



SYMBIOSIS LAW SCHOOL, NAGPUR

Constituent of Symbiosis International (Deemed University)

(Established under Section 3 of the UGC Act, 1956)

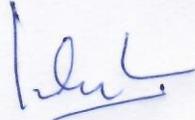
Re-accredited by NAAC with "A" Grade (3.58/4)- Awarded Category -I by UGC

CRITERIA 7.2.1_SLS-NGP_Best Practices_2020-2021.

INDEX

Sr. No.	Details of the Event	Page No.
1.	Practice Based Learning (Incorporation of a company)	2-71
2	Law Reform Activity	72-91




Director
Symbiosis Law School,
Nagpur



SYMBIOSIS LAW SCHOOL, NAGPUR

Constituent of Symbiosis International (Deemed University)

(Established under Section 3 of the UGC Act, 1956)

Re-accredited by NAAC with “A” Grade (3.58/4)- Awarded Category –I by UGC

A Report on Best Practices (7.2.1)

Best Practice no.1

1) Practice Based Learning

SLS, Nagpur strives for providing the best empirical practices to ensure utmost participation of the students thereby honing their professional skills.

KEYWORDS:

1. Incorporation of a Company – Practice-based Learning, evidence-based Learning, critically reflective practice, critical thinking, leadership, analytical skills, decision-making,

Objectives of the Practice:

The Companies Act of 2013, is a complex piece of legislation in itself. It causes confusion in the minds of the students for getting hold of the nuances involved in structural working of the Company. Right from starting of a business, its operation and functioning one has to adhere to all the procedural norms. So, the very objective of this activity is to give students a practical based approach, which will provide them a platform for understanding the provisions of law in theory and practice together. This will result, in learning many types of companies, the rules and regulations, and the method for forming a company with the Registrar of Companies.

The Context:

When looking at the company law provisions, it appears to be a web of networking procedures and formalities. Many aspiring law students are interested in pursuing a career in the corporate sector. This key portion of legislation must be familiarised by any aspiring commercial lawyer. This activity is an example of an effort to gain a better knowledge of how voluntary organisations with similar interests come together for a

commercial or industrial venture to conduct legitimate business. Furthermore, the students will automatically develop and witness independent decision-making, important characteristics of artificial legal personalities, and the manifestation of a company as an independent legal entity, addressing many of the observed ambiguities. Crucial ideas such as limited liability and registration will aid students in understanding important corporate ideals such as perpetual succession, transferable shares, separate property, professional management, access to money market, and so on. Other important areas, such as jurisdiction, documentation, and information, will enable the student to comply with real-world procedural requirements.

The Practice:

The method for forming a company is incredibly complicated and time-consuming, which prevents many people from establishing business. It takes a significant amount of time and money. Thus to encourage students to learn this craft of incorporation so that they can help people to start their companies along with the vision of 'Atmanirbhar Bharat Abhiyaan or Self-reliant India campaign'. The very novel idea floated with issuing of assignment to all students of fifth semester BA.LL. B & BBA LLB. To get them hands on experience first a workshop was organized by Symbiosis Law School, Nagpur. The seasoned veteran of corporate world Mr. M. R. Rajaram was the resource person, who retired as Executive Vice-President of Amara Raja Group of Companies, after four decades of corporate experience. He briefed the students on filing DIN, Digital Signatures, compliances required for registration of company, necessary forms, documentations to be accompanied with registration and so on. The basic training from access to the necessary websites, forms, procedural formalities were instructed to the students elaborately. After the workshop a question answer session was also conducted to clear all doubts of the students. The students then started their basic research and preparation as they were allotted fifteen days' time for submission and tendered their submission.

The practical approach adopted for understanding the nuances of incorporation helped students to apply their intellect, creativity and legal magnification. Students started their project work right from adopting the class of company, its category, sub-category, its nomenclature, forming the structure of the company, working over the capital structure, realising and understanding the qualifications of Directors, formatting and drafting the most crucial documents like memorandum of association, articles of association, getting to know closely the various facets of different directors, board of directors, shareholder's strength and so on. They also collected necessary documents for address proof, Aadhar, PAN, identity proof etc., giving students a total idea on creating a complete format for Incorporation. This definitely help them to understand the importance of incorporation and its differentiation with just registration of company. Because legislation is a part of the government, and corporations are the most significant sector of the economy in terms of generating revenue for the country, the students got the nerve for simplifying company law and unravelling the particle tones. So many layers of law got connected like pieces of a puzzle and clearing the complications and complexities of company law.

Evidence of Success:

The purpose of this practical venture was to bring together all of the fundamental information and documents needed to form a business under the Companies Act of 2013, along with the benefits and drawbacks as its integral part, which the assignment was able to cater. The assignments submitted by students are proof for the same. Incorporation offers both advantages and disadvantages, students got to know that every coin has two sides. In future when they will be dealing in real life situations this base foundation will support them immensely. The futuristic students of Nagpur Campus then come with establishing a Legal Entrepreneurship Cell, which got inaugurated. Those visionary students who aspire to run their own business, mainly because they seek autonomy, financial security, and vocational flexibility created their own wings in the form of this cell. They were guided by Advocate Sangeet Rai, Managing Partner, Lexolve Partners Law Firm and Mr. Tanuj Kalia, Founder CEO at Lawctopus as Chief Guest and Guest of Honour respectively in the inauguration. So new edition of entrepreneurship when will be backed by its procedural registration the success of assignment will we well established by then.

Problems encountered and resources required:

Incorporation of company is not just another unit of subject it is a mind-set that helps students develop active and logical thinking so that they can identify problems and find solutions that create value for registration and working. But as practical knowledge of business and procedures is limited for students at this stage they lacked the necessary comprehension. As everything in online because of challenge of pandemic, countering access to network and its issues was another problem. However, as a responsible citizen of India, they also learnt to be mindful of post-registration compliance, which is as crucial for a business, because non-compliance will result in legal action by the authorities. As a result, the students comprehended where companies may make mistakes, and were well-informed about the company's next steps. But at the initial level they will be needing help from experts for seeking professional assistance in order to reduce the likelihood of non-compliance.

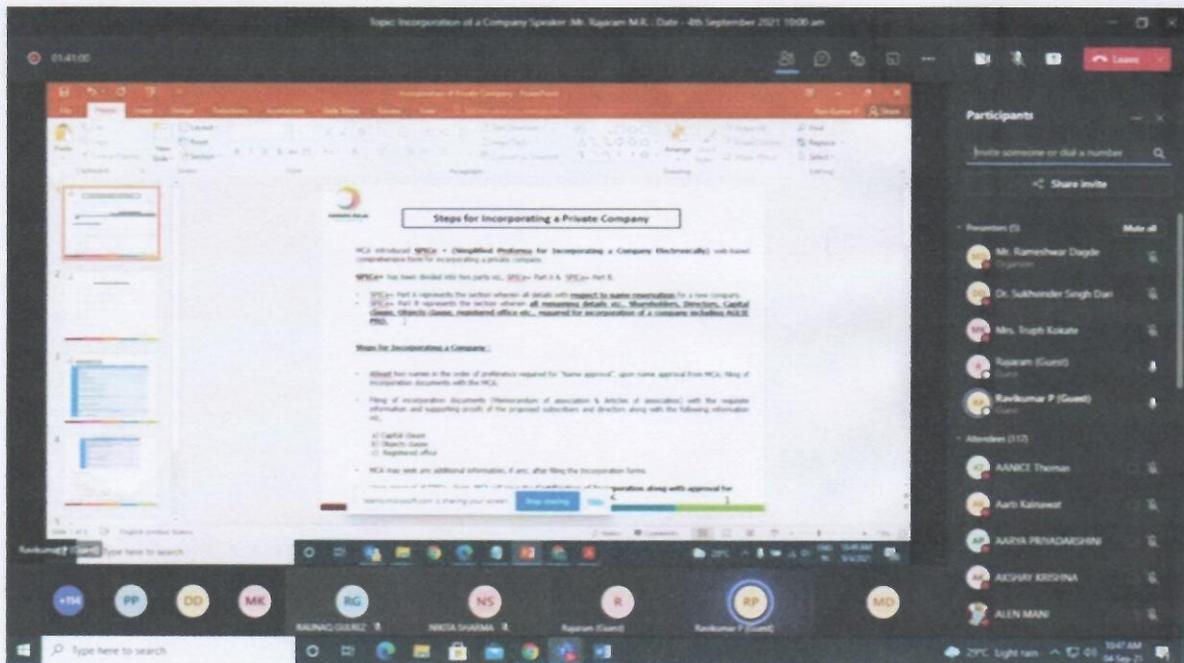
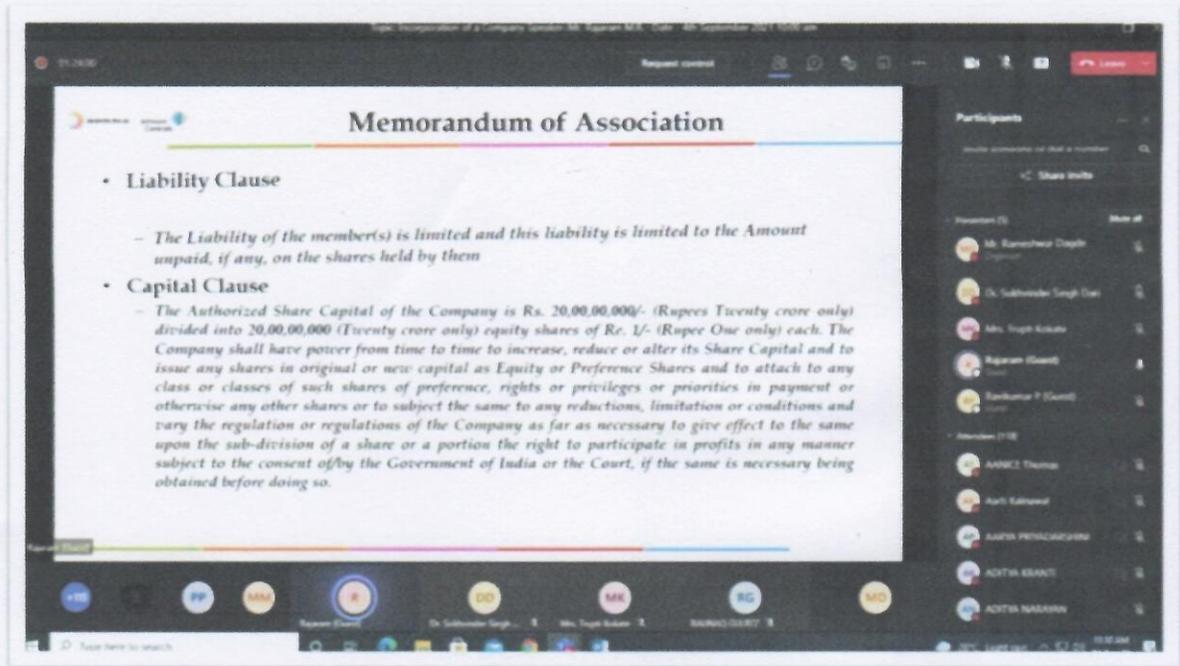
WORKSHOP ON INCORPORATION OF A COMPANY

Symbiosis Law School, Nagpur organized a workshop on incorporation of a company by Mr. M R Rajaram who had a successful career in corporates spanning close to four decades. During this period, he worked with Asian Coffee Limited a Tata group Company, Nagarjuna Group, Pennar Group, Coromandel International Limited of Murugappa Group, and Amara Raja Group of Companies from where he retired as an Executive Vice President. Dr. Sukhvinder Singh Dari in his address welcomed the guest and emphasized on the importance of practical aspects of every study and also appreciated the time spared by the guest speaker for addressing the workshop.

The workshop was organized to understand the aspects relating to incorporation of a company, filing DIN, digital signature etc. The foremost objective of the workshop was to enhance the practical knowledge of students on compliance and also to provide hands-on experience of registering a company and filing of forms for registration. The workshop was specially designed for the third year student to acquire a deep knowledge on the compliances to be fulfilled in incorporation of a company, filing of DIN, registering a company as these are some of the nuances which a lawyer must be aware about.

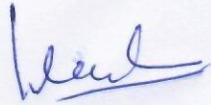
During this workshop Mr. M.R Rajaram gave a hands-on training to all the participants to understand the process of incorporation. The workshop was attended by 234 students. Ms. Trupti Kokate was the moderator of the workshop and also delivered the Vote of Thanks.

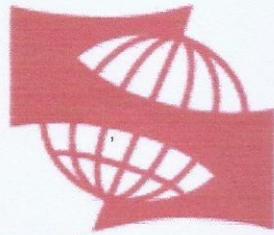
The workshop was followed by a Q&A Session in which the speaker enthusiastically dealt with all the questions. The workshop received huge response and wonderful feedback.



BEST ASSIGNMENT SUBMITTED OF INCORPORATION:




Director
Symbiosis Law School,
Nagpur



॥वसुधैव कुटुम्बकम्॥

SYMBIOSIS LAW SCHOOL, NAGPUR

COMPANY LAW I

INTERNAL ASSESSMENT I

INCORPORATION OF COMPANY

NAME - SAIKAT MUKHERJEE

PRN - 19010421019

DIVISION - A

BA LLB (BATCH 2019- 2024)

TABLE OF CONTENTS

Sl. No.	HEADING	PAGE NUMBER
1.	Spice+ Part A	01
2.	Spice+ Part B (with documents of directors)	02-20
3.	Memorandum of Association	21-23
4.	Articles of Association	24-46
5.	Form DIR 3 – Director 1 (with documents)	47-51
6.	Form DIR 3 – Director 2 (with documents)	52-56
7.	Form INC – 9 (Director 1)	57
8.	Form INC – 9 (Director 2)	58
9.	Consent Form (Director 1)	59
10.	Consent Form (Director 2)	60
11.	No Objection Certificate (with address proof)	61-62
12.	Certificate of Incorporation	63

SPICe+ Part A

- DSC Services ▾
- DIN Services ▾
- Master Data ▾
- LLP Services ▾
- LLP Services For Business User ▾
- e-Filing ▾
- Company Services ▴
- Check Company Name
 - Find CIN
 - SPICe+
 - RUN** (Reserve Unique Name)
 -
- Complaints ▾
- Document Related Services ▾
- Fee and Payment Services ▾
- Investor Services ▾
- ID Databank Registration ▾
- Track SRN/Transaction Status
- Address for sending physical copy of G.A.R. 33
- Public Search of Trademark

Name Reservation

Type of Company *

Class of Company *

Category of Company *

Sub-Category of Company *

Main division of industrial activity of the Company *

Description of the main division

Summary of the objects to be pursued by the company on its incorporation *

Please make sure to mention the objects of the proposed company and relevant comment.

To ensure production and supply of drinkable water by following best industrial practices with strict adherence to quality control checks.

You may include a document that supports your name reservation below.

Particulars of the proposed or approved name *

- i.
- ii.

- DSC Services v
- DIN Services v
- Master Data v
- LLP Services v
- LLP Services For Business User v
- e-Filing v
- Company Services ^
 - Check Company Name
 - Find CIN
 - SPICe+
 - RUN (Reserve Unique Name) 🔒
 - (NEW)
- Complaints v
- Document Related Services v
- Fee and Payment Services v
- Investor Services v
- ID Databank Registration v
- Track SRN/Transaction Status 🔒
- Address for sending physical copy of G.A.R. 33
- Public Search of Trademark 🔗

SPICe+ Part B

Structure of the company

1. Whether Articles of Association is entrenched * Yes No

2. Company is * Having share capital Not having share capital

3. Capital structure of the company *

Total authorized share capital (in Rupees) 40,00,000

Authorized share capital	Equity	Preference	Unclassified
Number of shares	2,00,000	0	
Nominal amount per share (in Rupees)	20		
Total amount (in Rupees)	40,00,000		

Total subscribed share capital (in Rupees) 20,00,000

Subscribed share capital	Equity	Preference
Number of shares	1,00,000	0
Nominal amount per share (in Rupees)	20	
Total amount (in Rupees)	2,00,00,000	

Save & Continue

- LLP SERVICES
- DIN Services
- Master Data
- LLP Services
- LLP Services For Business User
- e-Filing
- Company Services
 - Check Company Name
 - Find CIN
 - SPICE+
 - RUN (Reserve Unique Name)
- Complaints
- Document Related Services
- Fee and Payment Services
- Investor Services
- ID Databank Registration
- Track SRN/Transaction Status
- Address for sending physical copy of G.A.R. 33
- Public Search of Trademark
- Notices Under Section 248(2)

Address of the Company

Correspondence address *

Line I * 24/2 ONKARMAJ JETIYA ROAD

Line II

City * HOWRAH

State/Union Territory * W. BENGAL Pin code * 71103

District * HOWRAH

Phone (with STD code) * 091 . 8697215492

Fax

Email ID of the company * saikatm995@gmail.com

Whether the address for correspondence is the address of registered office of the company * Yes No

Name of the office of the Registrar of Companies in which the proposed company is to be registered *

Registrar of Companies West Bengal

Prev

Save & Continue

4

SPICe+ Part B

Subscriber and Directors Details

Number of first subscriber(s) to MOA and directors of the company *

	Having valid DIN	Not having valid DIN
Total number of first subscribers (non-individual + individual)	0	2
Number of non-individual first subscriber(s)		0
Number of individual first subscriber(s) cum director(s)	0	2
Total number of directors (director(s) who is/are not subscriber(s) + subscriber(s) cum director(s) as mentioned in above Row no. 3)	0	2

Prev

Save & Continue

- DSC Services
- DIN Services
- Master Data
- LLP Services
- LLP Services For Business User
- e-Filing
- Company Services
 - Check Company Name
 - Find CIN
 - SPICe+
 - RUN (Reserve Unique Name)
- Complaints
- Document Related Services
- Fee and Payment Services
- Investor Services
- ID Databank Registration
- Track SRN/Transaction Status
- Address for sending physical copy of G.A.R. 33
- Public Search of Trademark

5

Particulars of individual first subscriber(s) cum directors

First Name *

SAIKAT

Middle Name

-

Surname *

MURHERJEE

Father's First Name *

SNEHASIS H

Father's Middle Name

Father's Surname *

MURHERJEE

Gender *

MALE

Date of Birth *

11/08/2000

Nationality *

INDIA

Place of birth (District and State) *

HOWRAH, WEST BENGAL

Whether citizen of India *

Yes No

Whether resident in India *

Yes No

Occupation type *

SelfEmployed Professional Homemaker Student Serviceman

Area of Occupation *

OTHERS

Educational Qualification * GRADUATION/BACHELOR/
EQUIVALENT

Pan Passport 1234567891

Designation * DIRECTOR v Category * PROMOTER v

Whether Chairman Executive director Non-executive director

Name of the company or institution whose nominee the appointee is
N/A

Email ID * saikatm995@gmail.com

Permanent address

Line I * 24/2 ONKARMAL JETIYA ROAD.

Line II

City * HOWRAH

State/Union Territory * WEST BENGAL v Pin code * 71103

ISO Country code * IN v Country * INDIA.

Phone (with STD code) *

091

8697215492

Whether present residential address same as permanent residential address

Yes No

Present address

Line I *

24/2 ONKARMAL JETIYA ROAD.

Line II

City *

HOWRAH

State/Union Territory *

WEST BENGAL

Pin code *

711103

ISO Country code *

IN

Country *

INDIA

Phone (with STD code) *

091

8697215492

Duration of stay at present address *

12
Years

07
Months

If Duration of stay at present address is less than one year then address of previous residence *

N/A

Proof of identity *

VOTERS
IDENTITY
CARD

Residential Proof *

ELECTRICITY
BILL

Voter's identity card number

Driving license number

Aadhaar Number

Kind of shares subscribed	Number of subscribed shares	Amount of shares subscribed
Equity shares	<input type="text" value="50,000"/>	<input type="text" value="1000000"/>
Preference shares	<input type="text" value="0"/>	<input type="text" value="0"/>

Number of entities in which director have interest

Registration Number

Name

Address

Designation

Nature of Interest Percentage of share holding

Amount

Others (specify)

DOCUMENT - PAN CARD [DIRECTOR 1]



PURPOSE - SPICE + PART B

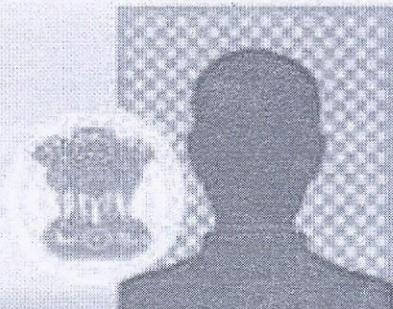
(10)

DOCUMENT - VOTERS IDENTITY CARD (DIRECTOR 1)



ELECTION COMMISSION OF INDIA
IDENTITY CARD

UTC026351



NAME : SAIKAT MUKHERJEE
FATHER'S NAME : XXXXXXXX
SEX : M/F
DATE OF BIRTH : XXXXXXXX

UTC026351

ADDRESS : XXXXXXXXXXXXXXXX
XXXXXXXXXXXXXXXXXX
XXXXXXXXXXXX
XXXXXX
XXXXX

DATE : XXXXXXXXXXXXXXXX

OFFICER SIGNATURE

20/ 10235689

PURPOSE - SPICE + PART B

(11)

DOCUMENT - ELECTRICITY BILL (DIRECTOR 1)



EBILL Customer

Date of Print Out: 01.07.2020
Bill of Supply for Electricity

BSES Yamuna Power Ltd.

GSTIN : 07AABCC8569N1Z0

Due Date:
 03-07-2020

Name : **SAIKAT MUKHERJEE**

Billing Address :

**24/2 ONKARMAL JETIYA ROAD, AKCHAT
 LAXMI GARDEN BL C FLAT 4A HOWRAH
 711103 WEST BENGAL**

Mobile / Tel. No. : 9868103247
 Email ID : chandra19prakash93@gmail.com
 District / Division : Vasundhara Enclave
 Walking Sequence : ANB121050A0AC
 Bill Month : JUN-20
 Bill Date : 17-06-2020

Sanctioned Load : 2.00 (kW)
 Contract Demand :
 M D I : .00
 Power Factor : 1.000
 Pole No. : VSEPA183S1
 Meter Reading Status : NR
 Cycle No. : 12

CA No. : 101123657
 Energisation Date : 25.06.2009
 Meter Type : IPSK
 Supply Type : LT
 Bill No. : 100155698759
 Bill Basis : Provisional
 O.D.No. : Y/20/11184438867
 CCTV Tagged : No
 Street Light Tagged :
 WI-FI Tagged :

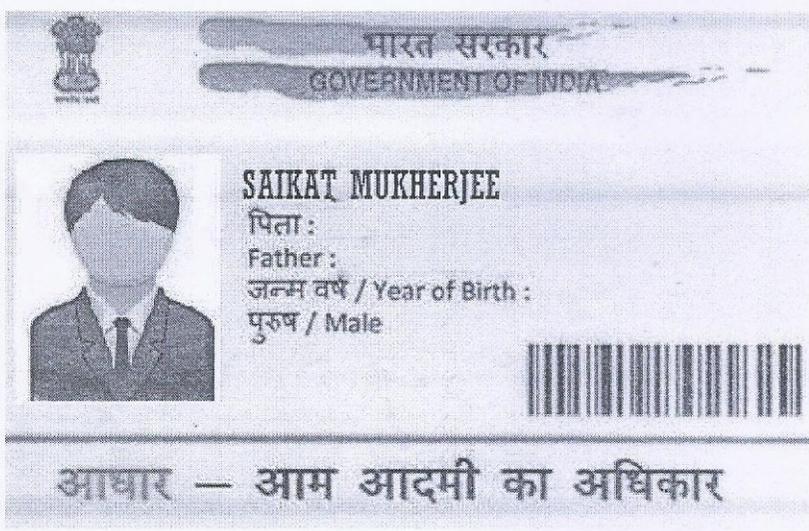
Tariff Category : Domestic [Residential]

Customer Care Centre No. 39999808

Meter No	Units	Billed Consumption (Current)		Billed Consumption (Previous)		Multiplication Factor	Current Consumption	
		Date of Meter Reading	Reading	Date of Meter Reading	Reading		Days	Units
11791733	kWh			12-05-2020	10,939.00			
11791733	kW							

PURPOSE - SPICET PART B

DOCUMENT - AADHAAR CARD (DIRECTOR 1)



PURPOSE - SPICE + PART B

Particulars of individual first subscriber(s) cum directors

First Name * SHIVASH

Middle Name

Surname * TYAGI

Father's First Name * SHEVAM

Father's Middle Name

Father's Surname * TYAGI

Gender * MALE

Date of Birth * 12/08/2000
Select Date *

Nationality * INDIA

Place of birth (District and State) * WEST DELHI, DELHI

Whether citizen of India * Yes No

Whether resident in India * Yes No

Occupation type * SelfEmployed Professional Homemaker Student Serviceman

Area of Occupation * OTHERS

~~XXXXXXXXXX~~

Educational Qualification *

GRADUATION /
BACHELOR /
EQUIVALENT

Pan Passport

9876543219

Designation *

Category *

Whether

Chairman

Executive director

Non-executive director

Name of the company or institution whose nominee the appointee is

Email ID *

shivansh20@gmail.com

Permanent address

Line I *

15, AMBIKA GHOSHAL LANE

Line II

City *

HOWRAH

State/Union Territory *

WEST BENGAL

Pin code *

711102

ISO Country code *

IN

Country *

INDIA

15

Phone (with STD code) *

091

6289196749

Whether present residential address same as permanent residential address

Yes

No

Present address

Line I *

15 AMBIKA GHOSHAL LANE

Line II

City *

HOWRAH.

State/Union Territory *

WEST BENGAL

Pin code *

71102

ISO Country code *

IN

Country *

INDIA

Phone (with STD code) *

091

6289196749

Duration of stay at present address *

012

Years

08

Months

If Duration of stay at present address is less than one year then address of previous residence *

N/A

Proof of identity *

VOTERS IDENTITY CARD

Residential Proof *

ELECTRICITY BILL

Voter's identity card number

UTC026351

Driving license number

-

Aadhaar Number

9876543219

Kind of shares subscribed	Number of subscribed shares	Amount of shares subscribed
Equity shares	50,000	10,00,000
Preference shares	0	0

Number of entities in which director have interest

NA

Registration Number

N/A

Name

N/A

Address

N/A

Designation

N/A

Nature of Interest

Percentage of share holding

N/A

Amount

N/A

Others (specify)

N/A

17

DOCUMENT - PAN CARD (DIRECTOR 2)



PURPOSE - SPICE + PART B

18

DOCUMENT - VOTERS IDENTITY CARD (DIRECTOR 2)



ELECTION COMMISSION OF INDIA
IDENTITY CARD

UTC026351

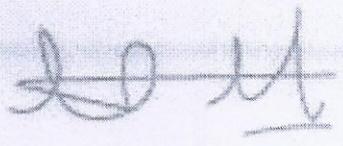


NAME : SHIVANSH TYAGI
FATHER'S NAME : XXXXXXXX
SEX : M/F
DATE OF BIRTH : XXXXXXXX

UTC026351

ADDRESS : XXXXXXXXXXXXXXXX
XXXXXXXXXXXXXXXXXX
XXXXXXXXXXXX
XXXXXX
XXXXX

DATE : XXXXXXXXXXXXXXXX



OFFICER SIGNATURE

20/ 10235689

PURPOSE - SPICE + PART B

(19)

DOCUMENT + ELECTRICITY BILL (DIRECTOR 2)



EBILL Customer

Date of Print Out: 01.07.2020
Bill of Supply for Electricity

BSES Yamuna Power Ltd.

GSTIN : 07AABCC8569N1Z0

Due Date:
 03-07-2020

Name: **SHIVANSH TYAGI**

Billing Address :

**15 AMBIKA GHOSHAL LANE, ASHABITAN
 APARTMENT BLOCK A FLAT 103, HOWRAH
 711102, WEST BENGAL**

Sanctioned Load : 2.00 (kW)
 Contract Demand :
 M D I : .00
 Power Factor : 1.000
 Pole No. : VSEPA183S1
 Meter Reading Status : NR
 Cycle No. : 12

CA No. : 101123657
 Energisation Date : 25.06.2009
 Meter Type : 1PSK
 Supply Type : LT
 Bill No. : 100155698759
 Bill Basis : Provisional
 O.D. No. : Y/20/11184438867
 CCTV Tagged : No
 Street Light Tagged :
 Wi-Fi Tagged :

Mobile / Tel. No. : 9868103247
 Email ID : chandra19prakash93@gmail.com
 District / Division : Vasundhara Enclave
 Walking Sequence : ANBI21050A0AC
 Bill Month : JUN-20
 Bill Date : 17-06-2020

Tariff Category : Domestic [Residential]

Customer Care Centre No. 39999808

Meter No	Units	Billed Consumption (Current)		Billed Consumption (Previous)		Multiplication Factor	Current Consumption	
		Date of Meter Reading	Reading	Date of Meter Reading	Reading		Days	Units
11791733	kWh			12-05-2020	10,939.00			
11791733	kW							

SPICE + PART B

DOCUMENT → AOHAR CARD (DIRECTOR 2)

20

 भारत सरकार
GOVERNMENT OF INDIA



SHIVANSH TYAGI
पिता :
Father :
जन्म वर्ष / Year of Birth :
पुरुष / Male



आधार — आम आदमी का अधिकार

SPICE + PART B

TABLE A

MEMORANDUM OF ASSOCIATION OF A COMPANY LIMITED BY SHARES.

- 1) The name of the company is "AQUOS WATERS PRIVATE LIMITED"
- 2) The registered office of the company will be situated in the state of West Bengal within the jurisdiction of the Registrar of Companies, West Bengal at Kolkata
- 3) The objects to be pursued by the company on its incorporation are:-
 - A) 1) To establish and provide in the field of drinking water by extracting water from the ground and/or filtering water collected through rainwater harvesting or any other form of water collection
 - 2) To carry out filtration process of the water so extracted and/or collected by applying technology as may be applicable and selling the product so collected as wholesale and/or retail in any manner whatsoever.
 - 3) To own, operate and maintain any property and/or machines required in the due process of extracting and/or collecting water and allowing for it to be made fit for drinking
 - 4) To carry out research in the field of drinking water technology.

- B) Matters which are necessary for furtherance of the objects specified in clause 3(A)
- a) To employ experts to examine into the conditions, prospects, value, character and circumstances of any business concern undertaking and generally of any assets, property or rights for the purpose of the business of the company.
 - b) To acquire, build, make any such infrastructure as may be necessary and convenient for the purpose of the company.
 - c) To remunerate any person or company for service rendered or to be rendered in placing or assisting to place, company's capital or debentures or any other security or in or about the formation or promotion of the company or the conduct of its business.
 - d) To undertake and transact all kinds of business related activities necessary for the operations of the company.
- 4) The liability of the member(s) is limited and this liability is limited to the amount unpaid, if any, on the shares held by them.
- 5) The share capital of the company is Fifty Lakh Rupees divided into two lakh equity shares of Twenty Rupees each.

6)

We, the several persons, whose names, addresses and descriptions are hereinafter subscribed are desirous of being formed into a company in pursuance of this Memorandum of Association and we respectively agree to take the number of shares in the capital of the company set opposite to our respective names.

(23)

Signature, Names, Addresses, descriptions and occupation of subscribers	Number of equity shares taken	Signature, Name, Address, Description and occupation of witness.
Saikat Mukherjee, 24/2 Onbarnal Jetiya Road, Howrah 71103 West Bengal	50,000 [Fifty thousand]	
Director		witness to both signatories.
Shivansh Tyagi, 15, Ambika Venoshal Lane, Howrah 71102. West Bengal	50,000. [Fifty thousand]	Yash Suryavanshi 16, Sarat Chatterjee Lane Howrah 71104 West Bengal
Director		self-employed.
TOTAL	1,00,000. (One Lakh).	

ARTICLES OF ASSOCIATION
AQUOS WATERS PRIVATE LIMITED

TABLE F
COMPANY LIMITED BY SHARES

Interpretation

I. (1) In these regulations—

(a) “the Act” means the Companies Act, 2013,

(b) “the seal” means the common seal of the company.

(2) Unless the context otherwise requires, words or expressions contained in these

regulations shall bear the same meaning as in the Act or any statutory modification thereof

in force at the date at which these regulations become binding on the company.

Share capital and variation of rights

II. 1. Subject to the provisions of the Act and these Articles, the shares in the capital of

the company shall be under the control of the Directors who may issue, allot or otherwise

dispose of the same or any of them to such persons, in such proportion and on such terms

and conditions and either at a premium or at par and at such time as they may from time to

time think fit.

2. (i) Every person whose name is entered as a member in the register of members shall

be entitled to receive within two months after incorporation, in case of subscribers to the

memorandum or after allotment or within one month after the application for the registration

of transfer or transmission or within such other period as the conditions of issue shall be

provided,—

(a) one certificate for all his shares without payment of any charges; or

(b) several certificates, each for one or more of his shares, upon payment of twenty rupees for each certificate after the first.

(ii) Every certificate shall be under the seal and shall specify the shares to which it relates and the amount paid-up thereon.

(iii) In respect of any share or shares held jointly by several persons, the company shall not be bound to issue more than one certificate, and delivery of a certificate for a share to one of several joint holders shall be sufficient delivery to all such holders.

3. (i) If any share certificate be worn out, defaced, mutilated, or torn or if there be no further space on the back for endorsement of transfer, then upon production and surrender thereof to the company, a new certificate may be issued in lieu thereof, and if any certificate is lost or destroyed then upon proof thereof to the satisfaction of the company and on execution of such indemnity as the company deems adequate, a new certificate in lieu thereof shall be given. Every certificate under this Article shall be issued on payment of twenty rupees for each certificate.

(ii) The provisions of Articles (2) and (3) shall *mutatis mutandis* apply to debentures of the company.

4. Except as required by law, no person shall be recognised by the company as holding any share upon any trust, and the company shall not be bound by, or be compelled in any way to recognise (even when having notice thereof) any equitable, contingent, future or partial interest in any share, or any interest in any fractional part of a share, or (except only as by these regulations or by law otherwise provided) any other rights in respect of any share except an absolute right to the entirety thereof in the registered holder.

5. (i) The company may exercise the powers of paying commissions conferred by

sub-section (6) of section 40, provided that the rate per cent. or the amount of the commission paid or agreed to be paid shall be disclosed in the manner required by that section and rules made thereunder.

(ii) The rate or amount of the commission shall not exceed the rate or amount prescribed in rules made under sub-section (6) of section 40.

(iii) The commission may be satisfied by the payment of cash or the allotment of fully or partly paid shares or partly in the one way and partly in the other.

6. (i) If at any time the share capital is divided into different classes of shares, the rights attached to any class (unless otherwise provided by the terms of issue of the shares of that class) may, subject to the provisions of section 48, and whether the company is being wound up, be varied with the consent in writing of the holders of three-fourths of the issued shares of that class, or with the sanction of a special resolution passed at a separate meeting of the holders of the shares of that class.

(ii) To every such separate meeting, the provisions of these regulations relating to general meetings shall *mutatis mutandis* apply, but so that the necessary quorum shall be at least two persons holding at least one-third of the issued shares of the class in question.

7. The rights conferred upon the holders of the shares of any class issued with preferred or other rights shall not, unless otherwise expressly provided by the terms of issue of the shares of that class, be deemed to be varied by the creation or issue of further shares ranking *pari passu* therewith.

8. Subject to the provisions of section 55, any preference shares may, with the sanction of an ordinary resolution, be issued on the terms that they are to be redeemed on such terms and in such manner as the company before the issue of the shares may, by special resolution,

determine.

Lien

- 9. (i) The company shall have a first and paramount lien—
 - (a) on every share (not being a fully paid share), for all monies (whether presently payable or not) called, or payable at a fixed time, in respect of that share; and
 - (b) on all shares (not being fully paid shares) standing registered in the name of a single person, for all monies presently payable by him or his estate to the company:

Provided that the Board of directors may at any time declare any share to be

wholly or in part exempt from the provisions of this clause.

- (ii) The company's lien, if any, on a share shall extend to all dividends payable and bonuses declared from time to time in respect of such shares.

10. The company may sell, in such manner as the Board thinks fit, any shares on which the company has a lien:

Provided that no sale shall be made—

- (a) unless a sum in respect of which the lien exists is presently payable; or
- (b) until the expiration of fourteen days after a notice in writing stating and

demanding payment of such part of the amount in respect of which the lien exists as is presently payable, has been given to the registered holder for the time being of the share or the person entitled thereto by reason of his death or insolvency.

11. (i) To give effect to any such sale, the Board may authorise some person to transfer the shares sold to the purchaser thereof.

(ii) The purchaser shall be registered as the holder of the shares comprised in any such transfer.

(iii) The purchaser shall not be bound to see to the application of the purchase money, nor shall his title to the shares be affected by any irregularity or invalidity in the proceedings in reference to the sale.

12. (i) The proceeds of the sale shall be received by the company and applied in payment of such part of the amount in respect of which the lien exists as is presently payable.

(ii) The residue, if any, shall, subject to a like lien for sums not presently payable as existed upon the shares before the sale, be paid to the person entitled to the shares at the date of the sale.

Calls on shares

13. (i) The Board may, from time to time, make calls upon the members in respect of any monies unpaid on their shares (whether on account of the nominal value of the shares or by way of premium) and not by the conditions of allotment thereof made payable at fixed times:

Provided that no call shall exceed one-fourth of the nominal value of the share or be payable at less than one month from the date fixed for the payment of the last preceding call.

(ii) Each member shall, subject to receiving at least fourteen days' notice specifying the time or times and place of payment, pay to the company, at the time or times and place so specified, the amount called on his shares.

(iii) A call may be revoked or postponed at the discretion of the Board.

14. A call shall be deemed to have been made at the time when the resolution of the Board authorising the call was passed and may be required to be paid by instalments.

15. The joint holders of a share shall be jointly and severally liable to pay all calls in respect thereof.

16. (i) If a sum called in respect of a share is not paid before or on the day appointed for payment thereof, the person from whom the sum is due shall pay interest thereon from the day appointed for payment thereof to the time of actual payment at ten per cent. per annum or at such lower rate, if any, as the Board may determine.

(ii) The Board shall be at liberty to waive payment of any such interest wholly or in part.

17. (i) Any sum which by the terms of issue of a share becomes payable on allotment or at any fixed date, whether on account of the nominal value of the share or by way of premium, shall, for the purposes of these regulations, be deemed to be a call duly made and payable on the date on which by the terms of issue such sum becomes payable.

(ii) In case of non-payment of such sum, all the relevant provisions of these regulations as to payment of interest and expenses, forfeiture or otherwise shall apply as if such sum had become payable by virtue of a call duly made and notified.

18. The Board—

- (a) may, if it thinks fit, receive from any member willing to advance the same, all or any part of the monies uncalled and unpaid upon any shares held by him; and
- (b) upon all or any of the monies so advanced, may (until the same would, but for such advance, become presently payable) pay interest at such rate not exceeding, unless the company in general meeting shall otherwise direct, twelve per cent. per annum, as may be agreed upon between the Board and the member paying the sum in advance.

Transfer of shares

19. (i) The instrument of transfer of any share in the company shall be executed by or on behalf of both the transferor and transferee.

(ii) The transferor shall be deemed to remain a holder of the share until the name of the transferee is entered in the register of members in respect thereof.

20. The Board may, subject to the right of appeal conferred by section 58 decline to register—

- (a) the transfer of a share, not being a fully paid share, to a person of whom they

do not approve; or

(b) any transfer of shares on which the company has a lien.

21. The Board may decline to recognise any instrument of transfer unless—

(a) the instrument of transfer is in the form as prescribed in rules made under

sub-section (1) of section 56;

(b) the instrument of transfer is accompanied by the certificate of the shares to

which it relates, and such other evidence as the Board may reasonably require to show

the right of the transferor to make the transfer; and

(c) the instrument of transfer is in respect of only one class of shares.

22. On giving not less than seven days' previous notice in accordance with section 91

and rules made thereunder, the registration of transfers may be suspended at such times and

for such periods as the Board may from time to time determine:

Provided that such registration shall not be suspended for more than thirty days at

any one time or for more than forty-five days in the aggregate in any year.

Transmission of shares

23. (i) On the death of a member, the survivor, or survivors where the member was a

joint holder, and his nominee or nominees or legal representatives where he was a sole

holder, shall be the only persons recognised by the company as having any title to his

interest in the shares.

(ii) Nothing in clause (i) shall release the estate of a deceased joint holder from any

liability in respect of any share which had been jointly held by him with other persons.

24. (i) Any person becoming entitled to a share in consequence of the death or

insolvency of a member may, upon such evidence being produced as may from time to time

properly be required by the Board and subject as hereinafter provided, elect, either—

(a) to be registered himself as holder of the share; or
(b) to make such transfer of the share as the deceased or insolvent member could have made.

(ii) The Board shall, in either case, have the same right to decline or suspend registration as it would have had, if the deceased or insolvent member had transferred the share before his death or insolvency.

25. (i) If the person so becoming entitled shall elect to be registered as holder of the share himself, he shall deliver or send to the company a notice in writing signed by him stating that he so elects.

(ii) If the person aforesaid shall elect to transfer the share, he shall testify his election by executing a transfer of the share.

(iii) All the limitations, restrictions and provisions of these regulations relating to the right to transfer and the registration of transfers of shares shall be applicable to any such notice or transfer as aforesaid as if the death or insolvency of the member had not occurred and the notice or transfer were a transfer signed by that member.

26. A person becoming entitled to a share by reason of the death or insolvency of the holder shall be entitled to the same dividends and other advantages to which he would be entitled if he were the registered holder of the share, except that he shall not, before being registered as a member in respect of the share, be entitled in respect of it to exercise any right

conferred by membership in relation to meetings of the company: Provided that the Board may, at any time, give notice requiring any such person to elect either to be registered himself or to transfer the share, and if the notice is not complied with within ninety days, the Board may thereafter withhold payment of all dividends, bonuses or other monies payable in respect of the share, until the requirements of the notice have

been complied with.

Forfeiture of shares

27. If a member fails to pay any call, or instalment of a call, on the day appointed for payment thereof, the Board may, at any time thereafter during such time as any part of the call or instalment remains unpaid, serve a notice on him requiring payment of so much of the call or instalment as is unpaid, together with any interest which may have accrued.

28. The notice aforesaid shall—

(a) name a further day (not being earlier than the expiry of fourteen days from the date of service of the notice) on or before which the payment required by the notice is to be made; and

(b) state that, in the event of non-payment on or before the day so named, the shares in respect of which the call was made shall be liable to be forfeited.

29. If the requirements of any such notice as aforesaid are not complied with, any share in respect of which the notice has been given may, at any time thereafter, before the payment required by the notice has been made, be forfeited by a resolution of the Board to that effect.

30. (i) A forfeited share may be sold or otherwise disposed of on such terms and in such manner as the Board thinks fit.

(ii) At any time before a sale or disposal as aforesaid, the Board may cancel the forfeiture on such terms as it thinks fit.

31. (i) A person whose shares have been forfeited shall cease to be a member in respect of the forfeited shares, but shall, notwithstanding the forfeiture, remain liable to pay to the company all monies which, at the date of forfeiture, were presently payable by him to the company in respect of the shares.

(ii) The liability of such person shall cease if and when the company shall have received payment in full of all such monies in respect of the shares.

32. (i) A duly verified declaration in writing that the declarant is a director, the manager or the secretary, of the company, and that a share in the company has been duly forfeited on a date stated in the declaration, shall be conclusive evidence of the facts therein stated as against all persons claiming to be entitled to the share;

(ii) The company may receive the consideration, if any, given for the share on any sale or disposal thereof and may execute a transfer of the share in favour of the person to whom the share is sold or disposed of;

(iii) The transferee shall thereupon be registered as the holder of the share; and

(iv) The transferee shall not be bound to see to the application of the purchase money, if any, nor shall his title to the share be affected by any irregularity or invalidity in the proceedings in reference to the forfeiture, sale or disposal of the share.

33. The provisions of these regulations as to forfeiture shall apply in the case of non-payment of any sum which, by the terms of issue of a share, becomes payable at a fixed time, whether on account of the nominal value of the share or by way of premium, as if the same had been payable by virtue of a call duly made and notified.

Alteration of capital

34. The company may, from time to time, by ordinary resolution increase the share capital by such sum, to be divided into shares of such amount, as may be specified in the resolution.

35. Subject to the provisions of section 61, the company may, by ordinary resolution, —

- (a) consolidate and divide all or any of its share capital into shares of larger amount than its existing shares.

(b) convert all or any of its fully paid-up shares into stock, and reconvert that

stock into fully paid-up shares of any denomination.

(c) sub-divide its existing shares or any of them into shares of smaller amount

than is fixed by the memorandum.

(d) cancel any shares which, at the date of the passing of the resolution, have

not been taken or agreed to be taken by any person.

36. Where shares are converted into stock, —

(a) the holders of stock may transfer the same or any part thereof in the same

manner as, and subject to the same regulations under which, the shares from which the

stock arose might before the conversion have been transferred, or as near thereto as

circumstances admit:

Provided that the Board may, from time to time, fix the minimum amount of stock

transferable, so, however, that such minimum shall not exceed the nominal amount of

the shares from which the stock arose.

(b) the holders of stock shall, according to the amount of stock held by them,

have the same rights, privileges and advantages as regards dividends, voting at

meetings of the company, and other matters, as if they held the shares from which the

stock arose; but no such privilege or advantage (except participation in the dividends

and profits of the company and in the assets on winding up) shall be conferred by an

amount of stock which would not, if existing in shares, have conferred that privilege or

advantage.

(c) such of the regulations of the company as are applicable to paid-up shares

shall apply to stock and the words "share" and "shareholder" in those regulations

shall include "stock" and "stock-holder" respectively.

37. The company may, by special resolution, reduce in any manner and with, and subject to, any incident authorised, and consent required by law, —

- (a) its share capital.
- (b) any capital redemption reserve account; or
- (c) any share premium account.

Capitalisation of profits

38. (i) The company in general meeting may, upon the recommendation of the Board, resolve—

- (a) that it is desirable to capitalise any part of the amount for the time being standing to the credit of any of the company's reserve accounts, or to the credit of the profit and loss account, or otherwise available for distribution; and
- (b) that such sum be accordingly set free for distribution in the manner specified in clause (ii) amongst the members who would have been entitled thereto, if distributed by way of dividend and in the same proportions.

(ii) The sum aforesaid shall not be paid in cash but shall be applied, subject to the provision contained in clause (iii), either in or towards—

- (A) paying up any amounts for the time being unpaid on any shares held by such members respectively;
- (B) paying up in full, unissued shares of the company to be allotted and distributed, credited as fully paid-up, to and amongst such members in the proportions aforesaid;
- (C) partly in the way specified in sub-clause (A) and partly in that specified in sub-clause (B);
- (D) A securities premium account and a capital redemption reserve account may, for the purposes of this regulation, be applied in the paying up of unissued shares to be issued to members of the company as fully paid bonus shares;

(E) The Board shall give effect to the resolution passed by the company in pursuance of this regulation.

39. (i) Whenever such a resolution as aforesaid shall have been passed, the Board shall—

(a) make all appropriations and applications of the undivided profits resolved to be capitalised thereby, and all allotments and issues of fully paid shares if any; and

(b) generally do all acts and things required to give effect thereto.

(ii) The Board shall have power—

(a) to make such provisions, by the issue of fractional certificates or by payment in cash or otherwise as it thinks fit, for the case of shares becoming distributable in fractions; and

(b) to authorise any person to enter, on behalf of all the members entitled thereto, into an agreement with the company providing for the allotment to them respectively, credited as fully paid-up, of any further shares to which they may be entitled upon such capitalisation, or as the case may require, for the payment by the company on their behalf, by the application thereto of their respective proportions of profits resolved to be capitalised, of the amount or any part of the amounts remaining unpaid on their existing shares;

(iii) Any agreement made under such authority shall be effective and binding on such members.

Buy-back of shares

40. Notwithstanding anything contained in these articles but subject to the provisions of sections 68 to 70 and any other applicable provision of the Act or any other law for the time being in force, the company may purchase its own shares or other specified securities.

General meetings

41. All general meetings other than annual general meeting shall be called extraordinary general meeting.

42. (i) The Board may, whenever it thinks fit, call an extraordinary general meeting.

(ii) If at any time directors capable of acting who are sufficient in number to form a

quorums are not within India, any director or any two members of the company may call an

extraordinary general meeting in the same manner, as nearly as possible, as that in which

such a meeting may be called by the Board.

Proceedings at general meetings

43. (i) No business shall be transacted at any general meeting unless a quorum of

members is present at the time when the meeting proceeds to business.

(ii) Save as otherwise provided herein, the quorum for the general meetings shall be as provided in section 103.

44. The chairperson, if any, of the Board shall preside as Chairperson at every general meeting of the company.

45. If there is no such Chairperson, or if he is not present within fifteen minutes after

the time appointed for holding the meeting, or is unwilling to act as chairperson of the

meeting, the directors present shall elect one of their members to be Chairperson of the meeting.

46. If at any meeting no director is willing to act as Chairperson or if no director is

present within fifteen minutes after the time appointed for holding the meeting, the members

present shall choose one of their members to be Chairperson of the meeting.

Adjournment of meeting

47. (i) The Chairperson may, with the consent of any meeting at which a quorum is

present, and shall, if so directed by the meeting, adjourn the meeting from time to time and

from place to place.

(ii) No business shall be transacted at any adjourned meeting other than the business

left unfinished at the meeting from which the adjournment took place.

(iii) When a meeting is adjourned for thirty days or more, notice of the adjourned

meeting shall be given as in the case of an original meeting.

(iv) Save as aforesaid, and as provided in section 103 of the Act, it shall not be

necessary to give any notice of an adjournment or of the business to be transacted at an

adjourned meeting.

Voting rights

48. Subject to any rights or restrictions for the time being attached to any class or

classes of shares,—

(a) on a show of hands, every member present in person shall have one vote;

and

(b) on a poll, the voting rights of members shall be in proportion to his share in

the paid-up equity share capital of the company.

49. A member may exercise his vote at a meeting by electronic means in accordance

with section 108 and shall vote only once.

50. (i) In the case of joint holders, the vote of the senior who tenders a vote, whether in

person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders.

(ii) For this purpose, seniority shall be determined by the order in which the names

stand in the register of members.

51. A member of unsound mind, or in respect of whom an order has been made by any

court having jurisdiction in lunacy, may vote, whether on a show of hands or on a poll, by his

committee or other legal guardian, and any such committee or guardian may, on a poll, vote

by proxy.

52. Any business other than that upon which a poll has been demanded may be

proceeded with, pending the taking of the poll.

53. No member shall be entitled to vote at any general meeting unless all calls or other sums presently payable by him in respect of shares in the company have been paid.

54. (i) No objection shall be raised to the qualification of any voter except at the meeting or adjourned meetings at which the vote objected to is given or tendered, and every vote not disallowed at such meeting shall be valid for all purposes.

(ii) Any such objection made in due time shall be referred to the Chairperson of the meeting, whose decision shall be final and conclusive.

Proxy

55. The instrument appointing a proxy and the power-of-attorney or other authority, if any, under which it is signed or a notarised copy of that power or authority, shall be deposited at the registered office of the company not less than 48 hours before the time for holding the meeting or adjourned meetings at which the person named in the instrument proposes to vote, or, in the case of a poll, not less than 24 hours before the time appointed for the taking of the poll; and in default the instrument of proxy shall not be treated as valid.

56. An instrument appointing a proxy shall be in the form as prescribed in the rules made under section 105.

57. A vote given in accordance with the terms of an instrument of proxy shall be valid, notwithstanding the previous death or insanity of the principal or the revocation of the proxy or of the authority under which the proxy was executed, or the transfer of the shares in respect of which the proxy is given:

Provided that no intimation in writing of such death, insanity, revocation or transfer shall have been received by the company at its office before the commencement of the meeting or adjourned meetings at which the proxy is used.

Board of Directors

20

58. The number of the directors and the names of the first directors shall be determined in writing by the subscribers of the memorandum or a majority of them.

59. (i) The remuneration of the directors shall, in so far as it consists of a monthly

payment, be deemed to accrue from day-to-day.

(ii) In addition to the remuneration payable to them in pursuance of the Act, the

directors may be paid all travelling, hotel and other expenses properly incurred by them—

(a) in attending and returning from meetings of the Board of Directors or any

committee thereof or general meetings of the company; or

(b) in connection with the business of the company.

60. The Board may pay all expenses incurred in getting up and registering the company.

61. The company may exercise the powers conferred on it by section 88 with regard to

the keeping of a foreign register; and the Board may (subject to the provisions of that

section) make and vary such regulations as it may think fit respecting the keeping of any

such register.

62. All cheques, promissory notes, drafts, *hundis*, bills of exchange and other negotiable

instruments, and all receipts for monies paid to the company, shall be signed, drawn, accepted,

endorsed, or otherwise executed, as the case may be, by such person and in such manner as

the Board shall from time to time by resolution determine.

63. Every director present at any meeting of the Board or of a committee thereof shall

sign his name in a book to be kept for that purpose.

64. (i) Subject to the provisions of section 149, the Board shall have power at any time,

and from time to time, to appoint a person as an additional director, provided the number of

the directors and additional directors together shall not at any time exceed the maximum

strength fixed for the Board by the articles.

(ii) Such person shall hold office only up to the date of the next annual general meeting of the company but shall be eligible for appointment by the company as a director at that meeting subject to the provisions of the Act.

Proceedings of the Board

65. (i) The Board of Directors may meet for the conduct of business, adjourn and otherwise regulate its meetings, as it thinks fit.

(ii) A director may, and the manager or secretary on the requisition of a director shall, at any time, summon a meeting of the Board.

66. (i) Save as otherwise expressly provided in the Act, questions arising at any meeting of the Board shall be decided by a majority of votes.

(ii) In case of an equality of votes, the Chairperson of the Board, if any, shall have a second or casting vote.

67. The continuing directors may act notwithstanding any vacancy in the Board; but, if and so long as their number is reduced below the quorum fixed by the Act for a meeting of the Board, the continuing directors or director may act for the purpose of increasing the number of directors to that fixed for the quorum, or of summoning a general meeting of the company, but for no other purpose.

68. (i) The Board may elect a Chairperson of its meetings and determine the period for which he is to hold office.

(ii) If no such Chairperson is elected, or if at any meeting the Chairperson is not present within five minutes after the time appointed for holding the meeting, the directors present may choose one of their number to be Chairperson of the meeting.

69. (i) The Board may, subject to the provisions of the Act, delegate any of its powers to committees consisting of such member or members of its body as it thinks fit.

(ii) Any committee so formed shall, in the exercise of the powers so delegated, conform to any regulations that may be imposed on it by the Board.

70. (i) A committee may elect a Chairperson of its meetings.

(ii) If no such Chairperson is elected, or if at any meeting the Chairperson is not present within five minutes after the time appointed for holding the meeting, the members present may choose one of their members to be Chairperson of the meeting.

71. (i) A committee may meet and adjourn as it thinks fit.

(ii) Questions arising at any meeting of a committee shall be determined by a majority of votes of the members present, and in case of an equality of votes, the Chairperson shall have a second or casting vote.

72. All acts done in any meeting of the Board or of a committee thereof or by any person acting as a director, shall, notwithstanding that it may be afterwards discovered that there was some defect in the appointment of any one or more of such directors or of any person acting as aforesaid, or that they or any of them were disqualified, be as valid as if every such director or such person had been duly appointed and was qualified to be a director.

73. Save as otherwise expressly provided in the Act, a resolution in writing, signed by all the members of the Board or of a committee thereof, for the time being entitled to receive notice of a meeting of the Board or committee, shall be valid and effective as if it had been passed at a meeting of the Board or committee, duly convened and held.

Chief Executive Officer, Manager, Company Secretary or Chief Financial Officer

74. Subject to the provisions of the Act,—

(i) A chief executive officer, manager, company secretary or chief financial officer may be appointed by the Board for such term, at such remuneration and upon such

conditions as it may think fit; and any chief executive officer, manager, company secretary or chief financial officer so appointed may be removed by means of a resolution of the Board;

(ii) A director may be appointed as chief executive officer, manager, company secretary or chief financial officer.

75. A provision of the Act or these regulations requiring or authorising a thing to be done by or to a director and chief executive officer, manager, company secretary or chief financial officer shall not be satisfied by its being done by or to the same person acting both as director and as, or in place of, chief executive officer, manager, company secretary or chief financial officer.

The Seal

76. (i) The Board shall provide for the safe custody of the seal.
(ii) The seal of the company shall not be affixed to any instrument except by the authority of a resolution of the Board or of a committee of the Board authorised by it in that behalf, and except in the presence of at least two directors and of the secretary or such other person as the Board may appoint for the purpose; and those two directors and the secretary or other person aforesaid shall sign every instrument to which the seal of the company is so affixed in their presence.

Dividends and Reserve

77. The company in general meeting may declare dividends, but no dividend shall exceed the amount recommended by the Board.

78. Subject to the provisions of section 123, the Board may from time to time pay to the members such interim dividends as appear to it to be justified by the profits of the company.

79. (i) The Board may, before recommending any dividend, set aside out of the profits

of the company such sums as it thinks fit as a reserve or reserves which shall, at the discretion of the Board, be applicable for any purpose to which the profits of the company may be properly applied, including provision for meeting contingencies or for equalising dividends; and pending such application, may, at the like discretion, either be employed in the business of the company or be invested in such investments (other than shares of the company) as the Board may, from time to time, think fit.

(ii) The Board may also carry forward any profits which it may consider necessary not

to divide, without setting them aside as a reserve.

80. (i) Subject to the rights of persons, if any, entitled to shares with special rights as to dividends, all dividends shall be declared and paid according to the amounts paid or credited as paid on the shares in respect whereof the dividend is paid, but if and so long as nothing is paid upon any of the shares in the company, dividends may be declared and paid according to the amounts of the shares.

(ii) No amount paid or credited as paid on a share in advance of calls shall be treated

for the purposes of this regulation as paid on the share.

(iii) All dividends shall be apportioned and paid proportionately to the amounts paid or credited as paid on the shares during any portion or portions of the period in respect of which the dividend is paid; but if any share is issued on terms providing that it shall rank for dividend as from a particular date such share shall rank for dividend accordingly.

81. The Board may deduct from any dividend payable to any member all sums of money, if any, presently payable by him to the company on account of calls or otherwise in relation to the shares of the company.

82. (i) Any dividend, interest or other monies payable in cash in respect of shares may

be paid by cheque or warrant sent through the post directed to the registered address of the holder or, in the case of joint holders, to the registered address of that one of the joint holders who is first named on the register of members, or to such person and to such address as the holder or joint holders may in writing direct.

(ii) Every such cheque or warrant shall be made payable to the order of the person to whom it is sent.

83. Any one of two or more joint holders of a share may give effective receipts for any dividends, bonuses or other monies payable in respect of such share.

84. Notice of any dividend that may have been declared shall be given to the persons entitled to share therein in the manner mentioned in the Act.

85. No dividend shall bear interest against the company.

Accounts

86. (i) The Board shall from time to time determine whether and to what extent and at what times and places and under what conditions or regulations, the accounts and books of the company, or any of them, shall be open to the inspection of members not being directors.

(ii) No member (not being a director) shall have any right of inspecting any account or book or document of the company except as conferred by law or authorised by the Board or

by the company in general meeting.

Winding up

87. Subject to the provisions of Chapter XX of the Act and rules made thereunder—

(i) If the company shall be wound up, the liquidator may, with the sanction of a special resolution of the company and any other sanction required by the Act, divide amongst the members, in specie or kind, the whole or any part of the assets of the

company, whether they shall consist of property of the same kind or not.

(ii) For the purpose aforesaid, the liquidator may set such value as he deems fair

46

upon any property to be divided as aforesaid and may determine how such division shall be carried out as between the members or different classes of members.

(iii) The liquidator may, with the like sanction, vest the whole or any part of such assets in trustees upon such trusts for the benefit of the contributories if he considers necessary, but so that no member shall be compelled to accept any shares or other securities whereon there is any liability.

FORM NO. DIR-3

[Pursuant to section 153 of The Companies Act, 2013 & Rule 9(1) of The Companies (Appointment and Qualification of Directors) Rules, 2014 & Rule 10 of Limited Liability Partnership Rules, 2009]



Application for allotment of Director Identification Number

47

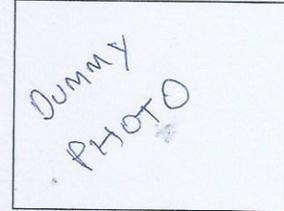
Note -

- All fields marked in * are to be mandatorily filled.
- Income-tax Permanent Account Name (Income-tax PAN) is mandatory in case of Indian nationals and in such case applicant details should be as per Income-tax PAN. In case the details as per Income-tax PAN are incorrect, applicant is advised to first correct the details in Income-tax PAN. Refer instruction kit for details.
- In case of foreign nationals, Passport number is mandatory.

1. *Applicant's name (Enter full name and do not use abbreviations)

(a) First name
(b) Last name
(c) Middle name

Photograph



(Attach a latest passport size photograph by clicking on above box)

2. *Father's name (Even married women must give father's name)

(a) First name
(b) Last name
(c) Middle name

3. *Whether a citizen of India Yes No

4. Nationality

5. *Whether resident in India Yes No

6. (a) *Occupation Type Self Employed Professional Homemaker Student Serviceman

Area Of Occupation

If 'others' selected, please specify

(b) *Educational qualification

7. *Date of birth (DD/MM/YYYY)

8. *Gender Male Female Transgender

9. Place of birth

10. Income-tax permanent account number

11. Voter's identity card number

12. Passport number

13. Driving license number

14. Aadhaar Number

15. Permanent residential address

(a) *Line I

Line II

*City

*State *Pin code

* ISO country code

Country

Phone *Mobile Fax

*e-mail ID

16. *Whether present residential address is same as permanent residential address Yes No

48

17. Present residential address

Line I

Line II

City

State Pin code

ISO country code

Country

Phone Fax

List of attachments

Attachments

- 1. *Proof of identity of applicant
- 2. *Proof of residence of applicant
- 3. Optional attachment(s) - if any

PAN CARD
ELECTRICITY BILL

Verification

I Son*/ Daughter* of
 born on
resident of

hereby confirm and verify that the particulars given in this Form are true and also are in agreement with the documents being attached thereto.

I hereby confirm and declare that:

- 1. The photograph and documents being attached to the Form DIR-3 belong to me. I further confirm that all required documents have been duly certified by the respective government authority and are being attached to the said Form DIR-3, and
- 2. I am not restrained, disqualified, removed of, for being appointed as Director of a company under the provisions of the Companies Act, 2013 including sections 164 and 169, and
- 3. I have not been declared as proclaimed offender by any Economic Offence Court or Judicial Magistrate Court or High Court or any other Court, and
- 4. I have not been already allotted a Director Identification Number (DIN) under section 154 of the Companies Act, 2013, and
- 5. I further declare that I have read and understood the provisions of Sections 154, 155, 447 and 448 read with Sections 449, 450 and 451 of the Companies Act, 2013, and
- 6. I solemnly declare that the declaration given herein as stated above are true to the best of my knowledge and belief and that it conceals nothing and that no part of it is false.

*To be Digitally signed by Applicant

Certification

I declare that I have been duly engaged for the purpose of certification/verification of this form. It is hereby certified that :

I have satisfied myself about the identity of the applicant based on the perusal of the original of the attached document

Note: In case where the applicant is residing outside India the particulars have to be verified from the documents duly attested by the attesting authority as prescribed

49

- I also verify having attested the photograph of the said person
 - who is personally known to me; or
 - who met me in person along with the original of the attested documents.
- It is further certified that all required attachments have been completely attached to this application
- I have gone through the provisions of the Companies Act, 2013 and Rules thereunder for the subject matter of this form and matters incidental thereto 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.
- I further certify that;
 - All the required attachments have been completely and legibly attached to this form;
 - I have kept a copy of this form and attachments thereto, in my records for future reference.
 - It is understood that I shall be liable for action under Section 449 of the Companies Act, 2013 for wrong certification, if any found at any stage.

* To be digitally signed by

C.S

Category

In case of chartered accountant or company secretary or cost accountant (in whole time practice)

Membership number

Certificate of Practice Number

Whether associate or fellow Associate Fellow

In case of company secretary (in whole time employment) or director of existing company in which the applicant is proposed to be director

DIN of the Director or membership number of Company Secretary

Corporate identity number (CIN) of company with which secretary is associated and in which applicant is proposed to be a director

Pre-fill

Name of company

Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on record by the Central Government through electronic mode and on the basis of statement of correctness given by the person filing the form

50

DOCUMENT - PAN CARD. (DIRECTOR 1)



PURPOSE - ATTACHMENT FOR FORM DIR 3.

51

DOCUMENT - ELECTRICITY BILL (DIRECTOR 4)



EBILL Customer

Date of Print Out: 01.07.2020 Bill of Supply for Electricity

BSES Yamuna Power Ltd.

Due Date:
03-07-2020

Name : **SAIKAT MUKHERJEE**

Billing Address :

**24/2 ONKARMAL JETIYA ROAD, AKCHAT
LAXMI GARDEN BL C FLAT 4A HOWRAH
711103 WEST BENGAL**

Mobile / Tel. No. : 9868103247
Email ID : chandra19prakash93@gmail.com
District / Division : Vasundra Enclave
Walking Sequence : ANB121050A0AC
Bill Month : JUN-20
Bill Date : 17-06-2020

Sanctioned Load : 2.00 (kW)
Contract Demand :
M D I : .00
Power Factor : 1.000
Pole No. : VSEPA183S1
Meter Reading Status : NR
Cycle No. : 12

CA No. : 101123657
Energisation Date : 25.06.2009
Meter Type : IPSK
Supply Type : LT
Bill No. : 100155698759
Bill Basis : Provisional
O.D. No. : Y/20/11184438867
CCTV Tagged : No
Street Light Tagged :
WI-FI Tagged :

Tariff Category : Domestic [Residential]

Customer Care Centre No. 39999808

Meter No	Units	Billed Consumption (Current)		Billed Consumption (Previous)		Multiplication Factor	Current Consumption	
		Date of Meter Reading	Reading	Date of Meter Reading	Reading		Days	Units
11791733	kWh			12-05-2020	10,939.00			
11791733	kW							

PURPOSE - ATTACHMENT FOR FORM DIR 3.

FORM NO. DIR-3

[Pursuant to section 153 of The Companies Act, 2013 & Rule 9(1) of The Companies (Appointment and Qualification of Directors) Rules, 2014 & Rule 10 of Limited Liability Partnership Rules, 2009]



Application for allotment of Director Identification Number

52

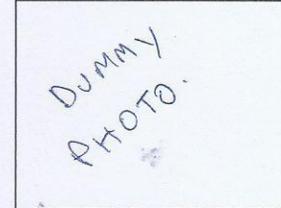
Note -

- All fields marked in * are to be mandatorily filled.
- Income-tax Permanent Account Name (Income-tax PAN) is mandatory in case of Indian nationals and in such case applicant details should be as per Income-tax PAN. In case the details as per Income-tax PAN are incorrect, applicant is advised to first correct the details in Income-tax PAN. Refer instruction kit for details.
- In case of foreign nationals, Passport number is mandatory.

1. *Applicant's name (Enter full name and do not use abbreviations)

(a) First name
(b) Last name
(c) Middle name

Photograph



(Attach a latest passport size photograph by clicking on above box)

Remove Photograph

2. *Father's name (Even married women must give father's name)

(a) First name
(b) Last name
(c) Middle name

3. *Whether a citizen of India Yes No

4. Nationality

5. *Whether resident in India Yes No

6. (a) *Occupation Type Self Employed Professional Homemaker Student Serviceman

Area Of Occupation

If 'others' selected, please specify

(b) *Educational qualification

7. *Date of birth (DD/MM/YYYY)

8. *Gender Male Female Transgender

9. Place of birth

10. Income-tax permanent account number

Verify Income-tax PAN details

11. Voter's identity card number

12. Passport number

13. Driving license number

14. Aadhaar Number

15. Permanent residential address

(a) *Line I

Line II

*City

*State *Pin code

*ISO country code

Country

Phone *Mobile Fax

*e-mail ID

16. *Whether present residential address is same as permanent residential address Yes No

53

17. Present residential address

Line I

Line II

City

State Pin code

ISO country code

Country

Phone Fax

List of attachments

Attachments

- 1. *Proof of identity of applicant
- 2. *Proof of residence of applicant
- 3. Optional attachment(s) - if any

PAN CARD
ELECTRICITY BILL

Verification

I Son*/ Daughter* of

born on

resident of

hereby confirm and verify that the particulars given in this Form are true and also are in agreement with the documents being attached thereto.

I hereby confirm and declare that:

- 1. The photograph and documents being attached to the Form DIR-3 belong to me. I further confirm that all required documents have been duly certified by the respective government authority and are being attached to the said Form DIR-3, and
- 2. I am not restrained, disqualified, removed of, for being appointed as Director of a company under the provisions of the Companies Act, 2013 including sections 164 and 169, and
- 3. I have not been declared as proclaimed offender by any Economic Offence Court or Judicial Magistrate Court or High Court or any other Court, and
- 4. I have not been already allotted a Director Identification Number (DIN) under section 154 of the Companies Act, 2013, and
- 5. I further declare that I have read and understood the provisions of Sections 154, 155, 447 and 448 read with Sections 449, 450 and 451 of the Companies Act, 2013, and
- 6. I solemnly declare that the declaration given herein as stated above are true to the best of my knowledge and belief and that it conceals nothing and that no part of it is false.

*To be Digitally signed by Applicant

Certification

I declare that I have been duly engaged for the purpose of certification/verification of this form. It is hereby certified that :

I have satisfied myself about the identity of the applicant based on the perusal of the original of the attached document

Note: In case where the applicant is residing outside India the particulars have to be verified from the documents duly attested by the attesting authority as prescribed

54

I also verify having attested the photograph of the said person
 who is personally known to me; or
 who met me in person along with the original of the attested documents.

It is further certified that all required attachments have been completely attached to this application

I have gone through the provisions of the Companies Act, 2013 and Rules thereunder for the subject matter of this form and matters incidental thereto 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.

I further certify that;

All the required attachments have been completely and legibly attached to this form;

I have kept a copy of this form and attachments thereto, in my records for future reference.

It is understood that I shall be liable for action under Section 449 of the Companies Act, 2013 for wrong certification, if any found at any stage.

* To be digitally signed by

C.S

Category

In case of chartered accountant or company secretary or cost accountant (in whole time practice)

Membership number

Certificate of Practice Number

Whether associate or fellow Associate Fellow

In case of company secretary (in whole time employment) or director of existing company in which the applicant is proposed to be director

DIN of the Director or membership number of Company Secretary

Corporate identity number (CIN) of company with which secretary is associated and in which applicant is proposed to be a director

Name of company

This eForm has been taken on record by the Central Government through electronic mode and on the basis of statement of correctness given by the person filing the form

DOCUMENT → PAN CARD (DIRECTOR 2) (33)



PURPOSE → ATTACHMENT FOR FORM DIR 3.

(56)

DOCUMENT - ELECTRICITY BILL (DIRECTOR 2)

BSES

EBILL Customer

Date of Print Out: 01.07.2020
Bill of Supply for Electricity

BSES Yamuna Power Ltd.

GSTIN : 07AABCC8569N1Z0

Due Date:
03-07-2020

Name : **SHIVANSH TYAGI**

Billing Address :

**15 AMBIKA GHOSHAL LANE, ASHABITAN
APARTMENT BLOCK A FLAT 103, HOWRAH
711102, WEST BENGAL**

Sanctioned Load : 2.00 (kW)
Contract Demand :
M D I : .00
Power Factor : 1.000
Pole No. : VSEPA183S1
Meter Reading Status : NR
Cycle No. : 12

CA No. : 101123657
Energisation Date : 25.06.2009
Meter Type : IPSK
Supply Type : LT
Bill No. : 100155698759
Bill Basis : Provisional
O.D. No. : Y/20/11184438867
CCTV Tagged : No
Street Light Tagged :
Wi-Fi Tagged :

Mobile / Tel. No. : 9868103247
Email ID : chandra19prakash93@gmail.com
District / Division : Vasandhra Enclave
Walking Sequence : ANB121050A0AC
Bill Month : JUN-20
Bill Date : 17-06-2020

Tariff Category : Domestic [Residential]

Customer Care Centre No. 39999808

Meter No	Units	Billed Consumption (Current)		Billed Consumption (Previous)		Multiplication Factor	Current Consumption	
		Date of Meter Reading	Reading	Date of Meter Reading	Reading		Days	Units
11791733	kWh			12-03-2020	10,939.00			
11791733	kWh							

PURPOSE - ATTACHMENT FOR FORM DIR 3.

57

Form No. INC-9

Affidavit

*[Pursuant to section 7(1)(c) of the Companies Act, 2013 and
rule 15 of the Companies (Incorporation) Rules, 2014]*

Name of the proposed company:

I ^{SAIKAT} ~~MUKHERJEE~~ being the subscriber to the memorandum /
named as first director in the articles, of the above named
proposed company, hereby solemnly declare and affirm that:

- I have not been convicted of any offence in connection with the promotion, formation or management of any company during the preceding five years; and
- I have not been found guilty of any fraud or misfeasance or of any breach of duty to any company under this Act or any previous company law during the preceding five years; and
- All the documents filed with the Registrar for registration of the company contain information that is correct and complete and true to the best of my knowledge and belief.

Date: Signature: 04/11/2020 / *Mukherjee*

Place: HOWRAH

58

Form No.INC-9

Affidavit

[Pursuant to section 7(1)(c) of the Companies Act, 2013 and rule 15 of the Companies (Incorporation) Rules, 2014]

Name of the proposed company:

I **SHIVANSH TYAGI**, being the subscriber to the memorandum / named as second director in the articles, of the above named proposed company, hereby solemnly declare and affirm that:

- I have not been convicted of any offence in connection with the promotion, formation or management of any company during the preceding five years; and
- I have not been found guilty of any fraud or misfeasance or of any breach of duty to any company under this Act or any previous company law during the preceding five years; and
- All the documents filed with the Registrar for registration of the company contain information that is correct and complete and true to the best of my knowledge and belief.

Date: 08/10/2021

Signature: S. Tyagi

Place: HOWRAH.

59

Date: 04-10-2021

To,
The Registrar

Subject: Consent for appointment as director on the Board of AQUOS WATERS PRIVATE LIMITED.

I hereby give my consent to act as director of AQUOS WATERS PRIVATE LIMITED pursuant to sub-section (5) of section 152 of the Companies Act 2013 and certify that I am not disqualified to become a director under the Companies Act, 2013.

Please find attached my consent in Form as required by the Companies Act, 2013 read with Companies (Appointment and Qualification of Director) Rules, 2014.

Please acknowledge this letter and provide me with companies.

Sincerely,

Director Signature

SAIKAT MUKHERJEE
(S Mukherjee).

Date: 04-10-2021

60

To,
The Registrar

Subject: Consent for appointment as director on the Board of AQUOS WATERS
PRIVATE LIMITED.

I hereby give my consent to act as director of AQUOS WATERS PRIVATE LIMITED
pursuant to sub-section (5) of section 152 of the Companies Act 2013 and
certify that I am not disqualified to become a director under the Companies Act,
2013.

Please find attached my consent in Form as required by the Companies Act,
2013 read with Companies (Appointment and Qualification of Director) Rules,
2014.

Please acknowledge this letter and provide me with companies.

Sincerely,

Director Signature

SHIVANSH TYAGI.
(S. Tyagi).

61

No Objection Certificate

TO WHOMSOEVER IT MAY CONCERN

04/10/2021
Date

I, Mr. SAIKAT MUKHERJEE R/o 24/2 ONKARMAL JETIYA ROAD - do hereby solemnly certify that I am rightful and absolute owner of the premise situated at ~~Jetiya Road near~~ 24/2 ONKARMAL JETIYA ROAD

I further confirm and declare that I have no objection to use the said premise by the Company as its registered office address and for operating his business.

Thanking You

Date: 04/10/2021

Yours faithfully, SAIKAT MUKHERJEE.

Place: ——— HOWRAH

Owner – Mr. SAIKAT MUKHERJEE.

62

DOCUMENT - ELECTRICITY BILL (ADDRESS PROOF)



EBILL Customer

Bill of Supply for Electricity

Date of Print Out: 01.07.2020

BSES Yamuna Power Ltd.

GSTIN : 07AABCC8569N1Z0

Due Date:
03-07-2020

Name : **SAIKAT MUKHERJEE**

Billing Address :

**24/2 ONKARMAL JETIYA ROAD, AKCHAT
LAXMI GARDEN BL C FLAT 4A HOWRAH
711103 WEST BENGAL**

Sanctioned Load : 2.00 (kW)
Contract Demand :
M D I : .00
Power Factor : 1.000
Pole No. : VSEPA183S1
Meter Reading Status : NR
Cycle No. : 12

CA No. : 101123657
Energisation Date : 25.06.2009
Meter Type : IPSK
Supply Type : LT
Bill No. : 100155698759
Bill Basis : Provisional
O.D. No. : Y/20/1184438867
CCTV Tagged : No
Street Light Tagged :
Wi-Fi Tagged :

Mobile / Tel. No. : 9868103247
Email ID : chandra19prakash93@gmail.com
District / Division : Vassandhra Enclave
Walking Sequence : ANB121050A0AC
Bill Month : JUN-20
Bill Date : 17-06-2020

Tariff Category : Domestic [Residential]

Customer Care Centre No. 39999808

Meter No	Units	Billed Consumption (Current)		Billed Consumption (Previous)		Multiplication Factor	Current Consumption	
		Date of Meter Reading	Reading	Date of Meter Reading	Reading		Days	Units
11791733	kWh			12-05-2020	10,939.00			
11791733	kWh							

63



सत्यमेव जयते

GOVERNMENT OF INDIA
MINISTRY OF CORPORATE AFFAIRS

Central Registration Centre

Certificate of Incorporation

[Pursuant to sub-section (2) of section 7 of the Companies Act, 2013 (18 of 2013) and rule 18 of the Companies (Incorporation) Rules, 2014]

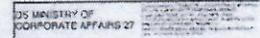
I hereby certify that **AQUOS WATERS PRIVATE LIMITED** is incorporated on this Thirty first day of **SEPTEMBER TWO THOUSAND TWENTY ONE** under the Companies Act, 2013 (18 of 2013) and that the company is limited by shares.

The Corporate Identity Number of the company is **U74999UR2018OPC009348**.

The Permanent Account Number (PAN) of the company is **AACCO8465A**

The Tax Deduction and Collection Account Number (TAN) of the company is **MRTO01320E**

Given under my hand at **HOWRAH** this **TWENTY ONE** day of January Two thousand **2021**.



Digital Signature Certificate

Keerthi Thej N

Deputy Registrar Of Companies

For and on behalf of the Jurisdictional Registrar of Companies

Registrar of Companies

Central Registration Centre

Disclaimer: This certificate only evidences incorporation of the company on the basis of documents and declarations of the applicant(s). This certificate is neither a license nor permission to conduct business or solicit deposits or funds from public. Permission of sector regulator is necessary wherever required. Registration status and other details of the company can be verified on www.mca.gov.in

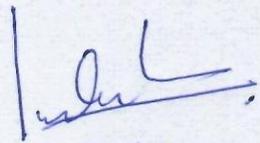
Mailing Address as per record available in Registrar of Companies office:

24/2 ONKARMAL JETIYA ROAD, AKCHAT LAXMI
GARDEN, BLOCK C, FLAT 4A, HOWRAH 711103,
WEST BENGAL



* as issued by the Income Tax Department




Director
Symbiosis Law School,
Nagpur

Best Practice no.2

2) Law Reform Activity – (Legislative Amendment)

Keywords:

Rational thinking, Parliamentary Procedure, leadership, analytical skills, decision-making, far-sightedness, attitude and approach.

Objectives of the Practice:

- One of the most important aspects of knowledge is perspective, which is the ability to have and demonstrate critical points of view, as well as the ability to see things from a legal standpoint. In actuality, the process of amending is perplexing and time-consuming. The potential for pupils to develop observational skills as well as analyse and assimilate new information is critical in this exercise. It is critical for students to be able to recognise, validate, and deliberate their valid views. In the Law Reform Activity, students were given an assignment to participate in a Legislative Procedure, i.e. Amendment. The goal of this activity was to teach aspiring lawyers how to change a legal document in a realistic manner.

The Context:

Law Reform (Legislative Amendments) activities are constrained by a number of factors, making it difficult to ensure that students are actively involved. It is critical that they become legally involved in the process. It should be clearly linked to the course's learning objectives, although the curriculum imposes limitations. Efforts were made through this action to inform them of the true needs for modification. An amendment is a change to the law generally made by another law. An amendment can change or repeal an existing provision, or add a new provision.

The guidelines are over-restricting to students' exercise of free will power in terms of how the amendment to the existing Hindu Marriage Act, 1955 will evolve. It was open-ended and students should feel comfortable to use their judgment and apply their knowledge. Students were asked to suggest any 5 potential amendments that they desire to be carried out in existing Hindu Marriage Act, 1955 with reasoning.

Law reform activity aides to achieve strategic arguments with a foresightedness.

The Practice:

The purpose of this project was to get students to think critically about whether or not the present law needed to be amended. The legislature enacts the law using proper technique, but its application in the real world necessitates a rethink. After independence, the Hindu Marriage Act, which was enacted in 1955, was based on the Hindu Code. Ancient culture took a different approach, and progressive civilization was unprepared to deal with old traditional norms that denied so many rights to the righteous. The laws are transmitted to future generations in the same way as they are enacted, without emphasizing the urgent need to modify them. The activity served as a wake-up call for those who talk about revisions without giving them any thought. The study for family laws began with legislative discussions throughout the semester. This activity proved to be an added advantage to their holistic learning.

Evidence of Success:

Law Reform activities have displayed a good success ratio. The students have been participative and impulsive in the activities. They also introduced certain innovate thinking coupled with detailed research which was expected. Students demonstrated their reasoning skills confidently enhancing their advocacy skills and research proficiency.

Certain students faced difficulties with respect to creative thinking and in articulating their thoughts because lack of awareness or confidence which restricts them to exhibit their complete potential despite having logical reasoning. Thus, it indicates that Law Reform activities help to achieve the aim of enhancing reasoning, far-sightedness abilities to a major extent.

This activity was a good initiative where students were enthusiastic about participation and expressing their reasoning in writing.

Problems encountered and resources required:

Bare Acts, Judgments, technological assistance such as a desktop, internet access, and software-based programmes for students to investigate are all needed to accomplish the activity.

The smooth flow of the internet is one of the issues that has been encountered. There were deadlines to meet. Students were only allowed to discuss legal and societal issues. Students shared a similar viewpoint since they were unfamiliar with the issues that existing laws were facing. For students who struggled with reading, this assignment was a challenge.

BEST LAW REFORM ASSIGNMENT:

NAME- GRACY SINGH

PROGRAMME- BBA LLB

SECTION- C

PRN- 20010422047

COURSE- FAMILY LAW I

POTENTIAL AMENDMENTS TO THE HINDU MARRIAGE ACT, 1955

Sr.No.	Existing Provision	Proposed Amendment	Reasoning
1.	S.9. Restitution of conjugal right. — When either the husband or the wife has, without reasonable excuse, withdrawn from the society of the other, the aggrieved party may apply, by petition to the district court, for restitution of conjugal rights and the court, on being satisfied of the truth of the statements made in such petition and that there is no legal ground why the	This section should be repealed. Consequent amendment must be made in S.13 of this Act to make it at par with the proposed amendment.	1. This remedy provision was borrowed from the British legal system. The origin of laws on restitution of conjugal rights is feudal English Law, where women were considered chattel, or property and this makes the provision violative of Articles 14 and 15(1). However, the United Kingdom has repealed the provision through Section 22 of its Matrimonial Proceedings and Property Act in 1970 after its Law Commission recommended

	<p>application should not be granted, may decree restitution of conjugal rights accordingly.</p> <p>[Explanation.—Where a question arises whether there has been reasonable excuse for withdrawal from the society, the burden of proving reasonable excuse shall be on the person who has withdrawn from the society.]</p>		<p>the abolition of Restitution of Conjugal Rights in 1969. As we move towards a progressive society, we must recognize the importance of the cherished rights of autonomy and privacy.</p> <p>2. It is violative of our Constitution vis-à-vis Article 21. It goes against the fundamental right of right to privacy under Article 21 of the Constitution of India. (Right to privacy is protected as an intrinsic part of the right to life and personal liberty under Article 21 was held in the case of <i>Justice K.S. Puttaswamy v. Union of India</i>¹). A court-mandated restitution of conjugal rights amounts to coercion on the part of the State. Although the provision appears gender-neutral, it has more repercussions on women when applied practically. Women are often called back to marital homes under this provision and taking into account that marital rape is</p>
--	---	--	---

¹ AIR 2017 SC 4161

			<p>not criminalised in India, forced cohabitation by a decree of the court efficiently puts a wife under the pressure of forceful sexual intercourse with her husband and deprives her of physical autonomy, dignity (right to dignity is also a facet of Article 21), and the basic freedom to make her own choices relating to her own life and body, which goes against the spirit of Article 21.</p> <p>3. A PIL has been filed in the Supreme Court (<i>Ojaswa Pathak v. Union of India</i>) challenging the constitutional validity of restitution of conjugal rights provisions under codified family laws and S.9 of the HMA 1955 is one of them, on grounds similar to the aforementioned ones. The SC has termed the pleas as important and the matter is still under consideration.</p> <p>4. The Supreme Court in <i>Saroj Rani v Sudarshan</i></p>
--	--	--	---

			<p><i>Kumar Chadha</i>² upheld the constitutional validity of this provision of S.9 citing social purpose to prevent failure of marriage. Reconciliation between the husband and wife to save their marriage is the primary reason for the restitution of conjugal rights. However, S.13 (1-A) of the Hindu Marriage Act, 1955 states that if the decree of restitution of conjugal rights is not abided, it can be used as a ground for divorce. This frustrates the very purpose of S.9 of preventing divorce.</p>
2.	S.13- Divorce.	<p>Add: 13C (1) A petition for the dissolution of marriage by a decree of divorce may be presented to the district court by either party to a marriage [whether solemnized before or after the commencement of the amendment], on the ground that the marriage has broken down irretrievably.</p>	<p>1. The 217th Report of The Law Commission of India in 2009 reiterated its suggestion of adding irretrievable breakdown of marriage as another ground for divorce mentioned in its 71st report in 1978, with an additional recommendation that the amendment may also provide that the court before granting a decree for divorce on the ground that the marriage has</p>

² 1984 AIR 1562

		<p>(2) The court hearing a petition referred to in sub-section (1) shall not hold the marriage to have broken down irretrievably unless it is satisfied that the parties to the marriage have lived apart for a continuous period of not less than three years immediately preceding the presentation of the petition.</p> <p>(3) If the court is satisfied, on the evidence as to the fact mentioned in subsection (2), then, unless it is satisfied on all the evidence that the marriage has not broken down irretrievably, it shall, subject to the provisions of this Act, grant a decree of divorce.</p> <p>(4) In considering, for the purpose of sub-section (2), whether the period for which the parties to a marriage have lived apart has been continuous, no account shall be taken of any one period (not</p>	<p>irretrievably broken down should also examine whether adequate financial arrangements have been made for the parties and children.</p> <p>2. The Supreme Court in the case of <i>Naveen Kohli v. Neelu Kohli</i>³ recommended to the Union of India to seriously consider bringing an amendment in the Hindu Marriage Act, 1955 to incorporate irretrievable breakdown of marriage as a ground for divorce to let couples come out of unhappy marriages.</p> <p>3. The ‘fault theory’ requires the guilt of a party to be proved for grant of divorce while ‘consent theory’ requires the consent of both the parties and if one or the other does not cooperate, the said ground is not available for divorce. However, there can be situations wherein a marriage has become damaged beyond repair</p>
--	--	---	--

³ (2006) 4 SCC 558

		<p>exceeding three months' in all) during which the parties resumed living with each other, but no other period during which the parties lived with each other shall count as part of the period for which the parties to the marriage lived apart.</p> <p>(5) For the purposes of subsections (2) and (4), a husband and wife shall be treated as living apart unless they are living with each other in the same household, and reference in this section to the parties to a marriage living with each other shall be construed as reference to their living with each other in the same household.</p> <p>13D. The court shall not pass a decree of divorce under section 13C unless the court is satisfied that adequate provision for the maintenance of children born out of the marriage has been made consistently with the financial capacity</p>	<p>without the fault of any of the parties. In such cases, it is unreasonable and inhumane to compel the parties to keep up the facade of marriage even though the rift between them is complete and there are no chances of reconciliation.⁴ It shows disregard for the feelings of the parties and does not serve the sanctity of marriage, which is based on tolerance, adjustment and respecting one another. The amendment would let couples to come out of miseries of unhappy marriages and let them live the rest of their lives happily enjoying their personal liberty in consonance with Article 21. It also has sufficient safeguards which ensure that irretrievable breakdown of marriage does not make getting divorce very easy as well as has provisions to ensure that adequate financial arrangements have been</p>
--	--	---	---

⁴ Ram Kali v Gopal Das 4 (1968) DLT 503

		<p>of the parties to the marriage.</p> <p>Explanation.— In this section, the expression “children” means—</p> <p>(a) minor children including adopted children;</p> <p>(b) unmarried or widowed daughters who have not the financial resources to support themselves; and</p> <p>(c) children who, because of special condition of their physical or mental health, need looking after and do not have the financial resources to support themselves.</p>	<p>made for the parties and children.</p> <p>4. In the case of <i>Munish Kakkar v. Nidhi Kakkar</i>⁵, relying on <i>R. Srinivas Kumar v. R. Shametha</i>⁶, the Supreme Court had to again invoke its jurisdiction under Article 142 of the Constitution of India to grant a decree of divorce on the ground of irretrievable breakdown of marriage because of absence of this statutory provision. This jurisdiction under Article 142 is an inherent power of the Supreme Court of India which other courts do not have; hence a statutory provision for the same is necessary.</p> <p>5. These amendments (along with some additional amendments) are provided under The Marriage Laws (Amendment) Bill, 2010. It was passed by the Rajya Sabha in 2013 which</p>
--	--	---	---

⁵ (2019) INSC 1065

⁶ (2019) 9 SCC 409.

			signifies the need and willingness of our legislature to incorporate these amendments in our legal system. However, it couldn't be cleared by the Lok Sabha before its dissolution in 2014.
3.	<p>S.8. Registration of Hindu marriages.—(1) For the purpose of facilitating the proof of Hindu marriages, the State Government may make rules providing that the parties to any such marriage may have the particulars relating to their marriage entered in such manner and subject to such conditions as may be prescribed in a Hindu Marriage Register kept for the purpose.</p> <p>(2) Notwithstanding anything contained in sub-section (1), the State Government may, if it is of opinion that it is necessary or expedient so to do, provide that the</p>	<p>S.8. Registration of Hindu marriages.—(1) For the purpose of facilitating the proof of Hindu marriages, the State Government shall make rules providing that the parties to any such marriage shall have the particulars relating to their marriage entered in such manner and subject to such conditions as may be prescribed in a Hindu Marriage Register kept for the purpose, and where any person contravening any rule made in this behalf shall be punishable with fine which may extend to 5000 rupees.</p> <p>(3) All rules made under this section shall be laid</p>	<p>1. Registration of Hindu marriages must be made compulsory to facilitate the proof of Hindu marriages, which is the very intent of the provision. In the landmark case of <i>Seema v. Ashwani Kumar</i>⁷, the Supreme Court observed that the subject-matter of registration of marriage is supposed to be considered under the ambit of vital statistics as has been laid down in Entry 30, List-III, Schedule VII of the Constitution of India. Thus registration of marriages of citizens all across the nation of any religion under any statute should be held to be compulsory if the State</p>

⁷ (2006) 2 SCC 578

<p>entering of the particulars referred to in sub-section (1) shall be compulsory in the State or in any part thereof, whether in all cases or in such cases as may be specified, and where any such direction has been issued, any person contravening any rule made in this behalf shall be punishable with fine which may extend to twenty-five rupees.</p> <p>(3) All rules made under this section shall be laid before the State Legislature, as soon as may be, after they are made.</p> <p>(4) The Hindu Marriage Register shall at all reasonable times be open for inspection, and shall be admissible as evidence of the statements therein contained and certified extracts therefrom shall, on application, be given by the Registrar on payment to him of the prescribed fee.</p>	<p>before the State Legislature, as soon as may be, after they are made.</p> <p>(4) The Hindu Marriage Register shall at all reasonable times be open for inspection, and shall be admissible as evidence of the statements therein contained and certified extracts therefrom shall, on application, be given by the Registrar on payment to him of the prescribed fee.</p> <p>(5) Notwithstanding anything contained in this section, the validity of any Hindu marriage shall in no way be affected by the omission to make the entry.</p>	<p>solemnizes the marriage. Therefore the judiciary through this case asked the legislature to make registration compulsory for marriages taking place in the country. Like registration of birth and death, marriage should also be compulsorily registered as a proof to prevent marriage frauds.</p> <p>2. In the National Commission for Women Draft On The Compulsory Registration Of Marriages Bill, 2005, it has been indicated as follows:</p> <p>“That the Commission is of the opinion that non-registration of marriages affects the most and hence has since its inception supported the proposal for legislation on compulsory registration of marriages. Such a law would be of critical importance to various women related issues such as:</p>
---	---	--

<p>(5) Notwithstanding anything contained in this section, the validity of any Hindu marriage shall in no way be affected by the omission to make the entry</p>		<p>(a) prevention of child marriages and to ensure minimum age of marriage.</p> <p>(b) prevention of marriages without the consent of the parties.</p> <p>(c) Check illegal bigamy/polygamy</p> <p>(d) Enabling married women to claim their right to live in the matrimonial house, maintenance, etc.</p> <p>(e) Enabling widows to claim their inheritance rights and other benefits and privileges which they are entitled to after the death of their husband.</p> <p>(f) Deterring men from deserting women after marriage.</p> <p>(g) Deterring parents/guardians from selling daughters/young girls to any person including a foreigner, under the garb of marriage.”</p>
---	--	--

			<p>The aforementioned social merits add to the stance why registration of marriages must be made compulsory.</p> <p>3. The 270th report of The Law Commission of India in 2017 recommended making registration of marriages compulsory and stated that this will help prevent "marriage fraud" and protect women often denied the status of a wife due to absence of matrimonial records . It highlighted the possible problems in way of such amendment stating that in India, because of its size, population and the sheer diversity of customary forms of marriages, it has often been canvassed that such an endeavour to register all marriages would be difficult. However, it also emphasised that the difficulty in implementation does not overshadow the merits of such an enactment. The crux is, its merits overweigh its repercussions.</p>
--	--	--	--

			4. The current fine of rupees 25 is a meagre amount not enough for deterrence. An amount which may extend to 5000 rupees is reasonable for the contemporary time.
4.	S.5(iii) the bridegroom has completed the age of [twenty-one years] and the bride, the age of [eighteen years] at the time of the marriage;	S.5(iii)Both the parties to the marriage must have attained the age of eighteen years at the time of marriage.	<p>1. The 205th Report of The Law Commission of India in 2008 recommended minimum uniform age of marriage for boys and girls at 18 years and not 21, which is the universal age of majority.</p> <p>2. The Supreme Court, in the case of <i>Independent Thought v. Union of India</i>⁸, stated that it's accepted universally that a child is someone who's under the age of 18. Therefore once a person attains the age of 18 years, he/she is recognized as an adult universally and there should not be any restrictions on marriage of two consenting adults.</p> <p>3. Laws such as the Indian Majority Act, 1875 grant the right to vote, and to enter into contracts, for all those</p>

⁸ 2018 CRI.L.J.3541

			<p>who attain the age of 18 years. If these laws consider both men and women equally mature at 18 years to elect their representatives to form the government and give a valid consent whereby they sufficiently understand the nature and consequences of their actions, there is no scientific rational behind considering boys to attain maturity for marriage later than girls. Further, if the minimum age is fixed at 21 years for both parties, it would mean they don't have personal liberty to marry for additional 3 years of attaining adulthood.</p> <p>4. The National Human Rights Commission in 2018 recommended that there should be a uniform age of marriage for boys and girls.</p> <p>4. To uphold the fundamental rights of the right to equality and the right to life and personal liberty enshrined in the Constitution of India whereby all adults</p>
--	--	--	--

			<p>who have attained the age of 18 years have equal rights irrespective of sex to freely choose a partner of one's own choice for marriage vis-à-vis Article 14 and Article 21 of the Constitution respectively. (In the case of <i>Lata Singh v. State of Uttar Pradesh</i>⁹, it has been established that the right to marry a person of one's own choice is a fundamental right under Article 21 of the Constitution of India. My argument is that this right should be equally available to both the parties to a marriage at a uniform minimum age of 18 years irrespective of their sex).</p>
5.	<p>S.11. Void marriages.— Any marriage solemnised after the commencement of this Act shall be null and void and may, on a petition presented by either party thereto [against the other party], be so declared</p>	<p>S.11 Void marriages.—Any marriage solemnised after the commencement of this Act shall be null and void and may, on a petition presented by either party thereto [against the other party], be so declared by a decree of</p>	<p>1. Child marriages should be made <i>void ab initio</i>. As suggested in the previous proposed amendment, the minimum legal marriageable age should be 18 for both the parties, which is universally accepted age for commencement of</p>

⁹ (2006) 5 SCC 475

	<p>by a decree of nullity if it contravenes any one of the conditions specified in clauses (i), (iv) and (v) of section 5.</p>	<p>nullity if it contravenes any one of the conditions specified in clauses (i), (iv) and (v) of section 5.</p> <p>11A- Any marriage solemnised after the commencement of this amendment shall be null and void and may, on a petition presented by either party thereto [against the other party], be so declared by a decree of nullity if it contravenes clause (iii) of section 5.</p>	<p>adulthood. Any marriage between both or any of the parties below 18 years must be void. Child marriage is a form of abuse and infringement of rights of child.</p> <p>2. From the Indian society's perspective, the girl child bride faces grave repercussions including immense risks from early pregnancy and sexual activity, such as risks of serious complications before, during and post labour and even death of both the mother and the child. Young brides married to much older men face higher risks of domestic and sexual violence. This violates her fundamental right of right to health as a facet of Article 21. Moreover, given this age difference, the child brides are often widowed at a young age. She then is left with no resources, and suffers from an intersectional discrimination combining</p>
--	--	--	---

			<p>her gender, marital status and immaturity.</p> <p>3. Child marriage also affects their right to education. They are forced to drop out of school and instead take up marital responsibilities. These children, especially young brides, are hence deprived of the opportunity of employment and financial independence.</p> <p>4. Article 16(2) of the <i>Convention on the Elimination of All forms of Discrimination against Women</i> (CEDAW) 1979, signed and ratified by India, states that “the betrothal and marriage of a child shall have no legal effect...”. India has also ratified <i>the UN Convention on the Rights of the Child</i> (UNCRC) 1989, which puts an obligation on the states to protect the rights of the child. These rights include, but are not limited to, right to expression, right to freedom, right to health, right to education and right</p>
--	--	--	--

			<p>to protection from sexual exploitation, mental and physical violence, abuse, injury, etc., which are the ones infringed by child marriage.</p> <p>5. We can also refer to the fact that the State of Karnataka has amended the Prohibition of Child Marriage Act, 2006 in 2017 to make child marriage void as per the report of the Shivraj V. Patil Core Committee. This step was lauded by the Supreme Court in the 2017 judgement of <i>Independent Thought v. Union of India</i>. Recognizing the possible and prevalent health risks associated with early marriage and sexual intercourse, the Court remarked that other State Legislatures should follow the route taken by Karnataka and declare child marriage to be void. We can follow a similar approach to weed out this deep rooted evil from the society vis-à-vis HMA 1955 also.</p>
--	--	--	---

6. A major opposition that the nullity of child marriage since inception faces is that it will have repercussions on the girl who can easily be deserted and be denied any financial assistance by the husband as he will contend that he was never under the obligation to take care of her because their marriage was void marriage. However, if we keep on delaying the change this evil will never be done away with. The repercussions are subjective. There is also the other side to it which is deterrence of child marriages due to its invalidity in the eyes of law. Insufficiency of legislation on fear of such subjective repercussions will further let such instances increase instead of reducing these repercussions. After all, law is dynamic and changes with the need of the society, and its high time we understand this.

