

## Instructions for Completing the Statement of No Change (Form LLC-12NC)

Every **California and registered foreign limited liability company** must file a Statement of Information (Form LLC-12) with the California Secretary of State, **within 90 days** of registering with the California Secretary of State, **every two years** thereafter during a specific 6-month filing period based on the original registration date, as described in the chart below. This Statement of No Change (Form LLC-12NC) may be used instead of the Statement of Information only if a previous complete Statement of Information has been filed with the California Secretary of State and if there has been **no change** in **any** of the information contained in the previous complete Statement of Information. Changes to information contained in a previously filed Statement of Information can be made by filing a new [Form LLC-12](#), completed in its entirety. See chart below for more information.

**Status of LLC:** In order to file Form LLC-12NC, the status of the LLC **must** be active or suspended/forfeited on the records of the California Secretary of State. The status of the LLC can be checked online on the Secretary of State's Business Search at [BusinessSearch.sos.ca.gov](http://BusinessSearch.sos.ca.gov). See the [FTB Suspension/Forfeiture](#) section below for information about resolving an FTB suspended/forfeited status.

**Fees: See chart below.** Checks should be made payable to the Secretary of State.

**Copies:** To obtain a copy of this filed Statement of No Change, include payment for copy fees and certification fees at the time this Statement of No Change is submitted. The copy fee is \$1.00 per copy. For certified copies, there is an additional \$5.00 certification fee, per document.

**Processing Times:** For current processing times, go to [www.sos.ca.gov/business/be/processing-times](http://www.sos.ca.gov/business/be/processing-times).

Type of Filing	Description	Form to Use	Fee
Initial Filing	The initial filing is due 90 days from the entity's registration date.	Statement of Information - Form LLC-12	\$20.00
Required Periodic Filing	<ul style="list-style-type: none"> <li>The periodic filing is due every two years based on the entity's registration date.</li> <li>If the registration occurred in an even-numbered year, the periodic filing is due every even year.</li> <li>If the registration occurred in an odd-numbered year, the periodic filing is due every odd year.</li> <li>The filing period includes the registration month and the immediately preceding five (5) months.</li> </ul>	Statement of No Change - Form LLC-12NC, if no changes since the last complete Statement of Information  <b>Or</b>  Statement of Information - Form LLC-12, if changes have been made	\$20.00
No Fee Statement	A Statement of Information is submitted after the initial or required filing requirements have been met to update information including changes to the agent for service of process.	Statement of Information - Form LLC-12	No Fee

### Statutory Required 6 Month Filing Window for Limited Liability Companies

Month of Formation, Registration or Conversion	Statement of Information Applicable Filing Period	
	First Day of	Through Last Day of
January	August	January
February	September	February
March	October	March
April	November	April
May	December	May
June	January	June
July	February	July
August	March	August
September	April	September
October	May	October
November	June	November
December	July	December

If you are not completing this form online, please **type or print legibly** in black or blue ink. **Complete the Statement of No Change (Form LLC-12NC) as follows:**

Item	Instruction	Tips
1.	Enter the name of the limited liability company <b>exactly</b> as it appears on file with the California Secretary of State, including the entity ending (ex: "Jones & Company, LLC" or "Smith Construction, a Limited Liability Company").	<ul style="list-style-type: none"> <li>Some foreign LLCs may have registered in California using an alternate name. If your LLC is a registered foreign LLC using an alternate name in California, you must enter the complete alternate name.</li> </ul>
2.	Enter the 12 digit file number issued by the California Secretary of State at the time of registration.	<ul style="list-style-type: none"> <li>The 12 digit file number is provided by the Secretary of State above the file stamp at the top of the LLC's registration document filed with the California Secretary of State.</li> <li>To ensure you have the correct file number and exact name of the limited liability company, look to your registration document filed with the California Secretary of State and any name change amendments.</li> <li>Secretary of State Records can be accessed online through our Business Search at <a href="http://BusinessSearch.sos.ca.gov">BusinessSearch.sos.ca.gov</a>. While searching the Business Search, be sure to identify your entity correctly including the jurisdiction that matches your LLC.</li> </ul>
3.	If formed outside of California, enter the state, foreign country or other place where the limited liability company is organized.	<ul style="list-style-type: none"> <li>The jurisdiction must match the Secretary of State's records.</li> <li>Secretary of State records can be accessed online through our Business Search at <a href="http://BusinessSearch.sos.ca.gov">BusinessSearch.sos.ca.gov</a>. While searching the Business Search, be sure to identify your LLC correctly including the jurisdiction that matches your registered foreign LLC.</li> <li>If the LLC is formed in California, leave Item 3 blank.</li> </ul>
4.	The No Change Statement must not be altered. If there have been any changes to the information provided on the last complete Statement of Information on file with the Secretary of State, complete a new Statement of Information ( <a href="#">Form LLC-12</a> ).	

**Return Address (Optional):** To make it easier to receive communication related to **this document**, including the purchased copy of the filed document, if any, enter the name of a designated person or company and the corresponding mailing address. Please note that the listed name and mailing address will be a matter of public record, along with the rest of the information provided in this filed document. If you prefer, you may include a name and address on a separate page for this purpose. That separate page will not be made a part of the filing.

**Where to File:** The completed forms along with the applicable fees can be mailed to Secretary of State, Statement of Information Unit, P.O. Box 944230, Sacramento, CA 94244-2300 or delivered in person (drop off) to the Sacramento office, 1500 11th Street, Sacramento, CA 95814.

**Legal Authority:** General statutory filing provisions are found in California Corporations Code section [17702.09](#), unless otherwise indicated. All statutory references are to the California Corporations Code, unless otherwise stated. Failure to file this Statement of No Change or a completed Statement of Information by the due date will result in the assessment of a \$250.00 penalty. (Sections [17713.07\(b\)](#) and [17713.09](#); California Revenue and Taxation Code section [19141](#).)

**FTB Suspension/Forfeiture:** If the LLC's status is FTB suspended/forfeited, the status must be resolved with the California Franchise Tax Board (FTB) for the LLC to be returned to active status. For revivor requirements, go to the FTB's website at <https://www.ftb.ca.gov> or contact the FTB at (800) 852-5711 (from within the U.S.) or (916) 845-6500 (from outside the U.S.).



**Secretary of State**  
**Statement of No Change**  
 (Limited Liability Company)

**LLC-12NC**

**IMPORTANT** — [Read instructions](#) before completing this form. This form may be used only if a complete Statement of Information has been filed previously and there has been no change.

**Filing Fee** – \$20.00

**Copy Fee** – \$1.00;  
 Certification Fee - \$5.00 plus copy fee

*This Space For Office Use Only*

**1. Limited Liability Company Name** (Enter the **exact** name of the LLC as it is recorded with the California Secretary of State. Note: If you registered in California using an alternate name, [see instructions](#).)

**2. 12-Digit Secretary of State File Number**

**3. State, Foreign Country or Place of Organization** (only if formed outside of California)

**4. No Change Statement** (Do not alter the No Change Statement. If there has been any change, please complete a Statement of Information (Form LLC-12).)

*There has been no change in any of the information contained in the previous complete Statement of Information filed with the California Secretary of State.*

**5.** The information contained herein is true and correct.

\_\_\_\_\_  
Date

\_\_\_\_\_  
Type or Print Name of Person Completing the Form

\_\_\_\_\_  
Title

\_\_\_\_\_  
Signature

**Return Address (Optional)** (For communication from the Secretary of State related to this document, or if purchasing a copy of the filed document, enter the name of a person or company and the mailing address. This information will become public when filed. [\(SEE INSTRUCTIONS BEFORE COMPLETING.\)](#))

Name: [ \_\_\_\_\_ ]

Company:

Address:

City/State/Zip: [ \_\_\_\_\_ ]