BRIS GROUP

SERBIA

LIMITED LIABILITY COMPANY (DOO)

CLIENT GUIDE 2026

Company formation, 15% corporate tax and annual compliance

Professional company formation and ongoing corporate administration

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Serbia Limited Liability Company (DOO) at a Glance

A Serbian **društvo sa ograni■enom odgovornoš■u (DOO)** is a limited liability company registered with the Serbian Business Registers Agency (APR/SBRA). It is the principal private limited company form used for Serbian operating businesses and international investment structures.

Topic	Current legal / practical position
Foreign ownership	Foreign individuals and foreign legal entities may be founders/members of a Serbian DOO, subject to identification, corporate-document, translation, AML and registration requirements.
Single / multiple members	A DOO may be formed as a single-member or multi-member company.
Minimum capital	Minimum registered capital is only **RSD 100**, unless a special law requires a higher amount.
Capital payment	At formation, the contribution does not have to be paid immediately; it may be subscribed with a payment/contribution deadline stated in the founding act, up to **5 years**.
Formation	Since 17 May 2023, incorporation of Serbian companies is **exclusively electronic** through APR, subject to the applicable electronic-signature/proxy procedure.
Corporate income tax	Serbian corporate income tax is a uniform **15%**.
Tax residence	A Serbian resident company is taxed on profits earned **both within and outside Serbia**.
VAT	General VAT rate **20%**; special rate **10%** for specified supplies.

Key Benefits for International Clients

• Low 15% corporate income tax rate.

• Very low statutory minimum capital of RSD 100.

• Foreign individual and corporate ownership permitted.

• Single-member company available.

• Capital can be subscribed at incorporation and paid later within the statutory deadline.

• Electronic company-registration system.

• Extensive double-tax treaty network can reduce cross-border withholding where treaty conditions are satisfied.

• Suitable for trading, consulting, technology, outsourcing, e-commerce, manufacturing and other genuine business.

Tax Position for International Business

Serbia is NOT a 0% foreign-source jurisdiction

Article 2 of Serbia's Corporate Income Tax Law states that a resident taxpayer is subject to tax on profit earned **both within and outside Serbia**. A Serbian DOO therefore remains subject to Serbian corporate tax even if its owners and customers are abroad.

The normal corporate tax rate is 15%. Foreign taxes may qualify for statutory tax-credit relief, and double-tax treaties can prevent or reduce double taxation where their conditions are met.

Formation / Registration

Topic	Current legal / practical position
APR / SBRA	The Serbian Business Registers Agency maintains the Business Entities Register.
Electronic incorporation	Company incorporation applications are submitted electronically; paper incorporation applications are no longer accepted for companies.
Foreign founder	APR accepts foreign natural persons and foreign legal persons as founders, subject to required proof of identity/status.
Foreign corporate documents	APR requires a competent-register extract for a foreign legal person, with Serbian certified translation and authentication where applicable.

Shareholders, Management & Capital

Topic	Current legal / practical position
Member(s)	One or more members; natural or legal persons may participate.
Director / representative	The company appoints its legal representative(s) according to the founding act and Serbian company law.
Registered office	A registered office/address in Serbia is required.
Capital	Minimum registered capital RSD 100, cash or in kind, unless sector-specific law requires more.
Payment timing	Subscribed contributions may remain unpaid at incorporation; the founding act sets the deadline, which may not exceed five years.

Share Capital

APR confirms that the registered capital of a DOO may consist of cash or in-kind contributions and is expressed in Serbian dinars. The statutory minimum is **RSD 100**. If cash is contributed in foreign currency, its dinar equivalent is calculated using the National Bank of Serbia middle exchange rate on the payment date.

Very low capital does not mean no operating funds

RSD 100 is the legal minimum, not a recommendation for commercial funding. Banks, landlords, counterparties and licensing bodies may expect resources appropriate to the actual activity.

Corporate Income Tax

The current official English translation of the Corporate Income Tax Law published by the Serbian Tax Administration states that the corporate income tax rate is **15%**. The rate is proportional and uniform.

Worldwide Taxation

A resident taxpayer is a legal entity established in Serbia or whose actual management and control are located in Serbia. A resident taxpayer is taxable on profit earned **inside and outside Serbia**. Accordingly, foreign-source service, trading or investment income is not automatically exempt.

Foreign Tax Credit

Where a Serbian resident company earns profit through a permanent establishment in another state and pays tax there, Article 51 provides a Serbian corporate tax credit, limited to the Serbian tax that would apply to that foreign profit. Separate credit rules apply to qualifying foreign subsidiary dividends.

Withholding Tax to Non-Resident Companies

Unless an applicable double-tax treaty provides otherwise, Serbia generally imposes **20% withholding tax** on specified payments from a Serbian resident legal entity to a non-resident legal entity, including dividends/profit shares, royalties, interest, Serbian movable/immovable property lease income and specified market-research, accounting, audit, legal and business-consulting services. Special rules can apply to recipients from preferential-tax jurisdictions.

Treaty Relief

Serbia has a network of double-tax treaties. A treaty can reduce the domestic withholding rate where the recipient qualifies for treaty benefits and the required tax-residence / beneficial-owner documentation is available. Treaty relief should be checked before each material distribution or payment.

VAT

The Serbian Tax Administration confirms a general VAT rate of **20%** and a special rate of **10%**. VAT exemptions with and without the right to deduct input VAT also exist. International services, exports/imports and cross-border transactions require transaction-specific VAT analysis.

Documents Required from the Client

- Passport / acceptable identification for individual founders, directors/representatives and UBOs.
- Recent proof of residential address.
- For a foreign corporate founder: original/certified competent-register extract and constitutional/ownership documents as required.
- Certified Serbian translation of foreign corporate documents.
- Apostille/legalisation where applicable to the country/document.
- Proposed company name, Serbian registered office and detailed business activity.
- Proposed capital, ownership percentages and management/representation structure.
- Expected countries of customers/suppliers, turnover and transaction profile.
- Source-of-funds and, where appropriate, source-of-wealth evidence.
- Power of attorney where formation is handled through an authorised representative.

Formation Process & Documents Received

1. Structure/tax review **2.** KYC and foreign-document preparation **3.** Founding act / capital / address **4.** Electronic APR incorporation **5.** Tax/VAT/accounting setup **6.** Banking and annual compliance

Typical corporate file: APR registration decision/extract; founding act; registration/tax identification data; member and capital information; director/legal-representative records; registered-office information; beneficial-owner records and tax/VAT documents where applicable.

Beneficial Ownership

Serbia maintains a Central Records of Beneficial Owners administered through APR. Beneficial-owner information must be recorded and kept current under the applicable AML/beneficial-ownership rules. APR's current system requires appropriate qualified electronic signing for registration/update actions.

Accounting & Annual Financial Statements

A Serbian DOO keeps business books under the double-entry accounting system and submits financial statements to APR. For entities whose business year is the calendar year, the statutory deadline for the **2025 regular annual financial statement was 31 March 2026**. The applicable deadline should be checked each reporting year.

Audit

Statutory audit is required for entities falling within the applicable Serbian audit/accounting criteria. Entities subject to audit must submit the prescribed accompanying documentation to APR within the statutory timetable; for 2025 statements, APR states a 30 June 2026 deadline for the Article 45 documentation.

Foreign-owned does not mean compliance-light

A foreign-owned Serbian DOO remains subject to Serbian accounting, tax, beneficial-ownership and registry obligations. The low RSD 100 capital and 15% corporate tax rate do not remove annual reporting or transaction-specific withholding/VAT requirements.

Annual Compliance Checklist

- Maintain Serbian registered office and current APR particulars.
- Maintain current member, director/representative and beneficial-owner information.
- Maintain double-entry accounting records and supporting documents.
- Prepare and submit annual financial statements to APR.
- Complete statutory audit where applicable.
- File Serbian corporate income tax return and pay tax/advances due.
- File VAT returns where registered/required.
- Review 20% domestic withholding tax before covered payments to non-resident companies.
- Obtain treaty documentation before applying a reduced withholding rate.
- Review payroll and social-security obligations for employees/directors where applicable.
- Review transfer-pricing / related-party requirements.
- Maintain bank AML/KYC and evidence of genuine business activity.

Bank Account & Operational Setup

A Serbian DOO may apply for corporate banking in Serbia or internationally, subject to each institution's policies and foreign-exchange rules. Banks commonly request APR corporate documents, UBO and director information, source of funds/wealth, contracts, projected turnover, customer/supplier countries and evidence of genuine business activity.

Why Serbia DOO Can Be Attractive

Topic	Current legal / practical position
15% corporate tax	Competitive uniform corporate profit-tax rate.
RSD 100 capital	Very low statutory minimum registered capital.
Foreign ownership	Foreign individuals and legal entities may establish Serbian companies.
Deferred contribution	Subscribed capital does not necessarily need to be paid at formation.
Treaty network	Potential reductions of Serbian withholding tax under applicable DTTs.
Commercial base	Suitable for genuine services, technology, outsourcing, trading and manufacturing operations.

How BRIS Group Supports You

Structure & tax review - Assess whether a Serbian DOO fits the client's ownership, business and international tax profile.

Formation - Coordinate founding documents, Serbian address and electronic APR incorporation through the appropriate local process.

Foreign founder documents - Coordinate foreign corporate extracts, certified Serbian translations, authentication and powers of attorney.

Registered office - Coordinate Serbian registered-office services where available.

KYC / UBO - Coordinate member, director, UBO and source-of-funds/wealth due diligence.

Accounting & tax - Coordinate bookkeeping, annual financial statements, corporate tax and VAT support.

Treaty / WHT review - Coordinate professional review of Serbian withholding tax and applicable treaty relief.

Banking & annual compliance - Prepare corporate/KYC banking documentation and coordinate ongoing corporate administration.

Professional Fees & Quotations

Tailored quotation

This brochure is an informational guide to Serbia DOO formation and maintenance and is not a fee quotation. BRIS Group professional fees, APR/official charges, registered-office services, Serbian translations/authentication, accounting/tax, payroll, banking support and other optional services are quoted separately according to the structure and required work.

Important Legal Notes & Official Sources

This brochure is a general commercial guide and does not constitute Serbian or foreign legal, tax, accounting, regulatory or investment advice. **A Serbian DOO is not a 0% foreign-source company.** Serbian resident companies are taxable on profits earned both in Serbia and abroad, and the standard corporate income tax rate is 15%.

Primary official/legal sources reviewed: Serbian Tax Administration (Poreska uprava), including the current official English translation of the Corporate Income Tax Law and VAT guidance; Serbian Business Registers Agency (APR/SBRA), including 2026 company-formation, electronic incorporation, foreign-founder, beneficial-owner and annual financial-statement guidance.

Information reviewed: August 2026. Registration procedures, treaty relief, withholding-tax treatment, beneficial-ownership rules, financial-reporting deadlines and regulated-activity requirements should be reconfirmed for the client's facts before incorporation or transactions.

PREPARED BY BRIS GROUP

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Professional incorporation and corporate administration for international clients.