

## Limited Liability Company (GmbH): Checklist

### 1. Preparation for Establishment

What	How	Where	
<b>Naming</b>		<b>Basel-Landschaft, Basel-Stadt and Jura</b>	<a href="http://www.zefix.admin.ch">www.zefix.admin.ch</a>
<b>Organization / Articles of Association and other establishment documents</b>	Consultation with specialists is recommended		Sample articles: <a href="http://www.bj.admin.ch/bj/de/home/themen/wirtschaft/handelsregister/gmbh_musterstatuten.html">www.bj.admin.ch/bj/de/home/themen/wirtschaft/handelsregister/gmbh_musterstatuten.html</a>
<b>Share Capital:</b> – <b>Contribution in cash</b>	Capital payment into bank account		Swiss bank of your choice
– <b>Contribution in kind</b>	Report with confirmation of adequate value by an auditor		Auditor of your choice

### 2. Incorporation

What	How	Where	
<b>Notarization</b> Obligatory	Determination of governing bodies, Articles of Association, signing of contract	<b>Basel-Landschaft</b>	Public notary: <a href="http://www.baselland.ch/main_beurk-htm.273842.0.html">www.baselland.ch/main_beurk-htm.273842.0.html</a> or regional court clerk office <a href="http://www.baselland.ch/Bezirksschreibereien.273844.0.html">www.baselland.ch/Bezirksschreibereien.273844.0.html</a>
		<b>Basel-Stadt</b>	Public notary: ( <a href="http://www.bs.ch/notare">www.bs.ch/notare</a> )
		<b>Jura</b>	Public notary: <a href="http://www.local.ch/fr/q/Canton%20du%Jura/notaires.html">www.local.ch/fr/q/Canton%20du%Jura/notaires.html</a>

What	How	Where	
<b>Commercial Register (CR)</b> Registration obligatory	Registration after notarization (specific documents case dependent; however all documents must be in German): – Deed of incorporation – Articles of Association – Acceptance statement of Managing Director – Regulations regarding management and representation authority – Proof of capital (confirmation of payment or contributions in kind) – Acceptance statement of Auditors	<b>Basel-Landschaft</b>	Handelsregisteramt Basel-Landschaft (CR of BL) Rathausstrasse 24, 4410 Liestal Opening hours: 08.00-12.00 / 13.30-17.00 E-mail: <a href="mailto:handelsregister@bl.ch">handelsregister@bl.ch</a> , <a href="http://www.hrabl.ch">www.hrabl.ch</a> Tel: +41 61 925 58 04, Fax: +41 61 922 07 12 Registration form: <a href="http://www.baselland.ch/fileadmin/baselland/files/docs/jpd/handreg/formulare/gmbh_anm-gruendung.pdf">http://www.baselland.ch/fileadmin/baselland/files/docs/jpd/handreg/formulare/gmbh_anm-gruendung.pdf</a> Additional information from the Commercial Register Basel-Landschaft: <a href="http://www.baselland.ch/gmbh_main-htm.273878.0.html">www.baselland.ch/gmbh_main-htm.273878.0.html</a>
		<b>Basel-Stadt</b>	Handelsregisteramt Basel-Stadt (CR of BS) Spiegelgasse 12, 4001 Basel Opening hours: 08:30-11:30 und 13:30-16:00 Uhr (Mo-Fr) E-Mail: <a href="mailto:info.hra@jsd.bs.ch">info.hra@jsd.bs.ch</a> , <a href="http://www.handelsregisteramt.bs.ch">www.handelsregisteramt.bs.ch</a> Tel: +41 61 267 44 55, Fax: +41 61 267 65 80 Additional information: <a href="http://www.handelsregisteramt.bs.ch/merkblaetter_und_formulare.htm">http://www.handelsregisteramt.bs.ch/merkblaetter_und_formulare.htm</a>
		<b>Jura</b>	Handelsregister 2, rue de la Justice, 2800 Delémont Opening hours: 08.00-11.30 / 13.30 – 17.00 Uhr E-mail: <a href="mailto:registre.commerce@jura.ch">registre.commerce@jura.ch</a> , <a href="http://www.jura.ch/DFJP/RFC/Registre-du-commerce.html">www.jura.ch/DFJP/RFC/Registre-du-commerce.html</a> Tel: + 41 32 420 59 77, Fax: + 41 32 420 59 71

### 3. Additional steps after incorporation

What	How	Where	
<b>Value Added Tax (VAT)</b> Registration obligatory from an annual turnover of CHF 100,000.–	Registration as taxpayer – request application form	<b>Basel-Landschaft, Basel-Stadt and Jura</b>	Eidgenössische Steuerverwaltung (Federal tax administration) Hauptabteilung Mehrwertsteuer (VAT) Schwarztorstrasse 50 , 3003 Bern E-Mail: <a href="mailto:mwst.webteam@estv.admin.ch">mwst.webteam@estv.admin.ch</a> <a href="http://www.estv.admin.ch/d/themen/mwst.htm">www.estv.admin.ch/d/themen/mwst.htm</a>

			Tel: +41 31 322 21 11, Fax: +41 31 325 71 38 Application form: <a href="http://www.estv.admin.ch/d/mwst/dienstleistungen/formulare/online/anmeld.htm">www.estv.admin.ch/d/mwst/dienstleistungen/formulare/online/anmeld.htm</a>
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What	How	Where	
<b>AHV/IV/EO</b> (Social Security, Federal Old Age and Disability Insurance) Obligatory	Application form with attachments (dependent on individual case)	<b>Basel-Landschaft</b>	Sozialversicherungsanstalt Basel-Landschaft (social security office – BL) Hauptstrasse 109, 4102 Binningen E-Mail: <a href="mailto:info@sva-bl.ch">info@sva-bl.ch</a> , <a href="http://www.sva-bl.ch">www.sva-bl.ch</a> Tel: +41 61 425 25 25, Fax: +41 61 425 25 00 Registration form: <a href="http://www.sva-bl.ch/pdf/SE_jurAnmeldung.pdf">www.sva-bl.ch/pdf/SE_jurAnmeldung.pdf</a> or social security fund of the industry or professional association
		<b>Basel-Stadt</b>	Ausgleichskasse Basel-Stadt (social security fund – BS) Wettsteinplatz 1, 4001 Basel E-Mail: <a href="mailto:info@ak-bs.ch">info@ak-bs.ch</a> , <a href="http://www.ausgleichskasse-bs.ch">www.ausgleichskasse-bs.ch</a> Tel: +41 61 685 22 22, Fax: +41 61 685 23 23 or social security fund of the industry or professional association
		<b>Jura</b>	Caisse de compensation du Canton du Jura Rue Bel-Air 3, Case postale 368, 2350 Saignelégier E-Mail: <a href="mailto:mail@ccju.ch">mail@ccju.ch</a> , <a href="http://www.caisseavsjura.ch">www.caisseavsjura.ch</a> Tel.. + 41 32 952 11 11, Fax:+ 41 32 952 11 01
<b>Company Pension plan (BVG)</b> Obligatory	Request offers and forms	<b>Basel-Landschaft, Basel-Stadt and Jura</b>	Pension plans of professional association, Stiftung Auffangeinrichtung BVG ( <a href="http://www.aeis.ch">www.aeis.ch</a> ), private commercial pension companies
<b>Accident insurance (UVG)</b> Obligatory	Request offers and forms		Swiss Accident Insurance Institution (SUVA), private insurers, public accident insurance companies, health insurance companies
<b>Supplementary health insurance (primarily daily disability benefits)</b> Voluntary	Request offers and forms		Private Insurers, health insurance companies
<b>Operational insurance (primarily third party liabili-</b>	Request offers and forms		Private Insurers

<b>ty, professional liability, property insurance)</b> In principle voluntary, in certain industries obligatory			
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What	How	Where	
<b>Permits / notification obligations for activities and professions</b>	Application / notification	<b>Basel-Landschaft, Basel-Stadt and Jura</b>	Jurisdiction is with various authorities (Cantonal and federal) Overview re: permits and regulated professions by the State Secretariat for Economic Affairs: <a href="http://www.e-service.admin.ch/bewilligungen/index.php?l=de">http://www.e-service.admin.ch/bewilligungen/index.php?l=de</a>
<b>Intellectual property (primarily patents, trademarks, design, copyrights)</b>	Registration		Eidgenössisches Institut für Geistiges Eigentum (IGE) (federal institute for intellectual property) Stauffacherstrasse 65/59g, 3003 Bern Opening hours: 08:00-12:00 and 13:00-17:00 E-Mail: <a href="mailto:info@ipi.ch">info@ipi.ch</a> , <a href="http://www.ige.ch">www.ige.ch</a> Tel: +41 31 377 77 77, Fax: +41 31 377 77 78
<b>Association memberships</b> Membership voluntary	Request forms		Professional associations, regional trade associations Wirtschaftskammer Baselland ( <a href="http://www.kmu.org">www.kmu.org</a> ) (Economic Chamber of BL) Handelskammer beider Basel ( <a href="http://www.hkbb.ch">www.hkbb.ch</a> ) (Basel Chamber of Commerce) Gewerbeverband Basel-Stadt ( <a href="http://www.kmu-channel.ch">www.kmu-channel.ch</a> ) (Trade Association of BS) Handelskammer Kanton Jura ( <a href="http://www.cci.ch">www.cci.ch</a> ) (Jura Chamber of Commerce)