

Legal forms

Taxes

Founding



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Legal forms



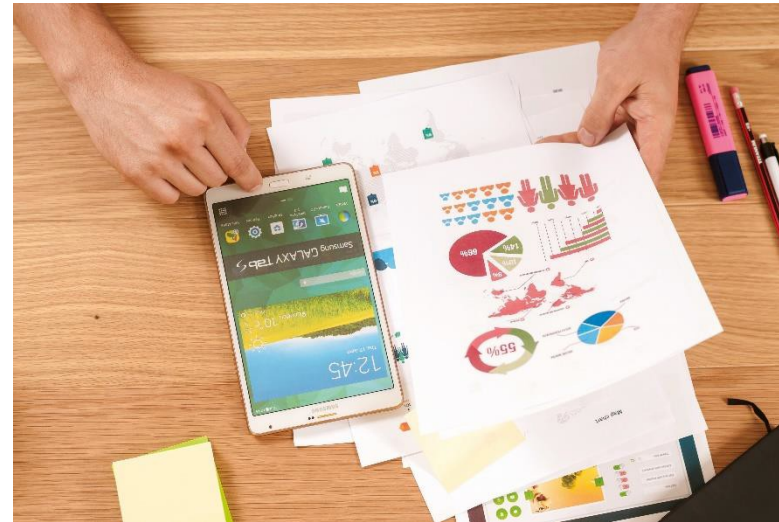
📍 MUTSCHKE RECHTSANWALTSGESELLSCHAFT MBH

Starting a business in Germany - Founding a company in Germany

<https://www.youtube.com/watch?v=ilQjmg7ldfA>

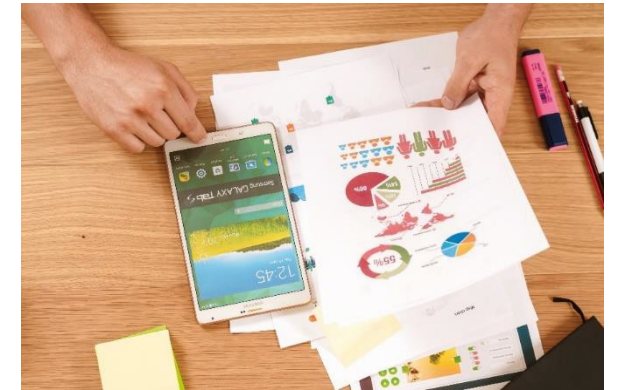
Common legal forms

- Individual Business
- GbR
- oHG
- GmbH
- UG
- AG
- KG
- ...



Common legal forms

- Partnerships: civil law society (GbR), open trading company (oHG), limited partnership (KG), GmbH & Co. KG, silent society (stG), partnership company (PartG)
- Corporations: club/ society (e.V., non-incorporated society), Corporations (entrepreneurial company (UG (haftungsbeschränkt))), limited liability company (GmbH), joint stock company/ public company (AG), Foreign company forms: Ltd., SARL



Advantages / disadvantages

- UG (limited liability, no minimum capital, little reputation)
- GmbH (established, high reputation, minimum capital requirement, management, remuneration of the shareholders)
- GbR / OHG (many debtors, liability, management)
- GmbH & Co. KG (2 companies, limited liability, succession, remuneration of the shareholders)
- AG (financing, transfer of shares, external impact, strictness of the statutes)
- British Limited and other foreign company forms (reputation abroad, foreign law, handling)

Process of foundation

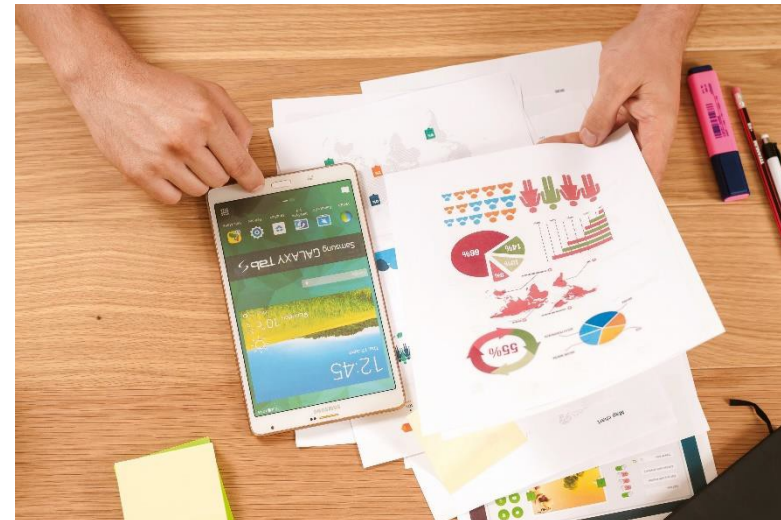
- Where do you have to go (notary, bank, tax office, trade office, lawyer)
- advantages & disadvantages of the different company forms
- articles of association
- account setup, deposits
- Registration of company in the commercial register



Content of the Articles of Association

- Name of the Company
- Shareholders
- Services / value proposition
- Effects and process when changing shareholders
- Management
- Death & inheritance
- Use of profits
- Shareholders meetings & resolutions

- How many people are founding?
- How much decision-making power should the founders have?
- Who is liable?
- How much capital is needed?
- Should the further raising of capital be facilitated?



Grants, support programmes, competitions

- www.exist.de
- www.gruenderstipendium.nrw („1000 x 1000“)
- Specific fundings(Go Bio, Innovationsforen Mittelstand)
- Funding Arbeitsagentur
- www.start2grow.de

Example

verbaVOICE

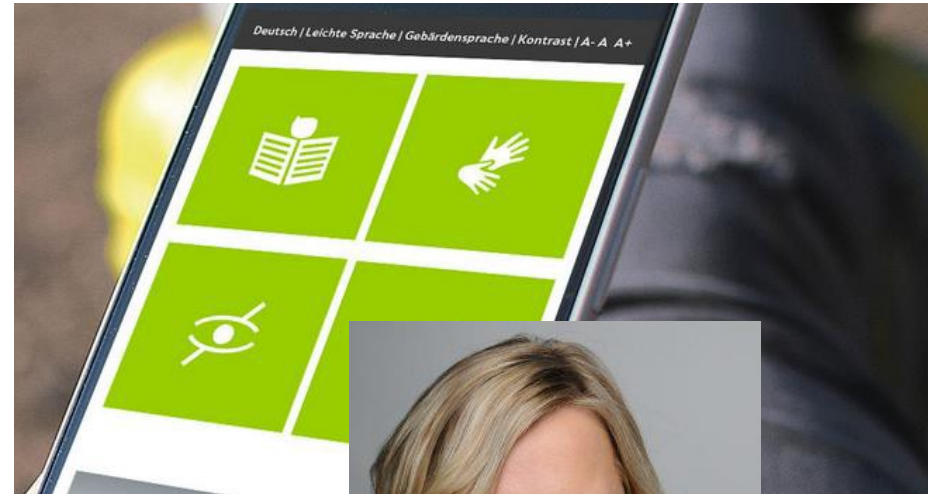
Verbavoice GmbH

Communication solutions for the inclusion of people with hearing impairments through location-independent switching of script and sign language interpreters, cloud-based platform

Educational theory, business information technology

- Founding in 2009
- EXIST-Gründerstipendium & feasibility study LMU München
- Support by Baystartup, Bayern Kapital

www.verbavoice.de



taxes

Income from self-employment (§ 18 EStG)

- **Principle:** self-sufficient, sustainable, profit-making, participation in the general public. Economic transport
- self-employed scientific, artistic, literary, educational or educational activity
- **catalogue:** the self-employed activities of doctors, dentists, veterinarians, lawyers, notaries, patent attorneys, surveying engineers, engineers, architects, commercial chemists, accountants, tax consultants, consulting public and business economists, sworn accountants, tax agents
- Catalogue-similarity
- **Consequence:** no obligation to pay business tax – statement of surplus income

statement of surplus income

- Winning period = calendar year
- Scheme: basically operating income. /. Operating expenditure
- Profit/Loss
- Inlet / outlet principle

Quelle: die-Berater-MDT

Operating Income – Operating Expenditure

- **Operating income:** any economic advantage in the context of profit
income: all goods in cash or monetary value, benefits in kind, benefits of use the physical and economic connection to the holding;
- **No operating income:** e. g. deposit, loan,
Forbearance or loss of revenue, current items
- **Operating expenditure:** Expenses in money or monetary value
caused by business activity
objectively related to activity
- **No Operating expenditure** e. g. mixed expenses;
non-deductible or limited operating expenditure;
Gifts up to 35 € net, fines, fines,

Quelle: die-Berater-MDT

Sales Tax

- Value added tax = sales tax
- Value added tax = tax on the turnover of the company from deliveries or other services
- Input tax = taxes on preliminary work, e. g. suppliers
- Tax rates: 19 % or 7 %
- Calculation: $\text{sales tax} - \text{Input tax} = \text{sales tax payable}$
- Calculation and registration is carried out by the entrepreneur

Quelle: die-Berater-MDT

Sample Invoice

Firmenname und Anschrift (vollständig)		Steuernummer: 123/45678 Ust-IDNr.: DE 123456789		Steuernummer oder UDSt-ID-Nr.
An Fa. Rechnungsempfänger Königstraße 63 99999 Musterstadt		Hofstadt, 07.06.20XX Lieferdatum 07/20XX Rechnung Nr. 04 – M – 123		Ausstellungsdatum
Wir erlauben uns, ihnen folgende Positionen zu berechnen:				Lieferdatum
		Steuersatz 7% EUR	Steuersatz 19% EUR	fortlaufende Rechnungsnummer
1000 ltr. Whiskey	Old and Heavy		30.000,00	
1 Kiste Wein	Rot und Blau		100,00	
1 to Rohkaffe	Hallo Wach	5.000,00		
Summe Waren 7 %		5.000,00		
Summe Waren 19 %			30.100,00	
Umsatzsteuer 7 %		350,00		
Umsatzsteuer 19 %			5.719,00	
Rechnungsbetrag gesamt			41.169,00	
Bei Zahlungen bis zum 20.07.20XX gewähren wir Skonto i.H.v. 3 % (1235,07 EUR).				im Voraus vereinbarte Entgeltsminderung
				Aufschlüsselung des Entgelts nach Steuersätzen und ggf. Steuerbefreiungen
				Anzuwendende Steuersätze

Quelle: die-Berater-MDT

Crowdfunding



<https://www.youtube.com/watch?v=voF1plqqZJA>





20.338.986 \$
78.471 supporters

Foto: Kickstarter



Insolvency 2016

Sale to fitbit

Foto: Kickstarter

Definition Crowdfunding

“Crowdfunding is a form of financing by a lot of Internet users. Donation or participation can be accessed through personal homepages, professional websites and special platforms.

Gablers Wirtschaftslexikon

<https://wirtschaftslexikon.gabler.de/definition/crowdfunding-53556/version-369943>

Crowd Funding

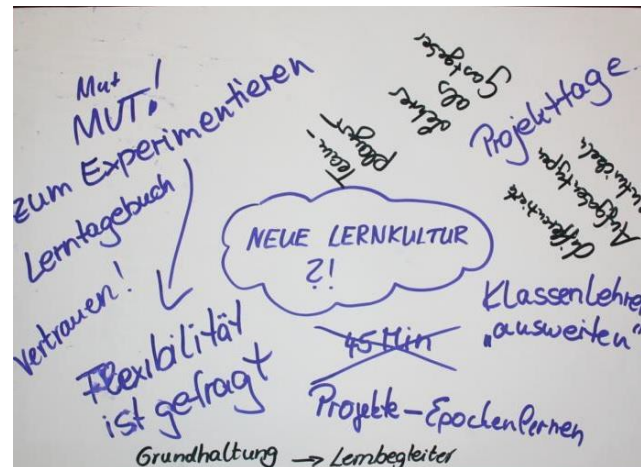
- Classical crowdfunding (reward-based crowdfunding)
→ non-financial contribution
- Donations-Crowdfunding (donation-based crowdfunding)
no consideration
- Crowdlending (lending-based crowdfunding)
Debt capital (interest)

Crowd Investing

- equity-based crowdfunding
[Company participation](#)

fields

- Start-up Ideas
- Creative projects (book, film, art)
- Personal projects
- Social Entrepreneurship
- Fundraising campaign
- Social projects
- Community projects

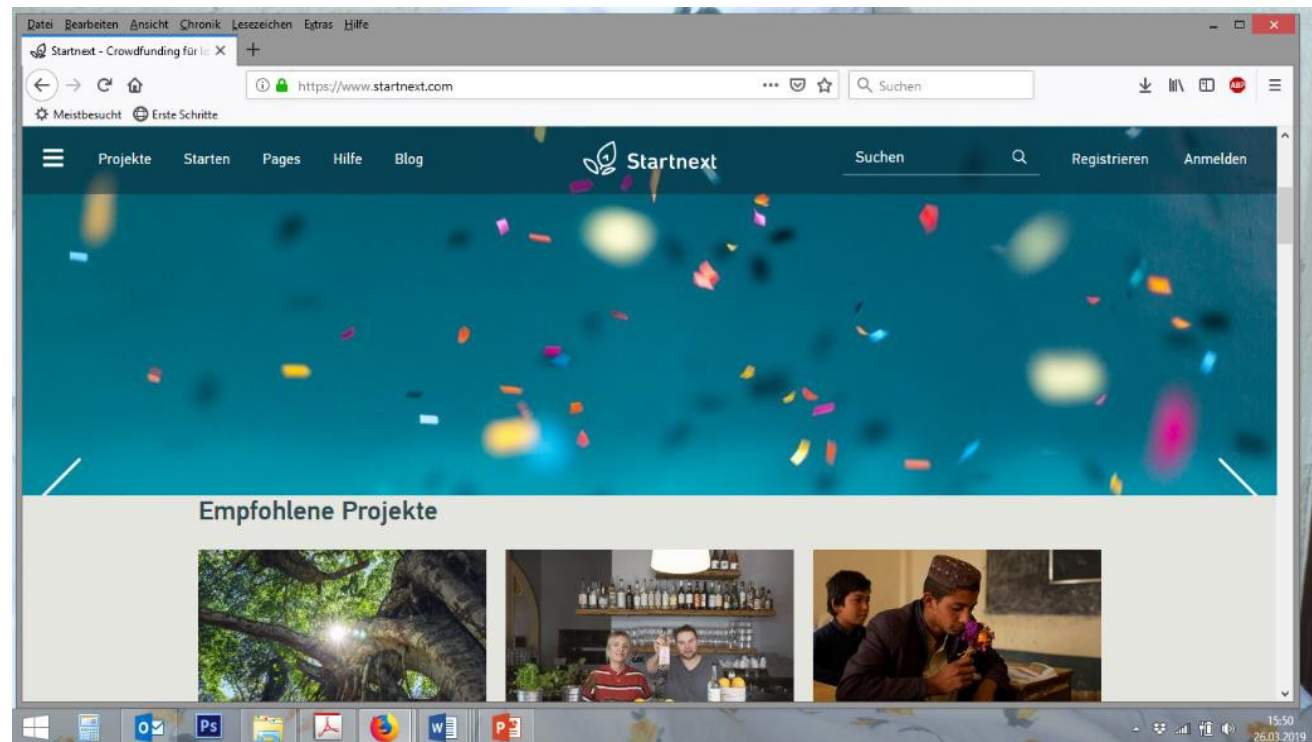


Classical platform

- since 2010
- Berlin, Dresden
- Largest German-language platform
- 62.5 million €
- 6,900 successful projects
- Success rate 55%
- 300 active projects

- startnext.com

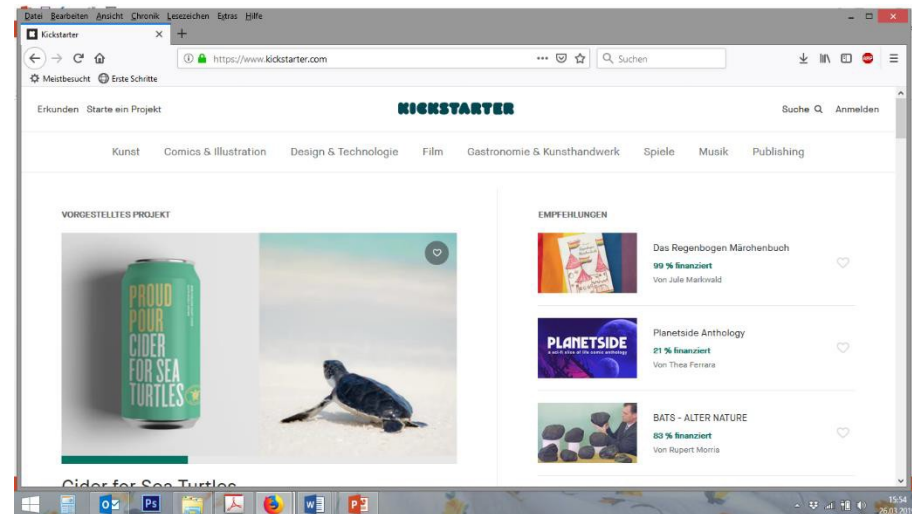
- Platform fee -
- Transaction fee 4 %



Classical platform

- kickstarter.com

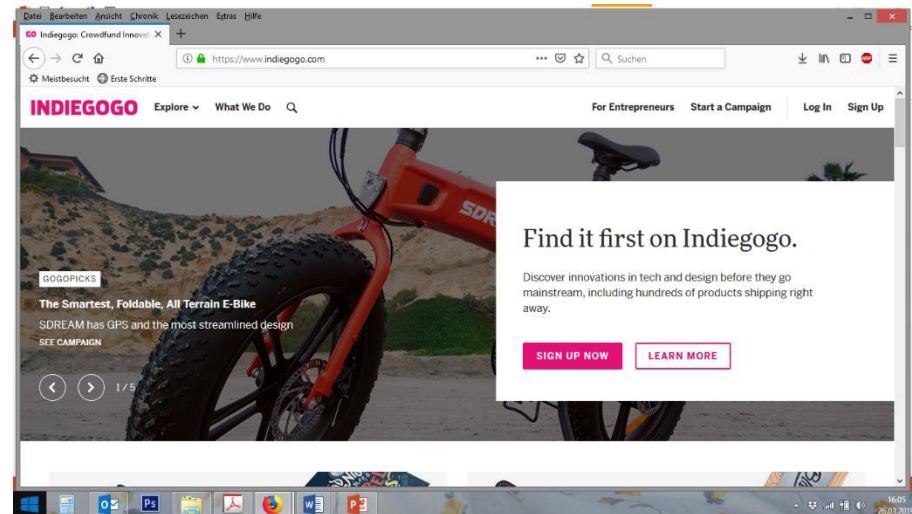
- Since 2009
 - New York
 - 4.2 billion \$
 - > 160,000 projects
 - World's largest platform for creative projects
 - 15 categories
- Platform fee 5%
 - Transactional fee 3-5%



Classical Platform

- indiegogo.com

- Since 2008
 - San Francisco
 - Art, Culture, Tech
 - More than 800,000 projects
 - 47% female founders
- Platform fee 5%
 - Transaction fee 3-5%



Target group platform

- Since 2014
- Berlin
- Platform of the German Environmental Foundation
- Sustainable and environmental projects

- ecocrowd.de

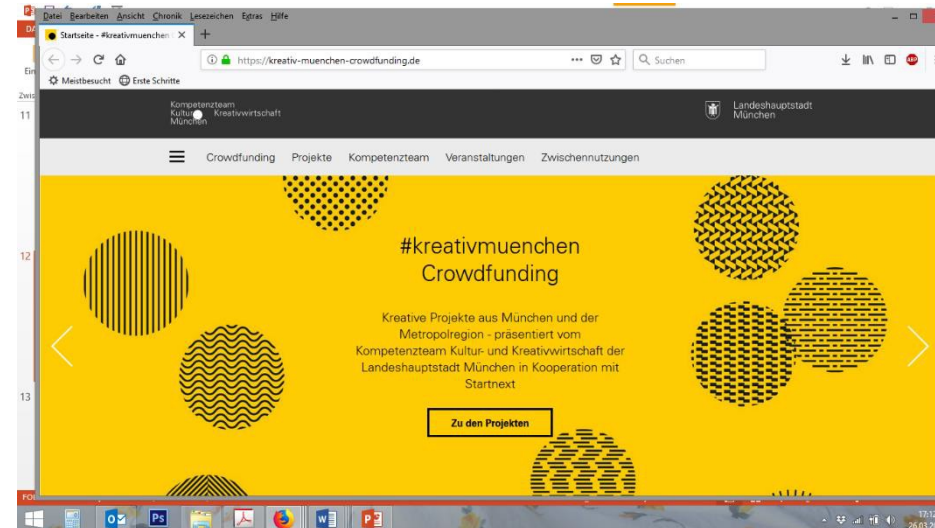
- Platform fee voluntarily
- Transactional fee 1,9%



Regional Plattform

- kreativ-muenchen- crowdfunding.de

- Since 2017
- Munich
- Creative projects
- Platform of the competence team for the cultural and creative industries of the state capital of Munich
- City grant for creative services (video production) possible



Donation platform

- betterplace.org

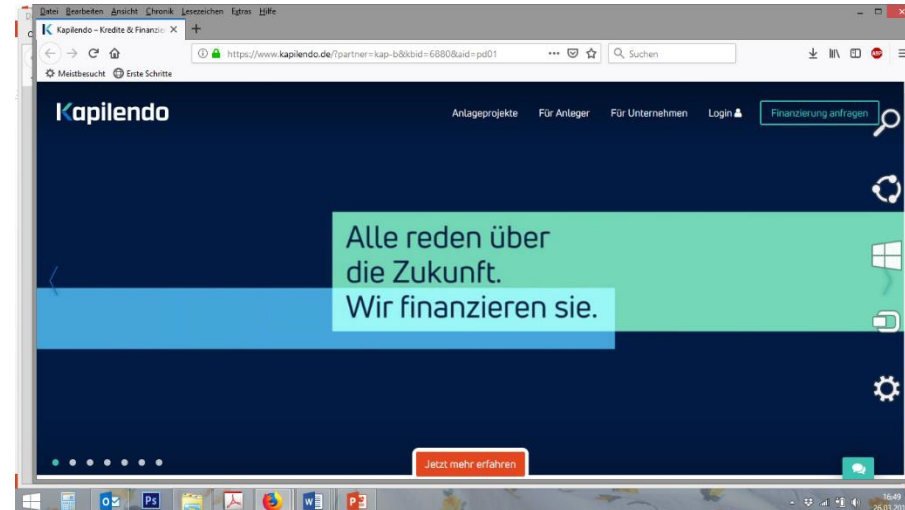
- Since 2007
- Berlin
- Donation of time & money
- No platform or transactional fee



Credit platform

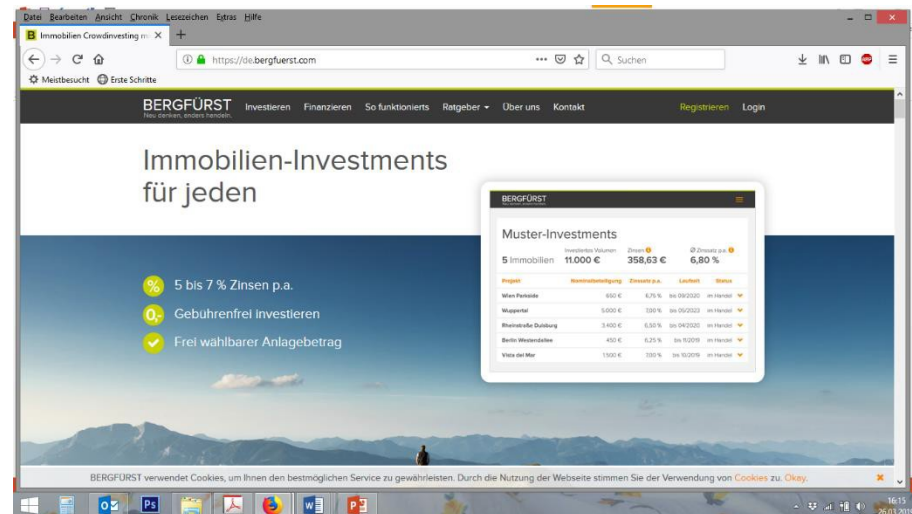
- kapilendo.de

- Since 2010
- Berlin
- Minimum investment 100 Euro
- Duration 1-5 years
- Fixed interest



Investment Platform - bergfuerst.com

- Since 2011
- Berlin
- real estate investments
- Participation from 10 Euro possible



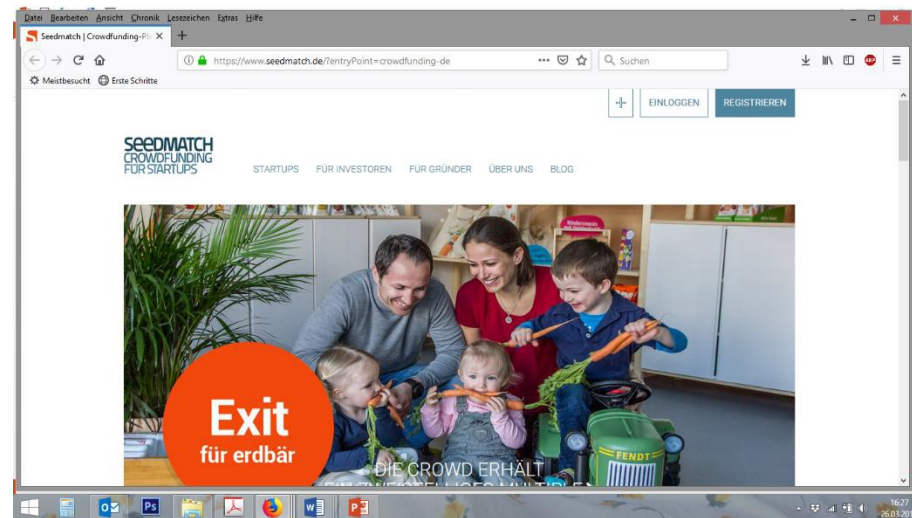
Investment Platform - gls-crowd.de

- Since 2017
- Frankfurt/Main
- Social-Ecological Investments
- Participation from 250 Euro possible
- Fixed interest



Investment Platform - seedmatch.com

- Since 2011
- Dresden
- start-up financing
- Participation from 250 Euro possible
- Basic interest, profit sharing, bonus interest on exit

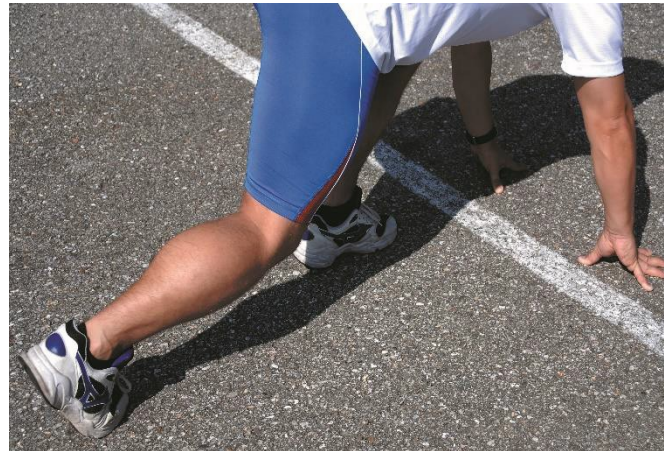
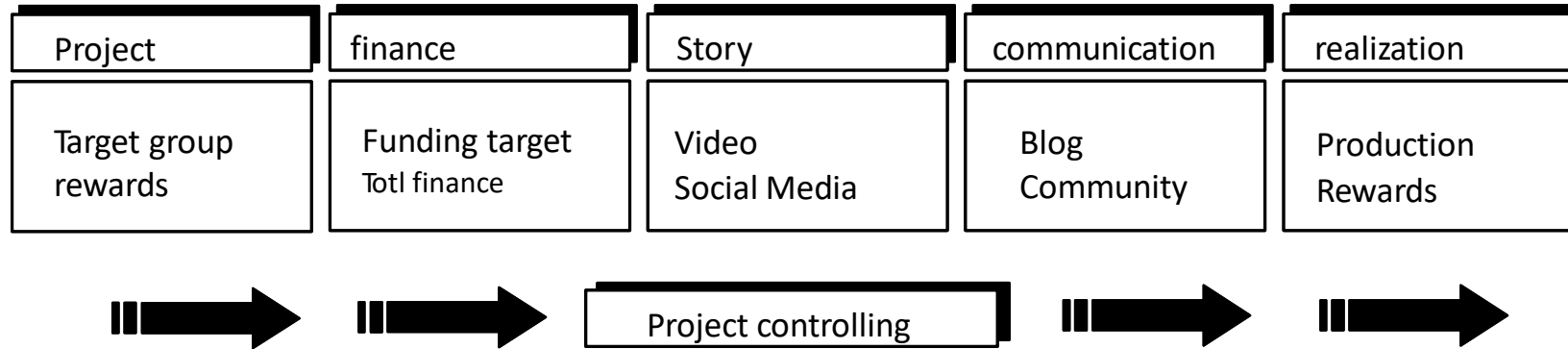


Approach to Crowdfunding

- Create a project
- Choice of the appropriate platform
(regional, national, international)
- Definition Total financial requirements
- Definition Funding threshold/funding objective
- Setting Rewards (Cost!)
- Storytelling
- Video production
- Campaign period
- Team
- Community / Network / CROWDgn



Projektplanung Crowdfunding



Trends in Crowdfunding

- Yield Crowdfunding
on a growth course /
Focus on real estate
- Established companies
use crowdfunding for
market tests (dm, Sony,
Gillette)
- In-house crowdfunding
platforms as innovation
tools (Audi)

Quelle: Startnext-Partnertag, Februar 2019



Co-Finance / Match-Funding

Bank / Lead-Investor

- Market test



Crowd

- validity

„Civic Crowdfunding“

Co-Finance / Match-Funding für civic Projects

- Market test
- Acceptance by the public for political decisions
- Target groups e. g. B. Foundations, urban planners, local politicians

Example:

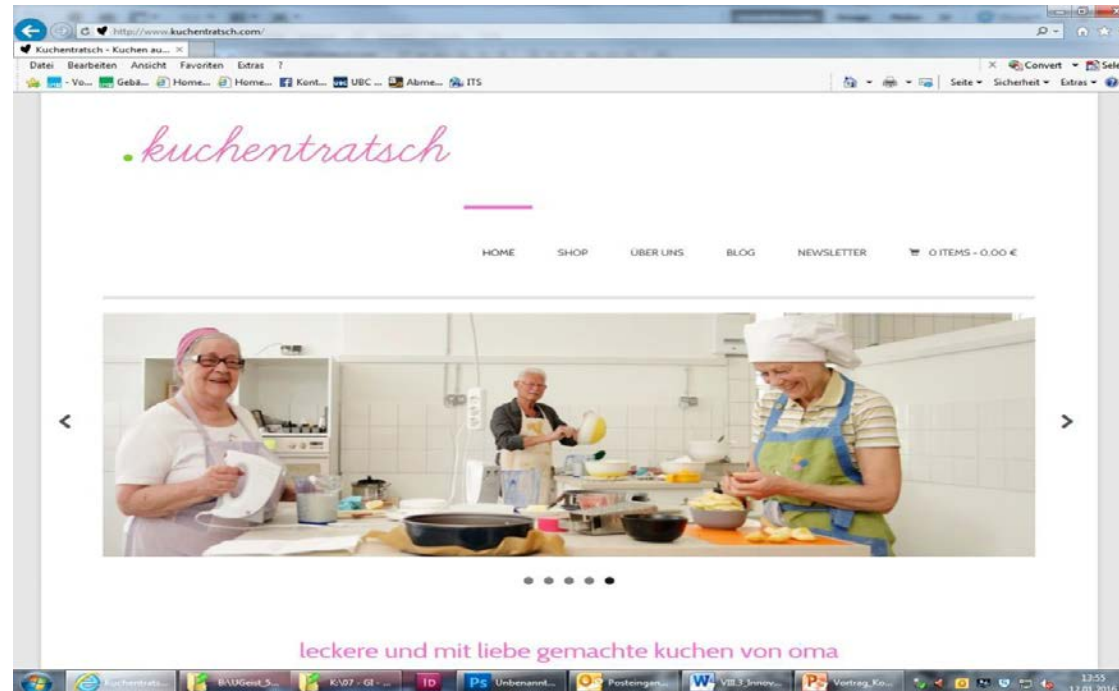
- youth lead the change (Boston)

1.000.000 \$ for Skate Park feasibility study, Graffiti Walls, Chromebooks at school, Budget decisions made by young people up to the age of 25



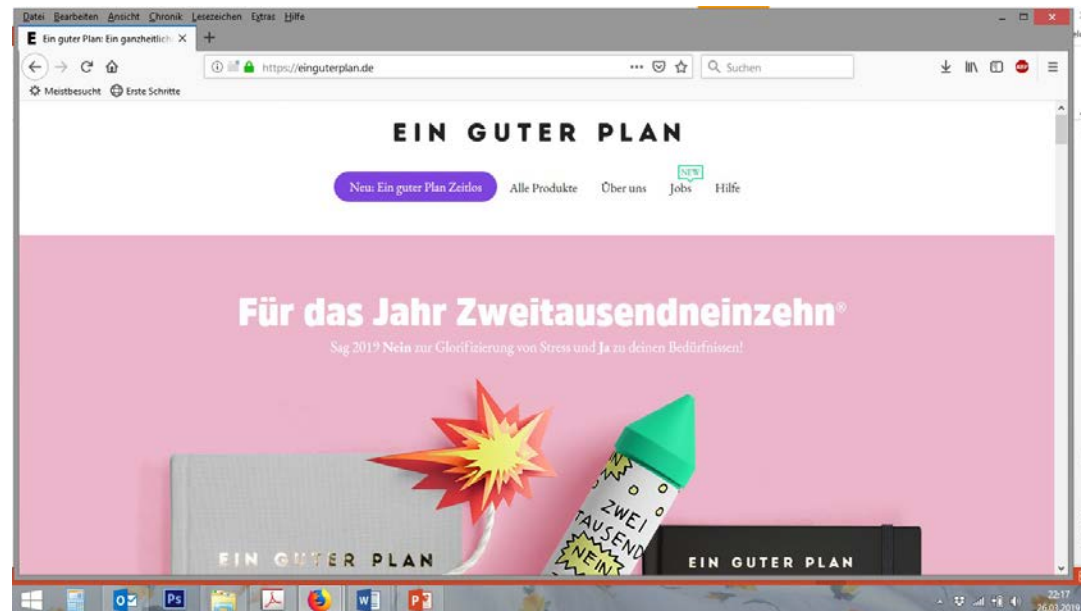
exampleKuchentratsch

- Funding sum 24.630 € (107%)



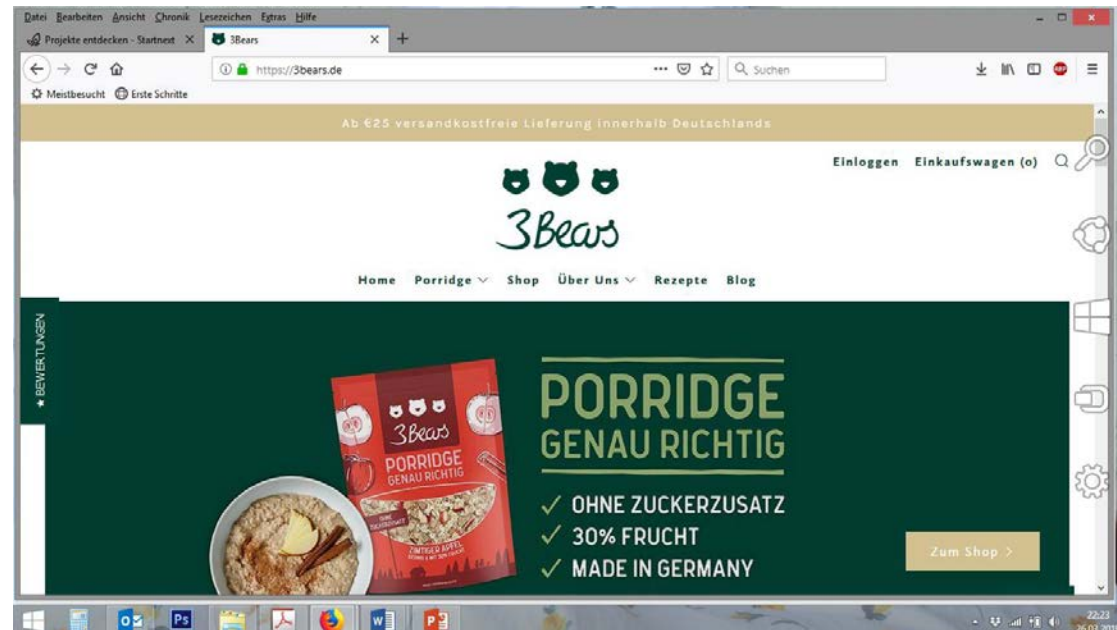
Example Ein guter Plan

- Funding sum 190.232 € (1268%)



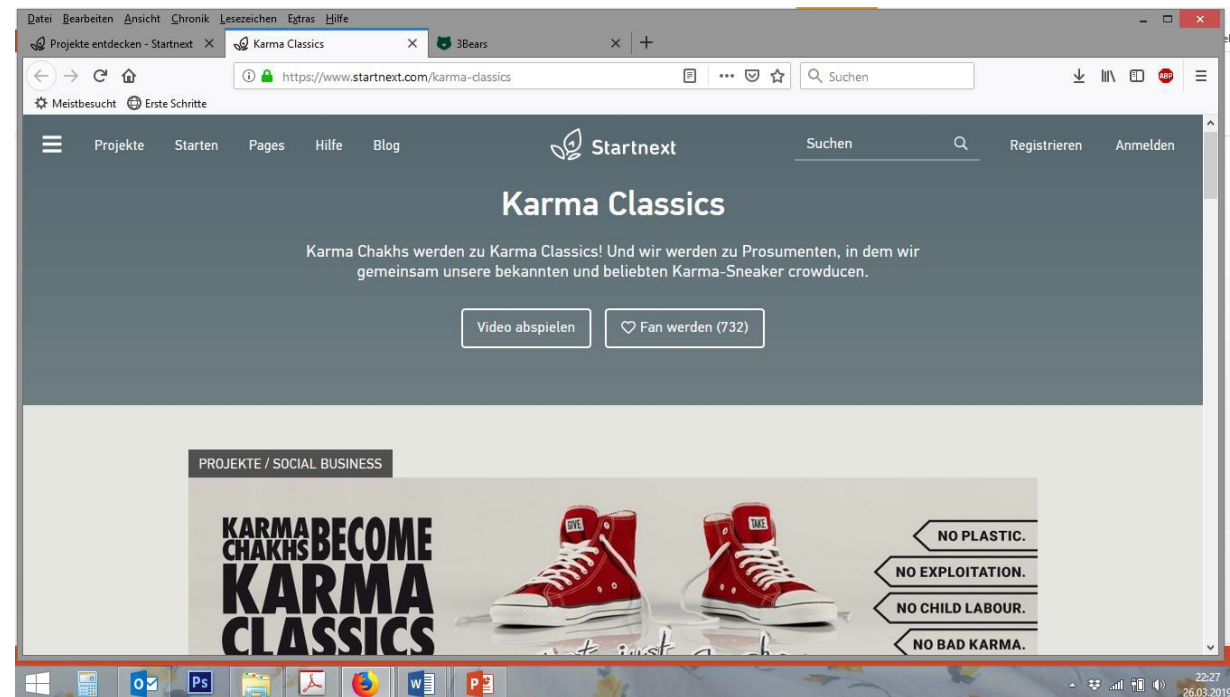
example3bears

- Funding sum 12.446 € (124%)



Example Karma Chakhs

- Funding sum 45.974 € (133%)



Associations

- European Crowdfunding Network
 - 60 members
 - 5 working groups
 - 16 EU countries
 - www.eurocrowd.org
- German Crowdfunding Network
 - www.crowdsourcingverband.de/germancrowdfunding

Links

- www.crowdfunding.de
- www.startnext.com/5eurostartup
- www.crowdfunding-campus.com
- www.akademie.muenchen.ihk.de/crowdfunding/manager