

PROCEDURE TO OBTAIN DIGITAL SIGNATURE CERTIFICATE (DSC)

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{Sec 2(p) and 35 of the Information Technology Act, 2008 read with Rule 9(3)(b) of the Companies (Appointment and Qualification of Directors) Rules, 2014}

Synopsis

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Relevant Sections, Rules and Forms at a Glance

Particulars	Section(s), Rule(s) and Name of e-Form(s)
The Information Technology Act, 2008	Sections 2 and 35
The Companies (Appointment and Qualification of Directors) Rules, 2014	Rule 9(3)(b)
e-Forms to be filed	-----

1.1 PROCEDURE WITH CHECK POINTS

S. No.	Particulars
1.	Every individual, who is required to file any document on Ministry of Corporate Affairs (MCA) Portal or interested to obtain Director Identification Number (DIN) as to become a director in any existing or proposed company, is required to obtain Digital Signature Certificate (DSC) class III. {Rule 9(3)(b) of the Companies (Appointment and Qualification of Directors) Rules, 2014}.
2.	<p>Arrange any one of following documents (self-attested) as identity proof of the applicant:</p> <ul style="list-style-type: none"> • Income-tax Permanent Account Number (PAN) • Driving license • Bank passbook • Post office identity card • Valid Passport <p>(PAN in case of Indian national and Passport in case of Foreign national is mandatorily required)</p>
3.	<p>Arrange any one of following documents (self-attested) as address proof of the applicant (utility bill shall not be older than 2(two) months in case of Indian National and not older than 1 (one) year in case of Foreign national):</p> <ul style="list-style-type: none"> • Valid Passport • Telephone bill (latest copy) • Electricity bill (latest copy)

S. No.	Particulars
	<ul style="list-style-type: none"> • Water bill (latest copy) • Voter identity card • Gas Connection card • Aadhaar card
4.	<p>Arrange other documents as per requirement of certifying vendors of DSC issuing authority as some vendors may need other documents besides the above documents (identity proof and residence proof) and may need documents to be attested by a banker, Gazetted officer in case of Indian national and by Apostil authority or Indian Consulate in case of Foreign national.</p>
5.	<p>An application for class III Digital Signature Certificate, as required for the Ministry of Corporate Affairs' portal, is to be filed with authorised vendor of digital signature certifying authorities.</p> <p>Note that from 1st January 2021, only class III DSC is required, however, if any person has class II DSC whose validity period falls after 1st January 2021, he/she is not required to renew his/her DSC as he/she can use his/her class II DSC till the period of its validity.</p>
6.	<p>After receiving application from the applicant, the certifying authority will process the application.</p>
7.	<p>After verification of the application form and documents, an application number, video link, DSC status link and OTP verification link will be sent to the applicant's mobile number and email id for audio and visual verification.</p>
8.	<p>Complete the audio and video verification process on the given link and note that during video verification, the applicant must follow the procedure as specified in the link and is also required to show his/her original PAN card and Aadhaar card.</p> <p>Simultaneously the applicant as soon as receive an OTP from vendor of DSC certifying authority on his/her given mobile number, shall forward the same to the vendor of DSC certifying authority as to verify his/her mobile number .</p>
9.	<p>After above verification, the username and password are mailed on the email ID of the applicant so that DSC may be downloaded.</p>
10.	<p>The DSC is generally issued by the vendor within a period of 3 days from the receipt of an application form and completion of audio and video verification and the validity of the DSC may be for 1 year/2 years.</p>
11.	<p>The valid DSC is required to be registered at MCA Portal, so get it registered at MCA portal.</p>
12.	<p>The DSC must be kept in proper custody of the concerned person as to avoid the misuse of it.</p>

S. No.	Particulars
	<p>The subscribers, who are individuals in the Memorandum of Association (MOA) shall be deemed as first directors until the directors are duly appointed by the members in accordance with Section 152 of the Companies Act, 2013 and rules made thereunder (Section 152 of the Act).</p> <ul style="list-style-type: none"> • Not the person intended/proposed to be appointed a director of a company has a valid Director Identification Number (DIN) under section 174 or any other number as may be prescribed under section 174 of the Companies Act, 2013, however, in case of first directors of a new company, the DIN up to 3 (three) persons can be obtained through incorporation with integrated form SPICe-1 (INC-32) (Section 152 of the Act read with rule 152 of the Companies Incorporation Rules, 2014). • Not a total number of directors, at least one director has stayed in India for a total period of not less than 182 days during the financial year. Provided that in case of newly incorporated company, residential status shall be determined proportionately. However, it is not required in case the director is appointed by the Central Government or State Government (Section 152 of the Act). • A person, who is intended to be appointed, shall not be eligible for appointment, if he/she has any disqualification for appointment under section 164 of the Act (Section 164 of the Act read with companies provisions a government company and regulations in COA 2012 about COA 2012). • A person proposed to be appointed as a director in a company other than a company registered under Section 8 (non-profit company) of the Companies Act, 2013 (Section 152 of the Act) <ul style="list-style-type: none"> - shall not hold office as a director including any alternate directorship in more than 20 companies including directorship in dormant companies. - shall not hold office in more than 10 public companies including the private companies which are holding or subsidiary of public company.
1.	In case of one person company, an individual being sole member is deemed to be the first director of the company, if the articles of association has not mentioned the names of first directors (Section 152 of the Act).
2.	Forms created in writing, on or before appointment, from the appointed director to act as director in the company as Form 208-2 (Part 2 of the Companies Incorporation and Qualification of Directors Rules, 2014).
3.	Form created in writing, on or before appointment, from the appointed director as Form 208-3 regarding that he/she is not disqualified under Section 164 of Companies Act, 2013, to act as a Director (Section 164 of the Act read with rule 17 of the Companies Incorporation and Qualification of Directors Rules, 2014).
4.	The particulars of first directors to be integrated with Form SPICe-1 (INC-32) at the time of incorporation of company.

For the detailed procedure, please refer Company Law Procedures & Compliances by Dr. Sanjeev Gupta, 2nd edn, 2021. You can buy from your bookseller or online at www.bharatlaws.com

[COMPANY LAW Procedures & Compliances \(in 2 vols.\)](#)