LINDEMANN LAW

World leading lawyers

Corporate Relocation to Switzerland

For international businesses, corporations, entrepreneurs and investors

WEB WORKSHOP · September 3, 2026

Law. Tax. Intelligence. For Entrepreneurs.

Speakers

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Switzerland is a platform for business of all kind

International HQs & holding structures

Regional or global leadership functions, combined with participations, group financing and governance

Substance, treaty access and participation exemption must be modelled

Swiss subsidiaries

Swiss legal entities for sales, R&D, IP, treasury or group services

Separate legal personality; operating substance sits in the entity

Branches

A registered Swiss establishment of the foreign company

No separate legal personality; liability remains with the foreign company

CHUBB Insurance, ≈USD 55 bn rev.	GLENCORE Commodities, ≈USD 230 bn	Google Largest R&D hub outside US	Biogen Biotech, Solothurn plant	Deutsche Bank Zurich branch, corporates	BNP PARIBAS Geneva, wealth management
PHILIP MORRIS INTERNATIONAL Tobacco, ≈USD 38 bn rev.	TE connectivity Connectors, ≈USD 16 bn	Mondelēz International Snacks, European hub	Johnson & Johnson Pharma & medtech, EMEA	citibank Zurich branch, institutional	BANK OF AMERICA Zurich branch, markets
ABB Electrification, ≈USD 32 bn	HOLCIM Cement, ≈CHF 27 bn rev.	P&G Consumer goods, Geneva	AMGEN Biotech, Rotkreuz plant	BARCLAYS Geneva, private banking	SOCIETE GENERALE Zurich branch, corp. finance
GARMIN Navigation tech, ≈USD 6 bn	Transocean Offshore drilling, ≈USD 4 bn	Microsoft Software, sales & services	SIEMENS Industry & buildings	JPMorganChase Zurich branch, markets	HSBC Geneva, private banking
JTI Tobacco, HQ Geneva (JP)	aramco Geneva trading hub (SA)	HUAWEI R&D & sales, Zurich (CN)	teva Pharma, Basel (IL)	中国银行 BANK OF CHINA Geneva branch (CN)	QNB Geneva, private bank. (QA)

≈ 20,000
multinational groups operating in Switzerland

≈ 1.3 m
people directly employed by these groups

≈ 1/3
of Swiss GDP generated by multinationals

Illustrative examples only; revenue and role indications are rounded group-level approximations. Figures: FSO (STAGRE), SwissHoldings, SNB.

Agenda

1. Switzerland — a secure & stable business hub
2. Corporate Relocation, Legal & Regulatory Framework
3. Swiss Corporate Taxation & Structuring
4. Key takeaways
5. Questions & Answers

Objective

Show how Switzerland combines stability, quality of life, and competitive taxation. Map the five residency routes for corporations, entrepreneurs, investors and HNW individuals. Explain key Swiss tax mechanics: ordinary vs. lump-sum, inheritance and corporate taxation. Illustrate with case studies and immigration statistics.

Part 1

Switzerland: a secure, stable & competitive business hub

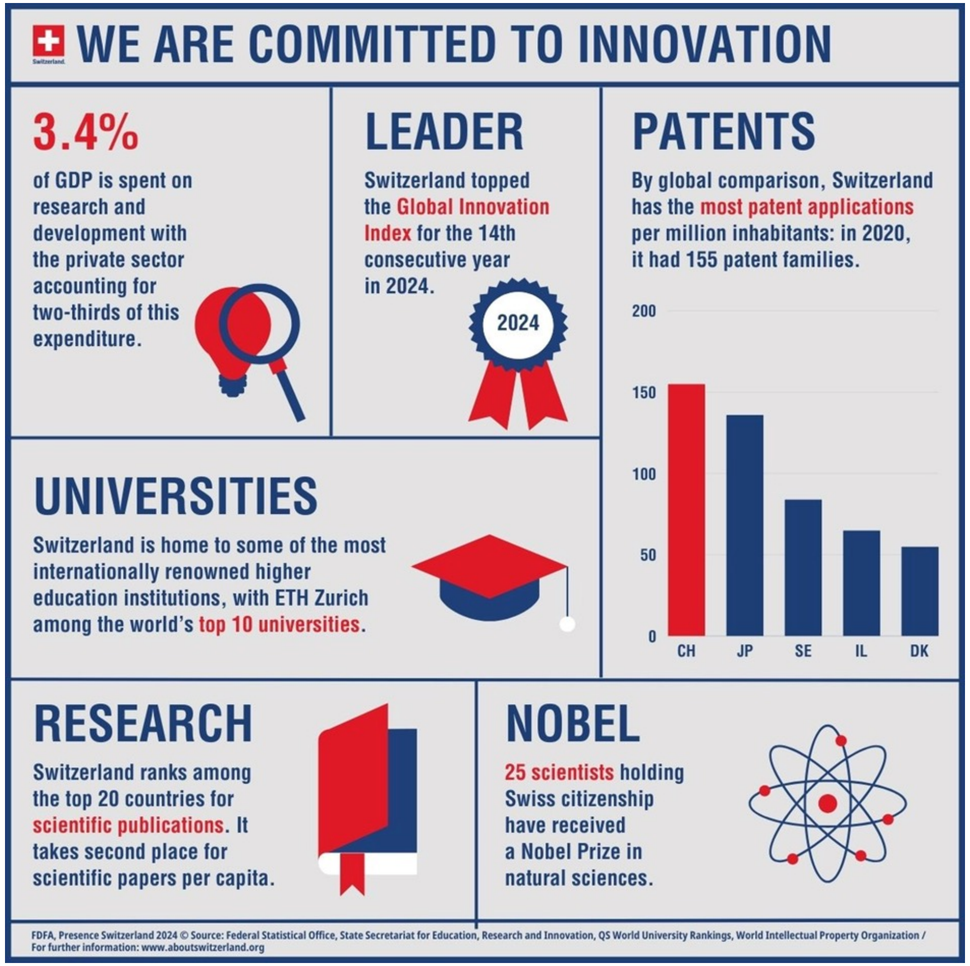
Switzerland — a secure and stable destination A trusted hub for companies, capital and their owners

Christian Fischer
Head Private Banking
Banque Richelieu


Switzerland continues to stand among the world's top countries for quality of life in 2026, according to Numbeo's latest global index.

1. Headquarters, innovation and economic strength

- ✓ Switzerland combines innovation, infrastructure and institutional reliability.
- ✓ 14 of the world's 500 largest listed companies are headquartered in Switzerland, including Roche, Novartis, UBS, Swiss Re, Glencore, Nestlé, Holcim and ABB.
- ✓ More than 850 international companies have established headquarters or central functions in Switzerland.
- ✓ Switzerland is also a base for Swiss and foreign groups' subsidiaries, branches, R&D, treasury and service functions.



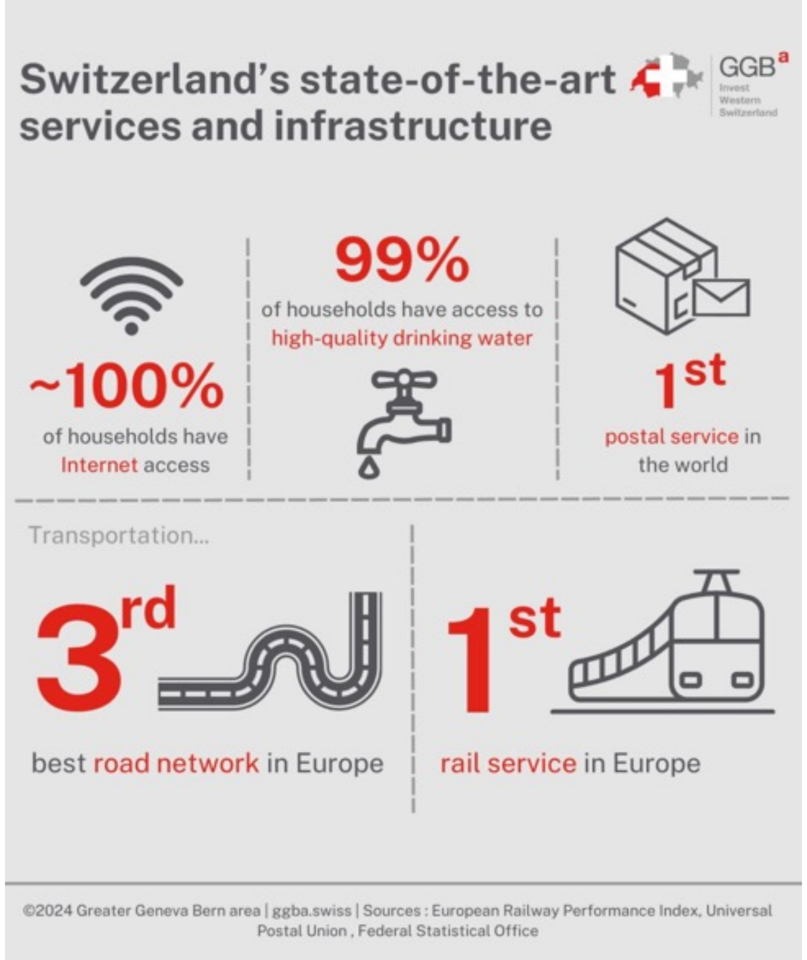
2. Political & economic stability: a secure hub for companies, individuals & families

- ✓ **Political Stability:** Long-standing tradition of **neutrality** (since 1815) and **strong democratic institutions** ensure peace and security. In a world of shifting trust in democracy, Switzerland stands steady.
- ✓ **Economic Stability:** One of the wealthiest countries in the world, high GDP per capita, and sound fiscal policies. **Robust economy** as well as **high innovative capacity**.
- ✓ The **lowest unemployment rate** in Europe (~2%).
- ✓ **Safe Haven** for Individuals & Families: **Low crime rates**, high standard of living, and a reliable legal system. **Low levels of corruption** (Top 10 least corrupt country).
- ✓ **Swiss Franc:** A safe currency that provides stability even during global economic uncertainty. **Stable monetary policy** of the Swiss National Bank.

Source: About Switzerland / Swiss federal information

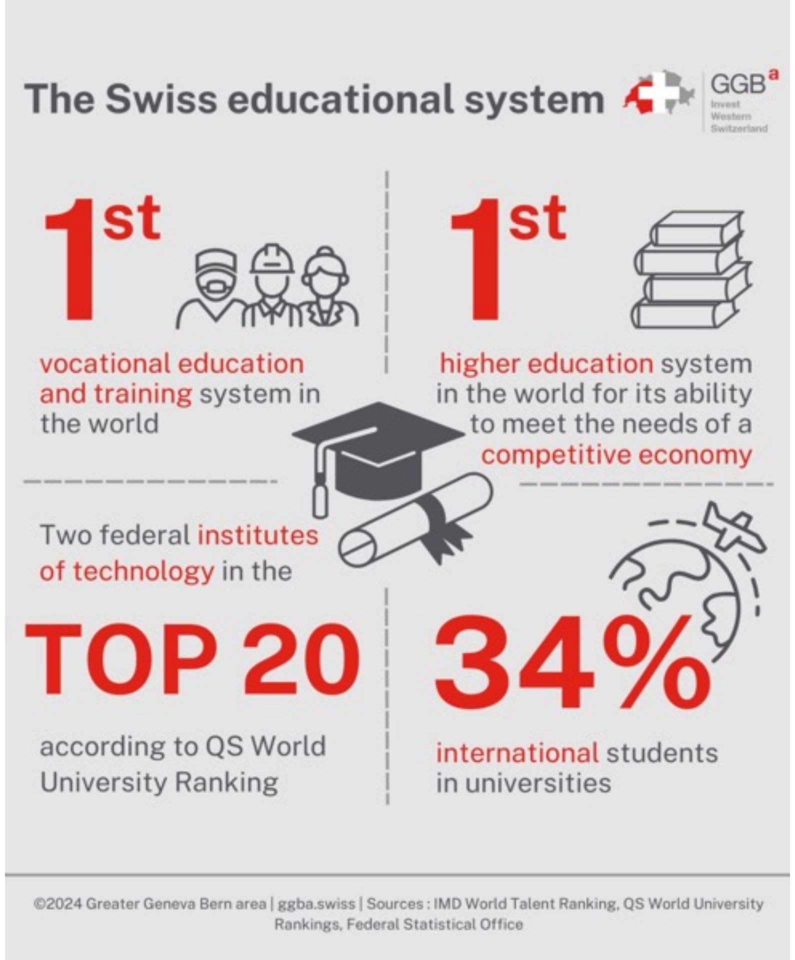
3. High quality of life: healthcare, security, and infrastructure

- ✓ Healthcare: World-class healthcare system with universal coverage, first class hospitals, highly qualified doctors and leading medical research and modern quality technology (very high-quality drinking water as well, over 6% of Europe's reserves are in Switzerland).
- ✓ Healthy nutrition, sports opportunities and a strong health awareness contribute to high life expectancy (top 10, ~84 years).
- ✓ Security: One of the safest countries in the world
- ✓ Infrastructure: Excellent transportation networks (efficient public transit, airports), clean and well-maintained cities, and a strong digital infrastructure.
- ✓ Energy supply and sustainability due to hydropower, renewable energies and high energy efficiency.



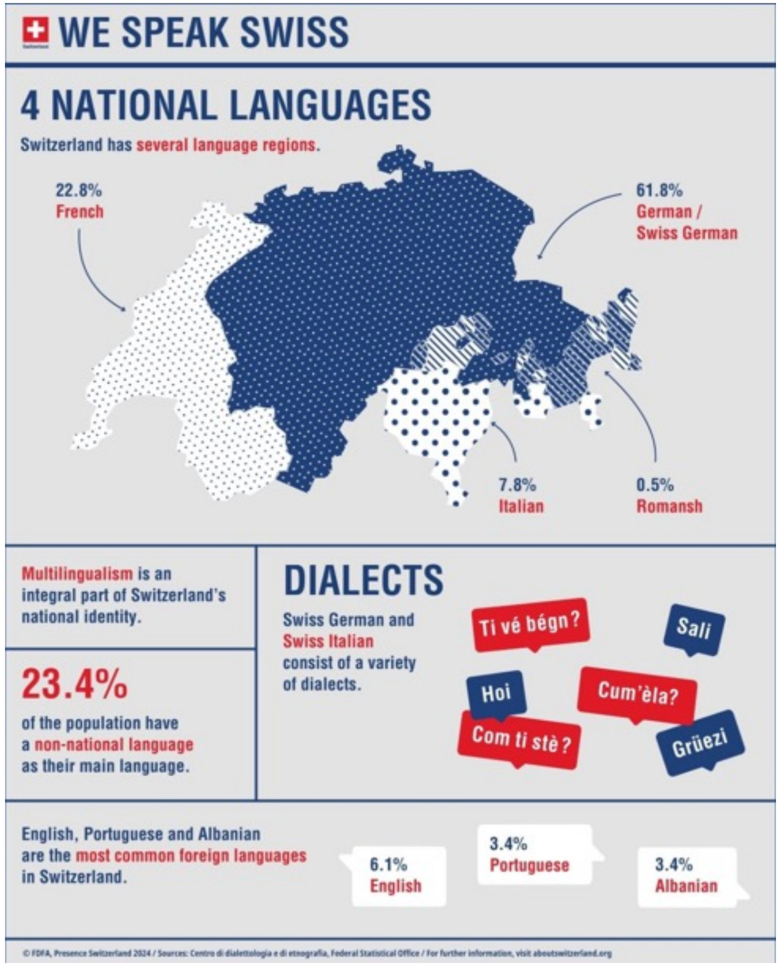
4. Skilled Talent & Workforce: renowned boarding schools and international programs

- ✓ Dual vocational training: Switzerland is known worldwide for its dual educational system which offers a combination of academic education and practical work experience.
- ✓ Boarding Schools: Switzerland is home to some of the world's most prestigious boarding schools (e.g., Institut auf dem Rosenberg, Lyceum Alpinum Zuoz).
- ✓ International Programs: Top universities as ETH Zurich and EPFL are among the best in the world, especially in science, technology and business offering international programs attracting students worldwide.
- ✓ Bilingual Education: Many institutions offer education in both French, German and English, preparing students for global opportunities.



5. Access to Markets, Talent & Infrastructure

- ✓ Entry to international markets from the center of Europe
- ✓ Switzerland is proud of its different national languages. (Swiss) German, French, Italian and Romansh are all part of the Swiss identity.
- ✓ English has established itself as a “lingua franca”, especially in business and among international companies.
- ✓ Switzerland is home to a highly multilingual population making it an attractive destination for expatriates from around the world.
- ✓ Education system with multilingualism from an early age (English is often added) → meaning, Swiss are already “trilingual” as teenagers.
- ✓ Language integration and services for non-Swiss “natives”.



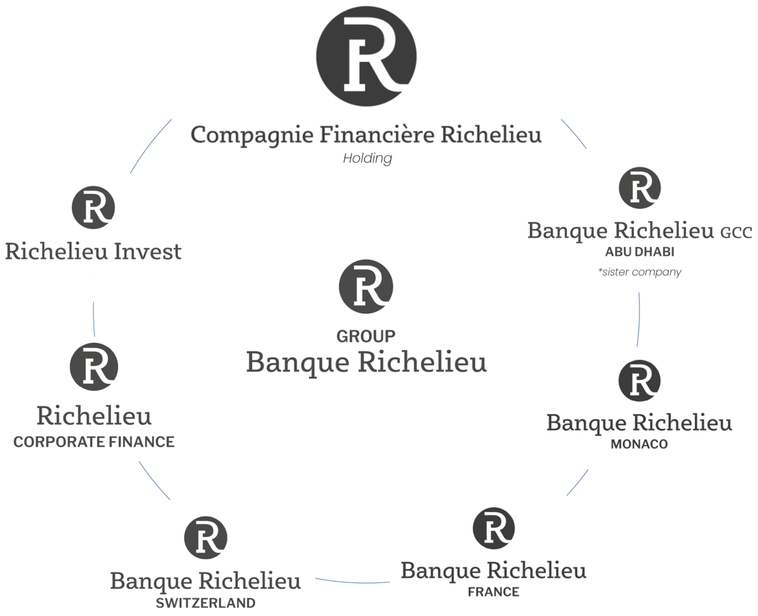
GROUPE
Banque Richelieu

GROUPE BANCAIRE INTERNATIONAL SPÉCIALISÉ DANS
LA GESTION DE FORTUNE ET LA GESTION D'ACTIFS

Banque Richelieu Group

3 BUSINESS LINES

- Exclusive and bespoke private banking services
- Asset management
- Investment banking



La Compagnie Financière Richelieu is the French holding company for asset management activities in Europe. It is subject to supervision by the ACPR (Banque de France). Group entities are subject to their own regulations and are answerable to their local authorities.

KEY FIGURES

As at 30.06.2026

11 Bn€	18 M€	63 M€
Assets Under Management	**Net Result**	**Net Banking Income**
25,6%	229 M€	213
CET 1*	**Shareholder's Equity**	**Employees**

**Common Equity Tier One, the Bank's ability to repay its debts (this ratio must be at least 8%).*

Our Values, Philosophy & Approach

EXPERIENCE + AGILITY + COMMITMENT + SPEED OF EXECUTION

OUR PHILOSOPHY

Managing portfolios for today's realities and tomorrow's opportunities

We believe wealth must be preserved and grown across cycles. Our philosophy combines the discipline of time-tested investment principles with the foresight to capture emerging opportunities. By aligning resilience with innovation, we create portfolios that not only weather today's markets but are also positioned for the world that is coming.

Discipline · Innovation · Impact

OUR APPROACH

Swiss discipline, open architecture

In practice, this means applying rigorous investment standards while maintaining full flexibility to source the best ideas globally. We blend traditional assets with innovative strategies — from alternative yield and private markets to longevity and digital assets — building mandates that preserve capital, capture opportunities, and diversify across truly uncorrelated return drivers. Liquidity is matched to each client's horizon, ensuring portfolios remain robust and relevant.

Capital Preservation · Capture Opportunities · Diversify Return Drivers

Relocation Banking, Everything Integrated

Company

Cash and treasury management

Financing solutions

Management of corporate assets

PARTNER NETWORK

One integrated network of advisors, service providers, experts

Private

Wealth structuring

Financing solutions for private needs

Management of private assets

Examples

Capital payment accounts

Multi-currency setup

Global payments

Examples

Legal & Tax Advice

Real Estate Advice

School Finders

Health & Insurance Advice

Examples

Longevity Mandate

Protect & Grow

Mortgages

L'esprit de conquête

Group Banque Richelieu's *Esprit de conquête*
strives for your successes.

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Part 2
Corporate relocation, legal and regulatory framework

The legal toolbox for moving companies, people and licences to Switzerland

Tatiana Zakharova

Partner, Financial Services/Regulatory/Tax,
LINDEMANNLAW AG

Cantons compete for companies considering a relocation

01
Selective by design

- Focus on Corporations who bring value and integrate well.
- Each canton operates a Business Development unit ("Wirtschaftsförderung") that translates between applicants and tax authorities.

02
Cantonal competition

- 26 cantons actively compete for corporates willing to relocate.
- Competition runs on tax rates, advance tax rulings — and on the service quality of cantonal authorities.

Four ways to relocate a company

01

Redomiciliation — cross-border transfer of seat

Art. 161 PILA

02

New incorporation

Swiss AG or GmbH

03

Registered branch

of the foreign entity

04

Merger or asset transfer

Swiss Merger Act

The choice is driven by liability, tax, regulation and business continuity.
All routes in detail on next pages.

ROUTE 01

Redomiciliation without liquidation

Art. 161 PILA

01

KEY POINTS

- ✓ Legal continuity: the company keeps its identity and continues under Swiss law — no liquidation, no transfer of individual assets.
- ✓ Conditions (Art. 161 PILA): the foreign law must permit the transfer, the company must meet its requirements and be able to adapt to a Swiss legal form (AG or GmbH).
- ✓ Swiss formation rules apply: audited confirmation that the share capital is covered (Art. 162 PILA), new articles of association, Swiss bodies and resident signatory, entry in the commercial register.
- ✓ Tax: normally no liquidation tax in Switzerland; step-up on entry possible. The exit charge in the departure state is the critical item to model.
- ✓ Contracts, licences, IP and banking relationships generally survive the move. Typical timeline: 2 – 4 months.

ROUTE 02

New incorporation

Swiss AG or GmbH.

02

KEY POINTS

- ✓ Fastest and most predictable route: a new Swiss entity is set up, the foreign company stays in place or is wound up later.
- ✓ Capital: AG CHF 100,000 (at least CHF 50,000 paid in), GmbH CHF 20,000 fully paid in. At least one person resident in Switzerland with signing authority.
- ✓ No legal continuity: contracts, licences, permits and employment relationships must be individually assigned or renegotiated.
- ✓ Moving the business into the new entity can realise hidden reserves and trigger transfer taxes — an asset transfer under the Merger Act is often the cleaner vehicle.
- ✓ Timeline: 2 – 3 weeks from capital payment and notarisation to commercial register entry.

ROUTE 03

Registered branch

of the foreign entity

03

KEY POINTS

- ✓ No separate legal entity: the branch is legally part of the foreign company, which remains fully liable for its obligations.
- ✓ Registered in the Swiss commercial register with its own name, place of business and an authorised representative resident in Switzerland.
- ✓ Tax: qualifies as a Swiss permanent establishment — profits attributable to the branch are taxed here, with its own accounts and VAT registration.
- ✓ No minimum capital and a lighter, faster set-up — but weaker standing: branches are frequently not accepted for licences, public tenders and local financing.
- ✓ Common entry step: the branch can later be converted into a Swiss subsidiary once the business is established.

ROUTE 04

Merger or asset transfer

Swiss Merger Act

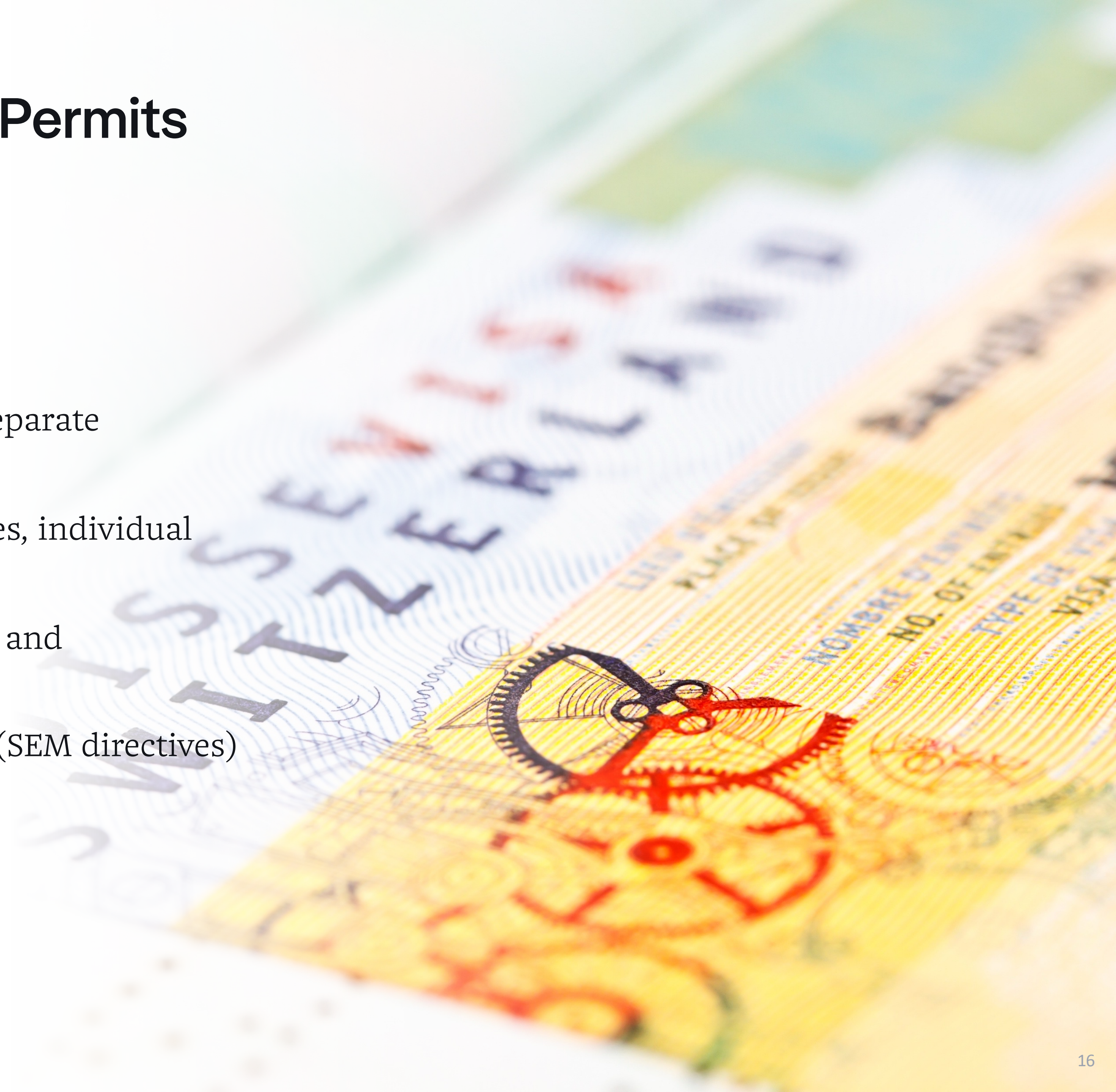
04

KEY POINTS

- ✓ Immigration merger (Art. 163b PILA / Swiss Merger Act): the foreign company merges into a Swiss company — assets and liabilities pass by operation of law, the foreign entity ceases to exist.
- ✓ Asset transfer (Art. 69 ff. Merger Act): a defined business is transferred by one deed with an inventory — no individual transfer of each asset; joint liability for three years.
- ✓ Process: interim balance sheets, merger or transfer agreement, audit confirmation, shareholder resolutions and register filings in both jurisdictions.
- ✓ Tax: restructuring can be tax-neutral if the business is continued and book values are retained (Art. 61 DBG); otherwise hidden reserves are realised.
- ✓ Employment relationships transfer automatically (Art. 333 CO); employee consultation duties and creditor protection must be observed.

Important topics

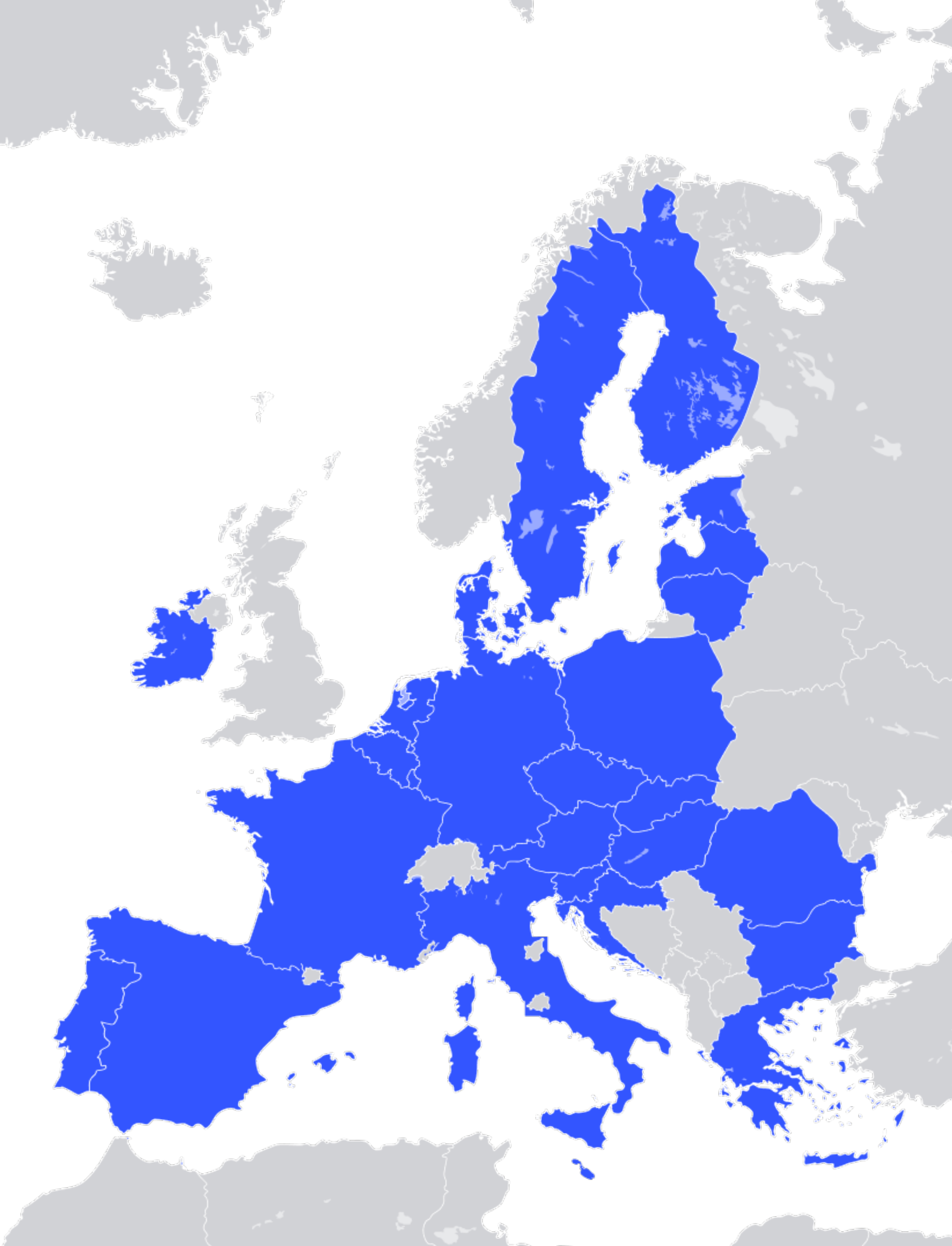
Employee Relocation & Work Permits



- Employee Relocation & Work Permits
- Company settlement and work permits are separate procedures — no company-own quota.
- Third-country nationals: quotas, priority rules, individual applications per person.
- Intra-group transfer exception for executives and indispensable specialists (Art. 46 VZAE).
- Cantonal support for significant settlements (SEM directives) — but no legal entitlement.

EU vs. Non-EU Considerations

— EU vs. Non-EU Considerations
— EU/EFTA staff: free movement (AFMP), notification procedure — fast and predictable.
— Non-EU owners and executives: narrow permit routes — qualify roles early.
— Shareholding ≠ board mandate ≠ executive management.
— Plan family reunification and the owner's private residence in parallel.



Licensing is sector-specific, it follows the activity, not the label.

- Regulatory is more pragmatic than in CH than in EU countries
- Finance: banks, securities firms, portfolio managers, trustees, fund managers and collective investment schemes may require FINMA authorisation.
- Insurance and digital assets: insurers, intermediaries, DLT trading facilities, payment services and token offerings require activity-specific analysis.
- Other sectors: data protection, export controls, employment, real estate, construction, health, education and cantonal permits may apply.

Foreign licences are not automatically recognised in Switzerland. Map the licence perimeter before operations begin.

Photo by Sasun Bughdaryan on Unsplash

Case Study: Corporate Relocation

The client

- Mid-sized technology holding company domiciled offshore, 40 employees, IP-heavy.
- Shareholders want the group seat in Switzerland — stability, treaty network, talent.
- Condition: entity, contracts, IP licences and bank relationships must survive — no liquidation.
- Two founders relocate with their families at the same time.

How LINDEMANNLAW advised

- Confirmed feasibility under Art. 161 PILA and the adaptation to a Swiss AG.
- Coordinated approvals in parallel: cantonal economic development office, migration and tax authorities.
- Secured a tax ruling on entry values; exit charge modelled with local counsel.
- Executed the transfer — capital confirmation, new articles, Swiss board, register entry — in 4 months.
- Advised on strategy for individual work permits

Part 3

Swiss Corporate Taxation & Structuring

How the federal, cantonal and communal system creates one of Europe's most competitive corporate tax environments.

Dr. iur. Alexander Schiemenz

Leading Swiss Relocation Lawyer and Tax advisor

Founder, LINDEMANNLAW AG

Why so many choose Switzerland for their Headquarter?

Switzerland offers a simpler and more pragmatic regulatory environment, greater tax efficiency, a more international outlook, exceptional multilingual talent, and a politically predictable, stable, and less bureaucratic business climate.

Before the move, identify the activity that triggers the licence.

Finance

Bank, securities firm, portfolio manager, trustee, fund manager, collective investment scheme

Insurance

Insurer or insurance intermediary

Digital assets

DLT trading facility, payment services, token or crypto-related activity

Other sectors

Data protection, export control, employment, health, education, real estate and cantonal permits

Foreign licences are not automatically recognised in Switzerland. FINMA authorisation is only one part of the analysis.

Swiss Corporate Tax System & Inter-Cantonal Competition

01
Federal structure
Three-tier system (federal, cantonal, communal) with genuine inter-cantonal competition.

02
Tax rates
Average cantonal corporate income tax rate down from 17.8% (2016) to 14.43% (2026); Lucerne at 11.66%, just ahead of Zug.

03
Relief for new operations
Cantons may grant tax relief of up to ten years for economically significant new businesses and jobs (Art. 23 para. 3 StHG).

04
Structuring toolkit after the move
Participation exemption, patent box, R&D super-deduction and capital tax relief lower the effective rate of the relocated entity.

05
Certainty before you commit
Advance rulings confirm entry values, step-up and transfer pricing before the seat transfer is executed.

AT A GLANCE

Transparent. Predictable. Competitive.

What matters is the overall package — rulings, accessible administration, short procedures — not fractions of a percent.

OECD Minimum Tax: Using the Tailwind

EUR 750m threshold

The rules apply to multinational groups with at least EUR 750m consolidated revenue.

15% minimum tax

In-scope groups are tested against a 15% global minimum tax.

Substance still matters

As rates converge, talent, functions, certainty and market access matter more.

Switzerland implemented pragmatically: domestic top-up tax (QDMTT) in 2024, IIR in 2025, no UTPR.
Competition shifts, it does not end: substance-based incentives and predictability now decide.

Swiss holding company — efficient cross-border structure

A Swiss holding company owning substantial participations in Switzerland, the EU and the US.

Income tax

Taxable profit limited to dividends and capital gains from qualifying participations. Participation exemption applies (small leakage on high admin / financing costs).

Capital tax

0.07% on equity — reduced by 98% where assets consist of participations.

Foreign withholding

0% on dividends from Switzerland and EU sources; 5% on US-source dividends.

Strategic value

Centralised treasury, IP and group management in a stable jurisdiction with a broad DTA network.

Transfer Pricing, Rulings & 100+ DTAs

- ✓ Switzerland has DTAs with more than 100 countries, including all major economies, reduce withholding taxes for group structures.
- ✓ Prevents double taxation — a key benefit for expatriates and cross-border investors.
- ✓ Most DTAs apply to individuals taxed under the lump-sum regime.
- ✓ Strong network reduces withholding tax burdens for corporate structures.
- ✓ Arm's-length principle: functions, risks and assets must match remuneration.
- ✓ Advance tax rulings bind only for the disclosed and actually implemented facts.

100+

double taxation treaties

Covering virtually every major commercial and financial centre.

Lump-Sum Taxation for Entrepreneurs & Investors

Ordinary taxation

- Applies if the owner takes an operating role in the relocated Swiss entity — board mandate, management or employment.
- Worldwide income and wealth taxed at graduated rates; salary and dividends fully disclosed.
- Participation relief on dividends from a stake of 10% or more mitigates the double burden.
- Available in every canton, with no restriction on business activity.

Lump-sum taxation

- Option for relocating owners without gainful activity in Switzerland.
- Expense-based assessment; federal minimum base CHF 400,000.
- Worked example: CHF 394,100 annual saving versus ordinary taxation.
- Clarify roles before the move — Swiss operating activity excludes the regime.
- Not available in Zurich, Basel-Stadt, Appenzell AR and Schaffhausen.

Exit Taxation & Reorganization

- Clear departure-state exit taxation before any execution.
- Transfers of participations, IP and contracts can trigger hidden reserves and duties.
- Sequencing is irreversible: ruling and clearance first, then the transaction.

Photo by Viktor Forgacs on Unsplash

Part 4

Key takeaways

Key Takeaways

01
Business hub

- ✓ Stability, rule of law and predictable regulation.
- ✓ Deep, multilingual and highly skilled talent pool.
- ✓ Reputation and infrastructure that carry international operations.
- ✓ A reliable base — quality of life keeps key people on board.

02
Legal

- ✓ Four routes: redomiciliation, new company, branch, merger.
- ✓ Liability and continuity of contracts drive the choice.
- ✓ Sequencing of permits, register entry and closing matters.
- ✓ Early coordination with the authorities sets the timeline.

03
Tax

- ✓ Competitive effective rates plus cantonal relief for new operations.
- ✓ Holding, participation exemption, patent box and R&D instruments.
- ✓ The OECD minimum tax is no game-changer — tax competition continues
- ✓ Advance rulings give certainty on entry values before you commit.


Q&A

Thank you!

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