

MARCH 2026

# CORPORATE LAW BULLETIN



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## **A. MINISTRY OF CORPORATE AFFAIRS**

### **Major MCA ROC & RD Overhaul – Effective 16<sup>th</sup> Feb 2026**

The Ministry of Corporate Affairs has restructured ROC & RD jurisdictions under the Companies Act, 2013 and the LLP Act, 2008 to improve compliance, oversight, and service delivery for companies and LLPs across India.

### **Revised ROC Offices & Jurisdictions:**

#### **NCT of Delhi:**

ROC Delhi-I: South, Southeast, East, Southwest & New Delhi

ROC Delhi-II: Central, North, West, North-East, Northwest & Shahdara

#### **Haryana:**

New ROC at Chandigarh (entire state)

#### **Uttar Pradesh:**

ROC UP-I (Kanpur): Eastern & Central UP (Lucknow, Prayagraj, Varanasi)

ROC UP-II (Noida): Western & NCR districts (Ghaziabad, Meerut, Agra)

#### **Maharashtra:**

ROC Mumbai-I: Mumbai & Suburban

ROC Mumbai-II: Navi Mumbai

ROC Nagpur: Vidarbha & Marathwada

#### **West Bengal:**

ROC Kolkata-I: Kolkata

ROC Kolkata-II: Rest of West Bengal

#### **Other States:**

Dedicated cluster offices for better localized support

### **New Regional Director (RD) Offices & Zones:**

**Northern I** – New Delhi: UP + NCT of Delhi

**Northern II** – Chandigarh: Haryana, Punjab, Himachal Pradesh, Uttarakhand, J&K, Ladakh, UT of Chandigarh

**North-Western – Ahmedabad:** Gujarat, Rajasthan, Madhya Pradesh, Dadra & Nagar Haveli

**Western I – Mumbai:** Mumbai, Suburban, Goa, Daman & Diu

**Western II – Navi Mumbai:** Rest of Maharashtra

**Southern – Chennai:** Tamil Nadu, Puducherry & Andaman & Nicobar

**South-Western – Bengaluru:** Karnataka, Kerala, Lakshadweep

**Eastern – Kolkata:** West Bengal, Bihar, Jharkhand

**North-Eastern – Guwahati:** Arunachal Pradesh, Assam, Manipur, Meghalaya, Mizoram, Nagaland, Tripura

**South-Eastern – Hyderabad:** Telangana, Andhra Pradesh, Odisha, Chhattisgarh

**For more details:** [https://egazette.gov.in/\(S\(surwokwdro3q3u02dly5ia2\)\)/ViewPDF.aspx](https://egazette.gov.in/(S(surwokwdro3q3u02dly5ia2))/ViewPDF.aspx)

## **MCA Launches Companies Compliance Facilitation Scheme, 2026 (CCFS-2026)**

The Ministry of Corporate Affairs (MCA) has introduced a major compliance relief scheme via General Circular No. 01/2026 dated 24 February 2026 namely Companies Compliance Facilitation Scheme, 2026 (CCFS-2026). MCA has introduced this one-time relief scheme with an aim to promote compliance and reduce burden.

**Scheme Period:** 15 April 2026 - 15 July 2026 (Benefit available only for filings made during this period)

**Objective of the Scheme:** Under the Companies Act, 2013, delayed filing of Annual Return (Section 92) and Financial Statements (Section 137) which attracts INR 100 per day additional fees (without upper limit).

### **Key Benefits Under CCFS-2026:**

- Complete Pending Annual Filings by paying normal filing fees + 10% of additional fees (instead of 100%)
- Apply for Dormant Status by paying 50% of normal filing fees.
- Apply for Strike Off (Removal of name from the Registrar of Companies) by paying only 25% of filing fees.

### **Forms Covered:**

- Annual Return (having share capital) - MGT-7 / MGT-7A (Under CA 2013) and 20B (Under CA 1956)
- Annual Return (not having share capital) - Form 21A (Under CA 1956)
- Reporting of Financials - AOC-4, AOC-4 CFS, AOC-4 NBFC including XBRL (Under CA 2013), 23AC/23ACA including XBRL (Under CA 1956)
- Appointment of Auditor - ADT-1 (Under CA 2013), Form 23B (Under CA 1956)
- Branch/Liasion/Project office - FC-3 and FC-4 (Under CA 2013)
- Compliance certificate- Form 66 (Under CA 1956)

### **Companies not eligible for CCFS 2026**

- Companies with final strike-off notice u/s 248
- Companies already applied for strike-off
- Companies already dormant before scheme
- Amalgamated / dissolved companies
- Vanishing companies

Regulatory Action After Closure of the Scheme: after 15<sup>th</sup> July 2026, the Registrars of Companies concerned shall take necessary action under the Act against the companies who have not availed this Scheme & are in default of filing these documents in a timely manner.

**For more details:** <https://www.mca.gov.in/bin/dms/getdocument?mids=ZojVoJLpnPM35BP6QEpABA%253D%253D&type=open>

## **B. RESERVE BANK OF INDIA – FEMA**

### **Foreign Exchange Management (Borrowing and Lending) (First Amendment) Regulations, 2026**

The Reserve Bank of India has issued the Foreign Exchange Management (Borrowing and Lending) (First Amendment) Regulations, 2026, key Changes:

- ECB provisions have been moved from Master Directions into FEMA Regulations, giving them statutory legal backing.
- Borrowing allowed up to higher of USD 1 billion or 300% of net worth; annual cap and ratio restrictions removed.
- Standard MAMP of 3 years, manufacturing companies allowed 1-3 years maturity for limited borrowing and continues end-use restrictions such as prohibition on capital market and certain real estate investments.
- Monitoring is now based on total outstanding exposure, with increased responsibility on AD banks for verification and reporting.

**For more details:** [https://www.rbi.org.in/Scripts/BS\\_PressReleaseDisplay.aspx?prid=62243](https://www.rbi.org.in/Scripts/BS_PressReleaseDisplay.aspx?prid=62243)

### **Reporting under Foreign Exchange Management Act, 1999 – Returns pertaining to External Commercial Borrowing (ECB)**

The forms for returns pertaining to ECB, prescribed under the Master Direction *ibid*, have been modified in light of the revised ECB Framework.

In view of the above, Part V – Annex I and Part V – Annex II of the Master Direction – Reporting under Foreign Exchange Management Act, 1999 shall be substituted with the format given at Annex I (Form ECB 1 / Revised Form ECB 1) and Annex II (Form ECB 2) to this circular respectively.

**For more details:** <https://www.rbi.org.in/Scripts/NotificationUser.aspx?id=13308&Mode=0>

### **Foreign Exchange Management (Export and Import of Currency) (Amendment) Regulations, 2026**

The Reserve Bank of India has notified the Foreign Exchange Management (Export and Import of Currency) (Amendment) Regulations, 2026, introducing a Currency Declaration Form (CDF) under the Foreign Exchange Management (Export and Import of Currency) Regulations, 2015. The CDF is required when a passenger brings foreign exchange exceeding USD 10,000 in aggregate or USD 5,000 in currency notes. If the amount is below these limits, the form is not required to be filled. Passengers must present the CDF to an authorised bank or money changer when converting foreign exchange into Indian rupees or reconvert rupees into foreign currency.

**For more details:** <https://www.rbi.org.in/Scripts/NotificationUser.aspx?id=13277&Mode=0>

## **C. SECURITIES LAWS – SEBI**

### **Ease of Doing Investment – Special Window for Transfer and Dematerialisation of Physical Securities**

The Securities and Exchange Board of India has opened a special one-year window (February 5, 2026 to February 4, 2027) to facilitate the transfer and dematerialisation of physical securities that were bought or sold prior to April 1, 2019. The window will also cover earlier transfer requests that were rejected, returned, or left unattended due to documentation or procedural deficiencies. Securities transferred under this facility will be credited only in demat form and will remain under a one-year lock-in from the date of transfer, during which they cannot be transferred, pledged, or lien-marked.

**For more details:** [https://www.sebi.gov.in/legal/circulars/jan-2026/ease-of-doing-investment-special-window-for-transfer-and-dematerialisation-of-physical-securities\\_99411.html](https://www.sebi.gov.in/legal/circulars/jan-2026/ease-of-doing-investment-special-window-for-transfer-and-dematerialisation-of-physical-securities_99411.html)

## **Legal Pronouncements**

### **Adjudication Order for violation of Section 172 of the Companies Act, 2013 in the matter of APS LIFE SCIENCES PRIVATE LIMITED**

ROC Chennai issued an adjudication order dated 05<sup>th</sup> January 2026 in the matter of APS Life Sciences Private Limited for violating Section 158 of the Companies Act, 2013, for failing to mention DIN (Director Identification Number) of the directors in financial statements, for the FY 2014-15. The Adjudicating Authority imposed a penalty of INR 1,00,000 upon one of the Directors of the Company for default.

**For more details:** <https://www.mca.gov.in/bin/dms/getdocument?mds=qc869cvABbNo4Ohf6phJCg%253D%253D&type=open>

### **Adjudication Order for violation of Section 12 of the Companies Act, 2013 in the matter of J.K.S. CONSTRUCTION PRIVATE LIMITED**

ROC Chennai issued an adjudication order dated 06<sup>th</sup> January 2026 in the matter of J.K.S. Construction Private Limited for violating Section 12 (Registered Office of Company) of the Companies Act, 2013 for failing to function from its registered office. The Adjudicating Authority imposed a penalty of INR 1,00,000 each director.

**For more details:** <https://www.mca.gov.in/bin/dms/getdocument?mds=T3qYhfq7mVl3s00BK6baiw%253D%253D&type=open>

**Adjudication Order for violation of Section 172 of the Companies Act, 2013 in the matter of SHRI VEERGANAPATHI STEELS PRIVATE LIMITED**

ROC Chennai issued an adjudication order dated 05<sup>th</sup> January 2026 in the matter of Shri. Veeraganapathi Steels Private Limited for violating Section 170 of the Companies Act, 2013 for failing to maintain the statutory Register of Directors and Key Managerial Personnel for the Financial Year 2014-15 to 2016-17. The Adjudicating Authority imposed a penalty of INR 1,00,000 each director.

**For more details:** <https://www.mca.gov.in/bin/dms/getdocument?mids=7aML9dXt3ecZCZsv9NGSXA%253D%253D&type=open>



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