**COMPLIANCE CHECKLIST FOR THE COMPANIES ACT 2013 (THE ACT)**

**CHAPTER VII**

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| **S.NO** | **SECTION/****RULES** | **APPLICATION** | **SUBJECT** | **STEPS TO BE CHECKED** | **COMPLIANCE STATUS (WITH REMARKS , IF ANY)** |
| 1. | 88 | All Companies | Register of Members | 1. Check that the Register of members is maintained in Form No. MGT 1 and the Register of debenture holders is maintained in Form No. MGT 2.
2. Verify that entries are made in these registers within seven days of approval by the Board of Directors for allotment or change in ownership of shares, debentures or other securities.
 |  |
| 2. | 92(1) | All Companies | Annual Return | Check that the Annual Return has been filed in Form No. MGT 7 within 60 days of date of the AGM. |  |
| 3. | 92(2) | Listed Companies and other Companies with paid up capital/ turnover of ten crore or more. | Compliance certificate | Check that a Compliance certificate certified by a company secretary in practise has been filed in Form No. MGT 8 along with the Annual Return. |  |
| 4. | 93 | Listed Companies | Change in stake of Promoters | Where there is a change in the number of shares held by the promoters (change relating to increase or decrease of two percent or more) and top ten shareholders of the Company, check that the Company has filed a statement in Form No MGT 10 with the ROC within 15 days of such change. |  |
| 5. | 96 | All Companies other than One Person Company | Annual General Meeting | Check that the AGM has been held within six months of closing of the financial year. The first AGM can be held within nine months of closing of the first financial year |  |
| **S.NO** | **SECTION/****RULES** | **APPLICATION** | **SUBJECT** | **STEPS TO BE CHECKED** | **COMPLIANCE STATUS (WITH REMARKS , IF ANY)** |
| 6. | 101(1) | All Companies | Notice of General Meeting | Check that a notice of at least 21 clear days has been given for convening the general meeting and in case it is held at a shorter notice, consent of at least ninety percent of the members entitled to vote at that meeting is obtained. |  |
| 7. | 108 | Listed Companies or Companies with at least one thousand shareholders. | Voting through Electronic Means | Check that the Company has provided a facility whereby shareholders can exercise their right to vote through electronic means. |  |
| 8. | 117 | All Companies | Resolutions and Agreements to be filed | Check that the resolutions and agreements required to be filed with the ROC as per this section have been filed in Form MGT 14 (along with the explanatory statement, if required under section 102) within 30 days of passing the resolution. |  |
| 9. | 118 | All Companies | Minutes of Meetings of Board of Directors and general meetings | Check that the minutes are recorded within thirty days of conclusion of the meeting along with the date of such entry. |  |