

**ICSI GUIDELINES FOR NAME/CHANGE OF NAME OF PROPRIETORSHIP
CONCERN/FIRM OF PCS – 2020**

(As approved by the Council in its 266th Council meeting held on 9th January, 2020)

In exercise of the powers conferred under Regulation 169 of the Company Secretaries Regulations, 1982 as amended from time to time, the Council of the Institute of Company Secretaries of India hereby issues the following guidelines:-

1. Title

1.1 These Guidelines may be called the 'ICSI Guidelines for Name / Change of name of Proprietorship Concern / Firm of PCS, 2020'.

2. Objective

The objective of issuing these Guidelines is to:-

- (a) Enable the Practising Company Secretaries to form Sole Proprietorship Concerns or Partnership Firm(s) / LLP's of Company Secretaries;
- (b) Enable uniformity and standardisation in allotment or Change of Name to Sole Proprietorship Concerns or Partnership Firm(s)/LLP of Company Secretaries;
- (c) Prevent registration of Sole Proprietorship Concerns or Partnership Firm(s) / LLP of Company Secretaries with identical name;
- (d) Facilitate constitution/reconstitution/conversion/dissolution/change of name of Sole Proprietorship Concern(s) or Partnership Firm(s) of Company Secretaries including Limited Liability Partnership(s).

3. Applicability

These Guidelines shall be applicable for all such Practising Company Secretaries desirous to form a Sole Proprietorship Concern or a Partnership Firm/LLP of Company Secretaries.

4. Modalities

The modalities for operationalising these Guidelines are as under:

- (a) Only Member/s desirous of commencing Practice and holding a valid certificate of practice may apply to the Institute through online mode alongwith the prescribed Form for giving particulars of Offices and Firms/LLP duly filled in and signed for approval of name of respective concern in accordance with the guidelines laid down hereinafter; in case of a partnership firm, including LLP, of Company Secretaries the Form for giving particulars of Offices and Firms has to be duly filled in and signed by all the partners along with copy of partnership deed, duly attested;
- (b) Member/s already holding a valid certificate of practice and desirous of commencing a new concern be it Proprietorship, Partnership Firm or LLP of Company secretaries also have to follow the prescribed procedure as laid down herein.
- (c) No fee is required for seeking approval of name of a proprietorship concern or a partnership firm or LLP;
- (d) On allotment of name, each proprietorship concern or partnership firm or LLP shall be allocated with a Unique Firm Registration Code Number;

- (e) The letter granting approval of name of Proprietorship Concern/Firm will be sent at the address mentioned in the Form for giving particulars of Offices and Firms.

5. Particulars

5.1 A trade or firm or concern name shall be restricted to the name(s) of the proprietor/partners or a name which is already in use.

5.2 A trade/firm name may include the name(s) of the member(s) as it/they appear in the Register of Members in the following manner:

(i) For Sole proprietorship concern:

- (a) Name comprising first name and/or middle name and/or surname of the member, in any order, with or without commonly used suffix or prefix.
- (b) Initials of the first name and/or middle name and/or surname, in whichever order
- (c) Combination of (a) and (b) above, in any order
- (d) Parts of or prevalent abbreviations of or acronyms of commonly used names alongwith any combination referred to in (c) above

(ii) For Partnership firm / LLP:

- (a) Full surnames of two or more partners
- (b) Full first names of two or more partners
- (c) Combination of first names and / or middle names and/or surnames of two or more partners with or without commonly used suffix or prefix
- (d) Combination of initials of first names and/or middle names and/or surnames of the two or more partners
- (e) Combination of (c) and (d) above, in any order

5.3 General

- (i) A trade or firm name shall not be approved, if the same or similar or nearly similar name or phonetically similar name is already in use by a Company Secretary in practice or which resembles the name of Company Secretary in practice or firm of such Company Secretaries and has been entered in the Register of office of firms.
- (ii) A trade/firm name shall not contravene the provisions of The Names and Emblems (Prevention of Improper Use) Act, 1950 or any modification/re-enactment thereof.
- (iii) The trade or firm name may be suffixed by the suffixes "& Co.", "& Company" or "& Associates". However, any suffixes that may be considered undesirable by the Council shall not be allowed.
- (iv) The word "and"/ "&" could be used in between the first name/middle name/surname including initials thereof, of the partners of the firm. However, the same can be used interchangeable by the practising firm.
- (v) A firm name may also be allowed without the use of the suffixes "& Co.", "& Company" or "& Associates" provided full first names and/or full middle names and/or full surnames of the partners are used. Also, in such cases, the word "&"/"and" is compulsorily to be used either in between the full first names and/or full middle names and/or full surnames of the partners or before the last full first name/full middle name/full surname of the partners.
- (vi) The name of a sole proprietorship concern shall not be allowed without the use of suffixes "& Co." / "and Company" / "& Associates".
- (vii) A trade/firm name, which has no relationship with the name of member(s) as above, shall not be allowed.

- (viii) Descriptive trade/firm names viz. Fire, Smash, Leader, Champion, Mastermind, Super, Supreme etc. shall not be allowed.
- (ix) Trade/firm names denoting publicity shall not be allowed. Any trade/firm name, regardless of reason or logic, using the initials, acronyms or full forms of any profession whether used individually and/or collectively and/or in any order, shall not be allowed. The use, therefore, of say, CA, CS, CMA, MBA, CACMA, CACS, CSCA, CSCMA, CMACS, CMACA, IBBI, RVO, IP, NCLT, NCLAT, Secretary, Accountant, Management, Chartered Accountant, Cost Accountant, Chartered Secretary, Insolvency, Insolvency professional, Valuer etc., shall not be allowed. However, trade/firm names matching with the group name/theme shall be allowed, if the same is not in contradiction with any other criteria.
- (x) The name, middle name and surname of the member shall conform to the name, middle name and surname as they appear in the register of members.
- (xi) In case any change in the status of the firm from individual firm to partnership firm or vice-versa, the firm name already been in use by any of the partner or individual could be approved provided there is no objection by all other partners or individual, as the case may be.
- (xii) A trade/firm name which was in use by a proprietor or partners shall not be allowed to any other member or members for a period of three years of the closure of firm. The name may be re-allotted to the same member or members' upto a period of three years of the closure of the firm. In the event of removal of name of a practising member as Practising Company Secretary, after the expiry of the period of three years, the said trade/firm may be allowed to any other member or members who are eligible for allotment of such name under these guidelines.
- (xiii) After various permutations and combinations under guidelines 5.2 (i) and 5.2 (ii) have been exhausted and the member is not able to get approval of firm/trade name in accordance with the same, he may be permitted to adopt or coin a firm/trade name out of the names of his/her family members provided that such name was not already registered by some other members. The terms "family" for this purpose means husband, wife, father, mother, son and daughter only. An affidavit duly supported by evidence to the satisfaction of the Secretary is to be produced in all such cases.
- (xiv) Company Secretaries intending to form LLPs, to carry out certification /attestation services that are exclusively reserved to be rendered by Practising Company Secretary, shall have to obtain the provisional approval of the LLP name from ICSI, whether or not the name contains the words "Company Secretary" or "Company Secretaries", before approaching the ROC for registration and thereafter get the Unique Firm Registration Code from ICSI on submission of LLP incorporation certificate along with other documents as may be required by ICSI for registration.
- (xv) The LLP name will be reserved for a period of six months from the date of issue of the provisional name approval. In case ROC rejects the provisional name, the approval given by ICSI will automatically stand withdrawn and the applicants have to again approach ICSI for provisional approval of the proposed new LLP name.
- (xvi) The name of the LLP, doing certification / attestation services that are exclusively reserved to be rendered by Practising Company Secretary, must be as per existing guidelines for approval of firm name issued by the ICSI and only the suffix "LLP, Company Secretary / Company Secretaries" shall be used with the name to be approved and registered by ICSI and may be like "AB & Co./Associates, LLP, Company Secretary/Company Secretaries".
- (xvii) After registration of LLP with the ROC and ICSI, the Firm and its partners shall in all their subsequent official communications, bills, certificates, letters or wherever the name is being used, the applicant(s) would be mandatorily required to mention the LLP name in

the form "AB & Co./Associates LLP, Company Secretary/Company Secretaries to indicate their profession.

- (xviii) Any reconstitution of the firm with the same firm name shall not have effect except with the prior approval of the Council pursuant to Regulation 170.
- (xix) Approval accorded by the ICSI for any trade/firm name shall not tantamount to any protection by the ICSI in case any dispute arises affecting to Intellectual Property Rights between any trade/firm with any other brand, entity, business etc., outside the profession and in relation to the name in dispute. The responsibility and liability in such cases shall solely be of the concerned trade/firm and at its own risk and costs and not that of ICSI. The ICSI shall not be any party to any kind of dispute that may arise in this regard.

6. Change in Name of a Proprietorship Concern / Firm

- 6.1 An application for change in name of the firm (preferably mentioning its Unique Firm Registration Code Number) shall be submitted along with the Form for giving particulars of Offices and Firms duly filled-in.
- 6.2 All the existing partners of the firm must sign the application and the Form duly filled-in.
- 6.3 In the case of a proprietary firm, an application along with the Form for giving particulars of Offices and Firms (mentioning its Unique Firm Registration Code Number) is to be submitted duly filled-in and signed by the proprietor.
- 6.4 The application for approval of the firm name along with the Form should be sent online to the Directorate of Membership, ICSI.
- 6.5 The new proposed name will be approved under the provisions contained in Regulations 169 and 170 of the CS Regulations, 1982.
- 6.6 The letter granting approval of a Proprietorship Concern/Firm will be sent at the address mentioned in the Form for giving particulars of Offices and Firms.
- 6.7 The Proprietorship concern/firm which has requested for change in name, upon approval shall mention "formerly known as (old name)" for a period of one year from the date of approval of the changed name.

7. Consequences of Violation

Any non-compliance with these Guidelines shall render the Practicing Company Secretary liable for action under the Company Secretaries Act, 1980 read with First Schedule and Second Schedule to the Company Secretaries Act, 1980.