



# **AMENDMENTS No. 5**

## **AIFC COMPANIES RULES**

**Approval date: 22 September 2024**

**Commencement date: 01 January 2025**

**Nur-Sultan, Kazakhstan**

**In this document, an underlining indicates new text and strikethrough indicates deleted text, unless otherwise indicated.**

## PART 2: PROVISIONS ABOUT COMPANIES

(...)

### 2.3-1. **Registered email address**

(a) This rule applies to the registered email address of a Company, as set out in an application for incorporation or notification of change in Registered details.

(b) The registered email address must at all times be an appropriate email address.

(c) An email address is an “appropriate email address” if, in the ordinary course of events, emails sent to it by the Registrar would be expected to come to the attention of a Person acting on behalf of the Company.

(d) The notification of change of a Company’s registered email address must include a statement that the new email address is an appropriate email address within the meaning given by subrule (3).

## PART 3: PROVISIONS ABOUT RECOGNISED COMPANIES

(...)

### 3.6. **Application for registration as Recognised Company**

3.6.1. A Foreign Company applying to the Registrar of Companies for registration as a Recognised Company must use the applicable form prescribed by the Registrar.

3.6.2. The application must state the following:

(a) the address of the Foreign Company’s proposed principal place of business in the AIFC;

(aa) the registered email address of the Recognised Company;

(...)

### 3.7. **Addresses for Recognised Companies**

3.7.1. This rule applies to the following addresses in relation to a Foreign Company or Recognised Company, as set out in an application for registration or notification of a change in Registered Details:

(a) the address (or proposed address) the company’s principal place of business in the AIFC;

(b) the address of a Person authorised to accept service of any Document or notice on behalf of the company;

(c) the registered email address of the Recognised Company.

(...)

## PART 4: PRIVATE COMPANIES AND PUBLIC COMPANIES

### 4.1. **Registers of Directors and Secretary**

(...)

4.1.3. In this rule:

**required particulars**, in relation to a Person who is or has been a Director or Secretary of the Company, means the following particulars:

(...)

(ea) the Person’s appropriate email address, where an “appropriate email address” means an email that, in the ordinary course of events, sent to it by the Registrar would be expected to come to the attention of the Person;

(...)

## PART 7: MISCELLANEOUS

### 7.1. **Public registers**

7.1.1. For section 204(1) (Public registers) of the AIFC Companies Regulations, the Registrar of Companies must keep and publish registers of current and past registrations of Companies and Recognised Companies, the separate register of Restricted Scope Companies under Part 9 of these

Rules and the separate register of Special Purpose Companies under the AIFC Special Purpose Company Rules, by recording in the relevant register the following details, so far as they may be relevant, in relation to each Company that is, or has been, incorporated or registered in the AIFC:

(...)

(ia) the registered email address;

(...)

(wa) the registered email address;

(...)

## PART 9: RESTRICTED SCOPE COMPANIES

### 9.5. Restricted Scope Company: Formation

(...)

#### 9.5.2. Incorporation and Registration of Restricted Scope Companies

(...)

(e) For section 204(1) (Public registers) of the AIFC Companies Regulations, the Registrar of Companies must keep and publish a separate register of current and past registrations of Restricted Scope Company (the Restricted Scope Company Register) (in place of any other public register), by recording in the relevant register the following details, so far as they may be relevant, in relation to each Restricted Scope Company that is, or has been, incorporated or registered in the AIFC:

(...)

(ix) the date of registration of each change of registered office;

(x) the registered email address.

The Registrar shall not make any information in relation to a Restricted Scope Company public or publicly available, other than is set out above in this sub-rule 9.5.2(e).

## SCHEDULE 3: FINE LIMITS

Note: See rule 7.4.

### 3.1. Table of fine limits

The following table sets the maximum fines that may be imposed for certain Contraventions of the AIFC Companies Regulations:

column 1 item	column 2 provision contravened	column 3 relevant section heading	column 4 maximum fine US\$
(...)			
8	24(1) or (3), <u>24-1</u>	Registered office and conduct of business <u>Registered email address</u>	25,000
(...)			
21	55, <u>55-1</u>	Place where registers must be kept	10,000

		<a href="#">Branch register</a>	
(...)			
32	<a href="#">74*</a> , 90	<a href="#">Directors,</a> Register of Directors and Secretaries	15,000

[\\*Fine prescribed for Contravention of section 74 \(Directors\) in item 32 herein commences on 1 July 2025.](#)