



ZIFFER

SPF

The Premier Vehicle for Wealth Preservation and Asset Protection

<https://www.ziffer.lu>

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WHAT IS AN SPF - SOCIÉTÉ DE GESTION DE PATRIMOINE FAMILIAL

- Specialized corporate entity designed for managing private wealth and individual investments, benefiting from a special tax regime in Luxembourg.
- Strategic tool for structuring family asset distribution and facilitating generational wealth planning.
- Pathway to obtaining a residence permit in Luxembourg.

SPF IS EXEMPT FROM INCOME TAX AND ALL OTHER CORPORATE TAXES AND LEVIES

The only tax obligation for an SPF is an annual subscription tax, levied at 0.25% on capital and any debt exceeding eight times the capital amount.

Accumulated profits are exempt from subscription tax and dividend distributions are free from withholding tax.

With tactical balance sheet structuring, only 1/9 of the SPF's assets will be subject to the annual subscription tax.

Subscription Tax Calculation Examples:

- For assets totalling € 9M, with € 1M in capital and € 8M in debt, the annual tax liability would be € 2,500.
- For assets totalling € 10M, with € 1M in capital, € 1M in retained profits, and € 8M in debt, the annual tax remains € 2,500.

AN SPF FACILITATES TAILORED SOLUTIONS FOR FAMILY WEALTH MANAGEMENT AND SUCCESSION PLANNING

CENTRALISED MANAGEMENT

The SPF offers a sophisticated structure for centralised management of family assets, ensuring optimal conditions for their distribution and transfer to future generations.

LEGACY CONTROL

Luxembourg corporate law allows for a nuanced distribution of shares among family members, with the founder retaining full decision-making authority through specialised voting rights, preserving control over key decisions.

TRUST INTEGRATION

By incorporating an SPF within a trust, families can add a robust layer of protection, ensuring that wealth succession follows a precisely crafted plan, tailored to personal goals.

SECURING RESIDENCY IN LUXEMBOURG

FAMILY RELOCATION

Family members who are not majority shareholders in an SPF can obtain residency in Luxembourg via an employment contract with the SPF. After five years of residency, both the employed family member and their children, including those over 18 regardless of their place of residence, become eligible for Luxembourgish citizenship.

TAX RESIDENCY PLANNING

An SPF enables investors to structure their investment assets and income to optimise their personal tax obligations as Luxembourg tax residents.



THUS,

AN SPF ALLOWS FOR THE OPTIMISATION OF TAX
LIABILITIES WHILE PROVIDING FLEXIBLE ASSET
MANAGEMENT AND A ROBUST STRUCTURE FOR
LONG-TERM PLANNING.

KEY CONSIDERATIONS

- The SPF may be structured as either an S.à r.l. (private limited company) or an S.A. (public limited company).
- The founders and shareholders of an SPF can be individuals, trusts, or private foundations. The number of founders/shareholders is not limited.
- The minimum share capital is €12,000 for a S.à r.l. and €30,000 for a S.A.
- There are no specific residency or qualification requirements for directors, nor is there an obligation to maintain an office in Luxembourg. However, these factors should be considered from a tax-risk perspective.



ANNUALLY, A LICENSED EXPERT CERTIFIES THAT THE SPF'S ACTIVITIES COMPLY WITH LEGAL RESTRICTIONS

✗ By law, an SPF may not:

- Directly own immovable property
- Engage in commercial activities or participate in the management of other companies
- Grant loans or credits to individuals or companies, except for interest-free loans to affiliated companies




The purpose of an SPF is to generate and reinvest passive income from various assets:

- Securities
- Shares or units of funds
- Financial instruments
- Cryptocurrencies
- Subsidiaries, etc.

SPF'S ARE NOT ENTITLED TO BENEFIT FROM DOUBLE TAXATION TREATIES

However, if an SPF is structured as a limited liability company (S.à r.l.), it may be considered a transparent entity by U.S. tax authorities. This status can provide beneficiaries with an opportunity to access double taxation treaty benefits between the U.S. and their country of tax residence.





ZIFFER GROUP

WITH METICULOUS ATTENTION TO EVERY DETAIL, WE WILL CREATE AN
SPF STRUCTURE **UNIQUELY TAILORED TO YOUR NEEDS, ENSURING TAX
EFFICIENCY AND EFFECTIVE RISK MANAGEMENT.**

WHY CHOOSE ZIFFER?

WE KNOW LUXEMBOURG

With over a decade of expertise, we have crafted more than 100 investment structures uniquely suited to our clients' visions.

WE UNDERSTAND YOU

As leaders in a niche market, we possess a deep understanding of the complex needs of high-net-worth families and individuals.

WE REPRESENT YOU

As your trusted advocates, we protect your interests with the utmost discretion and care, managing all interactions with third parties and regulatory bodies on your behalf.

WE CONNECT YOU

Our clients operate globally, and so do we. Through a network of trusted partners across key jurisdictions, we deliver bespoke, multi-jurisdictional solutions aligned with each client's unique vision.

COMPREHENSIVE SUPPORT AT EVERY STAGE OF SPF CREATION



FOUNDER AND GENERAL MANAGER

Maria Tkachenko, FCCA

- Chartered Accountant in the UK and Luxembourg
- Decades of experience advising corporate and private clients
- Background includes roles as a Big Four auditor, Vice President at a bank, and Independent Director



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