

Form 18**INSTRUCTIONS FOR FILLING OF FORM – 18****(Application and Statement for conversion of a private company/unlisted public company into Limited Liability Partnership)**

Sr. No.	Detailed Instructions
	Note: Instructions are not provided for the fields which are self explanatory. The columns which are star(*) marked are to be mandatorily filled up
	Before filing this application, refer the LLP Act and Rules framed by the Ministry of Corporate Affairs, Government of India with regard to application and statement for conversion of a private company/unlisted public company into limited liability partnership (LLP).
1	Enter CIN (Corporate Identity No.) of the private company or unlisted public company applying for conversion into Limited Liability Partnership (LLP). • You may find CIN by entering existing registration number or name of the company in the 'Find CIN/GLN' service at the portal www.mca.gov.in
2& 3	Enter the name and date of incorporation of the private company or unlisted public company applying for conversion into Limited Liability Partnership (LLP).
4	Enter the name of Registrar of Companies (ROC) at which the said private company or unlisted public company at which the company is registered.
5	Enter the address of registered office of said company with the phone no. fax no. Enter the email Id of the company for communication purposes. Ensure that this email ID is valid as intimation regarding processing of the eForms, important communication from Registrar office shall also be communicated electronically.
6	Enter the total no. of the shareholders of said company as on date of application for conversion in to LLP.
7	Enter the name, addresses of shareholders (members as on date of application) and their share holding in the said company as per the format given at column no. 7. (Note:-In case of number of shareholders is more than 10, separate sheets in the above manner may be attached as an attachment)
8	Enter Form 1 Service Request No. (SRN) filed for reservation of name on conversion of the company.

9		Enter the name of Limited Liability Partnership (LLP) approved in form 1 by the Registrar. Note : on conversion of private company/unlisted public company only deletion of words “private Limited”/ “Limited and addition of the word “ LLP” in existing name of the company as last word ” are allowed.
10		Enter the complete registered office address of the proposed LLP along with phone no. ,fax no. and present email id.
11		Enter the total no. of partners in LLP consequent to conversion of private company and unlisted public company.
12		Tick (Yes or No) as to whether all shareholders of the company have given their consent for conversion of the company in to the proposed Limited Liability Partnership (LLP).
13		Tick (Yes or No) as to whether all partners of the proposed Limited Liability Partnership (LLP) comprise all the shareholder of the company.
14		Tick (Yes or No) as to whether any security interest I the assets of the company is subsisting or in force. If yes, enter the particulars of security interest i.e charge id, amount of loan /guarantee, name of the security holder, date of loan and short description of charge.
15		Tick (Yes or No) as to whether up to date Income Tax Return is filed under the Income Tax Act., 1961. If, yes, enter the period (date/month/year) up to which Income Tax Return is filed.
16		Tick (Yes or No) as to whether any prosecution initiated or show cause notice (SCN) received by the company for alleged offences under the Companies Act, 1956. If, yes, fill the particulars of such prosecution and or SCN i.e section of the companies Act under which action is being initiated, date of SCN and the status of the said proceedings . (Note:-In case of number of prosecution initiated/SCN are more than five number, separate sheets in the above manner may be attached as an attachment)
17		Tick (Yes or No) as to whether any proceedings by or against the company applied for conversion are pending in any Court/ Tribunal / other Authority. If, yes, fill the particulars of such proceedings with the name of Court/Tribunal/ Authority and short description of the matter pending including amount involved.

		(Note:-In case of number of proceedings are more than five number, separate sheets in the above manner may be attached as an attachment).
18		<p>Tick (Yes or No) as to whether any earlier application for conversion of the said company into limited liability partnership was refused /rejected by the Registrar of LLP.</p> <p>If yes, Enter service request no. (SRN) of Form -18 which was filed earlier and rejected by the Registrar of LLP. Enter the reasons of rejection of Form 18 indicated by Registrar of LLP.</p>
19		<p>Select option(Yes or No) is given as to whether any conviction, ruling, order, judgment of any Court, Tribunal or other authority in favour of or against the company applied for conversion are subsisting.</p> <p>If yes, enter the particulars of the matter i.e Section & the title of relevant Act, description of the matter and name of Court/Tribunal/authority.</p> <p>(In case of number of proceedings are more than five number, separate sheets in the above manner may be attached as an attachment)</p>
20		<p>Tick (Yes or No) as to whether consent of all the unsecured creditors for conversion of the company into the proposed Limited Liability Partnership (LLP) has been obtained. If yes, attach the list of the Creditors and copies of the consent of unsecured Creditors of the company applying for the conversion.</p>
21		<p>Tick (Yes or No) as to whether any clearance, approval or permission for conversion of the company into limited liability partnership (LLP) is required from any other body/ authority. If yes, enter as to whether the applicable approvals from the concerned bodies/authorities have been obtained.</p>
22		<p>Enter as to whether the up to date documents including immediately preceding Balance Sheet and Annual Returns under the Companies Act, 1956 have been filed with the Registrar of Companies .</p>
23		<p>Enter as to whether the statement of assets and liabilities of the Company duly certified as true and correct by the Auditors made up to a date not preceding 30 days of the date of filing the application for conversion is attached.</p>
Attachments		<p>Attach all mandatory/ required attachments particularly:-</p> <p>a)Statement of shareholders as per prescribed Format B of the Form.</p>

		<p>b) Incorporation Document & Statement in Form 2 shall be filed electronically.</p> <p>C) Statement of Assets and Liabilities of the company duly certified as true and correct by the auditor.</p> <p>d) List of all the unsecured creditors along with their consent. (may be attached in a tabular form).</p> <p>e) Approval from any other body/authority, if required.</p>
Statement And Certification		<p>The Form and Statement prescribed in part B in this form shall be signed digitally by the proposed designated partner stating that all requirements of LLP Act, 2008 and the Rules made there under had been complied with, in respect of conversion of the company into LLP, all shareholder of the company are partners in LLP, all approvals/ clearance for conversion have been obtained, consent of the all unsecured creditors of the company have been obtained, all due returns including balance sheet & annual return under the provision of the Companies Act, 1956 have been filed and all information in this form & its attachment are correct & complete.</p> <p>The statement shall be certified digitally by a company secretary / a chartered accountant/ a cost accountant in practice by mentioning his/her membership no. that all requirements of LLP Act, 2008 and the rules made there under had been complied with, in respect of conversion of the Company into LLP. .</p>

Common Instruction Kit

Form Page

Buttons	Particulars
Preview	Clicking on this button will validate the form for any errors. If there are errors, these will be displayed in the form and one can correct the errors. If there are no errors, then the system will take to a page which will display the form for signing it digitally.

Form Preview Page

Get Signature	Insert DSC key into USB key and click on this button. It will display a block from which the particular signature can be selected. After selecting the signature, click on 'Sign' button. The form will be signed digitally.
Make Payment	It will validate the DSC and if found valid, then it will generate a SRN and display the amount to be paid.
Back	Clicking on the button will take to the form back to edit mode. If any information in the form is incorrect, user can click on this button to go back and edit the information.

Cancel	Clicking on this button will take to the Eforms list. All data entered in the form will be lost.
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Payment Page

Make Payment	Clicking on this button will take to payment gateway, where user can pay the amount after providing credit card details. Depending on the type of card (Master Card or Visa), there might be additional security validations.
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