

15 November 2023 15:43

Foreign Co.
Q (12)

① A company which is incorporated outside India.

② has a place of business in India

386 = include a
share transfer
office or share
Registration Office

Itself;
Agent

Physical; or
e-mode

H.co.

③ Conducts Business Activity in India

And
Germany

India - shop
2018

Closure - operations
2022

Still having a shop

= 2023
Foreign Co. = NO

(No Business Activity)

And
France

share
offer = in India
de-mat

electronic
POB.

Foreign Co
✓

And
Denmark

= Foreign Co
✓

Issued
in
Denmark

= Copenhagen
(€ 10 Cr)

FIO
→ Indian City Corp.

money

Cc Avenue
USA

= Foreign Co.

Payment Gateway

Procc
website

Book
ordered = 18/11/2023
₹ 1799

T+1 = 19/11/2023
1% = PG 1799 - 1% =

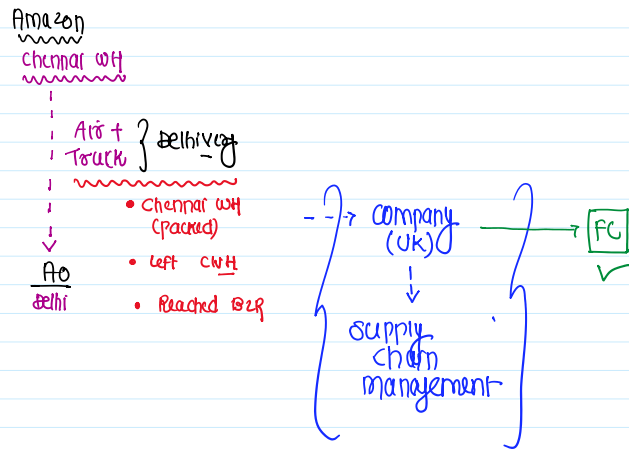
1781 ← credited

Financial Settlement

Data Analytics = Data Analyst

Amazon
Share of 10%

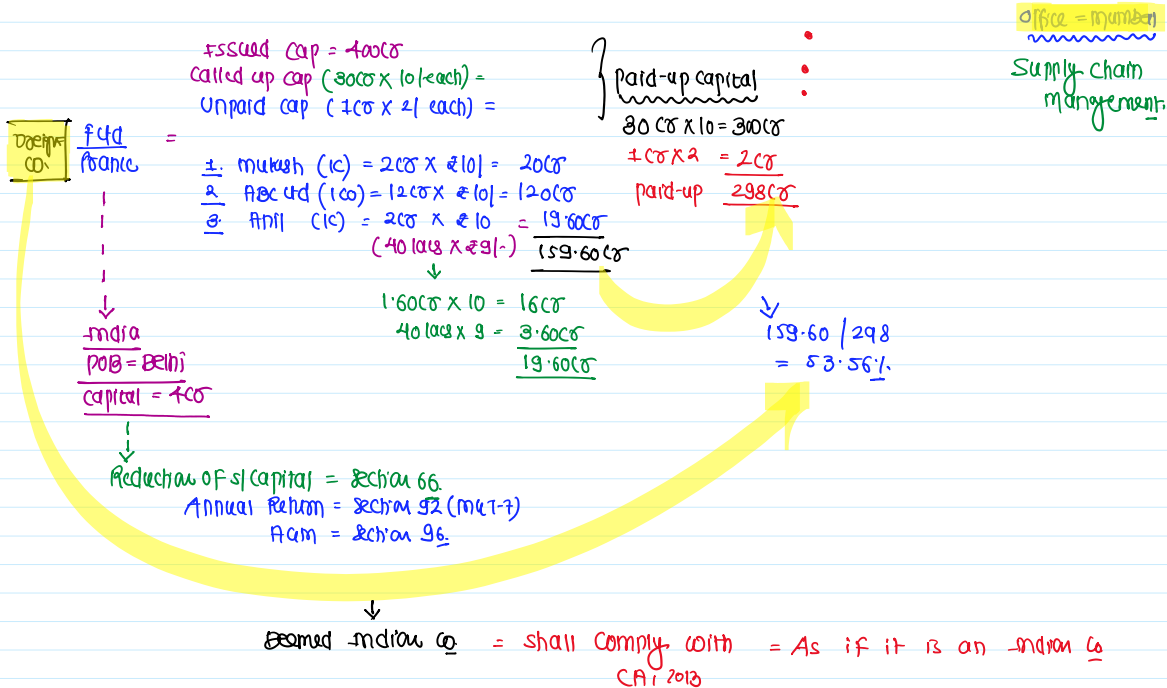
Data Analytics = Data Analyst
Data Scientist



879.

① Foreign CO = shall comply = Section 879 to 886
892 & 893.

② Foreign CO = shall comply = ① This chapter
whose SD/- of
paid-up capital
is held by
a) Indian citizen
b) Indian CO
c) Indian citizen + Indian CO
② All the provisions of this act
as if the CO is formed in India).



RFC Ltd
F.O. ✓
100 @ 100 \$
100 @ 100 \$

paid-up capital = 5 lakh @ 100 \$ = 500000
(100000 @ 50 US \$ (200000))

paid-up capital = 5 lakh @ 100 ₹ = 500
 (→) 500 @ 50 US\$ (21000)
 paid-up cap. 4,97,50,000

(1) RJW = 26000 × ₹ 100 = 2600000
 110 × ₹ 50 (55000)
2545000

(2) Rofte ud = 223500 × ₹ 100
 = 2,23,50,000
 49750000 / (2,48,95,000)

50.04%

↓
Deemed Indian Co.

380.

Foreign Co.

shall file

ROC

- ① establishment of p.o.B in india = 30 days = FC-1
- ② Amendment in document filed in FC-1 = 30 days = FC-2.
- ③ closure of p.o.B. in india = immediately.

↓

- ① charter, moA, HoA, statutes, instrument containing constitution
 (Not in English, then translated copy in English must be filed).

Authentication

↓
 in india outside india

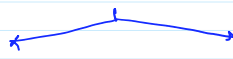
- ① Advocate/Attorney/
pleader → High Court
- ② competent person having
knowledge of original and
English language = Affidavit
- ① person having
custody of original
doc
- ② Notary public.

- ② Address of Ro. (Principal poB = Country of incorp.
- ③ Address of Principal poB = in india.
- ④ Name and Address = Authorised person = 2 documents
 (must be person resident in india)
- ⑤ opening and closing of poB on earlier occasions.
- ⑥ declaration that none of directors/ PRI = convicted = formation (management
 of Co. = in india/ outside india)
- ⑦ Approval of RBI + other regulators
 (under FEMA)

- No approval is required = declaration of PRI = in this regard.
- ⑧ details of directors and sec.
 (Name, surname, DOB, spouse name, father's/mother's name, Nationality,
 occupation, PAN, Directorships in indian co/ other co), Nationality of origin.
 COIN + CIN
 of that co)

383

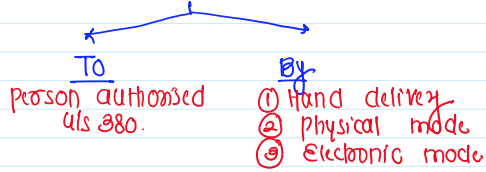
Every document which is to be
 provided to Foreign Co.
 shall be delivered



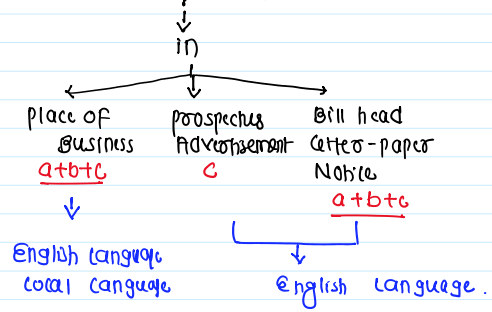
382.

Every foreign Co. shall state
 a) Name of Company
 b) Country of incorporation
 c) Fact that liability is limited

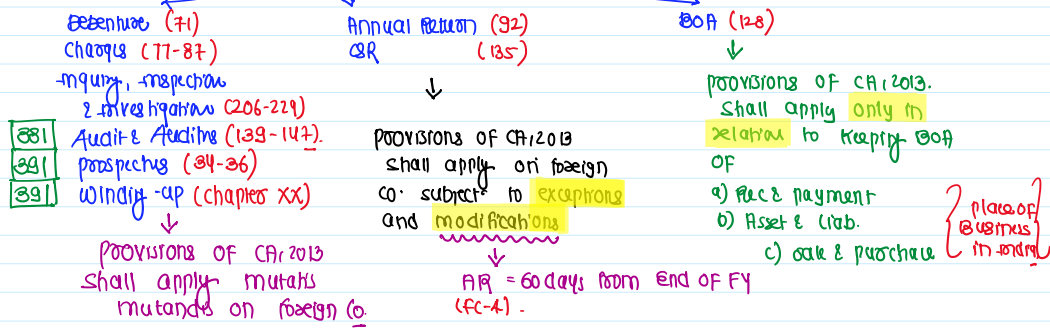
shall be delivered



b) country of incorporation
c) Fact that liability is limited



384

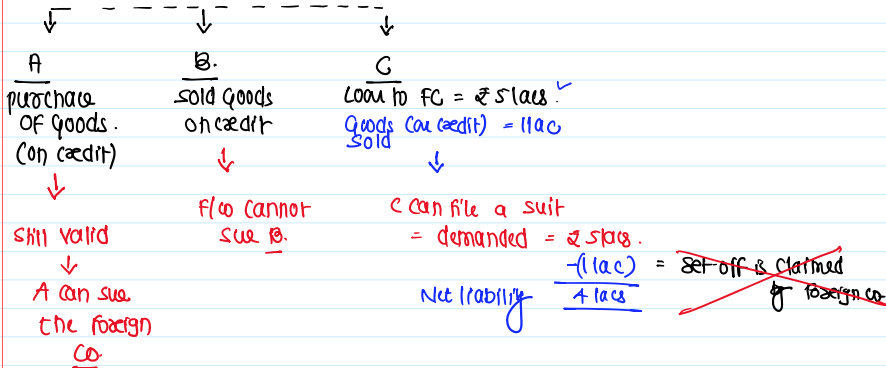


Time limit

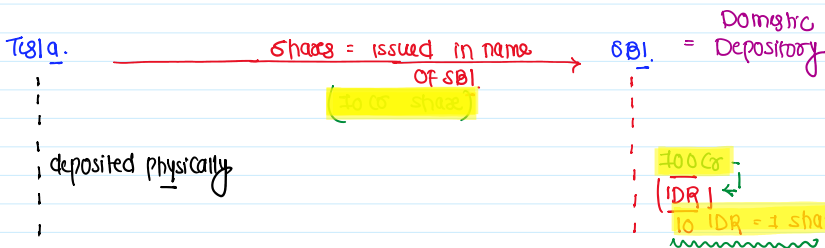
- Establishment of poB = 30 days = information = FC-1
- Closure of poB = immediately = "
- Alteration of day filed = 30 days = " = FC-2
- FAB-3 = 6 months from end of FY = filing = FC-3 = +3 months
- Annual Return = 60 days from end of FY = " = FC-4

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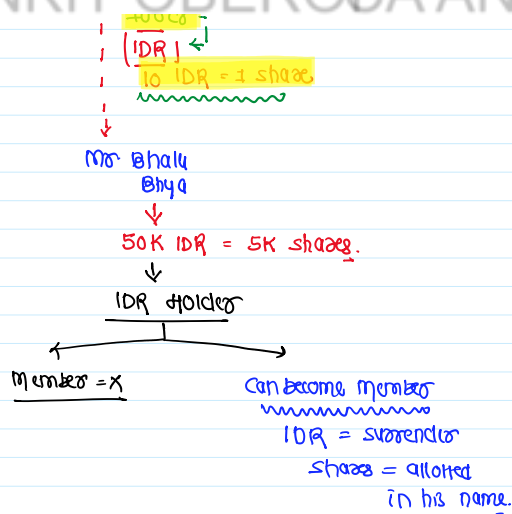
Foreign Co = Non-compliance = F/S-X
AR = X.



IDR.



deposited physically
↓
JP Morgan
↓
Overseas
Custodian Bank



381.

foreign company

- ① shall prepare FIs for every FY as per sch-III / nearby in every calendar year
- ② shall get FIs audited by CA / firm - up of CA
- ③ shall make filing (CA + Cop)

(FC-3) (within 6 months from end of FY)
① fs ② Any other doc. required to be annexed as per section 187 (BR and AR) ROC (Dehi)

③ cfs - parent company

- ① RP = name
- ② Nature of transaction
- ③ Nature of Relation
- ④ Amount of transac
- ⑤ Reasons
- ⑥ Declaration = transac is an Arm Length Basis.

- ④ RPT -
- ⑤ statement of Repatriation
- ⑥ statement of transfer of funds.

- ① Amount of transfer
- ② Manner of transfer
- ③ Purpose of transfer
- ④ Beneficiary
- ⑤ RBI - Approval.

- ① Amt. of Profit
- ② Details of Benefit
- ③ Mode of Repatriation
- ④ Purpose of Repatriation
- ⑤ RBI - Approval
- ⑥ other than Country of Residence

* Translated copy in English = must be filed.

387 + 388 + 389

foreign co. shall issue prospectus
(if offering securities in India)

shall be attached with application form.

- Exceptions:-
- ① Underwriting Agreement
 - ② existing members
 - ③ Uniform securities already dealt in the past.

Dated

Signed

Charterman & Dir

shall contain the annexure

- ① Instrument defining Constitution, Statute.
- ② Place of inspection (in India)
- ③ Place of business (in India) (if any)
- ④ Enactment, provisions of law = under which it is incorporated

if contains stat of Expert

- ① Expert has provided written consent
- ② Expert has not withdrawn the consent
- ③ It is stated in the prospectus.

the past.

(in India) (if any)
④ enactment, provisions
of law = under which
it is incorporated.
(Certified translations)

③ - It is stated in
the prospectus.

⑤ Date & Country of incorp.