

# Key Facts Companies

With the increased use of New Zealand as a trust domicile there has been a corresponding rise in interest in New Zealand companies. These Key Facts provide an overview of the New Zealand corporate regime and the tax treatment of New Zealand companies with non-resident Shareholders earning non-New Zealand source income.

## Company Formation & Administration

Formation of a company in New Zealand is straightforward and reflects the modern corporate code which New Zealand adopted in 1993.

The salient features of the company law which will be of interest to clients include:

- A company must have at least one Director and one share.
- There is no capital requirement although the shares are denominated according to a monetary value. The minimum value for a share is 1NZ\$.
- No need for a Memorandum of Association as the company is deemed to have all the powers of a natural person.
- No need for Articles of Association; if required a standard form regulating the administration of the company may be used.
- Directors must be natural persons and can be resident anywhere in the world.
- Shareholders may be corporate bodies or natural persons and may be either resident or non-resident.
- If over 25% of the shares of the company are owned by a non-resident, audited annual accounts must be filed in the New Zealand Companies Office. This requirement does not apply where the

shares are held by a New Zealand nominee which holds the shares on behalf of an overseas Shareholder.

- A New Zealand company can be formed in 24 hours. The minimum information required to form a company is:
  - Proposed company name
  - Full name and residential address for the Directors
  - Full name and residential address for the Shareholders

## Taxation of New Zealand Companies

A company resident in New Zealand is assessable on worldwide income whether derived from New Zealand or elsewhere, subject to the provisions of the Income Tax Act, 1994. A company not resident in New Zealand is liable only in respect of income derived from New Zealand.

A company is resident in New Zealand if any one of the following four tests are satisfied:

- It is incorporated in New Zealand.
- Its Directors exercise control in New Zealand.
- It has its centre of management in New Zealand – the place from where the company as a whole is managed on a regular basis.

# Key Facts Companies

- It has its head office in New Zealand – the office from which the business of the company is directed and carried out.

All companies operating in New Zealand whether they are resident, non-resident or a branch of a non-resident company, are taxed at the flat rate of 30% on their annual taxable profit.

An overseas company may commence business in New Zealand as a “branch operation” and will be taxed at the flat rate of 30%.

New Zealand’s network of tax treaties can be used in international tax planning.

## **New Zealand LTC Legislation**

New Zealand has limited liability company legislation which allows the company to be treated as a “pass-through” or disregarded entity for tax purposes.

# Offices

## The Americas/Caribbean

### Bahamas

Trident Corporate Services  
(Bahamas) Ltd  
T: +1 242 322 6154  
bahamas@tridenttrust.com

### Barbados

Trident Corporate Services  
(Barbados) Ltd  
T: +1 246 621 0760  
barbados@tridenttrust.com

### British Virgin Islands

Trident Trust Company (BVI) Ltd  
T: +1 284 494 2434  
bvi@tridenttrust.com

### Cayman Islands

Trident Trust Company  
(Cayman) Ltd  
T: +1 345 949 0880  
cayman@tridenttrust.com

### Nevis

Morning Star Holdings Ltd  
T: +1 869 469 1817  
nevis@tridenttrust.com

### Meridian Trust Company Ltd

T: +1 869 469 1333  
nevis@tridenttrust.com

### Panama

Trident Trust (Panama) S.A.  
T: +507 302 7494  
panama@tridenttrust.com

### United States

#### Atlanta

Trident Corporate Services, Inc  
T: +1 404 233 5275  
usa@tridenttrust.com

#### Miami

Trident Fund Services  
T: +1 305 405 9006  
miami@tridenttrust.com

### New York

Trident Corporate Services, Inc  
T: +1 212 840 8280  
nyc@tridenttrust.com

### Sioux Falls

Trident Trust Company  
(South Dakota) Inc  
T: +1 605 679 4355  
sd@tridenttrust.com

### US Virgin Islands

Trident Trust Company (VI) Ltd  
T: +1 340 774 7322  
usvi@tridenttrust.com

## Asia

### Hong Kong

Trident Corporate Services (Asia) Ltd  
and Trident Trust Company (HK) Ltd  
T: +852 2805 2000  
hongkong@tridenttrust.com

### New Zealand

Trident Trust Company (NZ) Ltd  
T: +64 9 300 6067  
nz@tridenttrust.com

### Singapore

Trident Trust Company  
(Singapore) Pte Ltd  
T: +65 6653 1800  
singapore@tridenttrust.com

## EMEA

### Cyprus

Trident Trust Company (Cyprus) Ltd  
T: +357 258 20 650  
cyprus@tridenttrust.com

### Trident Fiduciaries (Middle East) Ltd

T: +357 253 53 520  
fiduciariesme@tridenttrust.com

### Dubai

Trident Trust Company (UAE) Ltd  
DMCC Branch  
T: +971 4 423 9988  
dubai@tridenttrust.com

### Guernsey

Trident Trust Company  
(Guernsey) Ltd  
T: +44 1481 727571  
guernsey@tridenttrust.com

### Isle of Man

Trident Trust Company (IOM) Ltd  
T: +44 1624 646700  
iom@tridenttrust.com

### Jersey

Trident Trust Company Ltd  
T: +44 1534 733401  
jersey@tridenttrust.com

### Luxembourg

Trident Trust Company  
(Luxembourg) S.A.  
T: +352 26 30 28 48  
luxembourg@tridenttrust.com

### Malta

Trident Trust Company (Malta) Ltd  
T: +356 21 434 525  
malta@tridenttrust.com

### Mauritius

Trident Trust Company  
(Mauritius) Ltd  
T: +230 210 9770  
mauritius@tridenttrust.com

### Seychelles

Trident Trust Company  
(Seychelles) Ltd  
T: +248 4 422 000  
seychelles@tridenttrust.com

### Switzerland

Trident Corporate Services AG  
T: +41 44 396 1080  
switzerland@tridenttrust.com

### United Kingdom

Trident Trust Company (UK) Ltd  
T: +44 20 7935 1503  
uk@tridenttrust.com

### Trident Company

Services (UK) Ltd  
T: +44 20 7487 0460  
corpserVICES@tridenttrust.com