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WHITE PAPER

How to Switch Your Cayman Registered Office

A practical guide to changing corporate services provider in six steps, with checklists and tips from wb.group.



Simpler than most boards expect

Changing the registered office of a Cayman entity sounds like a significant undertaking, and many boards stay with a provider they are unhappy with simply because they assume the move will be complicated.

In practice, changing a Cayman company's registered office is straightforward once the incoming provider has completed onboarding. The new corporate services provider (CSP) prepares the approval documents, the directors sign them and the required filing is made with the Registrar. For a partnership or another entity type, the new provider confirms the appropriate approvals and filing process.

Where transfers do go wrong, the cause is rarely the filing itself. Common causes of delay include:

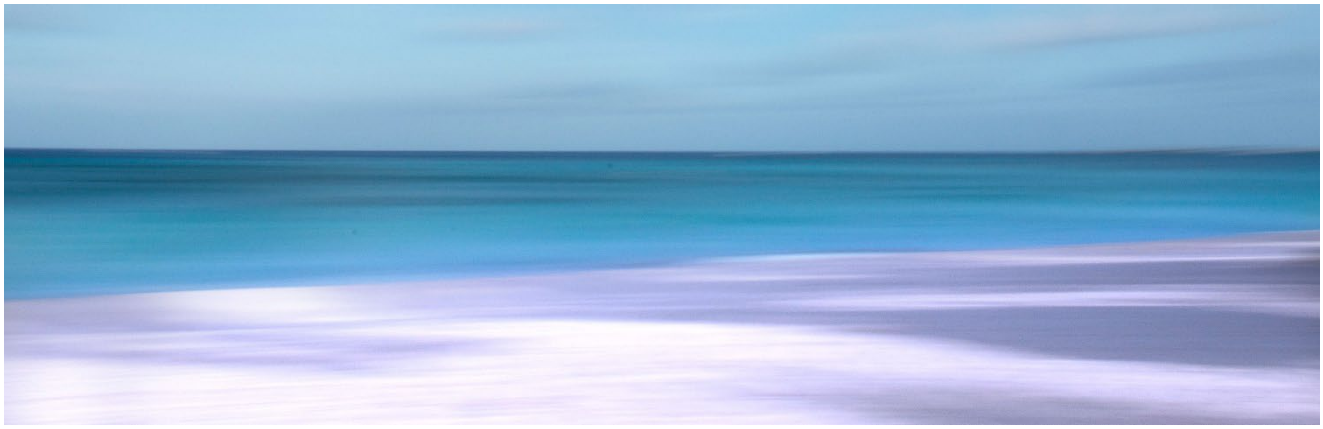
1. **the entity has fallen behind on its annual obligations,**
2. **the KYC is incomplete, or**
3. **its corporate records are stuck with the outgoing provider.**

This guide explains how to prepare for a smooth transfer, whether you are moving one entity or a portfolio.

> **The bottom line**
> A complete set of corporate records and current KYC information will help the transfer proceed smoothly. Ask the incoming provider for its checklist early and confirm which documents require certification.

Three common misconceptions, corrected.

What people assume	What actually happens
"We need our current provider's permission."	You do **not**. Once your directors sign the resolution, the new CSP files it directly with the Registry.
"We will lose our records if we leave."	Documents filed with the Registry may be recoverable. Internal records, including the minute book and Register of Members, may not be available there, so obtain your own copies early.
"It will take months."	For an entity in good standing with its records in order, the filing itself is quick. Due diligence sets the pace.



Timing: how the Cayman calendar works

Cayman annual renewals follow the calendar year. Annual obligations arise in January, regardless of when an entity was formed. Renewal season is therefore a useful time to review your provider and plan any move.

Complete the annual renewal in January to maintain good standing

- Pay the annual government fees to the Registrar of Companies.
- File the economic substance notification (ESN).
- The registered office can then file the annual return once the required government fees are paid and the ESN has been filed, where applicable. Paying your provider's invoice alone does not complete the process.

Oct	Nov	Dec	1 Jan	31 Jan	Feb	31 Mar	30 Jun	30 Sep
Useful time to plan a move	Useful time to plan a move	Aim to complete before year-end	All renewals fall due	Complete renewals to maintain good standing	Resolve outstanding renewal items	Resolve arrears before 1 April	Resolve arrears before 1 July	Resolve arrears before 1 October

Deadline	What happens if you miss it
31 January	The entity falls out of good standing. You cannot obtain a certificate of good standing, which banks and counterparties regularly request.
1 April	For companies, ELPs and LLCs, late annual fee/return penalties begin at one third of the annual fee.
1 July	The late annual fee/return penalty rises to two thirds of the annual fee.
1 October	The penalty reaches its annual maximum of 100% of the annual fee.

Watch out: paying the fees alone does not stop the penalties

Treat government fees, the ESN and the annual return as one renewal process. An outstanding ESN prevents the annual return from being filed. Confirm that every required filing and payment has been completed and any penalties settled.

***wb.group tip:* plan around the annual renewal cycle**

October to March is a useful period to review your provider as renewal invoices and filings come due. Completing a move before year-end can simplify the next renewal cycle. If moving in January to March, agree who will handle the renewal and avoid duplicate payments. Transfers can take place throughout the year; March is not a legal cut-off. Any saving on provider fees depends on the outgoing provider's terms.

***wb.group tip:* agree who will pay the CIMA fees**

For CIMA-registered funds and managers/advisers, annual CIMA fees are payable by 15 January. If you want your new provider to arrange payment, aim to complete the transfer before year-end so there is time to invoice, collect funds and pay CIMA. Otherwise, agree who will make the payment and obtain confirmation once it has been made. A registered office transfer does not extend the deadline.

***wb.group tip:* avoid forming new entities in December**

Before forming an entity late in December, check the first annual renewal cost and deadline. If there is no commercial, legal or tax reason to form before year-end, a January incorporation may avoid an immediate renewal cycle.



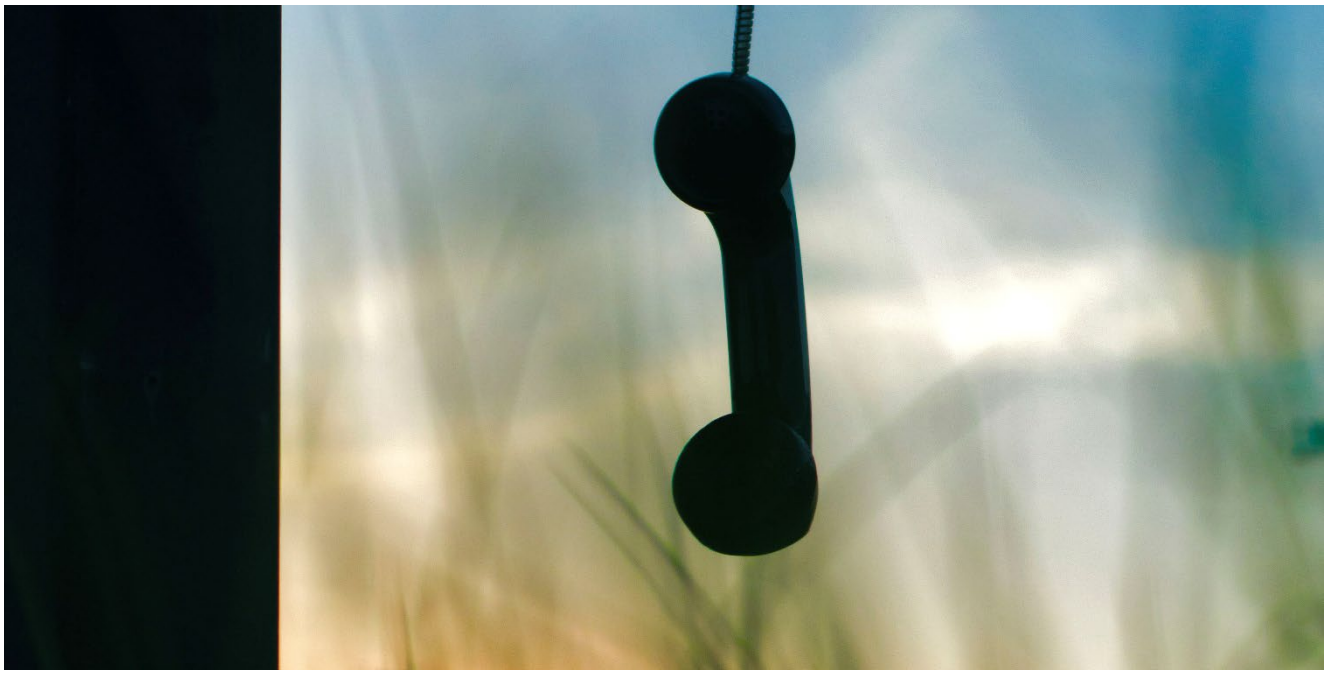
The switch in six steps

1	**Check your status and secure copies of your records.** Confirm that the entity is up to date: annual fees paid, ESN filed and annual return made. Ask the incoming provider whether it needs a certificate of good standing or can confirm the entity's status from other records. Ask your outgoing CSP for copies of your minute book, statutory registers and corporate records, including a current certified Register of Members. Check whether any copying or certification charges apply. **wb.group tip:** Make this a routine records request and do it before mentioning a transfer. Once a provider knows you are leaving, the same request may be invoiced or held back against an exit fee.
2	**Check your engagement letter for an exit fee** Check the outgoing provider's notice requirements, annual fee terms, transfer charges and outstanding invoices. In our experience, exit fees can sometimes reach US$2,250. Knowing the cost early helps you budget and agree the handover. **wb.group tip**: Securing copies early reduces the risk of a fee dispute delaying the records handover. A transfer does not remove contractual amounts properly due.
3	**Choose a licensed provider and complete onboarding** Check the incoming CSP's licence on CIMA's website and request its KYC checklist early. It will confirm whose documents are needed and the required certification wording. It will also undertake sanctions, PEP and adverse-media screening and may request further information to resolve potential matches. Reconcile the outgoing provider's final invoice, check whether prepaid fees are refundable and agree responsibility for the current annual renewal. Update payment instructions and independently verify the new provider's bank details.

Your due diligence pack

- ✓ **A completed application form**
- ✓ **Current identification and proof of address for relevant beneficial owners, directors, controllers and shareholders, certified where required**
- ✓ **A current ownership chart showing percentages and ultimate ownership/control, with supporting documents for corporate shareholders as requested**
- ✓ **Copies of the entity's corporate documents**
- ✓ **A current certified Register of Members—or the equivalent ownership register for another entity type.**
- ✓ **Information about the entity's business, activities and funding.**
- ✓ **Supporting source-of-funds or source-of-wealth evidence where requested.**

4	**Sign the resolution** Your new CSP gives you a short directors' resolution approving the transfer of the registered office. Once the directors sign and return it, the new provider files it with the Registry. The resolution should specify the effective date of the change. For a company, a certified copy must be filed with the Registry within 30 days of the resolution. The incoming provider will confirm the requirements for other entity types. The new CSP does not need permission from, or even contact with, the outgoing provider to make this filing. Many outgoing providers first learn of a transfer from the Registry's email notification. **wb.group tip**: Ask for an itemised quote showing the Registry filing fee, professional fees and any outstanding government fees or levies.
5	**Transfer the records** Arrange the transfer of the minute book and statutory records to the new provider. Outstanding invoices or transfer charges may delay the handover. Copies obtained earlier can help the incoming provider assess what is missing, but do not automatically replace the need to complete the records transfer. The incoming provider can check which documents are available from the Registry and what retrieval charges apply. Do not assume the Registry holds a complete minute book: ordinary board minutes, internal resolutions and other unfiled documents may be unavailable. **wb.group tip:** Obtain a certified Register of Members early. It is an important internal record and should not be assumed to be recoverable from the Registry.
6	**Update CIMA and everyone else** For CIMA-registered funds, the new CSP notifies CIMA of the change of registered office. You then need to update everyone who holds your registered office on file: offering and fund documents, bank accounts, your administrator, auditor and counsel. **wb.group tip:** Banks are usually the slowest to update their records, so contact your relationship manager early.



Insider tips and special situations

Situation	What we recommend
Partnerships (ELPs)	Consider whether to move the GP and partnership together for administrative consistency. They are separate appointments; the new provider should confirm the approvals and filings for each.
A portfolio of entities	Consider coordinating related entities together to simplify records, invoices and filings. A staged transfer may be appropriate where onboarding or entity-specific requirements differ.
AML officers, Principal Point of Contact and other appointments	These are separate appointments and do not automatically change with the registered office. Review the engagement terms and arrange any replacement approvals, filings and handovers separately.
Records you cannot recover	Historic resolutions and certificates may not be retrievable if they never reached the Registry. Keep your own copies of every original signed document you give your provider.
An entity in arrears	Ask the incoming provider to assess the arrears and agree how to resolve them during or after the transfer. Confirm any restrictions on filings and keep track of good standing, penalties and registered office continuity.

Pitfalls we see most often

Pitfall	How to avoid it
Announcing the move to your outgoing CSP *before* securing your records	Request copies of your minute book as a routine matter first
Paying fees but forgetting the ESN	Treat fees, ESN and annual return as one task
No certified Register of Members	Request it before you give notice to your outgoing CSP
Not knowing the entity's status	Check standing at least once a year, not only when a bank asks

wb.group tip: know your status all year round

Ask your provider to confirm each year that government fees are paid and the ESN and annual return have been filed. Keep that confirmation with your records; a certificate of good standing may still be required by a bank or counterparty.

Your switching checklist

Before you mention a transfer

☐	Item	Owner
☐	Confirm fees, ESN and annual return are up to date	Board
☐	Obtain copies of the minute book and corporate records	Board
☐	Obtain a certified copy of the Register of Members	Board
☐	Check the engagement letter from your outgoing CSP for an exit fee	Board

During the move

☐	Item	Owner
☐	Confirm your new CSP is on CIMA's list of licensed providers	Board
☐	Submit the application, current KYC information and certified documents where required	Board
☐	Sign the directors' resolution	Directors
☐	Resolution filed with the Registry within 30 days	New CSP
☐	Agree the timetable for the GP, partnership and related entities	Board / new CSP

After the move

☐	Item	Owner
☐	CIMA notified (regulated funds)	New CSP
☐	Fund documents, banks, administrator, auditor and counsel updated	Board
☐	AML officer and PPoC appointments reviewed	Board
☐	Calendar reminders set to complete annual renewal in January and check for unresolved items before 1 April	Board

How wb.group can help

wb.group provides licensed Cayman corporate services and regularly handles registered office transfers from other Cayman CSPs. We can coordinate onboarding, approvals, Registry filings and the records handover.

- ✓ **Clear terms. We explain our charges and notice requirements before you appoint us.**
- ✓ **A transparent transfer quote. We identify the Registry filing fee, our professional fee and any other amounts payable before proceeding.**
- ✓ **Itemised invoices separating government fees and levies from our service charges, with registered office services from US$1,250 a year.**
- ✓ **Record recovery. We retrieve available Registry documents and help identify any internal records that still need to be obtained.**
- ✓ **A named contact and access to related services, including AML officer appointments, FATCA/CRS and PPoC services, under separately agreed engagements.**

Talk to us about switching

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The information in this guide is correct as of October 2026.

