

MINISTRY OF CORPORATE AFFAIRS NOTIFICATION

New Delhi, the 31st March, 2014

G.S.R. 250(E).-- In exercise of the powers conferred under section 3, section 4, sub-sections (5) and (6) of section 5, section 6, sub-section (1) and (2) of section 7, sub-section (1) and (2) of section 8, clauses (a) and (b) of sub-section (1) of section 11, sub-sections (2), (3), (4) and (5) 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-section (1) and (2) of section 20 read with sub-sections (1) and (2) of section 469 of the Companies Act, 2013 (18 of 2013) and in supersession of the Companies (Central Government's) General Rules and Forms, 1956 or any other relevant rules prescribed under the Companies Act, 1956 (1 of 1956) on matters covered under these rules, except as respects things done or omitted to be done before such supersession, the Central Government hereby makes the following rules, namely: -

1. Short title and commencement.-

- (1) These rules may be called the Companies (**Incorporation**) Rules, 2014.
- (2) They shall come into force on the 1st day of April, 2014.

2. Definitions.- (1) In these rules, unless the context otherwise requires,-

- (a) "Act" means the Companies Act, 2013 (18 of 2013);
- (b) "Annexure" means the Annexure to these rules;
- (c) "Form" or "e-Form" means a form in the electronic form or non-electronic form as specified under the Act or Rules made there under and notified by the Central Government under the Act;
- (d) "Fees" means fees as specified in the Companies (Registration offices and fees) Rules, 2014;
- (e) "Regional Director" means the person appointed by the Central Government in the Ministry of Corporate Affairs as a Regional Director;
- (f) "Section" means the section of the Act;

- (2) Words and expressions used in these rules but not defined and defined in the Act or in Companies (Specification of definitions details) Rules, 2014 shall have the meanings respectively assigned to them in the Act and said rules.

3. One Person Company.-

- (1) Only a natural person who is an Indian citizen and resident in India-

- (a) shall be eligible to incorporate a One Person Company;
- (b) shall be a nominee for the sole member of a One Person Company.

Explanation.- For the purposes of this rule, the term "resident in India" means a person who has stayed in India for a period of not less than one hundred and eighty two days during the immediately preceding one calendar year.

- (2) No person shall be eligible to incorporate more than a One Person Company or become nominee in more than one such company.
- (3) Where a natural person, being member in One Person Company in accordance with this rule becomes a member in another such Company by virtue of his being a nominee in that One Person Company, such person shall meet the eligibility criteria specified in sub rule (2) within a period of one hundred and eighty days.
- (4) No minor shall become member or nominee of the One Person Company or can hold share with beneficial interest.
- (5) Such Company cannot be incorporated or converted into a company under section 8 of the Act.
- (6) Such Company cannot carry out Non-Banking Financial Investment activities including investment in securities of any body corporates.
- (7) No such company can convert voluntarily into any kind of company unless two years have expired from the date of incorporation of One Person Company, except threshold limit (paid up share capital) is increased beyond fifty lakh rupees or its average annual turnover during the relevant period exceeds two crore rupees.

4. Nomination by the subscriber or member of One Person Company.-

For the purposes of first proviso to sub-section (1) of section 3-

- (1) The subscriber to the memorandum of a One Person Company shall nominate a person, after obtaining prior written consent of such person, who shall, in the event of the subscriber's death or his incapacity to contract, become the member of that One Person Company.
- (2) The name of the person nominated under sub-rule (1) shall be mentioned in the memorandum of One Person Company and **such** nomination in Form No **INC.2** along with consent of such nominee obtained in Form No **INC.3** and 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 memorandum and articles.
- (3) The person nominated by the subscriber or member of a One Person Company may, withdraw his consent by giving a notice in writing to such sole member and to the One Person Company:
Provided that the sole member shall nominate another person as nominee within fifteen days of the receipt of the notice of withdrawal and shall send an intimation of such nomination in writing to the Company, along with the written consent of such other person so nominated in **Form No. INC.3**.

- (4) The company shall within thirty days of receipt of the notice of withdrawal of consent under sub-rule (3) file with the Registrar, a notice of such withdrawal of consent and the intimation of the name of another person nominated by the sole member in **Form No INC.4** along with fee as provided in the **Companies (Registration offices and fees) Rules, 2014** and the written consent of such another person so nominated in **Form No. INC.3**.
- (5) The subscriber or member of a One Person Company may, by intimation in writing to the company, change the name of the person nominated by him at any time for any reason including in case of death or incapacity to contract of nominee and nominate another person after obtaining the prior consent of such another person in **Form No INC.3**:
Provided that the company shall, on the receipt of such intimation, file with the Registrar, a notice of such change in **Form No INC.4** along with fee as provided in the **Companies (Registration offices and fees) Rules, 2014** and with the written consent of the new nominee in **Form No. INC.3** within thirty days of receipt of intimation of the change.
- (6) Where the sole member of One Person Company ceases to be the member in the event of death or incapacity to contract and his nominee becomes the member of such One Person Company, such new member shall nominate within fifteen days of becoming member, a person who shall in the event of his death or his incapacity to contract become the member of such company, and the company shall file with the Registrar an intimation of such cessation and nomination in **Form No INC.4** along with the fee as provided in the **Companies (Registration offices and fees) Rules, 2014** within thirty days of the change in membership and with the prior written consent of the person so nominated in **Form No. INC.3**.

5. Penalty.-

If One Person Company or any officer of such company contravenes the provisions of these rules, One Person Company or any officer of the One Person Company shall be punishable with fine which may extend to ten thousand rupees and with a further fine which may extend to one thousand rupees for every day after the first during which such contravention continues.

6. One Person Company to convert itself into a public company or a private company in certain cases.-

- (1) Where the paid up share capital of an One Person Company exceeds fifty lakh rupees or its average annual turnover during the relevant period exceeds two crore rupees, it shall cease to be entitled to continue as a One Person Company.

(2) Such One Person Company shall be required to convert itself, within six months of the date on which its paid up share capital is increased beyond fifty lakh rupees or the last day of the relevant period during which its average annual turnover exceeds two crore rupees as the case may be, into either a private company with minimum of two members and two directors or a public company with at least of seven members and three directors in accordance with the provisions of section 18 of the Act.

(3) The One Person Company shall alter its memorandum and articles by passing a resolution in accordance with sub-section (3) of section 122 of the Act to give effect to the conversion and to make necessary changes incidental thereto.

(4) The One Person Company shall within period of sixty days from the date of applicability of sub-rule (1), give a notice to the Registrar in **Form No. INC.5** informing that it has ceased to be a One Person Company and that it is now required to convert itself into a private company or a public company by virtue of its paid up share capital or average annual turnover, having exceeded the threshold limit laid down in sub-rule (1).

*Explanation.-*For the purposes of this rule,- "relevant period" means the period of immediately preceding three consecutive financial years;

(5) If One Person Company or any officer of the One Person Company contravenes the provisions of these rules, One Person Company or any officer of the One Person Company shall be punishable with fine which may extend to ten thousand rupees and with a further fine which may extend to one thousand rupees for every day after the first during which such contravention continues.

(6) A One Person company can get itself converted into a Private or Public company after increasing the minimum number of members and directors to two or minimum of seven members and two or three directors as the case may be, and by maintaining the minimum paid-up capital as per requirements of the Act for such class of company and by making due compliance of section 18 of the Act for conversion.

7. Conversion of private company into One Person Company.-

(1) A private company other than a company registered under section 8 of the Act having paid up share capital of fifty lakhs rupees or less or average annual turnover during the relevant period is two crore rupees or less may convert itself into one person company by passing a special resolution in the general meeting.

(2) Before passing such resolution, the company shall obtain No objection in writing from members and creditors.

(3) The one person company shall file copy of the special resolution with the Registrar of Companies within thirty days from the date of passing such resolution in **Form No. MGT.14**.

(4) The company shall file an application in **Form No.INC.6** for its conversion into **One Person Company** along with fees as provided in in the **Companies (Registration offices and fees) Rules, 2014**, by attaching the following documents, namely:-

- (i) The directors of the company shall give a declaration by way of affidavit duly sworn in confirming that all members and creditors of the company have given their consent for conversion, the paid up share capital company is fifty lakhs rupees or less or average annual turnover is less than two crores rupees, as the case may be;
- (ii) the list of members and list of creditors;
- (iii) the latest Audited Balance Sheet and the Profit and Loss Account; and
- (iv) the copy of No Objection letter of secured creditors.

(5) On being satisfied and complied with requirements stated herein the Registrar shall issue the Certificate.

8. Undesirable names.-

(1) In determining whether a proposed name is identical with another, the differences on account of the following shall be disregarded-

- (a) the words like Private, Pvt, Pvt., (P), Limited, Ltd, Ltd., LLP, Limited Liability Partnership;
- (b) words appearing at the end of the names – company, and company, co., co, corporation, corp, corpn, corp.;
- (c) plural version of any of the words appearing in the name;
- (d) type and case of letters, spacing between letters and punctuation marks;
- (e) joining words together or separating the words does not make a name distinguishable from a name that uses the similar, separated or joined words;
- (f) use of a different tense or number of the same word does not distinguish one name from another;
- (g) using different phonetic spellings or spelling variations shall not be considered as distinguishing one name from another. Illustration (For example, P.Q. Industries limited is existing then P and Q Industries or Pee Que Industries or P n Q Industries or P & Q Industries shall not be allowed and similarly if a name contains numeric character like 3, resemblance shall be checked with 'Three' also;)
- (h) misspelled words, whether intentionally misspelled or not, do not conflict with the similar, properly spelled words;
- (i) the addition of an internet related designation, such as .com, .net, .edu, .gov, .org, .in does not make a name distinguishable from another, even where (.) is written as 'dot';
- (j) the addition of words like New, Modern, Nav, Shri, Sri, Shree, Sree, Om, Jai, Sai, The, etc. does not make a name distinguishable from an existing name and similarly, if it is different from the name of the existing company only to the extent of adding the name of the place, the same shall not be allowed; such names may be allowed only if no objection from the existing company by way of Board resolution is submitted;
- (k) different combination of the same words does not make a name distinguishable from an existing name, e.g., if there is a company in existence by the name of "Builders and Contractors Limited", the name "Contractors and Builders Limited" shall not be allowed unless it is change of name of existing company;
- (l) if the proposed name is the Hindi or English translation or transliteration of the name of an existing company or limited liability partnership in English or Hindi, as the case may be.

- (2) (a) The name shall be considered undesirable, if-
 - (i) it attracts the provisions of section 3 of the Emblems and Names (Prevention and Improper Use) Act, 1950 (12 of 1950);
 - (ii) it includes the name of a registered trade mark or a trade mark which is subject of an application for registration, unless the consent of the owner or applicant for registration, of the trade mark, as the case may be, has been obtained and produced by the promoters;
 - (iii) it includes any word or words which are offensive to any section of the people;
- (b) The name shall also be considered undesirable, if-
 - (i) the proposed name is identical with or too nearly resembles the name of a limited liability partnership;
 - (ii) it is not in consonance with the principal objects of the company as set out in the memorandum of association;

Provided that every name need not be necessarily indicative of the objects of the company, but when there is some indication of objects in the name, then it shall be in

- conformity with the objects mentioned in the memorandum;
- (iii) the company's main business is financing, leasing, chit fund, investments, securities or combination thereof, such name shall not be allowed unless the name is indicative of such related financial activities, viz., Chit Fund or Investment or Loan, etc.;
- (iv) it resembles closely the popular or abbreviated description of an existing company or limited liability partnership;
- (v) the proposed name is identical with or too nearly resembles the name of a company or limited liability partnership incorporated outside India and reserved by such company or limited liability partnership with the Registrar:
Provided that if a foreign company is incorporating its subsidiary company in India, then the original name of the holding company as it may be allowed with the addition of word India or name of any Indian state or city, if otherwise available;
- (vi) any part of the proposed name includes the words indicative of a separate type of business constitution or legal person or any connotation thereof e.g. co-operative, sehkari, trust, LLP, partnership, society, proprietor, HUF, firm, Inc., PLC, GmbH, SA, PTE, Sdn, AG etc.;
- Explanation.-* For the purposes of this sub-clause, it is hereby clarified that the name including phrase '**Electoral Trust**' may be allowed for Registration of companies to be formed under section 8 of the Act, in accordance with the Electoral Trusts Scheme, 2013 notified by the Central Board of Direct Taxes (CBDT):
 Provided that name application is accompanied with an affidavit to the effect that the name to be obtained shall be only for the purpose of registration of companies under Electoral Trust Scheme as notified by the Central Board of Direct Taxes;
- (vii) the proposed name contains the words 'British India';
- (viii) the proposed name implies association or connection with embassy or consulate or a foreign government;
- (ix) the proposed name includes or implies association or connection with or patronage of a national hero or any person held in high esteem or important personages who occupied or are occupying important positions in Government;
- (x) the proposed name is vague or an abbreviated name such as 'ABC limited' or '23K limited' or 'DJMO' Ltd: abbreviated name based on the name of the promoters will not be allowed. For example:- BMCD Limited representing first alphabet of the name of the promoter like Bharat, Mahesh, Chandan and David:
 Provided that existing company may use its abbreviated name as part of the name for formation of a new company as subsidiary or joint venture or associate company but such joint venture or associated company shall not have an abbreviated name only e.g. Delhi Paper Mills Limited can get a joint venture or associated company as DPM Papers Limited and not as DPM Limited:
 Provided further that the companies well known in their respective field by abbreviated names are allowed to change their names to abbreviation of their existing name after following the requirements of the Act;
- (xi) the proposed name is identical to the name of a company dissolved as a result of liquidation proceeding and a period of two years have not elapsed from the date of such dissolution:
 Provided that if the proposed name is identical with the name of a company which is struck off in pursuance of action under section 248 of the Act, then the same shall not be allowed before the expiry of twenty years from the publication in the Official Gazette being so struck off;
- (xii) it is identical with or too nearly resembles the name of a limited liability partnership in liquidation or the name of a limited liability partnership which is struck off up to a period of five years;
- (xiii) the proposed name include words such as 'Insurance', 'Bank', 'Stock Exchange', 'Venture Capital', 'Asset Management', 'Nidhi', 'Mutual fund' etc., unless a declaration is submitted by the applicant that the requirements mandated by the respective regulator, such as IRDA, RBI, SEBI, MCA etc. have been complied with by the applicant;

- (xiv) the proposed name includes the word “State”, the same shall be allowed only in case the company is a government company;
- (xv) the proposed name is containing only the name of a continent, country, state, city such as Asia limited, Germany Limited, Haryana Limited, Mysore Limited;
- (xvi) the name is only a general one, like Cotton Textile Mills Ltd. or Silk Manufacturing Ltd., and not Lakshmi Silk Manufacturing Co. Ltd;
- (xvii) it is intended or likely to produce a misleading impression regarding the scope or scale of its activities which would be beyond the resources at its disposal:
- (xviii) the proposed name includes name of any foreign country or any city in a foreign country, the same shall be allowed if the applicant produces any proof of significance of business relations with such foreign country like Memorandum of Understanding with a company of such country:
 Provided that the name combining the name of a foreign country with the use of India like India Japan or Japan India shall be allowed if, there is a government to government participation or patronage and no company shall be incorporated using the name of an enemy country. Explanation.- For the purposes of this clause, enemy country means so declared by the Central Government from time to time.

(3) If any company has changed its activities which are not reflected in its name, it shall change its name in line with its activities within a period of six months from the change of activities after complying with all the provisions as applicable to change of name.

(4) In case the key word used in the name proposed is the name of a person other than the name(s) of the promoters or their close blood relatives, No objection from such other person(s) shall be attached with the application for name. In case the name includes the name of relatives, the proof of relation shall be attached and it shall be mandatory to furnish the significance and proof thereof for use of coined words made out of the name of the promoters or their relatives.

(5) The applicant shall declare in affirmative or negative (to affirm or deny) whether they are using or have been using in the last five years , the name applied for incorporation of company or LLP in any other business constitution like Sole proprietor or Partnership or any other incorporated or unincorporated entity and if, yes details thereof and No Objection Certificate from other partners and associates for use of such name by the proposed Company or LLP, as the case may be, and also a declaration as to whether such other business shall be taken over by the proposed company or LLP or not .

(6) The following words and combinations thereof shall not be used in the name of a company in English or any of the languages depicting the same meaning unless the previous approval of the Central Government has been obtained for the use of any such word or expression-

- (a) Board;
- (b) Commission;
- (c) Authority;
- (d) Undertaking;
- (e) National;
- (f) Union;
- (g) Central;
- (h) Federal;
- (i) Republic;
- (j) President;
- (k) Rashtrapati;
- (l) Small Scale Industries;
- (m) Khadi and Village Industries Corporation;
- (n) Financial, Corporation and the like;
- (o) Municipal;
- (p) Panchayat;
- (q) Development Authority;
- (r) Prime Minister or Chief Minister;
- (s) Minister;
- (t) Nation;
- (u) Forest corporation;
- (v) Development Scheme;
- (w) Statute or Statutory;

- (x) Court or Judiciary;
 - (y) Governor;
 - (z) the use of word Scheme with the name of Government (s) , State , India, Bharat or any government authority or in any manner resembling with the schemes launched by Central, state or local Governments and authorities; and
 - (za) Bureau
- (7) For the Companies under section 8 of the Act, the name shall include the words foundation, Forum, Association, Federation, Chambers, Confederation, council, Electoral trust and the like etc. Every company incorporated as a “Nidhi” shall have the last word ‘Nidhi Limited’ as part of its name.
- (8) The names released on change of name by any company shall remain in data base and shall not be allowed to be taken by any other company including the group company of the company who has changed the name for a period of three years from the date of change subject to specific direction from the competent authority in the course of compromise, arrangement and amalgamation.

9. Reservation of name.-

An application for the reservation of a name shall be made in **Form No. INC.1** along with the fee as provided in the **Companies (Registration offices and fees) Rules, 2014**.

10. Where the articles contain the provisions for entrenchment, the company shall give notice to the Registrar of such provisions in **Form No.INC.2 or Form No.INC.7**, as the case may be, along with the fee as provided in the **Companies (Registration offices and fees) Rules, 2014** at the time of incorporation of the company or in case of existing companies, the same shall be filed in **Form No.MGT.14** within thirty days from the date of entrenchment of the articles, as the case may be, along with the fee as provided in the **Companies (Registration offices and fees) Rules, 2014**.

11. The model articles as prescribed in Table F, G, H, I and J of Schedule I may be adopted by a company as may be applicable to the case of the company, either in totality or otherwise.

12. Application for incorporation of companies.-

An application shall be filed, with the Registrar within whose jurisdiction the registered office of the company is proposed to be situated, in **Form No.INC.2 (for One Person Company) and Form no. INC.7 (other than One Person Company)** along with the fee as provided in the **Companies (Registration offices and fees) Rules, 2014** for registration of a company:

13. Signing of memorandum and articles.-

The Memorandum and Articles of Association of the company shall be signed in the following manner, namely:-

- (1) The memorandum and articles of association of the company shall be signed by each subscriber to the memorandum, who shall add his name, address, description and occupation, if any, in the presence of at least one witness who shall attest the signature and shall likewise sign and add his name, address, description and occupation, if any and the witness shall state that “I witness to subscriber/subscriber(s), who has/have subscribed and signed in my presence (date and place to be given); further I have verified his or their Identity Details (ID) for their identification and satisfied myself of his/her/their identification particulars as filled in”
- (2) Where a subscriber to the memorandum is illiterate, he shall affix his thumb impression or mark which shall be described as such by the person, writing for him, who shall place the name of the subscriber against or below the mark and authenticate it by his own signature and he shall also write against the name of the subscriber, the number of shares taken by him.
- (3) Such person shall also read and explain the contents of the memorandum and articles of association to the subscriber and make an endorsement to that effect on the memorandum and articles of association.
- (4) Where the subscriber to the memorandum is a body corporate, the memorandum and articles of association shall be signed by director, officer or employee of the body corporate duly authorized in this behalf by a resolution of the board of directors of the body corporate and where the subscriber is a Limited Liability Partnership, it shall be signed by a partner of the Limited Liability Partnership, duly authorized by a resolution approved by all the partners of the Limited Liability Partnership:
Provided that in either case, the person so authorized shall not, at the same time, be a subscriber to the memorandum and articles of Association.
- (5) Where subscriber to the memorandum is a foreign national residing outside India-
 - (a) in a country in any part of the Commonwealth, his signatures and address on the memorandum and articles of association and proof of identity shall be notarized by a Notary (Public) in that part of the Commonwealth.
 - (b) in a country which is a party to the Hague Apostille Convention, 1961, his signatures and address on the memorandum and articles of association and proof of identity shall be notarized before the Notary (Public) of the country of his origin and be duly apostilled in accordance with the said Hague Convention.

- (c) in a country outside the Commonwealth and which is not a party to the Hague Apostille Convention, 1961, his signatures and address on the memorandum and articles of association and proof of identity, shall be notarized before the Notary (Public) of such country and the certificate of the Notary (Public) shall be authenticated by a Diplomatic or Consular Officer empowered in this behalf under section 3 of the Diplomatic and Consular Officers (Oaths and Fees) Act, 1948 (40 of 1948) or, where there is no such officer by any of the officials mentioned in section 6 of the Commissioners of Oaths Act, 1889 (52 and 53 Vic.C.10), or in any Act amending the same;

(d) visited in India and intended to incorporate a company, in such case the incorporation shall be allowed if, he/she is having a valid Business Visa.

Explanation.- For the purposes of this clause, it is hereby clarified that, in case of Person is of Indian Origin or Overseas Citizen of India, requirement of business Visa shall not be applicable.

14. Declaration by professionals.-

For the purposes of clause (b) of sub-section (1) of section 7, the declaration by an advocate, a Chartered Accountant, Cost accountant or Company Secretary in practice shall be in **Form No. INC.8.**

Explanation (i) “chartered accountant” means a chartered accountant as defined in clause (b) of sub section 1 of section 2 of the Chartered Accountants Act, 1949 (ii) “Cost Accountant” means a cost accountant as defined in clause (b) of sub-section (1) of section 2 of the Cost and Works Accountants Act, 1959 and (iii) “company secretary” means a “company secretary” or “secretary” means as defined in clause (c) of sub-section (1) of section 2 of the Company Secretaries Act, 1980.

15. Affidavit from subscribers and first directors.-

For the purposes of clause (c) of sub-section (1) of section 7, the affidavit shall be submitted by each of the subscribers to the memorandum and each of the first directors named in the articles in **Form No. INC.9**

16. Particulars of every subscriber to be filed with the Registrar at the time of incorporation.

- (1) The following particulars of every subscriber to the memorandum shall be filed with the Registrar-
- (a) Name (including surname or family name) and recent Photograph affixed and scan with MOA and AOA:
 - (b) Father's/Mother's/ name:
 - (c) Nationality:
 - (d) Date of Birth:
 - (e) Place of Birth (District and State):
 - (f) Educational qualification:
 - (g) Occupation:
 - (h) Income-tax permanent account number:
 - (i) Permanent residential address and also Present address (Time since residing at present address and address of previous residence address (es) if stay of present address is less than one year) similarly the office/business addresses :
 - (j) Email id of Subscriber;
 - (k) Phone No. of Subscriber;
 - (l) Fax no. of Subscriber (optional)
Explanation.- information related to (i) to (l) shall be of the individual subscriber and not of the professional engaged in the incorporation of the company;
 - (m) Proof of Identity:
 - For Indian Nationals:
PAN Card (mandatory) and any one of the following
Voter's identity card
Passport copy
Driving License copy
Unique Identification Number (UIN)
 - For Foreign nationals and Non Resident Indians
Passport
 - (n) Residential proof such as Bank Statement, Electricity Bill, Telephone / Mobile Bill:

Provided that Bank statement Electricity bill, Telephone or Mobile bill shall not be more than two months old;

- (o) Proof of nationality in case the subscriber is a foreign national.

- (p) If the subscriber is already a director or promoter of a company(s), the particulars relating to-
 - (i) Name of the company;
 - (ii) Corporate Identity Number;
 - (iii) Whether interested as a director or promoter;
- (q) the specimen signature and latest photograph duly verified by the banker or notary shall be in the prescribed **Form No.INC.10**.
- (2) Where the subscriber to the memorandum is a body corporate, then the following particulars shall be filed with the Registrar-
 - (a) Corporate Identity Number of the Company or Registration number of the body corporate, if any
 - (b) GLN, if any;
 - (c) the name of the body corporate
 - (d) the registered office address or principal place of business;
 - (e) E-mail Id;
 - (f) if the body corporate is a company, certified true copy of the board resolution specifying *inter alia* the authorization to subscribe to the memorandum of association of the proposed company and to make investment in the proposed company, the number of shares proposed to be subscribed by the body corporate, and the name, address and designation of the person authorized to subscribe to the Memorandum;
 - (g) if the body corporate is a limited liability partnership or partnership firm, certified true copy of the resolution agreed to by all the partners specifying *inter alia* the authorization to subscribe to the memorandum of association of the proposed company and to make investment in the proposed company, the number of shares proposed to be subscribed in the body corporate, and the name of the partner authorized to subscribe to the Memorandum;
 - (h) the particulars as specified above for subscribers in terms of clause (e) of sub-section (1) of section 7 for the person subscribing for body corporate;
 - (i) in case of foreign bodies corporate, the details relating to-
 - (i) the copy of certificate of incorporation of the foreign body corporate; and
 - (ii) the registered office address.

17. Particulars of first directors of the company and their consent to act as such.-

The particulars of each person mentioned in the articles as first director of the company and his interest in other firms or bodies corporate along with his consent to act as director of the company shall be filed in **Form No.DIR.12** along with the fee as provided in the **Companies (Registration offices and fees) Rules, 2014**.

18. Certificate of incorporation.-

The Certificate of Incorporation shall be issued by the Registrar in **Form No.INC.11**.

19. License under section 8 for new companies with charitable objects etc.-

(1) A person or an association of persons (hereinafter referred to in this rule as “the proposed company”), desirous of incorporating a company with limited liability under sub-section (1) of section 8 without the addition to its name of the word “Limited”, or as the case may be, the words “Private Limited”, shall make an application in **Form No.INC.12** along with the fee as provided in the **Companies (Registration offices and fees) Rules, 2014** to the Registrar for a license under sub-section (1) of section 8.

(2) The memorandum of association of the proposed company shall be in **Form No.INC.13**.

(3) The application under sub-rule (1) shall be accompanied by the following documents, namely:—

- (a) the draft memorandum and articles of association of the proposed company;
- (b) the declaration in **Form No.INC.14** by an Advocate, a Chartered Accountant, Cost Accountant or Company Secretary in practice, that the draft memorandum and articles of association have been drawn up in conformity with the provisions of section 8 and rules made thereunder and that all the requirements of the Act and the rules made thereunder relating to registration of the company under section 8 and matters incidental or supplemental thereto have been complied with;
- (c) an estimate of the future annual income and expenditure of the company for next three years, specifying the sources of the income and the objects of the expenditure;
- (d) the declaration by each of the persons making the application in **Form No. INC.15**.

20. License for existing companies.-

(1) A limited company registered under this Act or under any previous company law, with any of the objects specified in clause (a) of sub-section (1) of section 8 and the restrictions and prohibitions as mentioned respectively in clause (b) and (c) of that sub-section, and which is desirous of being registered under section 8, without the addition to its name of the

word “Limited” or as the case may be, the words “Private Limited”, shall make an application in **Form No.INC.12** along with the fee as provided in the **Companies (Registration offices and fees) Rules, 2014** to the Registrar for a licence under sub-section (5) of section 8.

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

- (a) the memorandum and articles of association of the company;
 - (b) the declaration as given in **Form No.INC.14** 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 and rules made thereunder and that all the requirements of the Act and the rules made thereunder relating to registration of the company under section 8 and matters incidental or supplemental thereto have been complied with;
 - (c) For each of the two financial years immediately preceding the date of the application, or when the company has functioned only for one financial year, for such year (i) the financial statements, (ii) the Board's reports, and (iii) the audit reports, relating to existing companies
 - (d) 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;
 - (e) an estimate of the future annual income and expenditure of the company for next three years, specifying the sources of the income and the objects of the expenditure;
 - (f) the certified copy of the resolutions passed in general/-board meetings approving registration of the company under section 8; and
 - (g) a declaration by each of the persons making the application in **Form No.INC.15**.
- (2) The company shall, within a week from the date of making the application to the Registrar, publish a notice at his own expense, and a copy of the notice, as published, shall be sent forthwith to the Registrar and the said notice shall be in **Form No. INC.26** and shall be published-
- (a) at least once in a vernacular newspaper in the principal vernacular language of the district in which the registered office of the proposed company is to be situated or is situated, and circulating in that district, and at least once in English language in an English newspaper circulating in that district; and
 - (b) on the websites as may be notified by the Central Government.
- (4) The Registrar may require the applicant to furnish the approval or concurrence of any appropriate authority, regulatory body, department or Ministry of the Central Government or the State Government(s).
- (5) The Registrar shall, after considering the 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 the Central Government or the State Government(s), as it may, in its discretion, decide whether the license should or should not be granted.
- (6) The licence shall be in **Form No.INC.16**, or **Form No.INC.17**, as the case may be, and the Registrar shall have power to include in the licence such other conditions as may be deemed necessary by him.
- (7) The Registrar may direct the company to insert in its memorandum, or in its articles, or partly in one and partly in the other, such conditions of the license as may be specified by the Registrar in this behalf.

21. Conditions for conversion of a company registered under Section 8 into a company of any other kind.

(1) A company registered under section 8 which intends to convert itself into a company of any other kind shall pass a special resolution at a general meeting for approving such conversion.

(2) The explanatory statement annexed to the notice convening the general meeting shall set out in detail the reasons for opting for such conversion including the following, namely:-

- (a) the date of incorporation of the company;
- (b) the principal objects of the company as set out in the memorandum of association;
- (c) the reasons as to why the activities for achieving the objects of the company cannot be carried on in the current structure i.e. as a section 8 company;
- (d) if the principal or main objects of the company are proposed to be altered, what would be the altered objects and the reasons for the alteration;
- (e) what are the privileges or concessions currently enjoyed by the company, such as tax exemptions, approvals for receiving donations or contributions including foreign contributions, land and other immovable properties, if any, that were acquired by the company at concessional rates or prices or gratuitously and, if so, the market prices prevalent at the time of acquisition and the price that was paid by the company, details of any donations or bequests received by the company with conditions attached to their utilization etc.
- (f) details of impact of the proposed conversion on the members of the company including details of any benefits that may accrue to the members as a result of the conversion.

(2) A certified true copy of the special resolution along with a copy of the Notice convening the meeting including the explanatory statement shall be filed with the Registrar in **Form No.MGT.14** along with the fee

(3) The company shall file an application in **Form No. INC.18** with the Regional Director with the fee along with a certified true copy of the special resolution and a copy of the Notice convening the meeting including the explanatory statement for approval for converting itself into a company of any other kind and the company shall also attach the proof of serving of the notice served to all the authorities mentioned in sub-rule (2) of rule 22.

(4) A copy of the application with annexures as filed with the Regional Director shall also be filed with the Registrar.

22. Other conditions to be complied with by companies registered under section 8 seeking conversion into any other kind.-

(1) The company shall, within a week from the date of submitting the application to the Regional Director, publish a notice at its own expense, and a copy of the notice, as published, shall be sent forthwith to the Regional Director and the said notice shall be in **Form No. INC.19** and shall be published-

(a) at least once in a vernacular newspaper in the principal vernacular language of the district in which the registered office of the company is situated, and having a wide circulation in that district, and at least once in English language in an English newspaper having a wide circulation in that district; and

(b) on the website of the company, if any, and as may be notified or directed by the Central Government.

(2) The company shall send a copy of the notice, simultaneously with its publication, together with a copy of the application and all attachments by registered post or hand delivery, to the Chief Commissioner of Income Tax having jurisdiction over the company, Income Tax Officer who has jurisdiction over the company, the Charity Commissioner, the Chief Secretary of the State in which the registered office of the company is situated, any organisation or Department of the Central Government or State Government or other authority under whose jurisdiction the company has been operating and if any of these authorities wish to make any representation to Regional Director, it shall do so within sixty days of the receipt of the notice, after giving an opportunity to the Company.

(3) The copy of proof of serving such notice shall be attached to the application.

(4) The Board of directors shall give a declaration to the effect that no portion of the income or property of the company has been or shall be paid or transferred directly or indirectly by way of dividend or bonus or otherwise to persons who 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.

(4) Where the company has obtained any special status, privilege, exemption, benefit or grant(s) from any authority such as Income Tax Department, Charity Commissioner or any organisation or Department of Central Government, State Government, Municipal Body or any recognized authority, a "No Objection Certificate" must be obtained, if required under the terms of the said special status, privilege, exemption, benefit or grant(s) from the concerned authority and filed with the Regional Director, along with the application.

(5) The company should have filed all its financial statements and Annual Returns upto the financial year preceding the submission of the application to the Regional Director and all other returns required to be filed under the Act up to the date of submitting the application to the Regional Director and in the event the application is made after the expiry of three months from the date of preceding financial year to which the financial statement has been filed, a statement of the financial position duly certified by chartered accountant made up to a date not preceding thirty days of filing the application shall be attached.

(6) The company shall attach with the application a certificate from practicing Chartered Accountant or Company Secretary in practice or Cost Accountant in practice certifying that the conditions laid down in the Act and these rules relating to conversion of a company registered under section 8 into any other kind of company, have been complied with.

(7) The Regional Director may require the applicant to furnish the approval or concurrence of any particular authority for grant of his approval for the conversion and he may also obtain the report from the Registrar

(8). On receipt of the application, and on being satisfied, the Regional Director shall issue an order approving the conversion of the company into a company of any other kind subject to such terms and conditions as may be imposed in the facts and circumstances of each case including the following conditions, namely:-

(a) the company shall give up and shall not claim, with effect from the date its conversion takes effect, any special status, exemptions or privileges that it enjoyed by virtue of having been registered under the provisions of section 8;

(b) if the company had acquired any immovable property free of cost or at a concessional cost from any government or authority, it may be required to pay the difference between the cost at which it acquired such property and the market price of such property at the time of conversion either to the government or to the authority that provided the immovable property;

(c) any accumulated profit or unutilised income of the company brought forward from previous years shall be first utilized to settle all outstanding statutory dues, amounts due to lenders claims of creditors, suppliers, service

providers and others including employees and lastly any loans advanced by the promoters or members or any other amounts due to them and the balance, if any, shall be transferred to the Investor Education and Protection Fund within thirty days of receiving the approval for conversion;

(9) Before imposing the conditions or rejecting the application, the company shall be given a reasonable opportunity of being heard by the Regional Director

(10) On receipt of the approval of the Regional Director,

(i) the company shall convene a general meeting of its members to pass a special resolution for amending its memorandum of association and articles of association as required under the Act consequent to the conversion of the section 8 company into a company of any other kind;

(ii) the Company shall thereafter file with the Registrar:-

(a) a certified copy of the approval of the Regional Director within thirty days from the date of receipt of the order in **Form No.INC.20** along with the fee;

(b) amended memorandum of association and articles of association of the company.

(c) a declaration by the directors that the conditions, if any imposed by the Regional Director have been fully complied with.

(11) . On receipt of the documents referred to in sub rule (10) above, the Registrar shall register the documents and issue the fresh Certificate of Incorporation.

23. Intimation to Registrar of revocation of licence issued under section 8.-

Where the licence granted to a company registered under section 8 has been revoked, the company shall apply to the Registrar in **Form No.INC.20** along with the fee to convert its status and change of name accordingly.

24. Declaration at the time of commencement of business.-

The declaration filed by a director shall be in **Form No.INC.21** along with the fee as and the contents of the form shall be verified by a Company Secretary in practice or a Chartered Accountant or a Cost Accountant in practice:

Provided that in the case of a company requiring registration from sectoral regulators such as Reserve Bank of India, Securities and Exchange Board of India etc, the approval from such regulator shall be required.

25. Verification of registered office.-

(1) The verification of the registered office shall be filed in **Form No.INC.22** along with the fee, and

(2) There shall be attached to said Form, any of the following documents, namely :-

- (a) the registered document of the title of the premises of the registered office in the name of the company; or
- (b) the notarized copy of lease or rent agreement in the name of the company along with a copy of rent paid receipt not older than one month;
- (c) the authorization from the owner or authorized occupant of the premises along with proof of ownership or occupancy authorization, to use the premises by the company as its registered office; and
- (d) the proof of evidence of any utility service like telephone, gas, electricity, etc. depicting the address of the premises in the name of the owner or document, as the case may be, which is not older than two months.

26. Publication of name by company.-

The Central Government may as and when required, notify the other documents on which the name of the company shall be printed.

27. Notice and verification of change of situation of the registered office.-

The notice of change of the situation of the registered office and verification thereof shall be filed in **Form No.INC.22** along with the fee and shall be attached to the said form, the similar documents and manner of verification as are specified for verification of Registered office on incorporation in terms of sub-section (2) of section 12.

28. Shifting of registered office within the same State.-

(1) An application seeking confirmation from the Regional Director for shifting the registered office within the same State from the jurisdiction of one Registrar of Companies to the jurisdiction of another Registrar of Companies, shall be filed by the company with the Regional Director in **Form no.INC.23** along with the fee.

(2) The company shall, not less than one month before filing any application with the Regional Director for the change of registered office.-

- (a) publish a notice, at least once in a daily newspaper published in English and in the principal language of that district in which the registered office of the company is situated and circulating in that district; and
- (b) serve individual notice on each debenture holder, depositor and creditor of the company, clearly indicating the matter of application and stating that any person whose interest is likely to be affected by the proposed alteration of the memorandum may intimate his nature of interest and grounds of opposition to the

Regional Director with a copy to the company within twenty one days of the date of publication of that notice:

Provided that in case no objection is received by the Regional Director within twenty one days from the date of service or publication of the notice, the person concerned shall be deemed to have given his consent to the change of registered office proposed in the application:

Provided further that the shifting of registered office shall not be allowed if any inquiry, inspection or investigation has been initiated against the company or any prosecution is pending against the company under the Act.

29. Alteration of Memorandum by change of name.-

- (1) The change of name shall not be allowed to a company which has defaulted in filing its annual returns or financial statements or any document due for filing with the Registrar or which has defaulted in repayment of matured deposits or debentures or interest on deposits or debentures.
- (2) An application shall be filed in **Form No.INC.24** along with the fee for change in the name of the company and a new certificate of incorporation in **Form No.INC.25** shall be issued to the company consequent upon change of name.

30. Shifting of registered office from one State or Union territory to another State.-

- (1) An application under sub-section (4) of section 13, for the purpose of seeking approval for alteration of memorandum with regard to the change of place of the registered office from one State Government or Union territory to another, shall be filed with the Central Government in **Form No. INC.23** along with the fee and shall be accompanied by the following documents, namely:-

- (a) a copy of the memorandum and articles of association;
- (b) a copy of the notice convening the general meeting along with relevant Explanatory Statement;
- (c) a copy of the special resolution sanctioning the alteration by the members of the company;
- (d) a copy of the minutes of the general meeting at which the resolution authorizing such alteration was passed, giving details of the number of votes cast in favor or against the resolution;
- (e) an affidavit verifying the application;
- (f) the list of creditors and debenture holders entitled to object to the application;
- (g) an affidavit verifying the list of creditors;
- (h) the document relating to payment of application fee;
- (i) a copy of board resolution or Power of Attorney or the executed Vakalatnama, as the case may be.

- (2) There shall be attached to the application, a list of creditors and debenture holders, drawn up to the latest practicable date preceding the date of filing of application by not more than one month, setting forth the following details, namely:-

- (a) the names and address of every creditor and debenture holder of the company;
- (b) the nature and respective amounts due to them in respect of debts, claims or liabilities:

Provided that the applicant company shall file an affidavit, signed by the Company Secretary of the company, if any and not less than two directors of the company, one of whom shall be a managing director, where there is one, to the effect that they have made a 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 or not ascertained are proper estimates of the values of such debts and claims and that there are no other debts or claims against the company to their knowledge.

- (3) There shall also be attached to the application an affidavit from the directors of the company that 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
- (4) A duly authenticated copy of the list of creditors shall be kept at the registered office of the company and any person desirous of inspecting the same may, at any time during the ordinary hours of business, inspect and take extracts from the same on payment of a sum not exceeding ten rupees per page to the company.
- (5) There shall also be attached to the application a copy of the acknowledgment of service of a copy of the application with complete annexures to the Registrar and Chief Secretary of the State Government or Union territory where the registered office is situated at the time of filing the application.
- (6) The company shall at least fourteen days before the date of hearing-
 - (a) advertise the application in the **Form No.INC.26** in a vernacular newspaper in the principal vernacular language in the district in which the registered office of the company is situated, and at least once in English language in an English newspaper circulating in that district;

- (b) serve, by registered post with acknowledgement due, individual notice(s), to the effect set out in clause (a) on each debenture-holder and creditor of the company; and
- (c) serve, by registered post with acknowledgement due, a notice together with the copy of the application to the Registrar and to the Securities and Exchange Board of India, in the case of listed companies and to the regulatory body, if the company is regulated under any special Act or law for the time being in force.
- (7) Where any objection of any person whose interest is likely to be affected by the proposed application has been received by the applicant, it shall serve a copy thereof to the Central Government on or before the date of hearing.
- (8) Where no objection has been received from any of the parties, who have been duly served, the application may be put up for orders without hearing.
- (9.) Before confirming the alteration, the Central Government shall ensure that, with respect to every creditor and debenture holder who, in the opinion of the Central government, is entitled to object to the alteration, and who signifies his objection in the manner directed by the Central government, either his consent to the alteration has been obtained or his debt or claim has been discharged or has determined, or has been secured to the satisfaction of the Central Government.
- (10.) The Central Government may make an order confirming the alteration on such terms and conditions, if any, as it thinks fit, and may make such order as to costs as it thinks proper:

Provided that the shifting of registered office shall not be allowed if any inquiry, inspection or investigation has been initiated against the company or any prosecution is pending against the company under the Act.

- 31. The certified copy of the order of the Central Government, approving the alteration of the memorandum for transfer of registered office of the company from one State to another, shall be filed in **Form No.INC.28** along with the fee as with the Registrar of the State within thirty days from the date of receipt of certified copy of the order.

32. Change of objects for which money is raised through prospectus.

- (1) Where the company has raised money from public through prospectus and has any unutilised amount out of the money so raised, it shall not change the objects for which the money so raised is to be applied unless a special resolution is passed through postal ballot and the notice in respect of the resolution for altering the objects shall contain the following particulars, namely:-
 - (a) the total money received;
 - (b) the total money utilized for the objects stated in the prospectus;
 - (c) the unutilized amount out of the money so raised through prospectus,
 - (d) the particulars of the proposed alteration or change in the objects;
 - (e) the justification for the alteration or change in the objects;
 - (f) the amount proposed to be utilised for the new objects;
 - (g) the estimated financial impact of the proposed alteration on the earnings and cash flow of the company;
 - (h) the other relevant information which is necessary for the members to take an informed decision on the proposed resolution;
 - (i) the place from where any interested person may obtain a copy of the notice of resolution to be passed.
- (2) The advertisement giving details of each resolution to be passed for change in objects which shall be published simultaneously with the dispatch of postal ballot notices to shareholders.
- (3) The notice shall also be placed on the website of the company, if any.

33. Alteration of articles.-

- (1) For **effecting the** conversion of a private company into a public company or vice versa, the application shall be filed in **Form No.INC.27** with fee.

(2) A copy of order of the competent authority approving the alteration, shall be filed with the Registrar in **Form No. INC.27** with fee together with the printed copy of the altered articles within fifteen days of the receipt of the order from the Central Government.

Explanation.- For the purposes of this sub-rule, the term “competent authority” means, the Central Government.

34. Copies of memorandum and articles, etc. to be given to members on request being made by them.-

A company shall on payment of fee, send a copy of each of the following documents to a member within seven days of the request being made by him-

- (1) the memorandum;
- (2) the articles;
- (3) every agreement and every resolution referred to in sub-section (1) of section 117, if and so far as they have not been embodied in the memorandum and articles.

35. Service of documents.-

(1) A document may be served on a company or an officer thereof through electronic transmission.

(2) For the purposes of sub-rule (1), the term, “electronic transmission” means a communication—

- (a) delivered by –
 - (i) facsimile telecommunication or electronic mail when directed to the facsimile number or electronic mail address, respectively, which the company or the officer has provided from time to time for sending communications to the company or the officer respectively;
 - (ii) posting of an electronic message board or network that the company or the officer has designated for such communications, and which transmission shall be validly delivered upon the posting; or
 - (iii) other means of electronic communication,

in respect of which the company or the officer has put in place reasonable systems to verify that the sender is the person purporting to send the transmission; and

(b) that creates a record that is capable of retention, retrieval and review, and which may thereafter be rendered into clearly legible tangible form.

(3) A document may be served on the Registrar or any member through electronic transmission.

(4) For the purposes of sub-rule (3), the term, “electronic transmission” means a communication –

- (a) delivered by –
 - (i) facsimile telecommunication or electronic mail when directed to the facsimile number or electronic mail address, respectively, which the Registrar or the member has provided from time to time for sending communications to the Registrar or the member respectively;
 - (ii) posting of an electronic message board or network that the Registrar or the member has designated for those communications, and which transmission shall be validly delivered upon the posting; or
 - (iii) other means of electronic communication,

in respect of which the Registrar or the member has put in place reasonable systems to verify that the sender is the person purporting to send the transmission, and

(b) that creates a record that is capable of retention, retrieval and review, and which may thereafter be rendered into clearly legible tangible form.

(5) For the purposes of sub-section (1) and (2) of section 20, “courier” means a document sent through a courier which provides proof of delivery.

(6) In case of delivery by post, such service shall be deemed to have been effected- (i) in the case of a notice of a meeting, at the expiration of forty eight hours after the letter containing the same is posted; and (ii) in any other case, at the time at which the letter would be delivered in the ordinary course of post.

FORM NO. INC.1

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



Application for reservation of Name

Form language ☐ English ☐ Hindi

Refer the instruction kit for filing the form.

1. *Application for :

- ☐ Incorporating a new company (Part A, B, C)
☐ Changing the name of an existing company (Part B, C, D)

Part A: Reservation of name for incorporation of a new company

2. Details of applicant (In case the applicant has been allotted DIN, then it is mandatory to enter such DIN)

(a) *Director identification number (DIN) or Income tax **Pre-Fill**
 permanent account number (PAN) or passport number **Verify Details**

(b) *First Name
 Middle Name
 *Surname

(c) *Occupation Type ☐ Self-employed ☐ Professional ☐ Homemaker ☐ Student ☐ Serviceman
 Area of occupation

(d) Address *Line I
 Line II

(e) *City

(f) *State/Union territory
 If 'NA' selected, specify

(g) *Pin Code

(h) *ISO Country Code

(i) Country

(j) *e-mail Id

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

(m) Mobile (with Country code) -

(l) Fax

3. (a) *Type of company

☐ Section 8 Company ☐ Part I Company (Chapter XXI) ☐ Producer Company ☐ New Company (Others)

(b) *State the class of proposed company

☐ Public ☐ Private ☐ Private (One Person Company)

(c) *State the category of proposed company

{Values: Company limited by shares, Company limited by guarantee, Unlimited company}

(d) *State the sub-category of proposed company

{Values: Union Government company, State Government company, Non-Government company, Subsidiary of foreign company, Guarantee and association company}

4. *Name of the State/Union territory in which the proposed company is to be registered

5. *Name of the office of the Registrar of Companies in which the proposed company is to be registered

6. Details of promoter(s) (In case the promoter(s) has been allotted DIN, then it is mandatory to enter such DIN)

*Enter the number of promoter(s)

I.

*Category

{Values: Individual/company/foreign company/Company incorporated outside India/ body Corporate/ others}

*DIN or Income-tax PAN or passport number or corporate identification number (CIN) or foreign company registration number (FCRN) or
any other registration number

*Name

7. *Objects of the proposed Company to be included in its MoA

8. *Particulars of proposed director(s)

(specify information of one director in case the proposed company is One Person Company or of two directors in case the proposed company is a private company (other than producer company) or of three directors in case the proposed company is a public company or of five directors in case the proposed company is a producer company)

*Director identification number (DIN)

Name

Father's Name

Nationality

Date of birth (DD/MM/YY)

Income tax permanent account number (PAN)

Passport number

Voter identity card number

Aadhaar number

Present residential address

9. (a) *Whether the Promoters are carrying on any Partnership firm, sole proprietary or unregistered entity in the name as applied for ☐ Yes ☐ No

(If yes, attach NOC from all owners/partners of such entity for use of such name)

If yes, whether the business of such entity shall be taken over by the proposed Company

☐ Yes ☐ No

(b) *Whether the proposed name(s) contain(s) name of any person other than the promoter(s) or their close blood relatives ☐ Yes ☐ No

[If Yes, attach No objection certificate from such person(s)]

(c) *Whether the proposed name(s) include(s) the name of relatives

☐ Yes ☐ No (If Yes, attach proof of relation)

10 *Whether the proposed name is indicative of the object of the proposed company

☐ Yes ☐ No

If yes, whether the proposed name is in consonance with the object of the proposed company

☐ Yes ☐ No

Part B. Particulars about the proposed name(s)

11. *Number of proposed names for the company

(Please give maximum six names in order of preference)

Proposed name	
Significance of key or coined word in the proposed name	
State the name of the vernacular language(s) if used in the proposed name	

12. *Whether the proposed name is in resemblance with any class of Trade Marks Rules, 2002

☐ Yes ☐ No

If Yes, Please specify the Class(s) of trade mark



13. *Whether the proposed name(s) is/are based on a registered trademark or is subject matter of an application pending for registration under the Trade Marks Act.

☐ Yes

☐ No

If yes, furnish particulars of trade mark or application and the approval of the applicant or owner of the trademark

14. In case the name is similar to any existing company or to the foreign holding company, specify name of such company and also attach copy of the No Objection Certificate by way of Board resolution (Duly attested by a Director of that company)

a. Whether the name is similar to:

☐ existing Company ☐ foreign holding Company

b. In case of existing Company, provide CIN

Pre fill

c. Name of the Company

15.(a) *Whether the proposed name includes the word such as Insurance, Bank, Stock Exchange, Venture Capital, Asset Management, Nidhi, or Mutual Fund etc.

☐ Yes
☐ No

If Yes, whether the in-principle approval is received from (drop down: values- IRDA, RBI, SEBI, MCA, other) specify other

☐ Yes ☐ No

(If yes, attach the approval or if No, attach the approval at the time of filing the Incorporation form)

(b) *Whether the proposed name including the phrase 'Electoral trust'.

☐ Yes
☐ No

[If Yes, attach the affidavit as per rule 8(2)(b)(vi)]

Part C. Names requiring Central Government approval

16. *State whether the proposed name(s) contain such word or expression for which the previous approval of Central Government is required.

☐ Yes
☐ No

(If yes, this form shall be treated as an application to the Central Govt. for such approval and shall be dealt with accordingly)

Part D. Reservation of name for change of name by an existing Company

17. (a) *CIN of Company

Pre-fill

(b) Global Location Number(GLN) of Company

18. (a) Name of Company

(b) Address of the registered office of the Company

(c) email ID of the company

19. (a) *State whether the change of name is due to direction received from the Central Government.

☐ Yes ☐ No (If yes, please attach a copy of such directions)

(b) *Whether the proposed name is in accordance with the rule 8(8) and specific direction of the competent authority is attached ☐ Yes ☐ No

(If 'Yes' selected, attach order of competent authority as required in Rule 8(8))

20.(a) *Whether the change in name requires change in object of the company

☐ Yes ☐ No

(b) Reasons for change in name (in case of yes above, mention proposed objects of the company)

Attachments

List of attachments

- | | |
|--|---------------------------------------|
| (1) In case of change of name of an existing company, a copy of Board resolution; | <input type="button" value="Attach"/> |
| (2) If change of name is due to direction received from the Central Government , then copy of such direction; | <input type="button" value="Attach"/> |
| (3) In case the proposed name(s) are based on a registered trademark or is a subject matter of an application pending for registration under the Trade Marks Act, 1999, the approval of the owner of the trademark or the applicant of such application for registration of Trademark; | <input type="button" value="Attach"/> |
| (4) Copy of Central Government's approval In case the proposed name contains such word(s) or expression(s) for which the approval of Central Government is required,; | <input type="button" value="Attach"/> |
| (5) Proof of relation; | <input type="button" value="Attach"/> |
| (6) In principle approval from the concerned regulator; | <input type="button" value="Attach"/> |
| (7) NOC from the sole proprietor/partners/other associates; | <input type="button" value="Attach"/> |
| (8) NOC from existing company, | <input type="button" value="Attach"/> |
| (9) Copy of affidavit, in case proposed name including phrase 'Electoral Trust' | <input type="button" value="Attach"/> |
| (10) Resolution of unregistered companies in case of | <input type="button" value="Attach"/> |

Chapter XXI (Part I) companies;

(11) Order of competent authority as required in Rule 8(8)

Attach

(12) NOC from such other persons as required in rule 8(4)

Attach

(13) Optional attachment, if any.

Attach

Remove Attachment

Declaration

- ☐ I am a Promoter (proposed first subscriber) to the Memorandum of Association) and I am also authorized by other proposed promoter(s) and first subscriber(s) to sign and submit this application.
- ☐ *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(s) is /are 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(s) 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(s) 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(s) to satisfy myself with the compliance of the provisions of the Act for resemblance of name and Rules thereof.
- ☐ *The proposed name(s) is/are 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(s) is not such that its use by the company will constitute an offence under any law for the time being in force.
- ☐ I have complied with all the mandated requirements of the respective Act/regulator, such as IRDA, RBI, SEBI, MCA etc. (applicable only in case proposed name includes words like Insurance, Bank, Stock Exchange, Venture Capital, Asset Management, Nidhi, Mutual Fund, Finance, Investment, Leasing, Hire purchase etc. or any combination thereof).
- ☐ *To the best of my knowledge and belief, the information given in this application and its attachments thereto is correct and complete, and nothing relevant to this form has been suppressed.
- ☐ I have been authorized by the Board of Directors resolution Number Dated to sign and submit this application (for change of name).
- ☐ *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.

***To be digitally signed by**

DSC BOX

***Designation**

***DIN or Income-tax PAN or passport number of the applicant or Director identification number of the director; or DIN or PAN of the manager or CEO or CFO; or Membership number of the Company Secretary**

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.

Modify

Check Form

Prescrutiny

Submit

For office use only :

Affix filing details

eForm Service request number (SRN)

eForm filing date

(DD/MM/YYYY)

Digital signature of the authorising officer

This e-Form is hereby approved

This e-Form is hereby rejected

Confirm Submission

Date of signing

(DD/MM/YYYY)

OR

This eForm has been approved by the registrar of companies through electronic mode and on the basis of statement of correctness given by the applicant and certification given by the practicing professional, in terms of the Name Availability Guidelines.

FORM NO. INC.2

[Pursuant to section 3(1) and 7(1) of the Companies Act, 2013 and Rule 4, 10, 12 and 15 of the Companies (Incorporation and Incidental) Rules, 2014]


**One Person Company-
Application for Incorporation**

Form language ☐ English ☐ Hindi

Refer the instruction kit for filing the form.

1. *Service Request Number (SRN) of Form INC.1

Pre-Fill

2. (a) Name of the company

(b) Type of Company is

(c) Class of Company

(d) Category

(e) Sub category

* (f) Whether the company is (Radio Button) ☐ Having share capital ☐ Not having share capital

3. (a) Name of the state/Union territory in which the company is to be registered

(b) Name of the office of the Registrar of Companies in which the company is to be registered

4. *Whether the address for correspondence will be the address of Registered office of the Company

☐ Yes ☐ No

I Address for correspondence till the date registered office of the company is established

*Line I

Line II

*City

*State/Union Territory

* Pin code

*District

ISO Country code

Country

*Phone (with STD/ISD code)

-

Fax

*email ID of the company

II (a) Address of the registered office of the company from the date of incorporation is

*Line I

Line II

*City

*State/Union Territory

* Pin code

*District

ISO Country code

Country

*Phone (with STD/ISD code)

-

Fax

*email ID of the company

(b) * Registered Office is

☐ Owned by Company ☐ Owned by Director (Not taken on lease by company)

☐ Taken on Lease by company ☐ Owned by any other entity/ Person (Not taken on lease by company)

(c) The full address of the police station under whose jurisdiction the registered office of the company is situated

* Police station Name

* Address Line I

Line II

* City

* State

* Pin code

(d) *Particulars of the Utility Services Bill depicting the address of the Registered office (not older than two months)

5. *Capital structure of the company, in case of company having share capital

(a) Authorized capital of the company (in Rs.)

(i) Number of equity shares Nominal amount per equity share

Total amount of equity shares (in Rs.)

(ii) Number of preference shares Nominal amount per preference share

Total amount of preference shares (in Rs.)

(b) Subscribed capital of the company (in Rs.)

(i) Number of equity shares Nominal amount per equity share

Total amount of equity shares (in Rs.)

(ii) Number of preference shares Nominal amount per preference share

Total amount of preference shares (in Rs.)

6. *Main division of industrial activity of the company

Description of the main division

7. Particulars of Promoter (first subscriber to the MOA)

*Whether the promoter shall be the sole director of the company ☐ Yes ☐ No

Director Identification number(DIN)

*Income-tax permanent account number (PAN)

*First Name

Middle Name

*Surname

Family Name

* ☐ Father's Name ☐ Mother's Name ☐ Spouse's name

*Gender ☐ Male ☐ Female ☐ Transgender

*Nationality *Date of Birth

*Place of Birth (District & State)

*Educational qualification

*Occupation Type ☐ Self-employed ☐ Professional ☐ Homemaker ☐ Student ☐ Serviceman

Area of occupation

Permanent Address

*Line I

Line II

*City																																							
*State/ Union Territory	<input style="width: 150px;" type="text"/>	*Pin code	<input style="width: 100px;" type="text"/>																																				
ISO Country code	<input style="width: 40px;" type="text"/>																																						
Country	<input style="width: 150px;" type="text"/>																																						
*Phone (with STD/ISD code)	<input style="width: 60px;" type="text"/>	-	<input style="width: 100px;" type="text"/>																																				
Mobile (with country code)	<input style="width: 40px;" type="text"/>	-	<input style="width: 100px;" type="text"/>																																				
Fax	<input style="width: 120px;" type="text"/>																																						
*email id	<input style="width: 150px;" type="text"/>																																						
*Whether present address is same as the permanent address <input type="checkbox"/> Yes <input type="checkbox"/> No																																							
Present Address																																							
*Line I	<input style="width: 150px;" type="text"/>																																						
Line II	<input style="width: 150px;" type="text"/>																																						
*City																																							
*State/ Union Territory	<input style="width: 150px;" type="text"/>	*Pin code	<input style="width: 100px;" type="text"/>																																				
*ISO Country code	<input style="width: 40px;" type="text"/>																																						
Country	<input style="width: 150px;" type="text"/>																																						
*Phone (with STD/ISD code)	<input style="width: 60px;" type="text"/>	-	<input style="width: 100px;" type="text"/>																																				
Mobile (with country code)	<input style="width: 40px;" type="text"/>	-	<input style="width: 100px;" type="text"/>																																				
Fax	<input style="width: 120px;" type="text"/>																																						
email id	<input style="width: 150px;" type="text"/>																																						
*Duration of stay at present address <input style="width: 40px;" type="text"/> year(s) <input style="width: 40px;" type="text"/> month(s)																																							
If Duration of stay at present address is less than one year then address of previous residence																																							
*Proof of identity	<input style="width: 150px;" type="text"/>																																						
*Residential Proof	<input style="width: 150px;" type="text"/>																																						
<p>If already a director or promoter of a company(s), specify details of such company(s) (In case director or promoter in more than three companies, attach separate sheet as an optional attachment)</p> <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 20%; text-align: center;">Director</td> <td style="width: 20%; text-align: center;">Promoter</td> <td style="width: 20%; text-align: center;">CIN</td> <td style="width: 40%;"></td> </tr> <tr> <td style="text-align: center;"><input type="checkbox"/></td> <td style="text-align: center;"><input type="checkbox"/></td> <td></td> <td><input style="width: 100px;" type="text"/></td> </tr> <tr> <td colspan="4">Name of the company <input style="width: 150px;" type="text"/></td> </tr> <tr> <td style="text-align: center;">Director</td> <td style="text-align: center;">Promoter</td> <td style="text-align: center;">CIN</td> <td></td> </tr> <tr> <td style="text-align: center;"><input type="checkbox"/></td> <td style="text-align: center;"><input type="checkbox"/></td> <td></td> <td><input style="width: 100px;" type="text"/></td> </tr> <tr> <td colspan="4">Name of the company <input style="width: 150px;" type="text"/></td> </tr> <tr> <td style="text-align: center;">Director</td> <td style="text-align: center;">Promoter</td> <td style="text-align: center;">CIN</td> <td></td> </tr> <tr> <td style="text-align: center;"><input type="checkbox"/></td> <td style="text-align: center;"><input type="checkbox"/></td> <td></td> <td><input style="width: 100px;" type="text"/></td> </tr> <tr> <td colspan="4">Name of the company <input style="width: 150px;" type="text"/></td> </tr> </table>				Director	Promoter	CIN		<input type="checkbox"/>	<input type="checkbox"/>		<input style="width: 100px;" type="text"/>	Name of the company <input style="width: 150px;" type="text"/>				Director	Promoter	CIN		<input type="checkbox"/>	<input type="checkbox"/>		<input style="width: 100px;" type="text"/>	Name of the company <input style="width: 150px;" type="text"/>				Director	Promoter	CIN		<input type="checkbox"/>	<input type="checkbox"/>		<input style="width: 100px;" type="text"/>	Name of the company <input style="width: 150px;" type="text"/>			
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Name of the company <input style="width: 150px;" type="text"/>																																							
<input type="button" value="Pre-fill all"/>																																							

8. ***(a) Nomination**

I **(Small description box)**, the subscriber to the memorandum of association of **(Small description box)** do hereby nominate **(Drop down – values; Mr., Ms.) (Small description box)** 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 and Incidental) Rules 2014.

(b) Particulars of the Nominee

Director Identification number(DIN)	<input style="width: 100%;" type="text"/>	<input type="button" value="Pre-Fill"/>
-------------------------------------	---	---

*Income-tax permanent account number (PAN)	<input type="text"/>	<input type="button" value="Verify Details"/>
*First Name	<input type="text"/>	
Middle Name	<input type="text"/>	
*Surname	<input type="text"/>	
Family Name	<input type="text"/>	
* o Father's Name o Mother's Name o Spouse's name	<input type="text"/>	
*Gender <input type="checkbox"/> Male <input type="checkbox"/> Female <input type="checkbox"/> Transgender	<input type="text"/>	
*Nationality	<input type="text"/>	*Date of Birth <input type="text"/>
*Place of Birth (District & State)	<input type="text"/>	
*Educational qualification	<input type="text"/>	
*Occupation Type	<input type="radio"/> Self-employed <input type="radio"/> Professional <input type="radio"/> Homemaker <input type="radio"/> Student <input type="radio"/> Serviceman	
Area of occupation	<input type="text"/>	
Permanent Address	<input type="text"/>	
*Line I	<input type="text"/>	
Line II	<input type="text"/>	
*City	<input type="text"/>	
*State/ Union Territory	<input type="text"/>	*Pin code <input type="text"/>
ISO Country code	<input type="text"/>	
Country	<input type="text"/>	
*Phone (with STD/ISD code)	<input type="text"/>	- <input type="text"/>
Mobile (with country code)	<input type="text"/>	- <input type="text"/>
Fax	<input type="text"/>	
*email id	<input type="text"/>	
*Whether present address is same as the permanent address	<input type="checkbox"/> Yes <input type="checkbox"/> No	
Present Address	<input type="text"/>	
*Line I	<input type="text"/>	
Line II	<input type="text"/>	
*City	<input type="text"/>	
*State/ Union Territory	<input type="text"/>	*Pin code <input type="text"/>
*ISO Country code	<input type="text"/>	
Country	<input type="text"/>	
*Phone (with STD/ISD code)	<input type="text"/>	- <input type="text"/>
Mobile (with country code)	<input type="text"/>	- <input type="text"/>
Fax	<input type="text"/>	
email id	<input type="text"/>	
*Duration of stay at present address	<input type="text"/> year(s)	<input type="text"/> month(s)
If Duration of stay at present address is less than one year then address of previous residence	<input type="text"/>	
*Proof of identity	<input type="text"/>	
*Residential Proof	<input type="text"/>	

9. (a) *Whether the Articles are entrenched or not ☐ 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

10. Particulars of payment of stamp duty

(a) State or Union territory in respect of which stamp duty is paid or to be paid

Pre-Fill

(b) *Whether stamp duty is to be paid electronically through MCA21 system

☐ Yes ☐ No ☐ Not applicable

(i) Details of stamp duty to be paid

Type of document/ Particulars	Form INC.2	Memorandum of association	Articles of association
Amount of stamp duty to be paid (in Rs.)	<input type="text"/>	<input type="text"/>	<input type="text"/>

(ii) Provide details of stamp duty already paid

Type of document/ Particulars	Form 1	Memorandum of association	Articles of association	Others
Total amount of stamp duty paid (in Rs.)	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Mode of payment of stamp duty	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Name of vendor or Treasury or Authority or any other competent agency authorised to collect stamp duty or to sell stamp papers or to emboss the documents 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)	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Place of purchase of stamps or stamp paper or payment of stamp duty				

Attachments

- *Memorandum of Association
- *Articles of Association
- *Proof of identity of the member and the nominee
- *Residential proof of the member and the nominee
- *Copy of PAN card of member and nominee
- *Consent of Nominee in form INC.3
- *Affidavit from the subscriber and first Director to the memorandum in Form No. INC.9
- List of all the companies (specifying their CIN) having the same registered office address, if any;
- Specimen Signature in Form INC.10
- Entrenched Articles of Association
- Proof of Registered Office address

Attach

Attach

Attach

Attach

Attach

Attach

Attach

Attach

Attach

- (Conveyance/ Lease deed/Rent Agreement etc. along with rent receipts)
12. Copies of the utility bills as mentioned above
(not older than two months)
 13. 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)
 14. Consent from Director
 15. Optional Attachment, if any

Attach

Attach

Attach

Attach

Attach

Declaration

I

, a person named in the articles as subscriber as well as the sole director of the company do hereby declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect to the registration of the company and matters precedent or incidental thereto have been complied with. It is further declared and verified 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 promoters subscribing to the Memorandum of Association and Articles of Association.
2. All the required attachments have been completely, correctly and legibly attached to this form.
3. I have not been convicted of any offence in connection with the promotion, formation or management of any company during the preceding five years;
4. 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;
5. I am not a director/promoter of any company which is defaulting in filing of financial statements and annual return and/or any company which has been declared as vanishing company; and
6. I have also understood the provisions of sections 7(5), 7(6), 447, 448 and 449 of the Companies Act, 2013 and understand that I shall be liable for punishment in terms of section 7(5) and 7(6) of the Companies Act, 2013 in case of furnishing of false or incorrect information or for suppression of material information for registration of captioned company.

Declaration

I

, a person named in the articles as a * **(Drop down)** {Values: Director/Manager/Company Secretary} declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect to the 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. It is further declared and verified 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 promoters subscribing to the Memorandum of Association and Articles of Association.
2. All the required attachments have been completely, correctly and legibly attached to this form.

*To be digitally signed by

*

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

DSC BOX

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 sections 448 and 449 which provide for punishment for false statement and punishment for false evidence respectively.

Modify

Check Form

Prescrutiny

Submit

For office use only:

Affix filing details

eForm Service request number (SRN)

eForm filing date

(DD/MM/YYYY)

This e-Form is hereby registered

Digital signature of the authorising officer

Confirm submission

Date of signing

(DD/MM/YYYY)

FORM NO. INC.3

[Pursuant to section 3(1) of the Companies Act, 2013 and pursuant to Rule 4 (2), (3), (4), (5) & (6) of the Companies (Incorporation) Rules, 2014]


**One Person Company -
Nominee Consent Form**

Form language ☐ English ☐ Hindi
Refer the instruction kit for filing the form.

1. (a) *SRN of Form INC.1 (In case of new company) or Pre-fill
Corporate identity number (CIN) (In case of existing company)

(b) Global location number (GLN)

2. (a) Name of the One Person Company

(b) Address of registered office of the company

3. *Consent

I (Small description box) hereby give my consent to become the member of (Small description box), in the event of death of (Small description box) subscriber/member of the company or his incapacity to contract.

4. Particulars of the nominee

Director Identification number(DIN) Pre-Fill

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

*First Name

Middle Name

*Surname

Family Name

* ☐ Father's Name ☐ Mother's Name ☐ Spouse's name

*Gender ☐ Male ☐ Female ☐ Transgender

*Nationality

*Date of Birth

*Place of Birth (District & State)

*Educational qualification

*Occupation Type ☐ Self-employed ☐ Professional ☐ Homemaker ☐ Student ☐ Serviceman

Area of occupation

Permanent Address

*Line I

Line II

*City

*State/ Union Territory

*Pin code

ISO Country code

Country

*Phone (with STD/ISD code) -

Mobile (with country code) -

Fax

*email id

*Whether present address is same as the permanent address ☐ Yes ☐ No

Present Address

*Line I

Line II

*City

*State/ Union Territory *Pin code

*ISO Country code

Country

*Phone (with STD/ISD code) -

Mobile (with country code) -

Fax

email id

*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

*Residential Proof

Declaration

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 physically signed by

Nominee

*Date

*Place

Enclosures

1. Copy of PAN card
2. Proof of identity
3. Residential Proof

Modify

Check form

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 which provide for punishment for false statement and punishment for false evidence respectively.

This is a non e-Form. User is required to fill the form electronically and duly signed copy should be attached with e-Form INC.2, INC.4 or INC.6, as the case may be.

FORM NO. INC.4

[Pursuant to section 3(1) of the Companies Act, 2013 and Rule 4(4), (5) & (6) of the Companies (Incorporation) Rules 2014]



सत्यमेव जयते

One Person Company – Change in Member/ Nominee

Form language o English o Hindi

Refer the instruction kit for filing the form.

1. *This form is for

- ☐ Notice of withdrawal of consent by the nominee
- ☐ Intimation about change in the name of the nominee
- ☐ Intimation of cessation of member

2. *(a) Corporate identity number(CIN) of company

Pre-fill

(b) Global Location Number of the company

3. (a) Name of One Person Company

(b) Address of registered office
of the company

(c) email Id of the company

4. Notice of withdrawal of consent

Notice is hereby given that

who was nominated as the nominee of

has withdrawn his/her consent vide his/her notice dated *

a copy of

which is

attached herewith.

5. Intimation about change in nomination

Notice is hereby given that

, member of

has nominated *

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 and Incidental) Rules 2014.

6. Intimation of cessation of member

(a) Intimation is hereby given that

has ceased to be the member of

w. e. f. *

due to * {Drop down - Values: Death of the member, Incapacity of member to

contract,

change in ownership} and *

*(Drop down: 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) o Yes o No

7. Intimation about the change of nominee

Further notice is given that *

*(Drop down - values: member, new member)

has nominated *

as his nominee w. e. f. who shall become the member of the company in the event of his/her death or incapacity to contract. He/she declares that the nominee is eligible for nomination within the meaning of Rule 3 of the Companies (Incorporation and Incidental) Rules 2014.

8. Particulars of the New Nominee

Director Identification number(DIN)		Pre-Fill
*Income-tax permanent account number (PAN)		Verify Details
*First Name		
Middle Name		
*Surname		
Family Name		
* o Father's Name o Mother's Name o Spouse's name		
*Gender <input type="checkbox"/> Male <input type="checkbox"/> Female <input type="checkbox"/> Transgender		
*Nationality		*Date of Birth
*Place of Birth (District & State)		
*Educational qualification		
*Occupation Type	<input type="radio"/> Self-employed <input type="radio"/> Professional <input type="radio"/> Homemaker <input type="radio"/> Student <input type="radio"/> Serviceman	
Area of occupation		
Permanent Address		
*Line I		
Line II		
*City		
*State/ Union Territory		*Pin code
ISO Country code		
Country		
*Phone (with STD/ISD code)		
Mobile (with country code)		
Fax		
*email id		
*Whether present address is same as the permanent address	<input type="checkbox"/> Yes <input type="checkbox"/> No	
Present Address		
*Line I		
Line II		
*State/ Union Territory		*Pin code
*ISO Country code		

Country			
*Phone (with STD/ISD code)		-	
Mobile (with country code)		-	
Fax			
email id			
*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			
*Residential Proof			

9. Particulars of the new member

Director Identification number(DIN)		Pre-Fill
*Income-tax permanent account number (PAN)		Verify Details
*First Name		
Middle Name		
*Surname		
Family Name		
<input type="radio"/> Father's Name <input type="radio"/> Mother's Name <input type="radio"/> Spouse's name		
*Gender	<input type="checkbox"/> Male <input type="checkbox"/> Female <input type="checkbox"/> Transgender	
*Nationality		*Date of Birth
*Place of Birth (District & State)		
*Educational qualification		
*Occupation Type	<input type="radio"/> Self-employed <input type="radio"/> Professional <input type="radio"/> Homemaker <input type="radio"/> Student <input type="radio"/> Serviceman	
Area of occupation		
Permanent Address		
*Line I		
Line II		
*City		
*State/ Union Territory		*Pin code
ISO Country code		
Country		
*Phone (with STD/ISD code)		-
Mobile (with country code)		-
Fax		
*email id		
*Whether present address is same as the permanent address <input type="checkbox"/> Yes <input type="checkbox"/> No		
Present Address		
*Line I		
Line II		

*City		
* State/ Union Territory		*Pin code
*ISO Country code		
Country		
*Phone (with STD/ISD code)		-
Mobile (with country code)		-
Fax		
email id		
*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		
*Residential Proof		

Attachment(s)

- (1) *Consent of the nominee in Form No. INC.3
- (2) *Copy of PAN card of the new nominee and/or new member
- (3) *Proof of identity of the new nominee and/or new member
- (4) *Residential proof of the new nominee and/or new member
- (5) Notice of withdrawal of consent filed by the nominee
- (6) Copy of intimation given by member for change in nominee
- (7) Proof of Cessation of member
- (8) Optional attachment(s) - if any.

Attach
Attach
Attach
Attach
Attach
Attach
Attach

***To be digitally signed by member**

DSC BOX

Income-tax PAN or Director identification number of the member*To be digitally signed by Director**

DSC BOX

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

Note: Attention is drawn to provisions of sections 448 and 449 which provide for punishment for false statement and punishment for false evidence respectively.

Modify

Check Form

Prescrutiny

Submit

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

FORM NO INC.5

[Pursuant to Rule 6(4) of the Companies
(Incorporation) Rules, 2014]


**One person company-
Intimation of exceeding
threshold**

Form language o English o Hindi

Refer the instruction kit for filing the form.

1. (a) *Corporate identity number (CIN) of the company Pre-Fill
- (b) Global location number (GLN)
2. (a) Name of the company
- (b) Address of registered office of the company
- (c) email Id of the company
3. Date of incorporation of the one person company
4. (a) *Which of the following has exceeded beyond the threshold limit
o Paid up share capital o Average annual turnover
- (b) *Amount exceeding beyond the threshold limit
- (c) *Date on which the paid up share capital or average annual turnover of the company, as the case may be, has exceeded the threshold limit

5. I * the (drop down) (values: director/Manager or Company Secretary or CEO or CFO) of the one person company hereby affirm that: As the paid up share capital of the captioned company has exceeded fifty lakh rupees or its average annual turnover during the relevant period has exceeded two crore rupees, the company has ceased to be a one person company; and consequently the company is required to be converted into a private company or public company, as the case may be. Necessary steps are being taken for giving effect to such conversion in accordance with the provisions of section 18 read with section 122 of the Act;

Attachments

1. *Copy of board resolution authorizing giving of notice;
2. *Copy of the duly attested latest financial statement;
3. Certificate from a Chartered Accountant in practice for calculation of the average annual turnover during the relevant period in case of conversion is on the basis of such criteria;
4. Optional attachment(s), if any.

Declaration

I * declare that all the requirements of the Companies Act, 2013 and the rules made thereunder have been complied with. To the best of my knowledge and belief, the information given in this application and its attachments is correct and complete.

***To be digitally signed by**

Designation

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

Note: Attention is drawn provisions of Section 448 and 449 which provide for punishment for false statement 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

FORM NO. INC.6

[Pursuant to section 18 of the Companies Act, 2013 and Rule 7(4) the Companies (Incorporation) Rules, 2014]


**One Person Company –
Application for Conversion**

Form language ☐ English ☐ Hindi

Refer the instruction kit for filing the form.

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) of the company Pre-Fill
 (b) Global location number (GLN)

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)

Part A

5. (a) *Whether the conversion is mandatory by provisions of the Companies Act, 2013
☐ Yes ☐ No
 (b) *Mention which of the following has exceeded the threshold limit
☐ Paid up share capital ☐ Average annual turnover
 (c) *Mention the SRN of form INC.5

6. *(a) Date of exceeding the threshold limit
 *(b) Amount so exceeded the threshold limit
 *(c) Specify the relevant period

7. I * ,

the director of the one person company hereby affirm that:-

1. As the paid up share capital of the captioned company has exceeded fifty lakh rupees or its average annual turnover during the relevant period has exceeded two crore rupees, the company has ceased to be a one person company; and consequently the company is required to be converted into a private company or public company, as the case may be;
2. Necessary steps are being taken for giving effect to such conversion in accordance with the provisions of section 18 read with section 122 of the Act.

Part B

8. *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)

9. Particulars of special resolution

- (a) *SRN of Form MGT.14
 (b) *Date of filing Form MGT.14
 (c) *Date of passing the special resolution

10. I. Capital structure of the company

(a) Authorized capital of the company (in Rs.) <input type="text"/>	
* (i) Number of equity shares <input type="text"/>	Nominal amount per equity share <input type="text"/>
Total amount of equity shares (in Rs.) <input type="text"/>	
* (ii) Number of preference shares <input type="text"/>	Nominal amount per preference share <input type="text"/>
Total amount of preference shares (in Rs.) <input type="text"/>	
* (b) Paid up capital of the company (in Rs.) <input type="text"/>	
(i) Number of equity shares <input type="text"/>	Nominal amount per equity share <input type="text"/>
Total amount of equity shares (in Rs.) <input type="text"/>	
(ii) Number of preference shares <input type="text"/>	Nominal amount per preference share <input type="text"/>
Total amount of preference shares (in Rs.) <input type="text"/>	

II. Number of members

(a) Maximum number of members	<input type="text"/>
(b) Maximum number of members excluding proposed employees	<input type="text"/>
(c) Number of members	<input type="text"/>
(d) Number of members excluding proposed employee(s)	<input type="text"/>

PART C

11. Particulars of the person who will be sole member of the OPC subsequent upon conversion

Director Identification number(DIN)	<input type="text"/>	Pre-Fill
*Income-tax permanent account number (PAN)	<input type="text"/>	Verify Details
*First Name	<input type="text"/>	
Middle Name	<input type="text"/>	
*Surname	<input type="text"/>	
Family Name	<input type="text"/>	
* o Father's Name o Mother's Name o Spouse's name	<input type="text"/>	
*Gender <input type="checkbox"/> Male <input type="checkbox"/> Female <input type="checkbox"/> Transgender		
*Nationality <input type="text"/>	*Date of Birth	<input type="text"/>
*Place of Birth (District & State)	<input type="text"/>	
*Educational qualification	<input type="text"/>	
*Occupation Type <input type="radio"/> Self-employed <input type="radio"/> Professional <input type="radio"/> Homemaker <input type="radio"/> Student <input type="radio"/> Serviceman		
Area of occupation	<input type="text"/>	
Permanent Address	<input type="text"/>	
*Line I	<input type="text"/>	
Line II	<input type="text"/>	
*City	<input type="text"/>	
*State/ Union Territory	<input type="text"/>	*Pin code <input type="text"/>
ISO Country code	<input type="text"/>	
Country	<input type="text"/>	
*Phone (with STD/ISD code)	<input type="text"/>	- <input type="text"/>

Mobile (with country code)	<input type="text"/>	-	<input type="text"/>
Fax	<input type="text"/>		
*email id	<input type="text"/>		
*Whether present address is same as the permanent address <input type="checkbox"/> Yes <input type="checkbox"/> No			
Present Address			
*Line I	<input type="text"/>		
Line II	<input type="text"/>		
*City	<input type="text"/>		
*State/ Union Territory	<input type="text"/>	*Pin code	<input type="text"/>
*ISO Country code	<input type="text"/>		
Country	<input type="text"/>		
*Phone (with STD/ISD code)	<input type="text"/>	-	<input type="text"/>
Mobile (with country code)	<input type="text"/>	-	<input type="text"/>
Fax	<input type="text"/>		
email id	<input type="text"/>		
*Duration of stay at present address	<input type="text"/> year(s)	<input type="text"/> month(s)	
If Duration of stay at present address is less than one year then address of previous residence			
<input type="text"/>			
*Proof of identity	<input type="text"/>		
*Residential Proof	<input type="text"/>		

12. Nomination

I **(Small description box)**, the member of * **(Small description box)** do hereby nominate **(Small description box)** 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 Rules, 2014.

13. Particulars of the person who will be nominee of the sole member subsequent upon conversion

Director Identification number(DIN)	<input type="text"/>	Pre-Fill
*Income-tax permanent account number (PAN)	<input type="text"/>	Verify Details
*First Name	<input type="text"/>	
Middle Name	<input type="text"/>	
*Surname	<input type="text"/>	
Family Name	<input type="text"/>	
* <input type="radio"/> Father's Name <input type="radio"/> Mother's Name <input type="radio"/> Spouse's name		
<input type="text"/>		
*Gender <input type="checkbox"/> Male <input type="checkbox"/> Female <input type="checkbox"/> Transgender		
*Nationality	<input type="text"/>	*Date of Birth <input type="text"/>
*Place of Birth (District & State) <input type="text"/>		
*Educational qualification <input type="text"/>		
*Occupation Type	<input type="radio"/> Self-employed <input type="radio"/> Professional <input type="radio"/> Homemaker <input type="radio"/> Student <input type="radio"/> Serviceman	
Area of occupation	<input type="text"/>	
Permanent Address	<input type="text"/>	
*Line I	<input type="text"/>	

Line II	
*City	<input type="text"/>
*State/ Union Territory	<input type="text"/> *Pin code <input type="text"/>
ISO Country code	<input type="text"/>
Country	<input type="text"/>
*Phone (with STD/ISD code)	<input type="text"/> - <input type="text"/>
Mobile (with country code)	<input type="text"/> - <input type="text"/>
Fax	<input type="text"/>
*email id	<input type="text"/>
*Whether present address is same as the permanent address <input type="checkbox"/> Yes <input type="checkbox"/> No	
Present Address	
*Line I	<input type="text"/>
Line II	<input type="text"/>
*City	<input type="text"/>
* State/ Union Territory	<input type="text"/> *Pin code <input type="text"/>
*ISO Country code	<input type="text"/>
Country	<input type="text"/>
*Phone (with STD/ISD code)	<input type="text"/> - <input type="text"/>
Mobile (with country code)	<input type="text"/> - <input type="text"/>
Fax	<input type="text"/>
email id	<input type="text"/>
*Duration of stay at present address	<input type="text"/> year(s) <input type="text"/> month(s)
If Duration of stay at present address is less than one year then address of previous residence	
<input type="text"/>	
*Proof of identity	<input type="text"/>
*Residential Proof	<input type="text"/>

Attachments

1. *Altered Memorandum of association
2. *Altered Articles of association
3. *Copy of the duly attested latest financial statement.
4. *Copy of board resolution authorizing giving of notice;
5. Certificate from a Chartered Accountant in practice for calculation of the average annual turnover during the relevant period in case of conversion is on the basis of such criteria.
6. Affidavit confirming that all the members of the company have given their consent for conversion, the paid up capital of the company is Rs 50 lakhs or less and turnover is less than Rs 2 crores in the immediately preceding year.

Attach

Attach

Attach

Attach

Attach

Attach

Attach

7. Copy of minutes, list of creditors and list of members.
8. Copy of NOC of every creditors with the application for Conversion.
9. Consent of the nominee in Form No. INC.3
10. Copy of PAN card of the nominee and member
11. Proof of identity of the nominee and member
12. Residential proof of the nominee and member
13. Optional attachment(s) - if any.

Attach

Attach

Attach

Attach

Attach

Attach

Declaration

I*, , a * (Drop down) {Values: 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 authorized 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.

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

***To be digitally signed by**

*Designation

DSC BOX

*Director identification number of the director; or
DIN or PAN of the manager/CEO/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

Note: Attention is drawn to provisions of Section 448 and 449 which provide for punishment for false statement and punishment for false evidence respectively.

Modify

Check Form

Prescrutiny

Submit

For office use only:

Affix filing details

eForm Service request number (SRN)

eForm filing date

(DD/MM/YYYY)

This e-Form is hereby registered

Digital signature of the authorising officer

Confirm submission

Date of signing

(DD/MM/YYYY)

FORM NO. INC.7

[Pursuant to Section 7(1) of the Companies Act, 2013 and pursuant to Rule 10, 12, 14 and 15 of the Companies (Incorporation) Rules 2014]



सत्यमेव जयते

**Application for Incorporation
of Company (Other than OPC)**

Form language ☐ English ☐ Hindi

Refer the instruction kit for filing the form.

1. *Service Request Number (SRN) of Form INC.1

Pre-Fill

2. (a) Name of the company

(b) Type of Company is

(c) Class of Company

(d) Category

(e) Sub category

(f) Section 8 license number

* (g) Company is ☐ Having share capital ☐ Not having share capital

3. (a) Name of the state/Union territory in which the company is to be registered

(b) Name of the office of the Registrar of Companies in which the company is to be registered

(c) *Whether the address for correspondence will be the address of Registered office of the Company

☐ Yes ☐ No

(d) Address for correspondence till the registered office of the company is established

*Line I	<input type="text"/>		
Line II	<input type="text"/>		
*City	<input type="text"/>		
	<input type="text"/>		
*State/Union Territory	<input type="text"/>		<input type="text"/>
*District	<input type="text"/>	*Pin code	<input type="text"/>
ISO Country code	<input type="text"/>		
Country	<input type="text"/>		

*Phone (With STD/ISD code) -

Fax

*email ID of the company

4. I. *Capital structure of the company

(a) Authorized capital of the company (in Rs.)

(i) Number of equity shares Nominal amount per equity share

Total amount of equity shares (in Rs.)

(ii) Number of preference shares Nominal amount per preference share

Total amount of preference shares (in Rs.)

(b) Subscribed capital of the company (in Rs.)

(i) Number of equity shares Nominal amount per equity share

Total amount of equity shares (in Rs.)

(ii) Number of preference shares Nominal amount per preference share

Total amount of preference shares (in Rs.)

II. *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)

5. *Main division of industrial activity of the company

Description of the main division

6. *(a) Whether the proposed company shall be conducting any activities which require approval from any spectral regulator (Like RBI in case of NBFI and Banking activities) to commence such activities ☐ Yes ☐ No

(b) If yes, please enter the name of such Regulatory authority and the proposed activity.

7. *Enter the number of promoters (first subscribers to the Memorandum of Association (MOA))

Particulars of Promoters (first subscribers to the MOA)

*Category	<input type="text"/>	
* Director Identification number(DIN) or Income –tax permanent account number (Income- tax PAN) or passport number or corporate identity number(CIN) Or foreign company registration number(FCRN) or any other registration number	<input type="text"/>	
	<input type="button" value="Pre-Fill"/>	<input type="button" value="Verify Details"/>
*First Name	<input type="text"/>	
Middle Name	<input type="text"/>	
*Surname	<input type="text"/>	
Family Name	<input type="text"/>	
*o Father's Name o Mother's Name o Spouse's name	<input type="text"/>	
*Nationality	<input type="text"/>	*Date of Birth <input type="text"/>
*Gender (Radio button) <input type="checkbox"/> Male <input type="checkbox"/> Female <input type="checkbox"/> Transgender		
*Place of Birth (District & State)	<input type="text"/>	
*Occupation type O Self Employed O Professional O Homemaker O Student O Serviceman		
*Area of Occupation	<input type="text"/>	
*Educational qualification	<input type="text"/>	
*Name of the entity	<input type="text"/>	
*Income tax permanent Account Number (PAN)	<input type="text"/>	
Permanent Address/Registered address/Principal place of business		
*Line I	<input type="text"/>	
Line II	<input type="text"/>	
*City	<input type="text"/>	
*State /Union Territory	<input type="text"/>	*Pin code <input type="text"/>
*ISO Country code	<input type="text"/>	
Country	<input type="text"/>	
*Phone (With STD/ISD code)	<input type="text"/>	- <input type="text"/>
Mobile	<input type="text"/>	
Fax	<input type="text"/>	
*email id	<input type="text"/>	
*Whether present address is same as the permanent address <input type="checkbox"/> Yes <input type="checkbox"/> No (Radio button)		
Present Address		
*Line I	<input type="text"/>	
Line II	<input type="text"/>	

*City	<input style="width: 95%;" type="text"/>		
*State/Union Territory	<input style="width: 25%;" type="text"/>	*Pin code	<input style="width: 25%;" type="text"/>
*ISO Country code	<input style="width: 20%;" type="text"/>		
Country	<input style="width: 95%;" type="text"/>		
*Phone(With STD/ISD code)	<input style="width: 10%;" type="text"/>	<input style="width: 70%;" type="text"/>	
Mobile	<input style="width: 80%;" type="text"/>		
Fax	<input style="width: 40%;" type="text"/>		
*Duration of stay at present address	<input style="width: 10%;" type="text"/>	Years	<input style="width: 10%;" type="text"/> Months
If Duration of stay at present address is less than one year then address of previous residence			
<input style="width: 95%;" type="text"/>			
*Proof of identity	<input style="width: 60%;" type="text"/>		
*Residential Proof	<input style="width: 60%;" type="text"/>		
If already a director or promoter of a company(s), specify details of such company(s) (In case director or promoter in more than three companies, attach separate sheet as an optional attachment)			
<input type="checkbox"/> Director	<input type="checkbox"/> Promoter	<input style="width: 20%;" type="text"/> CIN	
<input style="width: 95%;" type="text"/> Name of the company			
<input type="checkbox"/> Director	<input type="checkbox"/> Promoter	<input style="width: 20%;" type="text"/> CIN	
<input style="width: 95%;" type="text"/> Name of the company			
<input type="checkbox"/> Director	<input type="checkbox"/> Promoter	<input style="width: 20%;" type="text"/> CIN	<input type="button" value="Pre-fill all"/>
<input style="width: 95%;" type="text"/> Name of the company			
* Number of shares subscribed	<input style="width: 10%;" type="text"/>	* Total amount of shares subscribed (in Rs.)	<input style="width: 20%;" type="text"/>
* Particulars of authorised person			
a) Name of the authorised person <input style="width: 80%;" type="text"/>			
b) <input type="radio"/> Father's Name <input type="radio"/> Mother's Name <input type="radio"/> Spouse's name			
<input style="width: 95%;" type="text"/>			
c) Gender <input type="radio"/> Male <input type="radio"/> Female <input type="radio"/> Transgender			
d) Nationality	<input style="width: 20%;" type="text"/>	f) Date of Birth	<input style="width: 20%;" type="text"/>
f) Phone (With STD/ISD code)	<input style="width: 10%;" type="text"/>	-	<input style="width: 20%;" type="text"/>
g) email ID	<input style="width: 80%;" type="text"/>		

8. (a) ***Whether the Articles are entrenched or not** ☐ 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. Particulars of payment of stamp duty

(a) State or Union territory in respect of which stamp duty is paid or to be paid

Pre-Fill

(b) *Whether stamp duty is to be paid electronically through MCA21 system

☐ Yes ☐ No ☐ Not applicable

(i) Details of stamp duty to be paid

Type of document/ Particulars	Form INC.7	Memorandum of association	Articles of association
Amount of stamp duty to be paid (in Rs.)	<input type="text"/>	<input type="text"/>	<input type="text"/>

(ii) Provide details of stamp duty already paid

Type of document/ Particulars	Form INC.7	Memorandum of association	Articles of association	Others
Total amount of stamp duty paid (in Rs.)	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Mode of payment of stamp duty	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Name of vendor or Treasury or Authority or any other competent agency authorised to collect stamp duty or to sell stamp papers or to emboss the documents or to dispense stamp vouchers on behalf of the Government	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Serial number of embossing or stamps or stamp paper or treasury challan number	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Registration number of vendor	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Date of purchase of stamps or stamp paper or payment of stamp duty (DD/MM/YYYY)	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Place of purchase of stamps or stamp paper or payment of stamp duty	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Attachments

1) *Memorandum of association

Attach

2) *Articles of association

Attach

3) *Declaration in Form No. INC.8

Attach

4) *Affidavit from each of the subscriber to the memorandum in Form No. INC.9

Attach

- | | |
|--|--------|
| 5) *Proof of residential address | Attach |
| 6) Specimen Signature in Form INC.10 | |
| 7) Proof of identity | Attach |
| 8) Entrenched Articles of association | Attach |
| 9) Copy of In-principle approval granted by sectorial regulator if already taken | Attach |
| 10) NOC in case there is change in the promoters (first subscribers to Memorandum of Association) | Attach |
| 11) Proof of nationality (in case the subscriber is a foreign national) | Attach |
| 12) PAN card (in case of Indian national) | Attach |
| 13) Copy of certificate of incorporation of the foreign body corporate and registered office address | Attach |
| 14) Copy of resolution/consent by all the partners or board resolution authorizing to subscribe to MOA | Attach |
| 15) Optional attachment, if any | Attach |

Declaration

I *(Small description box), a person named in the articles as a *(Drop down) {Values: Director/Manager/Company Secretary} declare that all the requirements of The Companies Act, 2013 and the rules made thereunder in respect to the registration of the company and matters precedent or incidental thereto have been complied with. I am authorized by other promoters subscribing to the Memorandum of Association and Articles of Association and the first directors to give this declaration and to sign and submit this Form. It is further declared and verified 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 promoters subscribing to the Memorandum of Association and Articles of Association.
2. All the required attachments have been completely and legibly attached to this form;
3. *(Small description box), a/an *(Drop down) {Values: Chartered Accountant/ Company Secretary/ Cost Accountant/ Advocate} having Membership number * [] and/or certificate of practice number [] has been engaged to give declaration under section 7(1) (b) and such declaration is attached.

To be digitally signed by

*Designation [Drop down] {Values: Director, Manager, Company Secretary}

DSC BOX

DIN of the director; or DIN or Income tax PAN of the manager or Membership number of the company secretary []

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 which provide for punishment for false statement and punishment for false evidence respectively.

Modify	Check Form	Prescrutiny	Submit
For office use only:		Affix filing details	
eForm Service request number (SRN)	[]	eForm filing date	[] (DD/MM/YYYY)
This e-Form is hereby registered		Confirm submission	
Digital signature of the authorising officer	[]		
Date of signing	[]	(DD/MM/YYYY)	

Form No. INC-8**Declaration**

[Pursuant to section 7(1)(b) and rule 14 of the Companies (Incorporation) Rules, 2014]

Name of the Company:

I ,.....,

- ☐ an advocate who is engaged in the formation of the company
- ☐ a Chartered Accountant in India who is engaged in the formation of the company
- ☐ a Cost Accountant in India who is engaged in the formation of the company
- ☐ a Company Secretary in practice in India who is engaged in the formation of the company

declare that all the requirements of Companies Act, 2013 and the rules made thereunder relating to registration of the company under the Act and matters precedent or incidental thereto have been complied with.

Date:

Signature:

Place:

Membership No.:

Form No. INC-9**Affidavit**

[Pursuant to section 7(1)(c) of the Companies Act, 2013 and rule 15 of the Companies (Incorporation) Rules, 2014]

Name of the proposed company:

I, being the subscriber to the memorandum / 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.

Date:

Signature:

Place:

Form No. INC - 10**Form for verification of signature of subscribers****[Pursuant to rule 16 (1) (q) of Companies (Incorporation) Rules, 2014]**

Size 4'*4'

(passport
size)

to be attested by Banker/Notary

1. Names, father's name and Address of subscribers/first directors:

2. Specimen signatures:

--

Attestation
(Signature of witness)

Note:

1. In point no. 1 above, strike off whichever is not applicable.
2. Person who is attesting should indicate his/her name, address and ID number,

Form No. INC-11**Certificate of Incorporation**

*[Pursuant to sub- section (2) of section 7 of the Companies Act, 2013 and rule 8
the Companies (Incorporation) Rules, 2014]*

I hereby certify that(name of the company) is
incorporated on this day of two thousand under the
Companies Act, 2013 and that the company is limited by shares / limited
by guarantee/ unlimited company.

The CIN of the company is

Given under my hand at this day of two
thousand

SEAL:

.....
Registrar of Companies
.....
(State)

FORM NO. INC.12

[Pursuant to 8(1) and 8(5) of the Companies Act, 2013 and Rule 19 & 20 of the Companies (Incorporation) Rules, 2014]



सत्यमेव जयते

Application for grant of License under section 8

Form language ☐ English ☐ Hindi

Refer the instruction kit for filing the form.

1. *Application for

- ☐ Grant of license to a new company (Part A)
☐ Grant of license to an existing company (Part B)

Part A: Grant of license to a new company

2. (a) *Name of the Applicant

(b) *Address

(c) *Occupation Type

☐ Self-employed ☐ Professional ☐ Homemaker ☐ Student ☐ Serviceman

Area of occupation

(d) *Phone (with STD/ISD)

-

(e) Fax

(f) *email Id

3. *Indicate Registrar of Companies (ROC) reference number for name approval

(Service Request Number (SRN) of Form INC.1)

Pre-Fill

4. (a) Name of the company

(b) Company is

(c) Type of Company

(d) Category

(e) Sub category

* (f) Whether the company will ☐ Have share capital ☐ Not have share capital

5. I. Proposed authorized capital

II. Proposed maximum number of members

Proposed maximum number of members excluding proposed employees

6. *a. Main division of industrial activity of the proposed company

Description of the main division

*b. Brief description of the work, if any already done or proposed to be done in pursuance of section 8

*c. Grounds on which application is made

7. *Enter the number of proposed promoters (first subscribers to MOA)

Particulars of Promoters (first subscribers to the MOA)

(specify information of two promoters in case the proposed company is a private company or seven promoters in case the proposed company is a public company)

I

*Category	<input type="text"/>
*Director Identification number (DIN) or Income-tax permanent account number (Income-tax PAN) or passport number or corporate identity number (CIN) or foreign company registration number (FCRN) or any other registration number	<input type="text"/>
*Name	<input type="text"/>
Name of the authorized representative <input type="text"/>	

II

*Category	<input type="text"/>
*Director Identification number (DIN) or Income-tax permanent account number (Income-tax PAN) or passport number or corporate identity number (CIN) or foreign company registration number (FCRN) or any other registration number	<input type="text"/>
*Name	<input type="text"/>
Name of the authorized representative <input type="text"/>	

8. *Enter the number of proposed directors

(specify information of two directors in case the proposed company is a private company or three directors in case the proposed company is a public company)

Particulars of the proposed directors

I

*Proposed designation	<input type="text"/>	Pre-fill
*Director identification number (DIN)	<input type="text"/>	
Name of the person	<input type="text"/>	
Name of the company or institution whose nominee the appointee will be (Only in case of nominee director)	<input type="text"/>	

II

*Proposed designation	<input type="text"/>	Pre-fill
*Director identification number (DIN)	<input type="text"/>	
Name of the person	<input type="text"/>	
Name of the company or institution whose nominee the appointee will be (Only in case of nominee director)	<input type="text"/>	

9. *Enter the number of key managerial personnel

(specify information of up to four key managerial persons)

Particulars of the key managerial personnel

I

*Proposed designation	<input type="text"/>	Pre-fill
-----------------------	----------------------	----------

*Director identification number (DIN) or
Income-tax permanent account number (PAN)

Name of the person

Membership number (in case of Company Secretary)

II

*Proposed designation

*Director Identification Number (DIN) or
Income-tax permanent account number (PAN)

Pre-fill

Name of the person

Membership number (in case of Company Secretary)

10. (a) *Whether the Articles will be 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

Part B: Grant of license to an existing company

11. *(a) Corporate Identity Number (CIN)

Pre fill

- (b) Global Location Number (GLN) of company

12. (a) Name of the company

- (b) Address of the company

- (c) email ID of the company

13. (a) Company is

- (b) Category

- (c) Sub category

- (d) Whether the company is having share capital

☐ Yes ☐ No

14. I. Authorized capital of the company

- II. Maximum number of members

Maximum number of members excluding present and past employees

15. a. Main division of industrial activity of the company

Description of the main division

- *b. Brief description of the work, if any already done or proposed to be done in pursuance of section 8

- *c. Grounds on which application is made

16. *Enter the number of directors

(Specify information of two directors in case the company is a private company or three directors in case the company is a public company)

Particulars of the directors

I

*Designation

*Director Identification Number (DIN)

Pre-fill

Name of the person

Name of the company or institution

whose nominee the appointee is

(Only in case of nominee director)

II

*Designation

*Director Identification Number (DIN)

Pre-fill

Name of the person

Name of the company or institution

whose nominee the appointee is

(Only in case of nominee director)

17. *Enter the number of key managerial personnel

(Specify information of up to four key managerial persons)

Particulars of the key managerial personnel

I

*Designation	<input type="text"/>	Pre-fill
*Director Identification Number (DIN) or Income-tax permanent account number (PAN)	<input type="text"/>	
Name of the person	<input type="text"/>	
Membership number (in case of Company Secretary)	<input type="text"/>	

II

*Designation	<input type="text"/>	
*Director Identification Number (DIN) or Income-tax permanent account number (PAN)	<input type="text"/>	Pre-fill
Name of the person	<input type="text"/>	
Membership number (in case of Company Secretary)	<input type="text"/>	

18. (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

Attachments

- (1) *Draft Memorandum of association as per form no. INC.13
- (2) *Draft Articles of Association
- (3) *Declaration as per Form No. INC.14
- (4) *Declaration as per Form No. INC.15
- (5) *Estimated income and expenditure for next three years
- (6) Approval/concurrence/NOC of the concerned authority/sectoral regulator, department or Ministry of the Central or State Government(s)

Attach

Attach

Attach

Attach

Attach

Attach

Attach

- (7) Entrenched articles of association
- (8) Copy of resolution passed in general meeting and board meeting
- (9) last one/two year's financial statement(s), board's report(s) and Audit report(s)
- (10) Assets and liabilities statements with their values as per applicable rule
- (11) List of proposed promoters.
- (12) List of proposed directors/ directors.
- (13) List of key managerial personnel.
- (14) Optional attachment, if any

Attach

Attach

Attach

Attach

Attach

Attach

Attach

Declaration

I *

☐ A person named in the articles as a (Drop down: values- director/manager/ Company Secretary/CEO/CFO/promoter) of the company

☐ have been authorized 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.

☐ I am also authorized by other proposed promoters and first subscribers to the Memorandum of Association and Articles of Association to sign and submit this Form.

☐ *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 (Small description box), a (Drop down) {Values: Chartered Accountant/ Company Secretary/ Cost Accountant} having Membership number (Big text box) and certificate of practice number (Big text box) has been engaged to give declaration under section 8(1) or 8(5) and rule 19(3) (b) or rule 20(2) (b) and such declaration is attached.

*To be digitally signed by

DSC BOX

*Designation

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

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 which provide for punishment for false statement and punishment for false evidence respectively.

Modify

Check Form

Prescrutiny

Submit

For office use only :

Affix filing details

eForm Service request number (SRN)

eForm filing date

(DD/MM/YYYY)

Digital signature of the authorising officer

This e-Form is hereby approved

This e-Form is hereby rejected

Confirm Submission

Date of signing

(DD/MM/YYYY)

Form No. INC-13**Memorandum of Association**

[Pursuant to rule 19(2) the Companies (Incorporation) Rules, 2014].

1. The name of the company is ".....".
2. The registered office of the company will be situated in the State of.....

3. The objects for which the company is established 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 endeavour 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

[Here enter the name of the State or States, and Country or Countries]

- 5.(i) The profits, if any, or other income and property of the company, whensoever 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 clauses (iii) and (iv) shall prevent the payment by the company in good faith of prudent 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. [FOR COMPANIES LIMITED BY GUARANTEE]

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 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.

[FOR COMPANIES LIMITED BY SHARES]

The share capital of the company will consist of Rs. divided into shares of rupees each.

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, addresses, descriptions and occupations are hereunto subscribed are desirous of being formed into a company not for profit, in pursuance of this Memorandum of Association:

Names, addresses, descriptions and occupations of subscribers:

- 1.....of.....*
- 2.....of.....
- 3.....of.....*
- 4.....of.....*
- 5.....of.....*
- 6.....of.....*
- 7.....of.....*

Witnesses to the above signatures of:

- 1.....
- 2.....

Dated the..... day of.....20....

*If the association is a company limited by shares, here enter
"number of shares" taken by each subscriber.

Form No. INC-14**Declaration**

[Pursuant to section 7(1)(b) and rule 19 (3)(b) of the Companies (Incorporation) Rules, 2014]

Name of the Company:

I ,.....,

- ☐ an advocate who is engaged in the formation of the company
- ☐ a Chartered Accountant in India who is engaged in the formation of the company
- ☐ a Cost Accountant in India who is engaged in the formation of the company
- ☐ a Company Secretary in practice in India who is engaged in the formation of the company

do hereby declare that:

- (a) the draft memorandum and articles of association have been drawn up in conformity with the provisions of section 8 and rules made thereunder; and
- (b) 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.

Date:

Signature:

Place:

Membership No.:

Form No. INC-15**Declaration**

[Pursuant to rule 19 (3)(d) of the Companies (Incorporation) Rules, 2014]

In connection with the application of [name of the proposed company] for a licence under section 8 of the Companies Act, 2013, I , [name of the person] do hereby declare that —

- (a) the draft memorandum and articles of association have been drawn up in conformity with the provisions of section 8 and rules made thereunder; and
- (b) all the requirements of the Act and the rules made thereunder relating to registration of the company under section 8 and matters incidental or supplemental thereto have been complied with;

and I make this solemn declaration conscientiously believing the same to be true.

Place:

Signature:

Date:

Name:

Address:

Form No. INC-16**Licence under section 8 (1) of the Companies Act, 2013**

[Pursuant to rule 20 the Companies (Incorporation) Rules, 2014]

WHEREAS it has been proved to my satisfaction that, a person or an association of persons to be registered as a company under the Companies Act, 2013, for promoting objects of the nature specified in clause (a) of sub-section (1) of section 8 of the said Act, and that it intends to apply its profits, if any, or other income and property in promoting its objects and to prohibit the payment of any dividend to its members;

NOW, THEREFORE, in exercise of the powers conferred by section 8 of the said Act, I, the Registrar at, hereby grant, this licence, directing that the said person or association or persons be registered as a company with limited liability without the addition of the word "Limited", or as the case may be, the words "Private Limited" to its name, subject to the following conditions, namely:

- (1) that the said company shall in all respects be subject to and governed by the conditions and provisions contained in its memorandum of association;
- (2) that the profits, if any or other income and property of the said company, whensoever derived, shall be applied solely for the promotion of the object as set forth in its memorandum of association and that no portion thereof 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 said company or to any of them or to any person claiming through any one or more of them;
- (3) that no remuneration or other benefit in money or money's worth shall be given by the company to any of its members 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;

- (5) that 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;
- (6) that nothing in clauses (3), (4) and (5) shall prevent the payment by the company in good faith of prudent 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;
- (7) that no alteration shall be made to the 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 ;
- (8) The Company can be amalgamated only with another company registered under section 8 of the Act and having similar objects; and
- (9) that, without prejudice to action under any law for the time being in force, this licence shall be liable to be revoked, if the company:
- (a) contravenes any of the requirements of section 8 of the Act or the rules made thereunder or any of the conditions subject to which a licence is issued;
 - (b) if the affairs of the company are conducted fraudulently or in a manner violative of the objects of the company or prejudicial to public interest.

.....

Registrar

Dated this..... day of.....20.....

Form No. INC-17**Licence under section 8(5) of the Companies Act, 2013**

[Pursuant to rule 20 the Companies (Incorporation) Rules, 2014]

WHEREAS it has been proved to my satisfaction that the objects of.....Limited/ Private Limited, being a company registered under the Companies Act,, as a limited company are restricted to those specified in, clause (a) of sub-section (1) of section 8 of the said Act and that it intends to apply its profits, if any, or other income in promoting its objects and to prohibit the payment of any dividend to its members;

NOW, THEREFORE, in exercise of the powers conferred by sub-section (5) of section 8 of the said Act, I, the Regional Director at, hereby grant this licence authorising the company by a special resolution to change its name by omitting the word "Limited", or as the case may be, the words "Private Limited" from such name subject to the following conditions, namely:

- (1) that the said company shall in all respects be subject to and governed by the conditions and provisions contained in its memorandum of association;
- (2) that the profits, if any or other income and property of the said company, whensoever derived, shall be applied solely for the promotion of the objects as set forth in its memorandum of association and that no portion thereof 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 said company or to any of them or to any person claiming through any one or more of them;
- (3) that no remuneration or other benefit in money or money's worth shall be given by the company to any of its members 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;

- (4) that 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;
- (5) that nothing in clauses (3) and (4) shall prevent the payment by the company in good faith, of prudent 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) that no alteration shall be made to the memorandum of association or in 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 Company can be amalgamated only with another company registered under section 8 of the Act and having similar objects; and
- (8) that, without prejudice to action under any other law for the time being in force, this licence shall be liable to be revoked, if the company:
- (a) contravenes any of the requirements of section 8 of the Act or the rules made thereunder or any of the conditions subject to which a licence is issued;
 - (b) if the affairs of the company are conducted fraudulently or in a manner violative of the objects of the company or prejudicial to public interest.

.....

Registrar

Dated this..... day of.....20.....

FORM NO. INC.18

[Pursuant to section 8(4)(ii) of The Companies Act, 2013 and Rule 21 (3) of The Companies (Incorporation) Rules 2014]



सत्यमेव जयते

**Application to Regional Director
for conversion of section 8
company into company of any
other kind**

Form language ☐ English ☐ Hindi

Refer the instruction kit for filing the form.

- | Pre-fill | |
|---|--|
| 1. (a) *Corporate identification number (CIN) of the company | <input style="width: 95%;" type="text"/> |
| (b) Global location number (GLN) of the company | <input style="width: 95%;" type="text"/> |
| 2. (a) Name of the company | <input style="width: 95%;" type="text"/> |
| (b) Registered office address of the company | <input style="width: 95%;" type="text"/> |
| (c) email ID of the company | <input style="width: 95%;" type="text"/> |
| 3. License number issued to the Company under Section 8 | <input style="width: 95%;" type="text"/> |
| 4. (a) Date of incorporation of the company | <input style="width: 95%;" type="text"/> |
| (b) Type of company | <input style="width: 95%;" type="text"/> |
| 5. *Present object of the company | |
| <input style="width: 95%; height: 40px;" type="text"/> | |
| 6. *The proposed object of the company after conversion and the changes in the activities and operations of the company and manner of application of its income and assets, after the proposed conversion | |
| <input style="width: 95%; height: 60px;" type="text"/> | |
| 7. Brief description of the activities of the company done in pursuance of section 8, if any | |
| <input style="width: 95%; height: 60px;" type="text"/> | |
| 8. *Detailed reasons for conversion into any other kind of company | |
| <input style="width: 95%; height: 60px;" type="text"/> | |
| 9. (a) *Date of passing board resolution | <input style="width: 95%;" type="text"/> |
| (b) *Date of passing special resolution | <input style="width: 95%;" type="text"/> |
| (c) *SRN of Form No. MGT.14 | <input style="width: 95%;" type="text"/> |
| 10. (a) *Whether the company is regulated under a special Act <input type="checkbox"/> Yes <input type="checkbox"/> No | |
| (b) If yes, furnish the below details | |
| (i) *Name of the regulatory body | <input style="width: 95%;" type="text"/> |

(ii) *Date of obtaining the approval of regulatory body approving conversion													
11. *Number of existing director(s) and key managerial personnel													
*Particulars of existing director(s) and key managerial personnel													
<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 30%;">(i) DIN or Income tax PAN</td> <td style="width: 30%;"></td> <td style="width: 10%; text-align: center; background-color: #cccccc;">Pre-fill</td> <td style="width: 30%;"></td> </tr> <tr> <td>(ii) Name</td> <td colspan="3"></td> </tr> <tr> <td>(iii) Designation</td> <td colspan="3"></td> </tr> </table>	(i) DIN or Income tax PAN		Pre-fill		(ii) Name				(iii) Designation				
(i) DIN or Income tax PAN		Pre-fill											
(ii) Name													
(iii) Designation													
12. *Whether the company has obtained any special status/ privilege as mentioned in rule 22(4)													
<input type="checkbox"/> Yes <input type="checkbox"/> No													
(If yes, name the authority and attach No objection certificate)													
13. *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													
<input type="checkbox"/> Yes <input type="checkbox"/> No													
(If yes, attach proof of payment of differential amount as per rules)													
14. *Whether company has received any donation and/or grant/benefits from any person or authority since incorporation													
<input type="checkbox"/> Yes <input type="checkbox"/> No (If yes, attach the details of the same)													
15. *Whether there is any surplus amount after payment of dues to be transferred to IEPF as per applicable rule													
<input type="checkbox"/> Yes <input type="checkbox"/> No													
If yes, mention the amount to be so transferred													
16. *Whether the company is regular in filing of financial statements, annual returns and other due statutory filings													
<input type="checkbox"/> Yes <input type="checkbox"/> No													
17. * Whether NOC is obtained from all the creditors													
<input type="checkbox"/> Yes <input type="checkbox"/> No (If Yes, attach the NOC)													
18. *Whether the company is being regulated by any sectoral regulator													
<input type="checkbox"/> Yes <input type="checkbox"/> No													
If yes, attach approval/concurrence of the regulator and specify the below													
Name of the regulator													
Letter number	Approval/concurrence Dated												
19. I *,													
the Director of the company hereby affirm 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.													
Attachment(s)													
1. * Memorandum of association;	Attachment												
2. * Articles of association;	Attachment												
3. *Copy of board resolution(s);	Attachment												
4. *Copy of the special resolution passed and Notice convening the general meeting along with the relevant explanatory statement annexed thereto;	Attachment												

- | | |
|--|------------|
| 5. *Certificate from CA/CS/CWA (in practise) certifying that the conditions laid down in the Act and rules, have been complied with; | Attachment |
| 6. *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; | Attachment |
| 7. *Copy of valuation report by a registered valuer about the market value of assets; | Attachment |
| 8. *Audited financial statements, the Board's reports, annual returns and the audit reports for each of the two financial years immediately preceding the date of the application or, where the company has functioned only for one financial year, for such year; | Attachment |
| 9. Statement of financial position if applicable; | Attachment |
| 10. Full details of fixed assets alienated if any, during the preceding three financial years; | Attachment |
| 11. Written consent of the lenders, if any loan is outstanding; | Attachment |
| 12. NOC from the concerned authority in case special status; | Attachment |
| 13. Proof of payment of differential amount; | Attachment |
| 14. Details of donation/grant/benefit received since incorporation of company; | Attachment |
| 15. Copy of NOC received from sectoral regulatory authority; | Attachment |
| 16. NOC from all the creditors | Attachment |
| 17. Optional attachment(s) | Attachment |

Declaration

I am authorized by the Board of Directors of the Company vide *resolution number *dated 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;
- *I ,
a *{Drop down - Values: Chartered Accountant/ Company Secretary/ Cost Accountant/ } having
*Membership number and *Certificate of practice number
has been engaged to give declaration as per applicable rules and such declaration is attached.

***To be digitally signed by**

DSC BOX

Director

*Director identification number of the director

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

<input type="button" value="Modify"/>	<input type="button" value="Check Form"/>	<input type="button" value="Prescrutiny"/>	<input type="button" value="Submit"/>
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For office use only :

eForm Service request number (SRN) <input type="text"/>	Affix filing details <input type="text"/>	eForm filing date <input type="text"/> (DD/MM/YYYY)
Digital signature of the authorising officer		
This e-Form is hereby approved	<input type="text"/>	
This e-Form is hereby rejected	<input type="text"/>	<input type="button" value="Confirm Submission"/>
Date of signing <input type="text"/>		(DD/MM/YYYY)

Form No. INC-19**Notice**

[[Pursuant to rule 22 the Companies (Incorporation) Rules, 2014]

1. Notice is hereby given that in pursuance of sub-section (5) of section 8 of the Companies Act, 2013, an application has been made to the Registrar at for a licence that ----- a limited company may be given a licence to be registered under sub-section (5) of section 8 of the Companies Act, 2013 without the addition of the word "Limited" or the case may be, the words "Private Limited" to its name.
2. The principal objects of the company are as follows:
.....
.....
.....
3. A copy of the draft memorandum and articles of the proposed company may be seen at.....] [give the address here].
4. Notice is hereby given that any person, firm, company, corporation or body corporate, objecting to this application may communicate such objection to the Registrar at, within thirty days from the date of publication of this notice, by a letter addressed to the Registrar (give the address) a copy of which shall be forwarded to in the Applicant at (give the address).

Dated this.....day of.....20.....

Name(s) of Applicant

1. _____

2. _____

FORM NO. INC.20

**[Pursuant to section 8(4) and 8(6)
of The Companies Act, 2013 and
Rule 23 of The Companies
(Incorporation) Rules 2014]**

**Intimation to Registrar of
revocation/surrender of
license issued under
section 8**

Form language ☐ English ☐ Hindi

Refer the instruction kit for filing the form.

1.(a) *Corporate identity number (CIN) of the company

Pre-Fill

(b) Global location number (GLN) of the company

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. License number issued under section 8

4. *Whether application for revocation of license is made

☐ Voluntarily ☐ On directions of the central government

5. (a) *Date of issue of order

(b) *Due date for filing the order

(c) *SRN of form INC.18

(d) *Reason for revocation/surrender of such license

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)

- (1) *Copy of order of Central Government;
- (2) *Copy of altered Memorandum and articles of association;
- (3) *Declaration of directors for compliance of conditions;
- (4) Optional attachment(s) (if any)

Attach

Attach

Attach

Attach

Declaration

I am authorized by the Board of Directors of the Company vide *resolution number *dated 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:

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.

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

*Designation

*Director identification number of the director; or

DIN or PAN of the manager or CEO or CFO; or

Membership number of the company secretary

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

Modify

Check Form

Prescrutiny

Submit

For office use only:

Affix filing details

eForm Service request number (SRN)

eForm filing date

(DD/MM/YYYY)

This e-Form is hereby registered

Digital signature of the authorising officer

Confirm submission

Date of signing

(DD/MM/YYYY)

FORM NO. INC.21

[Pursuant to Section 11(1)(a) of the Companies Act, 2013 and Rule 24 of the Companies (Incorporation) Rules, 2014]


Declaration prior to the commencement of business or exercising borrowing powers

Form language ☐ English ☐ Hindi

Refer the instruction kit for filing the form.

1. *** (a)** Corporate identity number (CIN) of company
(b) Global location number (GLN) of company Pre-fill
2. **(a)** Name of the company
(b) Address of the registered office of the company

(c) email ID of the company
3. **(a)** *Whether the affairs of the Company is regulated by any sectoral regulator (like RBI in case of NBFI activities)
☐ Yes ☐ No
(b) *Specify the name of the regulator
Specify 'others'
(c) *Specify the letter number/registration number and date of approval/registration
4. ***Particulars of the paid up capital**
Total paid up capital of the company
(i) (a) Number of total equity shares (b) Nominal amount per equity share
(c) Total amount of equity shares
(ii) (a) Number of total preference shares (b) Nominal amount per preference share
(c) Total amount of preference shares
5. **Particulars of payment of stamp duty**
State or Union territory in respect of which stamp duty is paid

Type of document/Particulars	Form INC.21
* Total amount of stamp paper (in Rs.)	<input type="text"/>
Mode of payment of stamp duty	<input type="text"/>
Name of vendor authorised to sell stamp papers on behalf of the Government	

Serial number of stamp paper	
Registration number of vendor	
Date of purchase of stamp paper	<input type="text"/> (DD/MM/YYYY)
Place of purchase of stamp paper	

Attachments

- (1) *Specimen signature in form INC.10.
 (2) Certificate of Registration issued by the RBI
 (Only in case of Non-Banking Financial Companies)/
 from other regulators
 (3) Optional attachment(s) (if any)

Attach

Attach

Attach

List of Attachments

Remove attachment

Declaration

I am authorized by the Board of Directors of the Company vide resolution number. * dated
 * 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:

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 and the paid up capital the company is not less than the 1 lakh rupees in case of private company or 5 lakh rupees in case of public company.
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

DSC BOX

Director

*Director identification number

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

Modify

Check Form

Prescrutiny

Submit

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

FORM NO. INC.22

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



Notice of situation or change of situation of registered office

Form language ☐ English ☐ Hindi

Refer the instruction kit for filing the form.

1. *This Form is for ☐ New company ☐ Existing company

2. *(a) Corporate identity number (CIN) of company or SRN of Form No. INC.1

Pre-fill

(b) Global location number (GLN) of company

3. (a) Name of the company

(b) Address of the registered office of the company

(c) Name of the office of existing Registrar of Companies (RoC)

(d) *Purpose of the form

- ☐ Change within 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 same RoC
- ☐ Change in state outside the jurisdiction of existing RoC

4. Notice is hereby given that

*(a) The address of the registered office of the company with effect from

(DD/MM/YYYY) is

o The date of incorporation of company is

*Address Line I

Line II

* City

* District

* State/Union Territory

Country

*Pin code

*email ID

(b) *Registered office is

o Owned by company

o Owned by director (Not taken on lease by company)

o Taken on lease by company

o Owned by any other entity/Person(Not taken on lease by company)

(c) *Name of office of proposed RoC or new RoC

(d) Full address of the police station under whose jurisdiction the registered office is situated

*Name

*Address Line I

Address Line II

*City

State/Union Territory

*Pin code

(e) *Particulars of the Utility Services Bill depicting the address of the registered office

(not older than two months)

5. (a) *SRN of Form MGT.14

(b) *SRN of relevant Form

(c) *Date of order of the Central Government

(DD/MM/YY)

Attachments

- (1) *Proof of Registered Office address (Conveyance/ Lease deed/Rent Agreement along with the rent receipts) etc.;
- (2) *Copies of the utility bills as mentioned above (not older than two months);
- (3) *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);
- (4) *Copy of order of competent authority;
- (5) List of all the companies (specifying their CIN) having the same registered office address, if any;
- (6) Optional attachment, if any.

Attach

Attach

Attach

Attach

Attach

Attach

List of Attachments

Remove attachment

Declaration

I *

☐ A person named in the articles as a (Drop down: director / manager / Company Secretary) of the company

☐ have been authorized by the Board of Directors of the company vide resolution number dated

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 (Small description box), a (Drop down) {Values: Chartered Accountant/ Company Secretary/ Cost Accountant} having Membership number [] and certificate of practice number [] certifying this form has been duly engaged for this purpose.

***To be digitally signed by**

DSC BOX

*Designation []

*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

☐ 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

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

Modify

Check Form

Prescrutiny

Submit

For office use only:

Affix filing details

eForm Service request number (SRN) []

eForm filing date []

(DD/MM/YYYY)

Digital signature of the authorising officer

This e-Form is hereby registered

Confirm submission

Date of signing []

(DD/MM/YYYY)

OR

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 filing company

FORM NO. INC.23

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



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

Form language ☐ English ☐ Hindi

Refer the instruction kit for filing the form.

1. *Application is for shifting the Registered Office from
 - ☐ One state to another state
 - ☐ One registrar to another registrar within the State
2. (a) *Corporate identity number (CIN) of company Pre-fill
 (b) Global location number (GLN) of company
3. (a) Name of the company
 (b) Address of the registered office of the company

 (c) Name of the existing ROC
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
 *(c) Reasons for shifting the registered office
5. *(a) Service request number of Form MGT.14
 *(b) Date of filing Form MGT.14
 *(c) Date of passing the special resolution
6. (a) Details of members present at the meeting where the decision of shifting was taken and number of shares held by them
 - (i) Number of members
 - (ii) Number of shares held by them
 (b) Details of the members who voted in favour of the proposal and number of shares held by them
 - (i) *Number of members
 - (ii) Number of shares held by them
 (c) Details of the members who voted against the proposal 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
7. *(a) Total Number of creditors
 *(b) Total Number of depositors
 *(c) Total Number of debenture holders

(d) Brief details of the objections, if received any in response to the advertisement

8. *Whether any prosecution is pending against the company under the Act

☐ Yes ☐ No

If yes, Give brief details of the prosecution

9. *Whether any of the following is initiated against the company under the Act

☐ inquiry ☐ inspection ☐ investigation

If yes, Give brief details of the inquiry, inspection, investigation

10. *Whether the company has serviced the copy of the application with complete annexures with the Registrar and the chief secretary of the state

☐ Yes ☐ No

If yes, specify the date of service

11. Facts of the case are given below

(Give a concise statement of facts in a chronological order, each paragraph containing as nearly as possible a separate issue, fact or otherwise)

Attachments

1. *Copy of Memorandum of Association and articles of association;

Attach

2. *Copy of notice of the general meeting along with relevant explanatory statement;

Attach

3. *Copy of special resolution sanctioning alteration;

Attach

4. *Copy of the minutes of the general meeting authorizing such alteration;

Attach

5. *Power of attorney/vakalatnama/Board resolution;

Attach

6. *List of creditors and debenture holders;

Attach

7. *Affidavit from Directors in terms of Rules;

Attach

8. *Affidavit verifying the application;

Attach

9. *Affidavit by the company secretary of the company and the directors in regards

to the correctness of list of creditors and affairs of the company;

10. *Affidavit by directors about no retrenchment of employees;

Attach

11. *Details of prosecution/inspection/inquiry/Investigation filed against the company and its officers in default;

Attach

12. *Copy of newspaper advertisement for notice of shifting the registered office;

Attach

13. *Affidavit verifying the list of creditors;

Attach

14. Proof of service of the application to the Registrar, Chief secretary of the state, SEBI or any other regulatory authority (if applicable);

Attach

15. Copy of objections (if received any);

Attach

16. Optional attachment(s), if any.

Attach

Declaration

I am authorized by the Board of Directors of the Company vide resolution number * Dated * 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:

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. 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.

*To be digitally signed by

DSC BOX

*Designation

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

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

Modify

Check Form

Prescrutiny

Submit

For office use only :

Affix filing details

eForm Service request number (SRN)

eForm filing date

(DD/MM/YYYY)

Digital signature of the authorising officer

This e-Form is hereby approved

This e-Form is hereby rejected

Confirm Submission

Date of signing

(DD/MM/YYYY)

FORM NO. INC.24

[Pursuant to section 13(2) of The Companies Act, 2013 and Rule 29(2) of The Companies (Incorporation I) Rules 2014]


**Application for approval
of Central Government
for change of name**

Form language ☐ English ☐ Hindi

Refer the instruction kit for filing the form.

Pre-fill

1. *****(a) Corporate Identity Number (CIN) of the company

(b) Global Location Number of the company

2. (a) Name of the Company

(b) Address of the registered office of the company

(c) email ID of the company

3. (a) *****Service Request Number (SRN) of Form INC.1

Pre-fill

(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)

(a) SRN of Form MGT.14

(b) Date of passing the special resolution

(c) Date of filing Form MGT.14

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

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**

1. *Minutes of the members' meeting

2. Optional attachment(s) (if any)

Declaration

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.

I have been authorized by the Board of director's resolution number * dated * to sign and submit this application.

To be digitally signed byDesignation

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

Note: Attention is drawn to provisions of Section 448 and 449 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 officerThis e-Form is hereby approved This e-Form is hereby rejected Date of signing

(DD/MM/YYYY)

Form No. INC-25**Certificate of Incorporation pursuant to change of name**

[Pursuant to rule 29 the Companies (Incorporation) Rules, 2014]

I hereby certify that the name of the company has been changed fromto with effect from the date of this certificate and that the company is limited by shares/limited by guarantee/ unlimited company.

The CIN of the company is

Given under my hand at this day of two thousand

SEAL:

.....

Registrar of Companies

.....

(State)

Form no INC-26

[[Pursuant to rule 30 the Companies (Incorporation) Rules, 2014]

Advertisement to be published in the newspaper for License for existing companies

Before the Central Government
_____ Region

In the matter of the Companies Act, 2013, Section 8(1) of Companies Act, 2013 and Rule 20) of the Companies (Incorporation) Rules, 2014

AND

In the matter of _____ Limited having its registered office at _____, Petitioner

Notice is hereby given to the General Public that the company made application to the Central Government under section 8 of the Companies Act, 2013 which is desirous of being registered under section 8, without the addition to its name of the word "Limited" or the words "Private Limited", in terms of the special resolution passed at the Annual General Meeting/ Extra ordinary general meeting held on _____ to enable the company for obtaining license under section 8 of the Act.

Any person whose interest is likely to be affected by the proposed change/status of the company may deliver or cause to be delivered or send by registered post of his/her objections supported by an affidavit stating the nature of his/her interest and grounds of opposition to the concerned Registrar of Companies (complete address of registrar), within fourteen days from the date of publication of this notice with a copy of the applicant company at its registered office at the address mentioned below:

For and on behalf of the Applicant

.....

Director

Date.....

Place.....

[[Pursuant to rule 30 the Companies (Incorporation) Rules, 2014]

Advertisement to be published in the newspaper for change of registered office of the company from one state to another

Before the Central Government

_____Region

In the matter of the Companies Act, 2013, Section 13(4) of Companies Act, 2013 and Rule 30(6) (a) of the Companies (Incorporation) Rules, 2014

AND

In the matter of _____ Limited having its registered office at _____, Petitioner

Notice is hereby given to the General Public that the company proposes to make application to the Central Government under section 13 of the Companies Act, 2013 seeking confirmation of alteration of the Memorandum of Association of the Company in terms of the special resolution passed at the Annual General Meeting/ Extra ordinary general meeting held on _____ to enable the company to change its Registered office from "State of _____" to "State of _____".

Any person whose interest is likely to be affected by the proposed change of the registered office of the company may deliver or cause to be delivered or send by registered post of his/her objections supported by an affidavit stating the nature of his/her interest and grounds of opposition to the _____, within Fourteen days from the date of publication of this notice with a copy of the applicant company at its registered office at the address mentioned below:

For and on behalf of the Applicant

.....

Director

Date.....

Place.....

Note:- Strike off whichever is not applicable.

Conversion of public company into private company or private company into public company

सत्यमेव जयते

Refer the instruction kit for filing the form.

1. *Application for
o Conversion of private company into public company
o Conversion of public company into private company
2. *(a) Corporate identity number(CIN) of company Pre-fill
(b) Global Location Number
3. (a) Name of the Company
(b) Address of registered office

(c) email Id of the company
4. *Reason(s) for conversion
5. *Particulars of filing Form MGT.14 with Registrar of Companies
(a) SRN of Form MGT.14
(b) Date of passing the special resolution
(c) Date of filing Form MGT.14
6. *Particulars of the order of competent authority
(a) Date of passing the order
(b) Date of receiving the order
7. *Name of the company at the time of incorporation (to be displayed in the certificate)
8. (a) Details of members present at the meeting where the decision of conversion was taken and number of shares held by them
(i) *Number of members
(ii) Number of shares held by them

(b) Details of the members who voted in favour of the proposal and number of shares held by them

(i) *Number of members

(ii) Number of shares held by them

(c) Details of the members who voted against the proposal 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

1. *Minutes of the members' meeting;
2. *Altered Articles of Association;
3. *Order of competent authority ;
4. Order for condonation of delay;
5. Optional attachment(s) (if any)

Declaration

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. I have been authorized by the board of directors' resolution number * dated * to sign and submit this application.

To be digitally signed by

*Designation

DSC BOX

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

Note: Attention is drawn to provisions of Section 448 and 449 which provide for punishment for false statement and punishment for false evidence respectively.

For office use only :

Affix filing details

eForm Service request number (SRN)

eForm filing date

(DD/MM/YYYY)

This e-Form is hereby registered

Digital signature of the authorising office

Confirm Submission

Date of signing

(DD/MM/YYYY)

FORM NO. INC.28

सत्यमेव जयते

Notice of Order of the Court or any other competent authority**Form language** ☐ English ☐ Hindi**Refer the instruction kit for filing the form.**

1.(a) *Corporate identity number (CIN) or foreign company registration number (FCRN) of the company

(b) Global location number (GLN) of company

2.(a) Name of the company

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

(c) e-mail ID of the company

3.(a) *Order passed by

(b) *Name of the court or Tribunal or any other competent authority

(c) *Location

(d) *Petition or application number

(e) *Order number

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

5.(a) (i) Section of the Companies Act, 2013 under which order passed

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

(b) If others, mention

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

11. In case of amalgamation, mention whether company filing the form is transferor or transferee ☐ Transferor ☐ Transferee

(a) Details of transferee company

CIN	<input type="text"/>	<input type="button" value="Pre-fill"/>
Name	<input type="text"/>	
Appointed date of amalgamation	<input type="text"/>	(DD/MM/YYYY)

(b) Details of transferor company(s)

Number of transferor company(s)

.	Category of the transferor company	<input type="text"/>	
	CIN or FCRN or any other registration number	<input type="text"/>	<input type="button" value="Pre-fill"/>
	Name	<input type="text"/>	
	Appointed date of amalgamation	<input type="text"/>	(DD/MM/YYYY) SRN of Form INC.28 <input type="text"/>
I.	Category of the transferor company	<input type="text"/>	
	CIN or FCRN or any other registration number	<input type="text"/>	<input type="button" value="Pre-fill"/>
	Name	<input type="text"/>	
	Appointed date of amalgamation	<input type="text"/>	(DD/MM/YYYY) SRN of Form INC.28 <input type="text"/>
I.	Category of the transferor company	<input type="text"/>	
	CIN or FCRN or any other registration number	<input type="text"/>	<input type="button" value="Pre-fill"/>
	Name	<input type="text"/>	
	Appointed date of amalgamation	<input type="text"/>	(DD/MM/YYYY) SRN of Form INC.28 <input type="text"/>
I.	Category of the transferor company	<input type="text"/>	
	CIN or FCRN or any other registration number	<input type="text"/>	<input type="button" value="Pre-fill"/>
	Name	<input type="text"/>	
	Appointed date of amalgamation	<input type="text"/>	(DD/MM/YYYY) SRN of Form INC.28 <input type="text"/>
I.	Category of the transferor company	<input type="text"/>	
	CIN or FCRN or any other registration number	<input type="text"/>	<input type="button" value="Pre-fill"/>
	Name	<input type="text"/>	
	Appointed date of amalgamation	<input type="text"/>	(DD/MM/YYYY) SRN of Form INC.28 <input type="text"/>
I.	Category of the transferor company	<input type="text"/>	
	CIN or FCRN or any other registration number	<input type="text"/>	<input type="button" value="Pre-fill"/>
	Name	<input type="text"/>	
	Appointed date of amalgamation	<input type="text"/>	(DD/MM/YYYY) SRN of Form INC.28 <input type="text"/>

12. In case of winding up, provide the following details

(a) (i) Date of commencement of winding up under section 445 of the Companies Act, 1956 (DD/MM/YYYY)(ii) Income-tax permanent account number (Income-tax PAN)

(iii) Name of liquidator

(iv) Address of liquidator

Line I

Line II

City

State

Country

Pin code

(b) Date with effect from which winding up proceedings have been stayed under section 466 of the Companies Act, 1956

(c) Date of dissolution under section 481 of the Companies Act, 1956

(d) (i) Date with effect from which dissolution has been declared as void under section 559 of the Companies Act, 1956.

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

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

CIN or FCRN

Pre-fill

Name

Date of amalgamation

(DD/MM/YYYY)

(e) Date with effect from which dissolution has been declared as void Under section 252 of the Companies Act, 2013

13.(a) SRN of relevant form

(Mention the SRN of relevant form INC.22, INC.28, CHG.1, CHG.4, CHG.9, MGT.14 or any other form; if applicable)

(b) Date of special resolution under section 66(1) of the Companies Act, 2013

(c) SRN of relevant Form INC.23 or CHG.8, if applicable

14. * Whether penalty involved or not ☐ Yes ☐ No

If yes, SRN of payment of penalty

Attachments

1. * Copy of court order or NCLT or CLB or order by any other competent authority

Attach

2. Optional attachment(s) - if any

Attach

List of attachments

Remove attachment

Declaration

I am authorized by the Board of Directors of the Company vide resolution no. *
 Dated * 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:

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

Particulars of the person signing and submitting the form

* Name

Capacity

* Designation

DIN or Income-tax PAN or Membership number

Note: Attention is also drawn to provisions of Section 448 and 449 which provide for punishment for false statement and punishment for false evidence respectively

Modify

Check Form

Prescrutiny

Submit

For office use only:

Affix filing details

eForm Service request number (SRN)

eForm filing date

(DD/MM/YYYY)

This e-Form is hereby registered

Digital signature of the authorising officer

Confirm submission

Date of signing

(DD/MM/YYYY)

[F. No. 01/09/2013 (Part -I) CL-V]

RENUKA KUMAR, Jt. Secy.



भारत का राजपत्र The Gazette of India

सी.जी.-डी.एल.-अ.-25012021-224683
CG-DL-E-25012021-224683

असाधारण
EXTRAORDINARY

भाग II—खण्ड 3—उप-खण्ड (i)
PART II—Section 3—Sub-section (i)

प्राधिकार से प्रकाशित
PUBLISHED BY AUTHORITY

सं. 35]
No. 35]

नई दिल्ली, सोमवार, जनवरी 25, 2021/माघ 5, 1942
NEW DELHI, MONDAY, JANUARY 25, 2021/MAGHA 5, 1942

कारपोरेट कार्य मंत्रालय

अधिसूचना

नई दिल्ली, 25 जनवरी, 2021

सा.का.नि. 44(अ).- केंद्रीय सरकार, कंपनी अधिनियम, 2013 (2013 का 18) की धारा 3, धारा 7 की उप-धारा (1) और धारा 469 की उप-धारा (1) और (2) द्वारा प्रदत्त शक्तियों का प्रयोग करते हुए, कंपनी (निगमन) नियम, 2014 में और संशोधन करने के लिए निम्नलिखित नियम बनाती है, अर्थात् :-

1. (1) इन नियमों का नाम **कंपनी (निगमन) संशोधन नियम, 2021** है।
(2) ये राजपत्र में इनके प्रकाशन की तारीख से प्रवृत्त होंगे।
2. कंपनी (निगमन) नियम, 2014 में, नियम 41 में,
 - (क) उप-नियम (6) में,
 - (i) खंड (ग) में, “उप-नियम (6)” शब्दों, कोष्ठकों और अक्षरों के स्थान पर “खंड (ख)” शब्द, कोष्ठक और अक्षर रखा जाएगा;
 - (ii) उप-नियम (6) में, खंड (घ) को विलोपित किया जाएगा;
 - (iii) मौजूदा उप-नियम (9), (10), (11) को क्रमशः उप-नियम (7), (8) और (9) के रूप में पुनः क्रमांकित किया जाएगा;
 - (ख) तदनु रूप क्रमांकित के रूप में उप-नियम (7) के स्थान पर निम्नलिखित उपनियम रखा जाएगा, अर्थात्:-

“(7)(i) जहां कहीं भी कोई आपत्ति प्राप्त हो गई है अथवा इस अधिनियम के प्रावधानों के अधीन आवेदन के परीक्षण के उपरांत क्षेत्रीय निदेशक ने विशेष आपत्ति की है, जिसे लिखित में दर्ज किया जाएगा और क्षेत्रीय निदेशक तीस दिन की अवधि के भीतर सुनवाई अथवा सुनवाईयां करेंगे, जैसा कि अपेक्षित हो और कंपनी को सुनवाई के दौरान बनी सर्वानुमति को दर्ज करने के लिए एक शपथपत्र फाइल करने का निदेश देगा, जिसे निष्पादित करने के उपरांत, क्षेत्रीय निदेशक सुनवाई की तारीख से 30 दिन के भीतर कारणों के साथ आवेदन को या तो अनुमोदित करने या निरस्त करने संबंधी एक आदेश पारित करेगा।

(ii) यदि जहां कहीं खंड (i) में यथा संदर्भित कोई सर्वानुमति नहीं बनती है तो क्षेत्रीय निदेशक संपरिवर्तन को अनुमोदित कर सकते हैं, यदि वह मामले की सभी परिस्थितियों के संबंध में संतुष्ट है कि यह संपरिवर्तन कंपनी के हितों के विरुद्ध नहीं होगा अथवा इस अधिनियम के प्रावधानों के उल्लंघन अथवा अनुपालन को टालने के मद्देनजर लिखित में कारण दर्ज करते हुए किया जा रहा है:

परंतु यह कि संपरिवर्तन की अनुमति नहीं दी जाएगी यदि कोई जांच, निरीक्षण अथवा अन्वेषण कंपनी के विरुद्ध आरंभ कर दिया गया है या इस अधिनियम के अंतर्गत कंपनी के विरुद्ध कोई अभियोजन लंबित है।”।

[फा.सं.1/13/2013-सीएल-V, खंड.III]

के.वी.आर. मूर्ति, संयुक्त सचिव

टिप्पण: मूल नियम भारत के राजपत्र, असाधारण, भाग II, खंड 3, उप-खंड (i) तारीख 31 मार्च, 2014 की सा.का.नि. सं. 250(अ) के जरिए प्रकाशित किए गए और तारीख 24 दिसंबर, 2020 की सा.का.नि. सं. 795(अ) के जरिए अंतिम बार संशोधित किए गए।

MINISTRY OF CORPORATE AFFAIRS

NOTIFICATION

New Delhi, the 25th January, 2021

G.S.R. 44(E).—In exercise of the powers conferred by section 3, sub-section (1) of section 7 and 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. (1) These rules may be called the **Companies (Incorporation) Amendment Rules, 2021**.

(2) They shall come into force on the date of their publication in the official Gazette.

2. In the Companies (Incorporation) Rules, 2014, in Rule 41,-

(a) in sub-rule (6),

(i) in clause (c), for the words, brackets and figure “sub-rule (6)” the words, brackets and letter “clause (b)” shall be substituted;

(ii) clause (d) shall be omitted;

(iii) the existing sub-rules (9), (10), (11) shall be renumbered as sub-rules (7), (8) and (9) respectively;

(b) for sub-rule (7) as so renumbered, the following sub-rule shall be substituted with the following rule, namely:-

“(7) (i) Where an objection has been received or Regional Director on examining the application has specific objection under the provisions of the Act, the same shall be recorded in writing and the Regional Director shall hold a hearing or hearings within a period of thirty days as required and direct the company to file an affidavit to record the consensus reached at the hearing, upon executing which, the Regional Director shall pass an order either approving or rejecting the application along with the reasons within thirty days from the date of hearing.

(ii) In case where no consensus is received as referred in clause (i), the Regional Director may approve the conversion, if he is satisfied having regard to all the circumstances of the case, that the conversion would

not be against the interests of the company or is not being made with a view to contravene or to avoid complying with the provisions of the Act, with reasons to be recorded in writing:

Provided that the conversion shall not be allowed if any inquiry, inspection or investigation has been initiated against the company or any prosecution is pending against the company under the Act.”.

[F. No. 1/13/2013 CL-V, Vol.III]

K.V.R. MURTY, Jt. Secy.

Note: The principal rules were published in the Gazette of India, Extraordinary, Part II, Section 3, Sub-section (i), *vide* number G.S.R. 250(E), dated the 31st March, 2014 and last amended *vide* number G.S.R.795(E) dated the 24th December, 2020.

MINISTRY OF CORPORATE AFFAIRS

NOTIFICATION

New Delhi, the 1st February, 2021

G.S.R. 91(E).— In exercise of the powers conferred by 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. (1) These rules may be called the **Companies (Incorporation) Second Amendment Rules, 2021**.

(2) They shall come into force on the **1st day of April, 2021**.

2. In the Companies (Incorporation) Rules, 2014,-

I. in rule 3,-

(a) in sub-rule (1),-

(i) for the words, “and resident in India” the words “whether resident in India or otherwise” shall be substituted;

(ii) in *Explanation I*, for the words “one hundred and eighty two days” the words “one hundred and twenty days” shall be substituted;

(b) sub-rule (7) shall be omitted.

II. for rule 6, the following rule shall be substituted, namely:-

“6. Conversion of One Person Company into a Public company or a Private company.-

(1) The One Person company shall alter its memorandum and articles by passing a resolution in accordance with sub-section (3) of section 122 of the Act to give effect to the conversion and to make necessary changes incidental thereto.

(2) A One Person company may be converted into a Private or Public Company, other than a company registered under section 8 of the Act, after increasing the minimum number of members and directors to two or seven members and two or three directors, as the case may be, and maintaining the minimum paid-up capital as per the requirements of the Act for such class of company and by making due compliance of section 18 of the Act for conversion.

(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, along with fees as provided in the Companies (Registration offices and fees) Rules, 2014 by attaching documents, namely:-

(a) Altered MOA and AOA;

(b) copy of resolution;

(c) the list of proposed members and its directors along with consent;

(d) list of creditors; and

(e) the latest audited balance sheet and profit and loss account.

(4) On being satisfied that the requirements stated herein have been complied with, the Registrar shall approve the form and issue the Certificate.

III. in rule 7,-

(a) in sub-rule (1), the words “ having paid up share capital of fifty lakhs rupees or less and average annual turnover during the relevant period is two crore rupees or less” shall be omitted.

(b) in sub-rule (4), in clause (i), the words “,the paid up share capital company is fifty lakhs rupees or less or average annual turnover is less than two crores rupees, as the case may be” shall be omitted.

IV. In the Annexure,

(a) the e-Form No.INC-5 shall be omitted.

(b) for the e-Form No.INC-6, the following form shall be substituted, namely:-

e-FORM NO INC-6

[Pursuant to section 18 of the Companies Act, 2013 and Rule 6 and 7(4) the Companies (Incorporation) Rules, 2014]


One Person Company and Private company– Application for Conversion

Form language o English o Hindi

Refer the instruction kit for filing the form.

1. *Application for o Conversion of OPC into private company
o Conversion of OPC into public company
o Conversion of Private company into OPC

2. (a) *Corporate identity number (CIN) of the company

Pre-Fill

- (b) Global location number (GLN)

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)

Part A

5. *Existing number of directors in the company
(after addition)

(Number of directors shall be minimum 2 in case of conversion into private company or 3 in case of conversion into private company)

6. Particulars of special resolution

- (a) *SRN of Form MGT-14

- (b) *Date of filing MGT-14

- (c) *Date of passing the special resolution

7. I. Capital structure of the company

(a) Authorized capital of the company (in Rs.)

* (i) Number of equity shares Nominal amount per equity share

Total amount of equity shares (in Rs.)

* (ii) Number of preference shares Nominal amount per preference share

Total amount of preference shares (in Rs.)

* (b) Paid up capital of the company (in Rs.)

(i) Number of equity shares Nominal amount per equity share

Total amount of equity shares (in Rs.)

(ii) Number of preference shares Nominal amount per preference share

Total amount of preference shares (in Rs.)

II. Number of members

(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)

PART B

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

Director Identification number(DIN)

*Income-tax permanent account number (PAN)

*First Name

Middle Name

*Surname

Family Name

* O Father's Name O Mother's Name O Spouse's name

*Gender ☐ Male ☐ Female ☐ Transgender

*Nationality *Date of Birth

*Place of Birth (District & State)

*Educational qualification

*Occupation Type ☐ Self-employed ☐ Professional ☐ Homemaker ☐ Student ☐ Serviceman

Area of occupation

Permanent Address

*Line I

Line II

*City

*State/ Union Territory

*Pin code

ISO Country code

Country

*Phone (with STD/ISD code)

Mobile (with country code)

Fax

*email id

*Whether present address is same as the permanent address ☐ Yes ☐ No

Present Address

*Line I

Line II

*City

* State/ Union Territory

Pin code

*ISO Country code

Country

*Phone (with STD/ISD code)

Mobile (with country code)

Fax

email id

*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

{Values – Voters identity Card, Passport, Driving License, Aadhar Number}

*Residential Proof

{Values: Bank Statement, Electricity Bill, Telephone Bill, Mobile bill}

9. Nomination

I (*Small description box*), the member of * (*Small description box*) do hereby nominate (*Small description box*) 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 2.1 of the Companies Rules, 2013.

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

Director Identification number(DIN)

Pre-Fill

*Income-tax permanent account number (PAN)

Verify Details

*First Name

Middle Name

*Surname

Family Name

* O Father's Name O Mother's Name O Spouse's name

*Gender ☐ Male ☐ Female ☐ Transgender

*Nationality

*Date of Birth

*Place of Birth (District & State)

*Educational qualification

*Occupation Type

☐ Self-employed ☐ Professional ☐ Homemaker ☐ Student ☐ Serviceman

Area of occupation

Permanent Address

*Line I

Line II

*City

*State/ Union Territory

*Pin code

ISO Country code

Country

*Phone (with STD/ISD code)

Mobile (with country code)

Fax

*email id

*Whether present address is same as the permanent address ☐ Yes ☐ No

Present Address

*Line I

Line II

*City

* State/ Union Territory in code

*ISO Country code

Country

*Phone (with STD/ISD code) -

Mobile (with country code)

Fax

email id

*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

{Values – Voters identity Card, Passport, Driving License, Aadhar Number}

*Residential Proof

{Values: Bank Statement, Electricity Bill, Telephone Bill, Mobile bill}

Attachments

1. *Altered Memorandum of association
2. *Altered Articles of association
3. *Copy of the duly attested latest financial statement.
4. *Copy of board resolution authorizing giving of notice;
5. Copy of minutes, list of creditors and list of members.
6. Copy of NOC of every creditors with the application for Conversion.
7. Consent of the nominee
8. Copy of PAN card of the nominee and member
9. Proof of identity of the nominee and member
10. Residential proof of the nominee and member
11. Optional attachment(s) - if any.

Attach

Attach

Attach

Attach

Attach

Attach

Attach

Attach

Attach

Attach

Declaration

I* , a *
(Drop down) {Values: 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 authorized 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 into Public or Private Company as the case may be.

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

***To be digitally signed by**

*Designation

DSC BOX

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

DSC BOX

To be digitally signed by

Member (In case of conversion of OPC)

PAN or DIN of member

Note: Attention is drawn to provisions of Section 448 and 449 which provide for punishment for false statement and punishment for false evidence respectively.

Modify

Check Form

Prescrutiny

Submit

For office use only:

Affix filing details

eForm Service request number (SRN)

eForm filing date

(DD/MM/YYYY)

This e-Form is hereby registered

Digital signature of the authorising officer

Confirm submission

Date of signing

(DD/MM/YYYY)

[F. No. 1/13/2013 CL-V, Vol.IV]

K.V.R. MURTY, Jt. Secy.

Note: The principal rules were published in the Gazette of India, Extraordinary, Part II, Section 3, Sub-section (i), vide number G.S.R. 250(E), dated the 31st March, 2014 and last amended vide number G.S.R.44(E), dated the 25th January, 2021.

टिप्पण: मूल नियम भारत के राजपत्र, असाधारण, भाग-II, खंड 3, उप-खंड (i) में संख्यांक सा.का.नि. 250(अ), तारीख 31 मार्च, 2014 द्वारा प्रकाशित किए गए और संख्यांक सा.का.नि. 91(अ), तारीख 01 फरवरी, 2021 द्वारा अंतिम बार संशोधित किए गए।

MINISTRY OF CORPORATE AFFAIRS

NOTIFICATION

New Delhi, the 5th March, 2021

G.S.R. 158(E).—In exercise of the powers conferred by 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) These rules may be called the Companies (Incorporation) Third Amendment Rules, 2021.
- (2) They shall come into force on the date of publication in the Official Gazette.
- In the Companies (Incorporation) Rules, 2014,- in the Annexure, in Form INC-35 AGILE-PRO, part of SPICe+, in serial number 12, at the end of Table (A), the following shall be inserted, namely.—

“Do you wish to perform Aadhar authentication for GSTIN registration.

O Yes O No”

[F. No. 1/13/2013 CL-V, Vol.IV]

K. V. R. MURTY, Jt. Secy.

Note : The principal rules were published in the Gazette of India, Extraordinary, Part II, Section 3, Sub-section (i), *vide* number G.S.R. 250(E), dated the 31st March, 2014 and last amended *vide* number G.S.R. 91(E), dated the 1st February, 2021.

स्थान
दिनांक
पदनाम निदेशक

***निदेशक (जिसने स्पाइस+प्ररूप पर हस्ताक्षर किए हैं) द्वारा डिजीटल रूप से हस्ताक्षर किए जाएं**

***डीआईएन/पैन (डीएससी बॉक्स)**

(एजीआईएलई-प्रो प्ररूप पर हस्ताक्षर करने वाले प्राधिकृत हस्ताक्षरकर्ता/मूल स्वामी/पदधारी अपना स्थायी खाता संख्या उपलब्ध कराएंगे)

(उपांतरित करें) (प्ररूप की जांच करें) (पूर्व संवीक्षा) (प्रस्तुत करें)

[फा. सं. 1/13/2013-सीएल-V-खंड.IV]

के.वी.आर. मूर्ति, संयुक्त सचिव

टिप्पणी : मूल नियम भारत के राजपत्र, असाधारण, भाग-II, खंड-3, उप-खंड (i) में दिनांक 31 मार्च, 2014 की अधिसूचना संख्या सा.का.नि. 250(अ) के तहत प्रकाशित किए गए थे और 5 मार्च, 2021 की अधिसूचना संख्या सा.का.नि. 158(अ) के तहत पिछली बार संशोधन किया गया था।

MINISTRY OF CORPORATE AFFAIRS

NOTIFICATION

New Delhi, the 7th June, 2021

G.S.R. 392(E).—In exercise of the powers conferred by 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. (1) These rules may be called the Companies (Incorporation) Fourth Amendment Rules, 2021.

(2) They shall come into force on the date of their publication in the Official Gazette.

2. In the Companies (Incorporation) Rules, 2014 (hereinafter referred to as the said rules), in rule 38A,-

(i) in the marginal heading, for the words, “and Opening of Bank Account”, the words, “Opening of Bank Account and Shops and Establishment Registration”, shall be substituted;

(ii) in the opening portion, for the letters “AGILE-PRO”, the letters “AGILE-PRO-S” shall be substituted;

(iii) for clauses “(c) and (d)” relating to “Profession Tax Registration and Opening of Bank Account”, the following clauses shall be substituted, namely:-

“(d) Profession Tax Registration with effect from the 23rd February, 2020;

(e) Opening Bank Account with effect from the 23rd February, 2020;

(f) Shops and Establishment Registration.”.

3. in the Annexure to the said rules, for the e-Form No.INC-35, the following form shall be substituted, namely:-

“FORM NO. INC-35**AGILE-PRO-S**

[Pursuant to rule 38A of the Companies (Incorporation) Rules, 2014]

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

(This AGILE-PRO form is part of SPICe+ form for GSTIN / EPFO / ESIC/ Profession Tax/ Bank Account/Shops and Establishment Registration)

*Name of the company

1. * Do you want to apply for GSTIN

☐ Yes

☐ No

2. * State (Same as entered in SPICe+)

3. * District (Same as entered in SPICe+)

4. * State Jurisdiction

* Sector / Circle / Ward /Charge / Unit

5. * Center Jurisdiction

Commissionerate

Division

Range

Voluntary

6. * Reason to Obtain Registration

7. *Whether The Establishment On Lease ☐ Yes ☐ No

* Leased From Date To Date

(a). * Nature of possession of premises

(b) * Proof of Principal Place of Business

(c) * Whether the building/premises of Establishment.is owned or hired.

* If hired or there is a change in the name of Unit/ownership, please indicate

* Leased From Date To Date

8. * Option for Composition ☐ Yes ☐ No

a) 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	<input type="checkbox"/>	Wholesale Business	<input type="checkbox"/>	Retail Business	<input type="checkbox"/>
Warehouse/Depot	<input type="checkbox"/>	Bonded Warehouse	<input type="checkbox"/>	Supplier of services	<input type="checkbox"/>
Office/Sale Office	<input type="checkbox"/>	Leasing Business	<input type="checkbox"/>	Recipient of goods or services	<input type="checkbox"/>
EOU/ STP/ EHTP	<input type="checkbox"/>	Works Contract	<input type="checkbox"/>	Export	<input type="checkbox"/>
Import	<input type="checkbox"/>	Others (specify), If others, please specify _____	<input type="checkbox"/>		

(A) * 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 (Four digit)

Description of Goods

Prefill

11. *Details of Services supplied by the Business.

Service Accounting Code

Pre-fill

Description of Services

12. Directors / Primary Owners / Office Bearer/ Authorised Signatory for Banks and Profession Tax Details

(Minimum number of directors 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

(A) *Enter Director details who is also an Authorised Signatory / Primary Owner / Office Bearer

* ☐ Directors Identification Number (DIN) ☐ Permanent Account Number (PAN)

*DIN

Pre-fill

Photograph

*PAN

*First Name

Middle Name

*Last Name

Attach
PhotographRemove
Photograph

*Personal Mobile Number	<input type="text" value="+91"/>	<input type="text"/>	Send OTP
*Personal Email Id	<input type="text"/>		
*Enter OTP for Mobile Number	<input type="text"/>		Verify OTP
*Enter OTP for Email Id	<input type="text"/>		

Do you wish to perform Aadhaar authentication for GSTN registration ☐ Yes ☐ No

(B) *Director Details other than Authorised Signatory / Primary Owner / Office Bearer

* ☐ Directors Identification Number ☐ Permanent Account Number / Passport Number (in case of foreign national)

*DIN	<input type="text"/>	Pre-fill	Photograph
*PAN / Passport Number	<input type="text"/>		
*First Name	<input type="text"/>	<input type="button" value="Attach Photograph"/> <input type="button" value="Remove Photograph"/>	
Middle Name	<input type="text"/>		
*Last Name	<input type="text"/>		
*Personal Mobile Number	<input type="text"/>		
*Personal Email ID	<input type="text"/>		

13. * Police Station

14. * Employer's Particulars

* Select Appropriate Branch Office

* Select Inspection Office

15. *Bank Particulars

* Select Bank Name

16. Details for Shops and Establishment Registration

Whether registration is required under Shops and Establishment Act ☐ Yes ☐ No

1. Category of Establishment

2. Nature of Business

Attachments

1. *Proof of Principal place of business

Attach

2. *Proof of appointment of Authorized Signatory for GSTN

Attach

(Either of the following document can be attached.*Letter of Authorisation/ Copy of Resolution passed by BoD**/ Managing Committee and Acceptance letter)*

3. *Proof of Identity of Authorized Signatory for opening

Attach

Bank Account

4. *Proof of Address of Authorized Signatory for opening

Attach

Bank Account

5. *Specimen Signature of Authorized Signatory for EPFO

Attach

Remove attachment

GST Declaration (By Authorized 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 Authorized 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 authorize 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

Place

Date

Designation

***To be digitally signed by director (who has signed the SPICe+ form)**

* DIN/PAN

DSC BOX

(Authorized Signatory / Primary Owner / Office Bearer signing the AGILE-PRO form shall provide his Permanent Account Number)

Modify

Check Form

Prescrutiny

Submit

”


[F. No. 1/13/2013 CL-V, Vol.IV]

K.V.R. MURTY, Jt. Secy.

Note : The principal rules were published in the Gazette of India, Extraordinary, Part II, Section 3, Sub-section (i), *vide* number G.S.R. 250(E), dated the 31st March, 2014 and last amended *vide* number G.S.R.158 (E), dated the 5th March, 2021.

NOTIFICATION

(1) for FORM No.INC.20A, the following Form shall be substituted, namely:-

FORM NO. INC-20A <i>[Pursuant to Section 10A(1)(a) of the Companies Act, 2013 and Rule 23A of the Companies (Incorporation) Rules, 2014]</i>	 सत्यमेव जयते	Declaration for commencement of business			
Form language <input type="radio"/> English <input type="radio"/> Hindi Refer the instruction kit for filing the form.					
1. *(a) Corporate identity number (CIN) of company (b) Global location number (GLN) of company	<div style="border: 1px solid black; height: 25px; margin-bottom: 5px;"></div> <div style="border: 1px solid black; height: 25px; margin-bottom: 5px;"></div>	<div style="background-color: #cccccc; padding: 5px 10px; border: 1px solid black;">Pre-fill</div>			
2. (a) Name of the company (b) Address of the registered office of the company	<div style="border: 1px solid black; height: 25px; margin-bottom: 5px;"></div> <div style="border: 1px solid black; height: 150px; margin-bottom: 5px;"></div>				
(c) email ID of the company	<div style="border: 1px solid black; height: 25px;"></div>				
3. (a) *Whether the affairs of the Company is regulated by any sectoral regulator (like RBI in case of NBFI activities) <input type="radio"/> Yes <input type="radio"/> No	<div style="border: 1px solid black; height: 25px; margin-bottom: 5px;"></div>				
(b) *Specify the name of the regulator Specify 'others'	<div style="border: 1px solid black; height: 25px; margin-bottom: 5px;"></div> <div style="border: 1px solid black; height: 25px;"></div>				
(c) *Specify the letter number/registration number/ approval issued under section 406 and date of approval/registration as the case may be	<div style="border: 1px solid black; height: 25px; margin-bottom: 5px;"></div> <div style="border: 1px solid black; height: 25px;"></div>				
<table style="width: 100%;"> <tr> <td style="width: 40%; vertical-align: top;"> Attachments (1) *Subscribers proof of payment for value of shares (2) Certificate of Registration issued by the RBI (Only in case of Non-Banking Financial Companies)/ from other regulators) (3) notification declaration as a Nidhi Company (4) Optional attachment(s) (if any) </td> <td style="width: 20%; text-align: center; vertical-align: top;"> <div style="background-color: #808080; color: white; padding: 10px; margin-bottom: 5px; border: 1px solid black;">Attach</div> <div style="background-color: #808080; color: white; padding: 10px; margin-bottom: 5px; border: 1px solid black;">Attach</div> <div style="background-color: #808080; color: white; padding: 10px; border: 1px solid black;">Attach</div> </td> <td style="width: 40%; vertical-align: top;"> List of Attachments <div style="border: 1px solid black; height: 50px; margin-bottom: 5px;"></div> <div style="background-color: #808080; color: white; padding: 10px; text-align: center; border: 1px solid black;">Remove attachment</div> </td> </tr> </table>			Attachments (1) *Subscribers proof of payment for value of shares (2) Certificate of Registration issued by the RBI (Only in case of Non-Banking Financial Companies)/ from other regulators) (3) notification declaration as a Nidhi Company (4) Optional attachment(s) (if any)	<div style="background-color: #808080; color: white; padding: 10px; margin-bottom: 5px; border: 1px solid black;">Attach</div> <div style="background-color: #808080; color: white; padding: 10px; margin-bottom: 5px; border: 1px solid black;">Attach</div> <div style="background-color: #808080; color: white; padding: 10px; border: 1px solid black;">Attach</div>	List of Attachments <div style="border: 1px solid black; height: 50px; margin-bottom: 5px;"></div> <div style="background-color: #808080; color: white; padding: 10px; text-align: center; border: 1px solid black;">Remove attachment</div>
Attachments (1) *Subscribers proof of payment for value of shares (2) Certificate of Registration issued by the RBI (Only in case of Non-Banking Financial Companies)/ from other regulators) (3) notification declaration as a Nidhi Company (4) Optional attachment(s) (if any)	<div style="background-color: #808080; color: white; padding: 10px; margin-bottom: 5px; border: 1px solid black;">Attach</div> <div style="background-color: #808080; color: white; padding: 10px; margin-bottom: 5px; border: 1px solid black;">Attach</div> <div style="background-color: #808080; color: white; padding: 10px; border: 1px solid black;">Attach</div>	List of Attachments <div style="border: 1px solid black; height: 50px; margin-bottom: 5px;"></div> <div style="background-color: #808080; color: white; padding: 10px; text-align: center; border: 1px solid black;">Remove attachment</div>			

Declaration

I am authorized by the Board of Directors of the Company vide resolution number * dated * 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:

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

*Director identification number

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

* Membership number

* Certificate of practice number

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

Modify

Check Form

Prescrutiny

Submit

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

(2) in FORM No.INC-32 (SPICe+), in Part-B, in Declaration, the following shall be inserted at the end, namely:-

“□ I further declare that the company shall not commence the business of Nidhi, unless all the required approvals including the declaration to be issued under section 406 of the Act have been obtained from the Central Government.”.

[F. No. 1/13/2013-CL-V, Vol.IV]

K.V.R. MURTY, Jt. Secy.

Note : The principal rules were published in the Gazette of India, Extraordinary, Part-II, section 3, subsection (i), vide number G.S.R. 250 (E), dated the 31st March, 2014 and last amended vide number G.S.R. 503(E) dated 22nd July, 2021.



भारत का राजपत्र The Gazette of India

सी.जी.-डी.एल.-अ.-20052022-235912
CG-DL-E-20052022-235912

असाधारण
EXTRAORDINARY

भाग II—खण्ड 3—उप-खण्ड (i)
PART II—Section 3—Sub-section (i)

प्राधिकार से प्रकाशित
PUBLISHED BY AUTHORITY

सं. 346]
No. 346]

नई दिल्ली, शुक्रवार, मई 20, 2022/वैशाख 30, 1944
NEW DELHI, FRIDAY, MAY 20, 2022/VAISAKHA 30, 1944

कारपोरेट कार्य मंत्रालय

अधिसूचना

नई दिल्ली, 20 मई, 2022

सा.का.नि. 363(अ).—केंद्रीय सरकार, कंपनी अधिनियम, 2013 (2013 का 18) की धारा 469 की उपधारा (1) और उपधारा (2) के साथ पठित धारा 3, धारा 4, धारा 5 की उपधारा (5) और उपधारा (6), धारा 6, धारा 7 की उपधारा (1) और उपधारा (2), धारा 8 की उपधारा (1) और उपधारा (2), धारा 12 की उपधारा (2), उपधारा (3), उपधारा (4) और उपधारा (5) और धारा 13 की उपधारा (3), उपधारा (4) और उपधारा (5) के परंतुक, धारा 14 की उपधारा (2), धारा 17 की उपधारा (1) और धारा 20 की उपधारा (1) और उपधारा (2) द्वारा प्रदत्त शक्तियों का प्रयोग करते हुए, कंपनी (निगमन) नियम, 2014 में और संशोधन करने के लिए निम्नलिखित नियम बनाती है, अर्थात्:-

- संक्षिप्त नाम और प्रारंभ. (1) इन नियमों का संक्षिप्त नाम कंपनी (निगमन) दूसरा संशोधन नियम, 2022 है।
(2) ये 01 जून, 2022 से प्रवृत्त होंगे।
- कंपनी (निगमन) नियम, 2014 में,
(क). प्ररूप सं. आईएनसी-9 के स्थान पर, निम्नलिखित प्ररूप रखा जाएगा, अर्थात्:-

“कंपनी (निगमन) नियम, 2014 के नियम 15 और
कंपनी अधिनियम, 2013 की धारा 7(1)(ग) के
अनुसरण में

प्ररूप संख्या आईएनसी-9
अभिदाताओं और प्रथम निदेशकों द्वारा घोषणा

1. कंपनी का नाम
2. (क) यह घोषणा निम्न के संबंध में है:

	वैध डीआईएन होना	वैध डीआईएन न होना
प्रथम अभिदाताओं की कुल संख्या (गैर-वैयक्तिक + वैयक्तिक)		
गैर-वैयक्तिक प्रथम अभिदाताओं की संख्या		
वैयक्तिक प्रथम अभिदाताओं सह-निदेशकों की संख्या		
कुल निदेशकों की संख्या (निदेशक जो अभिदाता + अभिदाता-सह-निदेशक नहीं हैं जैसा कि ऊपर पंक्ति 3 में दिया है)		

2(ख) गैर-वैयक्तिक प्रथम अभिदाताओं का प्राधिकृत व्यक्ति

- I. आयकर स्थायी खाता संख्या (पैन)

घोषणा
<p>मैं, उपर्युक्त प्रस्तावित नामित कम्पनी के ज्ञापन-पत्र का अभिदाता होने के नाते एतद्वारा सत्यनिष्ठा से घोषित करता हूँ और पुष्टि करता हूँ कि :</p> <ul style="list-style-type: none"> ■ मैं पिछले पाँच वर्षों के दौरान किसी कम्पनी के प्रवर्तन, गठन अथवा प्रबंधन के संबंध में किसी अपराध के लिए दोषी नहीं पाया गया हूँ; और ■ मैं पिछले पाँच वर्षों के दौरान इस अधिनियम अथवा किसी पूर्व कम्पनी कानून के अंतर्गत किसी कम्पनी के साथ धोखाधड़ी अथवा अपकरण अथवा किसी कर्तव्य-भंग का दोषी नहीं पाया गया हूँ; ■ मुझे शेयरों के अभिदान से पूर्व विदेशी विनिमय प्रबंधन (गैर-ऋण लिखत) नियम, 2019 के अधीन पूर्व अनुमोदन प्राप्त करना अपेक्षित है, और इसे प्राप्त किया गया है तथा यह इसके साथ संलग्न है, या ■ मुझे शेयरों के अभिदान से पूर्व विदेशी विनिमय प्रबंधन (गैर ऋण लिखत) नियम, 2019 के अधीन पूर्व अनुमोदन लेना अपेक्षित नहीं है; और ■ कम्पनी के रजिस्ट्रीकरण के लिए रजिस्ट्रार को प्रस्तुत किए गए सभी दस्तावेजों में दी गई सूचना मेरी जानकारी तथा विश्वास के अनुसार सही एवं पूर्ण है। <p>डीएससी डीएससी बॉक्स</p>

2(ग) वैयक्तिक प्रथम अभिदाताओं का विवरण (अभिदाता-सह-निदेशक के अतिरिक्त)

- I. निदेशक पहचान संख्या (डीआईएन)

घोषणा
<p>मैं, उपर्युक्त प्रस्तावित नामित कम्पनी के ज्ञापन-पत्र का अभिदाता होने के नाते एतद्वारा</p>

सत्यनिष्ठा से घोषित करता हूँ और पुष्टि करता हूँ कि :

- मैं पिछले पाँच वर्षों के दौरान किसी कम्पनी के प्रवर्तन, गठन अथवा प्रबंधन के संबंध में किसी अपराध के लिए दोषी नहीं पाया गया हूँ; और
- मैं पिछले पाँच वर्षों के दौरान इस अधिनियम अथवा किसी पूर्व कम्पनी कानून के अंतर्गत किसी कम्पनी के साथ धोखाधड़ी अथवा अपकरण अथवा किसी कर्तव्य-भंग का दोषी नहीं पाया गया हूँ;
- मुझे शेयरों के अभिदान से पूर्व विदेशी विनिमय प्रबंधन (गैर-ऋण लिखत) नियम, 2019 के अधीन पूर्व अनुमोदन प्राप्त करना अपेक्षित है, और इसे प्राप्त किया गया है तथा यह इसके साथ संलग्न है, या
- मुझे शेयरों के अभिदान से पूर्व विदेशी विनिमय प्रबंधन (गैर ऋण लिखत) नियम, 2019 के अधीन पूर्व अनुमोदन लेना अपेक्षित नहीं है; और
- कम्पनी के रजिस्ट्रीकरण के लिए रजिस्ट्रार को प्रस्तुत किए गए सभी दस्तावेजों में दी गई सूचना मेरी जानकारी तथा विश्वास के अनुसार सही एवं पूर्ण है।

डीएससी डीएससी बॉक्स

II. आयकर स्थायी खाता संख्या (पैन)

घोषणा

मैं, उपर्युक्त प्रस्तावित नामित कम्पनी के ज्ञापन-पत्र का अभिदाता होने के नाते एतद्वारा सत्यनिष्ठा से घोषित करता हूँ और पुष्टि करता हूँ कि :

- मैं पिछले पाँच वर्षों के दौरान किसी कम्पनी के प्रवर्तन, गठन अथवा प्रबंधन के संबंध में किसी अपराध के लिए दोषी नहीं पाया गया हूँ; और
- मैं पिछले पाँच वर्षों के दौरान इस अधिनियम अथवा किसी पूर्व कम्पनी कानून के अंतर्गत किसी कम्पनी के साथ धोखाधड़ी अथवा अपकरण अथवा पंजीकरण कर्तव्य-भंग का दोषी नहीं पाया गया हूँ;
- मुझे शेयरों के अभिदान से पूर्व विदेशी विनिमय प्रबंधन (गैर-ऋण लिखत) नियम, 2019 के अधीन पूर्व अनुमोदन प्राप्त करना अपेक्षित है, और इसे प्राप्त किया गया है तथा यह इसके साथ संलग्न है, या
- मुझे शेयरों के अभिदान से पूर्व विदेशी विनिमय प्रबंधन (गैर ऋण लिखत) नियम, 2019 के अधीन पूर्व अनुमोदन लेना अपेक्षित नहीं है; और
- कम्पनी के रजिस्ट्रीकरण के लिए रजिस्ट्रार को प्रस्तुत किए गए सभी दस्तावेजों में दी गई सूचना मेरी जानकारी तथा विश्वास के अनुसार सही एवं पूर्ण है।

डीएससी डीएससी बॉक्स

2(घ) वैयक्तिक प्रथम अभिदाता-सह-निदेशक(कों) का विवरण

I. निदेशक पहचान संख्या (डीआईएन)

घोषणा

मैं, उपर्युक्त प्रस्तावित नामित कम्पनी के ज्ञापन-पत्र का अभिदाता होने के नाते एतद्वारा सत्यनिष्ठा से घोषित करता हूँ और पुष्टि करता हूँ कि :

- मैं पिछले पाँच वर्षों के दौरान किसी कम्पनी के प्रवर्तन, गठन अथवा प्रबंधन के संबंध में किसी अपराध के

लिए दोषी नहीं पाया गया हूँ; और

- मैं पिछले पाँच वर्षों के दौरान इस अधिनियम अथवा किसी पूर्व कम्पनी कानून के अंतर्गत किसी कम्पनी के साथ धोखाधड़ी अथवा अपकरण अथवा कोई कर्तव्य-भंग का दोषी नहीं पाया गया हूँ;
- मुझे शेयरों के अभिदान से पूर्व विदेशी विनिमय प्रबंधन (गैर-ऋण लिखत) नियम, 2019 के अधीन पूर्व अनुमोदन प्राप्त करना अपेक्षित है, और इसे प्राप्त किया गया है तथा यह इसके साथ संलग्न है, या
- मुझे शेयरों के अभिदान से पूर्व विदेशी विनिमय प्रबंधन (गैर ऋण लिखत) नियम, 2019 के अधीन पूर्व अनुमोदन लेना अपेक्षित नहीं है; और
- कम्पनी के रजिस्ट्रीकरण के लिए रजिस्ट्रार को प्रस्तुत किए गए सभी दस्तावेजों में दी गई सूचना मेरी जानकारी तथा विश्वास के अनुसार सही एवं पूर्ण है।

डीएससी डीएससी बॉक्स

II. आयकर स्थायी खाता संख्या (पैन)

घोषणा

मैं, उपर्युक्त प्रस्तावित नामित कम्पनी के ज्ञापन-पत्र का अभिदाता होने के नाते एतद्वारा सत्यनिष्ठा से घोषित करता हूँ और पुष्टि करता हूँ कि :

- मैं पिछले पाँच वर्षों के दौरान किसी कम्पनी के प्रवर्तन, गठन अथवा प्रबंधन के संबंध में किसी अपराध के लिए दोषी नहीं पाया गया हूँ; और
- मैं पिछले पाँच वर्षों के दौरान इस अधिनियम अथवा किसी पूर्व कम्पनी कानून के अंतर्गत किसी कम्पनी के साथ धोखाधड़ी अथवा अपकरण अथवा कोई कर्तव्य-भंग का दोषी नहीं पाया गया हूँ;
- मुझे शेयरों के अभिदान से पूर्व विदेशी विनिमय प्रबंधन (गैर-ऋण लिखत) नियम, 2019 के अधीन पूर्व अनुमोदन प्राप्त करना अपेक्षित है, और इसे प्राप्त किया गया है तथा यह इसके साथ संलग्न है, या
- मुझे शेयरों के अभिदान से पूर्व विदेशी विनिमय प्रबंधन (गैर ऋण लिखत) नियम, 2019 के अधीन पूर्व अनुमोदन लेना अपेक्षित नहीं है; और
- कम्पनी के रजिस्ट्रीकरण के लिए रजिस्ट्रार को प्रस्तुत किए गए सभी दस्तावेजों में दी गई सूचना मेरी जानकारी तथा विश्वास के अनुसार सही एवं पूर्ण है।

डीएससी डीएससी बॉक्स

2(ड) निदेशकों का विवरण (प्रथम अभिदाताओं के अतिरिक्त)

I. निदेशक पहचान संख्या (डीआईएन)

घोषणा

मैं, उपर्युक्त प्रस्तावित नामित कम्पनी के ज्ञापन-पत्र का अभिदाता होने के नाते एतद्वारा सत्यनिष्ठा से घोषित करता हूँ और पुष्टि करता हूँ कि :

- मैं पिछले पाँच वर्षों के दौरान किसी कम्पनी के प्रवर्तन, गठन अथवा प्रबंधन के संबंध में किसी अपराध के लिए दोषी नहीं पाया गया हूँ; और
- मैं पिछले पाँच वर्षों के दौरान इस अधिनियम अथवा किसी पूर्व कम्पनी कानून के अंतर्गत किसी कम्पनी के साथ

धोखाधड़ी अथवा अपकरण अथवा कोई कर्तव्य-भंग का दोषी नहीं पाया गया है; और

- कम्पनी के रजिस्ट्रीकरण के लिए रजिस्ट्रार को प्रस्तुत किए गए सभी दस्तावेजों में दी गई सूचना मेरी जानकारी तथा विश्वास के अनुसार सही एवं पूर्ण है।

डीएससी डीएससी बॉक्स

II. आयकर स्थायी लेखा संख्या (पैन)

घोषणा

मैं, उपर्युक्त प्रस्तावित नामित कम्पनी के ज्ञापन-पत्र का अभिदाता होने के नाते एतद्वारा सत्यनिष्ठा से घोषित करता हूँ और पुष्टि करता हूँ कि :

- मैं पिछले पाँच वर्षों के दौरान किसी कम्पनी के प्रवर्तन, गठन अथवा प्रबंधन के संबंध में किसी अपराध के लिए दोषी नहीं पाया गया है; और
- मैं पिछले पाँच वर्षों के दौरान इस अधिनियम अथवा किसी पूर्व कम्पनी कानून के अंतर्गत किसी कम्पनी के साथ धोखाधड़ी अथवा अपकरण अथवा कोई कर्तव्य-भंग का दोषी नहीं पाया गया है; और
- कम्पनी के रजिस्ट्रीकरण के लिए रजिस्ट्रार को प्रस्तुत किए गए सभी दस्तावेजों में दी गई सूचना मेरी जानकारी तथा विश्वास के अनुसार सही एवं पूर्ण है।

डीएससी डीएससी बॉक्स "

(ख) प्ररूप सं. आईएनसी-32 (स्पाइस+) में, घोषणा में, अंत में निम्नलिखित अंतःस्थापित किया जाएगा, अर्थात् :-

“मैं, प्रस्तावित निदेशकों की ओर से, एतद्वारा घोषणा करता हूँ कि नियुक्ति चाहने वाला व्यक्ति किसी ऐसे देश का नागरिक है, जिसकी सीमा भारत के साथ मिलती है, गृह मंत्रालय, भारत सरकार से आवश्यक सुरक्षा अनापत्ति स्वीकृति के साथ संलग्न की जाएगी।

○ हाँ ○ नहीं (यदि हाँ, का विकल्प चुना गया है तो सुरक्षा अनापत्ति की एक प्रति संलग्न की जानी है)।

[फा. सं. 1/13/2013-सीएल-V, पार्ट-IV]

मनोज पाण्डेय, संयुक्त सचिव

टिप्पण: मूल नियम भारत के राजपत्र, असाधारण, भाग-2, खंड 3, उपखंड (i) में संख्या सा.का.नि.250(अ) तारीख 31 मार्च, 2014 द्वारा प्रकाशित किए गए थे और संख्यांक सा.का.नि. 291(अ) तारीख 08 अप्रैल, 2022 द्वारा अंतिम बार संशोधित किए गए।

MINISTRY OF CORPORATE AFFAIRS

NOTIFICATION

New Delhi, the 20th May, 2022

G.S.R. 363(E).—In exercise of the powers conferred under section 3, section 4, sub-sections (5) and (6) of section 5, section 6, sub-section (1) and (2) of section 7, sub-sections (1) and (2) of section 8, sub-sections (2), (3), (4) and (5) 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) Second Amendment Rules, 2022.

(2) They shall come into force with effect from 1st June, 2022.

2. In the Companies (Incorporation) Rules, 2014,

(a) for FORM No.INC-9, the following Form shall be substituted, namely: -

“Pursuant to Sections 7(1)(c) to the Companies Act, 2013 and rule 15 of the Companies (Incorporation) Rules, 2014	FORM NO. INC-9 Declaration by Subscribers and First Directors
--	--

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)

I. Income-tax Permanent Account Number (PAN)

Declaration	
I	<div style="border: 1px solid black; display: inline-block; width: 150px; height: 1.2em; vertical-align: middle;"></div> being the subscriber to the memorandum, of the above named proposed company, hereby solemnly declare and affirm that:
<input type="checkbox"/> 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	
<input type="checkbox"/> 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;	
<input type="checkbox"/> 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	
<input type="checkbox"/> 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.

DSC

DSC BOX

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

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.

DSC

DSC BOX

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.

DSC

DSC BOX

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

I. 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.

DSC

DSC BOX

II. Income-tax Permanent Account Number (PAN)

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.

DSC

DSC BOX

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

I. 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.

DSC

DSC BOX

II. 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.

DSC

DSC BOX".

(b) in FORM No.INC-32 (SPICe+), in Part-B, in Declaration, the following shall be inserted at the end, namely:-

"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)".

[F. No. 1/13/2013-CL-V, Vol.IV]

MANOJ PANDEY, Jt. Secy.

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 291 (E) dated the 8th April, 2022.



भारत का राजपत्र The Gazette of India

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EXTRAORDINARY

भाग II—खण्ड 3—उप-खण्ड (i)
PART II—Section 3—Sub-section (i)

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कारपोरेट कार्य मंत्रालय

अधिसूचना

नई दिल्ली, 18 अगस्त, 2022

सा.का.नि. 643(अ).—केंद्रीय सरकार, कंपनी अधिनियम, 2013 (2013 का 18) की धारा 469 की उपधारा (1) और उपधारा (2) के साथ पठित धारा 3, धारा 4, धारा 5 की उपधारा (5) और उपधारा (6), धारा 6, धारा 7 की उपधारा (1) और उपधारा (2), धारा 8 की उपधारा (1) और उपधारा (2), धारा 11 की उपधारा (1) के खंड (क) और खंड (ख), धारा 12 की उपधारा (2), उपधारा (3), उपधारा (4) और उपधारा (5) और उपधारा (9), धारा 13 की उपधारा (3), उपधारा (4) और उपधारा (5) के परंतुक, धारा 14 की उपधारा (2), धारा 17 की उपधारा (1) और धारा 20 की उपधारा (1) और उपधारा (2) द्वारा प्रदत्त शक्तियों का प्रयोग करते हुए, कंपनी (निगमन) नियम, 2014 का और संशोधन करने के लिए निम्नलिखित नियम बनाती है, अर्थात्:-

- संक्षिप्त नाम और प्रारंभ.** (1) इन नियमों का संक्षिप्त नाम कंपनी (निगमन) तीसरा संशोधन नियम, 2022 है।
(2) ये राजपत्र में इनके प्रकाशन की तारीख से प्रवृत्त होंगे।
- कंपनी (निगमन) नियम, 2014 में, नियम 25 के पश्चात्, निम्नलिखित नियम अतः स्थापित किए जाएंगे, अर्थात्:-
“25ख. कंपनी के रजिस्ट्रीकृत कार्यालय का भौतिक सत्यापन
(1) रजिस्ट्रार, एमसीए21 पर उपलब्ध कराई गई जानकारी या दस्तावेजों के आधार पर, कंपनी के रजिस्ट्रीकृत कार्यालय के पते का दौरा करेगा और धारा 12 की उपधारा (9) के प्रयोजनों के लिए स्थानीय दो स्वतंत्र साक्षियों की उपस्थिति में जिसमें उक्त रजिस्ट्रीकृत कार्यालय स्थित है, उक्त रजिस्ट्रीकृत कार्यालय का भौतिक सत्यापन कराएगा और ऐसे सत्यापन के लिए स्थानीय पुलिस की सहायता भी ले सकेगा, यदि अपेक्षित हो।

(2) रजिस्ट्रार, भौतिक सत्यापन के प्रयोजनों के लिए कंपनी के रजिस्ट्रीकृत कार्यालय के पते के समर्थन में एमसीए21 पर फाइल किए गए दस्तावेज और जहां उक्त रजिस्ट्रीकृत कार्यालय स्थित है उस संपत्ति के अधिभोगी द्वारा विधिवत प्रमाणित किए गए उक्त भौतिक सत्यापन के दौरान एकत्र किए गए ऐसे पते का समर्थन करने वाले दस्तावेजों की प्रतियों के साथ प्रति सत्यापन द्वारा इसकी प्रामाणिकता की जांच करने के लिए दस्तावेज ले जाएगा।

(3) रजिस्ट्रार इसके भौतिक सत्यापन के समय कंपनी के रजिस्ट्रीकृत कार्यालय का एक फोटो लेगा।

(4) भौतिक सत्यापन की रिपोर्ट निम्नलिखित रूपविधान में तैयार की जाएगी, अर्थात्:-

कंपनी के रजिस्ट्रीकृत कार्यालय के भौतिक सत्यापन पर रिपोर्ट:

1. कंपनी का नाम और सीआईएन:
2. एमसीए21 रिकॉर्ड के अनुसार कंपनी के रजिस्ट्रीकृत कार्यालय का नवीनतम पता:
3. कंपनी के रजिस्ट्रार द्वारा जारी प्राधिकार पत्र की तारीख:
4. कंपनी के रजिस्ट्रार का नाम:
5. रजिस्ट्रीकृत कार्यालय के भौतिक सत्यापन की निरीक्षण की तारीख और समय:
6. सीमा चिन्ह के साथ स्थान का ब्यौरा:
7. निरीक्षण के समय उपलब्ध व्यक्ति का ब्यौरा, यदि कोई हो:
 - (i) नाम:
 - (ii) पिता का नाम:
 - (iii) आवासीय पता:
 - (iv) कंपनी के साथ संबंध, यदि लागू हो:
8. टिप्पणी, यदि कोई हो:
9. संलग्न दस्तावेज:
 - (i) स्वामी/किरायेदार/पट्टेदार से कंपनी के रजिस्ट्रीकृत कार्यालय के करार /स्वामित्व/किराया करार/अनापत्ति प्रमाणपत्र की प्रति:
 - (ii) रजिस्ट्रीकृत कार्यालय की फोटो:
 - (iii) उपलब्ध व्यक्ति का स्व-प्रमाणित परिचय पत्र, यदि कोई हो:
 - (iv) कोई अन्य दस्तावेज:

तारीख:

हस्ताक्षर:

स्थान:

शासकीय पते के साथ

पदधारी का नाम और पदनाम

(5) जहां कंपनी का रजिस्ट्रीकृत कार्यालय सभी संसूचनाओं और नोटिस को प्राप्त करने तथा स्वीकार करने में सक्षम नहीं पाया जाता है, तो रजिस्ट्रार, आरओसी द्वारा कंपनी तथा कंपनी के सभी निदेशकों को, अपने आशय के साथ नोटिस भेजेगा कि कंपनी का नाम कंपनी के रजिस्टर से हटा दिया जाए तथा उनसे यह अनुरोध करते हुए कि सुसंगत दस्तावेजों यदि कोई हो, की प्रतियों सहित अपने अभ्यावेदन को अधिनियम की धारा 248 के उपबंधों के अनुसार अग्रिम कार्यवाही करने से पहले नोटिस की तारीख से तीस दिन के भीतर भेजा जाए।”

[फा. सं. 1/13/2013-सीएल. V, भाग.IV]

मनोज पाण्डेय, संयुक्त सचिव

टिप्पण: मूल नियम भारत के राजपत्र, असाधारण, भाग 2, खंड 3, उप-खंड (i) में सं. सा.का.नि. 250(अ), तारीख 31 मार्च, 2014 द्वारा प्रकाशित किए गए थे और सं. 291(अ), तारीख 08 अप्रैल, 2022 द्वारा अंतिम बार संशोधित किया गया।

MINISTRY OF CORPORATE AFFAIRS**NOTIFICATION**

New Delhi, the 18th August, 2022

G.S.R. 643(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) Third Amendment Rules, 2022.

(2) They shall come into force from the date of their publication in the Official Gazette.

2. In the Companies (Incorporation) Rules, 2014, after rule 25A, the following rule shall be inserted, namely:-

“25B. Physical verification of the Registered Office of the company.-

(1) The Registrar, based upon the information or documents made available on MCA 21, shall visit at the address of the registered office of the company and may cause the physical verification of the said registered office for the purposes of sub-section (9) of section 12, in presence of two independent witness of the locality in which the said registered office is situated and may also seek assistance of the local Police for such verification, if required.

(2) The Registrar shall carry the documents as filed on MCA 21 in support of the address of the registered office of the company for the purposes of physical verification and to check the authenticity of the same by cross verification with the copies of supporting documents of such address collected during the said physical verification, duly authenticated from the occupant of the property whereat the said registered office is situated.

(3) The Registrar shall take a photograph of the registered office of the company while causing physical verification of the same.

(4) The report of the physical verification shall be prepared in the following format namely:-

Report on Physical Verification of the Registered Office of the Company:

1. Name and CIN of the company:-
2. Latest address of the registered office of the company as per MCA 21 record:-
3. Date of authorisation letter issued by the Registrar of Companies:-
4. Name of the Registrar of Companies:-
5. Date and Time of visit for physical verification of the registered office:-
6. Location details along with Landmark:-
7. Details of the person available, if any at the time of the visit-
 - (i) Name:-
 - (ii) Father's Name:-
 - (iii) Residential address:-
 - (iv) Relationship with the company, if applicable:-
8. Remarks if any:-
9. Documents attached:-

- (i) Copy of the agreement/ownership/rent agreement/No Objection Certificate of the registered office of the company from owner/tenant/lessor:-
- (ii) Photograph of the registered office:-
- (iii) Self Attested ID-Card of the person available, if any:-
- (iv) Any other document(s):-

Date:

Place:

Signature

Name and Designation of the official
with official address.

(5) Where the registered office of the company is found to be not capable of receiving and acknowledging all communications and notices, the Registrar shall send a notice to the company and all the directors of the company, of his intention to remove the name of the company from the register of companies and requesting them to send their representations along with copies of relevant documents, if any, within a period of thirty days from the date of the notice before taking further actions in accordance with the provisions of section 248 of the Act."

[F. No. 1/13/2013-CL-V, Vol. IV]

MANOJ PANDEY, Jt. Secy.

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 291 (E), dated the 8th April, 2022.