



Guidelines on Registering a Business in Trinidad and Tobago

A foreigner / investor wishing to incorporate a company in Trinidad and Tobago are required by law to register the business. There are several ways to register a business – Sole Proprietorships, Partnerships and Limited Liability Companies (Profit and Non-Profit).

The Companies Act, 1995 Chapter 81:01 and the Registration of Business Names Act Chapter 82:85 of Trinidad and Tobago provide the legal framework to incorporate companies and register all external companies and businesses in Trinidad and Tobago.

How do I register a business?

All businesses - Sole Proprietorships, Partnerships and Limited Liability Companies – must complete the first step in the process, the reservation of a business name. The second step is different for Limited Liability Companies (LLC), which file articles of incorporation.

Alternatively, one can also register via an E-application on TTBizLink (www.ttbizlink.gov.tt). This E-service has been designed to greatly improve the usability and efficiency of the registration application process. The entire application process is facilitated online with 'one-stop' interface for all applications and allows online tracking of business registration and company incorporation applications/documents to the Registrar General's Department of the Ministry of Legal Affairs (MLA) for processing. This service will also enable an online name search and application for name reservation. Please see the attached guidelines from TTBizLink on this service.

Step 1: Business Name Reservation (manual process)

The Registration of Business Names Act prohibits the registration of identical names – you cannot register a business name that another company is already using. Business names are contained in the public record at the Companies Registry and it may be prudent to conduct a search here against a proposed business name prior to application for name reservation. The search would reveal whether a business name has already been registered and where the registered business is located.

Please note that the name of a proposed company with limited liability must include the word 'Limited' or 'Ltd.' Once the search results are revealed the next step would be to submit the completed form to have the name of the business approved and reserved. This can be done by filling out an Application for Name Approval / Name Reservation Form and submit it to Companies Registry. The fee for this process is TT\$25.00

- Companies Registry, Registration House, No. 72-74 South Quay, PORT OF SPAIN, Tel. +1 868 624-1660

Once approved, the applicant is required to collect the stamped document signifying name approval and reservation from the Companies Registry at the given date.

Step 2: Registering your Business Name (manual process)

The registration process must be completed within three (3) months of the date of approval of Step 1 above, failing which the approved name will expire and the process would have to be restarted. The name reservation may be extended on application to the Registrar before the three (3) month expiration.

Registering a Business as a Sole Proprietorship / Partnership

The applicant must complete and submit it to the Companies Registry:

- Form 1 for a sole proprietorship
- Form 2 for the partnership
- The approved Business Name Approval/ Name Reservation form must also be submitted

The application fee for registering a business as a Sole Proprietorship / Partnership is TT\$220.00. Once the Certificate of Business Registration of a Partnership (Firm) or of a Sole Proprietorship (Individual) has been approved by the Companies Registry, the business is deemed duly registered.

Registering a Business as a Limited Liability Company (whether profit or non-profit)

The applicant must file in duplicate the Articles of Incorporation (constitutional instruments of the company together with other statutory forms) and submit to the Companies Registry in accordance with the Companies Act:

- Form 1 – Articles of Incorporation (for a profit company)
- Form 2 – Articles of Incorporation (for a non-profit company)

For both profit and non-profit companies, the Articles of Incorporation must be filed together with the following completed documents:

- Form 31 – Declaration of Compliance / Statutory Declaration Form – which must be completed by the applicant, and then commissioned by a Commissioner of Affidavits before the finalization of the Articles of Incorporation
- Form 8 – Notice of Directors
- Form 27 – Notice of Secretary
- Form 4 – Notice of Registered Office of the Company

The cost of incorporating a company is as follows:

- Registering an external branch of your company: TT \$2,200.00
- Incorporating a local subsidiary company: TT \$560.00

When the documents have been reviewed and accepted as being compliant with all of the required procedures, the applicant is then notified at the point of submission by the Companies Registry as to the date for collecting the Certificate of Incorporation. A Certificate of Incorporation is issued within two (2) working weeks of filing all of the documents outlined above and gaining approval of same by the Registrar. Once the Certificate of Incorporation is received, the company is deemed to be duly registered under the Companies Act, 1995

Non-exhaustive list of Attorneys and Consultants offering business registration processing services:

Aegis Business Solutions

Angela Lee-Loy, Chairman
No. 16-18 Scott Bushe Street,
PORT OF SPAIN
Tel: +1 868 625-6473
Web: www.aegistt.com

Incorporate TT

Nigel Woodcock, Managing Director
A6 Palmiste Drive, Lazzari Lands, PHILLIPINE
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Ernst & Young

Stephen Howe Jr., Managing Partner
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M. Hamel-Smith & Co.

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Martin A. George & Co.

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