Start-up Statutes: A Deep Dive into Company Law Impact

V. Sneha Dass[1], M. Badhurunnisa[2]

[1,2]Student, B.B.A.LL. B (Hons), Sastra Deemed to be University, Thanjavur

ABSTRACT:

In recent years, the global startup ecosystem has witnessed an unprecedented surge, fueled by innovation, technology, and a growing entrepreneurial spirit. As startups strive to transform groundbreaking ideas into viable businesses, the legal framework within which they operate plays a crucial role. Company law, in particular, has a profound impact on the startup ecosystem, influencing everything from formation to governance, investment, and exit strategies.The contemporary global economy is witnessing a burgeoning trend in entrepreneurship and invention, with startups playing a vital part in driving profitable growth and technological advancements. At the heart of the startup journey lies company law, a complex web of regulations and legal structures that govern the format, operation, and growth of these fledgling chances. This study paper seeks to unravel the intricate relationship between company law and the startup ecosystem, shedding light on the profound accusations it holds for entrepreneurs, investors, and policymakers . Drawing upon a comprehensive review of the literature, coupled with empirical analysis and case studies, this study delves into varied aspects of company law that intersect with the startup landscape. It explores how legal structures, commercial governance standards, and governmental compliance conditions impact the conformation, financing, and everyday operations of startups. Moreover, it scrutinizes the part of company law in fostering or impeding invention, intellectual property protection, and sustainable growth within this dynamic sector.

Through a careful examination of both success stories and exemplary tales, this study paper aims to give precious perceptivity and practical recommendations. These findings are essential not only for startup authors seeking to navigate the legal landscape but also for policymakers seeking to produce an enabling environment that fosters entrepreneurship, investment, and technological progress. As startups continue to reshape diligence and contribute significantly to gainful development, understanding the intricate interplay between company law and the startup ecosystem becomes progressively imperative. This study tries to contribute to the ongoing converse surrounding this vital nexus, offering a foundation for informed decision-making and strategic planning within the vibrant world of startups and entrepreneurship.

KEYWORDS: Start-ups, Company law, Ministry of Corporate Affairs, Entrepreneurship.

INTRODUCTION:

The success of startups in the ever-changing world of entrepreneurship is influenced by factors other than the founding team's skill, market trends, or creative ideas. It is also deeply ingrained in the legal framework that regulates corporate activities. The legislative framework known as company laws, which establishes the guidelines for corporate operations, is crucial in determining how startups develop within the larger entrepreneurial ecosystem. This investigation explores the complex ways in which company

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rules act as both a source of guidance and a barrier for startups, affecting their actions, methods of making decisions, and overall impact on economic growth. Legal issues are present throughout the entire process, from the time an entrepreneur has an idea until the point at which a business is profitable. These issues can either encourage innovation or provide obstacles to growth.

India plans to increase the number of start-ups , so additional exemptions are granted to startups and the rules are made easier with the view to boost enterprise in the country. With the aim of promoting and supporting entrepreneurship, the Startup India scheme was launched by Prime Minister Narendra Modi . The plan aimed at providing financial aid to start-ups, simplified the process of incorporation of a start-up and grant of various other benefits and tax exemptions to start-ups. Moreover , the Ministry of Corporate Affairs granted an exemption to certain private companies in India regarding the applicability of certain provisions under the Companies Act, 2013 based on reduction of compliance procedures and operational flexibility.

WHAT IS A START-UP:

As per the notification passed by the department for Promotion of Industry and Internal Trade on 19th Feb 2019[1] .

An entity shall be considered as a Startup:

1. Upto a period of ten years from the date of incorporation/ registration, if it is incorporated as a private limited company (as defined in the Companies Act, 2013) or registered as a partnership firm (registered under section 59 of the Partnership Act, 1932) or a limited liability partnership (under the Limited Liability Partnership Act, 2008) in India.
2. Turnover of the entity for any of the financial years since incorporation/ registration has not exceeded one hundred crore rupees.
3. Entity is working towards innovation, development or improvement of products or processes or services, or if it is a scalable business model with a high potential of employment generation or wealth creation.

An entity will cease to be considered as a start-up:

1. If an entity formed by splitting up or reconstruction of an existing business shall not be considered a ‘Startup’.
2. If ten years is completed from the date of incorporation or registration of the start-up.
3. Within the period of ten years, the turnover of any year of the start-up exceeds one hundred crores .

CHALLENGES FACED BY START-UPS :

1) Limited access to capital:

One of the main problems start-ups confront is raising financing. Many entrepreneurs struggle to get the financing they need to grow because established funding sources like banks and venture capitalists are reluctant to participate in early-stage businesses. Because of their unproven business models, untested

[1] https://pib.gov.in/PressReleaseIframePage.aspx?PRID=1884256#:~:text=notification%20127%20(E)%20dated%2019th,as%20on%2030th%20November%202022

goods or services, and hazy market demand, startups are seen as high-risk investments. Capital commitments to ventures with inherent uncertainties may be met with reluctance from traditional lenders and investors. Startups frequently don't have a lot of tangible assets or experience, so it can be challenging to offer traditional collateral for loans. Their eligibility for certain types of financing is diminished by the lack of collateral. Startups might find it difficult to convince investors of their financial sustainability and viability in the absence of a solid operating history. The absence of past data makes it difficult to draw in money from investors who are risk-averse.

Because startup ecosystems are inherently competitive, a small number of companies are fighting for the attention of potential investors. Since not all startups are able to raise capital, there is more competition and a more selective investment climate.

It can be difficult to determine a startup's valuation, particularly in the early going. Funding negotiations may be hampered by differences in investors' and startups' expectations regarding valuation. Investors' inclination to invest in particular sectors can be strongly influenced by industry trends and economic conditions. For instance, investors may become more cautious and risk-averse during economic downturns.

For startups, having access to investors is essential, and connecting with potential funders can be difficult for those without large networks. Securing investment requires networking and well-established relationships. Regulatory obstacles, like onerous compliance requirements, can make it difficult for startups to participate in crowdfunding campaigns or obtain certain kinds of funding. Uncertainty in regulations can present new difficulties. Longer development timelines may make some investors reluctant to invest in startups, especially those looking for rapid returns on their capital. Opportunities for funding may be restricted by this desire for quick profitability. Recessions and financial crises are examples of broader economic conditions that can affect the general investment environment. Investors may grow more risk-averse during economic downturns, which makes it more difficult for startups to raise capital.

2) Complex regulations :

Complicated regulations can be very difficult for startups to navigate because they frequently act as barriers to entry, impede growth, and raise operating costs. Although rules are necessary to preserve an equitable and transparent business environment, startups may be disproportionately impacted by the complexity and occasionally ambiguity of these regulations because they may not have the resources and knowledge to navigate the complex legal landscape. Navigating the intricate steps required to register a business entity presents difficulties for startups. The legal formalities and documentation requirements can take a lot of time, and we might need to hire a lawyer with specific legal experience. It can be difficult for startups to comprehend and abide by the many tax laws that exist at the local, state, and federal levels. The complexities of tax laws may necessitate professional counsel, which small businesses may find expensive.

Although tax incentives can help new businesses, understanding the requirements and application procedures can be difficult, which can result in missed chances to receive tax breaks.

Startups need to protect their intellectual property, but it can be challenging for them to do so due to the complexities of copyright, patent, and trademark laws. Multijurisdictional startups encounter difficulties in adhering to international standards and managing disparate intellectual property laws. Adhering to labour laws pertaining to hiring procedures, work schedules, and benefits can be complicated and necessitate legal knowledge. For startups, creating and executing equity compensation plans while abiding by the law can be a challenging undertaking. As data security becomes more and more important, startups have to deal with a complicated web of privacy laws. Maintaining adherence to data protection regulations is essential for staying out of trouble with the law and winning over clients.

3) Lack of Skilled Talent :

For startups, finding and keeping qualified personnel is a constant problem, especially given how competitive the business world is these days. The issue of a shortage of qualified personnel for startups is exacerbated by a number of factors. Since they frequently have fewer financial resources than larger companies, startups find it difficult to provide competitive pay and benefits. This may make it challenging to draw in elite talent. Startups may not have the same reputation or brand awareness as larger, more established businesses, especially in their early phases. Because of this, it could be harder to draw in highly qualified workers who are risk-averse and would rather stick with well-known brands.

Startups compete fiercely with other startups, well-established businesses, and even international tech behemoths for highly skilled professionals. Talent can be highly competitive, especially in fields like innovation and technology. Skilled professionals who may be worried about job security and the possibility of business failure may be discouraged from startups due to the perceived risk involved. Startups frequently operate in unstable environments, which can make it difficult to draw in talent looking for security. It's possible that the skill sets needed by startups differ from those of the talent that is currently available in the job market. Because of this mismatch, startups may have trouble hiring people who possess the ideal blend of technical, creative, and entrepreneurial abilities. Unlike established businesses with specialized HR departments, startups might not have the funding for extensive hiring campaigns. This may make it more difficult for them to connect with and draw in a wide range of qualified applicants. Developing a strong professional network is necessary to find qualified candidates. Establishing and growing their networks can be more difficult for startups than for more established businesses.

Despite the challenges faced by Start-ups a lot of privileges have been granted to them :
VARIOUS BENEFITS GRANTED TO START-UP:
1) TAX BENEFITS:

<u>Income Tax Exemption</u>: Startups may be exempt from paying income tax on their profits for a certain number of years. This allows them to reinvest their earnings into the business.

Exemption under Section 80-IAC of the Income Tax Act[2]: Startups that satisfied specific requirements were exempt from paying income taxes on their profits for any three of the ten years that they were in business. This exemption was contingent on the startup receiving recognition from the Inter-Ministerial Board (IMB) or the Department for Promotion of Industry and Internal Trade (DPIIT).

Qualification Standards: Startups had to fulfill certain requirements in order to be eligible for this income tax exemption. Among the principal qualifications were:

- The new business must be either a limited liability partnership (LLP), a private limited company, or registered as a partnership firm.
- The startup must be engaged in the invention, creation, implementation, or marketing of novel goods, procedures, or services that are powered by intellectual property or technology.
- The startup's annual revenue shouldn't have exceeded Rs. 25 crores in any prior year.

[2] Sec 80 of Income Tax Act

- It was improper for the startup to be established by dismantling or rebuilding an established company.

Certification and Approval: In order to be eligible for the income tax exemption, startups had to obtain DPIIT or IMB certification and approval for their business. Relevant documentation as well as information about the startup's operations and business plan had to be submitted as part of the application process.

Capital Gains Tax Exemption: Some governments offer a capital gains tax exemption for startup founders and investors, encouraging them to invest in new businesses.

Section 54GB[3] and Section 54GG[4] Exemptions: These sections of the Income Tax Act allowed for exemptions on long-term capital gains if the gains were invested in eligible startups.

Section 54GB: For individuals or Hindu Undivided Families (HUFs) who sold residential property and used the proceeds to fund qualified startups, this section was applicable. If the capital gains from the property sale are invested within the specified time frames in an eligible startup, they may be exempt from taxation. These funds had to be used by the startup to buy new equipment.

Section 54GG: This section applied to HUFs or individuals who sold agricultural land and used the money received to fund qualified startups. If the capital gains from the sale of agricultural land are invested in a qualified startup within the allotted time frames, they may be exempt from taxation.

Eligibility Criteria: To avail of these exemptions, the startup receiving the investment needed to meet certain criteria. Some of the key eligibility criteria included:

- The startup must be an entity eligible for benefits under the Startup India scheme or a private limited company approved by the Department for Promotion of Industry and Internal Trade (DPIIT).
- The startup needed to file a declaration to that effect with the designated authority, stating that the investment should be used for the acquisition of new assets.

Lock-in Period: Generally, investments made under these sections had a lock-in period during which the startup was not allowed to transfer the new assets for a predetermined number of years.

Angel tax Exemption :

In essence, angel tax is a levy placed on the capital that unlisted companies raise by issuing shares at a price above their fair market value. Startups have been concerned about this tax because it may result in unneeded hassles and expenses.

DPIIT Recognition: To qualify for an exemption from the Angel Tax:

- The Department for Promotion of Industry and Internal Trade (DPIIT), which is housed within the Ministry of Commerce and Industry, is required to acknowledge startups.
- Submitting information about the startup's business plan, inventiveness, and employment-generating potential is part of the recognition process.

Eligibility Criteria:

Startups that want to be exempted must fulfill a number of requirements, such as being innovative, scalable, and refraining from investing in certain assets like real estate and buildings. By imposing these requirements, the hope is to guarantee that legitimate startups with significant growth potential will receive the tax benefits.

[3] Sec 54GB of Income Tax Act
[4] Sec 54GG of Income Tax Act

Exemption Notification:

The government took a major step when it published a notification detailing the requirements for exemption from the Angel Tax. This notification gives startups a path to follow, outlining the actions required to be eligible for the exemption. It also acts as a manual for investors taking part in these startups' funding rounds.

Property Tax Exemption: Certain regions offer property tax exemptions to startups, reducing the overhead costs of owning or leasing property.

DPIIT Recognition:

Startups that have received official recognition from governmental organizations, like the Department for Promotion of Industry and Internal Trade (DPIIT), may qualify for special advantages or exemptions. Verify that the startup has the required level of recognition.

Eligibility Criteria:

- Verify that all necessary paperwork is in order, including startup recognition certificates and any other pertinent paperwork.
- To qualify for property tax exemptions, one must adhere to any additional requirements that may be established by local authorities.
- Follow any special instructions provided by the local authorities when submitting an application for a property tax exemption. This could entail completing specific forms, supplying supporting documentation, and adhering to any deadlines.

It is noteworthy that there can be significant variations in the availability, duration, and eligibility requirements of these tax holidays. It is advisable to speak with local government organizations, and tax authorities, or obtain legal and financial counsel tailored to your industry and location in order to obtain comprehensive and current information regarding tax holidays for startups.

Making the most of any available tax incentives for startups also requires staying up to date on local developments and updates, as tax laws and policies are subject to change.

2) EXEMPTIONS FROM AUDITING OF FINANCIAL STATEMENTS :

The exemption from required audits is mainly available to startups and small businesses that qualify. The Companies Act defines small businesses, and startups are normally evaluated based on standards established by the Ministry of Corporate Affairs (MCA). Small businesses were exempt from required audits if they met specific turnover and paid-up capital thresholds. The precise thresholds may change depending on a regulatory update. Occasionally, the Ministry of Corporate Affairs has released announcements defining the requirements that must be met by startups in order to be exempt from required audits. These requirements might include meeting specific requirements and turnover limitations.

Startups wishing to be exempt from audits may have to fulfil specific requirements, such as continuing to be recognized as such by the Department for Promotion of Industry and Internal Trade (DPIIT) and complying with additional legal requirements. Although startups that satisfy the exemption requirements are not required to undergo audits, some startups may still choose to participate in voluntary audits. Enhancing transparency and credibility through voluntary auditing is particularly beneficial when interacting with lenders, investors, and other stakeholders. If a startup's turnover surpasses the prescribed limit under the Income Tax Act, it may still be subject to tax audit requirements even though it is exempt from mandatory audits under the Companies Act. Startups that are exempt from certain regulations should still adhere to other obligations, like submitting yearly reports and keeping accurate accounting records.

3) NOT MANDATORY TO CONDUCT 4 MEETINGS IN A YEAR :

The Companies Act, 2013 predominantly regulates the quantity of board meetings that a company must hold. A minimum of one board meeting must be held by private companies, including startups, in accordance with the Companies Act of 2013 for each half of the year. For this reason, there must be a minimum of two board meetings held annually, separated by a minimum of ninety days. While there is a minimum requirement, it's important to remember that businesses, including startups, are free to hold additional board meetings if they feel it's necessary for their operations and decision-making procedures. Although frequent board meetings are encouraged for efficient governance, the law establishes a minimum standard.

4) CASH FLOW STATEMENTS NOT MANDATORY FOR START-UPS:

An organization's capacity to create cash and pay its debts can be seen clearly from its cash flow statements. The creation of cash flow statements is regarded as a standard practice in financial reporting, despite the fact that startups and smaller businesses may be exempt from some regulations or have simpler reporting requirements. A cash flow statement is required to be included in every company's financial statement, according to Section 2 (40) of the Companies Act of 2013. However, start-ups are released from this requirement following the notification's issuance. This has been done to save startup costs and time, as well as to demonstrate its unnecessariness and obtain an exemption.

5) SUBSIDIZED LOANS :

The government offers startup subsidized loans, which are loans with advantageous terms like lowered interest rates or more flexible repayment terms. These loans are intended to assist in the establishment and expansion of new companies, encouraging entrepreneurship and boosting the local economy. The following are some essential features of government-subsidized startup loans:

- **Low interest rates:**

Generally speaking, subsidized startup loans have cheaper interest rates than conventional commercial loans. Startups can invest in business growth and overcome their initial financial obstacles thanks to the lower interest burden.

- **Flexible Repayment terms:**

Governments may provide subsidized loan recipients with more accommodating repayment terms. This flexibility could take the form of longer repayment terms, grace periods prior to the start of repayment, or adjustable repayment plans that fit the cash flow of the startup.

- **Targeted Industries and Sectors:**

Certain governments offer subsidized loans designed especially for startups in particular sectors or industries. The goal of this focused strategy is to promote development in vital sectors like technology, clean energy, and healthcare

- **Collateral Requirements:**

Startup-focused subsidised loans might have less stringent collateral requirements. This is especially advantageous for start-up companies that might not have many resources or experience.

- **Government promises:**

Governments occasionally offer guarantees to lenders who give subsidized startup loans. Financial institutions are less risked by these guarantees and are therefore more inclined to lend to startups.

- **Programs for Start-up Development :**

Government-initiated startup development programs frequently include subsidized loans as a component. In addition to financial support, these programs might offer networking opportunities, training, and mentoring.

- **Application and Eligibility Requirements :**

In order to be eligible for subsidized loans, startups must typically fulfill certain requirements. These requirements could include things like the company's age, the sector it works in, how many people it employs, and the possibility of creating jobs.

- **Government Funding Organizations:**

Usually, financial institutions or government funding agencies work together to support startup financing when administering subsidized loans. Through these organizations, entrepreneurs can learn about the programs that are available.

- **Utilization of funds :**

Loans with subsidies are frequently designated for particular purposes, like expansion, research and development, working capital, or the purchase of equipment. When applying for a loan, startups might have to specify how they plan to use the money.

- **Monitoring and Reporting :**

Governments have the authority to demand that new businesses submit periodic reports on their financial status and loan utilization. The use of public funds is ensured to be accountable and transparent through this monitoring.

6) OTHER SCHEMES - Government of India has taken a lot of initiatives for spurring start-ups :
START-UP INDIA SEED FUND SCHEME -

The scheme aims to provide financial assistance to startups for proof of concept, prototype development, product trials, market-entry, and commercialization. The government allocated funds to support startups through this scheme. The funds are intended to be disbursed to eligible startups to help them overcome initial challenges and accelerate their growth. The Small Industries Development Bank of India (SIDBI) is the implementing agency for the Startup India Seed Fund Scheme. SIDBI plays a key role in managing the disbursement and monitoring of funds. Startups looking to benefit from the Seed Fund Scheme need to meet certain eligibility criteria.

The criteria typically include being recognized as a startup by the Department for Promotion of Industry and Internal Trade (DPIIT) and complying with other conditions specified by the scheme. The scheme is generally designed to support startups across various sectors. However, the specific focus areas or sectors eligible for funding may be outlined in the scheme's guidelines. Eligible startups interested in availing of the seed fund need to go through the application process specified by SIDBI or the implementing agency. This may involve submitting a detailed proposal and relevant documentation. The funds provided under the scheme are intended to be utilized for specific purposes outlined in the scheme guidelines. These purposes may include research and development, prototyping, testing, and market entry activities. SIDBI or the implementing agency monitors the utilization of funds and evaluates the progress of startups supported under the scheme. Regular reporting and compliance with guidelines are typically expected from startups. The implementing agency, SIDBI, keeps an eye on how money is being used and assesses how well the startups it supports are doing. Generally, the startups are expected to report on a regular basis and follow the guidelines.

ATAL INNOVATION MISSION:

The primary effort of the Indian government to foster an innovative and entrepreneurial culture throughout the nation is called the Atal Innovation Mission (AIM). The goal of AIM is to create new policies and programs that encourage innovation across various economic sectors, offer venues and chances for cooperation to various stakeholders, and establish a national hub for innovation and entrepreneurship.

ATMANIRBHAR BHARAT ABHIYAAN:

The Hon. Prime Minister Shri Narendra Modi's goal for a new India is known as the Self-reliant India campaign, or Atmanirbhar Bharat Abhiyaan. In order to combat the COVID-19 pandemic in India, our PM issued a clarion appeal on May 12, 2020, launching the Atmanirbhar Bharat Abhiyaan (Self-reliant India campaign) and announcing a special economic and comprehensive package worth INR 20 lakh crores, or 10% of the country's GDP.

The nation and its people are to become autonomous and self-sufficient in every way. He went on to list the Atma Nirbhar Bharat's five pillars: demand, infrastructure, vibrant demography, infrastructure, and economy. Under the Aatmanirbhar Bharat Abhiyaan, the Finance Minister also announces Government Reforms and Enables across Seven Sectors.

EBIZ PORTAL:

The Department of Industrial Policy and Promotion is in charge of the eBiz program, which attempts to provide business organizations with comprehensive, speedy, transparent, and guaranteed G2B (government-to-business) services. Its goals are to decrease the number of points of contact between business entities and government agencies, standardize "requirement information," create single-window services, and ease the burden of compliance for stakeholders such as entrepreneurs, businesses, industry associations, regulatory agencies, industrial promotional agencies, banks and financial institutions, and taxation authorities.

CONCLUSION:

India has been experiencing a growing startup ecosystem with numerous new ventures emerging in various sectors. Several factors contributed to the boom, including government initiatives, increased access to capital, a growing tech-savvy population, and a supportive environment for entrepreneurship. Startups are very important for the growth of any economy. It spurs competition, and forces people to be more creative and innovative. It is very crucial for the growth of any economy as it creates jobs which in turn reduces unemployment rates.

As the startup ecosystem continues to evolve, the role of company law becomes increasingly pivotal. Entrepreneurs need to be well-versed in the legal landscape to make informed decisions that align with their business goals. A supportive and well-adapted legal framework can foster innovation, attract investment, and contribute to the overall health and sustainability of the startup ecosystem. As startups and regulators engage in a dynamic dance, it is essential for both parties to collaborate in shaping company laws that balance the need for innovation with investor protection and regulatory compliance.

A supportive and well-adapted legal framework can foster innovation, attract investment, and contribute to the overall health and sustainability of the startup ecosystem. As startups and regulators engage in a dynamic dance, it is essential for both parties to collaborate in shaping company laws that balance the need for innovation with investor protection and regulatory compliance.

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