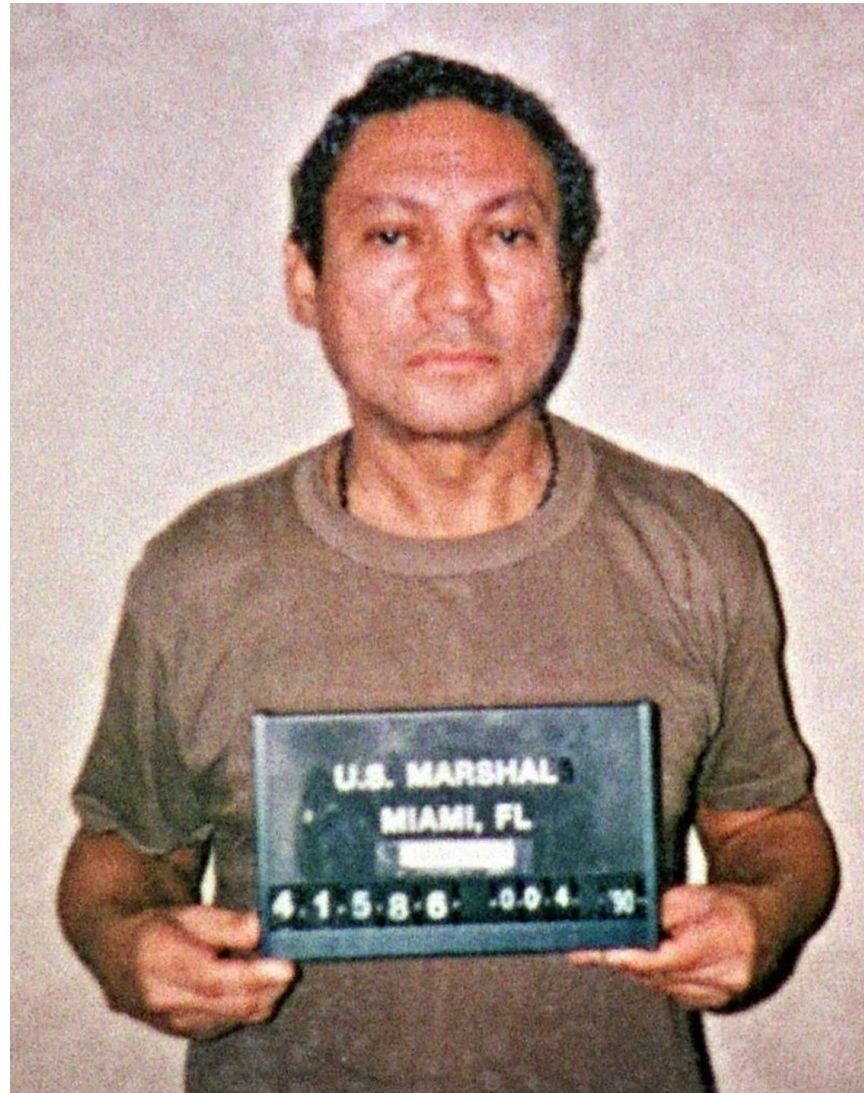




**STRUCTURING IN A GLOBAL CONTEXT:  
CORPORATE MIGRATION – WHAT WHEN AND FOR WHOM?**

*YANN MRAZEK  
21 September 2018  
Amsterdam*





**1982**

- 100+ banks
- Thousands of structure

1982

- 100+ banks
- Thousands of jobs lost

1991

- **130 banks closed**

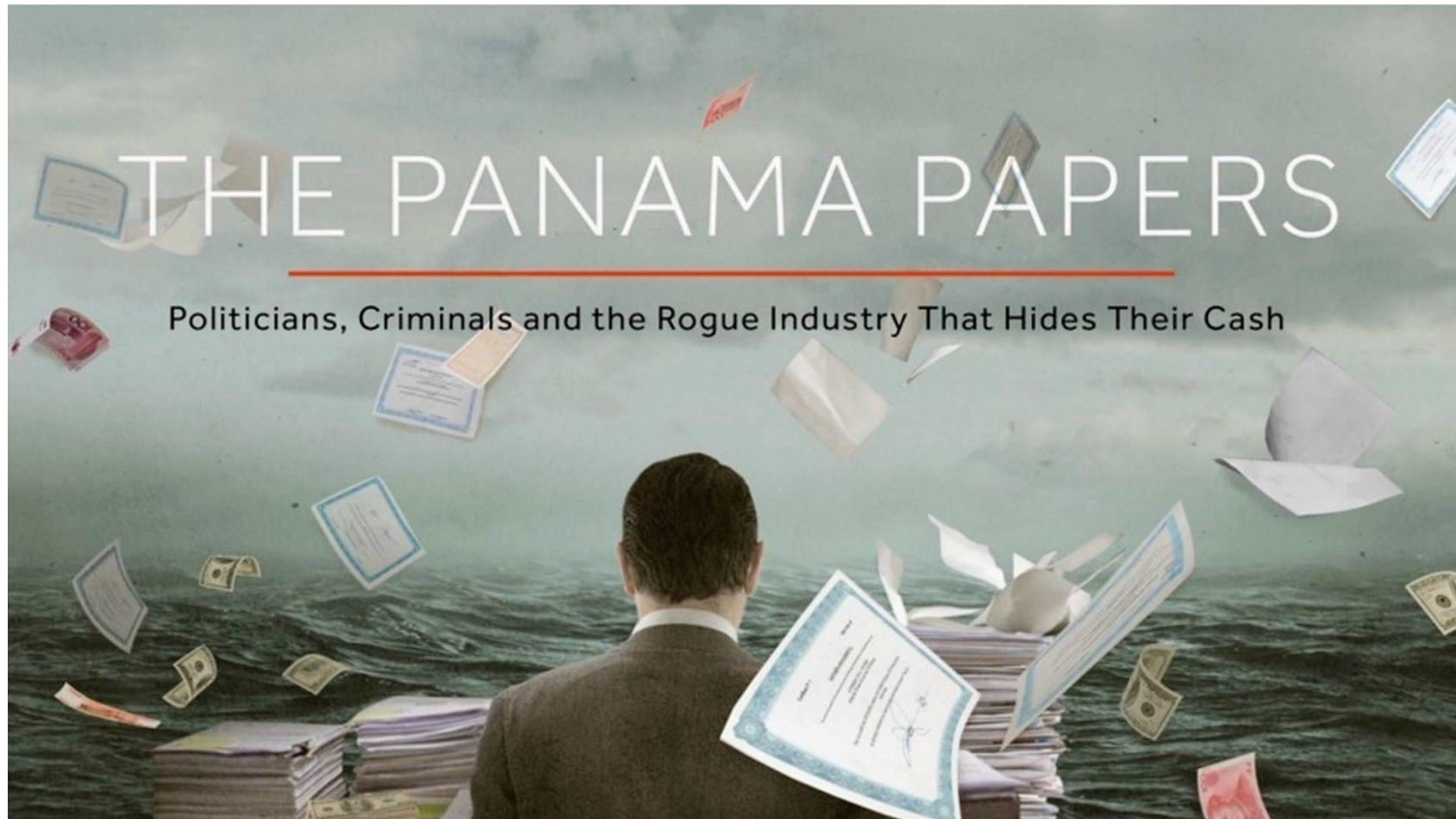
1982

- 100+ banks
- Thousands of jobs lost

1991

- 130 banks closed
- **Migration to BVI**





# THE PANAMA PAPERS

Politicians, Criminals and the Rogue Industry That Hides Their Cash







- **It's an unpredictable world out there!**



- It's an unpredictable world out there!
- Does your jurisdiction **meet your needs?**



## ➤ **Process**



- Process
- Cross-border **transfer of corporate domicile**



- Process
- Cross-border transfer of corporate domicile
- **Continutation** in destination jurisdiction



- Avail **benefits from destination jurisdiction**





- Avail benefits from destination jurisdiction
- **Maintain** all its history and **track record**











A **دبي** 10428



- More favorable **tax** regime





- More favorable tax regime
- More **compliant environment**



- More favorable tax regime
- More compliant environment
- **Bring offshore business onshore**

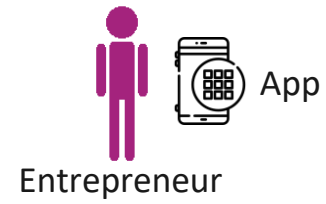


- More favorable tax regime
- More compliant environment
- Bring offshore business onshore
- Bring company “**close to home**”

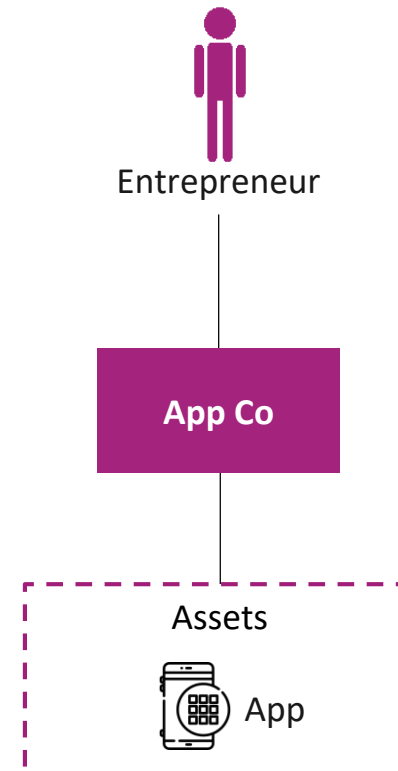


- More favorable tax regime
- More compliant environment
- Bring offshore business onshore
- Bring company “close to home”
- Access to new capital markets

➤ Entrepreneur creates “App”

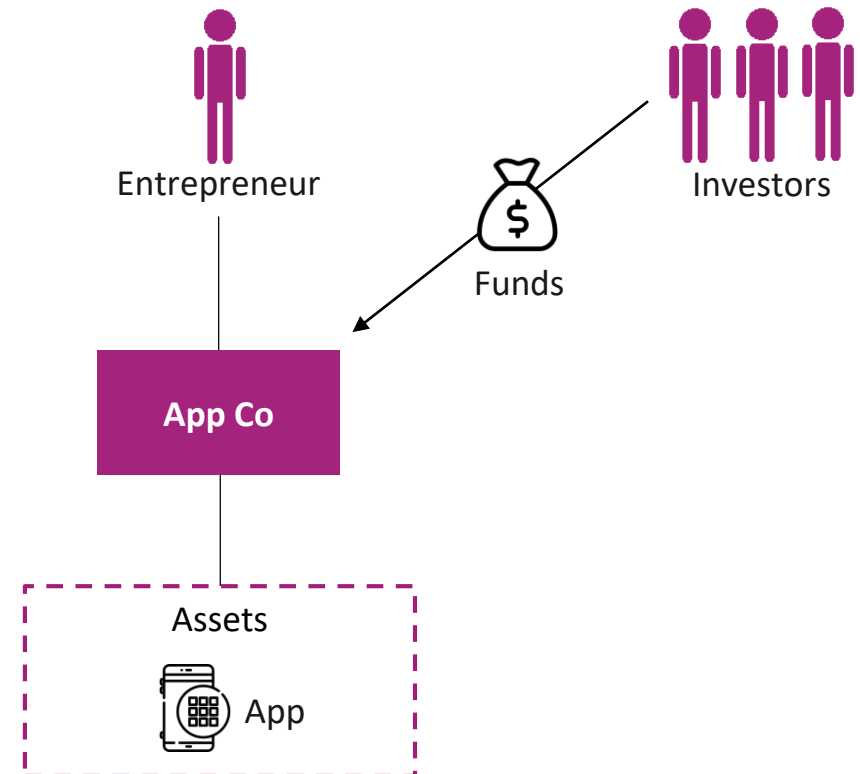


- Entrepreneur creates “App”
- Registers “App co”,  
contributes App to App co

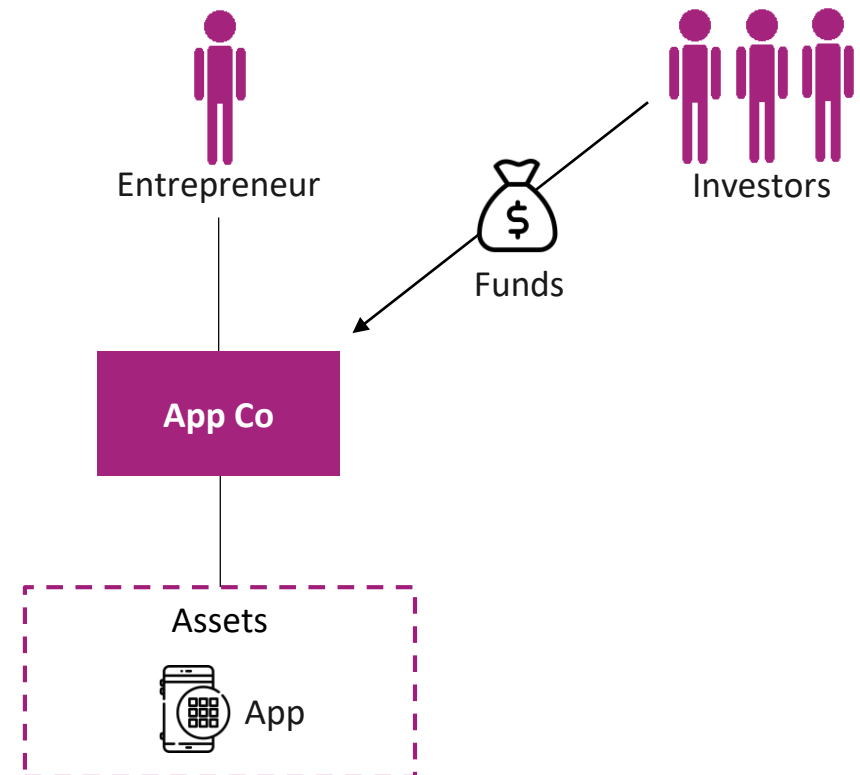




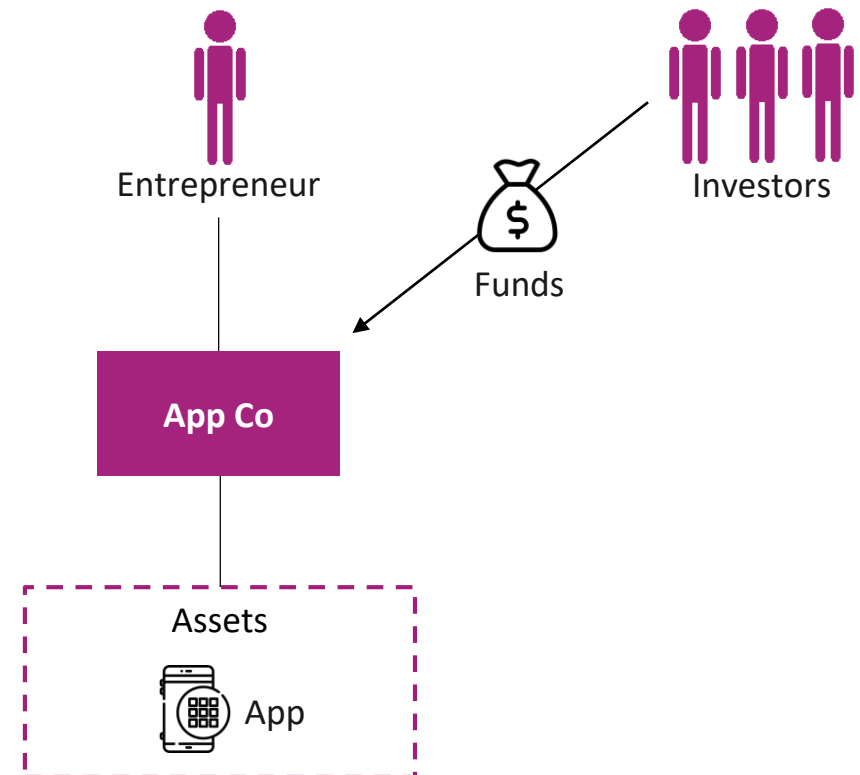
- Entrepreneur creates “App”
- Registers “App co”, contributes App to App co;  
**Seed money hunt**



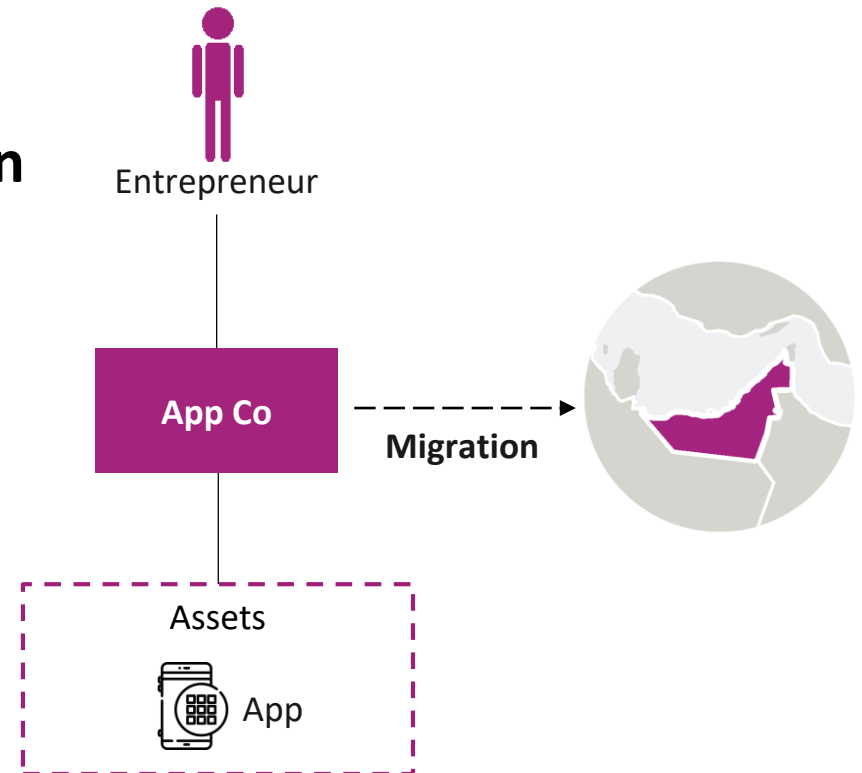
- Entrepreneur creates “App”
- Registers “App co”, contributes App to App co; Seed money hunt
- **Operational challenges**



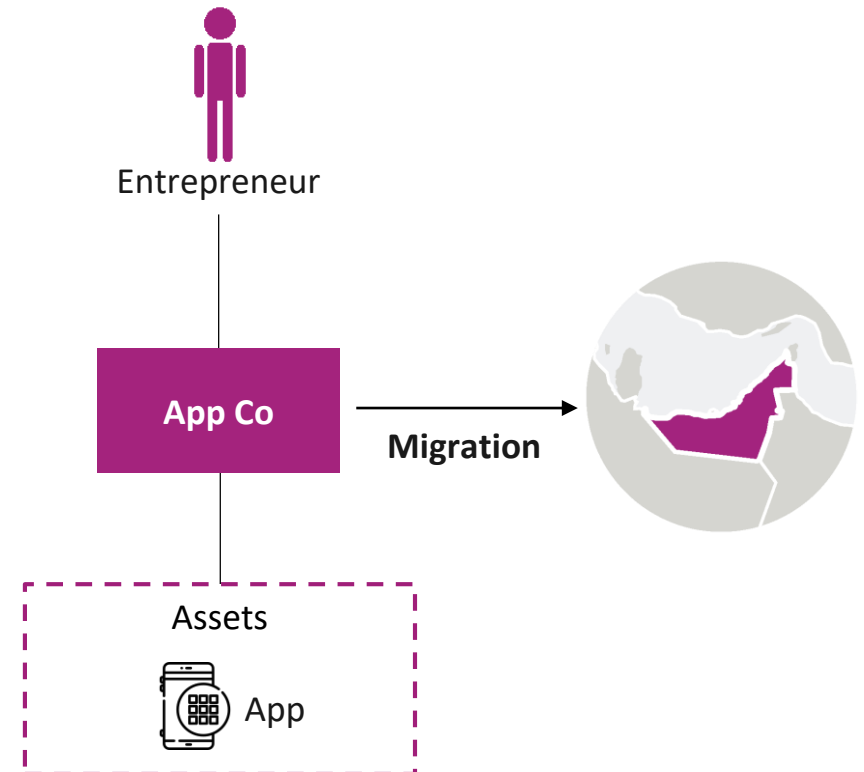
- Entrepreneur creates “App”
- Registers “App co”, contributes App to App co; Seed money hunt
- Operational challenges
- **Negative media scrutiny**



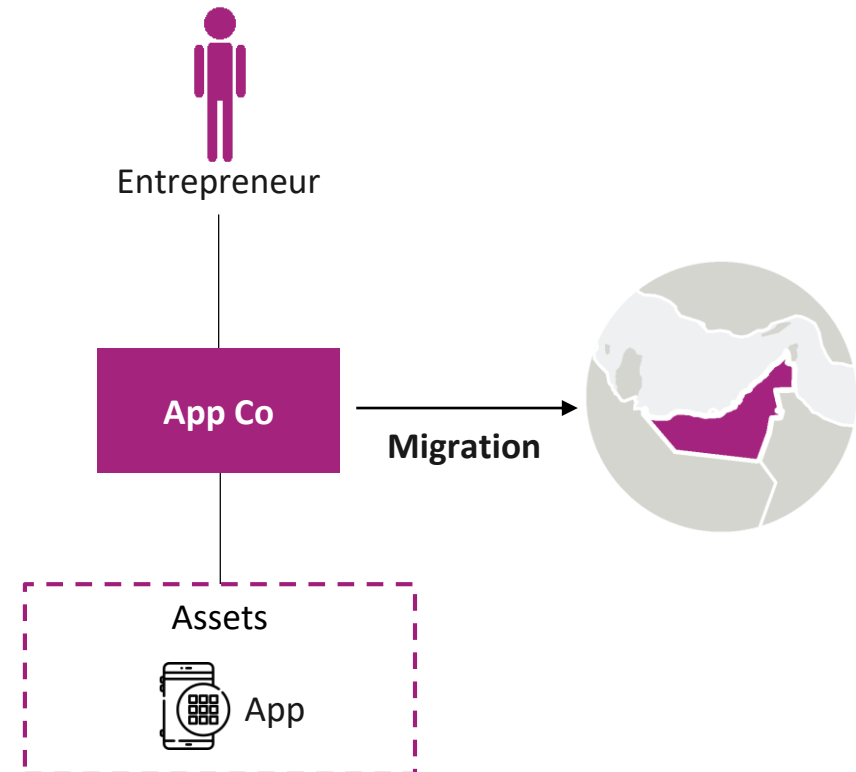
## ➤ Capitalization on credible jurisdiction



- Capitalization on credible jurisdiction
- **Low** maintenance **costs**

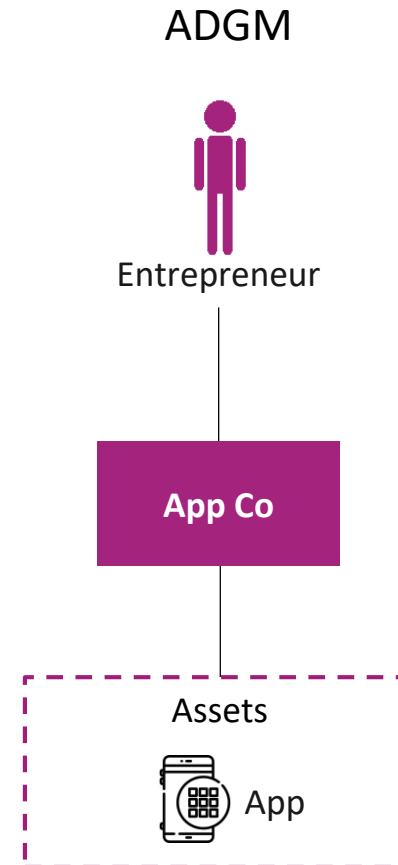


- Capitalization on credible jurisdiction
- Low maintenance costs
- **No tax**

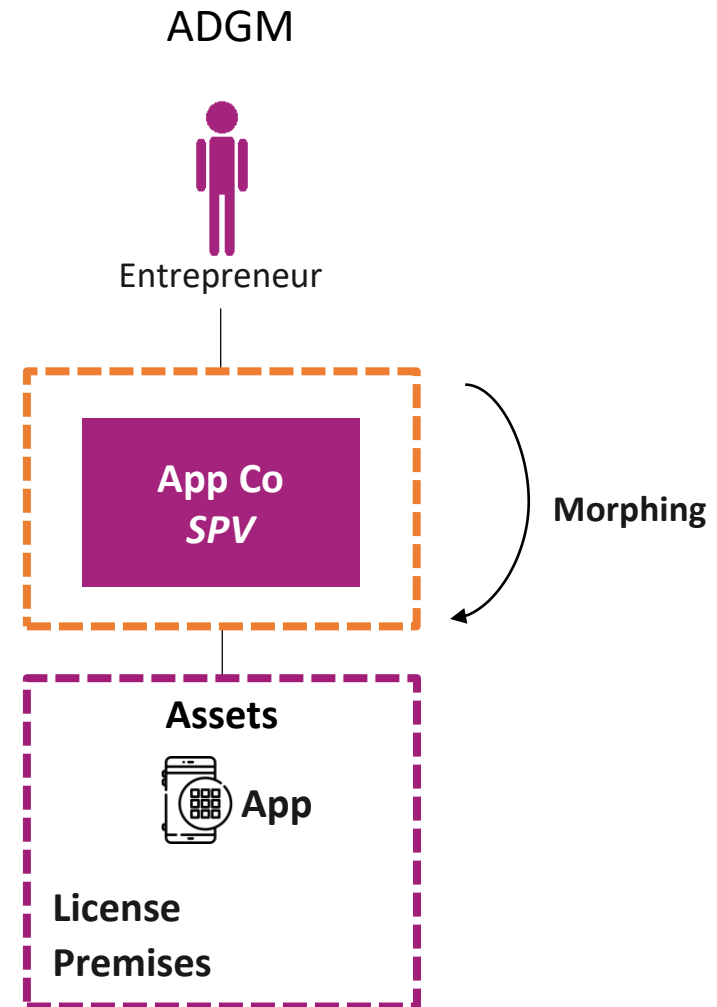




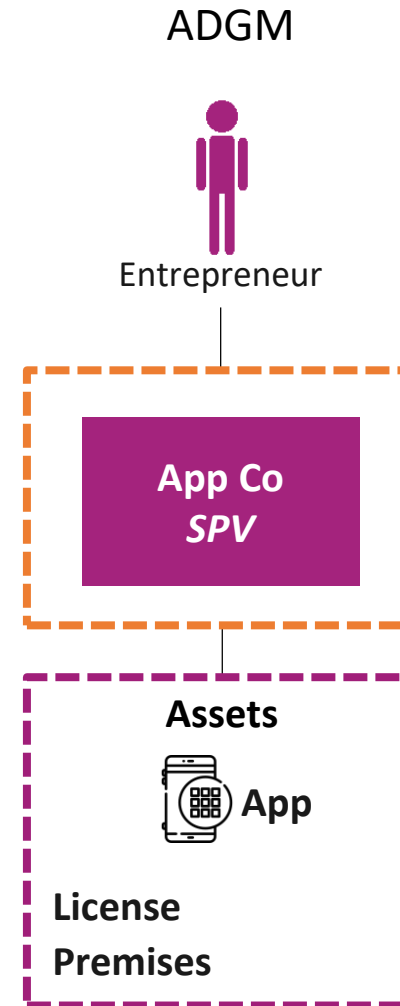
- Full-on operation = premises & staff



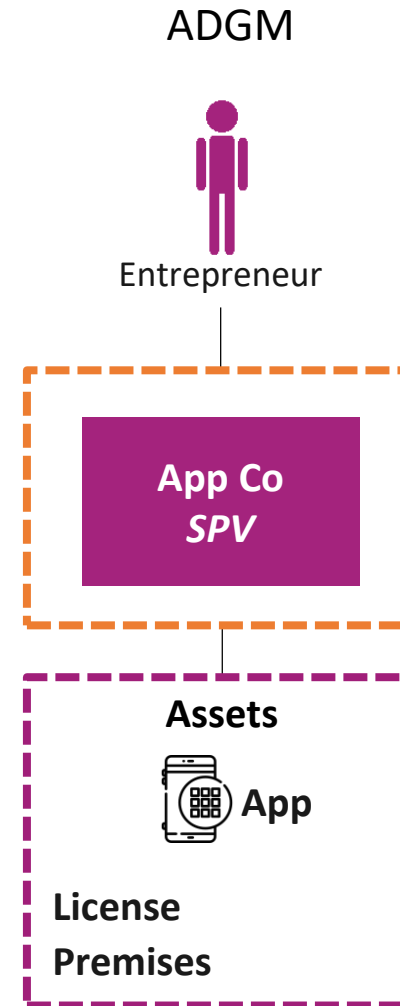
- Full-on operation = premises & staff



- Full-on operation = premises & staff
- License worldwide, royalties



- Full-on operation = premises & staff
- License worldwide, royalties
- WHT = TRC required





- New logistical needs met



- New logistical needs met
- **Substance** = obtain a TRC & **avail treaty benefits**



- New logistical needs met
- Substance = obtain a TRC & avail treaty benefits
- **(Still!) no tax**



**What will you take home?**



Pick me!



**2001**

- 164 national IPAs and well over 250 sub-national ones

2001

- 164 national IPAs and well over 250 sub-national ones

2018

- **2000+**

## IPAs make bold claim

**The perfect business climate.**

Choosing where to relocate or expand a company usually involves compromise. That is, unless, the choice is Michigan. With an estimated 86% reduction in business taxes, a deep pool of tech-skilled talent, \$16.7 billion in annual R&D and an unsurpassed quality of life, business comes naturally in Pure Michigan.

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PURE MICHIGAN

**FLORIDA**

The Perfect Climate For Business.

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**GERMANY AT ITS BEST**

NORDRHEIN-WESTFALEN

**Flanders: Europe's best business location**

Eight good reasons to invest in Flanders

"Flanders has a ready-to-hand, skilled and motivated pool of talent."



### Flanders

The region of central Flanders. Our proximity to the UK, European capital, Brussels and international

### The Netherlands ~ Europe's best business location

*Are you interested in exploring the opportunities to expand and set up your operations in the Netherlands? How to reach the European marketplace?*

**"Excellent infrastructure, connectivity and market access"**

### Excellent infrastructure, connectivity and market access

Flanders has the required transport and communications infrastructure to make the most of its central location. In transport, our region is home to four ports,

**ONTARIO CANADA**

IN FACT, WE HAVE THE WORLD'S MOST HIGHLY SKILLED WORKFORCE.

**INVEST IN MACEDONIA**

**New Business Heaven in Europe**

- ✓ LOWEST FLAT TAX ON PROFIT 10%\*
- ✓ LOWEST FLAT TAX ON INCOME 10%\*
- ✓ TAX ON REINVESTED PROFIT 0%
- ✓ FAST COMPANY REGISTRATION 4 hours
- ✓ ABUNDANT & COMPETITIVE LABOR €370/mo average gross salary
- ✓ FREE ACCESS TO LARGE MARKET 650 million customers\*\*
- ✓ MACROECONOMIC STABILITY 3.1% inflation
- ✓ EXCELLENT INFRASTRUCTURE Wi-Fi country
- ✓ EU & NATO CANDIDATE COUNTRY

**TAMIL NADU INVESTORS' PARADISE**

Largest share of India's industrial workforce

**Global Investors Meet, 9th - 10th September, 2015**

www.tamilnadugim.com

**TAMIL NADU**  
GLOBAL INVESTORS MEET 2015  
INDUSTRIAL PARADISE



## Jurisdiction A





### Jurisdiction A

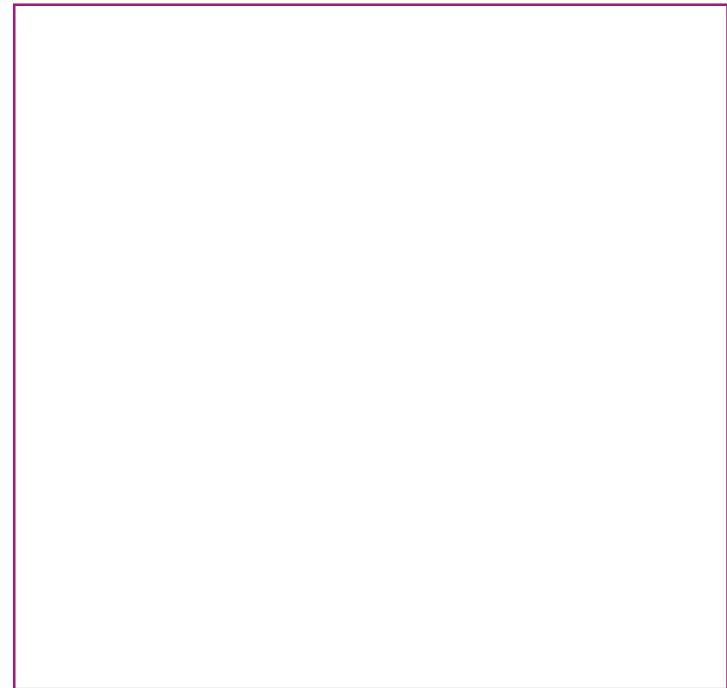
- Economic and political stability
- Robust regulatory regime
- Ease of doing business
- Strategic location and business friendly
- Numerous tax incentives
- Openness to foreign investment



### Jurisdiction A

- Economic and political stability
- Robust regulatory regime
- Ease of doing business
- Strategic location and business friendly
- Numerous tax incentives
- Openness to foreign investment

### Jurisdiction B





## Jurisdiction A

- Economic and political stability
- Robust regulatory regime
- Ease of doing business
- Strategic location and business friendly
- Numerous tax incentives
- Openness to foreign investment

## Jurisdiction B

- Economic and political stability
- Robust regulatory regime
- Ease of doing business
- Strategic Location
- Numerous tax incentives
- Major center for investment funds





## Singapore

- Economic and political stability
- Robust regulatory regime
- Ease of doing business
- Strategic location and business friendly
- Numerous tax incentives
- Openness to foreign investment

## Luxembourg

- Economic and political stability
- Robust regulatory regime
- Ease of doing business
- Strategic Location
- Numerous tax incentives
- Major center for investment funds



## Global financial centres

Beijing  
Dubai  
Dublin  
Frankfurt  
Geneva  
Hong Kong  
London  
New York  
Paris  
Singapore  
Tokyo  
Toronto  
Washington DC  
Zurich  
Amsterdam  
Abu Dhabi  
Jersey  
Luxembourg  
Shanghai  
Moscow

Global financial centres	Top FDI destinations
Beijing	USA
Dubai	UK
Dublin	China (incl. Hong Kong)
Frankfurt	India
Geneva	Germany
Hong Kong	France
London	Mexico
New York	Spain
Paris	Singapore
Singapore	Australia
Tokyo	UAE
Toronto	Canada
Washington DC	Brazil
Zurich	Poland
Amsterdam	Vietnam
Abu Dhabi	
Jersey	
Luxembourg	
Shanghai	
Moscow	



Global financial centres	Top FDI destinations	Top structuring centre
Beijing	USA	UK
Dubai	UK	Hong Kong
Dublin	China (incl. Hong Kong)	BVI
Frankfurt	India	USA
Geneva	Germany	Singapore
Hong Kong	France	Switzerland
London	Mexico	Cayman Islands
New York	Spain	Luxembourg
Paris	Singapore	Jersey
Singapore	Australia	Guernsey
Tokyo	UAE	Netherlands
Toronto	Canada	UAE
Washington DC	Brazil	
Zurich	Poland	
Amsterdam	Vietnam	
Abu Dhabi		
Jersey		
Luxembourg		
Shanghai		
Moscow		



Global financial centres	Top FDI destinations	Top structuring centre
Beijing <b>Dubai</b> Dublin Frankfurt Geneva <b>Hong Kong</b> London <b>New York</b> Paris <b>Singapore</b> Tokyo Toronto <b>Washington DC</b> Zurich Amsterdam <b>Abu Dhabi</b> Jersey Luxembourg Shanghai Moscow	<b>USA</b> <b>UK</b> China (incl. Hong Kong) India Germany France Mexico Spain <b>Singapore</b> Australia <b>UAE</b> Canada Brazil Poland Vietnam	<b>UK</b> <b>Hong Kong</b> BVI <b>USA</b> <b>Singapore</b> Switzerland Cayman Islands Luxembourg Jersey Guernsey Netherlands <b>UAE</b>



**Hong Kong**

**Singapore**

**UAE**

**UK**

**USA**



- **Market where other clients go to conduct business**



- Market where clients go to conduct business
- **Originating geographical source of clients**





- Market where clients go to conduct business
- Originating geographical source of clients
- **Jurisdiction itself of the entities that clients use**



- Market where clients go to conduct business
  - Originating geographical source of clients
  - Jurisdiction itself of the entities that clients use
- 
- **Usurping traditional offshore centres**



## No tax jurisdictions

- **Simply no domestic tax**
- **No tax treaties**

## High tax jurisdictions

- Domestic tax but exemptions
- Tax treaty benefits



## No tax jurisdictions

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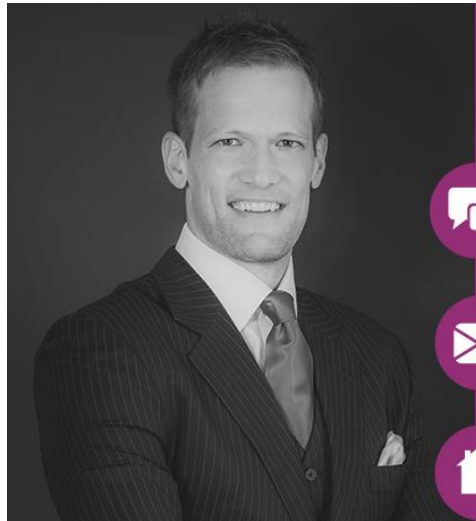
## High tax jurisdictions

- Domestic tax but exemptions
- Tax treaty benefits

## And then, there is the UAE

- **In practice no domestic tax, but nonetheless....:**
- **Tax treaty benefits**





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