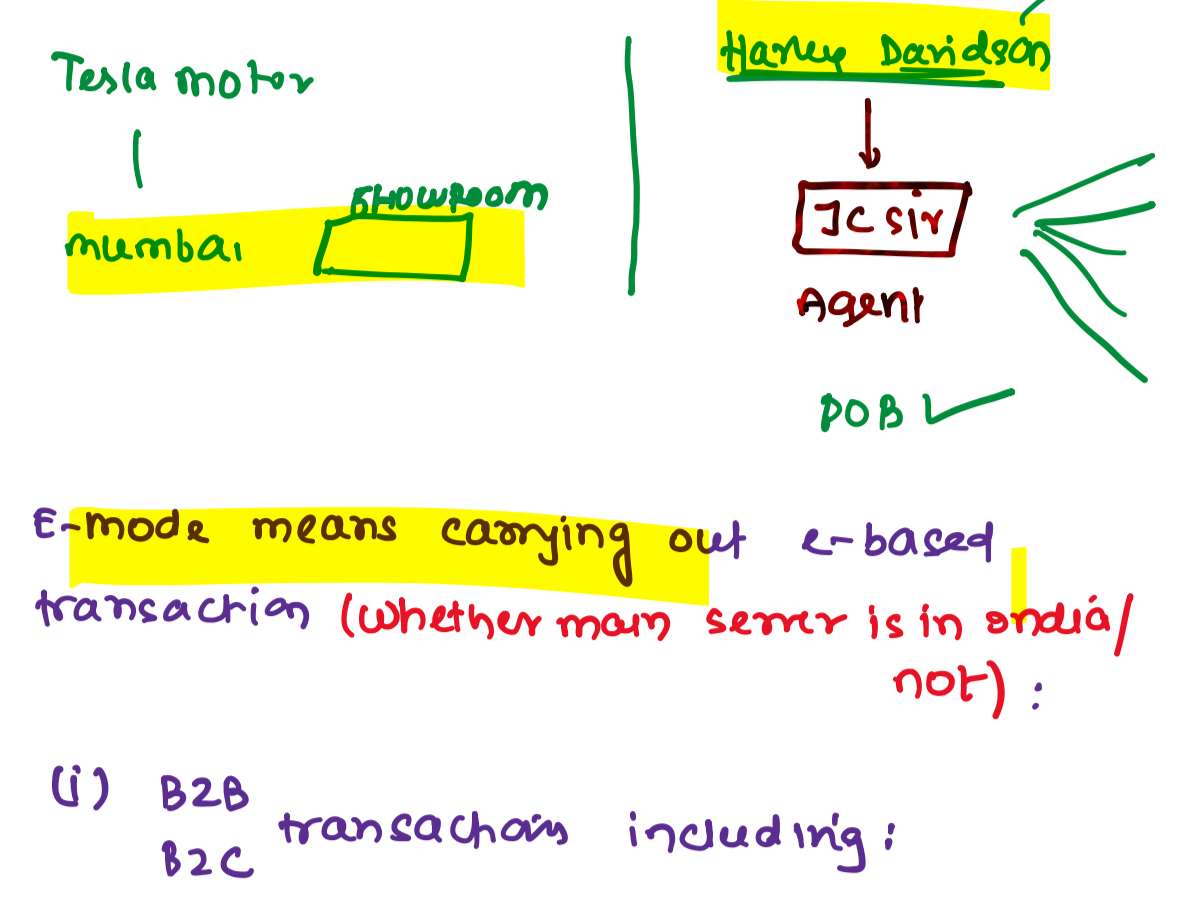


# Lecture 11.1



## 2(42): Foreign company

Co. or Body corporate incorporated o/s india



**Literal interpretation**  
interpret → law purpose defeat x

E-mode means carrying out e-based transaction (whether main server is in india/not):

- (i) B2B B2C transactions including:
  - Data interchange
  - other digital transaction (Netflix)
- (ii) offering to accept deposit or inviting deposit/subscription
  - in india or from citizen of india
- (iii) - services such as:
  - financial settlement (Eg. paypal/easbuzz)
  - web based marketing
  - Advisory & transactional services
  - database service & product
  - supply chain management
- (iv) Online services:
  - telemarket
  - telecomm.
  - telemedicine
  - Edu & info. research
- (v) All related data communication

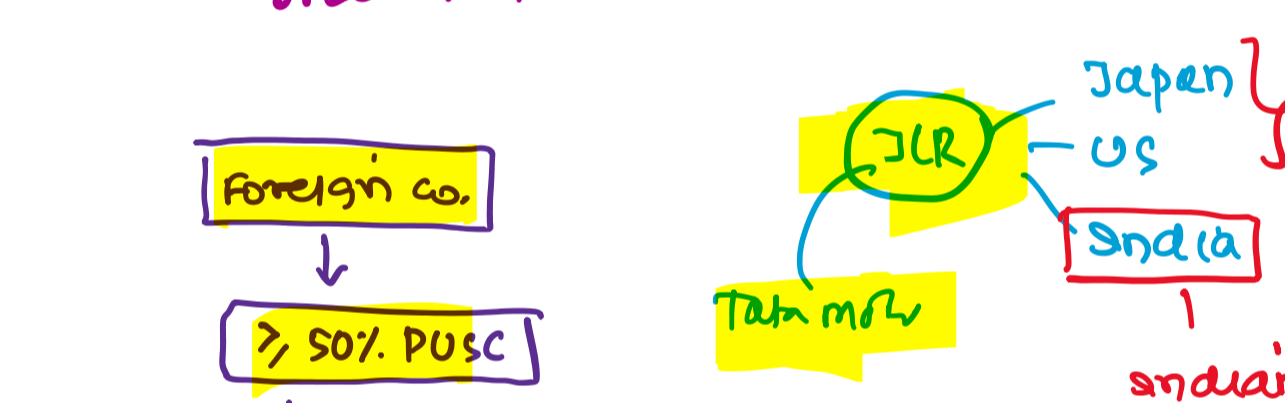
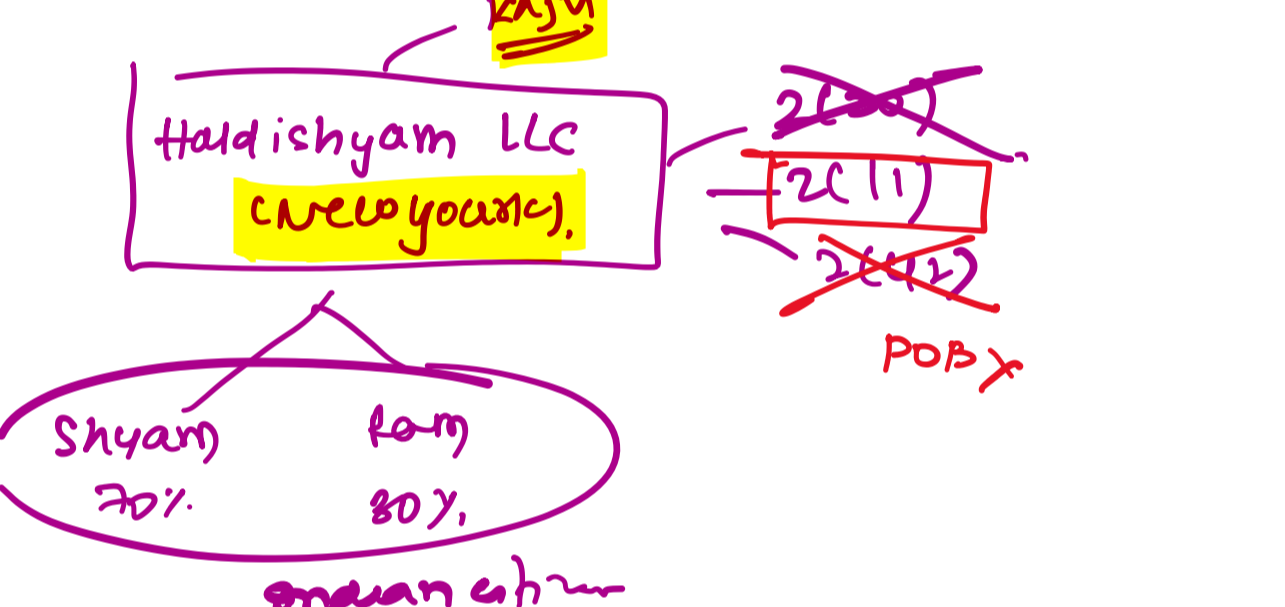
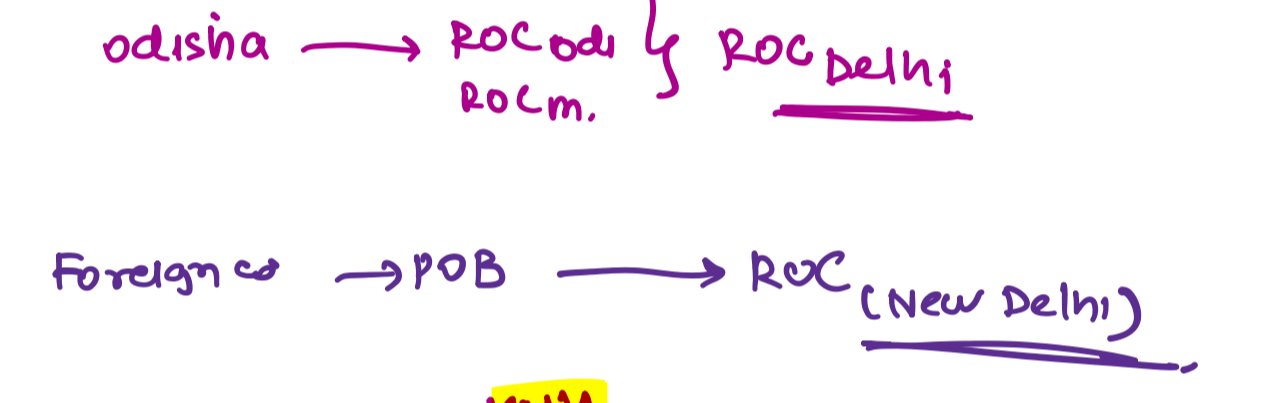
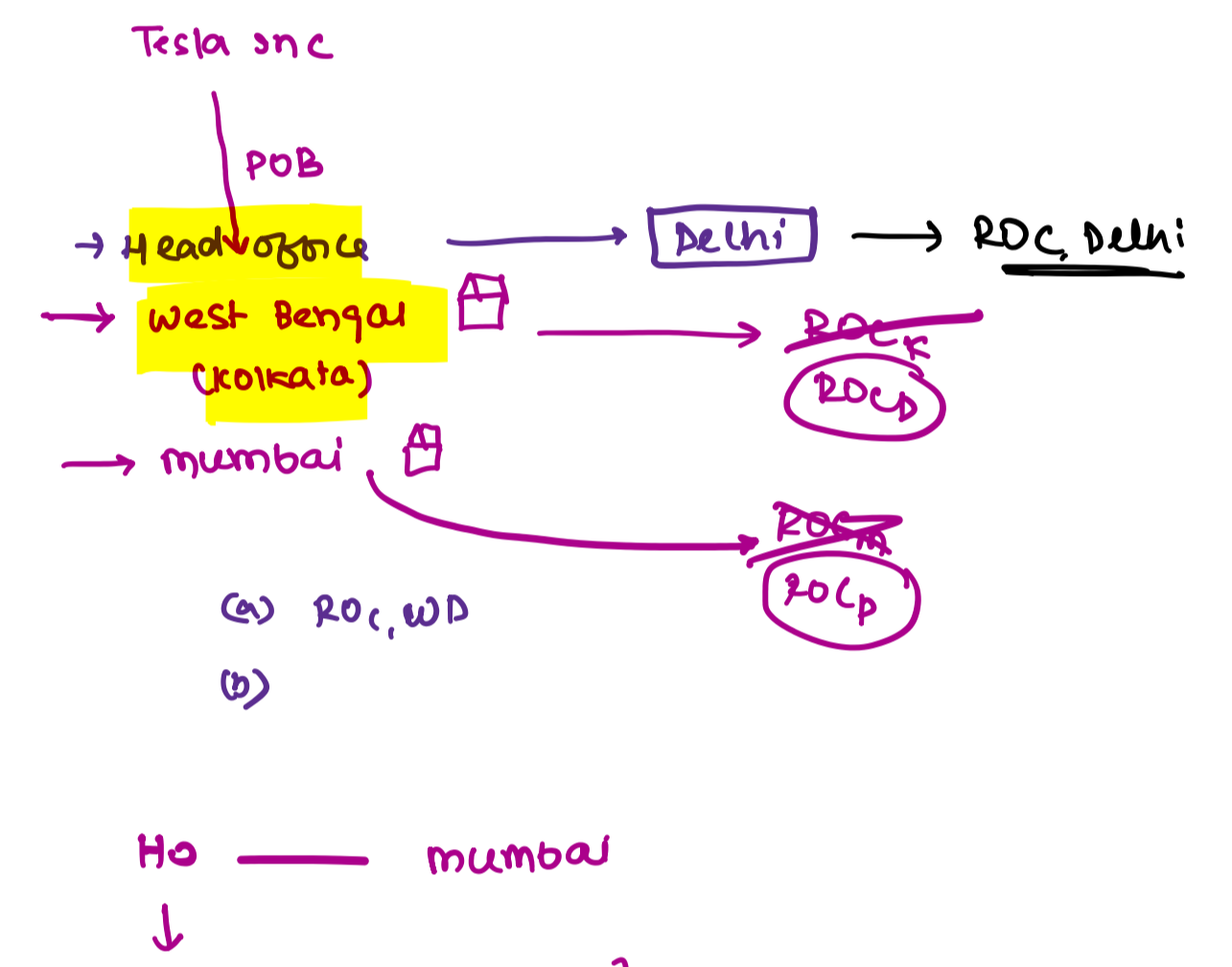


## 379: Application of this Act to FC:

- (1) Sec 380 to 386 and 392-393 shall apply to foreign companies (only for Indian operations)
- (2) Where  $\geq 50\%$  of PUSC of such FC is held by:
  - (a) one or more indian citizen
  - (b) one or more indian co.
  - Both (a) and (b)

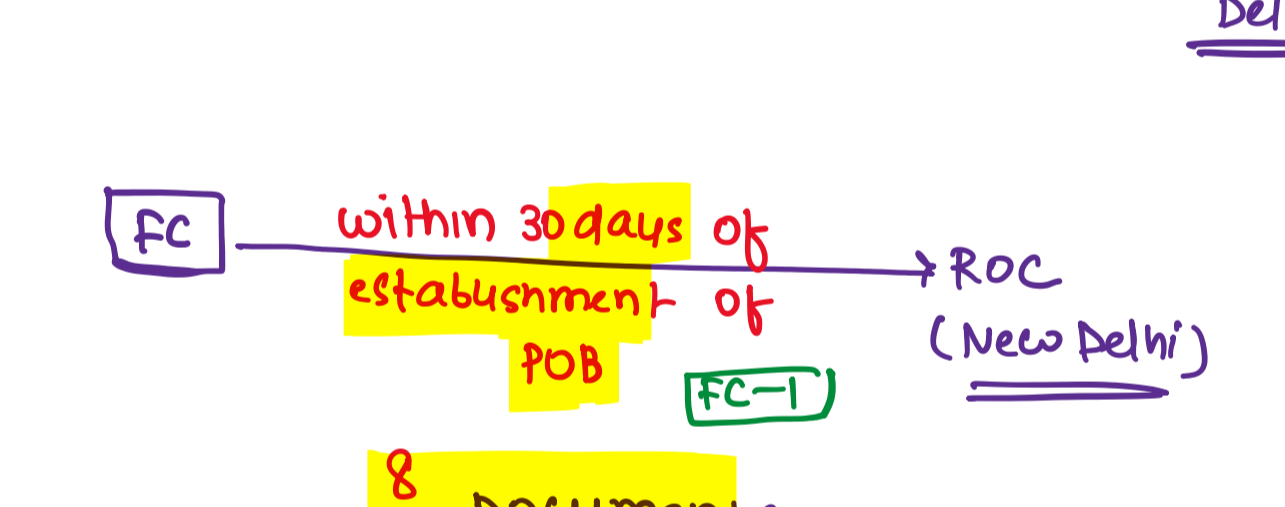
such co. shall comply with provisions of THIS CHAPTER as if it were a company incorporated in india (Only w.r.t. its indian business)

### Illustration:



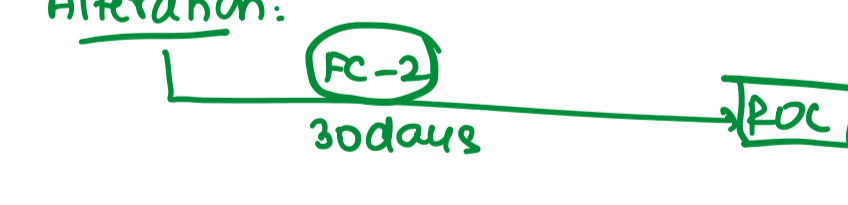
## Sec 380: Documents to be delivered to ROC

Note: on case of FCs, ROC is always ROC New Delhi



- (a) Charter document (MOA/AOA) (other language → convert → English)
- (b) Full address → Principal office of co. → RO
- (c) List of Directors & secretary of such co. Details → Name, father's name, mother's name, DOB, .....
- (d) Authorized Representative → Name & Address → PFI → to accept all docs/notices on behalf of FC
- (e) Full address of office in india which is deemed principal POB
- (f) Particulars of opening & closing of POB in india on earlier occasions
- (g) Declaration of Director & authorized rep. → non connected/rebarred → from PFM of co. in india/outside india
- (h) Other docs as prescribed.

### Alteration:



Note: FC ceases to have POB in india:
 

- Forthwith give notice to ROC
- obligation to deliver doc → ceases

## 381: Accounts of Foreign company:

- (1) FC → Each CALENDAR year → ROC
    - BS and PL
    - List of POB (as on BS date)
- English & translate English → Parliament → Act & Rules → CG
- CG may exempt FC from this compliance

## companies (Registration of FC) Rules, 2014:

- (1) FC → Prepare FS of indian business → sch III → For each FINANCIAL year
- Note: Act overrides Rule

### Annex documents:

- As per chapter 1X - Accounts
- Docs relating to CFS - consolidated FS

### [marks in my exam-sure] Additional doc

- ① Statement of RPT → Related Party Transactions
- ② Statement of repatriation of profit
- ③ Statement of transfer of fund.

Rules: Docs + FS → ROC → within 6m from close of FY

Extension upto 3m by ROC (special reasons)

Such accounts will be AUDITED - chap 8. By CA in P or firm or LLP

Q3 - DPR

Q2 - Read & language