Presentation on Various filing & Compliance under Companies Act, 2013

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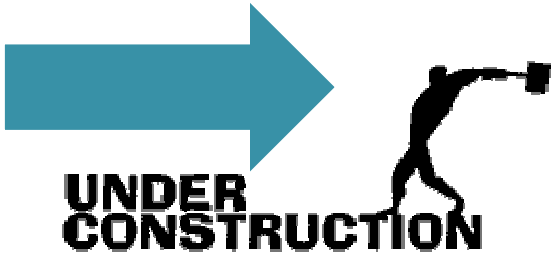
The Act is having 29 chapters, 7 Schedules, and 470 sections.

RULES/ Notifications/ circulars/ Orders/ Clarifications./ court judgments



Lay out of chapters

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Some interesting facts about life

INC-29- integrated form for registration of new company

- Existing procedure : DIR-3 (For DIN NoS) , INC-1(For name availability) , INC-7/2 (Registration of Company) , DIR-12 INC-22.
- Now INC-29 its Combined form for DIN, name availability and registration of company.
- *INC-29 only is an option and not mandatory;*
- *required to propose only 1 name;*
- *Template of Memorandum of Association (INC-30) and Template Articles of Association (INC-3); is available – also Option is available for amending the M&AoA;*
- For applying DIN no Max 3 Directors is allowed it can add more number of Directors if Directors are already having DIN we can take use of the same)

- *All attachments/declaration/proof etc. will be required to attach in Form No.29.*

- *Two re-submissions will be permitted. In case the form is rejected, refund needs to be applied through Refund Form.*

- *This form is not a STP Form and needs to be processed by respective RoC.*

- *registration fee of Rs.2k. + other fees depending upon capital of the company.*

- *Certificate of Commencement of Business will continue.*

INC-29

- *duplication of attachment will be reduced.*
- *separate Q for this form at RoC back office;*
- *simpler process;*
- *Re-submission requires onerous process (including change in M&AoA) and hence, one needs to be doubly sure before applying said form.*
- *Approval/ rejection are simultaneous. Please take care of the same.*
- *PAN will not be generated, automatically with Form No. INC-29.*
- *This form is not meant for Section 8.*

Actions need to be taken after registration

- Application for commencement of Business (within 6 months).
- Appointment of Chartered Accountant as statutory auditor, within one month of incorporation File ADT-1
- Get the disclosure form MBP from all the Board of Director and file form MGT-14

Commencement of Business

- Section 11
- Procedure for commencement shall be within 180 days of incorporation.
- Applicable to All types of Companies.

- **CHECKLIST FOR COMMENCEMENT OF BUSINESS CERTIFICATE :-**

(1) Declaration by all director on plain paper.

(2) INC-10

(3) Bank statement for verification of deposit of subscribes amt. in the bank duly signed by banker with rubber stamp of bank.

(4) Franking of form INC-21 and attached scan copy.

(5) Board of Director's resolution for payment received for the value of the shares agreed to be taken by subscribers of MOA and authorisation of one of director to file INC-21 form.

Publication of name- Section 12

- Every company shall—
- (*a) paint or affix its name, and the address of its registered office, and keep the* same painted or affixed, on the outside of every office or place in which its business is carried.

- *Get its name, address of its registered office and the Corporate Identity* Number along with telephone number, fax number, if any, e-mail and website addresses, if any, printed in all its business letters, billheads, letter papers and in all its notices and other official publications; and

ANNUAL RETURNS
SUBMISSION
IMPORTANT

Details of Form

MGT-7	MGT-8	MGT-9
• Form of Annual Return	• Certification of annual return	• Extract of Annual return in Directors report

Section no 92 &
R. 11 of Cos. (Mgmt & Adminn) Rules, 2014
[Form MGT – 7]

- Applicable to All types of companies (format- **MGT-7** is common to all types of whether OPC, Small, Private, Limited Section 8)
- The annual return is to be prepared till the **financial year** as compare to the earlier which was upto AGM.
- Due date of filing is same earlier i.e within 60 days from date of AGM.
- Electronic version is yet to come.

Content.

I. REGISTRATION AND OTHER DETAILS: CIN, categories, sub categories, Date of AGM, Registered office with **Name of the Police Station having jurisdiction where the registered office is situated and other details including correspondence address.**

II. **PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

- Principal business activities along with % to total turnover of the Company in case if it is more than 10% of total turnover with NIC code(this information is asked may to check wither the working of company is within the scope of MOA)

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (during the year)

- N0 NAME AND ADDRESS OF THE COMPANY CIN/GLN % of shares held Applicable Section

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY:

- Authorized, issued, subscribed & paidup and change within the years for shares and securities.
- security premium account details.
- Turnover
- Net worth

- VI. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity) .
  - Category wise shareholding with details of holding in physical and demat
  - Shareholding of promoters with details of shares pledged
  - Change in promoters shareholding
  - Shareholding pattern of top 10 shareholders along with change
  - Shareholding of directors and key managerial personnel. (Prepare the register of Directors shareholding before hand)
  - Indebtedness along with changes if any and interest details: Secured Loans, Unsecured Loans, Deposits Total Indebtedness

	deposits			
Indebtedness at the beginning of the financial year i) Principal Amount ii) Interest due but not paid iii) Interest accrued but not due				
Total (i+ii+iii)				
Change in Indebtedness during the financial year • Addition • Reduction				
Net Change				
Indebtedness at the end of the financial year i) Principal Amount ii) Interest due but not paid iii) Interest accrued but not due				
Total (i+ii+iii)				

VII. DETAILS OF MEMBERS, DEBENTURE HOLDERS AND OTHER SECURITIES HOLDER along with changes therein since the close of the previous financial year. (Information to be furnished in separate sheet or in electronic mode as per the format) (prepare the register of members before hand).

VIII. Details of shares / debentures transfers since the close of last financial year [or in the case of the first return at any time since the incorporation of the Company.) (prepare the register of transfer before hand)

IX. **PROMOTERS/DIRECTORS / KEY MANAGERIAL PERSONNEL AND CHANGES THEREIN:** Details of promoters, directors, key managerial personnel along with changes therein since the close of the previous financial year;

- Composition of board of directors at the beginning and at the end of the year with classification on promoter, non-promoter and nominee directors
- Details of directorship of directors in other companies(Please procure the MBP-1 from Directors meticulously.)

2] Details of Directors:

i) Composition of Board of Directors

Category	At the beginning of the year		At the end of the year	
	No of Directors	% of total Number of Directors	No of Directors	% of total Number of Directors
A. **Promoter** i) Executive Directors ii) Non-Executive Directors				
Sub-total (A)				
B. Non-Promoter i) Executive Directors ii) Non-Executive & Independent Directors iii) Non-Executive & non-Independent Directors				
Sub-total (B)				
C. Nominee Directors i) representing lending institutio / banks ii) representing investing institutions iii) representing Gov iv) representing sma share holders v) Others, if any.....				
Sub-total (C)				
Total (A+B+C+)				

- **X. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS**

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number	% of total shareholding
Annual General Meeting [AGM]				
Extra-Ordinary General Meeting [EOGM]				

B. BOARD MEETINGS

S. No.	Date of meeting	Total No. of Directors on the Date of Meeting	No. of Directors attended	% of Attendance

D. ATTENDANCE OF DIRECTORS

Sl. No	Name of the Director	Board Meetings			Committee Meetings (Taking all the Committee Meetings together of which a Director is a member)			Whether attended last AGM held on ....(Y/N)
		No of Meetings Held	No. of Meetings attended	% of attendance	No. of Meetings Held	No. of Meetings attended	% of attendance	
1								
2								
3								
4								

XI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL Details of remuneration of whole-time & managing directors, manager and key managerial personnel in terms of

- Salary & perquisites
- Stock option and sweat equity
- Commission

- Details of remuneration of other directors in terms of
  - Sitting fees
  - commission

- XII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES.
- XIII. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

A. CERTIFICATION OF COMPLIANCES

Details of events / matters in respect of which the company was liable to file returns or comply with requisite provisions of the Companies Act and rules made thereunder;-

Descriptio of the Event / Matter	Date Of The event	Section& Descriptic	Due date for filing / compliance	Date of Filing SRN/ SRN compliand	Concerned Authority (ROC/ NCL /Court)	Reasons for delay, if any

- Note: Attention is drawn to provisions of section which, inter-alia, provides that furnishing of any false or incorrect particulars of any information or suppression of any material information shall attract punishment for fraud under section 447. Attention is also drawn to provisions of section 448 and 449 which provide for punishment for false statement and punishment for false evidence respectively. has been engaged to give declaration under section 7(1) (b) and such declaration is attached

Other disclosure

5.	Particulars of inter-corporate loans, investments, etc	Name of the body corporate	Aggregate amount of loans, investments During the year (for each body corporate)	Relation with such body corporate (whether it is holding, subsidiary or associate)	Remarks
6.	Contracts or arrangements in which directors are interested / related party transactions	Name of the director / related party	Date of disclosure of interest	Date of contract / arrangemen t	Brief particulars of the contract / arrangement

(2) Limits under following sections of the Act:-

Section	Brief Description	Limit (Rs.)
186(2) [loan and investment by company]		
180(1)(c) [restrictions on powers board]		

Signing and Certificates

- All annual return shall be signed by Director with CS (Employee) if no cs by PCS (exception OPC and Small company)
- Certification for annual return
- The annual return, filed by
- -a listed company or
- -a company having paid-up share capital of ten crore rupees or more or
- -turnover of fifty crore rupees or more, shall be certified by a Company Secretary in practice and the certificate shall be in **Form No. MGT.8. – which is as good as compliance certificate having 18 points.**

Some interesting facts

Board's Report Sec.134

- A Report of the Board of Directors shall be attached to the financial statement laid before a company in general meeting.

Applicable sections

Board's Report

Contents of Board's Report

- Extract of the Annual Return in Form MGT 9;
- Number of meetings of the Board;
- Directors' Responsibility Statement;
- A statement on declaration given by IDs u/s 149(6) that they meet the criteria of independence;
- Particulars of loans, guarantees or investments u/s 186;

Contents of Board's Report

- In case of a company required to constitute a NRC u/s178(1), its policy on appointment & remuneration of directors, KMP etc.;
- Explanations or comments by the Board on every qualification, reservation or adverse remark or disclaimer made:-

  i. by the auditor in his report; and

  ii. by the company secretary in practice in his secretarial audit report;

Contents of Board's Report

- Particulars of contracts or arrangements with related parties referred to u/s 188(1);

Form No. AOC-2

(Pursuant to *clause (h) of sub-section (3)of section 134 of the Act and* Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto

1. Details of contracts or arrangements or transactions not at arm's length basis

(a) Name(s) of the related party and nature of relationship

(b) Nature of contracts/arrangements/transactions

(c) Duration of the contracts / arrangements/transactions

(d) Salient terms of the contracts or arrangements or transactions including the value, if any

(e) Justification for entering into such contracts or arrangements or transactions

(f) date(s) of approval by the Board

(g) Amount paid as advances, if any:

(h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188

2. Details of material contracts or arrangement or transactions at arm's length basis

- State of the company's affairs;
- Amounts proposed to carry to any reserves;
- Amounts recommended for dividend payment
- Material changes and commitments affecting the financial position of the company which have occurred between end of the FY and the date of the report;

Contents of Board's Report

- The conservation of energy, technology absorption, foreign exchange earnings & outgo;
- Development and implementation of risk management policy including identification of risks which may threaten existence of company;
- CSR policy and its implementation;
- A statement indicating the manner of formal annual evaluation made by the Board of its own performance and that of its committees and individual directors (for prescribed companies- listed, public co. having paid-up capital Rs. 25 crores or more).
- Such other matters as may be prescribed.

Rule 8: Matters to be included in Board's Report

- Board's Report shall be prepared based on stand alone FS of the company.
- Board's Report shall contain a separate section wherein a report on the performance and financial position of each of the subsidiaries, associates and joint venture companies included in the consolidated FS is presented.

Rule 8: Matters to be included in Board's Report

- Change in the nature of business, if any;
- Details of directors or KMPs who were appointed or have resigned during the year;
- Name of companies which have become or ceased to be the subsidiaries, joint ventures or associate companies during the year;
- Deposits covered under chapter V of the Act;

Rule 8: Matters to be included in Board's Report

- Deposits which are not in compliance with the requirements of chapter V of the Act;
- Significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future;
- Adequacy of internal financial controls with reference to the Financial Statements.

Rule 12 : Extract of Annual Return in MGT-9

- Registration and other details;
- Principle business activities of the company;
- Particulars of holding, subsidiary and associate companies;
- Shareholding pattern;
- Changes in promoters' shareholding;
- Shareholding pattern of top 10 shareholders;
- Shareholding pattern of directors & KMPs

Rule 12 : Extract of Annual Return in MGT-9

- Indebtedness;
- Remuneration of directors and KMPs;
- Penalties/punishment/compounding of offences.

Directors' Responsibility Statement shall state that:-

- In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- The directors had selected such accounting policies and applied them consistently and made reasonable and prudent judgments and estimates so as to give true and fair view of the state of affairs of the company.14

Directors' Responsibility Statement shall state that:-

- The directors had taken proper and sufficient care for the maintenance of adequate accounting records for safeguarding the assets and for preventing and detecting fraud and other irregularities;
- The directors had prepared the accounts on a going concern basis; and

Directors' Responsibility Statement shall state that

- The directors, in case of a listed company, had laid down adequate internal financial controls which were operating effectively.
- The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Some interesting facts

Chapter III: Further issue of Shares- Private placment

Sec-42 & 62 with Rules of Companies Act 2013

- 1. Check Provision in Article regarding Private Placement.
- 2. Call Board Meeting
  - To Prepare Offer Letter (PAS-4)
  - Prepare list of persons to whom option will be given (PAS-4)

  3. Call EGM:
  - Pass SR- will be valid for 12 month
  - Approve Draft Offer of Letter by SR
- 4. File MGT-14 with ROC-**Attachments:-** Notice of EOGM - CTC of SR - Minutes
- 5. Issue offer letter in PAS-4
  - Received the application from the persons to whom the offer is made

- 6. Prepare complete record of Private Placement in PAS-5
- 7. Called BM for allotment of shares : Make Allotment of shares within 60 days of receipt of Money from the persons to whom right was given.
- 8 File PAS-3 with Roc within 30 days if Allotment.
  Attachments:
  - List of Allottees
  - BR for allotment of share
- -PAS-4, 5 & valuation certificate
- 9. Issue Share Certificates.

Take care of following points

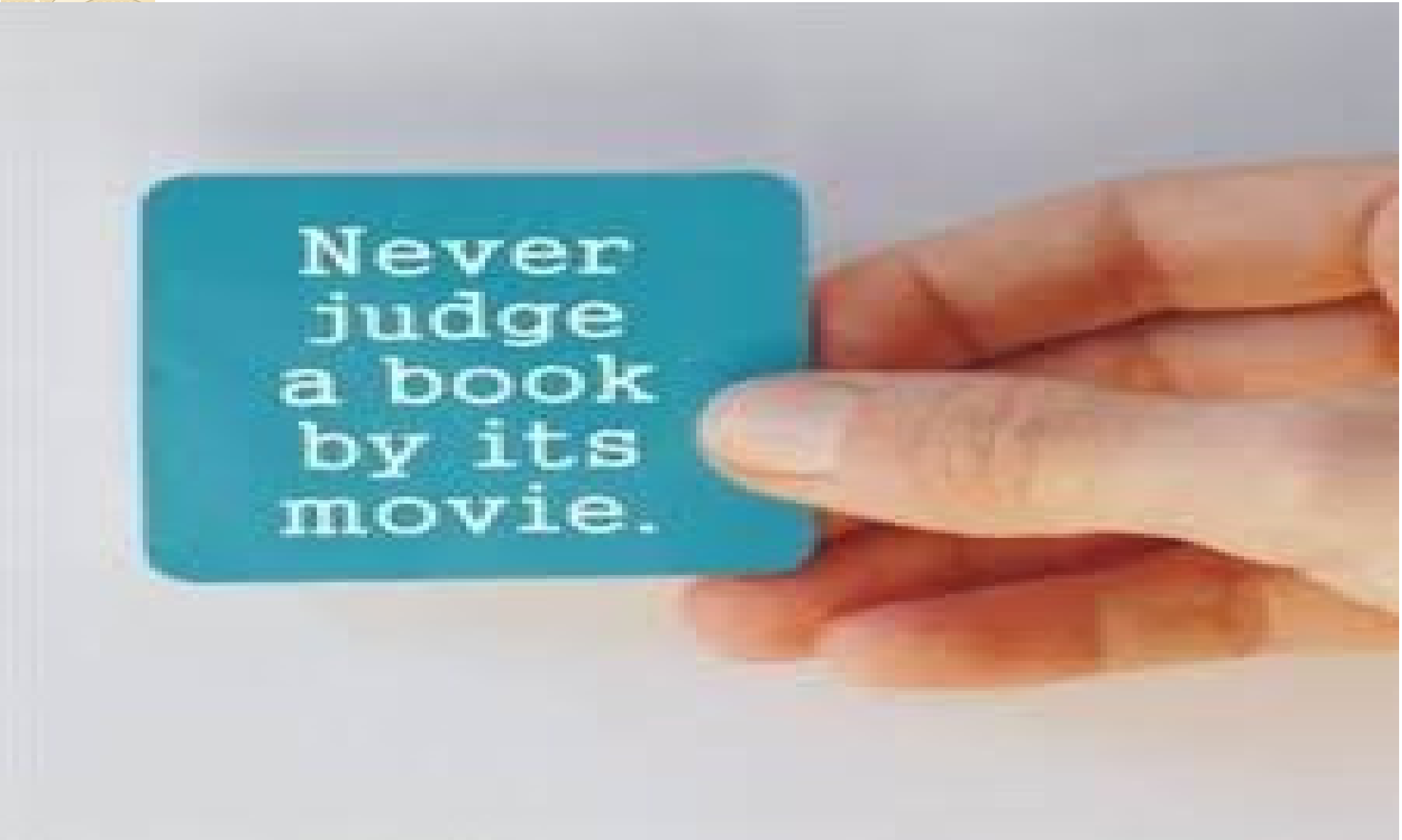
- An offer can be made under a Private Placement Offer Letter to not more than 200 people.
- The application form has to be numbered and addressed specifically to the person to whom the offer is made along with the Offer Letter. Allotments can be made only to such persons.
- • The value of the Offer per person shall not be less than INR 20,000 of 'face value' of securities.
- The payment for subscription should be through the bank account of the person subscribing to the securities.
- The price of the security has calculate by valuation report of Registered Valuer

Some interesting facts

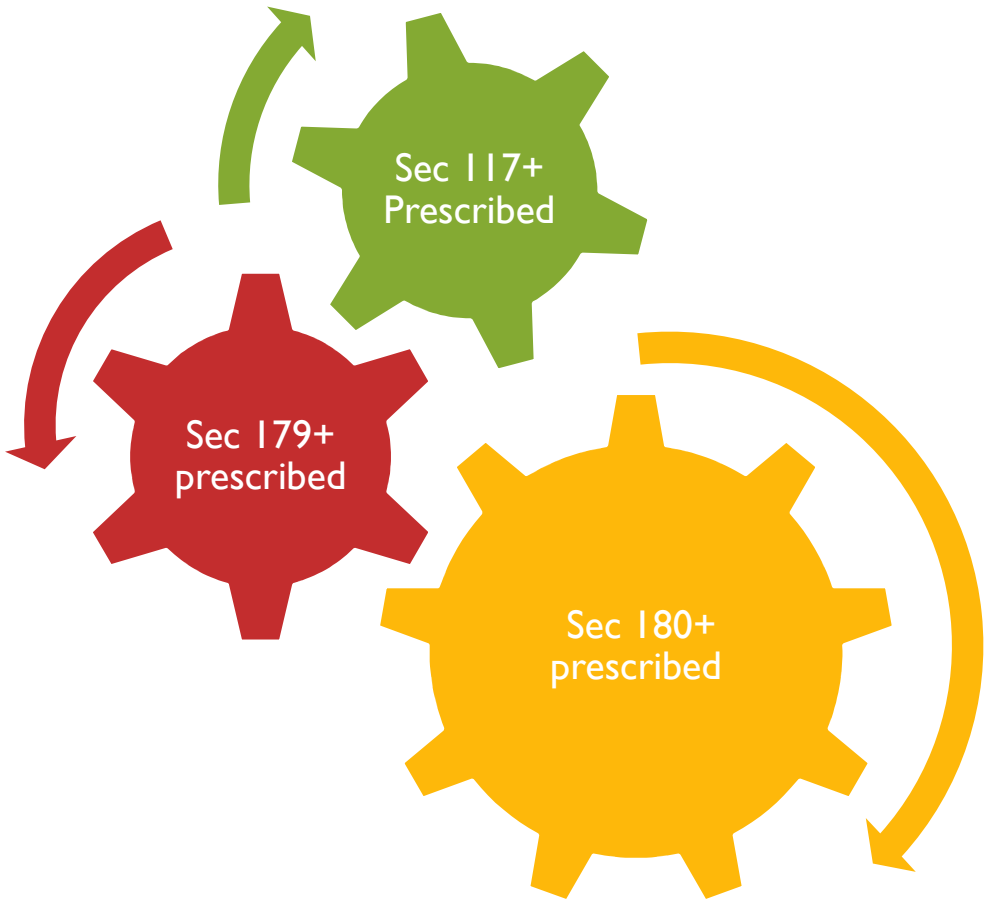
Filing of balance Sheet To ROC

- Section 137:
- Departure: FORM AOC-4 which is combine form for Balance sheet and profit and loss (thus exemption for private limited company to keep its Profit and loss secret seem withdrawn)
- Form is having 4 segments
- Segment A Form of Balance Sheet is Scheduel III which is similar to SCH VI.
- Segment B Form of Profit and loss which is similar to SCH VI.
- Segment C Reporting of Corporate Social Responsibility (CSR), IF applicable.
- Segment D: Disclosure About Related Party Transactions- AOC-3

Some interesting facts



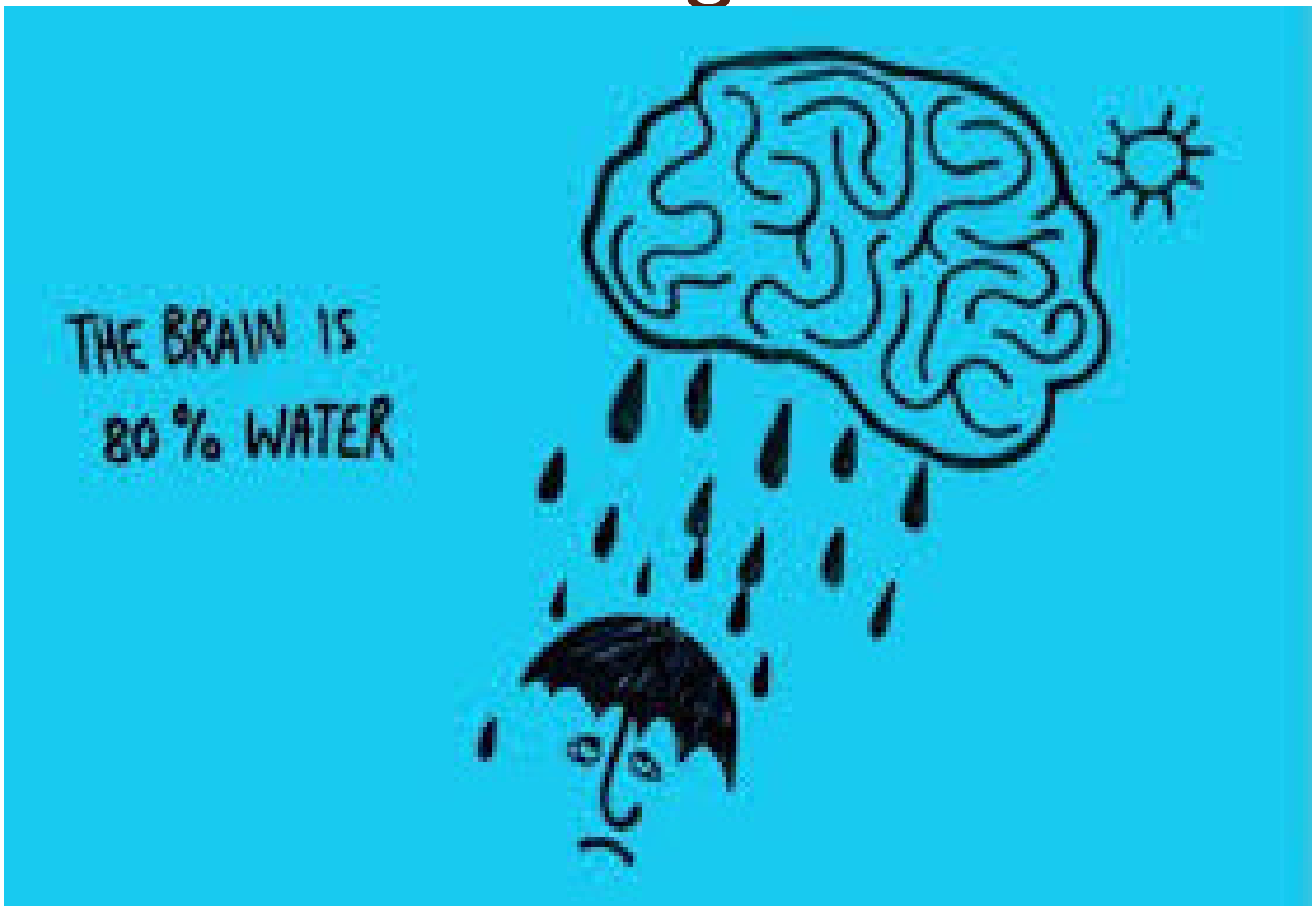
Resolution / agreement to File with ROC- MGT-14



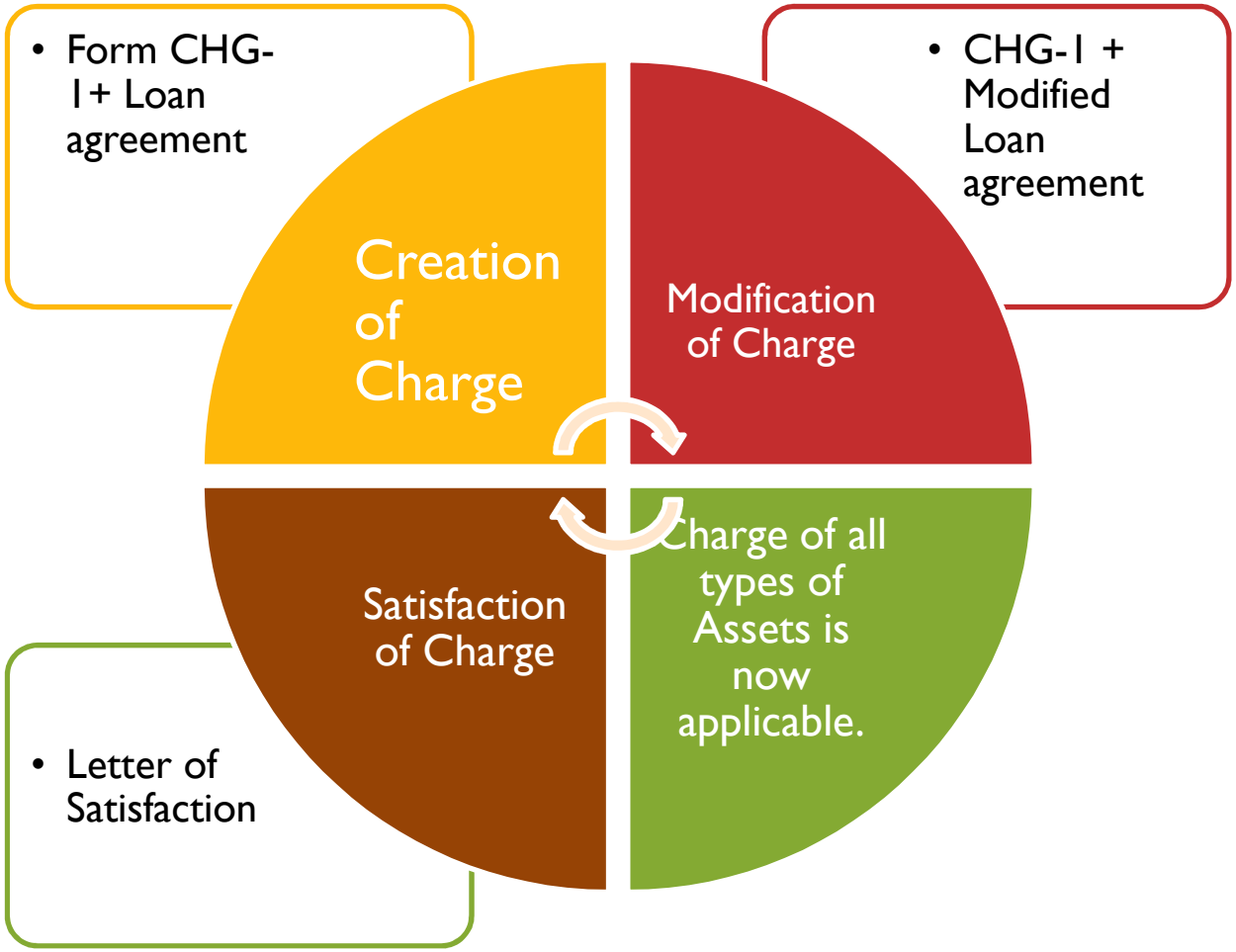
Chapter VII. Management And Administration

- Section 117: resolution and agreements to file with ROC. (important is listed here)
- special resolutions;
- any resolution of the Board of Directors of a company or agreement executed by a company, relating to the appointment, re-appointment of a managing director.
- to borrow monies. (179)
- to invest the funds of the company
- to grant loans or give guarantee or provide security in respect of loans
- to approve financial statement and the Board's report
- To appoint internal auditor/ secretarial auditor (prescribed)
- To take note of disclosure of interest of Director.
- Resolution U/s 180 (sale lease / dispose of substantial property/ Borrowing more than Paid-up capital and free reserve)

Some interesting facts



Chapter VI- Registration of Charge.



Deviation

- The Creation/ modification shall be file within 30 days of loan agreement else within 300 days with additions penalties.
- After 300 days a petitions need to file with Regional Director.
- For satisfaction : it need to file within 30 days only else petition with Regional Directors.

Some interesting facts

Ketchup was sold in the 1830s as medicine

Chapter X:- Auditor's Appointment

First Auditor

- The BOD shall appoint auditor (Individual/ firm) within 30 days from date of Incorporation.
- If the Board fails to appoint within such time: call EOGM within 90 days and do such appointment.
- The Appointment will remain valid till First AGM.

Second and subsequent appointments.

- In first AGM/ any AGM held after 01/4/2014 the company shall appoint an auditor (Individual/ firm) from conclusion of that AGM till conclusion of 6th AGM thereafter.
- The company shall put the matter of such appointment in every AGM for ratification.

Procedure aspect.

Step 1

Filing Form ADT-1 with ROC

(Within 30 days of appointment)

Get a certificate from Auditor as under

Certificate under Rule 4(1) of the Companies (Audit and Auditors) Rules, 2014

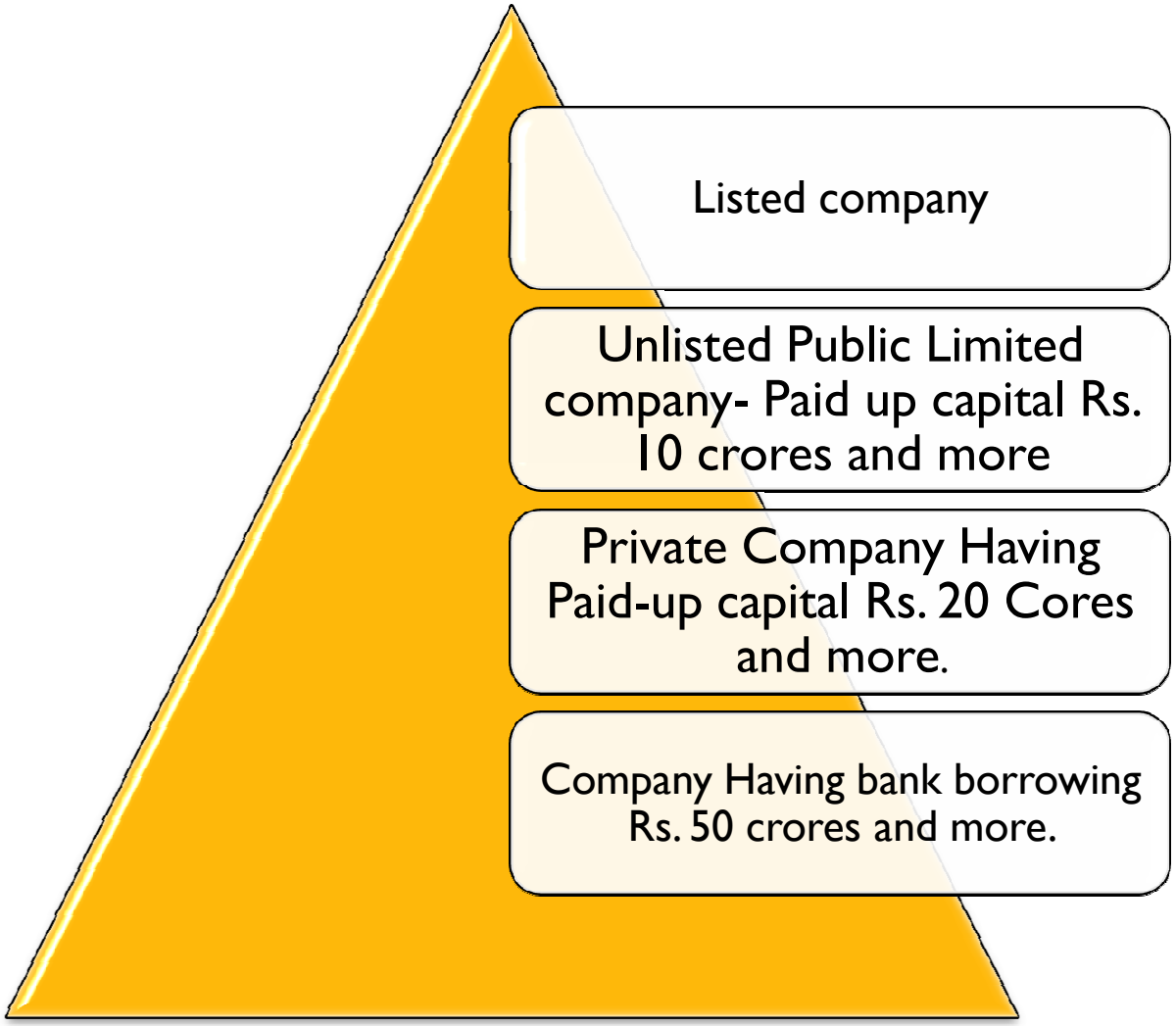
-Pass the resolution in BOD/ AGM

- Issue letter of appointment.

- Get Consent of Auditor on that appointment.

-CTC of Resolution passed.

Rotation of Auditors



Individual

One term of 5 consecutive years

Cooling period of 5 years

Audit Firm

Two terms of 5 consecutive years.

Cooling period of 5 years.

Number of consecutive years for which an individual auditor has been functioning as auditor in the same company [in the first AGM held after the commencement of provisions of section 139(2)]	Maximum number of consecutive years for which he may be appointed in the same company (including transitional period)	Aggregate period which the auditor would complete in the same company in view of column I and II
5 years (or more than 5 years)	3 years	8 years or more
4 years	3 years	7 years
3 years	3 years	6 years
2 years	3 years	5 years
1 year	4 years	5 years

Number of consecutive years for which an audit firm has been functioning as auditor in the same company [in the first AGM held after the commencement of provisions of section 139(2)]	Maximum number of consecutive years for which the firm may be appointed in the same company (including transitional period)	Aggregate period which the firm would complete in the same company in view of column I and II
I	II	III
10 years (or more than 10 years)	3 years	13 years or more
9 years	3 years	12 years
8 years	3 years	11 years
7 years	3 years	10 years
6 years	4 years	10 years
5 years	5 years	10 years
4 years	6 years	10 years

Casual vacancy

Other than Resignation

- The Board will fill the vacancy within 30 days.
- File ADT-1
- The auditor shall file ADT-3 to ROC

By Resignation

- The Board shall call EOGM within 3 months and do appointment it will till next AGM.
- File ADT-1
- The auditor shall file ADT-3

Change of Auditor

Removal before term

- The Auditor can be removed by passing BOD- approval of Central government- special resolution.
- The application shall be ADT-2 to Central government for removal.

Removal on expiry of term

- Special notice be given by a shareholder to company for not reappointing the retiring auditor.
- The auditor will have right to make representation.
- Pass the resolution in the AGM and file ADT-1

Board
of Directors

Appointment of Director

By Board of Director

- Procure Din No. (Dir-3)
- Check the Provision in AOA.
- Procure Dir 2 (consent to act as Director from person)
- Pass the resolution in Board meeting.
- Procure Dir 8 from Director (Intimation of other Directorship and declaration of Non Disqualification)
- Company shall File DIR-12 (attachment

Appointment of Director

By Shareholder in general meeting

- Intimation from shareholder proposing the candidature with deposition of Rs. 1 lacs.
- Procure Din No. (Dir-3)
- Check the Provision in AOA.
- Procure Dir 2 (consent to act as Director from person)
- Pass the resolution in General meeting.
- Procure Dir 8 from Director (Intimation of other Directorship and declaration of Non Disqualification)
- Company shall File DIR-12 (attachment

Resignation / Ceasement of Director

Ceasement by Resignation, Death, Disqualified, Removal, Disqualified.

- Get the proof of Ceasement: Death certificate, Resignation etc.
- Hold a Board meeting: note such ceasment and authorized Director to Sign form
- Company shall File DIR-12 (attachment
- Ceased Director shall file DIR-11 with reasons and other papers.

SECTION 180
THE COMPANIES
(MEETINGS OF BOARD AND ITS POWERS) RULES, 2014

Restriction on powers of Board.

- The Board of Directors of a company shall exercise the following powers only with the consent of the company by a special resolution.
- (*a) to sell, lease or otherwise dispose of the whole or substantially the whole of* the undertaking of the company
- (*i) "undertaking" shall mean an undertaking in which the investment of* the company exceeds twenty per cent. of its net worth as per the audited balance sheet of the preceding financial year or an undertaking which generates twenty per cent. of the total income of the company during the previous financial year;
- (*ii) the expression "substantially the whole of the undertaking" in any* financial year shall mean twenty per cent. or more of the value of the undertaking as per the audited balance sheet of the preceding financial year;
- (*c) to borrow money, where the money to be borrowed, together with the money*
- already borrowed by the company will exceed aggregate of its paid-up share capital and free reserves, apart from temporary loans obtained from the company's bankers in the ordinary course of business:
- File a copy of special resolution with ROC within 30 days.

SECTION 184
THE COMPANIES
(MEETINGS OF BOARD AND ITS POWERS) RULES, 2014

Disclosure of interest by Directors.

- Every director shall at the first meeting of the Board in every financial year disclose his concern or interest in any company or companies or bodies corporate, firms, or other association of individuals which shall include the shareholding, in form MBP-1
- The company shall note such form and file form MGT-14 to Registrar of Companies every year.

- **Appointment of Internal Auditor**
- Pass the resolution in Meeting of Board of Director.
- **File** MGT-14Within 30 days of passing the board with the registrar

- **Alteration of Articles of Association**
- Hold meeting of BOD call the EOGM
- Hold EOGM
- **File** MGT 14Within 30 days of passing the special resolutionRegistrar with Copy(s) of resolution(s) along with the copy of notice and explanatory statement under section 102 Altered articles of association.
- Check the entrenchment provision, if the company wants to incorporate in their AOA.

Lay out of chapters

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Chapter V -Acceptance of Deposits by Companies (73 - 76)
Chapter VI -Registration of Charges (77 - 87)
Chapter VII -Management and Administration (88 - 122)
Chapter VIII -Declaration and Payment of Dividend (123 - 127)
Chapter IX -Accounts of Companies (128 - 138)
Chapter X -Audit and Auditors (139 - 148)
Chapter XI -Appointment and Qualifications of Directors (149 - 172)
Chapter XII -Meetings of Board and its Powers (173 - 195)
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Chapter II

- INC-1, INC7/2, (INC-8,9 &10)+Dir 12+ INC22 (incorporation)
- INC-21(Commencement of Business)

Chapter III

- PAS -3 (Return of allotment)
- PAS-4 (Private placement offer letter)
- PAS-5 Record for private placement

Chapter IV

- SH-1 Share certificate.
- SH-4- share tranfer form.
- SH-7- notice to roc about change in share capital.

Chapter VI

- CHG-1 (creation/ modification)
- CHG-4- satisfaction of charge
- CHG-8 – petition to RD for extension of time in delay cases.

Chapter VII

- MGT-1 register of members.
- MGT-7 Annual return.
- MGT-8 certificatin from PCS
- MGT-9 extract of annual return in Directors report.

Chapter IX

- AOC-2 disclosure of related party.
- AOC-4 form for filing balance sheets and P & L

Chapter X

- ADT-1 Notice about appointment of Auditor to ROC.
- ADT-2- application to CG for removal of auditor before term.
- ADT-3 Intimation by auditor to ROC about resignation.
- ADT-4 report of fraud to CG

Chapter XI

- DIIR 2 consent to act as Director.
- DI-3 application for DIN no.
- DIR-5- application for surrender of DIN no.
- DIR-6 intimate change in DIN no.
- DIR-8 declaration by Directors
- Dir-11- intimation of Resignation by Directors to ROC.
- DIR-12: Intimation of appointment /ceaserment of DIrector

Chapter XII

- MBP-1 Notice by Directors of their interest in other entities.
- MBP-2 register of Loan/ guarantee and securities.
- MBP-4 Register of contracts with related party.

Chapter XIII

- MR.1 return for appointment of Managerial person.
- MR.3 format of secretarial audit

Fun Time®

2. Requirement of one Woman Director [Clause 149]

"We've just voted a woman onto the board."

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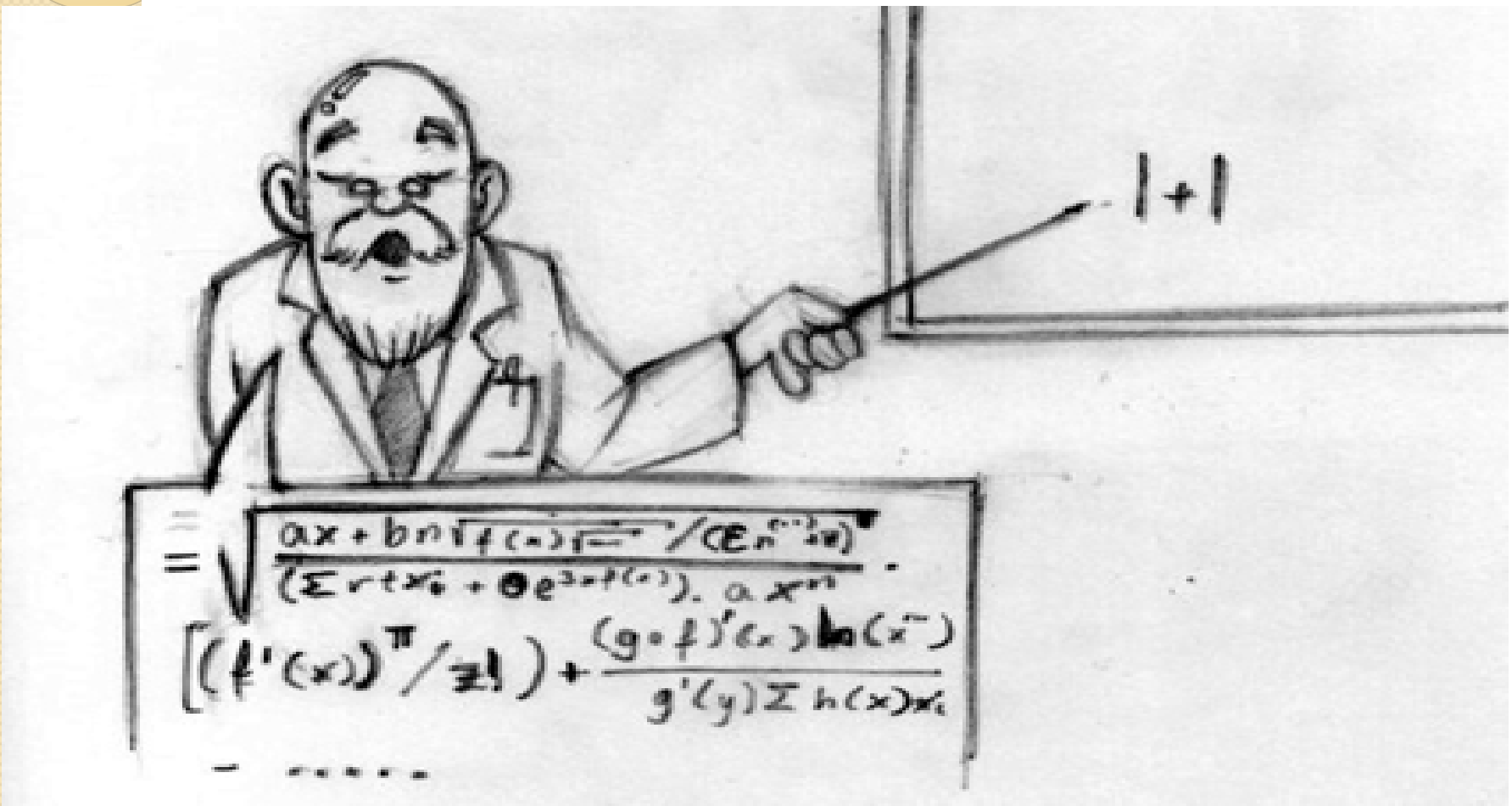
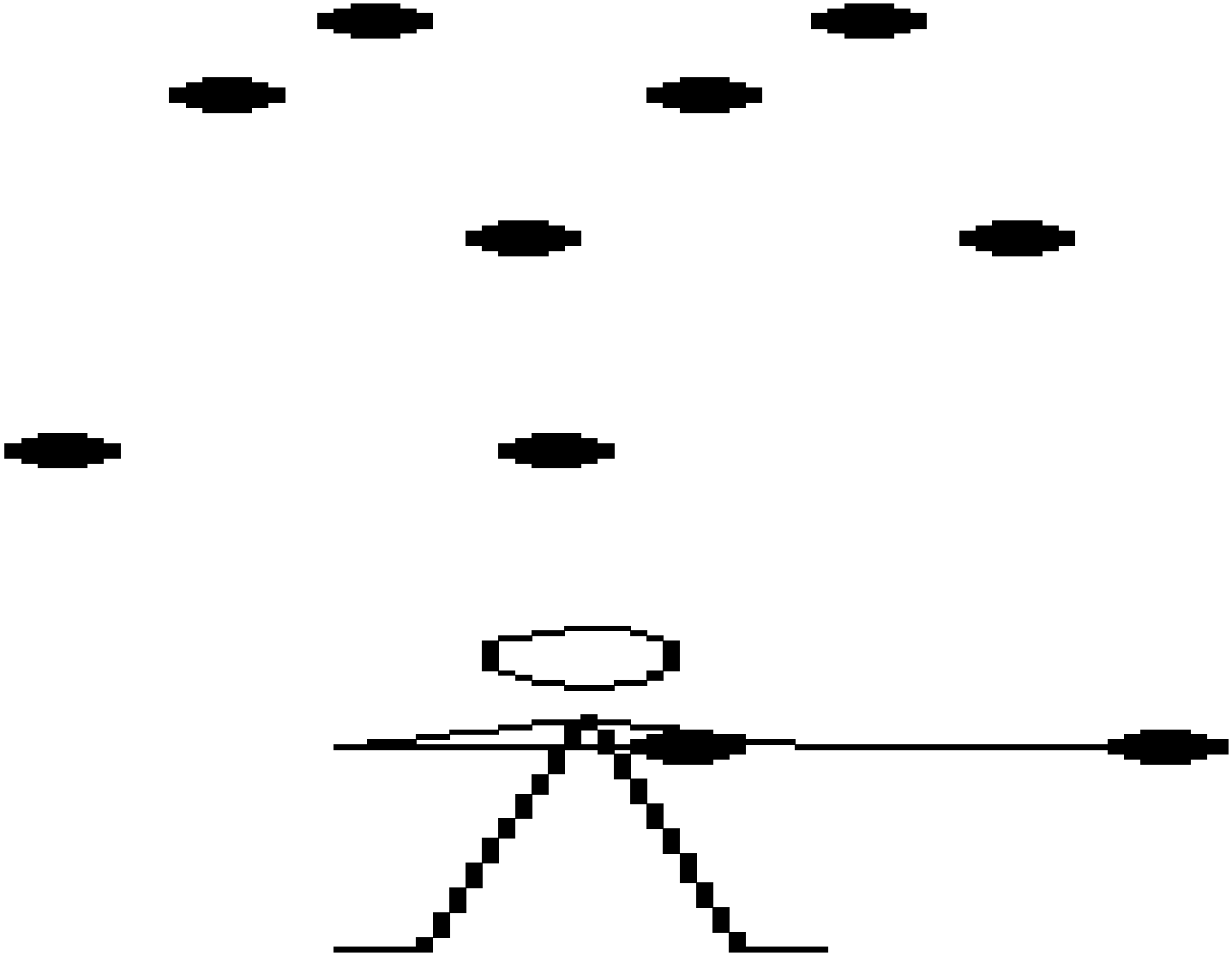
Overload with information



Multi tasking



Ideas to suit business

Investigator

Extra skill and judgment

Reporting

Threat to be party to fraud

Risk of Violation

Regret of wrong reporting

Punishment

THANKS