Setting up a business in Papua New Guinea

在巴布亚新几内亚设立企业

A practical guide for local and international investors

Wau Accountants & Business Consultants

English and Chinese professional services

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An independently written WABC guide checked against the official sources listed in this document.

General commercial establishment guide. Sector-specific projects require additional advice.

Your entry plan starts with the proposed activity

先明确业务，再安排注册

A company certificate is one part of becoming operational. Decide what the business will sell, where it will operate, who will own it and which people must work in PNG.

WABC planning roadmap:

1. Screen the activity and foreign investment eligibility.
2. Compare a PNG company with an overseas-company branch.
3. Complete company registration and any foreign enterprise certification.
4. Arrange tax registration, banking, people and operating approvals.
5. Establish records and a compliance calendar before trading.

Several workstreams can run in parallel, but trading must wait for required approvals.

Source: IPA registration/certification guidance [S3–S4]. Roadmap is WABC practical analysis.

A subsidiary and a branch serve different needs

子公司与分公司如何选择

Comparison table:

PNG company:	Registered overseas company:	Project joint venture:
a locally incorporated legal entity. Suitable where investors want a distinct local ownership and governance structure. Assess directors, shareholder arrangements, funding and profit distributions.	the foreign company registers to conduct business in PNG. The parent remains the operating legal person. Assess parent exposure, local representation and reporting in both jurisdictions.	the parties share a project through a contractual or incorporated structure. Allocate operator duties, funding, decision rights and exit provisions explicitly.

Tax treatment depends on residence, permanent establishment, activity and current law. A branch should not be selected on an old headline tax rate alone.

Sources: current IPA guidance [S3].

The incorporation file should be complete and consistent

公司注册资料清单

IPA’ s online process starts with a registry client account and a suitable name reservation. Prepare the application for the chosen entity type.

For a PNG company: company name, directors, shareholders and shares, registered office and other addresses, constitution, primary activity and declarations.

For an overseas company: home-jurisdiction name and registration details, directors, PNG addresses, activity and evidence of overseas incorporation.

At least one director of a PNG company must be ordinarily resident in PNG under Companies Act s 128. Confirm the current consolidated requirements for the intended entity.

WABC preparation check: use consistent legal names and identification across IPA, tax and bank records. Confirm signing authority before submission.

Sources: IPA company application guide [S3]; Companies Act s 128 [S12].

Foreign enterprise certification is a separate workstream

外资认证须单独办理

Foreign ownership and control require a certification assessment. An overseas entity is a foreign enterprise. Assess locally incorporated entities by their ownership and control as well.

IPA guidance requires certification before a foreign enterprise conducts business and states that foreign companies should apply within 14 days after registration. Registration does not itself authorise trading.

Do not assume a 50/50 venture is exempt. IPA public pages use differing threshold wording, so obtain confirmation against the Act and the proposed control structure for borderline cases.

Review the certificate’ s approved activities, locations, conditions and reporting requirements. Changes in ownership or activities may require a variation.

Sources: IPA regulatory and application guidance [S3–S4].

Activity restrictions and local permits can affect viability

保留行业与经营许可

Check the current Reserved Activities List before committing capital. It is distinct from occupations reserved for PNG citizens. A foreign enterprise certificate does not replace local trading or sector licences.

Check which authority controls the specific activity: national regulators, provincial or urban authorities, and specialist sector agencies may each have a role.

The IPA website describes a review and proposed changes to the reserved list. Proposed recommendations must not be treated as effective regulations without confirming approval and commencement.

> WABC planning output: an approvals register showing each activity, authority, application, dependency, owner and evidence of approval.

Sources: IPA reserved-activities review and regulatory guidance [S4, S5].

Tax readiness begins before the first invoice or payroll

开票及发薪前完成税务准备

Arrange the entity’ s IRC taxpayer registration and identify which tax accounts apply to its activities. A TIN and a GST registration are different concepts.

Assess income tax, GST, employee withholding and relevant payment withholding obligations. Review import taxes and stamp duty where transactions require them.

The Income Tax Act 2025 commenced on 1 January 2026. Earlier guides describe a previous regime or draft legislation. Confirm current amendments, regulations and IRC guidance before relying on rates or deadlines.

Practical controls: a tax calendar, invoice standards, withholding decision rules, payroll records and a named reviewer.

Sources: official trade portal [S6]; certified ITA 2025 s 165 [S7]. No tax rate or filing deadline in those older publications is adopted automatically.

Banking and cross-border funding need an evidence trail

银行开户与跨境资金安排

Discuss onboarding with the chosen bank early. Prepare the entity registration and tax details, ownership chart, identity documents, authorised signatories, business purpose and expected transaction flows. Banks determine their own evidence requirements.

Design funding as equity, debt or another documented arrangement based on commercial needs and tax analysis. Maintain agreements and proof of funds.

BPNG administers exchange controls through authorised dealers and publishes manuals, reporting frameworks and due-diligence guidance.

> Before an offshore payment, confirm the bank’s documentation, exchange-control and tax-clearance requirements. Do not promise immediate access to foreign currency or a fixed remittance timetable.

Sources: National Trade Portal banking overview [S6]; BPNG exchange-control guidance [S9]. Document checklist and sequencing are WABC practical recommendations.

Employment planning must precede mobilisation

人员安排应先于赴巴新工作

ICA’ s current employment page directs sponsors to submit work permit and employment visa applications together through its sponsor portal.

The supporting file includes corporate registration evidence, applicable foreign enterprise certification, the role and employment contract, passport and qualifications, and other immigration evidence. Professional registration may also apply.

> Build a role-by-role mobilisation list and confirm who can perform the work locally. Verify the appropriate permit or visa before travel and work starts.

Set up payroll, employment records, leave and benefit policies, and applicable superannuation arrangements. Obtain current employment advice for the workforce concerned.

Sources: ICA Employment Visa guidance [S10].

Premises, imports and accounting determine operational readiness

场地、进口及财务系统

Before signing a lease, obtain legal review of title, lease authority, permitted use, access, term and required approvals. Keep site-specific risks in the investment decision.

For imports, PNG Customs identifies a registration process involving Form G26, tax identification and supporting company and shipment documents. Use an appropriately licensed customs broker where required.

Configure accounting from day one: chart of accounts, invoice numbering, bank reconciliations, asset registers, payroll and related-party balances. Assess applicable financial reporting and audit requirements for the entity rather than assuming every company has identical obligations.

Sources: PNG Customs registration guidance [S11]. Accounting controls are WABC recommendations.

The registration budget should distinguish fees from operating costs

注册费用与经营预算分开管理

Illustrative official filing-fee snapshot, checked 18 October 2026:

PNG company incorporation, A-1 online:	K400.
Overseas company registration, A-2 online:	K450.
Foreign enterprise certification, A-20/A-21:	K2,000 where applicable.

These entries are alternatives or conditional items, not a universal package price. They exclude name reservation, other filings, permits, bank charges, professional fees, translation and certification, premises and working capital. Check the live fee schedule before payment.

WABC budget categories: statutory filings, advisers, premises and systems, staff mobilisation, and operating cash reserve. Allow contingency for additional evidence requests.

Source: IPA prescribed forms and fees [S13]. No guaranteed processing times are offered.

A compliance calendar keeps the entity ready to trade

持续合规日历

Assign owners for:

IPA: annual returns, relevant certification reports, statutory records and changes to registered particulars.

IRC: returns, payments, payroll withholding and updates to registered details.

People: permit expiries, contract changes and professional registrations.

Operations: licence renewals, lease milestones, customs and banking documentation.

Finance: monthly close, reconciliations, financial statements and any audit obligations.

Before launch: confirm all required approvals, bank access and transaction controls. After launch: keep evidence that filings and payments were accepted.

Set deadlines from current obligations and entity-specific notices, not a generic calendar copied from an older guide.

Sources: IPA registry and fee schedules [S3, S13]. Calendar design is WABC practical analysis.

A launch checklist turns the plan into accountable work

开业检查表

Checklist columns: Workstream / Evidence required / Owner / Status.

Workstream	Evidence required	Owner	Status
Activity eligibility	confirmed activity and licensing assessment	investor and adviser.	
Entity and ownership	registration certificate and approved structure	directors.	
Foreign certification	certificate and conditions, if applicable	company secretary or assigned officer.	
Tax	TIN and relevant account confirmations	finance lead.	
Bank and funding	active account, signatories and funding documentation	treasury lead.	
People	required permits and payroll readiness	HR lead.	
Operations	premises, permits and accounting controls	operations lead.	

Do not mark a step complete solely because an application has been submitted.

This checklist is WABC’ s practical framework. The responsible authority decides each approval.

WABC supports your establishment and ongoing operations

WABC 中英文专业支持

We can assist with IPA registration-related services, tax registration and compliance support, accounting systems and financial reporting, and coordination of the establishment workstreams within our engagement scope.

Our English and Chinese service capability helps investors and local teams communicate throughout the process.

For legal opinions, regulated licences and specialist matters, we coordinate with appropriately qualified advisers as needed. Government agencies and banks retain approval authority.

Start with your proposed activity, ownership structure, intended location, staffing plan and target launch date.

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Sources and currency of information

参考资料与资料日期

These are reference publications, not co-authors of this guide. WABC independently selected the topics and wrote the content. The guide does not reproduce their prose or imply affiliation.

Older tax rates and filing dates are deliberately not presented as current. Authority-specific procedures, fees and requirements can change.

Official sources and important notes

官方来源与使用说明

- [S3] IPA, company registration guide. **https://www.ipa.gov.pg/public/howto.aspx?cn=SearchBusinessEntities&ctk=CompanyHowTo**
- [S4] IPA, Business Registration, Regulation and Certification. **https://www.ipa.gov.pg/public/help.aspx?cn=BusinessRegulations**
- [S5] IPA, Reserved Activities List Review. **https://www.ipa.gov.pg/public/help.aspx?cn=RALReview**
- [S6] PNG National Trade Portal, Doing Business in PNG. **https://nto.gov.pg/doing-business-in-png/**
- [S7] Certified Income Tax Act 2025, especially s 165. **https://www.treasury.gov.pg/wp-content/uploads/2025/10/Certified-Income-Tax-Act-2025.pdf**
- [S9] BPNG, Exchange Control. **https://www.bankpng.gov.pg/financial-markets/exchange-control**
- [S10] ICA, Employment Visa. **https://ica.gov.pg/visa/work/employment**
- [S11] PNG Customs, Registering as an Importer/Exporter. **https://customs.gov.pg/trade/tin_reg**
- [S12] Companies Act 1997 consolidated to 2014, s 128, IPA statutory copy. **https://www.ipa.gov.pg/Documentation/PG/ActsAndRegulations/Companies_Act_1997_%28consolidated_to_2014%29.pdf**
- [S13] IPA, prescribed forms and current filing fees. **https://www.ipa.gov.pg/public/prescribedforms.aspx?lang=en-US**

Prepared 18 October 2026. General information for establishment planning, not a substitute for advice on a specific investment. Confirm operative legislation and agency requirements when implementing.