

CHECKLIST FOR INCORPORATION OF LLP

S. No.	Action	Process
1.	Procuring Digital Signature Certificate and DIN	If an individual required to be appointed as designated partner does not have a DPIN or DIN, application for allotment of DPIN shall be made in Form FiLLiP. Application for allotment of DPIN shall not be made by more than two individuals in Form FiLLiP.
2.	Reserve LLP Name	File web-form RUN-LLP (for ascertaining availability and reservation of the name of an LLP.) OR Propose name in eform FiLLiP
3.	Incorporate LLP by filling the eform FiLLiP	- Documents to be attached with form FiLLiP: - Consent of partners - In case of partners are body corporates, certified true copy of board resolution passed by such body corporate partners - Proof of address of registered office of LLP - Subscriber's sheet including consent - Detail of LLP and/or company in which partner/DP is a director is a director/partner - Copy of approval obtained from any sectoral regulator/in-principle approval - Identity and address proof of individuals acting as Partner and/or DP - List of main objects of an LLP - If name proposed is a registered trademark, NoC from the trademark owner - NoC of foreign body corporate for usage of name (in case of foreign entities intending to incorporate LLPs in India)
4.	Incorporation of LLP	Form approval by RoC Issue of certificate of incorporation

- Incorporation document shall be filed in Form FiLLiP (Form for incorporation of Limited Liability Partnership) with the registrar having jurisdiction over the State in which the registered office of the LLP is to be situated.
- The name applied through **RUN-LLP is reserved for 3 months** for the applicant.



Preparation of LLP Agreement

After incorporation of LLP, the partners should execute **LLP Agreement** and a copy of executed agreement is required to be filed with the RoC in **e-form 3 WITHIN 30 (THIRTY) DAYS** from the date of incorporation of LLP.

1. Drafting of LLP agreement
2. Stamping of LLP agreement
3. Signing of LLP agreement by two witnesses
4. Providing each partner with the copy of the agreement

Essential clauses to be entered into an LLP agreement

Sections as per the LLP Act, 2008 along with relevant rules	Clauses to be included
Section 23(4)	INTERPRETATION / DEFINITIONS
Section 7(1) and 7(2) read with rules 7 to 9 of the LLP Rules 2009	DESIGNATED PARTNERS
Section 5,16,19 read with Rule 18 of LLP Rules	NAME OF THE LLP AND CHANGES TO IT
Section 13 read with Rule 17 of LLP rules	REGISTERED OFFICE OF THE LLP
Section 23(4) read with the First schedule to the LLP Act 2008	BUSINESS OF THE LLP
Section 3(3),32 and 33 read with rule 2 in the First schedule to the LLP Act 2008	CAPITAL CONTRIBUTION
Section 42(1) of the LLP Act2008	PROFIT SHARING RATIO



Section 23(4) read with the First schedule of LLP Act 2008	RIGHTS AND DUTIES OF DESIGNATED PARTNERS
Section 22,23 read with the First schedule of LLP Act 2008	ADMISSION OF PARTNER, RETIREMENT RESIGNATION AND EXPULSION OF PARTNERS
Section 23(4)	REMUNERATION & INTEREST TO BE PAID TO PARTNERS
Section 23(4)	BANK ACCOUNT
Section 34(1)	BOOKS OF ACCOUNTS AND ACCOUNTING YEAR
Section 23(4)	MEETINGS
Section 23(4) read with First schedule	INDEMNITY
Section 23(4) read with First schedule	DISPUTE RESOLUTION
Section 63 & 64	TERM OF LLP /WINDING UP
Section 23(4)	GENERAL PROVISIONS

