

Topic: India Certificate of Authority

Question by: Judy Jobman

Jurisdiction: Nebraska

Date: 2011 June 29

Jurisdiction	Question(s)	
	Have you dealt with India? Would you accept the screen-print as a Certificate of Good Standing?	Additional assistance?
Manitoba		
Corporations Canada		
Alabama	We do not require a certificate of good standing , we require certified articles. We received a small green book (paper bound) with the same sort of stamps (copy attached). We are accepting it since it purports to be a certified copy of the articles.	
Alaska		
Arizona		
Arkansas		
California		
Colorado	Colorado does not require a certificate of good standing.	
Connecticut		
Delaware		
District of Columbia		
Florida		
Georgia		

Jurisdiction	Question(s)	
	<p>Have you dealt with India? Would you accept the screen-print as a Certificate of Good Standing?</p>	<p>Additional assistance?</p>
<p>Hawaii</p>	<p>We have handful of India corporations.</p>	<p>I am not an India foreign corporation expert, but, the certificates may be dependent on the State in India that they are registered in. For example your entity is from the State of Karnataka. You can check the Registrar of Companies in India website - www.mca.gov.in/Ministry/roc.html. You may use the contact information under Karnataka. You may also need a cup of coffee and eye drops.</p> <div data-bbox="1171 529 1570 829" style="background-color: #e0e0e0; padding: 5px;"> <p>KARNATAKA</p> <p>Sh. B. N. HARISH 'E' WING, 2ND FLOOR KENDRIYA SADANA KORAMANGALA, BANGALORE-560034 PHONE: 080-25633105 (Direct), 080-25537449/25633104 FAX: 080-25538531 roc.bangalore@mca.gov.in</p> </div> <p>(See attached file: <i>India good standing cert.pdf</i> [Hawaii 1].) The attached pdf sample is from State of Andhra Pradesh and this registration was in 2006. In 2008, this corporation also had a corporate name change. (See attached file: <i>India name change cert.pdf</i> [Hawaii 2].) What I find helpful for foreign countries is www.rba.co.uk/sources/registers.htm. This site is helpful for Europe, Asia, Oceania, the Americas and Africa.</p>
<p>Idaho</p>		

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	Have you dealt with India? Would you accept the screen-print as a Certificate of Good Standing?	Additional assistance?
Illinois	Yes, we would accept it.	<p>The requirement for a good standing certificate comes from sub-section (a)(3) of the LLCA which reads:</p> <p>(3) A certificate stating that the company is in existence under the laws of the jurisdiction wherein it is organized executed by the Secretary of State of that jurisdiction or by some other official that may have custody of the records pertaining to limited liability companies (or affidavit from an appropriate official of the jurisdiction that good standing certificates are not issued or other evidence of existence which the Secretary of State shall deem appropriate).</p> <p>Based upon the above language, an affidavit from a government official affirming the non-existence of a good standing certificate coupled with a certified copy of the Articles of Organization would be appropriate.</p>
Indiana		We recently rejected an India filing due to the lack of an original Certificate. I'll be anxious to hear what others have accepted as appropriate documentation at this time from this country.
Iowa		
Kansas	Kansas' process is to accept whatever documentation or format the foreign country provides, however it normally it has to be translated and that is also required.	
Kentucky		
Louisiana	We just registered this corporation on June 28th. We accepted the attached as evidence from the jurisdiction that the entity is filed and active. [see attachment Louisiana 1]	
Maine		
Maryland		
Massachusetts		
Michigan		
Minnesota		
Mississippi		

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Missouri	Missouri issued a certificate of authority on 5/24/11 and used the same document as Louisiana as evidence of filing and active status in India.	
Montana	Montana has not received any business filings from India.	
Nebraska	<p>What we decided to do with regard to what was submitted to us in Nebraska [after submitting this question]:</p> <p>We will reject. Our policy will be to always attempt to get a certificate of existence first but if the particular local register does not issue a certificate of existence, then we'll ask for a Corporate Secretary Attestation as it appears to be the next most reliable document regarding the corporation's record. The Corporate Secretary attestation is an affidavit from the Company Secretary attesting to the company's formation date, the laws under which it was formed, and the registration number, as well as asserting that the company is authorized to business in India and has been complying with all laws, specifically the Income Tax Act and the Companies Act.</p>	
Nevada	<p>Nevada dealt with a couple from India.</p> <p>Most of the time, it is the name of the certificate they get caught up on. We will accept a Certificate of Good Standing or a Certificate of Existence.</p>	
New Hampshire	We have gone several rounds with getting certificates from India. Attached is one we got about a year ago but that was obtained after great difficulty. [see attachment New Hampshire 1]	
New Jersey		
New Mexico		
New York		
North Carolina		

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North Dakota		
Ohio		
Oklahoma		
Oregon	We've received this request several times. I look for the record online, print it out, and attest to the record.	Although we thought we could do it with our current statute, our legislature just passed legislation that specifically gives us authority to rely on official database lookups.
Pennsylvania		
Rhode Island		
South Carolina		
South Dakota		
Tennessee		
Texas		
Utah	In Utah we have resorted to going to the website and looking up the province/state and seeing what is available even though this is not foolproof, either.	Just as the US has different certificate forms for each state (although somewhat uniform in information), India has (or in some cases does not) have differing looks to their certifications if they produce them. I'm not sure one sample is the end all.
Vermont		
Virginia		
Washington	The attachment is what was sent to and accepted by the State of Washington as the latest "Certificate" information from India.	[see attachment Washington 1]
West Virginia		
Wisconsin		
Wyoming		

Additional comments:

Hawaii included: (see also Hawaii Attachments 1, 2, and 3)



See also Louisiana Attachment 1

See also New Hampshire Attachment 1

See also Washington Attachment 1

Teri Mayor, NCR added:

Dear Judy,

From what I understand, India does present a problem when it comes to good standing certificates. Some Indian jurisdictions do provide a registrar generated Certificate of Good Standing but some do not. Common Practice in India to determine good standing is to have a “Company Secretary” (a professional position in India) manually review the records of the registrar and provide an affidavit attesting to the company’s

formation date, the laws under which it was formed and the registration number as well as asserting that the company is authorized to do business in India and has been complying with all laws, specifically the Income Tax Act and the Companies Act. The difficulty is this document is not issued by the company registrar and so may not appear to be acceptable by US standards.

The document attached is a printout of the company's status from India's publicly available website, certified by an "Advocate and Notary". A notary is not considered to have the same professional standing as a "Company Secretary" who faces legal penalties for providing incorrect information. Another problem is that India's website is not generally considered reliable at this time. The site itself warns "The Company Master Data and Charge data has been migrated from the legacy system. There are possibilities that the Company Master Data and Charge Data are incorrect". The report also does not indicate if the company is in compliance with the law.

But it's difficult for the Indian Company to know what to provide. The document issued by the private Company Secretary is much more likely to be an accurate depiction of the status of the company than what can be obtained from the public record, if the registrar will not issue a certificate. However, the document provided by a private Company Secretary may not be seen as a valid document by the regulations in the US.

Teri Mayor

VP of Product Management

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Full text of email: [and see attached Nebraska 1]

Hi!

Would anyone have information that could assist us? Maybe you have received a form like this.

Our office is reviewing an Application for Certificate of Authority. In a letter from their attorneys, it states that the government of India does not issue Certificates of Good Standing as they have gone to electronic verification. Staff tried to look for a certificate on their website, and can't find one or how to order. There is a place for certified copies, but no certificate of good standing. They have submitted what would equate to a screen printout of the website which is notarized as a true copy. Have you dealt with India would you accept the screen-print as a Certificate of Good Standing?

Any help you can provide would be appreciated.

Enclosed is their application to for Nebraska which includes on pages 6 &7 the letter from the attorney and page 8 has the copy of the

Judy Jobman

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