



To register a branch of a foreign company, the following documents are to be filed with the Register of Commerce of Zug (Article 113 ORC / Ordinance on the Register of Commerce):

- 1. Certificate by the Register of Commerce**, containing all valid information of the company, or, in case an institution comparable to the Swiss Register of Commerce does not exist, an **official confirmation** of the legal existence of the company at its statutory seat according to the governing foreign law.

The aforementioned certificate or confirmation should state the issued company capital and whether it is fully paid up. Otherwise, an additional declaration by the board of directors concerning the company capital has to be filed.

The certificate or confirmation should also state the personal details of the members of the board of directors of the company (surname, given name, place of residence, place of birth or nationality). Otherwise, an additional document with this information has to be filed, for example a certified excerpt of the minutes regarding the election of the board of directors.

- 2. Articles of incorporation**, certified by the Register of Commerce or by the designated authority or notary public at the seat of the head office.
- 3. Minutes** of the competent body in charge with setting up the branch and granting the signatory rights, containing resolutions regarding the business name and business activities or purpose of the branch (an original version or a certified copy of this document has to be filed).
- 4. A written declaration issued by the domicile holder** that the branch has been granted a legal domicile at the place of registration (c/o address). If the branch has its own legal domicile, a note in the application to the Register of Commerce is sufficient.

On request, the Register of Commerce will issue an application based on these documents. The application has to be signed by a person authorized to sign on behalf of the branch or the head office (Article 17, paragraph 1, letter h ORC). The signatures on the application as well as all the signatures of people with power to sign for the branch have to be certified.

Additional information:

Legalization:

The signatures of the people who sign the application and who are authorized to sign for the branch as well as all the official confirmations need to be certified with authentication, or legalized with Apostille. For more information on Apostilles, please visit the [Apostille Section](#) of the Hague Conference on Private International Law.

Translation:

Documents in a foreign language need to be translated into German (in particular the articles of incorporation).

Name of the branch:

The name of the branch has to contain the business name of the head office. Also, it must indicate the location of the head office, the location of the branch office and the express designation of branch (Article 952, paragraph 2, CO / Switzerland's Code of Obligations; for example: "Bradford Exchange Ltd., George Town, Zug Branch").

Signatory rights:

At least one person with legal domicile in Switzerland needs to have single signatory rights for the branch (or two people with collective signatory rights).

So as to ensure registration in the Register of Commerce without delay, we kindly ask you to file complete dossiers.