

Germany GmbH

(fees quoted are exclusive of VAT)

Requirements:

- The minimum issued share capital for a GmbH is €25,000 of which a minimum of €12,500 must be paid up. The GmbH is the most common form of business enterprise in Germany, and is a relatively simple structure designed for private companies.
- The minimum number of shareholders is one.
- A physical office is required. Please note that a virtual office with mail forwarding and phone service is not sufficient as the German tax office will need to be provided with the rent contract.
- Accounts must be filed annually.
- The establishment of a new GmbH requires the following procedure:
 - The articles of association, the appointment of the first director(s), the application to the commercial register and the registration of the company all need to be notarised.
 - The shareholder (or his representative, based on a notarial power of attorney with a certification of authority and, if signed in the UK, the apostille affixed thereon) has to sign before a German notary a (short) deed on the incorporation, including the articles of association and the appointment of one or several managing director(s).
 - The new managing director(s) has/have to sign an application with the commercial register including several statements, e.g., the confirmation that the stated capital has been paid to a bank account of the new company, that an instruction by a German notary has taken place etc. The signature(s) must be certified by the notary. Also, please note that although the notary procedures for the setup of the company can be conducted via Power of Attorney, the presence of the company's director may be necessary for the account opening procedures (German banks have very stringent requirements).
 - It is important to note that if the director will not reside in Germany, the tax authorities need to be provided with proof that he is actually there from time to time (for example, by producing receipts).
 - A bank account will then be opened, the money paid into that account and finally, the notary will send the documents to the commercial register.

The incorporation includes the following procedures:

- Drafting the Foundation Act (Articles of Association);
- Drafting additional documents (specimen signature, Resolution, Power of Attorney if required);
- VAT registration;
- Public notary fees;
- Translation costs (for a minimal shareholding structure with one or two shareholders);
- Assistance with opening a bank account. This will need to be open in order to deposit the minimum €12,500 share capital.

The information required is as follows:

- 3 company names in the order of your preference
- The full names, share percentages and addresses of the shareholders
- The full names and addresses of the directors (persons empowered to act on the company's behalf)
- All the activities of the company

- We will also need certified copies of the passports of all the directors and shareholders, and ultimate beneficial owners if different.

The estimated time for the incorporation of a company is approximately one month, although the bank procedures could take longer.

Fees	
Incorporation, initial set-up fee, bank account set up, notary fees, government related fees and VAT registration	£7,500*
Registered office	£500 per annum
Bank account opening	

Additional charges apply for courier and notarisation / apostille.

Maintenance Services, fees will be charged for additional services on a time-spent basis.

PLEASE NOTE WE REQUIRE ALL CLIENTS TO SATISFACTORILY COMPLETE OUR DUE DILIGENCE REQUIREMENTS AND COMPLY WITH THE MONEY LAUNDERING REGULATIONS 2007.