

Decision No. 21/2015
Issuing the Enterprise Registration Regulation at
Duqm Special Economic Zone

Pursuant to Royal Decree No. 119/2011 establishing Duqm Special Economic Zone Authority and promulgating it's Articles;

Royal Decree No. 79/2013 promulgating Duqm Special Economic Zone Articles;

Royal Decree No 44/2014 lifting the capacity of a public utility from some of the enterprises located within Duqm Special Economic Zone plan; and

Approval of the Board of Directors of Duqm Special Economic Zone Authority in its second meeting convened on 13 April 2014; and

In the interest of the public,

It has been decided

Article One

Provisions of the attached Regulation shall be applicable to the registration of enterprises at Duqm Special Economic Zone.

Article Two

The enterprises, whether they take the form of a sole proprietorship, company, branch of a company or foreign firm and the professional and handicraft activities existing at Duqm Special Economic Zone on the date this Regulation has come into force shall regularize their situations, within one year from the date this Regulation has come into force, in accordance with the provisions of this Regulation.

Article Three

The Chairman of the Board of Directors of Duqm Special Economic Zone shall issue the decisions and instructions necessary to enforce the provisions of the attached Regulation.

Article Four

There shall be repealed anything that violates or contradicts with this decision and the attached Regulation.

Article Five

This decision shall be published in the Official Gazette and shall come into force on the date following the date of publication.

Issued on: 21 Rabee Al Awaal 1436H

Corresponding to: 12th January 2015

Yahya bin Said bin Abdullah Al Jabri
Chairman of the Board of Directors

IMPORTANT NOTE:

The regulation issued originally in Arabic. In the event of inconsistency between this translation and Arabic regulation, the Arabic text will prevail.

Enterprises Registration Regulation at Duqm Special Economic Zone

Chapter I Definitions and General Provisions

Article (1)

In application of the provisions of this Regulation, the following words and expressions shall have the meaning set out against each of them unless the context otherwise requires:

Authority: Duqm Special Economic Zone Authority.

Zone: The Special Economic Zone located in the Wilayat of Duqm for the purpose of establishing economic, services and other enterprises, which its boundaries and location are shown in the plan attached to Royal Decree No. 119/2011 and Royal Decree No. 44/2014 referred to herein in this Regulation.

Board: Board of Directors of the Authority.

Chairman: Chairman of the Board.

Main Operator or Developer: The entity that assumes management and operation of strategic facilities at the Zone or the entity that assumes development of part of the State's lands at the Zone.

Enterprises: The enterprises licensed to operate at the Zone, whether they take the form of a sole proprietorship, company, branch of a company or foreign firm and the professional and handicraft activities licensed at the Zone.

Department: The Commercial Registration Department at the Authority provided for in Article 4 of this Regulation.

Register: The Commercial Register at the Zone.

Article (2)

Provisions of this Regulation shall apply to the enterprises licensed at the Zone, however, where there is no specific text provided for thereon, in this Regulation and the decisions issued in implementation thereof, provisions of the Commercial Register Law promulgated by Royal Decree No. 3/74, its Executive Regulation and the decisions issued in implementation thereof shall apply.

Article (3)

The Department shall maintain the following registers:

1. Applications Registration Register: The register wherein names and particulars of applicants for registration are recorded.
2. Commercial Register of the Zone: The register wherein statements and information on enterprises, date of registration, type of economic activity and legal form of the enterprise, land usufruct contracts at the Zone and mortgage contracts on the assets of the enterprises are recorded.
3. Register of the delisted enterprises: The register wherein details of the delisted enterprises and reasons for the delisting are recorded.

Chapter II Registration of Enterprises in the Register

Article (4)

A department under the name of “*Commercial Registration Department*” shall be established at the Authority to maintain the register and other registers referred to in Article (3) of this Regulation.

Article (5)

The following categories shall register themselves in the Register:

1. The traders whose principal place of business is at the Zone.
2. The commercial companies whose principal place of business is at the Zone.
3. Branches of companies established at the Zone by traders or commercial companies whose principal place of business is outside the Zone whether in the Sultanate or abroad.

Article (6)

Commercial companies may record themselves in the register, if they took one of the following legal forms:

1. General partnership
2. Limited Partnership

3. Joint Stock Company
4. Limited liability Company

Article (7)

The following categories shall be exempted from registration:

1. Banks and financial institutions, insurance and reinsurance companies and the enterprises operating in the field of providing telecommunication and land transportation services and other enterprises whose activities extend beyond the boundaries of the Zone.
2. Professionals who practice the profession in an individual capacity under licenses issued by the competent authorities in accordance with the law, provided that the activity doesn't take the form of a company, branch of a company, agency or any other commercial enterprise.
3. Individuals working in agriculture or fisheries or those licensed to practice small scale transportation, land or sea, against a small fee or general expenses or those registered with the authorities concerned of such activities or works.

The Chairman may exempt the small traders and handicraftsmen from registration as per the terms and conditions they may decide.

Article (8)

The Chairman shall, after approval of the Board of Directors, issue a decision specifying the enterprises banned from registration in the Register and the other enterprises that may not be registered before satisfying specific conditions and procedures.

Article (9)

Registration application shall be submitted to the Department by the applicant or his legal representative on the form prepared for this purpose together with the statements and documents the Department may determine. The Applicant shall be issued a receipt indicating receipt of the application, date of submission and the attachments.

The Department may request any statements or documents it may deem necessary to decide on the registration of the application.

Article (10)

The Department shall examine the application for registration in the register after satisfying the required statements and documents.

The Department must decide on the application, by either accepting or rejecting it, within not more than five (5) working days from the date of submission after satisfying all the required statements and documents.

In the event of rejection, the decision must be justifiable.

In absence of a decision after the elapse of the term referred to in the first paragraph of this Article, the decision regarding the application shall be deemed accepted.

The registered enterprise shall not commence the activities before satisfying the other requirements of the Authority.

Article (11)

The Applicant for registration in the Register shall be notified of the rejection decision of his application at the address recorded in the application. The concerned applicant may appeal the rejection decision to the Chairman within thirty (30) days from the date of the rejection notice citing the grounds for the appeal and attaching the supporting documents thereon together with a copy of the appealed decision.

Article (12)

The Chairman shall consider the appeal and decide thereon, by either accepting or rejecting it, within not more than thirty (30) days from the date of submission of the appeal. The concerned applicant shall be notified of the result of the appeal.

In absence of a decision after the elapse of the term referred to in the first paragraph of this Article, the decision shall be deemed rejected.

In all cases, the decision of the Chairman in the appeal shall be final.

Article (13)

Registration in the Register shall be renewed every five (5) years. The renewal application shall be submitted by the concerned at least thirty (30) days prior to the expiry date provided that the terms and conditions are met and the prescribed fees are paid.

Article (14)

The registration fees in the register shall be determined by a decision from the Chairman.

Chapter III Obligations of the Enterprises Registered in the Register

Article (15)

The enterprises registered in the Register shall observe the following:

1. Provide the Department with the statements and documents it may require within the prescribed time.
2. Provide the Department with any change or modification in the statements recorded in the Register within not more than thirty (30) days from such change or modification.

The Department shall record the new statements on the same page of the Register indicating the date of change application and supporting documents.

Chapter IV Delisting from the Register

Article (16)

The Department shall delist the enterprise from the register in the following cases:

1. Upon the concerned person request.
2. The material statements or documents attached to the registration application are found to be incorrect and the registration was made thereon.
3. Cancellation of the license of the business of the enterprise.
4. Dissolution or liquidation of the company or closure of the branch or end of the company for any reason.
5. Renewal of the registration is not made on the date prescribed by the Law and the elapse of more than ninety (90) days from the prescribed date for renewal without submitting an application therefor despite the notification of the concerned person.

Article (17)

The Department may delist the enterprise in the following cases:

1. Carrying out an activity which may not be registered in the register save after meeting the specific terms and conditions referred to in Article 8 of this Regulation.
2. The enterprise ceases to carry out the activity registered in the Register for not less than one year. In the event that the enterprise ceases to carry out one of the activities, the delisting shall be limited to the activity alone.
3. Failure to carry out the registered activity for not less than one year from the date of registration.
4. Breach of any of the obligations provided for in Article 15 of this Regulation.
5. Failure to observe the Omanization ratio specified by the Authority.
6. Expiry of the usufruct agreement or lease contract concluded with the Authority, Developer or the Main Operator.

Delisting in the cases contained in clauses 1 to 5 of this Article shall be made after notifying the concerned person of the breach and specifying a term not exceeding sixty (60) days to rectify the breach and the elapse of the term without doing so.

Article (18)

Delisting of the enterprise from the register shall not entail the end of its juristic personality and shall not prejudice the rights of the third parties.

In all cases, the concerned person may not dispose of the enterprise before meeting all the obligations in the Sultanate.

Article (19)

The delisting decision of the enterprise from the register shall be published in the manner the Department may determine.

Article (20)

The delisted enterprise shall not apply for reinstatement before the elapse of three (3) years from the date of delisting unless the Board of Directors otherwise determines.