

## **Form 35A**

### **INSTRUCTIONS FOR FILLING OF EFORM -35A**

**(Information to be furnished in relation to any offer of a scheme or contract involving the transfer of shares or any class of shares in the transferor company to the transferee company)**

| <b>S. No.</b>     |          | <b>Detailed Instructions</b>  |
|-------------------|----------|---|
|                   |          | Note: Instructions are not provided for the fields which are self explanatory   |
|                   |          | Refer the relevant provisions of the Companies Act, 1956 and rules made there under with respect to the matter dealt in this eform  |
| 1                 | (a)      | Enter the 'Corporate Identity Number' (CIN) of the transferee company <ul style="list-style-type: none"><li>You may find CIN by entering existing registration number of the company in the 'Find CIN/GLN' service at the portal <a href="http://www.mca.gov.in">www.mca.gov.in</a></li></ul>   |
| 2                 | (a), (b) | Click the "Pre-fill" button<br>System will automatically display the name and registered office address of the transferee company.  |
| 3                 | (b)      | Enter the extent of shareholding in transferee company of directors, managers, managing director of the TRANSFEREE COMPANY.   |
|                   | (c)      | Enter the extent of shareholding in transferee company of directors, managers, managing director of the TRANSFEROR COMPANY.   |
| 4                 | (a)      | Enter Corporate Identity Number (CIN) of the transferor company   |
| 5                 | (a), (b) | Click the "Pre-fill" button<br>System will automatically display the name and registered office address of the company.   |
| 6                 | (b)      | Enter the extent of shareholding in transferor company of directors, managers, managing director of the TRANSFEROR COMPANY.   |
|                   | (c)      | Enter the extent of shareholding in transferor company of directors, managers, managing director of the TRANSFEREE COMPANY.   |
| Attachments       |          | <ul style="list-style-type: none"><li>Details of transfer of shares in the transferor company by its directors, manager, managing director in the two years preceding the offer is to be attached.</li><li>Statement of valuation of shares of the transferor company is to be attached.</li><li>Auditor's certificate regarding the offer is to be attached.</li><li>A statement by or on behalf of transferee company disclosing the steps it has taken to ensure that necessary cash will be available.</li><li>Statement of valuation of shares of the transferee company is to be attached.</li><li>Any other information can be provided as an optional attachment.</li></ul> |
| Declaration       |          | Enter the date of board resolution authorising the signatory to sign and submit the eform.  |
| Digital Signature |          | The eform should be signed by managing director or director or manager or secretary of the company duly authorised by the board of directors.   |
| Certificate       |          | The eform should be Certified by auditors of the company by digitally signing the eform that the information contained in the offer or recommendation is correct.   |

### **Common Instruction Kit**

| <b>Buttons</b> | <b>Particulars</b>   |
|----------------|--|
| Pre Fill       | When the user clicks the pre fill button after entering the corporate identity number in eform |

|                   |  |
|-------------------|--|
|                   | <p>(excepting eform 1A), the name and address is displayed by the system.</p> <p>This button may appear more than once in a eform, and shall be required to be clicked for displaying the data pertaining to that field.</p> <p>You are required to be connected to the internet for pre-filling.</p>  |
| Attach            | You have to click the attach button corresponding to the document you are making an attachment. In case you wish to attach any other document, please click the optional attach button.  |
| Remove attachment | You can view the attachments added to eform in the rectangle box provided next to the list of attachment. If the user wants to remove or delete any attachment, select the attachment to be removed and press the "Remove attachment" button.  |
| Check Form        | Once the form is filled up. The user is required to press the Check Form button. When this button is pressed form level validation is done such as, Whether all the mandatory fields are filled up or not. If an error is displayed after pressing the button the user is required to correct the mistake and again press the "Check Form" button. When all the form level validation is done. A message is displayed that "Form level pre scrutiny is successful". The Check Form is done without being connected to the internet.  |
| Modify            | "Modify" button gets enabled after the check form is done. By pressing this button the user can make the changes in the filled in form. If the user makes any change in the form again the user is required to press the "Check Form" button.  |
| Pre scrutiny      | <p>Once the check form is done the user is required to Pre scrutinize the eform. This requires being connected to the MCA21 site for uploading the form. On pre-scrutiny the system level check is performed and if there are any errors it is displayed to the user and once the error is corrected and again on Pre scrutiny if the message displayed is "No errors found. Click on the button below to "Get Form" Press the Get Form button and make the required corrections.</p> <p>Note: before pressing Submit button attach the digital signature by clicking on the box appearing on the signature field <input type="text"/></p>   |
| Submit            | <p>After pre scrutiny is done the user is required to submit the form. This requires being connected to the MCA21 site for uploading the form.</p> <p>In case of online filing the user can submit the form by pressing the "Submit" button</p> <p>Once the form is submitted the fee is displayed to the user. When the user press the "Pay" button the mode of payment option is displayed. On challan payment option, a challan is generated displaying the amount of fee to be paid. The user is required to take the print out of three copies of challan and submit the payment at authorized bank branch. The user has to submit three copies at bank and user shall receive one copy with bank acknowledgment for user's record.</p> |

Note: User is advised to refer to eform specific instruction kit.