



State of Hawaii
Department of Commerce and Consumer Affairs
Business Registration Division
335 Merchant Street, Room 201, Honolulu, HI 96813
Mailing Address: P.O. Box 40, Honolulu, HI 96810
Phone: (808) 586-2727
Email: breg@dcca.hawaii.gov
Fax: (808) 586-2733
Website: BusinessRegistrations.com

INFORMATION FOR DOMESTIC LIMITED LIABILITY COMPANY

Chapter [428](#), Hawaii Revised Statutes (HRS)

Registered Agent

Each limited liability company and foreign limited liability company shall have and continuously maintain in this State a registered agent who has a business address in this state. The registered agent shall be either an individual residing in this State or a domestic or foreign entity authorized to transact business in this State. Refer to Section [428-107](#), HRS, for more information.

A limited liability company or a foreign limited liability company may change its registered agent by delivering to the department director for filing a statement of change setting forth the particulars required by this section. Refer to Section [428-108](#), HRS, for more information.

Any registered agent in this State appointed by a limited liability company or a foreign limited liability company may change its registered agent's name, business address, or its type or jurisdiction of organization by signing and delivering to the department director for filing a statement of change. Refer to Section [414-108](#), HRS, for more information.

Any registered agent in this State appointed by a limited liability company or a foreign limited liability company may resign as the registered agent by signing and delivering a statement of resignation to the department director for filing. The registered agent shall promptly furnish the represented entity notice in a record of the date on which a statement of resignation was filed. The statement of resignation takes effect on the earlier of the thirty-first day after the day on which it is filed or the appointment of a new registered agent for the represented entity. Refer to Section [428-109](#), HRS, for more information.

Change forms are available online at <https://hbe.ehawaii.gov/BizEx/manage.eb>.

Member's Right to Information

A domestic limited liability company shall provide members and their agents and attorneys access to any of its records at reasonable locations specified in the operating agreement. The company shall provide former members and their agents and attorneys access for proper purposes to records pertaining to the period during which they were members. The right of access includes the opportunity to inspect and copy records during ordinary business hours. The company may impose a reasonable charge, limited to the costs of labor and material, for copies of records furnished.

A domestic limited liability company shall furnish to a member, and to the legal representative of a deceased member or member under legal disability: (1) without demand, information concerning the company's business or affairs reasonably required for the proper exercise of the member's rights and performance of the member's duties under the operating agreement or Chapter 428; and (2) on demand, other information concerning the company's business or affairs, except to the extent the demand or the information demanded is unreasonable or otherwise improper under the circumstances.

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A member has the right, upon a signed record given to the domestic limited liability company, to obtain at the company's expense a copy of any operating agreement in record form. Refer to Section [428-408](#), HRS, for more information.

Annual Report

The due date of the annual report or annual statement is dependent on the registration date.

For a domestic or foreign limited liability company whose date of organization or registration in this State falls between:

- (1) January 1 and March 31, an annual report shall be filed on or before March 31 of each year and shall reflect the state of the limited liability company's affairs as of January 1 of the year when filed;
- (2) April 1 and June 30, an annual report shall be filed on or before June 30 of each year and shall reflect the state of the limited liability company's affairs as of April 1 of the year when filed;
- (3) July 1 and September 30, an annual report shall be filed on or before September 30 of each year and shall reflect the state of the limited liability company's affairs as of July 1 of the year when filed; and
- (4) October 1 and December 31, an annual report shall be filed on or before December 31 of each year and shall reflect the state of the limited liability company's affairs as of October 1 of the year when filed;

provided that if a domestic or foreign limited liability company organized or registered in the same year in which the annual report is due, the domestic or foreign limited liability company shall not be required to file an annual report for that year. Thereafter, the domestic or foreign limited liability company shall comply with the requirements of Section [428-210](#), HRS.

If you would like to receive reminders about filing your Annual Business Report, the Division offers the following:

- Annual business reports filed [online](#) can receive free email reminders the following year.
- Anyone can sign up for email reminders through the "[MyBusiness Notifications](#)" page on Hawaii Business Express. There is a \$2.50 fee per year per business to subscribe.
- Initial business filings filed online through [Hawaii Business Express](#) can receive free email reminders when the annual report is due the following year.

To check on the status of a business entity, enter the business name in our [Business Name Search](#), then click on "Search." The filing quarters are as follows: First quarter is January – March; Second quarter is April – June; Third quarter is July – September; Fourth quarter is October – December.

Filing Fees

Limited Liability Company Annual Report: \$15.00

Online filing fee for Limited Liability Company Annual Report: \$12.50

If you are delinquent in filing your Hawaii annual report(s), you can submit your filing [online](#) and a \$10.00 late fee will be assessed per year delinquent.

Failure to file the annual report within the prescribed time shall be subject to a penalty not exceeding \$100.00 for each thirty-day period that the delinquency continues. The director may terminate a domestic limited liability company administratively if the company has not, pursuant to Section [428-210](#), HRS, filed its annual report for a period of two years. Refer to Section [428-809](#), HRS, for more information.

For any questions, call (808) 586-2727 or email breg@dcca.hawaii.gov

NOTICE: THIS MATERIAL CAN BE MADE AVAILABLE FOR INDIVIDUALS WITH SPECIAL NEEDS. PLEASE CALL THE BUSINESS REGISTRATION DIVISION SECRETARY AT (808) 586-2744 TO SUBMIT YOUR REQUEST.

ALL BUSINESS REGISTRATION FILINGS ARE OPEN TO PUBLIC INSPECTION. (SECTION 92F-11, HRS)