Foreign Investment[1] Certificate Application Form

(As per the Foreign Investment Act 2000)

The Ministry of Commerce, Industry and Labour (MCIL) is responsible for facilitating registration, approval and monitoring of foreign investment in Samoa.

Potential foreign investors and all local companies with foreign shareholding are required to seek MCIL's approval through registration either in person or through their designated agent (e.g. lawyer, accountant, consultant etc.), before applying for a Business License with the Ministry for Revenue. Existing businesses that plan to continue operating under an existing Business License must complete this Application as well, when they take on foreign partners.

Foreign Investors that have been issued FICs who are expanding their businesses by including **additional activities** need not to fill in the form, but MUST notify MCIL through writing for registration of an additional activity in addition to their current registration.

Please complete the form below with the supporting documentation, and address it to the *Chief Executive Officer of the Ministry of Commerce, Industry and Labour*. Information provided in the application will be treated as commercial-in-confidence, and will be used only for the purposes set out in the Foreign Investment Act 2000 and its implementing regulations.

Incomplete Applications will not be accepted, so please ensure that each section of this Application form is completed and all required documentation is attached for each shareholder;

- ☐ Certified Copy of current passport(s) valid for at least six months
- ☐ Recent passport-size colour photograph
- ☐ Certified copy of Company registration/Certificate of Incorporation (if applicable)
- ☐ Confirmation of the source of funds and the total initial working capital for the proposed business
- ☐ Site map (indicating where the principal business activity will take place)
- ☐ If applicable, copies of qualifications, membership in professional societies, and the like as proof of meeting the conditions for entering into 'restricted' activities
- ☐ SAT$50 fee for lodgement of an FIC application to be paid at the cashier of MCIL
- ☐ SAT$50 fee for issuance of an FIC to be paid at the cashier of MCIL
- ☐ SAT$50 fee for inspection of a Foreign Investment Register
- ☐ SAT$70 fee for issuing an amended Foreign Investment Registration Certificate
- ☐ SAT$50 fee for renewal of FIC
- ☐ SAT$5 fee for one copy of FIC

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[1] The Foreign Investment Act 2000, Article 2 (2), defines foreign investment as: *"the involvement of any noncitizen or any company in which a noncitizen holds a shareholding, in any business or economic activity in Samoa **for which a business license is required** by the Business Licenses Act 1998".*

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1) Enterprise/ Business Name (as will appear on the Business License)

2) Legal Form of Ownership:

☐ Company
☐ Partnership
☐ Sole Proprietor
☐ Other:____________________________

3) Trading Name (if different from 1 above):

4) Company Registration Details (Registrar of Companies, MCIL):

Registration Number:

Registration Date (DD/MM/YYYY):

5) Enterprise's Exact Location (Proposed Site)

6) Contact details on site (as applicable)

Telephone: ___________________________
Fax: _________________________________
Mobile: _____________________________

7) Nature/ Description of Business Operation and Activities

8) Employment to be generated by the Activity:

Project Employment	**Year One**		**Year Two**		**Year Three**	
	Part-time	Full-time	Part-time	Full-time	Part-time	Full-time
Locals						
Expatriates						

9) Capital (Samoan Tala)

Shared Capital: ________________________________
Initial Working Capital: _______________________

Sources of Capital (source of funds):

☐ Equity
☐ Debt
☐ Other: ____________________

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10) Shareholder Information (in order of shareholding, with main shareholder first)

Name	Country of Legal residence	List all Countries of Citizenship	Share (%)

Note: **Detailed Shareholder Information:** Please complete for each shareholder as per the **Annex,** and attach a certified copy of each relevant individual's **passport photo page** and one recent **passport photograph**

11) Name and Signature of person filling out this application

Name: ____

Signature: ____

Position: ____

Date: ____

For Official Use only:

Submitted by: ____

Receiving Officer: ____

Signature: ____

Date: ____

Receipt #: ____

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Annex

Detailed Shareholder Information

(Please complete for each shareholder)

Name of Shareholder:	Attach Passport Photo Here
Share of Capital:	
Position in the enterprise:	
Current Legal Residence (Country):	

Current Legal Address: Name of building: Street: State/Province: Country:	**Current Contact Details (include country code) at Legal Address:** Email: Telephone: Mobile: Fax:

Contact Details in Samoa:

Telephone: (685)	Fax: (685)
Email:	Mobile: (685)
Address:	

Brief Background information about shareholder:

Date of Birth (DD/MM/YYYY):	**Country of Birth:**
	Current Citizenship:

Passport(s) Details:

Country:	Passport Number:
Date of Issue:	Date of Expiry:

Signature: ______________________________ **Date:** ____________________

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Annex
<u>Investors' Obligations</u>

The foreign Investment Act 2000 stipulates that foreign investors must:

- Hold a <u>Foreign Investment Certificate (FIC)</u> *(Article 6)*
- Not engage in activities classified as '<u>prohibited</u>' by the Business License Act 1998:
    1. Storing or disposing of nuclear and toxic waste;
    2. Exporting products prohibited under any law;
    3. Prostitution;
    4. Processing and exporting endangered species; producing weapons of warfare.
- Not engage in activities classified as '<u>reserved</u>' *(Article 3)*:
    1. Bus transport services for the general public;
    2. Taxi transport services for the general public;
    3. Rental Vehicles;
    4. Retailing (of specified products);
    5. Saw milling;
    6. Traditional elei garment designing and printing
- Comply with any conditions attached to engaging in '<u>restricted</u>' activities *(Article 4):*
    1. Fishing
    2. Manufacturing of Nonu (Morinda Citrifolia) and Coconut Virgin Oil.
    3. Services (Architectural, Professional Engineering, General Construction, Sewage, Refuse disposal, Sanitation and similar services)
    4. Samoa's most recent WTO Schedule of Commitments on Trade in Services
- Submit a <u>status report</u> to MCIL 'not more than 6 months after the end of each financial year' (tax cycle ends in December, so report is due in June) *(Article 13)*
- Accord full rights to <u>Samoan citizens who are part-owners or equity-holders</u> as per the application or prescribed conditions *(Article 15)*

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<u>Undertakings</u>

The signatories to this Application hereby agree:

- To comply with the obligations stipulated in the aforementioned Act and its Regulations, including to provide an annual report (Attached) by end-December each year without prompting;
- To allow MCIL Foreign Investment Officers to perform their monitoring obligations unhindered (they will visit the site at least once a year for compliance monitoring, statistics updating, awareness-building, and so forth);
- To consult with the Industry Development & Investment Promotion Division of MCIL before engaging in any activities not listed in Point 8 above or outside the realm of their Business License;
- To immediately advise MCIL of any change in registration details, including principle business address, ownership and/or shareholding, and provide complete details on any new shareholders using the form included in the Annex to this Application (available on website); and
- To immediately advise MCIL of cessation of the enterprise

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