LLP FORM-18

INSTRUCTIONS FOR FILLING OF LLP eFORM-18

(Application and Statement for conversion of private company / unlisted public company into limited liability partnership (LLP))

Note:

- **Instructions are not provided for the fields which are self-explanatory**
- **If the space within any of the fields is not sufficient to provide all the information, then additional details can be provided as an optional attachment to the eForm.**
- **The eForm-14 is not required to be filed after filing eForm 18. Upon approval of eFORM-18 itself, the status of the company will be changed to 'Converted to LLP'**
- **It is required that eForm-18 should be filed together with filing of FiLLiP Form (Incorporation document and subscriber's statement) in case of conversion of an existing company into LLP.**
- **In case of conversion of an unlisted public company into a LLP and the number of shareholders who will be designated partners and/or partner(s) in LLP exceed 200, then Addendum to FiLLiP should be filed together with FiLLiP and eForm-18.**

Prerequisites:

- **No eForms should be pending for payment or processing in respect of the company.**
- **No open (unsatisfied) charges should be pending against the company.**
- **Company should be having share capital.**
- **Company should not be a 'Section 8 company'**
- **At least one balance sheet and annual return should have been filed by the company after its incorporation.**

Refer the relevant provisions of the Limited Liability Partnership Act, 2008 and rules made there under with respect to the matter dealt in the eForm.

Part – A Application

SL NO	eForm S. No	Field Name	Detailed Instruction
1.	1	Service Request Number (SRN) of **RUN-LLP**	Enter an 'Approved' Service Request Number (SRN) of **RUN-LLP** filed for name reservation for type of incorporation 'conversion of private company/unlisted public company into LLP'. Click the Pre-Fill button.
2.	2	Name of the proposed LLP	In case name is pre-reserved through **RUN-LLP**, name shall be Pre-filled based on the SRN entered. Else, proposed name shall be entered.
3.	3	Corporate Identity Number (CIN)	Enter CIN of the company which is proposed to be converted. Please enter a valid CIN having status as Active and CIN should not be marked as Defaulting.
4.	4	Name of the Company	Details are pre-filled based on CIN entered: • Name of the Company, • Date of incorporation, • Name of office of Registrar of Companies,
5.	5	Date of incorporation	
6.	6	Name of office of Registrar of Companies	

7.	**7a**	Address of the registered office of the company	• Address of the registered office of the company • e-mail ID of the company (In case there is any change in the email ID, enter the new valid email ID. It shall be updated over the existing email ID in LLP master data.)
	7b	e-mail ID of the company	
8.	**8**	Total number of shareholders	Please mention the total number of shareholders in the company which is proposed to be converted to LLP.
9.	**9**	Total number of partners in the LLP	It should be auto-populated based on the value entered in field 8.
10.	**10**	• Ensure that all the shareholders of the company should have given their consent for conversion of the company into the limited liability partnership.	
11.	**11**	• Ensure that all the partners of the limited liability partnership comprise all the shareholders of the company and no one else.	
Part B - Statement Declaration			
12.	**21**	Select the check box for declaration	
13.	**Attachments**		
	1	Statement of consent of shareholders (Mandatory)	
	2	Statement of Assets and Liabilities of the company duly certified as true and correct by the auditor (Mandatory)	
	3	List of all the secured creditors along with their consent (Mandatory in case consent of all the secured creditors for conversion of company into limited liability partnership has been obtained as indicated in field no 18)	
	4	Approval from any other body/ authority (Mandatory in case applicable approvals from the concerned body/ authority or authorities is required and have been obtained as indicated in field no 19)	
	5	Copy of acknowledgement of latest income tax return (Mandatory)	
	6	Any other information can be provided as an optional attachment	
14.	**Digital Signature**		
	EForm should be digitally signed by the Designated Partner (DP) of the LLP. Enter the Designated Partner Identification Number (DIN/DPIN) of DP or PAN of DP in case none of the designated partners have DIN.		
15.	**Certificate**		
	• The eForm should be certified by a chartered accountant (in whole-time practice) or cost accountant (in whole-time practice) or company secretary (in whole-time practice) by digitally signing the eForm. • Select the relevant category of the professional and whether he/ she is an associate or fellow. In case the professional is a chartered accountant (in whole-time practice) or cost accountant (in whole-time practice), enter the membership number. In case the practicing professional is a company secretary (in whole-time practice), enter the certificate of practice number.		

COMMON INSTRUCTIONS

Buttons	Particulars
Pre-Fill	This button may appear more than once in an eForm, and shall be required to be clicked for displaying the data pertaining to that field. You are required to be connected to the internet for pre-filling.

Attach	You have to click the attach button corresponding to the document you are making an attachment. In case you wish to attach any other document, please click the optional attach button.
Remove Attachment	You can view the attachments added to eForm in the rectangle box provided next to the list of attachment. If the user wants to remove or delete any attachment, select the attachment to be removed and press the “Remove attachment” button.
Check Form	Once the form is filled up. The user is required to press the Check Form button. When this button is pressed form level validation is done such as, whether all the mandatory fields are filled up or not. If an error is displayed after pressing the button the user is required to correct the mistake and again press the “Check Form” button. When all the form level validation is done. A message is displayed that “Form level pre scrutiny is successful”. The Check Form is done without being connected to the internet.
Modify	“Modify” button gets enabled after the check form is done. By pressing this button, the user can make the changes in the filled in form. If the user makes any change in the form again the user is required to press the “Check Form” button.
Pre-Scrutiny	Once the check form is done the user is required to Pre scrutinize the eForm. This requires being connected to the MCA21 site for uploading the form. On pre-scrutiny the system level check is performed and if there are any errors it is displayed to the user and once the error is corrected and again on Pre scrutiny if the message displayed is “No errors found. Click on the button below to “Get Form”. Press the Get Form button and make the required corrections.
Upload eForm	• After pre scrutiny is done the user is required to submit the form. This requires being connected to the MCA21 site for uploading the form. • Once the form is submitted the fee is displayed to the user. When the user presses the “Pay” button the mode of payment option is displayed. For online payment option (Credit Card or Net banking), user shall be redirected to pay the filing fees. • On challan payment option, a challan is generated displaying the amount of filing fee to be paid. The user is required to take the print out of three copies of both challans and submit the payment at authorized bank branch. The user has to submit three copies at bank and user shall receive one copy with bank acknowledgment for user’s record.