

Form 5

INSTRUCTIONS FOR FILLING OF EFORM - 5

(Notice of consolidation, division, etc. or increase in share capital or increase in number of members)


S. No.	Detailed Instructions	
	Note: Instructions are not provided for the fields which are self explanatory	
	If it is required to file eForm 23 in relation to the resolution passed for change in capital structure; ensure that filing of eForm 23 precedes filing of this eForm	
	Refer the relevant provisions of the Companies Act, 1956 and rules made there under with respect to the matter dealt in this eForm	
1		Enter the Corporate Identity Number (CIN) of the company <ul style="list-style-type: none"> You may find CIN by entering existing registration number of the company in the 'Find CIN/GLN' service at the portal www.mca.gov.in
2		Click the "Pre-fill" button. System will automatically display the name and registered office address of the company.
3		Select one or more applicable option. Note: For the companies not limited by shares can change the status to company limited by shares by selecting the option for increase in authorised capital independently. The company not limited by shares cannot select the option for consolidation or division etc. For companies limited by shares cannot select the option for increase in number of members.
For ' <u>Consolidation or division etc.</u> '		
4	(i) (a) to-(f)	Specify details for the applicable option by selecting the check box in (a)-(f). In case there is consolidation/ subdivision/ cancellation for both equity and preference shares then file separate eForm for each category of shares.
For ' <u>Increase in number of members</u> '		
	This option is applicable only to the companies not limited by shares.	
4	(ii)	Select the type of resolution and enter date of meeting in which the concerned resolution has been passed. Enter service request number of eForm 23 if any filed with RoC for the registration of the above resolution.
	(b)	System will automatically display the existing number of members of the company Enter the revised (total members after increase) number of members of the company.
For ' <u>Increase in share capital independently by company</u> '		
4	(ii)	Select the type of resolution and enter date of meeting in which the concerned resolution has been passed. Enter service request number of eForm 23 if any filed with RoC for the registration of the above resolution.
	(a)	System will automatically display the existing authorised capital of the company Enter the revised (authorised capital after increase) authorised capital of the company.
6		Enter the details for the division of the additional authorised capital for Equity shares and Preference shares.

For 'Increase in share capital with Central Government order'		
5	(a), (b)	Enter details of the increase in authorised share capital
6		Enter the details for the division of the additional authorised capital for Equity shares and Preference shares:
Note:		If the authorised capital is increased both independently and by central government order then provide details of the total additional authorised capital for equity and preference shares
7		Enter details of conditions (e.g. voting rights, dividend rights, winding-up rights, etc.) subject to which new shares have been issued.
Attachments		<ul style="list-style-type: none"> • Altered memorandum of association is to be enclosed • Altered articles of association is to be enclosed. • Proof of receipt of Central Government order- for increase in authorised share capital • Any other information can be provided as an optional attachment.
Declaration		Enter the date of board resolution authorising the signatory to sign and submit the eForm.
Digital Signature		The eForm should be digitally signed by managing director or director or manager or secretary of the company authorised by the board of directors.
Certificate		The eForm should be certified by chartered accountant or cost accountant or company secretary (in whole time practice) by digitally signing the eForm.

Note: The original stamped eForm 5 is required to be sent to the concerned RoC Office simultaneously, failing which the filing will not be considered and legal action will be taken.

Common Instruction Kit

Buttons	Particulars
Pre Fill	<p>When the user clicks the pre fill button after entering the corporate identity number in eForm (excepting eForm 1A), the name and address is displayed by the system.</p> <p>This button may appear more than once in a eForm, and shall be required to be clicked for displaying the data pertaining to that field.</p> <p>You are required to be connected to the internet for pre-filling.</p>
Attach	<p>You have to click the attach button corresponding to the document you are making an attachment. In case you wish to attach any other document, please click the optional attach button.</p>
Remove attachment	<p>You can view the attachments added to eForm in the rectangle box provided next to the list of attachment. If the user wants to remove or delete any attachment, select the attachment to be removed and press the "Remove attachment" button.</p>
Check Form	<p>Once the form is filled up. The user is required to press the Check Form button. When this button is pressed form level validation is done such as, Whether all the mandatory fields are filled up or not. If an error is displayed after pressing the button the user is required to correct the mistake and again press the "Check Form" button. When all the form level validation is done. A message is displayed that "Form level pre scrutiny is successful". The Check Form is done without being connected to the internet.</p>
Modify	<p>"Modify" button gets enabled after the check form is done. By pressing this button the user can make the changes in the filled in form. If the user makes any change in the form again the user is required to press the "Check Form" button.</p>
Pre scrutiny	<p>Once the check form is done the user is required to Pre scrutinize the eForm. This requires being connected to the MCA21 site for uploading the form. On pre-scrutiny the system level check is performed and if there are any errors it is displayed to the user and once the error is corrected and again on Pre scrutiny if the message displayed is "No errors found. Click on the button below to "Get Form" Press the Get Form button and make the required corrections.</p>

	<p>Note: before pressing Submit button attach the digital signature by clicking on the box appearing on the signature field </p>
Submit	<p>After pre scrutiny is done the user is required to submit the form. This requires being connected to the MCA21 site for uploading the form.</p> <p>In case of online filing the user can submit the form by pressing the “Submit” button</p> <p>Once the form is submitted the fee is displayed to the user. When the user press the “Pay” button the mode of payment option is displayed. On challan payment option, a challan is generated displaying the amount of fee to be paid. The user is required to take the print out of three copies of challan and submit the payment at authorized bank branch. The user has to submit three copies at bank and user shall receive one copy with bank acknowledgment for user’s record.</p>

Note: User is advised to refer to eForm specific instruction kit.