

1. Short title and commencement. - (1) These rules may be called the Companies (Incorporation) Second Amendment Rules, 2022.
 (2) They shall come into force with effect from 1st June, 2022.
2. In the Companies (Incorporation) Rules, 2014,
 (a) for FORM No.INC-9, the following Form shall be substituted, namely: -

"Pursuant to Sections 7(1)(c) to the Companies Act, 2013 and rule 15 of the Companies (Incorporation) Rules, 2014	FORM NO. INC-9
	Declaration by Subscribers and First Directors

1. Name of the Company
2. (a) This declaration is in respect of:

	Having valid DIN	Not having valid DIN
Total number of first subscribers (non-individual + individual)		
Number of non-individual first subscriber(s)		
Number of individual first subscriber(s) cum director(s)		
Total number of directors (director(s) who is/are not subscriber(s) + subscriber(s) cum director(s) as mentioned in above Row no. 3)		

2(b) Authorized person of non-individual first subscriber(s)

I. Income-tax Permanent Account Number (PAN)

	Declaration
<p>I being the subscriber to the memorandum, of the above named proposed company, hereby solemnly declare and affirm that:</p> <ul style="list-style-type: none"> <input type="checkbox"/> I have not been convicted of any offence in connection with the promotion, formation or management of any company during the preceding five years; and <input type="checkbox"/> I have not been found guilty of any fraud or misfeasance or of any breach of duty to any company under this Act or any previous company law during the preceding five years; <input type="checkbox"/> I am required to obtain the Government approval under the Foreign Exchange Management (Non-debt Instruments) Rules, 2019 prior to subscription of shares and the same has been obtained, and is enclosed herewith. or <input type="checkbox"/> I am not required to obtain the Government approval under the Foreign Exchange Management (Non-debt 	

Instruments) Rules, 2019 prior to subscription of shares and

- All the documents filed with the Registrar for registration of the company contain information that is correct and complete and true to the best of my knowledge and belief.

DSC

DSC BOX

2(c) Particulars of individual first subscriber(s) (other than subscriber cum director)

I. Director Identification Number (DIN)

Declaration

I [REDACTED] being the subscriber to the memorandum, of the above named proposed company, hereby solemnly declare and affirm that:

- I have not been convicted of any offence in connection with the promotion, formation or management of any company during the preceding five years; and
- I have not been found guilty of any fraud or misfeasance or of any breach of duty to any company under this Act or any previous company law during the preceding five years;
- I am required to obtain the Government approval under the Foreign Exchange Management (Non-debt Instruments) Rules, 2019 prior to subscription of shares and the same has been obtained, and is enclosed herewith. **or**
- I am not required to obtain the Government approval under the Foreign Exchange Management (Non-debt Instruments) Rules, 2019 prior to subscription of shares and
- All the documents filed with the Registrar for registration of the company contain information that is correct and complete and true to the best of my knowledge and belief.

DSC

DSC BOX

II. Income-tax Permanent Account Number (PAN)

Declaration

I [REDACTED] being the subscriber to the memorandum, of the above named proposed company, hereby solemnly declare and affirm that:

- I have not been convicted of any offence in connection with the promotion, formation or management of any company during the preceding five years; and
- I have not been found guilty of any fraud or misfeasance or of any breach of duty to any company under this Act or any previous company law during the preceding five years;
- I am required to obtain the Government approval under the Foreign Exchange Management (Non-debt Instruments) Rules, 2019 prior to subscription of shares and the same has been obtained, and is enclosed herewith. **or**

- I am not required to obtain the Government approval under the Foreign Exchange Management (Non-debt Instruments) Rules, 2019 prior to subscription of shares and
- All the documents filed with the Registrar for registration of the company contain information that is correct and complete and true to the best of my knowledge and belief.

DSC

DSC BOX

2(d) Particulars of individual first subscriber(s) cum directors

I. Director Identification Number(DIN)

Declaration

I [REDACTED] being the subscriber to the memorandum and named as first director in the articles, of the above named proposed company, hereby solemnly declare and affirm that:

- I have not been convicted of any offence in connection with the promotion, formation or management of any company during the preceding five years; and
- I have not been found guilty of any fraud or misfeasance or of any breach of duty to any company under this Act or any previous company law during the preceding five years;
- I am required to obtain the Government approval under the Foreign Exchange Management (Non-debt Instruments) Rules, 2019 prior to subscription of shares and the same has been obtained, and is enclosed herewith. **or**
- I am not required to obtain the Government approval under the Foreign Exchange Management (Non-debt Instruments) Rules, 2019 prior to subscription of shares and
- All the documents filed with the Registrar for registration of the company contain information that is correct and complete and true to the best of my knowledge and belief.

DSC

DSC BOX

II. Income-tax Permanent Account Number (PAN)

Declaration

I [REDACTED] being the subscriber to the memorandum and named as first director in the articles, of the above named proposed company, hereby solemnly declare and affirm that:

- I have not been convicted of any offence in connection with the promotion, formation or management of any company during the preceding five years; and
- I have not been found guilty of any fraud or misfeasance or of any breach of duty to any company under this Act or any previous company law during the preceding five years;
- I am required to obtain the Government approval under the Foreign Exchange Management (Non-debt Instruments) Rules, 2019 prior to subscription of shares and the same has been obtained, and is enclosed herewith. **or**
- I am not required to obtain the Government approval under the Foreign Exchange Management (Non-debt Instruments) Rules, 2019 prior to subscription of shares and
- All the documents filed with the Registrar for registration of the company contain information that is correct and complete and true to the best of my knowledge and belief.

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2(e) Particulars of directors (other than first subscribers)

I. Director Identification Number(DIN)

Declaration

I [REDACTED] being named as first director in the articles, of the above named proposed company, hereby solemnly declare and affirm that:

- I have not been convicted of any offence in connection with the promotion, formation or management of any company during the preceding five years; and
- I have not been found guilty of any fraud or misfeasance or of any breach of duty to any company under this Act or any previous company law during the preceding five years; and
- All the documents filed with the Registrar for registration of the company contain information that is correct and complete and true to the best of my knowledge and belief.

DSC

DSC BOX

II. Income-tax Permanent Account Number (PAN)

Declaration

I [REDACTED] being named as first director in the articles, of the above named proposed company, hereby solemnly declare and affirm that:

- I have not been convicted of any offence in connection with the promotion, formation or management of any company during the preceding five years; and
- I have not been found guilty of any fraud or misfeasance or of any breach of duty to any company under this Act or any previous company law during the preceding five years; and
- All the documents filed with the Registrar for registration of the company contain information that is correct and complete and true to the best of my knowledge and belief.

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(b) in FORM No.INC-32 (SPICe+), in Part-B, in Declaration, the following shall be inserted at the end, namely:-

"I, on behalf of the proposed directors, hereby declare that person seeking appointment is a national of a country which shares a land border with India, necessary security clearance from Ministry of Home Affairs, Government of India shall be attached with the consent. O Yes O No. (if yes is opted, a copy of the security clearance is to be attached)".

[F. No. 1/13/2013-CL-V, Vol.IV]

MANOJ PANDEY, Jt. Secy.

Note: The principal rules were published in the Gazette of India, Extraordinary, Part-II, section 3, sub-section(1) *vide* number G.S.R.250(E) dated the 31st March, 2014 and last amended, *vide* number 291 (E) dated the 8th April, 2022.