

Preface

1. ***Author*** has felt when he ***qualified*** as Chartered Accountant (CA) in Year 1985 that ***legal provisions' interpretations*** are ***big challenge*** for legal professionals, govts' officials and public at large ***in India and outside India***.
 2. ***Author*** has ***realized*** that ***something*** should ***be developed to resolve this challenge*** in India and outside India.
 3. ***Author*** has ***started compiling*** Frequently Asked Questions (FAQs) on many subjects where his 100% ***answers are precisely based on Yes or No i.e. white or black nothing is grey***
 4. ***Author*** has ***compiled approximately 150 +(plus) research papers / books with 25 thousand + (plus) pages*** on many prevailing subjects / acts in India and outside India.
 5. ***Author's 1st paper book*** is now ***being published*** under head FAQs on Enforcement Directorate (ED) ***where 571 FAQs are replied*** based on Yes or No i.e. white or black nothing is grey
 6. This ***book*** is also ***containing***
 - (i) Foreign Exchange Management Act (***FEMA***) 1999 and rules / regulations
 - (ii) Prevention of Money Laundering Act (***PMLA***) 2002 and rules / regulations
 - (iii) Fugitive Economic Offenders Act (***FEOA***) 2018 and rules / regulations
 7. This ***book*** is ***published with Sai Kripa and dedicated*** to my father (late) ***Mr. M.R. Agarwal***, Mother ***Mrs. R.D. Agarwal***, wife ***Mrs. Snigdha Agarwal***, daughter ***Ms. Soumya Agarwal***, daughter ***Ms. Sanya Agarwal*** and dedicated team headed by ***Rajat Kumar***
- ***I trust that you will be enriched by reading this book***

With best wishes,
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Author's Profile

Mr. Satish Agarwal (FCA) is heading M/s Satish S Agarwal & Co. Chartered Accountants since 1985 with a team of dynamic young professionals serving clients from various business sectors including public listed companies and government undertakings. Firm was also registered with PCAOB (USA) for undertaking audits and other work of US GAAP.

He is regularly advising on several matters to Institute of Chartered Accountant of India (ICAI) and also to Ministry of Commerce (MoC) for Foreign Trade Agreements (FTAs) and World Trade Organization (WTO) for securing India's best interests.

He is continuously advising on Foreign Investments (FIs) in India and also on Overseas Direct Investments (ODIs) outside India.

He is known for his expertise in incorporating companies in most of countries across the world.

He has written around 150 +(plus) Research papers / books containing 25 thousand +(plus) pages available "freely" on certain portals like:

https://taxguru.in/author/satishagarwal307_1957

Or

www.femainindia.com

Few out of abovementioned Research papers / books are as under:

- 1. Book on Enforcement Directorate (ED) in India- (Book with 617 pages)***
- 2. Director of Revenue Intelligence (DRI) in India***
- 3. Central Bureau of Investigation (CBI) in India***
- 4. National Investigation Agency (NIA) in India***
- 5. Serious Fraud Investigation Office (SFIO) in India***
- 6. Financial Intelligence Unit (FIU-IND) in India***
- 7. Central Vigilance Commission (CVC) in India***
- 8. Narcotics Control Bureau (NCB) in India***
- 9. Research & Analysis Wing (R&AW) in India***
- 10. Economic Offence Wing (EOW) in India***
- 11. Intelligence Bureau (IB) in India***
- 12. Director General of Income Tax Criminal Investigation (DGITCI) in India***
- 13. National Company Law Tribunal (NCLT) in India***
- 14. Security Exchange Board of India (SEBI) in India***
- 15. Prevention of Corruption (PC) Act, 1988 in India***

16. *Foreign Assets Investigation Unit (FAIU) in India*
17. *Book on International Financial Services Center (IFSC) in India (Book with 290 pages)*
18. *Replacement of Indian Penal Code (IPC) Criminal Procedure (CP) & Evidence Act (EA) in India*
19. *Undisclosed Foreign Income & Asset (UFIA)-Black Money Act, 2015*
20. *Statutory provisions for General Anti Avoidance Rule (GAAR) in India*
21. *Reserve Bank of India (RBI) Act, 1934*
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55. *Expatriates + Foreign Citizens in India*
56. *Book on Foreign Investments (FIs) by Non-Residents of India (Non-RoI) (Book with 346 pages)*



41 FAQ's on Foreign Company's Registration in India

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41 FAQ's on Foreign Company's Registration in India

(A) Applicability of Companies Act, 2013 for Foreign Company in India (Sec. 379)

1. Meaning for application of Companies Act (CA), 2013 for foreign Co. in India

- (i) India (now) fastest developing country (in world).*
- (ii) Developed + Non-developed (both) simultaneously countries eagerly interested to invest in different sectors (in India).*
- (iii) India become hub for doing business being lower cost for production + also having consumer market (population) exceeding 140 crore (both) simultaneously.*
- (iv) India having 15% world's consumer (population).*

2. Meaning for Foreign Company in India (Section 2(42))

- (i) 100% incorporated body corporate (outside India) those having Indian place of business commonly known foreign company working (in India).*
- (ii) 100% foreign companies permitted for having Indian business through their agent in physical mode or in electronic mode (any).*
+ (plus)
- (iii) Also conducting Indian business activities in other manner (both) simultaneously.*

3. Meaning for foreign co.'s working through Private or Public Limited in India

- *Indian private limited company or public limited company (any) incorporated in India + shares held by foreign company + also by Resident of India (all) jointly.*

4. Meaning for foreign co.'s working through Wholly Owned Subsidiary in India

- (i) When foreign companies investing in 100% equity capital through incorporation in India or takeover of Indian company (any).*

- (ii) 100% investments in Indian company's equity capital commonly known 100% Foreign Direct Investments (FDIs) in India under automatic or approval (any) route under FEMA, 1999.

5. Meaning for foreign co.'s working through Joint Venture (JV) in India

- When foreign companies selecting local partner for JV through Memorandum of Understanding (MOU) or Letter of Intent (LOI) commonly known JV agreement.

6. Meaning for foreign co.'s working through Subsidiary in India

- Where foreign companies invested for minimum 50.01% Indian company's shares.

7. Meaning for foreign co.'s working through Branch Office (BO) in India

- (i) Foreign companies permitted to establish BO for carrying (same) business (in India)
+ (plus)
- (ii) Also foreign companies required to have large business + good profits (both) simultaneously (outside India).

8. Meaning for foreign co.'s working through Liaison Office (LO) in India

- (i) Foreign companies permitted to establish LO (in India) for carrying 100% liaison activities (only).
+ (plus)
- (ii) Also foreign companies required to incur (spend) 100% expenses (in India) through direct foreign remittance from parent company (located outside India).
- (iii) Foreign companies (not) permitted to carry any business activities (in India).

9. Meaning for foreign co.'s working through Project Office (PO) in India

- Foreign companies permitted to establish PO (in India) to execute projects awarded by Indian companies when RBI's (specific) approval obtained.

10. Meaning for quickest entity for carrying business by foreign co. in India

- (i) Incorporation for private limited company known coolest + fastest way (in India) for carrying business by foreign entity (company).
- (ii) 100% FDIs (generally) permitted under automatic route or approval route for FDIs (in India) for private limited company + public limited company (both).

11. Meaning for RBI's role for working of foreign company in India

- RBI permitted to allow inward foreign remittance for FDIs under RBI's guidelines issued from time to time.

12. Meaning for registration of foreign company with ROC in India

- (i) 100% foreign companies required to submit documents with ROC for registration maximum in 30 day from date of establishment of place of business (in India) like WOS or JV or Subsidiary company or BO or LO or PO (any).
- (ii) Indian company (not) required to re-register (of existing company) with ROC beside 100% FDIs (later) received from foreign company.

13. Meaning for documents to be filed by foreign company with ROC in India

- 100% certified copies for documents be submitted for registration with ROC like charter or statute or memorandum and articles of company or other instrument (any) constituting or defining constitution of foreign company (outside India).

14. Meaning for document's translation from Non English to English Language

- Certain (specific) documents be translated in English Language when original documents not in English language like:
 - (i) Address for registered office or principal office of foreign company (outside India).
 - (ii) List for directors + secretary of foreign company with particulars prescribed by MCA (in India).

15. *Meaning for appointment of Resident Director (Authorized Person) in India*

- (i) 100% foreign companies required to provide name + address of resident (in India) being authorized person who already resided for minimum 180 day in previous year (in India)*
- (ii) Authorized person required to accept service of notice or other documents (any) be delivery of service by ROC for registration of foreign company (in India).*

16. *Meaning for determination of address for place of doing of business in India*

- *100% foreign companies required to provide address with ROC for place of doing business for registration of foreign company (in India).*

17. *Meaning for declaration filed by foreign co. for old place of business in India*

- *100% foreign companies required to provide particulars with ROC for previous office (if any) opened + also closed (both) simultaneously (in India).*

18. *Meaning for declaration filed by foreign co. for Non Conviction in + outside India*

- *100% foreign companies required to provide declaration that company's director or company's authorized representatives (not) involved or convicted or debarred (any) for company's formation + also for performing management's activities (in India + outside India) both simultaneously.*

(B) Registration + Financial Statements (both) in India (Section 380 + 381)

19. Meaning for registration of foreign company with ROC in India

- (i) 100% foreign companies required to file application (in Form No. FC-1) with ROC maximum in 30 day from date for establishment of place of business (in India) like WOS or JV or Subsidiary company or BO or LO or PO (any).
+ (plus)

- (ii) Also to submit copy of RBI's approval or other regulator's approval (any) which required to establish place for business (in India) or declaration from authorized representative of foreign company (in India) that such approval (not) required.

20. Meaning for filing of alteration by foreign company with ROC in India

- 100% foreign companies required to file application (in Form No. FC-2) with ROC maximum in 30 days from date for alteration (in India).

21. Meaning for preparation of Standalone Financial Statements for Business in India

- (i) 100% foreign companies required to prepare standalone financial statements for business operation (in India) under Schedule III of CA, 2013
+ (plus)
- (ii) Also to prepare required documents under Chapter IX of CA, 2013

22. Meaning for filing of Consolidated Financial Statements for Parent Foreign Co.

- 100% foreign companies required to submit copy for Consolidated Financial Statements (latest) for Parent Foreign Company with ROC (in India).

23. Meaning for statement for Related Parties Transactions (Sec. 2(76))

- 100% foreign companies required to prepare statement for related parties transactions (specified) under schedule III of CA, 2013.

24. Meaning for list of Related parties

- (i) Foreign holding company (themselves)*
- (ii) Foreign holding company's subsidiary company*
- (iii) Foreign holding company's holding company*
- (iv) Foreign holding company's partner in firm*
- (v) Foreign holding company's subsidiary company partner in firm*
- (vi) Foreign holding company's holding company partner in firm*

25. Meaning for Information's for Related Parties Transactions in India

- (i) Nature for Relationship with related parties*
- (ii) Description + nature of transactions (both) with related parties*
- (iii) Amount for transactions with related parties like opening + closing + highest + lowest (all) balances*
- (iv) Reasons for transactions with related parties*
- (v) Material impact for transactions on purchaser + seller (both) with related parties*
- (vi) Amount for written off + amount for written back (both) against outstanding with related parties*
- (vii) Declaration that transactions carried at Arm's Length Price (ALP) principle with related parties*
- (viii) Other detail (if any) to understand impact for related parties' transactions.*

26. Meaning for preparation of Statement for Repatriation from Indian profits

- (i) Amount for profit repatriated (from India) during financial year*
- (ii) Amount for capital or loss (any) repatriated (from outside India) during financial year*

- (iii) *Mode for repatriation from India + also from outside India (both)*
- (iv) *Date for repatriation from India + also from outside India (both)*
- (v) *Detail for city where repatriation sent to (other than residence country) of beneficiary*
- (v) *RBI's approval or other regulator's approval (if any) required*

27. *Meaning for preparation of Information's for repatriation from Indian funds*

- (i) *Statement of transfer of funds (including) dividend being prepared between place of business of foreign company (in India) + other related parties (if any) of foreign company (outside India) including holding or subsidiary or associate (any) company*

+ (plus)
- (ii) *Also date for transfer + also amount (both) transferred or received (any)*

28. *Meaning for filling of Financial Statements by foreign co. with ROC in India*

- *100% foreign companies required to file standalone financial statements for Indian entity + Consolidated Financial Statements (CFS) for foreign companies (outside India) + also other attachments (all) with ROC maximum in 6 month from date for closing of financial year like up to September 30th every year.*

29. *Meaning for ROC's extension for filling of returns by foreign company in India*

- *ROC permitted to extend for maximum 3 month like up to December 31st for (special) reason(s) mentioned by foreign company through application in writing with ROC*

30. *Meaning for account's audit by Statutory Auditors for business operation in India*

- *100% foreign companies required to get audit of accounts related to business operations (in India) from practicing Chartered Accountants (CA) registered with ICAI*

(C) Misc. Provisions for Foreign Company (Section 382 to 384, 392 & 393)

31. Meaning for filing of list for Indian business places by foreign co. in India

- 100% foreign companies required to file application (in Form FC – 3) being list for place of businesses (in India) on balance sheet's date.

32. Meaning for displaying of Name + etc. by foreign company in India (Sec. 382)

- (i) 100% foreign companies required to exhibit name for company + name for country of incorporation (in English + in local language both) where business located (in India).
- (ii) 100% foreign companies required to state name for company + name for country of incorporation (both) on certain documents like:
 - (a) Letter head for company
 - (b) Bills for company
 - (c) Letter papers for company
 - (d) Notices for company
 - (e) Advertisements for company
 - (f) Other official Publications for company

33. Meaning for service of notice by any person on foreign co. in India (Sec. 383)

- 100% process or notice or other document (any) be treated deemed served when sent by ROC through speed post or delivered through electronic mode at India's address already communicated with ROC (in India) by foreign company.

34. Meaning for filling of Annual Return by foreign company in India (Sec. 384)

- 100% foreign companies required to prepare + also to file (both) annual return for Indian business operations (in Form FC-4) maximum in 60 day from date for closing of financial year like 30th May every year.

35. Meaning for mandatory details for filing of return by foreign company in India

- (i) 100% details for promoters + directors + Key Managerial Personnel (KMP) + also changes (if any) from close of previous financial year (all)
- (ii) 100% details for remuneration to directors + also KMP (both).
- (iii) 100% details for member's meeting + class of member's meeting + board of director's meeting + committee's meeting + also details for attendance (all).
- (iv) 100% details for members + debenture holders + other change (if any) from close of previous financial year (all).
- (v) 100% details for holding + subsidiary + associate company + firm + LLP + etc (all).

36. Meaning for penalty + imprisonment for contravention by foreign co. (Sec. 392)

- (i) 100% foreign companies punishable for minimum fine INR 1 lac or maximum fine INR 3 lac + also (additional) maximum fine INR 50 thousand (per day) till contravention continued.

+ (plus)

- (ii) Also 100% officers for foreign company's punishable for maximum imprisonment 6 month or minimum fine INR 25 thousand or maximum fine INR 5 lac or imprisonment + fine (both) simultaneously.

37. Meaning for cancellation contract's validity + etc. for non compliance (Sec 393)

- (i) Foreign company's contracts be cancelled for failure of provisions specified under section from 379 to 384 of CA, 2013 therefore liable for contract's cancellation + dealing or also transaction (any) with party (in India).

+ (plus)

- (ii) Also foreign company (not) entitled to bring suit for recovery + for claim + for set off + for counter claim + for initiate legal proceedings against contract + for dealing + for transaction (any) except when foreign company (already) complied provisions specified under section from 379 to 384 of CA, 2013.

(D) Filing of Forms with ROC by Foreign Company in India

38. Meaning for information's be filed by foreign company in India (Form FC-1)

FORM NO. FC-1

[Pursuant to section 380(1) (h) of the Companies Act 2013, and rule 3(3) of Companies (Registration of Foreign Companies) Rules, 2014]



Information to be filed
by foreign company

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

1. *Name of the foreign company
2. (a) *ISO code of the country where the foreign company is registered
(b) Name of Country
(c) Registration number or GLN
3. Full address of registered or principal office of foreign company
*Line I
Line II
*City
*State
*Country *Pin code
*Telephone number with ISD Code
Fax number with ISD Code
*email Id of the foreign company
4. (a) *Date of establishment of principal place of business in India (DD/MM/YYYY)
(b) *Type of office
(c) Address of the principal place of business in India
*Line I
Line II
*City
*State *Pin code
*Telephone number
Fax number
*email id
(d) *Main division of business activity to be carried out in India
(based on relevant sub class and description given in NIC-2004)
Description of the main division

5. Details of other places of business in India (if any)

Number of such other places of business in India

I. (i) *Date of establishment (DD/MM/YYYY)

(ii) *Type of office

(iii) Address

*Line I

Line II

*City

*State *Pin code

*Telephone number

Fax number

*email id

(iv) *Business activities to be carried out at such place

6. Particulars of place(s) of business in India established on any earlier occasion(s) other than above (if any)

Number of such places

I. (i) *Date of establishment (DD/MM/YYYY)

(ii) *Type of office

(iii) Address

*Line I

Line II

*City

*State *Pin code

*Telephone number

Fax number

*email id

(iv) *Business activities to be carried out at such place

(v) (a) *Date of closure of such place of business (DD/MM/YYYY)

(b) *Foreign company registration number of such place

7. Details of the one or more person(s) resident in India and authorized to accept on behalf of the foreign company service of process and any notices or other documents required to be served on the foreign company -

*Number of persons authorized

Particulars of the authorized person

I. Director Identification Number (if any) **Pre-fill**

*Income tax Permanent Account number (Income-tax PAN)

*Name of the person resident in India authorized to accept on behalf of foreign company

* ☐ Father's Name ☐ Mother's Name ☐ Spouse's Name

*Designation

Membership number (In case of Secretary)

*Nationality *Date of Birth (DD/MM/YYYY)

If the present nationality is not the nationality of origin, then specify the nationality of origin

*Number of the passports

Passport number Date of issue (DD/MM/YYYY)

Issue country

Passport number Date of issue (DD/MM/YYYY)

Issue country

Passport number Date of issue (DD/MM/YYYY)

Issue country

*Occupation type ☐ Self Employed ☐ Professional ☐ Homemaker ☐ Student ☐ Serviceman

Permanent address

*Line I

Line II

*City

*State /Union Territory *Pin code

*ISO Country code Country

*Phone Fax

*email id

*Whether present address is same as the permanent address ☐ Yes ☐ No

Present address

*Line I

Line II

*City

*State/Union Territory *Pin code

*ISO Country code Country

*Phone Fax

*Whether the person authorised has been appointed through power of attorney or by passing the resolution
☐ Power of attorney ☐ Special resolution

8. Details of the permission obtained from any Authority-

Number of authority from whom approvals taken

i. i) *Name of the Authority

ii) *Date of obtaining the approval order (DD/MM/YYYY)

iii) *Order number

iv) Period of validity of such permission, if any

v) *Permission obtained for

vi) Brief particulars of terms and conditions subject to which such permission is given

vii) Other details, if any

9. (i) *Whether the parent company is in operation at the time of making this application ☐ Yes ☐ No
- (ii) *Whether there is any winding up proceedings is pending against the parent company ☐ Yes ☐ No

10. Details of subsidiary, holding or associate companies in India of the foreign company or of any subsidiary or holding company of such foreign company or of any firm in India in which such foreign company or its holding or subsidiary company is a partner:

*Number of such entities

Particulars of such entities

i. (i) *CIN/FCRN/LLPIN/Other Registration Number

(ii) *Name of such company or firm

(iii) *Whether the company is

11. Details of the persons, firms or companies in India which shall be deemed to be the 'related party', within the meaning of clause 76 of section 2 of the Act or Indian Accounting Standard 18, of the foreign company or of any subsidiary or holding company of such foreign company or of any firm in which such foreign company or its subsidiary or holding company is a partner.

Number of related parties

Particulars of related parties

I. i. *DIN/PAN/CIN/FCRN/LLPIN/Other Registration Number

ii. *Name of such company or firm

iii. *Whether the company is

12. (a) *Whether the company is falling under section 379 of the Companies Act, 2013 ☐ Yes ☐ No

13. Particulars of payment of stamp duty (Refer instruction kit for details before filling the particulars)

(a) State or Union Territory in respect of which stamp duty is paid or to be paid on foreign executed power of attorney:

(b) *Whether stamp duty is to be paid electronically through MCA21 system: ☐ Yes ☐ No ☐ Not applicable

(i) Details of stamp duty to be paid

Amount of stamp duty to be paid (in Rs)

(ii) Provide details of stamp duty already paid

Type of document/Particulars	Form FC-1
Total amount of stamp duty paid:	<input type="text" value="0.00"/>
Mode of payment of stamp duty:	<input type="text"/>
Name of the office of the collector of stamps or prescribed authority for stamping in foreign executed documents as per Rule 18 of the Indian Stamp Act	
Serial number of embossing or stamps or treasury Challan number:	
Date of payment of stamp duty:	<input type="text"/> (DD/MM/YYYY)
Place of payment of stamp duty:	

Attachments

List of attachments

*1. Certified copy of the charter, statutes, or memorandum and articles of the company or other instrument constituting or defining the constitution of the company

Attach

*2. List of directors and secretary of the foreign company;

Attach

*3. Power of attorney or board resolution in favor of the authorized representative(s);

Attach

*4. Reserve bank of India approval letter

Attach

13. Optional attachments, if any

Attach

Remove attachment

Declaration

I, *
the authorized representative of the company, hereby certify that I am authorized by the Board of Directors of the Company
Company vide resolution number *
dated * (DD/MM/YYYY) to sign this form and declare that all the requirements of Companies
Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have
been complied with. It is further declared and verified that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the promoters subscribing to the Memorandum of Association and Articles of Association.
2. None of the directors or the authorised representative in India has ever been convicted or debarred from formation of companies and management in India or abroad.
3. All the required attachments have been completely, correctly and legibly attached to this form.

*To be digitally signed by

* Name of the authorised representative

*Income Tax PAN of the Authorised representative

Note: Attention is also drawn to provisions of Section 448 of the Act which provide for punishment for false statement and certification.

Modify	Check Form	Prescrutiny	Submit
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For office use only:

eForm Service request number (SRN) eForm filing date (DD/MM/YYYY)

This e-Form is hereby registered

Digital signature of the authorising officer

Confirm submission

Date of signing

(DD/MM/YYYY)



39. Meaning for permission from Govt. to accept foreign hospitality (Form FC-2)

Form No. FC-2

[Pursuant to section 380(3) of the Companies Act 2013, and rule 3(4) Companies (Registration of documents filed for registration Foreign Companies) Rules, 2014]



Return of alteration in the documents filed for registration by foreign company

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

1.* Foreign company registration number (FCRN)

Pre Fill

2.(a) Name of the company

(b) Address of the principal place of business in India of the foreign company

(c) email id of the company

3.* Type of return

- ☐ Alteration in charter, statute or memorandum of association or articles of association
- ☐ Alteration in registered or principal office of the company in the country of incorporation
- ☐ Alteration in places of business in India of the company
- ☐ Alteration in directors or secretary
- ☐ Alteration in particulars of company authorized representative(s)

4.(a) Date of the board meeting authorizing such alteration, if any (DD/MM/YYYY)

(b) Date of general meeting (if any) (DD/MM/YYYY)

(c)* Whether there is any material change in the status or affairs of the parent company ☐ Yes ☐ No

(d)* Whether there is any material change in the ownership of the parent company ☐ Yes ☐ No

Attachments

1. Copy of the Board resolution, if any;
2. Copy of the general meeting resolution, if any;
3. Copy of approval letter, if any;
4. Translated version of the documents (in case it is not in English)
8. Optional attachments, if any.

Attach

Attach

Attach

Attach

Attach

List of attachments

Remove attachment

Page 1 of 2

Declaration

I * the authorized representative of the company,
hereby certify that I am authorized by the Board of Directors of the Company vide resolution number

* dated * (DD/MM/YYYY)

to sign this form and declare that all the requirements of Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. It is further declared and verified that

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the promoters subscribing to the Memorandum of Association and Articles of Association.

2. All the required attachments have been completely, correctly and legibly attached to this form.

***To be digitally signed by**

* Authorised representative of the Foreign company

*Income Tax PAN of the Authorised representative

Note:

Attention is also drawn to provisions of Section 448 of the Act which provide for punishment for false statement and certification.

Modify

Check Form

Prescrutiny

Submit

For office use only:

eForm Service request number (SRN)

eForm filing date

This e-Form is hereby registered

Digital signature of the authorising officer

Confirm submission

Date of signing

(DD/MM/YYYY)

40. Meaning for filing of annual accounts by foreign company in India (Form FC-3)

FORM NO. FC-3

[Pursuant to section 381 of the Companies Act 2013, and rule 6 of Companies (Registration of Foreign Companies) Rules, 2014]



Annual accounts along with the list of all principal places of business in India established by foreign company

* Form language: ☒ English ☐ Hindi

Refer the instruction kit for filing the form

1. *Foreign company registration number (FCRN)

Pre-Fill

(a) Name of the company

(b) Address of the registered or principal place of foreign company

(c) * email id of the company

2. a) *Whether the company is still maintaining any place of business in India ☐ Yes ☐ No

3 (a) *Period of Annual Accounts

From

To

(DD/MM/YYYY)

(DD/MM/YYYY)

(b) *Date of Signing of report on the annual accounts by the auditors

(DD/MM/YYYY)

4. *Particulars of the annual accounts of the company

Part-A BALANCE SHEET

Particulars	Figures as at the end of (Current Financial year) (in Rs)	Figures for the period (Previous Financial year) (in Rs)
	<input type="text"/> (DD/MM/YYYY)	<input type="text"/> (DD/MM/YYYY)
Sources of fund		
Capital (including funds received from parent company)	<input type="text"/>	<input type="text"/>
Reserves and surplus	<input type="text"/>	<input type="text"/>
Secured loans	<input type="text"/>	<input type="text"/>
Unsecured loans	<input type="text"/>	<input type="text"/>
Deferred tax liabilities(Net)	<input type="text"/>	<input type="text"/>
Others (Please specify) <input type="text"/>	<input type="text"/>	<input type="text"/>

TOTAL		
Application of funds		
Gross fixed assets(including intangible assets)		
Less: depreciation and amortization		
Net fixed assets		
Capital work in progress		
Investments		
Deferred tax assets(Net)		
Current assets, loans and advances		
(a)Inventories		
b)Sundry debtors		
(c)Cash and bank balances		
(d)Other current assets		
(e)Loan and advances		
Less:current liabilities and provisions		
(a)Liabilities		
(b)Provisions		
Net current assets		
Miscellaneous expenditure to the extent not written off or adjusted		
Profit and loss account		
Others(Please specify)		
TOTAL		

Part-B STATEMENT OF PROFIT AND LOSS(in relation to the business carried in India)

		Figures for the period (Current reporting period) (in Rs)		Figures for the period (Previous reporting period) (in Rs)	
		From	(DD/MM/YYYY)	From	(DD/MM/YYYY)
		To	(DD/MM/YYYY)	To	(DD/MM/YYYY)
(I)	Revenue from Indian operations				
	(i) Sale of goods manufactured				
	(ii) Sale of goods Traded				
	(iii) Sale or supply of services				
(II)	Other income (from Indian operations)				
(III)	Total revenue (I+II)				
(IV)	Total expenses incurred				
(V)	Profit before exceptional and extraordinary items and tax (III-IV)				
(VI)	Exceptional and extraordinary items				
(VII)	Profit before taxation (V-VI)				
(VIII)	Taxation				
(IX)	Profit after taxes (VII-VIII)				
(X)	Profit as per section 198				

Attachments

1. * Copy of balance sheet and profit and loss account duly authenticated under section 381(1);
2. * Copy of latest consolidated financial statement of parent company
3. Statement of related party transactions as per rule 22.2(2)(a);
4. Statement of repatriation of profits as per rule 22.2(2)(b);
5. Statement of transfer of funds as per rule 22.2(2)(c);
6. Approval letter obtained for every establishment;
7. Optional attachment(s) , if any.

Attach

Attach

Attach

Attach

Attach

Attach

Attach

List of attachments

Remove attachment

Declaration

I *
the authorized representative of the company, hereby certify that I am authorized by the Board of Directors of the Company vide resolution number * dated * to sign this form and declare that all the requirements of Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. It is further declared and verified that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the promoters subscribing to the Memorandum of Association and Articles of Association.
2. All the required attachments have been completely, correctly and legibly attached to this form.

* To be digitally signed by

* Authorised representative of the Foreign company

* Income Tax PAN of the Authorised representative

Note: Attention is also drawn to provisions of Section 448 of the Act which provide for punishment for false statement and certification

Modify


Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the registrar of the companies through electronic mode and on the basis of statement of correctness given by the company

41. Meaning for filing of annual return by foreign company in India (Form FC-4)

FORM NO. FC-4 [Pursuant to Section 384(2) of the Companies Act 2013 and rule 22.5 of the Companies Rules, 2014]	 सत्यमेव जयते	Annual return of a foreign company
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Form language ☒ English ☐ Hindi

Note: All fields marked in*are to be mandatorily filled. Refer instruction kit for details

1. *Foreign Company Registration Number Pre-Fill

2(a). Name of the company

(b). Address of registered office of the Company

3(a). * Whether any part of the register of members or debentures kept in India
☐ Yes ☐ No

(b). If yes, address of the place in which the part of the register is kept

Line 1

Line 2

(c). City

(d). State

(e). Pin code

4. * Date of balance sheet (last day of financial year of the company) (DD/MM/YYYY)

5. * Principal business activities of the company(Numbers)

All the business activities contributing 20% or more of the total turnover of the company shall be stated

S. No	Business activities	Turnover as % to total sales/ turnover of the company
1	<input style="width: 95%; height: 25px;" type="text"/>	<input style="width: 95%; height: 25px;" type="text"/>
2	<input style="width: 95%; height: 25px;" type="text"/>	<input style="width: 95%; height: 25px;" type="text"/>
3	<input style="width: 95%; height: 25px;" type="text"/>	<input style="width: 95%; height: 25px;" type="text"/>
4	<input style="width: 95%; height: 25px;" type="text"/>	<input style="width: 95%; height: 25px;" type="text"/>
5	<input style="width: 95%; height: 25px;" type="text"/>	<input style="width: 95%; height: 25px;" type="text"/>

6. Details of subsidiary, holding or associate companies in India of the foreign company or of any subsidiary or holding company of such foreign company or of any firm in India in which such foreign company or its holding or subsidiary company is a partner :

* Number of such entities

Particulars of such entities

I. i. * CIN/FCRN/LLPIN/Other Registration Number

ii. * Name of such company or firm

iii. * whether the company is

Summary of share capital, debentures and other securities

7. (i) * Authorised share capital

(a). Authorised share capital (number of shares) (in Rs.)

Class of shares	Number of shares	Nominal value (in Rs.)
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

- (b). Particulars of authorized Indian Depository Receipts

Total number of IDRs Nominal Value per IDR

Total amount of IDRs

- (ii) Subscribed share capital

- (a). Number of shares each class taken

Number of shares	Class of shares
<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>

- (b). Number of shares each class issued subject to payment wholly in cash

Number of shares	Class of shares
<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>

- (c). Number of shares each class issued as fully paid-up for a consideration other than cash

Number of shares	Class of shares
<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>

Page 2 of 7

- (d). Number of shares each class issued as partly paid-up for a consideration other than cash and extent to which each such share is so paid-up

Class of shares	Number of shares	Paid-up value per share

- (e). Number of shares (if any) of each class issued as discount

Number of shares	Class of shares

- (f). Amount of discount on the issue which has not been written off (in Rs.)

- (g). Particulars of subscribed Indian Depository Receipts

Total number of IDRs

Nominal Value per IDR

Total amount of IDRs

iii. Called up share capital

- (a). Amount Called up on number of shares of each class

Class of shares	Number of shares	Called up value per share

- (b). Total amount of calls received, including payment on application and allotment and any sums received on shares forfeited (in Rs.)

- (c). Total amount (if any) agreed to be considered as paid on number of shares of each class issued as fully paid-up for a consideration other than cash (in Rs)

 on

Number of shares	Class of shares

- (d). Total amount (if any) agreed to be considered as paid on number of shares of each class issued as partly paid-up for a consideration other than cash (in Rs.) on

Number of shares	Class of shares

- (e). Total amount of calls unpaid (in rs.)

- (f). Particulars of paid up Indian Depository Receipts

Total number of IDRs Nominal value per IDR
Total amount of IDRs

8. Total number of shares of each class forfeited

Number of shares	Class of shares

9. Total amount paid (if any) on shares forfeited (in Rs.)

10. Total amount of shares for which share warrants to bearer an outstanding (in Rs.)

11. Total amount of share warrants to bearer issued and surrendered respectively since the date up to which the last return was made

- (a). Issued (in Rs.)
(b). Surrendered (in Rs.)

12. The shareholding pattern of the company

S. no	Category of share holders	Shares held at the beginning of the year	Shares held at the end of the year	Percentage(%) change in the shareholding
1.	Government(Central and State)			
2.	Government Companies			
3.	Public financial institutions			
4.	Nationalized or other bank(s)			
5.	Mutual Funds			
6.	Venture Capital			
7.	Foreign holdings (Foreign Institutional Investors, Foreign companies, Non-resident Indians,			

	Foreign financial institutions or Overseas corporate bodies)			
8.	Bodies Corporate (not mentioned above)			
9.	Directors or relatives of directors			
10.	Other top fifty shareholders (other than mentioned above)			
11.	Others			
12.	Total			
	Total number of shareholders			

13. Total amount of debentures and other securities outstanding (in Rs.)

- (a) (i) Number of debentures
(ii) Nominal value per debenture (in Rs.)
(iii) Total amount of debentures (in Rs.)

(b). Amount of other securities

Class of securities	Number of securities	Nominal value	Total amount

14.(i) Total amount of the sums (if any) paid by way of commission in respect of any shares or debentures and other securities (in rs.)

(ii). Total amount of the sums (if any) allowed by way of discount in respect of any debentures since the date up to which the last return was made (in Rs.)

15.(a)* Whether the company is falling under section 379 of the Companies Act,2013 ☐ Yes ☐ No

16. Indebtedness of the Company for which charge has been created on the properties in India requiring registration of charges under section 384 and Chapter VI of the Act

Particulars	Amount	Name of the property(s) charged
Indebtedness at the beginning of the year		
i) Principal Amount		
ii) Interest due but not paid		

iii) Interest accrued but not due		
Total (i+ ii+ iii)		
Total amount of charge created during the year		
Total amount of charge satisfied during the year		
Indebtedness at the end of the year		
i) Principal Amount		
ii) Interest due but not paid		
iii) Interest accrued but not due		
Total (i+ ii+ iii)		

Attachments

1. * Details of Promoters , Directors and Key managerial personnel and changes therein since close of previous financial year ;
2. * Details of directors and key managerial personnel and their remuneration;
3. * Details of the meeting of the members or class thereof, board and its various committees along with attendance details;
4. * Particulars of members and debenture holders along with changes therein since the close of previous financial year;

Attach

Attach

Attach

Attach

List of attachments

- 6.Details of Penalties/punishment/Compounding of offences, if any;

Attach

7. Optional attachment(s), (if any).

Attach

Remove attachment

Declaration

I *
, the authorized representative of the company, hereby certify that I am authorized by the Board of Directors of the Company vide resolution no. * dated * to sign this form and declare that all the requirements of Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. It is further declared and verified that:

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* To be digitally signed by

Name of the authorised representative

Income Tax PAN of the Authorised representative

Note: Attention is also drawn to provisions of Section 448 of the Act which provide for punishment for false statement and certification

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Digital signature of the authorising officer

Date of signing

(DD/MM/YYYY)

Published By



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November-2023