



# UNITRUST CAPITAL CORP.

## **COSTA RICA OFFSHORE COMPANY FORMATION**

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Please see page 2 for information about offshore company formation in Costa Rica.

### **About our company:**

For over 10 years, Unitrust Capital Corp provides quality competitively-priced offshore company formation and offshore bank account opening services in various jurisdictions. Offshore incorporation in Anguilla, BVI, Belize, Seychelles, Nevis, Hong Kong, Costa Rica, Dominica, Gibraltar, Mauritius, Panama, Cyprus. Companies formation in UK and Canada. Corporation and LLC registration in various USA states, including Delaware, Arkansas, Oregon, Nevada and others. Offshore accounts in Belize, Cyprus, Switzerland, Anguilla, Hong Kong and other jurisdictions. We also provide nominee directors and shareholders and virtual office services.



UNITRUST CAPITAL CORP.

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## COSTA RICA

Costa Rica is a stable democratic country situated in Central America.

### Fiscal advantages of Costa Rica

- ✓ Costa Rica does have a territorial principle of taxation. This greatly benefits non-resident customers looking to use a Costa Rican company for the business or asset protection outside of the jurisdiction of incorporation. A Costa Rican company having all business and sources of income outside of the country is legally tax free.

### Online Gambling Activities Licensing in Costa Rica

- ✓ Online Gambling activities of a Costa Rica company (virtual casino, raffle, etc.) are allowed without license and are not regulated by local authorities. We can include into the Articles a reference to this type of activities of the company for an additional fee of **US\$790** plus our standard fees for the applicable services and documents (please see further below).
- ✓ Optionally we could arrange for a Data Processing Patent which would allow the company provide online services inclusive gambling (virtual casino, raffle, etc) The costs to get a data processing patent would be as follows (per patent/per company):

Patent for data processing: US\$12,000  
Administrative and Legal costs: US\$1,000\*  
Yearly lease of office space: US\$5,000\*

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GRAND TOTAL: US\$18,000

\*Annual renewal fees for the patent

## **Stock Corporation (Sociedad Anónima or S.A.)**

We do not recommend this type of entity for non-resident customers due to complexity of the requirements and non-availability of resident nominee services for the directors' positions. However we can provide S.A. incorporation and other services upon request.

### **Directors**

- ✓ Minimum number of directors: THREE

*Note. President, Secretary, and Treasurer*

- ✓ Comptroller (fiscal agent) must be appointed: YES

*Note. The Comptroller is usually an accountant, and he/she can not be any of the directors or even be a relative of any of them.*

- ✓ Directors and Comptroller can be non-resident: YES
- ✓ Comptroller is authorized to act on behalf of the company: NO
- ✓ Publicly accessible records of directors: YES
- ✓ Location of directors meetings: can be outside of Costa Rica
- ✓ Annual meeting of directors required: YES
- ✓ Annual meeting of directors outside of Costa Rica permissible: YES

### **Corporate Suffixes**

- ✓ Sociedad Anonima
- ✓ S.A.

## Limited Liability Company (Sociedad de Responsabilidad Limitada or S.R.L.)

This is the most popular form of the company used by foreign business for offshore activities. The company is managed by managers and owned by members. Usually we recommend this type of company for our customers.

### Corporate Tax

- ✓ Corporate Tax on Offshore Profits: NIL

### Corporate Suffixes

- ✓ Sociedad de Responsabilidad Limitada
- ✓ S.R.L.
- ✓ Limitada
- ✓ Ltda

### Initial Subscribers

- ✓ Minimum number of initial subscribers/members: TWO

*Note. Subsequently the ownership can be transferred to a single member*

### Managers

- ✓ Minimum number of managers: ONE
- ✓ Corporate managers permissible: NO
- ✓ Local manager requirement: NO
- ✓ Publicly accessible records of managers: NO
- ✓ Annual meeting of managers required: YES
- ✓ Annual meeting of managers outside of Costa Rica permissible: YES
- ✓ Nominee managers services available: YES

### Members

- ✓ Minimum number of members: ONE
- ✓ Corporate members permissible: YES
- ✓ Local member requirement: NO
- ✓ Annual meeting of managers required: YES
- ✓ Location of members meetings outside of Costa Rica permissible: YES
- ✓ Shares may be held by a nominee on behalf of beneficial owner client: Yes

### Local Presence

- ✓ Registered Office in Costa Rica required: YES
- ✓ Registered Agent in Costa Rica required: YES

### Accounts and returns

- ✓ Requirement to file annual tax return for the profits in Costa Rica: YES
- ✓ Registration with local tax authorities required: NO, if all activities of the company are offshore
- ✓ Requirement to file annual tax return for the profits OUTSIDE of Costa Rica: NO

*Note. When the company has had all income offshore, a Declaration on Exemption from Taxes is sufficient, and no accounts or statements are required*

### Share capital

- ✓ Registered shares (Bearer shares not permitted)
- ✓ Restrictions on transfer of shares: YES

*Note. Shares cannot be transferred to non-shareholders without the previous express consent of the other shareholders, who have a right of first refusal to purchase them*

**Other**

- ✓ Legal Minute Books: Actas de Asambleas de Socios, Registro de Socios and Asamblea General AG, all must be kept in good order

We can incorporate new companies in Costa Rican or supply shelf (ready-made) ones. This may take a month or so to complete incorporation of a new company.

## **COSTA RICA SHELF COMPANIES**

(Costa Rica S.R.L. Shelf company list to be provided upon request)

The purchase price for each will be **US\$2,675** (inclusive Nominee Manager) and detailed as follows for a typical set:

### **SAMPLE SHELF S.R.L. COMPANY PURCHASE QUOTE (INCLUSIVE NOMINEE MANAGER)**

ITEM	DESCRIPTION	UNIT PRICE (USD)	QTY	TOTAL
1	CR S.R.L. SHELF COMPANY Articles of Inc, Translation into English, Legal Books (if applicable)	1590	1	1590
2	CR S.R.L. Nominee Manager, inclusive annual meeting requirement compliance	890	1	890
3	CR S.R.L. Nominee Manager Declaration	295	1	295
4	CR Power of Attorney signed by the Nominee Manager	345	1	345
5	Apostille (Arkansas, USA)*	150	2	300
6	Handling fees	175	1	175
	GRAND TOTAL, \$ USD:			3595

*\*Set of corporate documents (copies) attested by Arkansas Apostille, POA attested by Arkansas Apostille as "this is an original document". Costa Rica is not a member to the Hague Apostille Convention, so we can either provide legalization of the corporate documents (set of copies) with the relevant foreign embassy or provide Apostille in USA (Arkansas). Our fees for legalization depend on the Embassy own fees, so please ask for a specific quote if this service is required.*

### **SAMPLE S.R.L. COMPANY RENEWAL QUOTE (FULL COMPLIANCE INCLUSIVE NOMINEE MANAGER)**

ITEM	DESCRIPTION	Unit price (USD)	QTY	TOTAL
1	Registered office / registered agent	1290	1	1290
2	CR Power of Attorney signed by the Nominee Manager	345	1	345
3	CR Annual Members Meeting Draft Record, send scan of the signed Record to the Reg. Office	195	1	195
4	CR S.R.L. Nominee Manager, inclusive annual meeting requirement compliance	890	1	890
5	CR Company Annual Board Meeting, Tax Return Filing	590	1	590
	GRAND TOTAL, \$ USD:			3310