

# LLP Incorporation: A Step-by-Step Guide

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



## Pre-requisites

### 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.

## LLP Incorporation Process

**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.

**File Incorporation Forms with MCA:** Submit the incorporation forms to the Ministry of Corporate Affairs.

## Post-Incorporation 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.



## Pre-requisites

### 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.

## Private Limited Company Incorporation Process

**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:** Apply for approval of a company name through the MCA portal.

**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](http://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.

## Post-Incorporation Steps

### 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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