

Penalties

| | | |
|-----------|--------------------------------------|---|
| Section 2 | Definition of Promoter | — |
| 3 | Formation of company | — |
| 4 | MOA | — |
| 5 | AOA | — |
| 6 | Act to Override MOA, AOA, etc. | — |
| 7 | Incorporation of company | — |
| 8 | Section 8 Companies | o Co. → ₹10 Lakh to ₹1 Cr. o Director & every officer → ₹25 K to ₹25 Lakh o Fraud → officer → u/s 447 |
| 9 | Effect of Registration | — |
| 10 | Effect of MOA and AOA | — |
| 10A | Commencement of business, Etc. | o Co. → ₹50,000 o officer → ₹1,000/day during default continues but not exceeding ₹1 Lakh |
| 11 | <u>Omitted</u> | — |
| 12 | R.O. of company | o Co. & every officer → ₹1,000/day during such default continues but not exceeding ₹1 Lakh |
| 13 | Alteration in MOA | — |
| 14 | Alteration in AOA | — |
| 15 | Alteration to be Noted in every copy | o Co. & every officer → ₹1,000 every copy issued w/o alteration |
| 16 | Rectification of Name of Co. | o Co. → ₹1,000/day during which such default continues o officer → ₹5,000 - ₹1,00,000 |

| | | |
|------------|--|--|
| Section 17 | Copies of MoA, AOA, etc. to be given to Members | Co. & officers → ₹1,000/day during which such default continues or ₹1 lakh [↓] |
| 18 | Conversion of Cos. Already Registered | — |
| 19 | Subsidiary Co. not to hold shares in its Holding Co. | — |
| 20 | Service of Documents | — |
| 21 | Authentication of Documents | — |
| 22 | Execution of BOE, etc. | — |
| 23 | Who can Issue Securities? | — |
| 24 | [Omitted] | — |
| 25 | Deemed Prospectus | — |
| 26 | Prospectus | Co. → ₹ net 50 K offices → to ₹ 3 lakhs |
| 27 | Variation in the object of Prospectus | — |
| 28 | offer for Sale | — |
| 29 | Dematerialisation | — |
| 30 | Advt. for Prospectus | — |
| 31 | shelf Prospectus | — |
| 32 | Red - Herring Prospectus | — |
| 33 | [Omitted] | — |
| 34 | Criminal Liability | • liable u/s 447 |
| 35 | Civil Liability | • Compensation for loss/damage. |
| 36 | Punishment for Inducement | • liable u/s 447 |
| 37 | Gift of Companies Act | — |
| 38 | [Omitted] | — |
| 39 | Allotment | Co. & officers → ₹1,000/day 1 Lakh [↓] |

Section 40

Securities to be dealt with in S.E.

Co → Min → 5L
Max → 50L

offices → Min → 50K
max → 3L

41

Omitted

42

Private Placement

Filing of Return on Allot.

₹ 1000/day → max. → ₹ 25L

Sec. 42 → Amt. raised or ₹ 2

cr. { ↓ } and

Refund all monies with interest within 30 days of order

Section 447

X

Fraud

Fraud < ₹ 10L or 1% of T/O { ↓ } (public int. not involved) → upto ₹ 20L { or/and }

Imprisonment → upto 5 yrs.

Fraud ≥ ₹ 10L or 1% of T/O { ↓ } (public int. not involved) → Min. equal to amt. of Fraud & max.

3X Fraud { and } Min. 6 months & Max. 10 yrs.

Fraud at (ii) involved public int. → Min → Amt. of Fraud
Max → 3X Fraud

{ and } Min → 3 yrs, Max → 10 yrs.

Section 43

46

Omitted

Certificate of Shares

Duplicate CoS (Defraud) → Co. →

5X F.V. of Shares involved - 10X

F.V. of Shares of ₹ 10 Cr. (↑)

offices → u/s 447

47

Voting Rights

48

Variation in Voting Right

49

Calls

50

Calls in Advance

51

Calls in Arrear



Section 52

Issue of Shares at Premium

— 53

Issue of Shares at Discount

• Co. & officers → Amt. raised through such shares of ₹ 5 lakh ↓ & refund all monies raised with int. @ 12% p.a. from date of issue

— 54

Sweat Equity Shares

—

— 55

Issue & Redemption of P.S.

—

— 56

1/f & transmission

• Defauld → liable u/s 447
• Co. & officers → ₹ 50,000

— 57

Punishment for Personation

• Imprisonment → 1 yrs - 3 yrs.
& Fine → ₹ 1L to ₹ 5L

— 58

Refusal

• Contravention of Order of Tribunal
→ Same

— 59

Rectification of ROM

—

— 60

[Omitted]

—

— 61

Alteration of S.C

—

— 62

FPO - Rights Issue

—

— 63

Bonus Shares

—

— 64

Notice to ROC for Alteration of S.C.

• Co. & officers → ₹ 500/day during which default continues
Max. → ₹ 50,000 [Co.]
Max. → ₹ 1,00,000 [officers]

— 65

[Omitted]

—

— 66

Reduction of S.C.

—

— 67

Restriction on giving loan by Co. for purchase of its Shares

• Co. → ₹ 1 lakh - ₹ 25 lakh
• officers → Imprisonment - max. 3 yrs.
Fine → ₹ 1L - ₹ 25L

Section 68

Buy Back

Co. → ₹ 1L - ₹ 3L
Offices → ₹ 1L - ₹ 3L

69 1/6 of certain sum to CRK A/c
70 Prohibition for Buy Back in certain circumstances

71 Debentures
73(2) Provisions Regarding Acceptance of Deposits from Members

• Fine → Extending to ₹ 5,000 & further fine upto ₹ 500/day during which contravention continues

74 Repayment of Deposits Accepted before commencement of Co Act, 2013

Co. → ₹ 1 Cr. to ₹ 10 Cr.
Offices → Imprisonment upto 7 yrs | Fine - ₹ 25L to ₹ 2 Cr.
Both

76 Acceptance of Deposits from Public by Eligible Cos.

76A Punishment for Contravention of Sec. 73 or Sec. 76

Co. → 1 Cr. | 2X Deposits accepted {↓} but may extend to ₹ 10 Cr.
Offices → Imprisonment upto 7 years
Fine - ₹ 25L - ₹ 2 Cr.
If contra. knowingly/wilfully → 447

77 Duty to Register Charge, Etc.
78 Application for Registration of Charge by Chargee - Holder

79 Acquisition of Property subject to Charge & Modification of Charge

- Section 80 Registration of Charge to act as Constructive Notice -
- Section 81 [Omitted] -
- 82 Satisfaction of Charge -
- 83 Power of RoC to make Enquiries of Satisfaction & Release in Absence of Intimation from Company -
- 84 Intimation of Appointment of Receiver or Managers -
- 85 [Omitted] -
- 86 Punishment for Contravention
- [Co.] (default in any prov. of this Ch.) → ₹ 5L
 - [Officer] → ₹ 50K
 - Sec. 447 → willful default
- 87 Rectification of Central Government in Register of Charges -

Section 88

Register of Members

Penalty

- [Co.] → ₹ 3 lakh
- [officer] → ₹ 50,000

Section 89

Beneficial Interest

- [Person] → ₹ 50,000
- Continuing Failure → Further
₹ 200/day → Max = ₹ 5 lakh
- [Co.] → ₹ 1000/day → Max ₹ 5 lac
- [officer] → ₹ 1000/day → Max. ₹ 2 lac

Section 90

SBO

- [SBO] → ₹ 50,000
- Continuing failure → ₹ 1000/day
- Max. → ₹ 2 lakh
- [Reporting Co.] → ₹ 1 lac.
- Continuing Failure → ₹ 500/day
- Max. → ₹ 5 lac.
- [officer] → ₹ 25,000
- Continuing Failure → ₹ 200/day
- Max. → ₹ 1 lakh

Section 91 ✗ Power to Close ROM, DH or OSH

- [Co. & Officers] → ₹ 5,000/day
- Max. → ₹ 1 lakh

Section 92 ✗

Annual Return

- [Co. & its officer] → ₹ 10,000
- Continuing Failure → ₹ 100/day
- Max. → Co. = ₹ 2 lac
- officer = ₹ 50,000
- [CS] → ₹ 2 lakh

Section 93

X

Section 94

Place of keeping & inspection of ROM; Returns, etc.

- Co.] → ₹ 1000/day
- Officer] → Max. → ₹ 1 lakh

Section 95

Registers, Etc. to be Evidence

Section 96

AGM

Section 97

Powers of Tribunal to Call AGM

Section 98

Powers of Tribunal to Call EGM

~~Sec~~
Section 99

Penalty for Sec. 96 to Sec. 98
(Default)

Co./Offices

may extend to ₹ 1 Lac.

Continuing Default →
further fine → may
extend to ₹ 5,000/day

Section 100

EGM

Section 101

Notice

Section 102

Explanatory Statement

₹ 50,000 or 5 Times, the
amt. of benefit [↑]

Section 103

Quorum

Section 104

Chairman of Meeting

Compliance Req. of Notice

Section 105

Proxies

- Default in sub-sec. (2) → Every officer & Co. → ₹ 5,000
- Invitation to appoint a proxy at Co.'s expense by officer → ₹ 15,000
- officer → Not liable → if member has only requested in writing to Co. & officer → to directly issued invitation to his proxy.

Section 106

Restriction on Voting Rights

| | | |
|-------------|--|--|
| Section 107 | Voting by show of Hands | — |
| — 108 | Voting through E-Means | — |
| — 109 | Demand for Poll | — |
| — 110 | Postal Ballot | — |
| — 111 | Circulation of Members' Resolution | Co. & every officer ₹ 25,000 |
| — 112 | Representation of President & Governors in Meeting of Co. to which they are Member | — |
| — 113 | Representation of Corporations Meeting of Co. & Creditors | — |
| — 114 | Ordinary & Special Resolution | — |
| — 115 | Resolutions requiring special Notice | — |
| — 116 | Resolutions passed at Adjourned Meeting | — |
| — 117 | Resolutions & Agreements to be Filed | — |
| — 118 | Minutes | <ul style="list-style-type: none"> Co. → ₹ 25,000 Officer → ₹ 5,000 Person → guilty of tampering with Minutes → imprisonment upto 2 Yrs. & Fine → ₹ 25,000 <p>₹ 1 Lakh.</p> |
| — 119 | Inspection of Minute Book of GM | <ul style="list-style-type: none"> Co. → ₹ 25,000 Officer → ₹ 5,000 for each refusal |
| — 120 | Maintenance & Inspection of Documents in E-Forum | — |
| — 121 | Report on AGM | <ul style="list-style-type: none"> Co. → ₹ 1 Lakh; C.F. → ₹ 500/day, Max. (if failure continues) → ₹ 5 Lakh |
| — 122 | Applicability of This Chapter to OFCI | <ul style="list-style-type: none"> Officer → Not less than ₹ 25,000 C.F. → ₹ 500/day If failure continues → Max → ₹ 1 Lakh |

Section 123
— 124

Declaration & Payment of Dividend
UDA

o [Co.] → Min → ₹ 1,00,000
C.F. → ₹ 500/day
Max → ₹ 10 lakh

o [Officers] → Min. → ₹ 25,000
C.F. → ₹ 100/day
Max. → ₹ 2 lakh

— 125

JEPF

— 126

Right of Dividend, Right Shares &
Bonus Shares Held in Abeyance Pending
Registration of T/f of Shares

~~127~~

— 127

★ Punishment for Failure to Distribute
Dividend within 30 days

↓
Every Director of Co. (if willfully defaults)
Imprisonment upto 2 yrs.
& min. fine of ₹ 1,000/day when such default continues

[Co.] → S.I. @ 18% p.a. during such default continues

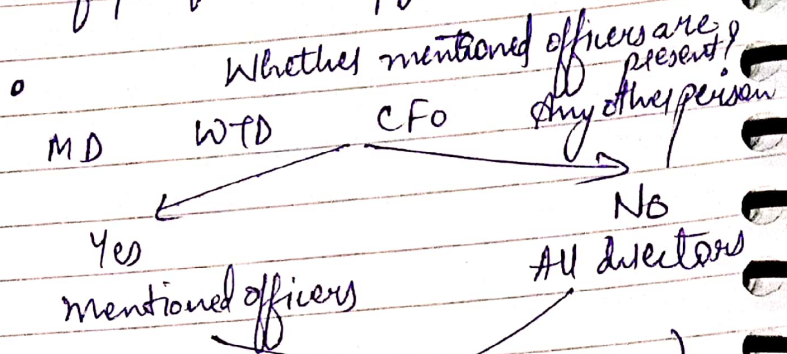
Section 128

Books of A/c

persons responsible for maint. of books of A/c → fails to comply → ₹50K - ₹1.5L

129 *

FS



Yes mentioned officers

No All directors

- Imprisonment (upto 1 year)
- Fine (₹50K - ₹5L)
- Or Both

129A Periodical F. Results

130 Resopening of A/c on court's or Tribunal's Order

131 Voluntary Revision of FS or Board's Report

132 * NFRA

- Professional misconduct →
 - Individual → ₹1L - 5X Fees Recd.
 - Firms → ₹5L - 10X Fees Recd.
- Debarring

133 CG to prescribe AS
134 FS, Board's Report, Etc.

- Co. → ₹3L
- officer → ₹50K

135 ** CSR

- Co. → 2X Amt. req. to be t/b to Fund of Schedule VII or Unspent CSR A/c
- ₹1 Cr. ↓
- officer → 1/10 th of Amt. req. to be t/b to Fund of Schedule VII or Unspent CSR A/c
- ₹2L ↓

- Section 136 Right of Members to copies of Audited FS

 - Co. → ₹ 25,000
 - Officer → ₹ 5,000

- 137 Copy of FS to be filed with ROC

 - Co. → ₹ 10K
 - C.F. → ₹ 100/day
 - Max. → ₹ 2L

MD & CFO ← ◦ Officer → Not less than ₹ 10K
 Any other director charged by BOD
 ↓ Absence
 ↓ Absence
 All Directors
 C.F. → ₹ 100/day
 Max. → ₹ 50K

- 138 Internal Audit

- 139 Appointment of Auditor

- 140 Removal of Auditor

 - Auditor → ₹ 50K or Amt. equal to remuneration of Auditor ↓
 - C.F. → Further ↓ 500/day
 - Max. → ₹ 2L

- 141 Eligibility, Qualification & Disqualification of Auditor

- 142 Remuneration of Auditor

- 143 Power & Duties of Auditor & Auditing Standards

 - Fraud - Penalty for non-compliance by any Auditor, CMA, CS in practice -
 - listed Co. → ₹ 5L
 - Other Co. → ₹ 1L

- 144 Auditor Not to Render Certain Services

- 145 Auditor to Sign Audit Reports, etc.

- 146 Auditor to Attend GM

Section 147

Punishment for Contravention

Default in Sec 139 to 146
(both Inclusive)

Co
₹ 25K - ₹ 5L

Officers
₹ 10K - ₹ 10L

Auditor
Contravened

139, 144, 145

₹ 25K - ₹ 5L

or

4X Audit Fees

{ ↓ }

Wilful Default by Auditor

① Imprisonment up to

1 yr. & ~~₹ 2L~~

② ₹ 50 - ₹ 25L

or

8X Audit Fees

{ ↓ }

↓

If Auditor convicted above

① Refund Audit Fees to Co. &

② Pay Damages

Section 148

Cost Audit

Co. & officers → Punishable u/s 147(1)

Cost Auditor of Co. → Punishable u/s 147(2) to 147(4)