INCORPORATION OF A COMPANY (Registration)

Section 3 – 22.

Promoter 2(69) – Means a person

N Named in the prospectus or the annual return of the company. or. ~~ch 7 – sec 92 – document~~

C controls the affairs of the company or.

D Directs the board of directors.

However, those acting in professional capacity shall not be regarded as Promoter. ↳ (To instruct BOD).

MUKESH → ITC → BOD → Director

on how to manage business.

MUKESH → Talented (instruct)

Is Mukesh a promoter?
Ans :- NO

FUNCTIONS of PROMOTERS.

1. Idea to start a company.
2. Feasability study (to check whether such a business is of value)
3. Decision — New or buy business — Type of co [Pub/ Pvt/ OPC] — capital authorised.

& AOA.

→ 5. First subscribers MOA (Members). → 6. Negotiation with directors.
↓
7. Pre incorporation contract.
↓
8. Making issue of shares.

- Promoter is not entitled to any Remuneration ; or
- Reimbursement of any incorporation expenses
- Even if provided in the articles not binding on the company.

How to compensate Promoter
- Shares at a discounted price
- Future securities at fixed price.
- Lumpsum consideration
- Purchase property at higher price
- commission on shares sold.
- commission on property purchased.

chapter 2.

Episode 1 [Promoter ki Kahani]

2.2 FORMATION OF COMPANY.

Section 3 :- A company may (must.) be formed for lawful purpose

Private co	- 2	(1st members). sign Memorandum of Association
Public co	- 7	
OPC	- 1	

only first members. → subscriber of memorandum

Section 3A :

If at any point of time the number of members fall below the statutory requirement as given ~~by~~ under section 3, the existing members shall within 6 months, restore the statutory minimum members, otherwise all of them aware about such reduced minimum members, shall be personally liable for all debts of the company after 6 months

7/2 Pub/Pvt → 6/1 (1 member dead.) $\xrightarrow{\text{within 6 months}}$ New member introduce | Failure ↓ After 6 months unlimited personal liab for all transaction.

Every OPC is required to have a nominee.
The name of the nominee is mentioned in the Memorandum of the company.
The name of the nominee along with written consent submit to ROC in form INC-3. within 15 days of incorporation.
Thereafter for change in OPC due to withdrawl, removal or death of nominee, a new Nominee shall be appointed and written consent shall be submitted in INC-3 in 15 days, the reasons for change, withdrawl or removal shall be submitted in INC-4 within 30 days.

If default or delay in submission of INC-3 / INC-4	1000 per day till default continue. + 10000 one time

Nominee $\xrightarrow[\text{consent}]{\text{written}}$ company $\xrightarrow[\text{15 days}]{\text{INC-3}}$ ROC.

Change of Nominee $\xrightarrow{\text{Reasons}}$ company $\xrightarrow[\text{30 days}]{\text{INC-4}}$ ROC

CROW EYE VIEW.

Promoter 2(69) → section 3 (Kitne member?) → section 3A (Min. limit maintain) → section 4 (MOA) → section 5 (AOA) → section 6 (Level of Co/ MOA/AOA!) → section 7 (Registration)

PAGE NO:
DATE:

Section 4 :- Memorandum of Association.

2(56) – It is the charter document of the company, defines the scope of its activity, and powers that can be exercised within its scope

- It is a constitutional document for registration of company
- MOA contains the objects of its formation
- It is a public document, section 399 every person dealing with the company shall read the MOA.
- It is essential for the stakeholders to understand that, the use of funds made by such companies when the capital is raised in form of securities and deposits.

Any agreement or transaction outside the scope of the MOA is void, i.e without any legal effects. → ultra vires [beyond your power]

6 clauses of MOA.

1. Name clause:- Name of the co with or without the words 'pvt' or ltd. section 8 co is not required to use words ltd or pvt ltd.	2. Registered office clause – The name of the state where the registered office is located.
3. Object clause – It contains the main objects / related objects / other objects of the company.	4. Liability clause – It contains the nature of liability of the company whether limited by shares, or guarantee or unlimited.

5. Capital clause – It contains the registered capital of the company ie Authorised capital.

6. Association clause – It contains the name of the first members and shares taken up. Qualification shares.

7. The Name of the nominee shall be mentioned on the Memorandum of Association.

Alteration of the nominee clause shall not be treated as Alteration of MOA.

NAME CLAUSE :- The name of the company is contained in MOA shall be :-

(a) Not identical or resemble the name of existing body corporate. (includes co & LLP).

(b) Not to be such that its use by the company
(i) will create an offence under law in future.
or
(ii) is undesirable in the opinion of central government (MCA).

Identical & Resemble → Plural or Singular
use of diff tense
slightly difference in spelling
spacing b/w letters.

A - mul (spacing)
Sliced (Tense)
adiddas (spelling)

- Pronounced same spelling diff.

Jio Ltd — Tyeeo Ltd
UCB — You see bee

- use of words www. or .net
unacademy.net.

- Addition of no. to the same
CSCI Ltd → CSCI Top 100 Ltd.

undesirable.

(a) Name not to contain any words which show patronage or connection with CG/SG/ local authority or any govt department unless otherwise agreed upon.

↳ Permission is obtained from CG

Sectoral Regulator

The body which is responsible to manage a particular trade or commerce is called a sectoral regulator.

- Banking (RBI)
- Securities Exchange (SEBI)
- Insurance (IRDAI)
- Foreign investment (ED).

Therefore if any co. is using words like Bank, banking, Insurance, funds, etc. The permission shall approved by sectoral regulator in addition to CG.

Offence
- Abusive
- Community/ society/ Religion - sentiments are impacted.

- Government company is not required to add the words Pvt ltd to its name even if private (compliance of section 92 and 137 shall be done for this exemption).

Reservation of Name

(applies to both new or existing)

(Reserve unique names).

Application (old) $\xrightarrow[\text{form}]{\text{RUN}}$ Registrar for name reservation.

→ Simplified Proforma for incorporating co electronically

Application (New) $\xrightarrow{\text{SPICE +}}$ Name + Registration (sorted)

The existing companies in process of change of name can submit the RUN form for reservation of name upto 60 days. However, in case of a new company the time allowed for reservation is 20 days applied for in SPICE+ form.

New company	20 days
Existing company	60 days.

Rule 9A.

Application for extension can be given before expiry of 20 days

Another 20 days ₹1000 fees
Another 20 days ₹ 2000 fees.
40 days in one go ₹ 3000 fees.
(total 60/120)

1 Oct → 18 Oct → 20th Oct → 8 Nov → 9th Nov → 29th Nov
20 days.
20 ₹1000
20 ₹1000
20. ₹2000
40 day extension ₹3000 → 29 Nov

1 Oct → 19 Oct (apply) → 20th Oct. → 29 Nov. → 18 Dec → 19th Dec.
+20 days ₹1000
₹2000 → 8 Jan
Direct 40 days ₹3000

Note- ~~Max extension~~ correction can be made in 15 days of reservation

Where a company, after reservation is found that name was applied submitting wrong information or incorrect information

change in 3M
Strike off name
Winding up.

RKG Ltd → Incorrect name details. ← ADP Ltd
Business yet to start or incorporation in process
100000 fine each
Name Reservation cancel.

Business started + Incorporation done
ROC → [opportunity of being heared]

If company is yet to be registered	cancel the reservation + each person involved penalty of 100000
If company already incorporated.	Registrar will give an opportunity of being heared 1. Direct change of name in 3 months (OR in 6M) or 2. Strike off name of the company or 3. Order for winding up of the company

Model Tables (Schedule -1)

A	B	C	D	E
Ltd by shares	Ltd by guarantee not having share cap.	Ltd by guarantee having S.C.	unlimited co not having S.C	unlimited co having S.C

IFSC → Name shall end with IFSC.
IFSC pvt/pub → Ltd by shares.

NOTE :- Company limited by guarantee not having share capital – If any provisions present in the MOA giving right to a person other then member to share in profits of the company is void.

- A transaction ultra vires the memorandum and company cannot be ratified even by approval of all members.

- A transaction which is ultra vires the directors but intra vires the company, can be ratified by passing special resolution.

Section 5 - Articles of Association

- It contains the bye-laws of the company
- These bye laws are for internal management and regulation of the company.
- Articles are strict provisions for well being of the company.

- Entrenchment Provision -

The effect of entrenchment provision is to protect something, the existence of entrenchment, can assist alteration of articles only in a manner which it makes the provisions, even more strict to govern company in a regulatory manner.

Provision of entrenchment shall be introduced any time

during incorporation ⟶ Articles included

After incorporation ⟶ Pvt co - All members approval / Pub co - SR approve member

In case of a public co where Articles are to be entrenched after incorporation it requires approval of three fourth of the members present and voting by special resolution, however in case of a private co, all members shall agree on such resolution.

A copy of SR shall be submitted co $\xrightarrow[\text{in 30 days.}]{\text{MGT-14}}$ ROC

Model Tables.

F	G	H	I	J
Ltd by shares.	Ltd by guarantee having share cap.	Ltd by guarantee not having s.cap.	unlimited co having share cap	unlimited co not having share cap.

DOCTRINE OF INDOOR MANAGEMENT.

The management of the company is responsibility of its internal management, the outsider dealing with the company cannot be penalised on account of internal management's failure to ensure good corporate governance.

Exceptions :-

Actual or constructive knowledge of irregularity

Suspicion of irregularity

Forgery.

Section 6 - Act to override the MOA.

- The provisions of this act shall have effect notwithstanding anything contained in MOA, AOA, deeds & documents. overruling
- Any provision in MOA, AOA or deeds or documents against the Companies Act is void.

Companies Act 2013

MOA.

AOA

Section 7 - Incorporation of a company.

Documents to be submitted

1. Memorandum & Articles of Association duly signed by all subscribers. (INC-33/INC-34).

2. Declaration INC-8
that all requirement related to incorporation have been completed such declaration shall be made by a CA, CS, advocate or CMA involved in incorporation process.

3. Declaration by first members and Directors (INC-9)
C - complete information has been provided in MOA & AOA.
F - Fraud has not been commited
O - in last 5 yrs related to formation, promotion, management of co.
O - offence has not been committed resulting in conviction related to promotion, formation or management of company.

4. Address for correspondence until registered office is established.

5. Particulars related to the first subscriber of the MOA. (name, surname, nationality, email-id, etc), where the subscriber is body corporate such information as may be required.

6. Particulars of first directors of the company (name, surname, email-id, DIN,) (DIR-3)

7. Related to directors interest in any other body corporate, who agrees to be first directors of the company. consent to company

$$\text{Director} \xrightarrow[\text{DIR-2}]{\text{consent}} \text{co} \xrightarrow{\text{Dir 12}} \text{ROC}$$

INC 33/34   INC 8   INC 9

DIR 3   DIR 2   DIR 12

Mukesh Ambani (D ipl) -

Rule 13 -

- The document (MOA) shall be signed in presence of a witness.
- Illeterate subscriber affix thumb imprisonment.
- Any director authorised if subscriber is body corporate
- In case of LLP a subscriber (Authorised partner)
- Foreign national subscriber, signature notarised by notary authority.
- Foreign national visiting India to incorporate a co., should have a business visa, but not applicable for Indian citizens.

The Registrar shall on verification of documents provided above grant registration certificate, containing the corporate Identification Number (21 digits Alphanumerics). INC-11.

The CIN is a proof acting as a conclusive evidence of registration

company has submitted the documents.

ROC has found a false statement during Registration.
↓
Cancel the process of registration
↓
officers involved charged with Section 447.

ROC has found a false statement after commencement of business.

- The officers involved charged with 447.
- The ROC shall submit the case of the co → to tribunal.

Tribunal
↓
shall grant the officer an oppourtunity of being heared

Pass order for regulation ~~changes~~ of mgmt including changes in the management which are in public interest.

Decision of Tribunal

Direct liability of the company to be unlimited.

Order for winding up of the co.

Strike off name of the co.

Any other order as it may deem fit.

Section 8 - Non Profit Organisation.

Works for special purpose promotion of :-
(a) Art (b) Science (c) culture (d) Religion (e) charity
(f) education (g) Research, etc.

Non Payment of Dividend.

Privileges [Section 8 - 8 Benefits]
No requirements to add 'Ltd' or 'Pvt Ltd' against the name
No requirement for minimum capital
Operates under special license from government.
Can call general meeting in 14 days clear notice instead of 21 days.
Requirement of minimum directors or Independent director not needed
Nomination and Remuneration committee is not needed.
Shareholders Relationship committee is not needed.
A partnership firm can be a member of section 8 company.

Revocation of License

Revocation under following conditions by Central government :-

After opportunity of Being Heared.

Requirements or condition of the sections.	Violation of objects of company.

Affairs conducted with fraud.

Prejudical to public interest.

[PROF].

Post Revocation.

1. Registrar shall put the words 'Ltd' or 'Pvt Ltd' against the company name on the Register.

2. Wound up company
   OR
   Amalgamate.

   > That is to combine the co with another co (NPO) with the same object (synergy).

Penalty/ Punishment.

Company - 10 Lakhs to 1 crore

officer + Director - 25000 to 25 lakhs.

> If found in default of fraud- then 447.

steps to incorporate NPO.
1. Application (SPICE+).
2. MOA (INC-13) AOA (INC-31)
3. Estimated future cash flows of 3 yrs.
4. CA/CS/CMA/ Advocate (INC 14) / Members Declaration (INC-15).
5. After all formalities certificate of incorporation is issued (INC-11).

ROC (any other case it is ROC).

RD. (MOA alter section 8).

[Notification date - 2/15/2014

f section 8 company shall contain the words ... cense). ~~End of~~

Conversion of Section-8 into another kind of company [PvtPub]
(understood - that the section 8 company is leaving its objective).
eg RIL foundation $\xrightarrow{\text{shifting}}$ RIL sports Ltd (promote hockey)

1. Special Resolution in General Meeting (SR in GM) for members approval.
2. Company has to submit Annual Return (92) and Financial statements (137) upto last 3 financial year.
3. Notice to Income Tax Authority, State govt of the jurisdiction and charity Commissioner. (ISC Board)
4. Above authorities can object such conversion in 60 days to RD.
   If no objection is received
5. Apply to RD $\xrightarrow[\text{INC-18}]{\text{in form}}$ for approval of conversion

   This approval from RD shall be submitted to ROC in 30 days.
6. Within a week the notice of such conversion shall be given in a newspaper (INC-19) — english / vernacular
7. If any objections are received from General public, resolution shall be made by the company to resolve it. (3 months).

RD confirms conversion and ROC shall grant a fresh COI.

BOD → SR in GM = 92(137) / 1SC } Apply → RD → Newspaper → INC-19 ROC → RD approval → copy submit → ROC → fresh CIN.
INC 18

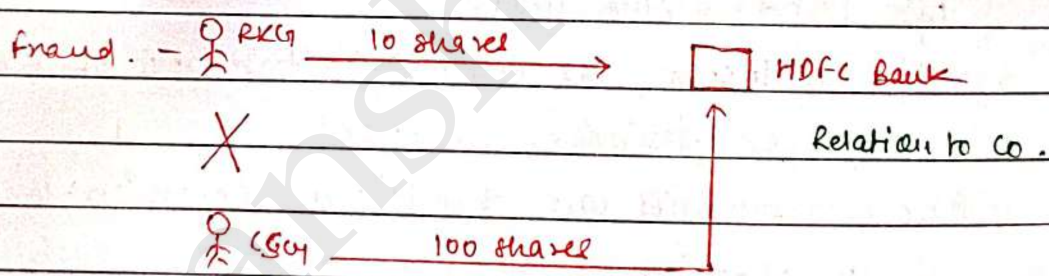
Sec-14(1,4). Section 9: Effect of Registration.

from the date of certificate of Incorporation all subscribers of MOA and the directors are bound for there activities towards the company.

It acquires the status of body corporate, SLE and perpetual succession

It can hold, transfer property in its own name, can sue or be sued.

Section 10: Effects of MOA & AOA.



The MOA and AOA bind the members to the company and require observance of rules & regulations by such members.

All monies payable by the co to the member, the member assumes the capacity of the creditor.

Section 10 A: Commencement of Business.

- Company having share capital,
- company shall file form $\boxed{\text{INC-20A}}$ containing following infor-
- Declaration is not filed within 180 days to ROC has the right to believe that the co is not carrying out any business transaction & ROC may

initiate removal of name.

Declaration by Director +
- Information submitted
- Registered office verification u/s 12.
- Money has been received in the accounts of the co related to shares subscribed by first members of the company.

Form 20A shall be verified by CA/CS/CMA in practice.

If any sectoral Regular is involved then prior permission shall be requested from such regulator.

company & officers in Default — 1000/day Max - 50000

Section 12 : Registered office company.

- Company shall inform ROC about the Registered office within 30 days of Registration capable of receiving communication.

- Every company shall:- affix name of the company along with address of RO outside every office or place of business in english and in any vernacular language

ITC. ⟶ RO - 11 Park street Kolkata, 700014

Branch → Mumbai

ITC.
11 Parkstreet Kol. 700014.

- has its name engraved on the common seal if any (common seal is optional as per sec 9 of Co. Amendment Act, 2015).
- All official publication and website shall contain address of Registered office.

PAGE NO.:
DATE:

If a company adopts a new name, the old name shall be mentioned along with the new name for "2 years".

ITC → Business change
↓ 6m
IC (new name) → 2 yr → old ITC
new IC

change of R.O.	B.R	SR	Permission from RD.
- Within local limits within city. Kothi Bazaar → Sadar	Yes	No	No
- outside local limits but ROC is same. Betul → Indore (city change / ROC same)	Yes	Yes	No.
- Same state but ROC change. Lucknow → Kanpur (state - UP.)	Yes	Yes.	Yes
- state change. MH → WB.	Yes	Yes.	Yes.

Permission lena hai?

- Provided that no company shall change registered office from jurisdiction of one ROC to another ROC within the same state or between different states without permission of R.D.

- On application made to RD, reply shall be received within 30 days, then company shall file same with ROC in 60 days and ROC to issue new COI within 30 days with new Address.

CSG Ltd $\xrightarrow[\text{state to state apply to}]{\text{ROC to ROC}}$ RD $\xrightarrow[\text{to CSG Ltd}]{\text{reply (30 days)}}$ CSG Ltd $\xrightarrow[\text{approval to INC-22}]{\text{file (60 days)}}$ ROC $\xrightarrow{\text{(30 days)}}$ New COI to CSG Ltd $\rightarrow$ New change is applicable from date of COI.

30/60/30 / INC-22.

Company and officer in default shall be liable for 1000/per day of default maximum upto 100000. [for delay in submission of INC 22]

Section 15 : Alteration of MOA & AOA to be noted in every copy.

- Every copy of MOA & AOA shall contain alterations made there in.
- officer in default & co shall be liable for 1000 per copy issued without alteration.

Section 16 : Rectification of Name.

- Where in opinion CG (MCA) the name of a company is found identical to name of another body corporate, on representation made to CG, it may direct such company to alter its name within a period of "3 Months".
- Provided that in case of breach of Trademark, the registered owner shall be required to act within 3 years only.
- company changes its name $\xrightarrow[\text{15 days}]{\text{inform in}}$ ROC $\xrightarrow[\text{in 30 days.}]{\text{New COI.}}$ company

- company fails to change its name in 3 months,
  CG may Sou Moto change the name of company and inform ROC, therewith a fresh incorporation certificate shall be issued.

Section 17 – Copies of MOA & AOA.

Company shall make hard copy of MOA, AOA & other agreements available to the members within 7 days from each request on payment of prescribed fees, on failure to provide such documents, penalty of ₹1000 per default per day to company and officers in default maximum upto 100000

Section 18 : Conversion of companies Already Registered.

CSG Ltd
Public co $\xrightarrow{+3 \text{ Restrictions.}}$ Private co. (CSG Pvt Ltd)

Permission from CG (fees). ← Conversion

Public co (CSG Ltd.) $\xleftarrow{3 \text{ Restrictions.}}$ Private co. (CSG Pvt Ltd)

MOA/AOA (Amend)

Same:-
A2L ✓
cases ✓

Restrictions 2(68) :-

Restricts share transfer
Max – 200 Members.
Prohibits deposits from public.

1. A company of any class* under this act can convert itself into company of another class. by alteration of MOA/AOA.

*other than Sec-8.

2. Application to ROC for the issue of fresh incorporation certificate, the registrar shall close the old registration and issue a new registration certificate with CIN.

3. The registration of a company shall not affect its assets & liabilities or any pending litigations, the same shall continue in the new converted form

Section 19 : Subsidiary company not to hold shares in Holding co.

- No company shall be allowed to hold shares being a subsidiary co in its holding co similarly,
- The holding co shall not allot / transfer shares to its subsidiary co

Provided that, the following shall not be restricted

BOT+LE

- Where shares are held ~~prior to~~ before such creation of holding - subsidiary relationship.
- Where the subsidiary holds such shares as a trustee
- Where the subsidiary holds such shares in capacity of LR

Important note -

1. Bonus shall be issued to such subsidiary in every capacity (holding prior to relationship of H-S, trustee or LR)

2. However voting rights shall be restricted to shares held as LR and Trustee.

Section 20 : Service of Documents (kaise bhejna hai).

Documents served on company or on officer through member or ROC.

Sender	Receiver
Member or ROC	company or officer of co.

- drop at registered office of co.
- courier
- speed post
- registered post
- Any other electronic form with record.

DO

PAGE NO.:
DATE:

Documents served on ROC or member by a company

Sender	Receiver
company	ROC or member

- drop at the office address (ROC) or residence (member)
- courier
- speed post
- Registered post
- any other electronic form with record

Provided that, member may request delivery through a particular mode by paying fees as determined

Provided further that, ~~it~~ is at the company's descreation whether to accept such request or deny the same.

Where the Co denies such request then inform the member and continue to send the document to registered address only.

Section 21 : Authentication of documents, proceedings and contracts.
Contracts on behalf of the company can contain the seal of the company or signed by any KMP/ officer/ employee authorised by the Board of Directors.

Section 22 : Execution of Bill of Exchange etc.
A BOE or any other negotiable instrument shall be deemed to be signed when approved by any person authorised by BOD.

company having common seal (stamp or seal)
company not having common seal 2 Directors / 1 Director + 1 CS.

Section 13 : Memorandum Alteration

Name clause

object clause

Registered office clause

Liability clause

capital clause

Association clause

Nominee clause

"General criteria"

A company may alter provisions of MOA by passing a special resolution in general meeting.

→ A copy of SR shall be submitted to ROC within 30 days. in MGT-14 along with a copy of CG Approval.

A. change in Name [~~order~~ other than sec-16].

- Apply to CG in writing for change of name

$$\text{company} \xrightarrow{\text{INC-24.}} \text{CG}$$

Note :- No permission shall be required for addition or deletion of words Private.

- The Registrar shall issue certificate of Incorporation containing the new name of the company within 30 days of Application in INC-25.

$$\text{company} \xrightarrow{\text{INC-24}} \text{CG} \xrightarrow{\text{reply}} \text{CO} \xrightarrow[\text{30 days}]{\text{submit in}} \text{ROC} \xrightarrow[\text{fresh INC certificate.}]{\text{INC-25}} \text{Issue}$$

B. Object clause.

(A) Money raised from public & change of obj. with money unutilised.

eg - Nykaa → 200 crore (IPO)
→ use 50 cr for expansion

Nykaa $\xrightarrow{\text{shift}}$ cement
(... 150cr is unutilised).

(B) Money raised from public & utilised or No funds raised from public

eg - Nykaa → 200cr (IPO)
→ used 200cr in business expansion
Now change of object to cement

(A) Such a company shall not change its objectives
But if such change is necessary
- SR to passed (by postal Ballot).
- Place the same on website of company (justification for change of obj.)
Dukhi Aatma - Dissenting shareholders shall exist on price determined by SEBI

(B) Apply to RD
- SR in GM.
- Approval of RD
- Submit to ROC
- ROC will grant fresh incorporation certificate in 30 days.

C. Registered office.
Change of Registered office from one state to another approval of central government (RD) on application in INC-23

Approval copy of R.D to be submitted to ROC of both the states

ROC shall register new address of the co

Fresh incorporation certificate by the ROC of the state where the new office is located.

Application to RD → attach documents
- MOA & AOA
- copy of minutes of GM.
- Copy of BR
- List of creditors & Debt holders
- Chief secretary of the state (new) permission

Advertise such application 30 days before in 2 Newspaper
english / vernacular.
"INC-26".

co $\xrightarrow{\text{INC-23}}$ RD $\xrightarrow[\text{application in 60 days}]{\text{close the}}$ co $\xrightarrow{\text{INC-28}}$ Inform ROC's of both states in 30 days.

COI by new ROC in 30 days. ←

Note :- Where any objection is received the CO and the creditors shall be given an opportunity of being heared by R.D, the CO shall discharge the creditor in order to proceed with change in RO.

Any alteration of MOA of CO limited by guarantee allowing a non-member to share in profits is void.

Section 14 – Alteration of Articles.

- Any alteration can be made in the AOA by passing a SR in GM
- However, where the alteration is in the nature of addition or deletion of restrictions to the articles, on account of conversion from private to public or vice versa permission of RD shall be required.

$$\text{company} \xrightarrow[\text{copy + Documents in RD-1 (within 60 days)}]{\text{SR in GM}} \text{RD.} \xrightarrow[\text{approve}]{} \text{CO} \xrightarrow[\text{changes in AOA + within 15 days of approval.}]{\text{INC-27}} \text{ROC} \quad \text{inform.}$$

- company shall apply to R.D within 60 days from passing the special Resolution in form RD-1 along with the following documents.
  - Proposed MOA & AOA
  - copy of minutes of meeting where SR was passed
  - [MD] BR was passed.
  - Declaration by KMP regarding all compliances followed.

- On RD's approval the company shall submit the same in INC-27 to ROC containing changes in AOA within 15 days of approval.