



भारतीय रिज़र्व बैंक
RESERVE BANK OF INDIA
www.rbi.org.in

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June 05, 2017

BY AIR MAIL / REGD.A.D.

M/s Keystone Human Services International
124 Pine Street Harrisburg,
PA USA, 17101

Dear Sir,

UIN: NDLO17008112

Permission to establish a Liaison Office in India- M/s Keystone Human Services International-USA

Please refer to your application in form FNC dated November 02, 2015 forwarded through your Authorized Dealer bank vide their letter dated February 29, 2016 for establishing a Liaison Office in India.

2. Having noted from the documents furnished that your entity is engaged in improving the lives of people with disabilities across India, and to fuel a change movement which will work towards a more inclusive, just Indian society where all are valued and all belongs, Reserve Bank of India grants you permission for establishing a Liaison Office in India in Delhi, subject to the condition that the Liaison Office shall be established within six months from the date of this permission letter.

3. Please note that this permission has been granted subject to the following conditions:

The company will not generate income in India and will not engage in any trade/commercial activity and undertake only permissible activities as mentioned in Schedule II of Notification No. FEMA 22(R)/RB-2016, dated March 31, 2016 as amended from time to time and undertake only permissible activities as mentioned below.

- (i) Representing the parent company /group companies in India.
- (ii) Promoting export/import from/to India.

विदेशी मुद्रा विभाग, केंद्रीय कार्यालय, 6, संसद मार्ग, नई दिल्ली -110 001 दूरभाष सं.: (011) 23710623 फैक्स सं.: 011-23710624 Foreign Exchange Department, Central Office, 6, Sansad Marg, New Delhi-110001

Tel. No.: (011) 23710623 Fax No.: 011-23710624 e-mail: fedconewdelhi@rbi.org.in

हिंदी आसान है, इसका प्रयोग बढ़ाइए

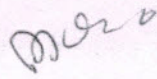
चेतावनी: भारतीय रिज़र्व बैंक द्वारा इमेल, डाक, एसएमएस या फोन कॉल के जरिये किसी की भी व्यक्तिगत जानकारी जैसे बैंक खाते, पासवर्ड, आदि नहीं मांगा जाता है। यह कभी धन रखने या देने का प्रस्ताव भी नहीं करता है। कृपया ऐसे प्रस्तावों का किसी भी तरह से जवाब मत दीजिये।

Caution: RBI never sends mails, SMSs or makes calls asking for personal information like bank account details, passwords, etc. It never keeps or offers

- (iii) Promoting technical/financial collaborations between parent/group companies and companies in India.
- (iv) Acting as a communication channel between the parent company and Indian Companies.
- (v) The company will restrict its activities to those given in Para 4 (iii) (a) of Form FNC submitted by you.
- (vi) The company will function as per the conditions mentioned in the Annexure -1
- (vii) The company will represent only the applicant company and approach RBI for prior approval if it wants to represent any group company.
4. Also note that **M/s Keystone Humans Services International, USA** has been allotted **UIN: NDLO17008112**, which should be quoted in all future correspondences.

5. Kindly acknowledge receipt.

Yours faithfully



(Madhu Dwivedi)
Assistant General Manager
Encl: Annexure-1

विदेशी मुद्रा विभाग, केंद्रीय कार्यालय, 6, संसद मार्ग, नई दिल्ली -110 001 दूरभाष सं.: (011) 23710623 फैक्स सं.: 011-23710624 Foreign Exchange Department, Central Office, 6, Sansad Marg, New Delhi-110001

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Liaison Office - M/s Keystone Human Services International – USA

UIN: NDLO17008112

Terms and conditions of approval for establishing Liaison Office in India:

1. Approval has been granted from the foreign exchange angle under the provisions of Foreign Exchange Management Act, 1999 and Notification No. FEMA 22(R)/ RB-2016 dated March 31, 2016 (Establishment in India of a branch office or a liaison office or a project office or any other place of business), and should not be construed to convey the approval by any other statutory authority or Government under any other laws/regulations. If further approval or permission is required from any other regulatory authority or Government under the relevant laws/ regulations, the applicant should take the approval of the concerned agency before effecting the transaction. Further, it should not be construed as regularizing or validating any irregularities, contravention or other lapses, if any, under the provisions of any other laws/ regulations, including the provisions of the Companies Act, 2013.
2. The Liaison Office (LO) shall be established within 6 months of this permission. The Liaison Office shall be opened for a period of three years, for the purpose of undertaking solely liaison work for the Head Office, as mentioned below:
 - 1) Representing in India the parent company.
 - 2) Promoting export import from/to India.
 - 3) Promoting technical/financial collaborations between parent / group companies and companies in India.
 - 4) Acting as a communication channel between the parent company and Indian companies.

Functioning of the LO beyond the validity period will result in the Liaison Office functioning without a valid permission, in violation of **Regulation 4(d) of Notification No. FEMA 22(R)/ RB-2016 dated March 31, 2016 as amended from time to time.**

3. In terms of para 11 (c) of **A.P. (DIR Series) Cir. No. 69[(1)/22(R)] dated May 12, 2016**, whenever the existing LO is shifting to another city in India, prior approval from the Authorised Dealer(AD)Category-I bank is required. However, no permission is required if the LO is shifted to another place in the same city subject to the condition that the new address is intimated to the designated AD Category-I bank. Changes in the postal address may be intimated to the CO Cell, New Delhi by the AD Category-I bank at the earliest.

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Caution: RBI never sends mails, SMSs or makes calls asking for personal information like bank account details, passwords, etc. It never keeps or offers funds to anyone. Please do not respond in any manner to such offers.

4. Please note to furnish the postal address of the Liaison Office to Reserve Bank of India, Central Office, and New Delhi within 6 months, through your Authorized Dealer Bank. A confirmation that Registrar of Companies (ROC) and Permanent Account Number (PAN) is obtained should also be furnished within 6 months.
5. Except the proposed liaison work, the office in India shall not undertake any activity of a trading, commercial or industrial nature nor shall it enter into any business contracts in its own name without our prior permission.
6. No commission/fees shall be charged or any other remuneration received/ income earned by the office in India for the liaison activities/services rendered by it or otherwise in India.
7. The entire expenses of the office in India will be met exclusively out of the funds received from abroad through normal banking channels.
8. The office in India shall not borrow or lend any money from /to any person in India without RBI permission.
9. The office in India shall not acquire, hold, (otherwise than by way of lease for a period not exceeding five years, and extending it, if the office obtains an extension of validity beyond that period) transfer or dispose of any immovable property, as specified in a **Regulation 5 of Notification No. FEMA 21/2000-RB dated May 03, 2000.**
10. The office in India shall submit to the designated Authorised Dealer(AD)Category-I bank, an Annual Activity Certificate from an auditor certifying that the liaison office has undertaken only those activities which have been permitted by the Reserve Bank of India in terms of Annex D enclosed with Notification No. FEMA 22(R)/ RB-2016 dated March 31, 2016. A copy of the certificate should also be submitted to the Directorate of Income Tax, New Delhi in terms of **A.P. (DIR Series) Cir. No. 69[(1)/22(R)] dated May 12, 2016.** The office shall also file information with the Director General of Police of the State concerned in terms of **A.P. (DIR Series) Circular No. 35 dated September 25, 2012.**
11. In the case of winding-up of the Liaison Office, you may approach the designated Authorised Dealer (AD) Category-I bank, with the documents as required in terms of **Regulation 4(m) of Notification No. FEMA 22(R)/ RB-2016 dated March 31, 2016** as amended from time to time which are detailed below:
 - (i) Copy of the Reserve Bank's permission for establishing the office in India;
 - (ii) Auditor's certificate,-
 - (a) Indicating the manner in which the remittable amount has been arrived and supported by a statement of assets and liabilities of the applicant, and indicating the manner of disposal of assets;
 - (b) Confirming that all liabilities in India including arrears of gratuity and other benefits to employees etc. of the liaison office have been either fully met or adequately provided for;
 - (c) Confirming that no income accruing from sources outside India (including proceeds of exports) has remained un-repatriated to India;

(iii) Confirmation from the applicant that no legal proceedings in any Court in India are pending and there is no legal impediment to the remittance and

(iv) A report from the Registrar of Companies (ROC) regarding compliance with the provisions of Companies Act, 2013 in case of winding up of the office in India.

(v) Any other document/s specified by the Reserve Bank/ AD Category -I bank while granting the approval.

12. The office in India will not render any consultancy or any other services directly/ indirectly with or without any consideration.

13. The office in India will not have signing/commitment powers, except those which are required for normal functioning of the office, on behalf of the Head Office.

14. The office may approach the designated AD category I Bank in India to open an account to receive remittances from Head Office outside India and it may be noted that the office will not maintain more than one account at any given time without the prior permission of Reserve Bank of India.

The permitted Credits and Debits to the account shall be:

- Credits:
- 1) Funds received from Head Office through normal banking channels for meeting the expenses of the office.
 - 2) Refund of security deposits, paid from LO account or directly by the Head Office through normal banking channels.
 - 3) Refund of taxes, duties etc., received from tax authorities, paid from LO bank account.
 - 4) Sale proceeds of assets of the LO where the assets are disposed of at a price equal to or less than the book value as on date of sale, supported by a valuer's / CA's certificate.

Debits: 1) Only for meeting the local expenses of the office.

15. The activities/affairs of the office/s may be verified/ examined by RBI by carrying out a scrutiny as and when found necessary.
