**ALTERATION IN ARTICLES OF ASSOCIATION**

**Relevant provisions:** Section 38 and Section 150 of the Companies Act, 2017

**Mode of submission of documents:** Online through e-service, as well as, manually/offline

**STEP 1**

**Pass resolution in Board of Directors meeting for proposed alteration in Articles of Association**

**STEP 2**

* **Hold General meeting (AGM or EOGM) of members.**
* **Pass special resolution for alteration in Articles of Association in General Meeting of members\***

**STEP 3**

**File following documents with the Registrar concerned for alteration of Articles of Association. The documents can be filed online through e-service, as well as, manually/offline.**

1. **Special resolution on Form-26 within 15 days of passing of special resolution in General Meeting.**
2. **Amended copy of Articles of Association within 30 days from the date of passing of the special resolution.**
3. **Paid ‘original’ challan of prescribed fee for filing of Form 26 and amended copy of alteration in articles of association. \*\***

**\*** Provided that, where such alteration affects the substantive rights or liabilities of members or of a class of members, it shall be carried out only if a majority of at least three-fourths of the members or of the class of members affected by such alteration, as the case may be, exercise the option through vote personally or through proxy vote for such alteration.

\*\* Paid challan is not required to be filed in case of filing of documents through e-service.