

ADLEGUS LAW CONSULTANTS LLP

Advocates & Solicitors

4th Floor, Moolchand Towers, Sector 22, I Block Noida 201 301

FAST TRACK MERGER PROCESS DOCUMENT CHECKLIST

Initial Information/Documents required by us for initiating work such as drafting of Scheme and other documents; working out Valuation of Shares & Share Exchange Ratio, etc. Please provide the following information/documents for all the Companies in the Scheme:

1. **Latest Memorandum and Articles of Association** for all the modifications like inserting amalgamation clause, increase in Authorised Capital etc.
2. **Certificate of Incorporation:** Photocopies of (originals) initial Certificate of Incorporation
3. **Change of Name or Conversion:** Fresh Certificate(s) of Incorporation issued on such Change of Name, Conversion of Company, etc.
4. **Inter State Shifting of Registered Office:** CLB/RD Order for shifting of Registered Office from one State to another, if any. Certificate issued by the ROC on registration of the aforesaid Order and issue of new CIN, etc
5. Complete Audited **Annual Accounts** along with Auditors' Report for last 3 years.

Company Name		
Complete Registered Office Address with PIN Code		
E-mail id		
Web site address, if any		
PAN		
Income Tax Circle/Ward where the Co. is being assessed		

6. **Business Activities:** A brief note on present Business Activities along with Object Clause No. of Memorandum of Association under which such activities are covered. Following table may be used for this purpose:

Present Business Activities, separately for each Company in the Scheme	Object Clause No. of MOA under which such activities are covered

ADLEGUS LAW CONSULTANTS LLP

Advocates & Solicitors

4th Floor, Moolchand Towers, Sector 22, I Block Noida 201 301

7. Whether any of the Companies is governed or administered by any Government Regulatory Authority? If so, please give full name(s) and address of the same
8. Whether any Company in the Scheme is carrying on **NBFC** activities? If yes, detail of Certificate of Registration with RBI as an NBFC.
9. Please provide the following information for each of the Companies in the Scheme:

Particulars	As per the last Balance Sheet	As on Date#
Authorized Share Capital		
Paid up Share Capital		
Detail of the following (to be given separately) : • Ordinary Equity Shares • Equity Shares of different classes or with differential rights • Preference Shares • Convertible Warrants • Debentures • Any other Security		
	#Please provide all the terms & conditions of Issue of these Securities	
Any Buy-back of Shares or other Securities	-	-
Share Application Money pending allotment	-	-

- # In case, there is **any change after the last Balance Sheet**, kindly provide all the relevant information like date of issue, face value, issue price, premium etc., for each issue.
10. List of Directors and Equity shareholders of the Company as on date.
Shareholding pattern of the Transferor Company – pre merger
11. Shareholding pattern of the Transferee Company – pre and post-merger
12. List of Secured and Unsecured Creditors of the Company
13. Details of Directors of Transferor & Transferee Companies

NAME		
FATHER'S NAME		

ADLEGUS LAW CONSULTANTS LLP

Advocates & Solicitors

4th Floor, Moolchand Towers, Sector 22, I Block Noida 201 301

AGE		
RESIDENTIAL ADDRESS		
OCCUPATION OF DIRECTORS		

For further clarification, you can contact:

CS Anang Shandilya

Managing Partner

Adlegus Law Consultants LLP

Advocates & Solicitors

4th Floor Moolchand Towers, Sector 22 Noida

anang@adlegus.in, Mob 9711914380