

Table of Contents

Barbados

Establishment of Enterprise	1
In General	1
Sole Proprietorships	1
Partnerships	1
Companies	2
Representative Office	5
Financial Services Special Incentive Legislation	5
International Business Companies	5
Exempt Insurance	8
Foreign Sales Corporations	11
Offshore Banking	12
Ship Registration	14
Trusts	17
Exempt Society	20
Taxation	21
In General	21
Taxation of Companies	21
Income Tax Incentives for Corporations	22
Partnerships	24
Trusts	24
Withholding Tax	24
Customs and Currency Regulation and Capital and Profit Transfer	25
Customs Regulation	25
Currency Regulation (Exchange Control)	25
Investment Incentives and Competition Law	26
Investment Incentives	26
Competition Law	27
Intellectual Property Protection	27
Employment Law	28
Enforcement of Judgments and Settlement of Disputes	29
Recognition and Enforcement of Foreign Judgment	29
Settlement of Disputes	30

Belgium

Establishment of Enterprises	33
Corporations	33
Branches of Foreign Companies	35
Partnership without Legal Status and Sole Proprietorship	35

Commercial Intermediaries	36
Accounting and Auditing	38
Acquisition of Enterprises	39
Acquisition of Shares by Private Transaction	39
Acquisition of Assets by Private Transaction	40
Acquisition of Real Estate by Foreign Persons or Entities	40
Taxation	40
In General	40
Personal Income Tax	41
Corporate Income Tax	42
Taxation of Non-Residents	44
Value-Added Tax	44
Customs Law	45
Currency Regulation, Capital and Profit Transfer, Investment Incentives	46
Currency Regulation and Capital and Profit Transfer	46
Investment Incentives	46
Applications for Aid	47
Competition Law	48
Applicable Law	48
Procedural and Institutional Framework	48
Intellectual Property	48
Copyright	48
Patents	49
Designs and Models	50
Trade Marks	51
Know-How	53
Labor Law and Social Security Law	54
Labor Law	54
Social Security Law	56
Unfair Trade Practices and Consumer Protection Law	57
In General	57
Unfair Trade Practices	57
Consumer Protection	57
Recognition and Enforcement of Foreign Judgments	57
In General	57
Absent Treaty	58
Under Treaty	58
Legal System for Settlement of Disputes	59
Residence and Employment Permits	60
Residence	60
Work Permits	61

Brazil

Establishment of Enterprise	63
In General	63
Types of Enterprises	63
Acquisition of Enterprise	67
In General	67
Tax Considerations	67
Labor Considerations	67
Environmental Considerations	68
Antitrust Considerations	68
Acquisition Procedures	68
Acquisition of Real Estate by Foreign Persons or Entities	69
In General	69
Property Taxation	70
Taxation	71
Import Taxes	71
Corporate Taxes	71
Individual Taxes	72
Customs Regulation	73
Competent Government Agencies	73
Import Operations	73
Import Incentives	74
Export Incentives	75
Currency Regulation, Capital and Profit Transfer, and Investment Incentives	75
Currency Regulation and Exchange Control	75
Capital and Profit Transfer	76
Investment Incentives	77
General Tax Incentives	78
Competition Law	80
In General	80
Violation of the Economic Order	80
Intellectual Property Protection	80
In General	80
Trade Marks	81
Patents	82
License Agreements	82
Copyright	82
Employment Law	83
In General	83
Employer's Costs	83
Payments Abroad and Foreign Employees	85
Labor Claims and Statute of Limitation	85

Succession	86
Joint Liability and Groups of Companies	86
Consumer Protection	86
In General	86
Basic Consumer Rights	86
Supplier Liability and Sanctions	87
Contractual Protection	88
Enforcement of Foreign Judgments	88
In General	88
Requirements for Ratification	89
Mercosul	89
Settlement of Disputes	89
In General	89
Competence	90
Administrative System	90
Arbitration	90

Cyprus

Establishment of Enterprise	93
In General	93
Sole Proprietorship	93
Partnership	94
Branch	94
Company	95
Acquisition of Enterprise	96
In General	96
Specific Investment Treatment	98
Saturated Activities	98
Public Companies Quoted on the Cyprus Stock Exchange	99
Applications by Cypriot Non-Residents	99
Acquisition of Real Estate by Foreign Persons or Entities	100
In General	100
Constitution of Cyprus	100
Contract Law and Civil Procedure Law	100
Stamp Law	100
Wills and Succession Law, Administration of Estates Law, Probates (Re-Sealing) Law, and Estate Duty Law	101
Trustees Law	101
Immovable Property (Tenure, Registration, and Valuation) Law	102
Sale of Land (Specific Performance) Law	102
Acquisition of Immovable Property (Aliens) Law	102
Rent Control Law	103
Taxation	103

In General	103
Tax Applicable to Foreign Persons	104
Tax Applicable to Foreign Business Entities	105
Value-Added Tax	106
Other Taxes	107
Double-Tax Treaties	107
Customs Regulation	108
Currency Regulation, Capital and Profit Transfer, Investment Incentives	109
Import of Bank Notes	109
Export of Bank Notes	109
Exchange Control	109
Interest Law	110
Competition Law	111
Intellectual Property Protection	111
Domestic Law	111
International Conventions	111
Trade Marks and Service Marks	112
Patents	113
Designs	115
Trade Names	116
Copyright	117
Employment Law	118
Industrial Relations	118
Non-Cypriots Employed by Local Employers	119
Non-Cypriots Employed by Offshore Employers	119
Non-Cypriot Employees Rendering Salaried Services outside Cyprus and Receiving Salaries in Cyprus	119
Consumer Protection Law	120
In General	120
Trade Descriptions Law of 1987 and 1992	120
Sale of Goods Law of 1994	121
Safety of Consumer Products Act of 1994	121
Defective Products (Civil Liability) Act of 1995	121
The Safety of Consumer Products (Amendment) Law of 1997	121
Unfair Terms in Consumer Contracts Act of 1996	121
Other Laws and Regulations	122
Enforcement of Foreign Judgments	122
In General	122
Enforcement Under Statute	123
Registration of United Kingdom Judgments	123
Bilateral Treaties	123
Multilateral Treaties	124
Registration	124
Jurisdiction	125
Interim Relief	126

Settlement of Disputes	126
Civil Jurisdiction	126
Criminal Jurisdiction	127
Constitutional and Administrative Jurisdiction	127
Special Courts	127
Arbitration	127

Greece

Investment Framework	129
Investment Incentives	129
Foreign Exchange Controls	134
Protection of Industrial Property	135
Unfair Competition	138
Consumer Protection	139
Corporate Laws and Regulations	139
In General	139
Corporation	140
Limited-Liability Company	141
Joint Venture	142
Shipping Company	143
Branch of Foreign Company	143
Offshore Company	144
Insolvency	145
Media	145
Broadcasting Regulation	145
Multi-Media Concentration	148
Capital Participation Limits	148
Ownership Restrictions	149
Transparency Requirements	149
Labor Legislation	149
In General	149
Employment Relationship	150
Protection of Employees	151
Labor Dispute Resolution	152
Labor Unions	152
Employment of Foreigners	153
Taxation	153
Individual Taxation	153
Corporate Taxation	154
Tax Treaties	156
Taxation of Capital Gains	157
Real Estate Tax on 'Large' Property	157

Hungary

Establishment of Enterprise	159
Acquisition of Company	160
Acquisition of Real Estate by Foreign Persons or Entities	161
Taxation	161
Income Tax	161
Corporate Tax	162
Other Taxes	162
Custom Regulations	163
Currency Regulation, Capital and Profit Transfer, Investment Incentives	163
Competition Law	164
Intellectual Property	165
In General	165
Copyright	165
Trade Marks	166
Patents	170
Employment	171
In General	171
Work Permits	172
Consumer Protection	172
Settlement of Disputes and Enforcement of Foreign Judgments	172

Italy

Establishment of Enterprise	173
In General	173
Partnerships	173
Business Corporations	173
Joint Ventures	175
Branch and Representative Offices	175
Acquisition of Enterprises and Real Estate by Foreign Persons or Entities	175
European Union Enterprises and Persons	175
Enterprises and Persons for Non-European Union States	175
Taxation	175
In General	175
Taxes on Businesses	175
Taxes on Individuals	177
Customs Regulation	178
Duties	178
Importation of Community Goods	178
Importation of Non-Community Goods	178
Temporary Importation	178
Capital and Profit Transfer and Investment Incentives	178

Capital and Profit Transfer	178
Investment Incentives	179
Competition Law	179
In General	179
Restrictive Agreements	179
Abuse of Dominant Position	180
Concentrative Operations	180
Non-Competition Agreement	180
Unfair Competition	181
Intellectual Property	181
Artistic Work	181
Civil Sanctions	181
Criminal Sanctions	181
Industrial Inventions	182
Enterprise Identification Marks	182
Employment Law	183
In General	183
Workers' Statute	183
Termination	183
Consumer Protection	184
Enforcement of Foreign Judgements	184

Jersey

Establishment of Enterprises	185
Formalities for Establishment	185
Business Registrations	186
Data Protection Registration	186
Principal Forms of Business Entity	187
Acquisition of Enterprise	197
Companies (Jersey) Law 1991	197
Regulation of Undertakings and Development (Jersey) Law 1973	197
Insurance Business (Jersey) Law 1996	198
Acquisition of Real Estate by Foreign Persons or Entities	198
In General	198
Regulation (1)1(j)	198
Regulation (1)1(k)	200
Acquisition of Property by Non-Locals for Investment Purposes	201
Taxation	201
Tax Regime and Classification as Low-Tax Jurisdiction	201
Impact of Tax Treaties	202
Sourcing Income in the Jurisdiction	204
Establishing Residence in the Jurisdiction	205
Vehicles Available for Achieving Favorable Tax Status	207

Customs Regulation	215
Customs, Value-Added Tax, and Excise	215
Agricultural Goods	216
Import and Export Licensing	216
Currency Regulation, Capital and Profit Transfer, Investment Incentives	216
Exchange Controls	216
Foreign Investment	217
Requirements and Regulations	217
Finance	217
Intellectual Property Protection	217
Trade Marks	217
Patents	218
Registered Designs	218
Copyright	219
Breach of Confidence	220
Passing-Off	220
Employment Law	221
In General	221
Labor	222
Consumer Protection	222
Recognition and Enforcement of Foreign Judgments	222
In General	222
Reciprocal Enforcement	222
Enforcement in Other Cases	223
Settlement of Disputes	223
Petty Debts Court	223
Magistrates Court	224
Royal Court	224
Court of Appeal	225

Korea

Establishment of Enterprise	227
In General	227
Branch Office	227
Liaison Office	228
Company	229
Acquisition of Enterprise	230
Mergers and Acquisitions	230
Asset Purchase	231
Acquisition of Real Estate by Foreign Persons or Entities	231
Taxation of Foreign Investors and Business	232
In General	232
General Scheme of Corporate Taxation	232

Taxation of Foreign Joint Venture Partners	233
Tax Exemptions and Reductions	234
Customs Regulation	235
In General	235
Customs Duties Act	235
Currency Regulation, Capital and Profit Transfer, Investment Incentives .	236
In General	236
Foreign Investment Transactions	237
Competition Law	237
In General	237
Enforcement	237
Prohibited Activities	238
Intellectual Property Protection	241
In General	241
Patents	241
Trade Marks	242
Copyright	243
Unfair Competition Act	243
Remedies for Infringement	244
Employment Law	244
In General	244
Working Conditions	245
Benefits	245
Termination	246
Consumer Protection Law	247
In General	247
Product Liability	247
Consumer Protection Act	247
Act Concerning the Regulation of Adhesion Terms	248
Enforcement of Foreign Judgments	249
Court Judgments	249
Arbitral Awards	251
Legal System for Settlement of Disputes	251
Alternative Dispute Resolution	251
Litigation	255

Mexico

Establishment of Enterprises	257
In General	257
Foreign Company Registered to Do Business in Mexico	257
Permanent Establishment	258
Joint-Stock Company	258
Limited Society	262

Limited Partnership	262
Commandite Partnership	262
Collective Partnership	262
Cooperative Society	263
Joint Association	263
Foreign Investment Legislation	263
In General	263
Neutral Investment	264
National Foreign Investment Commission and National Foreign Investments Registry	265
Sanctions	265
Transitional Provisions	265
Temporary Import Program for Export	266
Foreign Trade Companies	266
High-Export Companies	266
Import Tax Draw-Back Program	267
Taxation and Investment Incentives	267
Corporate Tax	267
Individual Tax	271
Other Taxes	272
Investment Incentives	272
Customs	273
North American Free Trade Agreement	273
New Customs Law	273
Competition Law	273
In General	273
Jurisdiction	274
Concentrations	274
Sanctions	274
Absolute Monopolistic Practices	275
Relative Monopolistic Practices	275
Intellectual Property	276
Trade Marks	276
Patents	278
Copyright	278
Employment Law	279
In General	279
Unions	279
Local Employee Requirements	279
General Labor Regulations	280
Foreign Employees	281
Employment Contracts and Termination	281
Consumer Protection	282
In General	282
Warranties	282

Adhesion Contracts	283
Reconciliation Proceedings	283
Arbitration Proceedings	283
Sanctions	283
Conflict of Laws	284
In General	284
General Rules on Conflict of Laws	284

The Netherlands

Establishment of Enterprises	287
In General	287
The BV	288
Acquisition of Enterprises	290
In General	290
Transfer of All Assets	290
Transfer of All Issued and Outstanding Shares	291
Acquisition of Real Property by Foreign Persons or Entities	293
In General	293
Requirements for Acquisition of Real Property	293
Financial Aspects / Mortgage	294
Tax Aspects	294
Investment Incentives	295
Market Entry	295
Setting Up New Business	295
Competition Law	296
Competition Act	296
Antitrust	297
Abuse of Dominant Position	298
Merger Control	298
Enforcement	299
Intellectual Property Protection	299
Patents	299
Utility Models	301
Registered Designs	302
Unregistered Designs	303
Copyright and Neighboring Rights	303
Registered Trade Marks	305
Unregistered Trade Marks	306
Trade Names	307
Confidential Information and Trade Secrets	308
Unfair Competition Law	308
Employment Law	308
Employment Contracts	308

Social Security	309
Works Council	310
Collective Labor Contracts	310
Working Conditions	310
Pensions	310
Consumer Protection Law	311
Standard Terms	311
Product Liability	311
Games of Chance Act	312
Sales Contracts	312
Consumer Credit Act	313
Act on Registration of Private Information	313
Enforcement of Foreign Judgments	313
Foreign Judgments	313
Foreign Arbitral Awards	314
Legal System for Settlement of Disputes	314
Judiciary	314
Legal Procedures	315

Peru

Foreign Investment	317
Legal Provisions Relevant to Foreign Investment	317
Legal Stability for Foreign Investment	318
Tax Regime Applicable to Foreign Investment	319
Income Tax	319
Net Asset Extraordinary Tax	320
General Sales Tax	321
Consumption Selective Tax	322
Municipal Taxes	322
Special Regimes	322
Foreign Investment	322
Joint Ventures and Other Corporate Cooperation Contracts	323
Tax Benefits in the Mining Sector	324
Balance Sheet Adjustment for Inflation	326
Private Investment in State Enterprises	327
Foreign Trade	327
Stock Company Law	327
In General	327
Shares, Corporate Capital, and Distribution of Profits	328
Special Forms of Stock Companies	329
Securities Laws	330
Legal Framework	330
Regulatory Agency	330

Securities	330
Securities Offerings	332
International Offerings	332
Protection of Intellectual Property Rights	333
In General	333
Patents	333
Trade Marks	333
Copyright	334
Mining Regulations	334
In General	334
Concession System	335
Environmental Protection	336

Singapore

Establishing a Business Presence	339
In General	339
Representative Office	339
Sole Proprietorship or Partnership	340
Singapore Incorporated Company	340
Singapore Branch of Foreign Corporation	342
Choice of Corporate Vehicle	343
Investment Incentives	344
In General	344
Approved Foreign Loan Scheme	344
Approved Royalties	344
Expansion Incentive	344
Expanding Service Companies	344
Export of Service	345
Investment Allowance Incentive	345
Operational Headquarters	345
Business Headquarters	345
Overseas Investment and Venture Capital Incentive	345
Pioneer Status	346
Pioneer Status for Countertrade	346
Post-Pioneer Incentive	346
Development and Expansion Scheme	346
Approved International Trader	346
Foreign Loans for Productive Equipment	347
Export of Services	347
International Trade Incentives	347
International Consultancy Services	347
Investment in New Technology Companies	347
Venture Capital Fund	347

Local Enterprise Finance Scheme	347
Initiative in New Technology Scheme	348
Monetary Authority of Singapore Rediscounting Scheme	348
Other Schemes	348
Taxation	348
In General	348
Taxation of Corporations	349
Taxation of Individuals	349
Double-Taxation Agreements	350
Employment Law	351
Employment Act	351
Immigration	352
Central Provident Fund	352
Industrial Relations Act	353
Workmen's Compensation	354
Land Ownership	354
Industrial Land	354
Residential Land	354
Property Tax	355
Intellectual Property Protection	355
In General	355
Patents	355
Copyright	356
Registered Design	357
Registered Trade Mark	357
Law of Passing Off	358
Law of Confidentiality	359
Customs, Exchange Control Regulations, and Competition Law	359
Customs Regulations	359
Exchange Control	360
Competition Law	360
Dispute Resolution	360
Court Procedure	360
Arbitration	361
Mediation Centers	361

United Arab Emirates

Establishment of Enterprise	363
Types of Enterprise	363
Branch Offices of Foreign Companies	366
Enterprises under Other Relevant Acts	367
Acquisition of Enterprises	371
Acquisition of Real Estate by Foreign Persons	371

Taxation	371
Corporate Taxation	371
Individual Income Tax	372
Double-Taxation Treaties	372
Customs Regulations	372
Currency Regulation, Capital and Profit Transfer, Investment Incentives . 373	
In General	373
Exchange Control	373
Investment Companies, Banks, and Finance and Investment Consultants	373
Stock and Shares Brokers	373
Stock Exchange	374
Insurance Companies and Agencies	374
Investment Incentives	374
Competition	375
Intellectual Property Protection	375
In General	375
Patents	376
Trade Marks	376
Intellectual Property Rights	376
Employment Rules	376
Consumer Protection Law	377
Enforcement of Foreign Judgments	378
Legal System for Settlement of Disputes	379
In General	379
Conciliation and Arbitration	379

United Kingdom

Company Law	381
In General	381
Types of Company	381
Acquisition of Real Estate	383
In General	383
Basic Conveyancing Process	383
Taxation	385
Personal Taxation	385
Corporation Tax	387
Value-Added Tax	387
Inheritance Tax	388
Customs Regulations	388
In General	388
Import Controls	388
Export Controls	389

Proof of Export	389
Customs Duties	389
Excise Duties	390
Inward and Outward Processing Relief	391
Approved Warehouses	391
Free Zones	391
Value-Added Tax	392
Tariff Classification	393
Competition Law	393
In General	393
European Competition Policy	393
United Kingdom Competition Law	394
United Kingdom Merger Control	396
European Commission Merger Control	397
Monopolies	397
Restrictive Trade Practices	398
Summary	399
Intellectual Property	399
In General	399
Copyright	400
Design Rights	402
Trade Marks	404
Passing Off	405
Patents	406
Employment Law	406
Employment Contract	406
Termination of Employment	407
Remedies	408
Redundancy	408
Transfer of Undertakings	409
Foreign Employees	409
Banking Law	410
Security	410
Obtaining a Loan	411
Challengers to Security	412
Security on Land	412

United States, Continental

Establishment of Enterprise	415
In General	415
Corporations	415
General Partnership	418
Limited Partnership	420

Registered Limited Liability Partnerships	422
Limited-Liability Company	423
Acquisition of Enterprises	425
In General	425
Forms of Acquisition	426
Acquisition of Real Estate by Foreign Persons or Entities	428
In General	428
Relief	428
Taxation of Foreign Investors and Businesses	429
In General	429
Individual Income Tax	430
Corporate Income Tax	430
Trust and Estate Income Taxation	431
Alternative Minimum Tax	431
Personal Holding Company Tax	431
Estate and Gift Taxation	431
Foreign Taxpayers	432
Effectively Connected Income	433
Sales of Inventory	433
Foreign Corporation Taxes	434
Customs Regulation	435
Currency Regulation, Capital and Profit Transfer, Investment Incentives	436
Currency Regulation	436
Capital and Profit Transfer	436
Investment Incentives	437
Export Incentives	438
Restrictions on Foreign Investment	439
Competition Law	439
In General	439
Antitrust Laws	440
Intellectual Property Protection	442
Trade Marks	442
Copyrights	443
Patents	443
Employment Laws	444
Employment Discrimination	444
Other Legislation	448
Consumer Protection Law	451
Fair Credit Reporting Act	451
Consumer Deception and Unfair Trade Practices	452
Product Safety	453
Enforcement of Foreign Judgments	453
Legal System for Settlement of Disputes	455
In General	455
Federal Courts	456

State Courts 457
 Alternative Dispute Resolution 457

United States, Hawaii

Forms of Enterprise 459
 Sole Proprietorship 459
 Partnership 459
 Corporation 459
 Limited-Liability Company 460
 General Excise Tax 460
 Business Registration 460
 Sole Proprietorships 460
 Partnerships 460
 Corporations 460
 Franchises 461
 Securities 461
 Investment Advisors 461
 County Business Licensing 461
 Federal Regulations 462
 Intellectual Property Protection 462
 In General 462
 Acquiring Ownership through Use or Intent to Use 463
 Registration 463
 How and When to Register 463
 Customs Regulations 463
 Foreign-Trade Zones 463
 Storage and Distribution 464
 Manufacturing 464
 Status Designation of Merchandise 465
 Foreign-Trade Zone Benefits 466
 Foreign-Trade Zone Management 467
 Hawaii Foreign-Trade Zones Locations 467
 Immigration 468
 In General 468
 Type of Qualified Investment 468
 Use of Borrowed Funds in the Investment 469
 Full-Time Employment 469
 Employees Qualifying under Investor Visa Program 469
 Multiple Investors 470
 Exceptions to Investment Requirement 470
 Exceptions to Worker Requirement 470
 Timing of Investment 470
 Conditional Investment 470

Proof of Investment	471
Confidentiality of Ultimate Source of Capital	471
Employment of Investor by New Commercial Enterprise	471
Investor Visa Application Approval	471
Life of Commercial Enterprise	471
Intent behind Investment	472
Hawaii Regional Center Authority	472
State Participation in Limited Partnerships Open to Immigrant Investors	473
Requirements for Limited Partners	473
Requirements for Foreign Investor Immigrant Visa	474
Visa and Validity	474
Taxation	475
In General	475
Taxes Levied	475
Acquisition of Enterprise or Real Estate by Foreign Persons or Entities	476
Consumer Protection	476
Settlement of Disputes	477
APPENDIX	478