

# THE MARSHALL ISLANDS Corporate Registry

*start your business with the*  
**JURISDICTION  
OF CHOICE**

**LIMITED LIABILITY  
COMPANY**

*Experience you can trust. Quality service you expect.*







Thanks to its unparalleled customer service philosophy and excellent reputation as a leading maritime registry, the Republic of the Marshall Islands (RMI) is the jurisdiction of choice for professionals around the world. In particular, the RMI Corporate Registry is experiencing tremendous success as one of the leading jurisdictions for initial public offerings (IPOs) on major stock exchanges.

Regardless of the circumstances surrounding the creation of a business entity, the usual goal is to maximize profitability while minimizing the risk of exposing beneficial owners to personal liability. For this reason, the corporate law of a

jurisdiction takes on paramount importance. First enacted in 1990, the RMI Associations Law is one of the most modern sets of statutes in the world. The RMI Associations Law contains the Business Corporations Act, Revised Partnership Act, Limited Partnership Act, and Limited Liability Company Act (the “Act”).

A Limited Liability Company (LLC) combines the best traits of an International Business Corporation (IBC) and a partnership. Like shareholders in a corporation, the members are protected from personal liability in excess of their capital investment. Like partners in a partnership, members can flexibly allocate gains

and losses. Flexible management makes an LLC an excellent vehicle for transactions requiring a considerable degree of passive investment such as venture capital projects and investment in real estate, oil, or technology, as well as research and development of business. In addition, an LLC may be conveniently employed in the types of parent-subsidiary arrangements inherent to large corporations because either an individual or an entity may be a member.

Members are not required to participate in the management of the entity; instead, they may designate “managers” to manage the affairs of the LLC. However, even if members elect to

be actively involved in managing the LLC, they still retain their limited liability. LLCs are registered pursuant to the Act, which is modeled after the laws of the United States state of Delaware. A Certificate of Formation must be filed with the Registrar of Corporations and must state the name of the LLC and the name and address of the provided registered agent. The LLC Agreement (the “Agreement”) is an internal document that defines the economic organization, management responsibilities, and other arrangements for the members and managers of the LLC. Under the Act, there is no mandatory requirement to file the Agreement, thereby preserving confidentiality.

However, this information may be voluntarily filed or recorded.

Another valuable aspect of the Act is the opportunity to create a Series LLC (SLLC), which is one company (an LLC) that contains separate series or units. An SLLC allows each individual unit to own separate assets, have different members and/or managers, and, most importantly, be fully operational and individually isolated from the liability exposure of the other units. In other words, a client can have the benefits of multiple LLCs, all with different assets, risk portfolios, etc., but with the convenience and confidentiality of forming one LLC.

## LIMITED LIABILITY COMPANY

### GENERAL INFORMATION

Type of Entity	LLC
Common or Civil Law	Common
Migration of Domicile Permitted	Yes
Tax on Offshore Profits	No
Language of Name	Roman Characters, in Any Language

### LLC REQUIREMENTS

Minimum Number of Members	One
Corporate Members Permitted	Yes
Registered Agent Provided	Yes
Meetings Anywhere in the World	Yes
Members Anywhere in the World	Yes
Filing of an LLC Agreement	No

### FILING REQUIREMENTS

Annual Return	No
File Audited Accounts	No
Annual Economic Substance Report	Yes



## building a GLOBAL PRESENCE

### ADVANTAGES

- May Be Formed in 24 Hours
- Low Costs
- Apostilles
- Confidentiality
- Redomiciliation
- Modern Corporate Law
- Zero Tax Jurisdiction

### UTILIZATION

- Asset Management
- Initial Public Offerings
- Tax Optimization
- Estate Planning
- Vessel/Yacht Ownership
- Real/Intellectual Property Holding
- Joint Ventures



[www.register-iri.com](http://www.register-iri.com)



*International Registries, Inc.*

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