

**टिप्पणी:** मूल नियम भारत के राजपत्र, असाधारण, भाग II, खण्ड 3, उप-खण्ड (i) में सा.का.नि. 250(अ) तारीख 31 मार्च, 2014 द्वारा प्रकाशित किए गए थे और तत्पश्चात् निम्नलिखित अधिसूचनाओं द्वारा संशोधित किये गए:—

क्रम संख्या	अधिसूचना संख्या	अधिसूचना की तारीख
1.	सा.का.नि. 349(अ)	01-05-2015
2.	सा.का.नि. 442(अ)	29-05-2015
3.	सा.का.नि. 99(अ)	22-01-2016
4.	सा.का.नि. 336(अ)	23-03-2016
5.	सा.का.नि. 743(अ)	27-07-2016
6.	सा.का.नि. 936(अ)	01-10-2016
7.	सा.का.नि. 1184(अ)	29-12-2016
8.	सा.का.नि. 70(अ)	25-01-2017
9.	सा.का.नि. 955(अ)	27.07.2017
10.	सा.का.नि. 49(अ)	20.01.2018
11.	सा.का.नि. 284(अ)	23.03.2018
12.	सा.का.नि. 708(अ)	27.07.2018
13.	सा.का.नि. 1219(अ)	18.12.2018
14.	सा.का.नि. 144(अ)	21.02.2019
15.	सा.का.नि. 180(अ)	06.03.2019
16.	सा.का.नि. 275(अ)	29.03.2019
17.	सा.का.नि. 332(अ)	25.04.2019
18.	सा.का.नि. 357(अ)	10.05.2019

## MINISTRY OF CORPORATE AFFAIRS

### NOTIFICATION

New Delhi, the 7th June, 2019

**G.S.R. 411(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. **Short title and Commencement.**—(1) These rules may be called the **Companies (Incorporation) Sixth Amendment Rules, 2019**.
  - (2) **They shall come into force with effect from 15<sup>th</sup> August, 2019.**
2. In the Companies (Incorporation) Rules, 2014 (herein after referred to as the said rules), in rule 19,—
  - (i) in sub-rule (1), for the words, letters and figures “Form No.INC.12”, the words, letters and figures “Form INC-32 (SPICe)” shall be substituted.
  - (ii) in sub-rule (3),

- (a) in clause (a), for the words “the draft memorandum”, the words “the memorandum” shall be substituted;
- (b) in clause (b), for the words “the draft memorandum”, the words “the memorandum” shall be substituted;
3. In the Annexure to the said rules,—
- (i) in Form no.INC-11, in the heading, after the words and figures “sub-section (2) of section 7”, the words and figures “and sub-section (1) of section 8” shall be inserted.
- (ii) For “Form No.INC-12”, the following Form shall be substituted,

<h1 style="margin: 0;">FORM NO. INC-</h1> <h2 style="margin: 0;">12</h2> <p style="margin: 0; font-size: small;"><i>[Pursuant to section 8(5) of the Companies Act, 2013 and Rule 20 of the Companies (Incorporation) Rules, 2014]</i></p>	 <p style="margin: 0; font-size: small;">सत्यमेव जयते</p>	<p style="margin: 0;"><b>Application for grant of License to an existing company under section 8</b></p>
<p><b>Form language</b> <input checked="" type="radio"/> English <input type="radio"/> Hindi</p> <p><b>Refer the instruction kit for filing the form.</b></p>		
<p>1.*(a) Corporate identity number (CIN) <input type="text"/> <span style="float: right;">Pre fill</span>            (b) Global location number (GLN) of company <input type="text"/></p>		
<p>2. (a) Name of the company <input type="text"/>            (b) Address of the company <input type="text"/>  <input type="text"/></p>		
<p>(c) email ID of the company <input type="text"/></p>		
<p>3. (a) Company is <input type="text"/>            (b) Category <input type="text"/> (c) Sub category <input type="text"/>            (d) Whether the company is having share capital <input type="checkbox"/> Yes <input type="checkbox"/> No</p>		
<p>4. I. Authorized capital of the company <input type="text"/>            II. Maximum number of members <input type="text"/>            Maximum number of members excluding present and past employees <input type="text"/></p>		
<p>5. a. Main division of industrial activity of the company <input type="text"/>            Description of the main division <input type="text"/></p>		
<p>*b. Brief description of the work, if any already done or proposed to be done in pursuance of section 8 <input type="text"/></p>		
<p>*c. Grounds on which application is made <input type="text"/></p>		

6.\*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)  
Name of the person

**Pre-fill**

Name of the company or institution  
whose nominee the appointee is  
(Only in case of nominee director)

II

\*Designation

\*Director identification number (DIN)  
Name of the person

**Pre-fill**

Name of the company or institution  
whose nominee the appointee is  
(Only in case of nominee director)

7.\*Enter the number of key managerial personnel

(Specify information of up to four key managerial persons)

Particulars of the key managerial personnel

I

\*Designation

**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

\*Designation

\*Director identification number (DIN) or  
Income-tax permanent account number (PAN)  
Name of the person

**Pre-fill**

Membership number (in case of Company Secretary)

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

(If yes, entrenched Articles should be annexed thereto)

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

Details of Articles to which provisions of entrenchment shall be applicable

Sr. No.	Article Number	Content

#### Attachments

- 1) \* Memorandum and articles of association
- 2) \*Declaration as per Form No. INC-14
- 3) \*Declaration as per Form No. INC-15
- 4) \*Estimated income and expenditure for next three years
- 5) Approval/concurrence/NOC of the concerned authority/sectoral regulator, department or Ministry of the Central or State Government(s)
- 6) Entrenched articles of association
- 7) Copy of resolution passed in general meeting and board meeting
- 8) Last one/two year's financial statement(s), board's report(s) and Audit report(s)
- 9) Assets and liabilities statements with their values as per applicable rule
- 10) List of directors.
- 11) List of key managerial personnel.
- 12) Optional attachment, if any

Attach  
Attach  
Attach  
Attach  
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Attach

Attach  
Attach  
Attach  
Attach  
Attach  
Attach

#### Declaration

I \* [Redacted]

authorized by the Board of Directors of the Company vide resolution number [Redacted] dated [Redacted]

- 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 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 [Redacted], a [Redacted] having Membership number [Redacted] and certificate of practice number [Redacted] has been engaged to give declaration under section 8(5) and rule 20(2) (b) and such declaration is attached.

\*To be digitally signed by DSC BOX

\*Designation [Redacted]

\*Director identification number of the director; or

Membership number of the company secretary; or

PAN or DIN of the manager or CEO or CFO

[Redacted]

**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

**Confirm Submission**

This e-Form is hereby rejected

Date of signing

(DD/MM/YYYY)

(iii) in Form No.INC-32 (SPICe form),—

- (a) in the heading , for the words and figures “Pursuant to sections 4, 7, 12, 152 and 153”, the words, figures and brackets “pursuant to sections 4, 8(1), 7, 12, 152 and 153” shall be substituted;
  - (b) in serial number 1, item “(g) Section 8 license number” shall be omitted.
  - (c) in attachments, after item no.19, the following item shall be inserted.
- “20. Declaration in Form No.INC-14;
21. Declaration in Form No.INC-15;
22. Optional attachment(s), (if any).”.

[F. No. 1/13/2013-CL-V, Part-I, 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 31<sup>st</sup> March, 2014 and subsequently amended *vide* the following notifications:-

Serial Number	Notification Number	Notification Date
1.	G.S.R. 349 (E)	01-05-2015
2.	G.S.R. 442 (E)	29-05-2015
3.	G.S.R. 99 (E)	22-01-2016
4.	G.S.R. 336(E)	23-03-2016
5.	G.S.R. 743(E)	27-07-2016
6.	G.S.R. 936(E)	01-10-2016
7.	G.S.R. 1184 (E)	29-12-2016
8.	G.S.R. 70 (E)	25-01-2017
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