

**THE
COMPANIES ACT, 2013**

कंपनी अधिनियम, 2013

English Edition



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Companies Act, 2013

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All Disputes are subject to Jodhpur Jurisdiction only.

किसी भी प्रकार की टाइपिंग या अन्य प्रकार की त्रुटि या चूक से बचने के लिए सभी प्रयास किए गए हैं, हालांकि सभी पाठकों से विनम्र अनुरोध है कि संदेह की स्थिति में कृपया संसद द्वारा पारित विधि के आधिकारिक शब्दों को प्राथमिकता दें। **निम्न प्रस्तुत क्यूआर कोड को स्कैन करके** आप कंपनी अधिनियम, 2013 के संबंध में संसद का आधिकारिक पाठ प्राप्त कर सकते हैं: -

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THE COMPANIES ACT, 2013
ACT NO. 18 OF 2013

[29th August, 2013.]

An Act to consolidate and amend the law relating to companies.

BE it enacted by Parliament in the Sixty-fourth Year of the Republic of India as follows: —

CHAPTER I
PRELIMINARY1. **Short title, extent, commencement and application.**

- (1) This Act may be called the Companies Act, 2013.
- (2) It extends to the whole of India.
- (3) This section shall come into force at once and the remaining provisions of this Act shall come into force on such date as the Central Government may, by notification in the Official Gazette, appoint and different dates may be appointed for different provisions of this Act and any reference in any provision to the commencement of this Act shall be construed as a reference to the coming into force of that provision.
- (4) The provisions of this Act shall apply to—
 - (a) companies incorporated under this Act or under any previous company law;
 - (b) insurance companies, except in so far as the said provisions are inconsistent with the provisions of the Insurance Act, 1938 or the Insurance Regulatory and Development Authority Act, 1999;
 - (c) banking companies, except in so far as the said provisions are inconsistent with the provisions of the Banking Regulation Act, 1949;
 - (d) companies engaged in the generation or supply of electricity, except in so far as the said provisions are inconsistent with the provisions of the Electricity Act, 2003;
 - (f) such body corporate, incorporated by any Act for the time being in force, as the Central Government may, by notification, specify in this behalf, subject to such exceptions, modifications or adaptation, as may be specified in the notification.

2. **Definitions.**

In this Act, unless the context otherwise requires,—

- (1) **“abridged prospectus”** means a memorandum containing such salient features of a prospectus as may be specified by the Securities and Exchange Board by making regulations in this behalf;
- (2) **“accounting standards”** means the standards of accounting or any addendum thereto for companies or class of companies referred to in section 133;
- (3) **“alter”** or **“alteration”** includes the making of additions, omissions and substitutions;
- (4) **“Appellate Tribunal”** means the National Company Law Appellate Tribunal constituted under section 410;

- ¹[(28) **“Cost Accountant”** means a cost accountant as defined in clause (b) of sub-section (1) of section 2 of the Cost and Works Accountants Act, 1959 and who holds a valid certificate of practice under sub-section (1) of section 6 of that Act;]
- (29) **“court”** means—
- (i) the High Court having jurisdiction in relation to the place at which the registered office of the company concerned is situate, except to the extent to which jurisdiction has been conferred on any district court or district courts subordinate to that High Court under sub-clause (ii);
 - (ii) the district court, in cases where the Central Government has, by notification, empowered any district court to exercise all or any of the jurisdictions conferred upon the High Court, within the scope of its jurisdiction in respect of a company whose registered office is situate in the district;
 - (iii) the Court of Session having jurisdiction to try any offence under this Act or under any previous company law;
 - (iv) the Special Court established under section 435;
 - (v) any Metropolitan Magistrate or a Judicial Magistrate of the First Class having jurisdiction to try any offence under this Act or under any previous company law;
- (30) **“debenture”** includes debenture stock, bonds or any other instrument of a company evidencing a debt, whether constituting a charge on the assets of the company or not:
²[**Provided** that—
- (a) the instruments referred to in Chapter III-D of the Reserve Bank of India Act, 1934; and
 - (b) such other instrument, as may be prescribed by the Central Government in consultation with the Reserve Bank of India, issued by a company,
shall not be treated as debenture;]
- (31) **“deposit”** includes any receipt of money by way of deposit or loan or in any other form by a company, but does not include such categories of amount as may be prescribed in consultation with the Reserve Bank of India;
- (32) **“depository”** means a depository as defined in clause (e) of sub-section (1) of section 2 of the Depositories Act, 1996;
- (33) **“derivative”** means the derivative as defined in clause (ac) of section 2 of the Securities Contracts (Regulation) Act, 1956;
- (34) **“director”** means a director appointed to the Board of a company;
- (35) **“dividend”** includes any interim dividend;
- (36) **“document”** includes summons, notice, requisition, order, declaration, form and register, whether issued, sent or kept in pursuance of this Act or under any other law for the time being in force or otherwise, maintained on paper or in electronic form;

1 Subs. by Act 1 of 2018, s. 2, for clause (28) (w.e.f. 9-2-2018).

2 The Proviso ins. by s. 2, *ibid.* (w.e.f. 9-2-2018).

SCHEDULE VII

(See section 135)

Activities which may be included by companies in their Corporate Social Responsibility Policies Activities relating to:—

¹[(i) eradicating hunger, poverty and malnutrition, ²[promoting health care including preventive health] and sanitation ³[including contribution to the Swachh Bharat Kosh set-up by the Central Government for the promotion of sanitation] and making available safe drinking water;

(ii) promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects;

(ii) promoting gender equality, empowering women, setting up homes and hostels for women and orphans; setting up old age homes, day care centres and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups;

(iv) ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry, conservation of natural resources and maintaining quality of soil, air and water ⁴[including contribution to the Clean Ganga Fund set-up by the Central Government for rejuvenation of river Ganga];

(v) protection of national heritage, art and culture including restoration of buildings and sites of historical importance and works of art; setting up public libraries; promotion and development of traditional arts and handicrafts;

(vi) measures for the benefit of armed forces veterans, war widows and their dependents;

(vii) training to promote rural sports, nationally recognised sports, paralympic sports and Olympic sports;

(viii) contribution to the Prime Minister's National Relief Fund ⁵[or Prime Minister's Citizen Assistance and Relief in Emergency Situations Fund (PM CARES Fund)] or any other fund set up by the Central Government for socio-economic development and relief and welfare of the Scheduled Castes, the Scheduled Tribes, other backward classes, minorities and women;

⁶[(ix)(a) Contribution to incubators or research and development projects in the field of science, technology, engineering and medicine, funded by the Central Government or State Government or Public Sector Undertaking or any agency of the Central Government or State Government; and

(b) Contributions to public funded Universities; Indian Institute of Technology (IITs); National Laboratories and autonomous bodies established under Department of Atomic Energy (DAE); Department of Biotechnology (DBT); Department of Science and Technology (DST); Department of Pharmaceuticals; Ministry of Ayurveda, Yoga and Naturopathy, Unani, Siddha and Homoeopathy (AYUSH); Ministry of Electronics and Information Technology and other bodies, namely Defense Research and Development Organisation (DRDO); Indian Council of Agricultural Research (ICAR); Indian Council of Medical Research (ICMR) and Council of Scientific and Industrial Research (CSIR), engaged in conducting research in science, technology, engineering and medicine aimed at promoting Sustainable Development Goals (SDGs)]

(x) rural development projects.]

⁷[(xi) slum are development.

1. Subs. by Notification No. G.S.R. 130(E), dated 27th February 2014, for item (i) to (x) (w.e.f. 1-4-2014).

2. Subs. by Notification No. G.S.R. 261(E), dated 31st March 2014 for "promoting preventive health care" (w.e.f. 31-3-2014).

3. Ins. by Notification No. G.S.R. 741(E), dated by 24th October, 2014 (w.e.f. 24-10-2014).

4. Ins. by *ibid.* (w.e.f. 24-10-2014).

5. Ins. by Notification No. G.S.R. 313(E), dated 26th May, 2020 (w.e.f. 28-03-2020).

6. Subs. by Notification No. G.S.R. 525(E), dated 24th August, 2020 (w.e.f. 24-08-2020).

7. Ins. by Notification No. G.S.R. 568(E), dated by 6th August 2016.

Explanation.— For the purposes of this item, the term 'slum area' shall mean any area declared as such by the Central Government or any State Government or any other competent authority under any law for the time being in force.]

¹[(*xii*) disaster management, including relief, rehabilitation and reconstruction activities.]

1. Ins. by Notification No. G.S.R. 390(E), dated 30th May, 2019 (w.e.f. 30-5-2019).

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