

**Incorporation Form for a UK LLP**

## LLP Details

|  |  |  |
| --- | --- | --- |
|  |  |  |
| Proposed LLP Name |  |
|  |  |  |

## Annual Compliance Service

[ ] Please select this box if you would like to use the Elemental CoSec Annual Compliance service for this LLP. If you do not select this service, then you will need to ensure that you have adequate resources to manage these activities.

Full details of the annual compliance service can be found here <http://www.elementalcosec.com/company-secretarial-services/annual-compliance/>

**Registered Office**

We offer three levels of service, for more information visit: :

[ ]  Registered Office Address (meets statutory requirements)

[ ]  Registered Office Plus (above, plus 2 director service addresses)

[ ]  Business Address (all the above, plus unlimited director/PSC service addresses and day-to-day mail)

|  |  |
| --- | --- |
| **Address 1** |  |
| **Address 2** |  |
| **City** |  |
| **Country** |  |
| **Post Code** |  |

# Members

*Note: All LLP's must have at least two members*

## Individual Member (if applicable)

|  |  |
| --- | --- |
| **Title** |  |
| **Surname** |  |
| **Forename(s)** |  |
| **Country of Residence** |  |
| **Nationality** |  |
| **Date of Birth** |  |

Please note that the ‘day’ of birth will not be included on the public record, but the month and year will be.

Designated Member [ ] Yes [ ] No

Note: There must be at least two designated members at all times.

Service Address

|  |  |  |
| --- | --- | --- |
| [ ] Please select this box to use Elemental’s service address | Address 1 |  |
| Address 2 |  |
| City |  | Postcode |  |
| Country |  |

### Residential Address

|  |  |  |
| --- | --- | --- |
| Note: This will not appear on the public record. If the address is the same as the service address please write ‘Same as Service Address’ | Address 1 |  |
| Address 2 |  |
| City |  | Postcode |  |
| Country |  |

[ ] Please confirm that the member has given their consent to forming the LLP as provided in this form

## Individual Member 2 (if applicable)

|  |  |
| --- | --- |
| **Title** |  |
| **Surname** |  |
| **Forename(s)** |  |
| **Country of Residence** |  |
| **Nationality** |  |
| **Date of Birth** |  |

Please note that the ‘day’ of birth will not be included on the public record, but the month and year will be.

Designated Member [ ] Yes [ ] No

Note: There must be at least two designated members at all times.

Service Address

|  |  |  |
| --- | --- | --- |
| [ ] Please select this box to use Elemental’s service address | Address 1 |  |
| Address 2 |  |
| City |  | Postcode |  |
| Country |  |

### Residential Address

|  |  |  |
| --- | --- | --- |
| Note: This will not appear on the public record. If the address is the same as the service address please write ‘Same as Service Address’ | Address 1 |  |
| Address 2 |  |
| City |  | Postcode |  |
| Country |  |

[ ] Please confirm that the member has given their consent to forming the LLP as provided in this form

## Individual Member 3 (if applicable)

|  |  |
| --- | --- |
| **Title** |  |
| **Surname** |  |
| **Forename(s)** |  |
| **Country of Residence** |  |
| **Nationality** |  |
| **Date of Birth** |  |

Please note that the ‘day’ of birth will not be included on the public record, but the month and year will be.

Designated Member [ ] Yes [ ] No

Note: There must be at least two designated members at all times.

Service Address

|  |  |  |
| --- | --- | --- |
| [ ] Please select this box to use Elemental’s service address | Address 1 |  |
| Address 2 |  |
| City |  | Postcode |  |
| Country |  |

### Residential Address

|  |  |  |
| --- | --- | --- |
| Note: This will not appear on the public record. If the address is the same as the service address please write ‘Same as Service Address’ | Address 1 |  |
| Address 2 |  |
| City |  | Postcode |  |
| Country |  |

[ ] Please confirm that the member has given their consent to forming the LLP as provided in this form

# Corporate Member (if applicable)

|  |  |  |
| --- | --- | --- |
| Company Name |  |  |
|  |  |
| Company Registration Number |  |
|  |  |  |
| Company Address |  |  |
|  |  |
|  |  |

Designated Member [ ] Yes [ ] No

*Note: There must be at least two designated members at all times.*

|  |  |
| --- | --- |
| Authorised Person (full name) |  |

*Note: This should be a director or other authorised person of the corporate director*

[ ] Please confirm that the member has given their consent to forming the LLP as provided in this form

**Corporate Member 2 (if applicable)**

|  |  |  |
| --- | --- | --- |
| Company Name |  |  |
|  |  |
| Company Registration Number |  |
|  |  |  |
| Company Address |  |  |
|  |  |
|  |  |

Designated Member [ ] Yes [ ] No

*Note: There must be at least two designated members at all times.*

|  |  |
| --- | --- |
| Authorised Person (full name) |  |

[ ] Please confirm that the member has given their consent to forming the LLP as provided in this form

# People with Significant Control

All UK companies and LLPs are required to maintain a register of people with significant control (PSC) over the company (or LLP).

A person with significant control over the company is defined as an individual who (either alone or as one of a number of joint holders of the share or rights in question) meets one or more of the following conditions:

* an individual who holds, directly or indirectly, more than 25% of the shares in the company;
* an individual who holds, directly or indirectly, more than 25% of the voting rights in the company;
* an individual who holds the right, directly or indirectly, to appoint or remove a majority of the board of directors of the company;
* an individual who has the right to exercise, or actually exercises, significant influence or control over the company; and
* a trust or firm (without legal personality) that meets any of the above conditions and an individual who has the right to exercise, or actually exercises, significant influence or control over the activities of that trust or firm.

Further statutory and non-statutory guidance exists as to the meaning of these tests and please get in touch if you would like more information.

Please confirm whether the company will have any PSC’s or RRLE’s and, if so, please provide their details.

[ ]  There is no PSC in relation to the company

[ ]  There are individual PSC’s as further set out below

[ ]  There are RRLE’s

Specific information, referred to as “required particulars” in the People with Significant Control (“PSC”) legislation, must be shown in a PSC register for each individual who is a PSC, as well as for any legal entity (such as a company or a limited liability partnership (LLP)) that is a ‘registrable legal entity’ in relation to your company and certain prescribed bodies.

Please note that in exceptional circumstances it is possible to suppress information relating to PSCs, or preventing a PSC’s residential address from being shared with credit reference agencies. Here, exceptional circumstances mean a serious risk of violence or intimation. If you think this may apply, please get in touch with your contact at Elemental CoSec.

If any of the PSCs are also directors, please simply insert their names and their ownership interest as we already hold their required information.

## Individual People with Significant Control (PSC 1) (if applicable)

|  |  |
| --- | --- |
| **Title** | Mr/Mrs/Ms/Miss etc |
| **Full Name** |  |
| **Date of Birth** |  |

*Please note that the ‘day’ of birth will not be included on the public record, but the month and year will be.*

### Service Address for Individual PSC 1

|  |  |  |
| --- | --- | --- |
| [ ] Please select this box to use Elemental’s service address. | Address 1 |  |
| Address 2 |  |
| City |  | Postcode |  |
| Country |  |

*Note: This can be the registered office of the company (or LLP)*

### Residential Address for Individual PSC 1

|  |  |  |
| --- | --- | --- |
| Note: This will not appear on the public record. If the address is the same as the service address please write ‘Same as Service Address’ | Address 1 |  |
| Address 2 |  |
| City |  | Postcode |  |
| Country |  |

|  |  |
| --- | --- |
| Nature of Control Over the LLP (which of the ‘specified conditions’ applies) |  |
| *Note: Please describe the nature of the control if you are unsure and Elemental can confirm the relevant specified condition* |
| Percentage of Shares and/or Voting Rights Held (if applicable) |  |

## Individual People with Significant Control (PSC 2) (if applicable)

|  |  |
| --- | --- |
| **Title** | Mr/Mrs/Ms/Miss etc |
| **Full Name** |  |
| **Date of Birth** |  |

*Please note that the ‘day’ of birth will not be included on the public record, but the month and year will be.*

### Service Address for Individual PSC 2

|  |  |  |
| --- | --- | --- |
| [ ] Please select this box to use Elemental’s service address. | Address 1 |  |
| Address 2 |  |
| City |  | Postcode |  |
| Country |  |

*Note: This can be the registered office of the company (or LLP)*

### Residential Address for Individual PSC 2

|  |  |  |
| --- | --- | --- |
| Note: This will not appear on the public record. If the address is the same as the service address please write ‘Same as Service Address’ | Address 1 |  |
| Address 2 |  |
| City |  | Postcode |  |
| Country |  |

|  |  |
| --- | --- |
| Nature of Control Over the LLP (which of the ‘specified conditions’ applies) |  |
| *Note: Please describe the nature of the control if you are unsure and Elemental can confirm the relevant specified condition* |
| Percentage of Shares and/or Voting Rights Held (if applicable) |  |

**Individual People with Significant Control (PSC 3) (if applicable)**

|  |  |
| --- | --- |
| **Title** | Mr/Mrs/Ms/Miss etc |
| **Full Name** |  |
| **Date of Birth** |  |

*Please note that the ‘day’ of birth will not be included on the public record, but the month and year will be.*

Service Address for Individual PSC 3

|  |  |  |
| --- | --- | --- |
| [ ] Please select this box to use Elemental’s service address. | Address 1 |  |
| Address 2 |  |
| City |  | Postcode |  |
| Country |  |

*Note: This can be the registered office of the company (or LLP)*

Residential Address for Individual PSC 3

|  |  |  |
| --- | --- | --- |
| Note: This will not appear on the public record. If the address is the same as the service address please write ‘Same as Service Address’ | Address 1 |  |
| Address 2 |  |
| City |  | Postcode |  |
| Country |  |

|  |  |
| --- | --- |
| Nature of Control Over the Company/LLP (which of the ‘specified conditions’ applies) |  |
| *Note: Please describe the nature of the control if you are unsure and Elemental can confirm the relevant specified condition* |
| Percentage of Shares and/or Voting Rights Held (if applicable) |  |

**Individual People with Significant Control (PSC 4) (if applicable)**

|  |  |
| --- | --- |
| **Title** | Mr/Mrs/Ms/Miss etc |
| **Full Name** |  |
| **Date of Birth** |  |

*Please note that the ‘day’ of birth will not be included on the public record, but the month and year will be.*

Service Address for Individual PSC 4

|  |  |  |
| --- | --- | --- |
| [ ] Please select this box to use Elemental’s service address. | Address 1 |  |
| Address 2 |  |
| City |  | Postcode |  |
| Country |  |

*Note: This can be the registered office of the company (or LLP)*

Residential Address for Individual PSC 4

|  |  |  |
| --- | --- | --- |
| Note: This will not appear on the public record. If the address is the same as the service address please write ‘Same as Service Address’ | Address 1 |  |
| Address 2 |  |
| City |  | Postcode |  |
| Country |  |

|  |  |
| --- | --- |
| Nature of Control Over the LLP (which of the ‘specified conditions’ applies) |  |
| *Note: Please describe the nature of the control if you are unsure and Elemental can confirm the relevant specified condition* |
| Percentage of Shares and/or Voting Rights Held (if applicable) |  |

## RRLE 1 (if applicable)

|  |  |
| --- | --- |
| Full Name of RRLE |  |
| Registered Number |  |
| Governing Law |  |
| Country of Registration |  |
| Address Line 1 |  |
| Address Line 2 |  |
| City |  |
| Post Code |  |
| Country |  |

### PSC details for RRLE 1

|  |  |
| --- | --- |
| Nature of control over the LLP (which of the specified conditions applies)Note: If you are unsure, please describe the nature of the control and Elemental will advice |  |
| Percentage of shares and/or voting rights held (if applicable) |  |

## RRLE 2 (if applicable)

|  |  |
| --- | --- |
| Full Name of RRLE |  |
| Registered Number |  |
| Governing Law |  |
| Country of Registration |  |
| Address Line 1 |  |
| Address Line 2 |  |
| City |  |
| Post Code |  |
| Country |  |

### PSC details for RRLE 2

|  |  |
| --- | --- |
| Nature of control over the LLP (which of the specified conditions applies)Note: If you are unsure, please describe the nature of the control and Elemental will advice |  |
| Percentage of shares and/or voting rights held (if applicable) |  |