

Instruction Kit for Form No. MGT-3
(Notice of situation or change of situation or discontinuation of
situation, of place where foreign register shall be kept)

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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:



Part I – Law(s) governing the webform



Part II – Accessing Form No. MGT-3 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.

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1 PART I – LAW(S) GOVERNING THE WEBFORM

Pursuant to Section [88\(4\)](#) of Companies Act, 2013 read with Rule [7\(2\)](#) of the Companies (Management and Administration) Rules 2014.

1.1 Purpose of the webform

A company is required to intimate the situation or change of situation or discontinuation of situation of place where foreign register is kept to the Registrar of Companies (RoC) by filing MGT-3 webform.

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 signatories have an approved DIN or valid PAN or valid Membership number.
- ✓ Please ensure that DIN of the authorised person signing the webform 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 note that the signing authority of the webform shall have valid and non-expired/non-revoked DSC.
- ✓ 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. MGT-3 APPLICATION

2.1 Application Process for Form No. MGT-3

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: Navigate to the header “Reporting of address where books and records are kept”

STEP 6: Access “Form No. MGT-3 (Notice of situation or change of situation or discontinuation of situation, of place where foreign register shall be kept)”

STEP 7: Enter Company Information²

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

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

STEP 17: Acknowledgement email is generated

2.1.1.2 Option 2

STEP 1: Access MCA homepage

STEP 2: Access Form No. MGT-3 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

STEP 6: Select CIN from the dropdown option (optional)⁴

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 “Notice of situation or change of situation or discontinuation of situation, of place where foreign register shall be kept” 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 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 7: Fill up the application

STEP 8: Save the webform as a draft (optional)⁶

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

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3 PART III – INSTRUCTIONS TO FILL THE WEBFORM

3.1 Specific Instructions to fill ‘Form No. MGT-3’ at Field Level

Instructions to fill ‘Form No. MGT-3’ 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	Corporate Identity Number (CIN)	<ul style="list-style-type: none"> 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 fields shall be <i>prefilled</i> based on the CIN entered in field number 1 i.e. “Corporate Identity Number (CIN)” and shall be non-editable.
2 (b)	Registered office address	
2 (c)	Email ID of the company	
3	This notice is in respect of	Select the purpose of filing the application from the radio buttons.
4	Foreign register relates to	Select the category (ies) of register from the checkbox.
5	Notice is hereby given that the foreign register shall be kept with effect from at Address	<ul style="list-style-type: none"> i. This field shall be displayed and mandatory only if either ' Situation of office where foreign register is kept' or 'Change of situation of office where foreign register is kept' is selected in field number 3 i.e. “This notice is in respect of” ii. Enter the effective date from which foreign register will be kept at the respective address. iii. Date entered in this field shall be equal to or less than system date. iv. Please note that the date entered in this field shall be greater than incorporation date. v. Enter the details of the new address at which foreign register of the company shall be kept. vi. In these fields user cannot enter special characters like ~, ^ and Non-ASCII values.

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Field No.	Field Name	Instructions
		vii. Please note that 'India' cannot be selected as a country.
6	Existing situation of the office where the foreign register is kept at Address	<ul style="list-style-type: none"> i. This field shall be displayed and mandatory only if either 'Change of situation of office where foreign register is kept' or 'Discontinuation of maintenance of foreign register' is selected in field number 3 i.e. "This notice is in respect of" ii. Enter the details of the existing address at which foreign register of the company is kept. iii. In these fields user cannot enter special characters like ~, ^ and Non-ASCII values. iv. Please note that 'India' cannot be selected as a country.
9	Date of discontinuance of office (as applicable) (DD/MM/YYYY)	<ul style="list-style-type: none"> i. This field shall be displayed and mandatory only if 'Discontinuation of maintenance of foreign register' is selected in field number 3 i.e. "This notice is in respect of". ii. Enter the date of discontinuance of maintaining register outside India.
	Declaration	
	I am authorised by the Board of Directors of the Company vide resolution no.....	Enter the serial number of the resolution, authorising the authorised signatory to sign and submit the application.
	datedto sign this form and declare that all the requirements of Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with.	Date entered in this field shall be equal to or greater than the date of incorporation of company; and Date entered in this field shall be less than or equal to system date.
	To be digitally signed by Designation	Select the relevant option from the dropdown list - Director/ Manager/ CEO/ CFO/ Company Secretary
	Director identification number of the director; or DIN or PAN of the manager or CEO or CFO; or Membership number of the Company Secretary	<ul style="list-style-type: none"> i. In case the person digitally signing the webform is a Director - Enter the approved DIN. ii. In case the person digitally signing the webform is Manager, Chief Executive Officer (CEO) or Chief Financial Officer (CFO) - Enter approved DIN or valid income-tax PAN. iii. In case the person digitally signing the webform is Company Secretary – Enter membership number.

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3.2 Other instructions to fill ‘Form No. MGT-3’

Buttons	Particulars
<div style="border: 1px solid black; border-radius: 10px; padding: 5px; width: fit-content; margin: 0 auto;">Choose File</div>	<ol style="list-style-type: none"> i. Click the “Choose File” button to browse and select a document that is required to be attached as a supporting to ‘Form No. MGT-3’. ii. This is an optional field. iii. All the attachments should be uploaded in <i>pdf or .jpg format</i>. 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.
<div style="border: 1px solid black; border-radius: 10px; padding: 5px; width: fit-content; margin: 0 auto;">Remove</div>	<p>The user has an option to remove files from the attachment section using the “Remove” option provided against each attachment.</p>
<div style="border: 1px solid black; border-radius: 10px; padding: 5px; width: fit-content; margin: 0 auto;">Download</div>	<p>The user has an option to download the attached file(s) using the “Download” option provided against each attachment.</p>
<div style="border: 1px solid black; border-radius: 10px; padding: 5px; width: fit-content; margin: 0 auto;">Save</div>	<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>’. 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.
<div style="border: 1px solid black; border-radius: 10px; padding: 5px; width: fit-content; margin: 0 auto;">Submit</div>	<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 are auto saved and the system verifies the webform. In case 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.

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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
1	Notice of situation or change of situation or discontinuation of situation, of place where foreign register shall be kept	The Companies (Registration offices and Fees) Rules, 2014 (Refer Table 1 below)	Refer Table 2 below	Date entered in field number 5 i.e. “Notice is hereby given that the foreign register shall be kept with effect from ... at Address” or field number 9 i.e. “Date of discontinuance of office (as applicable) (DD/MM/YYYY)” as applicable.	30 days

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

4.1.1 Companies (Registration offices and Fees) Rules, 2014

Table 1

Normal filing fee

In case of company having share capital

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

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In case of company not having share capital

Normal Fee applicable (INR)

200

Table 2
Additional Fees in case of delay in filing of webforms

S#	Period of delay	Additional fee applicable (INR)
1	Up to 30 days	2 times of normal filing fees
2	More than 30 days and up to 60 days	4 times of normal filing fees
3	More than 60 days and up to 90 days	6 times of normal filing fees
4	More than 90 days and up to 180 days	10 times of normal filing fees
5	More than 180 days	12 times of normal filing fees

4.2 Processing Type

MGT-3 webform shall be processed in STP mode and shall be taken on record through electronic mode without any further processing. Ensure that all particulars in the webform are correct. There is no provision for resubmission of this webform.”

4.3 Useful links

1. Link to access MGT-3: <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>