

NEW ASBL

Detailed Guidelines - Registration



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NEW ASBL

Detailed Guidelines - Registration



Preliminary remarks :

The notes submitted by the Trade and Company Register (RCS):

- are of a general nature and are not aimed at any particular situation of a natural or legal person;
- are of an explanatory and documentary kind;
- aim at answering a number of questions raised by RCS users, have no legal value and do not engage the responsibility of the RCS manager;
- are not necessarily complete, exhaustive or completely up to date;
- do not constitute professional or legal advice;
- represent only the opinion of the RCS manager on a number of issues, subject to the interpretation that may be given by the Courts and Tribunals.



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1. Choice of service on the LBR website

When I access the LBR site, I click on the "green" RCS heading :



I click on "New filing":

HANGE PORTAL			
RCS REGISTRE EE COMMERCE ET DIS STOCTES			Search on the website Q
LECTRONIC FILINGS	OFFERED SERVICES	REGISTRE DE L'INSOLVABILITÉ	
New filing	> Search for an RCS file	G Order a negative certification	> Legislation and jurisprudence
Pending requests	Order a company profile	> Statement of court rulings and administrative	> Circulars
	Order a certificate of trade name availability	dissolution	> Filing formalism
	Monitor this person		> Prices
	> Statistics		> Non-profit associations
UBSCRIPTIONS	THE EUROPEAN BUSINESS REGISTRY Association		> Other information > List of FIAR
Filings of monitored persons	Reconstruct		
My subscriptions	Search - European Business Register		_ >eCDF
			> EBRA
IEWS			>European e-Justice Portal - Find a company
3/12/2023 Consultation and modification BR informs you that, in order to modify their	on by entities of their RBE data information registered in the RBE, the entities concerned must now us	e the confidential code, which was sent to their	> Recueil Electronique des Sociétés et Associations
egistered office, by post. This code ultimately	y allows them to consult their data registered in the RBE and to modify	it if necessary.	> Guichet.lu
dditional information is available here.			

Once authenticated via a product issued by Luxtrust S.A. or a Luxembourg eID card, or an eIDAS electronic certificate (see <u>connection procedure here</u>):

ess the Luxembourg Business Registers online service, you must select an auth	entication mode.	_
	SELECT AN AUTHENTICATION MODE	
LUXTPUST	Gouv	elDAS
	and the second	
connection using a Lux Trust product (token, smartcard, signing stick)	Connection using a mobile device and the GouvID application	Connection using a digital identity from another European country (re-

I click on "Registration of a new person or registration of a branch" and select the legal form (here an ASBL):

-	T (?) HELP					Franç	als Deutsch Er	nglish
ISCONNECTION 🖶 PRIN	· · · · · ·							
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) RCS								~
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ERED SERVICES	Modification of a registered	rson or of a registered branch						
STRE DE	Resignation of authorized a	gents, persons in charge of auditing the	accounts and/or depositar	v				
	 End of domiciliation agreer 	nent						
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EUROPEAN BUSINESS	 Annual accounts. accountir 	a and budget information						
STRY ASSOCIATION	 Consolidated accounts 							
ENERAL INFORMATION	Other filings without requisition	1 form						
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Don't forget to include the additional wording (here I click on "No further mention". ATTENTION: for an ASBL "recognised as being of public utility", ministerial authorisation is required).

Then I select the language of the requisition form. This is selected by default according to the language of the website (French on the English website).

 I would like to register a in This service relates to the con Legal form Additional mention 	Interpretation of information obtained through the requisition form for registration with the RCS. Association sans but lucratif No further mention	Ceneral rules regarding the filing and the rules relations
Please note: the language of	requisition form the form cannot be English. French has been selected as default. NEXT STEP	General rules regarding the trading name User guide: Registering a new person FAO National identification Number
 I would like to register a I would like to register a 	new person as part of a merger/demerger operation	
 I would like to register a r 	new branch of a person governed by foreign Law	

I continue by clicking on the "NEXT STEP" button and after having clicked on OK when the warning window appears stating "The entity must make its declaration of beneficial owners to the RBE within 1 month, after its registration with the RCS.", I then enter to the filing screen.

2. Requisition form to be complete

After a few seconds, the requisition form in HTML format is available.

Mandatory fields are marked with the symbol (*).

énomination	
Dénomination *	
Inscrivez ici le nom de	l'association tel qu'il figure dans les status. Ajoutez "ASBL" uniquement lorsque les statuts intégrent ce sigle à la dénomination.
Le cas échéant,	abréviation utilisée

I am filling in the following mandatory information:

- the trade name of my ASBL or foundation;
- the precise address of the registered office in the Grand-Duchy of Luxembourg (corresponding to an address listed in the land register);
- the purpose (pursued by my association);
- the date of incorporation (the date shown on the deed of incorporation);
- the duration of the association or foundation (unlimited by default).

All information must comply with the information in the statutes, which are included in the deed of incorporation.

• Legal form

The legal form is already pre-filled with the information entered on the previous page.

orme juridique	
Forme juridique *	
Association sans but lucratif	
Mention supplémentaire (le cas échéant) *	
Aucune mention supplémentaire	

• Date of incorporation and financial year

To fill in the date, I can either enter it manually in the DD/MM/YYYY format or select a date from the calendar by clicking on the drop-down menu in the cell.

The abbreviated financial year is the period between the establishment of the ASBL and the end of the financial year. Example: for an ASBL that wants to prepare its annual accounts from 01/07 to 30/06 and was established on 23/09/2023, the first financial year (or abbreviated financial year) is from 23/09/2023 to 30/06/2024 and the annual financial year is automatically filled in.

Premier exercice ou ex	kercice raccourci
Date de début *	
23/09/2023	
L'exercice social correspond à l'e date de création de l'association	exercice comptable de l'association. En principe, la date de début du premier exercice social doit coincider avec la l.
Date de fin *	
30/06/2024	
Exercice social	
Date de début *	
01/07	
Date de fin *	
30/06	

• Person(s) auhorised to manage, administer and sign

I have to complete the "Authorised signatory" section by quoting the article if my articles of association provide for such authority.

ouvoir	général
Pouvo	ir général de signature
Le pouv	// bir général de signature correspond à l'extrait des statuts qui indique par quelle(s) signature(s) est engagée l'entité. Exemple : dans les statuts, "Art.

I have to add at least two board members (three if my ASBL has more than two founding members). To do this, click on "Enter the person(s) authorised to manage, administer and sign".

I have to check the type of person to be registered:

Type de personne *		
O Personne physique		
O Personne morale luxemb	ourgeoise inscrite au RCS	
O Personne morale étrangé	re	
O Personne morale luxemb	ourgeoise non inscrite au RCS	

For natural persons to be registered with the RCS, please refer to the brochure available on the LBR website: "FAQ - National Identification Number".

In the section "Type of mandate", the field "Function" is mandatory (Examples: chairman, deputy chairman, treasurer, secretary, member, etc.).

In the field "Body", the wording stipulated in the articles of association must be used ("Board of Directors", for example).

Organe		
Fonction *		
Fonction		
Pouvoir de sigr	nature	
Si cette personne a pas les pouvoirs bai	un pouvoir de signature accordé par l'organe de gestion, décrivez ce pouvoir. N'écrivez pas juste "Oui". Ne mentionnez ncaires. Si cette personne n'a pas de pouvoir de signature. laissez ce champ vide (n'écrivez pas "Non").	

If I have checked "Natural person (Luxembourgish or foreign law)" in the navigation menu, I must also complete the section "Permanent representative" (identity, place and date of birth, address).

présentant permanent	Supprimer cette personne
Identité de la personne physique	
La personne dispose-t-elle d'un numéro d'identification national luxembourgeois ? * O Oui O Non	
Adresse privée ou professionnelle Pays *	
	\$

For each Luxembourg legal entity, I first enter the registration number in the trade and company register: the information will be imported directly from the RCS

For foreign legal entities, different information need to be filled in manually.

Once all the fields to be modified have been completed, I proceed to the next step ("Publication").

When navigating from one section of the form to another or from one step to another during filing, automatic checks are carried out. Any errors found will be displayed in red in the fields of the form.

3. Document to attach

I must now attach the deed of incorporation of my ASBL containing the articles of association.

If this deed was drawn up under private agreement (without going through a notary), I must have it registered. I have to answer "Yes" to the question "Souhaitez-vous que LBR procède à l'enregistrement de cette pièce ?" (Service charge of 12€)

	t(s) destiné(s) à la publication
	Ces pièces sont destinées à la publication au Recueil Electronique des Sociétés et Associations (RESA).
	Ces pièces doivent obligatoirement être fournies au format PDF/A.
	Les pièces numérisées ne sont pas acceptées.
	Aide : comment créer un fichier PDF/A ?
Acte co	onstitutif *
	Déposez vos fichiers ici ou clíquez sur Ajouter la pièce jointe
Format F	PDF/A (Taille : 40 MB max.)
Souhai	tez-vous que LBR procède à l'enregistrement de cette pièce ?
() Oui	

The deed of incorporation must be transmitted in compliance with the following criteria:

- 1. Format: PDF/A Format Text (see tutorial ici) in A4 ;
- 2. Presentation:
 - I reserve a **horizontal white area of at least 35 millimetres at the top of** each page, allowing LBR to affix a virtual label representing the electronic filing receipt;
 - I write in a commonly accepted font, **black** on white, in one of the three administrative languages (Luxembourgish, French or German);
 - I must include the following information in the header of my documents:
 - Denomination (Name of the ASBL);
 - Legal form (ASBL);
 - Head office address.

If I need to add another document for publication, I click on "Add another document intended for publication".

If you wish to submit any documentary evidence to the RCS that does not require publication, you can do so via the section "Attached documents".

Finally, I have to verify the application and place my filing application in the cart where I have to go to complete the payment.

4. Send my filing application to the RCS

								AL	l <u>None</u>
Reference 💠	Date \$	RCS ≑ Nr ≑	Trade name/Name	\$	Details	Price	Price excluding VAT	Exempt from VAT	
D_24_9879	29/10/2024		LOLA		Filing : Registration	Administrative fees Registration fees	14.61 € -	- 12.00 €	
art grand total MICHEL MAROUES MARINHO					14.61€	12.00€			
he <u>only payr</u> urope) SA pl Total excludi	<u>ment methoc</u> latform. ng VAT	Lfor LBR to 14.61	process online requests is th €	ne <u>online pay</u>	yment with a credit card via the se	ecured Worldline Financial Serv	ices	arn more uide: Paymer	nt
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Payment will be made in two steps: first the card will be authorised, and then it will be debited only if the request is validated. In the case of a regularization request (non-compliant data), the amount will not be debited and a new payment procedure must be initiated.

5. Contact

Should you experience technical problems or have questions about how to use the LBR website, please contact the LBR Helpdesk as follows:

Tel : (+352) 26 428 -1

Fax : (+352) 26 42 85 55

E-mail : helpdesk@lbr.lu

Opening hours of the Helpdesk are Monday to Friday from 8:00 am to 5:30 pm.