

# ***UDESHEREGULAR***

## **FOR GROUP-1, MAY 2024**

- Subject- CORPORATE AND OTHER LAWS
- Chapter- OR AND SR REQUIREMENT

# Topic: OR REQUIREMENT



## Matters requiring Ordinary Resolution of the Members

Section	Provision
4	To alter Name Clause – Where after reservation of name, it is found that name was applied by furnishing wrong or incorrect information, if the company has been incorporated, the Registrar may direct the company to change its name within a period of 3 months.
16(1)(a)	To alter Name Clause - In the opinion of CG, if the name is identical or too nearly resembles the name of an existing company, it may direct change of name within the period of 3 months.
16(1)(b)	To alter Name Clause - On an application by a registered proprietor of a trade mark within 3 years that the name is identical with, CG may direct to change its name within a period of 3 months
43	Issue of Differential Voting Right (DVR) Shares as prescribed under Rule 4(1) of the Companies (Share Capital and Debentures) Rules, 2014
61	The alternation of capital clause of MOA, if authorized by the AOA
62(1)(b)	Issue of further shares to employees under a scheme of Employee Stock Option Plan (ESOP) Only In case of Private Company and Specified IFSC Public Company.

## Topic: OR REQUIREMENT



63	Issuing fully paid – up bonus shares.
73	Acceptance of deposits by company, which is accepting deposits from members
76	Acceptance of deposits by an eligible company, which is accepting deposits within the limits specified under section 180 (1) (c).
102 (2)	Declaration of final dividend at the AGM
139	The appointment of an auditor by a company other than in case of the first auditors.
148	Remuneration of cost accountant recommended by audit committee & considered by board.

## Topic: SR REQUIREMENT



### Matters requiring Special Resolution of the Shareholders

Section	Provision
5	Inclusion of the Entrenchment provision in AOA of public company.
8	A company registered u/s 8 which intends to convert into a company of any other kind.
12	For change of RO of the company outside the local limits of any city, town or village.
13	For Alteration in MOA
14	For Alteration of AOA of the company.
27	For variation in terms of contract or objects for issuance of prospectus.
41	To issue Global Depository Receipts in any foreign country.
42	To make an offer or invitation to subscribe to securities through private placement.
48	For variation of the rights attached to the shares of any class.
54	To issue Sweat Equity Shares.

## Topic: SR REQUIREMENT

55	For issue of preference shares subject to authorisation by AOA
62(1)(b)	To issue ESOPs by public co. (except specified IFSC public cos. requiring OR).
62(1)©	To issue shares to any person (i.e. preferential allotment)
66	A co. limited by shares or by guarantee having a share capital to reduce the share capital in any manner.
67	For approval of Employee shares scheme for the purchase of, or subscription for, fully paid – up shares in the company or its Holding Company, the shares held by trustees for the benefit of the employees or such shares held by the employee of co.
68	For buy-back
71	To issue convertible debentures
94	To keep registers or copies of return at any other place in India in which more than one-tenth of the total number of members entered in the register of members reside.
140	For removal of the auditor appointed under section 139 from his office before the expiry of his term, subject to obtaining the prior approval of the CG.



***Thank You***

