

## Company Registration in Thailand

*This guide has been prepared for the assistance of those interested doing business in Thailand and are looking for ways to register their company. Though it does not exhaustively covers the subjects it deals with, but it does intend to answer some of the important points. However, if any specific issue arises in practice, it will be necessary to refer to the laws, regulations and decisions of Thailand and seek proper legal advice.*

To know company registration in brief, the first and foremost thing that you must realize is the various types of business entities available to you. Though, limited liability remains the best choice among the foreigners, there are others too;

### 1 Thai Limited Liability Company

To start a Thai limited liability company there should be minimum 3 shareholders and 1 promoter.

### 2 Thai BOI Company

Companies receiving BOI approval are exempted from the need to have a foreign business license and they are benefited from many tax and non-tax incentives.

### 3 Amity Treaty LLC

Under the Amity Treaty, a business can be 100% foreign owned, meaning all the directors can be foreigners, provided they are US nationals.

### 4 Thai Public Limited Company

A Thai Public Limited Company must have minimum 15 shareholders and 5 directors and half of them must be Thais.

### 5 Branch Office

Multinationals can set-up a branch office in Thailand to accomplish a project, lasting for 5 years. Income derived from its activities is subjected to corporate income tax in Thailand.

### 6 Representative Office

A representative office in Thailand can be 100% foreign owned. However, it cannot get involved into direct sales in the country.

## 7 Regional Operating Headquarter

To have a control over subsidiaries in Asia a foreign company can establish a regional office in Thailand.

## 8 Thailand Foundation

Foreigners can form a Thai private and charitable foundation, eligible to a CIT rate of 1%.

## 9 Thailand Limited Partnership

Thailand Limited Partnership needs one limited partner and one general partner for registration.

# 5 Simple Steps for Company Registration in Thailand

### 1 Reservation of the Name

The company's name should not be similar to any other Thai companies. The Business Development Office's guidelines assist in deciding a name for your company. However, the approved name will be valid for thirty days without any extension.

### 2 Memorandum of Association

The document should include reserved name of the company, its business objectives, name of the promoter, the province where the company will be situated and the capital for registration. The Memorandum of Association is typically filed with the Business Development Office. The capital should include the par value alongside the number of shares. Nevertheless, the authorized capital is partly paid, but it must be issued fully. Eventhough, there isn't any minimum capital requirement, it should be at least sufficient for the business operation.

### 3 The Statutory Meet

Upon elaborating the share structure, a statutory meeting is convened, wherein the articles of incorporation are approved. Also, the Board of Directors is decided. Further, it is confirmed that 25% of the par value of the subscribed share is paid.

### 4 Company Registration

The directors should submit their company's establishment application within the three months of the Statutory Meeting. As for the fees, the amount for company registration is 500 baht each 100,000 baht of the registered capital. However, the minimum fee is 5,000baht, where the maximum is up to 250,000 baht.

### 5 Company Registration

Businesses should obtain their tax I.D. card as well as the number for the company withinsixty days of the incorporation from the Thai Revenue Department. Companies earning 600,000 baht or more per annum should register for VAT.

## 1 I am an American. Can I own 100% foreign business in Thailand or is it a myth?

Yes. You must have heard about US-Thai Amity Treaty. Under this treaty any American national is eligible to own 100% foreign ownership of the business.

## 2 What documents do I need to show for company registration in Thailand?

- Name of the designated company (3 proposed names);
  - MOA
- Your confirmation of the Thai address for the registered address (Head Office);
  - Business objective in detail
    - **Shareholders' Matter**  
Copy of passport of 3 Promoters/Shareholders  
Share allocation for each shareholder
    - **Directorship Matter**  
Name of Authorized director(s),  
Copy of passport for each Director  
if more than 1 director, specify the signatory condition  
The number of foreigners that you initially intended of working for this entity
- The number of foreigners that you initially intended of working for this entity

## 3 Will my documents be safely stored?

Yes. We guarantee you confidentiality. All the data sent to us will be stored and used for internal purposes only.

## 4 What is the procedure of company registration in Thailand?

It is usually a five step procedure including;

- Reservation of the company's name
- Filing the Memorandum of Association
- Convening the Statutory Meeting
  - Registering the Company
  - Tax Registration

## How long will it take to register my company in Thailand?

It is likely to take 3 to 4 days for company registration in Thailand, provided the papers are right.

## Do I need to translate all the documents into English?

You will require to translate your documents to and from English. You can send the documents to us for translation.

## Does my company need be VAT registered?

Your company is liable to be VAT registered if;

It is involved in sell of goods or services

It is into importing items

It has direct or indirect authority to manage operators residing outside Thailand

Transferring goods from certain organizations or persons

## Is foreign National is required to visit Thailand for company registration?

Yes, at least you will need to visit Thailand for company registration.

## Can the registered office be situated outside Thailand?

Yes, of course. You can have a registered office outside Thailand, but for that you must open a representative office in Thailand.

## Can I introduce my spouse as one of my business partners in order to fulfill the need of minimum 3 directors?

Yes, you can, provided he or she is one of the Thai nationals