

11. In the principal rules, Form No. INC-10 shall be omitted.

12. In the principal rules, for Form No. INC-11, the following forms shall be substituted, namely:-

<p style="text-align: center;">"Form No.INC-11 GOVERNMENT OF INDIA MINISTRY OF CORPORATE AFFAIRS Central Registration Centre</p> <p style="text-align: center;">Certificate of Incorporation</p> <p style="text-align: center;">[Pursuant to sub-section (2) of section 7 of the Companies Act, 2013 and rule 8 the Companies (Incorporation) Rules, 2014]</p> <p>I hereby certify that <name of the company> is incorporated on this (i.e. FIRST, SECOND etc.) day of <Month of approval of work item in words> two thousand <YEAR of approval of work item in words> under the Companies Act, 2013 and that the company is <limited by shares/limited by guarantee/unlimited company>.</p> <p>The CIN of the company is <CIN>.</p> <p>Given under my hand at < Name of the city where the RoC Office is located > this < Date of approval of the work item in words (i.e FIRST, SECOND etc.)> day of < Month of approval of the work item in words > <YEAR of approval of the work item in words>.</p> <p style="text-align: right;">DSC <Full name of the Authorising officer approving the work-item> <Assistant Registrar of Companies/ Deputy Registrar of Companies/ Registrar of Companies> For and on behalf of the Jurisdictional Registrar of Companies Registrar of Companies Central Registration Centre</p> <p>Disclaimer: This certificate only evidences incorporation of the company on the basis of documents and declarations of the applicant(s). This certificate is neither a license nor permission to conduct business or solicit deposits or funds from public. Permission of sector regulator is necessary wherever required. Registration status and other details of the company can be verified on www.mca.gov.in</p> <p>Mailing Address as per the records available in Registrar of Companies office: < Name of the company > < Address of the correspondence/registered office of the company >".</p>
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Certificate of Incorporation pursuant to conversion of Unlimited Liability company into Limited Liability Company

[pursuant to section 18 of the Companies Act, 2013 read with rule 37 of the Companies (Incorporation) Rules, 2014]

I hereby certify that.....(name of the company prior to conversion) having unlimited liability has been converted into.....(name of the company after conversion) company having limited liability with effect from the date of this certificate and the company is limited by shares or limited by guarantee.

The CIN of the company is.....

Given under my hand at..... this..... day of..... two thousand.....

SEAL:

.....

Registrar of Companies

.....

(State)

13. in the principal rules, for Form INC-27, the following forms shall be inserted, namely:-

FORM NO. INC-27

[Pursuant to sections 14 and 18 of the Companies Act, 2013 and Rule 33 and Rule 37 made there under of the Companies Rules, 2013]



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

Form language English Hindi

Refer the instruction kit for filing the form.

1. *Application for Conversion of private company into public company
 Conversion of public company into private company
 Conversion of Unlimited Liability Company into Company Limited by shares or guarantee

Pre-fill

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

*Particulars of filing Form No. MGT-14 with Registrar of Companies (RoC)

(a) SRN of Form No. MGT-14

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

(c) Date of filing Form No. MGT-14 (DD/MM/YYYY)

5. *Particulars of the order of Tribunal

(a) Date of passing the order

(b) Date of receiving the order

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

7. (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

List of attachments

1. *Minutes of the members' meeting;

Attach

2. * Copy of altered Memorandum Articles of Association;

Attach

3. Order for condonation of delay;

Attach

4. *Copy of special resolution;

Attach

5. *Copy of newspaper publication;

Attach

6. Order of competent authority;

Remove Attachment

7. *Declaration of all Directors

Attach

as per Rule 37(3)(e);

- | | |
|--|--------|
| 8. *Declaration of Directors
As per Rule 37(3)(g); | Attach |
| 9. *Complete list of creditors and
debentures holders; | Attach |
| 10.*Declaration of Solvency; | Attach |
| 11.*Declaration regarding no complaints
As per Rule 37(4) | Attach |
| 12.* A copy of Statutory Auditors Certificate | Attach |
| 13.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 *

(DD/MM/YYYY) to sign and submit this application.

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 Company secretary

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

Modify

Check Form

Prescrutiny

Submit

For office use only:

eTx 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-27A

[[Pursuant to rule 37(2) the Companies (Incorporation) Rules, 2014]

Advertisement to be published in the newspaper for conversion of unlimited liability into limited liability company

Before the Central Government

_____Region

In the matter of the Companies Act, 2013, Section 18 of Companies Act, 2013 and rule 37 of the Companies (Incorporation) Rules, 2014

AND

In the matter of _____ Limited (unlimited liability company) 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 18 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 convert from unlimited liability into limited liability".

Any person whose interest is likely to be affected by the proposed conversion from unlimited liability into limited liability 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 Registrar of companies (address of the ROC) within twenty-one days from the date of publication of this notice with a copy to the applicant company at its registered office at the address mentioned below:

For and on behalf of the Applicant

.....

Director

Date.....

Place.....