

PROCEDURAL STEPS FOR CHANGE IN REGISTERED OFFICE OF THE COMPANY:-

(I) Where the Registered Office is proposed to be changed within the local limits, postal limits or wider of the two:-

- Call the Board Meeting and decide about the change.
- File form 18 within 30 days of change.

(II) Where the Registered Office is proposed to be changed outside the local limits, postal limits or wider of the two but from the jurisdiction of one Registrar of Companies to the jurisdiction of another Registrar of Companies within the State :-

- Call the Board Meeting to decide about the change and fix the date of General Meeting to pass a Special Resolution for the same shall be subject to confirmation from the Regional Director.
- Convene the General Meeting and pass a Special Resolution.
- In case the company is listed, forward copies of notice and copy of proceedings of General Meeting to the Stock Exchange in which the company is listed.
- File form 23 within 30 days of passing the resolution.
- Publish a general notice in at least one regional language newspaper and one English language newspaper circulated in the area in which registered office of the company is situated.
- Make an application in Form 1-AD to the Regional Director along with the requisite fees.
- File a copy of the application to the concerned Registrar of Companies("ROC").

- The Regional Director shall pass the order after giving an opportunity of being heard to the parties within four weeks from the date of receipt of application.
- Within 2 months from the date of passing the order file the copy of Order to the ROC.
- File Form 18 with the concerned ROC within 30 days of such change.
- Make necessary changes in all the books, records etc of the Company.

(III) Where the Registered Office is proposed to be changed outside the State

- Call the Board Meeting to decide about the change and fix the date of General Meeting to pass a Special Resolution.
- Convene the General Meeting and pass a Special Resolution.
- In case the company is listed, forward copies of notice, proceedings of General Meeting and altered Memorandum of Association to the Stock Exchange in which the company is listed.
- File form 23 within 30 days of passing the resolution.
- At least one month before filing the petition under section 17, publish a general notice in at least one regional language newspaper and one English language newspaper circulated in the area in which registered office of the company is situated clearly stating the substance of the petition.
 - The notice shall state that any person whose interest is likely to be affected due to change may intimate to the Bench of Company Law Board ("CLB") within 21 days of the notice.
 - The notice is also required to be sent individually to all creditors/debenture holders of the company, intimating the same.

- Serve a copy of the notice along with the proposed petition to the Chief Secretary to the Government of the State where the registered office of the company is situated or to the Administrator/Lt. Governor of the Union Territory where the registered office is situated in the Union Territory.
- File the petition with the concerned CLB in Form No 1 along with requisite fees after expiry of one month from the date of publication of newspaper notice and despatch of notice.
- File a copy of the petition to the concerned Registrar of Companies.
- The CLB shall pass the order after giving an opportunity of being heard to the creditors/interested parties and the representatives of the company.
- Within 3 months from the date of passing the order file the copy of Order to the ROC.
- File Form 18 with the concerned ROC within 30 days of such change.
- Make necessary changes in all the books, records etc of the Company.