

BUSINESS REGISTRATION GUIDE - NEPAL

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1. INTRODUCTION

Business registration in Nepal is governed by the Companies Act, 2063 (2006) and related regulations. All businesses must be registered with the Office of the Company Registrar (OCR) to operate legally.

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2. TYPES OF BUSINESS ENTITIES

- Private Limited Company
- Public Limited Company
- Partnership Firm
- Sole Proprietorship
- Branch Office of Foreign Company

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3. REQUIREMENTS FOR BUSINESS REGISTRATION

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3.1 Documents Required:

- Application form for company registration
- Memorandum of Association (MOA)
- Articles of Association (AOA)
- Board resolution for company formation
- Identity documents of directors/shareholders
- Address proof of registered office
- Tax registration certificate
- Bank statement showing paid-up capital

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3.2 Capital Requirements:

- Private Limited Company: Minimum NPR 100,000
- Public Limited Company: Minimum NPR 500,000
- Partnership Firm: No minimum capital requirement
- Sole Proprietorship: No minimum capital requirement

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4. REGISTRATION PROCESS

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4.1 Step 1: Name Approval

- Submit proposed company names to OCR
- Names must be unique and not violate any existing trademarks
- Approval typically takes 2-3 working days

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4.2 Step 2: Document Preparation

- Prepare MOA and AOA according to company type
- Obtain digital signatures from directors
- Prepare board resolution and other required documents

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4.3 Step 3: Online Application

- Submit application through OCR's online portal
- Upload all required documents
- Pay registration fees

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4.4 Step 4: Verification and ApprovalĐ

- OCR verifies submitted documentsĐ
- May request additional information if neededĐ
- Certificate of Incorporation issued upon approvalĐ

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5. REGISTRATION FEESĐ

- Private Limited Company: NPR 5,000Đ
- Public Limited Company: NPR 10,000Đ
- Partnership Firm: NPR 2,000Đ
- Sole Proprietorship: NPR 1,000Đ

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6. POST-REGISTRATION REQUIREMENTSĐ

- Obtain PAN (Permanent Account Number)Đ
- Register for VAT if annual turnover exceeds NPR 2,000,000Đ
- Open business bank accountĐ
- Maintain proper books of accountsĐ
- File annual returns with OCRĐ

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7. TIMELINEĐ

- Name approval: 2-3 working daysĐ
- Complete registration: 7-15 working daysĐ
- Total process: 2-3 weeksĐ

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8. PENALTIES FOR NON-COMPLIANCEĐ

- Operating without registration: Fine up to NPR 50,000Đ
- Late filing of returns: Fine up to NPR 25,000Đ
- Non-compliance with regulations: Additional penalties as per lawĐ

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9. CONTACT INFORMATIONĐ

Office of the Company RegistrarĐ

Ministry of Industry, Commerce and SuppliesĐ

Government of NepalĐ

Phone: +977-1-4262080Đ

Email: info@ocr.gov.npĐ

Website: www.ocr.gov.npĐ

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10. IMPORTANT NOTESĐ

- All documents must be in Nepali or EnglishĐ
- Digital signatures are mandatory for online applicationsĐ
- Keep copies of all submitted documentsĐ
- Registration is valid until cancelled or dissolvedĐ
- Regular updates to compliance requirements should be monitored