MINISTRY OF
CORPORATE
AFFAIRS
GOVERNMENT OF INDIA

Instruction Kit for webform SH-9
(Declaration of Solvency)

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Simplifying Legalities & Fostering Governance

ABOUT THIS DOCUMENT

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

User is advised to refer to the respective instruction kit for filing of web form.

This document is divided into following sections:

Part I – Law(s) governing the webform

Part II – Accessing the SH-9 application

Part III – Instructions to fill the web form

Part IV – Key points for successful submission

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

1   PART I – LAW(S) GOVERNING THE WEBFORM

Pursuant to Section 68(6) of the Companies Act, 2013 read with Rule 17(3) of the Companies (Share Capital & Debentures) Rules, 2014.

1.1   Purpose of the webform

A company authorized by a special resolution is required to file with the Registrar of Companies a 'declaration of solvency' in form SH-9 before the buy-back of shares or securities specifying that the company is capable of meeting its liabilities and will not be rendered insolvent within a period of one year from the date of declaration adopted by the Board.

1.2   Important Check Points while filling up the webform

- ✓ *Please read instructions and guidelines carefully before filling online application forms.*

- ✓ *Please attach the required mandatory supporting documents in the specified format only.Please ensure that applicant of the webform is registered at MCA portal before filing the webform.*

- ✓ *Please note that the Company for which the webform is being filed shall be registered with MCA and shall have a valid CIN.*

- ✓ *Please ensure that the business user is associated with the company or authorised by the company to e-file on its behalf (applicable to other business user).*

- ✓ *Please ensure that the person signing the webform has a valid and non-expired/ non-revoked DSC.*

- ✓ *Please ensure that the signatories have an approved DIN.*

- ✓ *Please ensure that DSC of the authorised signatories should have been registered on MCA portal against the DIN/ PAN/ Membership number mentioned in the webform.*

- ✓ *Please ensure that DIN/ PAN/ Membership number entered in the signatory field is associated with the with the CIN under the selected designation as on the date of filing.*

- ✓ *Please ensure that DIN of the authorised person signing the webform is not flagged for 'disqualification'.*

- ✓ *Please note that in case of resubmission, application of SH-9 shall be available in the application history of the user and T+15 days (where T is the date of marking the application as 'Resubmission Required') should not have elapsed.*

- ✓ *Please ensure that the no other SH-9 is pending for payment or approval against the CIN.*

- ✓ *Please ensure that SRN of MGT-14 provided in the webform is valid and approved and associated with CIN.*

- ✓ *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 check for any alerts that are generated using the "Notifications and alerts" function under the 'My Workspace' page in the FO user dashboard on the MCA website.*

2   PART II – ACCESSING THE SH-9 APPLICATION

2.1   Application Process for Form No. SH-9

2.1.1   Initial Submission

2.1.1.1   Option 1

STEP 1: Access MCA homepage

STEP 2: Login to MCA portal with valid credentials[1]

STEP 3: Select "MCA services" and further select "E-Filling"

STEP 4: Select "Company Forms Download" module

STEP 5: Navigate to the header "Change in Share Capital"

STEP 6: Access "Form SH-9 - Declaration of Solvency"

STEP 7: Enter the Company Information[2]

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

STEP 9: Select CIN form 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 form + 2 days, whichever is earlier, the SRN will be cancelled)

STEP 17: Acknowledgement is generated

2.1.1.2   Option 2

STEP 1: Access MCA homepage

STEP 2: Access Company Form SH-9 through search bar on MCA homepage (website search)[6]

STEP 3: Login to MCA portal with valid credentials

STEP 4: Enter Company Information[2]

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

STEP 6: Select CIN form the dropdown option (optional)[4]

STEP 7: Fill up the application

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[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 "Declaration of Solvency" 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.

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 form + 2 days, whichever is earlier, the SRN will be cancelled)

STEP 14: Acknowledgement is generated

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 SH-9 application with status as 'Resubmission required'

STEP 5: Fill up the application

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

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 portal[7]

STEP 11: Resubmission of webform (In case the user does not complete re-submission of the form 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

2.1.2.2   Option 2

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

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

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[7] For the SRN's that are marked 'Resubmission required', the user is required to update the details in the web-form 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.

STEP 8: Upload the DSC affixed pdf document on MCA portal[7]

STEP 9: Resubmission of webform (In case the user does not complete re-submission of the form 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

3   PART III – INSTRUCTIONS TO FILL THE WEB FORM

3.1   Specific Instructions to fill webform 'SH-9' at Field Level

Instructions to fill the web form 'SH-9' are tabulated below at field level. Only important fields that require detailed instructions to be filled in the form are explained. Self-explanatory fields are not discussed.
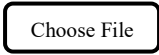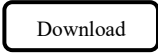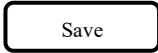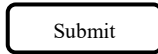
Field No.	Field Name	Instructions
1 (a)	Corporate Identity Number (CIN)	i. In case of company users, CIN of company shall be *pre-filled* based on the user id. ii. In case of professional users, a search option shall be provided to search the CIN basis the company name. Either full name of the company 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 (a)	Name of the company	These field shall be *pre-filled* based on the CIN entered in field number 1 (a) i.e. "Corporate Identity Number (CIN)" and shall be non-editable. .
2 (b)	Address of the registered office of the company	
2 (c)	Email ID of the company	
3 (e)	Name of the merchant banker appointed	i. This field shall be displayed and mandatory only if 'Yes' is selected in field number 3(a) i.e. "Whether the company is listed". ii. User is not allowed to enter a single alphabet in this field. iii. Based on the number entered in field number 3 (d) i.e. "Number of merchant banker(s) appointed" this field shall be regenerated.
4 (a)	Date of Board of Directors' resolution authorizing buy-back of securities (DD/MM/YYYY)	Date entered in this field shall be less than or equal to the system date and shall be greater than or equal to date of incorporation of company.
4 (b)(i)	Date of special resolution of members authorizing the buy-back of securities (DD/MM/YYYY)	i. Date entered in this field shall be less than or equal to the system date and shall be greater than or equal to date of incorporation of company. ii. Date entered in this field shall be equal to or greater than the date entered in field number 4 (a) i.e. "Date of Board of Directors' resolution authorizing buy-back of securities (DD/MM/YYYY)"
4 (b)(ii)	Service Request Number (SRN) of Form MGT - 14	SRN of MGT – 14 entered in this field shall be valid SRN of MGT-14 associated with the CIN entered in field number 1 (a) i.e. "Corporate Identity Number (CIN) of the company".
	Attachments	All the attachment shall be either in pdf or.jpg format. The size of each individual attachment can be up to 2MB.

Field No.	Field Name	Instructions
(a)	Statement of assets and liabilities	These attachments are mandatory.
(b)	Auditor's report	
(c)	Affidavit as per rule 17(3)	
(d)	Optional attachments (if any)	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
	Declaration	
	have approved the buy-back of ………….(in numbers)	Please enter the approved buy back amount in numbers.
	Verified this day the……………. day of………………	i. Select the relevant day and month from the dropdown ii. Date entered in these fields shall be equal to the system date.
	To be digitally signed by	
	Designation	i. Select the relevant option from the dropdown list – Director/ Managing Director ii. The webform shall be signed by at least two directors of the company, one of whom shall be the managing director, if any.
	Director Identification Number (DIN) of the director	iii. Please note that 'Director' can be selected for both the signatories only if no managing director is active in the company iv. Please ensure that 'Managing Director' shall be selected as a signatory in case the company has an active Managing Director on its board. v. Kindly ensure to provide a valid DIN.

3.2 Other instructions to fill Form SH-9

Buttons	Particulars
Choose File	i. Click the "Choose File" button to browse and select a document that is required to be attached.as a supporting to Form No. SH-9. ii. This is an optional field. iii. All the attachments should be uploaded in *pdf or .jpg format.* The total size of the document being submitted can be **up to 10 MB**. iv. The user has an option to attach multiple files as attachments within the form.
Remove	The user has an option to remove files from the attachment section using the "Remove" option provided against each attachment.
Download	The user has an option to download the attached file(s) using the "Download" option provided against each attachment.
Save	i. Click on Save button for saving the application in a draft form at any given point in time prior to submitting the web form. 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.
Submit	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. Incase 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	Declaration of Solvency	The Companies (The Registration Offices and Fees) Rules, 2014 (Refer Table 1 below)	NA	NA	NA

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

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

Table 1

In case of a company having share capital

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

4.3   Processing Type

Form No. SH-9 shall be processed in Non-STP mode.

4.4   Useful links

1. Link to access SH-9: *https://www.mca.gov.in/MinistryV2/companyformsdownload.html*

2. FAQs 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*