

## 提示简报

# Filing an Economic Substance Declaration in Bermuda

## 在百慕大提交经济实质申报表

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In 2018, Bermuda enacted legislation with respect to economic substance requirements for entities based in the jurisdiction. All other major offshore jurisdictions enacted similar legislation at the same time. The Economic Substance Act 2018 (the “Act”) requires all Bermuda-based entities that are carrying on a “relevant activity” to file an Economic Substance Declaration Form (a “Declaration Form”) with the Bermuda Registrar of Companies annually, within six months of the last day of the entity’s financial year (for example, such an entity with a financial year-end of 31 December 2020 will be required to file its completed Declaration Form by 30 June 2021).

### Relevant Activities

The following are relevant activities, as defined by the Act:

- Banking
- Insurance
- Fund management
- Financing and leasing
- Headquarters
- Shipping
- Intellectual property
- Distribution and service centres
- Holding entity

### Economic Substance Declaration

The Declaration Form must include information demonstrating that the relevant entity has either: (a) satisfied the economic substance requirements applicable

2018年，百慕大颁布了关于位于其管辖区内实体的经济实质要求的立法。所有其他主要离岸司法管辖区也同时颁布了类似的法律。《2018年经济实质法》（以下简称“《经济实质法》”）要求所有位于百慕大并从事“相关活动”的实体每年向百慕大公司注册处提交经济实质申报表（以下简称“申报表”），提交时间为实体的财务年度最后一天之后的六个月内（例如，财务年度截至2020年12月31日的此类实体需要在2021年6月30日之前提交填写完整的申报表）。

### “相关活动”

以下是《经济实质法》定义的相关活动：

- 银行
- 保险
- 基金管理
- 融资和租赁
- 总部
- 船运
- 知识产权
- 分销与服务中心
- 控股实体

### 经济实质申报

申报表必须包括证明相关实体具备以下其中一项的信息：(a) 符合适用于该实体的经济实质要求，或者 (b) 出于税收目的而位于别的司法管辖区（其不在欧盟非合作税收管辖区名单

to that entity, or (b) is resident for tax purposes in another jurisdiction (which is not on the European Union's list of non-cooperative jurisdictions for tax purposes). An entity that carries on a relevant activity is required to file a Declaration Form whether or not it earns any gross revenue in respect of the relevant activity. It should be noted, however, that entities that do not earn any gross revenue in respect of the relevant activity may file a 'Nil' declaration and such entities are not required to comply with the economic substance requirements.

The Registrar will determine whether or not the applicable substance or tax-residency requirements are met, based on the information provided by the relevant entity.

## Economic Substance Requirements

The economic substance requirements for a Bermuda-based entity will depend on the nature of the relevant activity and the particular circumstances of the entity. For an overview of economic substance requirements for Bermuda-based entities, click [here](#). However, we recommend seeking legal advice in Bermuda concerning the individual situation of any entity or proposed entity.

## How can we help?

Conyers was closely involved with the implementation of Bermuda's economic substance legislation as well as the Registrar's Economic Substance Declaration Portal. The Declaration Form can only be filed via the Economic Substance Declaration Portal, which is accessed via the following web link: [www.registrarofcompanies.gov.bm](http://www.registrarofcompanies.gov.bm)

Our lawyers have advised and assisted our clients with their assessment of the impact of the economic substance requirements, as well as filing their initial Declaration Forms. As a result, we have acquired an unrivalled understanding in Bermuda of the economic substance requirements of various types of entity, across all relevant activities, as well as expertise on the filing process.

Please reach out to your usual Conyers contact, or one of the lawyers listed below, for help with:

- determining the status of an entity for economic substance purposes
- clarifying the reporting obligations of an entity
- completing and filing the Declaration Form.

## Corporate Services

In some instances, entities required to meet economic substance requirements may benefit from our full suite of fiduciary services. Contact us to find out whether we can assist you in fulfilling your obligations under the law.

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.

上)。从事相关活动的实体必须提交申报表，无论实体是否从相关活动中赚取了任何毛收入。但是，应该指出的是，未从相关活动中赚取任何毛收入的实体可以提交“零”申报，此类实体无需遵守经济实质要求。

注册处会根据相关实体提供的信息来判定其是否符合适用的实质要求或税收居住地要求。

## 经济实质的要求

对百慕大实体的经济实质要求取决于相关活动的性质和实体的特定情况。欲查看有关百慕大实体的经济实质要求的概述，请单击[这里](#)。然而，我们还是建议就任何实体或拟议实体的自身情况在百慕大寻求法律咨询。

## 我们如何能帮助您？

康德明律师事务所密切参与了百慕达经济实质法规及注册处的经济实质申报门户网站的实施。申报表只能通过经济实质申报门户网站提交，可通过此网页链接访问：[www.registrarofcompanies.gov.bm](http://www.registrarofcompanies.gov.bm)

我们的律师已为客户提供了法律意见，并协助他们评估了经济实质要求的影响，也协助他们提交了其最初的申报表。结果，我们在百慕大对各类实体、所有相关活动的经济实质要求方面掌握了无与伦比的知识，并获得了申报流程方面的专业知识。

请与您惯常联络的康德明律师事务所的律师或下列律师联系，获取以下帮助：

- 确定实体的经济实质状态
- 解释清楚实体的报告义务
- 填写并提交申报表。

## 企业服务

在某些情况下，需要满足经济实质要求的实体可从我们的全套委托服务中受益。请与我们联系，了解我们能否协助您履行法律规定的义务。

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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