

FORM 18

[See paragraphs 2 and 3 of Third Schedule, paragraphs 2, 3 and 4 of Fourth Schedule of the Act and rule 39(1) and 40(1)]

Application and Statement for conversion of a private company/unlisted public company into limited liability partnership.

Note – All fields marked in *are to be mandatorily filled.

Part A **Application**

1. *CIN
2. *Name of the Company
3. *Date of incorporation
4. *Name of office of Registrar of Companies
5. *Address of registered office of the company
 - *Line 1
 - *Line 2
 - *City *District
 - *State *PIN Code
 - *ISO Country Code
 - Phone Fax
 - *Email ID
6. *Total number of shareholders in the company
7. *Names and addresses of the shareholders

Name	Address (House Number, city/town/village, District, State, Pin code.)	Number of shares held in the company.

(In case number of shareholders is more than ten, separate sheet(s) in the above manner may be attached as an attachment.)

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

9. *Name of the proposed limited liability partnership

10. *Address of registered office of the proposed limited liability partnership

*Line 1

*Line 2

*City *District

*State *PIN Code

ISO Country Code *Country

Phone Fax

*Email ID

11. *Total number of partners in the LLP

12. *Whether all the shareholders of the company have given their consent for conversion of the company into the limited liability partnership.

Yes No

13. *Whether all the partners of the limited liability partnership comprise all the shareholders of the company and no one else.

Yes No

14. *Whether any security interest in the assets of the company is subsisting or in force.

Yes No

If yes, give details

15. *Whether up to date Income-tax return is filed under the Income-tax Act, 1961.

Yes No

If Yes, indicate the period upto which such return is filed

DD/MM/YYYY

16. *Whether any prosecution initiated against or show cause notice received by the company for alleged offences under the Companies Act, 1956.

Yes No

If Yes, give details in the following manner:-

SN	Section of the Companies Act under which action being initiated	Date of issue of show cause notice	Status (reply sent/ under examination by concerned authority)

(In case number of prosecution initiated/ show cause notice received is more than five, separate sheet(s) in the above manner may be attached as an attachment.)

17. *Whether any proceeding by or against the company is pending in any Court or Tribunal or any other Authority.

Yes No

If Yes, details thereof in following manner:-

Name of Court/ Tribunal/ Authority	Particulars

(In case number of proceedings is more than five, separate sheet(s) in the above manner may be attached as an attachment.)

18. *Whether any earlier application for conversion of the said company into limited liability partnership was refused by the Registrar.

Yes No

If yes, give SRN of earlier Form 18 and the reasons for refusal:

(i) SRN

(ii) Reasons

19. *Whether any conviction, ruling, order, judgment of any Court, Tribunal or other authority in favour of or against the company is subsisting.

Yes No

If Yes, details thereof in following manner:-

Section and the title of relevant Act	Particulars	Name of Court/ Tribunal/ Authority

(In case number of proceedings is more than five, separate sheet(s) in the above manner may be attached as an attachment.)

20. *Whether consent of all the unsecured creditors for conversion of the company into limited liability partnership has been obtained.

Yes No

If yes, a copy thereof.

21. *Whether any clearance, approval or permission for conversion of the company into limited liability partnership is required from any body/ authority.

Yes No

If Yes, whether the applicable approvals from the concerned body/authority or authorities have been obtained.

Yes No

22. *Whether upto date documents including immediately preceding balance sheet and annual returns under the Companies Act, 1956 have been filed.

Yes

23. *Whether the statement of assets and liabilities of the company duly certified as true and correct by the auditor made up to a date not preceding 30 days of the date of filing the application attached.

Yes

To be digitally signed by designated partner

DPIN

Date

Place

Part B
Statement

I shareholder of (name of the company) and also named in the incorporation document of

(name of the LLP) as a partner or designated partner give my consent for the conversion of the said company

(name of the company) into the limited liability partnership.

I state as under:

(i) that all the requirements of the Limited Liability Partnership Act, 2008 and the rules made thereunder have been complied with, in respect of conversion of private company/ unlisted public company into limited liability partnership and matters precedent and incidental thereto;

(ii) that all the partners of the limited liability partnership comprise all the shareholders of the company and no one else;

(iii) that the applicable clearances, approvals or permissions for conversion of the company into a limited liability partnership from any authority/authorities have been obtained;

(iv) that the consent of all the unsecured creditors for conversion of the company into limited liability partnership has been obtained;

(v) that all the documents due for filing including balance sheet and annual return for the immediately preceding financial year have been filed under the provision of the Companies Act, 1956;

(vi) that to the best of my knowledge and belief, the information given in this form and its attachments is correct and complete.

Attachments

1. Statement of shareholders (may be given in a tabular form)
2. Incorporation Document & Statement in Form 2 filed electronically.
3. Statement of Assets and Liabilities of the company duly certified as true and correct by the auditor.
4. List of all the unsecured creditors along with their consent. (may be attached in a tabular form)
5. Approval from any other body/authority.
6. Optional attachment.

To be digitally signed by a partner or designated partner

Date:

Place:

(The statement(s) of remaining shareholder (s) shall be given in the above format as a tabular statement as an attachment.)

Certificate

It is hereby certified that I have verified the above particulars from the books and records of
(name of the company) and found them to be true and correct.

○ **Company secretary in practice** ○ **Chartered Accountant in practice** ○ **Cost Accountant in practice**
Digitally Signed

Certificate of Practice Number

Date:

Place:

For office use only

Digital signature of the authorizing officer

This e-form is hereby approved

This e-form is hereby rejected