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MCA UPDATES FOR THE MONTH OF JANUARY 2023

CIRCULAR

**01 Release Plan of 45 company e-Forms in MCA 21 Version 3.0-Genral
Circular No. 01/2023-reg
09th January, 2023
(Effective from 09th January 2023)**

In Continuation of update dated 26.12.2022, MCA vide its General Circular No. 01/2023 dated 09th January, 2023 has clarified that “additional time of 15 days will be allowed, without levying additional fees, to the stakeholders, in cases where the due dates for filing of 45 e-Forms(mentioned in annexure of circular) fall during the period between 07.01.2023 and 22.01.2023.”

For more information visit

<https://www.mca.gov.in/bin/dms/getdocument?mds=xHxXexcBmc5%252Bd%252FsJEZzXiw%253D%253D&type=open>

**02 Filing of Forms GNL-2 (filing of prospectus related documents) and
MGT-14(filing of Resolutions relating to prospectus related documents) due to
migration from V2 Version to V3 Version in MCA 21 Portal from 7th January,
2023 to 22nd January, 2023-General Circular No. 02/2023
09th January, 2023
(Effective from 09th January 2023)**

Companies intending to file (i) Form GNL-2 (filing of prospectus related documents) and (ii) MGT-14 (filing of Resolutions relating to prospectus related documents) during 7th January, 2023 to 22nd January, 2023 on the MCA-21 Portal may file such Form in physical mode duly signed by the persons concerned as per requirements of the relevant forms, along with a copy thereof in electronic media, with the concerned Registrar without payment of fee and take acknowledgement (as per Annexure to this Circular) thereof. Such filing will be accompanied by an undertaking from the company that once the filing of such Form is enabled on the portal, the company shall file the relevant Form in electronic form on MCA-21 Portal along with fees payable as per Companies (Registration Offices and Fees) Rules, 2014.

It is also stated that no additional fees will be levied for the period during which filing is disabled.

It is also stated that for the purpose of inspection or obtaining copy of any documents pursuant to section 399 of the Companies Act, 2013, the forms as referred to in this circular along with annexures thereto shall be placed by the Ministry on its website in accordance with the provisions of the Companies Act, 2013.

For more information visit

<https://www.mca.gov.in/bin/dms/getdocument?mds=WsznZ2ZG2R%252BWuZ7rNx7pWA%253D%253D&type=open>

RULES

03 Companies (Management and Administration) Amendment rules 2023 20th January, 2023 (Effective from 23rd January 2023)

MCA has amended the Companies (Management and Administration) Rules, 2014 vide the Companies (Management and Administration) Amendment Rules, 2023 with effect from January 23, 2023. As per amended rules e-form no. MGT-3 and MGT-14 shall be substituted as per new rules annexures.

For more information visit

<https://www.mca.gov.in/bin/dms/getdocument?mds=KzknWVtaIXfLUIGhXKWBJw%253D%253D&type=open>

04 Companies (Misc) Amendments Rules,2023 20th January, 2023 (Effective from 23rd January 2023)

MCA has amended the Companies (Miscellaneous) Rules, 2014 vide the Companies (Miscellaneous) Amendment Rules, 2023 with effect from January 23, 2023.

Proviso of Rule 3 of the said rules has been amended:

- (a) in the proviso of clause (iv), the words, letters and figure “and enclosing the same with Form MSC-1” shall be omitted;
- (b) in clause (v), the words, letters and figure “and a certificate in this regard is enclosed with Form MSC-1” shall be omitted;

Further As per amended rules e-form no. MSC-1, MSC-3 and MSC-4 shall be substituted as per new rules annexures.

For more information visit

<https://www.mca.gov.in/bin/dms/getdocument?mds=3oMsDCPMBjXN4d0IQCj%252BDw%253D%253D&type=open>

05 Companies-(Accounts)-Amendment-Rules-2023
20th January, 2023
(Effective from 23rd January 2023)

MCA has amended the Companies (Accounts) Rules, 2014 vide the Companies (Accounts) Amendment Rules, 2023 with effect from January 23, 2023. As per amended rules e-form no. AOC-5 shall be substituted as per new rules annexure.

For more information visit

<https://www.mca.gov.in/bin/dms/getdocument?mds=URBkg0OQEvExHY9sWICZbQ%253D%253D&type=open>

06 Companies (Authorised) Amendment Rules, 2023
20th January, 2023
(Effective from 23rd January 2023)

MCA has amended the Companies (Authorised to Register) Rules, 2014 vide the Companies (Authorised to Register) Amendment Rules, 2023 with effect from January 23, 2023.

There are some minor amendments are made in Sub Rule (2) of Rule 3 of the said rules. Further As per amended rules e-form no. URC-1 shall be substituted as per new rules annexure.

For more information visit

<https://www.mca.gov.in/bin/dms/getdocument?mds=XkFRyiRIeiGKtDK0myJS9w%253D%253D&type=open>

**07 Companies (Prospectus and allotment of securities) Amendment Rules,
2023**

20th January, 2023

(Effective from 23rd January 2023)

MCA has amended the Companies (Prospectus and Allotment of Securities) Rules, 2014 vide the Companies (Prospectus and Allotment of Securities) Amendment Rules, 2023 with effect from January 23, 2023.

Sub-rule (6) of rule 12 of above said rules has been omitted. Further As per amended rules e-form PAS-2, PAS-3 and PAS-6 shall be substituted as per new rules annexure.

For more information visit

<https://www.mca.gov.in/bin/dms/getdocument?mds=a4r89hvUpe4unaFIE9fhBw%253D%253D&type=open>

**08 Companies (Registration of Foreign Companies) Amendment Rules,
2023**

20th January, 2023

(Effective from 23rd January 2023)

MCA has amended the Companies (Registration of Foreign Companies) Rules, 2014 vide the Companies (Registration of Foreign Companies) Amendment Rules, 2023 with effect from January 23, 2023.

In sub-rule 2 of rule 3, for clause (c), “father’s name or mother’s name or spouse’s name clause” shall be substituted;. Further As per amended rules FORM FC-1, FORM FC-2, FORM FC-3 and FORM FC-4, shall be substituted as per new rules annexure.

For more information visit

<https://www.mca.gov.in/bin/dms/getdocument?mds=AUCAKkFj6qD9VsQT1arCcQ%253D%253D&type=open>

**09 Companies (Appointment and Qualification of Directors)Amendment
Rules, 2023**

20th January, 2023

(Effective from 23rd January 2023)

MCA has amended the Companies (Appointment and Qualification of Directors) Rules, 2014 vide the Companies (Appointment and Qualification of Directors) (Amendment) Rules, 2023 with effect from January 23, 2023.

Rule 14 of above said rules has been amended. in rule 14, -

- (i) in sub-rule (1) after the words “disqualification under”, the words, brackets and figure “sub-section (1) or” shall be inserted;
- (ii) (ii) after sub-rule (1), following shall be inserted, namely:- “(1A) Whenever a company receives the information in Form DIR-8, company shall, within thirty days of such receipt, file Form DIR-9 with the Registrar.”
- (iii) (iii) in sub-rule (5), after the words, letters and figure “Form DIR-10”, the words “and filed before the Regional Director.” shall be inserted;

Further As per amended rules Forms DIR-3, DIR-3C, DIR-5, DIR-6, DIR-8, DIR-9, DIR-10, DIR-11 and DIR-12 shall be substituted as per new rules annexure.

For more information visit

<https://www.mca.gov.in/bin/dms/getdocument?mds=SVZ6q8e7oYGouCHnMwGHZQ%253D%253D&type=open>

10 Companies (Incorporation)Amendment rules 2023

21st January, 2023

(Effective from 23rd January 2023)

MCA has amended the Companies (Incorporation) Rules, 2014 vide Companies (Incorporation) Amendment Rules, 2023 with effect from January 23, 2023.

Rule 4, 6, 7, 19, 20, 21, 22, 28, 30, 33, 37,39, 40 and 41 along with annexures has been amended of the above said rules.

Further As per amended rules Form numbers RUN, INC-4, INC-6, INC- 9, INC-12, INC-13, INC-18, INC-20, INC-20A, INC-22, INC-23, INC-24, INC-27, INC-28, INC-31, SPICE+ (INC-32), INC-33, INC-34, INC-35 and RD-1 shall be substituted as per new rules annexure.

For more information visit

<https://www.mca.gov.in/bin/dms/getdocument?mds=ePWdYPBEJzswvfrz%252Fkb6og%253D%253D&type=open>

11 Companies (Share Capital and Debentures) Amendment Rules, 2023
21st January, 2023
(Effective from 23rd January 2023)

MCA has amended the Companies (Share Capital and Debenture) Rules, 2014 vide the Companies (Share Capital and Debentures) Amendment Rules, 2023 with effect from January 23, 2023.

for sub-rule (14) of rule 17, for sub-rule (14), the following sub-rule shall be substituted namely-

“(14) There shall be a declaration with the return filed with the Registrar in Form No. SH.11, signed by two directors of the company including the managing director, if any, certifying that the buy-back of securities has been made in compliance with the provisions of the Act and the rules made thereunder.”;

Further As per amended rules Form No. SH-7, Form No. SH-8, and Form No. SH-9 shall be substituted as per new rules annexure.

For more information visit

<https://www.mca.gov.in/bin/dms/getdocument?mds=p7DFz8PggzipaCKcHi8DEg%253D%253D&type=opec>

12 Companies (Appointment and Remuneration of Managerial Personnel)
Amendment Rules, 2023
21st January, 2023
(Effective from 23rd January 2023)

MCA has amended the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 vide the Companies (Appointment and Remuneration of Managerial Personnel) Amendment Rules, 2023 with effect from January 23, 2023.

As per amended rules Form No. MR.1 and Form No. MR.2 shall be substituted as per new rules annexure.

For more information visit

<https://www.mca.gov.in/bin/dms/getdocument?mds=KOPgOjylxvDtUW18%252BOESSA%253D%253D&type=open>

13 Companies (Registration of offices and Fee Companies) Amendment Rules, 2023

23rd January, 2023

(Effective from 23rd January 2023)

MCA has amended the Companies (Registration Offices and Fees) Rules, 2014 vide the Companies (Registration Offices and Fees) Amendment Rules, 2023 with effect from January 23, 2023.

After rule 8, the following -rule shall be inserted, namely.-

“8A. Signing of forms.- e-forms wherever applicable shall be signed by Insolvency resolution professional or resolution professional or liquidator of companies under insolvency or liquidation, as the case may be, and filed with the Registrar along with the fee as mentioned in Table annexed these rules.”

Further As per amended rules Form GNL-2, Form GNL-3 and Form GNL-4 shall be substituted as per new rules annexure.

For more information visit

<https://www.mca.gov.in/bin/dms/getdocument?mds=XLgcI1xHIs9Sjmhyk6oggg%253D%253D&type=open>

Hope the information will assist you in your Professional endeavours. In case of any query / information, please do not hesitate to write back to us at E: pcschinki@gmail.com and M: +91 9050320565.

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Best Regards

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