



Proposal for Formation of [REDACTED] Limited as a Holding Company in Gibraltar

Prepared by Offshore Advisory Group (OAG)

Objective

To establish [REDACTED] Limited, a Gibraltar-based holding company, to wholly own the shares of the UK-registered trading and property companies listed below.

This structure will enable secure asset and cash ring-fencing in Gibraltar, free from UK tax liabilities.

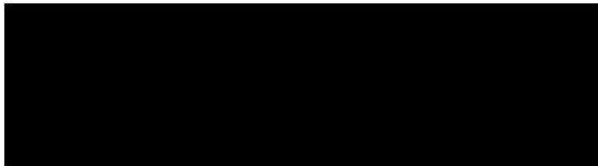
It also provides flexibility for future asset sales, operational continuity, and efficient tax planning while leveraging Gibraltar's advantageous tax regime, and UK-aligned legal framework.

Proposed Structure

Holding Company Formation

Incorporate [REDACTED] Limited in Gibraltar as a holding company with the option to trade.

Transfer ownership of shares in the following UK companies to [REDACTED] Limited:



Tax Efficiency

Limited Taxation in Gibraltar: Corporate tax in Gibraltar is set at 10%, limited to income accrued in and derived from Gibraltar. Foreign-sourced income, including income from UK-based companies, is not subject to Gibraltar corporate taxation.

Ring-Fenced Assets: Cash and assets held in Gibraltar accounts will be free from UK corporate tax, personal tax, and Capital Gains Tax (CGT).

Tax Benefits on UK Real Estate Sales: Real estate sales in the UK will only attract stamp duty for the purchaser, with no tax liability for [REDACTED] Limited.

Asset Protection

Gibraltar's legal system, as a British Overseas Territory, aligns closely with UK law, ensuring secure ownership and governance of assets.

Retirement Flexibility

Upon retirement, [REDACTED] may sell the trading companies as a going concern, with proceeds held in Gibraltar free of UK tax.

Alternatively, the businesses may continue to operate under a streamlined IP licensing structure.

Operational Continuity

If trading businesses remain operational, an IP licensing agreement will allow [REDACTED] Limited to invoice the UK companies. This eliminates UK corporation tax liabilities. Invoices from Gibraltar will be VAT-free, as it is a VAT-free jurisdiction.

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Currency Stability

Gibraltar's currency, the Gibraltar Pound (GIP), is pegged to the Pound Sterling (GBP), ensuring currency stability and ease of transactions with the UK.

A secure and regulated bank account will be opened with the capacity for high-value deposits and international transfers.

Funds held in this account can be used globally for property or asset acquisitions in any jurisdiction.

Implementation Plan

Incorporate [REDACTED] Limited in Gibraltar.

Transfer ownership of shares from UK entities to [REDACTED] Limited.

Draft and implement inter-company agreements, including IP licensing.

Establish a bank account capable of managing high-value transactions and deposits.

Summary of Benefits

Tax-Free Asset Holding: Secure and tax-efficient ring-fencing of cash and assets in Gibraltar.

Limited Tax Exposure: Foreign-sourced income remains untaxed locally.

Retirement Planning Flexibility: Options to sell trading companies tax-free or retain operational control.

Robust Legal and Banking Framework: Seamless international financial management supported by Gibraltar's UK-aligned legal system and banking infrastructure.

Minimisation of UK Corporation Tax: Through IP licensing and other lawful tax planning mechanisms.

Stable Currency Pegged to GBP: Benefits from the stability and familiarity of GBP parity.

Cost Breakdown

Incorporation of [REDACTED] Limited in Gibraltar, Drafting of inter-company agreements (including IP licensing), Tax advisory services, Regulatory compliance and administrative support, Opening of a secure Gibraltar-based bank account

Total Estimated Cost: £10,000

This proposal maximises the fiscal and legal advantages of Gibraltar's tax regime, ensuring that foreign-sourced income remains untaxed locally.

It combines a robust legal framework with a secure banking infrastructure, offering a compliant and efficient solution for asset protection, operational continuity, and retirement planning.

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