

## **COMPANIES TRIBUNAL REGULATIONS, 1964**

### CONTENTS

#### **CHAPTER 1 :- CHAPTER I**

1. Title and commencement
2. Interpretation etc
3. 3
4. 4

#### **CHAPTER 2 :- OFFICE HOURS AND SITTINGS**

1. 1
2. 2
3. 3
4. 4
5. 5
6. 6
7. 7

#### **CHAPTER 3 :- OFFICERS OF THE TRIBUNAL**

1. 1
2. 2
3. 3
4. 4
5. 5

#### **CHAPTER 4 :- LANGUAGE, TRANSLATION AND FORM**

1. 1
2. 2
3. 3
4. 4
5. 5
6. 6
7. 7

#### **CHAPTER 5 :- HEARING OF MATTERS**

1. 1
2. 2
3. 3

#### **CHAPTER 6 :- REGISTERS**

1. 1
2. 2
3. 3
4. 4
5. 5
6. 6

## **CHAPTER 7 :- PROCEEDINGS GENERALLY**

1. 1
2. 2
3. 3
4. 4
5. 5
6. 6
7. 7
8. 8
9. 9
10. 10
11. 11
12. 12
13. 13
14. 14

## **CHAPTER 8 :- SERVICE OF NOTICE**

1. 1
2. 2
3. 3
4. 4
5. 5
6. 6
7. 7
8. 8
9. 9
10. 10
11. 11

## **CHAPTER 9 :- PETITION UNDER SEC. 155 OF THE ACT**

1. 1

## **CHAPTER 10 :- PETITION UNDER SEC. 203 OF THE ACT**

1. 1
2. 2
3. 3
4. 4

## **CHAPTER 11 :- APPLICATION UNDER SECTION 240-A OF THE ACT**

1. 1

2. 2
3. 3
4. 4
5. 5

**CHAPTER 12 :- CASE UNDER CHAPTER IV.A OF THE ACT**

1. 1
2. 2
3. 3
4. 4
5. 5
6. 6

**CHAPTER 13 :- PETITION UNDER SEC. 397 OR 398 OF THE ACT**

1. 1
2. 2
3. 3
4. 4
5. 5

**CHAPTER 14 :- APPEAL UNDER SUB-SECTION (3) OF SEC. 635-B**

1. 1
2. 2
3. 3
4. 4
5. 5
6. 6
7. 7
8. 8
9. 9
10. 10
11. 11

**CHAPTER 14A :- COMPUTATION OF TIME**

1. 1
2. 2

**CHAPTER 15 :- AFFIDAVITS AND SEAL**

1. 1
2. 2

**CHAPTER 16 :- DRAWING UP OF FORMAL ORDERS**

1. 1
2. 2
3. 3
4. 4
5. 5

6. 6

7. 7

8. 8

## **CHAPTER 18 :- COSTS**

1. 1

## **CHAPTER 19 :- SEARCH**

1. 1

## **CHAPTER 20 :- MISCELLANEOUS**

1. 1

1A. 1A

1B. 1B

2. 2

3. 3

4. 4

5. 5

6. 6

## **COMPANIES TRIBUNAL REGULATIONS, 1964**

G.S.R. 1700, dated the 18th November, 1964 1 -The following is published for general information : Regulations of the Companies Tribunal In exercise of the power conferred by sub-section (5) of Sec. 10-B of the Companies Act, 1956 inserted by the Companies (Amendment) Act 53 of 1963 and subject to the provisions of the Companies Act, 1956 and the Rules made thereunder, wherever applicable, the Tribunal hereby makes the following Regulations :-

### CHAPTER 1

#### CHAPTER I

#### **1. Title and commencement :-**

( ) .-These Regulations shall be cited as the "Companies Tribunal Regulations, 1964" and shall be deemed to have come into force on the 1st day of July, 1964.

#### **2. Interpretation etc :-**

( ) .-

(a) In these Regulations unless the context or subject-matter otherwise requires:

(i) The 'Act' means the Companies Act, 1956 as amended from time to time.

(ii) 'Bench' means a. Bench of the Tribunal constituted by the

Chairman from among the members thereof and shall consist of two members.

(iii) 'Chairman' means the Chairman of the Companies Tribunal.

(iv) 'Code' means Code of Civil Procedure, 1908 .

(v) 'Company Law Board' means the Board of Company Law Administration constituted under Sec. 10-E of the Companies Act, 1956.

(vi) 'Filed' means filed in the Registry.

(vii) 'Member' means a member of the Companies Tribunal.

(viii) 'Party' and all words descriptive of parties to proceedings before the Tribunal mean the petitioner, the appellant, the respondent, the applicant and non- applicant and includes in respect of all acts proper to be done by an Advocate, the Advocate and Attorney, and the recognised agent of parties authorised either by vakalatnama or by power of attorney to act on behalf of the party.

Explanation.-A Chartered Accountant, if duly authorised by a power of attorney, as aforesaid, may also be allowed to plead by leave of the Tribunal in any matter only to explain accounts.

(ix) 'Prescribed' means prescribed by the Companies Act, Rules and these Regulations.

(x) 'Registrar' means the Registrar of the Companies Tribunal, and includes any other officer of the Tribunal authorised by the Chairman to perform the functions and duties of the Registrar.

(xi) 'Registry' means the office of the Tribunal.

(xii) 'Rules' means the Companies (Court) Rules, 1959 framed by the Supreme Court under Sec. 643 (1) and(2) of the Companies Act, 1956 in so far as they are applicable, including the prescribed forms.

(xiii) 'Sealed' means sealed with the seal of the Tribunal.

(xiv) 'Section' means section of the Act.

(xv) "Taxing Officer' means the Registrar of the Tribunal or such other officer, whose duty it is to tax costs of proceedings before the Tribunal, authorised by the Chairman in that behalf.

(xvi) 'Tribunal' means the Tribunal constituted under Sec. 10-A of the Companies Act, 1956, as amended by Act 53 of 1963, called the Companies Tribunal, and includes, where the context so requires, a Bench exercising and discharging the powers and functions of the Tribunal.

(b) Words or expressions occurring in these Regulations and not defined in sub-rule (a) shall bear the same meaning as in the Act.

**3. 3 :-**

( ) The General Clauses Act, 1897, applies for the interpretation of these Regulations as it applies for the interpretation of an Act of Parliament.

**4. 4 :-**

( ) Where by these Regulations or by any order of the Tribunal any step is required to be taken in connection with any proceedings before the Tribunal, that step shall, unless the context otherwise requires, be taken in the Registry.

CHAPTER 2

OFFICE HOURS AND SITTINGS

**1. 1 :-**

( ) The office of the Tribunal shall, subject to any special order of the Chairman, be open, daily, except on Second Saturday of each month. Sundays and holidays notified by the Central Government, from 10-00 a.m. to 5-30 p.m., but no work, unless of an urgent nature, shall be entertained after 4-30 p.m.

**2. 2 :-**

( ) The Tribunal shall not ordinarily sit on Saturdays except for urgent cases. On working days the Tribunal shall sit from 10-30 a.m. to 1-00 p.m. and from 2-00 p.m. to 4-30 p.m. and on Saturdays except Second Saturday of each month when the Tribunal sits, from 10-30 a.m. to 1-30 p.m.

**3. 3 :-**

( ) The Tribunal shall hold its sittings at its headquarters in New Delhi or at such other place or places as the Chairman may direct from time to time.

**4. 4 :-**

( ) The Chairman may, from time to time, direct the distribution of the business of the Tribunal among its Benches and specify the cases or classes of cases which shall be considered by each Bench.

**5. 5 :-**

( ) The period of the annual Summer Vacation shall not exceed six weeks and shall commence from such date in May or June as may be fixed by the Chairman and notified in the Gazette of India.

**6. 6 :-**

( ) The Chairman shall during each summer vacation appoint a Bench to be on duty for at least one week for vacation work.

**7. 7 :-**

( ) The office of the Tribunal shall be open during vacation except on Saturdays, Sundays and holidays at such time as the Chairman may direct.]

**CHAPTER 3**

**OFFICERS OF THE TRIBUNAL**

**1. 1 :-**

( ) The Registrar shall have the custody of the seal and the records of the Tribunal and shall exercise such other functions as are assigned to him by these Regulations.

**2. 2 :-**

( ) The Chairman of the Tribunal may assign and the Registrar may, with the approval of the Chairman, delegate to any other officer of the Tribunal any functions required by these Regulations to be exercised by the Registrar.

**3. 3 :-**

( ) In the absence of the Registrar, such other officer of the Tribunal, as may be nominated by the Chairman, may exercise all the functions of the Registrar.

**4. 4 :-**

( ) In addition to the duties and functions conferred by other Regulations the Registrar shall have the following further duties and functions subject to any general or special order of the Chairman :-

(i) To require any petition or other proceedings presented to the Tribunal to be amended in accordance with the procedure of the Tribunal or to be represented after such requisition as the Registrar is empowered to make in relation thereto has been complied with:

(ii) to fix, subject to any general or special direction given by the Chairman or the Tribunal, the date of hearing of petitions or other

proceedings and issue notices thereof:

(iii) to make an order for change of an Advocate or Attorney with the consent of the previous Advocate or Attorney :

(iv) to direct any formal amendment or verbal correction of the record:

(v) to grant leave to search the records of the Tribunal and order the grant of copies of documents to the parties to the proceedings :

(vi) to allow from time to time any period or periods not exceeding two weeks in the aggregate for furnishing information, complying with requisitions or for doing any other act necessary to make a petition or other proceeding complete :

(vii) to grant leave to a third party duly authorised by the petitioner to make and file the affidavit.

**5. 5 :-**

( ) Any order of the Registrar will be subject to being revised or modified by either the Chairman or Member provided it is sought to be revised by the filing of a note seeking such revision or modification and the same is filed within a week of the date of the order in the Registry.

CHAPTER 4

LANGUAGE, TRANSLATION AND FORM

**1. 1 :-**

( ) The language of the Tribunal shall be English.

**2. 2 :-**

( ) Every petition, application, appeal or other proceeding shall be in the language of the Tribunal and except in so far as the Tribunal otherwise order no document in any language other than the language of the Tribunal shall be accepted for use in any proceeding unless translated into the language of the Tribunal in accordance with Regulations (3) and (4) herein and the procedure of the Tribunal.

**3. 3 :-**

( ) Every document required to be translated shall be translated by a translator appointed or approved by the Tribunal provided that the translation agreed to by both parties or certified to be a true translation by the Translator appointed or approved by the Tribunal may be accepted.

**4. 4 :-**

( ) Every Translator shall, before acting, make an oath or affirmation that he will translate correctly and accurately all documents given to him for translation.

**5. 5 :-**

( ) Every proceeding shall be dated and shall be instituted in the matter of the Companies Act, 1956, and in the matter of the Company to which it relates. The contents shall be divided into separate paragraphs which shall be numbered serially.

**6. 6 :-**

( ) The general heading in all proceedings before the Tribunal and in all advertisements and notices shall be in Form No. 1.

**7. 7 :-**

( ) All applications, petitions, appeals and other documents shall be presented in person by the applicant, petitioner or appellant or by an Advocate or Attorney duly authorised by him for the purpose or by any other duly authorized agent of the party at the headquarters at New Delhi or at such other Filing Centre or Centres as may be notified in the Gazette of India: Provided that the filing of the petitions under Sec. 155 of the Act may be accepted through post.

**CHAPTER 5**

**HEARING OF MATTERS**

**1. 1 :-**

( ) The following applications shall be in the form of petitions :-

(a) Application under Sec. 155 of the Act.

(b) Application under Sec. 203 of the Act.

(c) Application under Sec. 397 of the Act.

(d) Application under Sec. 398 of the Act.

(e) Application under Sec. 404 (1) of the Act.

(f) Application under Sec. 407 (1) (b) of the Act.

**2. 2 :-**

( ) The proceedings of 'the Tribunal shall be open to the public unless the Tribunal otherwise directs.

**3. 3 :-**

( ) Orders in the following matters may be passed by the Chairman or Member sitting singly:

1. Motion seeking revision or modification of an order of the Registrar.
2. Motions for fixing the date of hearing.
3. Motions for directions as to the advertisement of the petition.
4. Motions for directions as to be mode of service.
5. Motions for extension of time.
6. Motions for adjournment. Applications for copies by a non-party.

CHAPTER 6  
REGISTERS

**1. 1 :-**

( ) Company Petitions Register in which shall be entered and numbered serially all the petitions Filed under the Act with particulars as to :-

- 1 .Serial number,
2. Date of presentation,
3. Name of Company,
4. Names of parties and their Advocate/Attorneys,
5. Provisions of law under which the petition is made,
6. Nature of relief sought,
7. Date and nature of order made and communication thereof,
8. Date of filing of appeal, if any,
9. Date of disposal of appeal, and
10. Result of judgment in appeal.

**2. 2 :-**

( ) Company Applications Register in which shall be entered and numbered serially all applications other than petitions with particulars as to :

1. Serial number,
2. Date of presentation,

3. Name of Company,
4. Number of main proceedings, if any, to which the application relates,
5. Names of parties and their Advocates/Attorneys,
6. Provisions of law, if any, to which the application relates,
7. Nature of relief sought,
8. Date and nature of order made and communication thereof,
9. Date of filing of appeal, if any,
10. Date of disposal of appeal, and
11. Result of judgment in appeal.

**3. 3 :-**

( ) Register of cases under Section 388B of the Act in which shall be entered and numbered serially all the cases referred to the Tribunal by the Central Government, with particulars as to:

1. Serial Number,
2. Date of presentation,
3. Name of Company,
4. Name (s) of the person (s) against whom case stated,
5. Name (s) of parties and their Advocates/Attorneys.
6. Date (s) of hearing,
7. Date when findings pronounced.
8. Date of communication of findings to Central Government and the parties,
9. Date of filing of appeal, if any,
10. Date of disposal of appeal, if any, and
11. Result of judgment in appeal.

**4. 4 :-**

( ) Register of appeals filed under Section 635B of the Act in which shall be entered serially all the appeals, with particulars as to:

1. Serial Number,

2. Date of presentation of appeal,
3. Date of receipt of the notice of objections raised by the Company Law Board,
4. Name of Company,
5. Names of parties and their Advocates/Attorneys,
6. Name of the respondent with his Advocate/Attorney,
7. Date of notice of lodgment of appeal,
8. Date of service of lodgment of appeal,
9. Date (s) of hearing,
10. Date of Delivery of judgment
11. Date when formal order drawn up and communicated to the parties.

**5. 5 :-**

( ) Company documents Register in which shall be entered under a separate heading for each company any valuable securities such as negotiable instruments, documents of title and the like that may be filed in proceedings before the Tribunal.

**6. 6 :-**

( ) Miscellaneous Register. Nothing in this Chapter shall affect the discretion of the Tribunal to direct the keeping of any other Register that may be deemed necessary.

CHAPTER 7

PROCEEDINGS GENERALLY

**1. 1 :-**

( ) All applications, petitions, appeals, affidavits and other proceedings presented to the Tribunal shall be written, typewritten, cyclostyled or printed neatly and legibly on substantial paper of foolscap size, and when filed, folded in docket size or bound in paper book form, and separate sheets, duly numbered serially, and stitched together. Numbers and dates shall be expressed in figures and where dates are not according to the English calendar, the corresponding English dates shall also be given.

**2. 2 :-**

( ) Every petition or application or appeal shall state clearly the provision of law under which it has been filed.

**3. 3 :-**

() Every petition, or application or appeal shall bear its distinctive serial number; an interlocutory application shall bear, besides its own serial number the serial number of the main proceeding to which it relates. Every order made, process issued or document filed, shall bear the serial number of the proceeding to which it relates.

**4. 4 :-**

() Every petition or application shall be verified by an affidavit made by the petitioner or by one of the petitioners, where there are more than one, and in case the petition is presented by a body corporate, by a director, secretary or other principal officer thereof. Such affidavit shall be filed along with the petition and shall be in Form No. 2 : Provided that for sufficient reason, leave may be granted to any other person duly authorised by the petitioner or applicant, to make and file the affidavit.

**5. 5 :-**

() No annexure to the petition, application or appeal shall be accepted unless such annexures are certified copies of documents, provided that uncertified copies of documents may be accepted as annexures if such copies are affirmed to be true copies upon affidavit.

**6. 6 :-**

() The registrar may decline to accept any petition, application or appeal or document which does not conform to the Regulations of the Tribunal or is otherwise defective or which is presented otherwise than in accordance with the Regulations of the Tribunal.

**7. 7 :-**

() As soon as a petition, application or appeal and all necessary documents relating thereto are lodged and the procedural objections, if any, removed, it shall be put up before the Tribunal *ex parte* for admission, without requiring the attendance of the party : Provided that the Tribunal shall not pass an order refusing admission without giving the party an opportunity to be heard.

**8. 8 :-**

() The procedure regarding the service of notice will be as laid down in Chapter VIII.

**9. 9 :-**

() At the hearing of the petition, application or appeal, the Tribunal may either dispose of the same finally, or give such orders as may be deemed necessary for the filing of counter affidavits and reply affidavits, if and for service of notice on any person who, in the opinion of the Tribunal, has been omitted to be served or has not been properly served with the notice thereof and may adjourn it to enable the parties to comply with the further directions given by the Tribunal. Except as otherwise ordered by the Tribunal, it shall not be necessary to give notice of the adjourned hearing.

**10. 10 :-**

() Every person who intends to appear at the hearing of any matter, whether to support or oppose the same, shall serve on the petitioner, applicant or appellant or his advocate/attorney, notice (vide Form No. 3) of his intention at the address given in the petition, application or appeal. The notice shall contain also the address of such person, and be signed by the party, and save as otherwise provided by these Regulations, shall be served or if sent by post shall be posted in such time as to reach the addressee not later than two days previous to the day of the hearing and where such person intends to oppose the petition, application or appeal, the grounds of his opposition, if any, or a copy of his affidavit, if any, shall be furnished along with the notice. Any person who has failed to comply with this Rule shall not, except with the leave of the Tribunal, which must be obtained before the hearing, be allowed to appear at the hearing.

**11. 11 :-**

() The petitioner or his Advocate/Attorney shall prepare a list of the names and addresses of the persons who have given notice of their intention to appear at the hearing of the petition, application or appeal and hand over the said list to the Registrar a day before the date fixed for the hearing. Such lists shall be in Form No. 4.

**12. 12 :-**

() Where a petitioner, applicant or appellant unduly delays bringing a petition, application or appeal to a hearing, the Registrar shall call upon him to explain the delay and if no explanation is offered or if the explanation offered is, in the opinion of the Registrar, insufficient, the Registrar may, after notifying all parties, who have entered appearance, place the matter before the Tribunal for orders on default and for such directions, including a direction of dismissal for default, as the Tribunal may think fit to give thereon.

**13. 13 :-**

() A petitioner, applicant or appellant, who desires to withdraw his petition application or appeal, shall give notice, in writing, to that effect to the Registrar, who shall place the matter for withdrawal before the Tribunal for orders after notifying all the parties who have entered appearance.

**14. 14 :-**

() Except in the case of an order of adjournment made in the presence of a party, every decision, finding or order passed by the Tribunal shall be communicated to the parties concerned within a reasonable time.

**CHAPTER 8**

**SERVICE OF NOTICE**

**1. 1 :-**

() Every notice of any proceeding shall be served on the respondent or opponent, if any, named in the petition, application or memorandum of appeal and on such other persons as the Act or these Regulations may require or as the Tribunal may direct. Unless otherwise ordered, a copy of the petition, application or memorandum of appeal shall be served along with the notice of the petition.

**2. 2 :-**

() Notice of every proceeding required to be served upon any person shall be in Form No. 5 and shall, unless otherwise ordered by the Tribunal or provided by these Regulations, be served not less than fourteen clear days before the date of hearing.

**3. 3 :-**

() Where a petition or application is presented against a Company, it shall be accompanied by a notice of the petition or application in the prescribed Form together with a copy thereof for service on the company and an envelope addressed to the company at its registered office or its principal place of business and sufficiently stamped for being sent by registered post for acknowledgment. The Registrar shall, immediately on the admission of the petition or application, send the notice together with the copy of the petition or application to the company by registered post.

**4. 4 :-**

() Every petition and, save as otherwise provided by these Regulations or by an order of the Tribunal, every application, shall,

unless presented by the company, be served on the company at its registered office, or, if there be no registered office, at its principal or-last known principal place of business, by leaving a copy thereof with an officer or employee of the company, and in case no such person is available, in such manner, as the Tribunal may direct, or by sending a copy thereof by prepaid registered-post addressed to the company at its registered office, or if there is no registered office, at its principal or last known principal place of business, or to such person and at such address as the Tribunal may direct. Where the company is being wound up, the petition or application shall also be served on the liquidator, if any, appointed for the purpose of winding-up the affairs of the company.

**5. 5 :-**

( ) Save as otherwise provided by these Regulations and subject to any directions of the Tribunal, the petitioner, applicant, appellant or any other person having the conduct of proceedings before the Tribunal, shall be responsible for the service of all notices, summons and ether processes and for the advertisement and publication of notices, required io be affected by these Regulations or by an order of the Tribunal.

**6. 6 :-**

( )

(a) An affidavit or affidavits slating whether the petition has been advertised as directed and/or whether the notices, if any, have been duly served upon the persons required to be served shall be filed not less than three days before the date fixed for hearing. Such proof of the advertisement or of the service, as may be available, shall be filed along with the affidavit.

(b) An affidavit of service on a company or its liquidator shall be in Form No. 6 or 7 as the case may be.

**7. 7 :-**

( ) Save as otherwise provided by these Regulations or by an order of the Tribunal, all notices, summons and other documents required to be served on any person, may be served either personally by delivering a copy thereof to such person, or upon his Advocate/Attorney where he appears by Advocate/or Attorney, except where personal service is required, by pre-paid registered post for acknowledgment due addressed to the last known address of such person. In the case of service by registered post where no

acknowledgment signed by the addressee or his duly authorised, agent is received, order of the Tribunal shall be obtained as to the sufficiency of service or as to the further steps to be taken for service as the Tribunal may direct.

**8. 8 :-**

( ) Where notice of any petition, application, summons or other proceedings has to be given to the Central Government under these Regulations, it shall be addressed to and served on the Board of Company Law Administration, New Delhi or such officer as the Central Government may authorise to receive on its behalf.

**9. 9 :-**

( ) Where any person has to be served at an address outside India, the notice or other process to be served on him shall, subject to the orders of the Tribunal, be sent to such address by pre-paid air mail registered post for acknowledgment due.

**10. 10 :-**

( ) In default of compliance with the requirements of these Regulations or the directions of the Tribunal as regards the advertisement and service of the petition, application or appeal, it shall on the date fixed for hearing be posted for orders of the Tribunal and the Tribunal may either dismiss the said petition, application or appeal or give such directions as it deems fit.

**11. 11 :-**

( ) No service under these Regulations shall be deemed invalid by reason of any defect in the name or description of a person in the petition, application, appeal, summons, notice or other proceeding, provided that the Tribunal is satisfied that such service is in other respects sufficient; and no proceedings under the Act or these Regulations shall be invalidated by reason of any formal defect or irregularity, unless the Bench before whom the objection is taken is of the opinion that substantial injustice has been by such defect or irregularity and that the injustice can only be remedied caused by a fresh order of the Tribunal.

**CHAPTER 9**

**PETITION UNDER SEC. 155 OF THE ACT**

**1. 1 :-**

( ) Where the Tribunal makes an order under Section 155 of the Act for rectifying the register of members or debenture holders, the order shall direct that in the case of a company required by the Act

to file a list of its members and debenture holders with the Registrar of Companies, the company do within fourteen days from the date of the making of the order deliver to the Registrar of Companies a certified copy of the order of the Tribunal.

Explanation.-In computing the period of fourteen days prescribed under this Regulation the time taken in drawing up the order of the Tribunal and in obtaining a copy of that order shall be excluded.

#### CHAPTER 10

##### PETITION UNDER SEC. 203 OF THE ACT

#### **1. 1** :-

( ) A petition under Section 203 of the Act in so far as it relates to the granting of leave under that section shall be accompanied by a certified copy of the order of the Court in respect of which leave is sought.

#### **2. 2** :-

( ) As soon as the petition is admitted, and if the application for leave under Sec. 203 is made by a person against whom an order has been made on the application of the Official Liquidator or Liquidator, the Registrar shall cause notice of the said petition to be served on the company and/or the Official Liquidator or Liquidator who may appear and call the attention of the Tribunal to any matters which seem to him to be relevant and may himself give evidence or call witnesses.

#### **3. 3** :-

( ) The notice to the Official Liquidator or Liquidator under the aforesaid Regulation shall be served on the company and/or Official Liquidator or Liquidator not less than fourteen clear days before the date of the hearing of the petition.

#### **4. 4** :-

( ) Where the Official Liquidator or the Liquidator does not propose to give evidence or call witnesses, but proposes to call the attention of the Tribunal to any matter which seems to him to be relevant, he shall make his submissions in the form of an affidavit and shall serve a copy thereof on the opposite side not less than four days before the date fixed for the hearing of the petition. The petitioner may file his rejoinder affidavit not less than two days preceding the day of hearing.

#### CHAPTER 11

##### APPLICATION UNDER SECTION 240-A OF THE ACT

**1. 1 :-**

( ) Every application under sub-section (1) of Section 240A of the Act shall be presented in form No. 7-A stating the reasons which have given the applicant reasonable ground to believe that the books and papers of, or relating to, any company or other body corporate or any managing agent or secretaries and treasurers or managing director or manager of such company or other body corporate, or any associate of such managing agent or secretaries and treasurers may be destroyed, mutilated, altered, falsified or secreted i and shall be verified by an affidavit of the Inspector.

**2. 2 :-**

( ) Every order issued by the Tribunal under sub-section (2) of Section 240A of the Act shall be in Form No. 7-B.

**3. 3 :-**

( ) Immediately after the execution of the order issued by the Tribunal under sub- section (2) of Section 240A of the Act, the Inspector shall submit a return certifying as to what has been done under it and shall also furnish a list of the books and papers, if any, seized.

**4. 4 :-**

( ) The Inspector shall give information to the Tribunal under sub-section (3) of Section 240A of the return of books and papers to the company or the other body corporate, or, as the case may be, to the managing agent, or the secretaries and treasurers or the associate of such managing agent or secretaries and treasurers or the managing director or the manager or any other person concerned. Such information shall be accompanied by a statement of papers and books returned and shall be furnished within two weeks of the return whenever made as stipulated in sub-section (3) of Section 240A .

**5. 5 :-**

( ) The above Regulations shall apply mutatis mutandis to the applications filed under Sec. 234-A of the Companies Act.]

**CHAPTER 12**

**CASE UNDER CHAPTER IV.A OF THE ACT**

**1. 1 :-**

( ) Every case to be stated by the Central Government under Section 388B of the Companies Act, 1956 shall be in the form of an application which shall state concisely and clearly all the necessary

circumstances and materials on which the Central Government relies in support of its case against any managerial personnel. The application shall be signed and verified in the manner laid down in the Code of Civil Procedure, 1908, for signature and verification of a plaint in a suit by the Central Government.

**2. 2 :-**

( ) The Tribunal may, either before or after admission of the application, call upon the Central Government to furnish such further particulars as the Tribunal deems necessary to enable it to inquire into the case and record its findings.

**3. 3 :-**

( ) Every such application shall, on admission, be served on the Respondent.

**4. 4 :-**

( ) The Respondent may file his written statement within two weeks of the date of service of the notice or within such extended period as may, for sufficient cause shown, be granted.

**5. 5 :-**

( ) An application for altering or amending an application under Section 388B shall slate briefly the reasons which necessitate the alteration or amendment sought. No such application shall be heard without notice to the Respondent who has been served and entered appearance.

**6. 6 :-**

( ) The previous concurrence of the Tribunal to be obtained by the Central Government under sub-section (3) of Section 388E shall be sought on an application filed in that behalf.

**CHAPTER 13**

**PETITION UNDER SEC. 397 OR 398 OF THE ACT**

**1. 1 :-**

( ) Where a petition is presented under Section 397 or Section 398 on behalf of any members of a company entitled to apply under Section 399(1). by any one or more of them, the letter of consent signed by the rest of the members so entitled authorising the petitioner or petitioners to present the petition on their behalf, shall be annexed to the petition, and the names and addresses of all the members on whose behalf the petition is presented shall be set out in a schedule to the petition, and where the company has a share

capital the petition shall state whether the petitioners have paid all calls and other sums due on their respective shares. Where the petition is presented by any member or members authorized by the Central Government under Section 399(4), the order of the Central Government authorising such member or members to present the petition shall be similarly annexed to the petition. A petition under Section 397 shall be in Form No. 8, and a petition under Section 398 shall be in Form No. 9.

**2. 2 :-**

( ) A petition under Sec. 397 or 398 shall not be withdrawn without the leave of the Tribunal, and where the petition has been presented by a member or members authorised by the Central Government under Sec. 399 (4), notice of the application for leave to withdraw shall be given to the Central Government.

**3. 3 :-**

( ) Save where a petition is presented by or on behalf of the Central Government under Sec. 401, notice shall be given to the Central Government of every petition under Sec. 397 or 398, and a copy of the petition shall be served on the Central Government alongwith the notice of the date of hearing, not less than fourteen clear days before the date fixed for the hearing of the petition.

**4. 4 :-**

( ) Where an order under Sec. 397 or 398 involves a reduction of capital or alteration of the memorandum of association, the provisions of the Act and the Rules relating to such matters shall apply as the Tribunal may direct.

**5. 5 :-**

( ) An application under Sec. 407 (1) (b) for leave to any of the persons mentioned therein, to be appointed, or to act, as the managing or other director, managing agent, secretaries and treasurers or manager of the company, shall state whether notice of the intention to apply for such leave has been given to the Central Government and shall be accompanied by a copy of such notice. Notice of the date of hearing of the petition together with a copy of the petition shall be served on the Central Government not less than fourteen clear days before the date fixed for the hearing.

**CHAPTER 14**

**APPEAL UNDER SUB-SECTION (3) OF SEC. 635-B**

**1. 1 :-**

( ) The appellant shall lodge his memorandum of appeal with a fee of Rupees Fifty within a period of thirty day of the receipt by him of the notice of objection from the Company Law Board. It shall be accompanied by a true copy of the said notice and shall contain concisely and under distinct heads the grounds in support of the appeal.

**2. 2 :-**

( ) The appellant shall, along with the memorandum of appeal, lodge sufficient number of copies of the same for use by the Tribunal and for service on the respondent.

**3. 3 :-**

( ) If the appeal is admitted, the Registrar shall with convenient speed, cause notice thereof to be served on the respondent together with the copy of the memorandum of appeal. The date of lodgment of the copy of the memorandum of appeal shall be endorsed on the copy served on the respondent. Every notice together with duplicates of the same for service thereof shall be prepared by the appellant or his Advocate or Attorney and issued from the office of the Registrar.

**4. 4 :-**

( ) Where an appellant who has lodged his appeal desires to withdraw his appeal, he shall present an application to that effect to the Tribunal. The Tribunal shall pass such orders as it deems fit after hearing the respondent who has entered appearance.

**5. 5 :-**

( ) If an appellant fails to take any steps in the appeal within the time fixed for the same by these Regulations or, if no time is specified, it appears to the Registrar that he is not prosecuting his appeal with due diligence, the Registrar shall call upon him to explain his default and, if no explanation, or no explanation which appears to the Registrar to be sufficient, is offered, he may issue a summons calling upon him to show cause to the Tribunal why the appeal should not be dismissed for want of prosecution.

**6. 6 :-**

( ) The Registrar shall send a copy of the summons mentioned in the last specified Regulation to every respondent who has entered appearance.

**7. 7 :-**

( ) The Tribunal may, after hearing the parties, dismiss the appeal

for non- prosecution or give such other directions thereon as the justice of the case may require.

**8. 8 :-**

() An appellant whose appeal has been dismissed for non-prosecution may, within fifteen days of the order, present an application praying that the appeal may be restored and the Tribunal may, after giving notice of such application to the respondent who had entered appearance in the appeal restore the appeal if good and sufficient cause is shown putting the appellant on terms, or pass such other order as the circumstances of the case and the ends of justice may require.

**9. 9 :-**

() The respondent shall file his rejoinder to the grounds of appeal within three weeks of the service on him of the memorandum of appeal, together with sufficient number of copies for the use of the Tribunal, and also serve a copy thereof on the appellant.

**10. 10 :-**

() After the respondent has filed his rejoinder in accordance with these Regulations, the appeal shall be set down for hearing and the parties shall be notified with the date of the hearing of the appeal.

**11. 11 :-**

() No party shall, without the leave of the Tribunal previously obtained, rely at the hearing on any grounds not specified in the memorandum of appeal or in the rejoinder filed by the respondent.

CHAPTER 14A

COMPUTATION OF TIME

**1. 1 :-**

()

(a) Where any particular number of days not expressed to be clear days is prescribed, the same shall be reckoned exclusively of the first day and inclusively of the last day, unless the last day shall happen to fall on a day on which offices of the Tribunal are closed, in which case the time shall be reckoned exclusively of that day also and of any succeeding day or days on which the offices of the Tribunal continue to be closed.

(b) Where any particular number of days expressed to be clear days, is prescribed, the same shall be reckoned exclusively of both the first and the last day.

**2. 2 :-**

( ) The Tribunal may, in any case in which it shall deem fit, extend the time appointed by these Regulations or fixed by an order of the Tribunal or a Member thereof for doing any act or taking any proceeding, upon such terms, if any, as the justice of the case may require, and any such enlargement may be ordered although the application for the same is not made until after the expiration of the time appointed or allowed.

CHAPTER 15

AFFIDAVITS AND SEAL

**1. 1 :-**

( )

(a) Every affidavit shall be duly stamped under the Indian Stamp Act and drawn up in the first person and shall state the full name, age, occupation and the place of abode of the deponent and shall be signed by him and sworn to in the manner prescribed by the Code of Civil Procedure and by the Court or authority before which it is sworn, provided that the provisions of Sec. 558 (1) (b) of the Act will apply to affidavits sworn outside India.

(b) Every document annexed to an affidavit shall be marked with the number of the proceeding to which it relates, and shall be initialled and dated by the authority before whom the affidavit is sworn.

(c) Except with the leave of the Tribunal, no affidavit having an interlineation alteration or erasure, shall be filed before the Tribunal unless such interlineation or alteration is initialled by the authority before whom it is sworn, or, in the case of an erasure, the words and figures written on the erasure are re-written in the margin and initialled by such authority.

**2. 2 :-**

( ) All petitions, applications, memorandum of appeal and affidavits, upon being filed, and all orders, summonses, warrants or processes of any kind including notices issued by the Tribunal and certified copies of any proceedings, shall be sealed.

CHAPTER 16

DRAWING UP OF FORMAL ORDERS

**1. 1 :-**

( ) The Tribunal, after a petition, application or appeal has. been

heard, shall pronounce its judgment containing its decision finding or order either at once or at some future date, of which due notice shall be given to the parties and the formal order where necessary shall be drawn up in accordance therewith. A member of the Tribunal may read a judgment signed by, and on behalf of, another Member in his absence.

**2. 2 :-**

( ) A judgment pronounced by the Tribunal or by a majority of the members of the Tribunal or by a dissenting Member shall not, after it is signed, be altered or added to, save for the purpose of correcting a clerical or arithmetical mistake or an error arising from any accidental slip or omission.

**3. 3 :-**

( ) Certified copies of the judgment, when signed, shall be furnished to the parties on requisitions made for the purpose and on payment of prescribed charges.

**4. 4 :-**

( ) Every order made by the Tribunal shall, where necessary, be drawn up in the Registry and be signed by the Registrar and sealed with the seal of the Tribunal and shall bear the same date as the judgment or order in the case.

**5. 5 :-**

( ) Where a direction is given that no formal order need be drawn up, the note or memorandum of the order signed or initialled by the Members of the Bench making the order shall be sufficient evidence of the order having been made.

**6. 6 :-**

( ) The order passed by the Tribunal in every petition, application or appeal, including any order for costs where passed, shall be transmitted, where necessary under the Act, to the Board of Company Law Administration, New Delhi.

**7. 7 :-**

( ) Where the Registrar considers it necessary that the draft of any formal order should be settled in the presence of the parties or where the parties require it to be so settled in their presence, the Registrar shall, by notice in writing, appoint a time for settling the same and the parties shall attend the appointment and produce the briefs and such other documents as may be necessary to enable the draft to be settled.

**8. 8 :-**

() Where any party is dissatisfied with the formal order as settled by the Registrar, the Registrar shall not proceed to complete the formal order without allowing the party such time as he deems proper to apply by motion to the Bench passed the order.

**CHAPTER 18**

**COSTS**

**1. 1 :-**

() Subject to the provisions of the Companies Act, the costs of and incidental to all proceedings shall be in the discretion Of the Tribunal.

**CHAPTER 19**

**SEARCH**

**1. 1 :-**

() Subject to the provisions of the Act and the rules made thereunder a party to any proceedings who has appeared before the Tribunal shall be allowed to search or get copies of all documents or records in the case on payment of the charges set out in the table of charges (Appendix II).

**CHAPTER 20**

**MISCELLANEOUS**

**1. 1 :-**

() The provisions of the Code of Civil Procedure, 1908, inter alia as indicated below, including the forms appended thereto, shall be applicable, so far as may be, to all proceedings before the Tribunal in respect of the following matters :-

(i) O.XI in respect of discovery and inspection of documents or other material objects producible as evidence;

(ii) Sections 28 and 32 and O.XVI in respect of enforcing the attendance of witnesses and requiring the deposit of their expenses;

(iii) O.XIII in respect .of compelling the production of documents or other material objects producible as evidence and impounding the same;

(iv) O.XVIII in respect of examining witness on oath;

(v) O.XVII in respect of granting adjournments.

(vi) O.XIX in respect of reception of evidence taken on affidavit;

(vii) O.XXVI in respect of issuing commissions for the examination of witnesses, and summoning and examining suo motu any person whose evidence appears to the Tribunal to be material.

**1A. 1A :-**

( ) ( ) The endorsement mentioned by the Code of Civil Procedure in Order XIII, rule 4, on documents presented before the Companies Tribunal and admitted in evidence in any proceedings shall be signed by the officer in attendance at the sittings of the Tribunal instead of by the Chairman and Member".

**1B. 1B :-**

( ) ( ) Upon the hearing of any petition/application/case/appeal etc., the evidence of any witness shall be taken down in writing by or in the presence and under the personal direction and superintendence of or from the dictation of the Chairman or Member of the Tribunal, not ordinarily in the form of question and answer but in that of a narrative, and when completed, shall be read over in the presence of the Tribunal and of the witness. and the Tribunal after making the necessary corrections if any, or directing them to be made, shall sign the same.]

**2. 2 :-**

( ) Save as provided by the Act or by these Regulations, any of the other provisions of the Code of Civil Procedure, 1908, in so far as they are applicable, shall govern all proceedings before the Tribunal under the Act and these Regulations unless the Tribunal otherwise orders.

**3. 3 :-**

( ) The provisions of the Indian Evidence Act shall, as far as may be, apply in the recording of evidence before the Tribunal.

**4. 4 :-**

( ) Every person before giving evidence shall be administered oath in accordance with Form No. 10.

**5. 5 :-**

( ) The search warrant to be issued under Sec. 10-C (2) of the Act shall be in Form No. II.

**6. 6 :-**

( ) Subject to the provisions of the Act, nothing in these Regulations

shall be deemed to limit or otherwise affect the power of the Tribunal to give such directions or pass such orders in all matters arising out of the exercise of its powers and the discharge of its functions, as may be necessary, proper and just.