

Instruction Kit for Form No. DIR-12
(Particulars of appointment of directors and the key managerial
personnel and the changes among them)

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ABOUT THIS DOCUMENT

This Instruction Kit is designed as a step-by-step guide to assist the user in filling up the webform. This document provides references to law(s) governing the webform, guidelines to access the application, instructions to fill the webform at field level and important check points while filling up the webform along with other instructions to fill the webform.

User is advised to refer to the respective instruction kit for filing of each webform.

This document is divided into following sections:



Part I – Law(s) governing the webform



Part II– Accessing Form No. DIR-12 application



Part III – Instructions to fill the webform



Part IV – Key points for successful submission

Click on any section link to refer to the particular section.

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1 PART I – LAW(S) GOVERNING THE WEBFORM

Pursuant to Sections [7\(1\)\(c\)](#), [168](#) & [170\(2\)](#) of the Companies Act, 2013 & Rule [17](#) of the Companies (Incorporation) Rules 2014 and [8](#), [15](#) & [18](#) of the Companies (Appointment and Qualification of Directors) Rules, 2014.

1.1 Purpose of the webform

Form No. DIR-12 aims to simplify the process for filing application for particulars of appointment of directors and the key managerial personnel and the changes among them.

Every company shall file webform DIR-12 detailing particulars of the Directors and Key Managerial Personnel ('KMP') of the company with the Registrar, within 30 days from the date of appointment, cessation and changes taken place in their designations.

1.2 Important Check Points while filling up the webform

- ✓ *Please read instructions and guidelines carefully before filling online application webforms.*
- ✓ *Please attach the required mandatory supporting documents in the specified format only.*
- ✓ *Please ensure that the company is registered with MCA and has a valid and approved Corporate Identity Number ('CIN').*
- ✓ *Please ensure that the signatory of the webform has an approved DIN or valid PAN / Membership number, as applicable.*
- ✓ *Please note that the signing authority of the webform shall have valid and non-expired/non-revoked DSC.*
- ✓ *Please ensure that the DSC of the signatory is registered on MCA portal against the DIN / PAN / Membership number as provided in the webform, as applicable.*
- ✓ *If the space within any of the fields is not sufficient to provide all the information, then additional details can be provided as an optional attachment to the webform.*
- ✓ *Please ensure that the DIN entered in the signatory field is not flagged for disqualification of the director.*
- ✓ *Please ensure that the DIN/DPIN is approved and PAN/Membership number entered in the signatory field is valid.*
- ✓ *Please ensure that the membership number and/or certificate of practice number of the professional certifying the webform is a valid membership/certificate of practice number as existing in the database for that particular category of the professional and further they should not also be debarred.*
- ✓ *Please ensure that the webform has not been signed by a Director/ Manager/ Company Secretary/ CEO/ CFO of the company in respect of whom webform DIR-11 or webform DIR-12 or old Form No. 32 has been filed for cessation and the work item in respect of same has been approved/ has not been closed.*
- ✓ *Please ensure that webform is not signed by the same person in respect of whom change in designation/ cessation is being filed in the webform.*

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- ✓ Please ensure that the DIN/ PAN/ Membership number entered is associated with the CIN entered in field number 1(a) i.e. “Corporate Identity Number (CIN)”. This shall not be applicable in case ‘Statutory Auditor’ or ‘Liquidator’ is selected in data field “Designation”.
- ✓ Please ensure that there is no other webform DIR-12 pending for payment/ processing against the CIN.
- ✓ Please ensure that, in case the webform is being signed by the statutory Auditor, then webform should be filed for 'Appointment due to disqualification of all the existing directors' and all the existing directors in the company are disqualified and no key managerial person is associated with the CIN entered in field number 1(a) i.e. “Corporate Identity Number (CIN)”.
- ✓ Please note that the filing of webform for 'Appointment due to disqualification of all the existing directors' is allowed only once for a company.
- ✓ Please ensure in case of 'Appointment' or 'Appointment due to disqualification of all the existing directors' or 'Appointment by liquidator', the person being appointed is not associated with more than 20 companies as a director and if CIN entered is of public company then appointment of director shall not be allowed if he/she is already a director in more than 10 public companies.
- ✓ Please ensure in case of appointment of Company Secretary and ‘membership number’ is entered in field number 5(d) i.e. “Membership number of the company secretary”, the details (name, associate or fellow and membership number) are same as the details existing in the database for ICSI and the person should not be having a certificate of practice as per the database.
- ✓ Please ensure that same appointee details (unique identifier, designation and same appointment date) are not filled in case of appointment if the details corresponding to the same DIN or PAN already exist in the database against CIN.
- ✓ Please note in case of cessation, if the DIN has been disabled due to death, the date of cessation entered in the webform shall be same as the date of cessation entered while disabling the DIN due to death.
- ✓ Please note that the webform has to be filed event date wise. If any of the event date(s) are beyond 30 days for other than IFSC company / 60 days for IFSC company, then separate webform is to be filed for every such event date”. The only exception when multiple event dates are allowed only if it results in normal fee calculation.
- ✓ Please note when the user selects resignation/change in designation option, the person whose DIN or PAN is entered should be associated (active or resigned status) with the company and event date should be equal to or greater than the date of appointment saved.
- ✓ Please note in case of “change in designation” if the current designation of relationship is not amongst director, managing director, alternate director, additional director, director appointed in casual vacancy, nominee director, whole-time director, the user shall not be allowed to file the webform.
- ✓ Please note that the company is not flagged for filing INC-22A[ACTIVE] in case webform is being filed for ‘Appointment/change in designation’ of directors [other than Managing Director/Whole-time Director role].

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However, filing for appointment shall be allowed in case existing Directors are less than the minimum requirement due to reason disqualification/ deactivation/no Directors are associated etc. The minimum requirement in case of private company (other than Producer Company) is 2 directors and for a private producer company is 5 and for a public company is 3 or for an OPC is 1.

- ✓ *Please ensure that the PAN provided in each of the regenerated block of field number 5 i.e. “Details of manager(s), secretary(s), Chief financial Officer or Chief Executive Officer of the company” is unique and not associated to any existing DIN.*
- ✓ *Please ensure that DSC affixed in each of the regenerated block of filed “Director's Consent and Declaration” is associated with the DIN entered in the respective block.*
- ✓ *Please ensure that the field “Declaration by practicing professional” is not mandatory in case CIN entered in field number 1(a) i.e. “Corporate Identity Number (CIN)” belongs to OPC or small company*
- ✓ *Please ensure that the date of appointment of the signatory(s) for which the webform is being filed for appointment is equal to or greater than the date of cessation of such person if he was associated with the CIN at earlier occasions.*
- ✓ *Please note SRN number of webform INC-28 maybe required in webform DIR-12.*
- ✓ *Please note in case DIN or PAN entered had earlier been updated through the screen ‘Update amalgamated or dissolved company’s details or signatory details’ or ‘Update signatory details’, then details in respect of such DIN or PAN shall be allowed to be filled. This shall be allowed if same DIN or PAN already exists in the database against CIN as an active association. In such cases following validations/ checks shall be there:*
 - *Only ‘Appointment’ option can be selected.*
 - *Corresponding details (designation and date of appointment) should be same as had been entered through the screen.*
- ✓ *Please provide Membership Number in the Case certification is done by CA/CWA & COP number in case certification is done by CS in the field Certification by Professional.*

2 PART II – ACCESSING FORM NO. DIR-12 APPLICATION

2.1 Application Process for Form No. DIR-12

2.1.1 Initial Submission

2.1.1.1 Option 1

STEP 1: Access MCA homepage

STEP 2: Login to MCA portal with valid credentials¹

STEP 3: Select “MCA services” and further select “E-Filing”

STEP 4: Select “Company Forms Download” module

STEP 5: Navigate to the header “Appointment / Change related filings”

STEP 6: Access “Particulars of appointment of directors and the key managerial personnel and the changes among them (Form No. DIR-12)”

STEP 7: Enter CIN information²

STEP 8: Search CIN using the search option (optional)³

STEP 9: Select CIN from the dropdown option (optional)⁴

STEP 10: Fill up the application

STEP 11: Save the webform as a draft (optional)⁵

STEP 12: Submit the webform

STEP 13: SRN is generated upon submission of webform (The SRN can be used by the user for any future correspondence with MCA)

STEP 14: Affix the DSC

STEP 15: Upload the DSC affixed pdf document on MCA portal

STEP 16: Pay Fees (In case the user does not successfully upload the DSC affixed PDF within 15 days of SRN generation and complete the payment within 7 days of successful upload of DSC affixed document or due date of filing of the webform + 2 days, whichever is earlier, the SRN will be cancelled)

STEP 17: Acknowledgement is generated

STEP 18: Once the webform is processed an intimation mail for approval/ rejection of the webform is sent to the registered Email ID of the user

2.1.1.2 Option 2

STEP 1: Access MCA homepage

STEP 2: Access ‘Form No. DIR-12’ through search bar on MCA homepage (website search)⁶

STEP 3: Login to MCA portal with valid credentials

STEP 4: Enter CIN information²

¹ In case Option 1 is selected, the user will have an option to either login immediately after accessing the MCA homepage, or login after selecting “Particulars of appointment of directors and the key managerial personnel and the changes among them” in case the user is not already logged in.

² In case the user filling the webform is a company user then, CIN and company name will be auto populated based on the user id from which the user logs in.

³ In case the user filling the webform is a Professional user, a search option will be provided on the page allowing the user to search for CIN basis name of company.

⁴ In case the user filing the webform is any other business user, a dropdown option containing a list of all the CINs and corresponding company name for company’s where the user is associated shall be displayed.

⁵ The option to save the webform as a draft shall be enabled once the user enters the CIN.

⁶ In case Option 2 is selected, the user will have an option to either login immediately after accessing the MCA homepage or login after performing the website search.

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STEP 5: Search CIN using the search option (optional)³

STEP 6: Select CIN from the dropdown option (optional)⁴

STEP 7: Fill up the application

STEP 8: Save the webform as a draft (optional)⁵

STEP 9: Submit the webform

STEP 10: SRN is generated upon submission of webform (The SRN can be used by the user for any future correspondence with MCA)

STEP 11: Affix the DSC

STEP 12: Upload the DSC affixed pdf document on MCA portal

STEP 13: Pay Fees (In case the user does not successfully upload the DSC affixed PDF within 15 days of SRN generation and complete the payment within 7 days of successful upload of DSC affixed document or due date of filing of the webform + 2 days, whichever is earlier, the SRN will be cancelled)

STEP 14: Acknowledgement is generated

STEP 15: Once the webform is processed an intimation mail for approval/ rejection of the webform is sent to the registered Email ID of the user

2.1.2 Resubmission

2.1.2.1 Option 1

STEP 1: Access MCA homepage

STEP 2: Login to MCA portal with valid credentials

STEP 3: Access application history through user dashboard

STEP 4: Select Form No. DIR-12 application with status as 'Resubmission required'

STEP 5: Fill up the application

STEP 6: Save the webform as a draft (optional)⁵

STEP 7: Submit the webform

STEP 8: SRN is updated

STEP 9: Affix the DSC

STEP 10: Upload the DSC affixed pdf document on MCA portal⁷

STEP 11: Resubmission of webform (In case the user does not complete re-submission of the webform and upload the DSC affixed pdf document within 24 hours of the SRN update, a SMS and email reminder will be sent to the user daily for 15 days OR till the time this is submitted, whichever is earlier)

STEP 12: Acknowledgement is generated

STEP 13: Once the webform is processed an intimation mail for approval/ rejection of the webform is sent to the registered Email ID of the user

2.1.2.2 Option 2

STEP 1: Click on the link provided in the notification email sent (received for resubmission)

⁷ For the SRN's that are marked 'Resubmission required', the user is required to update the details in the webform and complete submission (including the upload of DSC affixed pdf) within 15 days from the date the BO user has sent the SRN back for resubmission.

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STEP 2: Login to MCA portal with valid credentials

STEP 3: Fill up the application

STEP 4: Save the webform as a draft (optional)⁵

STEP 5: Submit the webform

STEP 6: SRN is updated

STEP 7: Affix the DSC

STEP 8: Upload the DSC affixed pdf document on MCA portal⁷

STEP 9: Resubmission of webform (In case the user does not complete re-submission of the webform and upload the DSC affixed pdf document within 24 hours of the SRN update, a SMS and email reminder will be sent to the user daily for 15 days OR till the time this is submitted, whichever is earlier)

STEP 10: Acknowledgement is generated

STEP 11: Once the webform is processed an intimation mail for approval/ rejection of the webform is sent to the registered Email ID of the user

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3 PART III – INSTRUCTIONS TO FILL THE WEBFORM

3.1 Specific Instructions to fill ‘Form No. DIR-12’ at Field Level

Instructions to fill ‘Form No. DIR-12’ are tabulated below at field level. Only important fields that require detailed instructions are explained. Self-explanatory fields are not explained.

Field No.	Field Name	Instructions
1 (a)	CIN	<ul style="list-style-type: none"> i. In case of company users, CIN of company shall be pre-filled based on the user id. ii. In case of professional users, a search option shall be provided to search the CIN basis the company name. Either full name of the company or partial name can be used to search the company. iii. In case of other business users, a dropdown option is provided containing the list of CIN with which the user is associated.
2	Number of Managing director or director(s) for which the form is being filed	<ul style="list-style-type: none"> i. Enter the total number of Managing Director, directors(s) for which this webform needs to be filed. ii. Details of 15 director(s), Managing Directors can be filed through this webform. iii. Based on the number entered by user, data fields from field number 3(a) i.e. "Purpose of filing the form" to field number 3(r) i.e. "Others (Specify)" shall be regenerated.
3 3(a)	Details of the Managing Director or Director of the company Purpose of filing the form	<ul style="list-style-type: none"> i. Kindly select the purpose of filing of webform. ii. In case the user selects ‘Cessation’ in this field, then the user shall provide comments in field number 3(q) i.e. “due to”.
3 (b)	Director Identification Number (DIN)	<ul style="list-style-type: none"> i. This field shall be enabled after purpose of filing the webform is provided by user in field number 3(a) i.e. “Purpose of filing the form”. ii. Enter an approved DIN in case of 'Appointment' or 'Appointment due to disqualification of all the existing directors' or 'Appointment by liquidator' is selected in field number 3(a) i.e. “Purpose of filing the form”. iii. DIN entered by user shall be associated with the CIN entered in field number 1(a) i.e. “Corporate Identity Number (CIN)” in case where 'Cessation' or 'Change in designation' is selected in field number 3(a) i.e. “Purpose of filing the form”. iv. DIN entered by user shall be ‘Approved’ / ‘Deactivated on account of Non-filing of DIR-3 KYC’ in case reason of cessation selected in field number 3(q) i.e. “due to” is 'Death'.

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Field No.	Field Name	Instructions
		v. DIN entered by user in every block populated for director details in field number 3(b) i.e. "Director Identification Number (DIN)" shall be unique except the case where 'Designation' selected in field number 3(j) i.e. "designation" is different.
3 (j)	Designation	<p>i. This field shall be non-editable and pre-filled in case 'Cessation' is selected in field number 3(a) i.e. "Purpose of filing the form" based on DIN entered in field number 3(b) i.e. "Director Identification Number (DIN)".</p> <p>ii. In case where the user selected 'Change in designation' in field number 3(a) i.e. "Purpose of filing the form" then designation entered shall be different from the designation associated with the user based on DIN entered in field number 3(b) i.e. "Director Identification Number (DIN)".</p>
3 (l)	Category	<p>i. This field shall be displayed to user in case 'Appointment' or 'Change in designation' or 'Appointment due to disqualification of all the existing directors' or 'Appointment by liquidator' is selected in field number 3(a) i.e. "Purpose of filing the form".</p> <p>ii. User cannot select 'Independent' in case of 'managing director', 'nominee director' and 'whole- time director' is selected in field number 3(j) i.e. "Designation".</p>
3 (m)	Whether Chairman, Executive Director, Non-Executive Director	<p>i. This field shall be displayed to user in case 'Appointment' or 'Change in designation' or 'Appointment due to disqualification of all the existing directors' or 'Appointment by liquidator' is selected in field number 3(a) i.e. "Purpose of filing the form".</p> <p>ii. User shall not be able to select Executive director and non-executive director together in this field.</p> <p>iii. It shall be mandatory to select either 'Executive director' or 'non-executive director' if the option 'chairman' is selected in this field.</p> <p>iv. User shall not have an option to select 'Non-Executive director' if value selected in field number 3(j) i.e. "Designation" is 'Whole-time director' or 'Managing director'.</p> <p>v. User shall not have an option to select 'Executive director' if 'Independent' is selected in field number 3(l) i.e. "Category".</p>
3 (n)	DIN of such director to whom appointee is alternate	i. This field shall be displayed to user in case 'Appointment' or 'Change in designation' or 'Appointment due to disqualification of all the existing directors' or 'Appointment by liquidator' is selected in field number 3(a)

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Field No.	Field Name	Instructions
		<ul style="list-style-type: none"> i.e. "Purpose of filing the form" and 'Alternate director' is selected in field number 3(j) i.e. "Designation". ii. DIN entered in this field shall not be same as DIN entered in field number 3(b) i.e. "Director Identification Number (DIN)" of the same block. iii. DIN entered in this field shall be associated with the CIN entered in field number 1(a) i.e. "Corporate Identity Number (CIN)". iv. Din entered shall be approved DIN.
3 (o)	Name of the director to whom such appointee is alternate	<ul style="list-style-type: none"> i. This field shall be displayed to user in case 'Appointment' or 'Change in designation' or 'Appointment due to disqualification of all the existing directors' or 'Appointment by liquidator' is selected in field number 3(a) i.e. "Purpose of filing the form" and 'Alternate director' is selected in field number 3(j) i.e. "Designation". ii. This field shall be prefilled based on DIN entered in field number 3(n) i.e. "DIN of such director to whom appointee is alternate".
3 (q)	In case of cessation, hereby confirmed that the above mentioned	<ul style="list-style-type: none"> i. This field shall be displayed in case 'Cessation' is selected in field number 3(a) i.e. "Purpose of filing the form". ii. 'Managing director' shall be prefilled and non-editable in case where 'Managing director' is selected in the field number 3(j) i.e. "Designation". iii. 'Director' shall be prefilled and non-editable in case where other than 'Managing director' is selected in the field number 3(j) i.e. "Designation".
3(q)	is not associated with the company with effect from..... (DD/MM/YY)	<ul style="list-style-type: none"> i. This field shall be displayed in case 'Cessation' is selected in field number 3(a) i.e. "Purpose of filing the form". ii. Date entered shall be greater than or equal to 18 years from the date of birth of the director corresponding to the DIN entered in field number 3(b) i.e. "Director Identification Number (DIN)". iii. Date entered shall be greater than or equal to date of appointment.
3(q)	due to	<ul style="list-style-type: none"> i. This field shall be displayed in case 'Cessation' is selected in field number 3(a) i.e. "Purpose of filing the form". ii. 'Not been re-appointed' can be selected only if the value entered in field number 3(j) i.e. "Designation" is 'alternate director' or 'additional director'. iii. 'Nomination withdrawn by appointing authority' can be selected only if the value entered in field number 3(j) i.e. "Designation" is 'nominee director'.

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Field No.	Field Name	Instructions
3(r)	Interest in other entities CIN/ LLPIN/ FCRN/ Registration number	<ul style="list-style-type: none"> i. This field shall be displayed to user in case 'Appointment' or 'Appointment due to disqualification of all the existing directors' or 'Appointment by liquidator' is selected in field number 3(a) i.e. "Purpose of filing the form". ii. CIN/LLPIN/FCRN shall be a valid CIN/LLPIN/FCRN.
	Name	<ul style="list-style-type: none"> i. These fields shall be displayed to user in case 'Appointment' or 'Appointment due to disqualification of all the existing directors' or 'Appointment by liquidator' is selected in field number 3(a) i.e. "Purpose of filing the form". ii. These fields shall be prefilled based on CIN/ LLPIN/ FCRN entered in data field number 3(r) i.e. "CIN/ LLPIN/ FCRN/ Registration number" or else this has to be manually entered.
	Address	
	Designation	
	Percentage of Shareholding	
4	Number of manager(s), secretary(s), Chief financial Officer or Chief Executive Officer for which the form is being filed	<ul style="list-style-type: none"> i. Enter the total number of manager(s), secretary(s) for which this webform needs to be filed and details of only 4 persons can be filed through this webform. ii. Based on the number entered, data fields from field number 5(a) i.e. "Purpose of filing the form" to field number 5(l) i.e. "E-mail ID" shall be regenerated.
5	Details of manager(s), secretary(s), Chief financial Officer or Chief Executive Officer of the company	<ul style="list-style-type: none"> i. DIN entered shall be valid DIN. ii. DIN should be unique DIN. iii. DIN entered in every block populated for director details in field number 5(b) i.e. "Director Identification Number (DIN), if any" should be unique with respect to the same designation entered in field number 5(i) i.e. "Designation" and same purpose entered in field number 5(a) i.e. "Purpose of filing the form".
5 (b)	Director Identification Number (DIN), if any	<ul style="list-style-type: none"> iv. DIN entered in the field number 5(b) i.e. "Director Identification Number (DIN), if any" with the designation in field number 5(i) i.e. "Designation" as 'Manager' and purpose in field number 5(a) i.e. "Purpose of filing the form" as 'Appointment' shall not be same as DIN entered in field number 3(b) i.e. "Director Identification Number (DIN)" for designation in field number 3(j) i.e. "Designation" as 'Managing director' and purpose in field number 3(a) i.e. "Purpose of filing the form" being 'Appointment' or 'Appointment due to disqualification of all the existing directors' or 'Appointment by liquidator'.
5 (c)	Income Tax permanent account number (PAN)	<ul style="list-style-type: none"> i. PAN entered by user in every block populated for this field shall be unique with respect to the same designation entered in field number 5(i) i.e. "Designation" and same purpose

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Field No.	Field Name	Instructions
		<p>entered in field number 5(a) i.e. “Purpose of filing the form”.</p> <p>ii. A 10-digit alphanumeric number shall be entered where first five characters are alphabet, the next four characters are numbers and the last character is also an alphabet.</p>
5(c)	Verify Details	<p>i. This button shall be displayed and enabled if ‘Appointment’ is selected in field number 5(a) i.e. “Purpose of filing the form” and DIN is not entered in field number 5(b) i.e. “Director Identification Number (DIN), if any”.</p> <p>ii. This field shall be enabled after the applicant's name, Father's name and Date of birth details are entered in respective blocks.</p> <p>iii. In case of appointment where DIN is not entered in field number 5(b) i.e. “Director Identification Number (DIN), if any” then it shall be mandatory to click this button in case where PAN is entered in field number 5(c) i.e. “Income-tax permanent account number (PAN)”.</p> <p>iv. Upon clicking this button, applicant's name, father's name and date of birth shall be verified from the PAN database.</p>
5 (d)	Membership number of the company secretary	This field shall be displayed in case ‘Appointment’ is selected in field number 5(a) i.e. “Purpose of filing the form” and ‘Company Secretary’ is selected in field number 5(i) i.e. “Designation”.
5 (e) (i)	First Name	i. These fields shall be prefilled based on DIN entered in field number 5(b) i.e. “Director Identification Number (DIN), if any”.
5 (e) (ii)	Middle Name	ii. In other cases, the value shall be manually entered.
5 (e) (iii)	Last Name	<p>iii. The user shall not be allowed to enter single alphabet in his/her first name field.</p> <p>iv. User shall mandatory enter either of applicant’s First name or Surname.</p> <p>v. Please note that the name shall be verified based on PAN in case details are not pre-filled based on DIN.</p>
5 (f)	Father’s name	i. These fields shall be prefilled based on DIN entered in field number 5(b) i.e. “Director Identification Number (DIN), if any”.
5 (f) (i)	First name	ii. In other cases, the value shall be manually entered.
5 (f) (ii)	Middle name	iii. The user shall not be allowed to enter single alphabet in his/her first name field.
5 (f) (iii)	Last name	<p>iv. User shall mandatory enter either of Father’s First name or Surname.</p> <p>v. Please note that the name shall be verified based on PAN in case details are not pre-filled based on DIN.</p>

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Field No.	Field Name	Instructions
5 (g)	Present residential address	Kindly ensure to provide details for present residential address.
5 (h)	Date of birth	<ul style="list-style-type: none"> i. These fields shall be prefilled based on DIN entered in field number 5(b) i.e. "Director Identification Number (DIN), if any". ii. In other cases, the value shall be manually entered. iii. The difference between date of birth entered by user and system date shall be greater than or equal to 18 years. iv. Date entered in field number 5(j) i.e. "Date of appointment or cessation" shall be greater than or equal to 18 years from the date entered in field number 5(h) i.e. "Date of birth". v. Kindly enter valid e-mail ID. vi. These field shall be non-editable in case the field is prefilled based on DIN.
5 (i)	Designation	
5 (j)	Date of appointment or cessation	
5 (k)	Mobile Number (with Country code)	
5 (l)	E-mail ID	
6	SRN of form INC-28	
	Attachments	All the attachments shall be either in pdf or .jpg format. The size of each individual attachment can be up to 2MB.
7(a)	Order from court/NCLT	This attachment shall be displayed and mandatory where 'Appointment by liquidator' is selected in field number 3(a) i.e. "Purpose of filing the form".
(b)	Notice of resignation	This attachment shall be displayed and mandatory where 'Cessation' is selected in field number 3(a) i.e. "Purpose of filing the form" and 'Resignation u/s 168' is selected in dropdown values of field number 3(s) i.e. "Due to" in the respective block.
(c)	Evidence of cessation;	This attachment shall be displayed and mandatory where 'Cessation' is selected in field number 3(a) and field number 5(a) i.e. "Purpose of filing the form".
(d)	Optional attachments, if any	<ul style="list-style-type: none"> i. This field can be used to provide any other information. ii. Please note that the user has an option to upload up to five optional attachments.
	Director's Consent and Declaration	<ul style="list-style-type: none"> i. This entire block shall be displayed and mandatory where 'Appointment' or 'Appointment due to disqualification of all the existing directors' or 'Appointment by liquidator' is selected in field number 3(a) i.e. "Purpose of filing the form". ii. The fields in this block from "Director's Consent and Declaration" to "To be digitally signed by the Director/

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Field No.	Field Name	Instructions
		Managing Director" shall be regenerated based on number of appointment of 'Managing Director' or 'Director'.
	To be digitally signed by Designation Director identification number of the director; or DIN or PAN of the manager or CEO or CFO or liquidator; or Membership number of the secretary or statutory auditor	<ul style="list-style-type: none"> i. Kindly ensure that the webform is digitally signed by Director / Manager / Company Secretary / CEO / CFO / Statutory auditor / liquidator of the company. ii. In case where 'Appointment by liquidator' is selected in field number 4(a) i.e. "Purpose of filing the form" then it shall be prefilled and non-editable as 'Liquidator'. iii. In case the person digitally signing the webform is a Director - Enter the approved DIN. iv. In case the person digitally signing the webform is Manager, Chief Executive Officer (CEO) or Chief Financial Officer (CFO) - Enter approved DIN or valid income-tax PAN. v. In case the person digitally signing the webform is Company Secretary - Enter valid membership number
	Certificate by practicing professional	Please select all the checkboxes.
	To be digitally signed by Category Whether Associate or fellow Membership number Certificate of Practice number	<ul style="list-style-type: none"> i. The webform shall be certified by a chartered accountant (in whole-time practice) or cost accountant (in whole-time practice) or company secretary (in whole-time practice) by digitally signing the webform. ii. Select the relevant category of the professional and whether he/ she is an associate or fellow. iii. In case the professional is a chartered accountant (in whole-time practice) or cost accountant (in whole-time practice), enter the membership number. iv. In case the practicing professional is a company secretary (in whole-time practice), enter the certificate of practice number.

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3.2 Other instructions to fill ‘Form No. DIR-12’

Buttons	Particulars
<div style="border: 1px solid black; border-radius: 10px; padding: 5px; width: fit-content; margin: 10px auto;">Choose File</div>	<ul style="list-style-type: none"> i. Click the “Choose File” button to browse and select a document that is required to be attached as a supporting to Form No. DIR-12. ii. All attachments should be uploaded in <i>pdf or .jpg format</i>. The total size of the document being submitted can be up to 10 MB. iii. The user has an option to attach multiple files as attachments within the webform.
<div style="border: 1px solid black; border-radius: 10px; padding: 5px; width: fit-content; margin: 10px auto;">Remove</div>	<p>The user has an option to remove files from the attachment section using the “Remove” option provided against each attachment.</p>
<div style="border: 1px solid black; border-radius: 10px; padding: 5px; width: fit-content; margin: 10px auto;">Download</div>	<p>The user has an option to download the attached file(s) using the “Download” option provided against each attachment.</p>
<div style="border: 1px solid black; border-radius: 10px; padding: 5px; width: fit-content; margin: 10px auto;">Save</div>	<ul style="list-style-type: none"> i. Click on “Save” button for saving the application in a draft webform at any given point in time prior to submitting the webform. ii. The “Save” option will be enabled only after entering the CIN. iii. This is an optional field. iv. On saving the webform, all the information filled in the webform will be saved and can be edited/updated till the time webform is submitted. v. The previously saved drafts can also be accessed (at a later point in time) using the application history functionality.
<div style="border: 1px solid black; border-radius: 10px; padding: 5px; width: fit-content; margin: 10px auto;">Submit</div>	<ul style="list-style-type: none"> i. This is a mandatory field. ii. When the user clicks on the “submit” button the details filled in the webform are auto saved and the system verifies the webform. In case errors are detected the user will be taken back to webform and all the relevant error messages shall be displayed. iii. In case at the submission of webform no errors are detected by the system the submission will be successful.

4 PART IV – KEY POINTS FOR SUCCESSFUL SUBMISSION

4.1 Fee rules

S#	Purpose of webform	Normal Fee	Additional (Delay Fee)	Logic for Additional Fees	
				Event Date	Time limit (days) for filing
1	Form No. DIR-12 - Application for particulars of appointment of directors and the key managerial personnel and the changes among them	The Companies (Registration of Offices and Fees) Rules, 2014 (Refer Table 1 and Table 2 below)		Date of appointment/ cessation/ change in designation	30 days for other than IFSC company / 60 days for IFSC company

Fee payable is subject to changes in pursuance of the Act, or any rule or regulation made, or notification issued thereunder.

4.1.1 The Companies (Registration Offices and Fees) Rules, 2014

Table 1

Normal fees

In case of company having share capital

S#	Nominal share capital (INR)	Fee applicable (INR)
1	Less than 1,00,000	200
2	1,00,000 to 4,99,999	300
3	5,00,000 to 24,99,999	400
4	25,00,000 to 99,99,999	500
5	1,00,00,000 or more	600

In case of company not having share capital

Applicable fee (INR)

200

Table 2

Additional filing fees

S#	Period of delay	Fee applicable (INR)
1	Up to 30 days	2 times of normal fees
2	More than 30 days and up to 60 days	4 times of normal fees
3	More than 60 days and up to 90 days	6 times of normal fees
4	More than 90 days and up to 180 days	10 times of normal fees
5	More than 180 days	12 times of normal fees

4.2 Processing Type

‘Form No. DIR-12’ shall be processed in non-STP mode for the following scenarios:

- ‘Cessation’ is selected in field number 3(a) i.e. “Purpose of filing the form” and value selected in data field number 3(q) i.e. “due to” is ‘Vacation of office u/s 167’ or ‘Removal u/s 169’
- Company is marked as ‘management dispute company’
- Value selected in field number 3(a) i.e. “Purpose of filing the form” is ‘Appointment due to disqualification of all the existing directors’ or ‘Appointment by liquidator’
- In case the webform is being filed for multiple Directors, if the value for any of the Directors matches above.

In all other scenarios, ‘Form No. DIR-12’ shall be processed in STP mode and shall be taken on record through electronic mode without any further processing. Ensure that all particulars in the webform are correct. There is no provision for resubmission of this webform.”

4.3 Useful links

1. Link to access Form No. DIR-12: <https://www.mca.gov.in/MinistryV2/companyformsdownload.html>
2. FAQ’s related to e-filing: <https://www.mca.gov.in/MinistryV2/efiling.html>
3. Payment and Fee related services: <https://www.mca.gov.in/MinistryV2/paymentservices.html>