

Instruction Kit for Form No. STK-2
(Application by company to ROC for removing its name from
register of Companies)

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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 webform.

This document is divided into following sections:

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Part I – Law(s) governing the webform



Part II – Accessing Form No. STK-2 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.

1 PART I – LAW(S) GOVERNING THE WEBFORM

Pursuant to Section [248\(2\)](#) of Companies Act, 2013 read with Rule [4\(1\)](#) of the Companies (Removal of Names of Companies from the Register of Companies) Rules, 2016.

1.1 Purpose of the webform

The webform STK-2 aims to simplify the process of filing application by company to Centre for Processing Accelerated Corporate Exit [C-PACE] for closure of a company and removing its name from register of Companies. The company can file an application voluntarily, only after extinguishing all its liabilities, by a special resolution or consent of seventy five percent members in terms of paid-up share capital.

1.2 Important Check Points while filling up the webform

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

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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 and active.

Please ensure that the signatories have an approved DIN or valid PAN or valid Membership number.

Please ensure that DIN of the Director is not flagged for 'disqualification'.

Please ensure that the DSC attached in the webform is registered on MCA portal against the DIN/PAN/Membership number as provided in the webform.

Please ensure that there should not be any open (unsatisfied) charges against the company.

Please ensure that no other webform (other than Refund webform) should be lying under 'Marked for resubmission' or 'Pending for user clarification'.

Please note that no webform(s) (other than Complaint webform/Refund webform) work items shall be open or are pending for payment of fee against the company.

Please note that no request for correction of master data of the company is pending for approval.

Please ensure that no Form 18 for conversion to LLP has been filed and approved/pending for approval (including cases where fee is not paid) by the company.

Please note that status of the company should not be defaulting for any year.

Please ensure that name of the company has not been changed in last three months via webform INC-24.

Please ensure that no other webform STK-2/FTE shall be pending against the CIN.

Please note that registered office of the company not being shifted from one state to another in last three months.

Please ensure that no application for compounding is pending with ROC via webform GNL-1 for compounding the offences committed by the company or any of its officers in default.

Please ensure that SRN of webform MGT-14 shall be a valid SRN and is associated with the CIN. Further, the 'Purpose of passing the resolution' in MGT-14 should be 'Application to Registrar to remove name of company from register of companies'

Please note that the status of CIN of the company shall not be 'Under process of striking off (UPSO)', if 'No' is selected in field number 2(d) i.e. "Whether notice has been received from Registrar in Form STK-1 under section 248(1)" of the webform.

Please ensure that the 'Flag for non-filing' of annual return shall not be active for the company in case of Companies whose CIN is marked under 'UPSO' and user has selected 'Yes' in field number 2(d) i.e.

"Whether notice has been received from Registrar in Form STK-1 under section 248(1)" of the webform.

Please note that the signing authority of the webform shall have valid and non-expired/non-revoked DSC.

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Please note that the form shall not be signed by a Director/ Manager/ Company Secretary/ CEO/ CFO of the company in respect of whom Form DIR-12/ 32 has been filed for cessation and the work item in respect of same has not been closed.

Please ensure that DIN of the director signing the form shall not be associated with 20 or more companies. Please ensure that DIN of the Director signing the form shall not be associated with 10 or more companies with 'Class of Company' as 'Public'.

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 FORM NO. STK-2 APPLICATION

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2.1 Application Process for Form No. STK-2

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”

STEP 5: Access “Form No. STK-2 (Application by company to ROC for removing its name from register of Companies)”

STEP 6: Enter Company Information²

STEP 7: Search CIN using the search option (optional)³

STEP 8: Select CIN from the dropdown option (optional)⁴

STEP 9: Fill up the application

STEP 10: Save the webform as a draft (optional)⁵

STEP 11: Submit the webform

STEP 12: SRN is generated upon submission of webform (The SRN can be used by the user for any future correspondence with MCA)

STEP 13: Affix the DSC

STEP 14: Upload the DSC affixed pdf document on MCA portal

STEP 15: 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 16:**

Acknowledgement email is generated

STEP 17: Once the webform is processed an approval e-mail/SMS shall be sent to the registered e-mail Id/SMS of the company and directors

2.1.1.2 Option 2

STEP 1: Access MCA homepage

STEP 2: Access Form No. STK-2 through search bar on MCA homepage (website search)⁶

STEP 3: Login to MCA portal with valid credentials

STEP 4: Enter Company Information²

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

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 “Application by company to ROC for removing its name from register of Companies” 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 filling the webform is any other business user, a dropdown option containing a list of all the CIN’s and corresponding Company name for Companies 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 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 email is generated

STEP 15: Once the webform is processed an approval e-mail/SMS shall be sent to the registered e-mail Id/SMS of the company and directors

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 STK-2 application with status as 'Resubmission required'

STEP 5: Fill up the application

STEP 6: Save the webform as a draft (optional)³

STEP 7: Submit the webform

STEP 8: SRN is updated

STEP 9: Affixing of DSC

STEP 10: Upload the DSC affixed pdf document on MCA portal¹

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 email is generated

STEP 13: Once the webform is processed an approval e-mail/SMS shall be sent to the registered e-mail Id/SMS of the company and directors

¹ 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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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: Affixing of 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 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 email is generated

STEP 11: Once the webform is processed an approval e-mail/SMS shall be sent to the registered e-mail Id/SMS of the company and directors

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3 PART III – INSTRUCTIONS TO FILL THE WEBFORM

3.1 Specific Instructions to fill ‘Form No. STK-2’ at Field Level

Instructions to fill ‘Form No. STK-2’ 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)	Corporate Identity Number (CIN)	<p>i. The status of CIN entered in this field shall be active.</p> <p>ii. Please ensure that the company whose CIN is being entered shall not be a section 8 company and its shall not be of 'listed' company</p> <p>iii. Please ensure that the company whose CIN is being entered shall not be a vanishing company and no inspection or investigation is ordered and being carried out against the company.</p> <p>iv. Please note that the company whose CIN is being entered should not be marked as having management dispute.</p> <p>v. The companies having the following CIN statuses are allowed to file STK-2:</p> <ul style="list-style-type: none"> • Active • Dormant u/ 455 • Dormant • Under Process of Strike off
2 (a)	Name of the company	shall be pre-filled based on the CIN entered by the user number 1 (a) i.e. “Corporate Identity Number (CIN)” and
2 (b)	Address of the registered office of the company	shall be pre-filled based on the CIN entered by the user number 1 (a) i.e. “Corporate Identity Number (CIN)” and
2 (c)	Email id of the company	shall be pre-filled based on the CIN entered by the user number 1 (a) i.e. “Corporate Identity Number (CIN)” and

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2 (e) Reasons for closure of the
company

i. This field shall be displayed and mandatory only in case 'No' is selected in field number 2 (d) i.e. "Whether notice has been received from Registrar in Form STK-1 under section 248(1)".

ii. The user is allowed to select the relevant reason from dropdown

4 (a) If Yes, specify Name of the
regulator

i. This field shall be displayed and mandatory only in case 'Yes' is selected in field number 4 i.e. 'Whether the company's activities is/are regulated by a Sectoral Regulator like RBI, SEBI, IRDAI etc. under a special Act'.

ii. In case option 'Others' is selected in this field then a text box to enter the related details shall be provided to the user.

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Field No.	Field Name	Instructions
4 (b)	Date of approval of regulatory body	<ul style="list-style-type: none"> i. This field shall be displayed and mandatory in case 'Yes' is selected in field number 4 i.e. "Whether the company's activities is/are regulated by a Sectoral Regulator like RBI, SEBI, IRDAI etc. under a special Act". ii. Please ensure that the date entered in this field shall be less than or equal to system date. iii. Please ensure that the date entered in this field shall greater than date of incorporation.
5	<p>Whether special resolution is passed for removal of name</p> <p>Attachments</p> <p>A statement of accounts showing the assets and liabilities of the Company made up to a day, not more than thirty days before the date of application in STK-8 Indemnity bonds [to be given individually or collectively by the director(s)] in Form No. STK-3 or Indemnity bonds by an authorised representative of administrative Ministry /Department in Form No. STK - 3A (as applicable)</p> <p>Copy of order / NoC of the concerned regulatory authority</p>	<ul style="list-style-type: none"> i. If 'Yes' is selected in this field, then the user is required to enter valid SRN of related Form No. MGT-14 in field "SRN of related Form No. MGT-14 (for filing of Special Resolution)". ii. If 'No' is selected in this field, then the declaration 'Consent of seventy-five percent members in terms of paid-up share capital has been obtained' shall be added in the webform. <p>All the attachments shall be either in pdf or.jpg format. The size of each individual attachment can be up to 2MB.</p> <p>These attachments shall be mandatory to attach.</p>
(a)		
(b)		
(c)	Copy of relevant order for delisting, if any, from the concerned Stock Exchange Affidavit in Form No. STK-4	This attachment shall be mandatory to attach only in case 'Yes' is selected in field number 4 i.e. "Whether the company's activities is/are regulated by a Sectoral Regulator like RBI, SEBI, IRDAI etc. under a special Act".

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(d)		This attachment shall be mandatory to attach only in case 'Yes' is selected in field number 3 i.e. "Whether the company has been delisted".
(e)		This attachment shall be mandatory to attach.
Field No.	Field Name	Instructions
(f)	Optional attachment(s) - if any Declaration To be digitally signed by Director identification number of the director; Certificate by Practicing Professional To be digitally signed by	<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. <ul style="list-style-type: none"> i. Entered DIN shall be in approved status ii. If the DIN is deactivated due to non-filing of DIR-3 KYC, it will be allowed to sign <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. In case the professional is a chartered accountant (in whole-time practice) or cost accountant (in whole-time practice) then enter the membership number. iii. In case the professional is a company secretary (in whole-time practice) then enter the certificate of practice number. iv. Select the relevant category of the professional and whether he/ she is an associate or fellow. v. Please ensure that membership/ certificate of practice number of the professional corresponds to the 'Associate' or 'Fellow' member category selected in the webform.

3.2 Other instructions to fill 'Form No. STK-2'

Buttons	Particulars
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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. STK-2’.
- 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 webform.

Buttons	Particulars
<p>Remove</p>	<p>The user has an option to remove files from the attachment section using the “Remove” option provided against each attachment.</p>
<p>Download</p>	<p>The user has an option to download the attached file(s) using the “Download” option provided against each attachment.</p>
<p>Save</p>	<ol style="list-style-type: none"> i. Click on Save button for saving the application in a draft form at any given point in time prior to submitting the webform. ii. The ‘Save’ option will be enabled only after entering the ‘<i>CIN</i>’. This iii. 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. The v. previously saved drafts can also be accessed (at a later point in time) using the application history functionality.
<p>Submit</p>	<ol 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 iii. 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. <p>In case at the submission of webform no errors are detected by the system the submission will be successful.</p>

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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

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1	Application by company to ROC for removing its name from Register of Companies	INR10,000/-	N/A	N/A	N/A
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Fee payable is subject to changes in pursuance of the Act, or any rule or regulation made, or notification issued thereunder.

4.2 Processing Type

STK-2 webform shall be processed in Non-STP mode.

4.3 Useful links

1. Link to access Form No. STK-2: : <https://www.mca.gov.in/content/mca/global/en/mca/e-filing/companyforms-download.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>