**CONVERSION OF PUBLIC COMPANY INTO PRIVATE COMPANY**

**Relevant provisions:** Section 44 read with Section 28 of the Companies Ordinance, 1984 and Rules 7, 28, 30, 32 and 34 of the Companies (General Provisions and Forms) Rules, 1985

**Mode of documents submission**: Both online and offline

**STEP 1**

**Pass resolution in Board of Directors meeting for change of company status from public to private company**

**STEP 2**

* **Hold General meeting (AGM or EOGM) of shareholders.**
* **Pass special resolution for change of company status from public to private company and alteration in Articles of Association in General Meeting of shareholders.**

company.

**STEP 3**

**File Form-26 alongwith copy of amended Memorandum & Articles of Association and copy of paid challan of filing fee of Form-26 with the Registrar Concerned (copy of paid challan is not required to be filed in case of online filing)**

**STEP 4**

**File application within 60 days of passing special resolution with the Commission alongwith following documents for conversion of company status from public to private. The documents may be filed online through eservices, as well as, manually/offline.**

1. **Form 2. (prescribed under the Rules)**
2. **Copy of Form 26 (Special Resolution)**
3. **Copy of the Memorandum and Articles of Association duly amended**
4. **Certified copy of the existing Memorandum and Articles of Association**
5. **Copy of latest audited Balance Sheet and Profit and Loss Account**
6. **Copy of minutes of the General Meeting**
7. **Affidavit that the contents of the application are true.**
8. **Copy of paid challan for prescribed fee of application**

**Application must be in duplicate and a copy is required to be sent to the registrar concerned under Rule 32 of the Rules.**

**Step 5:** The Commission gives approval for conversion of public company into private company through an Order.

**Step 6:** Certified copy of the order of the Commission is obtained by depositing the prescribed fee for each copy and the requisite court fee stamps.

**Step 7:** Certified copy of the order along with amended copy of the Memorandum and Articles of Association are filed with the registrar concerned with bank challan evidencing the deposit of filing fee in any of the designated branches of MCB

**Step 8:** The registrar shall issue certificate on conversion of status of a public company into a private company and the filing certificate in respect of Special Resolution and Order of the Commission.

Please note detailed guide for company status conversion may be accessed at link:

[**http://www.secp.gov.pk/media-center/guide-books/**](http://www.secp.gov.pk/media-center/guide-books/)

The detailed process for filing application for **Conversion of Status of Companies** online through eservices may be accessed at link:

[**https://eservices.secp.gov.pk/eServices/**](https://eservices.secp.gov.pk/eServices/)

The schedule of fees may be accessed at link:[**http://www.secp.gov.pk/company-formation/fee-calculator/schedule-of-feesixth-schedule/**](http://www.secp.gov.pk/company-formation/fee-calculator/schedule-of-feesixth-schedule/)

The prescribed Form-2 & 26 may be accessed at link**:** <http://www.secp.gov.pk/company-formation/formsapplications-schedule-of-filling-of-returns/statutory-forms/>