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Like never before...

CORPORATE AND RELATED LAWS REVIEW

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Limited Liability Partnership (Second Amendment) Rules, 2022

The Ministry of Corporate Affairs (MCA) vide its Notification dated 04th March, 2022 has notified Limited Liability Partnership (Second Amendment) Rules, 2022. The amendments inter alia provide that-

- If an individual required to be appointed as designated partner does not have a DPIN or DIN, application for allotment of DPIN shall be made in Form FiLLiP. Provided further that the application for allotment of DPIN shall not be made by more than five individuals in Form FiLLiP.
- Permanent Account Number and Tax Deduction Account Number will be issued by the Income Tax during Incorporation of limited liability partnership. .
- Statement of Account and Solvency shall be signed on behalf of the limited liability partnership by its designated partners. In cases where Corporate Insolvency Resolution Process has been initiated against an LLP then the Statement of Account and Solvency may be signed by interim resolution professional or resolution professional or liquidator or limited liability partnership administrator.
- Where the Registrar finds it necessary to call further information, he shall direct the person or LLP to furnish such information or to re-submit such application or e- Form or document in Form 32.
- Vide this notification, various forms such as RUN LLP, FiLLiP, Form 3, Form 4, Form 5 etc are also amended.
- A limited liability partnership or a company or a proprietor of a registered trademark under the Trade Marks Act, 1999 (47 of 1999) who already has a name or trademark which is similar to or which too nearly resembles the name or new name of a limited liability partnership incorporated subsequently, may apply to the Regional Director in Form 23 to give a direction to that limited liability

partnership incorporated subsequently to change its name or new name.

Revised fee norms for LLP are also notified through Limited Liability Partnership (Amendment) Rules, 2022 which are follows:

Revised fee for the registration of Limited Liability Partnership including conversion of a firm or a private company or an unlisted public company into Limited Liability Partnership

S.No	LLP Contribution	Applicable Fee
1	Limited Liability Partnership whose contribution does not exceed Rs. 1 lakh	Rs. 500
2	Limited Liability Partnership whose contribution exceeds Rs. 1 lakh but does not exceed Rs. 5 lakhs	Rs. 2,000
3	Limited Liability Partnership whose contribution exceeds Rs. 5 lakhs but does not exceed Rs. 10 lakhs	Rs. 4,000
4	Limited Liability Partnership whose contribution exceeds Rs. 10 lakhs but does not exceed Rs. 25 lakhs	Rs. 5,000
5	Limited Liability Partnership whose contribution exceeds Rs. 25 lakhs but does not exceed Rs. 1 Crore	Rs.10,000
6	Limited Liability Partnership whose contribution exceeds Rs. 1 Crore	Rs. 25,000

Applicable fee For Filing, registering, or recording any document, form, statement, notice, Statement of Accounts and Solvency, annual return, etc:

S.No	LLP Contribution	Applicable Fee
1	Limited Liability Partnership whose contribution does not exceed Rs. 1 lakh	Rs. 50
2	Limited Liability Partnership whose contribution exceeds Rs. 1 lakh but does not exceed Rs. 5 lakhs	Rs. 100
3	Limited Liability Partnership whose contribution exceeds Rs. 5 lakhs but does not exceed Rs. 10 lakhs	Rs. 150
4	Limited Liability Partnership whose contribution exceeds Rs. 10 lakhs but does not exceed Rs. 25 lakhs	Rs. 200
5	Limited Liability Partnership whose contribution exceeds Rs. 25 lakhs but does not exceed Rs. 1 Crore	Rs. 400
6	Limited Liability Partnership whose contribution exceeds Rs. 1 Crore	Rs. 600

Additional fee applicable for delay in filing of LLP forms

S.No	LLP Contribution		Applicable Fee
1	Upto 15 days	Time	One time
2	More than 15 days and Upto 30 days	2 times of normal filing fees	4 times of normal filing fees
3	More than 30 days and Upto 60 days	4 times of normal filing fees	8 times of normal filing fees
4	More than 60 days and Upto 90 days	6 times of normal filing fees	12 times of normal filing fees
5	More than 90 days and upto 180 day	10 times of normal filing fees	20 times of normal filing fees
6	More than 180 days and upto 360 days	15 times of normal filing fees	30 times of normal filing fees
7	Beyond 360 days	25 times of normal filing fees for forms other than Form 8 and Form 11. For Form 8 and Form 11, 15 times normal filing fees plus Rs. 10 per day for everyday	50 times of normal filing fees for forms other than Form 8 and Form 11. For Form 8 and Form 11, 30 times normal filing fees plus Rs. 20 per

		delay beyond 360 days	day for everyday delay beyond 360 days.
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Companies (Accounts) Second Amendment Rules, 2022

MCA has notified the Companies (Accounts) Second Amendment Rules, 2022. Vide this notification, the date of applicability for the requirement relating to feature of recording audit trail in the Accounting Software has been extended from 01st April 2022 to 01st April, 2023.

Companies get more time to file web-based e-form CSR-2

On request of stakeholders, Ministry of Corporate affairs vide its notification has extended due date for filing of web based e-form CSR-2 till 31.05.2022 for the preceding Financial Year (2020-21).

Attendance at board meetings improved in FY21 on virtual meetings



The attendance at the board meetings of listed companies has shown a significant improvement, with 86 per cent of the directors having had 100 per cent attendance in 2020-21, mostly on account of the virtual meetings held during the year, according to a survey by Excellence Enablers, a corporate governance advisory firm. In FY20, 63 per cent of board members had 100 per cent attendance and 14 directors had zero attendance. The tally improved in FY21 as 86 per cent of the directors had had 100 per cent attendance and only six directors had zero attendance, the survey (Corporate Governance and Business Responsibility Report) released 09.03.2022.

More than 3.82 lakh companies struck off till financial year 2020-21 in Special Drives taken by Registrar of Companies

Under the Special Drives taken by Registrar of Companies, 3,82,875 number of companies were struck off u/s 248 of the Companies Act till the financial year 2020-21. The Minister stated that there is no definition of the term “Shell Company” in the Companies Act, 2013 (the Act). It normally refers to a company without active business operation or significant assets, which in some cases are used for illegal purpose such as tax evasion, money laundering, obscuring ownership, benami properties etc. The Special Task Force set up by the Government to look into the issue of “Shell Companies” has, inter-alia, recommended the use of certain red flag indicators as alerts for identification of suspected Shell Companies.

SEBI (Listing Obligations and Disclosure Requirements) (Second Amendment) Regulations, 2022



भारतीय प्रतिभूति और विनियम बोर्ड
Securities and Exchange Board of India

SEBI, vide its notification dated March 22, 2022, has amended the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, which shall come into force on the date of their publication in the Official Gazette. SEBI vide this notification has omitted the regulation 17 related to separation of role of Chairperson and MD/CEO. It is provided that this provision may not be retained as a mandatory requirement and instead be made applicable to the listed entities on a voluntary basis.

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