

नोट: धारा 448 और 449 के उपबंधों की ओर भी ध्यान आकृष्ट किया जाता है जिनमें क्रमशः गलत विवरण देने हेतु दंड और गलत साक्ष्य देने हेतु दंड का प्रावधान है।

संशोधित करें

प्ररूप चेक करें

पूर्व संवीक्षा

जमा करें

कार्यालय प्रयोग हेतु:

फाइलिंग ब्यौरे संलग्न करें

ई-प्ररूप सेवा अनुरोध संख्या (एसआरएन)

ई-फार्म दायर करने की तारीख

(दिन/माह/वर्ष)

एतद्वारा इस ई-प्ररूप को पंजीकृत किया जाता है

प्राधिकृत अधिकारी का डिजिटल हस्ताक्षर

जमा की पुष्टि करें

हस्ताक्षर की तिथि

(दिन/माह/वर्ष)"

[फा.सं. 01/04/2013-सीएल.V-भाग-IV]

के.वी.आर. मूर्ति, संयुक्त सचिव

टिप्पण: मूल नियम अधिसूचना संख्या सा.का.नि. 265(अ), तारीख 31 मार्च, 2014 द्वारा भारत के राजपत्र, असाधारण, भाग II, खंड 3 के उपखंड (i) में प्रकाशित किए गए थे और अधिसूचना संख्या सा.का.नि. 372(अ) तारीख 05 जून, 2020 द्वारा अंतिम बार संशोधित किए गए।

MINISTRY OF CORPORATE AFFAIRS

NOTIFICATION

New Delhi, the 24th December, 2020

G.S.R. 794(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 (Share Capital and Debentures) Rules, 2014, namely: -

- Short title and commencement.- (1) These rules may be called the **Companies (Share Capital and Debentures) Second Amendment Rules, 2020**.
- (2) They shall come into force on the date of their publication in the official Gazette.
- In the Companies (Share Capital and Debentures) Rules 2014, in the Annexure to the rules, for Form SH-7, the following form shall be substituted, namely:-

"FORM NO. SH-7

[Pursuant to section 64(1) of the Companies Act, 2013 and pursuant to rule 15 of the Companies (Share Capital and Debentures) Rules, 2014]



सत्यमेव जयते

Notice to Registrar of any alteration of share capital

Form language ☐ English ☐ Hindi

Refer the instruction kit for filing the form.

1.(a) * Corporate identity number (CIN) of company

Pre-fill

(b) Global location number (GLN) of company

2.(a) Name of the company

(b) Address of the registered office of the company

(c) *e-mail ID of the company

3. * Purpose of the form

- ☐ Increase in share capital independently by company
 ☐ Increase in number of members
☐ Increase in share capital with Central Government order
 ☐ Consolidation or division etc.
☐ Redemption of redeemable preference shares
 ☒ Cancellation of unissued shares of one class and increase in shares of another class

4. In accordance with section 61(1) of the Companies Act, 2013, that by ☐ Ordinary ☐ Special resolution at the meeting of the members of the company held on (DD/MM/YYYY)

Service request number (SRN) of related Form MGT-14

(a) (i) The authorised share capital of the company has been increased from

Existing (in Rs.)

Revised (in Rs.)

Difference (addition) (in Rs.)

(b) (i) The number of members in the company has been increased from

Existing

Revised

Difference (additional)

(ii) Maximum number of members excluding past and present employee(s)

(iii) Date of Board resolution

5. (a) In accordance with sub section (6) of section 62 of the Companies Act, 2013, the authorised capital of the company has been increased consequent upon an order number dated

(DD/MM/YYYY) of the ☐ Union Government ☐ State Government of

under sub section (4) of section 62 for conversion of ☐ debentures ☐ loan into shares

| | | |
|-----------------------------|----------|----------------------|
| Existing authorised capital | (in Rs.) | <input type="text"/> |
| Revised authorised capital | (in Rs.) | <input type="text"/> |
| Difference (addition) | (in Rs.) | <input type="text"/> |

Date of passing the order by Tribunal (if applicable)

Date of receipt of such order

(b) A copy of the aforesaid order was received by the company from the Central Government on

6. The additional capital (taking into consideration the addition above) is divided as follows

| | | | |
|---------------------------------|-------------------------------|--|----------------------|
| (a) Number of equity shares | <input type="text"/> | Total amount of equity shares (in Rs.) | <input type="text"/> |
| (b) Number of preference shares | <input type="text"/> | Total amount of preference shares (in Rs.) | <input type="text"/> |
| Total addition | (in Rs.) <input type="text"/> | | |

The conditions (e.g. voting rights, dividend rights, winding-up rights, etc.) subject to which new shares have been issued, are as follows

7. Notice is hereby given that

In accordance with section 61 of the Companies Act, 2013, that the company has on (DD/MM/YYYY)

(a) ☐ Consolidated

(b) ☐ Converted

(c) ☐ Reconverted

(d) ☐ Subdivided

- (e) ☐ Cancellation of unissued shares

Date of passing the order by Tribunal (if applicable)

Date of receipt of such order

8. In accordance with section 55, by a resolution of the Board of Directors at the meeting held on the company has redeemed redeemable preference shares, the particulars of which are as under

- (a) Description of Preference shares to be redeemed

- (b) Date of issue of series of shares

- (c) Date on which shares were fully paid up

- (d) Due date of redemption of shares

- (e) Actual date of redemption of shares

- (f) Amount payable on redemption Amount (in Rupees)

- i. Number of preference shares

- ii. Face value per share

- iii. Carrying rate of dividend per share

- iv. Total nominal value

- v. Total premium paid on redemption, if any

- (g) Preference shares redeemed out of Amount (in Rupees)

- o Profits of the company

- o Proceeds of fresh issue of shares

9. Revised capital structure after taking into consideration the changes vide points 4, 5, 6, 7 and 8 above

- (a) Authorised capital of the company

(in Rs.)

Break up of Authorised capital

Number of equity shares

Total amount of equity shares (in Rs.)

Nominal amount per equity share

Number of preference shares

Total amount of preference shares

(in Rs.)

Nominal amount per preference share

Number of unclassified shares

Total amount of unclassified shares

(in Rs.)

- (b) Issued capital of the company

(in Rs.)

Break up of Issued capital

Number of equity shares

Total amount of equity shares (in Rs.)

(in Rs.)

Nominal amount per equity share

Number of preference shares

Total amount of preference shares

Nominal amount per preference share

(c) Subscribed capital of the company

(in Rs.)

Break up of Subscribed capital

Number of equity shares

Total amount of equity shares (in Rs.)

Nominal amount per equity share

Number of preference shares

Total amount of preference shares

(in Rs.)

Nominal amount per preference share

(d) Paid up capital of the company

(in Rs.)

Break up of Paid up capital

Number of equity shares

Total amount of equity shares (in Rs.)

Nominal amount per equity share

Number of preference shares

Total amount of preference shares

(in Rs.)

Nominal amount per preference share

10. *Whether articles of association have been altered

☐

Yes

☐

No

11. Particulars of payment of stamp duty (Refer instruction kit for details before filling the particulars)

(a) State or Union territory in respect of which stamp duty is paid or to be paid

Pre-fill

(b) *Whether stamp duty is to be paid electronically through MCA21 system

☐

Yes

☐

No

☐

Not applicable

(i) Details of stamp duty to be paid

Amount of stamp duty to be paid

(in Rs.)

(ii) Provide details of stamp duty already paid

| Type of document/Particulars | |
|---|-----------------------------------|
| Total amount of stamps or stamp paper (in Rs.) | <input type="text"/> |
| Mode of payment of stamp duty | <input type="text"/> |
| Name of vendor or Treasury or Authority or any other Competent agency authorised to collect stamp duty or to sell stamp papers or to emboss the documents or to dispense stamp vouchers on behalf of the Government | |
| Serial number of embossing or stamps or stamp paper or treasury challan number | |
| Registration number of vendor | |
| Date of purchase of stamps or stamp paper or payment of stamp duty | <input type="text"/> (DD/MM/YYYY) |
| Place of purchase of stamps or stamp paper or payment of stamp duty | |

12. In case maximum stamp duty payable has already been paid, provide details of form(s) filled earlier (SRN or receipt number, form number, date of filing, amount of stamp duty paid)

| |
|--|
| |
|--|

13. Existing capital structure before taking into consideration the changes vide points 4, 5, 6, 7 and 8 above

(a) Authorised capital of the company (in Rs.)

Break up of Authorised capital

| | | | |
|-------------------------------------|----------------------|--|----------------------|
| Number of equity shares | <input type="text"/> | Total amount of equity shares (in Rs.) | <input type="text"/> |
| Nominal amount per equity share | <input type="text"/> | | |
| Number of preference shares | <input type="text"/> | Total amount of preference shares (in Rs.) | <input type="text"/> |
| Nominal amount per preference share | <input type="text"/> | | |
| Number of unclassified shares | <input type="text"/> | Total amount of unclassified shares (in Rs.) | <input type="text"/> |

(b) Issued capital of the company (in Rs.)

Break up of Issued capital

| | | | |
|-------------------------------------|----------------------|--|----------------------|
| Number of equity shares | <input type="text"/> | Total amount of equity shares (in Rs.) | <input type="text"/> |
| Nominal amount per equity share | <input type="text"/> | | |
| Number of preference shares | <input type="text"/> | Total amount of preference shares | <input type="text"/> |
| Nominal amount per preference share | <input type="text"/> | | |

(c) Subscribed capital of the company (in Rs.)

Break up of Subscribed capital

| | | | |
|-------------------------------------|----------------------|--|----------------------|
| Number of equity shares | <input type="text"/> | Total amount of equity shares (in Rs.) | <input type="text"/> |
| Nominal amount per equity share | <input type="text"/> | | |
| Number of preference shares | <input type="text"/> | Total amount of preference shares (in Rs.) | <input type="text"/> |
| Nominal amount per preference share | <input type="text"/> | | |

(d) Paid up capital of the company (in Rs.)

Break up of Paid up capital

| | | | |
|-------------------------------------|----------------------|--|----------------------|
| Number of equity shares | <input type="text"/> | Total amount of equity shares (in Rs.) | <input type="text"/> |
| Nominal amount per equity share | <input type="text"/> | | |
| Number of preference shares | <input type="text"/> | Total amount of preference shares (in Rs.) | <input type="text"/> |
| Nominal amount per preference share | <input type="text"/> | | |

Declaration

I* , a
 *(Drop down) {Values: Director/Manager/Company secretary/CEO/CFO} of the company declare that all the requirements of the Companies Act, 2013 and the rules made thereunder have been complied with. I am authorized by the board of directors to give this declaration and to sign and submit this Form. It is further declared and verified that

- (a) Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the promoters subscribing to the Memorandum of Association and Articles of Association.
- (b) All the required attachments have been completely, correctly and legibly attached to this form.
- (c) I further declare that the company has paid correct stamp duty as per applicable Stamp Act.

*To be digitally signed by

DSC BOX

*Designation

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

Certificate

It is hereby certified that I have verified the above particulars (including attachment(s)) from the records of

and found them to be true and correct. I further certify that all required attachment(s) have been completely attached to this form.

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

Whether associate or fellow ☐ Associate ☐ Fellow

Membership number or certificate of practice number

Attachments

1. Copy of the resolution for alteration of capital;
2. Copy of order of Central Government;
3. Copy of the order of the Tribunal;
4. Copy of Board resolution authorizing redemption of redeemable preference shares;
5. Altered memorandum of association;
6. Altered articles of association;
7. Workings for calculation of ratios (in case of conversion);
8. Optional attachment(s), if any

Attach

Attach

Attach

Attach

Attach

Attach

Attach

Attach

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/ certified records maintained by the Company/applicant 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:

- i. 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;
- ii. All the required attachments have been completely and legibly attached to this form.

To be digitally signed by

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

Whether associate or fellow ☐ Associate ☐ Fellow

Membership number

Certificate of practice number

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

| | | | |
|--------|------------|-------------|--------|
| Modify | Check Form | Prescrutiny | Submit |
|--------|------------|-------------|--------|

For office use only:

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. 01/04/2013-CL-V- Part-IV]

K.V.R. MURTY, Jt. Secy.

Note:- The principal rules were published in the Gazette of India, Extraordinary, Part II, Section 3, Sub-section (i) vide notification number G.S.R. 265(E), dated the 31st March, 2014 and was last amended vide notification number G.S.R. 372 (E) dated 5th June, 2020.