



INDIALAW

Retail And Wholesale

Leading Retail and Wholesale Law Firm in India for FEMA, Licensing, and IP

PRACTICE PROFILE • MAY 2026

Overview

India's retail and wholesale sectors are dynamic and rapidly evolving, driven by factors such as digital transformation, changing consumer preferences, and regulatory reforms. The legal framework governing these sectors encompasses a range of laws and regulations, including the Consumer Protection Act, 2019, Legal Metrology Act, 2009, Foreign Exchange Management Act (FEMA), and various tax and labour laws. Our team is well-versed in these regulations and provides strategic legal advice to ensure compliance and facilitate successful business operations.

We provide comprehensive legal services to clients in the retail and wholesale sectors. Our expertise spans across various formats, including brick-and-mortar stores, e-commerce platforms, single-brand and multi-brand outlets, and wholesale distributors. We assist clients in navigating the complex legal landscape, ensuring compliance, protecting intellectual property, and facilitating successful commercial transactions.

Our Services

- **Business Structuring and Licensing:**

- Advising on the establishment of retail and wholesale businesses, including entity selection and structuring.
- Assisting with obtaining necessary licenses and registrations, such as Shops and Establishments Registration, Goods and Services Tax (GST) registration, and industry-specific licenses like FSSAI for food retailers and pharmacy licenses for pharmaceutical retailers.

- **Franchise and Distribution Agreements:**

- Drafting and negotiating franchise agreements, distribution agreements, and agency contracts.
- Advising on compliance with franchising laws and regulations.

- **Commercial Contracts:**

- Preparing and reviewing contracts related to supply, procurement, logistics, warehousing, and service-level agreements.
- Advising on terms and conditions for online and offline sales.

- **Intellectual Property Protection:**

- Assisting in the registration and enforcement of trademarks, copyrights, and patents.
- Advising on brand protection strategies and handling infringement issues.

- **Regulatory Compliance:**

- Advising on compliance with consumer protection laws, including labelling requirements and advertising standards.
- Assisting with adherence to legal metrology standards for weights and measures.

- **Employment and Labor Law:**

- Drafting employment contracts and advising on labour law compliance.
- Handling matters related to employee benefits, workplace policies, and dispute resolution.

- **E-commerce and Digital Business:**

- Advising on legal aspects of e-commerce operations, including website terms of use, privacy policies, and data protection compliance.
- Assisting with compliance under the Information Technology Act and related regulations.

- **Foreign Direct Investment (FDI):**

- Advising on FDI regulations applicable to retail and wholesale sectors.
- Assisting with structuring investments and obtaining necessary approvals.

- **Dispute Resolution:**

- Representing clients in disputes related to commercial contracts, consumer complaints, and regulatory issues.
- Handling litigation, arbitration, and mediation proceedings.

Key Highlights

Our firm combines deep industry knowledge with legal expertise to deliver practical solutions tailored to the retail and wholesale sectors. We understand the commercial objectives of our clients and offer proactive legal support to help them achieve their business goals while mitigating risks.

Frequently Asked Questions

Q1 What does a retail and wholesale legal practice cover in India?

It covers business structuring, licensing, franchise and distribution agreements, supply chain contracts, IP protection, regulatory compliance under consumer protection and legal metrology laws, and e-commerce advisory for both brick-and-mortar and online retail formats.

Q2 When should a retail or wholesale business seek legal counsel in India?

Ideally before launch, when selecting an entity structure, negotiating leases, or drafting supplier contracts. Legal input is also critical when expanding into e-commerce, entering franchise arrangements, onboarding foreign investment under FEMA, or responding to a regulatory notice.

Q3 Which Indian laws and regulators govern the retail and wholesale sectors?

Key statutes include the Consumer Protection Act 2019, Legal Metrology Act 2009, FEMA for foreign investment norms, GST laws, FSSAI regulations for food retail, and the Shops and Establishments Acts of each state. The CCI oversees anti-competitive conduct in distribution chains.

Q4 What is the typical timeline for setting up a retail business in India?

Company incorporation via MCA takes roughly 7 to 10 days. GST registration follows within a week. State-level Shops and Establishments registration, FSSAI licensing, and trade permits may add 4 to 12 weeks depending on the state, product category, and format of the outlet.

Q5 What documents are needed to begin legal work for a retail venture?

We typically require the proposed business plan, entity incorporation documents, lease or property agreements, supplier and franchise term sheets, product labelling details, and any existing licenses. For foreign-invested entities, FEMA filings and FDI approval records are also needed.

Q6 What common compliance mistakes do Indian retailers make?

Frequent errors include non-compliance with MRP and packaging rules under the Legal Metrology Act, missing state-level labour registrations, inadequate consumer grievance mechanisms required under the Consumer Protection Act 2019, and incorrect GST classification of bundled goods and services.