



**Serviço de Registo e Verificação Empresarial**

**Decree-Law 35/2012**

**July 18 2012**

# THE PRINCIPLES OF SERVE

**(1) INTEGRATED**

**(2) SIMPLE**

**(3) LESS COST for REGISTRATION PROCESS &  
BUSINESS LICENSING ✓**

# **REGISTRATION PROCESS & ISSUANCE OF BUSINESSSS LICENSING OR BUSINESS AUTHORIZATION**

## ***New Process for Business Registration & Business Licensing***

### ***Normal Procedure – Processing of Data***

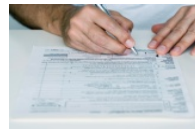
**1<sup>o</sup>**

*Welcome to SERVE's Office*

**2<sup>o</sup>**

The staff for data processing will then re-identify the documents of the Applicant (Client) based on the available checklist of SERVE & Verifying the LEGALITY and/or the LEGIBLE of the documents as submitted by the Applicant (Client) and emit the RECEIPT for collecting the Certificates

**3<sup>o</sup>**



Applicant (Client) come to SERVE's Office with a COMPLETE set of documents regarding the Business Enterprise and/or the Small Business as Sole Trader

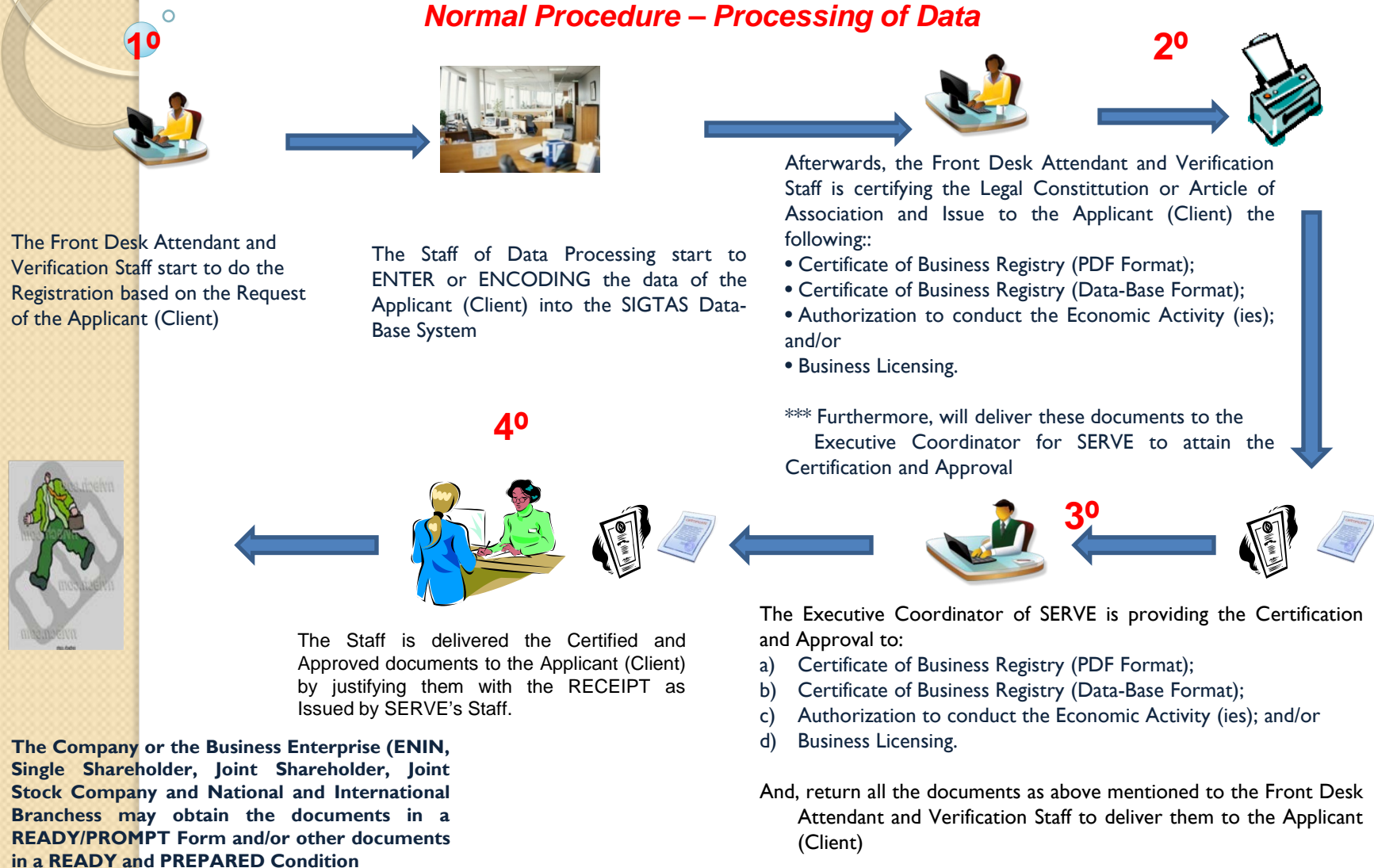
After obtaining the information regarding the Type of Business Activity (ies) based on the Applicant (Client) desire/objective, the SERVE's Staff will then provide the instruction to fill up the Form (s) Requiring for Registration and start to identify the documents as submitted by the Applicant (Client) based on the normal checklist.

\*\*\* Furthermore, the competent staff will only accept those documents in a COMPLETE Form

Inform the applicant (Client) to return after 5 days – on the determined day as listed in the RECEIPT Issued by SERVE

## New Process for Business Registration & Business Licensing

### Normal Procedure – Processing of Data



## **TYPES OF BUSINESS (Original Name):**

- 1) Empresário em Nome Individual (ENIN)**  
(Sole trader)
- 2) Sociedade Unipessoal por Quotas Limitada (Unipessoal, Lda.)**  
(Single share holder with limited liability)
- 3) Sociedade por Quotas Limitada (Lda.)**  
(At least 2 joint share holders with limited liability)
- 4) Sociedade Anônima (S.A.)**  
(At least 3 joint stock share holders)
- 5) Representação Permanente (R.P.) = Sucursal Internacional**  
(international branch, use of existing brand/name from origin country)
- 6. Sucursal Nacional**  
(National branch)
- 7. Empresa Pública (E.P) (State owned company)**

## **TYPES OF BUSINESS (English Version):**

- 1) Sole Trader (ENIN)**
- 2) Single Shareholder with Limited Liability (Unipessoal, Lda.)**
- 3) Joint Shareholders with Limited Liability (Lda.)**
- 4) Joint Stock Company (S.A.)**
- 5) Permanent Representation (R.P.) = Branch of Foreign Company**
- 6. National Branch (for National Enterprise/Business)**
- 7. Public Business Enterprise (E.P)**

## **(I) ENIN**

### **The Requirements ~**

- 1) Business Name (Right & Clear = Legible)**
- 2) Personal Identification Card (Cartão Eleitoral)**
- 3) Passport + Proof of Residence/Working Visa (Only for Foreigners)**
- 4) Map of Locality (Main & Branch)**



## **Cont. (I) ENIN**

### **The Requirements ~**

- 5) Fill up the Forms (SERVE\_F\_I – 3\_Eng)**
- 6) Legal Constitution or Article of Association  
= NOT NECESSARY !**
- 7) Social Capital = NO LIMIT !**
- 8) 2 Copies = Each Document !**

## **(2) Unipessoal, Lda. & (3) Lda. The Requirements ~**

**1) Legal Constitution / Article of Association /company act**

**2) Personal Identification Card**

**3) Passport + Proof of Residence/Working Visa  
(Only for Foreigners)**

**4) Number of Shareholders**

## **Cont. (2) Unipessoal, Lda. & (3) Lda. The Requirements ~**

### **5) Capital**

**Min. USD 5,000.00 – Max. USD 500,000.00,0**

### **6) Map of Locality (Main & Branch)**

### **7) Admissibility of Firm**

### **8) Form of Tax Registry (Business/Individual TIN)**

### **9) Certificate of Tax Clearance**

### **10) Fill up the Form (SERVE\_F\_I – 3 \_Eng)**

## **Cont. (2) Unipessoal, Lda. & (3) Lda. The Requirements ~**

**I 1) If C > USD 200,000.00,- ~ MUST have:**

- a) Even/Pair Administrators (2),**
- b) Secretary & Single Fiscal/Auditor**

**Note: Single Fiscal/Auditor ≠ Shareholders**

**I 2) 2 Copies = Each Document !**

**\* Note: ~ Lda. = MAY Refer to S.A.**

**Number of Shareholders Min. 3 + Social Capital  
Min. USD 50,000.00,-. BUT depending on the  
Shareholders !**

## **(4) Sociedade Anônima (S.A.) The Requirements ~**

- 1) Legal Constitution/Article of Association**
  - a. General lx**
  - b. Shareholders**
- 2) Personal Identification Card**
- 3) Passport + Proof of Residence/Working Visa  
(Only for Foreigners)**
- 4) Number of Shareholders = Min. 3**

## **Cont. (4) Sociedade Anônima (S.A.) The Requirements ~**

### **5) Capital**

**Min. USD 50,000.00 – NO MAXIMUM required.**

### **6) Map of Locality (Main & Branch)**

### **7) Admissibility of Firm**

### **8) Business/Individual TIN**

### **9) Tax Clearance**

### **10) Fill up the Form (SERVE\_F\_I – 3 \_Eng)**

## **Cont. (4) Sociedade Anônima (S.A.) The Requirements ~**

- I 1) MUST have: Administrators =  
Impair (3) – Administrator I & 2 Vocal/Vices.  
Secretary & Single Fiscal/Auditor (I)  
Note: Single Fiscal/Auditor ≠ Shareholders**
- I 2) Submission of Financial Report (all related expenses)**
- I 3) 2 Copies = Each Document !**

## **(5) Representação Permanente (R.P.) = Sucursal Internacional The Requirements ~**

- 1) Legal Constitution/Articles of Association**
- 2) Letter of Deliberation / Act or Minutes of Actual or Latest General Assembly – Description on the interest to have R.P. at present country & introduce the Person as Official & Legal Representative, etc. –**
- 3) Personal Identification Card**
- 4) Passport + Proof of Residence/Working Visa  
(Only for Foreigners)**



- **Cont. (5) Representação Permanente (R.P.) =  
Sucursal Internacional  
The Requirements ~**

**4) Social Capital**

**Min. USD 5,000.00 – NO MAXIMUM required.**

**5) Map of Locality (Present Locality)**

**7) MUST have: Proof from the RDTL Embassy  
Office in Origin Country (nearest) & translate to  
Portuguese / Tétum in INL, Dili (all original documents  
from the origin country need to presented)**

**8) Fill up the Form (SERVE\_F\_I – 3 \_Eng)**

**9) 2 Copies = Each Document !**

## **(6) Sucursal Nacional The Requirements ~**

- 1) Depending the Type of Business (ENIN, Unipessoal, Lda., Lda., S.A. & R.P.)**
- 2) Letter of Request to Establish an a Branch (National or International ?)**
- 3) Amendment Letter or to modify address of previous office – previous Legal Constitution / AoA**
- 4) Request Letter for the Establishment of a New Branch (National or International)**

## **Cont. (6) Sucursal Nacional The Requirements ~**

**5) Personal Identification Card**

**6) Passport + Proof of Residence/Working Visa  
(Only for Foreigners)**

**7) Map of Locality (Office or New Address for Business)**

**Nota: Letter of Request + Annex with all  
documents as previously registered.**

## **DOCUMENTS ISSUED BY SERVE:**

- 1) CERTIDÃO DO REGISTO  
COMERCIAL + TIN**
- 2) CERTIFICADO DE REGISTO COMERCIAL +  
TIN**
- 3) AUTORIZAÇÃO PARA EXERCÍCIO  
DE ATIVIDADE + TIN, and/or**
- 4) LICENÇA COMERCIAL + TIN (Data-Base Format)**

## **DOCUMENTS ISSUED BY SERVE:**

- 1) CERTIFICATE OF BUSINESS REGISTRATION + TIN**
- 2) CERTIFICATE OF BUSINESS REGISTRATION + TIN**
- 3) AUTORIZATION FOR EXERCISE THE ACTIVITY + TIN**
- 4) BUSINESS LICENSING + TIN**

## **NOT TO USE / APPLY:**

Names that are not allow by Law to use as  
Businesses Name:

- **TIMOR-LESTE**
- related to **CULTURE** (Cultural Practices) & its **HISTORIC**
- **SIMILAR** or an **EXISTED NAME**
- Name that has **NEGATIVE CONNOTATION** with bad words and insulting expression

## **IINTERMINISTERIAL CONSENSUS:**

- (1) Service become MUCH EASIER & STRATEGIC performed by SERVE**
- (2) SERVE has a Big Role & Maximum Competence to implement its role and function**
- (3) SERVE as A GOOD FACILITY in 5 working days to obtain the Authorization**
- (4) GREAT CONGRATULATION to the FIFTH CONSTITUTIONAL GOVERNMENT (V GOVT.)  
= Creation of Decree-Law 35/2012**



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# THANK YOU