

# Private Limited Company Registration Form

SIMPLE version | Indian Pvt Ltd as SUBSIDIARY of a Foreign Company (Body Corporate as Promoter) | Companies Act, 2013

Quick-fill version. We extract most details from the documents you submit. Click any grey 'Click here to enter text' to type. Tick checkboxes by clicking. All other cells are protected.

## PART 1 Promoter Details (Foreign Parent + Individuals)

Section A: Foreign Parent Company. Section B: TWO individuals - typically (1) Authorised Signatory of Foreign Parent who signs on its behalf via POA, and (2) the mandatory Indian Resident Director.

### A. Foreign Parent Company

Foreign body corporate that will hold shares in the Indian Pvt Ltd. Address details we will extract from the apostilled COI/Reg Office proof you submit.

<b>Legal Name of Foreign Company</b>	Exactly as on Certificate of Incorporation		
<b>Country of Incorporation</b>	Click here to enter text	<b>Type of Entity</b>	LLC / Inc / Ltd / Pte Ltd / etc.
<b>Capital to be invested in Indian Pvt Ltd (Rs)</b>	Click here to enter text	<b>% Shareholding</b>	e.g. 99% / 100%

### B. Individual Promoters / Directors

#### Individual 1 (Authorised Signatory / Indian Director)

Fill only the fields below. We will extract DOB, PAN, addresses from documents submitted.

<b>Promoter Type</b>	<input type="checkbox"/> Indian Resident Director (mandatory) <input type="checkbox"/> Authorised Signatory of Foreign Parent	<b>Country of Citizenship</b>	India / UK / USA / etc.
<b>Full Name (as per Passport / PAN)</b>	Click here to enter text	<b>Country of Residence</b>	If not India
<b>Aadhaar Number (Indian only)</b>	Skip if NRI/Foreign or Aadhaar copy submitted	<b>Passport Number</b>	Mandatory for NRI/Foreign
<b>Mobile (with country code)</b>	e.g. +91 / +1 / +44 ...	<b>Email ID</b>	Click here to enter text
<b>DIN (if already held)</b>	Foreign promoters get DIN via SPICe+	<b>DSC (Class 3)</b>	<input type="checkbox"/> Already held <input type="checkbox"/> To be applied

<b>Role in Proposed Company</b>	<input type="checkbox"/> Director <input type="checkbox"/> Subscriber <input type="checkbox"/> Both	<b>Resident in India &gt;182 days last FY?</b>	<input type="checkbox"/> Yes <input type="checkbox"/> No
<b>Number of Equity Shares</b>	<i>Click here to enter text</i>	<b>Capital Contribution (Rs)</b>	<i>Click here to enter text</i>

### Individual 2 (Authorised Signatory / Indian Director)

Fill only the fields below. We will extract DOB, PAN, addresses from documents submitted.

<b>Promoter Type</b>	<input type="checkbox"/> Indian Resident Director (mandatory) <input type="checkbox"/> Authorised Signatory of Foreign Parent	<b>Country of Citizenship</b>	<i>India / UK / USA / etc.</i>
<b>Full Name (as per Passport / PAN)</b>	<i>Click here to enter text</i>	<b>Country of Residence</b>	<i>If not India</i>
<b>Aadhaar Number (Indian only)</b>	<i>Skip if NRI/Foreign or Aadhaar copy submitted</i>	<b>Passport Number</b>	<i>Mandatory for NRI/Foreign</i>
<b>Mobile (with country code)</b>	<i>e.g. +91 / +1 / +44 ...</i>	<b>Email ID</b>	<i>Click here to enter text</i>
<b>DIN (if already held)</b>	<i>Foreign promoters get DIN via SPICe+</i>	<b>DSC (Class 3)</b>	<input type="checkbox"/> Already held <input type="checkbox"/> To be applied
<b>Role in Proposed Company</b>	<input type="checkbox"/> Director <input type="checkbox"/> Subscriber <input type="checkbox"/> Both	<b>Resident in India &gt;182 days last FY?</b>	<input type="checkbox"/> Yes <input type="checkbox"/> No
<b>Number of Equity Shares</b>	<i>Click here to enter text</i>	<b>Capital Contribution (Rs)</b>	<i>Click here to enter text</i>

## PART 2 Proposed Company Details

Registered office address will be picked from the address proofs you submit. No need to type it here.

<b>Proposed Name 1 (most preferred)</b>	<i>Must end with 'Private Limited'</i>		
<b>Proposed Name 2 (alternate)</b>	<i>Click here to enter text</i>		
<b>Brief Business Activity (2-4 lines)</b>	<i>Describe in your own words - we will draft the formal MOA objects clause for your review.</i>		
<b>NIC 2008 Code (if known)</b>	<i>Leave blank - we will suggest</i>	<b>Industry Sector</b>	<i>Click here to enter text</i>

<b>Authorised Capital (Rs)</b>	<i>Click here to enter text</i>	<b>Paid-up Capital (Rs)</b>	<i>Click here to enter text</i>
<b>Any other remarks / details to share</b>	<i>Anything else relevant - special preferences, urgency, etc. Optional.</i>		

### PART 3 Documents Submitted (Tick All That Apply)

#### ALL FOREIGN DOCUMENTS MUST BE APOSTILLED

Foreign company documents AND foreign signatory documents must be APOSTILLED in home country (Hague Convention) OR attested at Indian Embassy / Consulate (non-Hague). Typically 5-15 days, Rs 1,500-5,000 per document. Without apostille, MCA will reject the SPICe+ filing.

#### A. Foreign Parent Company Documents (apostilled)

*Mandatory documents at incorporation. Audited financials and CS attestations are NOT required at this stage.*

Certificate of Incorporation (COI) - APOSTILLED	<input type="checkbox"/> Submitted
Charter Documents (foreign parent's MOA / AOA equivalent) - APOSTILLED	<input type="checkbox"/> Submitted
Board Resolution authorising investment + appointing Authorised Signatory - APOSTILLED (certified copy)	<input type="checkbox"/> Submitted
Power of Attorney to Indian representative - APOSTILLED	<input type="checkbox"/> Submitted
Proof of Registered Office abroad (utility bill / lease) - APOSTILLED	<input type="checkbox"/> Submitted

#### FOR INDIAN RESIDENT DIRECTOR - ATTESTATION DEPENDS ON DIN

No DIN yet -> ALL docs (PAN, Aadhaar/address, photo) must be SELF-ATTESTED.  
 Already has DIN -> non-attested copies suffice.

#### B. Documents per Individual Promoter (tick what you are submitting)

*Indian Resident Director: PAN + ONE address proof. Foreign Authorised Signatory: Apostilled Passport + Apostilled address proof + signed PAN Declaration.*

Document	Promoter 1	Promoter 2	Promoter 3
----------	------------	------------	------------

<b>INDIAN RESIDENT DIRECTOR (skip column for foreign signatory)</b>			
PAN Card (mandatory for Indian)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>Address proof - ANY ONE of the below</b>			
Aadhaar Card	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Driving Licence	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Passport	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Voter ID Card	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Passport-size Photograph (scanned, JPEG)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>FOREIGN AUTHORISED SIGNATORY / DIRECTOR (apostilled)</b>			
Passport copy - APOSTILLED	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Address proof in home country - APOSTILLED	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Passport-size Photograph (scanned)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
PAN Declaration (no Indian PAN) - we share format	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

### C. Documents for Indian Registered Office Address

We will use the address from the proof you submit. No need to type the address separately.

Latest Utility Bill - Electricity / Telephone / Gas / Water (less than 2 months old)	<input type="checkbox"/> Submitted
Property Tax Receipt OR Sale Deed (if owned)	<input type="checkbox"/> Submitted

Notarised Rent Agreement (if rented)	<input type="checkbox"/> Submitted
No Objection Certificate (NOC) from owner of premises <i>We will share the NOC format if needed.</i>	<input type="checkbox"/> Submitted

## PART 4 Documents We Will Prepare and Share

The following will be drafted/arranged by us. You do NOT need to prepare these.

**Foreign Parent Board Resolution (template):** Resolution authorising investment in Indian subsidiary + appointing Authorised Signatory. Foreign parent's board passes it, secretary issues certified copy, then APOSTILLED.

**Power of Attorney (POA):** Drafted by us. Foreign parent executes + APOSTILLES + Indian stamp paper ratification post-arrival.

**Memorandum + Articles of Association (Indian Subsidiary):** Drafted by us. Subscribed by foreign parent (via Authorised Signatory) + Indian Director. Pages physically signed and apostilled with subscriber sheet.

**INC-9 Declaration:** Auto-generated within SPICe+ - DSC-signed.

**AGILE-PRO (INC-35):** Combined form for GST / EPFO / ESIC / Professional Tax / Bank account opening intimation.

**DSC Application Forms:** Class 3 DSC for Authorised Signatory (video-KYC, +2-3 days) and Indian Director (regular).

**PAN Declaration format:** For foreign signatory to declare no Indian PAN held.

**Subscriber Sheet (foreign-subsidiary):** MOA + AOA + Subscriber Sheet physically signed by Authorised Signatory abroad + APOSTILLED. Indian Director signs in India. Uploaded SEPARATELY with SPICe+ Part B.

**FC-GPR Filing (RBI):** Within 30 days of share allotment to foreign parent. We file on RBI FIRMS portal via AD bank. Penalty for delay: 1% / max Rs 5L (FEMA).

**Board Resolution Templates (Post-Incorporation):** First board meeting, AD-Cat-I bank account, first auditor, INC-20A, share allotment, FC-GPR. Shared after COI.

## PART 5 Process, Timeline & Government Fees

### Step-by-Step Process

1. Foreign parent's board passes Resolution authorising investment + appointing Authorised Signatory + executing POA (1-2 weeks coordination).
2. Foreign parent gathers MANDATORY apostille bundle: COI + Charter docs + Board Resolution + POA + Reg Office proof. APOSTILLED in home country (5-15 days, Rs 1,500-5,000 per doc).
3. Authorised Signatory's personal docs (passport, address, photos) APOSTILLED + signed PAN Declaration.
4. Apostilled docs couriered to India (5-15 days).
5. DSC for Authorised Signatory (video-KYC, 2-3 days) + Indian Director.
6. Name reservation via SPICe+ Part A (typically 'XYZ India Pvt Ltd').
7. We draft MOA + AOA + Subscriber Sheet, sent abroad for physical signing + apostille, then back to India.
8. Indian Director signs Indian copies (notarised). POA ratified on Indian stamp paper.
9. File SPICe+ Part B with linked forms (AGILE-PRO, INC-9) + apostilled MOA/AOA/Subscriber Sheet uploaded SEPARATELY.
10. ROC examines (5-10 days). Resubmission possible.
11. COI issued with CIN + PAN + TAN.

12. Open AD-Category-I bank account (mandatory for FDI inflows).
13. Foreign parent remits subscription via banking channels.
14. Allot shares within 60 days of receipt.
15. FC-GPR filing on RBI FIRMS portal within 30 days of allotment.
16. First board meeting within 30 days, appoint statutory auditor, INC-20A within 180 days.

### Typical Timeline

25 to 40 working days from receipt of foreign parent's apostilled bundle. Coordinating with foreign parent (board resolution + apostille + courier) is the longest phase. FC-GPR filing happens after share allotment, adding another 1-2 weeks.

### Government Fees (Excluding Professional Fees)

- MCA Filing Fee: Rs 1,000 to Rs 7,000 (capital-based)
- Stamp Duty on MOA/AOA: state-specific (Maharashtra ~0.2%, Karnataka ~0.5%)
- Stamp Duty on POA (Indian ratification): Rs 100 to Rs 1,000 state-specific
- DSC: Rs 1,500-3,000 per signatory
- Apostille fees abroad: Rs 1,500-5,000 per document (5-7 docs typical)
- Courier: Rs 2,000-5,000
- Foreign legal / CS fees (board resolution drafting + certification): USD 500-1,500
- FC-GPR filing (RBI): NIL filing fee
- Total typical out-of-pocket: Rs 50,000 - 1,00,000

## PART 6 Declaration

I/We declare that the information provided above is true and accurate to the best of my/our knowledge. I/We authorise *Click to enter consultant / CA firm name* to act on our behalf for the incorporation of the proposed Private Limited Company and to file all necessary forms with the MCA.

<b>Name</b>	<i>Click here to enter text</i>	<b>Designation / Role</b>	<i>Click here to enter text</i>
<b>Signature</b>	<i>Click here to enter text</i>	<b>Date</b>	<i>Click here to enter text</i>

## PART 7 For Office Use Only

Internal use - filled by our office team. Promoters can leave blank.

<b>Received By</b>	<i>Click here to enter text</i>	<b>Date of Receipt</b>	<i>Click here to enter text</i>
<b>Assigned To</b>	<i>Click here to enter text</i>	<b>Estimated Filing Date</b>	<i>Click here to enter text</i>
<b>DSC Vendor Engaged</b>	<i>Click here to enter text</i>	<b>SPICE+ SRN</b>	<i>Click here to enter text</i>
<b>Quotation Ref No</b>	<i>Click here to enter text</i>	<b>Quote Issued On</b>	<i>Click here to enter text</i>
<b>Status</b>	<input type="checkbox"/> Pending <input type="checkbox"/> DSC done <input type="checkbox"/> Name reserved <input type="checkbox"/> Filed <input type="checkbox"/> Approved <input type="checkbox"/> COI received		
<b>Remarks</b>	<i>Click here to enter text</i>		

--	--

**DISCLAIMER**

*This form is a working aid prepared by CA Tirumalesh and made available free via calcguru.in. Statutory provisions, MCA fees, stamp duty and procedures are subject to change. Verify current MCA circulars before filing. Acceptance of this form does not constitute a binding professional engagement until a separate engagement letter is executed.*