

Investor Guide

March 2024

Entity Incorporation Journey

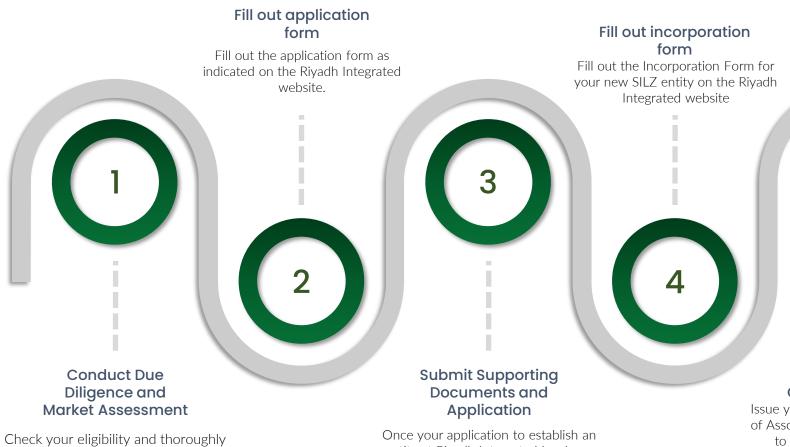
review all Zone Regulations to

determine whether Riyadh Integrated

is a good fit for you. Make sure to

prepare all your required documents

and business plan before starting your application.



Once your application to establish an entity at Riyadh Integrated has been evaluated and approved by the Governing Body, you will be prompted to begin your company incorporation process.

Issue AoA and Commercial License

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Issue your new establishment's Articles of Association and Commercial License to begin operating in the zone.

Application Form and Supporting Documents

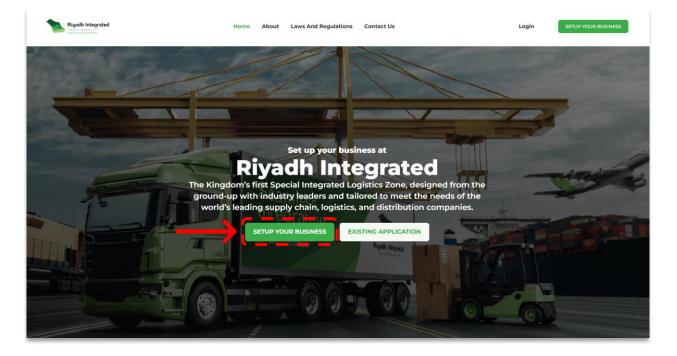
Visit the Riyadh Integrated <u>website</u> to begin your application

Check your eligibility and thoroughly review all Zone Regulations to determine whether Riyadh Integrated is a good fit for you. Make sure to prepare all your required documents and business plan before starting your application.

Ensure that all requested information has been filled out correctly before submitting your application. Once your application to establish an entity at Riyadh Integrated has been submitted, you will instantly be able to follow your application's journey.

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Once your application to establish an entity at Riyadh Integrated has been evaluated and approved by the Governing Body, you will be prompted to begin your company incorporation process.



Information that will be requested in the Application Form

Investor Information

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The Application to establish an Entity Riyadh Integrated Special Logistics Zone will require the applicant to outline a few facts about the existing company/investor portfolio such as:

- Investor Company name
- Investor Company sector
- Investor Company practiced activities
- Investor Company nationality
- Investor Company global presence
- If the investor company is publicly listed, the name of the stock exchange market will be requested
- If the investor company is a private company, the annual revenue will be requested

Business Plan

A Business Plan covering a period of at least 5 years must be submitted along with the application. The Business Plan is not required to follow a specific template but must include the **required components**.

Established Entity Legal Structure

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The Application to establish an Entity in the Zone will also include outlining the legal structure of the intended Established Entity.

Incorporating a legal entity inside the Zone shall be only authorized by the Zone's Governing Body and must take one of the following forms: a) SILZ Limited Liability Company; or b) A Branch of a principal company.

All applications for incorporation in the Zone must:

- 1. Be submitted through the Zone portal.
- 2. Include the following documents:
- a. For a Limited Lability Company LLC
- Board resolution to establish a new company duly notarized and attested.
- Articles of Association form.
- Supporting documentation (passport copy of individual shareholders)
- Supporting documentation (passport copy of general manager)
- b. For a Branch of a principal company
- Certificate of incorporation of the parent company.
- Board resolution to establish a new branch duly notarized and attested.
- Board resolution giving signatory authorization or power of attorney for third party.
- Supporting documentation (support copy passport of general manager).
- Specimen signature of the general manager duly attested.

Business Plan Required Components

A Business Plan covering a period of at least 5 years must be submitted along with the application. The Business Plan is not required to follow a specific template, but must include the following components:

Project Description, including:

- Services Provided
- Type of goods
- Volumes with a breakdown of modes of transport
 - Total expected volumes
 - Expected import volumes
 - Expected export volumes into the mainland
 - Expected re-export volumes to other countries (with a breakdown of the volume per country)
- Targeted Clients
- Targeted Markets
- Product type and size required (empty land plot, built-to-suit unit, or ready-build unit)
- Utilization plan for land plot

Headcount Plan, including:

- Number of qualified employees the entity intends to employ
- The jobs/positions the entity intends to recruit for (including FTE number for each position type)

Financial Plan and Expected Investment, including:

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- Costs (OPEX, CAPEX)
- Projected revenues
- Projected cash outflows and inflows

Business Plan Proposals are reviewed by the Governing Body based on the following:

- 1) Existing company portfolios as it pertains to practiced activities, current volumes, and revenues
- 2) Validity and feasibility of projected volumes and revenues
- 3) Impact on KSA economic development

Incorporation and License Issuance

Once your application is approved, you will be prompted to begin your incorporation request.

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Select your entity type (Limited Liability Company or Branch of Company)

All the company information you have filled out in the Application Form will be reflected and you will be prompted to upload all the necessary legal documents such as (AOA, Shareholder's Resolution to establish a new entity, POA).

Define the Management type of the company and define the authority of each Manager

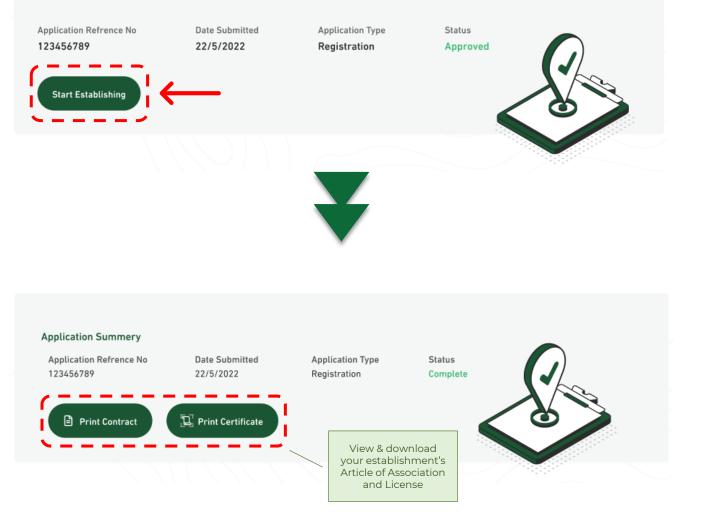
Enter the legal representative Information and Upload the related POA documents.

Review your Incorporation request and the AOA form that has been developed based on the fields you have filled out.

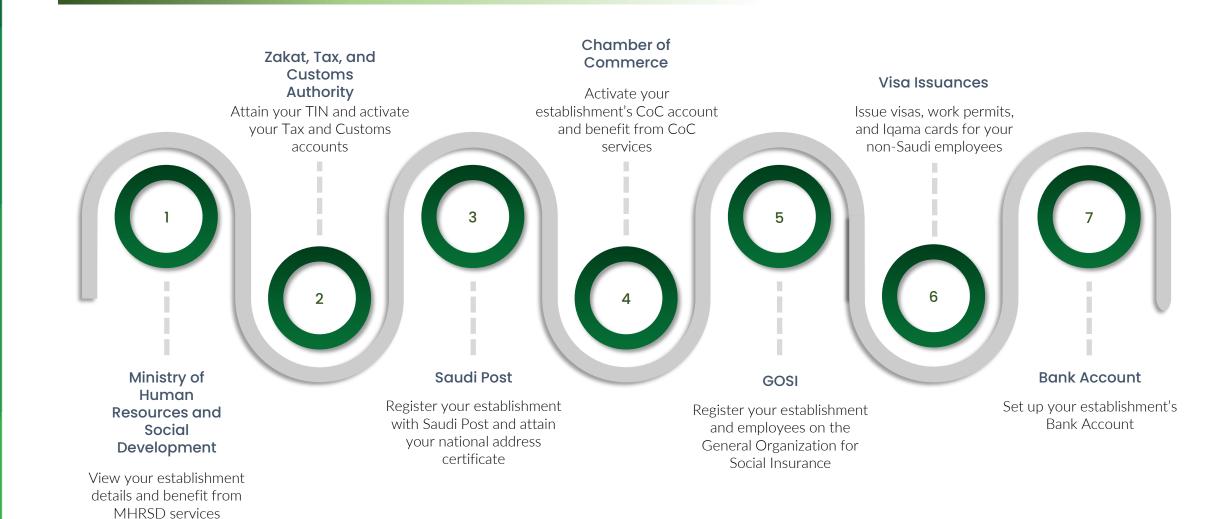
After your Incorporation Request is approved, you will be prompted to pay the fees to attain your new entity's license.

Once your payment has been completed, you will be able to view and download your new entity's license.

Application Summery



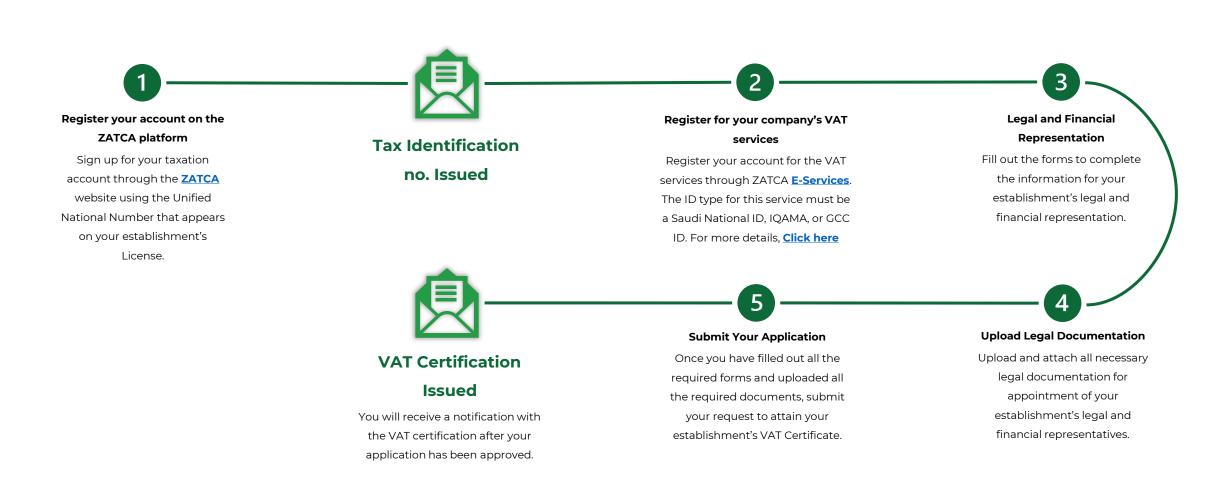
Post Incorporation Journey



Business Set-up Guide

Entity		Online Portal	How to register/login	Uses	Pre-requisites
Human Resources and Social Development	Ministry of Human Resources and Social Development	<u>https://www.mol.gov.sa/s</u> ecuressl/login.aspx	login through Nafath using the legal representative Saudi ID or lqama then you go through the process of activating the account.	Review entity data	National ID or Iqama
هيئة الزكاة والضريبة والجمارك Zakat,Tax and Customs Authority	Zakat, Tax, and Customs Authority	<u>https://zatca.gov.sa/ar/lo</u> gin/Pages/login.aspx	login using the unified number listed on the license.	Issuance of entity Tax Certificate Issuance of Fasah (customs) account	Entity unified national number as shown on SILZ commercial license
SPL	Saudi Post and Logistics	https://accounts.splonlin e.com.sa/en/Registration /Index	until now we need to contact SPL to open the account	Issuance of National Address Certificate	Entity unified national number as shown on SILZ commercial license
Litility (itility) Riyadh Chamber	Chamber of Commerce	<u>https://mybusiness.cham</u> <u>ber.sa/Login.aspx?Return</u> <u>Url=%2f</u>	this activation needs to be physical with the presence of the General Manager, this activation includes fees	Document attestation	Entity unified national number as shown on SILZ commercial license General Manager physical presence
الاسسه العامه للتأمينات الإجتماعيه General Organization for Social Insurance	GOSI	<u>https://www.gosi.gov.sa/a</u> r/TaminatyBusinessLogin	login through Nafath using the legal representative Saudi ID or Iqama.	Registering employees in social insurance.	National ID or Iqama
QIWA	Qiwa	<u>https://auth.qiwa.sa/sign-</u> in	login through Nafath using the legal representative Saudi ID or Iqama.	Issuance of work permits Employee transfer Employee contract management	National ID or Iqama
مقیم Muqeem	Muqeem	<u>https://muqeem.sa/#/reg</u> /request	login through Nafath using the legal representative Saudi ID or Iqama	Issuance/renewal/transfe r of expat employee Iqamas Review expat workers data	National ID or Iqama

Attaining Tax Identification Number and VAT Registration



Note: In accordance with the "Special Tax Rules for the Special Integrated Logistics Zone", investors are exempted from tax. However, registration is required for the zero-tax declaration.

Registering with the Chamber of Commerce

- The process of activating the Establishment's Chamber of Commerce account is physical; the General Manager of the Establishment must be in Saudi and visit GACA HQ in order to register their signature and activate their account.
- The documents required to activate the Establishment's account and register the General Manager's signature onto the account include:

Entity Documentation:

- The commercial license issued by GACA
- Memorandum and Articles of Association
- Certificate of incorporation

Personal Identification:

- Valid passports of all account signatories
- Valid visa document

All Establishments registered in the Special Integrated Logistics Zone will be offered the option to register in the Chamber of Commerce under the special service subscription plan. The price for the special service is 5,750 SAR.

Chamber of Commerce Services

Membership Services

Including new subscription or renewal of the subscription, updating the data of the enterprise, user's accounts administration, modification of the authorized members, printing the subscription certificate, issuing a letter of identification for the enterprise.

Document Verification Services

Including verification of documents through available templates, verification through open letters, verification of documents issued by the Ministry of Foreign Affairs.

Permit Services

Including issuing a commercial competition permit, issuing certificates for re-exporting.

Electronic Financial Portfolio

Payment of fees for services, requesting refunds, issuing account statements.

Legal Services

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Support with legal counseling in Arbitration, Settlement Disputes, Commercial Agencies Disputes, Protest Office, Legal Consult.

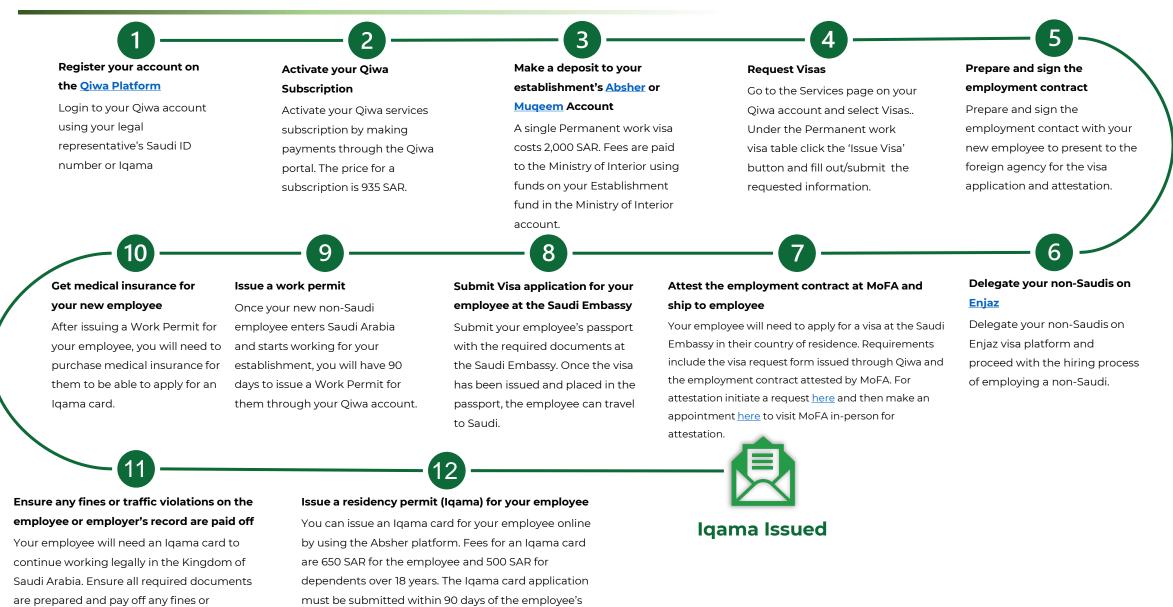
Recruitment and Training Services

Support services for recruitment and training.



Issuing a Work Visa and Residency Permit for a New Employee

arrival to the Kingdom.



violations.

How to open a bank account

Requirements for Opening a Bank Account



Entity Documentation:

- Certified copies of the commercial license issued by GACA
- Memorandum and Articles of Association
- Certificate of incorporation

Personal Identification:

- Valid passports of all account signatories
- Proof of address for each signatory (utility bill or official correspondence)



Business Plan:

A comprehensive business plan detailing the investment nature and anticipated financial transactions.

Tax Identification Number (TIN):

Obtain a Tax Identification Number for the business entity.

Steps to Open a Bank Account



Choose a banking institution authorized by the Saudi Arabian Monetary Authority for business operations.

Contact the Chosen Bank (as part of our commitment to a streamlined process, SILZ can facilitate the initial contact with the chosen SAMA-authorized bank on behalf of the investor) Initiate contact with the selected SAMA-authorized bank to schedule a meeting with a dedicated business account representative.

Submit Required Documents:

Present all necessary documentation, ensuring strict adherence to SAMA guidelines, during the scheduled meeting with the bank representative.

Meeting with the Bank Representative:

Attend a comprehensive meeting with the bank representative to discuss your business requirements and finalize the account opening process, ensuring strict compliance with SAMA stipulations.

Verification and Approval:

The bank will meticulously verify the submitted documents in accordance with SAMA guidelines. Upon approval, the bank will initiate the account opening process.

Receive Account Details:

Upon successful completion of the process, you will receive the pertinent account details and related information.



How is an establishment registered on GOSI?

Establishments are registered proactively (automatically) based on the data shared by the Ministry of Human Resources and Social Development and the Ministry of Commerce, except for (government, semi-government, Gulf establishments, regional and international organizations), they are registered by applying to GOSI via a service link.

Who is required to be registered on GOSI on a mandatory basis?

Mandatory participants on GOSI are:

- Workers who have a contractual relationship with the employer and perform work mainly within the Kingdom for a fee.
- A Saudi worker who works outside the Kingdom for an employer whose head office is located inside the Kingdom, is subject to the pension part.
- Employees of government agencies and public institutions, who are not subject to the civil or military pension law.

) How are subscriptions to GOSI calculated?

Subscriptions are calculated according to the subscriber's coverage, which is as follows:

- The pension part of the law applies to Saudis only, and the percentage of participation is (18%) of the salary subject to participation which is paid monthly. The employer bears (9%) and the participant bears (9%).
- The occupational hazards part of the law is applied mandatorily to all workers regardless of sex, nationality or age, and the percentage of participation in the occupational hazards section is (2%) of the salary that is subject to participation which is paid monthly and is fully borne by the employer.
- The unemployment insurance law (sand) applies to Saudis only and the contribution rate is 1.5% of the subscribed wage paid monthly and is borne by the employer (0.75%) and the subscriber (0.75%).

Facility Set-up Journey for Vacant-Plot (VP) Lease:

Signing the Lease Agreement

Once you have attained your establishment's Commercial License, negotiate and agree upon the commercial terms, plot allocation and other terms and conditions of the Lease Agreement with the Master Developer

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Prerequisite:

- Commercial License Certificate.

Handover the land plot

Once the Lease Agreement has been signed, The Master developer will hand over the land plot to the Tenant by signing the Unit Delivery Minutes.

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Submitting the Project Brief

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The Tenant is required to submit a project brief for the facility construction to the Master developer. The project brief – which is a concise document that outlines the key objectives, scope, and deliverables of the project – will serve as a foundation for project planning and should typically include information such as the project background, stakeholders, timeline, and any specific requirements or constraints.

Submitting facility Design

The Tenant is required to submit the Facility Design Document to the Master developer which must include the following:

- Concept Design

- Schematic Design
- Detailed Design

Operation Permit

In addition to the Occupancy Permit, the Tenant must submit an application to attain the Operation Permit. The permit is granted by the Master Developer to the Tenant upon completion of the construction works and confirmation of the readiness of the facility for undertaking the prescribed activities.



Start the facility Operation

Occupancy Permit

Once construction of the facility has been completed, the Tenant must submit an application to attain the Occupancy Permit. The occupancy permit is an official document issued by GACA after construction has been completed. It confirms that a building or a specific portion of a building complies with applicable building regulations, codes. and safetv standards, and is deemed suitable for occupancy or use.

Execution of Construction by Tenant

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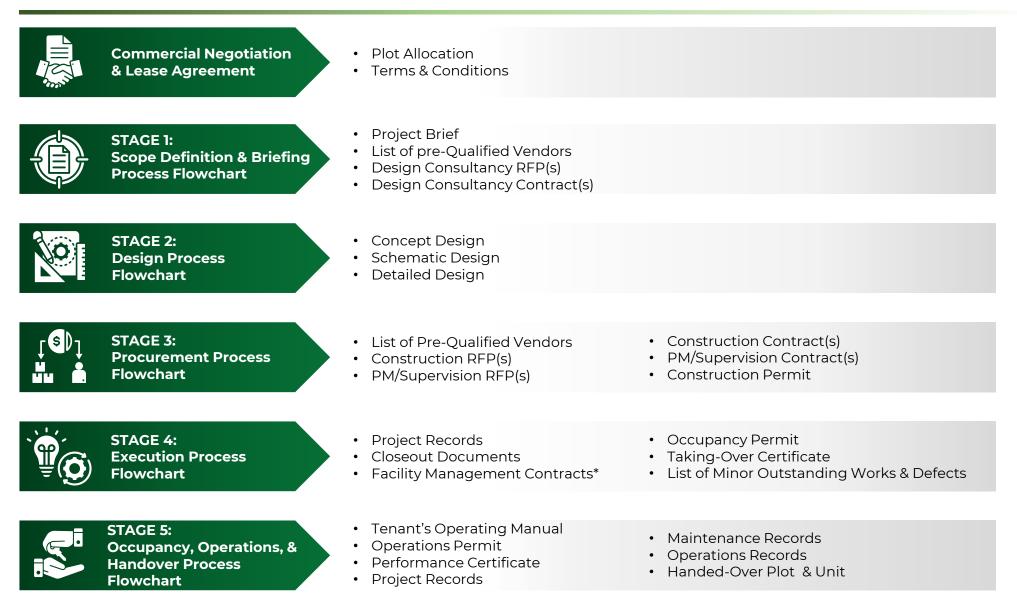
Once the Construction Permit has been issued, the Tenant can proceed with the execution of the construction, execution phase involves The implementing project plans, allocating monitoring progress, resources, quality, communicating ensuring effectively, managing risks, documenting activities, and preparing for project closure

Construction Permit Issuance

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Once the facility design has been approved by the Master Developer, the Tenant must submit an application to the Construction Permit attain (Building Permit) which is the legal document issued by GACA, that grants permission to proceed with construction work on the land Plot. Permit Find the Construction requirements here.

Tenants' Facility Development Stages for Vacant-Plot (VP) :



For more details on the Facility Development Stages for Vacant Land Plot, click here.

Business Set-up Fees

Fee	Price				
Establishment Fees					
Application Fee (one-time payment, non-refundable)	SAR 5,100				
One-year License	SAR 16,100				
Three-year License	SAR 48,300				
Five-year License	SAR 80,500				
Registration Fees					
Chamber of Commerce					
Subscription	Based on the duration of the license and the capital of entity.				
Special Services	SAR 5,750				
Qiwa					
Subscription	SAR 935				
Single Work Permit Issuance	SAR 2,000				
Absher					
Single Iqama Card Issuance (For Employee)	SAR 650				
Single Iqama Card Issuance (For Dependents over the age of 18)	SAR 500				



