

Form I (Sole selling agent-)

INSTRUCTIONS FOR FILLING OF EFORM-I

(Eform of application for approval of the Central Government for the appointment of sole selling agent by a company)

S No.		Detailed Instruction
		Note: Instructions are not provided for the fields which are self explanatory
		If it is required to file eform 23 in relation to the resolution passed for appointment of sole selling agent; ensure that filing of eform 23 precedes filing of this Eform
		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 company. You may find CIN by entering your existing registration number in the Find CIN/GLN service at the portal www.mca.gov.in
2	(a), (b)	Click the "Pre-fill" button System will automatically display the name and registered office address of the company.
3		Enter following details for the company <ul style="list-style-type: none"> ▪ Date as on which the share holding pattern of the applicant company is provided ▪ Specify the percentage holding for the different categories given in the eform. ▪ Enter the total number of share holders of the company- in thousand.
4		In case the sole selling agent is a company then enter following details: <ul style="list-style-type: none"> ▪ Date as on which the share holding pattern of the sole selling agent company is provided ▪ Enter CIN of the sole selling agent. ▪ Specify the percentage holding for the different categories given in the eform. ▪ Enter the total number of share holders of the company- in thousand.
5		Specify the existing selling arrangement of the company
6	(i)	<u>In case the sole selling agent is a company enter the CIN of the company.</u> <ul style="list-style-type: none"> • You may find CIN by entering your existing registration number in the Find CIN/GLN service at the portal www.mca.gov.in Click the "Pre-fill" button System will automatically display the name and registered office address of the company. Please enter the complete address, if the address displayed is not complete Enter the nature of organizations and principal business of the company <u>In case sole selling agent is a person or a firm</u> Enter the name, nature of organisations, address and principal business of the person or firm
	(ii)	If sole selling agent is a partnership firm then enter name of partners with the percentage of profit sharing.
7		Enter following details in case the applicant company, its directors or relatives of the directors hold any share in the sole selling agent if sole selling agent is a company. <ul style="list-style-type: none"> ▪ Number of shares held and the percentage of share holding.
8	(a), (c)	Specify the structure and size of organization of the sole selling agent which will be utilized for conducting sale of the company. In case sole selling agent is a company then also provide the CIN of the company.

9		Select whether this is reappointment of a sole selling agent or not. In case of reappointment, enter details for the previous appointment: (a) Rate of commission. (b) Terms and conditions for the appointment.
10		Enter following details for which the sole selling agent is appointed: (a) Geographical area (b) Terms of commission payable to the sole selling agent (c) Select whether the agreement is on principal –to-principal basis or not. In case of principal to principal basis enter the item/product wise rate of discount allowed. (d) Specify the tenure of appointment.
11		Enter the details for the amount of commission earned from the company and expenditure incurred by the sole selling agent for the last three years-if any.
12	(a) to (c)	Enter following details for the resolution passed and eform 23 filed for the appointment; Service request number (SRN) and date of filing of eform 23 with RoC. Date of passing of resolution. Note: In case the existing company does not have the service request number (SRN) of eform 23, enter “Z99999999” as SRN of eform 23 and attach the resolution passed for appointment of sole agent as an optional attachment
15		In case company has appointed any other sole selling agents for the same product in other areas, specify the terms of remuneration to those agents.
16		Specify extent of competition for the same product and company’s share in over all market for the same product in India during last three years and name of the important competitors. If required, user can give details as an optional attachment.
Attachments		<ul style="list-style-type: none"> ▪ Copy of proposed agreement is compulsory to be attached. ▪ Certificate from auditor of sole selling agents which certify the figure of expenditure. ▪ Details for the interest, if any, of sole selling agent in the share of the company. (Refer format 1 below) ▪ Copy of the particulars of directorship in the company held or controlled by the sole selling agent. (Refer format 2 below) ▪ Particulars of inter-se relationship to other sole selling agent in other areas for same products of the company. ▪ Break-up of sales in respect of each of the last three years (In respect of the product in which the sole selling agent under consideration has been appointed and for the territory for which he has been so appointed). (Refer format 3 below) ▪ Foreign shareholding in the principal company and the sole selling agent and the profits remitted to the foreign countries on these shareholdings during the last three years (Refer format 4 below) ▪ In case the sole selling agent is a partnership firm, details of working partners, details of capital invested in the partnership firm during the last three years and details of the profits earned by the partners during the last three years. (Refer format 5 below) ▪ Any other information can be provided as an optional attachment
Declaration		Enter the date of board resolution authorising the signatory to sign and submit the application
Digital signature		The eform should be digitally signed by managing director or director or manager or secretary of the company duly authorised by the board of directors

format of attachments

1. The Format of the attachment defining the interest of the sole selling agent (s) in the shares of the company is as follows:

- (i) If the sole selling agent is an individual, the interest held by such individual and his relatives (with the description of the relationship)
- (ii) If the sole selling agent is a firm, the interest of the partners and their relatives (with the description of relationship)
- (iii) If the sole selling agent is a private company, the interest held by it, its directors and their relatives (with the description of relationship)
- (iv) If the sole selling agent is a public company, the interest held by it, its directors and their relatives (with the description of relationship)

Name	Relationship	Number of Shares	Class of Share	Aggregate of paid-up capital	Percentage to the total paid up capital of the company

2. The Format of the attachment of particulars of the director ship in the company held or controlled by the sole selling agents; if the sole selling agent is:

- (i) An individual: Particulars of the directorship held or controlled by the partners and his relatives with description of relationship
- (ii) A firm: Particulars of the directorship held or controlled by its directors or their relatives with description of relationship
- (iii) A company: Particulars of the directorship held or controlled by its directors or their relatives with description of relationship

Name of the person	Relationship with sole selling agent	Designation in the applicant company

3. The Format of attachment giving the Break-up of sales in respect of each of the last three years (In respect of the product in which the sole selling agent under consideration has been appointed and for the territory for which he has been so appointed).

(a)

Sl.No	Year	Direct Sales (Rs. In thousands)

(b)

Sl. No	Name of the Sole selling agent (s)	Year	Sales (Rs. In thousands)

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Year	Total Direct Sales (Rs. In thousands)	Total Sales through each sole selling agents (Rs. In thousands)	Total Sales (Rs. In thousands)

4. The Format of attachment defining the foreign shareholding in the principal company and the sole selling agent and the profits remitted to the foreign countries on these shareholdings during the last three years is as follows:

Year	Foreign share holding in principal company	Amount of profits remitted to the foreign countries on this shareholding (Rs. In thousands)	Foreign shareholding in sole selling agent	Amount of profits remitted to the foreign countries on this shareholding (Rs. In thousands)

5. The Format of the attachment of the particulars In case the sole selling agent is a partnership firm, details of working partners, details of capital invested in the partnership firm during the last three years and details of the profits earned by the partners during the last three years

(a) The inter se relation ship of the partners and their relationship to the directors of the company and their relatives

Name of the partner	Name of Others partners who are relative	Relationship	Name of the directors of the company who are relatives	Relationship

(b) Name of the working partners and whether they are working whole-time or part-time

Sl. No	Name of the working partner	Working on whole time/ Part time

(c) The capital invested in the partnership firm during the last three years

Sl. No	Year	Capital Invested

(d) Profits earned by the partners during the last three years

Year	Name of the partner	Profit earned (Rs.)

Common Instruction Kit

Buttons	Particulars
Pre Fill	<p>When the user clicks the pre fill button after entering the corporate identity number in eform (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	<p>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.</p>
Remove attachment	<p>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.</p>
Check Form	<p>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.</p>
Modify	<p>"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.</p>
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>
Country code	<p>The list of country code required to be mentioned in the form are as follows:</p>

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

List of ISO Country Code

Country Name	Country Code	Country Name	Country Code
AFGHANISTAN	AF	CAPE VERDE	CV
ÅLAND ISLANDS	AX	CAYMAN ISLANDS	KY
ALBANIA	AL	CENTRAL AFRICAN REPUBLIC	CF
ALGERIA	DZ	CHAD	TD
AMERICAN SAMOA	AS	CHILE	CL
ANDORRA	AD	CHINA	CN
ANGOLA	AO	CHRISTMAS ISLAND	CX
ANGUILLA	AI	COCOS (KEELING) ISLANDS	CC
ANTARCTICA	AQ	COLOMBIA	CO
ANTIGUA AND BARBUDA	AG	COMOROS	KM
ARGENTINA	AR	CONGO	CG
ARMENIA	AM	CONGO, THE DEMOCRATIC REPUBLIC OF THE	CD
ARUBA	AW	COOK ISLANDS	CK
AUSTRALIA	AU	COSTA RICA	CR
AUSTRIA	AT	COTE D'IVOIRE	CI
AZERBAIJAN	AZ	CROATIA	HR
BAHAMAS	BS	CUBA	CU
BAHRAIN	BH	CYPRUS	CY
BANGLADESH	BD	CZECH REPUBLIC	CZ
BARBADOS	BB	DENMARK	DK
BELARUS	BY	DJIBOUTI	DJ
BELGIUM	BE	DOMINICA	DM
BELIZE	BZ	DOMINICAN REPUBLIC	DO
BENIN	BJ	ECUADOR	EC
BERMUDA	BM	EGYPT	EG
BHUTAN	BT	EL SALVADOR	SV
BOLIVIA	BO	EQUATORIAL GUINEA	GQ
BOSNIA AND HERZEGOVINA	BA	ERITREA	ER
BOTSWANA	BW	ESTONIA	EE
BOUVET ISLAND	BV	ETHIOPIA	ET
BRAZIL	BR	FALKLAND ISLANDS (MALVINAS)	FK
BRITISH INDIAN OCEAN TERRITORY	IO	FAROE ISLANDS	FO
BRUNEI DARUSSALAM	BN	FIJI	FJ
BULGARIA	BG	FINLAND	FI
BURKINA FASO	BF	FRANCE	FR
BURUNDI	BI	FRENCH GUIANA	GF
CAMBODIA	KH	FRENCH POLYNESIA	PF
CAMEROON	CM		
CANADA	CA		
GABON	GA	FRENCH SOUTHERN TERRITORIES	TF
GAMBIA	GM	LAO PEOPLE'S DEMOCRATIC REPUBLIC	LA
GEORGIA	GE	LATVIA	LV

Country Name	Country Code	Country Name	Country Code
GERMANY	DE	LEBANON	LB
GHANA	GH	LESOTHO	LS
GIBRALTAR	GI	LIBERIA	LR
GREECE	GR	LIBYAN ARAB JAMAHIRIYA	LY
GREENLAND	GL	LIECHTENSTEIN	LI
GRENADA	GD	LITHUANIA	LT
GUADELOUPE	GP	LUXEMBOURG	LU
GUAM	GU	MACAO	MO
GUATEMALA	GT	MACEDONIA, THE FORMER YUGOSLAV REPUBLIC OF	MK
GUINEA	GN	MADAGASCAR	MG
GUINEA-BISSAU	GW	MALAWI	MW
GUYANA	GY	MALAYSIA	MY
HAITI	HT	MALDIVES	MV
HEARD ISLAND AND MCDONALD ISLANDS	HM	MALI	ML
HOLY SEE (VATICAN CITY STATE)	VA	MALTA	MT
HONDURAS	HN	MARSHALL ISLANDS	MH
HONG KONG	HK	MARTINIQUE	MQ
HUNGARY	HU	MAURITANIA	MR
ICELAND	IS	MAURITIUS	MU
INDIA	IN	MAYOTTE	YT
INDONESIA	ID	MEXICO	MX
IRAN, ISLAMIC REPUBLIC OF	IR	MICRONESIA, FEDERATED STATES OF	FM
IRAQ	IQ	MOLDOVA, REPUBLIC OF	MD
IRELAND	IE	MONACO	MC
ISRAEL	IL	MONGOLIA	MN
ITALY	IT	MONTSERRAT	MS
JAMAICA	JM	MOROCCO	MA
JAPAN	JP	MOZAMBIQUE	MZ
JORDAN	JO	MYANMAR	MM
KAZAKHSTAN	KZ	NAMIBIA	NA
KENYA	KE	NAURU	NR
KIRIBATI	KI	NEPAL	NP
KOREA, DEMOCRATIC PEOPLE'S REPUBLIC OF	KP	NETHERLANDS	NL
KOREA, REPUBLIC OF	KR	NETHERLANDS ANTILLES	AN
KUWAIT	KW	NEW CALEDONIA	NC
KYRGYZSTAN	KG	NEW ZEALAND	NZ
		NICARAGUA	NI
		NIGER	NE
		NIGERIA	NG
NIUE	NU	SPAIN	ES
NORFOLK ISLAND	NF	SRI LANKA	LK
NORTHERN MARIANA ISLANDS	MP	SUDAN	SD
NORWAY	NO	SURINAME	SR
OMAN	OM	SVALBARD AND JAN MAYEN	SJ

Country Name	Country Code	Country Name	Country Code
PAKISTAN	PK	SWAZILAND	SZ
PALAU	PW	SWEDEN	SE
PALESTINIAN TERRITORY, OCCUPIED	PS	SWITZERLAND	CH
PANAMA	PA	SYRIAN ARAB REPUBLIC	SY
PAPUA NEW GUINEA	PG	TAIWAN, PROVINCE OF CHINA	TW
PARAGUAY	PY	TAJIKISTAN	TJ
PERU	PE	TANZANIA, UNITED REPUBLIC OF	TZ
PHILIPPINES	PH	THAILAND	TH
PITCAIRN	PN	TIMOR-LESTE	TL
POLAND	PL	TOGO	TG
PORTUGAL	PT	TOKELAU	TK
PUERTO RICO	PR	TONGA	TO
QATAR	QA	TRINIDAD AND TOBAGO	TT
REUNION	RE	TUNISIA	TN
ROMANIA	RO	TURKEY	TR
RUSSIAN FEDERATION	RU	TURKMENISTAN	TM
RWANDA	RW	TURKS AND CAICOS ISLANDS	TC
SAINT HELENA	SH	TUVALU	TV
SAINT KITTS AND NEVIS	KN	UGANDA	UG
SAINT LUCIA	LC	UKRAINE	UA
SAINT PIERRE AND MIQUELON	PM	UNITED ARAB EMIRATES	AE
SAINT VINCENT AND THE GRENADINES	VC	UNITED KINGDOM	GB
SAMOA	WS	UNITED STATES	US
SAN MARINO	SM	UNITED STATES MINOR OUTLYING ISLANDS	UM
SAO TOME AND PRINCIPE	ST	URUGUAY	UY
SAUDI ARABIA	SA	UZBEKISTAN	UZ
SENEGAL	SN	VANUATU	VU
SERBIA AND MONTENEGRO	CS	VENEZUELA	VE
SEYCHELLES	SC	VIET NAM	VN
SIERRA LEONE	SL	VIRGIN ISLANDS, BRITISH	VG
SINGAPORE	SG	VIRGIN ISLANDS, U.S.	VI
SLOVAKIA	SK	WALLIS AND FUTUNA	WF
SLOVENIA	SI	WESTERN SAHARA	EH
SOLOMON ISLANDS	SB	YEMEN	YE
SOMALIA	SO	ZAMBIA	ZM
SOUTH AFRICA	ZA	ZIMBABWE	ZW
SOUTH GEORGIA AND THE SOUTH SANDWICH ISLANDS	GS		