



# THE INSTITUTE OF Company Secretaries of India

भारतीय कम्पनी सचिव संस्थान

IN PURSUIT OF PROFESSIONAL EXCELLENCE

Statutory body under an Act of Parliament

(Under the jurisdiction of Ministry of Corporate Affairs)

CL: MCA: JUNE/2025

June 06, 2025

Ms. Deepti Gaur Mukerjee  
Secretary,  
Ministry of Corporate Affairs,  
Government of India,  
New Delhi

Respected Madam,

**Subject: Request for modification in format of Certificate of Incorporation in the case of conversion of an entity into Company under section 366 of Companies Act, 2013**

*Greetings of the Day!!!*

This is with reference to the provisions of section 366 of the Companies Act, 2013, read with the Companies (Authorised to Register) Rules, 2014, which provides the legal framework for conversion of existing entities such as Limited Liability Partnerships or other associations into the Company registered under the Companies Act, 2013.

In terms of the Companies (Authorised to Register) Rules, 2014, the Registrar after considering the application and after ensuring that the company has addressed the objections suitably decides whether the conversion should be permitted or not.

In terms of Rule 4(1) of the Companies (Authorised to Register) Rules, 2014, if the Registrar is satisfied on the basis of the documents and information submitted by the applicants that the entity should be registered, a Certificate of Incorporation to be issued in Form No. INC.11.

In this regard, we wish to state that the format of Certificate of Incorporation issued upon the conversion of an entity into a company does not reflect the identity of the entity existed prior to its conversion. As a result, the historical continuity and identity of the business operated as previous entity gets diluted or lost.

Accordingly, we hereby request your goodself to kindly permit modification in the format of Certificate of Incorporation issued upon conversion of the entity into company to also provide previous identity of entity.

We shall be happy to provide any further information or clarification that may be desired in this regard.

Thanking you

Yours faithfully

(CS Dhananjay Shukla)

President

The Institute of Company Secretaries of India

## Vision

"To be a global leader in promoting good corporate governance"

## Motto

सत्यं वद। धर्मं चर। इष्टकारं कुरु। तृणपत्रेः क्विदेव। इष्टं कुरु।

## Mission

"To develop high calibre professionals facilitating good corporate governance"

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