



INVESTOR GUIDE • 2026 EDITION

Company Formation in Egypt

Your Establishment Journey Starts Here

Practical booklet on legal structures, licensing, incorporation, tax, employment and ongoing compliance

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Arab Republic of Egypt

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USE
General guidance for investors and clients – not
legal or tax advice

About This Booklet

This booklet explains, step by step, how a local or foreign investor sets up and runs a company in Egypt – from choosing the right vehicle to staying compliant year after year.

Who it is for

Founders, foreign investors, group CFOs, legal and tax teams and advisers who need a reliable, practical overview before committing time and capital to the Egyptian market.

How to use it

- Start with the **Executive Summary** for the key messages on one page.
- Use **Sections 3–4** to choose a structure, **Section 5** to check sector licences and **Sections 6–8** to plan incorporation and registrations.
- Keep **Section 13 – Quick-Reference Summary** to hand: it gathers the key numbers, deadlines and authorities.

WATCH OUT | Important notice

This booklet is general information prepared for guidance only. It is not legal, tax, accounting or investment advice and should not be relied on as a substitute for advice on specific facts.

Egyptian laws, executive regulations, ministerial decrees and authority practice change frequently. Figures are stated as at the dates shown in the text and the sources list. Always confirm the current position before acting.

Contents

About This Booklet	2
Who it is for	2
How to use it	2
Executive Summary	5
Seven things every investor should know.....	5
What is new in this edition	6
1. Why Egypt: Market and Investment Climate	7
1.1 A strategic hub for three continents.....	7
1.2 Preferential access through trade agreements.....	7
1.3 Incentives and facilitation.....	7
1.4 Market size and workforce	7
2. The Legal and Institutional Framework	9
2.1 Legal heritage in brief	9
2.2 Key legislation at a glance	9
2.3 Who regulates what.....	10
2.4 Companies Law or Investment Law?	10
2.5 Investment Law incentives at a glance	11
3. Planning Your Entry: Ownership and Structure.....	13
3.1 Foreign ownership: open by default	13
3.2 Six factors that shape the choice of structure	13
3.3 A simple decision path	14
3.4 Which structure is right for you?	14
3.5 Pre-structuring checklist.....	14
4. Business Structures Compared	16
4.1 Side-by-side comparison.....	16
4.2 One Person Company (OPC).....	16
4.3 Limited Liability Company (LLC)	17
4.4 Joint Stock Company (JSC)	18
4.5 Other market-entry vehicles	19
5. Sector Licensing and Regulatory Requirements.....	20
5.1 Licensing map	20
5.2 Import and export activities.....	20
5.3 Call centres, BPO and VoIP.....	21
5.4 Insurance and non-bank financial services	21
5.5 Tourism and hospitality	22
5.6 Healthcare and pharmaceuticals	22
5.7 Manufacturing and industrial projects	23
5.8 Educational institutions.....	23
6. Documents Required for Incorporation	24
6.1 Document checklist.....	24
6.2 Legalisation and translation	24
6.3 Security clearance for foreign shareholders and managers	25
6.4 Beneficial ownership (UBO) at incorporation	25
7. Step-by-Step Incorporation.....	26
8. After Incorporation: Core Registrations	28

8.1	Corporate bank account	28
8.2	Tax registration and key rates.....	28
8.3	Simplified regime for small enterprises (Law No. 6 of 2025).....	29
8.4	E-invoicing and e-receipts	30
8.5	Employment and workforce compliance	30
9.	Corporate Governance and Ongoing Compliance	32
9.1	General meetings	32
9.2	Board of directors (JSC).....	32
9.3	Statutory audit and financial statements.....	32
9.4	Reporting to GAFI and FDI reporting	33
9.5	Annual compliance calendar.....	33
9.6	Ultimate beneficial ownership (UBO).....	33
9.7	Other recurring obligations.....	34
10.	Corporate Changes and Restructuring	35
10.1	Capital increases	35
10.2	Transfers of shares and quotas	35
10.3	Other changes	35
11.	Dissolution and Liquidation.....	36
11.1	Grounds for dissolution	36
11.2	Effect and process	36
11.3	Liability and limitation periods	36
12.	Regulatory Oversight, Inspection and Penalties	37
12.1	Supervision and shareholder rights	37
12.2	Official inspection	37
12.3	Appeals, nullity and penalties	37
13.	Quick-Reference Summary	38
13.1	Key numbers	38
13.2	Key deadlines	38
13.3	Ten practical tips.....	38
14.	Conclusion and How EIGHTPS Can Help	39
	How EIGHTPS supports investors	39
	Appendix A: Glossary and Abbreviations	40
	Appendix B: Sources and References	41

Editorial note – delete before issue: If page numbers do not appear, right-click the table and choose “Update Field” → “Update entire table”.

Executive Summary

Egypt is open to foreign ownership and offers a large market, a young workforce and targeted incentives – but success depends on choosing the right vehicle, securing the right licences and building compliance in from day one.

109.5m Population inside Egypt CAPMAS population clock, 19 Sep 2026	35.4m Labour force CAPMAS, Q1 2026	5.8% Unemployment rate CAPMAS, Q2 2026	22.5% Standard corporate tax rate Income Tax Law No. 91/2005
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Seven things every investor should know

1. **100% foreign ownership is the rule, not the exception.** Restrictions apply only where a specific law imposes them – notably importing for trade, commercial agency, certain land in Sinai and border areas, and regulated financial or telecom activities.
2. **Companies Law first, Investment Law on top.** Every company is formed under Companies Law No. 159 of 1981. Investment Law No. 72 of 2017 adds guarantees and incentives for projects that qualify – so test eligibility early.
3. **Three main vehicles.** One Person Company (OPC), Limited Liability Company (LLC, 2–50 partners) and Joint Stock Company (JSC, 3+ shareholders; EGP 250,000 minimum issued capital, or EGP 500,000 if offered to the public).
4. **Licences can decide the structure.** Banking, insurance, securities and some telecom activities usually require a JSC and regulator approval before or alongside incorporation.
5. **Incorporation is fast once the file is complete.** GAFI typically processes a complete file in about seven business days; the real time-drivers are document legalisation, security clearance and sector approvals.
6. **Tax and payroll start immediately.** Expect ETA registration, e-invoicing, VAT (above EGP 500,000 annual turnover), social insurance (29.75% combined) and the new Labour Law No. 14 of 2025.
7. **Compliance is continuous.** Annual audited financial statements, general meetings, GAFI and FDI reporting, UBO records and licence renewals are ongoing obligations with real penalties.

What is new in this edition

UPDATED FOR 2026 | Key updates since the original PDF

- New Importers' Register regulations (Ministerial Decree No. 271 of 2026, in force 22 July 2026): EGP 2 million minimum paid-up capital and the Law No. 173 of 2023 route for foreign-owned importers.
- Law No. 151 of 2026 repeals the presumptive small-business assessment (Article 18 of the Income Tax Law) from the 2028 tax period; Law No. 6 of 2025 simplified regime continues.
- Latest CAPMAS data: population 109.5 million (Sep 2026) and unemployment 5.8% (Q2 2026).
- Practical tax reference tables (corporate tax, withholding tax, VAT, social insurance 2025–2027) and key employer changes under Labour Law No. 14 of 2025.
- Investment Law incentive details, including the Article 11 incentive window to October 2026 –

1. Why Egypt: Market and Investment Climate

Location, trade access, a large consumer base and a growing workforce make Egypt a natural hub for manufacturing, services and regional distribution.

1.1 A strategic hub for three continents

Egypt sits at the junction of Africa, Europe and the Middle East. The Suez Canal, an expanding network of ports, logistics zones and road links, and the Suez Canal Economic Zone (SCZone) allow businesses based in Egypt to serve the domestic market and to export to Africa, the Arab region and Europe from a single platform.

1.2 Preferential access through trade agreements

Egypt's trade agreements reduce tariffs and other barriers for qualifying goods produced in Egypt. Rules of origin apply to each agreement, so product sourcing should be checked before relying on preferential treatment.

Agreement	Partner markets	What it can offer investors
COMESA	Common Market for Eastern and Southern Africa	Preferential, largely duty-free trade with member states
Greater Arab Free Trade Area (PAFTA / GAFTA)	Arab League member states	Duty-free trade in qualifying goods across the Arab region
Agadir Agreement	Egypt, Jordan, Morocco, Tunisia	Free trade and diagonal cumulation of origin with EU rules
EU–Egypt Association Agreement	European Union	Duty-free access for qualifying industrial goods
Qualified Industrial Zones (QIZ)	United States	Duty-free entry for goods from QIZ areas meeting qualifying input-content rules
African Continental Free Trade Area (AfCFTA)	African Union states	Progressive tariff liberalisation across the continent
Egypt–MERCOSUR FTA	Argentina, Brazil, Paraguay, Uruguay	Phased tariff reductions
Egypt–EFTA FTA and Egypt–Türkiye FTA NEW	EFTA states; Türkiye	Preferential access for industrial goods

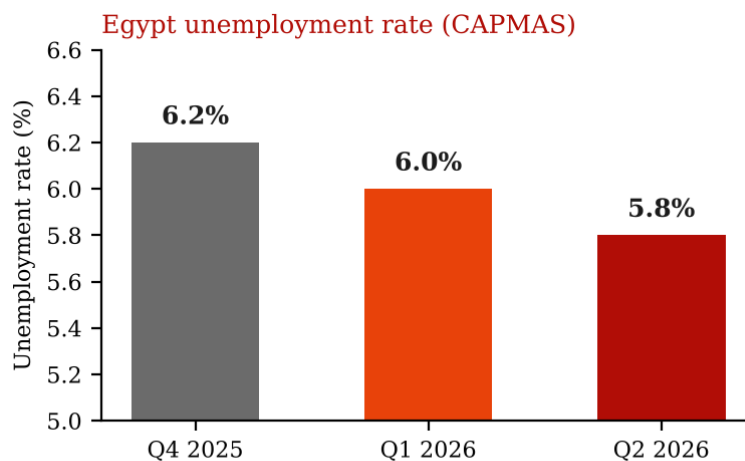
1.3 Incentives and facilitation

Investment Law No. 72 of 2017 (as amended, notably by Law No. 160 of 2023) offers guarantees and general, special and additional incentives for qualifying projects, including the single-approval **Golden Licence** for strategic projects (see Section 2.5). For smaller businesses, **Law No. 6 of 2025** introduced a simplified tax regime for enterprises with annual turnover up to EGP 20 million, with tax on turnover between 0.4% and 1.5% (see Section 8.3). GAFI's one-stop shop handles incorporation and coordinates with other authorities.

1.4 Market size and workforce

Egypt is one of the largest consumer markets in the Middle East and Africa. CAPMAS reported that the population inside Egypt passed 109 million on 9 May 2026 and reached **109.5 million on 19 September 2026**. **UPDATED 2026** Demand is broad-based across manufacturing, healthcare, technology, telecommunications, real estate, financial services and consumer goods.

The labour force reached about **35.4 million in Q1 2026** (34.8 million in Q4 2025), and unemployment has continued to fall – from 6.2% in Q4 2025 to 6.0% in Q1 2026 and **5.8% in Q2 2026**. **UPDATED 2026** More than 21 million Egyptians were aged 18–29 in 2025, around one-fifth of the population, offering both a consumer base and a pool of potential employees.



Axis starts at 5% to show the trend.

Figure 1. Unemployment rate, Q4 2025 to Q2 2026.

Source: CAPMAS (as reported by Ahram Online, Zawya and Arab Finance).

KEY POINT | Why it matters

Scale, cost competitiveness and trade access make Egypt attractive for export-oriented manufacturing, shared-service and outsourcing centres, and regional distribution. The investment case is strongest when structure, incentives and licensing are planned together.

2. The Legal and Institutional Framework

A codified civil-law system: a core corporate statute, an investment statute that sits on top of it, and sector, tax and employment laws that apply to every operating business.

2.1 Legal heritage in brief

Egypt's modern legal system is predominantly codified civil law, shaped from the nineteenth century by French and continental European traditions. Islamic Sharia remains the principal source for personal status and inheritance matters, while commercial, corporate and investment activity is governed by modern Egyptian legislation.

2.2 Key legislation at a glance

Law	What it governs	Why it matters to investors
Companies Law No. 159 of 1981 (amended, incl. Law No. 4 of 2018) and Executive Regulations	Legal forms (JSC, LLC, OPC, partnerships limited by shares), capital, governance, reporting, dissolution	The legal foundation of every company
Investment Law No. 72 of 2017 (amended, incl. Law No. 160 of 2023)	Guarantees, incentives, GAFI's role, investment and free zones	Incentives and protections for qualifying projects
Commercial Register Law No. 34 of 1976	Registration of companies and traders	Registration is evidence of legal existence; changes must be recorded
Commercial Code No. 17 of 1999	Commercial transactions, merchants, commercial contracts	General rules for business dealings
Civil Code No. 131 of 1948	Contracts, obligations, liability, property	Fills gaps not covered by specialised laws
Income Tax Law No. 91 of 2005 (amended, incl. Law No. 151 of 2026 UPDATED 2026)	Corporate and payroll tax, withholding tax	Core tax obligations
Unified Tax Procedures Law No. 206 of 2020 NEW	Registration, filing, e-systems, penalties	Procedural rules for all taxes
VAT Law No. 67 of 2016	VAT registration, invoicing, returns	14% standard rate; registration threshold EGP 500,000
Law No. 6 of 2025 NEW	Simplified tax regime for enterprises with turnover up to EGP 20m	Lower compliance burden for SMEs
Social Insurance and Pensions Law No. 148 of 2019	Employer and employee social insurance	29.75% combined contributions
Universal Health Insurance Law No. 2 of 2018 NEW	Universal health insurance funding	0.25% of annual revenue contribution
Labour Law No. 14 of 2025 UPDATED 2026	Employment relationships; in force 1 September 2025	Replaced Law No. 12 of 2003
Importers' Register Law No. 121 of 1982 (amended) NEW	Who may import for trading	Egyptian-ownership and capital conditions
Telecommunications Regulation Law No. 10 of 2003	Telecom services and licences (NTRA)	Call centres, VoIP and telecom-enabled services

Law	What it governs	Why it matters to investors
Anti-Money Laundering Law No. 80 of 2002 NEW	AML/CFT framework	KYC and beneficial-ownership obligations

2.3 Who regulates what

Authority	Role
General Authority for Investment and Free Zones (GAFI)	Investment promotion; one-stop shop for incorporation; supervision of companies, investment zones and free zones
Commercial Registry	Registration of companies and changes to registered data
Egyptian Tax Authority (ETA)	Tax registration, e-invoicing/e-receipts, assessment, collection and enforcement
National Organization for Social Insurance (NOSI)	Employer and employee registration; collection of contributions
General Organization for Export and Import Control (GOEIC)	Importers' and Exporters' Registers, product controls
Financial Regulatory Authority (FRA)	Non-bank financial services: capital markets, insurance, leasing, factoring, consumer finance, microfinance
Central Bank of Egypt (CBE)	Banking, monetary policy and foreign exchange
National Telecommunications Regulatory Authority (NTRA)	Telecom and related licences, including call centres and VoIP
Misr for Central Clearing, Depository and Registry (MCDR)	Securities depository, clearing and settlement
Industrial Development Authority (IDA) NEW	Industrial licensing and the Industrial Register
Egyptian Drug Authority (EDA) and Ministry of Health and Population (MOHP) NEW	Medicines, medical devices and healthcare establishments
Ministry of Tourism and Antiquities; Ministry of Education and Technical Education NEW	Tourism and hospitality licensing; private and international schools

2.4 Companies Law or Investment Law?

This is rarely an either/or choice. The **Companies Law** governs the company's existence: its legal form, capital, shareholders, management, governance and dissolution. The **Investment Law** works alongside it, adding guarantees, incentives and facilitation where the project qualifies. The practical question is therefore: *does the project qualify for Investment Law treatment, and are the incentives worth pursuing?*



Figure 2. How the legal layers fit together.

Aspect	Companies Law No. 159 of 1981	Investment Law No. 72 of 2017
Primary purpose	General framework to form and run companies	Promote investment through incentives, guarantees and facilitation
Who it applies to	All companies and ordinary corporate structures	Qualifying investment projects and activities
Corporate structure	Governs incorporation, management, shareholders and governance	Operates alongside the corporate framework – does not replace it
Incentives	No special investment incentives	General, special and additional incentives; Golden Licence
Guarantees	Ordinary legal protections	Equal treatment, protection against nationalisation and arbitrary measures, profit repatriation
Profit and capital transfers	Subject to general laws and FX rules	Statutory guarantee of transfer abroad, subject to regulations
Procedures	Ordinary regulatory route	Facilitated procedures through GAFI
Special zones	No access by itself	Framework for investment zones and free zones
Best suited to	Businesses that need a standard vehicle without incentives	Industrial, export, infrastructure, energy, tourism, agriculture, logistics and other strategic projects

2.5 Investment Law incentives at a glance

The following summary reflects the Investment Law as amended by Law No. 160 of 2023. **UPDATED 2026** Eligibility is decided case by case under the law and its Executive Regulations.

Incentive	What it offers	Key conditions
Guarantees	Equal treatment of Egyptian and foreign investors; protection against nationalisation, confiscation and arbitrary administrative measures; right to transfer profits abroad	Subject to applicable regulations
General incentives	2% unified customs duty on imported machinery and equipment needed to establish the project; five-year exemption from stamp tax, notarisation and registration fees on company, financing and land documents	Available to projects governed by the Investment Law
Special incentives (Article 11)	Deduction from taxable profit of 50% of investment costs (Sector A: most-needed geographic areas, e.g. SCZone, Golden Triangle, Upper Egypt) or 30% (Sector B: priority activities elsewhere); capped at 80% of paid-up capital; up to 7 years	Project established within the statutory window – extended to October 2026 by Law No. 160 of 2023
Additional incentives (Article 13)	Dedicated customs outlets; state support for utilities and up to 50% of infrastructure costs; usufruct and land-value concessions; training support	Cabinet decision
Cash investment incentive	Refund of 35%–55% of corporate tax paid on income from specified industrial activities	At least 50% foreign-currency financing transferred from abroad; operations within a set period
Golden Licence	Single approval covering establishment, land allocation, building permits and operation	Strategic sectors designated by the Cabinet (e.g. energy, industry, ICT, transport, tourism)

EIGHTPS TIP | A practical rule of thumb

Treat the Companies Law as the foundation of every company and the Investment Law as an optional upgrade. Model the value of incentives against their conditions (location, activity, financing, timing) before you finalise the corporate structure.

UPDATED FOR 2026 | Reform watch

In January 2025 GAFI announced it was preparing a revised Companies Law to recognise electronic documents, consolidate registration under a single authority and allow a two-phase incorporation. At the time of writing it was a draft.

3. Planning Your Entry: Ownership and Structure

Two questions come first: can a foreign investor own the business you have in mind, and which legal form best fits your activity, investors, funding and growth plans?

3.1 Foreign ownership: open by default

Egypt generally allows foreign investors to own **up to 100%** of an Egyptian company. Restrictions apply only where a specific law imposes them – for example by requiring a minimum Egyptian shareholding, capping foreign ownership, or imposing nationality requirements on shareholders, directors, managers or key staff.

3.1.1 Activities with ownership, nationality or form restrictions

Activity	Typical restriction	Where to look
Importing for trading UPDATED 2026	At least 51% Egyptian ownership and minimum paid-up capital of EGP 2 million for LLCs, OPCs and partnerships. Companies with less than 51% Egyptian ownership may register under Law No. 173 of 2023 for up to 10 years (extendable once by Cabinet decision for up to 10 more).	Importers' Register Law No. 121/1982; Ministerial Decree No. 271/2026
Commercial agency	Generally reserved for Egyptian nationals and Egyptian-owned companies	Commercial Agency Law No. 120 of 1982
Land and real estate in strategic areas	Restrictions on foreign ownership in Sinai, border regions and military or protected zones	Sinai and border-area legislation; security approvals
Banking, insurance, securities	Specific legal form (usually JSC), capital and regulator approval	CBE and FRA legislation
Tourism companies	Egyptian general manager; activity-specific conditions	Law No. 38 of 1977
Certain jobs NEW	Roles such as tour guiding and customs clearance are closed to foreign nationals	Labour Law No. 14/2025; Ministerial Decree No. 279/2025

WATCH OUT | Check before you file

Confirm ownership, nationality and licensing conditions for your exact activity before choosing the legal form or starting incorporation. A restricted activity discovered late can force a restructuring.

3.2 Six factors that shape the choice of structure

Nature of the business Regulated sectors (banking, insurance, securities, some telecom) may require a JSC; some activities cannot be run through an OPC.	Number of investors OPC: one founder. LLC: 2–50 partners. JSC: at least three shareholders, no maximum.	Funding needs A JSC can issue transferable shares and raise external or public funding; LLCs and OPCs suit closely held businesses.
Regulatory burden JSCs carry heavier governance, audit and disclosure duties; LLCs and OPCs are simpler to run.	Tax and incentives Corporate tax applies regardless of legal form; Investment Law incentives depend on activity, location and conditions.	Growth and exit Plans to admit investors, list, build a group or sell suggest a JSC; stable, closely held ventures suit an LLC or OPC.

3.3 A simple decision path

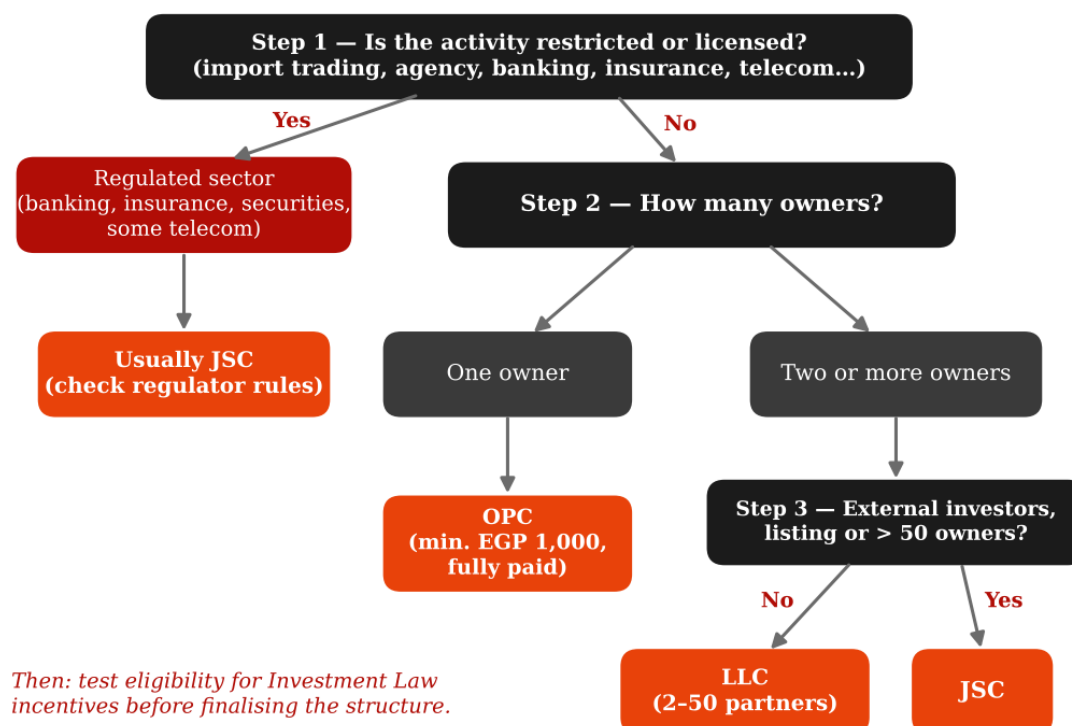


Figure 3. Indicative path to the right legal form. Always confirm sector rules.

3.4 Which structure is right for you?

Type of business	Generally recommended structure
Start-ups and solo entrepreneurs	OPC or LLC
Family-owned businesses	LLC
Small and medium-sized enterprises	LLC
Technology and high-growth companies	LLC or JSC, depending on funding plans
Businesses seeking venture capital or external investors	JSC
Banks, insurers, financial institutions and certain regulated businesses	JSC
Multinational groups and large-scale projects	JSC, especially with substantial investment or many shareholders
Wholly owned subsidiary of a single foreign company	OPC (single corporate founder) or LLC with a second group shareholder NEW

3.5 Pre-structuring checklist

- Is the activity permitted, and do foreign-ownership or nationality limits apply?
- Does it need a sector licence or prior government approval?
- Does the project qualify for Investment Law incentives or guarantees – and do they justify the conditions?
- Who are the shareholders (individuals or companies, Egyptian or foreign), and how many?
- How much capital is needed, and how will the business be financed?

- What governance and compliance burden is acceptable?
- What are the long-term plans: new investors, expansion, restructuring or exit?

4. Business Structures Compared

Companies Law No. 159 of 1981 offers several legal forms. Most investors choose between the One Person Company, the Limited Liability Company and the Joint Stock Company.

4.1 Side-by-side comparison

Feature	One Person Company (OPC)	Limited Liability Company (LLC)	Joint Stock Company (JSC)
Owners	One natural or legal person	2 to 50 partners	At least 3 founders; no maximum
Minimum capital	EGP 1,000 (Executive Regulations, Art. 287 bis (2)); must be sufficient for the objects	No statutory minimum; set by partners. GAFI practice is reported at EGP 50,000	EGP 250,000 issued capital (private); EGP 500,000 if offered for public subscription
Paid at incorporation	100%	Per articles and GAFI practice	At least 25% of issued capital per the original guide
Capital units	Not divided into shares	Equal, indivisible quotas – not negotiable	Shares of equal nominal value – negotiable
Management	Founder or one or more managers	One or more managers (any nationality); supervisory board if more than 10 partners	Board of at least 3 directors (3-year term), with chair and CEO/MD
Liability	Limited to capital, with statutory exceptions	Limited to quota, with statutory exceptions	Limited to shares subscribed
Transfer of ownership	Full transfer: update documents within 90 days. Partial: convert within 90 days	Pre-emption right of existing partners	Generally free; founders' and in-kind shares locked up for two financial years
Public funding / securities	Not permitted	Not permitted	Permitted (subject to Capital Market Law)
Statutory auditor	Required	Required	Required
Name designation	Must indicate a one-person limited liability company	LLC designation	"Egyptian Joint Stock Company" on all documents
Typical use	Solo founders; single-parent subsidiaries	SMEs, family businesses, subsidiaries	Large projects, regulated sectors, external funding, listing

4.2 One Person Company (OPC)

Introduced by Law No. 4 of 2018, the OPC lets a single natural person or legal entity own a limited liability company outright. It has separate legal personality from registration in the Commercial Register. Its name is derived from its purpose or the founder's name and must state that it is a one-person limited liability company.

Founder	One natural person or legal entity. A corporate founder must have the OPC's activity within its own objects. A public legal entity needs prior approval of the Prime Minister or competent minister. An OPC may not itself establish another OPC.
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Capital	Minimum EGP 1,000, fully paid on incorporation; cash, in-kind or both, properly identified and valued.
Management	Run by the founder or appointed managers. The founder exercises the general-meeting powers (amendments, managers, capital changes, mergers, conversion, dissolution); decisions bind third parties once registered.
Managers' duties	Act with a prudent person's care; no managing a competing company, self-dealing or competing activity unless permitted by law.
Founder's liability	Limited to capital, except where the founder liquidates or stops activity in bad faith, fails to keep personal and company assets separate, or enters pre-incorporation contracts not needed for formation.
Founder transactions	Allowed on arm's-length, fair-value terms that do not harm the company, commingle assets or avoid tax.
Restrictions	No public subscription, transferable shares, negotiable securities, or banking, insurance, deposit-taking, savings or third-party fund management (unless sector law allows).
Reporting	LLC accounting and audit rules apply; financial statements must disclose debts between founder and company and be deposited with the Commercial Register.
Dissolution	Founder's resolution; losses reaching half of capital without a decision to continue; dissolution of a corporate founder; founder's incapacity; death (unless a single heir takes over or heirs regularise within six months); failure to convert within 90 days of a partial transfer.

4.3 Limited Liability Company (LLC)

The LLC is the most widely used vehicle for foreign and local investors thanks to its flexible management, limited liability and straightforward formation. Under Article 4 of the Companies Law, each partner's liability is limited to the value of their contribution. Capital is divided into quotas, which cannot be represented by negotiable instruments or offered to the public.

Partners	Minimum 2, maximum 50 – individuals or companies. If the number moves outside these limits, the company must regularise.
Capital	No statutory minimum (Article 116: set by the partners in the incorporation documents and divided into equal quotas). Cash, in-kind or both. Quotas are indivisible; co-owners must appoint one representative. Profits and liquidation surplus shared equally per quota unless the articles say otherwise.
Management	One or more managers, partners or third parties of any nationality (since Law No. 4 of 2018). A board of managers may be formed. Limits on managers' powers bind third parties only once registered and published.
Supervisory board	Required where there are more than 10 partners – at least three partners.
Liability	Limited to the quota, subject to statutory exceptions (fraud, abuse of legal personality and similar).
Restrictions	No public subscription, no public offer or listing of quotas, no negotiable shares, bonds or securities, and no regulated financial activities unless sector law permits.

Transfer of quotas	Notify the company and partners; existing partners have a statutory pre-emption right on the same terms. Effective against the company and third parties once recorded in the partners' register and registered.
Governance	Keep a register of partners, proper books and records, annual financial statements, statutory audit and filings.
Losses and dissolution	Losses of half the capital: managers must refer continuation to the partners. Losses of three-quarters: holders of 25% of capital may request dissolution. Other grounds: expiry of term, purpose achieved or impossible, court order, partners' resolution.

4.4 Joint Stock Company (JSC)

The JSC is the vehicle of choice for large projects, multiple shareholders and access to public funding, and is required for certain regulated activities. Capital is divided into shares of equal value and each shareholder's liability is limited to the shares subscribed. The name may include founders' names, and "Egyptian Joint Stock Company" must appear on contracts, correspondence, invoices and publications.

Founders	At least three, individuals or companies with full legal capacity. If the number falls below three, regularise within six months or face dissolution; shareholders may also become personally liable in the meantime.
Capital	Minimum issued capital EGP 250,000 (private) or EGP 500,000 (public subscription) under Article 6 of the Executive Regulations. Sector laws may require more.
Subscription	Entire issued capital subscribed, unconditionally. More than 100 subscribers, or an offer to an unspecified group, is a public offering.
In-kind contributions	Fully contributed; preliminary valuation submitted to GAFI and reviewed by a specialised committee; approved by the constituent assembly (contributors cannot vote on their own assets).
Constituent assembly	Approves the constitutional documents, in-kind valuations and incorporation expenses, and appoints the first board and auditor.
Board	At least three directors, generally elected for three years; the board elects a chair and may appoint a CEO, managing director or general manager.
Shares and agreements	Generally transferable, with statutory lock-ups for founders' and in-kind shares. Shareholders' agreements are recognised; their effect on the company depends on incorporation into the articles or approval under the law.
Reporting	Statutory books and registers, minutes, annual financial statements under Egyptian Accounting Standards, statutory auditor; FRA oversight for regulated or listed companies. Existing JSC shares must be deposited with MCDR.
Dissolution	Shareholders' resolution, expiry of term, purpose achieved or impossible, court order, or shareholder numbers not restored within the legal period.

4.5 Other market-entry vehicles

NEW For completeness, investors sometimes use the following alternatives to a subsidiary:

Vehicle	When it is used	Points to note
Branch of a foreign company	Executing a specific contract or project in Egypt	Registered with GAFI; the foreign parent is fully liable
Representative (scientific) office	Market research and liaison without trading	Cannot carry out commercial activity or earn revenue
Partnership limited by shares	Combining general partners with limited shareholders	Rarely used; governed by the Companies Law

5. Sector Licensing and Regulatory Requirements

Many activities need a licence or registration on top of incorporation. Identify these early: they can dictate legal form, capital, staffing and timing.

5.1 Licensing map

Sector	Main regulator	Key legislation	Typical approvals	Watch-outs
Import / export trading UPD 2026	GOEIC	Law No. 121/1982; Decree No. 271/2026	Importers' and/or Exporters' Register	51% Egyptian ownership and EGP 2m capital for importers (exception route under Law No. 173/2023)
Call centres, BPO, VoIP	NTRA	Telecom Regulation Law No. 10/2003	Call-centre licence or private call-centre registration; VoIP approvals	Unlicensed telecom services can trigger criminal liability
Insurance and non-bank finance	FRA	Sector laws and FRA rules	FRA licence before operating	Ownership, board and capital conditions
Tourism and hospitality	Ministry of Tourism and Antiquities	Law No. 38/1977; Law No. 8/2022	Operating licence, classification, civil protection and health approvals	Egyptian GM for tourism companies; security approvals in restricted areas
Healthcare and pharma	MOHP; EDA	Health and EDA legislation	Establishment licence; product registration; GMP/GDP/GSP compliance	No product on the market before registration
Manufacturing	IDA	Industrial licensing Law No. 15/2017 NEW	Operating licence (prior approval or notification route); environmental and civil protection approvals	Material changes need prior IDA approval
Education	MOETE; NAQAEE	Education Law No. 139/1981	School licence; buildings approval; curricula approval; accreditation	Tuition fees regulated; foreign curricula need extra approval

5.2 Import and export activities

Trading companies are supervised by the **General Organization for Export and Import Control (GOEIC)** and must register in the Importers' Register, the Exporters' Register, or both before trading.

5.2.1 Importers' Register **UPDATED 2026**

New Executive Regulations under **Ministerial Decree No. 271 of 2026** (Official Gazette, 21 July 2026; in force 22 July 2026) replaced Decree No. 846 of 2017. In summary:

- The company must be Egyptian, registered in the Commercial Register, with importing in its objects and its main place of business in Egypt.
- As a rule, at least **51% of share capital must be Egyptian-owned**. Companies below that threshold may register under **Law No. 173 of 2023** for up to 10 years, extendable once by Cabinet decision for up to 10 more years.

- Partnerships, LLCs and OPCs need **minimum paid-up capital of EGP 2 million**, evidenced by filed financial statements, a bank certificate, registered corporate documents or audited accounts.
- GOEIC must decide complete renewal applications within **15 days**; silence is treated as rejection. Renewals will move to an electronic platform.
- An import manager meeting the legal conditions may be required.

5.2.2 Exporters' Register and ongoing duties

Exporters must be registered in the Commercial Register, have exporting in their objects, meet the capital requirement and appoint a qualified export manager. Once registered, traders must keep meeting the registration conditions, notify GOEIC of changes within the set time limits and renew on time.

5.3 Call centres, BPO and VoIP

The **NTRA** regulates telecom-enabled services. Companies serving third-party clients generally need an **NTRA call-centre licence**; companies running call centres only for their own customers generally register as **private call-centre operators**. VoIP, managed telecom services and other regulated technologies may need further approvals. Unauthorised telecom services can lead to administrative, civil or criminal liability under Law No. 10 of 2003.

- A JSC is generally preferred where an NTRA licence is needed.
- Complete incorporation and GAFI, Commercial Register and ETA registrations before applying.
- Operators remain subject to licence conditions, technical standards, cybersecurity, data-protection and record-keeping duties.

5.4 Insurance and non-bank financial services

The **FRA** licenses insurance and reinsurance brokerage, leasing, factoring, consumer finance, microfinance and capital-market activities. No regulated activity may start without an FRA licence. Applications generally include constitutional documents, proof of capital, ownership details, a business plan and governance and operating policies.

Requirement	Insurance / reinsurance brokerage (summary)
Ownership	Financial institutions to hold at least 25% of capital; at least one shareholder with insurance or financial experience
Board	At least two members with insurance experience – one as executive managing director, one independent; no seats on other insurers or brokers in Egypt
Organisation	Licensed brokers plus operations, customer service, IT, finance and administration functions; business plan with projections and expansion plans
Ongoing	Changes in ownership, board or management notified to or approved by the FRA; continuous supervision, reporting and record-keeping

5.5 Tourism and hospitality

The **Ministry of Tourism and Antiquities** leads a specialised regime, with additional approvals from civil protection, health, environmental, local and security authorities as relevant. No tourism business may operate before obtaining its licences.

Activity	Key requirements
Tourism companies (Law No. 38/1977)	Ministry licence; Egyptian company with objects limited to licensed tourism activities; Egyptian general manager; security approvals for border or restricted areas. Foreign tourism companies may open branches on reciprocity, subject to capital and guarantees.
Hotels and tourist establishments (Law No. 8/2022)	Preliminary project approval, operating licence, classification (star rating), civil protection and health approvals; ongoing inspections on safety, quality and pricing where prescribed.
Holiday homes	Tourism operating permit; location in a designated area or approved development; Tourism Suitability Certificate renewed annually; ETA registration; electronic notification before operating.
Specialised activities	Diving centres, tourist transport, hotel management, tourist shops, religious tourism and desert safari need activity-specific licences (premises, equipment, staff, insurance, safety, security).

Breaches can lead to fines, suspension, downgrading of classification or revocation.

5.6 Healthcare and pharmaceuticals

Healthcare establishments (hospitals, clinics, laboratories, radiology centres) are licensed by the **MOHP**. Medicines, biologicals, cosmetics, food supplements, veterinary products and medical devices fall under the **Egyptian Drug Authority (EDA)**.

- **Establishments:** premises, equipment, staffing and health-and-safety review before an operating licence is issued.
- **Products:** establishment licence, product or device registration, manufacturing or import approvals, quality standards and pharmacovigilance. No product may be marketed before registration.
- **People:** physicians, dentists, pharmacists, nurses and other professionals must be licensed; companies may need qualified technical managers.
- **Supply chain:** GMP, GDP and GSP compliance, traceability records and inspections.
- **Ongoing:** licence renewals, adverse-event reporting, advertising and labelling rules; sanctions include suspension and withdrawal of registrations.

5.7 Manufacturing and industrial projects

The **Industrial Development Authority (IDA)** issues operating licences under one of two routes, depending on the activity's risk classification:

	Prior-approval route (higher risk)	Notification route (lower risk)
Licence	Issued after approvals and technical compliance are shown	Issued on notification and documents; outstanding items completed within statutory deadlines
Environment	Environmental approval or EIA before licence	Existing approval or environmental screening study
Civil protection	Approval before licence	May follow the licence within a grace period

- **Changes** to activities, production, capacity, motive power, use or premises need prior IDA approval and may require new environmental or civil protection approvals.
- **Accredited technical offices** can inspect facilities and issue compliance certificates to support applications.
- **Golden Licence:** strategic projects may obtain a single approval under the Investment Law (Section 2.5).
- **Ongoing:** renewals, records, notifications and inspections; sanctions range from corrective orders to cancellation of the licence or removal from the Industrial Register.

5.8 Educational institutions

Private and international schools need licences from the **Ministry of Education and Technical Education (MOETE)** through the competent Educational Directorate, under Education Law No. 139 of 1981 and ministerial decrees.

- **Buildings:** approval from the General Authority for Educational Buildings (planning, construction, safety, capacity); expansions or relocations need prior approval.
- **Curricula:** only approved curricula and certification systems; foreign curricula and materials need prior approval.
- **Staff:** qualified teaching, administrative and supervisory personnel; extra rules for foreign teachers in international schools.
- **Fees:** tuition and increases subject to statutory limits and approval; fees generally collected in Egyptian pounds; no unapproved charges.
- **Quality:** accreditation by NAQAAE where required; ongoing supervision and inspections.

6. Documents Required for Incorporation

Requirements depend on the legal form, whether founders are individuals or companies, Egyptian or foreign, and whether they act in person or through an attorney.

6.1 Document checklist

Document	Egyptian individual	Foreign individual	Corporate shareholder
Valid ID or passport copy	✓ National ID	✓ Passport	✓ For signatories / attorney
Original power of attorney (if represented)	✓	✓ Legalised	✓ Legalised
Proof of address / personal declarations	If requested	Often requested	—
Recent commercial register extract or certificate of incorporation	—	—	✓ Legalised and translated
Articles of association / constitutional documents	—	—	✓ Legalised and translated
Board or shareholder resolution approving the investment	—	—	✓ Usually requested
UBO information (natural persons ultimately owning or controlling)	✓	✓	✓ Trace the full chain
Security clearance data	—	✓ Shareholders, managers, directors	✓ Foreign directors / managers

The power of attorney should expressly authorise the representative to incorporate the company, sign the constitutional documents, appear before GAFI and other authorities, and complete all registrations.

6.2 Legalisation and translation

- Documents issued abroad must generally be **notarised and legalised** in the issuing country and **authenticated by the Egyptian embassy or consulate**, unless a treaty provides otherwise.
- Documents not in Arabic need an **Arabic translation by a certified translator** before submission.

EIGHTPS TIP | Start legalisation first

Legalisation of foreign corporate documents is usually the longest lead-time item. Begin it as soon as the structure is agreed, and check the expiry of extracts (many authorities expect recent documents).

6.3 Security clearance for foreign shareholders and managers

Foreign shareholders, managers and directors may be subject to security clearance. Incorporation may sometimes proceed while the review is pending, but completing registration or starting certain regulated activities may depend on clearance. Scope and timing vary with nationality, activity and sector.

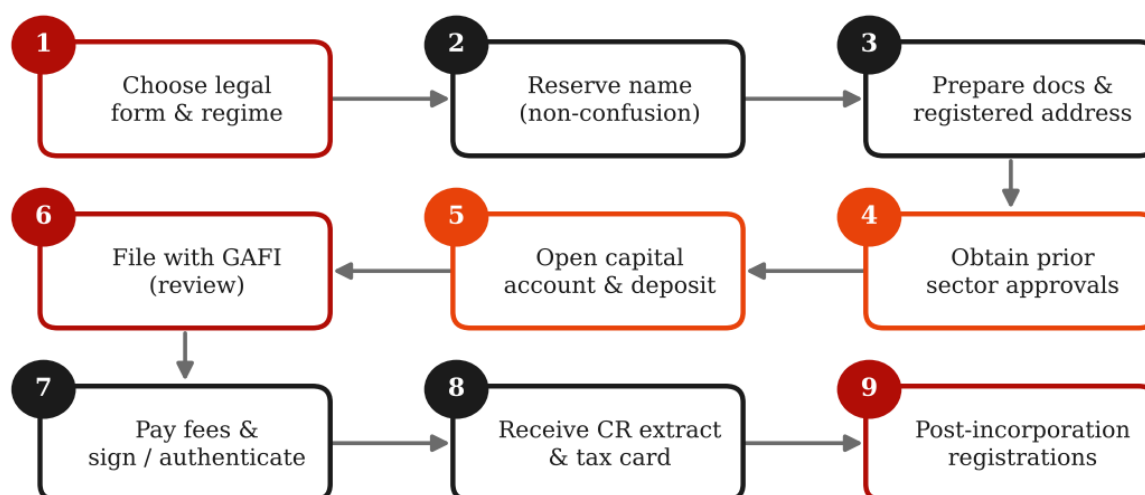
There is no published blacklist. Egypt's AML/CFT framework follows the FATF Recommendations through domestic law and MENAFATF membership; a jurisdiction's FATF grey- or black-list status may be one factor in the authorities' overall assessment, but it is not decisive on its own.

6.4 Beneficial ownership (UBO) at incorporation

Companies must identify and keep accurate information on their **Ultimate Beneficial Owners** – the natural persons who ultimately own or control the company. Where a shareholder is a company, trace ownership through every layer to the individuals at the top. Full requirements are set out in **Section 9.6**.

7. Step-by-Step Incorporation

Incorporation runs mainly through GAFI. The exact path depends on the legal form, the founders, the capital structure and the activity.



Typical GAFI processing: ~7 business days once the file is complete (premium service ~2 business days).

Figure 4. The nine stages of incorporation.

#	Stage	What happens	Output	Practical tip
1	Choose form and regime	Select the legal form; decide whether to apply for Investment Law treatment	Structure memo	Model incentives and licensing before deciding
2	Reserve the name	Obtain a non-confusion certificate; name must suit the legal form and not be misleading	Name certificate (time-limited)	Prepare two or three alternatives
3	Prepare documents and address	Powers of attorney, IDs of founders and managers, registered office evidence	Complete file	The address will appear on CR and tax records – use a compliant lease
4	Prior sector approvals	Obtain approvals required before incorporation (banking, insurance, finance, health, education, tourism, telecom, industry)	Approval letters	Some approvals follow incorporation – map the sequence
5	Deposit capital	Open an account for the company under formation and deposit paid-up capital where required	Bank certificate	Confirm which banks accept accounts for companies under formation
6	File with GAFI	GAFI checks the file against the Companies Law, Investment Law and sector rules; may request changes	Approved file	A complete, consistent file is the biggest time-saver
7	Pay fees and sign	Pay government, registration, publication and authentication fees; sign and authenticate documents	Executed articles	Corporate signatories need a valid resolution and POA

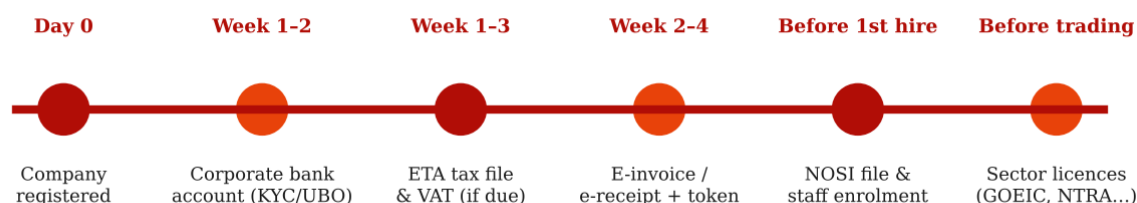
#	Stage	What happens	Output	Practical tip
8	Corporate documents issued	Articles, Commercial Register extract, tax card; publication in the Investment Gazette where required	CR extract, tax card	Check all details before collection
9	Post-incorporation	ETA tax file and VAT where required, then banking, e-invoicing, NOSI and licences	Operating readiness	See Section 8

UPDATED FOR 2026 | How long does it take?

Once the file is complete, GAFI typically issues incorporation documents in about **seven business days**; a premium service (around EGP 10,000 extra) can shorten this to about two business days. Plan additional time for legalisation, security clearance and sector approvals.

8. After Incorporation: Core Registrations

Before trading, a new company needs a bank account, tax registrations, e-invoicing set-up, social insurance and any sector licences.



Indicative sequencing only — actual timing depends on the bank, activity and authority.

Figure 5. Indicative post-incorporation roadmap.

8.1 Corporate bank account

The permanent account is opened by the legal representative or an authorised signatory shown in the Commercial Register or articles. Banks typically ask for the CR extract, tax card, articles and amendments, signatories' IDs, proof of address, specimen signatures, account forms and **KYC and UBO documentation**. The account is activated once due diligence is complete.

8.2 Tax registration and key rates

Every company must register with the **Egyptian Tax Authority (ETA)**, keep proper books, retain supporting documents and notify the ETA of changes to address, management, ownership or activities. **UPDATED 2026** Key rates and deadlines:

Tax	Rate / rule	Filing and payment
Corporate income tax	22.5% standard; 40% for the Suez Canal Authority, EGPC and CBE; 40.55% for oil exploration companies	Annual e-return within 4 months of year-end (30 April for December year-ends); balance due on filing
Dividend withholding tax	10% (unlisted); 5% (EGX-listed)	Withheld on distribution
WHT on payments to non-residents	20% on interest, royalties and services (treaty relief may apply, often by refund)	Withheld at source
Local WHT (payments to residents above EGP 300)	1% contracting/supplies; 3% services; 5% commissions	Credited against corporate tax
VAT	14% standard; 5% on machinery for production lines; exports zero-rated (conditions apply)	Register at EGP 500,000 annual turnover (no threshold for professional/consultancy services); monthly return within one month of month-end
Payroll tax	Progressive rates on employment income	Withheld monthly; annual reconciliation
Universal health insurance contribution NEW	0.25% of total annual revenue (not deductible)	Annual

Tax	Rate / rule	Filing and payment
Stamp tax	Nominal (e.g. per document) and proportional (e.g. 0.4% p.a. on bank credit facilities)	Per transaction
Real estate tax	10% of assessed annual rental value (exemptions apply)	Annual
Statute of limitations	5 years (6 years for evasion)	—
Transfer pricing	Three-tier documentation for related-party dealings	Penalties EGP 3,000–50,000, higher for repeat cases

8.3 Simplified regime for small enterprises (Law No. 6 of 2025)

In force since **1 March 2025**, the regime is available, on application, to enterprises with annual turnover up to **EGP 20 million**, provided they file on time and use the ETA's e-invoice and e-receipt systems. Professional consultancy firms earning 90% or more of revenue from one or two clients, and businesses restructured just to qualify, are excluded.

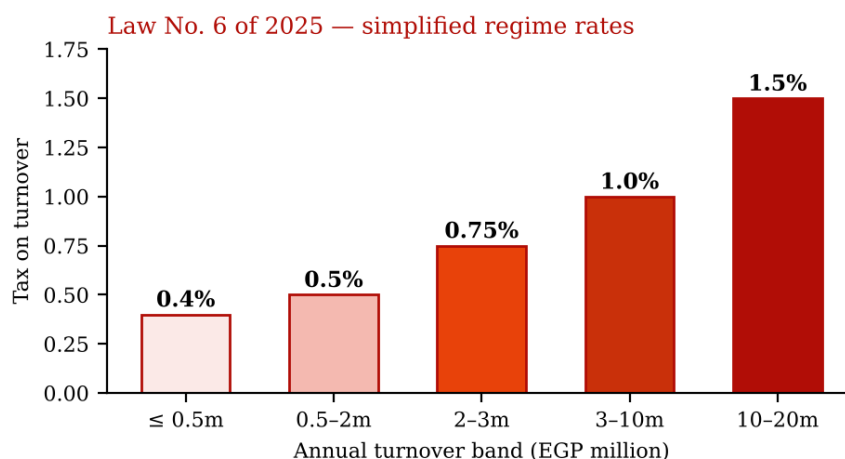


Figure 6. Simplified-regime tax on turnover by band.

Source: summaries of Law No. 6 of 2025 (EY; Beaccount).

- **Exemptions:** stamp tax and registration fees on formation, financing and land documents; capital gains on sale of machinery and fixed assets; dividend WHT; local WHT / advance payments.
- **Lighter filing:** quarterly VAT returns, a simplified annual tax return, an annual payroll return and simplified bookkeeping.
- **Lock-in and audits:** the election cannot be withdrawn for five years; inspection is generally after five years.
- **Growth:** if turnover exceeds EGP 20m by no more than 20%, the 1.5% rate continues for one more year; beyond that, benefits end the following year.

UPDATED FOR 2026 | Law No. 151 of 2026

Law No. 151 of 2026 repeals Article 18 of the Income Tax Law (presumptive assessment of small enterprises). Existing rules continue through the 2027 tax period; from 2028, assessments rely on actual records, invoices and electronic data. The Law No. 6 of 2025 regime is unaffected.

8.4 E-invoicing and e-receipts

Companies must register on the ETA's e-invoicing platform, obtain an **electronic signature certificate** from an accredited provider and the token or tools needed to sign invoices. Since January 2023, e-invoices must be submitted on the day they are issued. Only system-issued invoices support deductible costs, and dealings with government entities must use e-invoices. Retail and consumer-facing businesses may also need to join the **e-receipt** system. Non-compliance can lead to penalties.

8.5 Employment and workforce compliance

8.5.1 Social insurance

Employers open a file with the competent NOSI office, obtain an establishment insurance number, register each employee on hire and report changes. Contributions are calculated on the insurable wage and remitted monthly.

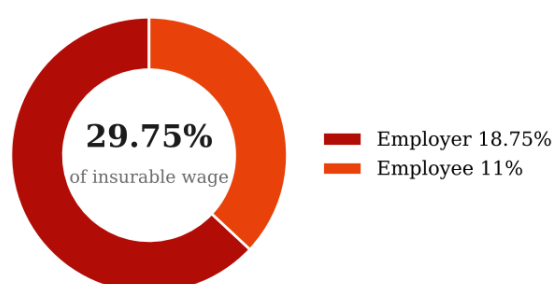


Figure 7. Social insurance contribution split (Law No. 148 of 2019).

Year	Minimum insurable wage (EGP / month)	Maximum insurable wage (EGP / month)
2025	2,300	14,500
2026 (current) UPDATED 2026	2,700	16,700
2027 (scheduled)	3,200	19,300

Limits rise about 15% a year under the law's schedule. Board members and managers listed in the Commercial Register contribute a flat 21% of the maximum insurable wage. Sources: NOSI via Zawya; PwC (reviewed 17 Aug 2026).

8.5.2 Labour Law No. 14 of 2025 – what changed for employers UPDATED 2026

Topic	Rule under the new law
Entry into force	1 September 2025 (labour disputes from 1 October 2025); replaces Law No. 12 of 2003
Contracts	Written, in Arabic, four originals (employer, employee, social insurance office, administrative authority); a second language allowed for non-Arabic-speaking foreigners, Arabic prevails
Annual increment	At least 3% of the insured wage, with temporary exemptions for eligible employers
Annual leave	15 working days in year one; 21 days thereafter; 30 days after 10 years; 45 days for employees with disabilities

Topic	Rule under the new law
Maternity / paternity	Four months' paid maternity leave (up to three times); new paternity leave
Resignation	Three months' notice; employer must respond within 10 days
Internal regulations	Employers with 10+ employees: work regulations within 60 days, approved by the authority and displayed
Personnel files	Kept for each employee and retained at least five years after termination
Training fund	0.25% of the minimum insured wage per employee (capped)

8.5.3 Foreign employees

- A work permit and residence authorisation are needed before starting work, unless exempt.
- **Investment Law (Art. 8):** foreigners up to 10% of the workforce, rising to 20% where qualified Egyptians are unavailable; strategic projects may be exempted.
- **Companies Law (Art. 174):** Egyptians at least 90% of employees and 80% of total wages.
- **Ministerial Decree No. 279 of 2025** (effective late December 2025) regulates permits: 10% cap, notifications and reporting, short-term permits up to 14 days, and roles closed to foreigners. **UPDATED 2026**

8.5.4 Minimum wage **NEW**

The private-sector minimum wage set by the National Council for Wages has been **EGP 7,000 per month since March 2025**. In April 2026 the Cabinet announced an increase to **EGP 8,000 from July 2026**

8.5.5 Payroll, records and inspections

Keep accurate payroll records (salaries, allowances, bonuses, deductions, contributions, leave) and comply with working hours, overtime, leave, health and safety, termination and end-of-service rules. Labour inspectors may audit compliance.

9. Corporate Governance and Ongoing Compliance

Incorporation is the start, not the end. Meetings, audits, filings, beneficial-ownership records and licence renewals continue every year.

9.1 General meetings

	Ordinary General Meeting (OGM)	Extraordinary General Meeting (EGM)
Scope	Annual financial statements, board report, auditor appointment, dividends, election/removal of directors, discharge of the board	Amending the articles, capital increases or reductions, mergers and demergers, changes of objects, extension or early dissolution
Timing	At least annually, within the statutory period after year-end	When required
Quorum	25% of share capital (unless the articles say otherwise)	50% of share capital at first call; a second meeting may be convened if not met
Majority	Absolute majority of votes represented	Two-thirds of shares represented; three-quarters for certain fundamental resolutions

Meetings are usually called by the board or managers, and may also be called by the auditor or qualifying shareholders. Shareholders may attend in person or by written proxy; electronic voting is available for companies registered with the depository, under GAFI rules.

9.2 Board of directors (JSC)

A JSC board has at least **three members**, generally elected for **three years**. The board sets strategy, oversees operations and ensures legal compliance; it elects a chair and may appoint a vice-chair, managing director or CEO. Meetings are generally valid with a majority of directors present, and minutes must be kept. Directors owe fiduciary duties: act in the company's interest, disclose conflicts and abstain where interested, and respect rules on related-party transactions, competing business and confidentiality.

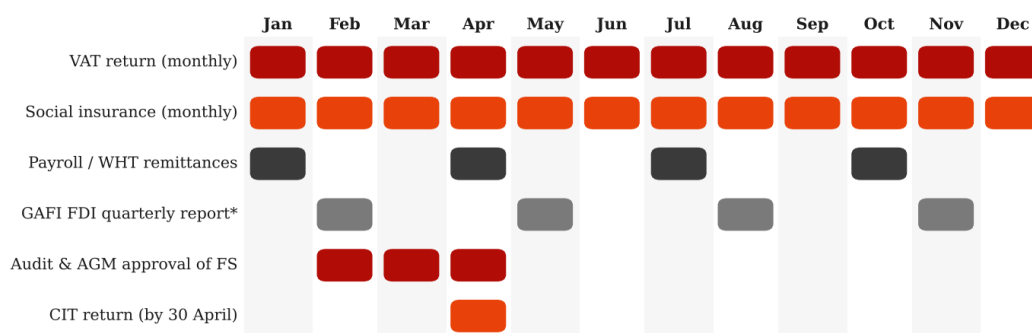
9.3 Statutory audit and financial statements

JSCs, LLCs and OPCs must appoint a **statutory auditor licensed in Egypt**, who reports on the annual financial statements prepared under Egyptian Accounting Standards. Financial statements are filed with the Commercial Register – the original guide states within **15 days of preparation** and are open to inspection as the law provides.

9.4 Reporting to GAFI and FDI reporting

Report	Deadline	Notes
Annual financial statements and annual data form	After approval by the general assembly	Workforce, investments, branches and corporate structure
Quarterly financial reports	Quarterly	Exemptions may apply to small and micro enterprises
FDI event notification (PM Decree No. 2732/2019)	Within 30 days of a change	Changes in capital, activities, shareholding or board
FDI quarterly report	Within 45 days after each calendar quarter	Companies with non-Egyptian ownership
FDI annual report	Within 3 months of year-end per the original guide; Chambers 2026 states 4 months	Non-compliance fine reported at EGP 50,000 under the Investment Law NEW

9.5 Annual compliance calendar



Illustrative for a 31 December year-end. *Filed within 45 days after each quarter (non-Egyptian-owned companies). Confirm dates each year.

Figure 8. Illustrative compliance calendar for a 31 December year-end.

9.6 Ultimate beneficial ownership (UBO)

Under Egypt's AML and transparency framework, companies must identify and keep accurate information on the natural persons who ultimately own or control them – through direct or indirect ownership, voting rights, contracts or other means.

Who counts as a UBO	Information to hold	When it is needed
• Holders, directly or indirectly, of a significant ownership interest • Persons with effective control over management or strategy • Persons able to appoint or remove directors or otherwise exercise dominant influence	• Full name, nationality, date of birth • National ID or passport details • Residential address • Nature and percentage of ownership or control and how control is exercised	• Incorporation • Bank account opening and periodic KYC refreshes • Licence applications • On request by authorities

WATCH OUT | Keep it current

Update UBO records whenever ownership, voting rights, management or control change. Missing or inaccurate information can delay banking and licensing and lead to regulatory sanctions.

9.7 Other recurring obligations

- Hold annual general meetings and keep statutory registers and minutes.
- Record corporate changes in the Commercial Register.
- Renew sector licences, permits and registrations on time.
- Maintain tax, VAT, e-invoicing, payroll and social insurance compliance.

10. Corporate Changes and Restructuring

Capital changes, share and quota transfers, mergers, demergers and amendments to the articles follow procedures that differ by legal form.

10.1 Capital increases

	Joint Stock Company	Limited Liability Company
Who decides	Board, within authorised capital, if issued capital is fully paid (unless an exception applies). Listed companies: OGM resolution	Partners, as set out in the articles
Subscription	New shares subscribed within three years of the resolution	Amendment of constitutional documents
Pre-emption	Existing shareholders have pre-emption on cash increases, unless the EGM waives it for justified reasons	Per articles and law
Notice	Shareholders informed of amount, period, procedure and rights	—

10.2 Transfers of shares and quotas

- **JSC shares** are generally freely transferable, but founders' shares and shares issued for in-kind contributions are locked up until financial statements for **two full financial years** have been published (unless the law allows otherwise). Publicly subscribed shares follow Capital Market Law and EGX rules.
- **LLC quotas** are not freely transferable to outsiders: notify the company and partners, who have a statutory pre-emption right on the same terms. If not exercised, the transfer may proceed on the notified terms.
- Transfers bind the company and third parties only once recorded and registered. Keep every transfer properly documented.
- **OPC:** a full transfer requires amendments within 90 days; a partial transfer requires conversion to another form within 90 days (Section 4.2).

10.3 Other changes

Law No. 4 of 2018 introduced rules on **share buybacks** (up to 10% for limited purposes, notified to GAFI and disposed of within one year), **preferred shares** after incorporation, and **horizontal and vertical demergers** with protections for shareholders and creditors. Losses exceeding half of shareholders' equity require an EGM decision on continuation.

11. Dissolution and Liquidation

Closing a company is a regulated process with registration, publication and record-retention duties.

11.1 Grounds for dissolution

Expiry of the term, achievement or impossibility of the purpose, a shareholders' or partners' resolution, a court judgment, or other statutory grounds (for example, insufficient shareholders or specified losses).



Figure 9. The liquidation process.

11.2 Effect and process

- After dissolution the company enters liquidation (unless it ends through a merger or demerger) and keeps legal personality only as needed to liquidate. It must add “**under liquidation**” to its name.
- Shareholders or partners appoint one or more liquidators and set their fees; in a court-ordered dissolution the court appoints them.
- The liquidator preserves assets, collects receivables, settles liabilities, sells property where needed and represents the company.
- The appointment and liquidation arrangements are registered with the Commercial Register and published in the Companies Gazette.
- Final accounts are approved by the shareholders; completion is registered and the company is deregistered.
- Books and records are kept for **ten years** after deregistration unless another custodian is designated.

11.3 Liability and limitation periods

Claim	Limitation period
Between shareholders/partners, or by third parties against them	5 years from completion and registration of liquidation
Against the liquidator	3 years from the wrongful act or from knowledge of it
Against the liquidator – fraud or deceit	15 years from completion of liquidation

12. Regulatory Oversight, Inspection and Penalties

GAFI and other competent authorities supervise compliance with the Companies Law, its Executive Regulations and other applicable laws.

12.1 Supervision and shareholder rights

- Designated GAFI officials may hold judicial enforcement powers and may inspect books and records; directors and managers must provide information and copies.
- GAFI investigates complaints from shareholders and other interested parties.
- Authority representatives may attend general meetings to record proceedings and comment, without voting.
- Shareholders may inspect company records; interested parties may request documents held by GAFI, unless disclosure would harm the company or the public interest.
- Holders of **10%** of capital may obtain information on related-party transactions; GAFI decides binding disputes.

12.2 Official inspection

The competent authority – or shareholders holding **20%** of a bank's capital or **10%** of another JSC's capital – may request an inspection where there are serious indications of substantial breaches by directors or auditors. The competent minister may appoint a committee (including a Central Auditing Organization representative) with power to examine books, operations and affiliates and to appoint experts. If allegations are unfounded, the requesting shareholders may bear the costs; if proven, the committee may order corrective steps, convene the general assembly or recommend removal of directors or auditors and liability proceedings.

12.3 Appeals, nullity and penalties

Topic	Rule
Appeals against GAFI decisions	Grievance committee; generally within 15 days of notification or knowledge; decision within 60 days, final and binding on GAFI
Nullity of corporate acts	Acts or resolutions breaching mandatory provisions may be declared void, protecting bona fide third parties; courts may allow up to six months to cure; claims within 3 years of knowledge (15 years for fraud or deceit)
Penalties	Civil, administrative and criminal liability; fines stated in the original guide as EGP 2,000–10,000, doubled for repeat or unremedied breaches; imprisonment in some cases; settlement possible for certain offences
FDI reporting NEW	Fine reported at EGP 50,000 for failure to file FDI data under the Investment Law

13. Quick-Reference Summary

The essentials on two pages – keep this section to hand.

13.1 Key numbers

Item	Figure	Item	Figure
OPC minimum capital	EGP 1,000 (fully paid)	Corporate tax	22.5%
LLC partners	2–50	VAT standard rate	14%
LLC minimum capital	No statutory minimum	VAT registration	EGP 500,000 turnover
JSC founders	3 or more	Dividend WHT	10% / 5% listed
JSC minimum capital	EGP 250,000 / 500,000	WHT non-residents	20% (treaty relief)
JSC board	3+ directors, 3-year term	Social insurance	18.75% + 11%
Foreign workforce	10% (up to 20%)	Insurable wage 2026	EGP 2,700–16,700
Egyptian staff (Companies Law)	≥ 90% of staff, ≥ 80% of wages	SME regime	0.4%–1.5% of turnover (≤ EGP 20m)
GAFI processing	~7 business days	Health insurance	0.25% of revenue
Importers (companies)	51% Egyptian; EGP 2m capital	Minimum wage	EGP 7,000 (8,000 announced)

13.2 Key deadlines

Obligation	Deadline
Corporate income tax return	Within 4 months of year-end
VAT return	Monthly, within one month of month-end (quarterly under the SME regime)
E-invoice submission	Same day as issue
Social insurance contributions	Monthly
FDI event notification / quarterly report	30 days / 45 days after quarter-end
OPC ownership change	90 days
JSC below three shareholders	Regularise within 6 months
Appeal against GAFI decision	15 days

13.3 Ten practical tips

1. Confirm ownership and licensing rules for your exact activity first.
2. Test Investment Law eligibility before fixing the structure.
3. Start legalising foreign documents immediately.
4. Prepare a complete, consistent GAFI file – completeness drives speed.
5. Choose a registered address that satisfies the CR, ETA and sector regulators.
6. Map every UBO through the ownership chain before bank onboarding.
7. Set up e-invoicing and e-signature before the first sale.
8. Register with NOSI before the first hire and issue Arabic contracts.
9. Build a compliance calendar for tax, payroll, GAFI and licence renewals.
10. Re-check rates and thresholds annually – Egyptian rules change frequently.

14. Conclusion and How EIGHTPS Can Help

With the right structure, preparation and ongoing compliance, Egypt offers a strong foundation for sustainable growth.

Setting up in Egypt is about more than registering a company. Investors must align the legal form, ownership and capital, licences, tax and employment obligations with their long-term plans for financing, expansion, new investors or exit. Incorporation marks the start of continuing corporate, tax, employment, accounting, reporting and sector obligations, overseen by GAFI and other authorities.

Requirements vary with activity, sector, location, ownership and scale, so every project needs a case-by-case assessment and professional advice before proceeding.

How EIGHTPS supports investors

Entry structuring Vehicle selection, Investment Law eligibility and incentive modelling.	Incorporation support GAFI file preparation, coordination and post-incorporation registrations.	Tax compliance Corporate tax, VAT, WHT, e-invoicing, SME regime and transfer pricing.
Payroll & social insurance NOSI registration, payroll tax and Labour Law compliance.	Accounting & audit Bookkeeping, financial statements and statutory audit.	Ongoing compliance GAFI and FDI reporting, UBO records and compliance calendars.

Appendix A: Glossary and Abbreviations

Term	Meaning
AfCFTA	African Continental Free Trade Area
AML / CFT	Anti-money laundering / countering the financing of terrorism
CAPMAS	Central Agency for Public Mobilization and Statistics
CBE	Central Bank of Egypt
CR	Commercial Register
EDA	Egyptian Drug Authority
EGM / OGM	Extraordinary / Ordinary General Meeting
ETA	Egyptian Tax Authority
FDI	Foreign direct investment
FRA	Financial Regulatory Authority
GAFI	General Authority for Investment and Free Zones
GOEIC	General Organization for Export and Import Control
IDA	Industrial Development Authority
JSC	Joint Stock Company
KYC	Know your customer
LLC	Limited Liability Company
MCDR	Misr for Central Clearing, Depository and Registry
MOETE	Ministry of Education and Technical Education
MOHP	Ministry of Health and Population
NAQAAE	National Authority for Quality Assurance and Accreditation of Education
NOSI	National Organization for Social Insurance
NTRA	National Telecommunications Regulatory Authority
OPC	One Person Company
SCZone	Suez Canal Economic Zone
UBO	Ultimate beneficial owner
WHT	Withholding tax

Appendix B: Sources and References

Sources consulted for fact-checking in October 2026. Statutory references are as cited in the source document and verified sources; the official Arabic texts published in the Official Gazette prevail.

Ref	Source	Link
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So	Source document: “A Complete Guide to Establishing a Company in Egypt” (Andersen Egypt, 2026 edition, 74-page PDF supplied by the client)	Supplied file

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