

[To be published in the Gazette of India, Extraordinary, Part II, Section 3, Sub-Section (i)]

Government of India
MINISTRY OF CORPORATE AFFAIRS

Notification

New Delhi, 23rd September, 2016

G.S.R.(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 (Management and Administration) Rules, 2014, namely: –

1. (1) These rules may be called the Companies (Management and Administration) Amendment Rules, 2016.

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

2. In the Companies (Management and Administration) Rules, 2014 (hereafter referred to as principal rules), in rule 3,-

(a) in sub-rule (1), for the proviso, the following proviso shall be substituted, namely:-

“Provided that in the case of a company existing on the commencement of the Act, the particulars as available in the register of members maintained under the Companies Act, 1956 shall be transferred to the new register of members in Form No.MGT-1 and in case additional information, required as per provisions of the Act and these rules, is provided by the members, such information may also be added in the register as and when provided.”;

(b) in sub-rule (2), for the proviso, the following proviso shall be substituted, namely:-

“Provided that in the case of a company existing on the date of commencement of the Act, the particulars as available in the register of members maintained under the Companies Act, 1956 shall be transferred to the new register of members in Form No.MGT-1 and in case additional information, required as per provisions of the Act and these rules, is provided by the members, such information may also be added in the register as and when provided.”.

3. In the principal rules, in rule 9,-

(a) in sub-rule (1), the words "in duplicate" at both places where they occur, shall be omitted.

(b) in sub-rule (2, the words "in duplicate"), at both places where they occur, shall be omitted.

4. In the principal rules, for rule 13 the following rule shall be substituted, namely:-

"13. Every listed company shall file with the Registrar, a return in **Form No.MGT.10**, with respect to changes in the shareholding position of promoters and top ten shareholders of the company, in each case, representing increase or decrease by two per cent or more of the paid-up share capital of the company, within fifteen days of such change."

5. In the principal rules, in rule 17, in sub-section (2), in the Explanation, for the words "on working day", the words "on any day except national holiday" shall be substituted.

6. In the principal rules, in rule 20, for sub-rule (2), the following sub-rule shall be substituted, namely:-

"(2) Every company which has listed its equity shares on a recognised stock exchange and every company having not less than one thousand members shall provide to its members facility to exercise their right to vote on resolutions proposed to be considered at a general meeting by electronic means:

Provided that a *Nidhi*, or an enterprise or institutional investor referred to in Chapter XB or Chapter XC of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 is not required to provide the facility to vote by electronic means:

Explanation.- For the purpose of this sub-rule, "Nidhi" means a company which has been incorporated as a Nidhi with the object of cultivating the habit of thrift and savings amongst its members, receiving deposits from and lending to, its members only, for their mutual benefit, and which complies with such rules as are prescribed by the Central Government for regulation of such class of companies."

7. In the principal rules, in rule 22, sub-rule (7) and sub-rule (14) shall be omitted .

8. In the principal rules, in rule 25, in sub-rule (1), in clause (e), the words "or such other place as may be approved by the Board" shall be omitted.

9. In the principal rules, for Form MGT-6, the following Form, shall be substituted, namely:-

FORM NO. MGT-6

[Pursuant to section 89(6) of The Companies Act, 2013 and pursuant to rule 9(3) of The Companies (Management and Administration) Rules, 2014]



Return to the Registrar in respect of declaration under section 89 received by the company

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

1. Particulars of shares in respect of which the person whose name is entered in the register of members of the company as a holder of shares does not hold the beneficial interest in such shares

1.(a) Number of shares

(b) Distinctive number of shares From

To

(c) Kind of shares

(d) Face value of shares (Rs.)

(e) Paid-up value of shares (Rs.)

2.(a) Name of the person in whose name the above shares have been registered as holder in the register of members

(b) Address Line I

Line II

(c) City

(d) State

(e) Country

(f) Pin code

(g) Nationality

(h) Father's name or Husband's name

Father's name

Husband's name

(i) Name of the Authorized person

(j) Date of entry of name in register

(DD/MM/YYYY)

3.(a) Name of person who holds a beneficial interest in such

(b) Address Line I

Line II

(c) City

(d) State

(e) Country

(f) Pin code

(g) Nationality

4.(a) Date of declaration (DD/MM/YYYY)

(b) Name of the declarants

(c) Occupation

5. Date of receipt of declaration by the company (DD/MM/YYYY)

II. Particulars of shares in respect of which the person whose name is entered in the register of members of the company as a holder of shares does not hold the beneficial interest in such shares

1.(a) Number of shares

(b) Distinctive number of shares From To

(c) Kind of shares

(d) Face value of shares (Rs.)

(e) Paid-up value of shares (Rs.)

2.(a) Name of the person in whose name the above shares have been registered as holder in the register of members

(b) Address Line I

Line II

(c) City

(d) State

(e) Country

(f) Pin code

(g) Nationality

(h) Father's name or Husband's name Father's name Husband's name

(i) Name of the authorized person

(ii) Date of entry of name in register (DD/MM/YYYY)

3.(a) Name of person who holds a beneficial interest in such

(b) Address Line I
Line II

(c) City

(d) State

(e) Country

(f) Pin code

(g) Nationality

4.(a) Date of declaration (DD/MM/YYYY)

(b) Name of the declarants

(c) Occupation

5. Date of receipt of declaration by the company (DD/MM/YYYY)

III. Particulars of shares in respect of which the person whose name is entered in the register of members of the company as a holder of shares does not hold the beneficial interest in such shares

1.(a) Number of shares

(b) Distinctive number of shares From To

(c) Kind of shares

(d) Face value of shares (Rs.)

(e) Paid-up value of shares (Rs.)

2.(a) Name of the person in whose name the above shares have been registered as holder in the register of members

(b) Address Line I
Line II

(c) City

(d) State

(e) Country

(f) Pin code

(g) Nationality

(h) Father's name or Husband's name Father's name Husband's name

(i) Name of the authorized person

(j) Date of entry of name in register (DD/MM/YYYY)

3.(a) Name of person who holds a beneficial interest in such shares

(b) Address Line I

Line II

(c) City

(d) State

(e) Country

(f) Pin code

(g) Nationality

4.(a) Date of declaration (DD/MM/YYYY)

(b) Name of the declarants

(c) Occupation

5. Date of receipt of declaration by the company (DD/MM/YYYY)

IV. Particulars of shares in respect of which the person whose name is entered in the register of members of the company as a holder of shares does not hold the beneficial interest in such shares

1.(a) Number of shares

(b) Distinctive number of shares From To

(c) Kind of shares

(d) Face value of shares (Rs.)

(e) Paid-up value of shares (Rs.)

2.(a) Name of the person in whose name the above shares have been registered as holder in the register members

(b) Address Line I
Line II
(c) City
(d) State
(e) Country
(f) Pin code
(g) Nationality
(h) Father's name or Husband's name Father's name Husband's name

(i) Name of the authorized person
(j) Date of entry of name in register (DD/MM/YYYY)

3.(a) Name of person who holds a beneficial interest in such

(b) Address Line I
Line II
(c) City
(d) State
(e) Country
(f) Pin code
(g) Nationality

4.(a) Date of declaration (DD/MM/YYYY)

(b) Name of the declarants

(c) Occupation

5. Date of receipt of declaration by the company (DD/MM/YYYY)

V. Particulars of shares in respect of which the person whose name is entered in the register of members of the company as a holder of shares does not hold the beneficial interest in such shares.

1.(a) Number of shares

(b) Distinctive number of shares From To

(c) Kind of shares

(d) Face value of shares (Rs.)

(e) Paid-up value of shares (Rs.)

2.(a) Name of the person in whose name the above shares have been registered as holder in the register of members

(b) Address Line I

Line II

(c) City

(d) State

(e) Country

(f) Pin code

(g) Nationality

(h) Father's name or Husband's name Father's name Husband's name

(i) Name of the authorized person

(j) Date of entry of name in register (DD/MM/YYYY)

3.(a) Name of person who holds a beneficial interest in such shares

(b) Address Line I

Line II

(c) City

(d) State

(e) Country

(f) Pin code

(g) Nationality

4.(a) Date of declaration (DD/MM/YYYY)

(b) Name of the declarants

(c) Occupation

5. Date of receipt of declaration by the company (DD/MM/YYYY)

Attachments

1. Declaration by person referred to in section 89(1)

Attach

2. Declaration by person referred to in section 89(2) or 89(3)

Attach

3. Optional attachment(s) - if any

Attach

List of attachments

Remove attachment

Declaration

To the best of my knowledge and belief, the information given in this form and its attachments is correct and complete. I have been authorised by the board of directors' resolution dated (DD/MM/YYYY) to sign and submit this form.

*To be digitally signed by

*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

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

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

Date of signing (DD/MM/YYYY)

[F. No. 1/34/2013 CL-V-Part-I]

P.A.
Amardip
23/09/2016

AMARDEEP SINGH BHATIA, Jt. Secy.

Note: The principal notification was published in the Gazette of India, Part II, Section 3, Sub-section (i) *vide* number G.S.R. 260(E) dated 31st March, 2014 and subsequently amended *vide* the following notifications:-

Serial Number	Notification Number	Notification Date
1.	G.S.R. 415 (E)	23.06.2014
2.	G.S.R. 537 (E)	24.07.2014
3.	G.S.R. 669 (E)	28.08.2015
4.	G.S.R. 737 (E)	24.09.2015
5.	G.S.R.862 (E)	16.11.2015