BRIS GROUP

NEVIS

LIMITED LIABILITY COMPANY

CLIENT GUIDE 2026

Formation, non-resident taxation, asset protection, records and annual renewal

Professional company formation and ongoing corporate administration

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Nevis Limited Liability Company at a Glance

A **Nevis Limited Liability Company (LLC)** is formed under the **Nevis Limited Liability Company Ordinance, Cap. 7.04(N)**. The current consolidated legislation is based on the 2017 Ordinance and subsequent amendments, including the important 2019 tax amendment. An LLC combines separate legal personality and limited liability with a highly flexible Operating Agreement and member/manager governance.

Topic	Current position
Foreign ownership	A Nevis LLC may be wholly owned by non-residents and may have a single member.
Members	Members hold LLC interests rather than corporate shares. Membership rights and economic interests are primarily governed by the Ordinance and Operating Agreement.
Management	The LLC may be **member-managed or manager-managed**. Managers need not generally be resident in Nevis for an ordinary international structure.
Registered agent	A Nevis LLC must continuously maintain a **licensed registered agent**.
Registered office	The registered agent's physical place of business in Nevis serves as the LLC's registered office.
Capital	There is **no share capital** and no general statutory minimum capital. Members make contributions as agreed.
Tax	The former blanket LLC tax exemption ended by **30 June 2021**. A genuinely non-resident LLC managed abroad and without Federation-source taxable income may nevertheless have **0% local income tax on foreign-source income**, subject to classification and current tax rules.

Key Benefits for International Clients

- 100% foreign ownership and a single-member structure are available.
- No directors or shareholders are required: the structure uses **members and managers**.
- Flexible Operating Agreement can allocate management rights, voting, distributions, contributions and economic interests in a customised way.
- No statutory share capital and no requirement to pay a fixed minimum capital into a Nevis bank account.
- Separate legal personality and limited liability for members/managers, subject to the Ordinance and general law.
- Strong statutory creditor-remedy provisions: the Ordinance provides a charging-order framework in relation to a member's interest, making the LLC particularly relevant for legitimate asset-holding and succession structures.
- Continuation/redomiciliation provisions allow qualifying foreign entities to continue into Nevis and Nevis LLCs to transfer domicile, subject to statutory requirements.
- For a genuine non-resident structure managed outside the Federation with no Federation-source taxable income, the current residence/source framework can produce **0% Saint Kitts & Nevis tax on foreign-source income**.
- Accounting records can be maintained outside Nevis, subject to the statutory record and registered-agent information requirements.

Formation Requirements

Topic	Current position
LLC name	Must be available and include an appropriate LLC designation such as Limited Liability Company, LLC or L.L.C. as permitted by the Ordinance.
Articles of Organisation	Filed with the Registrar and state the LLC name, registered agent, registered office and other prescribed information.
Operating Agreement	The principal private governance document. It may address members, managers, contributions, voting, distributions, transfers, succession and other rights.
Member(s)	At least one member. Full KYC and beneficial-owner information is required.
Manager(s)	Optional depending on structure. If manager-managed, proposed manager(s) and their powers are documented in the Operating Agreement/records.
Registered agent/office	Mandatory in Nevis throughout the life of the LLC.
Business activity	Full activity, countries, counterparties and expected transaction profile must be disclosed for AML and tax analysis.
Regulated activity	Banking, insurance, fiduciary, investment and other regulated activities require separate authorisation.

Capital & Member Contributions

A Nevis LLC does not issue share capital. Members acquire membership interests and may make contributions in cash, property, services or other value as permitted by the Ordinance and Operating Agreement. The agreement can establish different economic and voting rights between members.

No minimum paid-up capital

There is no general statutory minimum capital for an ordinary Nevis LLC and no requirement to deposit a fixed amount into a Nevis bank before formation. Contributions should simply be documented accurately in the Operating Agreement, resolutions and accounting records.

Member-Managed vs Manager-Managed

Topic	Current position
Member-managed	Members participate directly in management according to the Operating Agreement. Suitable for simple owner-operated structures.
Manager-managed	One or more managers manage the LLC while members retain the economic/ownership interests. Useful where ownership and day-to-day control need to be separated.
Manager residence	The Ordinance does not impose a general Nevis-residence requirement on managers of an ordinary international LLC.
Corporate manager	A legal entity may be used as manager where permitted and accepted by the registered agent, subject to KYC and tax considerations.
Operating Agreement	This document is critical because it defines authority, voting, distributions, admission/withdrawal, transfers and other internal rules.

Documents Required from the Client

- Certified passport or acceptable government-issued identification for each member, manager and ultimate beneficial owner.
- Recent proof of residential address.
- Full ownership/control and beneficial-ownership information.
- Detailed business description, countries of operation, expected customers/counterparties and transaction profile.
- Source-of-funds evidence and, where appropriate, source-of-wealth evidence.
- Tax-residence and management/control information required to analyse the LLC's local and home-country tax treatment.
- For a corporate member/manager: incorporation/constitutional documents, management/ownership evidence and natural-person UBO documentation.
- Additional AML/CFT, sanctions and PEP information requested by the licensed Nevis registered agent.

Before certification

Send document scans to BRIS Group first. We will confirm the registered agent's exact certification, notarisation/apostille and translation requirements before costs are incurred.

Formation Process & Documents Received

1. Structure/tax review **2.** KYC/AML approval **3.** Name approval **4.** Articles filing **5.** Operating Agreement/member-manager organisation **6.** Corporate file

Typical LLC file: Certificate of Formation/Registration; filed Articles of Organisation; Operating Agreement; initial member/manager resolutions; register/list of members and managers maintained as appropriate; contribution/interest records; registered-agent/registered-office particulars; and other statutory records. Good Standing, certified filed documents and apostille may be arranged separately.

Taxation - Important Current Position

The old blanket Nevis LLC tax exemption has ended

Section 96 historically contained broad exemptions. The **Nevis Limited Liability Company (Amendment) Ordinance 2019** expressly provided that the exemptions ceased on the earlier of the relevant statutory trigger or **30 June 2021**. A new 2026 LLC should therefore **not** be advertised as automatically tax-exempt under the old LLC exemption.

Current treatment depends on the Federation's tax legislation, including the LLC's tax character, residence/management, source of income, activities and any permanent establishment. Where income falls within the Saint Kitts & Nevis corporate income-tax charge, the general company rate is **33%**.

0% can still be the legitimate result for an international non-resident LLC

Where the LLC and its members/managers are structured so that management and control are genuinely outside Saint Kitts & Nevis, the LLC has no local permanent establishment/business operations and earns no Federation-source taxable income, there may be **no Saint Kitts & Nevis income tax payable on its foreign-source income**. This is a current residence/source result - not the repealed historic exemption.

An LLC can also be treated differently in the tax country of its members. Some jurisdictions may regard it as fiscally transparent while others may treat it as a separate taxable entity. Home-country advice is therefore particularly important for LLC clients.

Tax Filing & Classification

A zero local tax result should not automatically be translated into 'no filing'. The federal Inland Revenue Department administers income tax and tax registration. The LLC's TIN/registration, return obligations and classification should be confirmed based on the actual management, income and activities.

LLC tax classification matters internationally

Unlike a conventional share corporation, an LLC may receive transparent/pass-through treatment in some foreign jurisdictions. BRIS Group should therefore confirm both the Nevis position and the client's country-of-residence treatment before presenting an LLC as preferable to an NBC.

Accounting Records

The Nevis LLC legislation requires proper books and records sufficient to explain the LLC's transactions and financial position, together with underlying documentation. The record-keeping obligation remains even when no local income tax is payable.

Topic	Current position
Transactions	Maintain records of receipts/payments, purchases/sales and other transactions, assets and liabilities.
Supporting documents	Retain relevant invoices, contracts, bank records and other underlying documentation.
Financial position	Records must be sufficient to determine the LLC's financial position with reasonable accuracy and support financial statements.
Location	Records may be maintained in Nevis or elsewhere, subject to the statutory information/access requirements and registered-agent compliance.
Retention	Maintain records for the statutory retention period; the registered agent may impose additional compliance requirements.
Public filing	A normal private Nevis LLC is not required merely by reason of formation to publish its financial statements on a public corporate registry.

0% local tax does not mean 'no accounting'

Every international LLC should maintain complete accounting records from incorporation, even if it has no Saint Kitts & Nevis taxable income.

Asset Protection Features

The Nevis LLC Ordinance contains specialised creditor-remedy provisions. In broad terms, a creditor of a member does not automatically become a member or obtain management rights merely by obtaining a judgment against that member. The statutory remedy focuses on a **charging order** against the debtor-member's interest, subject to the detailed requirements and limitations in the Ordinance.

Asset protection is not immunity from lawful claims

The LLC should be established and funded for legitimate business, investment, estate-planning or asset-holding purposes. The Ordinance does not protect fraud, unlawful transfers, sanctions evasion or other illegal conduct, and foreign-court/conflict-of-law issues require specialist advice.

Annual Renewal & Government Fees

Every Nevis LLC must pay the annual registration fee prescribed under the Ordinance and maintain its licensed registered agent/registered office. Current official fee schedules should be reconfirmed immediately before each order because Registry schedules can be amended.

Topic	Current position
Articles of Organisation	Government filing fee is prescribed by the LLC Regulations/current official fee schedule.
Annual registration	Pay the prescribed government annual renewal fee through the registered agent before the applicable anniversary deadline.
Registered agent/office	Renew the licensed Nevis registered-agent and registered-office service.
Good Standing	Available separately where required by a bank, counterparty or authority.

Topic	Current position
Certified documents	Certified filed documents and apostille/legalisation may be ordered separately.
Late renewal	Late fees and eventual loss of good standing/dissolution consequences can apply if annual fees remain unpaid.

Annual Maintenance Checklist

- Pay the annual government registration/renewal fee on time.
- Renew the licensed Nevis registered-agent and registered-office service.
- Maintain and update the Operating Agreement when membership/management arrangements change.
- Keep member, manager, contribution and ownership records current.
- Maintain proper accounting records and supporting documentation.
- Review the LLC's federal tax residence/source, TIN and annual return obligations.
- Update beneficial-owner/KYC information requested by the registered agent.
- Review CRS/FATCA classification and reporting where applicable.
- Maintain any required regulatory licence if the LLC carries on regulated business.

Privacy, AML & Beneficial Ownership

A Nevis LLC offers commercial privacy but is not an anonymous entity. Its licensed registered agent must conduct customer due diligence and maintain ownership/control information under the applicable AML/CFT framework. Information can be obtained by competent authorities through lawful statutory channels.

CRS and FATCA can separately apply to financial accounts and reportable persons. The tax and reporting obligations of members in their countries of residence remain separate from the LLC's local Nevis position.

How BRIS Group Supports You

Structure review - Compare a Nevis LLC with an NBC and review member-managed vs manager-managed structure.

Formation - Coordinate name, Articles of Organisation and registration through a licensed Nevis registered agent.

Operating Agreement - Coordinate preparation of an Operating Agreement appropriate to the agreed ownership and management structure.

KYC & beneficial ownership - Coordinate member, manager, UBO and source-of-funds due diligence.

Corporate administration - Assist with membership changes, managers, resolutions, records and certificates.

Annual renewal - Coordinate Registry renewal, registered agent/office and good-standing maintenance.

Accounting/tax coordination - Coordinate records and obtain Nevis tax review where residence/source or filing questions arise.

Documents - Arrange Good Standing, certified Registry documents, apostilles and other corporate certificates.

Professional Fees & Quotations

Tailored quotation

This brochure is an informational guide to Nevis LLC formation and maintenance and is not a fee quotation. BRIS Group professional fees, licensed Nevis registered-agent/registered-office fees, government Registry fees, Operating Agreement drafting, accounting/tax support, certified documents and optional services are quoted separately. Clients may request a tailored quotation based on the proposed ownership, management and activity.

Client Preparation Checklist

- Three proposed LLC names.
- Detailed business/investment activity and countries of operation.
- Names and ownership percentages/economic interests of members and ultimate beneficial owners.
- Whether the LLC will be member-managed or manager-managed.
- Proposed manager(s), if applicable.
- Certified passport and recent proof of address for each relevant individual.
- Source-of-funds/source-of-wealth evidence.
- Expected turnover, currencies, banking and transaction profile.

- Proposed initial member contributions.
- Country where management and control will actually be exercised.
- Whether any income, employees, premises, customers or permanent establishment will arise in Saint Kitts & Nevis.
- Any banking, apostille, asset-holding or regulated-activity requirements.

Important Legal Notes & Official Sources

This brochure is a general commercial guide and does not constitute Saint Kitts & Nevis legal, tax, accounting, banking or asset-protection advice. **The old blanket Nevis LLC tax exemption is no longer in force.** The current legitimate tax benefit is that a genuinely non-resident LLC managed abroad and without Federation-source taxable income/local permanent establishment may have **0% local income tax payable on foreign-source income**. The precise result also depends on the LLC's classification and the tax law of its members' countries.

Primary official sources reviewed: Nevis Limited Liability Company Ordinance, Cap. 7.04(N), 2020 consolidated edition; Nevis Limited Liability Company (Amendment) Ordinance 2019; St. Kitts & Nevis Law Commission revised/annual laws; Income Tax Act framework; and applicable AML/CFT and federal tax legislation. The Law Commission's 2020 consolidation confirms that the modern LLC regime derives from Ordinance No. 2 of 2017 and subsequent amendments.

Information reviewed: August 2026. Current government fees, tax filing practice and any post-2020 amendments will be reconfirmed before incorporation and annual renewal.

PREPARED BY BRIS GROUP

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Professional formation and corporate administration for international clients.