

## User manual for online registration of non-resident legal entities

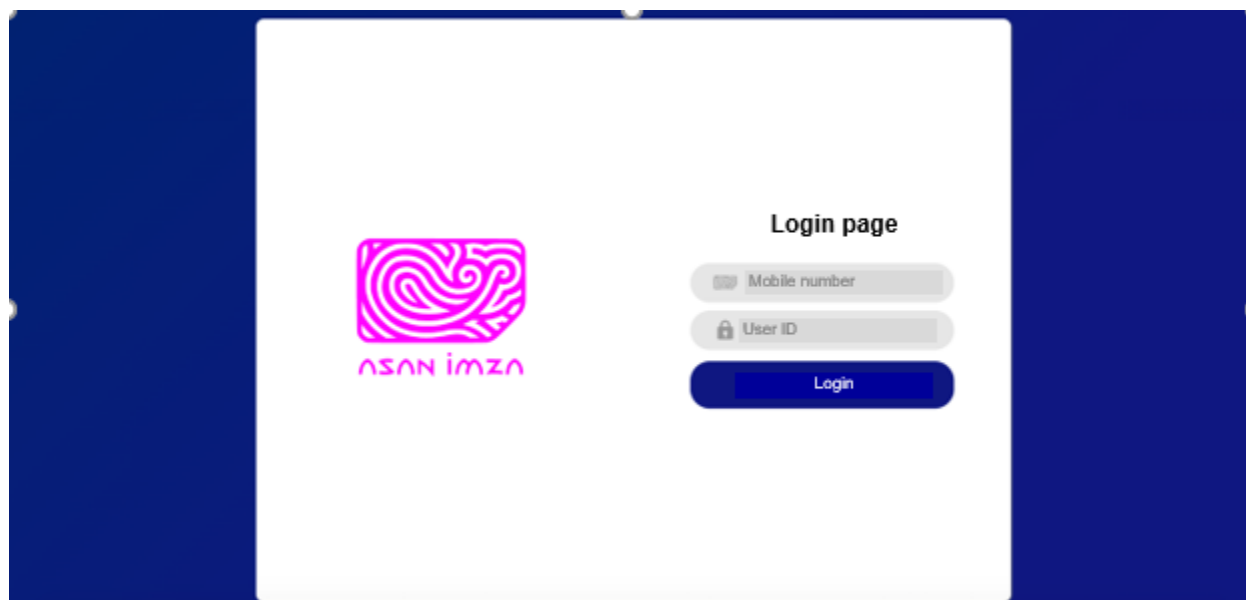
Successful business takes roots from an easy registration process.

Today, **foreigners or stateless persons (non-residents)** can easily establish a limited liability company online in Azerbaijan without coming to Azerbaijan, and save their time.

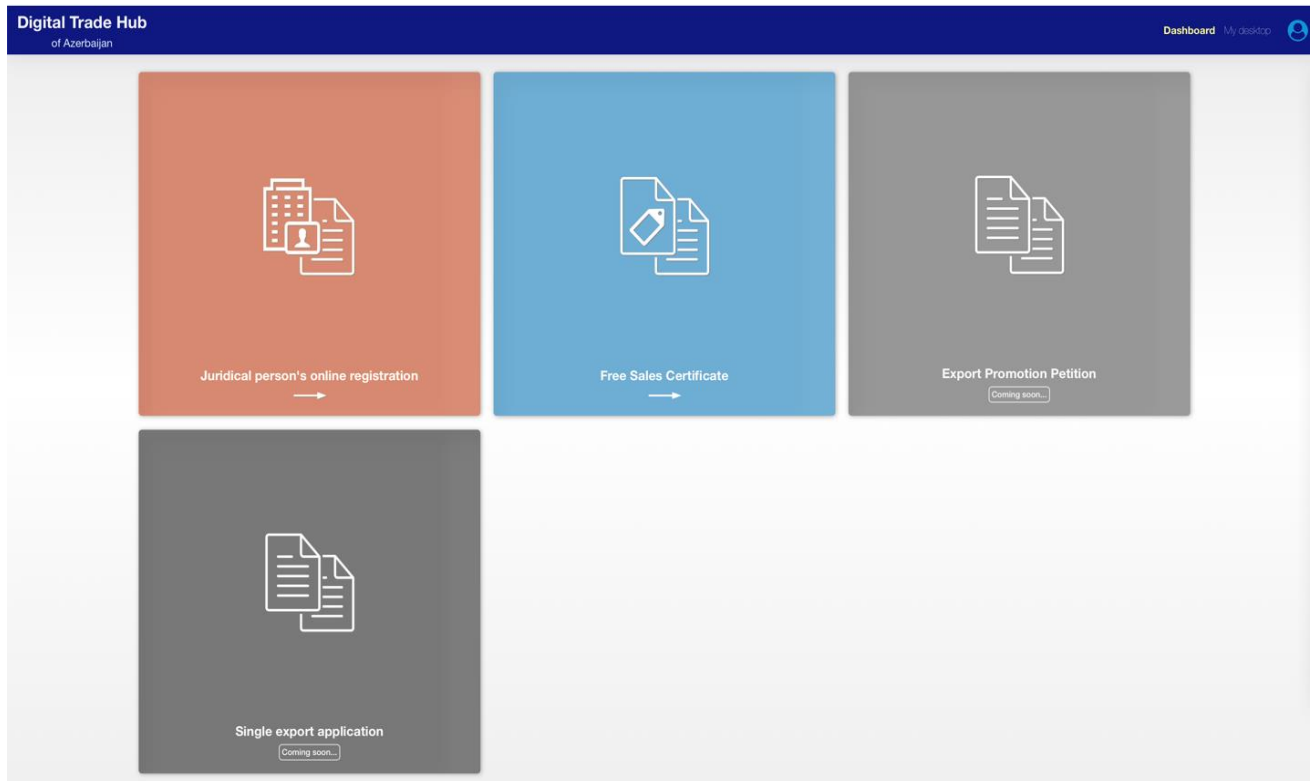
For the implementation of electronic state registration of a limited liability company with foreign investments, a foreigner or a stateless person (non-resident) fills out the e-application form placed in the web portal of the relevant executive authority and confirms it with an enhanced electronic signature.

Only 9 steps are required for this.

**Step 1.** User entering the web portal [www.dth.az](http://www.dth.az), presses the “Login” button and logs in the e-profile by using “Asan İmza”.



**Step 2.** When the applicant logs into “E-Profile”, a dashboard is opened. Here the user chooses the service “Online registration of legal entities”.

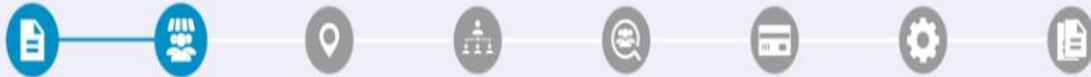


**Step 3.** The applicant enters the name of a Limited Liability Company, the total amount of an authorized capital, information on the shares of founders into the system.

The screenshot shows the 'Main data of LLC' form within the Digital Trade Hub of Azerbaijan. The form is titled 'Main data of LLC' and contains the following fields and buttons:

- Company name\***: A text input field.
- Check organization name**: A button located below the company name field.
- Authorized capital of a Limited Liability Company**: A section header.
- Total amount\***: A text input field.
- Total number of shares\***: A text input field.
- Next**: A blue button located at the bottom right of the form.

**Step 4.** The applicant enters information on the founder physical person. FIN, surname, first name, patronymic, date of birth, place of birth, address of permanent residence, e-mail address, contact telephone details, number of shares are entered.

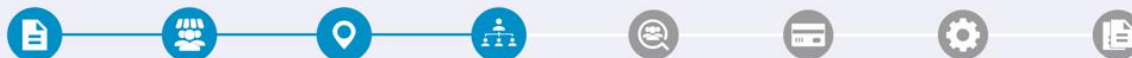


#### Founder physical data

Virtual identification number*	First name*	Last name*	Middle name*
<input type="text"/>	<input type="text" value="Enter exactly as stated in your passport"/>	<input type="text" value="Enter exactly as stated in your passport"/>	<input type="text"/>
Date of birth* Day <input type="text"/> Month <input type="text"/> Year <input type="text"/>	Country*	City*	District*
<input type="text" value="*****"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Postal code*	Street*	Apartment	Phone number
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Mobile phone number*	Amount paid to charter capital*	Number of shares in charter capital*	
<input type="text" value="+994*****"/>	<input type="text"/>	<input type="text"/>	
			<input type="button" value="Cancel"/> <input type="button" value="Apply"/>

Current total amount: 0 / 100  
Current amount of shares: 0 / 1

**Step 5.** The applicant enters information on the executive body of a Limited Liability Company (the form of the executive body, which should be “sole” or “collegial”).



### Information on the Executing board of the LLC

Form of the executive body of the company\*

Sole

Choose from existing

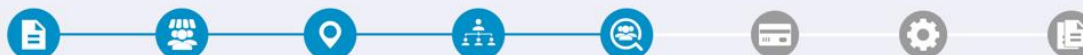
FIN/VIN*	First name*	Last name*	Middle name*
<input type="text"/>	<input type="text" value="Enter exactly as stated in your passport"/>	<input type="text" value="Enter exactly as stated in your passport"/>	<input type="text"/>
Date of birth *	Country*	City*	District*
Day <input type="text"/> Month <input type="text"/> Year <input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Postal code*	Street*	Apartment	Phone number
<input type="text" value="*****"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
ASAN IMZA mobile number *	E-mail*		
<input type="text" value="+994*****"/>	<input type="text"/>		

Cancel Apply

☒ I want to receive a Asan Imza business certificate for registered new legal entity.

Previous Next

**Step 6.** The applicant enters information on the members of supervisory board.



### Composition of the Supervisory Board (Not mandatory information)

FIN/VIN*	First name*	Last name*	Middle name*
<input type="text"/>	<input type="text" value="Enter exactly as stated in your passport"/>	<input type="text" value="Enter exactly as stated in your passport"/>	<input type="text"/>
Date of birth *	Country*	City*	District*
Day <input type="text"/> Month <input type="text"/> Year <input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Postal code*	Street*	Apartment	Phone number
<input type="text" value="*****"/>	<input type="text" value="Street"/>	<input type="text"/>	<input type="text"/>
Mobile phone number*			
<input type="text" value="+994*****"/>			

Cancel Apply

Previous Next

**Step 7.** The applicant enters information on the LLC's field of activity, its tax liability, VAT registration, labour contracts.

**Digital Trade Hub**  
of Azerbaijan

Dashboard My desktop

Progress bar with 8 steps: 1. Document, 2. People, 3. Location, 4. Organization, 5. Activity, 6. Tax, 7. Settings, 8. Document.

**Sphere of LLC's activity and company tax liability**

**Sphere of LLC's activity**

Code	Activity name	Main	Controls
<div>Add Data</div> <div>Click to learn activity codes</div>			

**Company tax liability**

☐ Additional tax ⓘ ☐ Simplified tax ⓘ ☐ Income Tax ⓘ

Previous Next

**Step 8.** The applicant gets familiar and approves the automatically generated Application form and Charter of a Limited Liability Company.

## 5. SUPERVISORY BOARD

5.1. Supervisory Board is the body that supervises the Company's executive body. Supervisory Board is established in odd numbers and should be composed of members at least. The Board members are individuals that are appointed for a three-year term by the General Meeting from among the participants or external persons, as defined by the Azerbaijan Republic legislation. The members of a Board of Directors cannot be elected a member of a Supervisory Board. General Meeting appoints the Supervisory Board chair from among the Supervisory Board members. The Supervisory Board meetings are valid only when more than half of its members are available. The Supervisory Board chair convokes its meetings in no less than once in three months and presides at the meetings. The Supervisory Board decisions are adopted by simple majority of votes of the participating members. Each member has one right to vote. When the number of votes is equal, the Supervisory Board chair's vote is considered crucial. The Supervisory board decisions are signed by the Supervisory Board chair.

5.2. Supervisory Board has the following powers:

- To identify the key areas of the Company's activities and its development strategy, to approve the Company's business plan;
- To Carry out supervision on activities of the Company's executive body, including receiving information from the Director;
- To make recommendations to the General Meeting and Board of Directors;
- To warn the General Meeting and Board of Directors if it finds out violation of existing legislation by the Company;
- To adopt regulations and statutes that are necessary to ensure the management of the Company;
- To adopt decisions on verifying integrated and separate areas of the Company's activities.

## 6. COMPANY'S EXECUTIVE BODY

6.1. Current management of the company's activities is carried out by the Director, who is the sole executive body of the Company. A member of the Supervisory Board can't be appointed as the Company Director.

6.2. The Director is empowered to

- Manage day-to-day operations and implement operational management of the Company;
- Function on behalf of the Company without a power of attorney within his/her powers, represent the Company before all government and local authorities, commercial and non-commercial organizations, as well as act as plaintiff and a defendant in courts;
- Ensure that decisions adopted by the General Meeting and Supervisory Board are implemented on time and in a due manner;
- Issue civil and legal contracts, powers of attorney on behalf of the Company within his/her powers (including the right to trust another person, open any types of the Company's bank accounts in authorized banks and issue orders through those accounts on financial and economic activities);
- Define the scope of the Company employees' labor functions, sign employment contracts with them, amend the conditions and cancel labor contracts in the order as defined by the legislation;
- Take stimulating and disciplinary reproaching actions on the Company's employees;
- Adopt decisions within his/her powers and formalize those decisions through orders in writing;
- Carry out preparation of other necessary documents and proposals for the Company's activities.

6.3. The Director exercises other powers not included in authorities of the other governing bodies in accordance with legislation and the Company's Charter.

6.4. The powers of the company's executive body can be granted to another individual or legal entity (external manager) based on a contract.

## 7. LIQUIDATION AND RE-ORGANIZATION OF THE COMPANY

7.1. The company's liquidation and re-organization is carried out based on rules strengthened by the Civil Code of the Republic of Azerbaijan and other legislative acts.

Previous Agree

**Step 9.** The applicant signs the application using "Asan Imza" (e-signature) mobile electronic signature and submits it to the State Tax Service.

The screenshot displays the 'Document information' section of the Digital Trade Hub of Azerbaijan. At the top, the header includes 'Digital Trade Hub of Azerbaijan' and 'Dashboard My Desk'. The main content area shows the document number '3b516' and a progress bar with two stages: 'Signatures' (completed) and 'Application has been verified - State Tax Service' (in progress). Below the progress bar, there are fields for 'Ad', 'Tarix' (2021/02/19), 'Status' (progress), and 'Əməliyyatlar' (Operations). The 'Əməliyyatlar' field is highlighted with a red box. At the bottom, there are 'Download' and 'Preview' buttons. The footer includes 'MTS 2019' and 'About Support Contact Us'.

The application is processed within 2 working days. If information is properly filled out, the relevant documents (Charter of a Limited Liability Company, Certificate, Extract from the

state register and "Asan Imza" (Business Certificate) are forwarded to the User's Profile in the e-clerical work session, a notice on successful completion of the online registration of a legal entity is submitted to the e-mail provided in the application. If information is not properly filled out, a notification is sent to the user's e-mail on termination of a process.

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Take advantage of an easy registration process and have a successful business. Establish your own limited liability company in Azerbaijan with comfort, time saving and without traveling to Azerbaijan.