

**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,

<h2 style="margin: 0;">FORM NO. INC-12</h2> <p style="margin: 0;"><i>[Pursuant to section 8(5) of the Companies Act, 2013 and Rule 20 of the Companies (Incorporation) Rules, 2014]</i></p>	 सत्यमेव जयते	<h2 style="margin: 0;">Application for grant of License to an existing company under section 8</h2>
<p><b>Form language</b>   <input 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 style="width: 250px;" type="text"/></p> <p>(b) Global location number (GLN) of company <input style="width: 250px;" type="text"/></p>	<input type="button" value="Pre fill"/>	
<p>2. (a) Name of the company <input style="width: 500px;" type="text"/></p> <p>(b) Address of the company <input style="width: 680px; height: 30px;" type="text"/></p> <p>(c) email ID of the company <input style="width: 500px;" type="text"/></p>		
<p>3. (a) Company is <input style="width: 150px;" type="text"/></p> <p>(b) Category <input style="width: 150px;" type="text"/>      (c) Sub category <input style="width: 240px;" type="text"/></p> <p>(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 style="width: 200px;" type="text"/></p> <p>II. Maximum number of members <input style="width: 100px;" type="text"/></p> <p>Maximum number of members excluding present and past employees <input style="width: 100px;" type="text"/></p>		
<p>5. a. Main division of industrial activity of the company <input style="width: 80px;" type="text"/></p> <p>Description of the main division</p> <input style="width: 690px; height: 40px;" type="text"/>		
<p>*b. Brief description of the work, if any already done or proposed to be done in pursuance of section 8</p> <input style="width: 690px; height: 40px;" type="text"/>		
<p>*c. Grounds on which application is made</p> <input style="width: 690px; height: 40px;" type="text"/>		

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

II

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

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

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

#### Declaration

I \*

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 also declare that all the information given herein above is true, correct and complete including the attachments to this form and nothing material has been suppressed.
- \*It is hereby further certified that , a  having Membership number  and certificate of practice number  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

\*Director identification number of the director; or

Membership number of the company secretary; or

PAN or DIN of the manager or CEO or CFO

**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
<b>For office use only :</b>			
eForm Service request number (SRN)	<input type="text"/>	Affix filing details	eForm filing date <input type="text"/> (DD/MM/YYYY)
<b>Digital signature of the authorising officer</b>	<input type="text"/>		
This e-Form is hereby approved	<input type="text"/>		
This e-Form is hereby rejected	<input type="text"/>	Confirm Submission	
Date of signing	<input type="text"/>		(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
9.	G.S.R. 955 (E)	27-07-2017
10.	G.S.R. 49 (E)	20-01-2018
11.	G.S.R. 284 (E)	23-03-2018
12.	G.S.R. 708 (E)	27-07-2018
13.	G.S.R. 1219 (E)	18-12-2018
14.	G.S.R. 144 (E)	21-02-2019
15.	G.S.R. 180 (E)	06-03-2019
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