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## ABOUT THIS DOCUMENT

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This Instruction Kit is designed as a step-by-step guide to assist the user in filling up the webform. This document provides references to law(s) governing the webform, guidelines to access the application, instructions to fill the webform at field level and important check points while filling up the webform along with other instructions to fill the webform.

*User is advised to refer to the respective instruction kit for filing of webform.*

This document is divided into following sections:



**Part I – Law(s) governing the webform**



**Part II – Accessing Form No. MGT-14 application**



**Part III – Instructions to fill the webform**



**Part IV – Key points for successful submission**

*Click on any section link to refer to the particular section.*

## 1 PART I – LAW(S) GOVERNING THE WEBFORM

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Pursuant to Section [117\(1\)](#) of Companies Act, 2013 read with Rule [24](#) of the Companies (Management and Administration) Rules, 2014.

### 1.1 Purpose of the webform

A company or Interim Resolution Professional (IRP)/ Resolution Professional (RP)/ liquidator has to file with the concerned RoC certain resolutions and agreements. These resolutions and/or agreements are to be filed within 30 days after being passed at the meeting of the Board/Shareholders of the company or of the making of the agreement. The particulars of such resolutions or / and agreement are to be filed through this webform.

### 1.2 Important Check Points while filling up the webform

- ✓ Please read instructions and guidelines carefully before filling online application forms.
- ✓ Please attach the required mandatory supporting documents in the specified format only.
- ✓ Please ensure that applicant of the webform is registered at MCA portal before filing the webform.
- ✓ Please note that the Company for which the webform is being filed shall be registered with MCA and shall have a valid CIN.
- ✓ Please ensure that the signatories have an approved DIN or valid PAN or valid Membership number.
- ✓ Please ensure that the business user is associated with the company or authorized by the company to e-file on its behalf (applicable to other Business user).
- ✓ Please ensure that the DSC attached in the webform is registered on MCA portal against the DIN/PAN/Membership number as provided in the webform.
- ✓ Please note that the signing authority of the webform shall have valid and non-expired/non-revoked DSC.
- ✓ Please ensure that dates entered in fields “Date of passing of resolution(s), date of passing of postal ballot resolution(s) and date of the agreement” should be within 30 days for other than IFSC company / 60 days for IFSC company of filing date. If any of the date(s) are beyond 30 days/60 days as the case may be, then separate form is to be filed for every such event date.
- ✓ Please note that the form shall not be signed by a Director/ Manager/ Company Secretary/ CEO/ CFO of the company in respect of whom Form DIR-12/ 32 is pending for payment/approval.
- ✓ Please ensure that DIN shall not be flagged for disqualification.
- ✓ Please note that no other purpose can be selected for filing resolution(s) or agreements in the webform in case purpose selected by the user is either ‘Change of address of registered office resulting in change in State within the jurisdiction of same RoC or outside the jurisdiction of existing RoC’ or ‘Alteration in memorandum for change in name’.
- ✓ If the space within any of the fields is not sufficient to provide all the information, then additional details can be provided as an optional attachment to the webform.
- ✓ Please check for any alerts that are generated using the “Notifications and alerts” function under the ‘My Workspace’ page in the FO user dashboard on the MCA website.

## 2 PART II – ACCESSING FORM NO. MGT-14 APPLICATION

### 2.1 Application Process for Form No. MGT-14

#### 2.1.1 Initial Submission

##### 2.1.1.1 Option 1

**STEP 1:** Access MCA homepage

**STEP 2:** Login to MCA portal with valid credentials<sup>1</sup>

**STEP 3:** Select “MCA services” and further select “E-Filing”

**STEP 4:** Select “Company Forms Download”

**STEP 5:** Access “Form No. MGT-14 (Filing of Resolutions and agreements to the Registrar)”

**STEP 6:** Enter Company Information<sup>2</sup>

**STEP 7:** Search CIN using the search option (optional)<sup>3</sup>

**STEP 8:** Select CIN from the dropdown option (optional)<sup>4</sup>

**STEP 9:** Fill up the application along with e-MoA<sup>5</sup>, e-AoA<sup>6</sup> as applicable

**STEP 10:** Save the webform(s) as a draft (optional)<sup>7</sup>

**STEP 11:** Submit the webform(s)

**STEP 12:** SRN is generated upon submission of webform(s) (The SRN can be used by the user for any future correspondence with MCA)

**STEP 13:** Affix the DSC

**STEP 14:** Upload the DSC affixed pdf document on MCA portal

**STEP 15:** Pay Fees (In case the user does not successfully upload the DSC affixed PDF within 15 days of SRN generation and complete the payment within 7 days of successful upload of DSC affixed document or due date of filing of the webform + 2 days, whichever is earlier, the SRN will be cancelled.)

**STEP 16:** Acknowledgement email is generated

**STEP 17:** Once the webform(s) is processed and purpose selected in the webform is ‘Alteration of Object Clause’, a Certificate of registration of the Special Resolution confirming Alteration of Object Clause(s) is sent to the user

##### 2.1.1.2 Option 2

**STEP 1:** Access MCA homepage

**STEP 2:** Access Form No. MGT-14 through search bar on MCA homepage (website search)<sup>8</sup>

**STEP 3:** Login to MCA portal with valid credentials

<sup>1</sup> In case Option 1 is selected, the user will have an option to either login immediately after accessing the MCA homepage, or login after selecting “Filing of Resolutions and agreements to the Registrar” in case the user is not already logged in.

<sup>2</sup> In case the user filling the webform is a Company user then, CIN and Company name will be auto-populated based on the user id from which the user logs in.

<sup>3</sup> In case the user filling the webform is a Professional user, a search option will be provided on the page allowing the user to search for CIN basis name of Company.

<sup>4</sup> In case the user filing the webform is any other business user, a dropdown option containing a list of all the CIN's and corresponding Company name for Companies where the user is associated shall be displayed.

<sup>5</sup> e-MoA shall be applicable as a linked form if the following options are selected in field number 6 I (a)(i) i.e. “Purpose of filing”: Change of address of registered office resulting in change in State within the jurisdiction of same RoC or outside the jurisdiction of existing RoC or ‘Alteration in Memorandum of Association except in case of change in name, registered office, object clause or change in authorized share capital’ or ‘Alteration in memorandum for change in name’ or ‘Alteration in object clause’.

<sup>6</sup> e-AoA shall be applicable as a linked form if the following options are selected in field number 6 I (a)(i) i.e. “Purpose of filing”: ‘Entrenchment of Articles’ or ‘Alteration of Articles’ or ‘Alteration in memorandum for change in name’.

<sup>7</sup> The option to save the webform as a draft shall be enabled once the user enters the “CIN”.

<sup>8</sup> In case Option 2 is selected, the user will have an option to either login immediately after accessing the MCA homepage or login after performing the website search.

**STEP 4:** Enter Company Information<sup>2</sup>

**STEP 5:** Search CIN using the search option (optional)<sup>3</sup>

**STEP 6:** Select CIN from the dropdown option (optional)<sup>4</sup>

**STEP 7:** Fill up the application along with e-MoA<sup>5</sup> and e-AoA<sup>6</sup> as applicable

**STEP 8:** Save the webform(s) as a draft (optional)<sup>7</sup>

**STEP 9:** Submit the webform(s)

**STEP 10:** SRN is generated upon submission of webform(s) (The SRN can be used by the user for any future correspondence with MCA)

**STEP 11:** Affix the DSC

**STEP 12:** Upload the DSC affixed pdf document on MCA portal

**STEP 13:** Pay Fees (In case the user does not successfully upload the DSC affixed PDF within 15 days of SRN generation and complete the payment within 7 days of successful upload of DSC affixed document or due date of filing of the webform + 2 days, whichever is earlier, the SRN will be cancelled.)

**STEP 14:** Acknowledgement email is generated

**STEP 15:** Once the webform is processed and purpose selected in the webform is 'Alteration of Object Clause', a Certificate of registration of the Special Resolution confirming Alteration of Object Clause(s) is sent to the user

## 2.1.2 Resubmission

### 2.1.2.1 Option 1

**STEP 1:** Access MCA homepage

**STEP 2:** Login to MCA portal with valid credentials

**STEP 3:** Access application history through user dashboard

**STEP 4:** Select MGT-14 application with status as 'Resubmission required'

**STEP 5:** Fill up the application along with e-MoA<sup>5</sup> and e-AoA<sup>6</sup> as applicable

**STEP 6:** Save the webform(s) as a draft (optional)<sup>3</sup>

**STEP 7:** Submit the webform(s)

**STEP 8:** SRN is updated

**STEP 9:** Affixing of DSC

**STEP 10:** Upload the DSC affixed pdf document on MCA portal<sup>9</sup>

**STEP 11:** Resubmission of webform(s) (In case the user does not complete re-submission of the form and upload the DSC affixed pdf document within 24 hours of the SRN update, a SMS and email reminder will be sent to the user daily for 15 days OR till the time this is submitted, whichever is earlier)

**STEP 12:** Acknowledgement email is generated

**STEP 13:** Once the webform(s) is processed and purpose selected in the webform is 'Alteration of Object Clause', a Certificate of registration of the Special Resolution confirming Alteration of Object Clause(s) is sent to the user

<sup>9</sup>For the SRN's that are marked 'Resubmission required', the user is required to update the details in the webform and complete submission (including the upload of DSC affixed pdf) within 15 days from the date the BO user has sent the SRN back for resubmission.

**2.1.2.2 Option 2**

**STEP 1:** Click on the link provided in the notification email sent (received for resubmission)

**STEP 2:** Login to MCA portal with valid credentials

**STEP 3:** Fill up the application along with e-MoA<sup>5</sup> and e-AoA<sup>6</sup> as applicable

**STEP 4:** Save the webform(s) as a draft (optional)<sup>7</sup>

**STEP 5:** Submit the webform(s)

**STEP 6:** SRN is updated

**STEP 7:** Affixing of DSC

**STEP 8:** Upload the DSC affixed pdf document on MCA portal<sup>9</sup>

**STEP 9:** Resubmission of webform(s) (In case the user does not complete re-submission of the form and upload the DSC affixed pdf document within 24 hours of the SRN update, a SMS and email reminder will be sent to the user daily for 15 days OR till the time this is submitted, whichever is earlier)

**STEP 10:** Acknowledgement email is generated

**STEP 11:** Once the webform(s) is processed and purpose selected in the webform is 'Alternation of Object Clause', a Certificate of registration of the Special Resolution confirming Alteration of Object Clause(s) is sent to the user

### 3 PART III – INSTRUCTIONS TO FILL THE WEBFORM

#### 3.1 Specific Instructions to fill 'Form No. MGT-14' at Field Level

*Instructions to fill 'Form No. MGT-14' are tabulated below at field level. Only important fields that require detailed instructions are explained. Self-explanatory fields are not explained.*

| Field No. | Field Name                                                           | Instructions                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |
|-----------|----------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1         | Corporate Identity Number (CIN)                                      | <ul style="list-style-type: none"> <li>i. In case of company users, CIN of company shall be pre-filled based on the user id.</li> <li>ii. In case of professional users, a search option shall be provided to search the CIN basis the company name. either full name of the company or partial name can be used to search the company.</li> <li>iii. In case of other business users, a dropdown option is provided containing the list of CIN with which the user is associated.</li> </ul>                                                                             |
| 2 (a)     | Name of the company                                                  | These fields shall be pre-filled based on the CIN entered by the user in field number 1 i.e., "Corporate Identity Number (CIN)" and shall be non-editable.                                                                                                                                                                                                                                                                                                                                                                                                                |
| 2 (b)     | Address of the registered office of the company                      |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |
| 2 (c)     | Email -ID of the company                                             |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |
| 3         | Registration of                                                      | <ul style="list-style-type: none"> <li>i. Select the applicable purpose(s) for which the webform is being filed from the radio buttons. All the options provided under this field are independent from each other.</li> <li>ii. Please note that user can select multiple options in the given field.</li> <li>iii. Please note that in case a single resolution is passed and it is passed by 'Postal ballot resolution(s) under Section 110' the user is allowed to select only option 3 i.e. 'Postal ballot resolution(s) under Section 110' in this field.</li> </ul> |
| 4 (a)     | Date of dispatch of notice for passing of resolution(s) (DD/MM/YYYY) | <ul style="list-style-type: none"> <li>i. This field shall be displayed and mandatory in case if 'Resolution(s)' is selected in field number 3 i.e. "Registration of".</li> <li>ii. Please ensure that the date entered in this field shall be less than or equal to the system date.</li> <li>iii. Please ensure that the date entered in this field shall be greater than incorporation date of company.</li> </ul>                                                                                                                                                     |
| 4 (b)     | Date of passing of resolution(s) (DD/MM/YYYY)                        | <ul style="list-style-type: none"> <li>i. This field shall be displayed and mandatory in case if 'Resolution(s)' is selected in field number 3 i.e. "Registration of".</li> <li>ii. Please ensure that the date entered in this field shall be less than or equal to the system date.</li> <li>iii. Please ensure that the date entered in this field shall be greater than incorporation date of company.</li> </ul>                                                                                                                                                     |

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| Field No.   | Field Name                                                                         | Instructions                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |
|-------------|------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|             |                                                                                    | iv. Please note that date entered in this field shall be greater than or equal to the date entered in field number 4 (a) i.e. "Date of dispatch of notice for passing of resolution(s) (DD/MM/YYYY)".                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| 5 (a)       | Date of dispatch of notice for passing of postal ballot resolution(s) (DD/MM/YYYY) | i. This field shall be displayed and mandatory in case 'Postal ballot resolution(s) under Section 110 (a)' is selected in field number 3 i.e. "Registration of".<br>ii. Please ensure that the date entered in this field shall be less than or equal to the system date.<br>iii. Please ensure that the date entered in this field shall be greater than incorporation date of company.                                                                                                                                                                                                                                                                  |
| 5 (b)       | Date of passing of postal ballot resolution(s)                                     | i. This field shall be displayed and mandatory in case 'Postal ballot resolution(s) under Section 110 (a)' is selected in field number 3 i.e. "Registration of".<br>ii. Please ensure that the date entered in this field shall be less than or equal to the system date.<br>iii. Please ensure that the date entered in this field shall be greater than incorporation date of company.<br>iv. Please note that date entered in this field shall be greater than or equal to the date entered in field number 5 (a) i.e. "Date of dispatch of notice for passing of postal ballot resolution(s) (DD/MM/YYYY)".                                           |
| 6           | Number of resolution(s) for which the form is being filed                          | i. This field shall be displayed and mandatory only if either 'Resolution(s)' or 'Postal ballot resolution (s) under Section 110 (a)' is selected in field number 3 i.e. "Registration of".<br>ii. Please note that number entered in this field shall be greater than zero and shall be in a value range from 1 to 99.<br>iii. Basis on the number of value entered in this field, data fields in the form of blocks shall be regenerated under this section from fields 6 I (a) to 6 I (h) i.e. "Details of the resolution" to "Whether ordinary or special resolution or with requisite majority".                                                     |
| 6 I (a) (i) | Purpose of passing the resolution                                                  | i. This field shall be displayed and mandatory only if either 'Resolution(s)' or 'Postal ballot resolution (s) under Section 110 (a)' is selected in field number 3 i.e. "Registration of".<br>ii. Please note that form MGT-14 can't be filed for any other purposes/agreements, in case the purpose is selected as - 'Change of address of registered office resulting in change in State within the jurisdiction of same RoC or outside the jurisdiction of existing RoC'/'Alteration in memorandum for change in name'.<br>iii. Please note that the Option 'Voluntary liquidation under section 59' shall not be allowed to be selected in more than |

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| Field No.   | Field Name                                            | Instructions                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
|-------------|-------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|             |                                                       | <p>one block in case details of more than one resolution are entered.</p> <p>iv. Please ensure that purpose selected in this field is correct as the processing by the RoC office shall be dependent upon the same.</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| 6 I (b) (i) | Section of the Companies Act, 2013 under which passed | <p>i. This field shall be displayed and mandatory only if either 'Resolution(s)' or 'Postal ballot resolution (s) under Section 110 (a)' is selected in field number 3 i.e. "Registration of".</p> <p>ii. This field shall not be displayed in case the user selects 'Others under Companies Act, 2013' in field number 6 I (a) (i) i.e. "Purpose of passing the resolution".</p> <p>iii. This field shall be pre-filled basis the purpose selected by user in field number 6 I (a) (i) i.e. "Purpose of passing the resolution".</p> <p>iv. This field shall be an open field in case option 'Others' is selected in field number 6 I (a) (ii) i.e. "Type of allotment of securities".</p> |
| 6 I (f)     | Mention whether resolution passed by postal ballot    | <p>i. This field shall be prefilled as 'Yes' if only single option 'Postal ballot resolution(s) under Section 110' is selected in field number 3 i.e. "Registration of".</p> <p>ii. Please note that it shall be mandatory to select 'Yes' in at least one of the regenerated blocks if more than one option is selected in field number 3 i.e. "Registration of" and one of them being 'Postal ballot resolution(s) under section 110'.</p>                                                                                                                                                                                                                                                |
| 7 (b)       | Search and select industry sub-class                  | <p>i. This field shall be displayed and mandatory if 'Yes' is selected in field number 7 (a) i.e. "Is there any change in the industrial activity of the company".</p> <p>ii. Please note that an option to select 5-digit NIC codes through a separate search and select window is provided to the user.</p> <p>iii. Maximum 3 NIC codes can be selected through that window.</p>                                                                                                                                                                                                                                                                                                          |
| 7 (c)       | Main Sub-class of industrial activity of the company  | <p>i. This field shall be displayed and mandatory if 'Yes' is selected in field number 7 (a) i.e. "Is there any change in the industrial activity of the company".</p> <p>ii. Please ensure that a valid five-digit NIC code (sub-class) provided in NIC-2008 table is provided in this field.</p> <p>iii. In case, more than 1 NIC codes are selected, then it will be required to select one of the NIC codes as primary NIC code (i.e. the identifier for CIN number) within the search window.</p>                                                                                                                                                                                      |

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| Field No. | Field Name                                                                                                                                                                                                                                | Instructions                                                                                                                                                                                                                                                                                                                                                                                                                     |
|-----------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|           |                                                                                                                                                                                                                                           | iv. Please note that first two-digit of the entered NIC Code should be 64, 65 or 66 in case 'Type of Company' is 'IFSC Company'.                                                                                                                                                                                                                                                                                                 |
| 11        | Service request number(SRN) of RUN Form                                                                                                                                                                                                   | i. This field shall be displayed and mandatory only if 'Alteration in memorandum for change in name' is selected in field number 6 I (a) (i) i.e. "Purpose of passing the resolution".<br>ii. Please ensure that SRN entered in this field shall be a valid SRN of RUN webform.                                                                                                                                                  |
|           | <b>Attachments</b>                                                                                                                                                                                                                        | All the attachments shall be either in pdf or.jpg format. The size of each individual attachment can be up to 2MB.                                                                                                                                                                                                                                                                                                               |
| (a)       | Copy(s) of resolution(s) along with copy of explanatory statement under section 102                                                                                                                                                       | This attachment shall be mandatory to attach in case either of the options 'Resolution(s)' or 'Postal ballot resolution(s) under Section 110' is selected in field number 3 i.e. "Registration of".                                                                                                                                                                                                                              |
| (b)       | Copy of agreement                                                                                                                                                                                                                         | This attachment shall be mandatory to attach in case option 'Agreement' is selected in field number 3 i.e. "Registration of".                                                                                                                                                                                                                                                                                                    |
| (c)       | Optional attachment(s) - if any                                                                                                                                                                                                           | i. This field can be used to provide any other information.<br>ii. Please note that the user has an option to upload up to five optional attachments.                                                                                                                                                                                                                                                                            |
|           | <b>Declaration</b>                                                                                                                                                                                                                        |                                                                                                                                                                                                                                                                                                                                                                                                                                  |
|           | I am authorised by the Board of Directors of the company vide resolution no.....                                                                                                                                                          | i. This shall be displayed and mandatory if designation selected in signatory field is other than 'IRP'/ 'RP'/ 'Liquidator'.<br>ii. Enter the serial number of the resolution, authorising the authorised signatory to sign and submit the application.                                                                                                                                                                          |
|           | dated.....(DD/MM/YYYY) to sign this form and declare that all the requirements of Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. | i. This shall be displayed and mandatory if designation selected in signatory field is other than 'IRP'/ 'RP'/ 'Liquidator'.<br>ii. Please ensure that the date entered in this field shall be less than or equal to the system date.<br>iii. Please ensure that the date entered in this field shall be greater than or equal to the date of incorporation of the company                                                       |
|           | To be digitally signed by Designation                                                                                                                                                                                                     | i. Select the relevant option from the dropdown list – Director/ Manager/ Company Secretary/ CEO/ CFO/ Insolvency Resolution professional (IRP)/ Resolution professional (RP)/ Liquidator.<br>ii. Options 'Insolvency Resolution professional (IRP)/ Resolution professional (RP)/ Liquidator' can be selected in case status of the company is 'Under CIRP' or 'Under liquidation' and in such case dropdown options 'Director/ |

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| Field No. | Field Name                                                                                                                                                                                                                             | Instructions                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
|-----------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|           |                                                                                                                                                                                                                                        | Manager/ Company Secretary/ CEO/ CFO' shall be disabled.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |
|           | Director identification number of the director; or<br>DIN or PAN of the manager or CEO or CFO or Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator; or<br>Membership number of the Company secretary | <ol style="list-style-type: none"> <li>In case the person digitally signing the webform is a Director - Enter the approved DIN.</li> <li>In case the person digitally signing the webform is Manager, Chief Executive Officer (CEO) or Chief Financial Officer (CFO) - Enter approved DIN or valid income-tax PAN.</li> <li>In case the person digitally signing the webform is Company Secretary – Enter membership number (in case of other than Section 8 company) and enter either membership number/ PAN (in case of Section 8 company).</li> <li>In case the person digitally signing the webform is Insolvency Resolution professional (IRP) or Resolution professional (RP) or Liquidator – Enter valid income-tax PAN. Please ensure that PAN entered in this field shall be same PAN as entered in field number 8 (c) (ii) “Income-tax permanent account number (Income-tax PAN)”.</li> </ol>                                     |
|           | <b>Certificate by Practicing Professional</b><br><br>To be digitally signed by                                                                                                                                                         | <ol style="list-style-type: none"> <li>This field shall be mandatory except in case of OPC and Small company.</li> <li>The webform shall be certified by a chartered accountant (in whole-time practice) or cost accountant (in whole-time practice) or company secretary (in whole-time practice) by digitally signing the webform.</li> <li>In case the professional is a chartered accountant (in whole-time practice) or cost accountant (in whole-time practice) then enter the membership number.</li> <li>In case the professional is a company secretary (in whole-time practice) then enter the certificate of practice number.</li> <li>Select the relevant category of the professional and whether he/ she is an associate or fellow.</li> <li>Please ensure that membership/ certificate of practice number of the professional corresponds to the ‘Associate’ or ‘Fellow’ member category selected in the webform.</li> </ol> |

## Instruction Kit for Form No. MGT-14 (Filing of Resolutions and agreements to the Registrar)

### 3.2 Other instructions to fill 'Form No. MGT-14'

| Buttons           | Particulars                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |
|-------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Choose File       | <ol style="list-style-type: none"> <li>Click the “Choose File” button to browse and select a document that is required to be attached as a supporting to ‘Form No. MGT-14’.</li> <li>This is an optional field.</li> <li>All the attachments should be uploaded in <b>pdf or .jpg format</b>. The total size of the document being submitted can be <b>up to 10 MB</b>.</li> <li>The user has an option to attach multiple files as attachments within the webform.</li> </ol>                                                                                                                                                                                                                                                                                                                                                                                                           |
| Remove            | The user has an option to remove files from the attachment section using the “Remove” option provided against each attachment.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |
| Download          | The user has an option to download the attached file(s) using the “Download” option provided against each attachment.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |
| Save              | <ol style="list-style-type: none"> <li>Click on Save button for saving the application in a draft form at any given point in time prior to submitting the webform.</li> <li>The ‘Save’ option will be enabled only after entering the ‘<b>CIN</b>’.</li> <li>This is an optional field.</li> <li>On saving the webform, all the information filled in the webform will be saved and can be edited/updated till the time webform is submitted.</li> <li>The previously saved drafts can also be accessed (at a later point in time) using the application history functionality.</li> </ol>                                                                                                                                                                                                                                                                                               |
| Submit            | <ol style="list-style-type: none"> <li>This is a mandatory field.</li> <li>When the user clicks on the submit button the details filled in the webform are auto saved and the system verifies the webform. In case errors are detected the user will be taken back to webform and all the relevant error messages shall be displayed.</li> <li>In case at the submission of webform no errors are detected by the system the submission will be successful.</li> </ol>                                                                                                                                                                                                                                                                                                                                                                                                                   |
| Save and Continue | <ol style="list-style-type: none"> <li>This field shall be displayed and mandatory for filing eMoA as a linked form, if the following options are selected in field number 6 I (a)(i) i.e. “Purpose of filing”: <ul style="list-style-type: none"> <li>Change of address of registered office resulting in change in State within the jurisdiction of same RoC or outside the jurisdiction of existing RoC</li> <li>Alteration in Memorandum of Association except in case of change in name, registered office, object clause or change in authorized share capital</li> <li>Alteration in memorandum for change in name</li> <li>Alteration in object clause</li> </ul> </li> <li>In case if the company has filed e-MoA before, information of most recent e-MoA shall be pre-filled and editable except the change in the details for which this MGT-14 webform is filed.</li> </ol> |

**Instruction Kit for Form No. MGT-14**  
(Filing of Resolutions and agreements to the Registrar)

| Buttons | Particulars                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
|---------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|         | <p>iii. In case purpose selected is 'Alteration in object clause' in field number 6 I (a) (i) i.e. "Purpose of passing the resolution", then description of the primary business activity corresponding to the NIC code would be auto-populated in e-MOA from field number 7 (d) i.e. "Description of the main sub-class" of this webform.</p> <p>iv. This field shall be displayed and mandatory for filing of eAoA as a linked form, if the following options are selected in field number 6 I (a)(i) i.e. "Purpose of filing":</p> <ul style="list-style-type: none"> <li>• Entrenchment of Articles</li> <li>• Alteration of Articles</li> <li>• Alteration in memorandum for change in name</li> </ul> <p>v. In case if the company has filed e-AoA before, information of most recent e-AoA shall be pre-filled and editable except the change in the details for which this MGT-14 webform is filed.</p> |

## 4 PART IV – KEY POINTS FOR SUCCESSFUL SUBMISSION

### 4.1 Fee rules

| S# | Purpose of webform                                    | Normal Fee                                                                      | Additional (Delay Fee) | Logic for Additional Fees                                                                  |                                                 |
|----|-------------------------------------------------------|---------------------------------------------------------------------------------|------------------------|--------------------------------------------------------------------------------------------|-------------------------------------------------|
|    |                                                       |                                                                                 |                        | Event Date                                                                                 | Time limit (days) for filing                    |
| 1  | Filing of Resolutions and agreements to the Registrar | The Companies (Registration offices and Fees) Rules, 2014 (Refer Table 1 below) | Refer Table 2          | Date of passing the resolution/ postal ballot/ making any agreement, whichever is earlier. | Within 30 Days/ 60 days in case of IFSC company |

*Fee payable is subject to changes in pursuance of the Act, or any rule or regulation made, or notification issued thereunder.*

#### 4.1.1 Companies (Registration offices and Fees) Rules, 2014

Table 1

*Normal filing fee*

*In case of company having share capital*

| S# | Nominal Share Capital (INR) | Fee applicable (INR) |
|----|-----------------------------|----------------------|
| 1  | Less than 1,00,000          | 200                  |
| 2  | 1,00,000 to 4,99,999        | 300                  |
| 3  | 5,00,000 to 24,99,999       | 400                  |
| 4  | 25,00,000 to 99,99,999      | 500                  |
| 5  | 1,00,00,000 or more         | 600                  |

*In case of company not having share capital*

**Normal Fee applicable (INR)**

200

Table 2  
Additional Fees in case of delay in filing of webforms

| S# | Period of delay                      | Additional fee applicable (INR) |
|----|--------------------------------------|---------------------------------|
| 1  | Up to 30 days                        | 2 times of normal filing fees   |
| 2  | More than 30 days and up to 60 days  | 4 times of normal filing fees   |
| 3  | More than 60 days and up to 90 days  | 6 times of normal filing fees   |
| 4  | More than 90 days and up to 180 days | 10 times of normal filing fees  |
| 5  | More than 180 days                   | 12 times of normal filing fees  |

## 4.2 Processing Type

MGT-14 webform shall be processed in Conditional STP mode. For the following 10 purposes, this webform will be processed in Non-STP mode:

- Conversion from public to private company
- Conversion from private to public company
- Allotment of Securities (Issue of sweat equity shares)
- Allotment of Securities (Issue of further shares to employees under scheme of employees stock option)
- Allotment of Securities (Preferential or Private allotment)
- To request the Government to investigate the affairs of the company and to appoint inspectors
- Change in objects of the company in case company has unutilized amount of money raised through issue of prospectus
- Issue of Global Depository Receipts in any foreign country
- Investigation into the affairs of the company by Serious Fraud Investigation
- Voluntary liquidation under sec 59

For all other purposes, this webform shall be processed in STP mode and shall be taken on record through electronic mode without any further processing. Ensure that all particulars in the webform are correct. There is no provision for resubmission of this webform.

## 4.3 Useful links

- Link to access Form No. MGT-14: <https://www.mca.gov.in/content/mca/global/en/mca/e-filing/company-forms-download.html>~~https://www.mca.gov.in/MinistryV2/companyformsdownload.html~~
- FAQs related to e-filing: <https://www.mca.gov.in/MinistryV2/efiling.html>
- Payment and Fee related Services: <https://www.mca.gov.in/MinistryV2/paymentservices.html>