

**S**implified  
**P**roforma for  
**I**ncorporating  
**C**ompany  
**E**lectronically

# FEATURES

Ministry of Corporate Affairs ('MCA') has come with new rule for incorporation of Company under Companies Act, 2013 with simplified procedure (SPICe).

A significant step is taken by Ministry of Corporate Affairs by introducing form INC-32 under SPICe scheme

MCA's notification dated 01/10/2016 notifying Companies (Incorporation) Fourth Amendment Rules, 2016.

Introduced with a function to prepare e-Moa & e-Aoa (Electronic MOA & AOA), via this attribute there is no opportunity to prepare the manual MOA & AOA and no option to physically sign the MOA & AOA by subscribers and witnesses

# Governing RULES

New Rule No. 38 has been inserted by Company (Incorporation) Fourth Amendment Rules, 2016 w.e.f. 02.10.2016.

Ministry has come with amendment in Rule 38 Companies (Incorporation) Fourth Amendment Rules, 2016 dated 29th December, 2016.

# Single Window System

Form can be used for the following purposes:

Application of DIN (upto 3 Directors)

Application for Availability of Name

No need to file separate form for first Director (DIR-12)

No need to file separate form for address of registered office (INC-22)

# Compulsory Form

## INC – 32

Companies can be incorporated only by following forms:

One Person Company = INC-32

Private Limited Company (with 7 or less than 7 subscribers) = INC-32

Section 8 Company (with 7 or less than 7 subscribers) = INC-32

Producer Company (with 7 or less than 7 subscribers) = INC-32

Producer Company (with more than 7 subscribers) = INC-7

Company with foreign Subscribers (up to 7) = INC-32

# Features of SPICe (INC-32) form

Maximum details of Subscribers are SEVEN (7). In case of more subscribers follow the normal incorporation procedure in INC-7.

Maximum details of directors are TWENTY (20).

Maximum THREE (3) directors are allowed for filing application of allotment while incorporating a Company

Person can apply the Name also in this form.

Affixation of DSC of the subscriber on the INC-33 (e-moa) date of signature will appear automatically by the form.

# Comparison

## SPICE vs. Normal Incorporation Process

<b>Particular</b>	<b>SPICE</b>	<b>Normal Incorporation Process</b>
<b>Purposes</b>	<b>5-in-1 form</b>	<b>N. A.</b>
<b>Number of Form Filing</b>	<b>1 (ONE)</b>	<b>5 (FIVE)</b>
<b>Number of Steps of Incorporation</b>	<b>Single Step of Incorporation</b>	<b>Three Step Incorporation</b>

# Comparison

## SPICE vs. Normal Incorporation Process

Particular	SPICE	Normal Incorporation Process
Form Filing Requirement	Only one Form INC-32.	DIR-3- Application for DIN (3 D INC-1 – Application for M Approval INC-7 – Incorporation of Comp DIR-12 – Appointment of First Directors INC-22 – Situation of Register Office



# Comparison

## SPICE vs. Normal Incorporation Process

Particular	SPICE	Normal Incorporation Process
MOA & AOA	Electronic e-MOA (INC-33) & e-AOA (INC-34) required filing in this case.	Only scan copy of MOA & AOA can be attach in this form.
Digital Signature	DSC of every subscriber required Mandatory.  The subscribers and witness or witnesses shall affix their digital signatures to the e MOA and e-AOA	DIN of both Subscribers Required.

# Comparison

## SPICE vs. Normal Incorporation Process

Particular	SPICE	Normal Incorporation Process
In Allotment	Maximum 3 Person can apply DIN through this process.	Separate DIR-3 will be file for each person.
<i>Arrower Name Proposal</i>	Person can give only One Name for Approval or can be file after INC-1	Person has option to give alternate SIX Names.

# Comparison

## SPICE vs. Normal Incorporation Process

Particular	SPICE	Normal Incorporation Process
<i>Name Keeping</i>	<p>While applying name applicant has to undertake necessary diligence regarding the name keeping, considering the guidelines issued by MCA for Name approval.</p> <p>Drawback: Be sure for the proposed name, only one name can be given.</p>	<p>Person has option to give maximum SIX names. Therefore comparatively less diligence requires.</p>

# Comparison

## SPICE vs. Normal Incorporation Process

<b>Particular</b>	<b>SPICE</b>	<b>Normal Incorporation Process</b>
<i>Time frame</i>	Their approval of DIN, Name and Incorporation will be altogether. Generally it will take 1-2 days.	First DIN form will approve generally it takes 1 day. Second Name will Approve, generally takes 7-10 days. Third Incorporation will Approve, generally it takes 7- 10 days. Generally Incorporation of Company takes 20-25 days.

# Comparison

## SPICE vs. Normal Incorporation Process

Particular	SPICE	Normal Incorporation Process
		<ul style="list-style-type: none"><li>• Apply for DIN in DIR 3: It is a STP form DIN is generated in form Challan.</li><li>• INC 1 takes 7-10 days for approval, maximum resubmission cases are there</li><li>• INC 7 takes 10-15 days for approval.</li><li>• DIR 12 takes 1-2 days to get approved.</li></ul>

# Comparison

## SPICE vs. Normal Incorporation Process

Particular	SPICE	Normal Incorporation Process
		<ul style="list-style-type: none"><li>•INC 22 gets approved in 2-3 days.</li></ul> In total 21-30 days.
Attachment of Proof	In case of Director / Shareholders have DIN, then no need to attach separate Address Proof/ ID Proof.	In case of Director/Shareholders have DIN, then no need to attach separate Address Proof/ ID Proof.

# Comparison

## SPICE vs. Normal Incorporation Process

<b>Particular</b>	<b>SPICE</b>	<b>Normal Incorporation Process</b>
<i>Professional Certification</i>	INC-32 requires Professional Certification. No Need to Attach INC-8 in this Form	No need of professional Certification in e-form INC-7. Need to Attach INC-8 in this Form.
<i>Resubmission</i>	Two resubmission are allowed	Only one resubmission is allowed.

# Comparison

## SPICE vs. Normal Incorporation Process

Particular	SPICE	Normal Incorporation Process
<i>Refund Of Money</i>	In case of rejection of form, company can apply for refund of money by refund form.	No refund allowed.