



*Expansion beyond  
Horizon*



We're business lawyers who offer practical, value-driven solutions through outstanding legal knowledge, experience and distinguished reputation.

At STA, we offer bespoke, flexible service delivered by entrepreneurial people. Our team strives for innovative and lateral legal and business solutions to achieve our clients' business objectives.

Expansion beyond Horizon...

## OUR EXPERTISE

STA has extensive legal experience in all forms of corporate and commercial matters across the United Arab Emirates. We provide a range of corporate and commercial services and advice, including:

- **ADX, Nasdaq Dubai, ESCA, and DFM**
- **Corporate governance**
- **Capital market and private equity transactions**
- **Due Diligence**
- **Joint ventures and shareholder agreements**
- **Mergers and acquisitions - including reverse and hostile takeovers, compulsory acquisitions and divestments**
- **Private equity and venture capital raising**
- **Trust structures**

We have advised a range of businesses including:

- Financial services
- Construction and infrastructure
- Mining, energy and resources
- Fast moving consumer goods
- Hospitality and tourism
- Transport and aviation

We have earned an outstanding reputation as trusted legal advisors who are closely aligned with our clients, who can add value and who are easy to work with on all corporate and commercial transactions and governance issues

## Why STA?

STA has a highly experienced corporate team, providing commercially sound and cost effective legal advice in a wide range of complex corporate as well as commercial transactions. At STA, we strongly believe 'Good is not good enough'; we aim to set high standards in the legal profession.

### GLOBAL COMPANY FORMATION

At STA, we're not just commercially-minded; we're entrepreneurial, clear and also result oriented. At STA, we render legal advice that is timely, practical and individually tailored to meet specific requirements of our clients.

We don't simply form companies. We pay careful attention to varied aspects of formation. We deploy our senior associates and associates to carefully understand clients' requirements. We brainstorm and discuss the right structure, the right entity type or the legal form, tax implications, and shareholder structuring. We draft necessary business plans, forms, and contracts including shareholders' agreement, management contracts and other necessary documents to ensure that contentious shareholder disputes are best avoided. That is why we call 'expansion beyond horizon...'

### DISCLAIMER

Although STA makes every effort to ensure that the information supplied herein is true and correct, please be advised that information supplied herein does not constitute legal or financial advice. You must under every circumstances obtain necessary legal counsel and financial advice.

## Company Formation in AUSTRIA

Sr. No.	Particulars	Private Limited Company	Public Limited Company/Stock Corporation	Partnerships	Companies Constituted under Civil law	Societas Europaea	Branch	Representative Office
		(GmbH)	(AG)		(GesbR)	(SE)		
1	Domestic law and authorities governing the entities	Governed by gesellschaft mit beschränkter haftung (GmbH) (Private Limited Companies Act) of 1915. Must be registered in the Company's Register, Austrian Commercial Register and with the municipal/district council in order to obtain a trade license.	Governed by the Aktiengesetz (AktG) (Public Limited Companies Act) of 1965. Must be registered in the Company's Register, Austrian Commercial Register and with the municipal/district council in order to obtain a trade license.	Must be registered in the Company's Register and a Trade license is also required. Must also be registered with the Australian Commercial Register.	Made up of at least two countries and has no legal personality and thus does not have Land register capacity has no company name and has no qualification under trade law. Not entered in the Company Register.	SE is set out in Council Regulation (EC) No. 2157/2001 on the Statute for a European Company dated 8 October 2001. Must be registered with the Belgian Commercial Court Registry and also with the Crossroads Bank for Undertakings.	Trade license must be obtained and if it wishes to be registered as a foreign company, it must be registered with the Austrian Financial Market (AFM). Trade license is also required. In order to be registered in Austria as a branch of a limited liability company, the foreign company must be similar to an Austrian limited liability company.	Trade license must be obtained and if it wishes to be registered as a foreign company, it must be registered with the Austrian Financial Market (AFM). Trade license is also required. In order to be registered in Austria as a branch of a limited liability company, the foreign company must be similar to an Austrian limited liability company.
2	Minimum share capital required	Minimum €35,000 (approx. USD 38,813)	Minimum €70,000 (approx. USD 7,762)	General Partnership- No capitalization required; Limited Partnership- Freely chosen capital.	N/A	Minimum €120,000 (approx. USD 133,255)	No prescribed minimum share capital	No prescribed minimum share capital
3	Minimum number of shareholders/partners	Minimum 1 shareholder and no more than 5 shareholders	Minimum 1 shareholder	Minimum 1 shareholder	Minimum 2 shareholders	N/A	N/A	N/A

**Company Formation in AUSTRIA**

Sr. No.	Particulars	Private Limited Company	Public Limited Company/Stock Corporation	Partnerships	Companies Constituted under Civil law	Societas Europaea	Branch	Representative Office
		<b>(GmbH)</b>	<b>(AG)</b>		<b>(GesbR)</b>	<b>(SE)</b>		
<b>4</b>	<b>Requirement of shareholder who is a citizen</b>	No requirement of shareholder who is a citizen.	No requirement of shareholder who is a citizen.	No requirement of shareholder who is a citizen.	No requirement of shareholder who is a citizen.	No requirement of shareholder who is a citizen.	N/A	N/A
<b>5</b>	<b>Liability of shareholders</b>	Limited liability	Limited liability	i) General Partnership- Shareholders assume both directorship and liability. They can either be people or legal entities. ii) Limited Partnership- One shareholder is liable with freely chosen amount of capital & the other with unlimited liability.	Shareholders need to be covered under the compulsory social insurance policy.	N/A	Liability lies on the parent company.	Liability lies on the parent company.
<b>6</b>	<b>Minimum number of directors, members or secretaries</b>	Minimum 1 director and a supervisory board.	Minimum 1 director and at least 3 members in the supervisory board.	General Partnership- Minimum 1 director;	Minimum 1 director.	Minimum 2 directors.	Minimum 1 director or member.	Minimum 1 director or member.
<b>7</b>	<b>Requirement of a resident director, manager or secretary</b>	No requirement of a director, manager or secretary who is a citizen.	No requirement of a director, manager or secretary who is a citizen.		N/A	Directors should be an EEA resident or alternatively a company may dispense with this requirement by placing a bond to the value of €25,000(USD 27,761)with the Company Registry.	Companies under a jurisdiction of a country which is not of a member state of the (EEA) have to appoint at least one person for the entire business operation of the branch who is allowed to represent the company permanently in and out of court and has his usual place of abode in Austria.	Companies under a jurisdiction of a country which is not of a member state of the (EEA) have to appoint at least one person for the entire business operation of the branch who is allowed to represent the company permanently in and out of court and has his usual place of abode in Austria.

**Company Formation in AUSTRIA**

Sr. No.	Particulars	Private Limited Company		Public Company/Stock Corporation	Limited	Partnerships	Companies Constituted under Civil law	Societas Europaea	Branch	Representative Office
		(GmbH)		(AG)			(GesbR)	(SE)		
8	Auditing requirements	Approximately €1,900 (USD2,100)		Approximately €1,900 (USD2,100)		Approximately €1,900 (USD2,100)		N/A	N/A	N/A
9	Company registration fees	Approximately €5,000 (USD 5,530)		Approximately €5,000 (USD 5,530)		Approximately €5,000 (USD 5,530)		Fee for registration is €20 and the remaining necessary payment must be made in cheques to "Companies House"	NA	NA
10	License fees	Approximately €1,660 (USD 1,770)		Approximately €1,660 (USD 1,770)		Approximately €1,660 (USD 1,770)		Approximately €1,660 (USD 1,770)	Approximately €1,660 (USD 1,770)	Approximately €1,660 (USD 1,770)
11	Annual license renewal fee	Approximately €1,900 (USD2,100)		Approximately €1,900 (USD2,100)		Approximately €1,900 (USD2,100)		N/A	N/A	N/A

**Company Formation in AUSTRIA**

Sr. No.	Particulars	Private Limited Company	Public Company/Stock Corporation	Partnerships	Companies Constituted under Civil law	Societas Europaea	Branch	Representative Office
12	<b>Tax liability</b>	i) Have to pay value-added tax (Umsatzsteuer/Mehrwertsteuer) (20 % of income); ii) Corporate tax is 25%	i) Have to pay value-added tax (Umsatzsteuer/Mehrwertsteuer) (20 % of income); ii) Corporate Tax is 20%.	i) Have to pay value-added tax (Umsatzsteuer/Mehrwertsteuer) (20 % of income); ii) Corporate tax is 25%.	Not subject to income tax. Any profit shares earned by the shareholders are taxable however. The company is also required to pay sales tax.	NA	Have to pay value-added tax (Umsatzsteuer/Mehrwertsteuer) (20 % of income). Corporate tax is 25%.	Have to pay value-added tax (Umsatzsteuer/Mehrwertsteuer) (20 % of income). Corporate tax is 25%.
13	<b>Are 'shelf companies' allowed?</b>	Allowed	Allowed	Allowed	Not allowed	Allowed	Allowed	Not allowed
14	<b>Approximate time period for company incorporation</b>	Approximately 5-6 weeks.	Approximately 5-6 weeks.	Approximately 5-6 weeks.	Approximately 5-6 weeks.	Approximately 5-6 weeks.	Approximately 5-6 weeks.	Approximately 5-6 weeks.