



M P SANGHAVI & ASSOCIATES LLP

COMPANY SECRETARIES

Regulatory Update – June 2023

Ministry of Corporate Affairs (MCA)

MCA General Notification No. G.S.R. 411(E) dated 02.06.2023 – Amendment to Limited Liability Partnership Rules, 2009.

1. LLP Form No. 3 is substituted with effect from June 02nd, 2023.

For further details refer below mentioned Link:

<https://www.mca.gov.in/bin/dms/getdocument?mids=iiQZzbSNrcRVS%252F9wRBqOew%253D%253D&type=open>

MCA General Notification No. S. O. 2660 (E) dated 14.06.2023 – Amendment to Section 14 of the Insolvency and Bankruptcy Code, 2016.

The Central government hereby notifies that the provisions of Section 14(1) of the Insolvency and Bankruptcy Code, 2016 shall not apply where the corporate debtor has entered into any of the following transactions, arrangements or agreements, namely: -

- (i) the Production Sharing Contracts, Revenue Sharing Contracts, Exploration Licenses and Mining Leases made under the Oilfields (Regulation and Development) Act, 1948 (53 of 1948) and rules made thereunder, and
- (ii) any transactions, arrangements, or agreements, including Joint Operating Agreement, connected or ancillary to the transactions, arrangements or agreements referred to in clause (i).

For further details refer below mentioned Link:

<https://www.mca.gov.in/bin/dms/getdocument?mids=igjGKv5zktdufUjKGZkigA%253D%253D&type=open>



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MCA General Notification No. 06/2023 dated 21.06.2023 – Relaxation in paying additional fees in case of delay in filing DPI-3 for Financial Year ended on 31st March 2023 upto 31st July 2023.

Considering the transition of MCA -21 portal from Version 2 to Version 3, The MCA has granted extension for filling form DPT 3 for financial year ended on 31st March 2023 upto 31st July 2023 without payment of additional fees.

For further details refer below mentioned Link:

<https://www.mca.gov.in/bin/dms/getdocument?mcs=GZbzY8G5s24kITjoGKWLQQ%253D%253D&type=open>

**Attached Below is Compliance Calendar under Companies Act, 2013 and SEBI Act, 1992 for Second Quarter of the Financial year 2023-24.*



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| COMPLIANCE'S UNDER COMPANIES ACT, 2013, Second Quarter (July - September) | | | | | | |
|---|-----------------------------|-----------------|---|--|-------------|-------------------------|
| Sr. No. | Form | Section & Rules | Timelines for compliance | Particulars | Frequency | Applicability |
| 1 | DIR-3 KYC/ Web KYC | Rule 12A | On or before 30 th September of immediate next financial year. | Director's KYC: Every individual who holds a Director Identification Number (DIN) as on 31 st March of a financial year, shall submit KYC details for the said financial year. | Annual | Every Person having DIN |
| OTHER EVENT BASED FORMS | | | | | | |
| 1 | DIR-8 | 164(1) & (2) | Appointment /Reappointment of Director | Every Director at the time of appointment/ reappointment will file with the Company disclosure of non-disqualification. | Event based | Every Director |
| 2 | DIR-9 | Rule 14 (1A) | Within 30 days of receipt of DIR-8 by Company | Whenever Company receives DIR 8 need | Event based | Every Company |



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| | | | | to file DIR 9 with Registrar | | |
|---|--------------|--------|---|---|-------------|---|
| 3 | INC 20 A | 10A | Within 180 Days from the date of Incorporation | Declaration of Commencement of Business | Event based | Every Company |
| 4 | MGT-14 | 117(3) | within 30 days of Special resolution | Every Company need to file Special Resolutions / agreement with Registrar | Event based | Every Company |
| 5 | MGT -14 | 179(3) | Within 30 days of Board Meeting | Adoption of Financials and Director Report | Annual | Every Company |
| 6 | MR 1 | 196 | within sixty days of the appointment | Companies need to file Return of appointment of MD/ WTD/ manager | Event based | Every Company |
| 7 | E-form BEN-1 | 90 | Within 30 days of acquiring significant beneficial ownership or any change there in | Every significant owner needs to Report to company in this form | Event based | Every Person on whom Section 90 applies |



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|----|--------------|--------|---|---|-------------|--|
| 8 | E-form BEN-2 | 90 | Within 30 days of receipt of BEN-1 | Company needs to file with Registrar Return of significant beneficial owners in shares after Receipt of BEN-1 | Event based | Every Company who received BEN- 1 |
| 9 | MGT 4 | 89 | Within 30 days of entering name in Register of members | Person must submit declaration in MGT 4 with the Company | Event based | Every person who's name entered in the Register of Members but who does not hold beneficial interest in the shares |
| 10 | MGT 5 | 89 | Within 30 days acquiring beneficial interest in the shares | Person must submit declaration in MGT 5 with the Company | Event based | Every person who holds beneficial interest in the shares of Company but who's name is not entered in the register of members |
| 11 | MGT 6 | 89(6) | Within 30 days from the receipt of declaration by the company | Return to Registrar for declaration received under Section 89 | Event based | Every Company who receives MGT 4 /MGT 5 |
| 12 | ADT 1 | 139(6) | Within 30 days of incorporation | Notice to the Registrar for appointment of First Statutory Auditor | Event based | Every Company |



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COMPLIANCE'S UNDER SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

| Second Quarter (July-September) | | | |
|---------------------------------|--|--|--------------------------------------|
| Regulation | Compliance | Timeline | Due Date |
| 13 (3) | Statement of Grievance Redressal Mechanism | Within 21 days from the end of the quarter | By 21 st July |
| 27(2)(a) | Corporate Governance Report | Within 21 days from the end of the quarter | By 21 st July |
| 31 (1)(b) | Shareholding Pattern | Within 21 days from the end of the quarter | By 21 st July |
| 76 (1) | Reconciliation of share capital audit report | Within 30 days from the end of the quarter | By 30 th July |
| 32 (1) | Statement of deviation(s) or variation(s) | Within 45 days from the end of the quarter | By 14 th August |
| 33 (3)(a) | Financial Results along with Limited review report/Auditor's report | Within 45 days from the end of the quarter | By 14 th August |
| 23 (9) | Disclosures of related party transactions | on the date of publication of its standalone and consolidated financial results. | - |
| 34(1) | Annual Report | Not later than the day of commencement of dispatch to its shareholders. | Not less than 21 days before the AGM |
| 34(2)(f) | Business Responsibility and Sustainability Report (applicable to top 1000 listed entities) | Along with Annual Report | - |



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| Event Based Compliances | | |
|-------------------------|--|---|
| Regulation | Compliance | Timeline |
| 7(5) | Intimation of appointment of Share Transfer Agent | Within 7 days of Agreement with RTA |
| 28 (1) | In-principle approval of recognized stock exchange(s) | Before issuing securities |
| 29 (2) (b) to (f) | Prior intimation of Board meeting for Buyback, Dividend, Raising of Funds, Voluntary Delisting, Bonus, etc., | Atleast two working days in advance, excluding the date of the intimation and date of the meeting |
| 29 (2) (a) | Prior intimation of Board meeting for Financial Results | Atleast five days in advance (excluding the date of the intimation and date of the meeting) |
| 29(3) | Prior intimation of Board Meeting for alteration in nature of securities etc. | At least eleven working days in advance |
| 30 (6) | Disclosure of events or information | Disclose to stock exchange(s) of all events, as specified in Part A of Schedule III, or information as soon as reasonably possible and not later than twenty-four hours from the occurrence of event or information |
| 30 (6) | Disclosure of events or information | Disclosure with respect to events specified in sub-para 4 of Para A of Part A of Schedule III shall be made within thirty minutes of the conclusion of the board meeting |
| 31(1)(a) | Shareholding Pattern prior to listing of securities | One day prior to listing of securities |
| 31(1)(c) | Shareholding Pattern in case of capital restructuring | Within 10 days of any change in capital +/- 2% |
| 37(2) | Draft Scheme of arrangement | Obtain observation letter or No-objection letter from the stock exchange(s) before filing the scheme with any court or tribunal |
| 39(3) | Loss of share certificates and issue of the duplicate certificates | Within two days of getting information |



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|-------|----------------|---|
| 44(3) | Voting Results | Within two working days of conclusion of Meeting |
| 45(3) | Change in name | Prior approval from Stock Exchange before filing application with Registrar of Companies |
| 46 | Website | The listed entity shall maintain a functional website containing the basic information about the listed entity. |

Disclaimer: Content of this document has been prepared based on relevant regulatory provisions applicable at the time of preparation. While care has been taken to ensure accuracy, completeness, and reliability of information, we assume no responsibility and the users are expected to refer regulatory requirements. This note is not a Professional advice and is subject to change without notice. We assume no responsibility for the consequences of such information.



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