

SECRETARIAL CHECKLIST

UNDER COMPANIES ACT, 1956.

Sr. No.	Relevant Section of Companies Act, 1956.	Provision / Requirement
1.	Section-49	To maintain Register of Investments
2.	Rule 7 of Deposit Rules.	To maintain Register of Deposits.
3.	Section-77A	To maintain Register of Securities bought back
4.	Section-136	To maintain copies of instruments creating charge
5.	Section-143	To maintain Register of charges
6.	Section-150	To maintain Register of Members
7.	Section-151	To maintain Index of Members
8.	Section-152	To maintain Register & Index of Debenture
9.	Sec-157	To maintain Foreign Register of Members or Debenture holders.
10.	Section-163	To maintain all registers, returns, minutes account books, annual returns etc at registered office.

Sr. No.	Relevant Sec. of Co(s) Act, 1956	Provision / Requirement
11.	Section-193	To maintain Minutes books
12.	Section-209	To maintain books of Accounts at Regd. office
13.	Section-301	To maintain register of Particular of Contracts
14.	Section-303	To maintain Register of Directors, MD, Secretary
15.	Section-307	To maintain Register of Directors shareholding.
16.	Section-372A	To maintain register of Investments / Loans / Guarantee made.
17.	Rule-7 of issue of Certificate Rules	To maintain Register of Renewed share certificate.
18.	Rule-4 of record Destruction	To maintain Register of Records destroyed
19.		To maintain Register of Inspection
20.		To maintain Register of Directors Attendance
21.		To maintain Register of shareholder Attendance
22.		To Maintain Register of Proxies
23.		To Maintain Register of Transfers
24.	Section-161	Whether properly signed Annual Return is filed within 60 Days of AGM.
25.	Section-220	Whether Balance sheet adopted at AGM & three copies are filed within 30 days of AGM?

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26.	Section-75	If any shares allotted during the year, check whether form-2 filed with ROC within 30 days of allotment.
27.	Section-192	Any resolution or agreements falling u/s 192 filed with ROC in form-23 within 30 days.
28.	Section-192A	whether any resolution passed by Postal Ballot, whether all requirements are complied?
29.	Section-125	Any charge created during the year, check form 8 + 8 filed within 30 days.
30.		If any charge modified during the year, check form 8 filed with ROC.
31.		If any charge satisfied during the year, check Form 17 filed with ROC.
32.	Sec-58 A and Deposit Rules	where Company has any deposit, check duly certified (By Auditor) return filed with ROC + RBI before 30 th June.
33.	Section-58A	Any default made in 60 days in repayment of Deposit, whether intimation sent to CLB.
34.		If there is any change in authorised capital, whether form-5 is filed with ROC.
35.		In case of change in Registered office, whether form-18 is filed with ROC.

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36.		Where any order from CLB or Court received during the year, whether same is filed in form 21 with ROC.
37.	Section-77A	Where any security is bought back during the year, whether form 4a + 4c is filed with ROC.
38.	Section-81	Whether any new share, sweat equity, ESOP, Deb., Preference share, Bonus share issued during the year. Check the compliance of necessary provisions.
39.	Section-80	Whether any shares redeemed during the year, whether form-5 filed with ROC.
40.	Sec-58A + Deposit Rules	Check whether any new deposit accepted during the year by private company from directors or members with appropriate declarations.
41.	Sec-17, 31	Check whether any change occurred in MOA for shifting of Regd. Office, Object clause, capital clause, name. or
42.	Sec-108 + 113	Whether any share transfer / transmission during year, and certificate delivered within time.
43.	Share Certi. Rules.	Where any duplicate shares issued, whether proper procedure complied + Board approval.
44.		Where company is a pvt. Co., check whether paid capital is more than 1 lakh? Whether Co. invited public to subscribe or accepted deposit from any one other than member, director or their relatives?

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45.	Section-154	Check if any book closure during year for dividend etc. Check whether 7 days notice was given. Register not closed for more than 30 days and aggregating to more than 45 days in year.
46.	Section-171 to 193	Check whether AGM held within 15 months of last AGM, + held on working day & working hours, provisions of notice, explanatory statement, quorum, chairman, proxy, attendance, register of directors and shareholding and minutes are complied with.
47.	Section-171	Whether notice was sent before 21 days for AGM with Balance sheet, Directors report.
48.	Section-193	Whether minutes are recorded in minutes book of AGM.
49.	Section-169	If any EGM held during the year, check whether all provisions of General Meetings are complied?
50.	Section-205 & 206	If any dividend declared, whether amount deposited within 5 days in separate Bank account and paid within 30 days of declaration under section-207.
51.	Section-205A	Whether any dividend in abeyance during the year?
52.	Sec-205C	If any unpaid dividend is 7 years old, check whether the funds transferred to Investor Education & protection fund and form No.1 filed.

Sr. No.	Section of Companies Act, 1956.	Provision / Requirement.
53.	Section-217	Check whether Board approved Directors' report and authorised Chairman or other director to sign & directors' responsibility statement included?
54.	Section-255, 256, 257, 260, 262, 264, 274, 278, 283, 284	Whether provisions of directors' appointment, re-appointment, removal, if any, and resignation consent, by rotation, disqualification and register are complied?
55.	Section-269 + Schedule XIII	Whether any MD, WTD, Manager appointed during year. Whether terms are as per schedule XIII or CG approval taken.
56.	Schedule XIII	Where any whole time director/MD appointed during the year, Check if form 25C filed with ROC within 90 days.
57.	Section-285	Check the number of board meeting held during the year. Whether Notice was sent & attendance of board members recorded.
58.	Section-287	Check whether quorum was present during all the meetings of board of directors.
59.	Section-289	Check whether any resolution was passed by circulation. If yes then check all the provisions of Sec-289 complied with.
60.	Sec-293(1)(d)	Check whether borrowings are within limit? Check whether special approval of members obtained for excess borrowing. form-23 is filed u/s 192.

Sr. No.	Section of Companies Act, 1956	Provision / Requirement
67.	Section-301	Check whether all contracts in which director is interested are entered into Register and vote of each director is mentioned? whether previous approval of CG taken u/s 297.
68.	Section-305	Check whether any new directorship intimated by any director?
69.	Section-307.	Check whether register of director's share-holding maintained or not.
70.	Section-314	Check if any director or relative or persons referred had any place of profit, Board and special approval of Members taken? whether CG approval taken u/s 314(1B), if required?
71.	Section-372A	Whether any loans, guarantees given during the year? Register connected with inter-corporate loans maintained or not.
72.	Section-383A	Check if paid up capital of the company is between 10 Lacs to 5 Crore, whether Compliance Certificate was filed with ROC within 30 days of AGM.

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73.	Approvals	whether necessary approvals from Central Govt., CLB, Regional Director, ROC obtained.?
74.	Section-417	Check if the Company has received any deposit from any of its employee during the year and whether the same is deposited as per Law?
75.	Section-418	whether company has its own trust for P.F., and whether the same is deposited within 15 days as per Law along with all contributions.
76.		Whether any prosecution initiated or show cause notice or compounding done during the year.?
77.	Beneficial Interest Rules	Check if any person holding shares in Trust, whether Form I, II, III are filed with ROC?

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Ankur Garg
[Company Secretary]