

Underwritten by



# CASH AND TREASURY MANAGEMENT COUNTRY REPORT

## **Executive Summary**

## **Banking**

The Netherlands' central bank is De Nederlandsche Bank. As the Netherlands is a participant in the eurozone, some central bank functions are shared with the other members of the European System of Central Banks (ESCB). De Nederlandsche Bank is responsible for regulatory supervision of all aspects of the Dutch financial system.

De Nederlandsche Bank collects balance of payments data from around 3,900 resident companies which submit information on all their transactions with and positions vis-à-vis non-residents as well as their financial account balances on a monthly basis.

Resident entities are permitted to hold fully convertible foreign currency bank accounts domestically and outside the Netherlands. Residents are also permitted to hold fully-convertible domestic currency (EUR) bank accounts outside the Netherlands. Non-resident entities are permitted to hold fully convertible domestic and foreign currency bank accounts within the Netherlands.

The Dutch banking system consists of 39 banks. Attracted by the large number of international companies and liberal regulatory framework, 40 foreign banks have also established branches in the Netherlands.

## **Payments**

The Netherlands has two payments systems: the pan-European TARGET2 RTGS system for high-value and urgent payments; and the EquensWorldline Clearing and Settlement System (CSS), a bank-owned automated clearing house for retail payments.

The most important cashless payment instruments in the Netherlands are card payments in terms volume and credit transfers in terms of value. Direct debits are also widely used by companies and individuals. Payments are effected almost exclusively by electronic means in the Netherlands. Checks were phased out in 2002 and the vast majority of credit transfers are electronic.

## **Liquidity Management**

The Netherlands offers a wide range of short-term borrowing and investment alternatives. Interest is paid on company current accounts, and overdraft facilities are generally available in addition to a variety of short-term money market instruments.

Both cash concentration and notional pooling of balances (domestically and cross-border) are available and widely used by companies based in the Netherlands.

#### **Trade Finance**

The Netherlands applies the European Union (EU) customs code and all its associated regulations and commercial policies. All trade is free from restriction between the Netherlands and its fellow European Economic Area (EEA) member states.

#### © December 2016, AFP Country Profiles.

The material provided by PNC Bank, National Association (PNC), the Association for Financial Professionals (AFP) and AFP's contracted information supplier is not intended to be advice on any particular matter. No reader should act on the basis of any matter provided by PNC and AFP and AFP's contracted information supplier and third party suppliers in this document without considering appropriate professional advice. PNC, AFP and AFP's contracted information supplier expressly disclaim all and any liability to any person in respect of anything and of the consequences of anything done or omitted to be done by any such person in reliance upon the contents of this document.

The information provided is frequently subject to change without notice. The data and software are provided "AS IS" without any express or implied warranty of any kind including, without limitation, warranties of non-infringement, merchantability, or fitness for any particular purpose. PNC, AFP, and AFP's contracted information provider do not represent or warrant the information contained in this printed report, on this web site or on referred sites or sites accessible via hypertext links is complete or free from error and expressly disclaim and do not assume any liability to any person for any loss or damage whatsoever caused by errors or omissions in the data or software, whether such errors or omissions result from negligence, accident, quality, performance of the software, or any other cause.

All rights reserved. No part of the material provided by PNC, AFP and AFP's contracted information supplier and third-party suppliers may be reproduced, stored in a retrieval system or transmitted in any form or by any means, electronic, mechanical, photocopying, recording or otherwise, without the prior written permission of AFP and its contracted supplier.

## **PNC's International Services**

PNC can bring together treasury management, foreign exchange, trade finance and credit capabilities to support your international needs in a coordinated and collaborative way.

## **International Funds Transfers**

International Funds Transfers to over 130 countries in USD and foreign currency can be accessed through PINACLE®, PNC's top-rated, online corporate banking portal.

### **Multicurrency Accounts**

Set up demand deposit accounts that hold foreign currency instead of U.S. dollars. These accounts offer a simple and integrated way to manage and move money denominated in more than 30 currencies, including offshore Chinese Renminbi. You can easily view deposit and withdrawal details through PINACLE.

### PNC Bank Canada Branch ("PNC Canada")

PNC Bank, through its full service branch in Canada, can help you succeed in this important market.
PNC Canada offers a full suite of products including payables, receivables, lending, and specialized financing to help streamline cross border operations.

### Multibank Services

PNC's Multibank Services provide you with balances and activity for all your accounts held with PNC and other financial institutions around the world. PINACLE's Information Reporting module can give you a quick snapshot of your international cash position, including USD equivalent value, using indicative exchange rates for all your account balances. You can also initiate Multibank Transfer Requests (MT101s), and reduce the time and expense associated with subscribing to a number of balance reporting and transaction systems.

#### Establish accounts in foreign countries

Establishing good banking relationships in the countries where you do business can simplify your international transactions. PNC offers two service models to help you open and manage accounts at other banks in countries outside the United States.

PNC Gateway Direct comprises an increasing number of banks located in many European countries and parts of Latin America. PNC's team will serve as a

- point of contact for setting up the account helping with any language and time barriers and will continue to serve as an intermediary between you and the bank you select. You can access reporting and make transfers via PINACLE.
- PNC's Gateway Referral service can connect you to a correspondent banking network that comprises more than 1,200 relationships in 115 countries.

### Foreign Exchange Risk Management

PNC's senior foreign exchange consultants can help you develop a risk management strategy to mitigate the risk of exchange rate swings so you can more effectively secure pricing and costs, potentially increasing profits and reducing expenses.

#### **Trade Services**

PNC's Import, Export, and Standby Letters of Credit can deliver security and convenience, along with the backing of an institution with unique strengths in the international banking arena. PNC also provides Documentary Collections services to both importers and exporters, helping to reduce payment risk and control the exchange of shipping documents. We assign an experienced international trade expert to each account, so you always know your contact at PNC and receive best-in-class service. And PNC delivers it all to your computer through advanced technology, resulting in fast and efficient transaction initiation and tracking.

#### Trade Finance

For more than 30 years, PNC has worked with the Export-Import Bank of the United States (Ex-Im Bank) and consistently ranks as a top originator of loans backed by the Ex-Im Bank both by dollar volume and number of transactions.<sup>1</sup>

### **Economic Updates**

Receive regular Economic Updates from our senior economist by going to pnc.com/economicreports.

(1) Information compiled from Freedom of Information Act resources.

PNC and PINACLE are registered marks of The PNC Financial Services Group, Inc. ("PNC").

Bank deposit and treasury management products and services are provided by PNC Bank, National Association, a wholly-owned subsidiary of PNC and **Member FDIC**. Lending products and services, as well as certain other banking products and services, may require credit approval.

In Canada, bank deposit, treasury management, equipment financing, leasing and lending products and services are provided by PNC Bank Canada Branch. PNC Bank Canada Branch is the Canadian branch of PNC Bank, National Association. Deposits with PNC Bank Canada Branch are **not** insured by the Canada Deposit Insurance Corporation.

Foreign exchange and derivative products are obligations of PNC Bank, National Association. Foreign exchange and derivative products are **not** bank deposits and are **not FDIC insured**, nor are they insured or guaranteed by PNC or any of its subsidiaries or affiliates.

This AFP Country Report is being provided for general information purposes only and is not intended as specific legal, tax or investment advice or a recommendation to engage in any other transactions and does not purport to comprehensive. Under no circumstances should any information contained herein be used or considered as an offer or a solicitation of an offer to participate in any particular transaction or strategy. Any reliance upon this information is solely and exclusively your own risk.

©2016 The PNC Financial Services Group, Inc. All rights reserved.

## **Contents**

Executive Summary	2
PNC's International Services	4
Financial Environment	9
Country Information	9
Geographical Information	9
Business Information	9
Country Credit Rating	10
Economic Statistics	11
Economics Table	11
Sectoral Contribution as a % of GDP	
Major Export Markets	12
Major Import Sources	
Political and Economic Background	
Economics	
Interest Rate Management Policy	
Foreign Exchange Rate Management Policy	
Major Economic Issues	
Politics	
Government Structure	13
Major Political Issues	
Taxation	
Resident/Non-resident	
Tax Authority	16
Tax Year/Filing	
Corporate Taxation	16
Participation Exemption	17
Advance Tax Ruling Availability	17
Capital Gains Tax	
Withholding Tax (Subject to Tax Treaties)	18
Tax Treaties/Tax Information Exchange Agreements (TIEAs)	
Thin Capitalization	19
Transfer Pricing	19
Abuse of Law	19
Stamp Duty	
Sales Taxes/VAT (including Financial Services)	20
Financial Transactions/Banking Services Tax	20
Cash Pooling	20
Real Property Taxes	
Payroll and Social Security Taxes	21
Cash Management	
Banking System	22

Banking Regulation	
Banking Supervision	
Central Bank Reporting	
Exchange Controls	
Bank Account Rules	
Anti-money Laundering and Counter-terrorist Financing	
Banking Sector Structure	
Major Domestic Banks	25
Overall Trend	
Payment Systems	
Overview	
High-value	
Low-value	
Payment and Collection Instruments	
Overview and Trends	
Statistics of Instrument Usage and Value	
Paper-based	
Checks	
Paper-based Credit Transfers	
Electronic	
Credit Transfer	
Direct Debits	
Payment Cards	
ATM/EFTPOS	
Electronic Wallet	
Liquidity Management	
Short-term Borrowing	
Overdrafts	
Bank Lines of Credit/Loans	
Trade Bills - Discounted	
Commercial Paper	
Bankers' Acceptances	
Intercompany Borrowing, including Lagging Payments	
Short-term Investments	
Interest Payable on Bank Account Surplus Balances	
Time Deposits	
Certificates of Deposit	
Treasury (Government) Bills	
Commercial Paper	
Money Market Funds	
Repurchase Agreements	
Bankers' Acceptances	
Liquidity Management Techniques	

Cash Concentration	35
Notional Pooling	36
Trade Finance	37
General Rules for Importing/Exporting	37
Imports	
Documentation Required	38
Import Licenses	38
Import Taxes/Tariffs	38
Financing Requirements	38
Risk Mitigation	38
Prohibited Imports	38
Exports	39
Documentation Required	39
Proceeds	39
Financing Requirements	39
Export Licenses	39
Export Taxes/Tariffs	39
Risk Mitigation	39
Prohibited Exports	39
Information Technology	40
Electronic Banking	40
External Financing	41
Long-term Funding	41
Bank Lines of Credit/Loans	41
Bonds	41
Government Investment Incentive Schemes / Special Programs or Structures	41
Useful Contacts	42
National Treasurers' Association	42
National Investment Promotion Agency	42
Central Bank	42
Supervisory Authorities	42
Payment System Operator	42
Banks	42
Stock Exchange	42
Ministry of Finance	42
Ministry of Treasury	43
Ministry of Economy	43
Chamber of Commerce	43
Bankers' Association	43

## **Financial Environment**

## **Country Information**

## **Geographical Information**

Capital	Amsterdam
Area	41,543 km²
Population	17.02 million
Official language	Dutch
Political leaders	Head of state — King Willem-Alexander (since April 30, 2013).  Head of government — Prime Minister Mark Rutte (since October 14, 2010)

## **Business Information**

Currency (+ SWIFT code)	Euro (EUR)
	The Netherlands joined the eurozone on January 1, 1999.
	Its former currency, the guilder (SWIFT code NLG), was converted to
	the euro at EUR 1 = NLG 2.20371.
<b>Business banking hours</b>	09:00-17:00 (Mon-Fri)
Bank holidays	2016 — December 25, 26
	2017 — January 1, April 14, 17, 27, May 25, June 5, December 25, 26
	2018 — January 1, March 30, April 2, 27, May 10, 21, December 25, 26
	Source: www.goodbusinessday.com
International dialing code	+ 31

## **Country Credit Rating**

FitchRatings last rated Netherlands on November 4, 2016 for issuer default as:

Term	Issuer Default Rating
Short	F1 +
Long	AAA
Long-term rating outlook	Stable

Source: www.fitchratings.com, December 2016.

## **Economic Statistics**

Economics Table	2010	2011	2012	2013	2014
GDP per capita (USD)	50,326	53,609	49,492	51,409	52,128
GDP (EUR billion)	632	643	645	651	663
GDP (USD billion)	836	894	829	864	879
GDP volume growth* (%)	+ 1.4	+ 1.7	- 1.1	- 0.5	+ 1.0
BoP (goods, services & income) as % GDP	8.8	10.4	12.2	11.9	10.9
Consumer inflation* (%)	+ 1.3	+ 2.3	+ 2.5	+ 2.5	+ 1.0
Population (million)	16.62	16.67	16.75	16.81	16.87
Unemployment (%)	5.0	5.0	5.8	7.2	7.4
Interest rate (Corporate lending rate) <sup>†</sup> (%)	3.01	3.19	2.65	2.31	2.27
Exchange rate‡ (EUR per USD)†	0.7550	0.7194	0.7783	0.7532	0.7537

			2015		20	16
		Q3	Q4	Year	Q1	Q2
GDP per capita	(USD)	-	-	44,446	-	-
GDP	(EUR billion)	-	-	678	-	-
GDP	(USD billion)	-	-	752	-	-
GDP volume growth*	(%)	+ 2.0	+ 1.1	+ 2.0	+ 1.1	+ 1.7
BoP (goods, services & inco	me) as % GDP	-	-	10.3	-	-
Consumer inflation*	(%)	+ 0.7	+ 0.6	+ 0.6	+ 0.6	Ø
Population	(million)	-	-	16.92	-	-
Unemployment	(%)	6.6	6.6	6.9	6.8	6.2
Interest rate (Corporate lending rate)†	(%)	1.84	1.67	1.85	1.59	1.38
Exchange rate‡ (E	UR per USD)†	0.8995	0.9136	0.9017	0.9077	0.8855

 $<sup>^*</sup>$ Year on year.  $^\dagger$ Period average.  $^\dagger$ Market rate. Sources: International Financial Statistics, IMF, September 2016 and 2015 Yearbook.

## **Sectoral Contribution as a % of GDP**

Agriculture - 1.6%

Industry - 18.8%

Services - 79.6% (2015 estimate)

## **Major Export Markets**

Germany (24.5%), Belgium (11.1%), UK (9.3%), France (8.4%), Italy (4.2%)

## **Major Import Sources**

Germany (14.7%), China (14.5%), Belgium (8.2%), USA (8.1%), UK (5.1%)

## **Political and Economic Background**

#### **Economics**

### Interest Rate Management Policy

As a participant in the eurozone, the Netherlands sets its interest rate through the mechanism of the European System of Central Banks (ESCB). Its main objective is to maintain price stability, defined by the European Central Bank (ECB) as keeping inflation below but close to 2% in the in the medium term. Interest rates are set at monthly meetings of the ECB's Governing Council.

### Foreign Exchange Rate Management Policy

The Eurosystem's exchange rate policy is determined by meetings of ECOFIN (a meeting of the finance ministers in all of the member states of the European Union (EU)). Outside formal agreements, the ECB is also permitted to intervene unilaterally or in concert with other central banks to manage the euro exchange rate relative to other currencies. However, no exchange rate activity is permitted to conflict with the main objective of preserving price stability.

#### Major Economic Issues

The Netherlands has a stable, open and increasingly service-based economy that is reliant on strong import and export flows for sustained growth (with particularly close trading partnerships with Belgium, Luxembourg and Germany). Consequently, the Netherlands' economic fortunes are particularly susceptible to global economic trends. As a result, the global economic slowdown limited GDP growth in 2008 to 1.8% and led to a contraction of 3.8% of GDP in 2009. The economy grew by 1.4% in 2010 and 1.7% in 2011, but then shrank again in 2012 and 2013, by 1.1% and 0.5% respectively as consumer spending fell. Economic growth returned in 2014 and 2015 with a 1.0% and 2.0% growth recorded respectively. Unemployment stood at 6.9% in 2015.

The Netherlands has generally found it easier than most other eurozone countries to stay within the budget deficit guidelines of the European Growth and Stability Pact. However, the budget deficit exceeded the 3% stipulated in the eurozone's fiscal agreement between 2009 and 2012. As a result of cuts in expenditure in 2013, the budget deficit fell to 2.4% in 2013, 2.3% in 2014 and then 1.9% in 2015. The centrist coalition announced plans to cut spending by EUR 16 billion by 2017 in order to keep the budget deficit within the 3% stipulated in the eurozone's fiscal agreement.

#### **Politics**

## **Government Structure**

The Netherlands is a constitutional monarchy in which the national government exercises power with the support of the national legislature's second chamber. The Dutch electoral system of proportional representation means government by coalition is common. At the local level, the Netherlands is governed by 12 provincial executives that are appointed by elected provincial councils, as well as a tier of municipal government.

#### Executive

The Dutch executive governs with the support of the Tweede Kamer (Second Chamber).

The current government is a coalition between Prime Minister Mark Rutte's People's Party for Freedom and Democracy (VVD) and the Labour Party (PvdA).

The next election is expected to be held by September 2016.

#### Legislature

The Netherlands' Staten Generaal is a bicameral legislature.

The 75-member Eerste Kamer (First Chamber) is elected indirectly by the 12 provincial legislatures. All members serve four year terms.

The 150 members of the Tweede Kamer (Second Chamber) are elected every four years via a system of national proportional representation.

#### International memberships

The Netherlands is a member of the EU (and was a founder member of the European Economic Community). It is also a member of the Council of Europe, the Organisation for Economic Cooperation and Development (OECD), the Bank for International Settlements, the North Atlantic Treaty Organization (NATO) and the World Trade Organization (WTO). The Netherlands has strong, long-established, economic and political ties with its fellow Benelux countries, Belgium and Luxembourg.

#### Major Political Issues

The Dutch political environment has been dominated by the issues of European integration and immigration, which stir debate with equal intensity in a country of just 16 million residents and a long tradition of independence and openness.

Closely following France's narrow rejection of the EU constitution, Dutch voters dealt it a fatal blow in 2005, with a 62% "Nej" vote. The Dutch government did not hold a similar referendum over the EU Reform Treaty (Lisbon Treaty), which replaced the EU constitution. Instead, parliament ratified the Treaty on July 8, 2008, and it entered info force across the EU on December 1, 2009.

In March 2012, the Netherlands signed a deal on closer EU fiscal union, which initially entered into force within the eurozone on January 1, 2013.

After the PVV withdrew their backing for budget cuts in April 2012, the minority coalition government, formed in October 2010 between the liberal, center-right VVD and the center-right Christian Democrats, collapsed. A budget deal was struck with the assistance of a number of smaller opposition parties, however a new election was held on September 12, 2012. Both pro-European and in favour of the eurozone rescue packages, the VVD and center-left PvdA won 41 and 38 seats respectively in the 150-seat Second Chamber and formed a new majority, centrist coalition on November 5, 2012.

On June 23, 2016, the United Kingdom (UK) voted to leave the 28-member state EU in a referendum. The long-term political and economic impact of the surprise decision on both the Netherlands and the EU as a whole has yet to be determined. However, there have been renewed calls from the right-wing PVV for a Dutch referendum on EU membership following the UK referendum decision to leave the EU.

In April 2016, the Dutch people rejected the EU-Ukraine association agreement (which would remove trade barriers with Ukraine) in a referendum with 61% of the vote. The Dutch officially voted to reject the parliamentary bill leading to ratification of the agreement, which is now on hold. The EU's 27 other member states have already ratified the treaty.

## **Taxation**

## **Resident/Non-resident**

A company is considered resident if its effective management is located in the Netherlands, or if it is incorporated according to Dutch civil law.

## **Tax Authority**

Belastingdienst (Tax revenue).

## Tax Year/Filing

The tax year generally corresponds to the calendar year, unless the company defines a different year in its articles of association. The tax year usually is 12 months, but shorter or longer periods are permitted in the year of incorporation.

A provisional assessment, generally based on information from the previous two years, usually is issued in the first month of the taxpayer's financial year. This assessment is payable in monthly installments for the remaining months of the year.

Corporate income tax returns must be filed annually, within six months of the end of the fiscal year. Businesses are expected to file all returns electronically. The tax return should be accompanied by all information required to determine taxable profits, including the balance sheet and profit-and-loss account and any other information requested by the tax inspector. If a company does not meet these obligations or does not file a proper tax return, the inspector may issue an estimated assessment.

Provided certain conditions are satisfied, a parent company may form a fiscal unity with one or more of its subsidiaries, under which the losses of one company may be offset against the profits of another company and fixed assets of one company may be transferred to another company without corporate income tax consequences. To qualify for fiscal unity status, the parent company must own at least 95% of the statutory voting rights and must be entitled to at least 95% of the profit and capital of the subsidiary.

The Dutch government has proposed a tax law amendment that will expand the possibilities of forming a fiscal unity via a company that is based in a different EU member state. The new rules also will broaden the possibilities of forming a fiscal unity with a foreign-based company that has a Dutch PE.

## **Corporate Taxation**

Resident companies are subject to taxation on their worldwide income. Non-resident companies are generally subject to the same rates of corporate taxation as residents on certain types of income sourced in the Netherlands. Profits derived from qualifying shareholdings (generally shareholdings of 5% or more) are exempt from tax (the participation exemption regime).

Branches of foreign companies and subsidiaries are treated the same way in determining corporate income tax, although branches usually are exempt from withholding tax on profit remittances to their foreign head offices.

The Netherlands has a two-tier system with progressive tax rates. The first EUR 200,000 of taxable income is subject to a tax rate of 20%. Income in excess of EUR 200,000 is taxed at 25%.

There is no surtax or alternative minimum tax.

Various investment deductions and reliefs are available.

Under the "innovation box" regime, income derived from self-developed intellectual property (R&D) is effectively taxed at a 5% rate.

A special tonnage tax regime applies to shipping companies.

A 0% tax liability or an exemption is provided for qualifying investment funds.

Losses may be carried forward for nine years and carried back for one year. Losses incurred in fiscal years 2009 through 2011 may be carried back for three years upon request, in which case, the term for carryforward is limited to six years. Special restrictions apply to losses incurred by a company whose activities are at least 90% finance and/or holding activities.

## **Participation Exemption**

The participation exemption applies to dividends and capital gains derived from shareholdings of at least 5%, provided:

- the subsidiary is not held as a mere portfolio investment;
- the subsidiary is subject to a reasonable effective tax rate based on Dutch tax principles ("subject to tax test"); or
- less than 50% of the assets of the subsidiary consist of "passive" assets, based on the fair market value of the assets ("asset test"). If the participation exemption is not applicable, a credit for the underlying tax may be obtained.

Group financing/licensing activities generally are deemed to be portfolio investment activities, i.e. participations predominantly engaged in these activities must meet test (2) or (3) for the participation exemption to apply.

As from 2016, dividends and interest payments received are taxable if the payment is tax deductible in the country of the payer.

## **Advance Tax Ruling Availability**

A taxpayer can request an advance ruling from the tax authorities on the application of the participation exemption to holding companies in international structures; the use of hybrid financing instruments and hybrid entities; the existence of a PE in the Netherlands; or the classification of activities, i.e. group services or shareholder activities.

It is possible to enter into an advance pricing agreement for the use of a certain transfer pricing method.

## **Capital Gains Tax**

Capital gains are generally taxed as ordinary income, except for those on certain investments in shares (e.g. in cases where the participation exemption regime applies). The taxable gain is the difference between the sale proceeds and the book value of the asset. Capital losses are, in principle, deductible from Dutch corporate income tax, except for those on certain investments in shares (e.g. in cases where the participation exemption regime applies).

Gains on certain assets can be deferred if there is an intention to reinvest in new assets within three years of the end of the year in which the asset is sold. The new asset must perform a similar economic function within the company, unless it is depreciated over ten years or less.

## Withholding Tax (Subject to Tax Treaties)

Payments to:	Interest	Dividends	Royalties	Other income	Branch Remittances
Resident companies	None	0-15%	None	None	NA
Non-resident companies	None	0-15%	None	None	None

Withholding tax of 15% is levied on dividends paid to both residents and non-residents. For non-residents, the application of a tax treaty may reduce the rate, potentially to 0%.

A withholding tax exemption may apply to dividend payments if the participation exemption applies (see above).

A tax-exempt entity under Dutch rules (e.g. a qualifying pension fund), established outside of the EU/EEA, may request a full refund of the dividend withholding tax relating to Dutch portfolio investments.

If the parent company is a resident of an EU Member State, and meets certain criteria, a withholding tax exemption may apply.

Payments on certain profit-sharing loans are treated as dividends (see also above). All other interest payments are exempt from withholding tax.

No withholding tax is levied on royalties.

## Tax Treaties/Tax Information Exchange Agreements (TIEAs)

The Netherlands has concluded an extensive tax treaty network with more than 95 tax treaties. Different rates of withholding tax can apply to interest, dividends and royalties, depending on the terms of the agreement with the particular country.

Where, in a particular case, a treaty rate is higher than the domestic rate, the latter is applicable.

Netherlands has exchange of information relationships with 126 jurisdictions through 98 double tax treaties and 29 TIEAs (www.eoi-tax.org, January 2016).

On January 27, 2016, Netherlands, as part of the OECD/G20 Base Erosion and Profit Shift (BEPS) initiative, signed a multilateral co-operation agreement with 30 other countries ("the MCAA"). Under this multilateral agreement, information will be exchanged between tax administrations, giving them a single, global picture on some key indicators of economic activity within multinational enterprises (MNE).

With Country-by-Country reporting tax administrations of jurisdictions where a company operates will have aggregate information annually relating to the global allocation of income and taxes paid, together with other indicators of the location of economic activity within the MNE group. It will also cover information about which entities do business in a particular jurisdiction and the business activities each entity engages in. The information will be collected by the country of residence of the MNE group, and will then be exchanged through exchange of information supported by such agreements as the MCAA. First exchanges under the MCAA will start in 2017-2018 on 2016 information.

Other signatory countries are:-

Australia, Austria, Belgium, Chile, Costa Rica, Czech Republic, Denmark, Estonia, Finland, France, Germany, Greece, Ireland, Italy, Japan, Liechtenstein, Luxembourg, Malaysia, Mexico, Nigeria, Norway, Poland, Portugal, Slovak Republic, Slovenia, South Africa, Spain, Sweden, Switzerland and United Kingdom.

### Thin Capitalization

The thin capitalization rules were abolished and replaced with new rules as from January 1, 2013. The new rules disallow the deduction of interest costs relating to excess debt (deemed to be) associated with the acquisition price of participations. The excess debt for purposes of this rule will be calculated based on a mathematical rule, under which operational participations acquired from a third party generally will be excluded.

### **Transfer Pricing**

The arm's length principle is laid down in the Dutch Corporate Income Tax Act. Corporate income taxpayers are obliged to keep records substantiating that intercompany transfer prices have been determined in line with the arm's length principle.

It is possible to enter into an advance pricing agreement for the use of a certain transfer pricing method.

#### **Abuse of Law**

The abuse of law doctrine applies where the motive of a transaction or series of transactions is the avoidance of tax.

In addition to the restrictions on the deductibility of interest, various other rules can result in the (partial) disallowance of a deduction for interest costs incurred by a Dutch taxpayer. These include:

- anti-base erosion rules that essentially cover the conversion of equity into intragroup debt without a valid business reason;
- rules on the acquisition of shares against debt from a related party without meeting a business purpose test or an effective tax rate test; and
- rules on debt-funded acquisitions of Dutch companies that limit an interest deduction for acquisition holdings.

When forming a fiscal unity on or after November 15, 2011 between a parent company and an acquired subsidiary, interest expense relating to the acquisition may be deducted only up to the taxable income of the parent company.

Several exceptions and thresholds may apply to all of these rules.

## **Stamp Duty**

No stamp duty is levied on loan agreements.

## Sales Taxes/VAT (including Financial Services)

VAT is levied on all persons considered 'entrepreneurs' (this includes importers and foreign firms supplying goods and services in the Netherlands) at a general rate of 21%.

There is a reduced rate of 6% for basic goods and services.

Exports and certain services are zero-rated, and certain goods and services are exempt (in particular, those which relate to financial services).

There is no registration threshold in the Netherlands; all VAT payers are required to register.

## Financial Transactions/Banking Services Tax

The Netherlands has no specific tax rules with respect to financial transactions and/or banking services.

## Cash Pooling

The Netherlands has no specific rules with respect to cash pooling arrangements.

## **Real Property Taxes**

Municipalities impose an annual tax at varying rates on owners of real property. Real estate tax is deductible for corporate income tax purposes.

A 6% real estate transfer tax is payable on the acquisition of real property in the Netherlands or certain related rights. A reduced rate of 2% applies to the transfer of a residence.

## **Payroll and Social Security Taxes**

There is no payroll tax payable by employers.

Salaries are subject to income tax, national insurance contributions and employee insurance contributions.

Social security contributions on employment income are payable by the employer and the employee. The contributions are calculated on gross salary, less pension premiums withheld from the salary.

An income-dependent health insurance contribution, disability insurance contribution and unemployment insurance contribution also are levied.

All tax information supplied by Deloitte Touche Tohmatsu and Deloitte Highlight 2016 (www.deloitte.com).

## **Cash Management**

## **Banking System**

## **Banking Regulation**

### **Banking Supervision**

#### Central bank

The responsibilities and authority of the Netherlands' central bank, De Nederlandsche Bank (DNB), are derived from the 1998 Bank Act and its amendments. DNB's financial supervisory responsibilities are in accordance with the 2007 Financial Supervision Act.

As the Netherlands is a participant in the eurozone, responsibility for setting and implementing monetary policy is shared with the other members of the European System of Central Banks (ESCB). Within the ESCB, the main objective is to maintain price stability. DNB issues currency under authority from the ECB.

Within the Netherlands, DNB's responsibilities include support of government policy, foreign currency reserve management, payment system oversight and regulatory supervision of the financial sector.

#### Other banking supervision bodies

Since November 4, 2014, the ECB has been granted a supervisory role to monitor the financial stability of banks within the eurozone via the Single Supervisory Mechanism (SSM), in accordance with the EU's SSM Regulation No 1024/2013 conferring specific tasks on the ECB with regard to the prudential supervision of credit institutions. The ECB has final supervisory authority while member states' national supervisors now provide a supporting role. The ECB directly supervises the 127 "most significant" banks.

The ECB possesses the authority to conduct supervisory reviews, on-site inspections and investigations; grant/withdraw banking licences; assess bank acquisitions; ensure compliance with EU prudential rules; and, if required, to set higher capital requirements to counter financial risks.

The Netherlands Authority for the Financial Markets (De Autoriteit Financiële Markten - AFM) regulates interaction between financial institutions and customers in accordance with the 2007 Financial Supervision Act.

## Central Bank Reporting

### General

The External Financial Relations Act obliges companies to report transactions to the central bank, DNB, for balance of payments monitoring purposes.

#### Transactions to be listed

DNB requires monthly reporting of transactions with and positions vis-à-vis non-residents by a sample of around 2,000 resident companies. Sample companies also have to report financial account balances (gross transactions, revaluations, other changes and positions) on a monthly basis.

Other companies are occasionally requested to report in a benchmark survey used by DNB to ensure the sample companies are representative.

In addition to DNB reporting on financial flows, securities transactions and related income, Statistics Netherlands collects non-financial data (e.g. international trade in goods and services) for current account statistics.

#### Responsibility for reporting

Companies included in DNB's sample must supply data on a monthly basis using a fully automated online reporting tool, eLine BOP. Exceptions are made for information on which only annual reporting is required, e.g. profits and losses and positions relating to equity capital and real estate.

### Additional reporting for liquidity management schemes

No additional reporting requirements apply.

### **Exchange Controls**

#### Exchange structure

The Netherlands is a full participant in the eurozone. Its former currency, the Dutch guilder (NLG), was converted to the euro on January 1, 1999 at the conversion rate of EUR 1 = NLG 2.20731. The euro has a free floating exchange rate.

#### Exchange tax

There is no exchange tax.

#### Exchange subsidy

There is no exchange subsidy.

#### Forward foreign exchange market

There are no restrictions on forward (or spot) foreign exchange markets.

## Capital flows

There are restrictions on investment from outside the EU in airlines (where non-EU residents may not hold a majority interest). Additionally, in shipping, non-residents may not hold a majority share in any flag vessels of the Netherlands.

## Loans, interest and repayments

There are no controls on the provision of loans by commercial banks.

### Royalties and other fees

There are no restrictions.

#### Profit remittance

There are no restrictions on the remittance of profits into or out of the Netherlands.

#### Bank Account Rules

Resident entities are permitted to hold fully convertible foreign currency bank accounts domestically and outside the Netherlands. Residents are also permitted to hold fully-convertible domestic currency (EUR) bank accounts outside the Netherlands.

Non-resident entities are permitted to hold fully convertible domestic and foreign currency bank accounts within the Netherlands. Non-residents are also permitted to hold domestic currency accounts outside the Netherlands.

Multi-currency accounts are also available to resident and non-resident entities. All accounts are permitted to offer interest – paid gross as the Netherlands does not levy withholding tax on current accounts – and overdraft facilities.

To open a bank account in the Netherlands, a company must provide formal identification of the account holder and the ultimate economic beneficiary. A resident entity is one which is incorporated under Dutch law or maintains its place of effective management in the Netherlands.

Any banks that practice value dating must inform clients of any conditions they apply.

## **Anti-money Laundering and Counter-terrorist Financing**

- The Netherlands has enacted anti-money laundering legislation, including legislation implementing the three EU anti-money laundering directives (the Identification Act (Financial Services) of 2004 as amended, the Money Transfer and Exchange Offices Act of 2001 and Sanction Provision for the Duty to Report on Terrorism 2002, as amended; the Act on the Supervision of Trust Offices of 2004 and the Act on Terrorist Offences of 2004 and the Act for the Prevention of Money Laundering and the Financing of Terrorism 2008, as amended). The Ministry of Finance, the Dutch National Bank and the FIU have also issued associated Guidance.
- A Financial Action Task Force (FATF) member, it observes most of the FATF+49 standards. The Netherlands is also a member of the Caribbean Financial Action Task Force (CFATF) as a Cooperating and Supporting Nation.
- The Netherlands has established a financial intelligence unit (FIU), the Office for the Disclosure of Unusual Transactions (MOT), which currently gathers preliminary investigative information before forwarding reports to the National Public Prosecutor Office (BLOM). The MOT is a member of the Egmont Group.

- Account opening procedures require formal identification of the account holder.
- Beneficial owners must also be identified and have their identity verified by taking adequate measures on a risk-sensitive basis.
- Relationships with shell banks are prohibited.
- All financial institutions have to identify clients in respect of any individual or aggregated transactions, where the amount involved is equal to or greater than EUR 15,000.
- Financial institutions in the broadest sense are required to record and report cash transactions above EUR 15,000 and 'unusual' transactions to the MOT 'without delay' a broader standard than the requirement to report 'suspicious' transactions.
- Individuals entering or exiting the EU must declare currency of EUR 10,000 to the customs authorities.
- Customs authorities must also report unusual transactions to the MOT.
- All records necessary for the reconstruction of financial transactions must be kept for at least five years.

Data as at January 2016.

## **Banking Sector Structure**

### Major Domestic Banks

Bank	Total assets (USD million)  December 31, 2015
ING Bank	910,553
Coöperatieve Rabobank	727,954
ABN AMRO Bank	423,843
Bank Nederlandse Gemeenten (BNG Bank)	162,353
NWB Bank	99,157
SNS Bank	68,075
NIBC Bank	25,021
Achmea Bank	17,452
Royal Bank of Scotland	17,316

Source: www.accuity.com

#### **Overall Trend**

The Dutch banking system consists of 39 banks, including 26 domestically owned banks and 13 subsidiaries of foreign banks. Attracted by the large number of international companies and liberal regulatory framework, 40 foreign banks have also established branches in the Netherlands.

The country's five largest banks accounted for 84.7% of the banking sector's total assets at the end of June 2016.

The banking landscape in the Netherlands is dominated by ING Bank, Rabobank and ABN AMRO. While Rabobank's international services are focused in the agribusiness sector, ING has acquired substantial European capabilities.

A consortium of three banks (Royal Bank of Scotland, Fortis and Santander) acquired ABN AMRO Bank on October 17, 2007; Fortis assumed control of ABN AMRO's domestic activities. However, as a result of difficulties caused by the global credit crisis, Fortis was nationalized in October 2008 by the Belgian, Dutch and Luxembourg governments. The Dutch government announced in November 2008, as part of this nationalization, that it would merge Fortis Bank Netherlands with ABN AMRO's domestic operations, under the name ABN AMRO. ABN AMRO then split into two banks in February 2010 – one wholly owned by the Dutch government under the name of ABN AMRO Bank NV, and one owned by the UK's Royal Bank of Scotland under the latter's name. The government made available a 23% stake in ABN AMRO Bank worth EUR 33 billion to various institutional investors via an IPO in November 2015.

Other large players in the Dutch banking market include NIBC Bank, a merchant bank; Bank Nederlandse Gemeenten (BNG) and NWB Bank, both leading providers of financial services to public sector organizations; and SNS Reaal Bank, a retail franchise. SNS Reaal was nationalized on February 1, 2013. All major European and US transaction services banks have a presence in the Dutch market.

## **Payment Systems**

#### **Overview**

The two main payment systems used in the Netherlands are TARGET2 and the Equens Clearing and Settlement System (CSS).

The Netherlands migrated to the pan-European TARGET2 RTGS system on February 18, 2008. The country's former RTGS system, TOP, was closed on that date. TARGET2's Single Shared Platform (SSP) is operated by the Bundesbank, along with the Banque de France and the Banca d'Italia.

The EquensWorldline CSS is a multilateral net settlement system that mainly processes low-value, non-urgent payments. Equens was formed in 2006 through the merger of Interpay Nederland and Germany's Transaktioninstitut. Initially separated into two country organizations, Equens Nederland and Equens Deutschland, Equens SE became a single organization in 2008. Equens and Belgium's Wordline (formerly Atos Wordline) completed a merger in September 2016 to form the 'EquensWorldline Company', now the largest pan-European payment processor. EquensWorldline plans to introduce a pan-European instant payment service in the near future.

The dominance of a small number of large banks in the Netherlands means that a high proportion of payments are cleared via the banks' internal facilities rather than external clearing systems.

The European Clearing Cooperative (ECC), registered on June 23, 2015, is a new European payment platform founded by six European ACHs including EquensWorldline. The ECC is expected to commence operations in the near future and will faciliate optimized central ACH interoperability, via a multi-cycle model with final settlement at TARGET2. The six ACHs together with ACHs operated by Deutsche Bundesbank, Banca d'Italia and Oesterreichische Nationalbank will together process cross-ACH transactions.

## **High-value**

Name of system	TARGET2 The Netherlands' national component is TARGET2-NL.
Settlement type	Real-time gross settlement
Settlement cycle	Payments are settled in real time with immediate finality.
Links to other systems	The TARGET2 system links payment systems in all 24 participating EU member states.
Payments processed	High-value and urgent electronic payments, both domestic and cross-border. Settlement of net positions from EquensWorldline CSS.
Currency of payments processed	EUR
Value and other limits to processing	There are no value thresholds.
Operating hours	07:00-18:00 CET, Mon-Fri
System holidays	TARGET2 does not open on weekends and on New Year's Day, Good Friday, Easter Monday, Labor Day (May 1) and December 25, 26.
Cut-off times	Customer payments = 17:00 CET Interbank payments = 18:00 CET
Participants	63 direct and 42 indirect participants in TARGET2-NL at the end of 2015.
Access to system	Banks connect via the SWIFTNet FIN Y-Copy service. Payments are submitted using SWIFT standard message types.
Future developments	NA

## Low-value

Settlement type  Settlement cycle  Payments are settled across accounts at the TARGET2 SSP every half hour between 07:30 and 17:00 CET.  Links to other systems  TARGET2-NL  Cross-border SEPA payments can also be bilaterally exchanged between EquensWorldline CSS participant banks and those in other retail payment systems in Europe (see Payment and Collection Instruments, Electronic, Credit Transfer, Low-value).  Payments processed  Low-value non-urgent SEPA payments, including credit transfers, direct debits and payment card transactions  EUR  There is no maximum value threshold.
hour between 07:30 and 17:00 CET.  Links to other systems  TARGET2-NL Cross-border SEPA payments can also be bilaterally exchanged between EquensWorldline CSS participant banks and those in other retail payment systems in Europe (see Payment and Collection Instruments, Electronic, Credit Transfer, Low-value).  Payments processed  Low-value non-urgent SEPA payments, including credit transfers, direct debits and payment card transactions  Currency of payments processed  Value and other limits to processing  There is no maximum value threshold.
Cross-border SEPA payments can also be bilaterally exchanged between EquensWorldline CSS participant banks and those in other retail payment systems in Europe (see Payment and Collection Instruments, Electronic, Credit Transfer, Low-value).  Payments processed  Low-value non-urgent SEPA payments, including credit transfers, direct debits and payment card transactions  EUR  Value and other limits to processing  There is no maximum value threshold.
direct debits and payment card transactions  Currency of payments processed  Value and other limits to processing  There is no maximum value threshold.
value and other limits to processing  There is no maximum value threshold.
processing
Operating hours 07:00 to 17:00 CET
System holidays Closed on TARGET2 holidays
<b>Cut-off times</b> The cut-off time for guaranteed same-day settlement is 15:30 CET.
<b>Participants</b> There were 72 direct participants and 90 indirect participants at the end of 2015.
Access to system  By the SWIFTNet FileAct service, Connect:Direct network, FTP or browser-based file transfer. Paper-based instruments must be converted into electronic items in advance.
Future developments NA

## **Payment and Collection Instruments**

### **Overview and Trends**

The use of cashless payment instruments is particularly advanced in the Netherlands. Checks have not been issued by banks since the euro physically replaced the Dutch guilder in 2002, and use of paper-based credit transfers is diminishing. Debit cards, credit transfers and direct debits are used for a high proportion of payments by volume; credit transfers are by far the dominant instrument by value. An early adopter of e-cash (with many credit cards doubling as electronic wallets), the Netherlands remains a comparatively heavy user of small retail payments.

Since January 1, 2008, all debit cards issued by banks in the Netherlands have been Single Euro Payments Area (SEPA)-compliant. The country's banks have offered pan-European SEPA credit transfers (SCTs) for EUR-denominated payments since January 28, 2008. SEPA direct debits (SDDs) have been available since November 2, 2009. Migration to SCTs and SDDs was finalized in the Netherlands on August 1, 2014.

In January 2016, a Revised Directive on Payment Services (PSD2) entered into force. The overall objective of the PSD2 is to increase the competition on the European Union payment market, facilitate innovative payment services and ensure that payment services are safe and offer complete consumer protection. The directive is to be incorporated into the EU members' national laws and regulations by January 2018.

## **Statistics of Instrument Usage and Value**

	Transactions (million)		% change	Traffic (value) (EUR billion)		% change
	2014	2015	2015/2014	2014	2015	2015/2014
Debit cards	3,037.49	3,318.05	9.2	97.40	103.86	6.6
Credit cards	131.21	141.16	7.6	12.10	13.41	10.8
Credit transfers	2,043.23	1,972.97	- 3.4	17,373.99	19,392.69	11.6
Direct debits	1,163.43	1,300.28	11.8	218.73	244.80	11.9
E-money	77.95	4.73	- 93.9	0.16	0.03	- 81.3
Checks	0.19	0.20	5.3	1.90	2.00	5.3
Total	6,453.51	6,737.40	4.4	17,704.28	19,756.78	11.6

Source: ECB payment statistics, September 2016.

## **Paper-based**

#### Checks

Checks have not been issued in the Netherlands since 2002, however legacy items are occasionally used but are expensive and difficult to negotiate. When used, checks are cleared bilaterally between banks.

### Paper-based Credit Transfers

Mainly used for retail payments, paper-based credit transfers must be converted into electronic format before clearing.

The most common paper-based credit transfer is a pre-prepared transfer known as the IBAN Acceptgiro (which can also be electronic). This can be used for regular payments of fixed or variable amounts, i.e. insurance premiums, subscriptions and household bills as well as one-off purchases. The IBAN Acceptgiro is to be discontinued as of January 1, 2019.

#### **Electronic**

#### **Credit Transfer**

The credit transfer is the most common payment instrument in the Netherlands for business and government use. Credit transfers are increasingly initiated electronically via companies' electronic banking packages or personal internet banking services.

The TNS (Telegiro Nieuwe Stijl - New Style Telegiro) transfer is a low-value urgent legacy credit transfer which continues to operate in the Netherlands, irrespective of SEPA.

Domestic and cross-border electronic credit transfers in EUR can be made using the Europewide, SEPA-compliant, XML-based credit transfer format.

#### High-value

High-value and urgent (TNS) credit transfers can be settled via TARGET2. All payments settled through TARGET2 are done so in real time and with immediate finality.

High-value cross-border credit transfers are effected via TARGET2, as long as the beneficiary account is accessible through a TARGET2 participant.

High-value and urgent cross-border electronic payments can also be processed via the Euro Banking Association's EURO1 clearing system for end-of-day value. Five banks in the Netherlands participate in EURO1.

Cross-border credit transfers in EUR and other currencies can also be processed via a combination of SWIFT connectivity, correspondent banking relationships and branch network capabilities.

#### Low-value

Low-value credit transfers are processed by the EquensWorldline CSS. The EquensWorldline CSS settles low-value transfers every thirty minutes, but instructions must be received by 15:30 CET if same-day settlement is required.

The EquensWorldline CSS is linked bilaterally with Germany's EMZ retail payment system, Austria's Clearing Service International (CS.I), Spain's Iberpay, Greece's DIAS, Poland's KIR, Romania's TransFonD and Bulgaria's BISERA for the clearing of SEPA credit transfers (SCTs), and with the Euro Banking Association's STEP2, Italy's BI-COMP and Switzerland's German-based Swiss Euro Clearing Bank (SECB) for the clearing of both SCTs and SEPA direct debits (SDDs). The internal SCTs of KBC Bank and WestLB and internal SDDs of the SEB Group are also cleared by EquensWorldline.

The EquensWorldline CSS is linked bilaterally with the Federal Reserve Banks of the United States to clear cross-border payments in multiple currencies.

Low-value cross-border transfers in EUR can be processed via the EBA's STEP1 or STEP2 systems and through banks' traditional correspondent banking relationships or networks.

It is expected that participants in EquensWorldline CSS will be able to clear cross-ACH SCTs and SDDs with Germany's EMZ, Greece's DIAS, Spain's Iberpay, Poland's ELIXIR, Romania's SENT, Italy's BI-COMP and Austria's CS.I in the near future via the European Clearing Cooperative (ECC) payment platform. Final settlement will take place via TARGET2.

EquensWordline also plans to introduce a pan-European instant payment service in the near future.

EBA Clearing and Italy's SIA Group (which already serves as a technical operator for STEP2) have agreed to develop and implement a pan-European real-time infrastructure for instant EUR payments by the fourth quarter of 2017. The service will align with the ISO 20022 global messaging standards for instant payments.

#### **Direct Debits**

Most commonly used for low-value, recurrent utility-type payments, direct debits account for almost a quarter of all payments in the Netherlands by volume. This increasing popularity stems both from the low costs and speed of collection from the payee's perspective.

SEPA Direct Debit (SDD) CORE and B2B services have been available since November 2, 2009, enabling cross-border EUR-denominated direct debits to be made. The EBA has been processing SDD payments in STEP2 since the launch of the SDD schemes on that date. All banks in the Netherlands have been capable of accepting and processing SDDs since July 1, 2010. SDDs fully replaced the domestic direct debit (incasso) on August 1, 2014.

Direct debits are cleared by the EquensWordline CSS in the same way as other non-urgent, low-value payments. They are typically settled on a same-day or next day basis.

### **Payment Cards**

Use of debit and credit cards is commonplace in the Netherlands and is expected to rise further. There were 26.2 million debit cards and 6.2 million credit cards in circulation at the end of 2015.

The national debit card scheme, the PIN card, was discontinued on January 1, 2012. All card payments now take place via EMV chip. Debit cards are issued in conjunction with Visa or Maestro/MasterCard.

Credit card usage still lags behind that of other European countries. Most credit cards are issued in affiliation with Visa or MasterCard. American Express and Diners Club credit cards are also in circulation.

Card payments are usually cleared via the EquensWordline CSS. American Express, JCB and Diners Club card payments are cleared by the international credit card companies.

#### ATM/EFTPOS

Use and availability of ATM machines and EFTPOS terminals continue to grow. At the end of 2015, there were approximately 7,000 ATMs and 444,860 EFTPOS terminals in service. All ATMs and POS terminals in the Netherlands are now EMV chip-compliant. Dutch ATMs are interoperable through the EquensWordline-operated Dutch Interbank Authorisation Network, enabling customers to withdraw cash from any participant bank.

ATM and POS transactions are processed by the EquensWordline CSS.

#### **Electronic Wallet**

The 2002 merger of the two Dutch card-based electronic money schemes – Chipper and Chipknip – and the use of Chipknip technology on debit cards resulted in considerable growth in electronic money. However, Chipknip ceased as a payment function on January 1, 2015.

At the end of 2015, there were 9.4 million payment cards in circulation with an e-purse function.

Although there are some geographic variations, electronic money can be used at most EFTPOS terminals, public phones, vending machines, parking ticket dispensers and company catering facilities.

MasterCard Netherlands launched its digital wallet service MasterPass in June 2014, enabling Maestro, MasterCard, Visa and American Express payment card holders to carry out purchases online using their PCs or mobile devices.

## **Liquidity Management**

## **Short-term Borrowing**

#### **Overdrafts**

Overdraft facilities are available to resident and non-resident entities.

### Bank Lines of Credit/Loans

Resident and non-resident entities can arrange short-term bank loans denominated in local and foreign currency from local and foreign banks.

#### Trade Bills - Discounted

Discounted trade bills are mainly used for export financing. Bills are held by the discounting bank as there is no formal secondary market in the Netherlands.

#### Commercial Paper

The EUR-denominated commercial paper market is increasingly liquid due to the growing interest of investors, and a number of large Dutch companies have taken advantage of the opportunity to issue paper for periods between a month and two years. The minimum tenor is EUR 500,000.

#### Bankers' Acceptances

Bankers' acceptances are not available in the Netherlands.

## Intercompany Borrowing, including Lagging Payments

Intercompany loans are a common source of short-term liquidity.

#### **Short-term Investments**

#### Interest Payable on Bank Account Surplus Balances

Interest is payable on current accounts held in local and foreign currency accounts by resident and non-resident entities. Interest is paid gross – as the Netherlands does not levy withholding tax on current accounts – on a quarterly basis to companies. Although interest levels are low it is relatively simple to sweep surplus balances in order to utilize higher-yielding alternatives.

## Time Deposits

Dutch firms typically invest surplus funds in time deposits, for periods from overnight to a few years. Deposits can be held in major foreign currencies as well as euros, paying out fixed, floating or annuity interest rates.

### Certificates of Deposit

Certificates of deposit (CDs) are offered by commercial banks.

#### Treasury (Government) Bills

The Dutch State Treasury Agency issues Dutch Treasury Certificates (DTCs) in maturities of three, six, nine and 12 months.

### Commercial Paper

EUR-denominated commercial paper is issued by companies, financial institutions and governments in maturities from a month to two years in minimum denominations of EUR 500,000. Investment and issuance have grown rapidly in recent years.

#### Money Market Funds

Money market funds have become increasingly available from both local and international banks.

### Repurchase Agreements

Collateralized loans (known locally as belening) are a popular method of short-term investment.

### Bankers' Acceptances

Bankers' acceptances are not available in the Netherlands.

## **Liquidity Management Techniques**

The Netherlands is a popular location for group and central treasury operations due to the benign regulatory environment (e.g. withholding taxes are not applied on interest payments, there are no lifting fees, etc.) for liquidity management techniques and the range of services available from local and international banks.

Many international firms were attracted to the country by the low-tax Dutch International Group Finance Companies regime, but, following an EU-wide agreement, the scheme was phased out in 2009.

In its place, the Dutch government introduced a group interest box regime, which applies a 5% tax rate on income from interest payments between companies belonging to the same corporate group.

#### Cash Concentration

Companies are permitted to concentrate balances from resident and non-resident accounts as well as accounts held by different legal entitles. Zero- and target balancing arrangements are offered by local and international banks.

Cross-border cash concentration techniques vary more widely between banks depending in part on the branch network. Some banks offer cross-currency, cross-border concentration of cash, most typically within the eurozone.

## **Notional Pooling**

Domestic notional pools may include balances from resident and non-resident accounts as well as accounts held by different legal entitles. Domestic notional pooling is offered by many local and international banks.

Intercompany cross-guarantees will usually be required if participating companies have different beneficial owners. Cross-border notional pools that include balances held outside the Netherlands (most typically within the eurozone) are also available.

## **Trade Finance**

## **General Rules for Importing/Exporting**

A member of the EU, the Netherlands follows the EU customs code; all associated regulations and commercial policies apply.

All trade with other countries in the European Economic Area (EEA) is free from tariffs and other controls.

The EU has also established trade agreements with a number of countries as well as with other regional trade blocs.

One free zone (Amsterdam Schiphol Airport) is currently operating in the Netherlands.

## **Imports**

## **Documentation Required**

Imports originating outside the EU will normally need to be accompanied by a commercial invoice, a customs declaration, a bill of lading and a packing list. A certificate of origin may also be required.

Imports originating inside the EU do not require formal supporting documentation, although a commercial invoice should normally be supplied.

## **Import Licenses**

Various steel products from certain countries with formerly state-controlled trading (e.g. China) require import licenses.

Textiles from North Korea and a limited number of textiles from Belarus also require import licenses.

## **Import Taxes/Tariffs**

As a member of the EU, the Netherlands applies the common customs code to all imports originating from outside the EU. In general terms, the customs code applies higher levels of tariffs on agricultural imports.

## **Financing Requirements**

There are no particular financing requirements for imports.

### **Risk Mitigation**

The Netherlands does not operate a national risk mitigation program for importers.

## **Prohibited Imports**

The Netherlands prohibits imports in line with EU regulations and UN Security Council resolutions. Imports are prohibited for safety and moral reasons, to preserve wildlife, and to protect national security.

## **Exports**

## **Documentation Required**

Exports to countries outside the EU will normally need to be accompanied by a commercial invoice, a customs declaration, a bill of lading and a packing list. A certificate of origin may also be required.

Exports to countries within the EU do not require formal supporting documentation, although a commercial invoice should normally be supplied.

#### **Proceeds**

There are no restrictions on the use of export proceeds.

## **Financing Requirements**

There are no particular financing requirements for exports.

## **Export Licenses**

Export licenses are required for the export of a small number of strategic goods.

## **Export Taxes/Tariffs**

The Netherlands does not levy taxes or tariffs on exports.

### **Risk Mitigation**

Export financing is available from leading commercial banks.

Atradius Netherlands is the country's official export credit agency which provides export credit insurance against political, commercial and foreign exchange risk. Export credit insurance is also available from several other commercial entities.

## **Prohibited Exports**

The Netherlands prohibits exports in line with EU regulations and UN Security Council resolutions.

## **Information Technology**

## **Electronic Banking**

Befitting a country that hosts the treasury operations of a large number of multinational companies, electronic banking is as good as universal in the Netherlands. Moreover, competition between local and international cash management banks means that companies are very well served with electronic banking solutions that offer near real-time, multi-bank visibility across accounts as well as highly automated payments initiation and collections capabilities. However, unlike neighbors in Belgium and Germany, Dutch banks have never adopted a common technology platform for electronic banking. Although electronic banking solutions are currently proprietary, Dutch banks offer SWIFTNet access to corporate clients (SWIFT for Corporates) as a bank-neutral means of company-bank communication.

The popular SEPA-compliant iDEAL online application, offered by the country's leading commercial banks, allows for secure purchases over the internet via credit transfer. iDEAL is used for more than half of all the country's online purchases (56% in 2015). Approximately 222 million transactions were processed via iDEAL in 2015. Bills can also be opened and paid online using the Standard Digital Invoice (Standaard Digitale Nota), an electronic invoicing standard.

On June 1, 2015, Equens introduced secure digital direct debit mandates (e-Mandates) to be used by businesses and government agencies. ING became the first bank to provide the online e-Mandate service to its corporate customers. The e-Mandate service allows for companies to offer direct debit payments via their websites. Equens is responsible for processing e-Mandates.

In 2015, approximately 61% of all mobile phone users in the Netherlands used mobile banking services. iDEAL is now available in all mobile banking apps. In December 2015, 23% of all iDEAL payments were effected via mobile banking apps.

## **External Financing**

## **Long-term Funding**

## **Bank Lines of Credit/Loans**

Medium- and long-term financing is available in the form of bank loans. Depending on the nature of the borrower's requirements, funding can be available as a bilateral facility or in the form of a syndicated loan. Bank loans can be arranged by both domestic and foreign-based companies in both domestic and foreign currency.

Bank loans denominated in domestic currency are usually arranged at a margin to Euribor (euro interbank offered rate). The precise margin is dependent on general market conditions, the creditworthiness of the borrower and the nature of any guarantees and other credit enhancements in place.

#### **Bonds**

Bond and medium-term note issuance is available in euros and major foreign currencies, although these funding options are typically sourced by larger companies that can afford credit ratings and arrangement fees.

All types of bond are available, including convertible bonds, paying fixed and floating interest.

## Government (Agency) Investment Incentive Schemes / Special Programs or Structures

The EU's structural funds are available to finance infrastructural development. However, with the growth in size of the EU, the funds available for such investment have to be distributed among more countries. Funds are also available through the European Investment Bank and the European Investment Fund.

## **Useful Contacts**

### National Treasurers' Association

Dutch Association of Corporate Treasurers (DACT) — www.dact.nl

## National Investment Promotion Agency

Netherlands Foreign Investment Agency — www.nfia.nl

East Netherlands Development Agency — www.oostnv.com

Holland Trade - www.hollandtrade.com

#### Central Bank

De Nederlandsche Bank - www.dnb.nl

## **Supervisory Authorities**

De Nederlandsche Bank — www.dnb.nl

Authority for the Financial Markets — www.afm.nl

## Payment System Operator

EquensWorldline - www.equensworldline.com

Currence — www.currence.nl

iDeal — www.ideal.nl

Dutch Payments Association — www.betaalvereniging.nl

European Clearing Cooperative — www.europeanclearingcooperative.com

#### **Banks**

ING Bank — www.ing.com

Coöperatieve Rabobank — www.rabobank.nl

ABN AMRO Bank — www.abnamro.com

Bank Nederlandse Gemeenten — www.bngbank.nl

#### Stock Exchange

Euronext — www.euronext.com

### Ministry of Finance

Ministry of Finance — http://english.minfin.nl

## Ministry of Treasury

Dutch State Treasury Agency — www.dsta.nl

## Ministry of Economy

Ministry of Economic Affairs — http://english.minlnv.nl

## Chamber of Commerce

Dutch Chamber of Commerce — www.kvk.nl

## Bankers' Association

Dutch Banking Association — www.nvb.nl