

## CHECK LIST INCORPORATION of a company with limited liability – “GmbH” / “UG (haftungsbeschränkt)” –

You seek our assistance for the incorporation of a company with limited liability – either as a “GmbH” or as a “UG (haftungsbeschränkt)”? Please complete this form and send it to us as a printout or saved PDF file

- by e-mail: [info@notar-gerresheim.de](mailto:info@notar-gerresheim.de)
- by fax: +49-211-92902-24
- or by regular mail: Notaries Dr Lindner & Dr Berg, Am Wallgraben 38, 40625 Düsseldorf

### Shareholder 1

	Mr      Mrs      company	surname or company name <input style="width: 95%;" type="text"/>	all first names <input style="width: 95%;" type="text"/>
birth name (if applicable) <input style="width: 95%;" type="text"/>		date and place of birth <input style="width: 95%;" type="text"/>	
residence: street, house number <input style="width: 95%;" type="text"/>		residence: postcode, municipality <input style="width: 95%;" type="text"/>	
in case of company: registration details <input style="width: 95%;" type="text"/>		nationality <input style="width: 95%;" type="text"/>	
e-mail <input style="width: 95%;" type="text"/>		telephone number <input style="width: 95%;" type="text"/>	

He / She does not have sufficient knowledge of the German language (so that an interpreter is required)

### Shareholder 2

	Mr      Mrs      company	surname or company name <input style="width: 95%;" type="text"/>	all first names <input style="width: 95%;" type="text"/>
birth name (if applicable) <input style="width: 95%;" type="text"/>		date and place of birth <input style="width: 95%;" type="text"/>	
residence: street, house number <input style="width: 95%;" type="text"/>		residence: postcode, municipality <input style="width: 95%;" type="text"/>	
in case of company: registration details <input style="width: 95%;" type="text"/>		nationality <input style="width: 95%;" type="text"/>	
e-mail <input style="width: 95%;" type="text"/>		telephone number <input style="width: 95%;" type="text"/>	

He / She does not have sufficient knowledge of the German language (so that an interpreter is required)

Shareholder 3

Mr	Mrs	company	surname or company name	all first names
			<input type="text"/>	<input type="text"/>
birth name (if applicable)			date and place of birth	
<input type="text"/>			<input type="text"/>	
residence: street, house number			residence: postcode, municipality	
<input type="text"/>			<input type="text"/>	
in case of company: registration details			nationality	
<input type="text"/>			<input type="text"/>	
e-mail			telephone number	
<input type="text"/>			<input type="text"/>	

He / She does not have sufficient knowledge of the German language (so that an interpreter is required)

Shareholder 4

Mr	Mrs	company	surname or company name	all first names
			<input type="text"/>	<input type="text"/>
birth name (if applicable)			date and place of birth	
<input type="text"/>			<input type="text"/>	
residence: street, house number			residence: postcode, municipality	
<input type="text"/>			<input type="text"/>	
in case of company: registration details			nationality	
<input type="text"/>			<input type="text"/>	
e-mail			telephone number	
<input type="text"/>			<input type="text"/>	

He / She does not have sufficient knowledge of the German language (so that an interpreter is required)

Shareholder 5

Mr	Mrs	company	surname or company name	all first names
			<input type="text"/>	<input type="text"/>
birth name (if applicable)			date and place of birth	
<input type="text"/>			<input type="text"/>	
residence: street, house number			residence: postcode, municipality	
<input type="text"/>			<input type="text"/>	
in case of company: registration details			nationality	
<input type="text"/>			<input type="text"/>	
e-mail			telephone number	
<input type="text"/>			<input type="text"/>	

He / She does not have sufficient knowledge of the German language (so that an interpreter is required)

Details about the new company

statutory company suffix:

GmbH

UG (haftungsbeschränkt)

! The suffix "GmbH" requires a registered capital of at least EUR 25,000. If the registered capital is lower, a company with limited liability must carry the suffix "UG (haftungsbeschränkt)".

name of the company:

! The company name must be suitable in order to identify the company, have distinctive character (especially in relation to similar companies domiciled in the same municipality) and must not be misleading.

registered seat of the company:

! Please state the municipality only. The registered seat determines the competent local court for registration and record-keeping of the company.

business address within Germany:

! This will be the address under which official deliveries and notifications will be made vis-à-vis the company. The business address need not necessarily be at the same location as the registered seat.

object of the company:

! Please provide a brief explanation of the intended purpose or business activity of the company.

amount of registered capital:

EUR

! In the case of a "UG (haftungsbeschränkt)", the registered capital should always be sufficient to cover at least all costs associated with the incorporation of the company. Otherwise, there is a risk of insolvency right from the start.

allocation of the registered capital among the shareholders:

all shareholders have equal shares

different allocation, namely:

mode of raising of the registered capital in the course of incorporation:

deposition of money

in the full amount as registered

initial deposition in only half of the amount as registered, the remainder to be deposited later at the request of the management

contribution in other kind

please provide more details of the intended contribution:

**Details about the management and mode of representation**

The following persons shall become managing directors (legal representatives) of the company:

**shareholder(s)**      1            2            3            4            5

with authority to represent the company acting alone

with authority to represent the company only with another director or general officer („Prokurist“)

with exemption from the restrictions of sec. 181 German Civil Code (as a result of which self-dealing and multiple representation are permitted)

without exemption from the restrictions of sec. 181 German Civil Code

**shareholder(s)**      1            2            3            4            5

with authority to represent the company acting alone

with authority to represent the company only with another director or general officer („Prokurist“)

with exemption from the restrictions of sec. 181 German Civil Code (as a result of which self-dealing and multiple representation are permitted)

without exemption from the restrictions of sec. 181 German Civil Code

**other person(s), namely:**

		<b>surname</b>	<b>all first names</b>
<b>Mr</b>	<b>Mrs</b>	<input style="width: 90%;" type="text"/>	<input style="width: 90%;" type="text"/>

<b>birth name (if applicable)</b>	<b>date of birth</b>
<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>

<b>residence: street, house number</b>	<b>residence: postcode, municipality</b>
<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>

with authority to represent the company acting alone

with authority to represent the company only with another director or general officer („Prokurist“)

with exemption from the restrictions of sec. 181 German Civil Code (as a result of which self-dealing and multiple representation are permitted)

without exemption from the restrictions of sec. 181 German Civil Code

		<b>surname</b>	<b>all first names</b>
<b>Mr</b>	<b>Mrs</b>	<input style="width: 90%;" type="text"/>	<input style="width: 90%;" type="text"/>

<b>birth name (if applicable)</b>	<b>date of birth</b>
<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>

<b>residence: street, house number</b>	<b>residence: postcode, municipality</b>
<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>

with authority to represent the company acting alone

with authority to represent the company only with another director or general officer („Prokurist“)

with exemption from the restrictions of sec. 181 German Civil Code (as a result of which self-dealing and multiple representation are permitted)

without exemption from the restrictions of sec. 181 German Civil Code

Additional information

Commission for notarisation

I / We hereby commission that the incorporation of a company with limited liability be notarised in accordance with the information provided above and request that a draft be sent to the e-mail or postal address provided.

**date**

**client's signature**

If this form is submitted as PDF file, please enter first and last name of the commissioning client.

Please note that the commission is binding to the effect that the commissioning client will be liable to pay statutory fees incurred under the German Act on Court and Notarial Fees („Gerichts- und Notarkostengesetz“). In this respect, liability for payment of the statutory fees also rests upon anyone who has initiated notarial activity through his or her coherent behaviour (i.e., even without having expressly commissioned the notary's assistance), for example by asking for certain amendments to be implemented in documents drafted by the notary.