

**[DRAFT NOTIFICATION]
(FOR PUBLIC COMMENTS TILL 1ST JULY, 2014)**

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[TO BE PUBLISHED IN THE GAZETTE OF INDIA, EXTRAORDINARY, PART II,
SECTION 3, SUB-SECTION (i)]

**GOVERNMENT OF INDIA
MINISTRY OF CORPORATE AFFAIRS
NOTIFICATION**

New Delhi, the 2014

G.S.R. ____ (E). - In exercise of the powers conferred by clauses (a) and (b) of subsection (1) of section 462 of the Companies Act, 2013 (18 of 2013), the Central Government hereby, in public interest, directs that the provisions of sections 43, 47, Clause (a) and (b) of sub-section (1) and sub-section (2) of section 62, 73, 101 to 107, 109, clause (g) of sub-section (3) of section 141, 160, 162, sub-sections (4) and (5) of section 196, section 180, section 185, section 188, sub-section (3) of section 203 of the Companies Act, 2013 shall apply to a private Company with the modifications set out below, a copy of this notification having been laid in draft before both Houses of Parliament as required by sub-section (2) of section 462 of the said Act, namely:-

SN	Chapter/ Section number/ Sub-section(s) in the Companies Act, 2013	Exceptions/ Modifications /Adaptations
1	Chapter IV, section 43 and section 47 [Both whole]	Shall not apply
2	Chapter IV, clause (a) of sub-section (1) of section 62) and sub-section (2) of section 62	Shall apply with the following modification:- Words 'not being less than fifteen days and not exceeding thirty days' shall be substituted with 'not being less than seven days and not exceeding fifteen days'
3	Chapter IV, clause (b) of sub-section (1) of section 62	Shall apply except that instead of special resolution, ordinary resolution would be required
4	Chapter V, sub-section (2) of section 73	Shall not apply to private companies having 50 or less number of members if they accept monies from their members not exceeding twenty five per cent of aggregate of the paid up capital and free reserves or one hundred per cent of the paid up

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		capital, whichever is more, and which inform the details of such monies to the Registrar in the prescribed manner.
5	Chapter VII, sections 101 to 107 and section 109 [All whole]	Shall apply unless - otherwise specified in respective sections or - unless articles of the private company otherwise provide.
6	Chapter X, Clause (g) of sub-section (3) of section 141	Shall not apply in respect of appointment of auditors by private companies.
7	Chapter XI, section 160(Whole)	Shall not apply
8	Chapter XI, section 162 [Whole]	Shall not apply
9	Chapter XII, Section 180	Shall not apply to private companies having 50 or less number of members
10	Chapter XII, section 185	Shall not apply to Private companies - (a) which have borrowings from banks or financial institutions or any bodies corporate not more than twice of their paid up share capital or Rs. 50 crore, whichever is lower; and (b) in whose share capital no other body corporate has invested any money”.
11	Chapter XII, section 188	Shall not apply.
12	Chapter XIII, section 196, sub-section (4) and sub-section (5)	Shall not apply
13	Chapter XIII, sub-section (3), section 203	Shall not apply

[F No 1/1 /2014-CL.V]

Joint Secretary.