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2019 Edition

**Dr. Sanjeev Gupta**

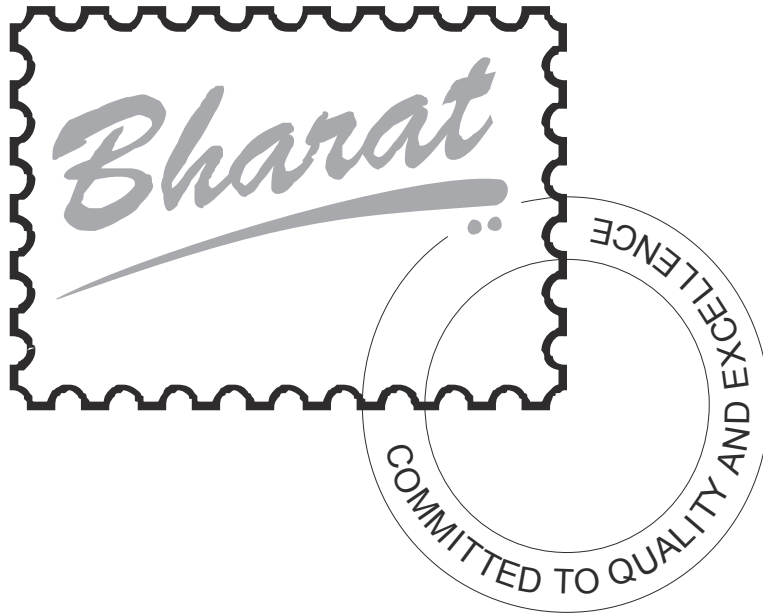
*Practicing Company Secretary*

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Volume 2



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**Dr. Sanjeev Gupta**

*Practicing Company Secretary  
M.Com., FCS, LL.B., Ph.D.*

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**Dilip Gandhi**

*Member of Parliament (Lok Sabha)  
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**Volume 2**

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2019

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## *Bharat?*

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## **Dedication**

This book is dedicated to my grandfather

**(Late) Lala Kali Charan Mittal Ji,**

a renowned 'Writer' and an 'Arya Samaji', who lived his  
life like a 'Saint' and authored few books in early 70's

and also to my revered father,

**(Late) Sh. Prem Chand Gupta Ji,**

an academician.

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## FOREWORD

The Companies Act, 2013 is a legislation relating to regulating the Indian corporate sector with defined procedure for different events in a company. The non-compliance with either the regulatory or procedural provisions would be considered as an offence and prosecution could be launched for levying a fine or imprisonment, fine and imprisonment both or imprisonment.

The frequent changes in the Act and rules made thereunder needs more attention and upto date knowledge by professionals like Company Secretaries, Chartered Accountants, Cost and Works Accountants and corporate executives. With a number of sections of the Act and a large number of Rules providing for fine or penalty, it would be ideal if such provisions along with procedures and documentations are brought together in a concise form.

Dr. Sanjeev Gupta, a senior practicing company secretary has with painstaking efforts, brought out this procedural book, "Company Law — Procedures and Compliances". A quick glance at the table of contents reveals the systematic arrangements of various procedures and the book depicts the flow from one procedure to another procedure.

The book is very well concised and I have no doubt that this procedural book will be a big help to every professional, more particularly Company Secretaries, Chartered Accountants, Cost and Works Accountants and the corporate executives, who have been tasked with the compliance responsibility under the Companies Act and Rules made thereunder.

I appreciate and compliment Dr. Sanjeev Gupta for undertaking the onerous efforts for the benefit of all the professionals and corporate



executives and his efforts will undoubtedly help in better understanding of issues related to a particular procedure and add value to the library of professionals and wish this book a great success and wish Dr. Sanjeev Gupta brings out more such publications for the benefit of professionals.

*Delhi*  
*March 20, 2019*



**DILIPKUMAR MANSUKHLAL GANDHI**  
Chairman, Committee on Subordinate  
Legislation, Lok Sabha  
Parliament of India

## **PREFACE**

The business can be done by forming a firm, (proprietorship or partnership) or a company. The company form of business, at present, is governed by the Companies Act, 2013, and rules framed thereunder from time to time. In view of the major and frequent changes in the Companies Act, 2013 and rules made thereunder as compared to the Companies Act, 1956 and rules made thereunder, the author decided to write a procedural book for different events in such a way to cover all relevant sections and rules for a specific matter alongwith specimen draft resolutions, notices, minutes, letters, applications, notices of Board Meetings and Members Meeting with explanatory statement, application/petition to Regional Director, Registrar of Companies or Central Government, Public Notices to be published in newspaper, correspondence with shareholder, creditor, auditor, etc. for easy use and reference.

This book is intended to help those professionals, directors, corporate executives, government officials and students who deal with the secretarial matters under the Companies Act, 2013. This book also includes the list of information and documents required for any specific procedure under the Companies Act, 2013. The language and style of presentation of the material in this book is simple and easily readable.

The author is sure that this publication will be of great utility to professionals dealing with compliance part of the Companies Act, 2013 and rules made thereunder. It is hoped that the readers would find it as a practical reference book for routine matters of a company registered under the Companies Act, 1956/2013.

This book is mainly written for unlisted or private limited companies and it covers almost all routine matters of these Companies. This book would be useful for Company Secretaries, Chartered Accountants, Cost Accountants, Lawyers, Directors, Corporates and their executives, Officers of the Ministry of Corporate Affairs and Students particularly including those pursuing Chartered Accountant, Company Secretary, and Cost Accountant course.

I would feel amply rewarded if the book serves the purpose for which it is written. Constructive suggestions, enlightening feedback and healthy criticism are solicited.

I would like to thank to all those who acted as a motivational force for me while writing this book and I am deeply grateful to my academic and

professional “Gurus” and friends, clients and their staff and in particular to my dedicated staff and trainees (past and present) of my firm for their contribution by way of help in bringing of this work into existence. My indebtedness to each of them is profound.

I owe a special word of indebtedness to my mother and must thank my wife, son and daughter for their emotional support and the odds faced by them during this period.

I would also like to acknowledge the valuable support extended by Puliani brothers — Ravi Puliani and Mahesh Puliani — of Bharat Law House Pvt Ltd for bringing out this publication in accordance with their quality norms.

*6th April, 2019*  
*New Delhi*

Dr. SANJEEV GUPTA  
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