

Section	Particulars
	Chapter I PRELIMINARY
1	Short title, extent, commencement and application.
2	Definitions.
	Chapter II INCORPORATION OF COMPANY AND MATTERS INCIDENTAL THERETO
3	Formation of company.
3A	Reduction of Members below Statutory Minimum
4	Memorandum.
5	Articles.
6	Act to override memorandum, articles, etc.
7	Incorporation of company.
8	Formation of companies with charitable objects, etc.
9	Effect of registration.
10	Effect of memorandum and articles.
10A	Commencement of Business
11	[Omitted w.e.f 29.05.2015].
12	Registered office of company.
13	Alteration of memorandum.
14	Alteration of articles.
15	Alteration of memorandum or articles to be noted in every copy.
16	Rectification of name of company.
17	Copies of memorandum, articles, etc., to be given to members.
18	Conversion of companies already registered.
19	Subsidiary company not to hold shares in its holding company.
20	Service of documents.
21	Authentication of documents, proceedings and contracts.
22	Execution of bills of exchange, etc.
	Chapter III PROSPECTUS AND ALLOTMENT OF SECURITIES PART I.—Public offer
23	Public offer and private placement.
24	Power of Securities and Exchange Board to regulate issue and transfer of securities, etc.
25	Document containing offer of securities for sale to be deemed prospectus.
26	Matters to be stated in prospectus.
27	Variation in terms of contract or objects in prospectus.
28	Offer of sale of shares by certain members of company.
29	Public offer of securities to be in dematerialised form.
30	Advertisement of prospectus.
31	Shelf prospectus.
32	Red herring prospectus.
33	Issue of application forms for securities.
34	Criminal liability for mis-statements in prospectus.
35	Civil liability for mis-statements in prospectus.
36	Punishment for fraudulently inducing persons to invest money.
37	Action by affected persons.
38	Punishment for personation for acquisition, etc., of securities.
39	Allotment of securities by company.
40	Securities to be dealt with in stock exchanges.
41	Global depository receipt.
	PART II.—Private placement
42	Offer or invitation for subscription of securities on private placement.

	Chapter IV SHARE CAPITAL AND DEBENTURES
43	Kinds of share capital.
44	Nature of shares or debentures.
45	Numbering of shares.
46	Certificate of shares.
47	Voting rights
48	Variation of shareholders' rights.
49	Calls on shares of same class to be made on uniform basis.
50	Company to accept unpaid share capital, although not called up.
51	Payment of dividend in proportion to amount paid-up.
52	Application of premiums received on issue of shares.
53	Prohibition on issue of shares at discount.
54	Issues of sweat equity shares.
55	Issue and redemption of preference shares.
56	Transfer and transmission of securities.
57	Punishment for personation of shareholder.
58	Refusal of registration and appeal against refusal.
59	Rectification of register of members.
60	Publication of authorised, subscribed and paid-up capital.
61	Power of limited company to alter its share capital.
62	Further issue of share capital.
63	Issue of bonus shares.
64	Notice to be given to Registrar for alteration of share capital.
65	Unlimited company to provide for reserve share capital on conversion into limited company
66	Reduction of share capital.
67	Restrictions on purchase by company or giving of loans by it for purchase of its shares.
68	Power of company to purchase its own securities.
69	Transfer of certain sums to capital redemption reserve account.
70	Prohibition for buy-back in certain circumstances.
71	Debentures.
72	Power to nominate.
	Chapter V ACCEPTANCE OF DEPOSITS BY COMPANIES
73	Prohibition on acceptance of deposits from public.
74	Repayment of deposits, etc., accepted before commencement of this Act.
75	Damages for fraud.
76	Acceptance of deposits from public by certain companies. 76A. Punishment for contravention of section 73 or section 76.
76A	Contravention of Provisions of Section 73 or 76
	Chapter VI REGISTRATION OF CHARGES
77	Duty to register charges, etc.
78	Application for registration of charge.
79	Section 77 to apply in certain matters.
80	Date of notice of charge.
81	Register of charges to be kept by Registrar.
82	Company to report satisfaction of charge.
83	Power of Registrar to make entries of satisfaction and release in absence of intimation from company.

84	Intimation of appointment of receiver or manager.
85	Company's register of charges.
86	Punishment for contravention.
87	Rectification by Central Government in register of charges.
Chapter VII MANAGEMENT AND ADMINISTRATION	
88	Register of members, etc.
89	Declaration in respect of beneficial interest in any share.
90	Investigation of beneficial ownership of shares in certain cases.
91	Power to close register of members or debenture holders or other security holders.
92	Annual return.
93	Return to be filed with Registrar in case promoters' stake changes.
94	Place of keeping and inspection of registers, returns, etc.
95	Registers, etc., to be evidence.
96	Annual general meeting.
97	Power of Tribunal to call annual general meeting.
98	Power of Tribunal to call meetings of members, etc.
99	Punishment for default in complying with provisions of sections 96 to 98.
100	Calling of extraordinary general meeting.
101	Notice of meeting.
102	Statement to be annexed to notice.
103	Quorum for meetings.
104	Chairman of meetings.
105	Proxies.
106	Restriction on voting rights.
107	Voting by show of hands.
108	Voting through electronic means.
109	Demand for poll.
110	Postal ballot.
111	Circulation of members' resolution.
112	Representation of President and Governors in meetings.
113	Representation of corporations at meeting of companies and of creditors.
114	Ordinary and special resolutions.
115	Resolutions requiring special notice.
116	Resolutions passed at adjourned meeting.
117	Resolutions and agreements to be filed.
118	Minutes of proceedings of general meeting, meeting of Board of Directors and other meeting and resolutions passed by postal ballot.
119	Inspection of minute-books of general meeting.
120	Maintenance and inspection of documents in electronic form.
121	Report on annual general meeting.
122	Applicability of this Chapter to One Person Company.
Chapter VIII DECLARATION AND PAYMENT OF DIVIDEND	
123	Declaration of dividend.
124	Unpaid Dividend Account.
125	Investor Education and Protection Fund.
126	Right to dividend, rights shares and bonus shares to be held in abeyance pending registration of transfer
127	Punishment for failure to distribute dividends.
Chapter IX ACCOUNTS OF COMPANIES	

128	Books of account, etc., to be kept by company.
129	Financial statement.
130	Re-opening of accounts on court's or Tribunal's orders.
131	Voluntary revision of financial statements or Board's report.
132	Constitution of National Financial Reporting Authority.
133	Central Government to prescribe accounting standards
134	Financial statement, Board's report, etc.
135	Corporate Social Responsibility.
136	Right of member to copies of audited financial statement.
137	Copy of financial statement to be filed with Registrar.
138	Internal Audit.
Chapter X AUDIT AND AUDITORS	
139	Appointment of auditors.
140	Removal, resignation of auditor and giving of special notice.
141	Eligibility, qualifications and disqualifications of auditors.
142	Remuneration of auditors.
143	Powers and duties of auditors and auditing standards.
144	Auditor not to render certain services.
145	Auditor to sign audit reports, etc.
146	Auditors to attend general meeting.
147	Punishment for contravention.
148	Central Government to specify audit of items of cost in respect of certain companies.
Chapter XXII COMPANIES INCORPORATED OUTSIDE INDIA	
379	Application of Act to foreign companies.
380	Documents, etc., to be delivered to Registrar by foreign companies.
381	Accounts of foreign company.
382	Display of name, etc., of foreign company
383	Service on foreign company.
384	Debentures, annual return, registration of charges, books of account and their inspection.
385	Fee for registration of documents.
386	Interpretation.
387	Dating of prospectus and particulars to be contained therein.
388	Provisions as to expert's consent and allotment.
389	Registration of prospectus.
390	Offer of Indian Depository Receipts
391	Application of sections 34 to 36 and Chapter XX.
392	Punishment for contravention.
393	Company's failure to comply with provisions of this Chapter not to affect validity of contracts

DONE