

SINGLE FAMILY OFFICE

GUIDELINES

1 Introduction

- These guidelines are intended to clarify information regarding the incorporation of a company under the Single-Family Office [SFO] activity in accordance with Revision of Circular No. [12] - dated 11 February 2025 - pertaining to Rules and Regulations regarding Single Family Office & Multi Family Office activities within Dubai World Trade Centre Authority [DWTCA] Free Zone.
- DWTC SFO is a regular Free Zone Establishment [FZE] or Free Zone Company [FZCO] with a specific license to allow for:
 1. **Management of Professional Services** such as but not limited to wealth, assets, investment, succession, governance, financial and/or legal affairs of a Single Family; and
 2. **Provision of Administrative** [compliance, secretarial etc.] **and/or Concierge Services** - in so far as these Professional and Administrative Services are rendered strictly to the same Family only.
- In all instances the term 'Family' or 'Single Family' are used interchangeably, and shall include any family member[s], family business[es], family entity[ies], family trust[s] or foundation[s]¹.
- DWTCA reserves sole and absolute discretionary rights to grant such license subject to review and due diligence of the application.

2 Terms and Conditions

2.1 Policy

In order for a company to be established as a DWTC SFO, the following criteria apply:

- Must be set-up as an **independent parent entity** – not a Branch office;
- Must have an **office space** [physical presence] in one of DWTC developments;
- Proposed 'Entity Name' shall be reserved by DWTCA, and shall be subject to availability and approval. Post registration, **naming convention for a DWTC SFO** shall be 'Entity Name Family Office FZE' or 'Entity Name Family Office FZCO';
- Any and all Professional Services being undertaken by the entity for provision to the Family are required to be rendered by suitably **qualified and licensed/ certified parties/ professionals**; and
- SFO may choose to manage any/all [or similar] Professional and Administrative Services referenced in Scope of Services to the Family noting that the **locations of any Assets under Management** [AuM] may be global in so far as they are owned by the SFO company and/or any of the Family;

¹ All nouns referenced in the singular context may also refer to plurality of purpose unless specifically referenced otherwise

- Family in the context of a 'Single Family' constitutes an individual or a group of individuals **all of whom are lineal descendants of a common ancestor**, as long as each descendant is able to legally prove lineage with the common ancestor regardless of his/her nationality; and
- For avoidance of doubt, '**Lineal Descendant**' shall include individual[s] that are: [1] direct blood line descendant; [2] the legal spouse/s [including those that may be widowed whether or not remarried thereafter, and their legal spouse – i.e. spouse of the spouse of the bloodline descendant noting that this third degree of separation is limited to the marriage being legally active at the time of consideration]; and [3] legal children – gender and age neutral [including those adopted as minors, legally adopted step or half children - adult or minor, and children of all adopted children].

2.2 Structure and Specific Restrictions

- **Entity Structure:** All shareholders of the SFO must be members of the Family where:
 1. **100% Shareholding of the SFO** must be held by Lineal Descendants of the Family; and
 2. Consequently, **100% Ultimate Beneficial Ownership [UBO]** must vest with the Family.
- **Ownership or Sale of Shares** - SFO is not permitted to sell shares to any third-party non-family member to assure that 100% shareholder structure and UBO requirements are retained within the Family – however, transfer of shares within the Family is permissible.
- From a control and governance perspective, to allow the Family the flexibility to manage the SFO Board with the desired level of professional independence, the mandatory minimum **Controlling Interest [CI]** required to be **held by the Family shall be 51%** where:
 1. SFO Board must be at least majority [51%] controlled by the Family; and
 2. No single non-family board member shall have greater CI than the largest individual Family shareholder [i.e. **Lineal Descendant must retain largest CI**].
- SFO may **employ non-family members** for any/all of the scope of Professional and Administrative Services, so long as any of these Services are rendered in strict compliance with the mandatory Policy considerations outlined herein.
- SFO may not have a **General Manager or Chief Executive** [defined as the highest decision-making executive in the operating entity] who is not a Family member.
- SFO may **act as a conduit** for Mainland and/or Offshore [geography agnostic - UAE or overseas] licensed structures such as Trusts operated by Trustees, or Foundations; and in such instances, can supervise and coordinate all such activities.
- Services **strictly not permitted** to be undertaken by an SFO, include any 'regulated' activities that require to be specifically professionally licensed, and are strictly governed by relevant UAE Authorities - e.g. Central Bank, Telecommunications Regulatory Authority, Ministry of Health etc. - noting that such services directly impact consumers outside of the Single Family.
- SFO is limited to providing **Services to, and/or Managing Assets or AuM of the Single Family**; Consequently, an SFO may strictly not provide directly or manage the provision of permissible services for other individuals or families whatsoever.

2.3 Compliance and Reporting Guidelines

Upon commencement of its operations, the SFO must assure DWTCA of compliance with all the aforementioned structure guidelines and scope restrictions including but not limited to:

- **Client:** Strict provision of permissible 'unregulated' services solely to the Single Family.
- **Client:** No material change in the total number of Family members being serviced/ served by the SFO, without written notification of such change being reported to DWTCA upon occurrence [within prescribed timelines] of such change.
- **Structure:** No material change in legal ownership structure [shareholding and/or UBO] of the SFO, without the written notification of such change to DWTCA upon occurrence [within prescribed timelines] of such change.
- **Scope:** No material change in Scope of Services undertaken by the SFO, without written notification of such amendments being reported to DWTCA prior to occurrence [as per prescribed timelines] of such change.
- **Post-Facto Notification - Timelines Prescribed** for aforementioned **Client or Structural Change[s]**:
 1. SFO is required to provide official Change Notification [CNote] with all supporting documents to DWTCA within a maximum of **30-calendar days upon occurrence** of the change – for acknowledgement and necessary amendments to the record as may be warranted;
 2. DWTCA official confirmation of receipt [COR] to the SFO to be expected within **2-working days** of receiving the CNote; and
 3. DWTCA responses with [i] a formal acknowledgment of the change; [ii] confirmation of requisite amendments to the record if needed; and/or [iii] a request for further documentation as needed to officiate the change – to be expected within **5-working days** following the COR.
- **Pre-Implementation Approval Requests - Timelines Prescribed** for aforementioned **Scope Change**:
 1. All Change Request Notifications [CRNote] must be received by DWTCA prior to the SFO undertaking/ implementing such change;
 2. Explicit written approval of DWTCA permitting such activity, and updating the license [if material enough to warrant such amendments] is required to be completed prior to undertaking the scope;
 3. DWTCA official COR to the SFO to be expected within **2-working days** of receiving the CRNote;
 4. DWTCA responses to incomplete an CRNote, seeking further documentation and/or providing status update on procedural needs to be expected within **5-working days** following the COR; and
 5. DWTCA formal process closure with the official 'Approval' or 'Denial' of CRNote to be expected within **2-calendar weeks** of receipt of all required documents [step 4 above].

3 Application Requirements

Phase 1: SFO Qualification Process – Submission via DWTC online portal

LICENSE QUALIFICATION – SUBMISSION REQUIREMENTS			
Original	Copy	Documents	Remarks
	☐	Proof of identity and family relationship [lineal descentance] of every shareholder of the SFO –either issued in the UAE by the relevant Authority, or if issued in a foreign jurisdiction, attested by the UAE Embassy or Ministry of Foreign Affairs – noting exceptions on attestation in special circumstances may be secured from/ approved by DWTCA on a case by case basis	ONE of the following: • Birth or Marriage Certificate [Attested/True Copy with sworn translation if not in English or Arabic] • Family book, if applicable for relevant family members, and only if reflecting same family name, limited to a single generation [Attested/True Copy] • Attested passport copies of family members, only where direct lineage is clearly evidenced [same family name] and limited to a single generation • Sworn written affidavit [Original] from the family lawyer [Translated if not in English or Arabic; and Attested by the UAE Embassy or Ministry of Foreign Affairs if issued in a country other than the UAE], confirming that all family members being served by the SFO constitute a Single Family as defined herein
	☐	SFO undertaking letter signed by Applicant[s]	• DWTC form to be completed • Must include signatures of all Applicants
	☐	SFO questionnaire filled and, signed by Applicant[s], with all required documents to be attached	• DWTC form to be completed • Must include signatures of all proposed shareholders and board members
	☐	Business plan signed by the Applicant[s]	Must contain at minimum: • Number of family members the SFO will provide assistance to • Comprehensive overview of the family businesses, trusts, foundations, assets and AuM [and global coverage anticipated]

LICENSE QUALIFICATION – SUBMISSION REQUIREMENTS			
Original	Copy	Documents	Remarks
			Description of the services, and locations to be catered for, as envisaged at the time of application, to be provided by the SFO
	☐	Statement Declaration as to whether the SFO clients are Politically Exposed Persons [PEPs]	- DWTCA at its sole discretion may ask for any further documents related to PEPs - PEPs Declaration is required for any new shareholders

Phase 2: SFO Incorporation Process - Upon confirmation that the online application **is qualified for an SFO License**, the applicant will be notified to select the **type of entity for incorporation** and follow standard DWTCA process via the online portal, as applicable:

- Free Zone Company [FZCO], as per DWTC Authority FZCO Guide
- Free Zone Establishment [FZE], as per DWTC Authority FZE Guide

4 Output

Upon completion of all application requirements and subject to DWTCA approval, the SFO shall:

- Be registered in the Company Register of DWTCA;
- Receive a Certificate of Incorporation;
- Have a Memorandum & Articles of Association;
- Receive an E-License, reflecting the name and SFO activity; and
- Be required to secure an office space in DWTC leased by the SFO.

5 Further Information

- Rules and Regulations of DWTCA: www.dwtc.com/en/free-zone
- Contact DWTCA Free Zone: +971 4 389 3999 / 800DWTC (3982) or services@dwtcfreezone.com