Sub: Draft Standard Operating Procedure for Change of Status of RA from Proprietorship to a Partnership Firm or to a Limited Company, or Partnership Firm to a Limited Company, or Partnership Firm to Proprietorship: Inviting suggestions from the Stakeholders.

This Ministry has been receiving a number of representations/requests for conversion of status/nomenclature of existing Recruiting Agents from Proprietorship to Partnership/Pvt. Limited Company. After receipt of such requests and with a view to promote ease of doing business, the Ministry is in the process of preparing/finalising a Standard Operating Procedure (SOP) to be adopted in such cases. A draft of the SOP has been prepared and the same is enclosed.

All Stakeholders are requested to furnish their comments/suggestions thereupon, if any, within 25 days i.e. by 31st December, 2017 so that the draft SOP is finalised, before issue.

1. Federations of RAs
2. Associations of RAs
3. All POEs.
Draft Standard Operating Procedure for Change of Status of RA from Proprietorship to a Partnership Firm or to a Limited Company, or Partnership Firm to a Limited Company, or Partnership Firm to Proprietorship: Inviting suggestions from the Stakeholders.

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The following procedure will be followed on a request received from a registered Recruiting Agent for Change of Status of RA from Proprietorship to a Partnership Firm or to a Limited Company, or Partnership Firm to a Limited Company, or Partnership Firm to Proprietorship:

a. The change of status from Proprietorship to a Partnership Firm or to a Limited Company will be examined in the form of re-registration. After approval of the case, the Applicant will surrender the old Registration Certificate; and, a new Registration Certificate with a new number will be issued to him (the same name/nomenclature can be retained).

b. The new entity i.e. a Partnership Firm or a Limited Company should be formed/constituted for the purpose of re-registration. The re-registration can also be considered for an already existing partnership firm or a limited company provided the said firm is engaged in recruitment activities as per Memorandum of Association/Articles of Association of the existing entity. (If Memorandum of Association/Articles of Association does not include recruitment activity in present entity, the same will need to be included in the amended Memorandum of Association/Articles of Association as per procedure).

c. The application in respect of the new entity (i.e. Partnership Firm or a limited company as the case may be) will be examined as a fresh application and all the parameters/documents which are required for a fresh registration, will be required to be complied with as under:

(i) Form-I for re-registration duly signed and stamped by the Managing Partner or Managing Director.
(ii) An affidavit in Form-II executed by the Managing Partner or Managing Director (duly sworn on before Metropolitan/Judicial Magistrate/Notary) under Rule 7(2)(iv) of the Emigration rules, 1983.

(iii) Online payment Rs.25,000/- in favour of PAO, MEA, New Delhi towards re-registration fee under Rule 7(2) of the Emigration Rules, 1983.

(iv) Four Passport-Size photographs of Managing Partner or Managing Director duly (self) attested on the front-side.

(v) Copy of the applicant's/partner's/director's bachelor's degree or two years diploma or equivalent from a recognized university or institute [in respect of Managing Partner/Managing Director or incoming partner/Director].

(vi) Verification of the educational qualification certificate by the concerned University by payment of verification fee in respect of person(s) whose degree is to be verified.

[As regards, para (v) and (vi) above, in case the existing RA is a Graduate and his certificate has already stands verified, the same need not be repeated again]

(vii) A resolution passed and signed by all Partners/Directors authorising one of the Partners/Directors to act as Managing Partner/Director and to sign papers on behalf of the new entity; and in case of partnership firm, a resolution signed by all the partners to authorize one of the partners to act as Managing Partner on behalf of the partnership firm.

(viii) A copy of each of the Memorandum of Association and Articles of Association of the new entity which must provide inter-alia for “Recruitment of Indians for overseas employment”, as a mandatory Article.

(ix) A copy of the Certificate of registering the Partnership / Company issued by RoC as a new entity.

(x) A certificate of a Chartered Accountant having a certificate of practice under the CA Act, 1949, showing the financial soundness of the
applicant., stating the financial standing (Assets less liabilities as on
date), turnover of the legal entity.

(xi)  A self attested copy of PAN Card of the applicant entity; Managing Partner
of Partnership Firm or Managing Director of the Company or the
Proprietor. (if not already in the eMigrate records)

(xii) A certificate of Income tax paid for last 3 years in respect of applicant
entity; Managing Partner of Partnership Firm or Managing Director of the
Company or the Proprietor (in respect of all partners/directors), by a
Chartered Accountant [as indicated in Sl. No. (x) above].

(xiii) An affidavit-cum-Indemnity Bond from the Managing Partner (in case of
Partnership Firm; and, from Managing Director in case of limited company)
taking over all liabilities relating to transactions/business of the previous
entity’s Registration Certificate holder, duly sworn in before
Metropolitan/Judicial Magistrate/Notary, on Rs. 100 Stamp-paper.

(xiv) A fresh Security in the form of Bank Guarantee for Rs. 50.00 Lakh in the
name of new entity (after issuance of Eligibility Letter)*.

* (A fresh/extended Bank Guarantee would be required with a validity of 8 1/2
years since, fresh RC would be issued for a period of five years, the BGs already
submitted to MEA, would be returned to the previous entity/Bank for discharge)

In case, the proposed applicant (partnership firm or company) plans its
operations from a new address, then, the following additional documents will
also be required:

i) Copy of ownership deed [or the lease deed in case of rented premises]
duly attested by Notary/Magistrate and a copy, self attested, of the latest
rent receipt.

ii) An affidavit, attested before MM/JM/Notary to the effect that no other RA
is functioning from the same address.

iii) An affidavit in Form-III, attested before MM/JM/Notary.
iv) Blue-Print of the layout plan duly signed and stamped (with registration number) by a government approved Architect. The dimensions of the rooms and total built up area, carpet area (minimum 50 Sq meters built-up area having a waiting hall with the capacity of sitting for at least 10-15 persons) and complete office address must be clearly indicated.

v) A copy of certificate under the Shops and Commercial Establishment Act, duly self-attested.

e. **In case, the address in the application is same as the existing one,** then these formalities in the above para (d) would not be required as these would have been complied with already in case of an existing RA.

f. **POE Inspection Report** of the office (not required if no change of address or inspection done in the last 2 years).

g. **Police Verification Report** in respect of the incoming Managing Partner in case of a Partnership Firm and incoming Managing Director in case of a limited company, if different from existing signatory.

h. **Performance of existing RA** i.e. number of workers deployed year-wise for the last 5 year validity of the existing RC.

i. Since this is a case of re-registration of an Existing RA, the requirements like copy of telephone bills (in case of existing premises), Trade Testing Certificate, experience in Overseas Manpower employment is not required again.

j. Any other stipulation, as may be required as per proviso of Emigration Act, 1983, notified subsequently.

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