

COMPLIANCE REQUIREMENTS AS PER COMPANIES ACT, 1956**A. BACKGROUND:**

The Karnataka State Police Housing Corporation Limited was incorporated as a Private Company on 17th June 1985 with the following main objects:

- i. To construction of buildings for housing the employees of the Government of Karnataka in the Police, Prisons, Home Guards and Fire Force Departments .
- ii. To undertake construction of buildings for the office of the Departments of Police, Prisons, home Guards such as the administrative offices, Police Stations, Jails, Fire Stations, Training Institutions, District Scientific Laboratories, forensic Science Laboratories, Dormitories.
- iii. To construct schools, hospitals, health centres, shops, clubs, auditoriums, maternity homes, kalyana mantaps etc., that will be built out of the police Benevolent Fund and also to undertake constructon of any tpe of buildings entrusted to it by the Govt. from time to time.

The Corporation amended the objects clause of the memorandum by including the following additional objects w.e.f. 7th February 2007

- :
- To act as consulting Contractors, Engineers, Designers and Developers for infrastructure related projects.
 - To offer Services in the areas of electronic data processing using the IT Infrastructure setup that will allow various e-governance and Citizen Services.
 - To develop, market and operate internet portals in user friendly form in all spheres of activities and provision of convenience services like utility payments, travel and tourism bookings, groceries and E- shopping and E – commerce.
 - To design, develop and market software, hardware and total information technology products for various industries, to act as consultants in implementing total information technology solutions for industries, government departments and research and development establishments.
 - To establish, recruit for and operate a training facility for training personnel who can be employed in rendering the services offered by the company.

The Company is a 'private Company' within the meaning of Section 3(1)(iii) of the Companies Act, 1956 and accordingly:

- a) The right to transfer shares of the company is restricted as provided in the Articles of Association of the Company;
- b) The number of members of the company shall not exceed fifty excluding:
 - i) The persons who are for the time being in the employment of the company; and
 - ii) The persons who having been formerly in the employment of the company were members of the company while in that employment and have continued to be members after the employment ceased but where two or more persons hold one or more shares in the Company jointly, they shall, for the purposes of this article be treated as a single member.
- c) Any invitation to the Public to subscribe for any shares in or debentures of the Company is hereby prohibited.
- d) Any invitation to acceptance of deposits from persons other than its members, directors or their relatives is prohibited. (included pursuant to Companies (Amendment) Act, 2000)

B. SHARE CAPITAL:

Authorized Capital: The Corporation's authorized capital is Rs. 10,00,00,000/- (Rupees Ten Crores Only) divided into 10,00,000 (Ten Lakhs) equity shares of Rs. 100/- (Rs. one hundred) each with the rights, privileges and conditions attaching thereto as may be provided by the Articles of Association of the Company with power to increase or reduce the capital and to divide the shares into several classes and attaching thereto such preferential and other rights, as may be determined by or in accordance with the Articles of Association of the Company. The Corporation can increase its share capital by such amount as it thinks expedient by issues of new shares in the manner prescribed in the Act subject to the approval of the Government.

Issued, Subscribed and Paid Up Capital: The Company's paid up capital at present is Rs. 12,00,000/- (Rupees Twelve Lakhs Only) divided into 12000 (Twelve Thousand) equity shares of Rs. 100/- (Rs. one hundred) each and the Government of Karnataka holds the entire paid up capital with the following holding the shares at present as nominees of Government of Karnataka

1. Governor of Karnataka	.....	11980
2. Sri R.Sri Kumar, CMD	.....	5
3. Sri S.Ramakrishna, Home Secretary	.....	5
4. Sri Shivanandacharya, Special Officer Zilla Parishad, FD	.....	5
5. Sri Revanna Gowda, Deputy Secretary PWD (Services)	.....	5

Allotment of Shares and Issue of Share Certificates:

The Corporation can allot or otherwise dispose of the shares from time to time on such terms and conditions as the Board may determine with the prior approval of the Government.

As per Sec. 113 of the Companies Act, 1956 the Share certificates for the shares allotted by the Board have to be issued within 3 months from the date of allotment. The certificates should be stamped with a stamp duty of 0.1% of the issue value. As per Rule 6 of the Companies (Issue of Share Certificate) Rules 1960, the share certificates should be issued under the common seal of the company, which shall be affixed in the presence of (i) two directors or persons acting on behalf of the directors under a duly registered power of attorney; and (ii) the secretary or some other person appointed by the Board for the purpose. The two directors or their attorneys and the secretary or other person shall sign the share certificate.

Particulars of every share certificate issued in accordance with the Companies (Issue of Share-Certificate) Rules, 1960 has to be entered in the Register of Members and the same has to be authenticated by the secretary or such other person as may be appointed by the Board for purposes of sealing and signing the share certificate.

Transfer of Shares:

Government of Karnataka holds the entire paid up share capital and issues orders for transfer of shares from time to time. The Board of Directors of the Corporation has to note the transfers and record the same in the Register of Transfers. The Register of Members needs to be updated accordingly.

C. MANAGEMENT**I. Board of Directors:**

The management of the Company vests with the Board of Directors. The Corporation will have not less than 2 and not more than 12 directors. So long as the Government holds not less than 51%, the Government is entitled to appoint all the Directors of the company, subject to the rights of the financial institutions to appoint their nominees on the Board of the Corporation pursuant to Article 10 of the Articles of Association of the Corporation. The Government also has the power to remove all or any of the directors, other than Directors appointed by the financial institutions under Article 10 of the Articles of Association of the Corporation.

Composition:

At present the composition of the Board of Directors is as follows:

- a. Chairman and Managing Director
- b. Executive Director
- c. One person representing the Finance Department
- d. One person representing the Home Department
- e. One person representing the PWD Department
- f. One person representing the Client interest (generally DG, Home Guards, Fire & Emergency Services)
- g. The immediate past CMD
- h. One person representing the TTM
- i. Nominee of lending institution/s. At present from HUDCO.

Appointment of Directors:

The Government issues orders for appointment of all the Directors, including the nominees of the lending financial institutions. The effective date of appointment is as per the order. The Board has to take note of the appointments and cessations at the immediate next board meeting. In case of nominee directors, the government issues orders on the recommendation of the appointing financial institution.

Necessary Form 32 for appointment and cessation of directors has to be filed with the Registrar of Companies within 30 days from the effective date of appointment and cessation. Necessary entries need to be made in the Register of Directors immediately after the Board takes note of the appointments and cessations.

Compliance:

Whenever a new director is nominated and the existing director's nomination is withdrawn, the company is required to file Form 32 with the Registrar of Companies, Bangalore, within 30 days from the effective date of appointment or withdrawal of the nomination.

The newly appointed Directors have to apply for Director Identification Number (DIN) from the Ministry of Company Affairs. On getting the DIN approved, they have to intimate their DIN to the Corporation to enable the Corporation to file necessary returns for his/her appointment. In case if they already have DIN, they may straight away intimate the Corporation their DIN number.

All the Directors have to intimate their interest in other companies/firms within 30 days from the date of becoming interested and on an annual basis in Form 24AA during the last quarter of the financial year. Form 24AA received from the Directors has to be placed before the Board for noting at the immediate next Board Meeting. Then the same has to be entered in the register maintained under sec. 301 of the Companies Act, 1956.

All the Directors are required to declare that they are not disqualified to act as director pursuant to sec. 274(1)(g) of the Companies Act.

Section 274(1)(g) of the Companies Act, 1956 reads as follows:

A person shall not be capable of being appointed director of a company, if such person is already a director of a public company which, -

- (A) has not filed the annual accounts and annual returns for any continuous three financial years commencing on and after the first day of April, 1999; or
- (B) has failed to pay its deposit or interest thereon on due date or redeem its debentures on due date or pay dividend and such failure continues for one year or more;

Provided that such person shall not be eligible to be appointed as a director of any other public company for a period of five years from the date on which such public company, in which he is a director, failed to file annual accounts and the annual returns under sub-clause (A) or has failed to pay its deposit or interest or redeem its debentures on due date or pay dividend referred to in clause (B).

Although section 274(1)(g) of the Companies Act, 1956 does not apply to private companies, the same has to be complied with since the Statutory Auditors insist on the same as they have to include a para in this regard in their Report.

This declaration is required to be placed at the Board Meeting where the annual accounts of the company are being approved. The Board has to take note of the same and produce the same to the Statutory Auditors for their reporting.

Powers

As per the Articles of Association of the company, the business of the company shall be managed by the Directors, who may pay all expenses incurred in setting up and registering the company and may exercise all such powers of the company, as are not, by the act, or any statutory modification thereof for the time in force, or any other Act or by these articles,

required to be exercised by the company in general meeting, subject, nevertheless to any regulation of the Articles to the provision of the Companies Act, 1956 or any other Act and to such regulation being not inconsistent with the aforesaid regulations or provisions, as may be prescribed by the company in General Meeting; but no regulation made by the company in General Meeting shall invalidate any prior act of the Directors which could have been valid if that regulation had not been made.

Without prejudice to the general powers conferred by the Articles of Association and subject to the provisions of the Act, the Board shall have the following powers, that is to say power:

1. to purchase, take on lease or otherwise acquired for the company, property rights or privileges which the company is authorized to acquire at such price and generally on such terms and conditions as it thinks fit
2. to authorize the undertaking of works of a capital nature
3. to pay for any property, rights or privileges acquired by or services rendered to the company either wholly or partially in cash or in shares, bonds, debentures or other securities which may be either specifically charged upon all or any part of the property of the company and its uncalled capital or not so charged
4. to secure the fulfillment of any contracts or engagement entered into by the company by mortgage or charge on all or any of the property of the company and its uncalled capital for the time being or in such manner as may deem fit
5. to appoint and, at their discretion, remove or suspend such managers, secretaries, officers, clerks, agenda and servants or permanent, temporary or special services as it may from time to time think fit, and to determine its powers and duties and fix their salaries or emoluments and to require security in such instances and to such amount as it thinks fit.
6. to appoint any person or persons (whether Incorporated or not) to accept and hold in trust for the company, any property belonging to the company, or in which it is interested or for any other purposes and to execute and to do all such deeds and other things as may be required in relation to any such trust, and to provide for the remuneration of such trustee or trustees
7. to institute, conduct, defend, compound, or abandon otherwise concerning the officers any legal proceedings by or against the company or its officers of the company, and also to compound and allow time for payment or satisfaction of any claims or demands by or against the company

8. to refer any claim or demand by or against the company to arbitration, and observe and perform the awards

9. to make and give receipts, releases and other discharges for money payable to the company and for the claims and demands of the company

10. to determine who shall be entitled to sign on the company's behalf, bills, receipts, acceptances, endorsements, cheques, releases, contracts and documents

11. to provide from time to time for the management of the affairs of the company in such manner as it thinks fit and in particular to appoint any persons to be the attorney or agent of the company with such powers (including powers to sub0delegate) and upon such terms as may be thought fit

12. to invest subject to such general or special directives, if any, given by the Government in this behalf in securities or in any other scheduled bank or banks for having call deposits and opening current account and deal with any of the moneys of the company upon such investment authorized by the Memorandum and Articles of Association of the company (not being shares in this company) and in such manner as it thinks fit, and from time to time to vary or release such investments

13. subject to the provisions regarding consent of the Governor, or the Government to sell dispose of or transfer the business or property, if any, of the company or any part thereof for such considerations the company may deem proper and in particular for shares, debentures or securities of any other company having objects altogether or in part similar to those of the company

14. to execute in the name and on behalf of the company in favour of any Director or other person who may incur or about to incur any liability for the benefit of the company such mortgages of the company's property (present and future) as it thinks fit and any such mortgage may contain a power to sale and such other powers, covenants and provisions as shall be agreed upon

15. subject to the approval of the Government to give any person employed by the company a commission on the profits of the company, and such commission or share of profits shall be treated as the working expenses of the company

16. to make, vary and repeal from time to time Articles for the regulation of the business of the company, its officers and servants

17. to establish from time to time and at any time any local board or Committees there of for managing any of the affairs of the company in any specified locality in the State of Karnataka, or out of Karnataka and to appoint any persons to be members of such Local Board or committee and to fix their remuneration; and from time to time and at any time to delegate to any person so appointed any of the powers, authorities and discretion for the time being vested in the Board of Directors other than their powers to make calls, and to authorize the members for the time being of any such local Boards or committees or any of them to fill up any vacancies and any such appointment or delegation may be made in such terms and subject to such conditions as the Board of Directors may think fit, and the Board of Directors may at any time remove any person so appointed and may annul or vary any such delegation

18. to delegate all or any of the powers, authorities and discretion for the time being invested in it, subject, however, to the ultimate control and authority being retained by it, to the Managing Director

II. Managing / Executive Directors:

The day to day affairs of the company is looked after by the Managing Director and the Executive Director.

The Government has the power to appoint any one of the Directors of the Board to be Managing Director for such period and upon such terms as they may think fit, for the conduct or management of the business of the company, subject to the control and supervision of the Board of Director. The Government is also empowered to appoint the Managing Director as the Chairman of the Corporation.

Delegation of Powers:

So far the following powers have been delegated to MD/CMD/ED by the Board.

1. All administrative and financial powers in the day to day management of the Corporation have been delegated to the Managing Director by the Board except the following powers.

CAPITAL EXPENDITURE:

- a. Approval of tenders where the rates quoted are above 15% of the current schedule of rates.
- b. All capital works exceeding Rs. 5 lakhs
- c. Repair works costing in excess of Rs. 25,000/- in a financial year.

PERSONNEL:

- a. Creation and appointment to posts carrying a maximum pay of Rs1800/- per month and above.
- b. Change in wage structure.
- c. Amendments, Modifications or alterations to regulations concerning service conditions.
- d. Re – employment and extension of service of retired personnel.

However, KSPHC Quality System Procedure (QSP) 17, which has been approved by the Board and made effective from 1st January 2008 confers the following financial powers to CMD, ED and other Executives of the Corporation as follows:

Delegation of Financial Powers					
1. To accord administrative sanction to works					
Note: Administrative sanction can be accorded only in respect of works for which budget provision to the extent of 100% of the estimated cost exists					
Nature of works	CMD	ED	CE	SE	EE
Original works (Residential and Non Residential) Schemes or Deposit Contribution works	Full powers	Above Rs.50 lakhs and upto Rs.100 lakhs each work	Upto Rs.50 lakhs each work	NIL	NIL
Repair works ordinary and special (Residential and Non Residential) Schemes or Deposit Contribution works	Full powers	Full powers	From Rs. 5 lakhs to Rs.10 lakhs each work	Up to Rs.5 lakhs each work	

2. To accord technical sanction to detailed estimates or works (which are covered by administrative sanction) or parts of works sanctioned					
Original estimates for original works					
Nature of works	CMD	ED	CE	SE	EE
Buildings & Roads works	Full powers	Above Rs.1 crore and upto Rs.2 crore each work	Upto Rs.1 Crore each work	Rs.25 lakhs each work	Rs.10 lakhs each work
Estimate of repairs works:					
Ordinary and Special Repairs to buildings, residential as well as non residential,	Full powers	Full powers	Full powers	Upto Rs.5 Lakhs each work	Upto Rs.2 Lakhs each work
Note: Percentages indicated exclude Municipal Taxes					
3. To assign sanctioned works either wholly or in part for execution as Tender accepting Authority					
Nature of works	CMD	ED	CE	SE	EE
To contractors after calling for tender and accepting the lowest of eligible tenders or the single tender, if any, provided that the rates of the acceptable tender does not exceed the corresponding amount of sanctioned estimate recast on the basis of CSR.	All works irrespective of amount of sanctioned estimate as long as the cost of work or part of it, if any, exceeds the corresponding amount of the sanctioned estimate recast on the basis of CSR by not more than 15%	Up to Rs.2 Crore as long as the cost of work or part of it, if any, exceeds the corresponding amount of the sanctioned estimate recast on the basis of CSR by not more than 12%	Up to Rs.1 Crore as long as the cost of each work or part of it does not exceed by more than 10% of CSR	Rs.25 lakhs as long as the cost of each work or part of it does not exceed by more than 5% of CSR	Rs.10 lakhs as long as the cost of each work or part of it does not exceed CSR

Nature of works	CMD	ED	CE	SE	EE
Entrustment of piece works at rates not more than CSR with or without invitation of public tenders to the best advantage of Corporation.	NIL	NIL	NIL	Rs.100000/- each	Rs.50000/- each
According approval to extra or deviated items in case of works carried out on contract basis (EIRL)	Full powers	Cases, in which the amounts exceed beyond contract amount, shall be sent to CMD for approval, through ED	Full powers subject to adjustment within the savings amount of contract	Rs.2 lakhs or upto 8% of the amount put to tender for each work, whichever is less, subject to adjustment within the savings amount of contract.	Rs.50000 or upto 5% of the amount put to tender for each work, whichever is less, subject to adjustment within the savings amount of contract.
To pass excess amount over original estimate of original works and repair excluding annual maintenance work sanctioned by them, not involving any material iteration in the design, irrespective of the amount of excess over sub-heads arising from deviation in quantities and rates.(WORK SLIP)	Full powers	Cases where amounts exceeds beyond contract amount shall be sent to CMD for approval, through ED	Full powers subject to adjustment within the savings amount of contract.	Rs.2 lakhs or up to 8% of the amount put to tender for each work, whichever is less, subject to adjustment within the savings amount of contract.	Rs.50000 or up to 5% of the amount put to tender for each work, whichever is less, subject to adjustment within the savings amount of contract.

2. CMD/ED to sign to make applications declarations, sign documents (that are not required to be affixed with common seal) with the following authorities:

1. Income tax, Sales tax, Professional Tax and authorities under the customs and salt Act, Central Excise.
2. Reserve Bank of India, Registrar of Companies and Controller of Capital Issues.
3. Telephone Telecommunication and with Central Government Authorities.
4. Before the appellate authorities constituted under the various enactments.
5. and other Statutory Corporation/ Companies/Finance Institutions.

3. Managing Director to employ/avail the services of consultants in the following fields for a maximum period of one year with a monthly remuneration not exceeding Rs.50,000/-

- a) Financial Management;
- b) Accountancy;
- c) Civil Engineering;
- d) Architecture;
- e) Computers;
- f) Human Resource Development, and
- g) Project Management

4. CMD/ED severally authorized to sign digitally and file all documents, forms, returns, applications etc., with the Registrar of Companies, Company Law Board, Regional Director, Central government and other authorities as required under the provisions of the Companies Act, 1956.

D. MEETINGS

A. Board of Directors:

1. Hold Board Meeting at least once in each quarter; minimum of 4 meetings in a year.
2. At least 7 days' notice along with the agenda is required to be given to the members of the Board.
3. The meeting should be presided over by the Chairman.
4. The quorum is 2 or 1/3 of the total number of directors, whichever is more. Any fraction should be rounded off to the nearest number.

5. The following are the routine items of the agenda at every Board Meeting:

- a. Leave of absence
- b. Confirmation of the minutes of the previous Board Meeting.
- c. Action Taken Report
- d. Statutory Compliance Report

The following are the mandatory items:

- a. Noting of the interest of the Directors submitted in form 24AA - At the last Board Meeting of the current financial year and/or the first meeting of the next financial year.
- b. Noting of the declaration of qualification made by the Directors pursuant to section 274(1)(g) of the Companies Act at the immediate next Board Meeting.

Process:

1. The Chairman to decide on the date of the Board Meeting, in consultation with the Company Secretary / Consultant Company Secretary. The date should be finalized at least 3 weeks in advance.
2. Send email to the heads of all departments informing them about the scheduled Board Meeting and request them to prepare the agenda notes for the items pertaining to their respective department, to be placed at the Board Meeting for noting/concurrence/approval.
3. Send notice of the meeting to all the directors within next two days. Mention in the notice that the detailed agenda of the meeting will be sent in due course of time.
4. All the heads of department to intimate the action taken by their department on the decisions taken at the previous board meeting pertaining to their department for preparation of action taken report.
5. All the department heads to finalize the agenda items pertaining to their department, in consultation with the Managing Director, and prepare the agenda notes for the same, get it approved by the Managing Director and submit the same to the Secretarial Department at least 10 days before the Board Meeting.
6. Secretarial department, on receipt of the agenda notes from all departments, including its own department, compile the agenda and prepare the final agenda, with the help of all the notes sent by all the departments along with the annexure.

7. Forward the agenda along with necessary annexure to all the directors to reach their respective offices at least 7 days before the Board Meeting.
8. Follow-up for the appointment of the representative of the Governor of Karnataka for attending the meeting.
9. Hold the Meeting. All meetings of the Directors should be presided over by the Chairman. If the Chairman is not present, the Managing Director will preside over the meeting. The Chairman shall conduct the meeting as per the agenda.
10. For any additional item to be placed, necessary agenda papers are to be circulated before taking up the additional item for discussion.

Minutes:

The Company Secretary / Consultant Company Secretary shall be present at every Board Meeting. The Company Secretary / Consultant Company Secretary shall help the Chairman in the conduct of the meeting and in taking notes on the proceedings.

The Company Secretary / Consultant Company Secretary shall prepare the draft minutes within 3 days of the meeting and submit the same to the Chairman for approval. The Chairman will finalize the same within next 3 days. The Final draft will be kept ready for signing and circulation within 7 days from the date of the Board Meeting. The Chairman will sign the minutes and forward the copies to all the Directors and the heads of department.

A copy of the notice, agenda and the minutes shall be sent to C&AG office.

The Company Secretary / Consultant Company Secretary to take note of the suggestions made by the directors on the minutes and place the same during the next board meeting.

The minutes to be placed at the next Board Meeting for noting. The Board may discuss the suggestions made by the directors on the minutes and pass necessary resolution for incorporating the changes, if approved by the Board.

B. Shareholders

1. To hold the Annual General Meeting of the shareholders of the Company within 6 months from the closure of the financial year. The Financial year of KSPHC is from 1st April to 31st March. Hence the Annual General Meeting of the Company is to be held every year on or before 30th September. 21 clear days' notice to be given for the meeting. Meeting can be held at a shorter notice with the consent of all the shareholders.
2. Any meeting between two Annual General Meetings is considered as Extra-Ordinary General Meeting. An Extra-Ordinary General Meeting could be held by giving at least 21 clear day's notice. Meeting can be held at a shorter notice with the consent of all the shareholders.

Process:

1. Hold Board meeting for approving the audited accounts, authorize two directors, including the CMD to sign the same for and on behalf of the board and submit the same to the Statutory Auditors for their signature and submission for C&AG audit.
2. Complete the C&AG audit, and incorporate the changes, if any, recommended by C&AG.
3. Obtain a compliance certificate from a practicing Company Secretary pursuant to sec. 383A of the Companies Act and attach the same to the Directors' Report.
4. Hold Board Meeting and place the observations of C&AG. Also place before the Board, the draft of the replies reply to be given for the observations of C&AG.
5. Approve the Directors' Report.
6. Fix the date, time and venue of AGM
7. Prepare the Chairman's Speech, print the Annual Report and dispatch the Annual Report to all the shareholders at least 21 clear days before the AGM.
8. In case of short notice, obtain the consent from all the directors in Form 22A.
9. Hold meeting. The Chairman of the Board will preside over the meeting.
8. Quorum: Two members present in person
10. Place the draft resolutions on the table. There should be a proposer and a seconder for all the resolutions. The resolution shall be decided by show of hands.
11. To obtain the signatures of the proposer and seconder of each resolution.

Minutes

The Company Secretary shall prepare the draft minutes within 3 days from the conclusion of the meeting and submit the same to the Chairman for approval. The Chairman shall finalize the minutes within 7 days from the AGM. The Chairman will sign the minutes and circulate the same to all the members, Directors and the C&AG.

E. REGISTERS AND RECORDS

The registers to be maintained:

I. Statutory Registers

- a. Register of Investments
- b. Register of Deposits
- c. Register of Charges
- d. Register of Members
- e. Copies of Annual returns prepared under sec. 159 and 160 of the Companies Act, 1956
- f. Minutes book of Meetings
- g. Books of Accounts
- h. Register of Particulars of Contracts in which Directors are interested
- i. Register of Directors, Managing Director, Manager and Secretary
- j. Register of Directors' Shareholding
- k. Register of Investments or Loans made, Guarantee Given or Security Provided
- l. Register of Renewed and Duplicate Certificates
- m. Register of Destruction of Records/Documents

2. Other Registers

- a. Register of Inspection
- b. Register of Directors' Attendance
- c. Register of Shareholders' Attendance
- d. Register of Proxies
- e. Register of Transfers
- f. Register of Fixed Assets
- g. Register of Documents Sealed

F. FILING OF FORMS/RETURNS/DOCUMENTS WITH THE REGISTRAR OF COMPANIES AND OTHER STATUTORY AUTHORITIES UNDER THE COMPANIES ACT, 1956.

Form	Description	Due Date
Form 23AC & 23 ACA	Audited accounts	within 30 days from the AGM
Form 66	Secretarial Compliance Certificate	within 30 days of AGM
Form 20B	Annual Return	within 60 days of AGM
Form 32	Change in the Board Composition	within 30 days from the effective date of change
Form 2	Return of Allotment Shares	within 30 days from the date of allotment
Form 18	Notice of shifting of the Registered Office	within 30 days from date of shifting
Form 5	Notice of consolidation, division etc., or increase in share capital	within 30 days from the date of consolidation, division etc., or increase in share capital
Form 8	Creation / Modification of charge on the assets of the company	within 30 days from the date of creation or modification of charge on the assets
Form 17	Satisfaction of charge	within 30 days from the date of Satisfaction of charge

Process:

1. Down load the necessary form from Ministry of Corporate Affairs (MCA) website www.mca.gov.in
2. Fill the form and attach all necessary documents.
3. Get the form signed digitally by authorized person i.e. either CMD and ED
4. Get the form signed digitally by a practicing professional, wherever required.
5. Upload the form
6. Pay necessary fees either by raising a challan or by a credit card.
7. Keep watch on the transaction status
8. Attend to queries, if any.

G. COMMON SEAL

The Board has to provide a seal for the purpose of the company, to be called 'Common Seal' and shall have power from time to time to destroy the same and substitute a new seal in lieu thereof and the Board shall provide for the safe custody of the seal.

The Common Seal of the Company has to affixed on any instrument in the presence of at least two Directors of the company and the Secretary / Authorized Signatory.

H. COMPANY SECRETARY

Section 383A of the Companies Act, 1956 requires for the appointment of a qualified Whole-time Company Secretary if the paid-up capital of the Corporation is Rs. 2 crores or more.

Process:

1. Board to appoint the Company Secretary either at the Board Meeting or by circulation.
2. Form 32 to be filed with the Registrar of Companies within 30 days from the effective date of appointment.
3. Make necessary entry in the Register of Directors, Managing Director, Manager and Secretary

As long as the Corporation's paid up capital is between Rs. 10 Lakhs and Rs. 2 crores, the Corporation is required to obtain a certificate from a Company Secretary in Whole-time Practice and attach the same to the Directors' Report on annual basis.