**[TO BE PUBLISHED IN THE GAZETTE OF INDIA, EXTRAORDINARY, PART II, SECTION 3, SUB-SECTION (i)]**

**GOVERNMENT OF INDIA**
**MINISTRY OF CORPORATE AFFAIRS**

**NOTIFICATION**

**New Delhi the 18th January, 2023**

**G.S.R. ___ (E).** - In exercise of the powers conferred under section 3, section 4, sub-sections (5) and (6) of section 5, section 6, sub-sections (1) and (2) of section 7, sub-sections (1) and (2) of section 8, clauses (a) and (b) of sub-section (1) of section 11, sub-sections (2), (3), (4), (5) and (9) of section 12, sub-sections (3), (4) and proviso to sub-section (5) of section 13, sub-section (2) of section 14, sub-section (1) of section 17, sub-sections (1) and (2) of section 20 read with sub-sections (1) and (2) of section 469 of the Companies Act, 2013 (18 of 2013), the Central Government hereby makes the following rules further to amend the Companies (Incorporation) Rules, 2014, namely:-

1. Short title and commencement.- (1) These rules may be called the Companies (Incorporation) Amendment Rules, 2023.

(2) They shall come into force with effect from 23rd January 2023.

2. In the Companies (Incorporation) Rules, 2014 (hereinafter referred to as the said rules) in rule 4,-

(i) for sub-rule (2), the following sub-rule shall be substituted, namely:-

"(2) The name of the person nominated under sub-rule (1) shall be mentioned in the memorandum of One Person Company and such nomination details along with consent of such nominee shall be filled in Form No. INC-32 (SPICe+) as a declaration and the said Form alongwith fee as provided in the Companies (Registration offices and fees) Rules, 2014 shall be filed with the Registrar at the time of incorporation of the company along with its e-memorandum and e-articles.";

(ii) in proviso to sub-rule (3), for the words, letters and figure, "in Form No. INC.3" the words, letters and figure, "which shall be filed in form of a declaration in Form no. INC.4." shall be substituted;

(iii) in sub-rule (4), for the words, letters and figure, "in Form No. INC.3", the words, letters and figure, "in form of a declaration in Form No. INC-4" shall be substituted;

(iv) in sub-rule (5), for the words, letters and figure, "prior consent of such another person in Form No. INC-3", the words, letters and figure, "consent of such another person and his declaration shall be filed in Form No. INC-4" shall be substituted;

(v) in proviso to sub-rule (5), for the words, letters and figure, "written consent of the new nominee in Form No. INC-3" the words, letters and figure, "particulars of consent of new nominee in form of a declaration in Form No. INC-4" shall be substituted;

(vi) in sub-rule (6), for the words, letters and figure, "prior written consent of the person so nominated in Form No. INC-3" the words, letters and figure, "particulars of consent of the person so nominated in form of declaration in Form No. INC-4" shall be substituted;

**3.** In rule 6 of the said rules,-

(i) for sub-rule (3), the following sub-rule shall be substituted, namely:-

"(3) The company shall file an application in e-Form No. INC-6 for its conversion into Private or Public Company, other than under section 8 of the Act, alongwith fees as provided in the Companies (Registration Offices and Fees) Rules, 2014 with altered e-MOA and e-AOA.";

(ii) for sub-rule (4), the following sub-rule shall be substituted, namely:-

"(4) On being satisfied that the requirements have been complied with, the Registrar after examining the latest audited financial statement shall approve the form and issue certificate.";

**4.** In rule 7 of the said rules,-

(i) for sub-rule (4), the following sub-rule shall be substituted, namely:-

"(4) The company shall file an application in e-Form No. INC-6 for its conversion into One Person Company alongwith fees as provided in the Companies (Registration Offices and Fees) Rules, 2014 by attaching the following details or documents, namely:-

(i) altered e-MOA and e-AOA;

(ii) copy of NOC of every creditors with the application for conversion;

(iii) affidavit of directors confirming that all the members of the company have given their consent for conversion.";

(ii) for sub-rule (5), the following sub-rule shall be substituted, namely:-

"(5) On being satisfied that the requirements stated herein have been complied with, the Registrar after examining the latest audited financial statement shall approve the form and issue certificate.";

**5.** in rule 19 of the said rules,-

(i) in sub-rule (3),-
(a) in sub-clause (b), the words, letters and figures, "in Form No. INC.14", shall be omitted;

(b) in sub-clause (d), the words, letters and figures, "in Form No. INC-15", shall be omitted;

**6.** in rule 20 of the said rules,-

(i) for sub-rule (2), the following sub-rule shall be substituted, namely:-

"(2) The application under sub-rule (1), shall be accompanied by the following details and documents, namely:-

(a) the e-Memorandum of Association and e-Article of Association of the company;
(b) the declaration by an Advocate, a Chartered Accountant, Cost Accountant or Company Secretary in Practice, that the memorandum and articles of association have been drawn up in conformity with the provisions of section 8 of the Act and rules made thereunder and that all the requirements of the Act and the rules made thereunder or supplemental thereto have been complied with;
(c) a statement showing in detail the assets (with the values thereof), and the liabilities of the company, as on the date of the application or within thirty days preceding that date;
(d) the certified copy of the resolution passed in general or board meetings approving registration of the company under section 8 of the Act; and
(e) a declaration by each of the persons making the application.";

(ii) for sub-rule (5), the following sub-rule shall be substituted, namely:-

"(5) The Registrar shall after considering two years financial statements immediately preceding the date of application or when the company has functioned only for one financial year, for such year including Board's reports and audit reports, relating to the existing companies, and after considering objections, if any received by it within thirty days from the date of publication of notice, and after consulting any authority, regulatory body, Department or Ministry of Central Government or the State Government(s), as it may, in its discretion, decide whether the license should or should not be granted.";

**7.** in rule 21of the said rules, for sub-rule (4), the following sub-rule shall be substituted, namely:-

"(4) An intimation alongwith copy of the application with annexures as filed in Form no. INC.18 with the Regional Director shall also go to the Registrar through MCA system.";

**8.** in rule 22 of the said rules,-

(i) in sub-rule (6), for the words, "attach with the application a certificate" the words, "file the application with a declaration " shall be substituted;

(ii) in sub-rule (10), in clause (ii), for sub-clause (b) the following sub-clause shall be substituted, namely:-

"(b) amended e-Memorandum of Association and amended e-Article of Association of the company.";

**9.** In rule 28 of the said rules, in sub-rule (1) for the words, "following documents" the words "following details and documents" shall be substituted;

**10.** In rule 30 of the said rules,-

(i) in sub-rule (1), for the words "following documents" the words "following details and documents", shall be substituted;

(ii) in sub-rule (2) for the words "attached to the application", the words, "particulars of" and for the word "details" the words, "details in the application" shall be substituted.

(iii) in sub-rule (4),-

(A) the words "Registrar and" shall be omitted;
(B) the following proviso shall be inserted, namely:-

"Provided that the applicant need not to submit separate copy of application with the Registrar and an intimation of filing of application in Form no. INC-23 with the Regional Director shall be shared with the Registrar through MCA system."

**11.** in rule 33 of the said rules, for sub-rule (2), the following sub-rule shall be substituted, namely.-

"(2) subject to the provisions of sub-rule (1), for effecting the conversion of a public company into a private company, Service Request Number (SRN) of Form No. RD-1, pertaining to order of the Regional Director approving the alteration, shall be mentioned in Form No. INC-27 to be filed with Registrar along with fee together with the altered e-Memorandum of Association and e-Article of Association within fifteen days from the date of receipt of the order from the Regional Director.".

**12.** in rule 37 of the said rules,-

(i) in sub-rule (3),

(a) for the words, "by attaching the following documents", the words "by attaching the following documents and declarations" shall be substituted;

(b) in clause d., for the words "a copy of altered Memorandum of Association as well as Articles of Association", the words, "altered e- Memorandum of Association as well as e-Articles of Association" shall be substituted;

**13.** in rule 39 of the said rules, in sub-rule (5), for the words "enclosing the altered Memorandum of Association and altered Articles of Association", the words "along with e- Memorandum of Association and altered e-Articles of Association" shall be substituted;

**14.** in rule 40 of the said rules, in sub-rule (2), the words, letters and figure "in e-form RD-GNL 5" shall be omitted;

**15.** in rule 41 of the said rules,-

(i) in sub-rule (1), in clause (a), for the words, "a draft copy of the Memorandum of Association and Articles of Association", the words "e-Memorandum of Association and e-Articles of Association", shall be substituted;

(ii) in sub-rule (6), in clause (b) the words, letters and figure "in e-form RD-GNL-5" shall be omitted;

16. in Annexure to the said rules,-(i) the form numbers, INC-3 One Person Company-Nominee Consent Form, INC-14 Declaration, INC-15 Declaration and RD-GNL-5- Form for filing addendum for rectification of defects or incompleteness shall be omitted;

(ii) for Form numbers RUN, INC-4, INC-6, INC- 9, INC-12, INC-13, INC-18, INC-20, INC-20A, INC-22, INC-23, INC-24, INC-27, INC-28, INC-31, SPICE+ (INC-32), INC-33, INC-34, INC-35 and RD-1, the following forms shall be substituted, namely:-

## Form RUN

Form language

● English ○ Hindi

**Reserve Unique Name**
**(For change of name only)**
[Pursuant to section 4 and 13 of Companies Act, 2013 read with rule 8, 9 and 29 of Companies (Incorporation) Rules, 2014]

*Refer instruction kit for filing the form*

*All fields marked in * are mandatory*

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1. Type of Application <New Request> / <Resubmission>

2. *Corporate Identity Number

3. *Proposed Name 1

4. Proposed Name 2

5. *Comments

**Attachment** Max 2 MB | Choose File | Remove | Download

Auto check | Save | Submit

Once you have submitted the name reservation request for change of name of company it will then be checked and, if found feasible, approved by the Central Registration Centre (CRC). You will receive an email from the CRC advising the outcome of the name reservation request.

## Form No. INC-4

**One Person Company - Change in Member/Nominee**
[Pursuant to Section 3(1) of the Companies Act, 2013 and Rule 4 (4),(5) & (6) of The Companies (Incorporation) Rules, 2014]

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Form language

● English ○ Hindi

*Refer instruction kit for filing the form*

*All fields marked in * are mandatory*

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**Purpose of filing**

1 *This form is for

- ○ Notice of withdrawal of consent by the nominee of OPC
- ○ Intimation about change in the name of the nominee of OPC
- ○ Intimation of Cessation

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**Company Information**

2 *Corporate Identity Number (CIN)

3 (a) *Name of the one-person company

(b) *Registered office address

(c) *Email id of the company

---

**Notice of Withdrawal of consent by Nominee** (***Following fields are applicable in case option 1 is selected in data field 1)***

4 Notice of withdrawal of consent

Notice is hereby given that [ ] was nominated as the nominee of [ ] has withdrawn his/her consent vide his/her notice dated [ ] a copy of which is attached herewith.

---

**Intimation about change in nomination** (***Following fields are applicable in case option 2 is selected in data field 1)***

5 Intimation about change in nomination

Notice is hereby given that [ ] member of [ ] has

nominated

First name [ ]

Middle name [ ]

Surname [ ]

vide intimation dated [ ] as his/her nominee in place of [ ] who shall become the member of the company in the event of his/her death or his/her incapacity to contract.

He/she declares

that the nominee is eligible for nomination within the meaning of Rule 3 of the Companies (Incorporation) Rules,2014.

---

**Intimation of Cessation of member** (***Following fields are applicable in case option 3 is selected in data field 1)***

6 Intimation of Cessation of member

(a) Intimation is hereby given that [ ] has ceased to be member of [ ] w.e.f. [ ] due to (Death of the member/ Incapacity of member

to contract/ Change in ownership) [ ] and

First name [ ]

Middle name [ ]

Surname [ ]

(his/her nominee/ the transferee) [ ] has become the sole member of the

above-mentioned

company.

(b) Whether the nominee is same (in case of change in ownership) ○ Yes ○

No

---

**Intimation about the change of nominee** (***Following fields are applicable in case option 1 or 3 is selected in data field 1)***

7 Intimation about the change of nominee

Further notice is given that _____ *(Member/ New member)* _____

of _____ has nominated

First name/Name of the existing nominee _____

Middle name _____

Surname _____

as his nominee w.e.f. _____ who shall become the member of the company in the event of

his/her death or his/her incapacity to contract. He/she declare that the nominee is eligible for nomination within the meaning of

Rule 3 of the Companies (Incorporation) Rules 2014.

---

**Particulars of the nominee** (***Following fields are applicable in all the cases except the case 'Yes' is selected in field 6(b))***

8 Particulars of the nominee

Director Identification number (DIN) _____

Fetch from Digi locker [redacted]

First Name _____

Middle Name _____

Surname _____

Father's First name _____

Father's Middle name _____

Father's Surname _____

Gender
*(Male/Female/Transgender)*

Date of Birth (DD/MM/YYYY)

Nationality
*(List of countries)*

Income-tax PAN

Verify Income tax PAN

Place of Birth (District and State)

Occupation type
*(Business/Professional/Government /Employment/Private Employment/Housewife/Student/Others)*

Area of Occupation
*('As per occupation list' available in MCA database (SPICe+ Part B))*

If 'Others' selected, please specify

*Educational Qualification
*(Primary education/Secondary education/Vocational qualification/Bachelor's degree/Master's degree/ Doctorate or higher/Professional/Diploma/Others)*

If 'Others' selected, please specify

**Permanent address**

Address Line 1

Address Line 2

Country

Pin Code/Zip code

Area/Locality

City

District

State/ UT

Phone (with STD/ISD code)

Mobile No.

Fax

email ID

Whether present residential address same as permanent residential address ○ Yes ○ No

**Present address**

Address Line 1

Address Line 2

Country

Pin Code/Zip code

Area/Locality

City

District

State/ UT

Duration of stay at present address year(s) month(s)

If Duration of stay at present address is less than one year then address of previous residence

*Proof of Identity
*(Driving License/Aadhar Card/Voter ID Card/Passport)*

Proof of Identity Number

Identity Proof Document Max 2 MB Choose File Remove Download

Residential Proof
*(Bank Statement/ Electricity Bill/Telephone bill/Mobile bill)*

Residential Proof No

Residential Proof Document Max 2 MB Choose File Remove Download

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**Consent along with declaration by Nominee**

I [ ] hereby give my consent to become the member of [ ]

,

in the event of death of [ ] member of the company or his incapacity to contract.

I do solemnly declare that I am an Indian citizen and resident in India and I have not been convicted of any offence in connection with the promotion, formation or management of any company or LLP and have not been found guilty of any fraud or misfeasance or of any breach of duty to any company under this Act or any previous company law or LLP Act in the last five years. I further declare that

I am not a nominee in any other One Person Company, and I shall comply with the eligibility criteria specified in Rule 3(3) within the prescribed period. I understand that the person nominating me may withdraw my nomination without my consent.

***To be digitally signed by Nominee** DSC BOX

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**Particulars of the new member** (***Following fields are applicable in case option 3 is selected in data field 1)***

9 Particulars of the new member

| | |
|---|---|
| Director Identification number (DIN) | |
| Fetch from Digi locker | |
| First Name | |
| Middle Name | |
| Surname | |
| Father's First name | |
| Father's Middle name | |
| Father's Surname | |
| Gender *(Male/Female/Transgender)* | |
| Date of Birth (DD/MM/YYYY) | |
| Nationality *(List of countries)* | |
| Income-tax PAN | |
| | Verify Income tax PAN |
| Place of Birth (District and State) | |

Occupation type
*(Business/Professional/Government /Employment/Private Employment/Housewife/Student/Others)*

Area of Occupation
*('As per occupation list' available in MCA database (SPICe+ Part B))*

If 'Others' selected, please specify

Educational Qualification
*(Primary education/Secondary education/Vocational qualification/Bachelor's degree/Master's degree/ Doctorate or higher/Professional/Diploma/Others)*

If 'Others' selected, please specify

**Permanent address**

Address Line 1

Address Line 2

Country

Pin Code/Zip code

Area/Locality

City

District

State/ UT

Phone (with STD/ISD code)

Mobile No.

Fax

email ID

Whether present residential address same as permanent residential address ○ Yes ○ No

**Present address**

Address Line 1

Address Line 2

Country

Pin Code/Zip code

Area/Locality

City

District

State/ UT

Duration of stay at present address year(s) month(s)

If Duration of stay at present address is less than one year then address of previous residence

Proof of Identity
*(Driving License/Aadhar Card/Voter ID Card/Passport)*

Proof of Identity Number

Identity Proof Document Max 2 MB Choose File Remove Download

Residential Proof
*(Bank Statement/ Electricity Bill/Telephone bill/Mobile bill)*

Residential Proof No.

Residential Proof Document Max 2 MB Choose File Remove Download

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**Attachments**

(a) Notice of withdrawal of consent filed by the nominee Max 2 MB Choose File Remove Downloa

(b) Copy of intimation given by member for change in nominee Max 2 MB Choose File Remove Downloa

(c) Proof of Cessation of member Max 2 MB Choose File Remove Downloa

(d) Optional attachment(s) - if any Max 2 MB Choose File Remove Downloa

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**Declaration**

***To be digitally signed by member** DSC BOX

*Income-tax PAN or Director identification number (DIN) of the member

***To be digitally signed by** DSC BOX

*Designation
*(Director/ Manager/ Company Secretary/ CEO/ CFO)*

*DIN of the director or Income tax PAN of the manager or CEO or CFO or Membership number of the company secretary

Save Submit

**Note: Attention is drawn to provisions of Section 448 and 449 of the Companies Act, 2013 which provide for punishment for false statement / certificate and punishment for false evidence respectively.**

**This eForm has been taken on file maintained by the registrar of companies through electronic mode and on the basis of statement of correctness given by the company**

***For office use only:***

eForm Service request number (SRN)

eForm filing date (DD/MM/YYYY)

# Form No. INC-6

Form language

English Hindi

**One Person Company and Private Company – Application for Conversion**
[Pursuant to section 18 of the Companies Act, 2013 and Rule 6 and 7(4) the Companies (Incorporation) Rules, 2014]

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*Refer instruction kit for filing the form.*

*All fields marked in * are mandatory*

**Entity's details**

1 *Application for

○ Conversion of OPC into private company ○ Conversion of OPC into public company

○ Conversion of Private company into OPC

2 (a) *Corporate Identity Number (CIN)

3 (a) *Name of the Company

(b) *Category

(c) *Sub-category of the company

(d) *Address of Registered office of the company

(e) *Date of incorporation of the company

(f) *email ID of the company

(g) *Whether company is having share capital or not

4 *Name of the company at the time of incorporation (to be displayed in the certificate)

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5 *Existing number of directors in the company
(Number of directors shall be minimum 2 in case of conversion into private company or 3 in case of conversion into public company)

---

**6 Particulars of special resolution**

(a) *SRN of Form MGT-14

(b) *Date of passing the special resolution (DD/MM/YYYY)

---

**7 (I) Capital structure of the company (in case having share capital)**

(a) *Total Authorised Share capital (in INR)

*Total Classified Authorised Share capital (in INR)

Total Unclassified Authorised Share capital (in INR)

*Total paid up Share capital (in INR)

**(b) Equity Share Capital**

*Number of classes

| Class of shares | Authorised capital | Paid up capital |
|---|---|---|
| *Number of equity shares | | |
| *Nominal amount per share (in INR) | | |
| *Total amount (in INR) | | |

**(c) Preference Share Capital**

*Number of classes

| Class of shares | Authorised capital | Paid up capital |
|---|---|---|
| *Number of Preference shares | | |
| *Nominal amount per share (in INR) | | |
| *Total amount (in INR) | | |

**7 (II) Number of members (in case not having share capital)**

(a) *Maximum number of members

(b) *Maximum number of members excluding proposed employees

(c) *Number of members

(d) *Number of members excluding proposed employee(s)

---

**8 Particulars of the person who will be sole member of the OPC subsequent upon conversion**

Director Identification number (DIN)

Fetch from digilocker

*First Name

Middle Name

*Surname

*Father's First name

Father's Middle name

*Father's Surname

*Gender

○ Male ○ Female ○ Transgender

*Nationality

*Date of Birth (DD/MM/YYYY)

*Income-tax PAN

Verify Income tax PAN

*Place of Birth (District and State)

*Educational Qualification
*(X/SSLC/Junior/Equivalent/XII/SSC/High/Equivalent Graduation/Bachelor/Equivalent/Postgraduate/Master/Equivalent Professional/Executive Program/Doctorate/Diploma/Others)*

*Occupation type
*(Business/Professional/Government /Employment/Private Employment /Housewife Student/Others)*

*Area of Occupation
*(Government/Teaching/Others)*

**Permanent residential address**

*Address Line 1

*Address Line 2

*Country

*Pin code

*Area/ Locality

*City

*District

*State / UT

Phone (with STD/ISD code)

*Mobile (with country code)

Fax

*Email ID

*Whether present residential address is same as permanent residential address ○ Yes ○ No

**Present address**

*Address Line 1

*Address Line 2

*Country

*Pin code

*Area/ Locality

*City

*District

*State / UT

*Phone (with STD/ISD code)

*Duration of stay at present address (Year(s)/Month(s))

If Duration of stay at present address is less than one year then address of previous residence

*Identity Proof
(*Voters Identity Card/ Passport/Driving License/Aadhaar)*

*Residential Proof
((*Bank Statement / Electricity Bill / Telephone bill / Mobile bill))*

*Identity Proof No.

*Residential Proof No.

Submit the proof of identity and proof of address

(a) * Proof of identity — Max 2 MB | Choose File | Remove | Download

(b) *Residential proof — Max 2 MB | Choose File | Remove | Download

**9 Nomination**

I* _____ , the member of* _____ do hereby nominate *(First Name)** _____ *(Middle Name)* _____ *(Last Name)** _____ who shall become the member of the company in the event of my death or incapacity to contract. I declare that the nominee is eligible for nomination within the meaning of Rule 3 of the Companies (Incorporation) Rules, 2013

---

**10 Particulars of the person who will be nominee of the sole member subsequent upon conversion**

Director Identification number (DIN)

Fetch from digilocker

*First Name

Middle Name

*Surname

*Father's First name

Father's Middle name

*Father's Surname

*Gender

○ Male ○ Female ○ Transgender

*Nationality

*Date of Birth (DD/MM/YYYY)

*Income-tax PAN

Verify Income tax PAN

*Place of Birth (District and State)

*Educational Qualification
*(X/SSLC/Junior/Equivalent/XII/SSC/High/Equivalent Graduation/Bachelor/Equivalent/Postgraduate/Master/Equivalent Professional/Executive Program/Doctorate/Diploma/Others)*

*Occupation type
*(Business/Professional/Government /Employment/Private Employment /Housewife Student/Others)*

*Area of Occupation
*(Government/Teaching/Others)*

***Permanent residential address**

*Address Line 1

*Address Line 2

*Country

*Pin code

*Area/ Locality

*City

*District

*State / UT

Phone (with STD/ISD code)

*Mobile (with country code)

Fax

* Email ID

*Whether present residential address is same as permanent residential address ○ Yes ○ No

*Present address

*Address Line 1

*Address Line 2

*Country

*Pin code

*Area/ Locality

*City

*District

*State / UT

Phone (with STD/ISD code)

Duration of stay at present address (Year(s)/Month(s))

If Duration of stay at present address is less than one year then address of previous Residence

* Identity Proof
(*Voters Identity Card/ Passport/Driving License/Aadhaar*)

* Residential Proof
(*Bank Statement / Electricity Bill / Telephone bill / Mobile bill*)

*Identity Proof No.

*Residential Proof No.

Submit the proof of identity and proof of address

(a) * Proof of identity — Max 2 MB — Choose File — Remove — Download

(b) *Residential proof — Max 2 MB — Choose File — Remove — Download

---

**11 Consent along with declaration by Nominee**

I _____ hereby give my consent to become the member of _____ ,

in the event of death of _____ member of the company or his incapacity to contract.

I do solemnly declare that I am an Indian citizen and resident in India and I have not been convicted of any offence in connection with the promotion, formation or management of any company or LLP and have not been found guilty of any fraud or misfeasance or of any breach of duty to any company under this Act or any previous company law or LLP Act in the last five years. I further declare that:

I am not a nominee in any other One Person Company, and I shall comply with the eligibility criteria specified in Rule 3(3) within the prescribed period. I understand that the person nominating me may withdraw my nomination without my consent.

***To be digitally signed** DSC BOX

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**12 Details of creditors and members**

**(A) List of Creditors**

| S. No. | Name of the Creditor | Address | Amount Due | Remarks (Nature of Debt / Claim / Liability) |
|---|---|---|---|---|
| (i) | (ii) | (iii) | (iv) | (v) |
| | | | | |
| | | | | |
| | | | | |

Add row | Delete row | Download excel | Import

**(B) List of Members**

| S. No. | Name of the menber | Address |
|---|---|---|
| (i) | (ii) | (iii) |
| | | |
| | | |
| | | |

Add row | Delete row | Download excel | Import

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**Attachments**

(a) Copy of NOC of every creditors with the application for Conversion; Max 2 MB | Choose File | Remove | Downloa

(b) Affidavit confirming that all the members of the company have given their consent for conversion. Max 2 MB | Choose File | Remove | Downloa

(c) Optional attachment(s), if any

Max 2 MB | Choose File | Remove | Downloa

---

**Declaration by Director**

I, * ▼ the director of the company, hereby declare that all the members of the company have given their consent for conversion.

***To be digitally signed by**

DSC BOX

**Director**

* DIN

---

**Declaration**

**I, *** _____ a * ▼ *(Director/Manager/Company Secretary/CEO/CFO)* of the company declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect to the conversion of the company and matters precedent or incidental thereto have been complied with. I am authorised by the board of directors to give this declaration and to sign and submit this Form. It is further declared and verified that

☐ * Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the promoters subscribing to the Memorandum of Association and Articles of Association.

☐ *No objection certificate has been received from the members and creditors allowing conversion from private company into OPC or OPC company into public or private company, as the case maybe.

☐ *All the required attachments have been completely, correctly and legibly attached to this form.

***To be digitally signed by**

DSC BOX

*Designation

*(Director/Manager/ Company Secretary/CFO/CEO)* ▼

* Director identification number of the director; or DIN or PAN of the manager or CEO or CFO; or Membership number of the company secretary

**To be digitally signed by**

DSC BOX

**Member (In case of conversion of OPC)**

PAN or DIN of member

Save Submit

**Note: Attention is drawn to provisions of Section 448 and 449 of the Companies Act, 2013 which provide for punishment for false statement/ certificate and punishment for false evidence respectively.**

***For office use only:***

eForm Service request number (SRN)

eForm filing date (DD/MM/YYYY)

**Digital signature of the authorising officer**

This eForm is hereby registered DSC BOX

Date of signing (DD/MM/YYYY)

## Form No. INC-9

**Declaration by Subscribers and First Directors**
[Pursuant to Sections 7(1)(c) to the Companies Act, 2013 and rule 15 of the Companies (Incorporation) Rules, 2014]

सत्यमेव जयते

Form language

● English ○ Hindi

*Refer instruction kit for filing the form*

*All fields marked in * are mandatory*

1 *Name of the Company

**2(a) This declaration is in respect of:**

| | Having valid DIN | Not having valid DIN |
|---|---|---|

| | | |
|---|---|---|
| *Total number of first subscribers (non-individual + individual) | | |
| *Number of non-individual first subscriber(s) | | |
| *Number of individual first subscriber(s) cum director(s) | | |
| *Total number of directors (director(s) who is/are not subscriber(s) + subscriber(s) cum director(s) as mentioned in above Row no. 3) | | |

**2(b) Authorized person of non-individual first subscriber(s)**

**2(b)(I) *Director Identification Number (DIN)**

**Declaration**

I * being the subscriber to the memorandum, of the above-named proposed company, hereby solemnly declare and affirm that:

☐ *I have not been convicted of any offence in connection with the promotion, formation or management of any company during the preceding five years; and

☐ *I have not been found guilty of any fraud or misfeasance or of any breach of duty to any company under this Act or any previous company law during the preceding five years;

☐ I am required to obtain the Government approval under the Foreign Exchange Management (Non-debt Instruments) Rules, 2019 prior to subscription of shares and the same has been obtained, and is enclosed herewith; or

☐ I am not required to obtain the Government approval under the Foreign Exchange Management (Non-debt Instruments) Rules, 2019 prior to subscription of shares; and

☐ *All the documents filed with the Registrar for registration of the company contain information that is correct and complete and true to the best of my knowledge and belief.

☐ I provide my consent to the proposed conversion of the entity and have no objection to the same.

☐ I am a member of the company applying for registration under Part I of Chapter XXI of the Companies Act, 2013 and hereby undertake as per Rule 3(4) and Rule 5(i) of Companies (Authorised to Register) Rules that in the event of registration under this Part, necessary documents or papers shall be submitted to the registering or other authority with which the company was earlier registered, within 15 days, for its dissolution, as the case may be. I further undertake that no activity / business shall be carried out in the name and style of the previous / converted entity; and

☐ I declare that the proposed company has its objects in accordance with clause (a) of subsection (1) of section 8 of the Act and it intends to comply with the restrictions and prohibitions as mentioned respectively in clause (b) and clause (c) of that sub-section.

☐ The memorandum and articles of association have been drawn up in conformity with the provisions of section 8 and rules made thereunder; and

☐ All the requirements of Companies Act, 2013 and the rules made thereunder relating to registration of the company under section 8 of the Act and matters precedent or incidental thereto have been complied with

*DSC; DSC BOX

**2(b)(II) *Income-tax permanent account number (PAN)**

**Declaration**

I * _____ being the subscriber to the memorandum, of the above-named proposed company, hereby solemnly declare and affirm that:

☐ *I have not been convicted of any offence in connection with the promotion, formation or management of any company during the preceding five years; and

☐ *I have not been found guilty of any fraud or misfeasance or of any breach of duty to any company under this Act or any previous company law during the preceding five years;

☐ I am required to obtain the Government approval under the Foreign Exchange Management (Non-debt Instruments) Rules, 2019 prior to subscription of shares and the same has been obtained, and is enclosed herewith; or

☐ I am not required to obtain the Government approval under the Foreign Exchange Management (Non-debt Instruments) Rules, 2019 prior to subscription of shares; and

☐ *All the documents filed with the Registrar for registration of the company contain information that is correct and complete and true to the best of my knowledge and belief.

☐ I provide my consent to the proposed conversion of the entity and have no objection to the same.

☐ I am a member of the company applying for registration under Part I of Chapter XXI of the Companies Act, 2013 and hereby undertake as per Rule 3(4) and Rule 5(i) of Companies (Authorised to Register) Rules that in the event of registration under this Part, necessary documents or papers shall be submitted to the registering or other authority with which the company was earlier registered, within 15 days, for its dissolution, as the case may be. I further undertake that no activity / business shall be carried out in the name and style of the previous / converted entity; and

☐ I declare that the proposed company has its objects in accordance with clause (a) of subsection (1) of section 8 of the Act and it intends to comply with the restrictions and prohibitions as mentioned respectively in clause (b) and clause (c) of that sub-section.

☐ The memorandum and articles of association have been drawn up in conformity with the provisions of section 8 and rules made thereunder; and

☐ All the requirements of Companies Act, 2013 and the rules made thereunder relating to registration of the company under section 8 of the Act and matters precedent or incidental thereto have been complied with

*DSC DSC BOX

**2(c) Particulars of individual first subscriber(s) (other than subscriber cum director)**

**2(c)(I) Block 1**

I. ***Director Identification Number (DIN)**

**Declaration**

I * [ ] being the subscriber to the memorandum, of the above-named proposed company, hereby solemnly declare and affirm that:

☐ *I have not been convicted of any offence in connection with the promotion, formation or management of any company during the preceding five years; and

☐ *I have not been found guilty of any fraud or misfeasance or of any breach of duty to any company under this Act or any previous company law during the preceding five years;

☐ I am required to obtain the Government approval under the Foreign Exchange Management (Non-debt Instruments) Rules, 2019 prior to subscription of shares and the same has been obtained, and is enclosed herewith; or

☐ I am not required to obtain the Government approval under the Foreign Exchange Management (Non-debt Instruments) Rules, 2019 prior to subscription of shares; and

☐ *All the documents filed with the Registrar for registration of the company contain information that is correct and complete and true to the best of my knowledge and belief.

☐ I provide my consent to the proposed conversion of the entity and have no objection to the same.

☐ I am a member of the company applying for registration under Part I of Chapter XXI of the Companies Act, 2013 and hereby undertake as per Rule 3(4) and Rule 5(i) of Companies (Authorised to Register) Rules that in the event of registration under this Part, necessary documents or papers shall be submitted to the registering or other authority with which the company was earlier registered, within 15 days, for its dissolution, as the case may be. I further undertake that no activity / business shall be carried out in the name and style of the previous / converted entity; and

☐ I declare that the proposed company has its objects in accordance with clause (a) of subsection (1) of section 8 of the Act and it intends to comply with the restrictions and prohibitions as mentioned respectively in clause (b) and clause (c) of that sub-section.

☐ The memorandum and articles of association have been drawn up in conformity with the provisions of section 8 and rules made thereunder; and

☐ All the requirements of Companies Act, 2013 and the rules made thereunder relating to registration of the company under section 8 of the Act and matters precedent or incidental thereto have been complied with

*DSC DSC BOX

**2(c)(II) Block 2**

***Income-tax permanent account number (PAN)** [ ]

**Declaration**

I * [ ] being the subscriber to the memorandum, of the above-named proposed company, hereby solemnly declare and affirm that:

☐ *I have not been convicted of any offence in connection with the promotion, formation or management of any company during the preceding five years; and

☐ *I have not been found guilty of any fraud or misfeasance or of any breach of duty to any company under this Act or any previous company law during the preceding five years;

☐ I am required to obtain the Government approval under the Foreign Exchange Management (Non-debt Instruments) Rules, 2019 prior to subscription of shares and the same has been obtained, and is enclosed herewith; or

☐ I am not required to obtain the Government approval under the Foreign Exchange Management (Non-debt Instruments) Rules, 2019 prior to subscription of shares; and

☐ *All the documents filed with the Registrar for registration of the company contain information that is correct and complete and true to the best of my knowledge and belief.

☐ I provide my consent to the proposed conversion of the entity and have no objection to the same.

☐ I am a member of the company applying for registration under Part I of Chapter XXI of the Companies Act, 2013 and hereby undertake as per Rule 3(4) and Rule 5(i) of Companies (Authorised to Register) Rules that in the event of registration under this Part, necessary documents or papers shall be submitted to the registering or other authority with which the company was earlier registered, within 15 days, for its dissolution, as the case may be. I further undertake that no activity / business shall be carried out in the name and style of the previous / converted entity; and

☐ I declare that the proposed company has its objects in accordance with clause (a) of subsection (1) of section 8 of the Act and it intends to comply with the restrictions and prohibitions as mentioned respectively in clause (b) and clause (c) of that sub-section.

☐ The memorandum and articles of association have been drawn up in conformity with the provisions of section 8 and rules made thereunder; and

☐ All the requirements of Companies Act, 2013 and the rules made thereunder relating to registration of the company under section 8 of the Act and matters precedent or incidental thereto have been complied with

*DSC

DSC BOX

**2(d) Particulars of individual first subscriber(s) cum directors**

**2(d)(I) Block 1**

***Director Identification Number (DIN)**

**Declaration**

I * being the subscriber to the memorandum and named as first director in the articles, of the above-named proposed company, hereby solemnly declare and affirm that:

☐ *I have not been convicted of any offence in connection with the promotion, formation or management of any company during the preceding five years; and

☐ *I have not been found guilty of any fraud or misfeasance or of any breach of duty to any company under this Act or any previous company law during the preceding five years;

☐ I am required to obtain the Government approval under the Foreign Exchange Management (Non-debt Instruments) Rules, 2019 prior to subscription of shares and the same has been obtained, and is enclosed herewith; or

☐ I am not required to obtain the Government approval under the Foreign Exchange Management (Non-debt Instruments) Rules, 2019 prior to subscription of shares; and

☐ *All the documents filed with the Registrar for registration of the company contain information that is correct and complete and true to the best of my knowledge and belief.

☐ I provide my consent to the proposed conversion of the entity and have no objection to the same.

☐ I am a member of the company applying for registration under Part I of Chapter XXI of the Companies Act, 2013 and hereby undertake as per Rule 3(4) and Rule 5(i) of Companies (Authorised to Register) Rules that in the event of registration under this Part, necessary documents or papers shall be submitted to the registering or other authority with which the company was earlier registered, within 15 days, for its dissolution, as the case may be. I further undertake that no activity / business shall be carried out in the name and style of the previous / converted entity; and

☐ I declare that the proposed company has its objects in accordance with clause (a) of subsection (1) of section 8 of the Act and it intends to comply with the restrictions and prohibitions as mentioned respectively in clause (b) and clause (c) of that sub-section.

☐ The memorandum and articles of association have been drawn up in conformity with the provisions of section 8 and rules made thereunder; and

☐ All the requirements of Companies Act, 2013 and the rules made thereunder relating to registration of the company under section 8 of the Act and matters precedent or incidental thereto have been complied with

*DSC

DSC BOX

**2(d)(II) Block 2**

***Income-tax permanent account number (PAN)**

## Form No. INC-12

**Application for grant of License to an existing company under Section 8**
[Pursuant to section 8(5) of the Companies Act, 2013 and Rule 20 of the Companies (Incorporation) Rules, 2014]

Form language

● English ○ Hindi

*Refer instruction kit for filing the form.*

*All fields marked in * are mandatory*

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**Company Information**

1 (a) *Corporate Identity Number (CIN)

2 (a) *Name of the Company

(b) *Address of the Registered Office of the company

(c) *Email ID of the company

---

3 (a) *Company is
*(Private company /Public company)*

(b) *Category
*(Company limited by shares/Company limited by guarantee)*

(c) *Sub Category
*(Union government company/State government company/Non-government company, Subsidiary of foreign company/Guarantee and association company)*

(d)* Whether the company is having share capital
*(Yes /No)*

---

4 (a) Authorised capital of the company

(b) Maximum number of members

(c) Maximum number of members excluding present and past employees

---

5 (a)(i) *Main division of industrial activity of the company

(ii) *Description of the main division

(b)(i) *Main division of industrial activity of the company being pursued or proposed to be done in pursuance of section 8

(ii) *Description of the main division of industrial activity of the company being pursued or proposed to be done in pursuance of section 8

(c) *Grounds on which application is made

---

**Director(s) / KMP (s) Details**

6 *Enter the number of Directors

**Particulars of the directors**

| **Designation** *(Director/Nominee Director/Managing director/Whole-time director/Alternate director/Additional director/Director appointed in casual vacancy)* | **Director identification number (DIN)** | **Name of the person** | **Name of the company or institution whose nominee the appointee is (Only in case of nominee director)** |
|---|---|---|---|
| (a) | (b) | (c) | (d) |
| | | | |
| | | | |
| | | | |

---

7 *Enter the number of key managerial personnel

**Particulars of the key managerial personnel**

| **Designation** *(Manager/Secretary/CEO/CFO)* | **Director identification number (DIN) or Income-tax permanent account number (PAN)** | **Name of the person** | **Membership number (in case of Company secretary)** |
|---|---|---|---|
| (a) | (b) | (c) | (d) |
| | | | |

| | | | |
|---|---|---|---|
| | | | |
| | | | |

8 (a) *Whether the Articles are entrenched ○ Yes ○ No

(If yes, entrenched Articles should be annexed thereto)

(b) Number of Articles to which provisions of entrenchment shall be applicable

**Details of Articles to which provisions of entrenchment shall be applicable**

| Sr No | Article Number | Content |
|---|---|---|
| | | |
| | | |

9 Estimation of future income and expenditure for the next three years

| Period | Estimated income (in INR) | Estimated expenditure (in INR) | Estimated surplus / deficit (in INR) | Remarks (Source of Income, Objects of Expenditure) |
|---|---|---|---|---|
| (a) | (b) | (c) | (d) | (e) |
| | | | | |
| | | | | |
| | | | | |

10 *Whether resolution passed in Board meeting or General Meeting for conversion

○ Board Meeting ○ General Meeting

(a)* Date of passing resolution (DD/MM/YYYY)

(b) *Mode of Resolution

(c) *Number of votes casted in favour

(d)*Number of votes casted against

(e)*SRN of MGT-14

**Attachments**

(a) Approval/concurrence/NOC of the concerned authority/sectoral regulator, department or Ministry of the Central or State Government(s) Max 2 MB Choose File Remove Downloa

(b) *Statement showing in detail the assets and the liabilities of the company, as on the date of the preceding that date — Max 2 MB | Choose File | Remove | Downloa

(c) *Copy of resolution passed in board meeting — Max 2 MB | Choose File | Remove | Downloa

(d) Optional attachment, if any — Max 2 MB | Choose File | Remove | Downloa

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**Declaration**

I* [ ] authorised by the Board of Directors of the Company vide resolution number * [ ]

dated* [ ] declare that:

☐ *All the requirements of Companies Act, 2013 and the Rules thereto made thereunder in respect of the subject matter of this form have been complied with.

☐ *All the information given herein above is true, correct and complete including the attachments to this form and nothing material has been suppressed.

☐ *The memorandum and articles of association have been drawn up in conformity with the provisions of Section 8 of the Companies Act, 2013 and Rules made thereunder relating to registration of the company under section 8 of the Act and matters precedent or incidental thereto have been complied with.

***To be digitally signed by** DSC BOX

*Designation
(*Director/Manager/ Company Secretary/CFO/CEO)* [▼]

* Director identification number of the director; or DIN or PAN of the manager or CEO or CFO; or Membership number of the company secretary [ ]

---

**Declaration by Practicing Professional**

☐ *The memorandum and articles of association have been drawn up in conformity with the provisions of section 8 of the Companies Act, 2013 and rules made thereunder; and

☐ *All the requirements of Companies Act, 2013 and the rules made thereunder relating to registration of the company under section 8 of the Act and matters precedent or incidental thereto have been complied witl further certify that:

*** To be digitally signed by** DSC BOX

○ Chartered accountant (in whole-time practice)

○ Cost accountant (in whole-time practice)

○ Company secretary (in whole-time practice)

○ Advocate (in whole-time practice)

Whether associate or fellow:

○ Associate ○ Fellow

Membership number

Certificate of practice number

Permanent Account Number

Save Submit

**Note: Attention is drawn to provisions of Section 7(5) and 7(6) which, inter-alia, provides that furnishing of any false or incorrect particulars of any information or suppression of any material information shall attract punishment for fraud under Section 447.**

**Attention is also drawn to provisions of Section 448 and 449 of the Companies Act, 2013 which provide for punishment for false statement / certificate and punishment for false evidence respectively.**

**For office use only**

eForm Service request number (SRN)

eForm filing date (DD/MM/YYYY)

**Digital signature of the authorising officer**

This eForm is hereby approved DSC BOX

This eForm is hereby rejected DSC BOX

Date of signing (DD/MM/YYYY)

**Declaration**

I * [ ] being the subscriber to the memorandum and named as first director in the articles, of the above-named proposed company, hereby solemnly declare and affirm that:

☐ *I have not been convicted of any offence in connection with the promotion, formation or management of any company during the preceding five years; and

☐ *I have not been found guilty of any fraud or misfeasance or of any breach of duty to any company under this Act or any previous company law during the preceding five years;

☐ I am required to obtain the Government approval under the Foreign Exchange Management (Non-debt Instruments) Rules, 2019 prior to subscription of shares and the same has been obtained, and is enclosed herewith; or

☐ I am not required to obtain the Government approval under the Foreign Exchange Management (Non-debt Instruments) Rules, 2019 prior to subscription of shares; and

☐ *All the documents filed with the Registrar for registration of the company contain information that is correct and complete and true to the best of my knowledge and belief.

☐ I provide my consent to the proposed conversion of the entity and have no objection to the same.

☐ I am a member of the company applying for registration under Part I of Chapter XXI of the Companies Act, 2013 and hereby undertake as per Rule 3(4) and Rule 5(i) of Companies (Authorised to Register) Rules that in the event of registration under this Part, necessary documents or papers shall be submitted to the registering or other authority with which the company was earlier registered, within 15 days, for its dissolution, as the case may be. I further undertake that no activity / business shall be carried out in the name and style of the previous / converted entity; and

☐ I declare that the proposed company has its objects in accordance with clause (a) of subsection (1) of section 8 of the Act and it intends to comply with the restrictions and prohibitions as mentioned respectively in clause (b) and clause (c) of that sub-section.

☐ The memorandum and articles of association have been drawn up in conformity with the provisions of section 8 and rules made thereunder; and

☐ All the requirements of Companies Act, 2013 and the rules made thereunder relating to registration of the company under section 8 of the Act and matters precedent or incidental thereto have been complied with

*DSC

DSC BOX

**2(e) Particulars of directors (other than first subscribers)**

**2(e)(I) Block 1**

***Director Identification Number (DIN)**

**Declaration**

I * being named as first director in the articles, of the above-named proposed company, hereby solemnly declare and affirm that:

☐ *I have not been convicted of any offence in connection with the promotion, formation or management of any company during the preceding five years; and

☐ *I have not been found guilty of any fraud or misfeasance or of any breach of duty to any company under this Act or any previous company law during the preceding five years; and

☐ *All the documents filed with the Registrar for registration of the company contain information that is correct and complete and true to the best of my knowledge and belief.

☐ The memorandum and articles of association have been drawn up in conformity with the provisions of section 8 and rules made thereunder; and

☐ All the requirements of Companies Act, 2013 and the rules made thereunder relating to registration of the company under section 8 of the Act and matters precedent or incidental thereto have been complied with

*DSC

DSC BOX

**2(e)(II) Block 2**

***Income-tax permanent account number (PAN)**

**Declaration**

I * [ ] being named as first director in the articles, of the above-named proposed company, hereby solemnly declare and affirm that:

☐ *I have not been convicted of any offence in connection with the promotion, formation or management of any company during the preceding five years; and

☐ *I have not been found guilty of any fraud or misfeasance or of any breach of duty to any company under this Act or any previous company law during the preceding five years; and

☐ *All the documents filed with the Registrar for registration of the company contain information that is correct and complete and true to the best of my knowledge and belief.

☐ The memorandum and articles of association have been drawn up in conformity with the provisions of section 8 and rules made thereunder; and

☐ All the requirements of Companies Act, 2013 and the rules made thereunder relating to registration of the company under section 8 of the Act and matters precedent or incidental thereto have been complied with

*DSC

DSC BOX

# Form No. INC-13

Form language

● English ○ Hindi

**e-MOA (e-Memorandum of Association)**
[Pursuant to sections 4 and 8 of the Companies Act, 2013 and rules made thereunder read with Schedule I]

*Refer instruction kit for filing the form*

*All fields marked in * are mandatory*

---

1 *The name of the company is

2 *The registered office of the company will be situated in the State of

3 (a) *The objects to be pursued by the company on its incorporation are:

(b) *Matters which are necessary for furtherance of the objects specified in clause 3(a) are

the doing of all such other lawful things as considered necessary for the furtherance of the above objects:

Provided that the company shall not support with its funds, or endeavor to impose on, or procure to be observed by its members or others, any regulation or restriction which, as an object of the company, would make it a trade union.

4 *The objects of the company extend to the

5 (i) *The profits, if any, or other income and property of the company, when-so-ever derived, shall be applied, solely for the
promotion of its objects as set forth in this memorandum.

(ii) *No portion of the profits, other income or property aforesaid shall be paid or transferred, directly or indirectly, by way of dividend, bonus or otherwise by way of profit, to persons who, at any time are, or have been, members of the company or to any one or more of them or to any persons claiming through any one or more of them.

(iii) *No remuneration or other benefit in money or money's worth shall be given by the company to any of its members, whether officers or members of the company or not, except payment of out-of-pocket expenses, reasonable and proper interest on money lent, or reasonable and proper rent on premises let to the company.

(iv) *Nothing in this clause shall prevent the payment by the company in good faith of prudent remuneration to any of its officers or servants (not being members) or to any other person (not being member), in return for any services actually rendered to the company.

(v) *Nothing in these clauses (iii) and (iv) shall prevent the payment by the company in good faith of prudence remuneration to any of its members in return for any services (not being services of a kind which are required to be rendered by a member), actually rendered to the company

6 *No alteration shall be made to this memorandum of association or to the articles of association of the company which are for the time being in force, unless the alteration has been previously submitted to and approved by the Registrar.

7 *The liability of the members is limited.

8 ***Table applicable to Section 8/ Part I Section 8 company**

Table A / B / C

*(A- MEMORANDUM OF ASSOCIATION OF A COMPANY LIMITED BY SHARES/ B - MEMORANDUM OF ASSOCIATION OF A COMPANY LIMITED BY GUARANTEE AND NOT HAVING SHARE CAPITAL/ C - MEMORANDUM OF ASSOCIATION OF A COMPANY LIMITED BY GUARANTEE AND HAVING SHARE CAPITAL)*

Each member, undertakes to contribute to the assets of the company in the event of its being wound up while he is a member or within one year afterwards, for the payment of the debts or liabilities of the company contracted before he ceases to be a member and of the costs, charges and expenses of winding up, and for adjustment of the rights of the contributories among themselves such amount as may be required not exceeding a sum of Rs *

The share capital of the company is _____ rupees, divided into

| | Equity | Shares of | | Rupees each | |
|---|---|---|---|---|---|
| | | | | | |

Add row Delete row

9 *True accounts shall be kept of all sums of money received and expended by the company and the matters in respect of which such receipts and expenditure take place, and of the property, credits and liabilities of the company; and, subject to any reasonable restrictions as to the time and manner of inspecting the same that may be imposed in accordance with the regulations of the company for the time being in force, the accounts shall be open to the inspection of the members. Once at least in every year, the accounts of the company shall be examined, and the correctness of the balance-sheet and the income and expenditure account ascertained by one or more properly qualified auditor or auditors.

10 *If upon a winding up or dissolution of the company, there remains, after the satisfaction of all the debts and liabilities, any property whatsoever, the same shall not be distributed amongst the members of the company but shall be given or transferred to such other company having objects similar to the objects of this company, subject to such conditions as the Tribunal may impose, or may be sold and proceeds thereof credited to the Rehabilitation and Insolvency Fund formed under Section 269 of the Act.

11 *The Company can be amalgamated only with another company registered under section 8 of the Act and having similar objects.

12 ■ We, the several persons, whose names and addresses are subscribed are desirous of being formed into a company , in pursuance of this memorandum of association:

**Subscriber Details**

| S. No. | *Name, Address, Description and Occupation | DIN / PAN / Passport number | No. of equity shares taken | DSC | Dated |
|---|---|---|---|---|---|
| 1. | | | | | |
| 2 | | | | | |
| Total shares taken | | | | | |

| Signed before me | | | | | |
|---|---|---|---|---|---|
| Membership type of the witness | *Name of the witness | *Address, Description and Occupation | *DIN/PAN/Passport Number/Membership Number | *DSC | Dated |
| | | | | | |

**Attachments**

First Subscriber (s) sheet — Max 2 MB | Choose File | Remove | Downloa

**Declaration**

Pursuant to resolution no. _____ dated, _____ I, on the behalf of Board of Directors, declare that following amendments have been adopted in Memorandum of Association:

**To be digitally signed by**

Name

Designation — Director

DIN

DSC — DSC BOX

Save | Submit

# Form No. INC-18

**Application to Regional Director for conversion of section 8 company into company of any other kind**
[Pursuant to section 8(4)(ii) of The Companies Act, 2013 and Rule 21(4) of The Companies (Incorporation) Rules, 2014]

Form language

● English ○ Hindi

*Refer instruction kit for filing the form*

*All fields marked in * are mandatory*

---

**Entity's details**

1 (a) *Corporate Identity Number (CIN)

2 (a) *Name of the Company

(b) *Registered office address of the company

(c) *email id of the company

3 *License number issued to the Company under Section 8

4 (a) *Date of incorporation of Company (DD/MM/YYYY)

(b) *Type of Company

5 (a) *Present objects of the company

(b) *Description of objects

6 (a) *Main division of industrial activity of the company being proposed to be pursued after the proposed conversion

(b) *Description of the main division of industrial activity of the company being proposed to be pursued after the proposed conversion

7 *Detailed reasons for conversion into any other kind of company

8 *SRN of Form MGT-14

9 (a) *Whether the company is regulated under a Special Act or has obtained any special status/ privilege as mentioned in rule 22(5) or has been regulated by any sectoral regulators? ○ Yes ○ No

(Where yes is chosen, copy of approval to be mandatorily attached)

(b) Number of such regulators

(c) Please furnish the details below for each regulator:

| S. No | Name of the regulatory body | Date of obtaining 'No Objection Certificate (NOC)' / letter of concurrence (DD/MM/YYYY) | Serial number of such NOC / letter of concurrence |
|---|---|---|---|
| | (i) | (ii) | (iii) |
| | | | |
| | | | |

10 (a) *Number of existing director(s) and key managerial personnel

(b) Particulars of existing director(s) and key managerial personnel

(i) *DIN or Income Tax PAN

(ii) *Name

(iii) *Designation

*(Director, Managing director, Alternate director, Additional director, Director appointed in casual vacancy, Nominee director, Whole-time director, Manager, Company secretary, CEO, CFO)*

11 *Whether the company has acquired any immovable property through lease or otherwise from any Government or authority or body corporate or person since incorporation at concessional rate or free of cost ○ Yes ○ No

*(If yes, attach proof of payment of differential amount as per rules)*

12 (a) *Whether company has received any donation and/or grant/benefits from any person or authority since incorporation ○ Yes ○ No

(b) Please provide the details of such donation and/or grant/benefits:

| S. No | Category of source of such donation | Aggregate amount / notional value of benefit received from the selected source (in INR) | Remarks |
|---|---|---|---|
| (i) | (ii) | (iii) | (iv) |
| | | | |
| | | | |
| | | | |

13 *Whether there is any surplus amount after payment of dues to be transferred to IEPF as per applicable rule ○ Yes ○ No

If yes, mention the amount to be so transferred

14 *Whether NOC is obtained from all the creditors ○ Yes ○ No

(If yes, attach the NOC)

15 I* _____ the Director of the company hereby confirm that:

(a) The conversion is not being sought with the object of depriving the creditors of their dues or to cause loss or prejudice to any person.

(b) No portion of the income or property of the company has been paid or transferred directly or indirectly by way of dividend or bonus or otherwise to persons who are or have been members or promoters of the company or to any one or more of them or to any persons claiming through any one or more of them.

(c) I/We shall be liable under section 448 of the Act and under relevant provision of the Indian Penal Code,1860 and any other law as applicable, if any statement in this application is found to be false or any fact in any material particular is found to be omitted.

---

**Attachments**

| | | | | |
|---|---|---|---|---|
| (a) *Statement of assets and liabilities of the company, as on the date not earlier than thirty days of that date duly certified by the auditor | Max 2 MB | Choose File | Remove | Downloa |
| (b) Copy of approval from concerned authorities | Max 2 MB | Choose File | Remove | Downloa |
| (c) Proof of payment of differential amount | Max 2 MB | Choose File | Remove | Downloa |
| (d) NOC from all the creditors | Max 2 MB | Choose File | Remove | Downloa |
| (e) Optional attachment(s) - if any | Max 2 MB | Choose File | Remove | Downloa |

---

**Declaration**

I am authorised by the Board of Directors of the Company vide resolution no* _____ dated * _____ to sign this is form and declare that all the requirements of Companies Act, 2013 and the

rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with.

I further declare that:

1 Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.

2 All the required attachments have been completely and legibly attached to this form.

*** To be digitally signed by** DSC BOX

*Director

*DIN of the director

---

**Declaration and Certification by Professional**

It is hereby certified that I have gone through the provisions of the Companies Act, 2013 and rules made thereunder for the subject matter of this form and matters incidental thereto and found them to be true, correct and complete and no information material to this form has been suppressed.

*** To be digitally signed by** DSC BOX

◯ Chartered accountant (in whole-time practice)

◯ Cost accountant (in whole-time practice)

◯ Company secretary (in whole-time practice)

* Whether associate or fellow:

◯ Associate ◯ Fellow

Membership number

Certificate of practice number

---

Save Submit

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**Note: Attention is drawn to provisions of Section 448 and 449 of the Companies Act, 2013 which provide for punishment for false statement / certificate and punishment for false evidence respectively.**

---

**For Office use only:**

eForm Service request number (SRN)

eForm filing date (DD/MM/YYYY)

**Digital signature of the authorising officer**

This eForm is hereby approved — DSC BOX

This eForm is hereby rejected — DSC BOX

Date of signing (DD/MM/YYYY)

# Form No. INC-20

Form language

● English ○ Hindi

**Intimation to Registrar of revocation/surrender of license issued under section 8**
[Pursuant to section 8(4) and 8(6) of The Companies Act, 2013 and Rule 23 of The Companies (Incorporation) Rules, 2014]

*Refer instruction kit for filing the form.*

*All fields marked in * are mandatory*

---

**Entity's Details**

1 (a) *Corporate Identity Number (CIN)

2 (a) *Name of the Company

(b) *Address of the registered office of the company

(c) *Type of company

(d) *email ID of company

3 (a) *License number issued under section 8

---

**Other Details**

4 *Whether application for revocation of license is made central government ○ Voluntarily ○ On directions of the

5 (a) *Date of issue of order (DD/MM/YYYY)

(b) *Due date for filing the order (DD/MM/YYYY)

(c) *SRN of form INC-18

6 * Mention the name of the company in view of the order of revocation of license under section 8
(The word(s) Private limited, Limited may be added in name of the company and the word(s) like Electoral trust, foundation, forum, association, federation, chambers, confederation, council etc. shall be removed from the name. Thereupon the status of company will be changed accordingly.)

---

**Attachment(s)**

(a) Copy of order of Central Government — Max 2 MB | Choose File | Remove | Downloa

(b) Optional attachment(s) - if any — Max 2 MB | Choose File | Remove | Downloa

---

**Declaration**

I am authorised by the Board of Directors of the Company vide resolution no* dated * to sign this is form and declare that all the requirements of Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with.

I further declare that:

1 Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.

2 All the required attachments have been completely and legibly attached to this form.

3 Further, the conditions, if any imposed by the Central Government have also been fully complied with.

*** To be digitally signed by** DSC BOX

* Designation

*(Director/Manager/Company Secretory/CFO/ CEO)*

* DIN of the director OR DIN or PAN of the manager or CEO or CFO or membership

number of the company secretary

Save Submit

**Note: Attention is drawn to provisions of Section 448 and 449 of the Companies Act, 2013 which provide for punishment for false statement / certificate and punishment for false evidence respectively.**

***For office use only:***

eForm Service request number (SRN)

eForm filing date (DD/MM/YYYY)

**Digital signature of the authorising officer**

This eForm is hereby registered DSC BOX

Date of signing (DD/MM/YYYY)

# Form No. INC-20A

**Declaration for commencement of business**
[Pursuant to Section 10A(1)(a) of the Companies Act, 2013 and Rule 23A of the Companies (Incorporation) Rules, 2014

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Form language

● English ○ Hindi

*Refer instruction kit for filing the form*

*All fields marked in * are mandatory*

**Company Information**

1*Corporate Identity Number (CIN)

2 (a) *Name of the Company

(b) *Registered office address

(c) *email id

(d) *Longitude

(e) *Latitude

---

3 *Whether the company's activities is/are regulated by a Sectoral Regulator like RBI, SEBI, IRDAI etc. ○ Yes ○ No

(a) If Yes, specify Name of the regulator *(IRDA/RBI/SEBI/MCA/Others)*

(b) If Others, please specify

(c) Letter number/registration number/ approval issued under section 406

(d) Date of approval/registration of regulatory body as the case may be

---

**4 Details of subscriber payment for value of shares**

(a) *Number of Shareholders for which company wish to report

| S.no | Name of shareholder | Name of the bank with IFSC code in which amount of subscription money is received for shares subscribed during incorporation | Account number | Date of receipt | Amount of receipt |
|---|---|---|---|---|---|
| | (b) | (c) | (d) | (e) | (f) |
| 1 | | | | | |
| 2 | | | | | |
| 3 | | | | | |
| 4 | | | | | |

**Attachments**

(a) *Photograph of Registered Office showing external building and inside office also showing therein at least one Director/ KMP — Max 2 MB | Choose File | Remove | Downloa

(b) Certificate of Registration issued by the RBI (Only in case of Non-Banking Financial Companies) /from other regulator — Max 2 MB | Choose File | Remove | Downloa

(c) Notification declaration as a Nidhi Company | Max 2 MB | Choose File | Remove | Downloa

(d) Optional attachment(s) - if any | Max 2 MB | Choose File | Remove | Downloa

---

**Declaration**

I am authorised by the Board of Directors of the Company vide resolution no * [ ] Dated * [ ] to sign this is form and declare that all the requirements of Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with.

I further declare that:

1 Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.

2 All the required attachments have been completely and legibly attached to this form.

3 Every subscriber to the MOA has paid the value for shares agreed to be taken by him.

4 The company has filed with the registrar a verification of its registered office as provided in subsection (2) of section 12.

***To be digitally signed by**

*Director DSC BOX

*Director identification number of the director [ ]

---

**Certificate by Practicing Professional**

I declare that I have been duly engaged for the purpose of certification of this form. It is hereby certified that I have gone through the provisions of the Companies Act, 2013 and Rules thereunder relevant to this form and I have verified the above particulars (including attachment(s)) from the original records maintained by the Company/applicant which is subject matter of this form and found them to be true, correct and complete and no information material to this form has been suppressed

- ○ Chartered accountant (in whole-time practice) or
- ○ Cost accountant (in whole-time practice) or
- ○ Company secretary (in whole-time practice)

*Whether associate or fellow:

◯ Associate ◯ Fellow

***To be digitally signed by** DSC BOX

Membership number

Certificate of practice number

Save Submit

---

**Note: Attention is drawn to provisions of Section 448 and 449 of the Companies Act, 2013 which provide for punishment for false statement / certificate and punishment for false evidence respectively.**

**This eForm has been taken on file maintained by the register of companies through electronic mode and on the basis of statement of correctness given by the Director and professional.**

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***For office use only:***

eForm Service request number (SRN)

eForm filing date (DD/MM/YYYY)

## Form No. INC-22

**Notice of situation or change of situation of registered office**

[Pursuant to section 12(2) & (4) of The Companies Act, 2013 and Rule 25 and 27 of The Companies (Incorporation) Rules, 2014]

*Refer instruction kit for filing the form.*

*All fields marked in * are mandatory*

Form language

● English ◯ Hindi

---

**1 Company Information**

(a) *Corporate Identity Number (CIN)

(b) *Name of the company

(c) *Address of the registered office of the company

(d) *Email ID of the company

2 *Purpose of filing of form

*Verification of registered office post incorporation of company/*
*Change within the local limits of city, town or village /*
*Change outside local limits of city, town or village within the same ROC and state/Change in ROC within the same state/*
*Change in state within the jurisdiction of existing ROC/Change in State outside the jurisdiction of existing ROC*

3 (a) *Have you filed MGT-14? ○ Yes ○ No

(a)(i) If yes, enter service request number (SRN) of Form MGT-14

(b) *Have you filed INC-28? ○ Yes ○ No

(b)(i) If yes, enter service request number (SRN) of Form INC-28

**4 Notice is hereby given that**

(a) *The address of the registered office of the company is situated w.e.f (DD/MM/YYYY) at

*Address Line 1

Address Line 2

*Country

*Pin code/Zip code

*Area/locality

*City

District

*State/UT

*Longitude

*Latitude

5 Name of office of Proposed RoC or new RoC

---

**Attachments**

(a) *Proof of Registered Office address (Conveyance/Lease deed/Rent Agreement etc. along with the rent receipts) along with standard NOC in case of Leased or rented property — Max 2 MB | Choose File | Remove | Download

(b) *Copies of the utility bills (not older than two months) — Max 2 MB | Choose File | Remove | Download

(c) *Photograph of Registered Office showing external building and inside office also showing therein at least one director/ KMP who has affixed his/her Digital Signature to this form. — Max 2 MB | Choose File | Remove | Download

(d) A proof that the Company is permitted to use the address as the registered office of the Company if the same is owned by any other entity/ Person (not taken on lease by company) — Max 2 MB | Choose File | Remove | Download

(e) Optional attachment(s) - if any — Max 2 MB | Choose File | Remove | Downloa

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**Declaration**

I* [ ]
a person named in the articles as a [ ] *(Director/Manager/Company Secretary)* of the company [ ]
have been authorised by the Board of Directors of the Company vide resolution no.
dated (DD/MM/YYYY)* [ ] to sign this form and declare that

* ☐ all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with.

* ☐ I also declare that all the information given herein above is true, correct and complete including the attachments to this form and nothing material has been suppressed.

☐ It is hereby further certified that [ ] , a [ ]

*[Chartered accountant (in whole time practice)/ Company secretary (in whole time practice)/ Cost accountant (in whole time practice)]*
having Membership number [ ] and certificate of practice no. [ ]

certifying this form has been duly engaged for this purpose.

***To be digitally signed by** DSC BOX

*Designation [ ]

*(Director/Manager/Company Secretory/CFO/ CEO)*

*Director identification number of the director; or DIN or PAN of the manager or CEO or CFO; or Membership number of the Company Secretary

---

**Certificate by Practicing Professional**

I declare that I have been duly engaged for the purpose of certification of this form. It is hereby certified that I have gone through the provisions of The Companies Act, 2013 and rules thereunder for the subject matter of this form and matters incidental thereto and I have verified the above particulars (including attachment(s)) from the original records maintained by the company which is subject matter of this form and found them to be true, correct and complete and no information material to this form has been suppressed. I further certify that:

1. The said records have been properly prepared, signed by the required officers of the company and maintained as per the relevant provisions of The Companies Act, 2013 and were found to be in order;

2. All the required attachments have been completely and legibly attached to this form;

3. I further declare that I have personally visited the registered office given in the form at the address mentioned herein above and verified that the said registered office of the company is functioning for the business purposes of the company.

**To be digitally signed by**

DSC BOX

Category

○ Chartered accountant (in wholetime practice) ○ Cost accountant (in wholetime practice)

○ Company secretary (in wholetime practice)

Whether Fellow ○ Associate ○

Membership number

Certificate of Practice number

---

Save Submit

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**Note: Attention is drawn to provisions of Section 448 and 449 of the Companies Act, 2013 which provide for punishment for false statement/certificate and punishment for false evidence respectively.**

**The eForm has been taken on the file maintained by the registrar of companies through electronic mode and on the basis of statement of correctness given by the filing company.**

---

***For office use only:***

eForm Service request number (SRN)

eForm filing date (DD/MM/YYYY)

**Digital signature of the authorising officer**

This eForm is hereby registered

DSC BOX

Date of signing (DD/MM/YYYY)

## Form No. INC-23

Application to the Regional Director for approval to shift the Registered office from one state to another state or from jurisdiction of one Registrar to another Registrar within the same State

[Pursuant to section 12(5) and 13(4) of the Companies Act, 2013 and rule 28 and 30 of the Companies (Incorporation) Rules, 2014]

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Form language

● English ○ Hindi

*Refer instruction kit for filing the form.*

*All fields marked in * are mandatory*

---

1 Company Information

(a) *Corporate Identity Number (CIN)

(b) *Name of the company

(c) *Address of the registered office of the company

(d) *Email ID of the company

2 *Purpose of filing of form
*Change in ROC within the same state/Change in State within the jurisdiction of existing ROC /Change in State outside the jurisdiction of existing ROC*

3 *Have you filed MGT-14? ○ Yes ○ No

(a) If yes, enter service request number (SRN) of Form MGT-14

4 (a) *Name of the state/Union territory where the new registered office of the company would be situated

(b) *Name of the office of new ROC where the new proposed registered office of the company would be situated

5 *Reasons for shifting the Registered Office, along with facts of the case (Provide a concise statement of facts in a chronological order, each paragraph containing as nearly as possible a separate issue, fact or otherwise.)

---

**6 Advertisement and objection details**

(a) *Any objections received in response to the advertisement ○ Yes ○ No

(b) Brief details of the objections received in response to the advertisement

(c) *Date of publishing of Advertisement in English (DD/MM/YYYY)

(d) *Date of publishing of Advertisement in Vernacular Language (DD/MM/YYYY)

---

**7 Details of pending prosecution/ inquiry / inspection/ investigation**

(a) *Whether any prosecution is pending against the company under the Act ○ Yes ○ No

(b) If yes, give brief details of the prosecution

8 (a) Whether any of the following is initiated against the company under the Act

☐ Inquiry ☐ Inspection ☐ Investigation

(b) If yes, give brief details of the inquiry, inspection, investigation

---

9 (a) *Whether the company has serviced the copy of the application with complete annexures with the chief secretary of the state ○ Yes ○ No

(b) If yes, specify the date of acknowledgement of service (DD/MM/YYYY)

(c) *Whether any application is pending before the Adjudicating officers, Central Government and NCLT for condonation of delay, adjudication and compounding ○ Yes ○ No

(d) If Yes, specify the details of such pending application

---

10 List of creditors

| S.No | Name of creditor | Address | Nature | Amounts due in respect of debts, claims or liabilities |
|---|---|---|---|---|
| 1 ☐ | | | | |
| 2 ☐ | | | | |
| 3 ☐ | | | | |

11 List of debenture holders

| S.No | Name of debenture holders | Address | Nature | Amounts due in respect of debts, claims or liabilities |
|---|---|---|---|---|
| 1 ☐ | | | | |
| 2 ☐ | | | | |
| 3 ☐ | | | | |

Add row Delete row

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Attachments

(a) *Power of attorney/vakalatnama/Board resolution Max 2 MB Choose File Remove Download

(b) *Copy of newspaper advertisement for notice of shifting the registered office Max 2 MB Choose File Remove Download

(c) *Acknowledgement of Proof of service of the application to the Chief secretary of the state, SEBI or any other regulatory authority (if applicable) Max 2 MB Choose File Remove Download

Max 2 MB Choose File Remove Download

(d) Copy of objections (if received any)

(e) Optional attachment, if any. Max 2 MB | Choose File | Remove | Download

---

**Declaration**

I am authorised by the Board of Directors of the Company vide resolution number * [ ]
Dated (DD/MM/YYYY)* [ ] to sign this form and declare that all the requirements of Companies Act, 2013 and
the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with.

I further declare that:

☐ *Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.

☐ *All the required attachments have been completely and legibly attached to this form.

☐ *Any application, writ petition or suit had not been filed regarding the matter in respect of which this petition/application has been made, before any court of law or any other authority or any other Bench or the Board and not any such application, writ petition or suit is pending before any of them.

☐ *The company has not defaulted in payment of dues to its workmen and has either the consent of its creditors for the proposed shifting or has made necessary provision for the payment thereof.

☐ *The company shall not seek change in the jurisdiction of the Court where cases for prosecution are pending.

☐ *No employee shall be retrenched as a consequence of shifting of the registered office from one state to another state and also there shall be an application filed by the company to the Chief Secretary of the concerned State Government or the Union territory.

☐ *A full enquiry has been made into the affairs of the company and, having done so, it is concluded that the list of creditors are correct, and that the estimated value as given in the list of the debts or claims payable on a contingency or not ascertained are proper estimates of the values of such debts and claims and that there are no other debts of or claims against the company to their knowledge.

***To be digitally signed by** DSC BOX

*Designation [▼]

*(Director/Manager/Company Secretory/CEO/ CFO)*

*Director identification number of the director; or DIN or PAN of the manager or CEO or CFO; or Membership number of the Company Secretary [ ]

Save Submit

Note: Attention is drawn to provisions of Section 448 and 449 of the Companies Act, 2013 which provide for punishment for false statement/certificate and punishment for false evidence respectively.

*For office use only:*

eForm Service request number (SRN)

eForm filing date (DD/MM/YYYY)

Digital signature of the authorising officer

This eForm is hereby approved DSC BOX

This eForm is hereby rejected DSC BOX

Date of signing (DD/MM/YYYY)

# Form No. INC-24

**Application for approval of Central Government for change of name**
[Pursuant to section 13(2) of the Companies Act, 2013 and Rule 29(2) and 33A of the Companies (Incorporation) Rules 2014]

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Form language

● English ○ Hindi

*Refer instruction kit for filing the form*

*All fields marked in * are mandatory*

**Company Information**

1 *Corporate Identity Number (CIN)

2 (a) *Name of the company

(b) *Address of the registered office of the company

(c) *Email ID of the company

---

**Details of SRN and change of name**

3 (a) *Service Request Number (SRN) of RUN

(b) *Proposed name of the company

4 *Reason(s) for change of name

5 Particulars of filing Form MGT-14 with Registrar of Companies (RoC)

*SRN of Form MGT-14

6 *Name of the company at the time of incorporation
(to be displayed in the certificate)

---

**Details of members**

7 (a) Number of members present at the meeting where the special resolution was passed for change of name and number of shares held by them

(i) *Number of members

(ii) *Number of shares held by them

(b) Number of members who voted in favour of change of name and number of shares held by them

(i) *Number of members

(ii) *Number of shares held by them

(c) Number of members who voted against the change of name and number of shares held by them

(i) *Number of members

(ii) *Number of shares held by them

(d) Details of members who abstained from voting and number of shares held by them

(i) *Number of members

(ii) *Number of shares held by them

---

**Attachments**

Optional attachment(s) - if any

Max 2 MB | Choose File | Remove | Downloa

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**Decleration**

To the best of my knowledge and belief, the information given in this application and its attachments is correct and complete and
company has obtained all the mandatory approvals from the concerned authorities and departments in respect of change of name
of the company.

The Company is not under default for payment or repayment of matured deposits or debentures or interest thereon.

I have been authorised by the Board of directors' resolution number * dated * (DD/MM/YYYY) to sign and submit this application.

***To be digitally signed by**

DSC BOX

*Designation
*(Director/Manager/Company Secretary/CEO/CFO)*

*Director identification number of the director; or DIN or PAN of the Manager/CEO/CFO; or Membership number of the Company Secretary

Save Submit

**Note: Attention is also drawn to provisions of section 448 and 449 of the Companies Act, 2013, which provide for punishment for false statement / certificate and punishment for false evidence respectively.**

***For office use only:***

eForm Service request number (SRN)

eForm filing date (DD/MM/YYYY)

**Digital signature of the authorising officer**

This eForm is hereby approved DSC BOX

This eForm is hereby rejected DSC BOX

Date of signing (DD/MM/YYYY)

# Form No. INC-27

Form language

● English ○ Hindi

**Conversion of public company into private company or private company into public company and Conversion of Unlimited Liability Company into a Company Limited by shares or guarantee or conversion of guarantee company into a company limited by shares**

[Pursuant to section 14 and 18 of the Companies Act, 2013 and Rule 33, Rule 37 and Rule 39 of the Companies (Incorporation) Rules, 2014]

*Refer instruction kit for filing the form*

*All fields marked in * are mandatory*

**Entity's details**

1 *Application for

- ○ Conversion of private company into public company
- ○ Conversion of public company into private company
- ○ Conversion of Unlimited Liability Company into a Company Limited by shares
- ○ Conversion of Unlimited Liability Company into a Company Limited by guarantee
- ○ Conversion of company limited by guarantee into a company limited by shares

2 *Corporate Identity Number (CIN)

3 (a) *Name of the Company

(b) *Registered office address

(c) *email ID of the company

4 *Reason(s) for conversion

5 Particulars of filing Form MGT-14 with Registrar of Companies (ROC)

(a) *SRN of Form MGT-14

(b) *Date of passing the special resolution (DD/MM/YYYY)

6 Particulars of the order of Central Government

(a) SRN of Form RD-1

(b) Date of passing the order (DD/MM/YYYY)

(c) Date of receiving the order (DD/MM/YYYY)

7 *Name of the company at the time of incorporation (to be displayed in the certificate)

8 (a) Date of publication of notice in English language as per rule 37 of the Companies (Incorporation) Rules, 2014 (DD/MM/YYYY)

(b) Date of publication of notice in vernacular language as per rule 37 of the Companies (Incorporation) Rules, 2014 (DD/MM/YYYY)

9 Particulars of Creditors and Debenture Holders

| S. No | Name of the Creditor / Debenture Holder | Type | Address | Amount Due | Remarks (Nature of Debt / Claim / Liability) |
|---|---|---|---|---|---|

| (i) | (ii) | (iii) | (iv) | (v) | (vii) |
|---|---|---|---|---|---|
| | | | | | |
| | | | | | |
| | | | | | |

Add row | Delete row | Download excel | Import

**Attachments**

(a) Copy of Newspaper publication — Max 2 MB | Choose File | Remove | Downloa

(b) *A copy of Statutory Auditors Certificate — Max 2 MB | Choose File | Remove | Downloa

(c) Optional attachment(s), if any — Max 2 MB | Choose File | Remove | Downloa

**Declaration**

I have been authorised by the board of directors' resolution number* _____ dated (DD/MM/YYYY) * _____ to sign and submit this application. I, further declare the following:

☐ *To the best of my knowledge and belief, the information given in this application and its attachments are correct and complete.

☐ *The company has obtained all the mandatory approvals from the concerned authorities, departments and substantial creditors.

***To be digitally signed by** — DSC BOX

*Designation
(*Director/Manager/ Company Secretary/CFO/CEO)*

* Director identification number of the director; or DIN or PAN of the manager or CEO or CFO; or Membership number of the company secretary

**Declarations under rule 37**

☐ I, on behalf of Board of Directors, hereby declare that conversion shall not affect any debts, liabilities, obligations or contracts incurred or entered into by or on behalf of the Company before conversion (except to the extent that the liability of the members shall become limited)

☐ I, on behalf of Board of Directors, hereby declare that we have made full enquiry into the affairs of the Company and, having done so, have formed an opinion that the list of creditors is correct, and that the estimated

value as given in the list of the debts or claims payable on a contingency are proper estimates of the values of such debts and claims and that there are no other debts or claims against the company to our knowledge.

☐ I, on behalf of Board of Directors, hereby declare that we have made a full inquiry into the affairs of the company, as a result of which we have formed an opinion that it is capable of meeting its liabilities and will not be rendered insolvent within a period of one year from the date of declaration, through a resolution, passed in a duly convened meeting or by circulation

☐ I, on behalf of Board of Directors, hereby declare that no complaints are pending against the company from the members or investors and no inquiry, inspection or investigation is pending against the company or its Directors or officers

☐ I, on behalf of Board of Directors, hereby declare that notice as required under rule 37(2) of The Companies (Incorporation) Rules, 2014 has been dispatched to all the creditors and debenture holders with proof of dispatch.

**To be digitally signed by** DSC BOX

Designation *(Director)*

Director identification number of the director.

**To be digitally signed by** DSC BOX

Designation *(Director)*

Director identification number of the director;

---

**Declaration and Certification by Professional**

I* member of* having office at*

who is engaged in the conversion of the company, declare that I have been duly engaged for the purpose of certification of this form. It is hereby also certified that I have gone through the provisions of the Companies Act, 2013 and rules thereunder for the subject matter of this form and matters incidental thereto and I have verified the above particulars (including attachment(s)) from the original/certified records maintained by the applicant which is subject matter of this form and found them to be true, correct and complete and no information material to this form has been suppressed. I further certify that;

(i) The company is eligible for conversion and does not attract any disqualification as specified under rule 8 of the Companies (Incorporation) Rules, 2014, and

(ii) All the requirements of Companies Act, 2013 and the rules made thereunder relating to conversion of the company from unlimited liability to limited liability and matters precedent or incidental thereto have been complied with. The said records have been properly prepared, signed by the required officers of the Company and maintained as per the relevant provisions of the Companies Act, 2013 and were found to be in order;

(iii) I have opened all the attachments to this form and have verified these to be as per requirements, complete and legible;

(iv) It is understood that I shall be liable for action under Section 448 of the Companies Act, 2013 for wrong certification, if any found at any stage.

***To be digitally signed by** DSC BOX

- ○ Chartered accountant (in whole-time practice) or
- ○ Cost accountant (in whole-time practice) or
- ○ Company secretary (in whole-time practice)

*Whether associate or fellow:

○ Associate ○ Fellow

Membership number

Certificate of practice number

Save Submit

**Note: Attention is drawn to provisions of Section 448 and 449 of the Companies Act, 2013 which provide for punishment for false statement/ certificate and punishment for false evidence respectively.**

***For office use only:***

eForm Service request number (SRN)

eForm filing date (DD/MM/YYYY)

**Digital signature of the authorising officer**

This eForm is hereby registered DSC BOX

Date of signing (DD/MM/YYYY)

# Form No. INC-28

Form language

● English ○ Hindi

**Notice of Order of the Court or Tribunal or any other competent authority**

[Pursuant to Section 12(6), 13(7), 48(4), 58(5), 87, 111(3), 66(5), 230(8), 232, 233(7), 234, 237, 252(2), 441 and others of the Companies Act, 2013 and Section 17(1), 81(4), 107(3), 167, 186, 391, 394(1), 396, 397, 398, 445, 466, 481, 518, 559, 621A, Amalgamation- Others and others of the Companies Act, 1956 and Section 7, 9, 10, 12A, 22(3), 31, 33, 54, 59(8) and others of the Insolvency and Bankruptcy Code, 2016]

*Refer instruction kit for filing the form*

*All fields marked in * are mandatory*

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**Company Information**

1 (a) *Corporate Identity Number (CIN) or Foreign Company Registration Number (FCRN)

2 (a) *Name of the Company

(b) *Address of the registered office of the company or of the principal place of business in India of the company

(c) *Email ID of the company

---

**3 (a) *Order passed by**

*(Court/ NCLT/Central Government/NCLAT/BIFR/ Debt Recovery Tribunal (DRT) Any other competent authority)*

(b)(i) Name of Court

(ii) Name of the Central Government office

(iii) Name of the Debt Recovery Tribunal

(iv) Name of the competent authority

(c) *Location

(c)(i) Others (please specify the bench name)

(d) *Petition or application number

(e) *Order number

4 *Date of passing the order(DD/MM/YYYY)

5 (a) *Relevant act under which order is passed
*(The Companies Act, 2013 / The Companies Act, 1956 Insolvency and Bankruptcy Code, 2016)*

(b)(i) Section of the Companies Act, 2013 under which order passed

(ii) Section of the Companies Act,1956 under which order passed

(iii) Section of Insolvency and Bankruptcy Code, 2016 under which order passed

(c) If others, mention the section of the Act

(d) Brief description of the applicable section

6 Number of days within which order is to be filed with Registrar

(To be entered pursuant to aforesaid sections or in terms of court order or Tribunal order or order of the competent authority, as the case may be)

7 Date of application to court or Tribunal or the competent authority for issue of Certified copy of order(DD/MM/YYYY)

8 Date of issue of certified copy of order (DD/MM/YYYY)

9 *Due date by which order is to be filed with Registrar (DD/MM/YYYY)

10(a) In case of compounding of offence, enter Service request number SRN(s) of Form 61

**(b) SRN of the relevant form**

Form Number
*(CHG-4/CHG-8/ INC-23/MGT-14/ GNL-1/ Others)*

If others, please specify

SRN of the relevant form

SRN of CHG-4

(c) Date of special resolution under section 66 of the Companies Act, 2013

(DD/MM/YYYY)

11 (a) Whether penalty involved or not ○ Yes ○ No

(b) If Yes, SRN of payment of penalty

---

**Details of amalgamation**

12 (a) In case of amalgamation, mention whether company filing the form is transferor or transferee

○ Transferor ○ Transferee

(b) Whether Transferee company is a company incorporated outside India ○ Yes ○ No

(c) Whether the order provides for increase in authorised share capital of the transferee company? ○ Yes ○ No

**(d) Details of transferee company**

CIN/FCRN

Name

Appointed date of amalgamation

**Details of transferor company(s)**

(e) Number of transferor company(s)

| Category of transferor company | CIN or FCRN or any other registration number | Name | Appointed date of amalgamation | SRN of Form INC-28 |
|---|---|---|---|---|
| (f) | (g) | (h) | (i) | (j) |
| | | | | |
| | | | | |
| | | | | |
| | | | | |

---

**13 Authorised Share capital details**

**13A Details of Authorised share capital of the Transferor company**

Name of the transferor company

| Type of shares | Class of shares | Nominal value | Existing number of shares | Total |
|---|---|---|---|---|
| | | | | |
| | | | | |
| | | | | |
| Unclassified shares | | | | |
| **Total share capital** | | | | |

**13B Details of Authorised share capital of the Transferee company**

Name of the transferee company

| Type of shares | Class of shares | Nominal value | Before amalgamation | | After amalgamation | |
|---|---|---|---|---|---|---|
| | | | Existing number of shares | Total | Revised number of shares | Total |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| Unclassified shares | | | | | | |
| **Total share capital** | | | | | | |

Add row | Delete row

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**14 In case of winding up, provide following details**

14 (a) Date of commencement of winding up under section 445 of The Companies Act, 1956(DD/MM/YYYY)

(b) Details of the liquidator

Income-tax permanent account number (Income-tax PAN) of the liquidator

Name of Liquidator

Address

Address Line 1

Address Line 2

Country

Pin Code/Zip code

Area/Locality

City

District

State/ UT

15 Date with effect from which winding up proceedings have been stayed under section 466 of The Companies Act, 1956

16 Date of dissolution under section 481 of the Companies Act, 1956(DD/MM/YYYY)

17 (a) Date with effect from which dissolution has been declared as void under section 559 of The Companies Act, 1956

(b) Whether the order is in respect of company dissolved under section 394 of The Companies Act, 1956 ○ Yes ○ No

If yes, provide details of the transferor company whose dissolution has been declared as void

CIN or FCRN

Name

Date of amalgamation(DD/MM/YYYY)

18 The paid up share capital of the company has been reduced from

| Type of shares | Class of shares | Nominal value | Existing number of shares | Whether revision required | Reduction in number of shares | Revised number of shares | Existing total value | Revised total value | Total value of reduction |
|---|---|---|---|---|---|---|---|---|---|
| (a) | (b) | (c) | (d) | (e) | (f) | (g) | (h) | (i) | (j) |
| | | | | | | | | | |

Add row Delete row

**19 Details of Interim Resolution Professional (IRP)/ Details of Resolution Professional (RP) / Details of Liquidator**

(a) Income-tax permanent account number (Income-tax PAN)

(b) IBBI Registration No.

(c) Name

(d) Mobile (with country code)

(e) Email ID

**(f) Address**

Address Line 1

Address Line 2

Country

Pin Code/Zip code

Area/Locality

City

District

State/ UT

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**Attachments**

1 *Copy of order of Court/ NCLT/ NCLAT/ BIFR/ Central Government/ DRT / any other Competent Authority — Max 2 MB | Choose File | Remove | Downloa

2 Optional attachment(s) - if any — Max 2 MB | Choose File | Remove | Downloa

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**Declaration**

I am authorised by the Board of Directors of the Company vide resolution no * dated(DD/MM/YYYY) * to sign this form and I declare that all the requirements of the companies Act,2013 and rules thereunder in respect of the subject matter of this form and matters incidental thereto have
been compiled with. I further declare that:

1 Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.

2 All the required attachments have been completely, correctly and legibly attached to this form.

***To be digitally signed by** DSC BOX

**Particulars of person signing the form**

*Name

*Designation

(*Director/ Managing director/Manager/ Secretary/AuthorisedRepresentative/ Liquidator /Interim Resolution Professional (IRP)/Resolution Professional (RP)/Others)*

Capacity

*DIN or Income-tax PAN or Membership number

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**Certificate by Practicing Professional**

It is hereby certified that I have gone through the provisions of the Companies Act, 2013 and Rules thereunder for the subject matter of this form and matters incidental thereto and I have verified the above particulars (including attachment(s)) from the original records maintained by the Company which is subject matter of this form and found them to be true, correct and complete and no information material to this form has been suppressed.

- ○ Chartered accountant (in whole-time practice) or
- ○ Cost accountant (in whole-time practice) or
- ○ Company secretary (in whole-time practice)

**To be digitally signed by** DSC BOX

Whether associate or fellow:

○ Associate ○ Fellow

Membership number

Certificate of practice number

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Save Submit

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**Note: Attention is drawn to provisions of Section 448 and 449 of the Companies Act, 2013 which provide for punishment for false statement / certificate and punishment for false evidence respectively.**

***For office use only:***

eForm Service request number (SRN)

eForm filing date (DD/MM/YYYY)

This eForm is hereby registered

**Digital signature of the authorising officer** DSC BOX

Date of signing (DD/MM/YYYY)

## Form No. INC-31

Form language

● English ○ Hindi

e-AOA (e-Articles of Association)
[Pursuant to Section 5 of the Companies Act, 2013 and rules made thereunder read with Schedule I]

सत्यमेव जयते

*Refer instruction kit for filing the form*

*All fields marked in * are mandatory*

Table applicable to company as notified under schedule I of the Companies Act, 2013 *(F, G, H)*

Table F / G / H ***(basis on the selection of above-mentioned field)*** as notified under schedule I of the companies Act, 2013 is applicable to

*(F – a company limited by shares*
*G– a company limited by guarantee and having a share capital*
*H – a company limited by guarantee and not having share capital)*

The name of the company is

| Check if not applicable | Check if altered | Article No. | Description |
|---|---|---|---|

| | | | |
|---|---|---|---|
| | | | *Interpretation* |
| □ | □ | | (1) In these regulations—<br>(a) "the Act" means the Companies Act, 2013,<br>(b) "the seal" means the common seal of the company.<br>(2) Unless the context otherwise requires, words or expressions contained in these regulations shall bear the same meaning as in the Act or any statutory modification thereof in force at the date at which these regulations become binding on the company. |
| | | | *Members / Number of Members* |
| □ | □ | | The number of members with which the company proposes to be registered is hundred, but the Board of Directors may, from time to time, register an increase of members. |
| □ | □ | | The subscribers to the memorandum and such other persons as the Board shall admit to membership shall be members of the company. |
| | | | *Share capital and variation of rights* |
| □ | □ | | Subject to the provisions of the Act and these Articles, the shares in the capital of the company shall be under the control of the Directors who may issue, allot or otherwise dispose of the same or any of them to such persons, in such proportion and on such terms and conditions and either at a premium or at par and at such time as they may from time to time think fit. |
| □ | □ | | (i) Every person whose name is entered as a member in the register of members shall be entitled to receive within two months after incorporation, in case of subscribers to the memorandum or after allotment or within one month after the application for the registration of transfer or transmission or within such other period as the conditions of issue shall be provided,—<br>(a) one certificate for all his shares without payment of any charges; or<br>(b) several certificates, each for one or more of his shares, upon payment of twenty rupees for each certificate after the first.<br>(ii) Every certificate shall be under the seal and shall specify the shares to which it relates and the amount paid-up thereon.<br>(iii) In respect of any share or shares held jointly by several persons, the company shall not be bound to issue more than one certificate, and delivery of a certificate for a share to one of several joint holders shall be sufficient delivery to all such holders |
| □ | □ | | (i) If any share certificate be worn out, defaced, mutilated or torn or if there be no further space on the back for endorsement of transfer, then upon production and surrender thereof to the company, a new certificate may be issued in lieu thereof, and if any certificate is lost or destroyed then upon proof thereof to the satisfaction of the company and on execution of such indemnity as the company deem adequate, a new certificate in lieu thereof shall be given. Every certificate under this Article shall be issued on payment of twenty rupees for each certificate.<br><br>(ii) The provisions of Articles (2) and (3) shall *mutatis mutandis* apply to debentures of the company. |

| | | | |
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| □ | □ | | Except as required by law, no person shall be recognised by the company as holding any share upon any trust, and the company shall not be bound by, or be compelled in any way to recognise (even when having notice thereof) any equitable, contingent, future or partial interest in any share, or any interest in any fractional part of a share, or (except only as by these regulations or by law otherwise provided) any other rights in respect of any share except an absolute right to the entirety thereof in the registered holder. |
| □ | □ | | (i) The company may exercise the powers of paying commissions conferred by sub-section (6) of section 40, provided that the rate per cent or the amount of the commission paid or agreed to be paid shall be disclosed in the manner required by that section and rules made thereunder.<br>(ii) The rate or amount of the commission shall not exceed the rate or amount prescribed in rules made under sub-section (6) of section 40.<br>(iii) The commission may be satisfied by the payment of cash or the allotment of fully or partly paid shares or partly in the one way and partly in the other. |
| □ | □ | | (i) If at any time the share capital is divided into different classes of shares, the rights attached to any class (unless otherwise provided by the terms of issue of the shares of that class) may, subject to the provisions of section 48, and whether or not the company is being wound up, be varied with the consent in writing of the holders of three-fourths of the issued shares of that class, or with the sanction of a special resolution passed at a separate meeting of the holders of the shares of that class.<br><br>(ii) To every such separate meeting, the provisions of these regulations relating to general meetings shall *mutatis mutandis* apply, but so that the necessary quorum shall be at least two persons holding at least one-third of the issued shares of the class in question. |
| □ | □ | | The rights conferred upon the holders of the shares of any class issued with preferred or other rights shall not, unless otherwise expressly provided by the terms of issue of the shares of that class, be deemed to be varied by the creation or issue of further shares ranking *pari passu* therewith. |
| □ | □ | | Subject to the provisions of section 55, any preference shares may, with the sanction of an ordinary resolution, be issued on the terms that they are to be redeemed on such terms and in such manner as the company before the issue of the shares may, by special resolution, determine. |
| | | | *Lien* |
| □ | □ | | (i) The company shall have a first and paramount lien—<br>(a) on every share (not being a fully paid share), for all monies (whether presently payable or not) called, or payable at a fixed time, in respect of that share; and<br>(b) on all shares (not being fully paid shares) standing registered in the name of a single person, for all monies presently payable by him or his estate to the company:<br>Provided that the Board of directors may at any time declare any share to be wholly or in part exempt from the provisions of this clause.<br><br>(ii) The company's lien, if any, on a share shall extend to all dividends payable and bonuses declared from time to time in respect of such shares. |

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| □ | □ | | The company may sell, in such manner as the Board thinks fit, any shares on which the company has a lien:<br><br>Provided that no sale shall be made—<br>(a) unless a sum in respect of which the lien exists is presently payable; or<br>(b) until the expiration of fourteen days after a notice in writing stating and demanding payment of such part of the amount in respect of which the lien exists as is presently payable, has been given to the registered holder for the time being of the share or the person entitled thereto by reason of his death or insolvency. |
| □ | □ | | (i) To give effect to any such sale, the Board may authorise some person to transfer the shares sold to the purchaser thereof.<br><br>(ii) The purchaser shall be registered as the holder of the shares comprised in any such transfer.<br><br>(iii) The purchaser shall not be bound to see to the application of the purchase money, nor shall his title to the shares be affected by any irregularity or invalidity in the proceedings in reference to the sale. |
| □ | □ | | (i) The proceeds of the sale shall be received by the company and applied in payment of such part of the amount in respect of which the lien exists as is presently payable.<br><br>(ii) The residue, if any, shall, subject to a like lien for sums not presently payable as existed upon the shares before the sale, be paid to the person entitled to the shares at the date of the sale. |
| | | | *Calls on shares* |
| □ | □ | | (i) The Board may, from time to time, make calls upon the members in respect of any monies unpaid on their shares (whether on account of the nominal value of the shares or by way of premium) and not by the conditions of allotment thereof made payable at fixed times:<br>Provided that no call shall exceed one-fourth of the nominal value of the share or be payable at less than one month from the date fixed for the payment of the last preceding call.<br><br>(ii) Each member shall, subject to receiving at least fourteen days' notice specifying the time or times and place of payment, pay to the company, at the time or times and place so specified, the amount called on his shares.<br><br>(iii) A call may be revoked or postponed at the discretion of the Board. |
| □ | □ | | A call shall be deemed to have been made at the time when the resolution of the Board authorising the call was passed and may be required to be paid by instalments. |
| □ | □ | | The joint holders of a share shall be jointly and severally liable to pay all calls in respect thereof. |

| | | | |
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| □ | □ | | (i) If a sum called in respect of a share is not paid before or on the day appointed for payment thereof, the person from whom the sum is due shall pay interest thereon from the day appointed for payment thereof to the time of actual payment at ten per cent per annum or at such lower rate, if any, as the Board may determine.<br><br>(ii) The Board shall be at liberty to waive payment of any such interest wholly or in part. |
| □ | □ | | (i) Any sum which by the terms of issue of a share becomes payable on allotment or at any fixed date, whether on account of the nominal value of the share or by way of premium, shall, for the purposes of these regulations, be deemed to be a call duly made and payable on the date on which by the terms of issue such sum becomes payable.<br><br>(ii) In case of non-payment of such sum, all the relevant provisions of these regulations as to payment of interest and expenses, forfeiture or otherwise shall apply as if such sum had become payable by virtue of a call duly made and notified. |
| □ | □ | | The Board—<br>(a) may, if it thinks fit, receive from any member willing to advance the same, all or any part of the monies uncalled and unpaid upon any shares held by him; and<br>(b) upon all or any of the monies so advanced, may (until the same would, but for such advance, become presently payable) pay interest at such rate not exceeding, unless the company in general meeting shall otherwise direct, twelve per cent per annum, as may be agreed upon between the Board and the member paying the sum in advance. |
| | | | *Transfer of shares* |
| □ | □ | | (i) The instrument of transfer of any share in the company shall be executed by or on behalf of both the transferor and transferee.<br>(ii) The transferor shall be deemed to remain a holder of the share until the name of the transferee is entered in the register of members in respect thereof. |
| □ | □ | | The Board may, subject to the right of appeal conferred by section 58 decline to register—<br>(a) the transfer of a share, not being a fully paid share, to a person of whom they do not approve; or<br>(b) any transfer of shares on which the company has a lien. |
| □ | □ | | The Board may decline to recognise any instrument of transfer unless—<br>(a) the instrument of transfer is in the form as prescribed in rules made under sub-section (1) of section 56;<br>(b) the instrument of transfer is accompanied by the certificate of the shares to which it relates, and such other evidence as the Board may reasonably require to show the right of the transferor to make the transfer; and<br>(c) the instrument of transfer is in respect of only one class of shares. |
| □ | □ | | On giving not less than seven days' previous notice in accordance with section 91 and rules made thereunder, the registration of transfers may be suspended at such times and for such periods as the Board may from time to time determine:<br><br>Provided that such registration shall not be suspended for more than thirty days at any one time or for more than forty-five days in the aggregate in any year. |
| | | | *Transmission of shares* |

| | | | |
|---|---|---|---|
| ☐ | ☐ | | (i) On the death of a member, the survivor or survivors where the member was a joint holder, and his nominee or nominees or legal representatives where he was a sole holder, shall be the only persons recognised by the company as having any title to his interest in the shares<br><br>(ii) Nothing in clause (i) shall release the estate of a deceased joint holder from any liability in respect of any share which had been jointly held by him with other persons. |
| ☐ | ☐ | | (i) Any person becoming entitled to a share in consequence of the death or insolvency of a member may, upon such evidence being produced as may from time to time properly be required by the Board and subject as hereinafter provided, elect, either—<br>(a) to be registered himself as holder of the share; or<br>(b) to make such transfer of the share as the deceased or insolvent member could have made.<br>(ii) The Board shall, in either case, have the same right to decline or suspend registration as it would have had, if the deceased or insolvent member had transferred the share before his death or insolvency. |
| ☐ | ☐ | | (i) If the person so becoming entitled shall elect to be registered as holder of the share himself, he shall deliver or send to the company a notice in writing signed by him stating that he so elects.<br><br>(ii) If the person aforesaid shall elect to transfer the share, he shall testify his election by executing a transfer of the share.<br><br>(iii) All the limitations, restrictions and provisions of these regulations relating to the right to transfer and the registration of transfers of shares shall be applicable to any such notice or transfer as aforesaid as if the death or insolvency of the member had not occurred and the notice or transfer were a transfer signed by that member. |
| ☐ | ☐ | | A person becoming entitled to a share by reason of the death or insolvency of the holder shall be entitled to the same dividends and other advantages to which he would be entitled if he were the registered holder of the share, except that he shall not, before being registered as a member in respect of the share, be entitled in respect of it to exercise any right conferred by membership in relation to meetings of the company:<br><br>Provided that the Board may, at any time, give notice requiring any such person to elect either to be registered himself or to transfer the share, and if the notice is not complied with within ninety days, the Board may thereafter withhold payment of all dividends, bonuses or other monies payable in respect of the share, until the requirements of the notice have been complied with. |

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| □ | □ | | In case of a One Person Company—<br>(i) on the death of the sole member, the person nominated by such member shall be the person recognised by the company as having title to all the shares of the member;<br><br>(ii) the nominee on becoming entitled to such shares in case of the member's death shall be informed of such event by the Board of the company;<br><br>(iii) such nominee shall be entitled to the same dividends and other rights and liabilities to which such sole member of the company was entitled or liable;<br><br>(iv) on becoming member, such nominee shall nominate any other person with the prior written consent of such person who, shall in the event of the death of the member, become the member of the company. |
| | | | *Forfeiture of shares* |
| □ | □ | | If a member fails to pay any call, or instalment of a call, on the day appointed for payment thereof, the Board may, at any time thereafter during such time as any part of the call or instalment remains unpaid, serve a notice on him requiring payment of so much of the call or instalment as is unpaid, together with any interest which may have accrued. |
| □ | □ | | The notice aforesaid shall—<br><br>(a) name a further day (not being earlier than the expiry of fourteen days from the date of service of the notice) on or before which the payment required by the notice is to be made; and<br><br>(b) state that, in the event of non-payment on or before the day so named, the shares in respect of which the call was made shall be liable to be forfeited. |
| □ | □ | | If the requirements of any such notice as aforesaid are not complied with, any share in respect of which the notice has been given may, at any time thereafter, before the payment required by the notice has been made, be forfeited by a resolution of the Board to that effect. |
| □ | □ | | (i) A forfeited share may be sold or otherwise disposed of on such terms and in such manner as the Board thinks fit.<br><br>(ii) At any time before a sale or disposal as aforesaid, the Board may cancel the forfeiture on such terms as it thinks fit. |
| □ | □ | | (i) A person whose shares have been forfeited shall cease to be a member in respect of the forfeited shares, but shall, notwithstanding the forfeiture, remain liable to pay to the company all monies which, at the date of forfeiture, were presently payable by him to the company in respect of the shares.<br><br>(ii) The liability of such person shall cease if and when the company shall have received payment in full of all such monies in respect of the shares. |

| | | | |
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| □ | □ | | (i) A duly verified declaration in writing that the declarant is a director, the manager or the secretary, of the company, and that a share in the company has been duly forfeited on a date stated in the declaration, shall be conclusive evidence of the facts therein stated as against all persons claiming to be entitled to the share;<br><br>(ii) The company may receive the consideration, if any, given for the share on any sale or disposal thereof and may execute a transfer of the share in favour of the person to whom the share is sold or disposed of;<br><br>(iii) The transferee shall thereupon be registered as the holder of the share; and<br><br>(iv) The transferee shall not be bound to see to the application of the purchase money, if any, nor shall his title to the share be affected by any irregularity or invalidity in the proceedings in reference to the forfeiture, sale or disposal of the share. |
| □ | □ | | The provisions of these regulations as to forfeiture shall apply in the case of non-payment of any sum which, by the terms of issue of a share, becomes payable at a fixed time, whether on account of the nominal value of the share or by way of premium, as if the same had been payable by virtue of a call duly made and notified. |
| | | | *Alteration of capital* |
| □ | □ | | The company may, from time to time, by ordinary resolution increase the share capital by such sum, to be divided into shares of such amount, as may be specified in the resolution. |
| □ | □ | | Subject to the provisions of section 61, the company may, by ordinary resolution, —<br><br>(a) consolidate and divide all or any of its share capital into shares of larger amount than its existing shares;<br><br>(b) convert all or any of its fully paid-up shares into stock, and reconvert that stock into fully paid-up shares of any denomination;<br><br>(c) sub-divide its existing shares or any of them into shares of smaller amount than is fixed by the memorandum;<br><br>(d) cancel any shares which, at the date of the passing of the resolution, have not been taken or agreed to be taken by any person. |

| | | | |
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| □ | □ | | Where shares are converted into stock, —<br><br>(a) the holders of stock may transfer the same or any part thereof in the same manner as, and subject to the same regulations under which, the shares from which the stock arose might before the conversion have been transferred, or as near thereto as circumstances admit:<br>Provided that the Board may, from time to time, fix the minimum amount of stock transferable, so, however, that such minimum shall not exceed the nominal amount of the shares from which the stock arose.<br><br>(b) the holders of stock shall, according to the amount of stock held by them, have the same rights, privileges and advantages as regards dividends, voting at meetings of the company, and other matters, as if they held the shares from which the stock arose; but no such privilege or advantage (except participation in the dividends and profits of the company and in the assets on winding up) shall be conferred by an amount of stock which would not, if existing in shares, have conferred that privilege or advantage.<br><br>(c) such of the regulations of the company as are applicable to paid-up shares shall apply to stock and the words "share" and "shareholder" in those regulations shall include "stock" and "stock-holder" respectively. |
| □ | □ | | The company may, by special resolution, reduce in any manner and with, and subject to, any incident authorised and consent required by law, —<br>(a) its share capital;<br>(b) any capital redemption reserve account; or<br>(c) any share premium account. |
| | | | *Capitalisation of profits* |
| □ | □ | | (i) The company in general meeting may, upon the recommendation of the Board, resolve—<br><br>(a) that it is desirable to capitalise any part of the amount for the time being standing to the credit of any of the company's reserve accounts, or to the credit of the, profit and loss account, or otherwise available for distribution; and<br><br>(b) that such sum be accordingly set free for distribution in the manner specified in clause (ii) amongst the members who would have been entitled thereto, if distributed by way of dividend and in the same proportions.<br><br>(ii) The sum aforesaid shall not be paid in cash but shall be applied, subject to the provision contained in clause (iii), either in or towards—<br>(A) paying up any amounts for the time being unpaid on any shares held by such members respectively;<br>(B) paying up in full, unissued shares of the company to be allotted and distributed, credited as fully paid-up, to and amongst such members in the proportions aforesaid;<br>(C) partly in the way specified in sub-clause (A) and partly in that specified in sub-clause (B);<br>(D) A securities premium account and a capital redemption reserve account may, for the purposes of this regulation, be applied in the paying up of unissued shares to be issued to members of the company as fully paid bonus shares;<br>(E) The Board shall give effect to the resolution passed by the company in pursuance of this regulation. |

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| □ | □ | | (i) Whenever such a resolution as aforesaid shall have been passed, the Board shall—<br>(a) make all appropriations and applications of the undivided profits resolved to be capitalised thereby, and all allotments and issues of fully paid shares if any; and<br>(b) generally do all acts and things required to give effect thereto.<br><br>(ii) The Board shall have power—<br>(a) to make such provisions, by the issue of fractional certificates or by payment in cash or otherwise as it thinks fit, for the case of shares becoming distributable in fractions; and<br>(b) to authorise any person to enter, on behalf of all the members entitled thereto, into an agreement with the company providing for the allotment to them respectively, credited as fully paid-up, of any further shares to which they may be entitled upon such capitalisation, or as the case may require, for the payment by the company on their behalf, by the application thereto of their respective proportions of profits resolved to be capitalised, of the amount or any part of the amounts remaining unpaid on their existing shares;<br><br>(iii) Any agreement made under such authority shall be effective and binding on such members. |
| | | | *Buy-back of shares* |
| □ | □ | | Notwithstanding anything contained in these articles but subject to the provisions of sections 68 to 70 and any other applicable provision of the Act or any other law for the time being in force, the company may purchase its own shares or other specified securities. |
| | | | *General meetings* |
| □ | □ | | All general meetings other than annual general meeting shall be called extraordinary general meeting. |
| □ | □ | | (i) The Board may, whenever it thinks fit, call an extraordinary general meeting.<br><br>(ii) If at any time directors capable of acting who are sufficient in number to form a quorum are not within India, any director or any two members of the company may call an extraordinary general meeting in the same manner, as nearly as possible, as that in which such a meeting may be called by the Board. |
| | | | *Proceedings at general meetings* |
| □ | □ | | (i) No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business.<br><br>(ii) Save as otherwise provided herein, the quorum for the general meetings shall be as provided in section 103. |
| □ | □ | | The chairperson, if any, of the Board shall preside as Chairperson at every general meeting of the company. |
| □ | □ | | If there is no such Chairperson, or if he is not present within fifteen minutes after the time appointed for holding the meeting or is unwilling to act as chairperson of the meeting, the directors present shall elect one of their members to be Chairperson of the meeting. |

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| ☐ | ☐ | | If at any meeting no director is willing to act as Chairperson or if no director is present within fifteen minutes after the time appointed for holding the meeting, the members present shall choose one of their members to be Chairperson of the meeting. |
| ☐ | ☐ | | In case of a One Person Company—<br><br>(i) the resolution required to be passed at the general meetings of the company shall be deemed to have been passed if the resolution is agreed upon by the sole member and communicated to the company and entered in the minutes book maintained under section 118;<br><br>(ii) such minutes book shall be signed and dated by the member;<br><br>(iii) the resolution shall become effective from the date of signing such minutes by the sole member. |
| | | | *Adjournment of meeting* |
| ☐ | ☐ | | (i) The Chairperson may, with the consent of any meeting at which a quorum is present, and shall, if so, directed by the meeting, adjourn the meeting from time to time and from place to place.<br><br>(ii) No business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.<br><br>(iii) When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in the case of an original meeting.<br><br>(iv) Save as aforesaid, and as provided in section 103 of the Act, it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting. |
| | | | *Voting rights* |
| ☐ | ☐ | | Subject to any rights or restrictions for the time being attached to any class or classes of shares, —<br><br>(a) on a show of hands, every member present in person shall have one vote; and<br>(b) on a poll, the voting rights of members shall be in proportion to his share in the paid-up equity share capital of the company. |
| ☐ | ☐ | | A member may exercise his vote at a meeting by electronic means in accordance with section 108 and shall vote only once. |
| ☐ | ☐ | | (i) In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders.<br><br>(ii) For this purpose, seniority shall be determined by the order in which the names stand in the register of members. |

| | | | |
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| □ | □ | | A member of unsound mind, or in respect of whom an order has been made by any court having jurisdiction in lunacy, may vote, whether on a show of hands or on a poll, by his committee or other legal guardian, and any such committee or guardian may, on a poll, vote by proxy. |
| □ | □ | | Any business other than that upon which a poll has been demanded may be proceeded with, pending the taking of the poll. |
| □ | □ | | No member shall be entitled to vote at any general meeting unless all calls or other sums presently payable by him in respect of shares in the company have been paid |
| □ | □ | | (i) No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is given or tendered, and every vote not disallowed at such meeting shall be valid for all purposes.<br><br>(ii) Any such objection made in due time shall be referred to the Chairperson of the meeting, whose decision shall be final and conclusive. |
| □ | □ | | Every member shall have one vote |
| □ | □ | | A vote given in accordance with the terms of an instrument of proxy shall be valid, notwithstanding the previous death or insanity of the principal or the revocation of the proxy or of the authority under which the proxy was executed, or the transfer of the shares in respect of which the proxy is given:<br><br>Provided that no intimation in writing of such death, insanity, revocation or transfer shall have been received by the company at its office before the commencement of the meeting or adjourned meeting at which the proxy is used. |
| | | | *Proxy* |
| □ | □ | | The instrument appointing a proxy and the power-of-attorney or other authority, if any, under which it is signed or a notarised copy of that power or authority, shall be deposited at the registered office of the company not less than 48 hours before the time for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote, or, in the case of a poll, not less than 24 hours before the time appointed for the taking of the poll; and in default the instrument of proxy shall not be treated as valid. |
| □ | □ | | An instrument appointing a proxy shall be in the form as prescribed in the rules made under section 105. |
| □ | □ | | A vote given in accordance with the terms of an instrument of proxy shall be valid, notwithstanding the previous death or insanity of the principal or the revocation of the proxy or of the authority under which the proxy was executed, or the transfer of the shares in respect of which the proxy is given:<br><br>Provided that no intimation in writing of such death, insanity, revocation or transfer shall have been received by the company at its office before the commencement of the meeting or adjourned meeting at which the proxy is used. |
| | | | *Board of Directors* |

| | | | |
|---|---|---|---|
| □ | □ | | The number of the directors and the names of the first directors shall be determined in writing by the subscribers of the memorandum or a majority of them. |
| □ | □ | | (i) The remuneration of the directors shall, in so far as it consists of a monthly payment, be deemed to accrue from day-to-day.<br><br>(ii) In addition to the remuneration payable to them in pursuance of the Act, the directors may be paid all travelling, hotel and other expenses properly incurred by them—<br>(a) in attending and returning from meetings of the Board of Directors or any committee thereof or general meetings of the company; or<br>(b) in connection with the business of the company. |
| □ | □ | | The Board may pay all expenses incurred in getting up and registering the company. |
| □ | □ | | The company may exercise the powers conferred on it by section 88 with regard to the keeping of a foreign register; and the Board may (subject to the provisions of that section) make and vary such regulations as it may think fit respecting the keeping of any such register. |
| □ | □ | | All cheques, promissory notes, drafts, *hundis*, bills of exchange and other negotiable instruments, and all receipts for monies paid to the company, shall be signed, drawn, accepted, endorsed, or otherwise executed, as the case may be, by such person and in such manner as the Board shall from time to time by resolution determine. |
| □ | □ | | Every director present at any meeting of the Board or of a committee thereof shall sign his name in a book to be kept for that purpose. |
| □ | □ | | (i) Subject to the provisions of section 149, the Board shall have power at any time, and from time to time, to appoint a person as an additional director, provided the number of the directors and additional directors together shall not at any time exceed the maximum strength fixed for the Board by the articles.<br><br>(ii) Such person shall hold office only up to the date of the next annual general meeting of the company but shall be eligible for appointment by the company as a director at that meeting subject to the provisions of the Act. |
| | | | *Proceedings of the Board* |
| □ | □ | | (i) The Board of Directors may meet for the conduct of business, adjourn and otherwise regulate its meetings, as it thinks fit.<br><br>(ii) A director may, and the manager or secretary on the requisition of a director shall, at any time, summon a meeting of the Board. |
| □ | □ | | (i) Save as otherwise expressly provided in the Act, questions arising at any meeting of the Board shall be decided by a majority of votes.<br><br>(ii) In case of an equality of votes, the Chairperson of the Board, if any, shall have a second or casting vote. |
| □ | □ | | The continuing directors may act notwithstanding any vacancy in the Board; but, if and so long as their number is reduced below the quorum fixed by the Act for a meeting of the Board, the continuing directors or director may act for the purpose of increasing the number of directors to that fixed for the quorum, or of |

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| | | | summoning a general meeting of the company, but for no other purpose. |
| ☐ | ☐ | | (i) The Board may elect a Chairperson of its meetings and determine the period for which he is to hold office.<br><br>(ii) If no such Chairperson is elected, or if at any meeting the Chairperson is not present within five minutes after the time appointed for holding the meeting, the directors present may choose one of their number to be Chairperson of the meeting. |
| ☐ | ☐ | | (i) The Board may, subject to the provisions of the Act, delegate any of its powers to committees consisting of such member or members of its body as it thinks fit.<br><br>(ii) Any committee so formed shall, in the exercise of the powers so delegated, conform to any regulations that may be imposed on it by the Board. |
| ☐ | ☐ | | (i) A committee may elect a Chairperson of its meetings.<br><br>(ii) If no such Chairperson is elected, or if at any meeting the Chairperson is not present within five minutes after the time appointed for holding the meeting, the members present may choose one of their members to be Chairperson of the meeting. |
| ☐ | ☐ | | (i) A committee may meet and adjourn as it thinks fit.<br><br>(ii) Questions arising at any meeting of a committee shall be determined by a majority of votes of the members present, and in case of an equality of votes, the Chairperson shall have a second or casting vote. |
| ☐ | ☐ | | All acts done in any meeting of the Board or of a committee thereof or by any person acting as a director, shall, notwithstanding that it may be afterwards discovered that there was some defect in the appointment of any one or more of such directors or of any person acting as aforesaid, or that they or any of them were disqualified, be as valid as if every such director or such person had been duly appointed and was qualified to be a director. |
| ☐ | ☐ | | Save as otherwise expressly provided in the Act, a resolution in writing, signed by all the members of the Board or of a committee thereof, for the time being entitled to receive notice of a meeting of the Board or committee, shall be valid and effective as if it had been passed at a meeting of the Board or committee, duly convened and held. |
| ☐ | ☐ | | In case of a One Person Company—<br><br>(i) where the company is having only one director, all the businesses to be transacted at the meeting of the Board shall be entered into minutes book maintained under section 118;<br><br>(ii) such minutes book shall be signed and dated by the director; |

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| | | | (iii) the resolution shall become effective from the date of signing such minutes by the director. |
| | | | *Chief Executive Officer, Manager, Company Secretary or Chief Financial Officer* |
| ☐ | ☐ | | Subject to the provisions of the Act, —<br><br>(i) A chief executive officer, manager, company secretary or chief financial officer may be appointed by the Board for such term, at such remuneration and upon such conditions as it may thinks fit; and any chief executive officer, manager, company secretary or chief financial officer so appointed may be removed by means of a resolution of the Board;<br><br>(ii) A director may be appointed as chief executive officer, manager, company secretary or chief financial officer |
| ☐ | ☐ | | A provision of the Act or these regulations requiring or authorising a thing to be done by or to a director and chief executive officer, manager, company secretary or chief financial officer shall not be satisfied by its being done by or to the same person acting both as director and as, or in place of, chief executive officer, manager, company secretary or chief financial officer. |
| | | | *The Seal* |
| ☐ | ☐ | | (i) The Board shall provide for the safe custody of the seal.<br><br>(ii) The seal of the company shall not be affixed to any instrument except by the authority of a resolution of the Board or of a committee of the Board authorised by it in that behalf, and except in the presence of at least two directors and of the secretary or such other person as the Board may appoint for the purpose; and those two directors and the secretary or other person aforesaid shall sign every instrument to which the seal of the company is so affixed in their presence. |
| | | | *Dividends and Reserve* |
| ☐ | ☐ | | The company in general meeting may declare dividends, but no dividend shall exceed the amount recommended by the Board. |
| ☐ | ☐ | | Subject to the provisions of section 123, the Board may from time to time pay to the members such interim dividends as appear to it to be justified by the profits of the company. |
| ☐ | ☐ | | (i) The Board may, before recommending any dividend, set aside out of the profits of the company such sums as it thinks fit as a reserve or reserves which shall, at the discretion of the Board, be applicable for any purpose to which the profits of the company may be properly applied, including provision for meeting contingencies or for equalizing dividends; and pending such application, may, at the like discretion, either be employed in the business of the company or be invested in such investments (other than shares of the company) as the Board may, from time to time, thinks fit.<br><br>(ii) The Board may also carry forward any profits which it may consider necessary not to divide, without setting them aside as a reserve. |

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| □ | □ | | (i) Subject to the rights of persons, if any, entitled to shares with special rights as to dividends, all dividends shall be declared and paid according to the amounts paid or credited as paid on the shares in respect whereof the dividend is paid, but if and so long as nothing is paid upon any of the shares in the company, dividends may be declared and paid according to the amounts of the shares.<br><br>(ii) No amount paid or credited as paid on a share in advance of calls shall be treated for the purposes of this regulation as paid on the share.<br><br>(iii) All dividends shall be apportioned and paid proportionately to the amounts paid or credited as paid on the shares during any portion or portions of the period in respect of which the dividend is paid; but if any share is issued on terms providing that it shall rank for dividend as from a particular date such share shall rank for dividend accordingly. |
| □ | □ | | The Board may deduct from any dividend payable to any member all sums of money, if any, presently payable by him to the company on account of calls or otherwise in relation to the shares of the company. |
| □ | □ | | (i) Any dividend, interest or other monies payable in cash in respect of shares may be paid by cheque or warrant sent through the post directed to the registered address of the holder or, in the case of joint holders, to the registered address of that one of the joint holders who is first named on the register of members, or to such person and to such address as the holder or joint holders may in writing direct.<br><br>(ii) Every such cheque or warrant shall be made payable to the order of the person to whom it is sent. |
| □ | □ | | Any one of two or more joint holders of a share may give effective receipts for any dividends, bonuses or other monies payable in respect of such share. |
| □ | □ | | Notice of any dividend that may have been declared shall be given to the persons entitled to share therein in the manner mentioned in the Act. |
| □ | □ | | No dividend shall bear interest against the company. |
| | | | *Accounts* |

| | | | |
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| □ | □ | | (i) The Board shall from time to time determine whether and to what extent and at what times and places and under what conditions or regulations, the accounts and books of the company, or any of them, shall be open to the inspection of members not being directors.<br><br>(ii) No member (not being a director) shall have any right of inspecting any account or book or document of the company except as conferred by law or authorised by the Board or by the company in general meeting. |
| | | | *Winding up* |
| □ | □ | | Subject to the provisions of Chapter XX of the Act and rules made thereunder—<br><br>(i) If the company shall be wound up, the liquidator may, with the sanction of a special resolution of the company and any other sanction required by the Act, divide amongst the members, in specie or kind, the whole or any part of the assets of the company, whether they shall consist of property of the same kind or not.<br><br>(ii) For the purpose aforesaid, the liquidator may set such value as he deems fair upon any property to be divided as aforesaid and may determine how such division shall be carried out as between the members or different classes of members.<br><br>(iii) The liquidator may, with the like sanction, vest the whole or any part of such assets in trustees upon such trusts for the benefit of the contributories if he considers necessary, but so that no member shall be compelled to accept any shares or other securities whereon there is any liability. |
| | | | *Indemnity* |
| □ | □ | | Every officer of the company shall be indemnified out of the assets of the company against any liability incurred by him in defending any proceedings, whether civil or criminal, in which judgment is given in his favour or in which he is acquitted or in which relief is granted to him by the court or the Tribunal. |
| | | | *Others* |
| □ | □ | | |

**Subscriber Details**

| S. No. | Subscriber Details | | | | |
|---|---|---|---|---|---|
| | **Name, Address, Description and Occupation** | **DIN / PAN / Passport number** | **Place** | **DSC** | **Dated** |
| 1. | | | | | |
| 2 | | | | | |

| | |
|---|---|
| | **Signed before me** |

| Name Prefix (ACA/FCA/ACS/ FCS/ACMA/FCMA) | *Name of the witness | *Address, Description and Occupation | *DIN / PAN / Passport number / Membership number | *Place | DSC | Dated |
|---|---|---|---|---|---|---|
| | | | | | | |

**Attachments**

First Subscriber (s) sheet — Max 2 MB | Choose File | Remove | Downloa

**Declaration**

Pursuant to resolution no. _____ dated, _____ I, on the behalf of Board of Directors, declare that following amendments have been adopted in Articles of Association:

**To be digitally signed by**

Name

Designation — Director

DIN

DSC — DSC BOX

Save | Submit

**SPICe+ Part-A**

सत्यमेव जयते

Form language

English | Hindi

**Name Reservation**

[Pursuant to section 4 of Companies Act, 2013 read with rule 8 and 9 of Companies (Incorporation) Rules 2014]

Form NO. INC-32

*Refer instruction kit for filing the form*

*All fields marked in * are mandatory*

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**Company Information**

1 (a) *Type of company

*LLPIN

* Class of the company

* Category of the company

Sub-category of the company

Search and select industry sub-class

---

**Main Sub-class of industrial activity of the company**

**Description of the main sub-class**

***Particulars of the proposed or approved name**

i.

ii.

**Attachment** Choose file

Auto-check Save Submit

# SPICe + Part B

**Simplified Proforma for Incorporating Company Electronically**
[Pursuant to sections 4, 7, 8(1) 12, 152 and 153 of the Companies Act, 2013 read with rules made thereunder] –
Form NO. INC-32

भारत सरकार

Form language

● English ○ Hindi

*Refer instruction kit for filing the form*

*All fields marked in * are mandatory.*

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**Structure of the Company**

1 (a) *Whether AOA is entrenched? ○ Yes ○ No

(b) Number of Articles to which provisions of entrenchment is applicable

**Details of such articles**

| Sr. No. | Article Number | Short description on entrenchment of the clause |
|---|---|---|
| | | |

2. *Company is having share capital ○ Having share capital ○ Not

**3A *Capital structure of the company**

Total authorized share capital (in INR)

Total classified authorized share capital (in INR)

*Total unclassified authorized share capital (in INR)

Total subscribed share capital (in INR)

**3A(i) *Equity share capital**

Number of classes

**Description of equity share capital**

| Class of shares | Authorized capital | Subscribed capital |
|---|---|---|
| Number of equity shares | | |
| Nominal amount per share (in INR) | | |
| Total amount (in INR) | | |

3A(ii) *Preference share capital

Number of classes

Description of Preference share capital

| Class of shares | Authorized capital | Subscribed capital |
|---|---|---|
| Number of preference shares | | |
| Nominal amount per share (in INR) | | |
| Total amount (in INR) | | |

3B *Details of number of members

| | |
|---|---|
| (a) Enter the maximum number of members | |
| (b) Maximum number of members excluding proposed employees | |
| (c) Number of members | |
| (d) Number of members excluding proposed employee(s) | |

4A *Correspondence address

*Line I

Line II

*Pin code

*Area/Locality

*City

*State/UT

*District

Contact Details: Phone No

Contact details: Mobile No. +91

Fax

email ID of the company

4B *Whether the address for correspondence is the address of registered office of the company ○ Yes ○ No

*(In case Yes is selected, please provide Longitude and Latitude details)*

Longitude

Latitude

**Attachments:**

1. Proof of Office address along with NOC, if applicable (Conveyance/ Lease deed /Rent Agreement along with rent receipts); Max 2 MB | Choose File | Remove | Downlo

2. Copy of the utility bills (not older than two months); Max 2 MB | Choose File | Remove | Downlo

4C *Name of the office of the Registrar of Companies in which the proposed company is to be registered

5. *Number of first subscriber(s) to MOA and directors of the company

| | Having valid DIN | Not having valid DIN |
|---|---|---|
| (a) Total number of first subscribers (non-individual + individual) | | |
| (b) Number of non-individual first subscriber(s) | | |
| (c) Number of individual first subscriber(s) cum director(s) | | |
| (d)Total number of directors (director(s) who is/are not subscriber(s) + subscriber(s) cum director(s) as mentioned in above Row no. 3) | | |
| | | |

6. Particulars of Non- Individual Subscribers / Individual Subscribers other than Subscriber(s) cum Directors

6A *Particulars of non-individual first subscriber(s)

6A(i) Particulars of entity

*Category
(*Company/Foreign company/ Company incorporated outside India Body Corporate/Others*)

*Corporate identity number (CIN) or foreign company registration number (FCRN) or any other registration number

Pre-Fill

*Name of the body corporate

Registered office address or Principal place of business in India or Principal place of business outside India

*Line I

Line II

*Country

*Pin code

Area/ Locality

*City

*State / UT

District

*Phone (with STD/ISD code)

Fax

*email ID of the company

6A(ii) Particulars of the person authorized by the entity

Director Identification number (DIN)

Pre-Fill

Fetch from digilocker

*First Name

Middle Name

*Surname

*Father's First Name

Father's Middle Name

*Father's Surname

*Gender
*(Male/Female/Transgender)*

*Date of Birth (*DD/MM/YYYY*)

*Nationality

Income tax- PAN

Verify details

*Place of Birth (District & State)

*Occupation type

*(Business/Professional/Government /Employment/Private Employment /Housewife Student/Others*

*Area of Occupation

*If 'Others' selected, please specify

*Educational Qualification
*(Primary education/Secondary education/Vocational qualification Bachelor's degree/master's degree/Doctorate or higher/Professional Diploma/Others)*

If 'Others' selected, please specify

**Present Address**

*Line I

Line II

***Country**

*Pin code

***Area/ Locality**

*City

*** State / UT**

District

*Phone (with STD/ISD code)

Fax

e-mail ID of the company

* Identity Proof
(*Voters Identity Card/ Passport/Driving License/Aadhaar)*

* Residential Proof
(*Voters Identity Card/ Passport/Driving License/Aadhaar)*

*Identity Proof No.

*Residential Proof No.

*Submit the proof of identity and proof of address

(c) * Proof of identity — Max 2 MB | Choose File | Remove | Download

(d) *Residential proof — Max 2 MB | Choose File | Remove | Download

Description of Share capital

Total subscribed share capital (in INR)

Description of equity share capital

*Number of classes

| Class of shares | Subscribed capital |
|---|---|
| Number of equity shares | |
| Nominal amount per share (in INR) | |
| Total amount (in INR) | |

Description of Preference share capital

*Number of classes

| Class of shares | Subscribed capital |
|---|---|
| Number of preference shares | |
| Nominal amount per share (in INR) | |
| Total amount (in INR) | |

0 I am required to obtain the Government approval under the Foreign Exchange Management (Non-debt Instruments) Rules, 2019 prior to subscription of shares and the same has been obtained, and is enclosed herewith.

or

0 I am not required to obtain the Government approval under the Foreign Exchange Management (Non-debt Instruments) Rules, 2019 prior to subscription of shares.

**6B Particulars of individual first subscriber(s) other than subscriber cum director (having valid DIN)**

*Director Identification number (DIN)

*Name

Pre-Fill

**Description of Share capital**

Total subscribed share capital (in INR)

**Description of equity share capital**

*Number of classes

| Class of shares | Subscribed capital |
|---|---|
| Number of equity shares | |
| Nominal amount per share (in INR) | |
| Total amount (in INR) | |

**Description of Preference share capital**

*Number of classes

| Class of shares | Subscribed capital |
|---|---|
| Number of preference shares | |
| Nominal amount per share (in INR) | |
| Total amount (in INR) | |

0 I am required to obtain the Government approval under the Foreign Exchange Management (Non-debt Instruments) Rules, 2019 prior to subscription of shares and the same has been obtained, and is enclosed herewith.

or

0 I am not required to obtain the Government approval under the Foreign Exchange Management (Non-debt Instruments) Rules, 2019 prior to subscription of shares.

Fetch from digilocker

6C *Particulars of individual first subscriber(s) other than subscriber cum director (Not having valid DIN)

*First Name

Middle Name

*Surname

*Father's First Name

Father's Middle Name

*Father's Surname

*Gender
*(Male/Female/Transgender)*

*Date of Birth (DD/MM/YYYY)

*Nationality

*Place of Birth (District & State)

*Occupation type
*(Business/Professional/Government /Employment/Private Employment /Housewife Student/Others)*

Area of Occupation

If 'Others' selected, please specify

*Educational Qualification
*(Primary education/Secondary education/Vocational qualification Bachelor's degree/master's degree/Doctorate or higher/Professional Diploma/Others)*

If 'Others' selected, please specify

PAN

Verify details

*email ID

**Permanent address**

*Line I

Line II

*Country

*Pin code

*Area/ Locality

*City

State / UT

District

*Phone (with STD/ISD code)

*Whether present residential address same as permanent residential address ○ Yes ○ No

***Present address**

* Line I

Line II

***Country**

*Pin code

**Area/ Locality**

*City

* State / UT

District

***Phone (with STD/ISD code)**

Duration of stay at present address (Years/Month)
*(Year -> 0 to 99*
*Month -> 0 to 11)*

*If Duration of stay at present address is less than one year then address of previous residence

* Identity Proof
(*Voters Identity Card/ Passport/Driving License/Aadhaar)*

*Residential Proof
(*Voters Identity Card/ Passport/Driving License/Aadhaar)*

*Identity Proof No.

*Residential Proof No.

*Submit the proof of identity and proof of address

(a) * Proof of identity

Max 2 MB | Choose File | Remove | Download

(b) *Residential proof

Max 2 MB | Choose File | Remove | Download

Description of Share capital

Total subscribed share capital (in INR)

Description of equity share capital

*Number of classes

| Class of shares | Subscribed capital |
|---|---|
| Number of equity shares | |
| Nominal amount per share (in INR) | |
| Total amount (in INR) | |

Description of Preference share capital

*Number of classes

| Class of shares | Subscribed capital |
|---|---|
| Number of preference shares | |
| Nominal amount per share (in INR) | |
| Total amount (in INR) | |

0 I am required to obtain the Government approval under the Foreign Exchange Management (Non-debt Instruments) Rules, 2019 prior to subscription of shares and the same has been obtained, and is enclosed herewith.

**or**

0 I am not required to obtain the Government approval under the Foreign Exchange Management (Non-debt Instruments) Rules, 2019 prior to subscription of shares.

7. Particulars of Subscriber(s) cum Directors/ Directors of the Company

7A Particulars of Subscriber(s) cum Directors (having valid DIN)

7A(i) Basic details of Subscriber(s) cum Directors

Director Identification number (DIN) Pre-Fill

*Name

*Designation
*(Director/Managing director/Whole time director/Nominee director)*

*Category
*(Promoter/Professional /Independent, /Nominee)*

Whether

- ☐ Chairman
- ☐ Executive director
- ☐ Non-executive director

*Name of the company or institution whose nominee the appointee is

*email ID

Description of Share capital

Total subscribed share capital (in INR)

Description of equity share capital

*Number of classes

| Class of shares | Subscribed capital |
|---|---|
| Number of equity shares | |
| Nominal amount per share (in INR) | |
| Total amount (in INR) | |

Description of Preference share capital

*Number of classes

| Class of shares | Subscribed capital |
|---|---|
| Number of preference shares | |
| Nominal amount per share (in INR) | |

| Total amount (in INR) | |
|---|---|

7A(ii) Declaration of entities in which Subscribers cum directors have interest

Number of entities in which director has interest

*CIN/LLPIN/FCRN/Registration number

Pre-Fill

*Name

*Address

| *Nature of interest | *Designation | | Others (specify) | |
|---|---|---|---|---|
| | Percentage of Shareholding | | Amount (in INR) | |

0 I am required to obtain the Government approval under the Foreign Exchange Management (Non-debt Instruments) Rules, 2019 prior to subscription of shares and the same has been obtained, and is enclosed herewith.

or

0 I am not required to obtain the Government approval under the Foreign Exchange Management (Non-debt Instruments) Rules, 2019 prior to subscription of shares.

7B. Particulars of Subscriber(s) cum Directors (Not having valid DIN)

Fetch from digilocker

7B(i) Basic details of Subscriber(s) cum Directors

*First Name

Middle Name

*Surname

*Father's First Name

Father's Middle Name

*Father's Surname

*Gender

*Date of Birth (DD/MM/YYYY )

*Nationality

*Place of Birth

Whether citizen of India ○ Yes ○ No

Whether resident in India ○ Yes ○ No

*Occupation type
(*Business/Professional/Government /Employment/Private Employment /Housewife Student/Others*)

*Area of Occupation

If 'Others' selected, please specify

*Educational Qualification
(*Primary education/Secondary education/Vocational qualification Bachelor's degree/master's degree/Doctorate or higher/Professional Diploma/Others)*

If 'Others' selected, please specify

PAN **Verify details**

*Designation
*(Director/Managing director/Whole time director/Nominee director)*

*Category
(*Promoter/Professional /Independent, /Nominee)*

Whether
- ☐ Chairman
- ☐ Executive director
- ☐ Non-executive director

*Name of the company or institution whose nominee the appointee is

* Mobile No

* Email ID

**Permanent address**

*Line I

Line II

*Country

*Pin code

*Area/ Locality

*City

*State / UT

*District

Phone (with STD/ISD code)

*Whether present residential address same as permanent residential address ○ Yes ○ No

***Present address**

*Line I

Line II

*Country

*Pin code

*Area/ Locality

*City

State / UT

District

Phone (with STD/ISD code)

Duration of stay at present address (Years/Month)

(Year -> 0 to 99
Month -> 0 to 11)

*If Duration of stay at present address is less than one year then address of previous residence

*Identity Proof

*(Voters Identity Card/ Passport/Driving License/Aadhaar)*

*Residential Proof

*(Voters Identity Card/ Passport/Driving License/Aadhaar)*

*Identity Proof No.

Residential Proof No.

*Submit the proof of identity and proof of address

* Proof of identity — Max 2 MB | Choose File | Remove | Download

Residential proof — Max 2 MB | Choose File | Remove | Download

**Description of Share capital**

Total subscribed share capital (in INR)

**Description of equity share capital**

*Number of classes

| Class of shares | Subscribed capital |
|---|---|
| Number of equity shares | |
| Nominal amount per share (in INR) | |
| Total amount (in INR) | |

**Description of Preference share capital**

*Number of classes

| Class of shares | Subscribed capital |
|---|---|
| Number of preference shares | |
| Nominal amount per share (in INR) | |
| Total amount (in INR) | |

7B(ii) Declaration of entities in which Subscribers cum directors have interest

Number of entities in which director has interest

*CIN/LLPIN/FCRN/Registration number

*Name

*Address

| | | | | |
|---|---|---|---|---|
| *Nature of interest | *Designation | | Others (specify) | |
| | Percentage of Shareholding | | Amount (in INR) | |

0 I am required to obtain the Government approval under the Foreign Exchange Management (Non-debt Instruments) Rules, 2019 prior to subscription of shares and the same has been obtained, and is enclosed herewith.

or

0 I am not required to obtain the Government approval under the Foreign Exchange Management (Non-debt Instruments) Rules, 2019 prior to subscription of shares.

7C. Particulars of Directors (having valid DIN)

7C(i) Basic details of Directors

*Director Identification number (DIN)

*Name

*Designation
(Director/Managing director/Whole time director/Nominee director)

*Category
(Promoter/Professional /Independent, /Nominee)

Whether

- Chairman
- Executive director
- Non-executive director

Name of the company or institution whose nominee the appointee is

*email ID

7C(ii) Declaration of entities in which Subscribers cum directors have interest

Number of entities in which director has interest

*CIN/LLPIN/FCRN/Registration number

*Name

*Address

| | | | | |
|---|---|---|---|---|
| *Nature of interest | *Designation | | Others (specify) | |
| | Percentage of Shareholding | | Amount (in INR) | |

7D. Particulars of Directors (Not having DIN)

Fetch from digilocker

7D(i) Basic details of Directors

*First Name

Middle Name

*Surname

*Father's First Name

Father's Middle Name

*Father's Surname

*Gender

*Date of Birth (DD/MM/YYYY )

*Nationality

*Place of Birth

Whether citizen of India ○ Yes ○ No

Whether resident in India ○ Yes ○ No

*Occupation type
(*Business/Professional/Government /Employment/Private Employment /Housewife Student/Others*)

*Area of Occupation

If 'Others' selected, please specify

*Educational Qualification
(*Primary education/Secondary education/Vocational qualification Bachelor's degree/master's degree/Doctorate or higher/Professional Diploma/Others)*

If 'Others' selected, please specify

PAN Verify details

*Designation
(*Director/Managing director/Whole time director/Nominee director*)

*Category
(*Promoter/Professional /Independent, /Nominee*)

Whether
- ☐ Chairman
- ☐ Executive director
- ☐ Non-executive director

*Name of the company or institution whose nominee the appointee is

* Mobile No

* Email ID

**Permanent address**

*Line I

Line II

*Country

*Pin code

Area/ Locality

*City

*State/UT

District

Phone (with STD/ISD code)

*Whether present residential address same as permanent residential address ○ Yes ○ No

***Present address**

*Line I

Line II

*Country

*Pin code

*Area/ Locality

*City

State / UT

District

Phone (with STD/ISD code)

Duration of stay at present address (Years/Month)

*(Year -> 0 to 99*
*Month -> 0 to 11)*

*If Duration of stay at present address is less than one year then address of previous residence

* Identity Proof
(*Voters Identity Card/ Passport/Driving License/Aadhaar)*

* Residential Proof
(*Voters Identity Card/ Passport/Driving License/Aadhaar)*

*Identity Proof No.

*Residential Proof No.

*Submit the proof of identity and proof of address

(a) * Proof of identity — Max 2 MB | Choose File | Remove | Download

(b) *Residential proof — Max 2 MB | Choose File | Remove | Download

**7D(ii) Declaration of entities in which Directors have interest**

Number of entities in which director has interest

*CIN/LLPIN/FCRN/Registration number

*Name

*Address

| | | |
|---|---|---|
| *Nature of interest | *Designation | Others (specify) |
| | Percentage of Shareholding | Amount (in INR) |

**8. OPC Nomination**

**8A *Nomination**

I * the subscriber to the memorandum of association of

do hereby nominate * *First Name* *Middle Name* *Last Name*

who shall become the member of the company in the event of my death or incapacity to contract. I declare that the nominee is eligible for nomination within the meaning of Rule 3 of the Companies (Incorporation) Rules, 2014.

**8B *Particulars of the Nominee**

**(ii) Particulars of the person authorized by the entity**

Director Identification number (DIN)

**Fetch from digilocker**

*First Name

Middle Name

*Surname

*Father's First Name

Father's Middle Name

*Father's Surname

*Gender

*Date of Birth (DD/MM/YYYY )

*Nationality

*Income tax -PAN

Verify details

*Place of Birth (District & State)

*Occupation type

(*Business/Professional/Government /Employment/Private Employment /Housewife Student/Others*

*Area of Occupation

If 'Others' selected, please specify

*Educational Qualification

(***Primary education/Secondary education/Vocational qualification Bachelor's degree/master's degree/Doctorate or higher/Professional Diploma/Others)***

If 'Others' selected, please specify

* Mobile No

* Email ID

**Permanent Address**

*Line I

Line II

***Country**

*Pin code

*Area/ Locality

*City

*State / UT

District

Phone (with STD/ISD code)

Fax

Whether present address same as permanent address ○ Yes ○ No

***Present address**

*Line I

Line II

*Country

*Pin code

*Area/ Locality

*City

State / UT

District

Phone (with STD/ISD code)

**Duration of stay at present address (Years/Month)**
*(Year -> 0 to 99*
*Month -> 0 to 11)*

*If Duration of stay at present address is less than one year then address of previous residence

*** Identity Proof**
*(Voters Identity Card/ Passport/Driving License/Aadhaar)*

*** Residential Proof**
*(Voters Identity Card/ Passport/Driving License/Aadhaar)*

*Identity Proof No.

Residential Proof No.

*Submit the proof of identity and proof of address

(a) * Proof of identity — Max 2 MB | Choose File | Remove | Downloa

(b) Residential proof — Max 2 MB | Choose File | Remove | Downloa

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*Declaration by Nominee

I do solemnly declare that I am an Indian citizen and resident in India and I have not been convicted of any offence in connection with the promotion, formation or management of any company or LLP and have not been found guilty of any fraud or misfeasance or of any breach of duty to any company under this Act or any previous company law or LLP Act in the last five years. I further declare that

I am not a nominee in any other One Person Company and I shall comply with the eligibility criteria specified in Rule 3(3) within the prescribed period. I understand that the person nominating me may withdraw my nomination without my consent.

To be digitally signed by Nominee — DSC BOX

9. Particulars of payment of stamp duty

9A State or union territory in respect of which stamp duty is paid or to be paid

9B *Whether stamp duty is to be paid electronically through MCA 21 system

○ Yes ○ No ○ Not applicable

9B(i) Details of stamp duty to be paid

| Type of document/ Particulars | Form | Memorandum of association | Articles of association |
|---|---|---|---|
| Amount of stamp duty to be paid (in Rs.) | | | |

9B(ii) Provide details of stamp duty already paid

| Type of document/ Particulars | Form | Memorandum of association | Articles of association | Others |
|---|---|---|---|---|
| Total amount of stamp duty paid (in Rs.) | | | | |

| | | | | |
|---|---|---|---|---|
| Mode of payment of stamp duty | | | | |
| Name of vendor or treasury or Authority or any other competent agency authorized to collect stamp duty or to sell stamp papers or to emboss the document or to dispense stamp vouchers on behalf of the government | | | | |
| Serial number of embossing or stamps or stamp paper or treasury challan number | | | | |
| Registration number of vendor | | | | |
| Date of purchase of stamps or stamp paper or payment of stamp duty (DD/MM/YYYY) | | | | |
| Place of purchase of stamps or stamp paper or payment of stamp duty | | | | |

PAN/TAN Information

10. *Additional Information for applying Permanent Account Number (PAN) and Tax Deduction Account Number (TAN)

Information specific to PAN

| Area Code | | | AO type | | Range Code | | | AO No. | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|
| | | | | | | | | | | | |

Information specific to TAN

| Area Code | | | AO type | | Range Code | | | AO No. | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|
| | | | | | | | | | | | |

*Source of Income

☐ Income from Business/profession ☐ Capital Gains ☐ Income from house property

☐ Income from other source ☐ No Income

*Business/Profession code

Attachments

| | | | | |
|---|---|---|---|---|
| (a) Memorandum of association | Max 2 MB | Choose File | Remove | Download |
| (b) Articles of association | Max 2 MB | Choose File | Remove | Download |
| (c) Declaration by first subscriber(s) and director(s); (Affidavit is not required to be attached); | Max 2 MB | Choose File | Remove | Download |
| (c) Copy of certificate of incorporation of the foreign body corporate and resolution passed by foreign company or authority given through constitutional document; | Max 2 MB | Choose File | Remove | Download |
| (e) Resolution passed by promoter company; | Max 2 MB | Choose File | Remove | Download |
| (f) Interest of first director(s) in other entities | Max 2 MB | Choose File | Remove | Download |
| (g) Optional attachment(s) (if any) | Max 2 MB | Choose File | Remove | Download |

Declaration

☐ I have gone through the provisions of the Companies Act, 2013, the rules thereunder and prescribed guidelines framed thereunder in respect of reservation of name, understood the meaning thereof and the proposed name is in conformity thereof.

☐ I have used the search facilities available on the portal of the Ministry of Corporate Affairs (MCA) for checking the resemblance of the proposed name with the companies and Limited Liability partnerships (LLPs) respectively already registered or the names already approved. I have also used the search facility for checking the resemblances of the proposed name with registered trademarks and trade mark subject of an application under the Trade Marks Act, 1999 and other relevant search for checking the resemblance of the proposed name to satisfy myself with the compliance of the provisions of the Act for resemblance of name and Rules thereof.

☐ The proposed name is not in violation of the provisions of Emblems and Names (Prevention of Improper Use) Act, 1950 as amended from time to time.

☐ The proposed name is not offensive to any section of people, e.g. proposed name does not contain profanity or words or phrases that are generally considered a slur against an ethnic group, religion, gender or heredity.

☐ The proposed name is not such that its use by the company will constitute an offence under any law for the time being in force.

☐ I undertake to be fully responsible for the consequences in case the name is subsequently found to be in contravention of the provisions of section 4(2) and section 4(4) of the Companies Act, 2013 and rules thereto

and I have also gone through and understood the provisions of section 4(5) (ii) (a) and (b) of the Companies Act, 2013 and rules thereunder and fully declare myself responsible for the consequences thereof.

*I , a person named in the articles as a director of the company has been duly authorized by the promoters of the company to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of Director Identification Number (DIN), registration of the company and matters precedent or incidental thereto have been complied with.

☐ I am authorized by the promoter subscribing to the Memorandum of Association and Articles of Association and the first director(s) to give this declaration and to sign and submit this Form.

☐ I further declare that, company shall not commence its business, unless all the required approval from the sectoral Regulators such as RBI, SEBI etc. have been obtained.

☐ I further declare that the company shall not commence the business of Nidhi, unless all the required approval including the declaration be issued under section 406 of the Act have been obtained from Central Government;

☐ I on behalf of the promoters and the first directors, hereby declare that the registered office is capable of receiving and acknowledging all communications and notices addressed to the proposed company on incorporation, shall be maintained at the given address at item 4 (a)of this form;

☐ *I, on behalf of all the first director(s) named in the Articles of Association of the proposed company, solemnly declare, that the declaration given herein as stated above are true to the best of my knowledge and belief, the information given in this integrated application form for incorporation and attachments thereto are correct and complete, and nothing relevant to this form has been suppressed. All the required attachments have been completely, correctly and legibly attached to this form and are as per the original records maintained by the promoters subscribing to the Memorandum of Association and Articles of Association.

☐ I, on behalf of the proposed Directors whose particulars for allotment of DIN are filled as above, hereby confirm and declare that they are not restrained, disqualified, removed for being appointed as Director of a company under the provisions of the Companies Act, 2013 including sections 164 and 169, and have not been declared as proclaimed offender by any Economic Offence Court or Judicial Magistrate Court or High Court or any other Court, and not been already allotted a Director Identification Number (DIN) under section 154 of the Companies Act, 2013, and I further declare that I have read and understood the provisions of Sections 154, 155, 447 and 448 read with Sections 449, 450 and 451 of the Companies Act, 2013.

☐ I, on behalf of the proposed directors, hereby declare that person seeking appointment is a national of a country which shares a land border with India, necessary security clearance from Ministry of Home Affairs, Government of India shall be attached with the consent. O Yes O No. (if yes is opted, a copy of the security clearance is to be attached)

☐ DIN/PAN/Passport Number

☐ The MoA and AoA attached to the form in hard copy is exactly similar to e-MoA and e-AOA to be attached with the form

☐ I hereby declare as per Rule 5(iv) of Companies (Authorised to Register) Rules that the said LLP applying for conversion in this Part of the Act has filed all documents which are required to be filed under the LLP Act, 2008 with the Registrar LLP.

☐ having Membership number

and/or certificate of practice number has been engaged to give declaration under section 7(1) (b) and such declaration is provided below.

Note: Attention is drawn to the provisions of sections 7(5) and 7(6) which, inter-alia, provides that furnishing of any false or incorrect particulars of any information or suppression of any material information shall attract punishment for fraud under section 447. Attention is also drawn to provisions of section 448 and 449 which provide for punishment for false statement and punishment for false evidence respectively

*To be digitally signed by director

DSC BOX

*DIN / PAN

11. Declaration and Certification by Professional

I [redacted] member of [redacted] having office at *

[redacted] Who is engaged in the formation of the company declare that I have been duly engaged for the purpose of certification of this form. It is hereby also certified that I have gone through the provisions of the Companies Act, 2013 and rules thereunder for the subject matter of this form and matters incidental thereto and I have verified the above particulars (including attachment(s)) from the original/certified records maintained by the applicant which is subject matter of this form and found them to be true, correct and complete and no information material to this form has been suppressed. I further certify that;

i. The draft memorandum and articles of association have been drawn up in conformity with the provisions of sections 4 and 5 and rules made thereunder; and
ii. All the requirements of Companies Act, 2013 and the rules made thereunder relating to registration of the company under section 7 of the Act and matters precedent or incidental thereto have been complied with.
iii. The said records have been properly prepared, signed by the required officers of the Company and maintained as per the relevant provisions of the Companies Act, 2013 and were found to be in order;
iv. I have opened all the attachments to this form and have verified these to be as per requirements, complete and legible;
v. I further declare that I have personally visited the premises of the proposed registered office given in the form at the address mentioned herein above and verified that the said proposed registered office of the company will be functioning for the business purposes of the company (wherever applicable in respect of the proposed registered office has been given).
vi. It is understood that I shall be liable for action under Section 448 of the Companies Act, 2013 for wrong certification, if any found at any stage.
vii. The draft memorandum and articles of association have been drawn up in conformity with the provisions of section 8 and rules made thereunder; and
viii. All the requirements of Companies Act, 2013 and the rules made thereunder relating to registration of the company under section 8 of the Act and matters precedent or incidental thereto have been complied with.

○ Chartered accountant (in whole-time practice) or

○ Cost accountant (in whole-time practice) or

○ Company secretary (in whole-time practice)

Whether associate or fellow:

○ Associate ○ Fellow

Membership number

Certificate of practice number

Income-tax PAN

Save Submit

***For office use only:***

e-Form Service request number (SRN)

e-Form filing date (dd/mm/yyyy)

**Digital signature of the authorizing officer**

This e-Form is hereby registered DSC BOX

Date of signing (dd/mm/yyyy)

# Form No. INC-33

**e-MOA (e-Memorandum of Association)**
[Pursuant to Schedule I (see Sections 4 and 5) to the Companies Act, 2013)]

Form language

● English ○ Hindi

*Refer instruction kit for filing the form*

*All fields marked in * are mandatory*

---

***Table applicable to company as notified under schedule I of the Companies Act, 2013** ▼

*(A - MEMORANDUM OF ASSOCIATION OF A COMPANY LIMITED BY SHARES*
*B - MEMORANDUM OF ASSOCIATION OF A COMPANY LIMITED BY GUARANTEE AND NOT HAVING A SHARE CAPITAL*
*C - MEMORANDUM OF ASSOCIATION OF A COMPANY LIMITED BY GUARANTEE AND HAVING A SHARE CAPITAL*
*D - MEMORANDUM OF ASSOCIATION OF AN UNLIMITED COMPANY AND NOT HAVING SHARE CAPITAL*
*E - MEMORANDUM OF ASSOCIATION OF AN UNLIMITED COMPANY AND HAVING SHARE CAPITAL)*

**Table A/B/C/D/E**

1 *The name of the company is

2 *The registered office of the company will be situated in the State of

3 (a) *The objects to be pursued by the company on its incorporation are:

(b) *Matters which are necessary for furtherance of the objects specified in clause 3(a) are

4 The liability of the member(s) is limited, and this liability is limited to the amount unpaid if any, on the shares held by them.

The liability of the member(s) is limited

The liability of the member(s) is Unlimited

5 Every member of the company undertakes to contribute:

(i) to the assets of the company in the event of its being wound up while he is a member, or within one year after he ceases to be a member, for payment of the debts and liabilities of the company or of such debts and liabilities as may have been contracted before he ceases to be a member; and

(ii) to the costs, charges and expenses of winding up (and for the adjustment of the rights of the contributories among themselves), such amount as may be required, not exceeding rupees.

(iii) The share capital of the company is rupees, divided into

| | Equity/Preference | ▼ ares of | | Rupees each | |
|---|---|---|---|---|---|

Add row Delete row

6 ■ We, the several persons, whose names and address are subscribed, are desirous of being formed into a company in pursuance of this memorandum of association, and we respectively agree to take the number of shares in the capital of the company set against our respective names:

■ I, whose name and address is given below, am desirous of forming a company in pursuance of this memorandum of association and agree to take all the shares in the capital of the company:

■ We, the several persons, whose names and addresses are subscribed, are desirous of being formed into a company in pursuance of this memorandum of association:

**Subscriber Details**

| S. No. | Subscriber Details | | | | |
|---|---|---|---|---|---|
| | *Name, Address, Description and Occupation | DIN / PAN / Passport number | No. of shares taken | DSC | Dated |
| 1 | *Prefill* | *Prefill* | *Prefill* | | |
| 2 | *Prefill* | *Prefill* | *Prefill* | | |
| Total shares taken | | | *Prefill* | | |

| Signed before me | | | | | |
|---|---|---|---|---|---|
| Membership type of the witness (ACA/FCA/ACS/FCS/ACMA/FCMA) | *Name of the witness | *Address, Description and Occupation | *DIN / PAN / Passport number / Membership number | DSC | Dated |
| | ▼ | | | | |

7 Shri / Smt. Of resident of

aged years shall be the nominee in the event of death of the sole member.

**Attachments**

Max 2 MB Choose File Remove Downloa

First Subscriber (s) sheet

---

**Declaration**

Pursuant to resolution no. [ ] dated, [ ] I, on the behalf of Board of Directors, declare that following amendments have been adopted in Memorandum of Association:

[ ]

**To be digitally signed by**

| | |
|---|---|
| Name | [ ] |
| Designation | Director |
| DIN | [ ] ▼ |
| DSC | DSC BOX |

---

Save Submit

# Form No. INC-34

e-AOA (e-Articles of Association)
[Pursuant to Schedule I (see Sections 4 and 5) to the Companies Act, 2013]

Form language

● English ○ Hindi

*Refer instruction kit for filing the form*

*All fields marked in * are mandatory*

---

Table applicable to company as notified under schedule I of the Companies Act, 2013 *(F, G, H, I, J)*

Table F / G / H / I / J ***(basis on the selection of above-mentioned field)*** as notified under schedule I of the companies Act, 2013 is applicable to

*(F – A COMPANY LIMITED BY SHARES*
*G – A COMPANY LIMITED BY GUARANTEE AND HAVING A SHARE CAPITAL*
*H – A COMPANY LIMITED BY GUARANTEE AND NOT HAVING SHARE CAPITAL*
*I – AN UNLIMITED COMPANY AND HAVING A SHARE CAPITAL*
*J – AN UNLIMITED COMPANY AND NOT HAVING SHARE CAPITAL)*

The name of the company

| Check if not applicable | Check if altered | Article No. | Description |
|---|---|---|---|
| | | | *Interpretation* |
| ☐ | ☐ | | (1) In these regulations—<br>(a) "the Act" means the Companies Act, 2013,<br>(b) "the seal" means the common seal of the company.<br>(2) Unless the context otherwise requires, words or expressions contained in these regulations shall bear the same meaning as in the Act or any statutory modification thereof in force at the date at which these regulations become binding on the company. |
| | | | *Number of Members (in-case of Table G / Table I)/ Members (in-case of Table H / Table J)* |
| ☐ | ☐ | | The number of members with which the company proposes to be registered is hundred, but the Board of Directors may, from time to time, register an increase of members. |
| ☐ | ☐ | | The subscribers to the memorandum and such other persons as the Board shall admit to membership shall be members of the company. |
| | | | *Share capital and variation of rights* |

| | | | |
|---|---|---|---|
| □ | □ | | Subject to the provisions of the Act and these Articles, the shares in the capital of the company shall be under the control of the Directors who may issue, allot or otherwise dispose of the same or any of them to such persons, in such proportion and on such terms and conditions and either at a premium or at par and at such time as they may from time to time think fit. |
| □ | □ | | (i) Every person whose name is entered as a member in the register of members shall be entitled to receive within two months after incorporation, in case of subscribers to the memorandum or after allotment or within one month after the application for the registration of transfer or transmission or within such other period as the conditions of issue shall be provided,—<br>(a) one certificate for all his shares without payment of any charges; or<br>(b) several certificates, each for one or more of his shares, upon payment of twenty rupees for each certificate after the first.<br>(ii) Every certificate shall be under the seal and shall specify the shares to which it relates and the amount paid-up thereon.<br>(iii) In respect of any share or shares held jointly by several persons, the company shall not be bound to issue more than one certificate, and delivery of a certificate for a share to one of several joint holders shall be sufficient delivery to all such holders |
| □ | □ | | (i) If any share certificate be worn out, defaced, mutilated or torn or if there be no further space on the back for endorsement of transfer, then upon production and surrender thereof to the company, a new certificate may be issued in lieu thereof, and if any certificate is lost or destroyed then upon proof thereof to the satisfaction of the company and on execution of such indemnity as the company deem adequate, a new certificate in lieu thereof shall be given. Every certificate under this Article shall be issued on payment of twenty rupees for each certificate.<br><br>(ii) The provisions of Articles (2) and (3) shall *mutatis mutandis* apply to debentures of the company. |
| □ | □ | | Except as required by law, no person shall be recognised by the company as holding any share upon any trust, and the company shall not be bound by, or be compelled in any way to recognise (even when having notice thereof) any equitable, contingent, future or partial interest in any share, or any interest in any fractional part of a share, or (except only as by these regulations or by law otherwise provided) any other rights in respect of any share except an absolute right to the entirety thereof in the registered holder. |
| □ | □ | | (i) The company may exercise the powers of paying commissions conferred by sub-section (6) of section 40, provided that the rate per cent or the amount of the commission paid or agreed to be paid shall be disclosed in the manner required by that section and rules made thereunder.<br><br>(ii) The rate or amount of the commission shall not exceed the rate or amount prescribed in rules made under sub-section (6) of section 40.<br><br>(iii) The commission may be satisfied by the payment of cash or the allotment of fully or partly paid shares or partly in the one way and partly in the other. |
| □ | □ | | (i) If at any time the share capital is divided into different classes of shares, the rights attached to any class (unless otherwise provided by the terms of issue of the shares of that class) may, subject to the provisions of section 48, and whether or not the company is being wound up, be varied with the consent in writing of the holders of three-fourths of the issued shares of that class, or with the sanction of a special resolution passed at a separate meeting of the holders of the shares of that class.<br><br>(ii) To every such separate meeting, the provisions of these regulations relating to general meetings shall *mutatis mutandis* apply, but so that the necessary quorum shall be at least two persons holding at least one-third of the issued shares of the class in question. |

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| □ | □ | | The rights conferred upon the holders of the shares of any class issued with preferred or other rights shall not, unless otherwise expressly provided by the terms of issue of the shares of that class, be deemed to be varied by the creation or issue of further shares ranking *pari passu* therewith. |
| □ | □ | | Subject to the provisions of section 55, any preference shares may, with the sanction of an ordinary resolution, be issued on the terms that they are to be redeemed on such terms and in such manner as the company before the issue of the shares may, by special resolution, determine. |
| | | | *Lien* |
| □ | □ | | (i) The company shall have a first and paramount lien—<br>(a) on every share (not being a fully paid share), for all monies (whether presently payable or not) called, or payable at a fixed time, in respect of that share; and<br>(b) on all shares (not being fully paid shares) standing registered in the name of a single person, for all monies presently payable by him or his estate to the company:<br>Provided that the Board of directors may at any time declare any share to be wholly or in part exempt from the provisions of this clause.<br><br>(ii) The company's lien, if any, on a share shall extend to all dividends payable and bonuses declared from time to time in respect of such shares. |
| □ | □ | | The company may sell, in such manner as the Board thinks fit, any shares on which the company has a lien:<br><br>Provided that no sale shall be made—<br>(a) unless a sum in respect of which the lien exists is presently payable; or<br>(b) until the expiration of fourteen days after a notice in writing stating and demanding payment of such part of the amount in respect of which the lien exists as is presently payable, has been given to the registered holder for the time being of the share or the person entitled thereto by reason of his death or insolvency. |
| □ | □ | | (i) To give effect to any such sale, the Board may authorise some person to transfer the shares sold to the purchaser thereof.<br><br>(ii) The purchaser shall be registered as the holder of the shares comprised in any such transfer.<br><br>(iii) The purchaser shall not be bound to see to the application of the purchase money, nor shall his title to the shares be affected by any irregularity or invalidity in the proceedings in reference to the sale. |
| □ | □ | | (i) The proceeds of the sale shall be received by the company and applied in payment of such part of the amount in respect of which the lien exists as is presently payable.<br><br>(ii) The residue, if any, shall, subject to a like lien for sums not presently payable as existed upon the shares before the sale, be paid to the person entitled to the shares at the date of the sale. |
| | | | *Calls on shares* |

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| □ | □ | | (i) The Board may, from time to time, make calls upon the members in respect of any monies unpaid on their shares (whether on account of the nominal value of the shares or by way of premium) and not by the conditions of allotment thereof made payable at fixed times:<br>Provided that no call shall exceed one-fourth of the nominal value of the share or be payable at less than one month from the date fixed for the payment of the last preceding call.<br><br>(ii) Each member shall, subject to receiving at least fourteen days' notice specifying the time or times and place of payment, pay to the company, at the time or times and place so specified, the amount called on his shares.<br><br>(iii) A call may be revoked or postponed at the discretion of the Board. |
| □ | □ | | A call shall be deemed to have been made at the time when the resolution of the Board authorising the call was passed and may be required to be paid by instalments. |
| □ | □ | | The joint holders of a share shall be jointly and severally liable to pay all calls in respect thereof. |
| □ | □ | | (i) If a sum called in respect of a share is not paid before or on the day appointed for payment thereof, the person from whom the sum is due shall pay interest thereon from the day appointed for payment thereof to the time of actual payment at ten per cent per annum or at such lower rate, if any, as the Board may determine.<br><br>(ii) The Board shall be at liberty to waive payment of any such interest wholly or in part. |
| □ | □ | | (i) Any sum which by the terms of issue of a share becomes payable on allotment or at any fixed date, whether on account of the nominal value of the share or by way of premium, shall, for the purposes of these regulations, be deemed to be a call duly made and payable on the date on which by the terms of issue such sum becomes payable.<br><br>(ii) In case of non-payment of such sum, all the relevant provisions of these regulations as to payment of interest and expenses, forfeiture or otherwise shall apply as if such sum had become payable by virtue of a call duly made and notified. |
| □ | □ | | The Board—<br>(a) may, if it thinks fit, receive from any member willing to advance the same, all or any part of the monies uncalled and unpaid upon any shares held by him; and<br>(b) upon all or any of the monies so advanced, may (until the same would, but for such advance, become presently payable) pay interest at such rate not exceeding, unless the company in general meeting shall otherwise direct, twelve per cent per annum, as may be agreed upon between the Board and the member paying the sum in advance. |
| | | | *Transfer of shares* |
| □ | □ | | (i) The instrument of transfer of any share in the company shall be executed by or on behalf of both the transferor and transferee.<br><br>(ii) The transferor shall be deemed to remain a holder of the share until the name of the transferee is entered in the register of members in respect thereof. |
| □ | □ | | The Board may, subject to the right of appeal conferred by section 58 decline to register—<br>(a) the transfer of a share, not being a fully paid share, to a person of whom they do not approve; or<br>(b) any transfer of shares on which the company has a lien. |

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| □ | □ | | The Board may decline to recognise any instrument of transfer unless—<br>(a) the instrument of transfer is in the form as prescribed in rules made under sub-section (1) of section 56;<br>(b) the instrument of transfer is accompanied by the certificate of the shares to which it relates, and such other evidence as the Board may reasonably require to show the right of the transferor to make the transfer; and<br>(c) the instrument of transfer is in respect of only one class of shares. |
| □ | □ | | On giving not less than seven days' previous notice in accordance with section 91 and rules made thereunder, the registration of transfers may be suspended at such times and for such periods as the Board may from time to time determine:<br><br>Provided that such registration shall not be suspended for more than thirty days at any one time or for more than forty-five days in the aggregate in any year. |
| | | | *Transmission of shares* |
| □ | □ | | (i) On the death of a member, the survivor or survivors where the member was a joint holder, and his nominee or nominees or legal representatives where he was a sole holder, shall be the only persons recognised by the company as having any title to his interest in the shares<br><br>(ii) Nothing in clause (i) shall release the estate of a deceased joint holder from any liability in respect of any share which had been jointly held by him with other persons. |
| □ | □ | | (i) Any person becoming entitled to a share in consequence of the death or insolvency of a member may, upon such evidence being produced as may from time to time properly be required by the Board and subject as hereinafter provided, elect, either—<br>(a) to be registered himself as holder of the share; or<br>(b) to make such transfer of the share as the deceased or insolvent member could have made.<br><br>(ii) The Board shall, in either case, have the same right to decline or suspend registration as it would have had, if the deceased or insolvent member had transferred the share before his death or insolvency. |
| □ | □ | | (i) If the person so becoming entitled shall elect to be registered as holder of the share himself, he shall deliver or send to the company a notice in writing signed by him stating that he so elects.<br><br>(ii) If the person aforesaid shall elect to transfer the share, he shall testify his election by executing a transfer of the share.<br><br>(iii) All the limitations, restrictions and provisions of these regulations relating to the right to transfer and the registration of transfers of shares shall be applicable to any such notice or transfer as aforesaid as if the death or insolvency of the member had not occurred and the notice or transfer were a transfer signed by that member. |

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| □ | □ | | A person becoming entitled to a share by reason of the death or insolvency of the holder shall be entitled to the same dividends and other advantages to which he would be entitled if he were the registered holder of the share, except that he shall not, before being registered as a member in respect of the share, be entitled in respect of it to exercise any right conferred by membership in relation to meetings of the company:<br><br>Provided that the Board may, at any time, give notice requiring any such person to elect either to be registered himself or to transfer the share, and if the notice is not complied with within ninety days, the Board may thereafter withhold payment of all dividends, bonuses or other monies payable in respect of the share, until the requirements of the notice have been complied with. |
| □ | □ | | In case of a One Person Company—<br>(i) on the death of the sole member, the person nominated by such member shall be the person recognized by the company as having title to all the shares of the member;<br><br>(ii) the nominee on becoming entitled to such shares in case of the member's death shall be informed of such event by the Board of the company;<br><br>(iii) such nominee shall be entitled to the same dividends and other rights and liabilities to which such sole member of the company was entitled or liable;<br><br>(iv) on becoming member, such nominee shall nominate any other person with the prior written consent of such person who, shall in the event of the death of the member, become the member of the company. |
| | | | *Forfeiture of shares* |
| □ | □ | | If a member fails to pay any call, or instalment of a call, on the day appointed for payment thereof, the Board may, at any time thereafter during such time as any part of the call or instalment remains unpaid, serve a notice on him requiring payment of so much of the call or instalment as is unpaid, together with any interest which may have accrued. |
| □ | □ | | The notice aforesaid shall—<br><br>(a) name a further day (not being earlier than the expiry of fourteen days from the date of service of the notice) on or before which the payment required by the notice is to be made; and<br><br>(b) state that, in the event of non-payment on or before the day so named, the shares in respect of which the call was made shall be liable to be forfeited. |
| □ | □ | | If the requirements of any such notice as aforesaid are not complied with, any share in respect of which the notice has been given may, at any time thereafter, before the payment required by the notice has been made, be forfeited by a resolution of the Board to that effect. |
| □ | □ | | (i) A forfeited share may be sold or otherwise disposed of on such terms and in such manner as the Board thinks fit.<br><br>(ii) At any time before a sale or disposal as aforesaid, the Board may cancel the forfeiture on such terms as it thinks fit. |
| □ | □ | | (i) A person whose shares have been forfeited shall cease to be a member in respect of the forfeited shares, but shall, notwithstanding the forfeiture, remain liable to pay to the company all monies which, at the date of forfeiture, were presently payable by him to the company in respect of the shares.<br><br>(ii) The liability of such person shall cease if and when the company shall have received payment |

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| | | | in full of all such monies in respect of the shares. |
| □ | □ | | (i) A duly verified declaration in writing that the declarant is a director, the manager or the secretary, of the company, and that a share in the company has been duly forfeited on a date stated in the declaration, shall be conclusive evidence of the facts therein stated as against all persons claiming to be entitled to the share;<br><br>(ii) The company may receive the consideration, if any, given for the share on any sale or disposal thereof and may execute a transfer of the share in favour of the person to whom the share is sold or disposed of;<br><br>(iii) The transferee shall thereupon be registered as the holder of the share; and<br><br>(iv) The transferee shall not be bound to see to the application of the purchase money, if any, nor shall his title to the share be affected by any irregularity or invalidity in the proceedings in reference to the forfeiture, sale or disposal of the share. |
| □ | □ | | The provisions of these regulations as to forfeiture shall apply in the case of non-payment of any sum which, by the terms of issue of a share, becomes payable at a fixed time, whether on account of the nominal value of the share or by way of premium, as if the same had been payable by virtue of a call duly made and notified. |
| | | | *Alteration of capital* |
| □ | □ | | The company may, from time to time, by ordinary resolution increase the share capital by such sum, to be divided into shares of such amount, as may be specified in the resolution. |
| □ | □ | | Subject to the provisions of section 61, the company may, by ordinary resolution, —<br><br>(a) consolidate and divide all or any of its share capital into shares of larger amount than its existing shares;<br><br>(b) convert all or any of its fully paid-up shares into stock, and reconvert that stock into fully paid-up shares of any denomination;<br><br>(c) sub-divide its existing shares or any of them into shares of smaller amount than is fixed by the memorandum;<br><br>(d) cancel any shares which, at the date of the passing of the resolution, have not been taken or agreed to be taken by any person. |

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| □ | □ | | Where shares are converted into stock, —<br><br>(a) the holders of stock may transfer the same or any part thereof in the same manner as, and subject to the same regulations under which, the shares from which the stock arose might before the conversion have been transferred, or as near thereto as circumstances admit:<br>Provided that the Board may, from time to time, fix the minimum amount of stock transferable, so, however, that such minimum shall not exceed the nominal amount of the shares from which the stock arose.<br><br>(b) the holders of stock shall, according to the amount of stock held by them, have the same rights, privileges and advantages as regards dividends, voting at meetings of the company, and other matters, as if they held the shares from which the stock arose; but no such privilege or advantage (except participation in the dividends and profits of the company and in the assets on winding up) shall be conferred by an amount of stock which would not, if existing in shares, have conferred that privilege or advantage.<br><br>(c) such of the regulations of the company as are applicable to paid-up shares shall apply to stock and the words "share" and "shareholder" in those regulations shall include "stock" and "stock-holder" respectively. |
| □ | □ | | The company may, by special resolution, reduce in any manner and with, and subject to, any incident authorised and consent required by law, —<br>(a) it share capital;<br>(b) any capital redemption reserve account; or<br>(c) any share premium account. |
| | | | *Capitalisation of profits* |
| | | | (i) The company in general meeting may, upon the recommendation of the Board, resolve—<br><br>(a) that it is desirable to capitalise any part of the amount for the time being standing to the credit of any of the company's reserve accounts, or to the credit of the, profit and loss account, or otherwise available for distribution; and<br><br>(b) that such sum be accordingly set free for distribution in the manner specified in clause (ii) amongst the members who would have been entitled thereto, if distributed by way of dividend and in the same proportions.<br><br>(ii) The sum aforesaid shall not be paid in cash but shall be applied, subject to the provision contained in clause (iii), either in or towards—<br>(A) paying up any amounts for the time being unpaid on any shares held by such members respectively;<br>(B) paying up in full, unissued shares of the company to be allotted and distributed, credited as fully paid-up, to and amongst such members in the proportions aforesaid;<br>(C) partly in the way specified in sub-clause (A) and partly in that specified in sub-clause (B);<br>(D) A securities premium account and a capital redemption reserve account may, for the purposes of this regulation, be applied in the paying up of unissued shares to be issued to members of the company as fully paid bonus shares;<br>(E) The Board shall give effect to the resolution passed by the company in pursuance of this regulation. |
| □ | □ | | (i) Whenever such a resolution as aforesaid shall have been passed, the Board shall—<br>(a) make all appropriations and applications of the undivided profits resolved to be capitalised thereby, and all allotments and issues of fully paid shares if any; and |

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| | | | (b) generally do all acts and things required to give effect thereto.<br><br>(ii) The Board shall have power—<br>(a) to make such provisions, by the issue of fractional certificates or by payment in cash or otherwise as it thinks fit, for the case of shares becoming distributable in fractions; and<br>(b) to authorise any person to enter, on behalf of all the members entitled thereto, into an agreement with the company providing for the allotment to them respectively, credited as fully paid-up, of any further shares to which they may be entitled upon such capitalisation, or as the case may require, for the payment by the company on their behalf, by the application thereto of their respective proportions of profits resolved to be capitalised, of the amount or any part of the amounts remaining unpaid on their existing shares;<br><br>(iii) Any agreement made under such authority shall be effective and binding on such members. |
| | | | *Buy-back of shares* |
| ☐ | ☐ | | Notwithstanding anything contained in these articles but subject to the provisions of sections 68 to 70 and any other applicable provision of the Act or any other law for the time being in force, the company may purchase its own shares or other specified securities. |
| | | | *General meetings* |
| ☐ | ☐ | | All general meetings other than annual general meeting shall be called extraordinary general meeting. |
| ☐ | ☐ | | (i) The Board may, whenever it thinks fit, call an extraordinary general meeting.<br><br>(ii) If at any time directors capable of acting who are sufficient in number to form a quorum are not within India, any director or any two members of the company may call an extraordinary general meeting in the same manner, as nearly as possible, as that in which such a meeting may be called by the Board. |
| | | | *Proceedings at general meetings* |
| ☐ | ☐ | | (i) No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business.<br><br>(ii) Save as otherwise provided herein, the quorum for the general meetings shall be as provided in section 103. |
| ☐ | ☐ | | The chairperson, if any, of the Board shall preside as Chairperson at every general meeting of the company. |
| ☐ | ☐ | | If there is no such Chairperson, or if he is not present within fifteen minutes after the time appointed for holding the meeting, or is unwilling to act as chairperson of the meeting, the directors present shall elect one of their members to be Chairperson of the meeting. |
| ☐ | ☐ | | If at any meeting no director is willing to act as Chairperson or if no director is present within fifteen minutes after the time appointed for holding the meeting, the members present shall choose one of their members to be Chairperson of the meeting. |
| ☐ | ☐ | | In case of a One Person Company—<br><br>(i) the resolution required to be passed at the general meetings of the company shall be deemed to have been passed if the resolution is agreed upon by the sole member and communicated to the company and entered in the minutes book maintained under section 118; |

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| | | | (ii) such minutes book shall be signed and dated by the member;<br><br>(iii) the resolution shall become effective from the date of signing such minutes by the sole member. |
| | | | *Adjournment of meeting* |
| ☐ | ☐ | | (i) The Chairperson may, with the consent of any meeting at which a quorum is present, and shall, if so directed by the meeting, adjourn the meeting from time to time and from place to place.<br><br>(ii) No business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.<br><br>(iii) When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in the case of an original meeting.<br><br>(iv) Save as aforesaid, and as provided in section 103 of the Act, it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting. |
| | | | *Voting rights* |
| ☐ | ☐ | | Subject to any rights or restrictions for the time being attached to any class or classes of shares, —<br><br>(a) on a show of hands, every member present in person shall have one vote; and<br>(b) on a poll, the voting rights of members shall be in proportion to his share in the paid-up equity share capital of the company. |
| ☐ | ☐ | | A member may exercise his vote at a meeting by electronic means in accordance with section 108 and shall vote only once. |
| ☐ | ☐ | | (i) In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders.<br><br>(ii) For this purpose, seniority shall be determined by the order in which the names stand in the register of members. |
| ☐ | ☐ | | A member of unsound mind, or in respect of whom an order has been made by any court having jurisdiction in lunacy, may vote, whether on a show of hands or on a poll, by his committee or other legal guardian, and any such committee or guardian may, on a poll, vote by proxy. |
| ☐ | ☐ | | Any business other than that upon which a poll has been demanded may be proceeded with, pending the taking of the poll. |
| ☐ | ☐ | | No member shall be entitled to vote at any general meeting unless all calls or other sums presently payable by him in respect of shares in the company have been paid |
| ☐ | ☐ | | (i) No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is given or tendered, and every vote not disallowed at such meeting shall be valid for all purposes.<br><br>(ii) Any such objection made in due time shall be referred to the Chairperson of the meeting, whose decision shall be final and conclusive. |
| ☐ | ☐ | | Every member shall have one vote |

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| □ | □ | | A vote given in accordance with the terms of an instrument of proxy shall be valid, notwithstanding the previous death or insanity of the principal or the revocation of the proxy or of the authority under which the proxy was executed, or the transfer of the shares in respect of which the proxy is given:<br><br>Provided that no intimation in writing of such death, insanity, revocation or transfer shall have been received by the company at its office before the commencement of the meeting or adjourned meeting at which the proxy is used. |
| | | | *Proxy* |
| □ | □ | | The instrument appointing a proxy and the power-of-attorney or other authority, if any, under which it is signed or a notarised copy of that power or authority, shall be deposited at the registered office of the company not less than 48 hours before the time for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote, or, in the case of a poll, not less than 24 hours before the time appointed for the taking of the poll; and in default the instrument of proxy shall not be treated as valid. |
| □ | □ | | An instrument appointing a proxy shall be in the form as prescribed in the rules made under section 105. |
| □ | □ | | A vote given in accordance with the terms of an instrument of proxy shall be valid, notwithstanding the previous death or insanity of the principal or the revocation of the proxy or of the authority under which the proxy was executed, or the transfer of the shares in respect of which the proxy is given:<br><br>Provided that no intimation in writing of such death, insanity, revocation or transfer shall have been received by the company at its office before the commencement of the meeting or adjourned meeting at which the proxy is used. |
| | | | *Board of Directors* |
| □ | □ | | The number of the directors and the names of the first directors shall be determined in writing by the subscribers of the memorandum or a majority of them. |
| □ | □ | | (i) The remuneration of the directors shall, in so far as it consists of a monthly payment, be deemed to accrue from day-to-day.<br><br>(ii) In addition to the remuneration payable to them in pursuance of the Act, the directors may be paid all travelling, hotel and other expenses properly incurred by them—<br>(a) in attending and returning from meetings of the Board of Directors or any committee thereof or general meetings of the company; or<br>(b) in connection with the business of the company. |
| □ | □ | | The Board may pay all expenses incurred in getting up and registering the company. |
| □ | □ | | The company may exercise the powers conferred on it by section 88 with regard to the keeping of a foreign register; and the Board may (subject to the provisions of that section) make and vary such regulations as it may think fit respecting the keeping of any such register. |
| □ | □ | | All cheques, promissory notes, drafts, *hundis*, bills of exchange and other negotiable instruments, and all receipts for monies paid to the company, shall be signed, drawn, accepted, endorsed, or otherwise executed, as the case may be, by such person and in such manner as the Board shall from time to time by resolution determine. |

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| ☐ | ☐ | | Every director present at any meeting of the Board or of a committee thereof shall sign his name in a book to be kept for that purpose. |
| ☐ | ☐ | | (i) Subject to the provisions of section 149, the Board shall have power at any time, and from time to time, to appoint a person as an additional director, provided the number of the directors and additional directors together shall not at any time exceed the maximum strength fixed for the Board by the articles.<br><br>(ii) Such person shall hold office only up to the date of the next annual general meeting of the company but shall be eligible for appointment by the company as a director at that meeting subject to the provisions of the Act. |
| | | | *Proceedings of the Board* |
| ☐ | ☐ | | (i) The Board of Directors may meet for the conduct of business, adjourn and otherwise regulate its meetings, as it thinks fit.<br><br>(ii) A director may, and the manager or secretary on the requisition of a director shall, at any time, summon a meeting of the Board. |
| ☐ | ☐ | | (i) Save as otherwise expressly provided in the Act, questions arising at any meeting of the Board shall be decided by a majority of votes.<br><br>(ii) In case of an equality of votes, the Chairperson of the Board, if any, shall have a second or casting vote. |
| ☐ | ☐ | | The continuing directors may act notwithstanding any vacancy in the Board; but, if and so long as their number is reduced below the quorum fixed by the Act for a meeting of the Board, the continuing directors or director may act for the purpose of increasing the number of directors to that fixed for the quorum, or of summoning a general meeting of the company, but for no other purpose. |
| ☐ | ☐ | | (i) The Board may elect a Chairperson of its meetings and determine the period for which he is to hold office.<br><br>(ii) If no such Chairperson is elected, or if at any meeting the Chairperson is not present within five minutes after the time appointed for holding the meeting, the directors present may choose one of their number to be Chairperson of the meeting. |
| ☐ | ☐ | | (i) The Board may, subject to the provisions of the Act, delegate any of its powers to committees consisting of such member or members of its body as it thinks fit.<br><br>(ii) Any committee so formed shall, in the exercise of the powers so delegated, conform to any regulations that may be imposed on it by the Board. |
| ☐ | ☐ | | (i) A committee may elect a Chairperson of its meetings.<br><br>(ii) If no such Chairperson is elected, or if at any meeting the Chairperson is not present within five minutes after the time appointed for holding the meeting, the members present may choose one of their members to be Chairperson of the meeting. |
| ☐ | ☐ | | (i) A committee may meet and adjourn as it thinks fit.<br><br>(ii) Questions arising at any meeting of a committee shall be determined by a majority of votes of the members present, and in case of an equality of votes, the Chairperson shall have a second or casting vote. |

| | | | |
|---|---|---|---|
| ☐ | ☐ | | All acts done in any meeting of the Board or of a committee thereof or by any person acting as a director, shall, notwithstanding that it may be afterwards discovered that there was some defect in the appointment of any one or more of such directors or of any person acting as aforesaid, or that they or any of them were disqualified, be as valid as if every such director or such person had been duly appointed and was qualified to be a director. |
| ☐ | ☐ | | Save as otherwise expressly provided in the Act, a resolution in writing, signed by all the members of the Board or of a committee thereof, for the time being entitled to receive notice of a meeting of the Board or committee, shall be valid and effective as if it had been passed at a meeting of the Board or committee, duly convened and held. |
| ☐ | ☐ | | In case of a One Person Company—<br><br>(i) where the company is having only one director, all the businesses to be transacted at the meeting of the Board shall be entered into minutes book maintained under section 118;<br><br>(ii) such minutes book shall be signed and dated by the director;<br><br>(iii) the resolution shall become effective from the date of signing such minutes by the director. |
| | | | *Chief Executive Officer, Manager, Company Secretary or Chief Financial Officer* |
| ☐ | ☐ | | Subject to the provisions of the Act, —<br><br>(i) A chief executive officer, manager, company secretary or chief financial officer may be appointed by the Board for such term, at such remuneration and upon such conditions as it may think fit; and any chief executive officer, manager, company secretary or chief financial officer so appointed may be removed by means of a resolution of the Board;<br><br>(ii) A director may be appointed as chief executive officer, manager, company secretary or chief financial officer |
| ☐ | ☐ | | A provision of the Act or these regulations requiring or authorising a thing to be done by or to a director and chief executive officer, manager, company secretary or chief financial officer shall not be satisfied by its being done by or to the same person acting both as director and as, or in place of, chief executive officer, manager, company secretary or chief financial officer. |
| | | | *The Seal* |
| ☐ | ☐ | | (i) The Board shall provide for the safe custody of the seal.<br><br>(ii) The seal of the company shall not be affixed to any instrument except by the authority of a resolution of the Board or of a committee of the Board authorised by it in that behalf, and except in the presence of at least two directors and of the secretary or such other person as the Board may appoint for the purpose; and those two directors and the secretary or other person aforesaid shall sign every instrument to which the seal of the company is so affixed in their presence. |
| | | | *Dividends and Reserve* |
| ☐ | ☐ | | The company in general meeting may declare dividends, but no dividend shall exceed the amount recommended by the Board. |
| ☐ | ☐ | | Subject to the provisions of section 123, the Board may from time to time pay to the members such interim dividends as appear to it to be justified by the profits of the company. |

| | | | |
|---|---|---|---|
| ☐ | ☐ | | (i) The Board may, before recommending any dividend, set aside out of the profits of the company such sums as it thinks fit as a reserve or reserves which shall, at the discretion of the Board, be applicable for any purpose to which the profits of the company may be properly applied, including provision for meeting contingencies or for equalizing dividends; and pending such application, may, at the like discretion, either be employed in the business of the company or be invested in such investments (other than shares of the company) as the Board may, from time to time, thinks fit.<br><br>(ii) The Board may also carry forward any profits which it may consider necessary not to divide, without setting them aside as a reserve. |
| ☐ | ☐ | | (i) Subject to the rights of persons, if any, entitled to shares with special rights as to dividends, all dividends shall be declared and paid according to the amounts paid or credited as paid on the shares in respect whereof the dividend is paid, but if and so long as nothing is paid upon any of the shares in the company, dividends may be declared and paid according to the amounts of the shares.<br><br>(ii) No amount paid or credited as paid on a share in advance of calls shall be treated for the purposes of this regulation as paid on the share.<br><br>(iii) All dividends shall be apportioned and paid proportionately to the amounts paid or credited as paid on the shares during any portion or portions of the period in respect of which the dividend is paid; but if any share is issued on terms providing that it shall rank for dividend as from a particular date such share shall rank for dividend accordingly. |
| ☐ | ☐ | | The Board may deduct from any dividend payable to any member all sums of money, if any, presently payable by him to the company on account of calls or otherwise in relation to the shares of the company. |
| ☐ | ☐ | | (i) Any dividend, interest or other monies payable in cash in respect of shares may be paid by cheque or warrant sent through the post directed to the registered address of the holder or, in the case of joint holders, to the registered address of that one of the joint holders who is first named on the register of members, or to such person and to such address as the holder or joint holders may in writing direct.<br><br>(ii) Every such cheque or warrant shall be made payable to the order of the person to whom it is sent. |
| ☐ | ☐ | | Any one of two or more joint holders of a share may give effective receipts for any dividends, bonuses or other monies payable in respect of such share. |
| ☐ | ☐ | | Notice of any dividend that may have been declared shall be given to the persons entitled to share therein in the manner mentioned in the Act. |
| ☐ | ☐ | | No dividend shall bear interest against the company. |
| | | | ***Accounts*** |

| | | | |
|---|---|---|---|
| ☐ | ☐ | | (i) The Board shall from time to time determine whether and to what extent and at what times and places and under what conditions or regulations, the accounts and books of the company, or any of them, shall be open to the inspection of members not being directors.<br><br>(ii) No member (not being a director) shall have any right of inspecting any account or book or document of the company except as conferred by law or authorised by the Board or by the company in general meeting. |
| | | | *Winding up* |
| ☐ | ☐ | | Subject to the provisions of Chapter XX of the Act and rules made thereunder—<br><br>(i) If the company shall be wound up, the liquidator may, with the sanction of a special resolution of the company and any other sanction required by the Act, divide amongst the members, in specie or kind, the whole or any part of the assets of the company, whether they shall consist of property of the same kind or not.<br><br>(ii) For the purpose aforesaid, the liquidator may set such value as he deems fair upon any property to be divided as aforesaid and may determine how such division shall be carried out as between the members or different classes of members.<br><br>(iii) The liquidator may, with the like sanction, vest the whole or any part of such assets in trustees upon such trusts for the benefit of the contributories if he considers necessary, but so that no member shall be compelled to accept any shares or other securities whereon there is any liability. |
| | | | *Indemnity* |
| ☐ | ☐ | | Every officer of the company shall be indemnified out of the assets of the company against any liability incurred by him in defending any proceedings, whether civil or criminal, in which judgment is given in his favour or in which he is acquitted or in which relief is granted to him by the court or the Tribunal. |
| | | | *Others* |

**Subscriber Details**

| S. No. | Subscriber Details | | | | |
|---|---|---|---|---|---|
| | **Name, Address, Description and Occupation** | **DIN / PAN / Passport number** | **Place** | **DSC** | **Dated** |
| 1. | | | | | |
| 2 | | | | | |

| | Signed before me | | | | | |
|---|---|---|---|---|---|---|
| **Name Prefix** *(ACA/FCA/ACS/ FCS/ACMA/FCMA)* | ***Name of the witness** | ***Address, Description and Occupation** | ***DIN / PAN / Passport number / Membership number** | ***Place** | **DSC** | **Dated** |
| ▼ | | | | | | |

**Attachments**

First

Max 2 MB

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Subscriber (s) sheet

**Declaration**

Pursuant to resolution no. [ ] dated, [ ] I, on the behalf of Board of Directors, declare that following amendments have been adopted in Articles of Association:

[ ]

**To be digitally signed by**

| | |
|---|---|
| Name | [ ] |
| Designation | Director |
| DIN | [ ] ▼ |
| DSC | DSC BOX |

Save Submit

**Form No. INC-35**
**AGILE-PRO-S**

Form language

● English ○ Hindi

**(A**pplication for **G**oods and services tax Identification number , employees state **I**nsurance corporation registration p**L**us **E**mployees provident fund organisation registration, **P**rofession tax **R**egistration, **O**pening of bank account and **S**hops and Establishment Registration**)**

[Pursuant to rule 38(A) of the Companies (Incorporation) Rules,2014]

*Refer instruction kit for filing the form*

*All fields marked in * are mandatory*

This AGILE PRO S form is part of Spice+ form for GSTIN/ EPFO/ESIC/Profession Tax/Bank Account/Shop and Establishment Registration

---

*Name of the Company

1 *Do you want to apply for GSTIN
No

Yes

2 *State (Same as entered in SPICe+)

3 *District (Same as entered in SPICe+)

---

4 State Jurisdiction

Sector / Circle / Ward /Charge / Unit

---

**5 Centre Jurisdiction**

Commissionerate

Division

Range

---

6 Reason to Obtain Registration

7 *Whether the Establishment on Lease
No

Yes

Leased from Date

Leased to Date

7a Nature of possession of premises
*(Own/Leased /Rented /Consent /Shared/Others)*

If selected others,

b Proof of Principal place of Business
*(Property Tax Receipt (TAXR)/Municipal Khata copy (CMUK),*
*Electricity Bill (ELCB)/ Rent/ Lease Agreement (RLAT),*
*Consent Letter (CNLR)/Rent receipt with NOC (In case of no/expired agreement) (RNOC),*
*Legal ownership document (LOWN)*

Proof of Principal place of business

Choose file | Remove | Downloa

c *Whether the building/premises of Establishment, is owned or hired
*(Hired / Rented/Owned /Leased)*

If hired or there is a change in the name of unit/ ownership, please indicate

○ Yes ○ No

Leased from Date

Leased to Date

---

8 Option for Composition

○ Yes ○ No

8a Composition Declaration

☐ I hereby declare that aforesaid business shall abide by the conditions and restrictions specified in the Act or Rules for opting to pay tax under the composition levy.

b Category of Registered Person

☐ Manufacturer of non-notified goods
☐ Supplier of food and non- alcoholic drinks
☐ Any other eligible supplier

9 Nature of Business Activity being carried out at above mentioned Premises (Please tick applicable)

☐ Factory / Manufacturing,
☐ Wholesale Business,
☐ Retail Business,
☐ Warehouse / Depot,
☐ Bonded Warehouse,
☐ Supplier of services,
☐ Office / Sale Office,

- ☐ Leasing Business
- ☐ Recipient of goods or services,
- ☐ EOU / STP / EHTP,
- ☐ Works Contract,
- ☐ Export,
- ☐ Import,
- ☐ Others (Please specify)

9a *Primary Business Activity

If Others selected, please specify

b *Exact nature of work / business

*Work Sub-Category

*Nature of work business

**10 Details of the Goods supplied by the Business**

HSN code (4 Digit)

Description of Goods

**11 Details of Services supplied by the Business**

Service Accounting Code (6 digit)

Description of Services

12 Director / Primary Owners / Office Bearer Details

*(Minimum number of directors / Primary Owners / Office Bearers to be entered for OPC shall be 1, 2 in case of private company, 3 in case of public limited company and 5 in case of Producer Company)*

***Number of Director details to be entered**

12a Enter Director details who is also an Authorised Signatory / Primary Owner / Office Bearer

*(Search and select the name of the director)*

DIN

*PAN

*First Name

Middle Name

*Last Name

*Personal Mobile Number +91

*Personal Email ID

Send OTP

Enter OTP for Mobile Number

Enter OTP for Email Id

Verify OTP

Do you wish to perform Aadhaar authentication for GSTN registration ◯ Yes ◯ No

---

*Photograph Max 100 KB Choose File Remove Download

Proof of appointment of Authorised Signatory for GSTN Max 100 KB Choose File Remove Download

*(Either of the following document can be attached Letter of Authorisation/Copy of Resolution passed by BoD/Managing Committee and Acceptance letter)*

*Specimen Signature of Authorised Signatory for EPFO Max 2 MB Choose File Remove Downloa

**b Director Details other than Authorised Signatory/Primary Owner / Officer Bearer**

*(Search and select the name of the director)*

DIN

*PAN / Passport Number

*First Name

Middle Name

*Last Name

*Personal Mobile Number +91

*Personal Email ID

Max 100 KB Choose File Remove Download

*Photograph

13 *Police Station

14 Employer's Particulars

*Select Appropriate Branch Office

*Select Inspection Division

---

**15 Bank Particulars**

*Select Bank Name

*Proof of Identity of Authorised Signatory for opening Bank Account — Max 2 MB — Choose File — Remove — Downlo

*Proof of Address of Authorised Signatory for opening Bank Account — Max 2 MB — Choose File — Remove — Downlo

---

**16 Details for Shops and Establishment Registration**

Whether registration is required under Shops and Establishment Act ○ Yes ○ No

a Category of Establishment

b Nature of Business

c Ward

d SAC Ward

e Section

f Property Account Number

g Flat Number

h Building UID

---

**Declaration**

**GST Declaration (By Authorised Signatory)**

☐ I hereby solemnly affirm and declare that the information given herein above is true and correct to the best of my knowledge and belief and nothing has been concealed therefrom.

**ESIC Declaration (By Office Bearer)**

☐ *I hereby declare that the statement given above is correct to the best of my knowledge and belief. I also undertake to intimate changes if any, promptly to the Regional Office/Sub Regional Office, ESI Corporation as soon as such change takes place.

**Profession Tax Declaration**

☐ The above information is true to the best of my knowledge and belief

**EPFO Declaration (By Primary Owner)**

☐ *I hereby solemnly affirm and declare that the information given herein above is true and correct to the best of my knowledge and belief and nothing has been concealed therefrom

**Bank Declaration (By Authorised Signatory)**

☐ *I hereby solemnly affirm and declare that the information given herein above is true and correct to the best of my knowledge and belief and nothing has been concealed therefrom.

I authorise ..... Bank and its officials to contact me/us on phone/ email/ SMS for the purpose of opening of bank account.

I understand that the bank account number generated through this process will be shared with MCA by the banks.

I/we undertake to complete all documentary requirements as per bank KYC norms before activation of the account.

**Shops and Establishment (Delhi) Declaration (By Primary Owner)**

☐ I hereby solemnly affirm and declare that the information given herein above is true and correct to the best of my knowledge and belief and nothing has been concealed therefrom.

**Shops and Establishment (Mumbai) Declaration (By Primary Owner)**

☐ I / We, hereby solemnly affirm and state that the business which I / We have started is not banned or prohibited by any Act, Rules, Law or Order of any Court of Law or any competent authority and the premises where I / We are conducting the said business is free from violation of any Act, Rules, Order of any Court of Law or any Competent Authority.

I / We hereby declare that the information provided above is true and correct to the best of my personal knowledge, information and belief. I am fully aware about the consequences of giving false information. If the information is found to be false, I shall be liable for prosecution and punishment under the Indian Penal Code (45 of 1860) and / or any other law applicable thereto.

I / We have obtained necessary licenses, permissions. Permits for the conduct of this business and the place of business from the appropriate authority.

I / We shall be responsible and liable for legal action if the business is conducted without proper license, permission. Permit from the appropriate Authority.

I / We submit and declare that I / We will not undertake any illegal activity or any business prohibited in law in force in India.

I / We declare that the place of business is not located in any area wherein commencing / running of such business is prohibited by any Law or order of any Competent Authority.

I / We declare that the copies attested by me are true copies of original documents. I am well aware of the fact that if the copies are found false / forged, I shall be liable for prosecution and punishment under the Indian Penal Code (45 of 1860) and / or any other law applicable thereto.

I / We undertake to abide by the provision of the Maharashtra Shops & establishment (Regulation of Employment and Condition of Service), Act, 2017 (Mah. LXI of 2017) and the Rules and Orders passed there under by any Authority.

*Place

*Date

*Designation

DSC Box

***To be digitally signed by director**

*DIN/PAN

*(Authorised Signatory / Primary Owner / Office Bearer signing the SPICe+ -AGILE-PRO-S form shall provide his Permanent Account Number)*

Save | Auto Check | Submit

## Form No. RD-1

**Form for filing application to Central Government (Regional Director)**

सत्यमेव जयते

Form language

English Hindi

[Pursuant to Section 2(41), 16 and 18 of the Companies Act, 2013 and rule 33A, 40 and 41 of the Companies (Incorporation) Rules, 2014]

*Refer instruction kit for filing the form*

*All fields marked in * are mandatory*

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**Company Information**

1 *Corporate Identity Number (CIN)

2 (a) *Name of the Company

(b) *Email ID of the company

(c) *Address of the registered office of the company

3 *Please indicate the purpose of the application

- ○ Rectification of name
- ○ Change in financial year
- ○ Conversion of Public company into a Private company
- ○ Others

4 (a) Specify the details of purpose (In case 'Others' is selected above)

(b) Section of The Companies Act, 2013 under which application is made

5 (a) CIN of company against which the application for rectification of name is being made

(b) Name of the company against which the application is made

6 Please mention the new financial year beginning and end date

(a) Beginning Date (DD/MM/YYYY)

(b) End Date (DD/MM/YYYY)

7 *Details as to whether a company registered under Section 8 of the Act ○ Yes ○ No

---

8 (a) Date of passing of Board Resolution (DD/MM/YYYY)

(b) Mode of Resolution
*(Physical/Circular)*

(c) Number of votes casted in favor

(d) Number of votes casted against

9 (a) Service request number of Form MGT-14

(b) Date of passing special resolution (DD/MM/YYYY)

10 *Grounds for filling the application

11 (a) Date of publication of advertisement in English language as per rule 41 of the Companies (Incorporation) Rules, 2014 (DD/MM/YYYY)

(b) Date of publication of advertisement in vernacular language as per rule 41 of the Companies (Incorporation) Rules, 2014 (DD/MM/YYYY)

12 Particulars of Creditors and Debenture Holders

| S. No. | Name of the Creditor / Debenture Holder | Type | Address | Amount Due | Remarks (Nature of Debt / Claim / Liability) |
|---|---|---|---|---|---|
| | | | | | |
| | | | | | |
| | | | | | |

Add row | Delete row | Download excel | Import

13 (a) Details of any previous application made within last five years for change in financial year and outcome thereof

(b) Details of any conversion made within last five years and outcome thereof

**Attachments**

(a) Copy of board resolution — Max 2 MB | Choose File | Remove | Downloa

(b) Copy of special resolution — Max 2 MB | Choose File | Remove | Downloa

(c) Copy of advertisement — Max 2 MB | Choose File | Remove | Downloa

(d) Optional attachment(s) - if any

Max 2 MB | Choose File | Remove | Downlc

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**Declaration**

*I am authorised by the Board of Directors of the Company vide resolution number* [ ] dated * [ ] to sign this is form and declare that all the requirements of Companies Act, 2013 the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with.

* ☐ I hereby declare that all the information given herein above is true, correct and complete including the attachments to this form and nothing material has been suppressed.

**Declaration under Rule 41 of the Companies (Incorporation) Rules, 2014**

* ☐ I, on behalf of Board of Directors, hereby declare that pursuant to the provisions of sub-section (68) of section 2, the company limits the number of its members to two hundred and also no deposit has been accepted by the company in violation of the Act and rules made thereunder.

* ☐ I, on behalf of Board of Directors, hereby declare that no non-compliance of sections 73 to 76A, 77, 178, 185, 186 and 188 of the Act and rules made thereunder has been made

* ☐ I, on behalf of Board of Directors, hereby declare that no resolution is pending to be filed in terms of sub-section (3) of section 179 and also the company was never listed in any of the Regional Stock Exchanges and if was so listed, all necessary procedures were complied with in full for complete delisting of the shares in accordance with the applicable rules and regulations laid down by Securities Exchange Board of India.

* **To be digitally signed by** | DSC BOX

* Designation | ▼

(*Director/Manager/Company Secretary/ CFO/CEO*)

*Director identification number of the director; or DIN or PAN of the Manager/CEO/CFO; or Membership number of the Company Secretary

Save | Submit

---

**Note: Attention isdrawn to provisions of Section 448 and 449 of the Companies Act, 2013 which provide for punishment for false statement/certificate and punishment for false evidence respectively.**

***For office use only:***

| | |
|---|---|
| eForm Service request number (SRN) | |
| eForm filing date (DD/MM/YYYY) | |

**Digital signature of the authorising officer**

| | |
|---|---|
| This eForm is hereby approved | DSC BOX |
| This eForm is hereby rejected | DSC BOX |
| Date of signing (DD/MM/YYYY) | |

[File No. 1/13/2013-CL-V, Vol. IV]

(MANOJ PANDEY)
Joint Secretary to the Government of India

**Note:** The principal rules were published in the Gazette of India, Extraordinary, Part-II, section 3, sub-section (1) *vide* number G.S.R.250(E), dated the 31st March, 2014 and last amended, *vide* number G. S. R. 643 (E) dated the 18th August, 2022.