FORM CR17

APPLICATION FOR REGISTRATION OF CONVERSION OF COMPANY

[Sections 70(1)(c), 77(1)(c), 82 (1)(c), 85 (1)(c) and 89 (1)(c) of the Companies Act, 2015]

|  |  |
| --- | --- |
| Conversion status | Tick as necessary |
| A—From a private company to a public company\*(Sections 70-76 of the Act) |  |
| B—From a public company to a private company(Sections 77-81 of the Act) |  |
| C—From a private limited company to an unlimited company\*\*(Sections 82-84 of the Act) |  |
| D—From an unlimited private company to a limited company(Sections 85-88 of the Act) |  |
| E—From a public company to an unlimited private company(Sections 89-91 of the Act) |  |

Name of the company and its current status:

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Name of the company after its conversion:

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

(Required in the case of converting from being a private company to a public one; from being a public company to being a private one; and from being a public company to an unlimited private company)

NOTES

\*The names and addresses of the proposed secretary/secretaries:

(Required in the case of converting from a private company to a public one)

|  |  |  |
| --- | --- | --- |
| Name\*\*\*/Firm/Company\*\*\*\* | Address | I/we consent to be secretary/ joint secretaries of the company. (signatures) |
| \_\_\_\_\_\_\_\_\_\_\_ | \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ | \_\_\_\_\_\_\_\_\_\_\_\_\_ |
| \_\_\_\_\_\_\_\_\_\_\_ | \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ | \_\_\_\_\_\_\_\_\_\_\_\_\_ |
| \_\_\_\_\_\_\_\_\_\_\_ | \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ | \_\_\_\_\_\_\_\_\_\_\_\_\_ |

\*\* Attach the assent to the company’s conversion authenticated by or on behalf of all the members.

\*\*\* For a public company do not include former name if it was used or changed before the age of 18 or for the past 20yrs or more.

\*\*\*\* Legal form of the company or firm and law governing it.

I/ We (*company nominee*) ………………………………………assent to the company being registered as unlimited Company/ unlimited private company.

Statement of Guarantee in support of conversion of unlimited company into private company limited by guarantee

Every member of the company undertakes to contribute to the assets of the company in the event of its being wound up while he is a member, or within one year afterwards, for payment of the debts and liabilities of the company contracted before he ceases to become a member, and the costs, charges and expenses of winding up, and for the adjustment of the rights of the contributories among themselves, such amount as may be required not exceeding KSh200,000.

|  |  |  |  |
| --- | --- | --- | --- |
| Name of member | Member’s postal addresses | Member’s occupation | Member’s signature |
| \_\_\_\_\_\_\_\_\_ | \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ | \_\_\_\_\_\_\_\_ | \_\_\_\_\_\_\_ |
| \_\_\_\_\_\_\_\_\_  | \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ | \_\_\_\_\_\_\_\_\_  | \_\_\_\_\_\_\_\_\_  |
| \_\_\_\_\_\_\_\_\_  | \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ | \_\_\_\_\_\_\_\_\_  | \_\_\_\_\_\_\_\_\_  |
| \_\_\_\_\_\_\_\_\_  | \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_  | \_\_\_\_\_\_\_\_\_  | \_\_\_\_\_\_\_\_  |
| \_\_\_\_\_\_\_\_\_  | \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_  | \_\_\_\_\_\_\_\_\_  | \_\_\_\_\_\_\_\_  |
| \_\_\_\_\_\_\_\_\_  | \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_  | \_\_\_\_\_\_\_\_\_  | \_\_\_\_\_\_\_\_\_  |
| \_\_\_\_\_\_\_\_\_  | \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_  | \_\_\_\_\_\_\_\_\_  | \_\_\_\_\_\_\_\_\_  |

For official use only (confirm attachments)

|  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
| Private company to public company |  | Public company to private company |  | Private limited company to unlimited company |  | Unlimited company to private limited company |  | Public company to unlimited private company |  |
| Name reservation |  | Name reservation |  | Name reservation |  | Name reservation |  | Name reservation |  |
| Special resolution |  | Special resolution |  | Form of assent  |  | Special resolution |  | Form of assent |  |
| Amended articles |  | Amended articles |  | Amended articles |  | Statement of guarantee |  | Amended articles |  |
| Copy of balance sheet and other documents  |  |  |  |  |  | Amended articles |  |  |  |
| Unqualified report from auditor |  |  |  |  |  |  |  |  |  |
| Statement from company auditor |  |  |  |  |  |  |  |  |  |
| Copy of valuation report (if any) |  |  |  |  |  |  |  |  |  |

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