

Annex II

[Annex to A. P. (DIR Series) Circular No. 123 dated April 16, 2014]

Form FOREIGN DIRECT INVESTMENT- LLP (I)

Report by the Limited Liability Partnerships (LLPs) receiving amount of consideration for capital contribution and acquisition / transfer of profit shares under the Scheme

(To be filed by the LLP through its Authorised Dealer Category – I bank, with the Regional Office of the Reserve Bank under whose jurisdiction the Registered Office of the Limited Liability Partnership making the declaration is situated, not later than 30 days from the date of receipt of the amount of consideration)

Permanent Account Number (PAN) of the investee LLP given by the IT Department	<input type="text"/>
	<input type="text"/>

No.	Particulars	(In Block Letters)
1.	Name of the Limited Liability Partnership	
	Address of the Registered Office	
	State	
	Fax	
	Telephone	
	e-mail	
	Identification number No.(LLPIN) issued by Office of Registrar for LLP	

	Date of Registration	
	Whether existing LLP or new LLP	Existing LLP / New LLP (strike off whichever is not applicable)
	If existing LLP, give registration number allotted by RBI for FDI, if any	
2	Details of the foreign investor	
	Name	
	Designated Partner Identification No. (DPIN):	
	Address	
	Country	
	Constitution / Nature of the investing Entity	
	[Specify whether	
	1. Individual	
	2. LLP	
	3. Company	
	4. Foreign Trust	
	5. Private Equity Fund	
	6. Pension / Provident Fund	
	7. Sovereign Wealth Fund (SWF) ¹	
	8. Partnership /	

¹ SWF means a Government investment vehicle which is funded by foreign exchange assets, and which manages those assets separately from the official reserves of the monetary authorities.

	Proprietorship Firm 9. Financial Institution 10. NRIs / PIO 11. Others (please specify)]		
3.	Date of receipt of funds		
4.	Amount	In foreign currency	In Indian Rupees
5.	Activity of the LLP		
i)	Description of the main business activity NIC Code		
ii)	It is confirmed that 100% FDI is allowed under automatic route as per FDI policy without any FDI-linked performance conditions	Yes/No	
iii)	Details of Government Approval (ref. no. of approval letter and date)		
6.	Name of the AD bank through whom the remittance is received		
7.	Address of the AD bank		

Note: A Copy of the Government Approval, KYC, FIRC evidencing the receipt of consideration for capital contribution and acquisition / transfer of profit shares, and

certificate from a Chartered accountant / Cost accountant/ an approved valuer from the panel maintained by the Central Government are enclosed.

(Authorised signatory of the investee LLP) (Stamp)	(Authorised signatory of the AD bank) (Stamp)
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FOR USE OF THE RESERVE BANK ONLY:

Unique Identification Number for the

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 remittance received:

DECLARATION TO BE FILED BY THE AUTHORISED REPRESENTATIVE OF THE LIMITED LIABILITY PARTNERSHIP : *(Delete whichever is not applicable and authenticate)*

We hereby declare that:

1. We comply with the procedure for capital contribution and profit shares as laid down under the Notification No. FEMA. 20/2000-RB dated 3rd May 2000, as amended from time to time.

2. Capital contribution /profit shares have been issued to the non-resident investor in terms of FIPB approval No._____ dated _____

3. We enclose the following documents in compliance with Notification No. FEMA 20/2000-RB dated 3rd May 2000:
 - (i) A certificate from our designated partner certifying that
 - (a) all the requirements of the LLP Act, 2008 have been complied with;
 - (b) terms and conditions of the Government approval have been complied with;
 - (c) the LLP is eligible to issue capital contribution /profit shares under these Regulations; and

- (d) the LLP has all original certificates issued by authorised dealers in India evidencing receipt of amount of consideration in accordance with Notification No. FEMA 20/2000-RB dated 3rd May, 2000.
- (ii) A certificate from a Chartered accountant / a Cost accountant/ an approved valuer from the panel maintained by the Central Government, indicating the manner of arriving at the fair price of the capital contribution/profit shares issued to the persons resident outside India.

4. The foreign investment received and reported now will be utilized in compliance with the provision of a Prevention of Money Laundering Act, 2002 (PMLA) and Unlawful Activities(Prevention) Act, 1967 (UAPA). We confirm that the investment complies with the provisions of all applicable Rules and Regulations.

5. Unique Identification Numbers given for all the remittances received so far as consideration for capital contribution and acquisition of profit shares (details as above), by the Reserve Bank.

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(Signature of the Applicant)* : _____

(Name in Block Letters) : _____

(Designation of the signatory) : _____

Place:

Date:

(* To be signed by Designated Partner/Authorised Signatory of the LLP)

Annex III

[Annex to A. P. (DIR Series) Circular No. 123 dated April 16, 2014]

Form FOREIGN DIRECT INVESTMENT-LLP(II)	
Declaration regarding transfer of capital contribution/profit shares of an Limited Liability Partnership from resident to non- resident / non-resident to resident	
(to be submitted to the Authorised Dealer Category-1 bank branch in quadruplicate within 60 days from the date of receipt of funds)	
<p>The following documents are enclosed</p> <p><i>For transfer of capital contribution /profit shares of a Limited Liability Partnership by a person resident in India</i></p> <ol style="list-style-type: none"> i. Consent Letter duly signed by the seller and buyer or their duly appointed agent and in the latter case the Power of Attorney Document. ii. The capital contribution/ profit share holding pattern of the investee LLP after the acquisition of <i>capital contribution/ profit shares</i> by a person resident outside India. iii. Certificate indicating fair price of capital contribution/profit share of an LLP from a Chartered accountant / a Cost accountant/ an approved valuer from the panel maintained by the Central Government,. iv. Declaration from the buyer to the effect that he is eligible to acquire <i>capital contribution /profit shares i.e., necessary Government approval has been obtained by the buyer or seller</i> and terms and conditions of the Government approval, the foreign investment limits mentioned therein as well as the pricing guidelines have been complied with. <p style="text-align: center;"><i>Additional documents in respect of transfer of capital contribution /profit shares of an Limited Liability Partnership by a person resident outside India</i></p> <ol style="list-style-type: none"> v. No Objection/Tax Clearance Certificate from Income Tax Authority/ Chartered Account//Cost Accountant/ Company Secretary in practice. 	
1	<p>Name of the Limited Liability Partnership</p>
	<p>Address (including e-mail , telephone Number, Fax no.)</p>

	Activity Identification number No.(LLPIN)	
2	Nature of transaction <i>(Strike out whichever is not applicable)</i>	Transfer from resident to non-resident / Transfer from non-resident to resident
3	Name of the buyer	
	Constitution / Nature of the investing Entity Specify whether <ol style="list-style-type: none"> 1. Individual 2. LLP 3. Company 4. Foreign Trust 5. Private Equity Fund 6. Pension/ Provident Fund 7. Sovereign Wealth Fund (SWF^π) 8. Partnership / Proprietorship firm 9. Financial Institution 10. NRIs / PIOs 11. Others 	
	Date and Place of Incorporation	
	Address of the buyer	

^π SWF means a Government investment vehicle which is funded by foreign exchange assets, and which manages those assets separately from the official reserves of the monetary authorities.

	(including e-mail, telephone number. Fax no.)									
5	Name of the seller									
	Constitution / Nature of the disinvesting partner Specify whether <ol style="list-style-type: none"> 1. Individual 2. LLP 3. Company 4. Foreign Trust 5. Private Equity Fund 6. Pension/ Provident Fund 7. Sovereign Wealth Fund (SWF[¶]) 8. Partnership/ Proprietorship firm 9. Financial Institution 10. NRIs/PIOs 11. Others 									
	Date and Place of Registration									
	Address of the seller (including e-mail, telephone Number Fax no)									
6	Particulars of earlier FIPB approvals									
7	Details regarding capital contribution or profit shares of an Limited Liability Partnership to be transferred									
	<i>Date of the transaction</i>	<table border="1"> <thead> <tr> <th><i>Percentage of capital contribution/profit</i></th> <th><i>Value in Rs.</i></th> <th><i>Negotiated Price for the</i></th> <th><i>Amount of consideration in Rs.</i></th> </tr> </thead> <tbody> <tr> <td> </td> <td> </td> <td> </td> <td> </td> </tr> </tbody> </table>	<i>Percentage of capital contribution/profit</i>	<i>Value in Rs.</i>	<i>Negotiated Price for the</i>	<i>Amount of consideration in Rs.</i>				
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[¶] SWF means a Government investment vehicle which is funded by foreign exchange assets, and which manages those assets separately from the official reserves of the monetary authorities.

		<i>share</i>		<i>transfer*in Rs.</i>	
8	Foreign Investments in the Limited Liability Partnership		capital contribution/ profit shares		Percentage
		Before the transfer			
		After the transfer			
	Price as per Valuation guidelines * <i>Valuation report</i> (certificate from Chartered Accountant// Cost Accountant/ approved valuer from the panel maintained by the Central Government to be attached)				
Declaration by the transferor / transferee					
I / We hereby declare that :					
i. The particulars given above are true and correct to the best of my/our knowledge and belief.					
ii. I/ We, was/were holding the capital contribution/profit shares of a Limited Liability Partnership as per foreign investment policy issued by the Government of India as well as notified under FEMA Regulations.					
iii. I/ We, am/are eligible to acquire the capital contribution /profit shares of a Limited Liability Partnership in terms of the foreign investment policy issued by the Government of India as well as notified under FEMA Regulations.					
iv. The foreign investment limit as per Government approval and the pricing guidelines have been adhered to.					

**Signature of the Declarant or
his duly authorised agent**

Date:

Note:

In respect of the transfer of capital contribution /profit shares of a Limited Liability Partnership from resident to non- resident the declaration has to be signed by the non- resident buyer, and in respect of the transfer of capital contribution /profit shares of a Limited Liability Partnership from non-resident to resident the declaration has to be signed by the non-resident seller.

Certificate by the AD Bank Branch

It is certified that the application is complete in all respects.

The receipt /payment for the transaction are in accordance with FEMA Regulations / Reserve Bank guidelines.

Signature

Name and Designation of the Officer

Date: Name of the AD Bank Branch

AD Bank Branch Code

Annex - IV

[Annex to A. P. (DIR Series) Circular No. 123 dated April 16, 2014]

Know Your Customer (KYC) Form in respect of the non-resident investor

Registered Name of the Remitter / Investor (Name, if the investor is an Individual)	
Registration Number (Unique Identification Number* in case remitter is an Individual)	
Registered Address (Permanent Address if remitter is an Individual)	
Name of the Remitter's Bank	
Remitter's Bank Account No.	
Period of banking relationship with the remitter	

* Passport No., Social Security No., or any Unique No. certifying the bonafides of the remitter as prevalent in the remitter's country

We confirm that all the information furnished above is true and accurate as provided by the overseas remitting bank of the non-resident investor.

(Signature of the Authorised Official
of the AD bank receiving the remittance)

Date :

Place:

Stamp :