

Mayank Arora & Co.

Company Secretaries

Office no. 268, 2nd Floor,
Udyog Bhavan, Sonawala Road,
Goregaon (East),
Mumbai - 400 063.
India

Mob: +91 9773398470
+91 9324254455

Tel: +91 2249735566

Email: cs@mayankarora.co.in
Website: www.mayankarora.co.in

Reconciliation of Share Capital Audit Report (Form PAS-6)

Pursuant to Rule 9A(8) of the Companies (Prospectus and Allotment of Securities) Rules, 2014, Every unlisted public company shall -

- (a) Issue the securities only in dematerialised form; and
- (b) Facilitate dematerialisation of all its existing securities

in accordance with provisions of the Depositories Act, 1996 and regulations made there under

APPLICABILITY:

- Unlisted Public Company

PURPOSE OF FORM PAS-6:

1. Filing of half yearly audit report on reconciliation of Share Capital of the Company
2. The Company shall immediately bring to the notice of the depositories any difference observed in its issued capital and the capital held in dematerialised form.

NON APPLICABILITY:

This **shall not** apply to an unlisted public company which is:-

- (a) a Nidhi;
- (b) a Government company or
- (c) a wholly owned subsidiary.

EVENT DATE & TIMELINE:

All information shall be furnished for the half year ended 30th September and 31st March in every financial year **for each ISIN separately within 60 days** from the date of conclusion of each half year.

INFORMATION TO BE DISCLOSED:

- Details of capital of the Company (Issued Capital, Shares held in Dematerialised Form, Physical Shareholding and difference if any);
- Details of No. of shares of Company held either by NSDL or CDSL;
- Details of changes in Share capital of the Company during the half year (Right issue/Bonus Issue/ESOPs, etc);

- Details of shares held by Promoters, Directors and KMPs;
- Whether register of members is updated by Company or not;
- Last date of register being updated;
- Number of demat requests received by Company and whether they have been resolved within 21 days;
- Details of Company Secretary of the Company, if any;
- Details of Practicing Professional certifying the Form PAS-6 (It can be certified either by a PCS or a PCA);
- Whether a Company has common agency for share registry work.

Reporting Period Commencement:

- They shall come into force with effect from 30th September, 2019. First Reporting Period is 30th September 2019.
- MCA vide Circular dated 28th November 2019 had extended the due date for filing form PAS-6 for the half year ended on 30.09.2019 to 60 days from the **date of deployment of the form on the website of the Ministry.**
- As the form has been deployed on 15th July 2020. So, all the unlisted public companies (except for certain companies) are required to file this form **on or before the 13th of September, 2020 for the half-year ended.**

Note: 1. Every unlisted public company making any offer for issue of any securities or buyback of securities or issue of bonus shares or rights offer shall ensure that before making such offer, entire holding of securities of its promoters, directors, key managerial personnel has been dematerialised in accordance with provisions of the Depositories Act 1996 and regulations made there under.

2. Every holder of securities of an unlisted public company:

- (a) who intends to transfer such securities on or after 2nd October, 2018, shall get such securities dematerialised before the transfer; or
- (b) who subscribes to any securities of an unlisted public company (whether by way of private placement or bonus shares or rights offer) on or after 2nd October, 2018 shall ensure that all his existing securities are held in dematerialized form before such subscription.

Contribution by CS Richa Chokhani

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Add: Office no. 268, 2nd Floor,
Udyog Bhavan, Sonawala Road,
Goregaon (East), Mumbai - 400 063.

M: +91-9324254455

L: 022-49735566

Website: www.mayankarora.co.in



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