

提示简报

Updates to Bermuda's Economic Substance Declaration Portal

百慕大经济实质申报门户网站更新

The Bermuda Registrar of Companies (RoC) has advised that the portal provided for the submission of Economic Substance Declarations (ESDs) will undergo an update on Monday, November 30, 2020.

In an industry notice issued on 26 November, the RoC listed the impacts of the portal update as follows:

1. Deletion of Existing Incomplete ESD Filings
Any incomplete Economic Substance Declaration on the portal WILL be deleted at the time of the update on Monday, November 30, 2020. Any entity with an incomplete ESD filing on the portal should complete the filing prior to the update.
2. Allowance for Entities with Zero Gross Income to File a Declaration
An entity that carries on a relevant activity is required to file a declaration, whether or not it earns any gross income in respect of the relevant activity, as set out in Section 6 of the Revised Guidance Notes dated 18 September 2020 (see note below). The updated portal will feature a question on this issue in the General section. A 'Yes' or 'No' response will be required. A response of 'No' will allow the entity to file a 'Nil' declaration.
3. Collection of Additional Data
In order to achieve greater clarity and facilitate the analysis process, additional data collection fields have been added to the 'Managed and Directed' and the 'Financial Information & Employees' sections of the declaration.
4. Self-Reporting of Non-Compliance with Economic Substance Requirements (ESR)
An entity that responds 'No' to the question of compliance with ESR in the 'Declaration' section will be required to check the relevant box to indicate each requirement with which it failed to comply.

百慕大公司注册处通知，供提交经济实质申报的门户网站将于 2020 年 11 月 30 日星期一进行更新。

在 11 月 26 日发布的行业通告中，公司注册处列出了门户网站更新所涉及的如下内容：

1. 删除现有未填完的经济实质申报
门户网站上所有未填完的经济实质申报都将在 2020 年 11 月 30 日星期一更新时被删除。任何在门户网站上未填完其经济实质申报的实体都应在此更新之前填妥申报。
2. 允许毛收入为零的实体提交申报
从事相关活动的实体必须提交申报，无论其是否从该相关活动中赚取了任何毛收入，这在 2020 年 9 月 18 日的《修订指导说明》第 6 条中进行了说明（请参阅以下说明）。更新后的门户网站将在“一般信息”部分对这一点提出一个问题。对此问题需要回答“是”或“否”。如果回答“否”，则实体可提交“零”申报。
3. 收集额外数据
为了获得更高的清晰度并促进分析过程，申报表的“受管理和指示”以及“财务信息和员工”部分添加了收集额外数据的字段。
4. 自陈未遵守经济实质要求的情况
如果实体在“声明”部分中对经济实质要求的合规性问题回答了“否”，则必须勾选相应的框，指明每项其未能遵守的要求。

5. Filing Control – Financial Period

It will be mandatory for the entity to enter its year-end date before being allowed to proceed to file and/or save its Economic Substance Declaration.

Revision to Economic Substance Guidance Notes re: gross revenue earned

Section 6 of the Guidance Notes in relation to the Economic Substance Act 2018 (the “Act”) was revised in September 2020 to clarify that entities will be deemed to be carrying on a relevant activity (and therefore would be in scope of Act) whether or not any gross revenue is earned from that relevant activity. However, the revised Guidance Notes reaffirmed that an entity that earns no gross revenue from the activity in a relevant financial period will not be required to satisfy the economic substance requirements in respect of that activity for that period. Any such entity that earns no gross revenue is therefore **not** required to complete a full Economic Substance Declaration in respect of that activity for that period, although such entities with a filing date on or after 30 November 2020 **are** now required to file a ‘Nil’ declaration.

How can we help?

For more information, please contact your usual Conyers lawyer or any of those listed below.

This article is not intended to be a substitute for legal advice or a legal opinion. It deals in broad terms only and is intended to merely provide a brief overview and give general information. The Chinese translation of this article has been adapted from the English original, please refer to the original in case of ambiguity.

5. 申报限制 - 财务期

实体必须输入其财年结束日期才能提交和/或保存其经济实质申报。

修订的经济实质指导说明相关内容：赚取的毛收入

与《2018 年经济实质法》（下称“《经济实质法》”）相关的《修订指导说明》第 6 条于 2020 年 9 月进行了修订，以澄清一个事项，即无论实体是否从一项相关活动中赚取任何毛收入，都被视为从事该相关活动（因此属于《经济实质法》的范围）。但是，《修订指导说明》强调，在相关财务期内未从该活动中赚取毛收入的实体无需满足与该财务期内该活动相关的经济实质要求。因此，任何此类未赚取毛收入的实体无需填写一份完整的与该财务期内该活动相关的经济实质申报，尽管申报日期为 2020 年 11 月 30 日当日或之后的此类实体现在必须提交“零”申报。

我们如何能帮助您？

欲了解更多信息，请与本所您惯常联络的律师或下列任何律师联系。

本文的内容并非详尽无遗，旨在提供简要概述和一般资料，而不应用于替代法律建议或法律意见。中文译本仅供参考，如有歧义，请以英文原文为准。

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