

ई-फॉर्म सेवा अनुरोध सं. (एसआरएन).....ई -फॉर्म जमा करने की तारीख  
.....(दिन/माह/वर्ष)

इस ई-फॉर्म को एतद्वारा पंजीकृत किया जाता है

प्राधिकृत अधिकारी के डिजिटल हस्ताक्षर ..... (जमा करने की पुष्टि करें)

हस्ताक्षर की तिथि.....(दिन/माह/वर्ष)

[फा. सं. 1/5/2013-सीएल-V]

अमरदीप सिंह भाटिया, संयुक्त सचिव

**टिप्पणी:-** मूल नियम भारत के राजपत्र, असाधारण, भाग-II, खंड-3, उपखंड (i) में सा.का.नि. 249(अ) तारीख 31 मार्च, 2014 द्वारा प्रकाशित किए गए थे और अधिसूचना संख्या सा.का.नि.390(अ) तारीख 09 जून, 2014 द्वारा उसमें पश्चातवर्ती संशोधन किया गया था।

#### MINISTRY OF CORPORATE AFFAIRS

##### NOTIFICATION

New Delhi, the 30<sup>th</sup> June, 2016

**G.S.R. 646(E).**—In exercise of the powers conferred by sub-sections (1) and (2) of section 469 of the Companies Act, 2013 (18 of 2013), the Central Government hereby makes the following rules further to amend the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, namely:—

1. (1) These rules may be called the Companies (Appointment and Remuneration of Managerial Personnel) Amendment Rules, 2016.

(2) They shall come into force from the date of their publication in the Official Gazette.

2. In the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014,

(hereinafter referred to as the principal rules),-

(i) in rule 3, the expression “Chief Executive Officer (CEO), Company Secretary and Chief Financial Officer (CFO)” shall be omitted.

3. in rule 5 of the principal rules,-

(a) in sub-rule (1), “clauses (v), (vi), (vii) and (ix) to (xi)” shall be omitted.


(b) in sub-rule (2),-

(a) for the words “ the name of every employee of the company, who-”, the words “ the names of the top ten employees in terms of remuneration drawn and the name of every employee, who-” shall be substituted;

(b) in sub-clause (i) for the words “sixty lakh rupees”, the words “one crore and two lakh rupees” shall be substituted;

(c) in sub-clause (ii) for the words “five lakh rupees per month”, the words “ eight lakh and fifty thousand rupees per month” shall be substituted;

4. For Form MR-1 of the principal rules, the following form shall be substituted, namely.-

<b>Form No. MR-1</b> <i>[Pursuant to Section 196 read with Section 197 and Schedule V of the Companies Act and pursuant to Rule 3 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014]</i>	 सत्यमेव जयते	<b>Return of appointment of managerial personnel</b>
<b>Form language</b> <input type="radio"/> English <input type="radio"/> Hindi <b>Refer instruction kit for filing the form.</b>		
1.(a) *Corporate identity number (CIN) of company	<input style="width: 150px;" type="text"/>	Pre-Fill
(b) Global location number (GLN) of company	<input style="width: 150px;" type="text"/>	
2.(a) Name of the company	<input style="width: 100%;" type="text"/>	
(b) Address of the registered office of the company	<input style="width: 100%; height: 40px;" type="text"/>	
3.(a) *Director identification number (DIN) or income-tax permanent account number (PAN) or membership number	<input style="width: 150px;" type="text"/>	
(b) *Name	<input style="width: 150px;" type="text"/>	
4. *Designation <input type="radio"/> Manager <input type="radio"/> Managing Director <input type="radio"/> Whole Time Director		
5. * Date of the resolution by the board of directors	<input style="width: 80px;" type="text"/> (DD/MM/YYYY)	
6. * Effective date of appointment	<input style="width: 80px;" type="text"/> (DD/MM/YYYY)	
7. Terms and conditions including remuneration-		
(a) Remuneration <input type="radio"/> Per month <input type="radio"/> Per Annum		
i. Salary (In Rs)	<input style="width: 100px;" type="text"/>	
ii. Perquisites (In Rs.)	<input style="width: 100px;" type="text"/>	
iii. Others (In Rs.)	<input style="width: 100px;" type="text"/>	
iv. Total of (i) to (iii) (In Rs.)	<input style="width: 100px;" type="text"/>	
(b) * Tenure of appointment		
From	<input style="width: 80px;" type="text"/>	(DD/MM/YYYY)
To	<input style="width: 80px;" type="text"/>	(DD/MM/YYYY)
(c) Other terms, if any		
<div style="border: 1px solid black; height: 40px; width: 100%;"></div>		

8. \*(a) Whether the age of the appointee is more than 70 years O Yes O No

(b) If yes, date of passing of special resolution by the shareholders approving the appointment

(c) SRN of related Form No. MGT-14 (for filing of Special Resolution)

9. \*(a) Whether the appointee had been convicted or detained under any of the Acts mentioned in Part I of Schedule V

O Yes O No

(b) If yes, Date of obtaining Central Government's approval

10. \*(a) Whether the approval for such appointment has been obtained from the members in general meeting O Yes

O No

(b) If yes, date of passing the resolution

(c) SRN of Form No. MGT-14 (for filing of Special Resolution)

11. \*(a) Whether the appointee has been disqualified for appointment of director under section 164 of the Act O

Yes O No

(b) If yes, give details

#### Attachments

1) \*Copy of Board resolution;

Attach

2) Copy of shareholders resolution;

Attach

3) Copy of the Central government approval, if any;

Attach

Attach

4) \*Copy of letter of consent to act as Managing

Director/Whole time Director/Manager;

5) Copy of certificate by the Nomination and

Attach

Remuneration Committee of the company, if any,

to the effect that the remuneration is as per

Attach

remuneration policy of the company

6) Optional attachments, if any.

#### Declaration

I am authorized by the Board of Directors of the Company vide resolution no. \* dated \* to sign this form and declare that all the requirements of Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I also declare that all the information given herein above is true, correct and complete including the attachments to this form and nothing material has been suppressed.

\*To be digitally signed by

DSC

\*Designation

\*DIN of the director; or DIN or PAN of the manager or CEO or CFO; or Membership number of the company secretary

**Certificate by practicing professional**

I declare that I have been duly engaged for the purpose of certification of this form. It is hereby certified that I have gone through the provisions of the Companies Act, 2013 and Rules thereunder for the subject matter of this form and matters incidental thereto and I have verified the above particulars (including attachment(s)) from the original records maintained by the Company which is subject matter of this form and found them to be true, correct and complete and no information material to this form has been suppressed. I further certify that;

- a. The said records have been properly prepared, signed by the required officers of the Company and maintained as per the relevant provisions of the Companies Act, 2013 and were found to be in order;
- b. All the required attachments have been completely and legibly attached to this form.

**\*To be digitally signed by**

- ☐ Chartered accountant (in whole-time practice) or  
☐ Cost accountant (in whole-time practice) or  
☐ Company secretary (in whole-time practice)

DSC BOX

Whether associate or fellow ☐ Associate ☐ Fellow

Membership number

Certificate of Practise number

**Note: Attention is drawn to provisions of Section 448 and 449 which provide for punishment for false statement / certificate and punishment for false evidence respectively.**

Modify

Check Form

Prescrutiny

Submit

For office use only:

Affix filing details

eForm Service request number (SRN)

eForm filing date

(DD/MM/YYYY)

This e-Form is hereby registered

Digital signature of the authorising officer

Confirm submission

Date of signing

(DD/MM/YYYY)

[F. No. 1/5/2013 CL-V]

AMARDEEP SINGH BHATIA, Jt. Secy.

**Note:** —The principal rules were published in the Gazette of India, Extraordinary, Part-II, Section 3, sub-section (i), *vide* number G.S.R. 249(E), dated the 31st March, 2014 and subsequently amended *vide* notification number G.S.R. 390(E) dated 09.06.2014.