

Comparison of corporation (AG) & limited liability company (GmbH)

		Corporation (AG)	Limited liability company (GmbH)
Foundation	Number of founders	1 person (natural or juridical)	1 person (natural or juridical)
	Origin of founders	Foreign or Swiss citizens	Foreign or Swiss citizens
	Board of Directors	The company must be represented by a person resident in Switzerland.	The company must be represented by a person resident in Switzerland.
	Regulations	<ul style="list-style-type: none"> ⇒ Statutes ⇒ Confirmation of capital payment for a cash transaction or assets contract with inventory list, founding report (articles of agreement) and audit report from a company of auditors for a non-cash foundation ⇒ Stampa / Lex Friedrich Declaration (Registry of Commerce) ⇒ Certificate of foundation ⇒ Registration in Register of Commerce 	<ul style="list-style-type: none"> ⇒ Statutes ⇒ Confirmation of capital payment for a cash transaction or assets contract with inventory list, founding report (articles of agreement) and audit report from a company of auditors for a non-cash foundation ⇒ Stampa / Lex Friedrich Declaration (Registry of Commerce) ⇒ Certificate of foundation ⇒ Registration in Register of Commerce
	Cost of founding	From around CHF 3'000.-	From around CHF 3'000.-
	Company name	Fantasy or tangible designation or personal name; always with the addition of AG	Fantasy or tangible designation or personal name; always with the addition of GmbH
Capital	Basic capital	Minimum CHF 100'000.-	Minimum CHF 20'000.-
	Paid-in company capital	20%, minimum CHF 50'000.-	100%
Management	Organs	<ul style="list-style-type: none"> - General meeting - Board of Directors - Auditors (waiver of auditors possible under certain circumstances) 	<ul style="list-style-type: none"> - General meeting - Managing Director - Auditors (waiver of auditors possible under certain circumstances)
	Authorisation	Board of Directors when no transfer to third parties is made. Note: Irrevocable duties (OR 716a)	All company members collectively, as long as no transfer to single or third parties has been made.
Liability	General	Company assets (Board of Directors and management are liable with private assets if proceedings for a "Responsibility Suit" are brought).	Company assets (Board of Directors, Managing Director, company members and management are liable with private assets if proceedings for a "Responsibility Suit" are brought).
	For not paid-in company capital	Every shareholder only for his own, not yet paid capital share.	No reserve liability as the nominal capital must always be completely paid-in.
Anonymity	Transfer of shares	Free (anonymity)	Requires a written contract of assignment and agreement of the general meeting of company members (other requirements for approval may be defined in the statutes)
	Shares / share register	Not public	Not public, but members of the company are listed in the register of commerce
	Auditors	Obligatory (Waiver of auditors is possible if there is no obligation for an regular audit and the company does not have an annual average of more than 10 full-time positions.	Obligatory (Waiver of auditors is possible if there is no obligation for an regular audit and the company does not have an annual average of more than 10 full-time positions.