**[To published in the Gazette of India, Extraordinary, Part II, Section 3, Sub-section (i)]**

**GOVERNMENT OF INDIA MINISTRY OF CORPORATE AFFA IRS**

**NOTIFICA TlON**

**New Delhi, 10.04.2018**

**G.S.R. (E).-** In exercise of the powers conferred by su b-section s (I) and (2) of section 469 of the Compani es Act, 2013 ( 18 of 20 13), the Central Government h ereby makes the following rules further to amend the Com pani es (Share Capital and Debentures) Rules, 2014, namel y:-

1. Short title and commencement. - ( I ) These rules may be called the Compani es (Share Capital

and Debentures) Amendment Rules, 20 18.

(2) They shall come into force on th e date of their publication in the Official Gazette.

2. In the Companie s (Share Capital and Debentures) Rules, 2014, in rule 5, for sub-rule (3) of,

the followin g sub-rule shall be substituted , namel y:-

"(3) Every certificate shall specify the shares to which it relates and the amount paid-up thereon and shall be sign ed by two directors or by a director and the compa n y secretary, wherever th e compan y has appoin ted company secretary:

Provided that in case the company h as a common seal it sha ll be affixed in the presence of persons

required to sign the certificate.

*Explanation.-* For the purposes of this sub-rul e, it is hereby clarified that,-

1. in case of an One Person Compan y, it sh all be su fficient if the certificate is signed by a director and the company secretary or any other person authorised by the Board for the purpose.
2. a director shall be deemed to have signed the share certificate if his signature is printed thereon as facsimile signatu re by mean s of an y m achine, equipment or other mechanical means such as engraving in metal or lithograph y or digitally signed, but not by means of rubber stamp, provided th at the director shall be personally respon sible for permitting the affixat ion of his si gn ature thus and the safe custod y of any machine, equipment or oth er material used for the purpose.

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[F. No. 01/k/2013-CL - Part-Ill]

K.V.R J i t retary

Note:- The principal rules were published in the Gazette of India, Extraordinary , Part II, Section 3, sub-section (i) *vide* number G.S.R. 265(E), dated 3151 March, 2014 and subsequently amended *vide* notifications as detailed below:-



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| Sl.No. | Notification number | Date |
| 1. | G.S.R. 413 (E) | 18.06.2014 |
| 2. | G.S.R. 210 (E) | 18.03.2015 |
| 3. | G.S.R. 439 (E) | 29.05.2015 |
| 4. | G.S.R. 841 (E) | 06.11.2015 |
| 5. | G.S.R. 290 (E) | 10.03.2016 |
| 6. | G.S.R. 358 (E) | 29.03.2016 |
| 7. | G.S.R. 704 (E) | 19.07.2016 |
| 8. | G.S.R. 791 (E) | 12.08.2016 |

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