



THE INSTITUTE OF Company Secretaries of India

भारतीय कम्पनी सचिव संस्थान

IN PURSUIT OF PROFESSIONAL EXCELLENCE

Statutory body under an Act of Parliament

(Under the jurisdiction of Ministry of Corporate Affairs)

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CL: MCA: JUNE/2025

June 06, 2025

Ms. Deepti Gaur Mukerjee
Secretary,
Ministry of Corporate Affairs,
Government of India,
New Delhi

Respected Madam,

Subject: Request for introduction of Company Law and LLP Law Settlement Scheme, 2025 (CL & LLSS-2025)

Greetings of the Day!!!

We wish to draw your kind attention towards the ICSI letters dated 7th July, 2023 and 21.10.2024, (copy enclosed) on the abovementioned subject.

The Institute of Company Secretaries of India welcomes the initiative of Ministry of Corporate Affairs for migration of Company & LLP e-Forms from V2 to MCA-21 V3 for the technological upgradation and promoting "Ease of Doing Business".

Like any other initiative, it also faced teething issues, the majority were related to DSC registration, e-Form downloading, master data updation, login id creation, add role and pre-fill issues etc. This impacted timely filing of Forms of huge number of stakeholders. Additionally, the provisions as laid down under the Companies Act, 2013(the Act) establishes a stricter framework for defaulting companies, imposing higher additional fees. Section 451 of the Act includes a specific provision for increased fines in the event of repeated defaults.

We wish to state that during the last five years following number of companies have not filed their Annual Returns and Audited Financial Statements (data as placed before Lok Sabha on 25th November 2024):

Financial Year	No. of Companies not filed Financial Statements	No. of Companies not filed Annual Return
2018-19	1,79,697	1,75,034
2019-20	2,18,237	2,19,854
2020-21	2,61,785	2,58,961
2021-22	3,70,886	3,70,021
2022-23	5,30,076	5,14,343

It is evident from the aforesaid numbers that non-filing by the companies is increasing year by year and in view this, we hereby request for providing a one-time opportunity to companies and LLPs to file their pending documents and e-forms on the MCA-21 V3 portal to make good their default and grant immunity from prosecution. This would help them avoid incurring higher fees, fines, and other penalties.

Vision

"To be a global leader in promoting good corporate governance"

Motto

सत्यं वद। धर्मं चर। इष्टकारं कुरु। तृप्तं भवेत्। इष्टं कुरु।

Mission

"To develop high calibre professionals facilitating good corporate governance"

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Recognizing such similar concerns, the Ministry has previously issued circulars to provide relief to stakeholders. These circulars have facilitated a fresh start through the **Company Law Settlement Scheme, 2014** vide General Circular No. 34/2014 dated 12/08/2014, **Company Fresh Start Scheme, 2020** vide General Circular no. 12/2020 dated 30/03/2020 and **LLP Settlement Scheme, 2020** vide General Circular No. 13/2020 dated 30/03/2020.

In light of past precedents and the aforementioned submissions, we kindly request you to introduce a scheme called the "**Company Law and LLP Law Settlement Scheme, 2025**" (CL&LLSS, 2025)".

We shall be happy to provide any further information or clarification that may be desired in this regard.

Thanking you

Yours faithfully

(CS Dhananjay Shukla)

President

The Institute of Company Secretaries of India