

New Business Set Up in Samoa Company formation & business registration

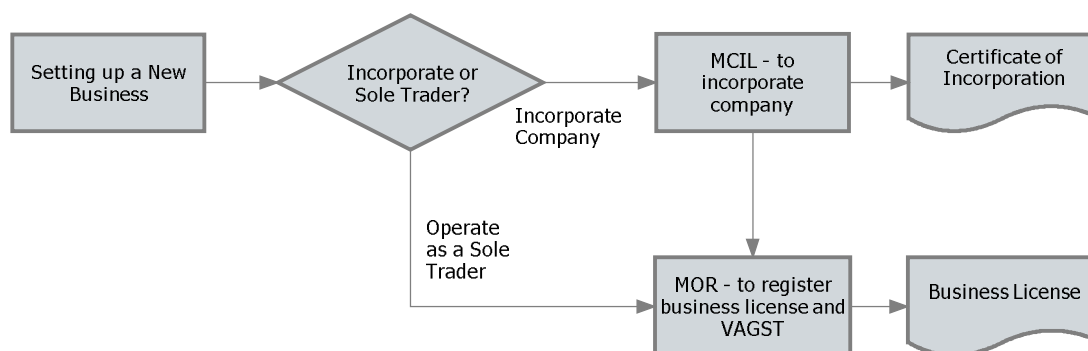
1. OVERVIEW

Setting up business in Samoa requires the selection of the appropriate business entity structure and obtaining a business license in order to conduct business in Samoa. This can seem like a daunting task if you are not familiar with the environment in Samoa.

However the Government has simplified the whole business formation process with the introduction of the Companies Act 2001 (or the Companies Amendment Act 2006). Company formation is now simplified to the point that previously required memorandum and articles of a company have been combined together to form the 'Rules' of a company. It is a simple procedure now to select the relevant model rules for your company (private company, public company or single shareholder company) that are available from the Act.

Setting up your business in Samoa only requires visits to two Government Ministries – Ministry of Commerce, Industry and Labour (MCIL) and the Ministry for Revenue (MoR). Once your company is registered with MCIL you are required to obtain a business license from the Ministry for Revenue and also register for VAGST.

The following diagram illustrates an overview of the Government regulatory authorities involved in setting up business in Samoa:



The turnaround time for incorporating a company with MCIL is generally less than a week and the business license registration with MOR is usually less than a day.

2. MINISTRY OF COMMERCE, INDUSTRY AND LABOUR (MCIL)

The following documents are required to be completed and submitted to MCIL when incorporating a new company in Samoa:

1. Form 1 – Application for registration of a company – contact ernest.betham@gmail.com
2. Form 2 – Consent of director or directors – contact ernest.betham@gmail.com
3. Cover letter to accompany Forms 1 and 2 for incorporation of your company.

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Details required for completion of the above forms are:

- ✓ Proposed company name
- ✓ Amount of share capital
- ✓ Names and addresses of directors
- ✓ Selection of model rules
- ✓ Registered business address – [BETHAM & Co. address can be provided as the registered business address or as the initial or interim registered business address.](#)

Company registration fee is \$250 tala payable to the Ministry Commerce, Industry and Labour.

Refer to the BETHAM & Co. website [Links](#) page for the contact details for MCIL and the business hours and location of the Ministry.

3. MINISTRY FOR REVENUE

Once the incorporation documents have been completed the business license is obtained from the Ministry for Revenue by providing the following documents to the Ministry:

- ✓ Certificate of incorporation
- ✓ Company rules (or model rules)
- ✓ Passport photo for each director/shareholder
- ✓ Site map (proposed business location – google maps can be used to mark exact location)
- ✓ Foreign investment certificate (if applicable and obtained from MCIL)
- ✓ Application letter outlining
 - ⇒ Sources of fund or working capital
 - ⇒ Amount of fund or capital
 - ⇒ Location of business

The Business License officer at the Ministry will complete the IR 24 Form from the details provided. The business license fee is also payable to the Ministry for Revenue - \$500 tala for companies and \$220 tala for sole traders and partnerships.

Contact Betham&Co for more detailed information on MOR requirements for Business License requirements.

Refer to the BETHAM & Co. website [Links](#) page for the contact details for MCIL and the business hours and location of the Ministry.

[BETHAM & Co.](#) has relevant experience in working with both MOR and MCIL and can assist in setting up your business in Samoa. We can also advise you on the best business structure for your business i.e.: sole trader, private company or public company. Legal advice should also be consulted for complex business requirements.

Contact [BETHAM & Co.](#) for further information or assistance on setting up business in Samoa at phone + (685) 24337 or fax + (685) 24336 or mail to [BETHAM & Co.](#), POBox 859, Samoa or view website on www.bethamco.com. Enquires can also be emailed to info@bethamco.com
