

# **Procedure to strike off company name under Companies (Removal of Names of Companies from the Register of Companies) Rules, 2016**

## **(1) Filing an Application for Removal of Name of Company with the ROC:**

An application for removal of name of the company under sub-section (2) of section 248 shall be made to the Registrar (ROC) in Form STK-2 along with the fee of five thousand rupees.

## **(2) The application in Form STK 2 shall be accompanied by –**

- (i) Indemnity bond duly notarised, by every director in Form STK 3;
- (ii) a statement of accounts containing assets and liabilities of the company made up to a day, not more than thirty days before the date of application and certified by a Chartered Accountant;
- (iii) An affidavit in Form STK 4 by every director of the company;
- (iv) A copy of the special resolution duly certified by each of the directors of the company or consent of seventy five per cent of the members of the company in terms of paid up share capital as on the date of application;
- (v) A statement regarding pending litigations, if any, involving the company.

## **(3) Manner of filing of application.–**

- (1) The application in Form STK 2 shall be signed digitally by a director duly authorised by the Board in their behalf.
- (2) Where the director concerned does not have a registered digital signature certificate, a physical copy of the form duly filled in shall be signed manually by the director duly authorised in that behalf and shall be attached with the Form STK 2 while uploading the form.

## **(4) Form STK-2 to be certified.–**

The Form STK 2 shall be certified by a Chartered Accountant in whole time practice or Company Secretary in whole time Practice or Cost Accountant in whole time practice, as the case may be.

**(5) Manner of notarisation, appostilisation or consularisation of indemnity bond and declaration in case of foreign nationals or non-resident Indians:-**

For the purposes of these rules, if the person is a foreign national or non-resident Indian, the indemnity bond, and declaration shall be notarised or apostilised or consularised

**(6) Notice of striking off and dissolution of company** - The Registrar shall cause a notice under subsection (5) of section 248 of striking off the name of the company from the register of companies and its dissolution to be published in the Official Gazette in Form STK 7 and the same shall also be placed on the official website of the Ministry of Corporate Affairs.

**Important statutory FORMS**

STK 2 - Application for Removal of Name of Company with the ROC

STK 3- Indemnity bond by every director duly notarized

STK 4 - Affidavit by every director of the company

**FORM NO. STK-2**  
**[Pursuant to Section 248(2) of Companies Act, 2013 and Rule 4(1) of the Companies (Removal of Names of Companies from the Register of Companies) Rules, 2016]**



**Application by company to ROC for removing its name from register of companies**

Form language  English  Hindi

**Refer the instruction kit for filing the form**

1. (a) \*Corporate identity number (CIN) of the company
- (b) Global location number (GLN) of the company
2. (a) Name of the company
- (b) Address of registered office of the company
- (c) email id of the company
- (d) Date of incorporation of the company
3. (a) \*Whether the company is listed or not  Yes  No
- (b) \*Whether the company has been delisted  Yes  No
- (If yes, attach a copy of relevant order for delisting from the concerned stock exchange)
- \*4. Whether the company's activities is/are regulated by a Sectoral Regulator like RBI, SEBI, IRDAI etc. under a special Act  Yes  No
- (a) If Yes, specify Name of the regulator
- (b) Registration Number
- (c) Date of approval of regulatory body
5. \*Whether special resolution is passed for removal of name  Yes  No
- (a) \*Specify the date of passing the resolution
- (b) \*If No, whether consent of seventy-five percent members in terms of paid-up share capital has been obtained and attached  Yes  No

6. (a) \*Brief description of main objects of the company as per Memorandum of Association (MOA)

(b) \*Brief description of main business last carried out by the company

**7. Details of director(s), Managing Director, manager, secretary, CEO or CFO of the company**

\*Number of director(s), Managing Director, manager, secretary, CEO or CFO

(In case of director or Managing Director, enter Director identification number (DIN). Otherwise provide Income-tax permanent account number (Income-tax PAN) or passport number)

\*  DIN or  Income-tax PAN  Passport number

\*Designation

\*Name

\*Present residential address

Line I

Line II

City

State

ISO country code

Country

Pin code

8. (a) \* Whether there are litigation(s) pending against or involving the company or any of its directors

Yes  No

(b) \*Details in respect of pending litigation

(In case of more than one litigation, attach a separate sheet giving particulars for all such litigations)

(i) Act under which litigation is pending

(ii) Name of the authority before which it is pending

(iii) Case number

(iv) Subject matter

9. I, <sup>^</sup> \_\_\_\_\_ son/daughter of \_\_\_\_\_ MD/Director of hereby make this application for removing the name of the company from the register of companies under section 248 of the Act and declare that:

- (i) I have been authorized by the Board of Directors' resolution No\*.....dated\*..... to sign and submit this application for removal of name of the company from the register of companies;
- (ii) The application has been in accordance with the conditions mentioned under sub-section (1) and (2) of section 248 and sub-section (1) of section 249;
- (iii) There is no inspection or investigation ordered and carried out or yet to be carried out or being carried out against the company and where inspection or investigation have been carried out, no prosecution is pending in any court arising out of such inspection or investigation;
- (iv) The company is neither having any public deposits which are outstanding nor the company is in default in its repayment or interest thereon;
- (v) The company does not have any outstanding loans, secured or unsecured;
- (vi) The company does not have any dues towards income tax, VAT, excise duty, service tax or any other tax or duty, by whatever name called, payable to the Central or any State Government, statutory authority or local authority;
- (vii) All the other liabilities of the company have been settled or discharged or extinguished;
- (viii) All the requirements of the Act and rules made thereunder relating to removing the name of the company from the register of companies and matters incidental or supplemental thereto have been complied with;
- (ix) To the best of my knowledge and belief, the information given in this application and its attachments is correct and complete;
- (x) the requisite fee has been paid.

10 . I/We understand that I/We shall be liable for punishment as provided under section 251 of the Companies Act, 2013 if the application is found to be fraudulent at any stage within the meaning of section 251 read with sections 248 and 249 of the Companies Act, 2013.

#### Attachments

##### List of attachments

1. \* A statement of accounts showing the assets and liabilities of the Company made up to a day, not more than thirty days before the date of application and certified by a Chartered Accountant;
2. \* Copy of Board resolution authorizing the filing of this application;
3. \* Copy of special resolution passed or copies of consent obtained under sub-section (2) of section 248, as applicable;
4. \*Indemnity bonds [to be given individually or collectively by the director(s)] in Form No. STK-3;
5. \* Affidavit in Form No. STK-4



Attach

Attach

Attach

Attach

Attach

6. Copy of order of the concerned regulatory authority, if any, approving the filing of this application;

Attach

7. Copy of relevant order for delisting, if any, from the concerned Stock Exchange;

Attach

8. Other attachments as per applicable Rule;

Attach

9. Optional attachment(s), if any.

Attach

Remove  
attachments

**To be digitally signed by**

DSC BOX

\*Designation

\*Director identification number of the director; or  
DIN or PAN of the manager or CEO or CFO; or  
Membership number of the Company secretary

**Certificate by practicing professional**

I declare that I have been duly engaged for the purpose of certification of this form. It is hereby certified that I have gone through the provisions of the Companies Act, 2013 and Rules thereunder relevant to this form and I have verified the above particulars (including attachment(s)) from the original records maintained by the Company/applicant which is subject matter of this form and found them to be true, correct and complete and no information material to this form has been suppressed.

**To be digitally signed by**

- Chartered accountant (in whole-time practice) or  
 Cost accountant (in whole-time practice) or  
 Company secretary (in whole-time practice)

DSC BOX

Whether associate or fellow  Associate  Fellow (Radio Button)  
Membership number  Certificate of practice number

**Note : Attention is also drawn to provision of section 448 which provides for punishment for false statement and certification.**

<input type="button" value="Modify"/>	<input type="button" value="Check Form"/>	<input type="button" value="Prescrutiny"/>	<input type="button" value="Submit"/>
<b>For office use only:</b>			
eForm Service request number (SRN)	<input type="text"/>	<input type="button" value="Affix filing details"/>	
Digital signature of the authorising officer	<input type="text"/>	eForm filing date	<input type="text"/> (DD/MM/YYYY)
This e-Form is hereby approved	<input type="text"/>		
This e-Form is hereby rejected	<input type="text"/>	<input type="button" value="Confirm submission"/>	
Date of signing	<input type="text"/>		(DD/MM/YYYY)

### Form No. STK - 3

#### Indemnity Bond

(To be drawn on Stamp Paper of appropriate value)

(to be given individually or collectively by every director)

*[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. I/We, the Director(s) of ..... (mention name of the Company), incorporated on.....under the Companies Act, 2013 or Companies Act, 1956 having its registered office at..... do hereby declare that:

- (i) I/We .....S/o/D/o/W/o Shri.....am/are Director(s) of this Company.
- (ii) That I/We have made an affidavit confirming that the company does not have any assets and liabilities as on date.
- (iii) Further, the Company has been inoperative from the date of its incorporation/The Company commenced business/operations/commercial activity after incorporation but has been inoperative for the past .....year(s) (strike out whichever is not applicable). Thus the Company is defunct and I request the Registrar of Companies,..... to strike off the name of the Company from the register of companies under Section 248 of the Companies Act, 2013.

2. I/We do hereby undertake to indemnify :-

- (i) the claimants for all lawful claims against the company arising in future after the striking off the name of the Company.
- (ii) any person for any losses that may arise pursuant to striking off the name of the Company.
- (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:

(Name, Father's name, Address and Signature)

(To be given by every Director)

WITNESSES:

1. Signature:

Name:

Father's name:

Address:

Occupation:

2. Signature:

Name:

Father's name:

Address:

Occupation:



## FORM No. STK -4

## AFFIDAVIT

(to be given individually by every Director)

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

- 
1. I/ We ..... Director of..... (hereinafter called “the Company”), incorporated on ..... under the Companies Act, 2013 or the Companies Act, 1956 having its registered office at..... and having CIN ..... do solemnly affirm and state as under:
    - (i) I/ We ..... S/o / D/o Shri/Smt..... Holder of DIN/Income Tax PAN/Passport number ..... (copy of Income Tax PAN/Passport duly attested by a Gazetted Officer or a whole time practicing professional viz Chartered Accountant/Company Secretary/Cost Accountant) am Director of the Company stated above since..... (mention date of appointment).
    - (ii) My present residential address is..... (copy of documentary evidence duly attested by a Gazetted Officer or a whole time practicing professional viz Chartered Accountant/Company Secretary/Cost Accountant) is enclosed (Alternatively, an affidavit sworn before Magistrate may be enclosed).
    - (iii) My permanent address is..... (copy of documentary evidence duly attested by a Gazetted Officer or a whole time practicing professional viz Chartered Accountant/Company Secretary/Cost Accountant) is enclosed (Alternatively, an affidavit sworn before Magistrate may be enclosed).
    - (iv) The Company does not maintain any bank account as on date.
    - (v) The Company ..... (mention name of the Company) does not have any assets and liabilities as on date.
    - (vi) The Company has been inoperative from the date of its incorporation/The Company commenced business/operations/commercial activity after incorporation but has been inoperative for the past..... year(s) due to following reasons..... (give the reasons here).
    - (vii) As on date, the Company does not have any dues towards Income Tax/Sales Tax/Central Excise/Banks and Financial Institutions; and other Central or State Government Departments/ Authorities or any Local Authorities.

2. I further affirm that -

- (i) No inquiry, 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 this 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.

Place:

Signature \_\_\_\_\_

(Deponent)

Date:

Note : Attention is also drawn to provisions of section 449 which provide for punishment for false evidence.