

## LLP Form 2

### **INSTRUCTIONS FOR FILLING OF LLP EFORM – 2 (Incorporation document and subscriber’s statement)**

S. No.	Detailed Instructions
	<p>Note:</p> <ol style="list-style-type: none"> <li>1. Instructions are not provided for the fields which are self explanatory</li> <li>2. If the space within any of the fields is not sufficient to provide all the information, then additional details can be provided as an optional attachment to the eForm.</li> </ol>
	<p><b>Please note the following:</b></p> <ul style="list-style-type: none"> <li>• In case of conversion of existing partnership firm into LLP, eForm 17 (Application for conversion of firm into LLP) is required to be filed together at the time of filing of eForm 2.</li> <li>• In case of conversion of existing private company or existing unlisted public company into LLP, eForm 18 (Application for conversion of private/ unlimited company into LLP) is required to be filed together at the time of filing of eForm 2.</li> <li>• Details of maximum two hundred (200) designated partners (DP) and partners can be provided in this form. In case total number of designated partners and partners exceed the maximum number, the details of remaining partners shall be filed through addendum to eForm 2.</li> <li>• Details of minimum two Designated Partner(s) are required to be provided in this eForm.</li> </ul>
	<p>Refer the relevant provisions of the Limited Liability Partnership (LLP) Act, 2008 and rules made there under with respect to the matter dealt in the eForm</p>
1	<p>Enter 'LLP eForm 1 reference number', i.e. 'Service Request Number (SRN) of LLP eForm 1', filed for name approval.</p>
2, 3, 4	<p>Click the "Pre-fill" button System will display the name of LLP, state and office of the Registrar in which the LLP is to be registered based on the above mentioned SRN of eForm 1.</p>
5	<p>Enter the proposed address of the registered office and valid email ID of the LLP.</p>
6	<p>System will display the business activities to be carried out by the LLP on incorporation based on the above mentioned SRN of eForm 1. Note that business activities consisting of banking, insurance, venture capital, mutual fund, stock exchange, asset management and non banking financial activities shall be allowed provided that in-principle approval from regulatory authorities is obtained and attached with this Form.</p>
7	<p>Based on the main objects of the LLP, please enter the main division of industrial activity as per National Industrial Classification (NIC)-2004 given below in Annexure A. The main division should be selected based on relevant sub-class and description applicable to the LLP given in NIC-2004. The details of main division, sub-class and description of National Industrial Classification-2004 are also available under 'information' link on the MCA21 portal</p>
8	<p>a, b</p> <p>Enter the total number of designated partners and partners. Minimum number of designated partners in LLP should be two.  Ensure that details of at least one designated partner as provided at the time of name availability (Form 1) should also be provided at the time of incorporation of LLP (Form 2).</p>

S. No.	Detailed Instructions
9	<p>Enter the number of individual designated partners. Based on the number, block of fields for entering details of Individual DPs shall be displayed.</p> <p>Enter designated partner identification number (DPIN). Click the “Pre-fill” button. System will automatically display the details of the designated partner (DP) i.e. name, father’s name, nationality, residential status, date of birth and present residential address.</p> <p><b>Please note that atleast one (1) of the Designated Partners (DP) should be resident in India. Resident of India means a person who has stayed in India not less than 182 days during immediately preceding 1 year.</b></p> <p><b>In case the displayed residential status needs to be updated or the residential status is not displayed, you are required to file Form DIN-4 on MCA21 portal for updating the residential status of the DP before filing this Form.</b></p> <p>Enter other relevant particulars of the DP.</p>
10	<p>Enter the number of bodies corporate as designated partners. Based on the number, block of fields for entering details of body corporate DPs shall be displayed.</p> <p>Select the category of body corporate. In case the body corporate is a company or a foreign company, enter the corporate identity number (CIN) or foreign company registration number (FCRN) respectively. In case body corporate is a LLP or foreign LLP, enter the limited liability partnership identification number (LLPIN) or foreign limited liability partnership identification number (FLLPIN) respectively.</p> <p>In case body corporate is a LLP incorporated outside India (LIOI) or company incorporated outside India (CIOI), enter the registration number of the body corporate.</p> <p>On clicking the Pre-Fill button, system will automatically display the name of body corporate, registered office address/ principal place of business and country of registration in case of CIN/ FCRN/ LLPIN/ FLLPIN. For all other cases, these details are required to be entered.</p> <p>Enter DPIN of the nominee. DPIN entered should be approved. Click the “Pre-fill” button.</p> <p>System will automatically display the details of the nominee i.e. name, father’s name, nationality, residential status, date of birth and present residential address. Enter other relevant particulars of the nominee.</p> <p><b>In case the displayed residential status needs to be updated or the residential status is not displayed, you are required to file Form DIN-4 on MCA21 portal for updating the residential status of the DP before filing this Form.</b></p>
11	<p>Enter the number of individual partners. Based on the number, block of fields for entering details of Individual partners shall be displayed.</p> <p>Enter either Income tax permanent account number (Income-tax PAN) or passport number or DPIN of the partner. Indian nationals shall enter either Income-tax PAN or DPIN. In case of foreign nationals, passport number is mandatory.</p> <p>If Income tax PAN is entered, it shall be mandatory to click on ‘Verify income-tax PAN’ button. Applicant’s name (first, middle and last name), applicant father’s name (first, middle and last name) and date of birth should be as per the income-tax PAN details.</p> <p>In case DPIN is entered. Click the “Pre-fill” button. System will automatically display the details of the partner i.e. name, father’s name, nationality, residential status, date of birth, present and permanent address. In all other cases, these details are required to</p>

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	<p>be entered. <b>In case the displayed residential status needs to be updated or the residential status is not displayed, you are required to file Form DIN-4 on MCA21 portal for updating the residential status of the DP before filing this Form.</b></p> <p>Enter other relevant particulars of the partner.</p>
12	<p>Enter the number of bodies corporate as partners. Based on the number, block of fields for entering details of body corporate partners shall be displayed.</p> <p>Select the category of body corporate. In case the body corporate is a company or a foreign company, enter the corporate identity number (CIN) or foreign company registration number (FCRN) respectively. In case body corporate is a LLP or foreign LLP, enter the limited liability partnership identification number (LLPIN) or foreign limited liability partnership identification number (FLLPIN) respectively. In case body corporate is a LLP incorporated outside India (LIOI) or company incorporated outside India (CIOI), enter the registration number of the body corporate.</p> <p>On clicking the Pre-Fill button, system will automatically display the name of body corporate, registered office address/ principal place of business and country of registration in case of CIN/ FCRN/ LLPIN/ FLLPIN. For all other cases, these details are required to be entered</p> <p>Enter the details of nominee.</p> <p>Enter either Income tax permanent account number (Income-tax PAN) or passport number or DPIN. Indian nationals shall enter either Income-tax PAN or DPIN. In case of foreign nationals, passport number is mandatory.</p> <p>If Income tax PAN is entered, it shall be mandatory to click on 'Verify income-tax PAN' button. Applicant's name (first, middle and last name), applicant father's name (first, middle and last name) and date of birth should be as per the income-tax PAN details.</p> <p>In case DPIN is entered. Click the "Pre-fill" button. System will automatically display the details of the partner i.e. name, father's name, nationality, residential status, date of birth, present and permanent address. In all other cases, these details are required to be entered. <b>In case the displayed residential status needs to be updated or the residential status is not displayed, you are required to file Form DIN-4 on MCA21 portal for updating the residential status of the DP before filing this Form.</b></p> <p>Enter other relevant particulars of the partner</p>
13	<p>Enter the total monetary value of contribution by all the partners/ designated partners of the LLP. Value of contribution cannot be less than the contribution entered at the time of name availability.</p> <p>In case of company seeking conversion, contribution should be same as total paid up value of share capital of the company.</p>
14	<p>Select whether addendum to Form 2 is required to be filed or not. Addendum to Form 2 shall be required to be filed in the following scenarios:</p> <ul style="list-style-type: none"> <li>• In case the number of partners/ designated partners exceed the maximum number as allowed in the eForm</li> <li>• In case details of all the designated partners or partners cannot be provided in this form due to the size of the attachments.</li> </ul>
Attachments	<ul style="list-style-type: none"> <li>▪ Where the appointed partner is a body corporate, copy of resolution on the letterhead of such body corporate to become a partner in the proposed LLP and a copy of resolution/ authorization of such body corporate also on a letterhead mentioning the name and address of an individual nominated to act as nominee/designated partner on its behalf</li> </ul>

<b>S. No.</b>	<b>Detailed Instructions</b>
	<ul style="list-style-type: none"> <li>▪ Proof of address of registered office of LLP</li> <li>▪ Subscribers' sheet including consent</li> <li>▪ In principle approval of regulatory authority, if required</li> <li>▪ Detail of LLP(s) and/ or company(s) in which partner/ designated partner is a director/ partner (if applicable)</li> <li>▪ Any other information can be provided as an optional attachment</li> </ul>
Signature	<p>The eForm should be digitally signed by the following:</p> <ul style="list-style-type: none"> <li>▪ Designated partner of the LLP</li> <li>▪ The person giving declaration as professional i.e. advocate or company secretary or chartered accountant (in whole-time practice) or cost accountant (in whole-time practice) engaged in the formation of the LLP.</li> </ul>
Designation	<p>Enter the DPIN of the designated partner signing the eForm.</p> <p>Enter the membership number in case the person digitally signing the eForm is advocate or chartered accountant (in whole-time practice) or cost accountant (in whole-time practice) and select whether he/ she is an associate or fellow.</p> <p>Enter the certificate of practice number in case the person digitally signing the eForm is a company secretary (in whole-time practice) and select whether he/ she is an associate or fellow.</p>

**Annexure A – List of main division of business activity to be carried out in India**

Categories	Divisions (Codes)
Agriculture and Allied Activities	Agriculture, Hunting and related Service activities (01); Forestry, logging and related Service activities(02); Fishing, Operation of fish hatcheries and fish farms; Service activities incidental to fishing (05)
Mining & Quarrying	Mining of coal and lignite, extraction of peat (10); Extraction of crude petroleum and natural gas, service activities incidental to oil and gas extraction excluding surveying (11); Mining of uranium and thorium ores (12); Mining of metal ores (13); Other Mining and Quarrying (14)
Manufacturing (Food stuffs)	Manufacture of food products and beverages (15); Manufacture of tobacco products (16)
Manufacturing (Textiles)	Manufacture of textiles (17); Manufacture of wearing apparel, dressing and dyeing of fur (18)
Manufacturing (Leather & products thereof)	Tanning and dressing of leather, manufacture of luggage handbags, saddlery & harness and footwear (19)
Manufacturing (Wood Products)	Manufacture of wood and of products of wood and cork, except furniture; manufacture of articles of straw and plating materials (20)
Manufacturing (Paper & Paper products; Publishing, printing and reproduction of recorded media)	Manufacture of paper and paper products (21); Publishing, printing and reproduction of recorded media (22)
Manufacturing (Metals & Chemicals, and products thereof)	Manufacture of coke, refined petroleum products and nuclear fuel (23); Manufacture of chemicals and chemical products (24); Manufacture of rubber and plastic products (25); Manufacture of other non-metallic mineral products (26); Manufacture of basic metals (27); Manufacture of fabricated metal products, except machinery and equipments (28)
Manufacturing (Machinery & Equipments)	Manufacture of machinery and equipment n.e.c (29); Manufacture of office, accounting and computing machinery (30); Manufacture of electrical machinery and apparatus n.e.c (31); Manufacture of radio, television and communication equipment and apparatus (32); Manufacture of medical, precision and optical instruments, watches and clocks (33); Manufacture of motor vehicles, trailers and semi-trailers (34); Manufacture of other transport equipment (35)
Manufacturing (Others)	Manufacture of furniture; manufacturing n.e.c (36); Recycling (37)
Electricity, Gas & Water companies	Electricity, gas, steam and hot water supply (40); Collection, purification and distribution of water (41)
Construction	Construction (45)
Trading	Sale, maintenance and repair of motor vehicles and motor cycles; retail sale of automotive fuel (50); Wholesale trade and commission trade, except of motor vehicles and motorcycles (51); Retail trade, except of motor vehicles and motorcycles, repair of personal and household goods (52); Hotels and Restaurants (55)
Transport, storage and Communications	Land transport; transport via pipelines (60); Water Transport (61); Air Transport (62); Supporting and auxiliary transport activities, activities of travel agencies (63); Post and telecommunications (64)
Finance	Financial intermediation, except insurance and pension funding (65); Activities auxiliary to financial intermediation (67)
Insurance	Insurance and pension funding, except compulsory social security (66)
Real Estate and Renting	Real estate activities (70); Renting of machinery and equipment without operator and of personal and household goods (71)
Business Services	Computer and related activities (72); Other Business Activities (74)
Community, personal & Social Services	Research and Development (73); Public Administration and Defence, compulsory social security (75); Education (80); Health and Social Work (85); Sewage and refuse disposal, sanitation and similar activities (90); Activities of membership organizations n.e.c. (91); Recreational, cultural and sporting activities (92); Other Service activities (93); Activities of private households as employers of domestic staff (95);

### Common Instruction Kit

<b>Buttons</b>	<b>Particulars</b>
Pre-fill	<p>When the user clicks the Pre-fill button after entering the limited liability partnership identification number in eForm (excepting eForm 1), the name and address is displayed by the system.</p> <p>This button may appear more than once in eForm, and shall be required to be clicked for displaying the data pertaining to that field.</p> <p>You are required to be connected to the internet for pre-filling.</p>
Attach	<p>You have to click the attach button corresponding to the document you are making an attachment. In case you wish to attach any other document, please click the optional attach button.</p>
Remove attachment	<p>You can view the attachments added to eForm in the rectangle box provided next to the list of attachment. If the user wants to remove or delete any attachment, select the attachment to be removed and press the “Remove attachment” button.</p>
Check Form	<p>Once the form is filled up. The user is required to press the Check Form button. When this button is pressed form level validation is done such as, Whether all the mandatory fields are filled up or not. If an error is displayed after pressing the button the user is required to correct the mistake and again press the “Check Form” button. When all the form level validation is done. A message is displayed that “Form level pre scrutiny is successful”. The Check Form is done without being connected to the internet.</p>
Modify	<p>“Modify” button gets enabled after the check form is done. By pressing this button the user can make the changes in the filled in form. If the user makes any change in the form again the user is required to press the “Check Form” button.</p>
Pre scrutiny	<p>Once the check form is done the user is required to Pre scrutinize the eForm. This requires being connected to the MCA21 site for uploading the form. On pre-scrutiny the system level check is performed and if there are any errors it is displayed to the user and once the error is corrected and again on Pre scrutiny if the message displayed is “No errors found. Click on the button below to “Get Form”. Press the Get Form button and make the required corrections.</p>
Upload eForm	<p>After pre scrutiny is done the user is required to submit the form. This requires being connected to the MCA21 site for uploading the form.</p> <p>Once the form is submitted the fee is displayed to the user. When the user press the “Pay” button the mode of payment option is displayed. For online payment option (Credit Card or Net banking), user shall be redirected to pay the filing fees.</p> <p>On challan payment option, a challan is generated displaying the amount of filing fee to be paid. The user is required to take the print out of three copies of both challans and submit the payment at authorized bank branch. The user has to submit three copies at bank and user shall receive one copy with bank acknowledgment for user’s record.</p>

Note: User is advised to refer to eForm specific instruction kit.