

Date: 09/12/2014

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(Unofficial Translation)

Decision No. (34) of 2014

Regarding the Investment Register

Director General of Kuwait Direct Investment Promotion Authority:

- After Perusal of Law No. (116) of 2013 regarding the promotion of direct investment in the State of Kuwait, in particular Article (30) thereof, and its executive regulations;
- And Decision No. (419) of 2014, issued on 30/09/2014 regarding the authorization of the Director General of the Kuwait Direct Investment Promotion Authority,
- and based on the work interest.

It is Decided

Article (1):

The provisions of the Investment Register of Kuwait Direct Investment Promotion Authority, as attached to this decision, shall be duly implemented as of the date of the issuance of this decision.

Article (2):

The competent authorities and the officials, each in their area of concern, shall execute this decision.

Dr. Meshaal Jaber Al-Ahmad Al-Sabah

Director General of Kuwait Direct Investment Promotion Authority

(original signed)

Provisions of the Investment Register and its Operational Mechanism

Article (1):

In the application of the provisions of this Decision, the following terms shall bear the meanings corresponding to each of them:

Relevant Minister:	Minister of Commerce and Industry
Authority:	Kuwait Direct Investment Promotion Authority
Board:	Board of Directors of the Authority
Chairman of the Board:	Relevant Minister
Director General:	Director General of the Authority
The Law:	Law No. (116) of 2013 regarding the Promotion of Direct Investment in the State of Kuwait
Regulations:	Executive regulations to this law (Law 116)
Investor:	Natural or legal person of any nationality
License:	Investment license issued in accordance with the provisions of the Law and its executive regulations
Investment Entity:	Any economic activity licensed in accordance with the provisions of the law by virtue of an investment license which grants legal existence in the State of Kuwait
Capital:	What is employed or used directly for the purposes of direct investment through an investment entity that is subject to the provisions of the law and its executive regulations, of which: <ol style="list-style-type: none">1. Funds, financial and commercial securities; be they local or foreign.

2. Machinery, tools, equipment, means of transportation and other technological devices.
3. Raw materials and commodities required for commencement of actual production or operation of the investment entity.
4. Intangible rights; such as patents, trademarks, licenses, registered trade names, industrial and technological designs.
5. Profits and proceeds of the invested capital if used for the increase of the capital or if it is employed or used for the purpose of direct investment through an investment entity licensed in accordance with the provisions of the law and its executive regulations.

Direct Investment:

An investment where the investor, individually or with the participation of another investor, employs capital directly through an investment entity within the State of Kuwait, licensed in accordance with the provisions of this law.

Application:

An application submitted by the investor to obtain, as applicable, the license, or incentives or the merger of investment entities in accordance with the principles and rules relevant to each case.

Activity:

Each activity that has an economic impact through which a direct investment is taking place, with the exception of the activities stipulated in the list of investments which activities are excluded from provisions of the law.

Commencement

of Execution:

The commencement of preliminary procedures and activities that precede the commencement of operations in the investment entity.

Article (2):



A specialized register shall be established at the Authority entitled the Investment Register, where all investment entities shall be registered in serial numbers according to the precedence of the receipt of their application for registration according to the provisions of the law and its executive regulations. An individual profile sheet shall be dedicated in the register for each entity, where the following data, in particular, shall be recorded:

- 1) The name of the investment entity, its legal form, the type of its activity, its location, and its headquarters.
- 2) Date of submission of the registration application in the Register and the date of its execution.
- 3) Capital of the investment entity.
- 4) Names of the shareholders in the investment entity, their nationalities and the value and percentage of their respective shares in the capital.
- 5) The name, surname, capacity, and nationality of the legal representative.
- 6) Number and date of the investment license.
- 7) Date of commencement of operations of the licensed project.
- 8) Statement of the exemptions granted to the investment entity, the validity start/end dates thereof, the facilities, and other incentives, if any.
- 9) Violations and penalties imposed on the investment entity and the date of notification thereof.
- 10) The type of activity of the investment entity.
- 11) Any other data related to the investment entity.

Article (3):

The application in the Investment Register shall be accompanied by the data mentioned in the previous article and a copy of the following documents:

1. Commercial license issued for the investment entity.
2. The last certificate of registration from the Commercial Register prior to registration in the Investment Register.

3. The company's Memorandum of Association and Articles of Association, as well as the latest amendments thereto.
4. Any other documents that may be requested by the Authority

Article (4):

Each investment entity shall submit an application for registration in the Investment Register upon obtaining the commercial license. The Authority shall decide upon the application, with acceptance or rejection, within one month from the date of submitting the application in full compliance with the specified documents referred to herewith, provided that the rejection decision shall be justified and a notification with the same shall be sent via a registered letter.

Article (5):

Competent officers in the Investment Register shall open a file for each license to keep the application and all relevant papers and documents, as well as the project implementation follow up reports after the licensing, and the latest amendments thereupon.

Article (6):

The Investment Register shall issue a Certificate of Registration for the investor to keep, to be submitted with every request. The investor shall be entitled to obtain a Certificate of Registration from the Investment Register, and upon dealing with the state's administrations and institutions in all matters relevant to the investment entity. The investor, in case of loss or damage of the Certificate of Registration, shall obtain a replacement Certificate of Registration upon payment of the relevant fees assigned for the same.

Article (7):

Every person is entitled to obtain a certificate of all or some of the data registered for the investment entity or a negative certificate if there is no record for the investment entity. The

certificate may not include the provisions of bankruptcy announcement if ruled with its cancellation or previous capacity is rehabilitated.

Article (8):

The investor or the legal representative of the investment entity shall notify the Authority within one month from the date of his knowledge of the following provisions and decisions:

1. The Judgments of bankruptcy or its cancellation and the Judgments of setting the dates for the cessation of the payment of debts.
2. Judgments of rehabilitation .
3. Judgments and decisions that require the amendment of the data recorded in the investment entity's profile sheet.
4. The Judgments and decisions issued to revoke the license, dissolve, liquidate or invalidate the investment entity and the appointment/dismissal of the legal liquidators and judicial receivers.
5. Judgments relating to the shares of the partners or persons in charge of the management of the investment entity or to invalidate their appointment or dismissal.

Any interested party shall be entitled to notify the Authority of the previous judgments and decisions, particularly in terms of reference to them, to be marked in the Investment Register.

Article (9):

Investment entities registered in the Investment Register shall commit to submit an application to the Authority to amend the investment entity's data within a maximum of thirty days from the date of the incident requiring such action.

Article (10):

The investment entity must apply for de-registration of its record in the Investment Register in the following cases:



1. Permanent cessation of activity of the investment entity
2. Investment entity liquidation.
3. Cancellation of the Commercial License.

The request for de-registration shall be submitted within one month from the date of verifying its reason, provided that the application shall include the following data:

1. The name, capacity, nationality, and domicile of the de-registration applicant .
2. Name of the investment entity and its registration number.
3. Reason for de-registration and the necessary documents to prove it.

The de-registration applicant shall be given a certificate stated that the de-registration has been carried out and he shall have to publish the same in the Official Gazette within one month of the de-registration date.

The Authority may de-register the registration automatically upon verifying the qualifying reason entailing such action, and shall notify the investment entity with the same, in which case the Authority shall publish the same in the Official Gazette.

Article (11):

The Authority shall issue an annual statistical report containing the basic information and data of the investment entities that have been listed in the Investment Register at the Authority, along with any amendments that may occur thereon. The statistical data shall include the following:

1. Name and type of investment entity.
2. Date of license issuance.
3. Date and number of registration in the Investment Register.
4. Legal form of the investment entity.
5. Purposes of the investment entity.
6. Type of the activity of the investment entity.
7. Any other data the Authority deems necessary to be included in the statistics.



Article (12):

Any investment entity existing at the time of the issuance of this Decision and prior to the implementation of the law shall submit an application for the reconciliation of its situation, provided that it shall be based on the form prepared by the Authority to update and in accordance with the provisions of Article (2) of this Decision herewith.