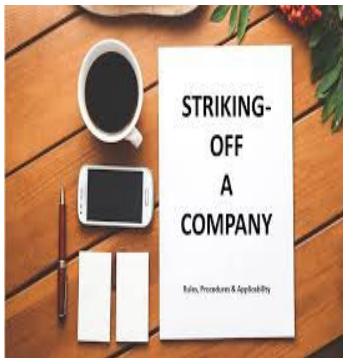
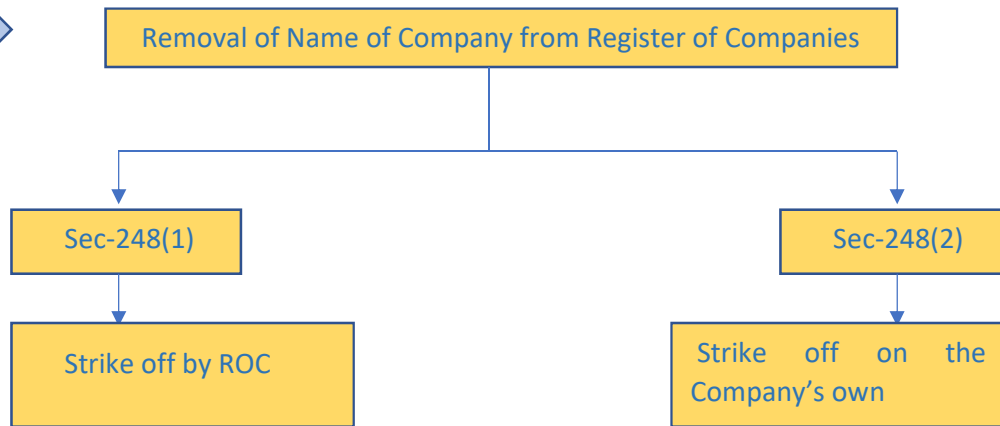




Provisions applicable:

Section 248 of Companies Act, 2013 & Companies (Removal of Names of Companies from the Register of Companies) Rules, 2016.

Power to Whom:

Registrar of Companies.





### Grounds for Strike off

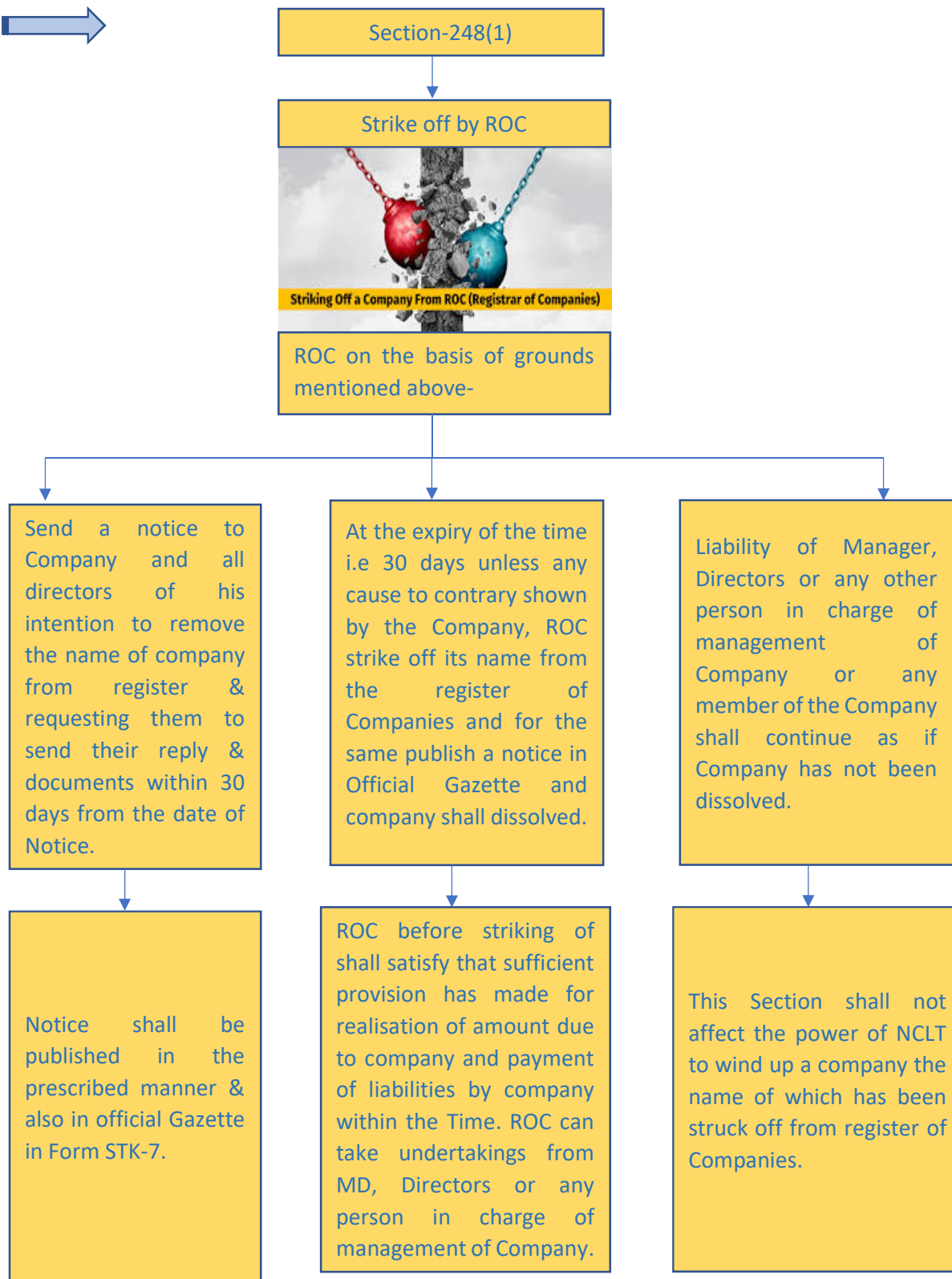
A Company has failed to commence its business within one year of its Incorporation.

A Company is not carrying on business or operations for a period of 2 immediately preceding financial years and has not made any application with such period for obtaining the status of **Dormant Company** u/s 455

### Sec 455-Dormant Company

Dormant in general terms means inactive. Under Companies act it means a Company is formed & registered under the Act for a future project or to hold an asset or intellectual property and has no significant accounting transactions. Such company may make application to obtaining the status of Dormant Company.







Section-248(2) read with *Rule 4 of Companies (Removal of Names of Companies from register of Companies) Rules 2016*

Strike off on the Company's own,  
Company can make application to ROC

By extinguishing all  
liabilities, and

By passing Special  
resolution or consent  
of 75% members in  
terms of Paid up share  
capital on the basis of  
grounds given above.





## Procedure to be followed by Company

### Rule -4 Application for Removal of name of Company

Application for removal of name of company shall be made in STK-2 along with Rs. 5000

In case if Company is governed by Special Act, the Application shall be accompanied by NOC from Special Regulatory Authorities.

Application shall be accompanied by-

- (1) Duly notarised Indemnity Bond in form STK-3 by directors,
- (2) statements of accounts made up to a date, not more than 30 days before the date of application and which shall be certified by CA.
- (3) An Affidavit in form STK-4 by every director of the Company.
- (4) Certified Copy of Special resolution or Consent of 75% of members of the Company in terms of paid up share capital.
- (5) A statement of pending litigation if any.



### Rule -5 Manner of filling Application

The Form STK-2 shall be signed by director duly authorised by Board.

Where the director does have DSC, a physical copy of the form duly filled in shall be signed manually by the director duly authorised by the board and shall be attached with Form STK-2 while uploading the Form.

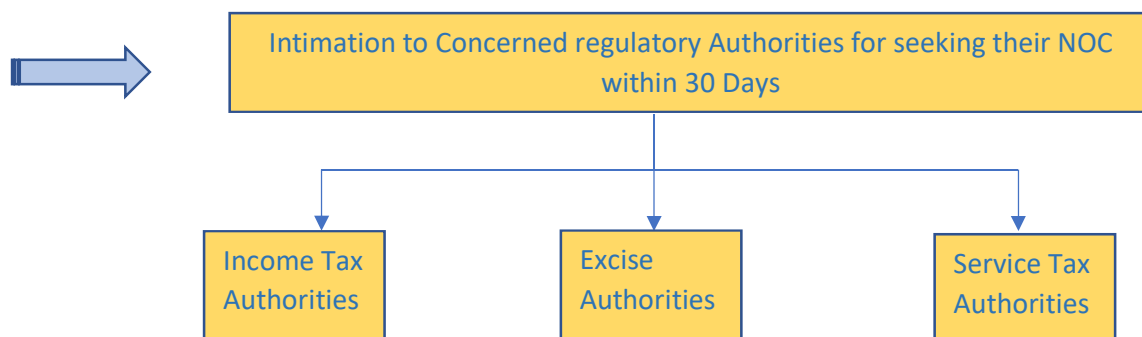
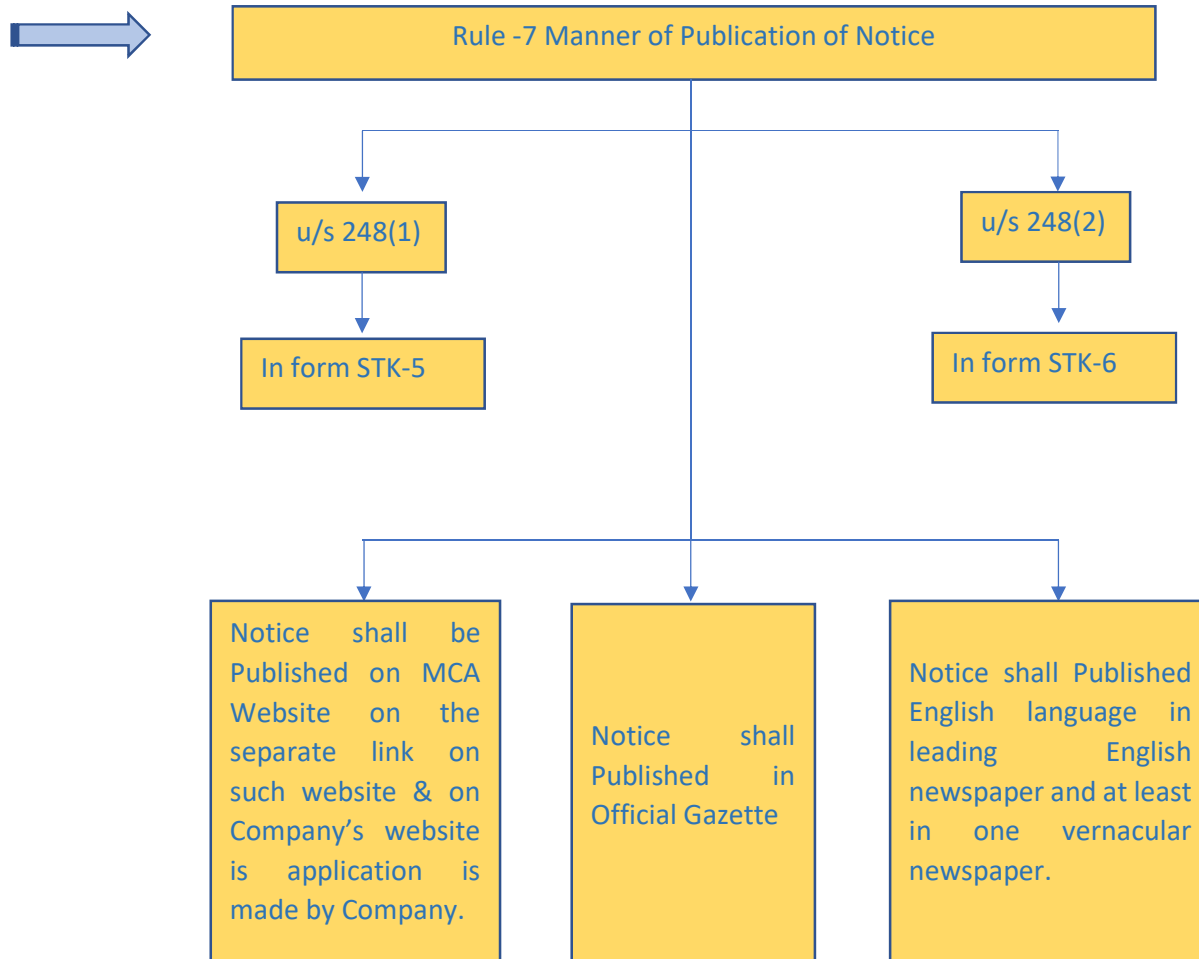


### Rule -6 Form STK-2 to be certified by-

Chartered Accountant in whole time practice

Company Secretary in whole time practice

Cost Accountant in whole time practice





Restrictions on making application under section 248 in following situations if at any time during last three months.

Changed its name or relocate its business from one State to another State

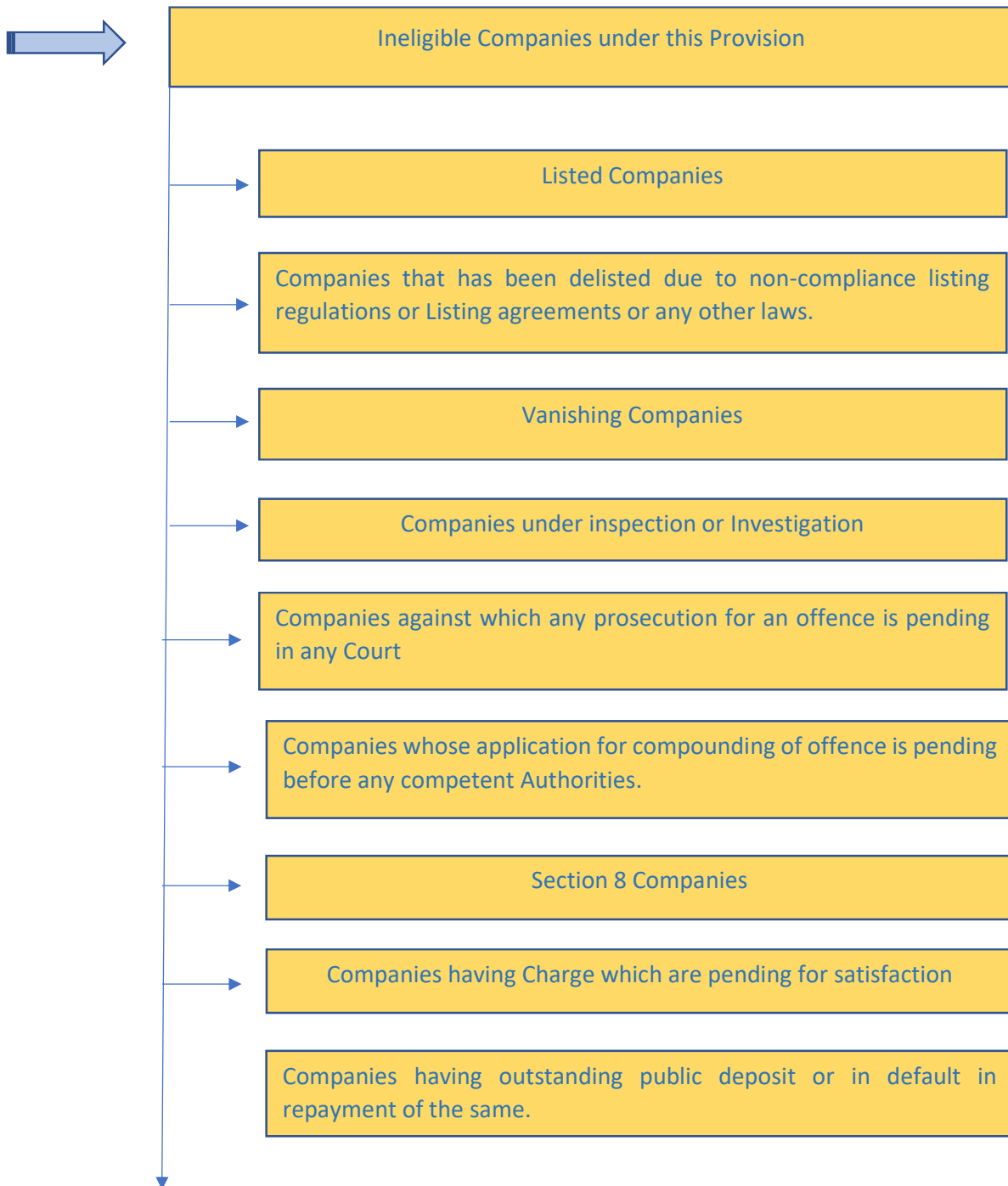
Disposal for the value of property or right held by it, immediately be ceaser of trade or business, for the purpose of disposal of gain in normal course of trading or otherwise carrying on business

Filed an application to NCLT for the Scheme of Compromise and arrangement and the same hasn't yet approved by NCLT.

Has engaged in any other activity except the one which is necessary for making application under that Section.

Being wound up under Chapter XX of this Act or under the Insolvency Bankruptcy Code, 2016.





\*Note- Format of Form STK-3 & STK-4 given below

**Form No. STK – 3**  
**INDEMNITY BOND**

[Pursuant to clause (i) of sub-rule (3) of rule 4 of the Companies (Removal of Names of Companies from the Register of Companies) Rules, 2016]

To

The Registrar of Companies,

1. We, the directors of M/S. \_\_\_\_\_ Private Limited, incorporated on \_\_\_\_\_ under the Companies Act, 1956/2013, having its Registered Office at \_\_\_\_\_ do hereby declare that:

1. We \_\_\_\_\_, S/o \_\_\_\_\_, \_\_\_\_\_, S/o \_\_\_\_\_ and \_\_\_\_\_, S/o \_\_\_\_\_ are the Directors of this company.

2. That I/We have made an affidavit confirming that the company does not have any assets and liabilities as on date.

3. Further, The company has suspend its business activities from last three years and the company is not intending to do any business or commercial activity. Thus the Company is defunct and I request the Registrar of Companies, U.P. to strike off the name of the Company from the register of companies under Section 248 of the Companies Act, 2013.

2. We do hereby undertake and indemnify:

1. the claimants for all lawful claims against the company arising in future after the striking off the name of the Company.

2. any person for any losses that may arise pursuant to striking off the name of the Company.

3. III. the claimants for all lawful claims and liabilities, which have not come to our notice up to this stage, and if any claim arises or observed even after the name of the Company has been struck off in terms of Section 248 of the Companies Act, 2013.

Place: \_\_\_\_\_

Date: + \_\_\_\_\_

Witnesses

Signature.....

Name.....

Address.....

DIRECTOR:

Signature.....

Name.....

Father's name.....

Address.....

**FORM No. STK -4**

**AFFIDAVIT**

[Pursuant to sub section (2) of section 248 read with clause (iii) of sub-rule (3) of Rule 4]

1. I, \_\_\_\_\_, Director of \_\_\_\_\_, (hereinafter called “the Company”), incorporated on \_\_\_\_\_ under the Companies Act, 1956, having its Registered Office at \_\_\_\_\_ and having CIN \_\_\_\_\_ do solemnly affirm and state as under:

- (i) I, \_\_\_\_\_ S/o Mr. \_\_\_\_\_, having DIN \_\_\_\_\_ am Director of the company stated above since \_\_\_\_\_.
- (ii) My present residential address is \_\_\_\_\_.
- (iii) My permanent address is \_\_\_\_\_.
- (iv) The company does not maintain any Bank Account as on date \_\_\_\_\_.
- (v) The Company \_\_\_\_\_ does not have any assets and liabilities as \_\_\_\_\_. (As per annexed statement of account Annexure-C).
- (vi) The Company commenced business after incorporation but has been inoperative.
  - There is no specific business presently adopted by the company and therefore company is inoperative and is not been able to generate the revenue to run the company.
- (vii) As on date, the Company does not have any dues towards Income Tax / Sales Tax / Central Excise/ Banks and Financial Institutions; any other Central or State Government Departments/Authorities or any Local Authorities.

2. I further affirm that:-

- (i) No enquiry, technical scrutiny, inspection or investigation is ordered or pending against the company.
- (ii) No prosecution or any compounding application for any offence under the Act or under any of the other Acts is pending against the company or against the undersigned.
- (iii) The company is neither listed nor delisted for non-compliance of listing agreement.
- (iv) The company is not a company incorporated for charitable purposes under section 8 of the Companies Act, 2013 or section 25 of the Companies Act, 1956.

- (v) The company does not have any management disputes or there is no litigation pending with regard to management or shareholding of the company.
- (vi) No order is in operation staying filing of the documents by a Court or tribunal or any other competent authority.
- (vii) The company is not prevented from making the applications for strike off as mentioned in section 249 of the Act.

I solemnly state that the contents of the affidavit are true to the best of my knowledge and belief and that it conceals nothing and that no part of it is false.

Signature \_\_\_\_\_  
(Deponent)

Verification:-

I verify that the contents of this affidavit are true to the best of my knowledge and belief.

Signature \_\_\_\_\_  
(Deponent)

Place: New Delhi

Date: \_\_\_\_\_