

Doing Business 2009

Country Profile for
Netherlands

COMPARING REGULATION IN 181 ECONOMIES

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Introduction

Doing Business 2009 is the sixth in a series of annual reports investigating regulations that enhance business activity and those that constrain it. Doing Business presents quantitative indicators on business regulations and the protection of property rights that can be compared across 181 economies, from Afghanistan to Zimbabwe, over time.

A set of regulations affecting 10 stages of a business's life are measured : starting a business, dealing with construction permits, employing workers, registering property, getting credit, protecting investors, paying taxes, trading across borders, enforcing contracts and closing a business. Data in Doing Business 2009 are current as of June 1, 2008*. The indicators are used to analyze economic outcomes and identify what reforms have worked, where, and why.

The Doing Business methodology has limitations. Other areas important to business such as an economy's proximity to large markets, the quality of its infrastructure services (other than those related to trading across borders), the security of property from theft and looting, the transparency of government procurement, macroeconomic conditions or the underlying strength of institutions, are not studied directly by Doing Business. To make the data comparable across economies, the indicators refer to a specific type of business, generally a local limited liability company operating in the largest business city. Because standard assumptions are used in the data collection, comparisons and benchmarks are valid across economies. The data not only highlight the extent of obstacles to doing business; they also help identify the source of those obstacles, supporting policymakers in designing reform.

The data set covers 181 economies: 46 in Sub-Saharan Africa, 32 in Latin America and The Caribbean, 25 in Eastern Europe and Central Asia, 24 in East Asia and Pacific, 19 in the Middle East and North Africa and 8 in South Asia, as well as 27 OECD high-income economies as benchmarks.

The following pages present the summary Doing Business indicators for Netherlands. The data used for this country profile come from the Doing Business database and are summarized in graphs. These graphs allow a comparison of the economies in each region not only with one another but also with the "good practice" economy for each indicator.

The good-practice economies are identified by their position in each indicator as well as their overall ranking and by their capacity to provide good examples of business regulation to other countries. These good-practice economies do not necessarily rank number 1 in the topic or indicator, but they are in the top 10.

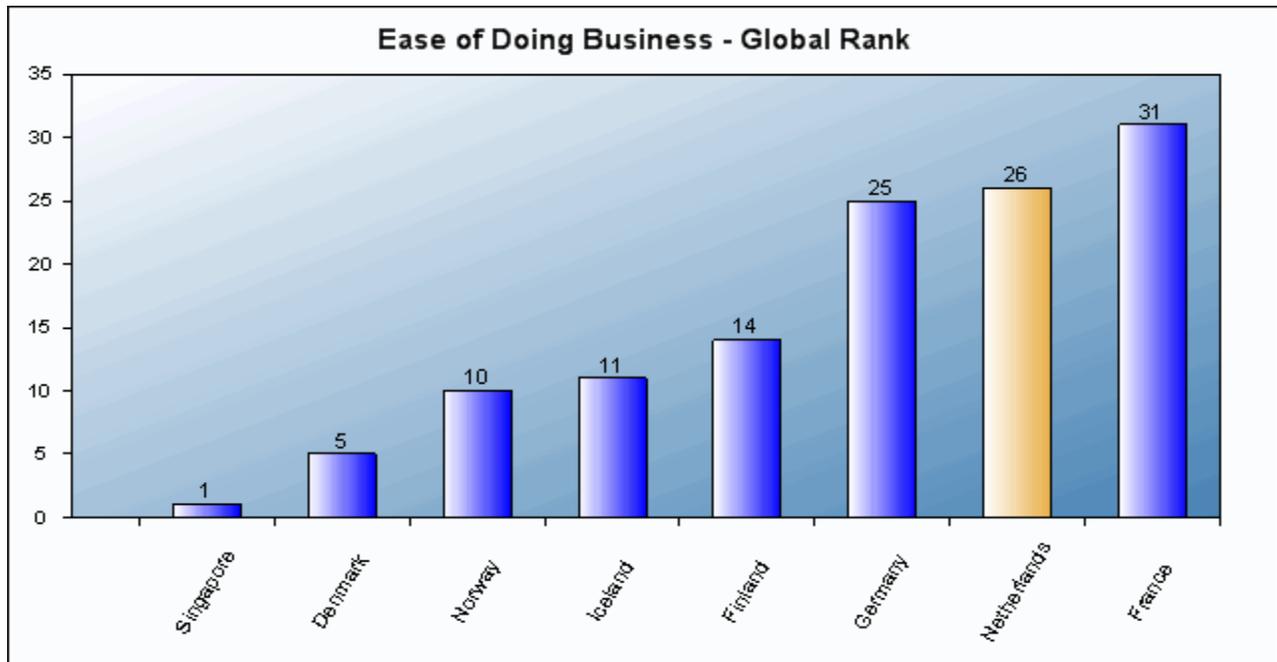
More information is available in the full report. Doing Business 2009 presents the indicators, analyzes their relationship with economic outcomes and recommends reforms. The data, along with information on ordering the report, are available on the Doing Business website (www.doingbusiness.org).

* Except for the Paying Taxes indicator that refers to the period January to December of 2007.

Economy Rankings - Ease of Doing Business

Netherlands is ranked 26 out of 181 economies. Singapore is the top ranked economy in the Ease of Doing Business.

Netherlands - Compared to global good practice economy as well as selected economies:



Netherlands's ranking in Doing Business 2009

Rank	Doing Business 2009
Ease of Doing Business	26
Starting a Business	51
Dealing with Construction Permits	94
Employing Workers	98
Registering Property	23
Getting Credit	43
Protecting Investors	104
Paying Taxes	30
Trading Across Borders	13
Enforcing Contracts	34
Closing a Business	10

Summary of Indicators - Netherlands

Starting a Business	Procedures (number)	6
	Duration (days)	10
	Cost (% GNI per capita)	5.9
	Paid in Min. Capital (% of GNI per capita)	51.7
Dealing with Construction Permits	Procedures (number)	18
	Duration (days)	230
	Cost (% of income per capita)	112.1
Employing Workers	Difficulty of Hiring Index	17
	Rigidity of Hours Index	40
	Difficulty of Firing Index	70
	Rigidity of Employment Index	42
	Firing costs (weeks of salary)	17
Registering Property	Procedures (number)	2
	Duration (days)	5
	Cost (% of property value)	6.1
Getting Credit	Legal Rights Index	6
	Credit Information Index	5
	Public registry coverage (% adults)	0.0
	Private bureau coverage (% adults)	81.0
Protecting Investors	Disclosure Index	4

Protecting Investors	Director Liability Index	4
	Shareholder Suits Index	6
	Investor Protection Index	4.7
Paying Taxes	Payments (number)	9
	Time (hours)	180
	Profit tax (%)	21.8
	Labor tax and contributions (%)	15.9
	Other taxes (%)	1.4
	Total tax rate (% profit)	39.1
Trading Across Borders	Documents for export (number)	4
	Time for export (days)	6
	Cost to export (US\$ per container)	895
	Documents for import (number)	5
	Time for import (days)	6
	Cost to import (US\$ per container)	1020
Enforcing Contracts	Procedures (number)	25
	Duration (days)	514
	Cost (% of claim)	24.4
Closing a Business	Time (years)	1.1
	Cost (% of estate)	4
	Recovery rate (cents on the dollar)	82.7



Starting a Business

When entrepreneurs draw up a business plan and try to get under way, the first hurdles they face are the procedures required to incorporate and register the new firm before they can legally operate. Economies differ greatly in how they regulate the entry of new businesses. In some the process is straightforward and affordable. In others the procedures are so burdensome that entrepreneurs may have to bribe officials to speed the process or may decide to run their business informally.

The data on starting a business is based on a survey and research investigating the procedures that a standard small to medium-size company needs to complete to start operations legally. These include obtaining all necessary permits and licenses and completing all required inscriptions, verifications and notifications with authorities to enable the company to formally operate. The time and cost required to complete each procedure under normal circumstances are calculated, as well as the minimum capital that must be paid in. It is assumed that all information is readily available to the entrepreneur, that there has been no prior contact with officials and that all government and nongovernment entities involved in the process function without corruption.

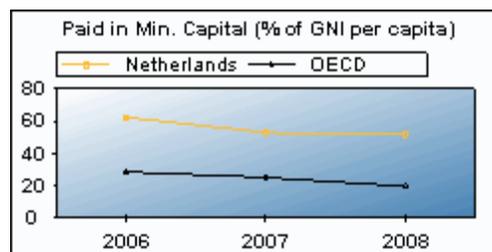
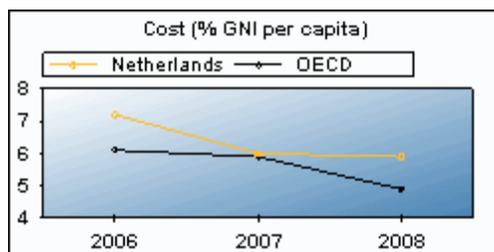
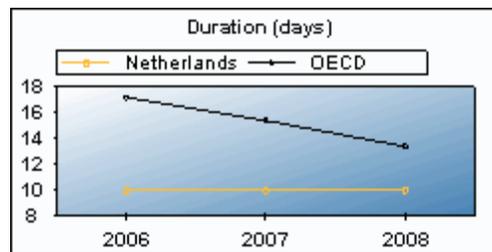
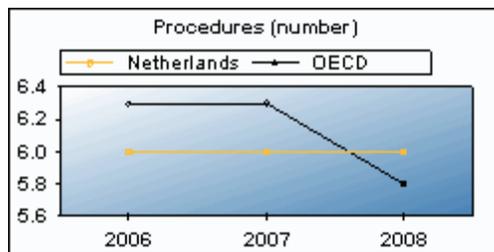
To make the data comparable across economies, detailed assumptions about the type of business are used. Among these assumptions are the following: the business is a limited liability company conducting general commercial activities in the largest business city; it is 100% domestically owned, with a start-up capital of 10 times income per capita, a turnover of at least 100 times income per capita and between 10 and 50 employees; and it does not qualify for any special benefits, nor does it own real estate. Procedures are recorded only where interaction is required with an external party. It is assumed that the founders complete all procedures themselves unless professional services (such as by a notary or lawyer) are required by law. Voluntary procedures are not counted, nor are industry-specific requirements and utility hook-ups. Lawful shortcuts are counted.

Cumbersome entry procedures are associated with more corruption, particularly in developing economies. Each procedure is a point of contact, a potential opportunity to extract a bribe. Analysis shows that burdensome entry regulations do not increase the quality of products, make work safer or reduce pollution. Instead, they constrain private investment; push more people into the informal economy; increase consumer prices and fuel corruption.

1. Historical data: Starting a Business in Netherlands

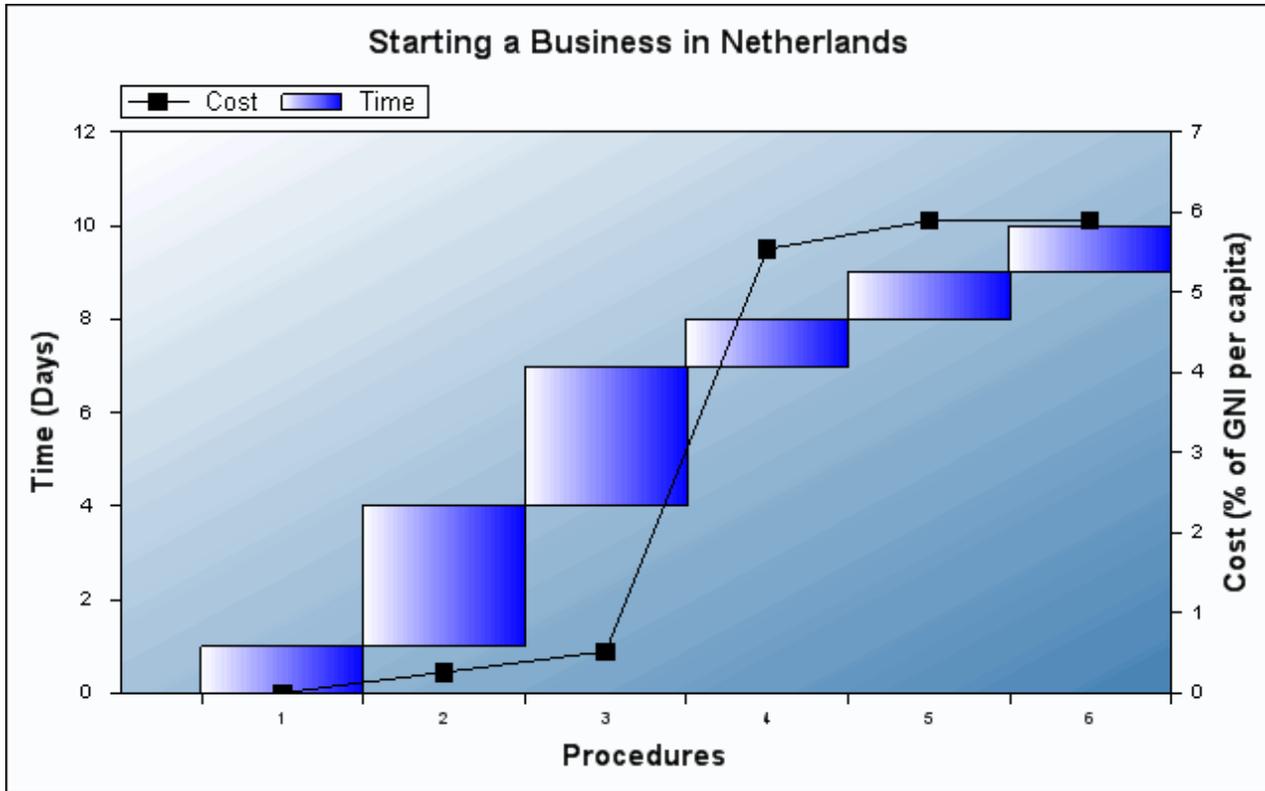
Starting a Business data	Doing Business 2007	Doing Business 2008	Doing Business 2009
Rank		41	51
Procedures (number)	6	6	6
Duration (days)	10	10	10
Cost (% GNI per capita)	7.2	6.0	5.9
Paid in Min. Capital (% of GNI per capita)	62.3	52.9	51.7

2. The following graphs illustrates the Starting a Business indicators in Netherlands over the past 3 years:



3. Steps to Starting a Business in Netherlands

It requires 6 procedures, takes 10 days, and costs 5.90 % GNI per capita to start a business in Netherlands.



List of Procedures:

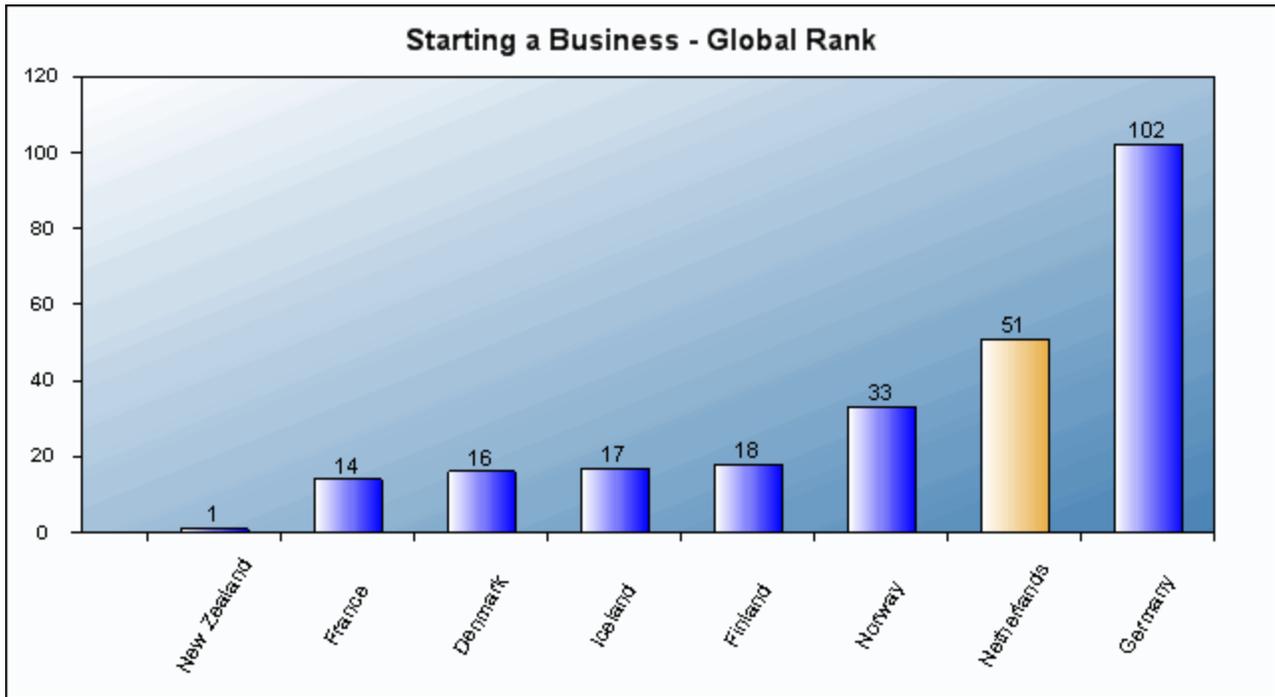
1. Deposit the minimum capital required in the bank
2. Check the company name for appropriateness and validity at the Chamber of Commerce.
3. Submit details of the incorporator(s) and first managing director(s) to the Ministry of Justice for approval or “declaration of no objection”
4. Draft and sign the company’s deed of incorporation, executed by a civil law notary
5. Enter the company in the commercial register at the local chamber of commerce and obtain a registration number.
6. Register with the local tax authorities (at the same office register for social security authorities)

More detail is included in the appendix.

4. Benchmarking Starting a Business Regulations:

Netherlands is ranked 51 overall for Starting a Business.

Ranking of Netherlands in Starting a Business - Compared to good practice and selected economies:



The following table shows Starting a Business data for Netherlands compared to good practice and comparator economies:

Good Practice Economies	Procedures (number)	Duration (days)	Cost (% GNI per capita)	Paid in Min. Capital (% of GNI per capita)
Denmark			0.0	
New Zealand*	1	1		0.0

<i>Selected Economy</i>				
Netherlands	6	10	5.9	51.7

<i>Comparator Economies</i>				
Denmark	4	6	0.0	40.1
Finland	3	14	1.0	7.4
France	5	7	1.0	0.0
Germany	9	18	5.6	42.2
Iceland	5	5	2.6	13.6
Norway	6	10	2.1	21.0

* The following economies are also good practice economies for :

Procedures (number): Canada

Dealing with Construction Permits

Once entrepreneurs have registered a business, what regulations do they face in operating it? To measure such regulation, Doing Business focuses on the construction sector. Construction companies are under constant pressure; from government to comply with inspections and with licensing and safety regulations and from customers to be quick and cost-effective. These conflicting pressures point to the tradeoff in building regulation; the tradeoff between protecting people (construction workers, tenants, passersby) and keeping the cost of building affordable. Striking the right balance is a challenge when it comes to construction regulations. Good regulations ensure safety standards that protect the public while making the permitting process efficient, transparent and affordable for both building authorities and the private professionals who use it. If procedures are overly complicated or costly, builders build without a permit, leading to hazardous construction.

The indicators on dealing with construction permits record all procedures officially required for an entrepreneur in the construction industry to build a warehouse. These include submitting project documents (building plans, site maps) to the authorities, obtaining all necessary licenses and permits, completing all required notifications and receiving all necessary inspections. They also include procedures for obtaining utility connections, such as electricity, telephone, water and sewerage. The time and cost to complete each procedure under normal circumstances are calculated. All official fees associated with legally completing the procedures are included (bribes not included). Time is recorded in calendar days. The survey assumes that the entrepreneur is aware of all existing regulations and does not use an intermediary to complete the procedures unless required to do so by law. To make the data comparable across economies, several assumptions about the business and its operations are used. The business is a small to medium-size limited liability company, located in the most populous city, domestically owned and operated, in the construction business, with 60 qualified employees. The warehouse to be built:

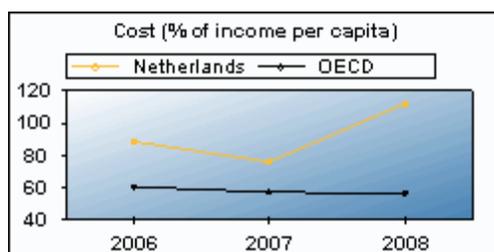
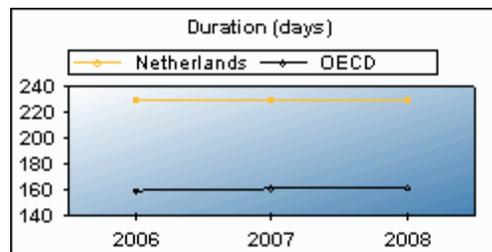
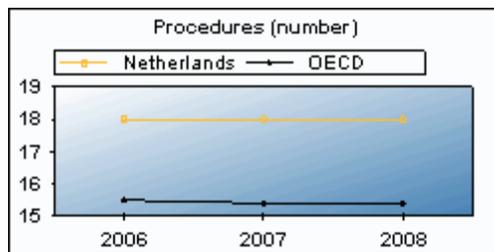
- Is a new construction (there was no previous construction on the land).
- Has 2 stories, both above ground, with a total surface of approximately 1,300.6 square meters (14,000 square feet). Each floor is 3 meters (9 feet, 10 inches) high
- Has complete architectural and technical plans prepared by a licensed architect.
- Will be connected to electricity, water, sewerage (sewage system, septic tank or their equivalent) and one land phone line. The connection to each utility network will be 32 feet, 10 inches (10 meters) long.
- Will be used for general storage, such as of books or stationery. The warehouse will not be used for any goods requiring special conditions, such as food, chemicals or pharmaceuticals.
- Will take 30 weeks to construct (excluding all delays due to administrative and regulatory requirements).

Where the regulatory burden is large, entrepreneurs move their activity into the informal economy. There they operate with less concern for safety, leaving everyone worse off.

1. Historical data: Dealing with Construction Permits in Netherlands

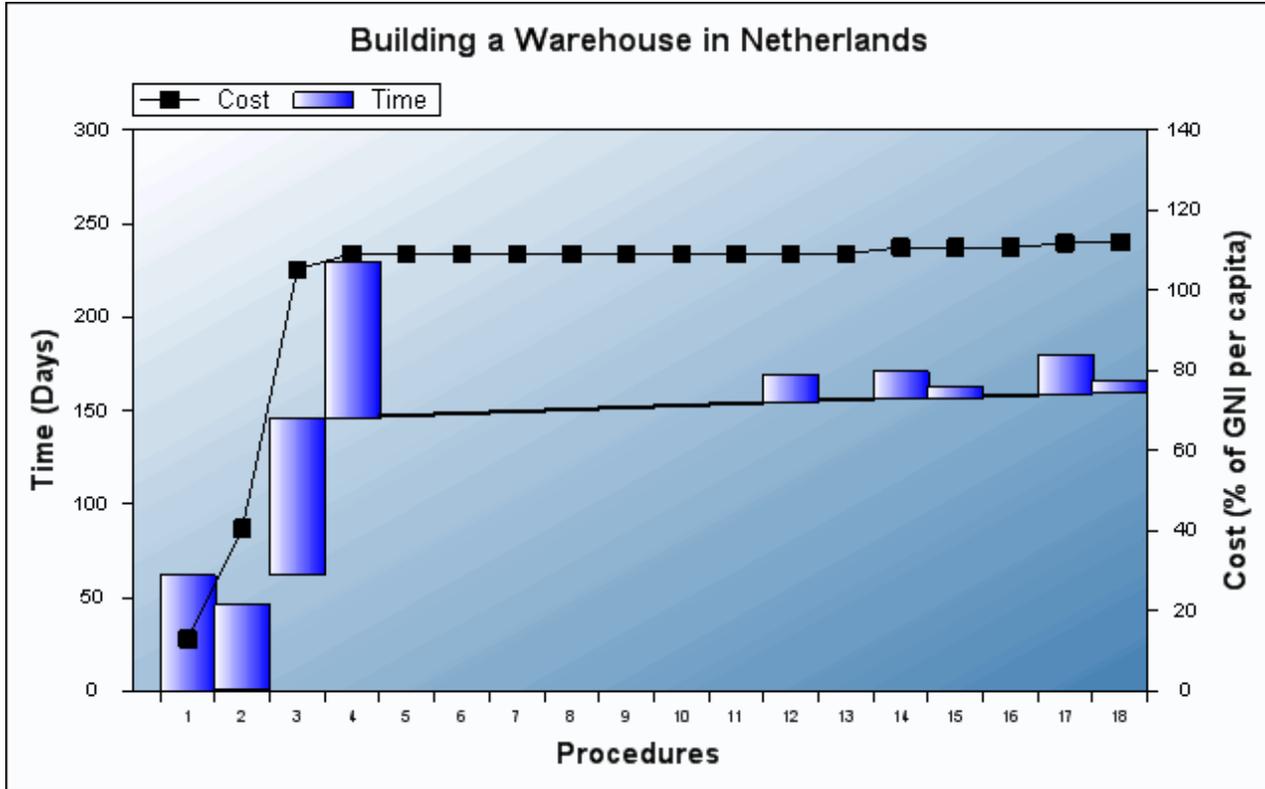
Dealing with Construction Permits data	Doing Business 2007	Doing Business 2008	Doing Business 2009
Rank		82	94
Procedures (number)	18	18	18
Duration (days)	230	230	230
Cost (% of income per capita)	88.5	76.0	112.1

2. The following graphs illustrates the Dealing with Construction Permits indicators in Netherlands over the past 3 years:



3. Steps to Building a Warehouse in Netherlands

It requires 18 procedures, takes 230 days, and costs 112.11 % GNI per capita to build a warehouse in Netherlands.



List of Procedures:

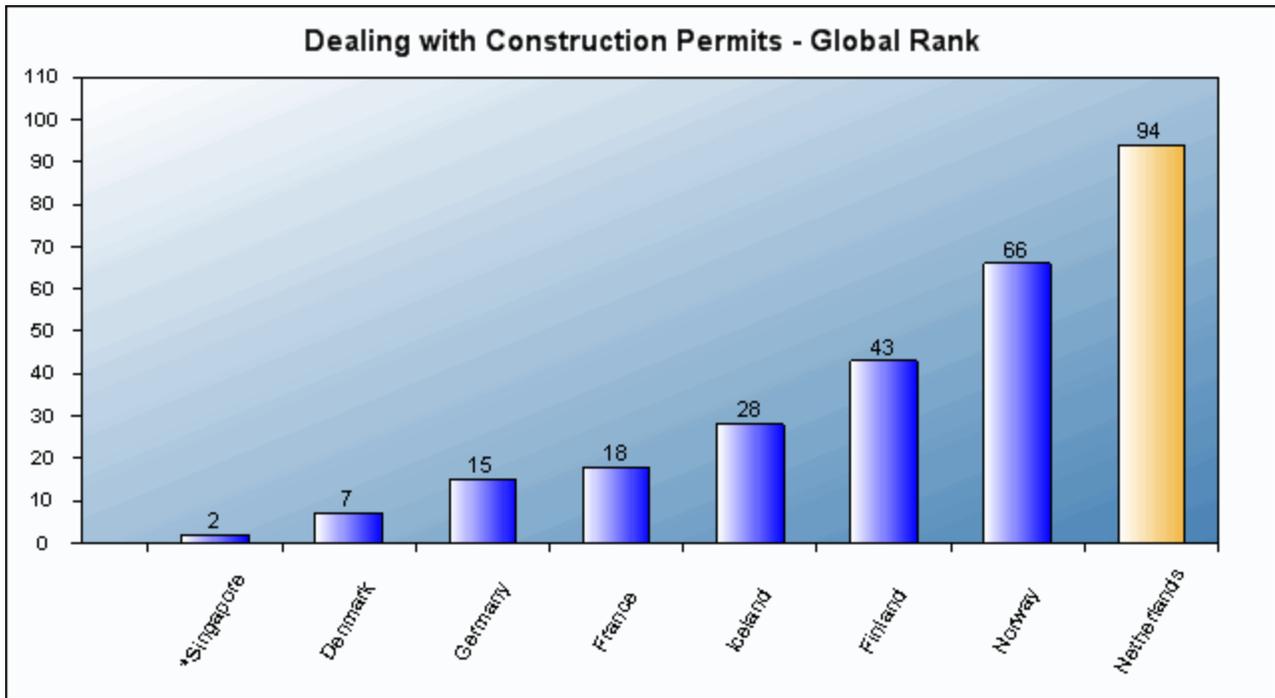
- | | |
|---|---|
| 1. Review of a rough plan of the warehouse by municipal authorities | 11. Receive Final Inspection |
| 2. Obtain report on the soil conditions from soil researching company | 12. Request connection to electricity |
| 3. Submit a request for a building permit to the Municipal Executive (Mayor and Aldermen) | 13. Receive inspection by electricity provider |
| 4. Request a permit to use the building from the Municipal Executive (Gebruiksvergunning) | 14. Pay and Obtain connection to the electricity provider |
| 5. Notify Municipal House if there is a heating installation | 15. Request connection to water |
| 6. Notify building inspector two days before work begins | 16. Receive inspection for water services |
| 7. Request and receive inspection at foundation stage | 17. Pay and Obtain connection to water |
| 8. Request and receive inspection at roof stage | 18. Request and receive connection to the telephone |
| 9. Notify building inspector upon completion of work | |
| 10. Notify fire department upon completion of work | |

More detail is included in the appendix.

4. Benchmarking Dealing with Construction Permits Regulations:

Netherlands is ranked 94 overall for Dealing with Construction Permits.

Ranking of Netherlands in Dealing with Construction Permits - Compared to good practice and selected economies:



* The following economies are also good practice economies for Building a Warehouse: Belize, New Zealand, St. Vincent and the Grenadines

The following table shows Dealing with Construction Permits data for Netherlands compared to good practice and comparator economies:

Good Practice Economies	Procedures (number)	Duration (days)	Cost (% of income per capita)
Denmark	6		
Korea		34	
Malaysia*			7.9

<i>Selected Economy</i>			
Netherlands	18	230	112.1

<i>Comparator Economies</i>			
Denmark	6	69	60.9
Finland	18	38	118.3
France	13	137	23.8
Germany	12	100	62.2
Iceland	18	75	19.2
Norway	14	252	46.6

* The following economies are also good practice economies for :

Cost (% of income per capita): Brunei, Palau, Qatar, St. Kitts and Nevis, Trinidad and Tobago, United Arab Emirates



Employing Workers

Economies worldwide have established a system of laws and institutions intended to protect workers and guarantee a minimum standard of living for its population. This system generally encompasses four bodies of law: employment, industrial relations, social security and occupational health and safety laws. Doing Business examines government regulation in the area of employment.

Two measures are presented: a rigidity of employment index and a firing cost measure. The rigidity of employment index is the average of three subindices: difficulty of hiring, rigidity of hours and difficulty of firing. Each index takes values between 0 and 100, with higher values indicating more rigid regulation. The difficulty of hiring index measures the flexibility of contracts and the ratio of the minimum wage to the value added per worker. The rigidity of hours index covers restrictions on weekend and night work, requirements relating to working time and the workweek, and mandated days of annual leave with pay. The difficulty of firing index covers workers' legal protections against dismissal, including the grounds permitted for dismissal and procedures for dismissal (individual and collective): notification and approval requirements, retraining or reassignment obligations and priority rules for dismissals and reemployment.

The firing cost indicator measures the cost of advance notice requirements, severance payments and penalties due when terminating a redundant worker, expressed in weeks of salary.

To make the data comparable across economies, a range of assumptions about the worker and the company are used. The company is assumed to be a limited liability manufacturing corporation that operates in the economy's most populous city, is 100% domestically owned and has 201 employees. The company is also assumed to be subject to collective bargaining agreements in economies where such agreements cover more than half the manufacturing sector and apply even to firms not party to them.

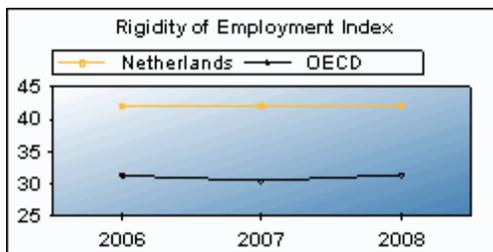
Employment regulations are needed to allow efficient contracting between employers and workers and to protect workers from discriminatory or unfair treatment by employers. In its indicators on employing workers, Doing Business measures flexibility in the regulation of hiring, working hours and dismissal in a manner consistent with the conventions of the International Labour Organization (ILO). An economy can have the most flexible labor regulations as measured by Doing Business while ratifying and complying with all conventions directly relevant to the factors measured by Doing Business and with the ILO core labor standards. No economy can achieve a better score by failing to comply with these conventions.

Governments all over the world face the challenge of finding the right balance between worker protection and labor market flexibility. But in developing countries especially, regulators often err to one extreme, pushing employers and workers into the informal sector. Analysis across economies shows that while employment regulation generally increases the tenure and wages of incumbent workers, overly rigid regulations may have undesirable side effects. These include less job creation, smaller company size, less investment in research and development, and longer spells of unemployment and thus the obsolescence of skills, all of which may reduce productivity growth. When economies err on the side of excessive rigidity, it is to the detriment of businesses and workers alike.

1. Historical data: Employing Workers in Netherlands

Employing Workers data	Doing Business 2007	Doing Business 2008	Doing Business 2009
Rank		98	98
Rigidity of Employment Index	42	42	42
Firing costs (weeks of salary)	17	17	17

2. The following graphs illustrates the Employing Workers indicators in Netherlands over the past 3 years:



3. Benchmarking Employing Workers Regulations:

Netherlands is ranked 98 overall for Employing Workers.

Ranking of Netherlands in Employing Workers - Compared to good practice and selected economies:



* The following economies are also good practice economies for Employing Workers: Marshall Islands, Singapore

The following table shows Employing Workers data for Netherlands compared to good practice and comparator economies:

Good Practice Economies	Rigidity of Employment Index	Firing costs (weeks of salary)
Hong Kong, China*	0	
New Zealand*		0

<i>Selected Economy</i>		
Netherlands	42	17

<i>Comparator Economies</i>		
Denmark	10	0
Finland	48	26
France	56	32
Germany	44	69
Iceland	31	13
Norway	47	13

* The following economies are also good practice economies for :

Rigidity of Employment Index: Maldives, Marshall Islands, Singapore, United States

Firing costs (weeks of salary): Afghanistan, Denmark, Iraq, Marshall Islands, Micronesia, Palau, Puerto Rico, Tonga, United States



Registering Property

Formal property titles help promote the transfer of land, encourage investment and give entrepreneurs access to formal credit markets. But a large share of property in developing economies is not formally registered. Informal titles cannot be used as security in obtaining loans, which limits financing opportunities for businesses. Many governments have recognized this and started extensive property titling programs. But bringing assets into the formal sector is only part of the story. The more difficult and costly it is to formally transfer property, the greater the chances that formalized titles will quickly become informal again. Eliminating unnecessary obstacles to registering and transferring property is therefore important for economic development.

Doing Business records the full sequence of procedures necessary for a business (buyer) to purchase a property from another business (seller) and to transfer the property title to the buyer's name. The property of land and building will be transferred in its entirety. The transaction is considered complete when the buyer can use the property as collateral for a bank loan.

Local property lawyers and officials in property registries provide information on required procedures as well as the time and cost to complete each one. For most economies the data are based on responses from both. Based on the responses, three indicators are constructed.

- Number of procedures to register property.
- Time to register property (in calendar days).
- Official costs to register property (as a percentage of the property value).

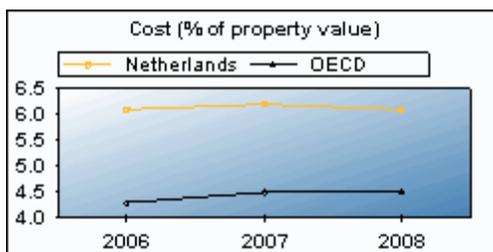
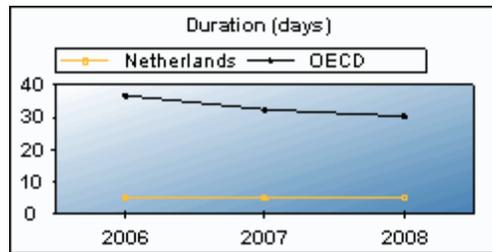
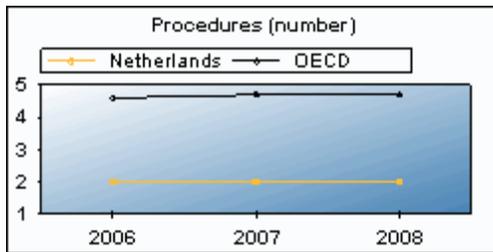
Many titling programs in Africa were futile because people bought and sold property informally, neglecting to update the title records in the property registry. Why? Doing Business shows that completing a simple formal property transfer in the largest business city of an African economy cost 10% of the value of the property and takes on average 90 days. Worse, the property registries are so poorly organized that they provide little security of ownership.

Efficient property registration reduces transaction costs and helps to formalize property titles. Simple procedures to register property are also associated with greater perceived security of property rights and less corruption. That benefits all entrepreneurs, especially women, the young and the poor. The rich have few problems protecting their property rights. They can afford to invest in security systems and other measures to defend their property. But small entrepreneurs cannot. Reform can change this. Twenty-four economies made it easier to register property in 2007/08. The most popular reform: lowering the cost of registration by reducing the property transfer tax, registration fees or stamp duty.

1. Historical data: Registering Property in Netherlands

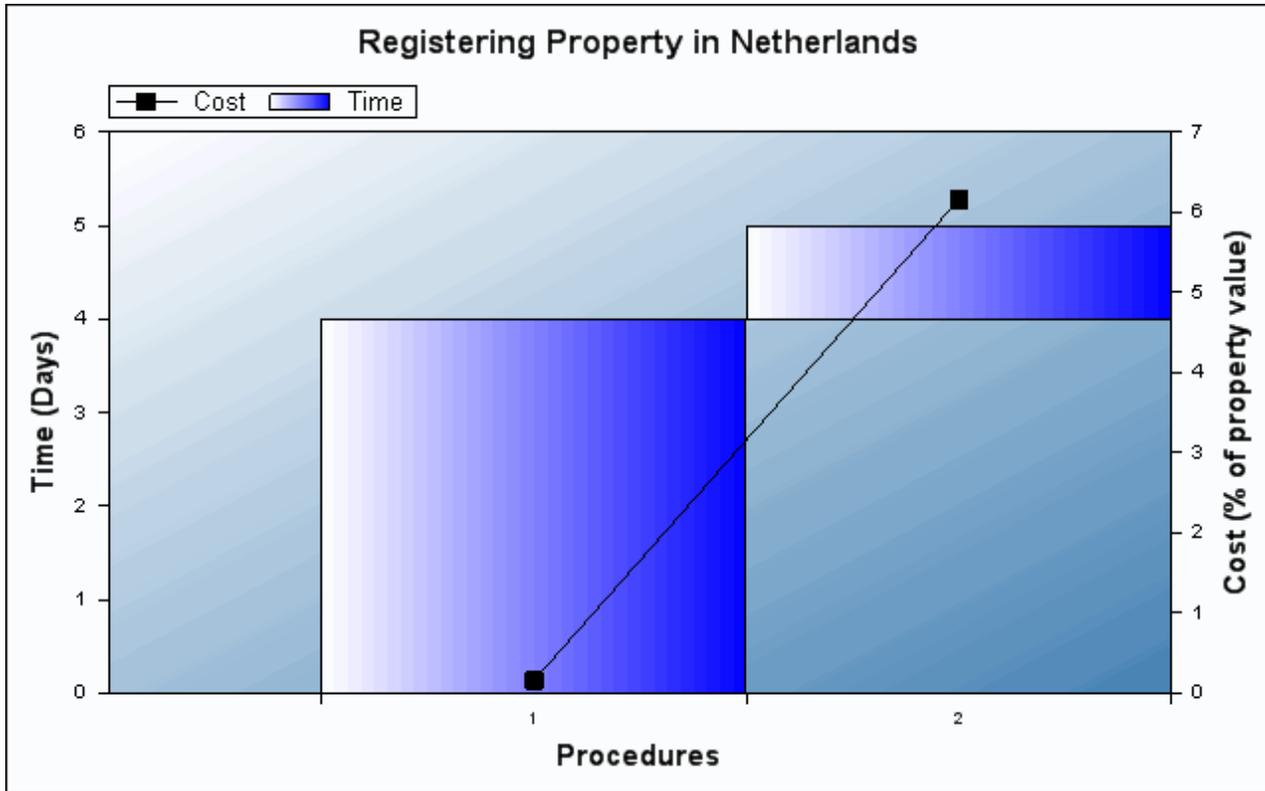
Registering Property data	Doing Business 2007	Doing Business 2008	Doing Business 2009
Rank		22	23
Procedures (number)	2	2	2
Duration (days)	5	5	5
Cost (% of property value)	6.1	6.2	6.1

2. The following graphs illustrates the Registering Property indicators in Netherlands over the past 3 years:



3. Steps to Registering Property in Netherlands

It requires 2 procedures, takes 5 days, and costs 6.12 % of property value to register the property in Netherlands.



List of Procedures:

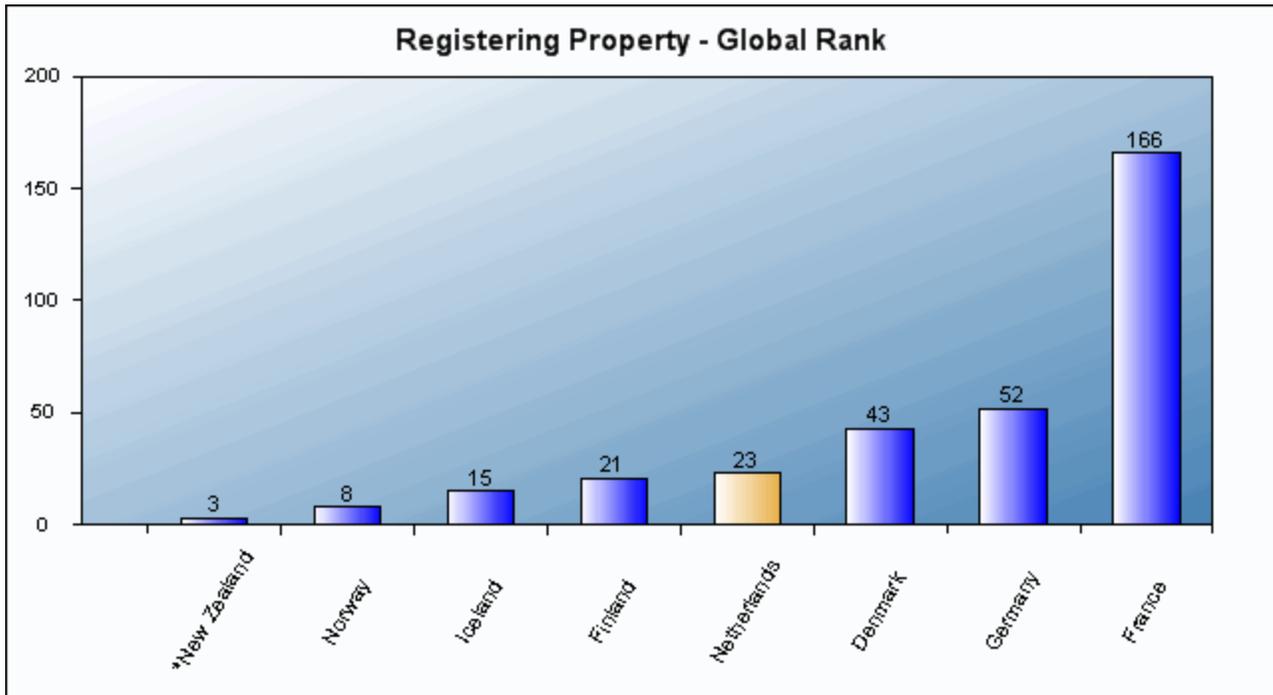
1. Notary conducts a title search at the Land Registry, research on the representation of the parties, drafts the deed of the transfer, and carries out the final check for liens/attachments
2. Execution of the transfer deed, registration of deed and post-registration check

More detail is included in the appendix.

4. Benchmarking Registering Property Regulations:

Netherlands is ranked 23 overall for Registering Property.

Ranking of Netherlands in Registering Property - Compared to good practice and selected economies:



* The following economies are also good practice economies for Registering Property: Georgia, Saudi Arabia

The following table shows Registering Property data for Netherlands compared to good practice and comparator economies:

Good Practice Economies	Procedures (number)	Duration (days)	Cost (% of property value)
New Zealand*		2	
Norway*	1		
Saudi Arabia			0.0

<i>Selected Economy</i>			
Netherlands	2	5	6.1

<i>Comparator Economies</i>			
Denmark	6	42	0.6
Finland	3	14	4.0
France	9	113	6.3
Germany	4	40	5.2
Iceland	3	4	2.4
Norway	1	3	2.5

* The following economies are also good practice economies for :

Procedures (number): Sweden

Duration (days): Saudi Arabia, Sweden, Thailand



Getting Credit

Firms consistently rate access to credit as among the greatest barriers to their operation and growth. Doing Business constructs two sets of indicators of how well credit markets function: one on credit registries and the other on legal rights of borrowers and lenders. Credit registries, institutions that collect and distribute credit information on borrowers, can greatly expand access to credit. By sharing credit information, they help lenders assess risk and allocate credit more efficiently. And they free entrepreneurs from having to rely on personal connections alone when trying to obtain credit. Three indicators are constructed to measure the sharing of credit information:

- Depth of credit information index, which measures the extent to which the rules of a credit information system facilitate lending based on the scope of information distributed, the ease of access to information and the quality of information.
- Public registry coverage, which reports the number of individuals and firms covered by a public credit registry as a percentage of the adult population.
- Private bureau coverage, which reports the number of individuals and firms, covered by a private credit bureau as a percentage of the adult population.

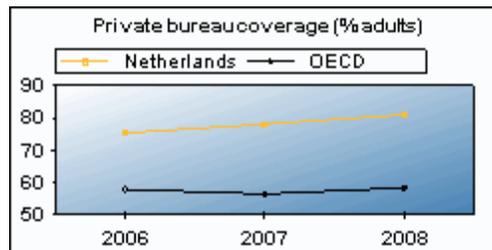
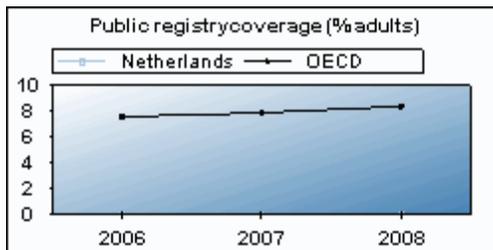
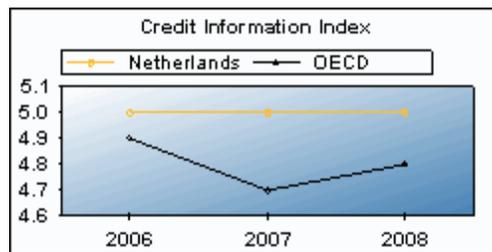
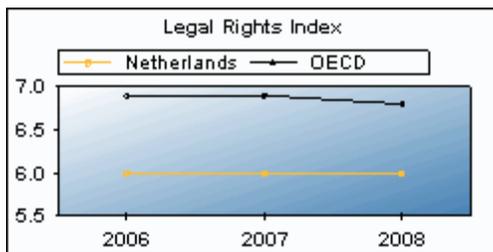
The strength of legal rights index measures the degree to which collateral and bankruptcy laws protect the rights of borrowers and lenders and thus facilitate lending. This year, three main changes were made; first, a standardized case scenario with specific assumptions was introduced to bring this indicator into line with other Doing Business indicators. Second, the indicator now focuses not on tangible movable collateral, such as equipment, but on revolving movable collateral, such as accounts receivable and inventory. Third, the indicator no longer considers whether management remains in place during a reorganization procedure, better accommodating economies that adopt reorganization procedures. The strength of legal rights index includes 8 aspects related to legal rights in collateral law and 2 aspects in bankruptcy law:

- Any business may use movable assets as collateral while keeping possession of the assets, and any financial institution may accept such assets as collateral.
- The law allows a business to grant a non possessory security right in a single category of revolving movable assets, without requiring a specific description of the secured assets.
- The law allows a business to grant a non possessory security right in substantially all of its assets, without requiring a specific description of the secured assets.
- A security right may extend to future or after-acquired assets and may extend automatically to the products, proceeds or replacements of the original assets.
- General description of debts and obligations is permitted in collateral agreements and in registration documents, so that all types of obligations and debts can be secured by stating a maximum rather than a specific amount between the parties.
- A collateral registry is in operation that is unified geographically and by asset type and that is indexed by the name of the grantor of a security right.
- Secured creditors are paid first when a debtor defaults outside an insolvency procedure or when a business is liquidated.
- Secured creditors are not subject to an automatic stay or moratorium on enforcement procedures when a debtor enters a court-supervised reorganization procedure.
- The law allows parties to agree in a collateral agreement that the lender may enforce its security right out of court.

1. Historical data: Getting Credit in Netherlands

Getting Credit data	Doing Business 2007	Doing Business 2008	Doing Business 2009
Rank		40	43
Legal Rights Index	6	6	6
Credit Information Index	5	5	5
Public registry coverage (% adults)	0.0	0.0	0.0
Private bureau coverage (% adults)	75.4	78.1	81.0

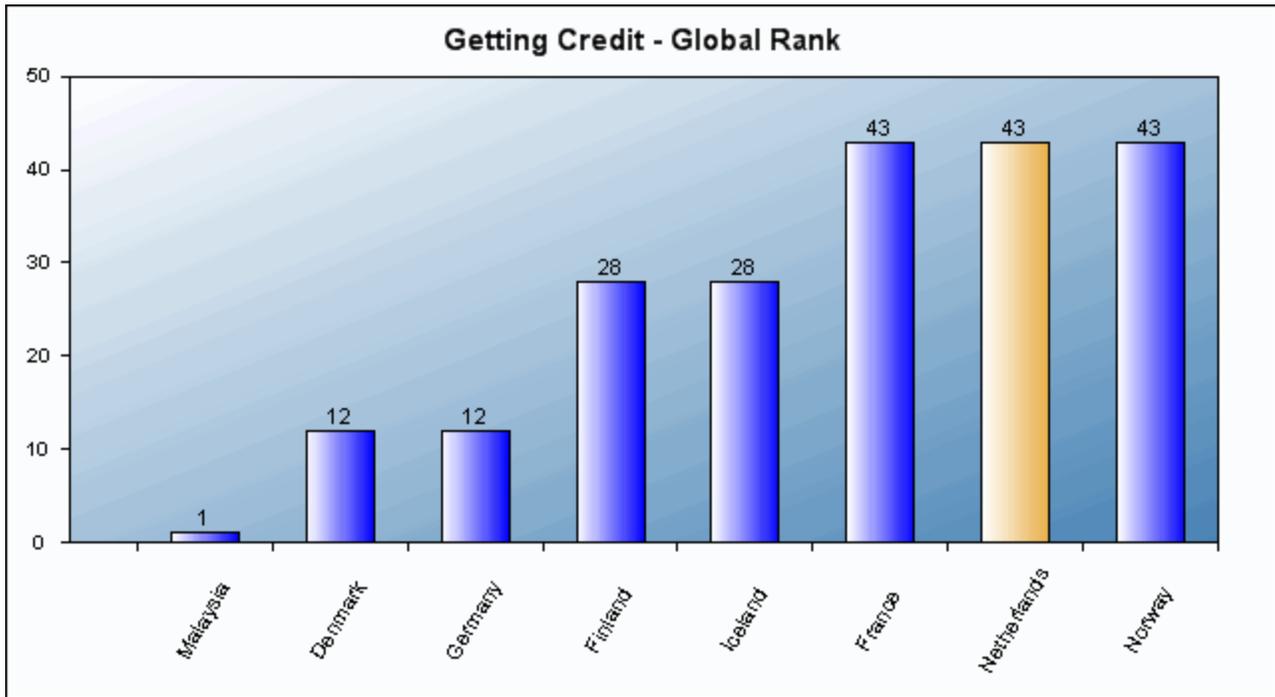
2. The following graphs illustrates the Getting Credit indicators in Netherlands over the past 3 years:



3. Benchmarking Getting Credit Regulations:

Netherlands is ranked 43 overall for Getting Credit.

Ranking of Netherlands in Getting Credit - Compared to good practice and selected economies:



The following table shows Getting Credit data for Netherlands compared to good practice and comparator economies:

Good Practice Economies	Legal Rights Index	Credit Information Index	Public registry coverage (% adults)	Private bureau coverage (% adults)
Malaysia*	10			
New Zealand*				100.0
Portugal			76.4	
United Kingdom		6		

<i>Selected Economy</i>				
Netherlands	6	5	0.0	81.0

<i>Comparator Economies</i>				
Denmark	9	4	0.0	5.0
Finland	7	5	0.0	14.8
France	7	4	28.3	0.0
Germany	7	6	0.7	98.4
Iceland	7	5	0.0	100.0
Norway	7	4	0.0	100.0

* The following economies are also good practice economies for :

Legal Rights Index: Hong Kong, China, Kenya, Singapore

Private bureau coverage (% adults): Argentina, Australia, Canada, Iceland, Ireland, Nicaragua, Norway, Sweden, United Kingdom, United States

24 countries have the highest credit information index.

Protecting Investors

Companies grow by raising capital, either through a bank loan or by attracting equity investors. Selling shares allows companies to expand without the need to provide collateral and repay bank loans. But investors worry about their money, and look for laws that protect them. A study finds that the presence of legal and regulatory protections for investors explains up to 73% of the decision to invest. In contrast, company characteristics explain only between 4% and 22%*. Good protections for minority shareholders are associated with larger and more active stock markets. Thus both governments and businesses have an interest in reforms strengthening investor protections. To document some of the protections investors have, Doing Business measures how economies regulate a standard case of self-dealing, use of corporate assets for personal gain.

The case facts are straightforward. Mr. James, a director and the majority shareholder of a public company, proposes that the company purchase used trucks from another company he owns. The price is higher than the going price for used trucks. The transaction goes forward. All required approvals are obtained, and all required disclosures made, though the transaction is prejudicial to the purchasing company. Shareholders sue the interested parties and the members of the board of directors. Several questions arise. Who approves the transaction? What information must be disclosed? What company documents can investors access? What do minority shareholders have to prove to get the transaction stopped or to receive compensation from Mr. James? Three indices of investor protection are constructed based on the answers to these and other questions. All indices range from 0 to 10, with higher values indicating more protections or greater disclosure.

- The extent of disclosure index covers approval procedures, requirements for immediate disclosure to the public and shareholders of proposed transactions, requirements for disclosure in periodic filings and reports and the availability of external review of transactions before they take place.
- The extent of director liability index covers the ability of investors to hold Mr. James and the board of directors liable for damages, the ability to rescind the transaction, the availability of fines and jail time associated with self-dealing, the availability of direct or derivative suits and the ability to require Mr. James to pay back his personal profits from the transaction.
- The ease of shareholder suits index covers the availability of documents that can be used during trial, the ability of the investor to examine the defendant and other witnesses, shareholders' access to internal documents of the company, the appointment of an inspector to investigate the transaction and the standard of proof applicable to a civil suit against the directors.

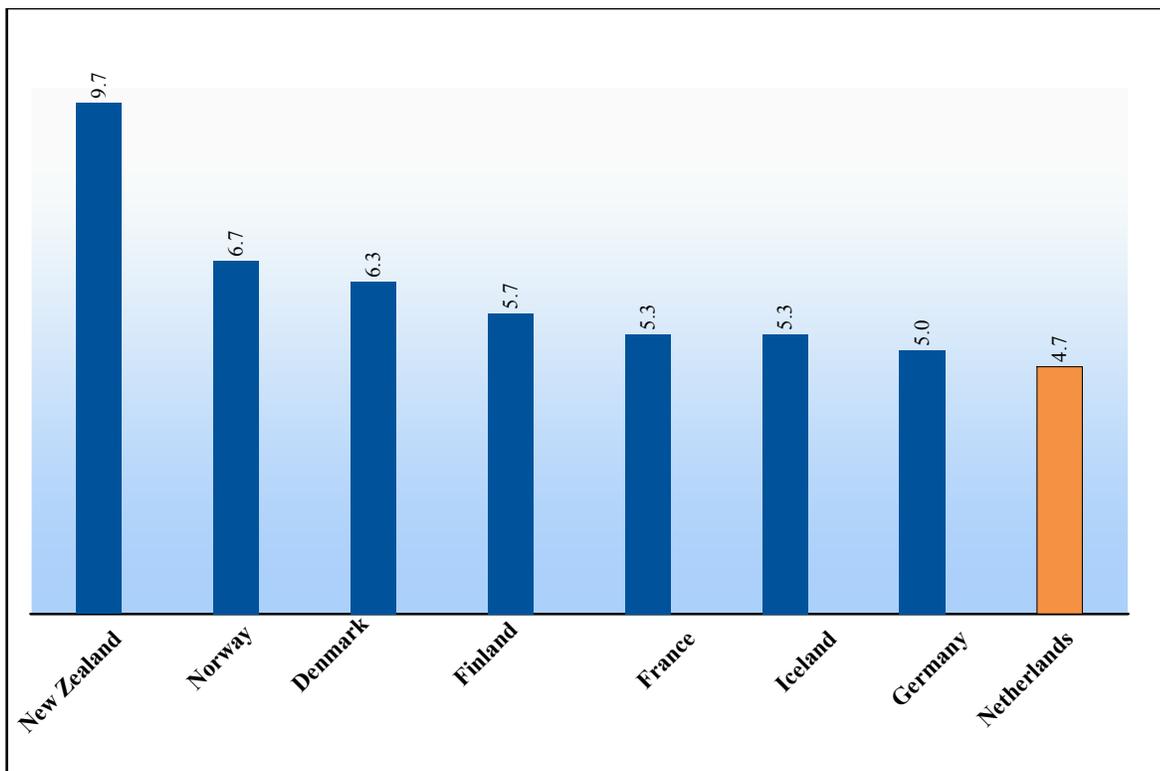
These three indices are averaged to create the strength of investor protection index. This index ranges from 0 to 10, with higher values indicating better investor protection.

*Doidge, Karayi and Stulz (2007)

1. Historical data: Protecting Investors in Netherlands

Protecting Investors data	Doing Business 2007	Doing Business 2008	Doing Business 2009
Rank		101	104
Investor Protection Index	4.7	4.7	4.7

2. The following graph illustrates the Protecting Investors index in Netherlands compared to best practice and selected Economies:

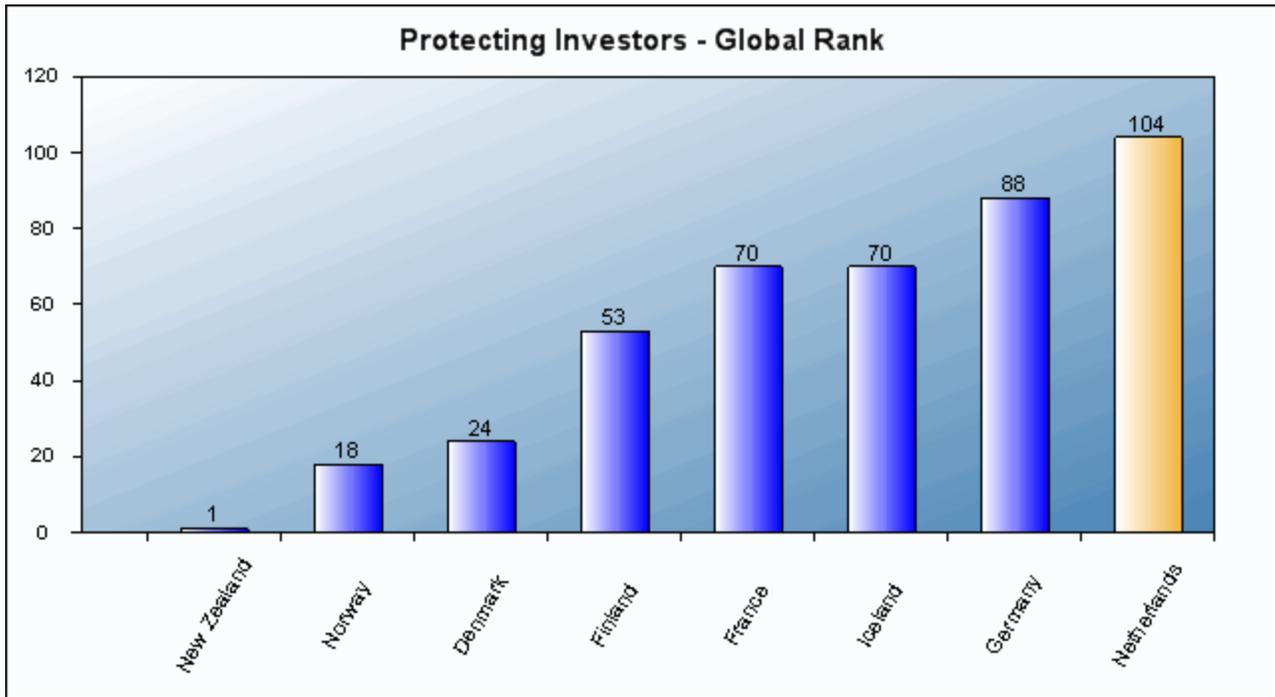


Note: The higher the score, the greater the investor protection.

3. Benchmarking Protecting Investors Regulations:

Netherlands is ranked 104 overall for Protecting Investors.

Ranking of Netherlands in Protecting Investors - Compared to good practice and selected economies:



The following table shows Protecting Investors data for Netherlands compared to good practice and comparator economies:

Good Practice Economies	Investor Protection Index
New Zealand	9.7

<i>Selected Economy</i>	
Netherlands	4.7

<i>Comparator Economies</i>	
Denmark	6.3
Finland	5.7
France	5.3
Germany	5.0
Iceland	5.3
Norway	6.7



Paying Taxes

Taxes are essential. Without them there would be no money to provide public amenities, infrastructure and services which are crucial for a properly functioning economy. But particularly for small and medium size companies, they may opt out and choose to operate in the informal sector. One way to enhance tax compliance is to ease and simplify the process of paying taxes for such businesses.

The Doing Business tax survey records the effective tax that a small and medium company must pay and the administrative costs of doing so. Imagine a medium-size business, TaxpayerCo, that started operations last year. Doing Business asks tax practitioners in 181 economies to review TaxpayerCo's financial statements and a standard list of transactions that the company completed during the year. Respondents are asked how much in taxes and mandatory contributions the business must pay and what the process is for doing so.

The business starts from the same financial position in each economy. All the taxes and mandatory contributions paid during the second year of operation are recorded. Taxes and mandatory contributions are measured at all levels of government and include corporate income tax, turnover tax, all labor taxes and contributions paid by the company (including mandatory contributions paid to private pension or insurance funds), property tax, property transfer tax, dividend tax, capital gains tax, financial transactions tax, vehicle tax, sales tax and other small taxes (such as fuel tax, stamp duty and local taxes). A range of standard deductions and exemptions are also recorded.

Three indicators are constructed:

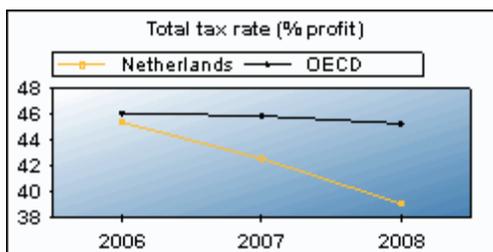
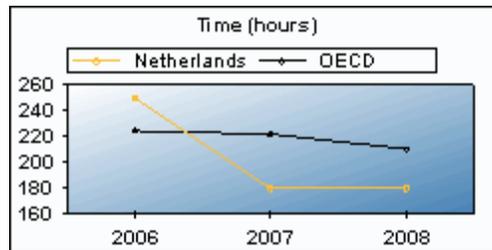
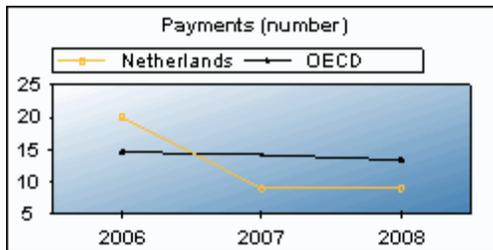
- Number of tax payments, which takes into account the method of payment, the frequency of payments and the number of agencies involved in our standardized case study.
- Time, which measures the number of hours per year necessary to prepare and file tax returns and to pay the corporate income tax, value added tax, sales tax or goods and service tax and labor taxes and mandatory contributions.
- Total tax rate, which measures the amount of taxes and mandatory contributions payable by the company during the second year of operation. This amount, expressed as a percentage of commercial profit, is the sum of all the different taxes payable after accounting for various deductions and exemptions.

Businesses care about what they get for their taxes and contributions, such as the quality of infrastructure and social services. Efficient tax systems tend to have less complex tax arrangements, comprising of straightforward compliance procedures and clear laws. Taxpayers in such economies often get more from their taxes. Simple, moderate taxes and fast, cheap administration mean less hassle for businesses, and also more revenue collected and better public services. More burdensome tax regimes create an incentive to evade taxes.

1. Historical data: Paying Taxes in Netherlands

Paying Taxes data	Doing Business 2007	Doing Business 2008	Doing Business 2009
Rank		38	30
Time (hours)	250	180	180
Total tax rate (% profit)	45.4	42.6	39.1
Payments (number)	20	9	9

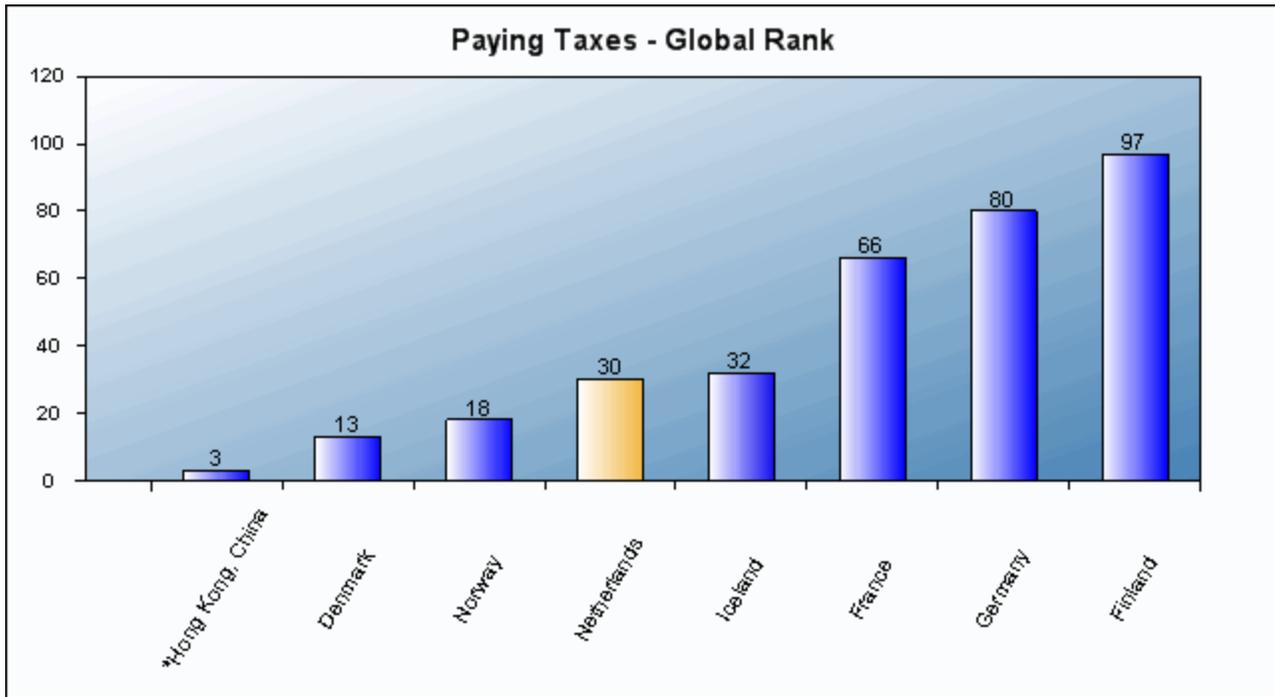
2. The following graphs illustrates the Paying Taxes indicators in Netherlands over the past 3 years:



3. Benchmarking Paying Taxes Regulations:

Netherlands is ranked 30 overall for Paying Taxes.

Ranking of Netherlands in Paying Taxes - Compared to good practice and selected economies:



* The following economies are also good practice economies for Paying Taxes: Maldives, Qatar

The following table shows Paying Taxes data for Netherlands compared to good practice and comparator economies:

Good Practice Economies	Payments (number)	Time (hours)	Total tax rate (% profit)
Luxembourg*		59	
Sweden*	2		
Vanuatu			8.4

<i>Selected Economy</i>			
Netherlands	9	180	39.1

<i>Comparator Economies</i>			
Denmark	9	135	29.9
Finland	20	269	47.8
France	11	132	65.4
Germany	16	196	50.5
Iceland	31	140	26.8
Norway	4	87	41.6

* The following economies are also good practice economies for :

Payments (number): Maldives, Qatar

Time (hours): Bahamas, Bahrain, Maldives, Qatar, United Arab Emirates



Trading Across Borders

The benefits of trade are well documented; as are the obstacles to trade. Tariffs, quotas and distance from large markets greatly increase the cost of goods or prevent trading altogether. But with bigger ships and faster planes, the world is shrinking. Global and regional trade agreements have reduced trade barriers. Yet Africa's share of global trade is smaller today than it was 25 years ago. So is the Middle East's, excluding oil exports. Many entrepreneurs face numerous hurdles to exporting or importing goods, including delays at the border. They often give up. Others never try. In fact, the potential gains from trade facilitation may be greater than those arising from only tariff reductions.

Doing Business compiles procedural requirements for trading a standard shipment of goods by ocean transport. Every procedure and the associated documents, time and cost, for importing and exporting the goods is recorded, starting with the contractual agreement between the two parties and ending with delivery of the goods. For importing the goods, the procedures measured range from the vessel's arrival at the port of entry to the shipment's delivery at the importer's warehouse. For exporting the goods, the procedures measured range from the packing of the goods at the factory to their departure from the port of exit. Payment is by letter of credit and the time and cost for issuing or securing a letter of credit is taken into account.

To make the data comparable across countries, several assumptions about the business and the traded goods are used. The business is of medium size, employs 60 people, and is located in the periurban area of the economy's most populous city. It is a private, limited liability company, domestically owned, formally registered and operating under commercial laws and regulations of the economy. The traded goods are ordinary, legally manufactured products transported in a dry-cargo, 20-foot FCL (full container load) container.

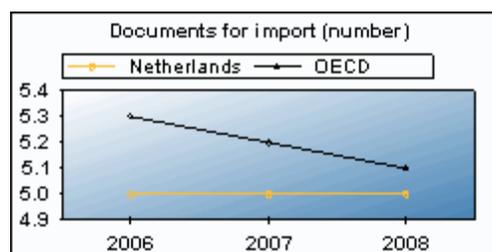
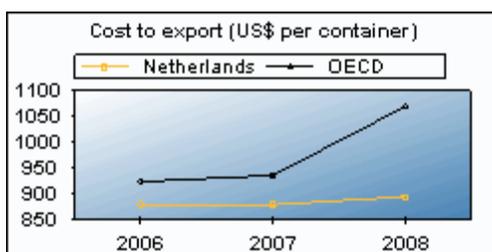
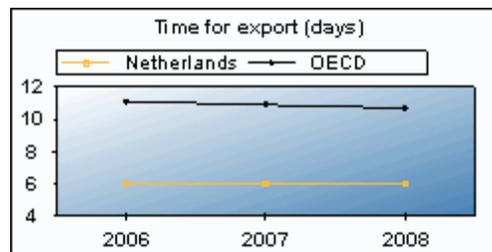
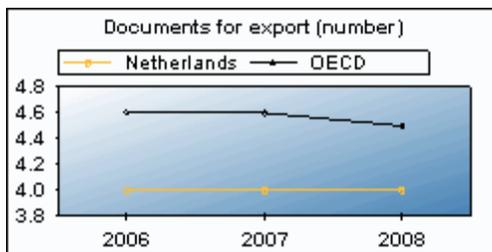
Documents recorded include port filing documents, customs declaration and clearance documents, as well as official documents exchanged between the parties to the transaction. Time is recorded in calendar days, from the beginning to the end of each procedure. Cost includes the fees levied on a 20-foot container in U.S. dollars. All the fees associated with completing the procedures to export or import the goods are included, such as costs for documents, administrative fees for customs clearance and technical control, terminal handling charges and inland transport. The cost measure does not include tariffs or duties.

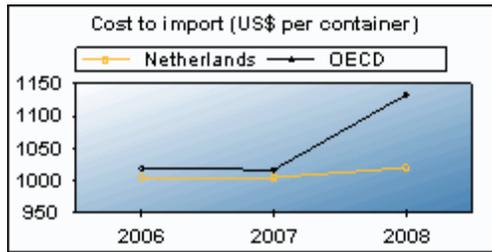
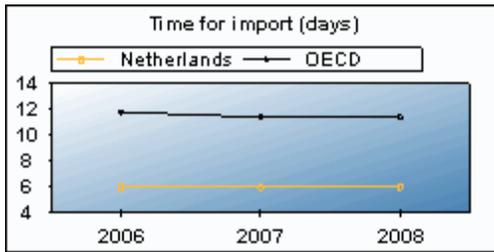
Economies that have efficient customs, good transport networks and fewer document requirements, making compliance with export and import procedures faster and cheaper, are more competitive globally. That can lead to more exports; and exports are associated with faster growth and more jobs. Conversely, a need to file many documents is associated with more corruption in customs. Faced with long delays and frequent demands for bribes, many traders may avoid customs altogether. Instead, they smuggle goods across the border. This defeats the very purpose in having border control of trade to levy taxes and ensure high quality of goods.

1. Historical data: Trading Across Borders in Netherlands

Trading Across Borders data	Doing Business 2007	Doing Business 2008	Doing Business 2009
Rank		14	13
Documents for export (number)	4	4	4
Time for export (days)	6	6	6
Cost to export (US\$ per container)	880	880	895
Documents for import (number)	5	5	5
Time for import (days)	6	6	6
Cost to import (US\$ per container)	1005	1005	1020

2. The following graphs illustrates the Trading Across Borders indicators in Netherlands over the past 3 years:

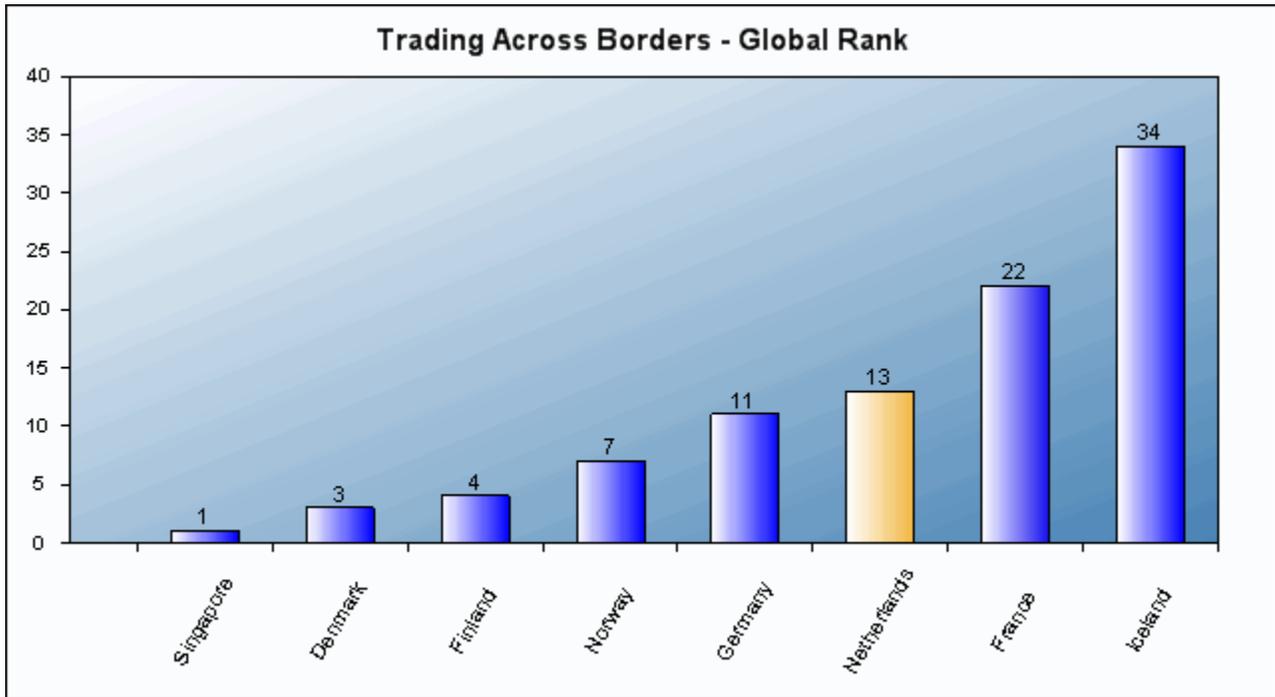




3. Benchmarking Trading Across Borders Regulations:

Netherlands is ranked 13 overall for Trading Across Borders.

Ranking of Netherlands in Trading Across Borders - Compared to good practice and selected economies:



The following table shows Trading Across Borders data for Netherlands compared to good practice and comparator economies:

Good Practice Economies	Documents for export (number)	Time for export (days)	Cost to export (US\$ per container)	Documents for import (number)	Time for import (days)	Cost to import (US\$ per container)
Denmark*		5				
France	2			2		
Malaysia			450			
Singapore					3	439

<i>Selected Economy</i>						
Netherlands	4	6	895	5	6	1020

<i>Comparator Economies</i>						
Denmark	4	5	681	3	5	681
Finland	4	8	495	5	8	575
France	2	9	1078	2	11	1248
Germany	4	7	822	5	7	887
Iceland	5	15	1109	5	14	1183
Norway	4	7	780	4	7	709

* The following economies are also good practice economies for :

Time for export (days): Estonia, Singapore



Enforcing Contracts

Where contract enforcement is efficient, businesses are more likely to engage with new borrowers or customers. Doing Business tracks the efficiency of the judicial system in resolving a commercial dispute, following the step-by-step evolution of a commercial sale dispute before local courts. The data is collected through study of the codes of civil procedure and other court regulations as well as through surveys completed by local litigation lawyers (and, in a quarter of the countries, by judges as well).

The dispute concerns a contract for the sale of goods between two businesses (the Seller and the Buyer) both located in the economy's largest business city.

The Seller sells and delivers goods, worth 200% of the economy's income per capita, to the Buyer. The Buyer refuses to pay on the grounds that they were not of adequate quality.

The Seller sues the Buyer to recover the amount under the sales agreement (200% of the economy's income per capita). The claim is filed before a court in the economy's largest business city with jurisdiction over commercial cases worth 200% of the income per capita and is disputed on the merits. Judgment is 100% in favor of the Seller and is not appealed. Seller enforces the judgment and the money is successfully collected through a public sale of Buyer's assets.

Rankings on enforcing contracts are based on 3 sub-indicators:

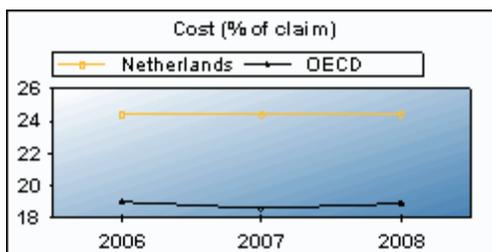
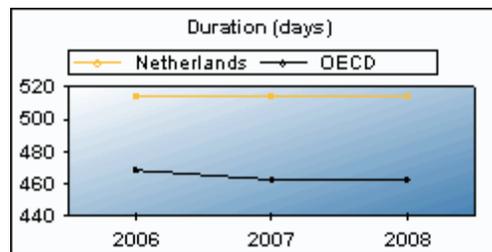
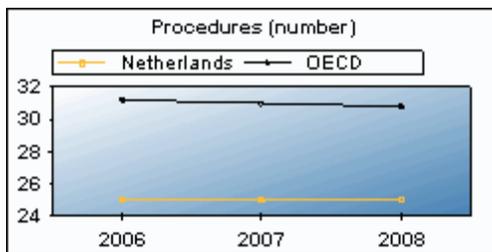
- Number of procedures, which are defined as any interaction between the parties or between them and the judge or court officer. This includes steps to file the case, steps for trial and judgment and steps necessary to enforce the judgment.
- Time, which counts the number of calendar days from the moment the Seller files the lawsuit in court until payment is received. This includes both the days on which actions take place and the waiting periods in between.
- Cost, which is recorded as a percentage of the claim (assumed to be equivalent to 200% of income per capita). Three types of costs are recorded: court costs (including expert fees), enforcement costs (including costs for a public sale of Buyer's assets) and attorney fees.

Justice delayed is often justice denied. And in many economies only the rich can afford to go to court. For the rest, justice is out of reach. In the absence of efficient courts, firms undertake fewer investments or business transactions. And they prefer to involve only a small group of people who know each other from previous dealings.

1. Historical data: Enforcing Contracts in Netherlands

Enforcing Contracts data	Doing Business 2007	Doing Business 2008	Doing Business 2009
Rank		32	34
Procedures (number)	25	25	25
Duration (days)	514	514	514
Cost (% of claim)	24.4	24.4	24.4

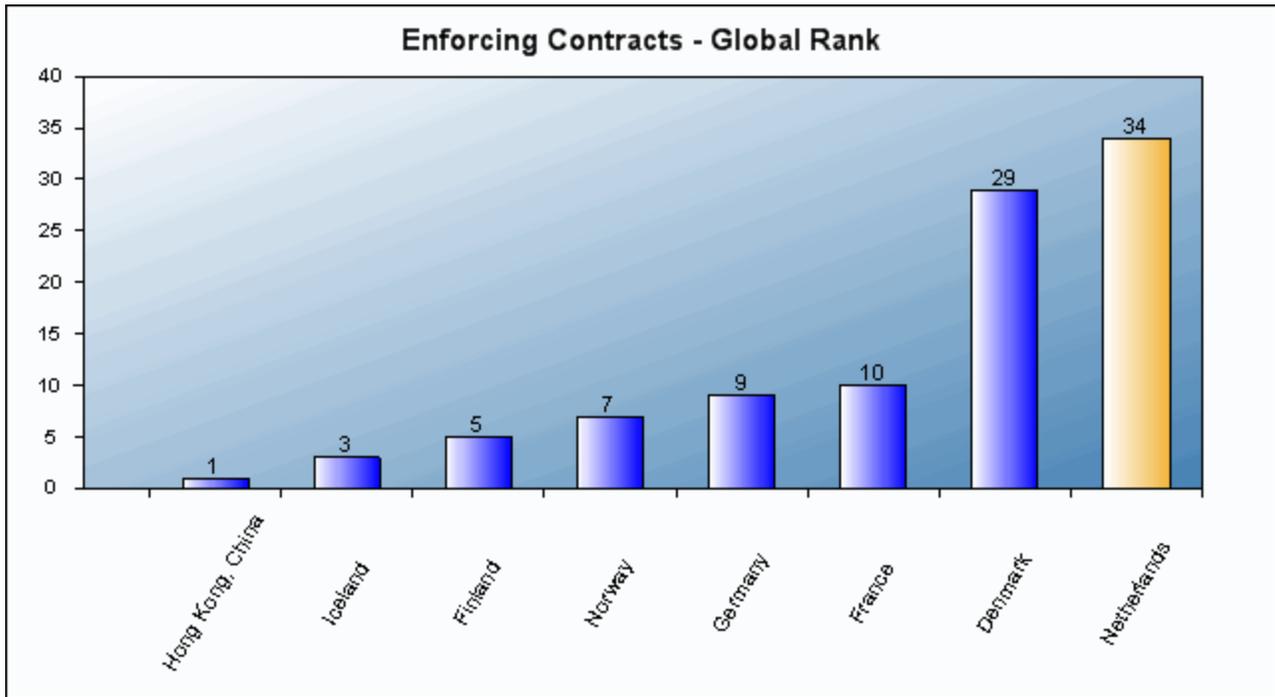
2. The following graphs illustrates the Enforcing Contracts indicators in Netherlands over the past 3 years:



3. Benchmarking Enforcing Contracts Regulations:

Netherlands is ranked 34 overall for Enforcing Contracts.

Ranking of Netherlands in Enforcing Contracts - Compared to good practice and selected economies:



The following table shows Enforcing Contracts data for Netherlands compared to good practice and comparator economies:

Good Practice Economies	Procedures (number)	Duration (days)	Cost (% of claim)
Iceland*			6.2
Ireland	20		
Singapore		150	

<i>Selected Economy</i>			
Netherlands	25	514	24.4

<i>Comparator Economies</i>			
Denmark	34	380	23.3
Finland	32	235	10.4
France	30	331	17.4
Germany	30	394	14.4
Iceland	26	393	6.2
Norway	33	310	9.9

* The following economies are also good practice economies for :

Cost (% of claim): Bhutan



Closing Business

The economic crises of the 1990s in emerging markets—from East Asia to Latin America, from Russia to Mexico—raised concerns about the design of bankruptcy systems and the ability of such systems to help reorganize viable companies and close down unviable ones. In countries where bankruptcy is inefficient, unviable businesses linger for years, keeping assets and human capital from being reallocated to more productive uses.

The Doing Business indicators identify weaknesses in the bankruptcy law as well as the main procedural and administrative bottlenecks in the bankruptcy process. In many developing countries bankruptcy is so inefficient that the parties hardly ever use it. In countries such as these, reform would best focus on improving contract enforcement outside bankruptcy.

The data on closing a business are developed using a standard set of case assumptions to track a company going through the step-by-step procedures of the bankruptcy process. It is assumed that the company is a domestically owned, limited liability corporation operating a hotel in the country's most populous city. The company has 201 employees, 1 main secured creditor and 50 unsecured creditors. Assumptions are also made about the debt structure and future cash flows. The case is designed so that the company has a higher value as a going concern—that is, the efficient outcome is either reorganization or sale as a going concern, not piecemeal liquidation. The data are derived from questionnaires answered by attorneys at private law firms.

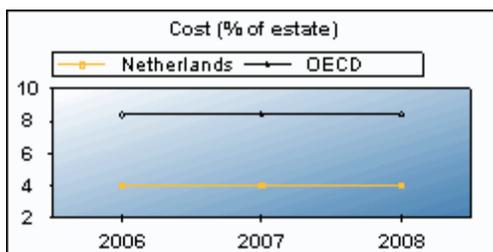
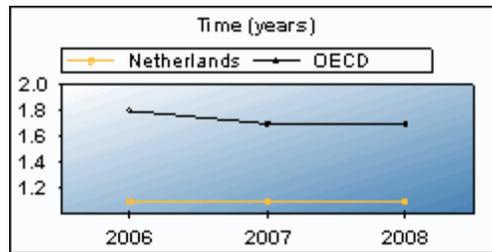
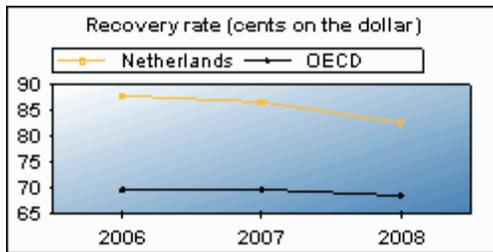
Three measures are constructed from the survey responses: the time to go through the insolvency process, the cost to go through the process and the recovery rate—how much of the insolvency estate is recovered by stakeholders, taking into account the time, cost, depreciation of assets and the outcome of the insolvency proceeding.

Bottlenecks in bankruptcy cut into the amount claimants can recover. In countries where bankruptcy laws are inefficient, this is a strong deterrent to investment. Access to credit shrinks, and nonperforming loans and financial risk grow because creditors cannot recover overdue loans. Conversely, efficient bankruptcy laws can encourage entrepreneurs. The freedom to fail, and to do so through an efficient process, puts people and capital to their most effective use. The result is more productive businesses and more jobs.

1. Historical data: Closing Business in Netherlands

Closing a Business data	Doing Business 2007	Doing Business 2008	Doing Business 2009
Rank		8	10
Time (years)	1.1	1.1	1.1
Cost (% of estate)	4	4	4
Recovery rate (cents on the dollar)	87.9	86.7	82.7

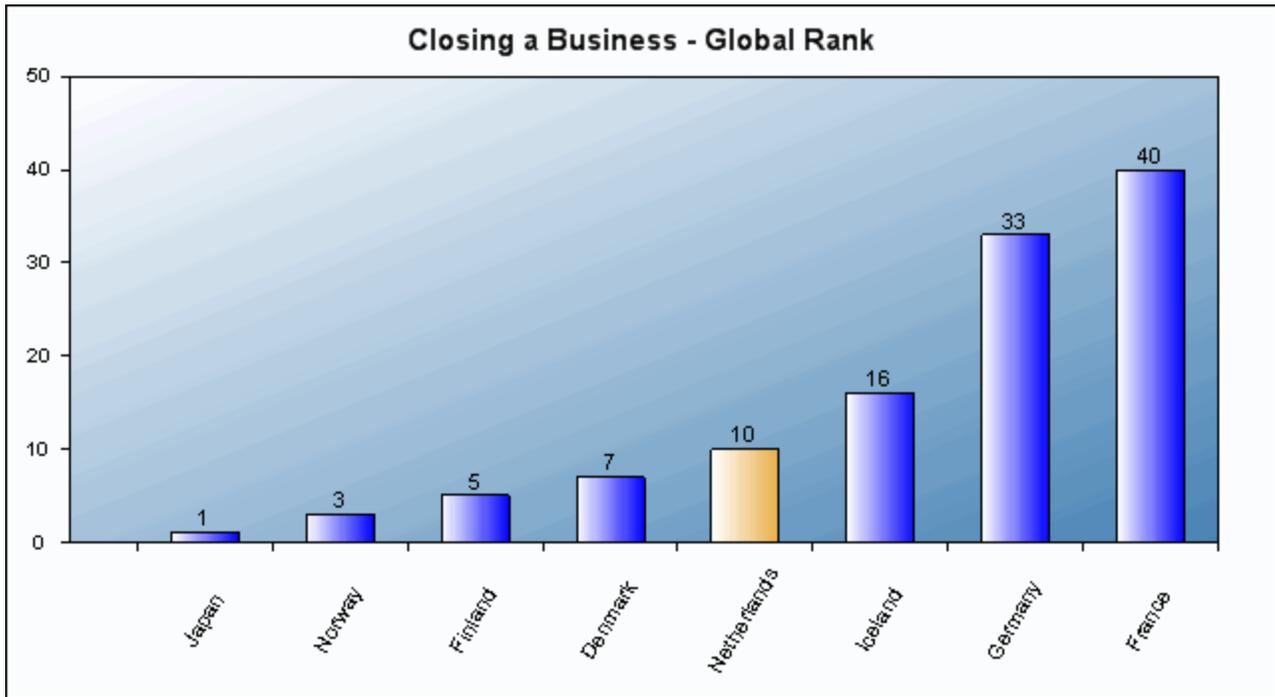
2. The following graphs illustrates the Closing Business indicators in Netherlands over the past 3 years:



3. Benchmarking Closing Business Regulations:

Netherlands is ranked 10 overall for Closing a Business.

Ranking of Netherlands in Closing Business - Compared to good practice and selected economies:



The following table shows Closing Business data for Netherlands compared to good practice and comparator economies:

Good Practice Economies	Recovery rate (cents on the dollar)	Time (years)	Cost (% of estate)
Ireland		0.4	
Japan	92.5		
Singapore*			1

<i>Selected Economy</i>			
Netherlands	82.7	1.1	4

<i>Comparator Economies</i>			
Denmark	86.5	1.1	4
Finland	87.3	0.9	4
France	44.7	1.9	9
Germany	52.2	1.2	8
Iceland	76.6	1.0	4
Norway	89.0	0.9	1

* The following economies are also good practice economies for :

Cost (% of estate): Colombia, Kuwait, Norway

DB2009 Reforms

Number of reforms in Doing Business 2009

Rank	Economy	Reform Topics									Total number of reforms
		Starting a Business	Dealing with Construction Permits	Employing Workers	Registering Property	Getting Credit	Protecting Investors	Paying Taxes	Trading Across Borders	Enforcing Contracts	
1	Azerbaijan	✓		✓	✓	✓	✓	✓		✓	7
2	Albania	✓				✓	✓	✓			4
3	Kyrgyz Republic	✓	✓				✓				3
4	Belarus	✓	✓		✓	✓		✓	✓		6
5	Senegal	✓			✓				✓		3
6	Burkina Faso		✓	✓	✓			✓			4
7	Botswana	✓					✓	✗	✓		3
8	Colombia	✓	✓					✓	✓	✓	5
9	Dominican Republic	✓			✓			✓	✓		4
10	Egypt	✓	✓		✓	✓	✓		✓		6
	Netherlands										
	Iceland										
	Norway										
	Denmark							✓			1
	Finland					✓				✓	2
	France							✓	✓		2
	Germany							✓		✓	2

Note: Economies are ranked on the number and impact of reforms, Doing Business selects the economies that reformed in 3 or more of the Doing Business topics. Second, it ranks these economies on the increase in rank in Ease of Doing Business from the previous year. The larger the improvement, the higher the ranking as a reformer.

Albania

Albania, a top reformer globally and regionally, established a public credit registry allowing financial institutions to share credit information and covering 8.3 percent of the adult population. This reform allows banks to better evaluate the creditworthiness of potential borrowers, facilitating access to credit for firms and individuals. Albania also strengthened investor protections. A new company law requires that disinterested shareholders approve transactions between interested parties and obligates those parties to disclose all information on the transaction to the public. The law also reinforces directors' duties and requires directors, when found liable, to pay damages and return profits to the company. Starting a business became easier with online publication, reduction of the registration cost, and the consolidation of tax, health insurance, and labor registration into a single application. The corporate income tax rate was reduced from 20 percent to 10 percent effective January 1, 2008.

Azerbaijan

Azerbaijan, the top reformer globally and regionally, eliminated the minimum threshold for reporting loans to the public credit registry in September 2007. The public registry now records information on all loans made by the financial system, more than doubling the coverage of borrowers with a credit history. Substantial amendments to the labor code in May 2007 made hiring workers easier by allowing employers to use fixed-term contracts for permanent tasks, easing restrictions on night work, and reducing requirements for redundancy dismissals. Azerbaijan created a second commercial court in Baku, increasing the number of judges dealing with commercial cases from five to nine. The average time to enforce a contract through the courts fell from 267 days to 237. A new law strengthens investor protections by requiring that transactions between interested parties be approved by shareholders. Interested parties are allowed to vote on the matter. Other provisions protect investors because directors who are held liable must pay damages and disgorge profits. Azerbaijan introduced a new unified property registry, reducing the number of procedures required to register property from seven to four. In addition, the State Register Service introduced the option of expediting two of the four procedures, making it possible to register property in 11 days. Similarly, the country created a one-stop shop for company registration, cutting the number of procedures from 13 to six and reducing the time required by half. Azerbaijan reduced the tax burden by introducing an online filing and payment system with advanced accounting software for calculating taxes due. This saves more than 500 hours a year on average in dealing with paperwork.

Belarus

In Belarus, a top reformer globally and regionally, the public credit registry expanded credit information by eliminating the minimum threshold for loans recorded in its database. It also guaranteed the right of borrowers to review their data, improving accuracy. Starting a business became easier: a unified registry database was created, a time limit was introduced for registration, and the minimum capital requirement was cut by half. Belarus created a one-stop shop for property registration and introduced a broad administrative simplification program that set strict time limits at the registry and computerized its records. As a result, the time required to register property in Minsk fell from 231 days to 21. The time required for dealing with construction permits fell by 140 days, thanks to new statutory time limits for preapproval clearances and building permits. Belarus eased the tax burden by abolishing the "Chernobyl tax" (3 percent) and unemployment tax (1 percent) and amending the simplified tax system for small businesses. A new customs code and new banking regulations reduced the time to export

Botswana

Botswana improved its business environment by speeding the start-up process through computerization. A similar effort, which included training customs officers in using an electronic data interchange system, sped the processing of trade documents and reduced the time to export by two days and the time to import by a day. A new Company Act has come into force, requiring that shareholders approve related-party transactions and that directors repay damages and surrender profits if held liable. Finally, since January 2008, companies have been required to pay 0.2 percent of turnover for the training of workers.

Burkina Faso

Burkina Faso eliminated random inspections during construction. It also introduced a new one-stop shop for construction permits, which reduced approval fees and combined five separate payments into a single one. A new labor code, approved in May 2008, makes hiring workers easier by allowing employers to use fixed-term contracts for permanent tasks, removing the 48-month limit on the duration of such contracts, and easing restrictions on determining the weekly rest day. Requirements for redundancy dismissals were also eased: third-party notification and consent are no longer required for dismissal of a single worker, and priority rules for dismissals were abolished. Burkina Faso made it easier to transfer property by eliminating the requirement for authorization from the municipality, merging two taxes at the Land Registry (Conservation Foncière), and reducing the transfer tax. The changes reduced the time required by 46 days and the cost by 2 percent of the property value. Finally, Burkina Faso reduced the corporate income tax rate from 35 percent to 30 percent (effective January 1, 2008), and the tax on dividends from 15 percent to 12.5 percent.

Colombia	Colombia, a top global and regional reformer, improved in five of the 10 Doing Business indicators. It reduced the time and cost to start a business by simplifying registration formalities, including speeding up processes at the registry and eliminating the need to obtain a certificate of compliance with zoning regulations. A silence-is-consent principle for building permits is now applied, reducing the total time for dealing with construction permits by 32 days. A new unified application form was introduced. Colombia made electronic social security contributions mandatory for companies with more than 30 employees and created unified electronic forms for filing taxes. Trading across borders was expedited: better banking services and the implementation of e-payments, electronic data interchange, and coordinated inspections in customs reduced the time to export by 10 days and the time to import by five. Authorities also introduced two new insolvency proceedings: a reorganization procedure to restructure insolvent companies and a mandatory liquidation procedure. Its new insolvency law tightens time limits for negotiating reorganization agreements. Before, the term allowed was six months, with a possible extension of eight months. The new law limits the term to four months, and the extension to two.
Denmark	Denmark reduced the corporate income tax rate from 28% to 25%.
Dominican Republic	The Dominican Republic, a top global and regional reformer, sped up formalities in several areas by making them electronic. An online system for filing and paying taxes, piloted in 2006, is now fully operational. And entrepreneurs can complete several start-up formalities online, including name verification, and commercial and tax registration. The Dominican Republic also reduced the corporate income tax rate from 29% to 25%, and abolished several taxes, including the stamp duty. The cost of property registration fell, thanks to a reduction in the transfer tax from 4.3% to 3%. Transferring property now costs 3.8% of the property value, down from 5.1%. In addition, authorities reduced the time to export by three days by improving the online portal for customs documentation and payment.
Egypt	Egypt was once again among the top 10 global reformers—the third time in 4 years—and top regional reformer this year. Egypt made starting a business easier by reducing the paid-in minimum capital requirement by more than 80%, abolishing bar association fees, and automating tax registration. A new building code introduced in 2008 is aimed at reducing the procedures and time required to deal with construction permits by establishing a single window for processing construction-related approvals. Simplified administrative procedures for registering property and new time limits have reduced the time to transfer property in Cairo from 193 days to 72. The port of Alexandria continued to upgrade its facilities and sped customs clearance, reducing the time to export by 1 day and the time to import by 3. New listing rules for the Cairo Stock Exchange strengthened protections for minority shareholders: now an independent body must assess transactions between interested parties before they are approved. And thanks to new regulations issued by the Central Bank of Egypt, borrowers have the right to inspect their data in the private credit bureau.
Finland	Finland revised its Restructuring of Enterprises Act making it easier for companies in distress to reorganize. It also consolidated regulations relating to the provision of credit information into a single law.
France	France made electronic filing mandatory for social security contributions above €800,000. It also made customs clearance easier by introducing electronic filing and eliminating certain documents.
Germany	Germany made it easier for companies in distress to restructure by allowing the court to suspend enforcement against assets essential to the continuation of the business with the aim of keeping the company working as a going concern. It also reduced the corporate income tax from 25% to 15%, introduced straight-line depreciation for fixed assets and reduced trade tax while no longer allowing a deduction of the tax for corporate income tax.
Iceland	In Iceland no major reforms were recorded.

Kyrgyz Republic

The Kyrgyz Republic, a top reformer globally and regionally, strengthened investor protections through legal amendments allowing minority investors to take legal actions as shareholders. The amendments also require an independent assessment of a related-party transaction before it is approved. Moreover, directors can be held liable for negligence if they harm minority shareholders and will be forced to pay damages and disgorge profits. A new one-stop shop made it easier to start a business by streamlining and simplifying business registration processes and eliminating certain requirements such as proof of residence. Obtaining a company seal became optional. Dealing with construction permits also became easier, thanks to a one-stop shop making it possible to obtain a designing permit, construction license, and occupancy permit at a single place. This reform eliminated nine steps, reduced the time required by almost 6 months, and lowered the cost from 759 percent of income per capita to 406 percent.

Netherlands

In the Netherlands no major reforms were recorded.

Norway

In Norway no major reforms were recorded.

Senegal

Senegal's one-stop shop for business start-up became fully operational, merging more than half the procedures and speeding the process as a result. Similarly, the introduction of time limits at the Land Registry and the Directorate of Taxes and Property sped property registration. The top reformer globally in easing trade, Senegal introduced a single window for customs clearance, cutting document requirements in half. It also set up an electronic data interchange system, implemented risk-based inspections, extended the operating hours of customs, and improved port and road infrastructure.

APPENDICES

Starting a Business in Netherlands

This table summarizes the procedures and costs associated with setting up a business in Netherlands.

STANDARDIZED COMPANY

Legal Form: Besloten Vennootschap (BV)

Minimum Capital Requirement:

City: Amsterdam

Registration Requirements:

No:	Procedure	Time to complete	Cost to complete
1	Deposit the minimum capital required in the bank	1 day	no charge
2	Check the company name for appropriateness and validity at the Chamber of Commerce.	3 days	about EUR 90
3	Submit details of the incorporator(s) and first managing director(s) to the Ministry of Justice for approval or “declaration of no objection”	3 days	EUR 91
4	Draft and sign the company’s deed of incorporation, executed by a civil law notary	1 day	EUR 1,750
5	Enter the company in the commercial register at the local chamber of commerce and obtain a registration number.	1 day	EUR 123.34
6	Register with the local tax authorities (at the same office register for social security authorities)	1 day	no charge

Procedure 1 Deposit the minimum capital required in the bank

Time to complete: 1 day

Cost to complete: no charge

Comment:

Procedure 2 Check the company name for appropriateness and validity at the Chamber of Commerce.

Time to complete: 3 days

Cost to complete: about EUR 90

Comment: One or two alternative names may be submitted at the same time. The response arrives by mail. The cost may vary among different chambers of commerce.

Procedure 3 Submit details of the incorporator(s) and first managing director(s) to the Ministry of Justice for approval or “declaration of no objection”

Time to complete: 3 days

Cost to complete: EUR 91

Comment: Until executing the deed of incorporation, the firm can operate as a BV "in the process of incorporation." The civil law notary cannot execute the deed of incorporation without prior approval of the Ministry of Justice, which is indicated by a declaration of no-objection. The deed also includes the amounts of authorized, issued and paid-up share capital and the names of the incorporators, shareholders, managing directors, and members of the supervisory board. If any of these parties (natural persons or legal entities, in principle apart from members of the supervisory board) are not Dutch citizens, more detailed information is possibly required for the approval. Acquiring a declaration of no-objection from the Ministry of Justice takes from 48 hours (for an urgent application) up to about 2 weeks, depending on the time the Ministry of Justice needs for its investigation of the antecedents of the parties.

Procedure 4 Draft and sign the company’s deed of incorporation, executed by a civil law notary

Time to complete: 1 day

Cost to complete: EUR 1,750

Comment: Notary rates are negotiable and can be billed on the basis of an hourly rate, or a fixed fee. This varies between notaries. The deed can be signed with a power of attorney of one of the employees of the notary.

Procedure 5 Enter the company in the commercial register at the local chamber of commerce and obtain a registration number.

Time to complete: 1 day

Cost to complete: EUR 123.34

Comment: If the Chamber of Commerce is visited in person, it takes several hours to receive a registration number. If the documents are filed by mail, it takes a week. Membership in the local chamber of commerce is mandatory. Initial and annual fees depend on the number of employees and the authorized share capital of the firm. The initial annual fee for a small firm (fewer than 50 employees and authorized capital of no more than EUR 90.000) is EUR 115.80. A medium-size firm (50–250 employees and authorized capital

of EUR 2.5–10 million pays EUR 299.80. A large firm (more than 250 employees and more than EUR 10 million authorized share capital) pays EUR 760.30. The payment of the fee can be in cash, wire transfer, bank draft, and the like. Usually an invoice arrives by mail from the Chamber, and the preferred method of payment is by wire transfer.

After incorporation of the company, the founders of the company are jointly and severally liable for each legal act performed during their management and which binds the company in the period before (a) the registration has been effected and (b) the minimum required capital is paid up. Publication in the Netherlands Official Gazette (Staatscourant) of the first registration and certain subsequent registrations is required and will be made by the Chamber. Companies with more than 50 employees must have a properly constituted workers council. The workers council representatives are entitled to participate in discussions and give advice on important company matters.

Procedure 6 Register with the local tax authorities (at the same office register for social security authorities)

Time to complete: 1 day

Cost to complete: no charge

Comment: The registration form can be filed in a day but it will take the tax office 4–6 weeks to provide the required tax numbers. For income tax a separate registration form must be filed and this can also take 4 weeks.

Dealing with Construction Permits in Netherlands

The table below summarizes the procedures, time, and costs to build a warehouse in Netherlands.

BUILDING A WAREHOUSE

Date as of: January 2,008

Estimated Warehouse Value:

City: Amsterdam

Registration Requirements:

No:	Procedure	Time to complete	Cost to complete
1	Obtain review of a rough plan of the warehouse by the municipal authorities	62 days	EUR 4,500
2 *	Obtain report on the soil conditions from soil testing company	45 days	EUR 9,650
3	Submit a request for a building permit to the Municipal Executive (Mayor and Aldermen)	84 days	EUR 22,532
4	Request an occupancy permit from the Municipal Executive (Gebruiksvergunning)	84 days	EUR 1,350
5 *	Notify the Municipal House if there is a heating installation	1 day	no charge
6	Notify building inspector 2 days before work begins	1 day	no charge
7	Request and receive inspection at the foundation stage	1 day	no charge
8	Request and receive inspection at the roof stage	1 day	no charge
9	Notify building inspector upon completion of work	1 day	no charge
10	Notify fire department upon completion of work	1 day	no charge
11	Receive final inspection	1 day	no charge
12	Request connection to electricity	15 days	no charge
13 *	Receive inspection by the electricity provider	1 day	no charge
14 *	Pay and obtain connection to the electricity provider	15 days	EUR 556
15 *	Request connection to water	6 days	no charge

16 *	Receive inspection for water services	1 day	no charge
17 *	Pay and obtain water connection	21 days	EUR 370
18 *	Request and receive telephone connection	6 days	EUR 100

* Takes place simultaneously with another procedure.

Procedure 1 Obtain review of a rough plan of the warehouse by the municipal authorities

Time to complete: 62 days

Cost to complete: EUR 4,500

Comment: The review costs EUR 3 for every EUR 1,000 in building costs.

Procedure 2 Obtain report on the soil conditions from soil testing company

Time to complete: 45 days

Cost to complete: EUR 9,650

Comment: The soil on which a building is to be constructed should not be contaminated. If a soil report is not available, soil testing must be conducted. The soil testing should be performed before requesting a building permit.

Procedure 3 Submit a request for a building permit to the Municipal Executive (Mayor and Aldermen)

Time to complete: 84 days

Cost to complete: EUR 22,532

Comment: As of January 2008 Provisions on Legal Fees of the Municipality of Amsterdam has been updated to include higher fees for the building permit. It is calculated on the basis of: EUR 365, plus EUR 38 for each EUR 1000 of building cost. Several documents need to be added to the request, including quality certificates, floor plans, and detailed drawings. It is possible to obtain a checklist of criteria and documents from the municipality.

After receiving the request for a building permit, the Municipal Executive first checks whether the request is complete. If not, a period of 4 weeks could be granted to supplement the missing data. Within 2 weeks of receiving a completed request, the Municipal Executive publishes notice of the request in a free local paper. The request is reviewed against the following:

- The zoning plan (bestemmingsplan).
- The building decree (bouwbesluit), a city council order that contains the minimal technical requirements for constructions,
- The municipal building regulations (gemeentelijke bouwverordening) containing rules with regard to, for example, connections to the sewer and public utilities, and town planning regulations.

An inspector employed to enforce the regulations regarding the external appearance of buildings (Welstandscommissie) reviews the request against the municipal note on building regulations established for that purpose.

The 84-day period for the issuance of a permit may be extended by an additional period of 42 days, but only after the applicant has been properly notified. More time may be needed for the decision if an exemption from the zoning plan or an environmental permit is required.

If the authorities do not issue their decision within the legal time limit, the law assumes that the applicant is legally, and automatically, granted the building permit.

Procedure 4 Request an occupancy permit from the Municipal Executive (Gebruiksvergunning)

Time to complete: 84 days

Cost to complete: EUR 1,350

Comment: The request for a use permit must be submitted to the Municipal Executive. Several documents must be submitted with the request, including floor and ground plans. The time frame can be extended by another 42 days, but only after the applicant has been properly notified. If the request is not complete, the Municipal Executive can grant a period of 4 weeks for BuildCo to submit all the required data.

If a request for a building permit is pending, the decision to issue a use permit is postponed until the building permit is issued. The time limit for making a decision regarding the application for a use permit is 42 days from the date the building permit has been granted. A law allowing for the simultaneous application for the building permit and the use permit is under preparation but will most likely not be in effect before 2009.

According to municipal building regulations, it is prohibited to use a building for storage of, among other things, flammable material, material conducive to fire, or material that creates a danger when fire breaks out (as defined by the Statutory Regulations on the Building Decree, or Regeling Bouwbesluit). Corrugated cardboard is considered highly inflammable. If the warehouse is to be used to store books, for instance, a use permit might therefore be compulsory.

Procedure 5 Notify the Municipal House if there is a heating installation

Time to complete: 1 day

Cost to complete: no charge

Comment: The notification is pursuant to the municipal heating regulations (Verordening Stookinstallaties). The regulations establish technical and environmental rules with which the installation should comply.

Procedure 6 Notify building inspector 2 days before work begins

Time to complete: 1 day

Cost to complete: no charge

Comment: For each of the following activities, an independent notification is required:

- The start of construction work, including excavations.
- The start of foundation activities.
- The start of soil consolidation activities.

Furthermore, the building inspection office should be notified at least one day before the start of concrete pouring. This inspection can be carried out on site.

Procedure 7 Request and receive inspection at the foundation stage

Time to complete: 1 day

Cost to complete: no charge

Comment: There are one or two inspections at the foundation stage.

Procedure 8 Request and receive inspection at the roof stage

Time to complete: 1 day
Cost to complete: no charge
Comment: There are one or two inspections at the roofing stage.

Procedure 9 Notify building inspector upon completion of work

Time to complete: 1 day
Cost to complete: no charge
Comment: If a permit is required for the use the building, the building inspector must be notified when part of the construction has been completed, such as when the connection to the sewer system has been made, or when all the work has been completed. Notification must be given of the completion of construction work in order to be granted a permit to use the property. If inspections show that the building has not been constructed in accordance with the building permit, a use permit cannot be issued.

Procedure 10 Notify fire department upon completion of work

Time to complete: 1 day
Cost to complete: no charge
Comment:

Procedure 11 Receive final inspection

Time to complete: 1 day
Cost to complete: no charge
Comment:

Procedure 12 Request connection to electricity

Time to complete: 15 days
Cost to complete: no charge
Comment:

Procedure 13 Receive inspection by the electricity provider

Time to complete: 1 day
Cost to complete: no charge

Comment:

Procedure 14 Pay and obtain connection to the electricity provider

Time to complete: 15 days

Cost to complete: EUR 556

Comment:

Procedure 15 Request connection to water

Time to complete: 6 days

Cost to complete: no charge

Comment:

Procedure 16 Receive inspection for water services

Time to complete: 1 day

Cost to complete: no charge

Comment:

Procedure 17 Pay and obtain water connection

Time to complete: 21 days

Cost to complete: EUR 370

Comment:

Procedure 18 Request and receive telephone connection

Time to complete: 6 days

Cost to complete: EUR 100

Comment:

Employing Workers in Netherlands

Employing workers indices are based on responses to survey questions. The table below shows these responses in Netherlands.

Employing Workers Indicators (2008)	Answer	Score
Rigidity of Employment Index		42.2
Difficulty of Hiring Index		16.7
Are fixed-term contracts prohibited for permanent tasks?	No	0
What is the maximum duration of fixed-term contracts (including renewals)? (in months)	36	0.5
What is the ratio of mandated minimum wage to the average value added per worker?	0.16	0.00
Rigidity of Hours Index		40.0
Can the workweek extend to 50 hours (including overtime) for 2 months per year to respond to a seasonal increase in production?	Yes	0
What is the maximum number of working days per week?	6	0
Are there restrictions on night work?	Yes	1
Are there restrictions on "weekly holiday" work?	Yes	1
What is the paid annual vacation (in working days) for an employee with 20 years of service?	20	0
Difficulty of Firing Index		70.0
Is the termination of workers due to redundancy legally authorized?	Yes	0
Must the employer notify a third party before terminating one redundant worker?	Yes	1
Does the employer need the approval of a third party to terminate one redundant worker?	Yes	2
Must the employer notify a third party before terminating a group of 25 redundant workers?	Yes	1
Does the employer need the approval of a third party to terminate a group of 25 redundant workers?	Yes	1
Is there a retraining or reassignment obligation before an employer can make a worker redundant?	Yes	1
Are there priority rules applying to redundancies?	Yes	1
Are there priority rules applying to re-employment?	No	0

Firing costs (weeks of salary)	17.3
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What is the notice period for redundancy dismissal after 20 years of continuous employment? (weeks of salary)	17.3
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What is the severance pay for redundancy dismissal after 20 years of employment? (weeks of salary)	0.0
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What is the legally mandated penalty for redundancy dismissal? (weeks of salary)	0.0
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Note: The first three indices measure how difficult it is to hire a new worker, how rigid the regulations are on working hours, and how difficult it is to dismiss a redundant worker. Each index assigns values between 0 and 100, with higher values representing more rigid regulations. The overall Rigidity of Employment Index is an average of the three indices.

Registering Property in Netherlands

This topic examines the steps, time, and cost involved in registering property in Netherlands.

STANDARDIZED PROPERTY

Property Value: 1,741,908.88

City: Amsterdam

Registration Requirements:

No:	Procedure	Time to complete	Cost to complete
1	The civil law notary conducts a title search at the Land Registry, conducts research regarding the representation of the involved parties, drafts the deed of the transfer, and carries out the final check for liens/attachments before executing the deed	up to 4 days	<p>Title search: (disbursements, charged (subject to 19% VAT): EUR 1.4 per registered title, EUR 1.4 per cadastral map, EUR 1.4 per cadastral extract (x4). (per cadastral parcel two extracts are required, one regarding the ownership and one regarding the mortgages and attachments – even if the property has no mortgages).</p> <p>Research regarding the representation of the buyer and purchaser: (disbursements, charged to the Chamber of Commerce) total EUR 49.00: EUR 11.00 for the articles of association (of each company); EUR 11.00 for an authenticated commercial extract (of each company) EUR 2.50 per on-line review of the details of the companies involved (commercial extract) (of each company).</p> <p>Notarial fee (inter alia including the work mentioned above under procedure 1): EUR 1,000-3,500 (subject to 19% VAT)</p> <p>Final check: no cost</p>

2	Execution of the transfer deed, registration of deed and post-registration check	1 day	Transfer Tax: 6% of property value (Transfer Tax) Land Registry: + EUR 70 for registratic (free of VAT) + EUR 2.8 for post-registration check (f of VAT)
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Procedure 1

The civil law notary conducts a title search at the Land Registry, conducts research regarding the representation of the involved parties, drafts the deed of the transfer, and carries out the final check for liens/attachments before executing the deed

Time to complete: up to 4 days

Cost to complete: Title search:
(disbursements, charged by the Land Registry)
(subject to 19% VAT):
EUR 1.4 per registered title;
EUR 1.4 per cadastral map;
EUR 1.4 per cadastral extract (x4).
(per cadastral parcel two extracts are required, one regarding the ownership and one regarding the mortgages and attachments – even if the property has no mortgages).
Research regarding the representation of the buyer and purchaser:
(disbursements, charged by the Chamber of Commerce)
total EUR 49.00:
EUR 11.00 for the articles of association (of each company);
EUR 11.00 for an authenticated commercial extract (of each company);
EUR 2.50 per on-line review of the details of the companies involved (commercial extract) (of each company).
Notarial fee (inter alia including the work mentioned above under procedure 1):
EUR 1,000-3,500 (subject to 19% VAT)
Final check: no cost

Comment: According to Dutch law it is mandatory to hire a civil law notary to perform the registration process of property in the Netherlands. The civil law notary will conduct a title search at the Land Registry, verify the authority of the seller to dispose of the property, conduct research regarding the representation of the involved parties, draft the deed of the transfer, provide for a transfer of the property free of mortgages and attachments, and carry out the final check for attachments before executing the deed.

Notaries can consult the land register by an on-line system, called the Automatic Cadastral Registration (AKR), but only regarding some aspects. The deeds and other registered documents from 1998 onwards are online accessible. Older deeds and documents are scanned on demand and are sent immediately by email. Extracts from the cadastral map showing the relevant properties are also available online. To obtain all relevant information takes a few minutes.

A notary can ask the Land Registry Office to find out the history and numbers of a parcel. If a cadastral parcel has been changed (e.g. a parcel is divided in 2 new parcels), the parcel will be given a new, unique parcel number. For companies the notary must conduct an on-line research with the Trade Register with respect to specific information of the company (such as address, managing directors). The articles of association can not be checked on-line. The civil law notary can have these sent to him by mail or fax. The civil law notary then drafts the deed of transfer. Some notaries charge by the hours of work they spend on the case, others charge as a percentage on the value of the property. An average fee is estimated between EUR 1,000 and 3,500.

Due to the need for the notary to draft the deed of transfer and provide for a transfer free of mortgages and attachments, this requires the cooperation of third parties and the retrieval of information other than that provided by the Land Registry.

Procedure 2

Execution of the transfer deed, registration of deed and post-registration check

Time to complete: 1 day

Cost to complete: Transfer Tax:
6% of property value (Transfer Tax)
Land Registry:
+ EUR 70 for registration (free of VAT)
+ EUR 2.8 for post-registration check (free of VAT)

Comment: The notary executes the transfer deed. The authorized persons will either have to appear before the notary or must have granted power of attorney. The transfer tax is paid to the civil law notary, who will pay this tax to the Tax Authorities after registration. The transfer tax is 6% of the total purchase price or the market value, if that is higher. Also, or instead of transfer tax, sometimes VAT is applicable. It is 19% regarding property. This depends, inter alia, on the status of the property and the fact if the seller is a VAT-entrepreneur.

Each notarial deed has to be registered within 10 days with the Tax Authority who checks the deed for taxable aspects. They do not keep a copy but give a statement that the deed involved is checked on a certain date. The deed itself is then returned with that statement to the civil law notary. A true copy of the deed is registered at the relevant Land Registry Office. Such registration takes place immediately after the execution by submitting the deed to the Land Registry by internet. The civil law notary will receive a receipt from the internet within a few minutes of providing evidence of registration. An adaptation of the Cadastre Act making this an official procedure was endorsed by the Parliament per 1 February 2005.

The registration fee of the Land Registry depends on the kind of deed or document registered, and the number of cadastral parcels and purchasers involved. For example, the registration fee for a deed of transfer of a property that forms 1 cadastral parcel to 1 new owner costs EUR 70. The registration fee is paid to the Land Registry Office.

After the deed has been registered with the Land Registry Office, a civil law notary must carry out the post registration check in order to detect any potential change between the execution and the registration of the deed. As the evidence of the registration is sent by internet, just after the electronic submission following execution of the transfer deed, this check can be done immediately.

Getting Credit in Netherlands

The following table summarize legal rights of borrowers and lenders, and the availability and legal framework of credit registries in Netherlands.

Getting Credit Indicators (2008)			Indicator
			score
Private bureau coverage (% adults)	Private credit bureau	Public credit registry	5
Are data on both firms and individuals distributed?	Yes	No	1
Are both positive and negative data distributed?	Yes	No	1
Does the registry distribute credit information from retailers, trade creditors or utility companies as well as financial institutions?	Yes	No	1
Are more than 2 years of historical credit information distributed?	Yes	No	1
Is data on all loans below 1% of income per capita distributed?	No	No	0
Is it guaranteed by law that borrowers can inspect their data in the largest credit registry?	Yes	No	1
Coverage		81.0	0.0
Number of individuals	
Number of firms	

Legal Rights Index	6
Can any business use movable assets as collateral while keeping possession of the assets; and any financial institution accept such assets as collateral ?	Yes
Does the law allow businesses to grant a non possessory security right in a single category of revolving movable assets, without requiring a specific description of the secured assets ?	Yes
Does the law allow businesses to grant a non possessory security right in substantially all of its assets, without requiring a specific description of the secured assets ?	No
May a security right extend to future or after-acquired assets, and may it extend automatically to the products, proceeds or replacements of the original assets ?	No
Is a general description of debts and obligations permitted in collateral agreements, so that all types of obligations and debts can be secured by stating a maximum amount rather than a specific amount between the parties ?	Yes
Is a collateral registry in operation, that is unified geographically and by asset type, as well as indexed by the grantor's name of a security right ?	No
Do secured creditors have absolute priority to their collateral outside bankruptcy procedures?	Yes
Do secured creditors have absolute priority to their collateral in bankruptcy procedures?	Yes

During reorganization, are secured creditors' claims exempt from an automatic stay on enforcement?

Yes

Does the law authorize parties to agree on out of court enforcement?

No

Protecting Investors in Netherlands

The table below provides a full breakdown of how the disclosure, director liability, and shareholder suits indexes are calculated in Netherlands.

Protecting Investors Data (2008)	Indicator
Disclosure Index	4
What corporate body provides legally sufficient approval for the transaction? (0-3; see notes)	2
Immediate disclosure to the public and/or shareholders (0-2; see notes)	1
Disclosures in published periodic filings (0-2; see notes)	1
Disclosures by Mr. James to board of directors (0-2; see notes)	0
Requirement that an external body review the transaction before it takes place (0=no, 1=yes)	0
Director Liability Index	4
Shareholder plaintiff's ability to hold Mr. James liable for damage the Buyer-Seller transaction causes to the company. (0-2; see notes)	0
Shareholder plaintiff's ability to hold the approving body (the CEO or board of directors) liable for damage to the company. (0-2; see notes)	1
Whether a court can void the transaction upon a successful claim by a shareholder plaintiff (0-2; see notes)	1
Whether Mr. James pays damages for the harm caused to the company upon a successful claim by the shareholder plaintiff (0=no, 1=yes)	1
Whether Mr. James repays profits made from the transaction upon a successful claim by the shareholder plaintiff (0=no, 1=yes)	1
Whether fines and imprisonment can be applied against Mr. James (0=no, 1=yes)	0
Shareholder plaintiff's ability to sue directly or derivatively for damage the transaction causes to the company (0-1; see notes)	0
Shareholder Suits Index	6
Documents available to the plaintiff from the defendant and witnesses during trial (0-4; see notes)	4
Ability of plaintiffs to directly question the defendant and witnesses during trial (0-2; see notes)	1
Plaintiff can request categories of documents from the defendant without identifying specific ones (0=no, 1=yes)	0
Shareholders owning 10% or less of Buyer's shares can request an inspector investigate the transaction (0=no, 1=yes)	1

Level of proof required for civil suits is lower than that for criminal cases (0=no, 1=yes)	0
Shareholders owning 10% or less of Buyer's shares can inspect transaction documents before filing suit (0=no, 1=yes)	0

Investor Protection Index

4.7

Notes:

Extent of Disclosure Index

What corporate body provides legally sufficient approval for the transaction?

0=CEO or managing director alone; 1=shareholders or board of directors vote and Mr. James can vote; 2=board of directors votes and Mr. James cannot vote; 3 = shareholders vote and Mr. James cannot vote

Immediate disclosure to the public and/or shareholders

0=none; 1=disclosure on the transaction only; 2=disclosure on the transaction and Mr. James' conflict of interest

Disclosures in published periodic filings

0=none; 1=disclosure on the transaction only; 2=disclosure on the transaction and Mr. James' conflict of interest

Disclosures by Mr. James to board of directors

0=none; 1=existence of a conflict without any specifics; 2= full disclosure of all material facts

Director Liability Index

Shareholder plaintiff's ability to hold Mr. James liable for damage the Buyer-Seller transaction causes to the company

0= Mr. James is not liable or liable only if he acted fraudulently or in bad faith; 1= Mr. James is liable if he influenced the approval or was negligent; 2= Mr. James is liable if the transaction was unfair, oppressive or prejudicial to minority shareholders

Shareholder plaintiff's ability to hold the approving body (the CEO or board of directors) liable for damage to the company

0=members of the approving body are either not liable or liable only if they acted fraudulently or in bad faith; 1=liable for negligence in the approval of the transaction; 2=liable if the transaction is unfair, oppressive, or prejudicial to minority shareholders

Whether a court can void the transaction upon a successful claim by a shareholder plaintiff

0=rescission is unavailable or available only in case of Seller's fraud or bad faith; 1=available when the transaction is oppressive or prejudicial to minority shareholders; 2=available when the transaction is unfair or entails a conflict of interest

Shareholder plaintiffs' ability to sue directly or derivatively for damage the transaction causes to the company

0=not available; 1=direct or derivative suit available for shareholders holding 10% of share capital or less

Shareholder Suits Index

Documents available to the plaintiff from the defendant and witnesses during trial

Score 1 each for (1) information that the defendant has indicated he intends to rely on for his defense; (2) information that directly proves specific facts in the plaintiff's claim; (3) any information that is relevant to the subject matter of the claim; and (4) any information that may lead to the discovery of relevant information.

Ability of plaintiffs to directly question the defendant and witnesses during trial

0=no; 1=yes, with prior approval by the court of the questions posed; 2=yes, without prior approval

Paying Taxes in Netherlands

The table below addresses the taxes and mandatory contributions that a medium-size company must pay or withhold in a given year in Netherlands, as well as measures of administrative burden in paying taxes.

Tax or mandatory contribution	Payments (number)	Notes on Payments	Time (hours)	Statutory tax rate	Tax base	Total tax rate (% profit)	Notes on TTR
Value added tax (VAT)	1	online filing	60	19.0%	value added		
Polder Board Taxes	1			EUR 0,17 per EUR 2,500 tax base	assessed property value	0.00	
Sewage charges	1			EUR 115	fixed fee	0.01	
Road tax	1			various rates	vehicle weight	0.02	
Tax on insurance contracts	1			7.0%	insurance premium	0.07	
Property tax	1			EUR 4,17 per EUR 2,500 tax base	assessed property value	0.12	
Fuel tax	1			19% VAT and 0,376 Excise duty per liter Diesel	fuel consumption	1.15	
Special employment insurance contribution	0	paid jointly		1.2%	gross salaries	1.38	
Unemployment contribution	0	paid jointly		3.5%	gross salaries	1.93	
Health insurance contribution	1	online filing	80	6.5%	gross salaries	6.18	
Disablement act contribution	0	paid jointly		6.4%	gross salaries	6.38	
Corporate income tax	1	online filing	40	25.5% (EUR 0 - 25,000 20%; 25,000-60,000 23.5%)	taxable profit	21.81	
Totals	9		180			39.1	

Notes:

- a) data not collected
- b) VAT is not included in the total tax rate because it is a tax levied on consumers
- c) very small amount
- d) included in other taxes
- e) Withheld tax
- f) electronic filling available
- g) paid jointly with another tax

Name of taxes have been standardized. For instance income tax, profit tax, tax on company's income are all named corporate income tax in this table.

When there is more than one statutory tax rate, the one applicable to TaxpayerCo is reported.

The hours for VAT include all the VAT and sales taxes applicable.

The hours for Social Security include all the hours for labor taxes and mandatory contributions in general.

Trading Across Borders in Netherlands

These tables list the procedures necessary to import and exports a standardized cargo of goods in Netherlands. The documents required to export and import the goods are also shown.

Nature of Export Procedures (2008)	Duration (days)	US\$ Cost
Documents preparation	3	130
Customs clearance and technical control	1	90
Ports and terminal handling	1	260
Inland transportation and handling	1	415
Totals	6	895

Nature of Import Procedures (2008)	Duration (days)	US\$ Cost
Documents preparation	3	300
Customs clearance and technical control	1	90
Ports and terminal handling	1	215
Inland transportation and handling	1	415
Totals	6	1020

Export

Bill of lading

Commercial invoice

Customs export declaration

Packing list

Import

Bill of lading

Cargo release order

Commercial invoice

Customs import declaration

Packing list

Enforcing Contracts in Netherlands

This topic looks at the efficiency of contract enforcement in Netherlands.

Nature of Procedure (2008)	Indicator
Procedures (number)	25
Duration (days)	514
Filing and service	10.0
Trial and judgment	442.0
Enforcement of judgment	62.0
Cost (% of claim)*	24.44
Attorney cost (% of claim)	13.7
Court cost (% of claim)	5.5
Enforcement Cost (% of claim)	5.2

Court information: Amsterdam District Court ("Rechtbank, sector civiel")

* Claim assumed to be equivalent to 200% of income per capita.



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