

PROTOCOL

BETWEEN

THE GOVERNMENT OF THE REPUBLIC OF POLAND

AND

THE GOVERNMENT OF THE UNITED ARAB EMIRATES

**AMENDING THE AGREEMENT BETWEEN
THE GOVERNMENT OF THE REPUBLIC OF POLAND
AND THE GOVERNMENT OF THE UNITED ARAB EMIRATES
FOR THE AVOIDANCE OF DOUBLE TAXATION
AND THE PREVENTION OF FISCAL EVASION WITH
RESPECT TO TAXES ON INCOME AND CAPITAL
SIGNED AT ABU DHABI ON 31 JANUARY 1993
AND THE PROTOCOL SIGNED AT ABU DHABI
ON 31 JANUARY 1993**

The Government of the Republic of Poland and the Government of the United Arab Emirates (hereinafter referred to as "the Contracting States"), desiring to conclude a Protocol amending the Agreement between the Government of the Republic of Poland and the Government of the United Arab Emirates for the avoidance of double taxation and the prevention of fiscal evasion with respect to taxes on income and capital signed at Abu Dhabi on 31 January 1993 (hereinafter referred to as "the Agreement") and the Protocol signed at Abu Dhabi on 31 January 1993 (hereinafter referred to as "the Protocol to the Agreement"),

Have agreed as follows:

Article 1

Paragraph 3 of Article 2 of the Agreement shall be deleted and replaced by the following:

"3. The existing taxes to which this Agreement shall apply are:

(a) in the case of the United Arab Emirates:

- (i) income tax;
 - (ii) corporate tax;
- (hereinafter referred to as "U.A.E. tax");

(b) in the case of Poland:

- (i) the personal income tax;
 - (ii) the corporate income tax;
- (hereinafter referred to as "Polish tax")."

Article 2

Paragraph 1 of Article 4 of the Agreement shall be deleted and replaced by the following:

"1. For the purposes of this Agreement, the term "resident of a Contracting State" means:

- a) in the case of Poland, a person who, under the laws of Poland, is liable to tax therein by reason of his domicile, residence, place of management or any other criterion of a similar nature, and also includes Poland and any political subdivision or local authority thereof;
- b) in the case of the United Arab Emirates:
 - (i) an individual who has his domicile in the United Arab Emirates and is a national of the United Arab Emirates, and
 - (ii) a company which is incorporated in the United Arab Emirates and has its place of effective management there, provided that the company can give evidence that its capital is beneficially owned exclusively by the United Arab Emirates and/or by a government institution of the United Arab Emirates and/or federal or local governments and/or by individuals being residents of the United Arab Emirates and the company is controlled by the aforementioned residents."

Article 3

Paragraph 3 of Article 12 of the Agreement shall be deleted and replaced by the following:

"3. The term "royalties" as used in this Article means payments of any kind received as a consideration for the use of, or the right to use, any copyright, patent, trade mark, design or model, plan, secret formula or process, or for the use of, or the right to use any industrial, commercial, or scientific equipment or for information (know-how) concerning industrial, commercial or scientific experience; this term also means payments of any kind received as a consideration for the use of, or the right to use, any copyright on cinematograph films, and films or tapes for radio or television broadcasting."

Article 4

In Article 13 of the Agreement:

1) paragraph 4 shall be deleted and replaced by the following:

"4. Gains derived by a resident of a Contracting State from the alienation of shares deriving more than 50 per cent of their value directly or indirectly of immovable property situated in the other Contracting State may be taxed in that other State.";

2) the following paragraph 5 shall be added:

"5. Gains from the alienation of any property other than that referred to in paragraphs 1, 2, 3 and 4 shall be taxable only in the Contracting State of which the alienator is a resident."

Article 5

Sub-paragraph a) of paragraph 2 of Article 15 of the Agreement shall be deleted and replaced by the following:

"a) the recipient is present in the other State for a period or periods not exceeding in the aggregate 183 days in any twelve month period commencing or ending in the fiscal year concerned; and "

Article 6

Article 19 of the Agreement shall be deleted and replaced by the following:

"Article 19

Directors' Fees

Directors' fees and other similar payments derived by a resident of a Contracting State in the capacity as a member of the board of directors or of the supervisory board or of any other similar organ of a company which is a resident of the other Contracting State shall be taxed only in that first-mentioned State."

Article 7

After Article 23 of the Agreement a following Article 23A shall be added:

"Article 23A

Limitation of benefits

Benefits provided for by this Agreement shall not be available where it might be considered that the main purpose or one of the main purposes for entering into arrangements has been to obtain these benefits that would not be otherwise available. The cases of legal entities not having bonafide business activities shall be covered by this Article."

Article 8

Paragraph 1 of Article 24 of the Agreement shall be deleted and replaced by the following:

"1. In the case of Poland, double taxation shall be avoided as follows:

- a) Where a resident of Poland derives income which, in accordance with the provisions of this Agreement may be taxed in the United Arab Emirates, Poland shall allow as a deduction from the tax on the income of that resident, an amount equal to the income tax paid in the United Arab Emirates. Such deduction shall not, however, exceed that part of the tax, as computed before the deduction is given, which is attributable to such income or capital gains derived from the United Arab Emirates.
- b) Where in accordance with any provision of this Agreement, income derived by a resident of Poland is exempt from tax in Poland, Poland may nevertheless, in calculating the amount of tax on the remaining income of such resident, take into account the exempted income."

Article 9

Article 27 of the Agreement shall be deleted and replaced by the following:

"Article 27 Exchange of information

1. The competent authorities of the Contracting States shall exchange such information as is foreseeably relevant for carrying out the provisions of this Agreement or to the administration or enforcement of the domestic laws concerning taxes of every kind and description imposed on behalf of the Contracting States, or of their political subdivisions or local authorities, insofar as the taxation thereunder is not contrary to the Agreement. The exchange of information is not restricted by Articles 1 and 2.
2. Any information received under paragraph 1 by a Contracting State shall be treated as secret in the same manner as information obtained under the domestic laws of that State and shall be disclosed only to persons or authorities (including courts and administrative bodies) concerned with the assessment or collection of, the enforcement or prosecution in respect of, the determination of appeals in relation to the taxes referred to in paragraph 1, or the oversight of the above. Such persons or authorities shall use the information only for such purposes. They may disclose the information in public court proceedings or in judicial decisions.
3. In no case shall the provisions of paragraphs 1 and 2 be construed so as to impose on a Contracting State the obligation:
 - a) to carry out administrative measures at variance with the laws and administrative practice of that or of the other Contracting State;
 - b) to supply information which is not obtainable under the laws or in the normal course of the administration of that or of the other Contracting State;
 - c) to supply information which would disclose any trade, business, industrial, commercial or professional secret or trade process, or information the disclosure of which would be contrary to public policy (ordre public).
4. If information is requested by a Contracting State in accordance with this Article, the other Contracting State shall use its information gathering measures to obtain the requested information, even though that other State may not need such information for its own tax purposes. The obligation contained in the preceding sentence is subject to the limitations of paragraph 3 but in no case shall such limitations be construed to permit a Contracting State to decline to supply information solely because it has no domestic interest in such information.
5. In no case shall the provisions of paragraph 3 be construed to permit a Contracting State to decline to supply information solely because the information is held by a bank, other financial institution, nominee or person acting in an agency or a fiduciary capacity or because it relates to ownership interests in a person."

Article 10

In the Protocol to the Agreement paragraph 2 shall be deleted.

Article 11

A new paragraph 3 shall be added in the Protocol to the Agreement:

"3. For the purpose of the application of paragraph 5 of Article 13, it is understood that it includes capital gains from the alienation of shares or comparable interest in a company, other than those referred to in paragraph 4 of Article 13, derived by a resident of a Contracting State including the governmental financial institutions or investment companies owned by that State."

Article 12

A new paragraph 4 shall be added in the Protocol to the Agreement:

"4. In the case of the United Arab Emirates, for the purposes of application of subparagraph b) of paragraph 1 of Article 4, paragraph 3 of Article 10, paragraph 3 of Article 11 and paragraph 5 of Article 13, the term governmental institutions shall include:

- a) the political sub-divisions, the local authorities, the local administrations, and the local governments,
- b) the Central Bank of the United Arab Emirates,
- c) Abu Dhabi Investment Authority,
- d) Abu Dhabi Investment Council,
- e) Mubadala Development Company,
- f) Masdar,
- g) International Petroleum Investment Company,
- h) Emirates Investment Authority,
- i) Dubai World,
- j) Investment Corporation of Dubai,
- k) any such institution that is wholly owned by the government of United Arab Emirates that should be notified by exchange of letters. "

Article 13

A new paragraph 5 shall be added in the Protocol to the Agreement:

"5. Notwithstanding the provisions of paragraph 3 of Article 10, paragraph 3 of Article 11 and Article 13 of the Agreement, dividends, interest payments and capital gains arising in a Contracting State, derived by a pension fund being a resident of the other Contracting State, which has been constituted and is operated exclusively to administer or provide pension benefits and which is a governmental institution shall be exempt from tax in that first-mentioned State."

Article 14

Each of the Contracting States shall notify in writing through diplomatic channels to the other the completion of the procedures required by its law for the bringing into force of this Protocol. The Protocol shall enter into force on the first day of the third month following the month in which the latter of the notifications referred to above was received, and shall have effect in both Contracting States:

- a) in respect of the taxes withheld at source -to amounts of income derived on or after the first of January of the calendar year next following the year in which the Protocol enters into force;
- b) in respect of other taxes on income, to such taxes chargeable for any taxable year beginning on or after the first of January of the calendar year next following the year in which the Protocol enters into force.

In witness whereof, the undersigned, duly authorized thereto, have signed this Protocol.

Done in duplicate at11....., this day of
.....December 2013..... in the Polish, Arab and English languages, all texts
being equally authentic. In the case of divergence of interpretation the English text
shall prevail.



**For the Government of
the Republic of Poland**



**For the Government of
the United Arab Emirates**