



LLP Incorporation: A Step-by-Step Guide

This guide outlines the process of incorporating a Limited Liability Partnership (LLP) in India.

1. Pre-requisites

Before starting the incorporation process, ensure you have the following in place:

- **Designated Partners:** A minimum of 2 designated partners are required, with at least one being an Indian resident (staying 120+ days during the financial year).
- **DIN & DSC:** Designated Partners need a Digital Signature Certificate (DSC) and a Director Identification Number (DIN). These can be obtained during the process if not already available.
- **IDs for Indian Partners:** PAN, Aadhaar, and the latest bank statement are required.
- **IDs for Foreign Partners:** Passport and address proof are needed. If a partner is a foreign company, its Certificate of Incorporation is also required.
- **LLP Name:** The proposed name must be unique and approved by the Ministry of Corporate Affairs (MCA).
- **Office Address Proof:** An electricity bill or bank statement, along with a No Objection Certificate (NOC) from the owner, is required for the LLP's registered office.
- **Capital and Profit/Loss Ratio:** Define the initial capital contribution and the profit and loss sharing ratio among partners.

2. LLP Incorporation Process

Follow these steps to incorporate your LLP:

- **Reserve & Approve LLP Name:** Obtain approval for a unique LLP name.
- **Obtain DSC:** Acquire DSC for the designated partners.
- **Prepare & Sign Incorporation Documents:** Draft and sign all necessary incorporation documents.
- **File Incorporation Forms with MCA:** Submit the incorporation forms to the Ministry of Corporate Affairs.
- **Receive Certificate of Incorporation:** Upon successful filing, you will receive the Certificate of Incorporation, along with PAN and TAN for the LLP and DIN for the Partners.
- **Execute LLP Agreement:** Draft and execute the LLP agreement and file it with the MCA.

Timeline: The overall timeline may take up to at least 2 weeks, but this is indicative and can change based on MCA processing for name approval or any objections.

3. Post-Incorporation Steps

After your LLP is incorporated, remember to complete these steps:

- **Open LLP Bank Account:** Open a bank account in the name of the LLP.
- **Mandatory Registrations:** Apply for necessary registrations such as GST, Shops & Establishment License, and Professional Tax (employer), as per your business needs and state requirements.
- **Capital Contribution:** Ensure partners contribute capital as defined in the LLP agreement.
- **ODI Application (if applicable):** If there is any proposed overseas investment, engage with an AD Category-I Bank for the ODI remittance formalities.

Disclaimer: This is a quick guide and not exhaustive. Please consult the subject matter experts for detailed advice based on your business and tax requirements.



Incorporation of a Private Limited Company – A Step-by-Step Guide

This guide outlines the process of incorporating a Private Limited Company in India.

1. Pre-requisites

Before starting the incorporation process, ensure the following are in place:

- **Directors:** Minimum of 2 directors (at least one must be an Indian resident who has stayed in India for 182+ days in during the last financial year (April to March)).
- **Shareholders:** Minimum of 2 shareholders (can be individuals or entities), with a maximum limit of 200.
- **DIN & DSC:** Directors must have a Digital Signature Certificate (DSC) and Director Identification Number (DIN). These can be obtained during the process if not already available.
- **ID Proofs for Indian Directors/Shareholders:** PAN, Aadhaar, and recent bank statement/utility bill.
- **ID Proofs for Foreign Directors/Shareholders:** For foreign nationals, their passport and 2 different address proofs like driving licence/Bank statement. For foreign entities, its Certificate of Incorporation is required.
- **Proposed Company Name:** Must be unique. At least 1-2 unique names to be provided to ROC.
- **Registered Office Proof:** Electricity bill or bank statement, along with a No Objection Certificate (NOC) from the premises owner.
- **Authorized & Paid-up Capital:** Define the initial capital contribution and shareholding pattern among shareholders.

2. Private Limited Company Incorporation Process

Follow these steps to incorporate your company:

- **Obtain DSC:** Acquire Digital Signature Certificates for all directors.
- **Reserve & Approve Company Name:** Apply for approval of a company name through the MCA portal.
- **Prepare & Sign Incorporation Documents:** Draft and digitally sign the Memorandum of Association (MoA) and Articles of Association (AoA) and other incorporation documents.

- **File SPICe+ with MCA:** Submit the integrated SPICe+ form (Part B) along with the necessary documents and AGILE-PRO-S form on the MCA portal. These forms are available on www.mca.gov.in.
- **Receive Certificate of Incorporation:** Upon successful document verification, obtain the Certificate of Incorporation (COI) along with the Company Identification Number (CIN), PAN, and TAN and DIN for Directors.

Timeline: Typically takes 2–3 weeks, depending on MCA processing time for approvals and document verification.

3. Post-Incorporation Steps

After incorporation, complete these key tasks:

- **Open a Company Bank Account:** Open a current account in the company's name and deposit the subscribed share capital.
- **Hold the First Board Meeting:** Approve key resolutions, appoint the statutory auditor, and issue share certificates.
- **Issue Share Certificates:** Provide share certificates to all shareholders within 2 months of incorporation and file for Commencement of Business to commence the business.
- **Mandatory Registrations:** Obtain GST, Shops & Establishment License, and Professional Tax registration (as per state-specific requirements).
- **Foreign Investment Reporting (if applicable):** File Form FC-GPR with RBI for any foreign shareholding.

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