

Guidelines Business Licensing Ordinance

One-man Business and General Partnership

Persons put on a par with locals:

- a. the Netherlands national born outside Aruba, having resided in Aruba for *at least 5 years*, and who can prove this by means of a statement of registration in the Population Register of Aruba, and who is also in the possession of an *admission permit for an indefinite period of time or a statement of admission by operation of the law*;
- b. the person born outside Aruba who has not resided here for 5 years yet, but of whom at least one of the parents is a Netherlands national born in Aruba, and who can prove this by means of official documents;
- c. the alien who has resided in Aruba for *at least 10 years* and is able to prove this by means of a statement of registration in the Population Register of Aruba, and who is also in the possession of an *admission permit as a self-employed person*;
- d. the Netherlands national born outside Aruba who has resided in Aruba *for at least 3 years*, to be proven by means of a statement of registration in the Population Register of Aruba, and who has also been *married for at least 1 year* to a Netherlands national born in Aruba, and who can prove this by means of an official document;
- e. the Netherlands national born outside Aruba who has been married to a Netherlands national born in Aruba for *at least 3 years*, to be proven by an official document, and who has also resided in Aruba for *at least 1 year*, and is able to prove this by means of a statement of registration in the Population Register of Aruba;

f. the alien who has been married for *at least 5 years* to a Netherlands national born in Aruba, to be proven by an official document, and who also has resided in Aruba for *at least 3 years*, and who is able to prove this by means of a statement of registration in the Population Register of Aruba.

Concepts for the application of the guidelines:

Locals: Netherlands nationals born in Aruba.

Netherlands national: A person having the Netherlands nationality.

Alien: The person having a foreign nationality, whether or not residing in Aruba.

Kinds of Business Licenses:

1. **One-man business** Positive advice, in as far as it concerns persons falling under the category “persons put on a par with locals”.
2. **General Partnership** Positive advice in as far as it concerns persons falling under the category “persons put on a par with locals”, whether or not in combination with a local person.
3. **Expansion of an existing license** Positive advice, if it concerns an expansion relating to the original business operations.
4. **Relocation of an existing business**
Positive advice.
5. **Change to an existing license**
Positive advice.

Note 1: All petitions have to be provided with the necessary documents (in as far as applicable) in order to be considered.

Note 2: All petitions have to be provided with a receipt stamp of Als. 4.--, in order to be accepted as such pursuant to the Stamp Ordinance (Statute Publication Gazette [S.P.G.] 1998, No. GT 1).

Note 3: An adequate business location should be taken into account in all cases.

Note 4: The activities to be conducted should be related to each other as much as possible per business location.

Documents to be submitted as regards the application for business licenses (in as far as applicable)

Application for a business license for a one-man business:

- * Copy passport and/or ID card of individual concerned;
- * Statement of Registration Population Register of Aruba (Afls. 10.--) of individual concerned.
- * Certificate of Registration Population Register of Aruba (Afls. 5.--) of individual concerned.
- * Certificate of Good Behavior of the individual concerned (to be applied for at the Public Prosecution);
- * Statement concerning payment record as regards taxes of the individual concerned (to be applied for with the Customs and Tax Department);
- * Curriculum Vitae (Resumé) of the individual concerned;
- * Copy Admission Permit as a self-employed person / Work Permit / Residence Permit / Admission Permit for an indefinite period of time / Statement Admission by operation of the law of the individual concerned;
- * Birth Certificate, if son/daughter of at least one Netherlands national born in Aruba, in as far as falling under persons put on a par with locals mentioned under b;
- * Copy of Certificate of Marriage if married to a Netherlands national born in Aruba, only if falling under persons put on a par with locals as stated under d, e and f;
- * If it concerns the takeover of a one-man business, an extract from the Chamber of Commerce of the one-man business to be taken over;
- * Statement of no objection of the owner of a one-man business with copy of his ID, if his one-man business is taken over by a person put on a par with locals.

Application for a business license for a General Partnership:

- * Contract for entering into a General Partnership;
- * Copy passport and/or ID card of the partners;
- * Statement of Registration Population Register of Aruba (Afls. 10.--) of the partners, only for others than locals;
- * Certificate of Registration Population Register of Aruba (Afls. 5.--) of the partners;
- * Certificate of Good Behavior of the partners (to be applied for at the Public Prosecution);
- * Statement concerning payment record as regards taxes of the partners (to be requested from the Customs and Tax Department);
- * Curriculum Vitae (Resumé) of the partners;
- * Copy Admission Permit as a self-employed person / Work Permit / Residence Permit / Admission Permit for an indefinite period of time / Statement Admission by operation of the law of the partners;
- * Birth Certificate, if son/daughter of at least one Netherlands national born in Aruba, in as far as falling under persons put on a par with locals mentioned under b;
- * Copy of Certificate of Marriage if married to a Netherlands national born in Aruba, only if falling under persons put on a par with locals as stated under d, e and f;

In special cases:

- * Proof of financing.

The Business Licensing Ordinance is not applicable to:

- * Netherlands nationals born in Aruba, who reached the age of 21 (Article 7, Business Licensing Ordinance, S.P.G. 1990, No. GT 55);
- * An Aruba Exempt Corporation (Article 1. paragraph 1. Business Licensing Ordinance, S.P.G. 1990. No. GT 55). But, in the event an

A.E.C. starts participating in Aruban trade and commerce, it will be obligated to have a license;

- * Companies in the Free Zone (Article 6, paragraph 1, State Ordinance Free Zones, S.P.G. 1998, No. GT 7);
- * Credit institutions (Article 1, paragraph 1, State Ordinance Supervision Credit System, S.P.G. 1998. No. 16);
- * Insurance companies (Article 2, paragraph 5. State Ordinance Supervisions Insurance Industry, S.P.G. 2000, No. 82);
- * Vendors (Article 3, under b, Business Licensing Ordinance, S.P.G. 1990, No. GT 55, and Article 45 General Police Ordinance S.P.G. 1995, No. GT 8).

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Guidelines Business Licensing Ordinance

Corporation and Director's License

Persons put on a par with locals:

- a. the Netherlands national born outside Aruba, having resided in Aruba for *at least 5 years*, and who can prove this by means of a statement of registration in the Population Register of Aruba, and who is also in the possession of an *admission permit for an indefinite period of time or a statement of admission by operation of the law*;
- b. the person born outside Aruba who has not resided here for 5 years yet, but of whom at least one of the parents is a Netherlands national born in Aruba, and who can prove this by means of official documents;
- c. the alien who has resided in Aruba for *at least 10 years* and is able to prove this by means of a statement of registration in the Population Register of Aruba, and who is also in the possession of an *admission permit as a self-employed person*;
- d. the Netherlands national born outside Aruba who has resided in Aruba *for at least 3 years*, to be proven by means of a statement of registration in the Population Register of Aruba, and who has also been *married for at least 1 year* to a Netherlands national born in Aruba, and who can prove this by means of an official document;
- e. the Netherlands national born outside Aruba who has been married to a Netherlands national born in Aruba for *at least 3 years*, to be proven by an official document, and who has also resided in Aruba for *at least 1 year*, and is able to prove this by means of a statement of registration in the Population Register of Aruba;

f. the alien who has been married for *at least 5 years* to a Netherlands national born in Aruba, to be proven by an official document, and who also has resided in Aruba for *at least 3 years*, and who is able to prove this by means of a statement of registration in the Population Register of Aruba.

Concepts for the application of the guidelines:

Locals: Netherlands nationals born in Aruba.

Netherlands national: A person having the Netherlands nationality.

Alien: The person having a foreign nationality, whether or not residing in Aruba.

Kinds of Business Licenses:

1. **Corporation (having its registered offices in Aruba) with only locals as shareholders:** Positive advice for the corporation, as well as for the possible acting of one or more persons put on a par with locals as managing director(s) of the corporation in question.
2. **Corporation (having its registered offices in Aruba) with locals and persons put on a par with them as shareholders:** Positive advice for the corporation as well as for the acting of one or more persons put on a par with locals as managing director(s) of the corporation in question.
3. **Corporation (having its registered offices in Aruba) with only persons put on a par with locals as shareholders:** Positive advice for the corporation as well as for the acting of one or more persons put on a par with locals as managing director(s).
4. **Corporation (having its registered offices in Aruba) with participation of at least 60% of the shares held by locals or persons put on a par with locals:** Positive advice for the corporation, on the understanding that only locals and/or persons put on a par with them will be permitted to act as managing direct(s) of the corporation in question.
5. **Expansion of an existing license** Positive advice, if it concerns an expansion relating to the original business operations, while this expansion of the object should also be possible pursuant to the articles of incorporation.

6. **Relocation of an existing business**
Positive advice.
7. **Change to an existing license**
Positive advice. This change should also be possible pursuant to the articles of incorporation.
8. **The establishment of a branch or an establishment other than at the principal place of business:** Positive advice. This should also be possible pursuant to the articles of incorporation.
9. **Director's license:** A Netherlands national born in Aruba who reached the age of 21, does not require any license to act as a managing director of a corporation. In all other case a license is required to be able to act as a managing director of a corporation. Positive advice if there is question of persons put on a par with locals. In case an alien or someone other than a person put on a par with locals purchases all or the majority of the shares of the corporation having its registered offices in Aruba, and is appointed managing director thereof as such, positive advice will only be given for the director's license in question, if this corporation has already been active with the required business license for more than 3 years. It has to be observed in this connection, however, that the object of the corporation in question has to remain unchanged.
10. **Corporations domiciled outside Aruba or corporations with their registered offices in Aruba with the majority or all shares held by others than locals or persons put on a par with locals:** Positive advice will be given for the business license required for the corporation, and if desired one license for a managing director, if the person is also co-shareholder, in the following cases:
 - * specialist work for a definite period of time in the premises of or on the oil refinery. This should be laid down in a contract;
 - * the construction/renovation of a hotel or a public project for which an international tender is required or obligatory. This should be laid down in a contract;
 - * operation of a hotel or casino;
 - * establishment of processing industries, developments of a high technological level, processing of raw materials into semi-manufactures and/or semi-manufactures into end products.
 - * These industries have to be capital intensive (the investment amount / number of employees exceeds or is equal to Afls. 250,000.--);
 - * the purchase of exiting business premises in order to continue leasing it out as such. Such a license is only granted project-bound;
 - * specialist work that is not available in Aruba in whatever form.

Documents to be submitted in connection with application for business license (in as far as applicable)

Application for a business license for a corporation:

- * Deed of incorporation;
- * Deed of transfer of shares;
- * Copy of share register;
- * Copy passport and/or ID card of shareholder(s) and managing director(s);
- * Statement of Registration Population Register of Aruba (Afls. 10.--) of shareholder(s) and managing director(s), only for persons not being locals;
- * Certificate of Registration Population Register of Aruba (Afls. 5.--) of shareholder(s) and managing director(s),
- * Certificate of Good Behavior of shareholder(s) and managing director(s) (to be applied for at the Public Prosecution);
- * Statement concerning payment record as regards taxes of shareholder(s) and managing director(s) (to be applied for with the Customs and Tax Department);
- * Curriculum Vitae (Resumé) of shareholder(s) and managing director(s);
- * Copy Admission Permit as a self-employed person / Work Permit / Residence Permit / Admission Permit for an indefinite period of time / Statement Admission by operation of the law of shareholder(s) and managing director(s);
- * Birth Certificate, if son/daughter of at least one Netherlands national born in Aruba, in as far as falling under persons put on a par with locals mentioned under b;
- * Copy of Certificate of Marriage if married to a Netherlands national born in Aruba, only if falling under persons put on a par with locals as stated under d, e and f;
- * Copy of share register of a legal entity that is a shareholder and/or managing director of a corporation;
- * Extract of the Chamber of Commerce of a legal entity that is a shareholder and/or managing director of a corporation;
- * Copy business license of a legal entity that is a shareholder and/or managing director of a corporation;
- * If it concerns the takeover of a one-man business, an extract from the Chamber of Commerce of the one-man business to be taken over;
- * Statement of no objection of the owner of a one-man business with copy of his ID, if his one-man business is taken over by a corporation in which he does not participate.

Application for expansion of the object of a corporation:

Deed of amendment to the Articles of Incorporation, if the expansion desired is not incorporated in the Articles of Incorporation already.

In special cases:

- * Copy of a signed, valid contract for carrying out specialist work and other activities for a definite period of time;
- * Copy of the Articles of Incorporation of a corporation established under foreign law;
- * Feasibility study;
- * Proof of financing;
- * Copy of the purchase contract and deed of transfer in case of the acquisition of business premises.

Application for a Director's License:

- * Minutes of the meetings of shareholders in case of appointment and/or dismissal of a managing director of a corporation;
- * Deed of transfer of shares;
- * Copy of share register;
- * Copy passport and/or ID card of managing director(s);
- * Statement of Registration Population Register of Aruba (Afls. 10.--)
- * Certificate of Registration Population Register of Aruba (Afls. 5.--) of managing director(s),
- * Certificate of Good Behavior of managing director(s) (to be applied for at the Public Prosecution);
- * Statement concerning payment record as regards taxes of managing director(s) (to be applied for with the Customs and Tax Department);
- * Curriculum Vitae (Resumé) of and managing director(s);
- * Copy Admission Permit as a self-employed person / Work Permit / Residence Permit / Admission Permit for an indefinite period of time / Statement Admission by operation of the law of and managing director(s);
- * Birth Certificate, if son/daughter of at least one Netherlands national born in Aruba, in as far as falling under persons put on a par with locals mentioned under b;
- * Copy of Certificate of Marriage if married to a Netherlands national born in Aruba, only if falling under persons put on a par with locals as stated under d, e and f;
- * Copy of share register of a legal entity that acts as a managing director of a corporation;

- * Extract of the Chamber of Commerce of a legal entity that acts as a managing director of a corporation;
- * Copy business license of a legal entity that acts as a managing director of a corporation;

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- * Companies in the Free Zone (Article 6, paragraph 1, State Ordinance Free Zones, S.P.G. 1998, No. GT 7);
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Conditions for granting a corporation a business license

- * that the shares are registered, numbered consecutively, and in as far as applicable, entered in a register made for this purpose by, and in the custody of the Board of Managing Directors. stating the names, given names, occupations and addresses of the holders;
- * that the register meant under 1 shall be open for inspection by the Minister of Economic Affairs and/or one or more civil servants designated by him for this purpose.

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