.se](mailto:goran.bergstrom@bolagsverket.se)  
[www.bolagsverket.se](http://www.bolagsverket.se)

Göran Bergström works as a Senior Advisor at the Companies Registration Office in Sweden. Göran has a Ph.D. in Economic history and a Master of Business Administration. He has been working as a researcher and teacher for several years and started working at the Companies Registration Office in 2014, at a unit connected directly to the Director General. The unit is responsible for taking care of overall issues such as business intelligence and analytics. Since 2015 Göran is a member of the Editorial Group.



## Kunjappa Latha

Head of the Business Registry and Facilitation Department

E-mail: [latha\\_k@acra.gov.sg](mailto:latha_k@acra.gov.sg)  
[www.acra.gov.sg](http://www.acra.gov.sg)

Ms K Latha is a Senior Deputy Director and Senior Assistant Registrar with the Accounting and Corporate Regulatory Authority (ACRA). She is the Head of the Business Registry and Facilitation Department. She currently manages the department and is in charge of the registration of all business entities. As the System Owner for BizFile, ACRA's online filing and information retrieval system, she takes charge of all projects involving the enhancement of the online system and coming up with new online functions.

Her job scope also includes exploring how ACRA can work with both public and private agencies with a view to facilitating a one stop shop for businesses in Singapore. Latha also makes presentations to delegations who visit ACRA to learn more about the online system. In this regard, she also takes care of ACRA's engagements with international organizations like the World Bank, the CRF, ECRF and IACA. Since 2014 Latha is a member of the ECRF survey Working Group.



## Juliette Vivian Flórez Capera

Legal Advisor  
Bogotá Chamber of Commerce -  
Association of Registrars of Latin America  
and the Caribbean

E-mail: [Juliette.florez@ccb.org.co](mailto:Juliette.florez@ccb.org.co)  
[www.ccb.org.co](http://www.ccb.org.co)

Graduated as lawyer from the Externado University of Colombia, specialist in business and commercial law. Her professional experience has been developed in the public sector where she served as legal adviser for public entities responsible to promote support strategies to enhancement the local economy, and mainly in the private sector which in working with a private legal consulting firm, she practiced commercial, corporate, business and administrative law.

Since 2014 Juliette is working for the Bogotá Chamber of Commerce, the competent entity of public registries administration, with the widest jurisdiction in Colombia, which manage such as the trade register, the single bidders register, the non – profit organizations register, among others. Being part of the Vice presidency of Registry Services, she has been in charge of the study and registration of high legal importance acts as company formations, statutory reforms, mergers and entities transformations.

She was selected by the Bogotá Chamber of Commerce as the legal counsel and assessor to the Association of Registrars of Latin America and the Caribbean - ASORLAC, for the promotion of regional integration and the exchange of best registry practices. From this position, she has been part of the Survey Group, assuming the interconnection with the spanish speakers respondents and Asorlac's members.



## Paul Holden

Director of The Enterprise Research Institute

Paul Holden is Director of The Enterprise Research Institute, a Colorado based think tank and consulting organization. He specializes in the analysis of the business environment in developing countries, focusing particularly on the constraints to investment and growth, including productivity constraints, corruption issues, transactions costs, property rights, access to finance, the legal framework for doing business, and how to implement reform. His particular interest is analyzing business law and how it affects growth in developing countries. He has extensive experience in small island economies, having worked in both the Pacific and the Caribbean for many years.

Paul has developed private sector development strategies for numerous countries, including Armenia, Romania, Brazil, Jamaica, Peru, and 8 Pacific region economies. He has advised international institutions on implementing private sector development reform programs. He helped develop the Pacific private sector strategy for the Asian Development Bank. He wrote the private sector development paper for AusAID for their Pacific 2020 initiative and assisted the InterAmerican Development Bank's with its private sector development strategy. He is the lead economist for the ADB's Pacific Private Sector Development Initiative.

Paul received his Ph.D. in economics from Duke University and has worked at both the International Monetary Fund and the World Bank. He also founded and ran a large manufacturing business in Africa.



# Appendix

## Appendix i - Measures Taken

Region	Jurisdiction	Measures taken to prevent corporate identity theft
Africa & ME	Burundi	Publication on the notice board of the Commercial Court.
Africa & ME	Israel	<ol style="list-style-type: none"> <li>1. We send the company a notice by post stipulating the changes made.</li> <li>2. We require identification by electronic certificate on our electronic web option for application to incorporate, changes and annual returns.</li> <li>3. Paper submissions of changes (in most cases) and of annual returns require verification of the identity of the person submitting the information for the company by a lawyer, who is also required to sign the relevant form submitted to the registry.</li> <li>4. On paper application for registration, shareholders and directors identity is verified by a lawyer</li> </ol>
Africa & ME	Qatar	<ol style="list-style-type: none"> <li>1) Access request form for the E-Service Portal needs to be signed by proper authorities at the firm;</li> <li>2) Account will get locked after five attempts.</li> </ol>
Asia-Pacific	New Zealand	IP address tracking. Watching brief notifications to entities.
Europe	Georgia	All information on a company activities is open and public on our official website. Consequently, any person can check all registered data (information and documents) on the companies.
Europe	Gibraltar	When only existing registered officers of a company may make alterations to a company's register and the only companies which will appear when they log in are those in which the person is an officer. All filings received by Companies House Gibraltar are published in the national Gazette.
Europe	Isle of Man	We only communicate with the registered office which must be on the Isle of Man. We have an agreement with the Post Office that our mail is not redirected off island. We have the benefit of working within a small well defined area.
Europe	Luxembourg	Electronic messaging if changes are submitted to the Register.
Europe	Netherlands	Send a letter (mandatory by law).
Europe	Romania	In compliance with art. 39 paragraph (1) of Law no. 26/1990 on trade register, as republished and subsequently amended and supplemented, the trade register office can refuse the incorporation of a company that could cause confusion by lacking specific elements that differentiates it from another company already incorporated.
Europe	Spain	Data crossing with other registries such as Land Registry
Europe	Sweden	It requires an electronic signatures to sign a notification when applications are submitted electronically. Does the company have an email address, they receive a notification that it has submitted a dossier on the Company. Board members who are registered and deregistered from the limited liability company will receive a notification to his registered address.
Europe	Switzerland	Monitoring system to prevent registration of identical firms/names.
Europe	United Kingdom	<p>WebFiling users can get use a Companies House service called "PROOF" ("Protected online filing") which offers protected online filing which prevents attempts to change a company's registered office address or directors without their knowledge.</p> <p>Monitor Service: This service allows individuals to monitor what information has been received at Companies House on any company on the public register. Individuals register their email address, and details of the companies and the information they are interested in. As soon as the information is registered and available on the public register, the system will send them an email notification. The customer can then decide whether they wish to order the information. The monitor service is available free of charge on both WebCheck and CHD services.</p>
The Americas	Alberta (Canada)	Only authorized private sector service providers may access the Corporate Registry computer system. Service provider and individual user IDs and passwords are required. Service providers verify the identity of the person who submits corporation registration information by examining their government-issued ID.
The Americas	Colombia	Biometric control through fingerprint authentication connected with the Registraduria Nacional del Estado Civil, which is the authority who keep the identification Registers of all the citizens.
The Americas	Colorado (USA)	Password protection is available for those who request it.

Region	Jurisdiction	Measures taken to prevent corporate identity theft
The Americas	Connecticut (USA)	For online filings, acceptance letters are electronically sent to the entity's email address of record, thereby notifying the entity of any filing activity.
The Americas	Minnesota (USA)	Confirming emails to both old and new email addresses describing any filings made including changes to email addresses on file.
The Americas	Newfoundland and Labrador (Canada)	Written signatures on paper-based forms. Consent acknowledgement and submitter name requirement for electronic filings.
The Americas	North Carolina (USA)	We look to see if the person filing the document has been listed as an officer or company official on a previously filed annual report.
The Americas	Quebec (Canada)	A person or a representative may contact the registry and, on receipt of a declaration or an administrative recourse, the registry may react.
The Americas	Saskatchewan (Canada)	Our Corporate Registry provides access by sending out a bar code to an individual who is authorized to make changes on behalf of the entity.
The Americas	Suriname	In Suriname the company owner or director has to submit the changes to its company personally and he has to identify himself to the registrar. If it regards any changes in an entity the director has to submit also the minutes of the shareholders meeting.
The Americas	Utah (USA)	A "change alert" subscription for business owner to receive notice by email

## Appendix ii - Major Changes

Region	Jurisdiction	Major changes during the year that have affected the registry
Africa & ME	Burundi	New Code of Trade 2015 transferring the powers of business registration to the Investment Promotion Authority.
Africa & ME	Israel	Yes. We started in November 2015 to operate an electronic web system for application of registration of a company, changes to company information and submission of annual returns. The changes to company information and the annual returns are immediately recorded in the Registry. Application for registration is processed in a maximum of 2 working days (on average 1 day).
Africa & ME	Qatar	1) We launched our E-Service Portal in 2015; 2) The Companies Regulations and Rules were amended to include a new entity type: Companies Limited by Guarantee.
Asia-Pacific	Australia	<p>In May 2015, the Government announced a competitive tender process to test the capacity of a private sector operator to upgrade and operate the ASIC registry. This work is underway and we are providing support to the Government through this process.</p> <p>On 31 March 2015, ASIC launched a new national register of financial advisers. The register contains details of persons employed or authorised – directly or indirectly – by AFS licensees to provide personal advice on ‘relevant financial products’ to retail clients. On 1 June 2015, ASIC added to the register information about financial advisers’ qualifications, training and professional memberships. At 30 June 2015, there were over 22,000 financial advisers on the register.</p> <p>More businesses than ever before are transacting with us online. In 2015, we worked with companies and their agents to increase online lodgement to the companies register.</p> <p>We expanded information services available to customers by making ASIC’s free registry datasets available for downloading in bulk online at <a href="http://www.data.gov.au">www.data.gov.au</a>.</p> <p>In 2014–15, we upgraded our Customer Contact Centre technology to incorporate a call-back service for customers, and we improved the interactive voice response options offered to customers who call us. We also introduced a post-call survey option to better understand the needs of our customers and are developing an ability for customers to web chat with us during business hours.</p>
Asia-Pacific	Azerbaijan	No major changes.
Asia-Pacific	Hong Kong	The Companies Registry launched a full-scale electronic filing service covering all specified forms on March 3, 2015. The registration process can be completed in less than 24 hours for specified forms which are submitted electronically and automatically processed by the Integrated Companies Registry Information System.
Asia-Pacific	Malaysia	No major changes.
Asia-Pacific	Mongolia	In February 27th of 2015, amendments on entity registering main law and rule by government has approved. The main amendment was related to the web based entity registration.
Asia-Pacific	New Zealand	Law reform. Reviewing and changing processes as part of LEAN review
Asia-Pacific	Pakistan	<p>Facility of credit card facility has been introduced and abolish the stringent requirements of incorporating a Single Member Company.</p> <p>Establishment of facilitation desk at Saikot and Abbottabad.</p> <p>Facility for online payment through credit cards has been introduced, thus reducing processing time and increase efficiency.</p> <p>Fast Track Registration system has been introduced , for quick processing of availability of name, incorporation of companies, change of name of companies and charge registration, modification and satisfaction cases. It ensures quickest disposal with a minimum of four working hours.</p> <p>VOSS has become operational, which provides integrated registration with SECP, FBR and EOBI. It also integrates three internal processes of SECP, namely name reservation, registration of companies and issuance of Certified true copy.</p>

Region	Jurisdiction	Major changes during the year that have affected the registry
Asia-Pacific	Philippines	Implementation of the Integrated Business Registry System (IBRS) and the Development of the Company Registration System (CRS), the online registration of the SEC that shall be implemented by 2016.
Asia-Pacific	Singapore	<p>Following the Companies (Amendment) Bill that was passed in Parliament on 8 Oct 2014, ACRA adopted a two-phase implementation approach for the legislative amendments to the Companies Act. About 40% of the over 200 legislative amendments took effect in the first phase on 1 Jul 2015. The second phase encompassing the rest of the legislative amendments came into effect on 3 Jan 2016.</p> <p>The new provisions which broaden the criteria for exemption from statutory audit for small companies were effected in the first phase.</p> <p>Legislative amendments that are directly linked to the registration and filing processes in ACRA's online business filing and information portal (BizFile) were effected under the second phase. The changes to the legislation administered by ACRA (e.g. the Rewrite of the Companies Act) were incorporated into our new e-filing system (BizFile+) which launched on 3 Jan 2016. The system has enhanced processes, making it even easier for our customers to file transactions online. We have consulted our stakeholders and have included their feedback on how the system can be designed to better meet their needs.</p>
Europe	Albania	<ul style="list-style-type: none"> <li>- The restructuring and reconfiguration of the electronic registry and the Internet portal, <a href="http://www.qkr.gov.al">www.qkr.gov.al</a>;</li> <li>- Publication of the financial statements. (There have been taken very important steps to facilitate the search by third parties in obtaining information on the financial statements of entities registered in the Commercial Register );</li> <li>- It was realized for the first time the electronic signature;</li> <li>- Online business registration through electronic wicket;</li> <li>- The Retraction / discharge of commercial register extracts, electronically signed.</li> </ul>
Europe	Austria	BRIS directive PSI directive.
Europe	Belgium	No major changes.
Europe	Czech Republic	Entity formation is now possible also through a notary if the recorded information are based on a notarial deed and all relevant documents are submitted.
Europe	Denmark	We have successfully implemented a brand new digital registration solution. This new system increases the quality of the registrations because of a lot of different automatic checks and enables our users to do additional types of registrations online. The new system was launched in March 2015. Furthermore we have established a shareholder register where it is mandatory for shareholders to register shareholdings in limited liability companies above 5 pct. Registration became mandatory in June. The shareholder register is public and available free of charge.
Europe	Estonia	No major changes.
Europe	Finland	Finnish Patent and Registration Office has handled all notifications related to the housing companies from 1 September 2015. Before they were handled by the local register offices.
Europe	France	Decree No. 2015-1905 of 30 December 2015 on rules for transmission and provision of information constituting the National Register of Commerce and Companies
Europe	Georgia	According to a change (Art. 5, paragraph 8) made in the Law on Entrepreneurs, if the activity of a business entity is related to job placement and/or providing assistance in job placement outside Georgia, it shall be indicated in the documentation submitted for registration.
Europe	Germany	No major changes.
Europe	Gibraltar	Electronic consultation and electronic archive and electronic filing on essential documents
Europe	Guernsey	Company Law Amendments have been made to reduce bureaucracy.
Europe	Italy	None
Europe	Jersey	New amendments to the AML/CFT handbook requiring information on not only the beneficial owners on incorporation but also information concerning controllers in accordance with FATF requirements.

Region	Jurisdiction	Major changes during the year that have affected the registry
Europe	Ireland	<p>Introduction of Companies Act 2014 - in June 2015. This replaced all existing company legislation and as well as consolidation introduced some improvements. Introduction of new company types - a Private Limited by Shares company (LTD) can now be a single director company and operate on a simplified constitution (free to engage in any legal activity without stating it in its M&amp;A). This has led to requirement for companies to convert. Guarantee and unlimited companies must now state their company type in their name and have until December to register the change.</p> <p>Companies no longer have to file statutory declaration with new company incorporation and which allows electronic filing of new company forms.</p> <p>Registration of charges (mortgages-security interests) can only be completed electronically since June - change to priority in Act demands swift filing of information.</p>
Europe	Kosovo	No major changes.
Europe	Latvia	In December 2015 technological and operational improvements have been implemented to the electronic registration service where it is possible to submit documents for new entity, changes and termination of entities. Now it is more convenient for customers and it is expected that they will be more active in electronic business registration.
Europe	Liechtenstein	Introduction of a new legal form, the "Protected Cell Company".
Europe	Lithuania	<p>The Register Keeper initiates winding-up of legal entity subject to the provisions of Article 2.70 of the Civil Code of the Republic of Lithuania.</p> <p>Notification on the intended initiative to wind-up legal entity (to the addresses of headquarters and members of the management body).</p> <p>In case legal entity does not submit data denying the circumstances of the initiative to wind-up legal entity within 3 months from sending a notification or making it public, the Register Keeper makes a decision to register status "Winding-up is initiated".</p> <p>In case the court did not receive any action or did not cancel the initiative to wind-up legal entity within 1 year, the Register Keeper makes a decision to wind-up legal entity. Legal entity is wound-up (removed from the Register) upon the decision of the Register Keeper.</p> <p>When Setting up a private limited company using customer self - services (electronically through the Centre of register portal) to form the authorized capital of the company there is no need to go to the bank to open a savings account. Almost all bank related operation then setting up a company are made electronically.</p>
Europe	Macedonia	Fully electronic filing of changes.
Europe	Moldova	No major changes.
Europe	Montenegro	Developing software solutions have been created preconditions that during 2016 years provide documentation were provided to all regional offices and to enable the complete e business registration
Europe	Netherlands	No major changes.
Europe	Norway	<p>The scope of the types of cases that are processed electronically and automatically by the business register has been extended also in 2015. Automated procedures currently include several types of notifications to the register, such a change of business address, email address, mailing address, auditor, CEO and several more.</p> <p>In addition to this we have a new electronic solution for electronic incorporation of a private limited liability company. The whole process from incorporation to registration of the company may now be done electronically.</p>
Europe	Portugal	No major changes.
Europe	Romania	<p>Coming into force of Law no. 152/2015 which stipulates that the processing time of the applications of registration was reduced and the procedures and formalities of registration in the trade register were simplified;</p> <p>Coming into force of G.O. no. 39/2015 by which was reduced the time for obtaining the information of the contributors' fiscal record certificate from 8 to 2 hours;</p> <p>Coming into force of G.O. no. 17/2015 by which the applicants are exempted from paying the fee for obtaining information of the fiscal record certificate and from stamping the released documents.</p>

Region	Jurisdiction	Major changes during the year that have affected the registry
Europe	Russia	<p>Application processing time for entity formation/incorporation reduced from five working days to three.</p> <p>Company seal is no longer a mandatory requirement for LLCs and corporations.</p> <p>Legal entities can now use model statutes.</p> <p>A nation-wide call-centre has opened to provide assistance.</p>
Europe	Slovenia	Changes in legislation - new restrictions imposed on incorporation of business subjects.
Europe	Spain	<p>- New legal provisions on deeds with electronic format and coded fields and model of by-laws to be thereto included, as mentioned in question 54.</p> <p>- Legal provisions on legalization of accounting ledgers that must now compulsorily be made by electronic means.</p> <p>- Law attributing the registrar the decision of certain proceedings that were previously ruled by a court. I.e.: in those cases in which the person entitled to call the General Meeting disappears, it is no longer necessary to take the case before a judge, the call will be done by the registrar. This simplifies and speeds up the proceedings.</p> <p>- Legal provisions regulating the electronic document for the registration of the "sole trader with limited liability".</p> <p>- Legal provisions on the management of the termination of companies</p>
Europe	Spain, central	No major changes.
Europe	Sweden	A quality work in the register to terminate inactive companies.
Europe	Switzerland	No relevant material changes.
Europe	United Kingdom	<p>With effect from 1st June 2015, Companies House began to make all the public digital data held on the UK register of companies available to others without charge on its new public beta search service. This provides access to over 170 million digital records on companies and directors including financial accounts, company filings and details on directors and secretaries throughout the life of the company.</p> <p>The launch of this new service means free access to our data is available both through a web service and an application program interface (API), enabling both consumers and technology providers to access real time updates on companies. This has transformed our electronic services, with modern technology and a new web service. It is better and simpler for customers, making it easier to view and update.</p> <p>The Small Business Enterprise and Employment (SBEE) Act 2015 SBEE Act 2015 received Royal Assent in March 2015. This contains a number of measures which together represent significant changes for companies and Companies House customers and aims to:</p> <ul style="list-style-type: none"> <li>• Reduce red tape</li> <li>• Increase the quality of information on the public register</li> <li>• Enhance transparency.</li> </ul> <p>The Act intends to provide a boost to the economy, making it easier for businesses to find the valuable information they need. It should also ensure the UK is seen as a trusted and fair place to do business.</p> <p>The Act introduced the following changes:</p> <ul style="list-style-type: none"> <li>• May 2015 – Share warrants to bearer shares (known as ‘bearer shares’) were abolished. As the owner’s details did not need to be entered into a register of members, it was sometimes difficult to establish ownership of those shares. In keeping with the government’s focus on business transparency, this measure means all shares must have a designated owner.</li> <li>• October 2015 – Partial suppression of the date of birth on the public register was implemented. It has always been a requirement of the Companies Act 2006 for directors to provide a full date of birth. This measure provides more protection by suppressing the day of birth on the public record. The full date of birth will still need to be provided to Companies House but will no longer be shown in full on our data products. A full date of birth will only be disclosed in exceptional circumstances (for example to credit reference agencies or to public authorities).</li> </ul>

Region	Jurisdiction	Major changes during the year that have affected the registry
Europe	United Kingdom	<ul style="list-style-type: none"> <li>• October 2015 – The time it takes to strike a company off the register if it's not carrying on business or operation was reduced. The accelerated strike off process aims for the right balance between removing a defunct company from the register and allowing creditors time to register an objection. Under old legislation, if no objection was received the company was struck off not less than 3 months after a notice was published in The Gazette. Under the new timescales, the company will be struck off not less than 2 months from the publication of the Gazette notice.</li> <li>• October 2015 – A statement was added by Companies House to the relevant appointment and incorporation filings that a newly appointed officer has consented to act in their relevant capacity. Companies are required to agree to this statement. This replaced the previous consent to act procedure of providing a signature on paper forms and personal authentication on electronic filings. As part of this, Companies House writes to all newly appointed directors to make them aware that their appointment has been filed on the public register and explain their general legal duties.</li> </ul> <p>More measures arising from the SBEE Act will come into force in 2016 such as introducing the register of persons with significant control (also known as beneficial ownership) in the company.</p> <p>The SBEE Act also introduced a requirement to provide a Streamlined Company Registration Service – work has begun that will enable the government to deliver a streamlined company registration process, making it easier for persons setting up a company to fulfil their legal obligations by ensuring that they can provide, once and in digital form, all of the information required by Companies House and HMRC to incorporate a company and to register it for tax purposes to begin trading. This will be implemented by May 2017. The Company Accounts and Tax Online (CATO) project brought the online Corporation Tax (CT) filing service into line with other HMRC digital services. Further releases included full statutory accounts, abbreviated accounts and dormant and companies limited by guarantee.</p> <p>Extractives filing service - work commenced and was completed during 2015 on this service which is designed to help undertakings meet their obligations to deliver reports to the registrar as set out in The Reports on Payments to Governments Regulations 2014. Reports can only be delivered to the registrar electronically and cannot be delivered by paper.</p>
The Americas	Alberta (Canada)	The Common Business Number Act was passed in spring 2015. When implemented, it will allow the government of Alberta to collect/assign a unique registration number created by the Canada Revenue Agency. This number is fast becoming the best way to definitively identify a corporation or business so that it can benefit from federal, provincial, and municipal programs government programs and reduce red tape in complying with repetitive filing requirements.
The Americas	Arizona (USA)	Legislative - entity restructuring act became effective (new doc types, new programming). Implemented online LLC formation.
The Americas	Brazil - Alagoas Maceio	We have installed the digital registry for sole traders, which is the first step to the others kind of entities.
The Americas	British Columbia (Canada)	No major changes.
The Americas	Canada (federal)	No major changes.
The Americas	Chile	Since august our web page not only offer the registration of companies but also other services that includes trade mark, internet domain, patents etc.
The Americas	Colombia	In order to make easier and efficient our Register services, we have implemented an e-filing submission for incorporations, and companies articles and data changes, to which our clients could access online worldwide, and make all the procedure through this way, from sign electronically the documents, to the payment.
The Americas	Colorado (USA)	We now offer certified copies of entity filings for free.
The Americas	Connecticut (USA)	We keep adding online filing options, which helps reduce our paper review burden. In 2016 we will be offering online submission of domestic formation and foreign registration filings, but these will be taken provisionally until they receive human review. All other online filing options (other than formation/foreign registration) are available with instantaneous acceptance that does not require human review. Our system is designed to accept those other filing types if all the necessary fields are completed. Our role is ministerial, so any fraudulent submissions are left to harmed parties to address through civil process or criminal prosecution.



Region	Jurisdiction	Major changes during the year that have affected the registry
The Americas	Manitoba (Canada)	No major changes.
The Americas	Minnesota (USA)	Implementation on August 1, 2015 of a new Limited liability company law to replace the one enacted in 1994.
The Americas	Mississippi (USA)	Our new business filing system went "live" in August of 2014. Consequently, 2015 was the first complete year for the system. No major changes were made in 2015, just adjustments to the existing system.
The Americas	Montana (USA)	In 2015 the legislation approved the formation of Benefit Corporation in Montana.
The Americas	New Brunswick (Canada)	No major changes.
The Americas	Nevada (USA)	Fee increases for annual renewals. Declaration of intent to solicit charitable registrations.
The Americas	Newfoundland and Labrador (Canada)	No major changes.
The Americas	North Carolina (USA)	There have been no major changes.
The Americas	North Dakota (USA)	Streamlined legislation on LLCs. Conducted Business Process Mapping.
The Americas	Northwest Territories (Canada)	No major changes.
The Americas	Nova Scotia (Canada)	<p>In early 2015, the Office of Service Nova Scotia was restructured creating two branches: (1) Client Experience and (2) Program Modernization. The legislation and policy respecting the Registry of Joint Stock Companies falls within the Registries Division of Program Modernization. The delivery of the program falls within Client Experience branch.</p> <p>In the Fall of 2015, Service Nova Scotia initiated a preliminary procurement exercise called a Request for Supplier Qualifications with respect to alternative service delivery options for three of its Registries, including the Registry of Joint Stock Companies. The components being considered within each Registry were service delivery, operations support and technology. Next steps have not yet been determined.</p>
The Americas	Ohio (USA)	We reduced our filing fees in September of 2015. The fees were reduced for new business filings - not subsequent filings on existing businesses. We hope to encourage more people to file a business under the new fee structure - we have seen an increase of the number of new business filings, and although it has resulted in a decrease in revenue, it is not substantial based on the increase of numbers.
The Americas	Quebec (Canada)	No major changes.
The Americas	Rhode Island (USA)	No major changes.
The Americas	Saskatchewan (Canada)	No major changes.
The Americas	Suriname	No major changes.
The Americas	Texas (USA)	No major changes in 2015; legislative changes that become effective January 1, 2016, will affect business registry's 2016 filings.
The Americas	Utah (USA)	No major changes.
The Americas	Washington State (USA)	Legislation, Process changes, Personnel, Filing System development/replacement.

## Appendix iii - Snap Shots

Albania		National Register Center	
		National Register Center	
Operated by	Government	Average incorporation fee (public limited)	€ 100
Structure	Centralised	Average hours to process application for formation	16
Funding	Government	Average hours to process application for changes	8
Receives annual accounts	Yes	Percentage of electronically submitted documents for formation	-
Receives annual returns	No	Percentage of electronically submitted change documents	-
Mandatory pre-registration steps	Yes, payment and registration fees	Minimum share capital (public limited)	€ 100
Entities registered as of December 2015	67 010	Minimum founders (public limited)	1
Entities registered in 2015	39 340	Minimum shareholders (public limited)	1
Entities terminated in 2015	4 756	Minimum board members (public limited)	3
Submissions for changes in 2015	64 515	<a href="http://www.qkr.gov.al/nrc/default.aspx">http://www.qkr.gov.al/nrc/default.aspx</a>	

Alberta Canada		Corporate Registry	
		Service Alberta	
Operated by	Government	Average incorporation fee (limited)	€ 174
Structure	Decentralised (non autonomous local offices)	Average hours to process application for formation	-
Funding	Government	Average hours to process application for changes	-
Receives annual accounts	No	Percentage of electronically submitted documents for formation	-
Receives annual returns	Yes	Percentage of electronically submitted change documents	-
Mandatory pre-registration steps	Yes, name reservation	Minimum share capital (limited)	€ -
Entities registered as of December 2015	1 190 548	Minimum founders (limited)	1
Entities registered in 2015	79 952	Minimum shareholders (limited)	-
Entities terminated in 2015	11 505	Minimum board members (limited)	1
Submissions for changes in 2015	438 059	<a href="http://www.servicealberta.gov.ab.ca/incorporate-a-business.cfm">http://www.servicealberta.gov.ab.ca/incorporate-a-business.cfm</a>	

Arizona USA		Arizona Corporation Commission, Corporations Division	
		Arizona Corporation Commission, Corporations Division	
Operated by	Government	Average incorporation fee (limited)	€ -
Structure	Centralised	Average hours to process application for formation	40
Funding	Government	Average hours to process application for changes	40
Receives annual accounts	No	Percentage of electronically submitted documents for formation	-
Receives annual returns	Yes	Percentage of electronically submitted change documents	-
Mandatory pre-registration steps	None	Minimum share capital (limited)	€ -
Entities registered as of December 2015	867 359	Minimum founders (limited)	1
Entities registered in 2015	63 882	Minimum shareholders (limited)	1
Entities terminated in 2015	15 032	Minimum board members (limited)	1
Submissions for changes in 2015	-	<a href="http://ecorp.azcc.gov/">http://ecorp.azcc.gov/</a>	

Australia		Australian Securities & Investments Commission (ASIC)	
		Australian Securities & Investments Commission (ASIC)	
Operated by	Government	Average incorporation fee (private limited)	€ 307
Structure	Centralised	Average hours to process application for formation	3
Funding	Government	Average hours to process application for changes	5
Receives annual accounts	Yes	Percentage of electronically submitted documents for formation	98
Receives annual returns	No	Percentage of electronically submitted change documents	93
Mandatory pre-registration steps	None	Minimum share capital (private limited)	€ 0
Entities registered as of December 2015	4 472 170	Minimum founders (private limited)	-
Entities registered in 2015	582 883	Minimum shareholders (private limited)	1
Entities terminated in 2015	315 799	Minimum board members (private limited)	1
Submissions for changes in 2015	1 673 014	<a href="http://www.asic.gov.au/">http://www.asic.gov.au/</a>	

Austria		Firmenbuch (Business Register)	
		Federal Computing Center	
Operated by	Court of justice	Average incorporation fee (private limited)	€ 589
Structure	Centralised	Average hours to process application for formation	16
Funding	Government	Average hours to process application for changes	16
Receives annual accounts	Yes	Percentage of electronically submitted documents for formation	70
Receives annual returns	No	Percentage of electronically submitted change documents	60
Mandatory pre-registration steps	None	Minimum share capital (private limited)	€ 35 000
Entities registered as of December 2015	222 572	Minimum founders (private limited)	1
Entities registered in 2015	16 825	Minimum shareholders (private limited)	1
Entities terminated in 2015	6 321	Minimum board members (private limited)	1
Submissions for changes in 2015	209 832	<a href="http://www.justiz.gv.at/web2013/html/default/2c9484852308c2a601240b693e1c0860.de.html">www.justiz.gv.at/web2013/html/default/2c9484852308c2a601240b693e1c0860.de.html</a>	

Azerbaijan		The Ministry of Taxes	
		The Ministry of Taxes	
Operated by	Government	Average incorporation fee (limited)	€ 6
Structure	Centralised	Average hours to process application for formation	-
Funding	Government	Average hours to process application for changes	8
Receives annual accounts	-	Percentage of electronically submitted documents for formation	45
Receives annual returns	-	Percentage of electronically submitted change documents	-
Mandatory pre-registration steps	Yes, notary public	Minimum share capital (limited)	€ -
Entities registered as of December 2015	732 211	Minimum founders (limited)	1
Entities registered in 2015	76 471	Minimum shareholders (limited)	-
Entities terminated in 2015	17 368	Minimum board members (limited)	-
Submissions for changes in 2015	31 288	<a href="http://www.taxes.gov.az">www.taxes.gov.az</a>	

Belgium			
Kruispuntbank van Ondernemingen (KBO) / Banque-Carrefour des Entreprises (BCE) / Zentrale Datenbank der Unternehmen (ZDU)			
FPS Economy, S.M.E.s, Self-employed and Energy			
Operated by	Government	Average incorporation fee (private limited)	€ 320
Structure	Centralised	Average hours to process application for formation	1
Funding	Government	Average hours to process application for changes	1
Receives annual accounts	No	Percentage of electronically submitted documents for formation	-
Receives annual returns	No	Percentage of electronically submitted change documents	-
Mandatory pre-registration steps	Yes, notary public	Minimum share capital (private limited)	€ 18 550
Entities registered as of December 2015	1 647 714	Minimum founders (private limited)	1
Entities registered in 2015	99 981	Minimum shareholders (private limited)	1
Entities terminated in 2015	35 136	Minimum board members (private limited)	1
Submissions for changes in 2015	-	<a href="http://economie.fgov.be/fr/entreprises/BCE/">http://economie.fgov.be/fr/entreprises/BCE/</a>	

Belgium			
Operated by	-	Average incorporation fee	-
Structure	-	Average hours to process application for formation	-
Funding	-	Average hours to process application for changes	-
Receives annual accounts	-	Percentage of electronically submitted documents for formation	99
Receives annual returns	-	Percentage of electronically submitted change documents	99
Mandatory pre-registration steps	-	Minimum share capital	-
Entities registered as of December 2015	-	Minimum founders	-
Entities registered in 2015	-	Minimum shareholders	-
Entities terminated in 2015	-	Minimum board members	-
Submissions for changes in 2015	-		

Brazil - Alagoas Maceio		Junta Comercial do Estado de Alagoas (Juceal)	
		Departamento de Registro Empresarial e Integração (Drei)	
Operated by	Government	Average incorporation fee (private limited)	€ 95
Structure	Centralised	Average hours to process application for formation	16
Funding	Government	Average hours to process application for changes	16
Receives annual accounts	Yes	Percentage of electronically submitted documents for formation	-
Receives annual returns	No	Percentage of electronically submitted change documents	-
Mandatory pre-registration steps	Yes, name examination	Minimum share capital (private limited)	€ 1
Entities registered as of December 2015	224 943	Minimum founders (private limited)	2
Entities registered in 2015	20 943	Minimum shareholders (private limited)	2
Entities terminated in 2015	6 189	Minimum board members (private limited)	2
Submissions for changes in 2015	2 384	<a href="http://www.juceal.al.gov.br/">http://www.juceal.al.gov.br/</a>	

Brazil - Rio de Janeiro		Rio de Janeiro Trade Board (Junta Comercial do Estado do Rio de Janeiro)	
		The Rio de Janeiro Trade Board	
Operated by	Other	Average incorporation fee (limited)	€ 117
Structure	Decentralised (non autonomous local offices)	Average hours to process application for formation	60
Funding	Customer fees	Average hours to process application for changes	60
Receives annual accounts	Yes	Percentage of electronically submitted documents for formation	5
Receives annual returns	No	Percentage of electronically submitted change documents	5
Mandatory pre-registration steps	Yes, name examination	Minimum share capital (limited)	€ -
Entities registered as of December 2015	5 589 865	Minimum founders (limited)	2
Entities registered in 2015	42 871	Minimum shareholders (limited)	2
Entities terminated in 2015	-	Minimum board members (limited)	3
Submissions for changes in 2015	57 476	<a href="http://www.jucerja.rj.gov.br">www.jucerja.rj.gov.br</a>	

**British Columbia Canada Corporate Registry and Firms (British Columbia, Canada)**  
**Registries and Online Services**

Operated by	Government	Average incorporation fee (LLC)	€ 224
Structure	Centralised	Average hours to process application for formation	-
Funding	Government	Average hours to process application for changes	60
Receives annual accounts	No	Percentage of electronically submitted documents for formation	-
Receives annual returns	Yes	Percentage of electronically submitted change documents	-
Mandatory pre-registration steps	Yes, name reservation	Minimum share capital (LLC)	€ -
Entities registered as of December 2015	1 066 032	Minimum founders (LLC)	-
Entities registered in 2015	51 619	Minimum shareholders (LLC)	-
Entities terminated in 2015	3 128	Minimum board members (LLC)	-
Submissions for changes in 2015	95 751	<a href="http://www.bcregistryservices.gov.bc.ca">www.bcregistryservices.gov.bc.ca</a>	

**Burundi Trade Register**  
**Commercial Court**

Operated by	Court of justice	Average incorporation fee (private limited)	€ 20
Structure	Centralised	Average hours to process application for formation	8
Funding	Government	Average hours to process application for changes	8
Receives annual accounts	No	Percentage of electronically submitted documents for formation	-
Receives annual returns	No	Percentage of electronically submitted change documents	-
Mandatory pre-registration steps	None	Minimum share capital (private limited)	€ -
Entities registered as of December 2015	1 529	Minimum founders (private limited)	2
Entities registered in 2015	-	Minimum shareholders (private limited)	2
Entities terminated in 2015	-	Minimum board members (private limited)	-
Submissions for changes in 2015	-		

Canada		Corporations Canada	
		Corporations Canada	
Operated by	Government	Average incorporation fee (private limited)	€ 151
Structure	Centralised	Average hours to process application for formation	24
Funding	Customer fees	Average hours to process application for changes	27
Receives annual accounts	No	Percentage of electronically submitted documents for formation	99
Receives annual returns	Yes	Percentage of electronically submitted change documents	86
Mandatory pre-registration steps	None	Minimum share capital (private limited)	€ -
Entities registered as of December 2015	271 000	Minimum founders (private limited)	1
Entities registered in 2015	34 212	Minimum shareholders (private limited)	1
Entities terminated in 2015	7 186	Minimum board members (private limited)	1
Submissions for changes in 2015	59 968	<a href="https://www.ic.gc.ca/eic/site/cd-dgc.nsf/eng/home">https://www.ic.gc.ca/eic/site/cd-dgc.nsf/eng/home</a>	

Chile		Registro de Empresas y Sociedades	
		Subsecretaría de Economía y Empresas de Menor Tamaño	
Operated by	Privately owned company	Average incorporation fee (private limited)	€ 15
Structure	Centralised	Average hours to process application for formation	1
Funding	Government	Average hours to process application for changes	1
Receives annual accounts	No	Percentage of electronically submitted documents for formation	-
Receives annual returns	No	Percentage of electronically submitted change documents	-
Mandatory pre-registration steps	None	Minimum share capital (private limited)	€ 0
Entities registered as of December 2015	135 880	Minimum founders (private limited)	2
Entities registered in 2015	63 205	Minimum shareholders (private limited)	2
Entities terminated in 2015	-	Minimum board members (private limited)	-
Submissions for changes in 2015	-	<a href="http://www.tuempresaenundia.cl">www.tuempresaenundia.cl</a>	



Colombia		Registro Mercantil	
		Camara de Comercio de Bogota	
Operated by	Chamber of commerce	Average incorporation fee (private limited)	€ 9
Structure	Decentralised (autonomous local offices)	Average hours to process application for formation	8
Funding	Customer fees	Average hours to process application for changes	6
Receives annual accounts	Yes	Percentage of electronically submitted documents for formation	-
Receives annual returns	Yes	Percentage of electronically submitted change documents	99
Mandatory pre-registration steps	None	Minimum share capital (private limited)	€ 1
Entities registered as of December 2015	834 096	Minimum founders (private limited)	-
Entities registered in 2015	69 707	Minimum shareholders (private limited)	-
Entities terminated in 2015	-	Minimum board members (private limited)	-
Submissions for changes in 2015	56 804	<a href="http://www.ccb.org.co/">http://www.ccb.org.co/</a>	

Colorado USA		Business Organizations	
		Colorado Department of State	
Operated by	Government	Average incorporation fee (limited)	€ 46
Structure	Centralised	Average hours to process application for formation	0
Funding	Customer fees	Average hours to process application for changes	0
Receives annual accounts	No	Percentage of electronically submitted documents for formation	-
Receives annual returns	Yes	Percentage of electronically submitted change documents	-
Mandatory pre-registration steps	None	Minimum share capital (limited)	€ -
Entities registered as of December 2015	2 276 286	Minimum founders (limited)	1
Entities registered in 2015	87 627	Minimum shareholders (limited)	1
Entities terminated in 2015	19 753	Minimum board members (limited)	1
Submissions for changes in 2015	28 137	<a href="http://www.sos.state.co.us/pubs/business/businessHome.html?menuheaders=2">http://www.sos.state.co.us/pubs/business/businessHome.html?menuheaders=2</a>	

<b>Connecticut USA</b>	<b>Connecticut Business Registry</b>		
	<b>Secretary of the State of Connecticut - Business Services Division (f/k/a Commercial Recording Division)</b>		

Operated by	Government	Average incorporation fee (limited)	€ 150
Structure	Centralised	Average hours to process application for formation	12
Funding	Government	Average hours to process application for changes	8
Receives annual accounts	No	Percentage of electronically submitted documents for formation	-
Receives annual returns	Yes	Percentage of electronically submitted change documents	-
Mandatory pre-registration steps	None	Minimum share capital (private limited)	€ -
Entities registered as of December 2015	450 200	Minimum founders (private limited)	1
Entities registered in 2015	27 799	Minimum shareholders (private limited)	1
Entities terminated in 2015	13 306	Minimum board members (private limited)	1
Submissions for changes in 2015	-	<a href="http://www.concord-sots.ct.gov">http://www.concord-sots.ct.gov</a>	

<b>Croatia, Republic of</b>	<b>Court Registry</b>		
	<b>Commercial Court</b>		

Operated by	Court of justice	Average incorporation fee (private limited)	€ 52
Structure	Centralised	Average hours to process application for formation	64
Funding	Government	Average hours to process application for changes	56
Receives annual accounts	Yes	Percentage of electronically submitted documents for formation	58
Receives annual returns	Yes	Percentage of electronically submitted change documents	0
Mandatory pre-registration steps	None	Minimum share capital (private limited)	€ -
Entities registered as of December 2015	264 410	Minimum founders (private limited)	1
Entities registered in 2015	13 745	Minimum shareholders (private limited)	1
Entities terminated in 2015	17 305	Minimum board members (private limited)	1
Submissions for changes in 2015	27 384	<a href="https://sudreg.pravosudje.hr/registar/?p=150:1:11745526841959">https://sudreg.pravosudje.hr/registar/?p=150:1:11745526841959</a>	

Czech Republic		Commercial Register	
Operated by	Government	Average incorporation fee (private limited)	€ 222
Structure	Centralised	Average hours to process application for formation	40
Funding	Government	Average hours to process application for changes	40
Receives annual accounts	Yes	Percentage of electronically submitted documents for formation	-
Receives annual returns	Yes	Percentage of electronically submitted change documents	-
Mandatory pre-registration steps	Yes, notary public	Minimum share capital (private limited)	€ -
Entities registered as of December 2015	-	Minimum founders (private limited)	1
Entities registered in 2015	-	Minimum shareholders (private limited)	1
Entities terminated in 2015	-	Minimum board members (private limited)	1
Submissions for changes in 2015	-	<a href="https://or.justice.cz/ias/ui/rejstrik">https://or.justice.cz/ias/ui/rejstrik</a>	

Denmark		Central Business Register Danish Business Authority	
Operated by	Government	Average incorporation fee (private limited)	€ 189
Structure	Centralised	Average hours to process application for formation	1
Funding	Customer fees	Average hours to process application for changes	1
Receives annual accounts	Yes	Percentage of electronically submitted documents for formation	95
Receives annual returns	Yes	Percentage of electronically submitted change documents	95
Mandatory pre-registration steps	None	Minimum share capital (private limited)	€ 1
Entities registered as of December 2015	668 134	Minimum founders (private limited)	1
Entities registered in 2015	70 400	Minimum shareholders (private limited)	1
Entities terminated in 2015	31 078	Minimum board members (private limited)	0
Submissions for changes in 2015	-	<a href="http://www.cvr.dk">www.cvr.dk</a>	

**Dominican Republic**      **Registro Mercantil de la Camara de Comercio y Produccion de Santo Domingo**  
**Camara de Comercio y Produccion de Santo Domingo (CCPSD)**

Operated by	Chamber of commerce	Average incorporation fee (private limited)	€ -
Structure	Decentralised (autonomous local offices)	Average hours to process application for formation	30
Funding	Customer fees	Average hours to process application for changes	72
Receives annual accounts	No	Percentage of electronically submitted documents for formation	-
Receives annual returns	No	Percentage of electronically submitted change documents	-
Mandatory pre-registration steps	Yes, name reservation	Minimum share capital (private limited)	€ 0
Entities registered as of December 2015	-	Minimum founders (private limited)	1
Entities registered in 2015	-	Minimum shareholders (private limited)	1
Entities terminated in 2015	-	Minimum board members (private limited)	1
Submissions for changes in 2015	-	<a href="http://www.camarasantodomingo.do">www.camarasantodomingo.do</a>	

**Ecuador**      **Registro Mercantil de Guayaquil**  
**Dinardap direccion nacional de datos publicos**

Operated by	Government	Average incorporation fee (private limited)	€ 26
Structure	Decentralised (autonomous local offices)	Average hours to process application for formation	72
Funding	Government	Average hours to process application for changes	72
Receives annual accounts	Yes	Percentage of electronically submitted documents for formation	-
Receives annual returns	No	Percentage of electronically submitted change documents	-
Mandatory pre-registration steps	Yes, name reservation	Minimum share capital (private limited)	€ -
Entities registered as of December 2015	10 373	Minimum founders (private limited)	2
Entities registered in 2015	87	Minimum shareholders (private limited)	-
Entities terminated in 2015	-	Minimum board members (private limited)	-
Submissions for changes in 2015	-	<a href="http://registromercantil.gob.ec/guayaquil.html">http://registromercantil.gob.ec/guayaquil.html</a>	

Estonia		Äriregister	
		Tartu Maakohutu registriosakond (Registration Department of Tartu County Court)	
Operated by	Court of justice	Average incorporation fee (private limited)	€ 160
Structure	Centralised	Average hours to process application for formation	9
Funding	Government	Average hours to process application for changes	12
Receives annual accounts	Yes	Percentage of electronically submitted documents for formation	100
Receives annual returns	No	Percentage of electronically submitted change documents	99
Mandatory pre-registration steps	Yes, notary public	Minimum share capital (private limited)	€ 2 500
Entities registered as of December 2015	233 526	Minimum founders (private limited)	1
Entities registered in 2015	21 093	Minimum shareholders (private limited)	1
Entities terminated in 2015	5 382	Minimum board members (private limited)	1
Submissions for changes in 2015	546 593	<a href="http://www.rik.ee/en/e-business-register">http://www.rik.ee/en/e-business-register</a>	

Finland		Kaupparekisteri, Handelsregistret, Trade Register	
		Finnish Patent and Registration Office	
Operated by	Government	Average incorporation fee (private limited)	€ 355
Structure	Centralised	Average hours to process application for formation	84
Funding	Customer fees	Average hours to process application for changes	40
Receives annual accounts	Yes	Percentage of electronically submitted documents for formation	17
Receives annual returns	No	Percentage of electronically submitted change documents	15
Mandatory pre-registration steps	Yes, payment and registration fees	Minimum share capital (private limited)	€ 2 500
Entities registered as of December 2015	489 043	Minimum founders (private limited)	1
Entities registered in 2015	28 749	Minimum shareholders (private limited)	1
Entities terminated in 2015	13 710	Minimum board members (private limited)	1
Submissions for changes in 2015	111 850	<a href="https://www.prh.fi/en/kaupparekisteri.html">https://www.prh.fi/en/kaupparekisteri.html</a>	

France		Business Registers	
Operated by	Government	Average incorporation fee (private limited)	€ 41
Structure	Decentralised (non autonomous local offices)	Average hours to process application for formation	8
Funding	Customer fees	Average hours to process application for changes	8
Receives annual accounts	Yes	Percentage of electronically submitted documents for formation	12
Receives annual returns	No	Percentage of electronically submitted change documents	6
Mandatory pre-registration steps	Yes, obtaining legal permits	Minimum share capital (private limited)	€ 1
Entities registered as of December 2015	-	Minimum founders (private limited)	-
Entities registered in 2015	350 304	Minimum shareholder (private limited)	1
Entities terminated in 2015	239 980	Minimum board members (private limited)	-
Submissions for changes in 2015	-	<a href="http://www.infogreffe.fr">www.infogreffe.fr</a>	

Georgia		Registry of Entrepreneurial and Non-Entrepreneurial (Non-Commercial) Legal Entities	
National Agency of Public Registry under Ministry of Justice of Georgia			
Operated by	Government	Average incorporation fee (limited)	€ 38
Structure	Centralised	Average hours to process application for formation	2
Funding	Customer fees	Average hours to process application for changes	3
Receives annual accounts	No	Percentage of electronically submitted documents for formation	-
Receives annual returns	No	Percentage of electronically submitted change documents	-
Mandatory pre-registration steps	None	Minimum share capital (limited)	€ -
Entities registered as of December 2015	595 918	Minimum founders (limited)	1
Entities registered in 2015	43 572	Minimum shareholder (limited)	1
Entities terminated in 2015	5 189	Minimum board members (limited)	1
Submissions for changes in 2015	13 543	<a href="http://www.napr.gov.ge/pol">http://www.napr.gov.ge/pol</a>	

Germany		Handelsregister	
		Amtsgericht/Registergericht (Local court)	
Operated by	Court of justice	Average incorporation fee (private limited)	€ 150
Structure	Decentralised (autonomous local offices)	Average hours to process application for formation	16
Funding	Government	Average hours to process application for changes	16
Receives annual accounts	No	Percentage of electronically submitted documents for formation	100
Receives annual returns	No	Percentage of electronically submitted change documents	100
Mandatory pre-registration steps	Yes, notary public	Minimum share capital (private limited)	€ 1
Entities registered as of December 2015	4 929 626	Minimum founders (private limited)	1
Entities registered in 2015	151 602	Minimum shareholder (private limited)	1
Entities terminated in 2015	101 357	Minimum board members (private limited)	1
Submissions for changes in 2015	-	<a href="http://www.handelsregister.de">www.handelsregister.de</a>	

Gibraltar		Companies House Gibraltar	
		Companies House (Gibraltar) Limited	
Operated by	Public-private partnership	Average incorporation fee (private limited)	€ 130
Structure	Centralised	Average hours to process application for formation	8
Funding	Customer fees	Average hours to process application for changes	8
Receives annual accounts	Yes	Percentage of electronically submitted documents for formation	-
Receives annual returns	Yes	Percentage of electronically submitted change documents	2
Mandatory pre-registration steps	None	Minimum share capital (private limited)	€ 2
Entities registered as of December 2015	26 812	Minimum founders (private limited)	1
Entities registered in 2015	1 578	Minimum shareholder (private limited)	1
Entities terminated in 2015	1 090	Minimum board members (private limited)	1
Submissions for changes in 2015	92 757	<a href="https://www.companieshouse.gi/">https://www.companieshouse.gi/</a>	

<b>Guernsey</b>	<b>Guernsey Registry</b>		
	<b>States of Guernsey Commerce and Employment Department</b>		

Operated by	Government	Average incorporation fee (limited)	€ 133
Structure	Centralised	Average hours to process application for formation	2
Funding	Customer fees	Average hours to process application for changes	2
Receives annual accounts	No	Percentage of electronically submitted documents for formation	100
Receives annual returns	Yes	Percentage of electronically submitted change documents	99
Mandatory pre-registration steps	Yes, payment and registration fees	Minimum share capital (limited)	€ -
Entities registered as of December 2015	21 398	Minimum founders (limited)	1
Entities registered in 2015	2 079	Minimum shareholder (limited)	1
Entities terminated in 2015	1 523	Minimum board members (limited)	1
Submissions for changes in 2015	19 226	<a href="http://www.guernseyregistry.com/">http://www.guernseyregistry.com/</a>	

<b>Hawaii USA</b>	<b>Business Registration Division</b>		
	<b>Department of Commerce and Consumer Affairs</b>		

Operated by	Government	Average incorporation fee (LLC)	€ 50
Structure	Centralised	Average hours to process application for formation	28
Funding	Customer fees	Average hours to process application for changes	28
Receives annual accounts	Yes	Percentage of electronically submitted documents for formation	-
Receives annual returns	Yes	Percentage of electronically submitted change documents	-
Mandatory pre-registration steps	None	Minimum share capital (LLC)	€ -
Entities registered as of December 2015	130 568	Minimum founders (LLC)	1
Entities registered in 2015	16 270	Minimum shareholder (LLC)	-
Entities terminated in 2015	370	Minimum board members (LLC)	-
Submissions for changes in 2015	83 422	<a href="http://www.businessregistrations.com">www.businessregistrations.com</a>	



Honduras		Registro Mercantil del Departamento de Francisco Morazan Camara de Comercio e Industria de Tegucigalpa	
Operated by	Chamber of commerce	Average incorporation fee (limited)	€ -
Structure	Centralised	Average hours to process application for formation	-
Funding	Customer fees	Average hours to process application for changes	1
Receives annual accounts	No	Percentage of electronically submitted documents for formation	-
Receives annual returns	No	Percentage of electronically submitted change documents	-
Mandatory pre-registration steps	Yes, notary public	Minimum share capital (limited)	€ -
Entities registered as of December 2015	8 532	Minimum founders (limited)	1
Entities registered in 2015	8 532	Minimum shareholder (limited)	1
Entities terminated in 2015	-	Minimum board members (limited)	1
Submissions for changes in 2015	-	www.ccit.hn	

Hong Kong		Companies Registry, Hong Kong Special Administrative Region Government Companies Registry, Hong Kong Special Administrative Region Government	
Operated by	Government	Average incorporation fee (private limited)	€ 209
Structure	Centralised	Average hours to process application for formation	17
Funding	Customer fees	Average hours to process application for changes	-
Receives annual accounts	Yes	Percentage of electronically submitted documents for formation	25
Receives annual returns	Yes	Percentage of electronically submitted change documents	2
Mandatory pre-registration steps	Yes, payment and registration fees	Minimum share capital (private limited)	€ 0
Entities registered as of December 2015	1 298 695	Minimum founders (private limited)	1
Entities registered in 2015	140 103	Minimum shareholder (private limited)	1
Entities terminated in 2015	54 057	Minimum board members (private limited)	1
Submissions for changes in 2015	-	www.cr.gov.hk, www.icris.cr.gov.hk www.mobile-cr.gov.hk, www.eregistry.gov.hk	

Ireland		Companies Registration Office Ireland	
		Department of Jobs, Enterprise and Innovation	
Operated by	Government	Average incorporation fee (private limited)	€ 75
Structure	Decentralised (non autonomous local offices)	Average hours to process application for formation	24
Funding	Government	Average hours to process application for changes	9
Receives annual accounts	Yes	Percentage of electronically submitted documents for formation	91
Receives annual returns	Yes	Percentage of electronically submitted change documents	78
Mandatory pre-registration steps	Yes, payment and registration fees	Minimum share capital (private limited)	€ 1
Entities registered as of December 2015	198 457	Minimum founders (private limited)	1
Entities registered in 2015	19 404	Minimum shareholder (private limited)	1
Entities terminated in 2015	8 920	Minimum board members (private limited)	1
Submissions for changes in 2015	166 439	<a href="https://www.cro.ie/">https://www.cro.ie/</a>	

Isle of Man		Isle of Man Department of Economic Development - Companies Registry	
		Department of Economic Development	
Operated by	Government	Average incorporation fee (private limited)	€ 129
Structure	Centralised	Average hours to process application for formation	8
Funding	Government	Average hours to process application for changes	40
Receives annual accounts	Yes	Percentage of electronically submitted documents for formation	-
Receives annual returns	Yes	Percentage of electronically submitted change documents	0
Mandatory pre-registration steps	None	Minimum share capital (private limited)	€ 1
Entities registered as of December 2015	37 212	Minimum founders (private limited)	1
Entities registered in 2015	2 609	Minimum shareholder (private limited)	1
Entities terminated in 2015	2 412	Minimum board members (private limited)	2
Submissions for changes in 2015	85 000	<a href="https://www.gov.im/categories/business-and-industries/companies-registry/">https://www.gov.im/categories/business-and-industries/companies-registry/</a>	

Israel		Registry of Companies/Registry of Partnerships	
		Israeli Corporations Authority, Ministry of Justice	
Operated by	Government	Average incorporation fee (limited)	€ 608
Structure	Centralised	Average hours to process application for formation	11
Funding	Government	Average hours to process application for changes	21
Receives annual accounts	No	Percentage of electronically submitted documents for formation	65
Receives annual returns	Yes	Percentage of electronically submitted change documents	2
Mandatory pre-registration steps	Yes, payment and registration fees	Minimum share capital (limited)	€ -
Entities registered as of December 2015	342 500	Minimum founders (limited)	1
Entities registered in 2015	17 532	Minimum shareholder (limited)	1
Entities terminated in 2015	4 300	Minimum board members (limited)	1
Submissions for changes in 2015	250 190	<a href="http://taagidim.justice.gov.il">taagidim.justice.gov.il</a>	

Italy		Registro Imprese	
		Infocamere	
Operated by	Chamber of commerce	Average incorporation fee (private limited)	€ 90
Structure	Decentralised (autonomous local offices)	Average hours to process application for formation	16
Funding	Customer fees	Average hours to process application for changes	16
Receives annual accounts	Yes	Percentage of electronically submitted documents for formation	100
Receives annual returns	No	Percentage of electronically submitted change documents	100
Mandatory pre-registration steps	Yes, notary public	Minimum share capital (private limited)	€ 1
Entities registered as of December 2015	6 095 304	Minimum founders (private limited)	1
Entities registered in 2015	732 458	Minimum shareholder (private limited)	1
Entities terminated in 2015	71 978	Minimum board members (private limited)	1
Submissions for changes in 2015	2 520 879	<a href="http://www.registroimprese.it">http://www.registroimprese.it</a>	

Jersey		JFSC, Companies Registry	
Jersey Financial Services Commission (JFSC)			
Operated by	Public-private partnership	Average incorporation fee (private limited)	€ 260
Structure	Decentralised (autonomous local offices)	Average hours to process application for formation	2
Funding	Customer fees	Average hours to process application for changes	2
Receives annual accounts	Yes	Percentage of electronically submitted documents for formation	20
Receives annual returns	Yes	Percentage of electronically submitted change documents	10
Mandatory pre-registration steps	Yes, name examination	Minimum share capital (private limited)	€ 1
Entities registered as of December 2015	55 065	Minimum founders (private limited)	1
Entities registered in 2015	3 968	Minimum shareholder (private limited)	1
Entities terminated in 2015	2 432	Minimum board members (private limited)	1
Submissions for changes in 2015	115 605	<a href="http://www.jerseyfsc.org/registry/">http://www.jerseyfsc.org/registry/</a>	

Kosovo		Kosovo Business Registration Agency	
Kosovo Business Registration Agency/ Ministry of Trade and Industry			
Operated by	Government	Average incorporation fee (limited)	€ 0
Structure	Decentralised (non autonomous local offices)	Average hours to process application for formation	8
Funding	Government	Average hours to process application for changes	8
Receives annual accounts	No	Percentage of electronically submitted documents for formation	-
Receives annual returns	No	Percentage of electronically submitted change documents	-
Mandatory pre-registration steps	Yes, name examination	Minimum share capital (limited)	€ -
Entities registered as of December 2015	143 523	Minimum founders (limited)	2
Entities registered in 2015	10 070	Minimum shareholder (limited)	2
Entities terminated in 2015	2 200	Minimum board members (limited)	2
Submissions for changes in 2015	6 307	<a href="http://www.arbk.org">www.arbk.org</a>	

Latvia		Commercial Register	
Register of Enterprises of the Republic of Latvia			
Operated by	Government	Average incorporation fee (private limited)	€ 20
Structure	Decentralised (non autonomous local offices)	Average hours to process application for formation	20
Funding	Government	Average hours to process application for changes	20
Receives annual accounts	No	Percentage of electronically submitted documents for formation	27
Receives annual returns	No	Percentage of electronically submitted change documents	37
Mandatory pre-registration steps	Yes, notary public	Minimum share capital (private limited)	€ 1
Entities registered as of December 2015	177 769	Minimum founders (private limited)	1
Entities registered in 2015	13 324	Minimum shareholder (private limited)	1
Entities terminated in 2015	7 758	Minimum board members (private limited)	1
Submissions for changes in 2015	-	<a href="http://www.ur.gov.lv">www.ur.gov.lv</a>	

Liechtenstein		Commercial Register	
Office of Justice			
Operated by	Government	Average incorporation fee (private limited)	€ 700
Structure	Centralised	Average hours to process application for formation	8
Funding	Customer fees	Average hours to process application for changes	8
Receives annual accounts	Yes	Percentage of electronically submitted documents for formation	0
Receives annual returns	No	Percentage of electronically submitted change documents	0
Mandatory pre-registration steps	None	Minimum share capital (private limited)	€ 30 000
Entities registered as of December 2015	36 307	Minimum founders (private limited)	1
Entities registered in 2015	1 268	Minimum shareholder (private limited)	1
Entities terminated in 2015	6 098	Minimum board members (private limited)	1
Submissions for changes in 2015	-	<a href="http://www.llv.li/#/12078/handelsregister-hr">http://www.llv.li/#/12078/handelsregister-hr</a>	

Lithuania		Register of Legal Entities	
		State Enterprise Centre of Register	
Operated by	Government	Average incorporation fee (private limited)	€ 57
Structure	Centralised	Average hours to process application for formation	16
Funding	Customer fees	Average hours to process application for changes	16
Receives annual accounts	Yes	Percentage of electronically submitted documents for formation	63
Receives annual returns	No	Percentage of electronically submitted change documents	6
Mandatory pre-registration steps	Yes, name reservation	Minimum share capital (private limited)	€ 2 500
Entities registered as of December 2015	249 268	Minimum founders (private limited)	1
Entities registered in 2015	10 157	Minimum shareholder (private limited)	1
Entities terminated in 2015	4 333	Minimum board members (private limited)	3
Submissions for changes in 2015	158 214	www.registrucentras.lt	

Louisiana USA		GeauxBIZ	
		Louisiana Secretary of State	
Operated by	Government	Average incorporation fee (limited)	€ 75
Structure	Centralised	Average hours to process application for formation	1
Funding	Customer fees	Average hours to process application for changes	1
Receives annual accounts	No	Percentage of electronically submitted documents for formation	-
Receives annual returns	Yes	Percentage of electronically submitted change documents	-
Mandatory pre-registration steps	Yes, name examination	Minimum share capital (limited)	€ -
Entities registered as of December 2015	-	Minimum founders (limited)	1
Entities registered in 2015	42 039	Minimum shareholder (limited)	1
Entities terminated in 2015	-	Minimum board members (limited)	1
Submissions for changes in 2015	28 826	www.sos.la.gov	

Luxembourg		Registre de commerce et des sociétés	
		RCSL g.i.e.	
Operated by	Public-private partnership	Average incorporation fee (private limited)	€ 106
Structure	Centralised	Average hours to process application for formation	8
Funding	Customer fees	Average hours to process application for changes	8
Receives annual accounts	Yes	Percentage of electronically submitted documents for formation	100
Receives annual returns	Yes	Percentage of electronically submitted change documents	100
Mandatory pre-registration steps	Yes, notary public	Minimum share capital (private limited)	€ 12 395
Entities registered as of December 2015	-	Minimum founders (private limited)	-
Entities registered in 2015	-	Minimum shareholder (private limited)	1
Entities terminated in 2015	-	Minimum board members (private limited)	1
Submissions for changes in 2015	-	<a href="http://www.rcsll.lu">www.rcsll.lu</a>	

Macedonia (FYR)		Central Register of the Republic of Macedonia	
		Central Register of the Republic of Macedonia	
Operated by	Government	Average incorporation fee (limited)	€ 0
Structure	Centralised	Average hours to process application for formation	3
Funding	Customer fees	Average hours to process application for changes	-
Receives annual accounts	Yes	Percentage of electronically submitted documents for formation	100
Receives annual returns	No	Percentage of electronically submitted change documents	11
Mandatory pre-registration steps	None	Minimum share capital (limited)	€ -
Entities registered as of December 2015	105 526	Minimum founders (limited)	-
Entities registered in 2015	6 713	Minimum shareholder (limited)	-
Entities terminated in 2015	4 234	Minimum board members (limited)	-
Submissions for changes in 2015	-	<a href="http://www.crm.org.mk">www.crm.org.mk</a>	

**Malaysia** Registration of Companies, Registration of Businesses and Registration of Limited Liability Partnerships

**Companies Commission of Malaysia (SSM)**

Operated by	-	Average incorporation fee (private limited)	€ 22
Structure	Decentralised (autonomous local offices)	Average hours to process application for formation	1
Funding	Customer fees	Average hours to process application for changes	24
Receives annual accounts	Yes	Percentage of electronically submitted documents for formation	70
Receives annual returns	Yes	Percentage of electronically submitted change documents	10
Mandatory pre-registration steps	Yes, name examination	Minimum share capital (private limited)	€ 0
Entities registered as of December 2015	7 032 864	Minimum founders (private limited)	2
Entities registered in 2015	409 840	Minimum shareholder (private limited)	2
Entities terminated in 2015	38 015	Minimum board members (private limited)	0
Submissions for changes in 2015	-	<a href="http://www.ssm.com.my/">http://www.ssm.com.my/</a>	

**Manitoba Canada** Companies Office  
Entrepreneurship Manitoba

Operated by	Government	Average incorporation fee (private limited)	€ 225
Structure	Centralised	Average hours to process application for formation	32
Funding	Customer fees	Average hours to process application for changes	32
Receives annual accounts	No	Percentage of electronically submitted documents for formation	-
Receives annual returns	Yes	Percentage of electronically submitted change documents	0
Mandatory pre-registration steps	Yes, name examination	Minimum share capital (private limited)	€ 0
Entities registered as of December 2015	117 663	Minimum founders (private limited)	1
Entities registered in 2015	11 841	Minimum shareholder (private limited)	0
Entities terminated in 2015	2 018	Minimum board members (private limited)	1
Submissions for changes in 2015	12 421	<a href="http://www.companiesoffice.gov.mb.ca/">http://www.companiesoffice.gov.mb.ca/</a>	



Mauritius		Corporate and Business Registration Department	
		Corporate and Business Registration Department	
Operated by	Government	Average incorporation fee (private limited)	€ 52
Structure	Centralised	Average hours to process application for formation	25
Funding	Government	Average hours to process application for changes	-
Receives annual accounts	Yes	Percentage of electronically submitted documents for formation	-
Receives annual returns	Yes	Percentage of electronically submitted change documents	-
Mandatory pre-registration steps	Yes, name examination	Minimum share capital (private limited)	€ -
Entities registered as of December 2015	-	Minimum founders (private limited)	-
Entities registered in 2015	-	Minimum shareholder (private limited)	1
Entities terminated in 2015	-	Minimum board members (private limited)	-
Submissions for changes in 2015	-	<a href="http://companies.govmu.org">companies.govmu.org</a>	

Minnesota USA		Office of the Secretary of State of Minnesota	
		Office of the Secretary of State of Minnesota/State of Minnesota	
Operated by	Government	Average incorporation fee (LLC)	€ 64
Structure	Centralised	Average hours to process application for formation	16
Funding	Customer fees	Average hours to process application for changes	16
Receives annual accounts	No	Percentage of electronically submitted documents for formation	-
Receives annual returns	Yes	Percentage of electronically submitted change documents	-
Mandatory pre-registration steps	None	Minimum share capital (private limited)	€ -
Entities registered as of December 2015	450 550	Minimum founders (LLC)	1
Entities registered in 2015	60 520	Minimum shareholder (LLC)	-
Entities terminated in 2015	21 797	Minimum board members (LLC)	-
Submissions for changes in 2015	27 598	<a href="http://www.sos.state.mn.us/index.aspx?page=3">http://www.sos.state.mn.us/index.aspx?page=3</a>	

Mississippi USA		BFOCUS	
Mississippi Secretary of State - Business Services Division			
Operated by	Government	Average incorporation fee (LLC)	€ 45
Structure	Centralised	Average hours to process application for formation	1
Funding	Government	Average hours to process application for changes	1
Receives annual accounts	Yes	Percentage of electronically submitted documents for formation	-
Receives annual returns	No	Percentage of electronically submitted change documents	-
Mandatory pre-registration steps	None	Minimum share capital (private limited)	€ -
Entities registered as of December 2015	536 137	Minimum founders (LLC)	1
Entities registered in 2015	23 922	Minimum shareholder (LLC)	1
Entities terminated in 2015	-	Minimum board members (LLC)	1
Submissions for changes in 2015	-	<a href="http://www.sos.ms.gov/BusinessServices/Documents/New%20Filing%20System.pdf">http://www.sos.ms.gov/BusinessServices/Documents/New%20Filing%20System.pdf</a>	

Missouri USA		Business Services Division	
Missouri Secretary of State			
Operated by	Government	Average incorporation fee (LLC)	€ 70
Structure	Centralised	Average hours to process application for formation	1
Funding	Government	Average hours to process application for changes	1
Receives annual accounts	No	Percentage of electronically submitted documents for formation	-
Receives annual returns	Yes	Percentage of electronically submitted change documents	-
Mandatory pre-registration steps	None	Minimum share capital (LLC)	€ -
Entities registered as of December 2015	693 367	Minimum founders (LLC)	1
Entities registered in 2015	82 365	Minimum shareholder (LLC)	-
Entities terminated in 2015	9 542	Minimum board members (LLC)	-
Submissions for changes in 2015	-	<a href="http://www.sos.mo.gov">www.sos.mo.gov</a>	

Moldova		State Register of Legal Entities and Individual Entrepreneurs	
		State Enterprise State Chamber of Registration	
Operated by	Other	Average incorporation fee (limited)	€ 46
Structure	Decentralised (non autonomous local offices)	Average hours to process application for formation	26
Funding	Customer fees	Average hours to process application for changes	36
Receives annual accounts	No	Percentage of electronically submitted documents for formation	-
Receives annual returns	No	Percentage of electronically submitted change documents	-
Mandatory pre-registration steps	Yes, name examination	Minimum share capital (limited)	€ -
Entities registered as of December 2015	169 866	Minimum founders (limited)	1
Entities registered in 2015	6 946	Minimum shareholder (limited)	3
Entities terminated in 2015	3 535	Minimum board members (limited)	1
Submissions for changes in 2015	9 052	<a href="http://www.cis.gov.md">www.cis.gov.md</a>	

Mongolia		National Registration and Statistics Office	
		National Registration and Statistics Office	
Operated by	Government	Average incorporation fee (private limited)	€ 20
Structure	Decentralised (non autonomous local offices)	Average hours to process application for formation	33
Funding	Government	Average hours to process application for changes	33
Receives annual accounts	No	Percentage of electronically submitted documents for formation	10
Receives annual returns	No	Percentage of electronically submitted change documents	10
Mandatory pre-registration steps	Yes, name examination	Minimum share capital (private limited)	€ -
Entities registered as of December 2015	14 476	Minimum founders (private limited)	1
Entities registered in 2015	14 476	Minimum shareholder (private limited)	1
Entities terminated in 2015	3 756	Minimum board members (private limited)	1
Submissions for changes in 2015	-	<a href="http://burtgel.gov.mn/index.php/civil/les-newlist">http://burtgel.gov.mn/index.php/civil/les-newlist</a>	

Montana USA		Montana Secretary of State's Office	
		Montana Interactive	
Operated by	Government	Average incorporation fee (LLC)	€ 64
Structure	Centralised	Average hours to process application for formation	40
Funding	Customer fees	Average hours to process application for changes	40
Receives annual accounts	No	Percentage of electronically submitted documents for formation	-
Receives annual returns	Yes	Percentage of electronically submitted change documents	-
Mandatory pre-registration steps	Yes, name examination	Minimum share capital (LLC)	€ -
Entities registered as of December 2015	-	Minimum founders (LLC)	0
Entities registered in 2015	23 896	Minimum shareholder (LLC)	0
Entities terminated in 2015	4 108	Minimum board members (LLC)	0
Submissions for changes in 2015	94 687	<a href="http://sos.mt.gov/">http://sos.mt.gov/</a>	

Montenegro		Center Register Business Entity	
		Tax administration	
Operated by	Government	Average incorporation fee (private limited)	€ 10
Structure	Centralised	Average hours to process application for formation	16
Funding	Government	Average hours to process application for changes	16
Receives annual accounts	No	Percentage of electronically submitted documents for formation	-
Receives annual returns	No	Percentage of electronically submitted change documents	-
Mandatory pre-registration steps	Yes, name examination	Minimum share capital (private limited)	€ 1
Entities registered as of December 2015	50 497	Minimum founders (private limited)	1
Entities registered in 2015	4 134	Minimum shareholder (private limited)	1
Entities terminated in 2015	2 988	Minimum board members (private limited)	3
Submissions for changes in 2015	12 751	<a href="http://crps.me">crps.me</a>	

The Netherlands		Netherlands Business Register	
		Netherlands Chamber of Commerce	
Operated by	Chamber of commerce	Average incorporation fee (private limited)	€ 50
Structure	Centralised	Average hours to process application for formation	6
Funding	Government	Average hours to process application for changes	6
Receives annual accounts	Yes	Percentage of electronically submitted documents for formation	20
Receives annual returns	No	Percentage of electronically submitted change documents	20
Mandatory pre-registration steps	Yes, notary public	Minimum share capital (private limited)	€ 1
Entities registered as of December 2015	3 530 808	Minimum founders (private limited)	1
Entities registered in 2015	238 402	Minimum shareholder (private limited)	1
Entities terminated in 2015	102 136	Minimum board members (private limited)	1
Submissions for changes in 2015	1 791 618	<a href="http://www.kvk.nl/">http://www.kvk.nl/</a>	

New Brunswick Canada		New Brunswick Corporate Registry	
		Service New Brunswick	
Operated by	Government	Average incorporation fee (limited)	€ 184
Structure	Centralised	Average hours to process application for formation	48
Funding	Customer fees	Average hours to process application for changes	16
Receives annual accounts	No	Percentage of electronically submitted documents for formation	-
Receives annual returns	Yes	Percentage of electronically submitted change documents	-
Mandatory pre-registration steps	Yes, name reservation	Minimum share capital (limited)	€ -
Entities registered as of December 2015	68 171	Minimum founders (limited)	1
Entities registered in 2015	4 715	Minimum shareholder (limited)	1
Entities terminated in 2015	932	Minimum board members (limited)	1
Submissions for changes in 2015	14 963	<a href="http://www.snb.ca">www.snb.ca</a>	

**New Zealand** Ministry of Business Innovation and Employment - New Zealand Companies Office

Ministry of Business Innovation and Employment

Operated by	Government	Average incorporation fee (limited)	€ 150
Structure	Centralised	Average hours to process application for formation	1
Funding	Customer fees	Average hours to process application for changes	5
Receives annual accounts	Yes	Percentage of electronically submitted documents for formation	100
Receives annual returns	Yes	Percentage of electronically submitted change documents	99
Mandatory pre-registration steps	Yes, name reservation	Minimum share capital (limited)	€ -
Entities registered as of December 2015	610 000	Minimum founders (limited)	-
Entities registered in 2015	25 000	Minimum shareholder (limited)	1
Entities terminated in 2015	1 500	Minimum board members (limited)	-
Submissions for changes in 2015	1 436 338	<a href="https://www.business.govt.nz/companies/">https://www.business.govt.nz/companies/</a>	

**Nevada USA** Nevada Secretary of State

Commercial Recordings Division

Operated by	Government	Average incorporation fee (LLC)	€ 225
Structure	Centralised	Average hours to process application for formation	1
Funding	Customer fees	Average hours to process application for changes	1
Receives annual accounts	No	Percentage of electronically submitted documents for formation	-
Receives annual returns	No	Percentage of electronically submitted change documents	-
Mandatory pre-registration steps	None	Minimum share capital (LLC)	€ -
Entities registered as of December 2015	323 500	Minimum founders (LLC)	-
Entities registered in 2015	55 315	Minimum shareholder (LLC)	-
Entities terminated in 2015	6 046	Minimum board members (LLC)	0
Submissions for changes in 2015	25 000	<a href="http://nvsos.gov">nvsos.gov</a>	

**Newfoundland and Labrador Canada**      **Newfoundland and Labrador Registry of Companies**  
**Commercial Registrations Division, Service NL, Government of Newfoundland and Labrador**

Operated by	Government	Average incorporation fee (limited)	€ 183
Structure	Centralised	Average hours to process application for formation	5
Funding	Government	Average hours to process application for changes	5
Receives annual accounts	No	Percentage of electronically submitted documents for formation	-
Receives annual returns	Yes	Percentage of electronically submitted change documents	-
Mandatory pre-registration steps	Yes, name examination	Minimum share capital (limited)	€ -
Entities registered as of December 2015	27 791	Minimum founders (limited)	1
Entities registered in 2015	1 413	Minimum shareholder (limited)	0
Entities terminated in 2015	450	Minimum board members (limited)	1
Submissions for changes in 2015	5 806	<a href="http://www.servicenl.gov.nl.ca/registries/companies.html">http://www.servicenl.gov.nl.ca/registries/companies.html</a>	

**North Carolina USA**      **North Carolina Corporations Division**  
**North Carolina Department of the Secretary of State**

Operated by	Government	Average incorporation fee (LLC)	€ 112
Structure	Centralised	Average hours to process application for formation	36
Funding	Government	Average hours to process application for changes	36
Receives annual accounts	No	Percentage of electronically submitted documents for formation	-
Receives annual returns	Yes	Percentage of electronically submitted change documents	-
Mandatory pre-registration steps	Yes, other activities	Minimum share capital (LLC)	€ -
Entities registered as of December 2015	611 273	Minimum founders (LLC)	1
Entities registered in 2015	69 879	Minimum shareholder (LLC)	0
Entities terminated in 2015	14 353	Minimum board members (LLC)	0
Submissions for changes in 2015	16 042	<a href="http://www.secretary.state.nc.us/corporations">www.secretary.state.nc.us/corporations</a>	

North Dakota USA		North Dakota Secretary of State	
		North Dakota Secretary of State	
Operated by	Government	Average incorporation fee (LLC)	€ 135
Structure	Centralised	Average hours to process application for formation	56
Funding	Government	Average hours to process application for changes	56
Receives annual accounts	No	Percentage of electronically submitted documents for formation	-
Receives annual returns	Yes	Percentage of electronically submitted change documents	-
Mandatory pre-registration steps	Yes, name examination	Minimum share capital (LLC)	€ -
Entities registered as of December 2015	82 916	Minimum founders (LLC)	1
Entities registered in 2015	5 418	Minimum shareholder (LLC)	-
Entities terminated in 2015	2 448	Minimum board members (LLC)	1
Submissions for changes in 2015	-	<a href="http://sos.nd.gov/">http://sos.nd.gov/</a>	

Northwest Territories Canada		Department of Justice, Legal Registries Division, Corporate Registry Government of the Northwest Territories	
Operated by	Government	Average incorporation fee (private limited)	€ 210
Structure	Centralised	Average hours to process application for formation	16
Funding	Government	Average hours to process application for changes	16
Receives annual accounts	Yes	Percentage of electronically submitted documents for formation	-
Receives annual returns	Yes	Percentage of electronically submitted change documents	-
Mandatory pre-registration steps	Yes, name reservation	Minimum share capital (private limited)	€ -
Entities registered as of December 2015	14 580	Minimum founders (private limited)	-
Entities registered in 2015	609	Minimum shareholder (private limited)	-
Entities terminated in 2015	26	Minimum board members (private limited)	-
Submissions for changes in 2015	96	<a href="http://www.justice.gov.nt.ca">www.justice.gov.nt.ca</a>	



Norway		The Register of Business Enterprises	
		The Brønnøysund Register Centre	
Operated by	Government	Average incorporation fee (private limited)	€ 659
Structure	Centralised	Average hours to process application for formation	43
Funding	Government	Average hours to process application for changes	43
Receives annual accounts	Yes	Percentage of electronically submitted documents for formation	87
Receives annual returns	No	Percentage of electronically submitted change documents	84
Mandatory pre-registration steps	None	Minimum share capital (private limited)	€ 3 196
Entities registered as of December 2015	471 441	Minimum founders (private limited)	1
Entities registered in 2015	34 665	Minimum shareholder (private limited)	1
Entities terminated in 2015	21 795	Minimum board members (private limited)	1
Submissions for changes in 2015	319 121	www.brreg.no, www.altinn.no	

Nova Scotia Canada		Registry of Joint Stock Companies	
		Service Nova Scotia	
Operated by	Government	Average incorporation fee (limited)	€ 297
Structure	Decentralised (non autonomous local offices)	Average hours to process application for formation	40
Funding	Government	Average hours to process application for changes	34
Receives annual accounts	No	Percentage of electronically submitted documents for formation	-
Receives annual returns	Yes	Percentage of electronically submitted change documents	-
Mandatory pre-registration steps	Yes, name examination	Minimum share capital (limited)	€ -
Entities registered as of December 2015	88 704	Minimum founders (limited)	1
Entities registered in 2015	8 708	Minimum shareholder (limited)	1
Entities terminated in 2015	2 003	Minimum board members (limited)	1
Submissions for changes in 2015	162 505	www.rjsc.ca	

## Ohio USA

## Ohio Secretary of State Business Services Division

## Ohio Secretary of State

Operated by	Government	Average incorporation fee (LLC)	€ 90
Structure	Centralised	Average hours to process application for formation	13
Funding	Customer fees	Average hours to process application for changes	13
Receives annual accounts	No	Percentage of electronically submitted documents for formation	-
Receives annual returns	No	Percentage of electronically submitted change documents	-
Mandatory pre-registration steps	None	Minimum share capital (LLC)	€ -
Entities registered as of December 2015	1 048 747	Minimum founders (LLC)	1
Entities registered in 2015	76 067	Minimum shareholder (LLC)	-
Entities terminated in 2015	10 702	Minimum board members (LLC)	-
Submissions for changes in 2015	26 498	<a href="http://www.ohiosecretaryofstate.gov">www.ohiosecretaryofstate.gov</a>	

## Pakistan

## Securities and Exchange Commission of Pakistan

## Securities and Exchange Commission of Pakistan

Operated by	Other	Average incorporation fee (private limited)	€ 33
Structure	Decentralised (autonomous local offices)	Average hours to process application for formation	16
Funding	Customer fees	Average hours to process application for changes	24
Receives annual accounts	Yes	Percentage of electronically submitted documents for formation	75
Receives annual returns	Yes	Percentage of electronically submitted change documents	60
Mandatory pre-registration steps	Yes, name reservation	Minimum share capital (private limited)	€ -
Entities registered as of December 2015	70 002	Minimum founders (private limited)	2
Entities registered in 2015	5 560	Minimum shareholder (private limited)	2
Entities terminated in 2015	14	Minimum board members (private limited)	-
Submissions for changes in 2015	2 010	<a href="http://www.secp.gov.pk">www.secp.gov.pk</a>	

Philippines		Securities and Exchange Commission (SEC)	
		Securities and Exchange Commission (SEC)	
Operated by	Government	Average incorporation fee (private limited)	€ -
Structure	Centralised	Average hours to process application for formation	8
Funding	Government	Average hours to process application for changes	8
Receives annual accounts	Yes	Percentage of electronically submitted documents for formation	-
Receives annual returns	Yes	Percentage of electronically submitted change documents	-
Mandatory pre-registration steps	Yes, name examination	Minimum share capital (private limited)	€ 92
Entities registered as of December 2015	-	Minimum founders (private limited)	5
Entities registered in 2015	-	Minimum shareholder (private limited)	5
Entities terminated in 2015	-	Minimum board members (private limited)	5
Submissions for changes in 2015	-	<a href="http://www.sec.gov.ph/">http://www.sec.gov.ph/</a>	

Portugal		Registo Comercial	
		Instituto dos Registos e do Notariado	
Operated by	Government	Average incorporation fee (private limited)	€ 145
Structure	Decentralised (non autonomous local offices)	Average hours to process application for formation	4
Funding	Government	Average hours to process application for changes	12
Receives annual accounts	Yes	Percentage of electronically submitted documents for formation	35
Receives annual returns	No	Percentage of electronically submitted change documents	0
Mandatory pre-registration steps	None	Minimum share capital (private limited)	€ 1
Entities registered as of December 2015	650 767	Minimum founders (private limited)	1
Entities registered in 2015	38 036	Minimum shareholder (private limited)	1
Entities terminated in 2015	23 391	Minimum board members (private limited)	1
Submissions for changes in 2015	-	<a href="http://www.irn.mj.pt">www.irn.mj.pt</a>	

Qatar		Companies Registration Office	
		Qatar Financial Centre	
Operated by	Government	Average incorporation fee (limited)	€ 0
Structure	Centralised	Average hours to process application for formation	5
Funding	Government	Average hours to process application for changes	6
Receives annual accounts	Yes	Percentage of electronically submitted documents for formation	-
Receives annual returns	Yes	Percentage of electronically submitted change documents	-
Mandatory pre-registration steps	Yes, name examination	Minimum share capital (limited)	€ -
Entities registered as of December 2015	-	Minimum founders (limited)	1
Entities registered in 2015	-	Minimum shareholder (limited)	1
Entities terminated in 2015	-	Minimum board members (limited)	1
Submissions for changes in 2015	-	<a href="http://www.qfc.qa/en/thecompanyregister">http://www.qfc.qa/en/thecompanyregister</a>	

Quebec Canada		Registraire des entreprises	
		Revenu Québec	
Operated by	Government	Average incorporation fee (limited)	€ 211
Structure	Centralised	Average hours to process application for formation	68
Funding	Government	Average hours to process application for changes	211
Receives annual accounts	No	Percentage of electronically submitted documents for formation	-
Receives annual returns	Yes	Percentage of electronically submitted change documents	-
Mandatory pre-registration steps	None	Minimum share capital (limited)	€ -
Entities registered as of December 2015	998 681	Minimum founders (limited)	1
Entities registered in 2015	74 050	Minimum shareholder (limited)	1
Entities terminated in 2015	23 253	Minimum board members (limited)	1
Submissions for changes in 2015	937 364	<a href="http://www.registreentreprises.gouv.qc.ca">www.registreentreprises.gouv.qc.ca</a>	

Rhode Island USA		Business Services Division/Corporate Database	
Department of State/Office of the Secretary of State of Rhode Island (USA)			
Operated by	Government	Average incorporation fee (LLC)	€ -
Structure	Centralised	Average hours to process application for formation	1
Funding	Government	Average hours to process application for changes	1
Receives annual accounts	No	Percentage of electronically submitted documents for formation	-
Receives annual returns	Yes	Percentage of electronically submitted change documents	-
Mandatory pre-registration steps	Yes, other activities	Minimum share capital (LLC)	€ -
Entities registered as of December 2015	76 563	Minimum founders (LLC)	-
Entities registered in 2015	7 809	Minimum shareholder (LLC)	-
Entities terminated in 2015	5 515	Minimum board members (LLC)	-
Submissions for changes in 2015	10 661	<a href="http://sos.ri.gov/divisions/business-portal">http://sos.ri.gov/divisions/business-portal</a>	

Romania		National Trade Register Office	
Ministry of Justice			
Operated by	Government	Average incorporation fee (private limited)	€ 100
Structure	Decentralised (non autonomous local offices)	Average hours to process application for formation	16
Funding	Government	Average hours to process application for changes	16
Receives annual accounts	No	Percentage of electronically submitted documents for formation	2
Receives annual returns	No	Percentage of electronically submitted change documents	2
Mandatory pre-registration steps	Yes, name examination	Minimum share capital (private limited)	€ 44
Entities registered as of December 2015	2 684 699	Minimum founders (private limited)	1
Entities registered in 2015	113 167	Minimum shareholder (private limited)	1
Entities terminated in 2015	79 207	Minimum board members (private limited)	1
Submissions for changes in 2015	519 791	<a href="http://www.onrc.ro">http://www.onrc.ro</a>	

**Russia** Unified State Register of Legal Entities (USRLE) and Unified State Register of Individual Entrepreneurs (USRIE)

**Federal Tax Service of Russia**

Operated by	Government	Average incorporation fee (LLC)	€ 46
Structure	Centralised	Average hours to process application for formation	24
Funding	Government	Average hours to process application for changes	40
Receives annual accounts	Yes	Percentage of electronically submitted documents for formation	-
Receives annual returns	No	Percentage of electronically submitted change documents	-
Mandatory pre-registration steps	Yes, payment and registration fees	Minimum share capital (LLC)	€ -
Entities registered as of December 2015	8 460 662	Minimum founders (LLC)	1
Entities registered in 2015	1 185 037	Minimum shareholder (LLC)	1
Entities terminated in 2015	754 465	Minimum board members (LLC)	1
Submissions for changes in 2015	1 857 012	<a href="http://www.nalog.ru">www.nalog.ru</a>	

**Saskatchewan Canada** Corporate Registry  
Information Services Corporation (operations); Office of Public Registry Administration (oversight)

Operated by	Public-private partnership	Average incorporation fee (limited)	€ 169
Structure	Centralised	Average hours to process application for formation	-
Funding	Customer fees	Average hours to process application for changes	-
Receives annual accounts	No	Percentage of electronically submitted documents for formation	-
Receives annual returns	Yes	Percentage of electronically submitted change documents	-
Mandatory pre-registration steps	Yes, name examination	Minimum share capital (limited)	€ -
Entities registered as of December 2015	-	Minimum founders (limited)	1
Entities registered in 2015	-	Minimum shareholder (limited)	1
Entities terminated in 2015	-	Minimum board members (limited)	1
Submissions for changes in 2015	-	<a href="https://www.isc.ca/CorporateRegistry/Pages/default.aspx">https://www.isc.ca/CorporateRegistry/Pages/default.aspx</a>	

Serbia		The Register of Business Entities	
		The Serbian Business Registers Agency (SBRA)	
Operated by	Government	Average incorporation fee (private limited)	€ 48
Structure	Decentralised (non autonomous local offices)	Average hours to process application for formation	8
Funding	Customer fees	Average hours to process application for changes	8
Receives annual accounts	Yes	Percentage of electronically submitted documents for formation	-
Receives annual returns	No	Percentage of electronically submitted change documents	0
Mandatory pre-registration steps	Yes, payment and registration fees	Minimum share capital (private limited)	€ 1
Entities registered as of December 2015	347 879	Minimum founders (private limited)	1
Entities registered in 2015	41 614	Minimum shareholder (private limited)	1
Entities terminated in 2015	35 116	Minimum board members (private limited)	3
Submissions for changes in 2015	120 847	<a href="http://www.apr.gov.rs/">http://www.apr.gov.rs/</a>	

Singapore		Accounting and Corporate Regulatory Authority (ACRA)	
		Accounting and Corporate Regulatory Authority (ACRA)	
Operated by	Government	Average incorporation fee (private limited)	€ 202
Structure	Centralised	Average hours to process application for formation	1
Funding	Customer fees	Average hours to process application for changes	1
Receives annual accounts	Yes	Percentage of electronically submitted documents for formation	100
Receives annual returns	Yes	Percentage of electronically submitted change documents	100
Mandatory pre-registration steps	Yes, name examination	Minimum share capital (private limited)	€ 0
Entities registered as of December 2015	479 275	Minimum founders (private limited)	1
Entities registered in 2015	64 898	Minimum shareholder (private limited)	1
Entities terminated in 2015	28 451	Minimum board members (private limited)	1
Submissions for changes in 2015	387 753	<a href="http://www.acra.gov.sg">www.acra.gov.sg</a>	

<b>Slovenia</b>	<b>Slovenian Business Register</b>		
	<b>Agency of the Republic of Slovenia for Public Legal Records and Related Services</b>		

Operated by	Court of justice	Average incorporation fee (LLC)	€ 0
Structure	Centralised	Average hours to process application for formation	1
Funding	Government	Average hours to process application for changes	1
Receives annual accounts	Yes	Percentage of electronically submitted documents for formation	100
Receives annual returns	No	Percentage of electronically submitted change documents	100
Mandatory pre-registration steps	Yes, name examination	Minimum share capital (LLC)	€ -
Entities registered as of December 2015	155 412	Minimum founders (LLC)	1
Entities registered in 2015	20 726	Minimum shareholder (LLC)	1
Entities terminated in 2015	26 149	Minimum board members (LLC)	1
Submissions for changes in 2015	-	<a href="http://www.ajpes.si/prs/">http://www.ajpes.si/prs/</a>	

<b>Spain</b>	<b>Registro Mercantil</b>		
	<b>Colegio de Registradores</b>		

Operated by	Public-private partnership	Average incorporation fee (private limited)	€ 55
Structure	Decentralised (autonomous local offices)	Average hours to process application for formation	44
Funding	Customer fees	Average hours to process application for changes	-
Receives annual accounts	Yes	Percentage of electronically submitted documents for formation	53
Receives annual returns	No	Percentage of electronically submitted change documents	25
Mandatory pre-registration steps	Yes, name examination	Minimum share capital (private limited)	€ 3 000
Entities registered as of December 2015	2 839 205	Minimum founders (private limited)	1
Entities registered in 2015	94 981	Minimum shareholder (private limited)	1
Entities terminated in 2015	26 026	Minimum board members (private limited)	1
Submissions for changes in 2015	900 149	<a href="http://www.registradores.org">www.registradores.org</a>	



Spain, central		Central Mercantile Registry	
		Ministry of Justice	
Operated by	Government	Average incorporation fee (private limited)	€ -
Structure	Centralised	Average hours to process application for formation	8
Funding	Customer fees	Average hours to process application for changes	-
Receives annual accounts	No	Percentage of electronically submitted documents for formation	65
Receives annual returns	-	Percentage of electronically submitted change documents	-
Mandatory pre-registration steps	Yes, name examination	Minimum share capital (private limited)	€ -
Entities registered as of December 2015	3 165 518	Minimum founders (private limited)	-
Entities registered in 2015	94 554	Minimum shareholder (private limited)	-
Entities terminated in 2015	25 841	Minimum board members (private limited)	-
Submissions for changes in 2015	-	www.rmc.es	

Suriname		Handelsregister	
		Kamer van Koophandel en Fabrieken (Chamber of Commerce and Industry)	
Operated by	Chamber of commerce	Average incorporation fee (LLC)	€ 120
Structure	Decentralised (non autonomous local offices)	Average hours to process application for formation	1
Funding	Customer fees	Average hours to process application for changes	1
Receives annual accounts	Yes	Percentage of electronically submitted documents for formation	-
Receives annual returns	No	Percentage of electronically submitted change documents	-
Mandatory pre-registration steps	Yes, name examination	Minimum share capital (LLC)	€ -
Entities registered as of December 2015	-	Minimum founders (LLC)	2
Entities registered in 2015	-	Minimum shareholder (LLC)	2
Entities terminated in 2015	-	Minimum board members (LLC)	1
Submissions for changes in 2015	-		

Sweden		The Swedish Companies Registration Office	
		The Swedish Companies Registration Office	
Operated by	Government	Average incorporation fee (private limited)	€ 210
Structure	Centralised	Average hours to process application for formation	66
Funding	Customer fees	Average hours to process application for changes	66
Receives annual accounts	Yes	Percentage of electronically submitted documents for formation	74
Receives annual returns	No	Percentage of electronically submitted change documents	23
Mandatory pre-registration steps	None	Minimum share capital (private limited)	€ 5 100
Entities registered as of December 2015	1 088 463	Minimum founders (private limited)	1
Entities registered in 2015	67 380	Minimum shareholder (private limited)	1
Entities terminated in 2015	37 923	Minimum board members (private limited)	1
Submissions for changes in 2015	455 309	<a href="http://www.bolagsverket.se">www.bolagsverket.se</a>	

Switzerland		Swiss Commercial Registry	
		Commercial Registry Offices of the Cantons of Switzerland	
Operated by	Government	Average incorporation fee (limited)	€ 600
Structure	Decentralised (autonomous local offices)	Average hours to process application for formation	24
Funding	Government	Average hours to process application for changes	24
Receives annual accounts	No	Percentage of electronically submitted documents for formation	1
Receives annual returns	No	Percentage of electronically submitted change documents	1
Mandatory pre-registration steps	Yes, name examination	Minimum share capital (limited)	€ -
Entities registered as of December 2015	598 294	Minimum founders (limited)	1
Entities registered in 2015	41 060	Minimum shareholder (limited)	1
Entities terminated in 2015	26 145	Minimum board members (limited)	1
Submissions for changes in 2015	157 590	<a href="http://zefix.ch/">http://zefix.ch/</a>	

Texas USA		The Office of the Texas Secretary of State	
		The Office of the Texas Secretary of State	
Operated by	Government	Average incorporation fee (LLC)	€ 269
Structure	Centralised	Average hours to process application for formation	44
Funding	Government	Average hours to process application for changes	44
Receives annual accounts	No	Percentage of electronically submitted documents for formation	-
Receives annual returns	No	Percentage of electronically submitted change documents	-
Mandatory pre-registration steps	None	Minimum share capital (LLC)	€ -
Entities registered as of December 2015	1 418 060	Minimum founders (LLC)	1
Entities registered in 2015	176 623	Minimum shareholder (LLC)	1
Entities terminated in 2015	37 005	Minimum board members (LLC)	1
Submissions for changes in 2015	175 017	<a href="http://www.sos.state.tx.us/">http://www.sos.state.tx.us/</a>	

Tonga		Business Registries & Intellectual Property Office	
		Ministry of Commerce & Labour	
Operated by	Government	Average incorporation fee (limited)	€ 45
Structure	Decentralised (autonomous local offices)	Average hours to process application for formation	7
Funding	Government	Average hours to process application for changes	5
Receives annual accounts	Yes	Percentage of electronically submitted documents for formation	-
Receives annual returns	Yes	Percentage of electronically submitted change documents	-
Mandatory pre-registration steps	Yes, name examination	Minimum share capital (limited)	€ -
Entities registered as of December 2015	6 624	Minimum founders (limited)	1
Entities registered in 2015	923	Minimum shareholder (limited)	1
Entities terminated in 2015	161	Minimum board members (limited)	-
Submissions for changes in 2015	195	<a href="http://www.businessregistries.gov.to">www.businessregistries.gov.to</a>	

Turkey		Central Trade Registry System (MERSIS)	
		Ministry of Customs and Trade	
Operated by	Government	Average incorporation fee (limited)	€ 50
Structure	Centralised	Average hours to process application for formation	1
Funding	Government	Average hours to process application for changes	1
Receives annual accounts	No	Percentage of electronically submitted documents for formation	-
Receives annual returns	No	Percentage of electronically submitted change documents	-
Mandatory pre-registration steps	Yes, name examination	Minimum share capital (limited)	€ -
Entities registered as of December 2015	1 827 472	Minimum founders (limited)	1
Entities registered in 2015	130 820	Minimum shareholder (limited)	1
Entities terminated in 2015	6 463	Minimum board members (limited)	1
Submissions for changes in 2015	-	<a href="http://mersis.gumrukticaret.gov.tr">mersis.gumrukticaret.gov.tr</a>	

United Kingdom		Companies House	
		Companies House	
Operated by	Government	Average incorporation fee (private limited)	€ 30
Structure	Centralised	Average hours to process application for formation	16
Funding	Customer fees	Average hours to process application for changes	19
Receives annual accounts	Yes	Percentage of electronically submitted documents for formation	98
Receives annual returns	Yes	Percentage of electronically submitted change documents	75
Mandatory pre-registration steps	None	Minimum share capital (private limited)	€ -
Entities registered as of December 2015	3 759 871	Minimum founders (private limited)	1
Entities registered in 2015	606 176	Minimum shareholder (private limited)	1
Entities terminated in 2015	190 965	Minimum board members (private limited)	1
Submissions for changes in 2015	3 508 118	<a href="http://www.gov.uk/contact-companies-house">www.gov.uk/contact-companies-house</a>	

Utah USA		Utah Division of Corporations and Commercial Code	
		Utah Division of Corporations and Commercial Code	
Operated by	Government	Average incorporation fee (LLC)	€ 70
Structure	Centralised	Average hours to process application for formation	49
Funding	Customer fees	Average hours to process application for changes	25
Receives annual accounts	No	Percentage of electronically submitted documents for formation	-
Receives annual returns	Yes	Percentage of electronically submitted change documents	-
Mandatory pre-registration steps	Yes, name examination	Minimum share capital (LLC)	€ -
Entities registered as of December 2015	-	Minimum founders (LLC)	1
Entities registered in 2015	190 721	Minimum shareholder (LLC)	0
Entities terminated in 2015	-	Minimum board members (LLC)	0
Submissions for changes in 2015	203 945	<a href="http://www.corporations.utah.gov">www.corporations.utah.gov</a>	

Washington DC USA		Washington DC Corporate Business Registry	
		Department of Consumer and Regulatory Affairs	
Operated by	Government	Average incorporation fee (limited)	€ 201
Structure	Centralised	Average hours to process application for formation	16
Funding	Customer fees	Average hours to process application for changes	24
Receives annual accounts	Yes	Percentage of electronically submitted documents for formation	60
Receives annual returns	Yes	Percentage of electronically submitted change documents	80
Mandatory pre-registration steps	None	Minimum share capital (limited)	€ -
Entities registered as of December 2015	350 000	Minimum founders (limited)	1
Entities registered in 2015	12 000	Minimum shareholder (limited)	1
Entities terminated in 2015	6 000	Minimum board members (limited)	1
Submissions for changes in 2015	45 000	<a href="http://corp.dcr.gov">corp.dcr.gov</a>	

Operated by	Government	Average incorporation fee (limited)	€ 203
Structure	Centralised	Average hours to process application for formation	38
Funding	Customer fees	Average hours to process application for changes	38
Receives annual accounts	No	Percentage of electronically submitted documents for formation	71
Receives annual returns	No	Percentage of electronically submitted change documents	-
Mandatory pre-registration steps	Yes, name examination	Minimum share capital (limited)	€ -
Entities registered as of December 2015	464 556	Minimum founders (limited)	1
Entities registered in 2015	63 991	Minimum shareholder (limited)	1
Entities terminated in 2015	-	Minimum board members (limited)	2
Submissions for changes in 2015	-	<a href="http://www.sos.wa.gov/corps/">http://www.sos.wa.gov/corps/</a>	



