

Instruction Kit for Form No. NDH-2
(Application to Regional Director for various approvals by Nidhi
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 each webform.

This document is divided into following sections:



Part I – Law(s) governing the webform



Part II– Accessing Form No. NDH-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 Rule [5\(3\)](#), [6\(d\)](#), [10\(3\)](#) and [14](#) of the Nidhi Rules, 2014

1.1 Purpose of the webform

Form No. NDH-2 aims to simplify the process for filing the application to Regional Director for extension of time and approvals.

If a Nidhi Company is not complying with Rule 5(1) of the Nidhi Rules, 2014, it shall within thirty days from the close of the first financial year, apply to the Regional Director in Form No. NDH-2 for extension of time and the Regional Director may consider the application and pass orders within thirty days of receipt of the application.

Nidhi companies shall also file Form No. NDH-2 for the approval of Regional Director for the following rules:

- a) Rule 6(d) - To acquire another company by purchase of securities or control the composition of the Board of Directors of any other company in any manner whatsoever or enter into any arrangement for the change of its management.
- b) Rule 10(3) - To open more than three branches within the district or any branch outside the district.
- c) Rule 14 - In cases of unforeseen commitments, temporary withdrawal for the purpose of repayment to depositors.

1.2 Important Check Points while filling up the webform

- ✓ *Please read instructions and guidelines carefully before filling online application webforms.*
- ✓ *Please attach the required mandatory supporting documents in the specified format only.*
- ✓ *Please ensure that applicant is registered as a business user on the MCA portal.*
- ✓ *Please ensure company is registered with MCA and has a valid and approved Corporate Identity Number (CIN).*
- ✓ *Please ensure the signatories shall have an approved DIN or valid PAN / membership number as applicable.*
- ✓ *Please note that the signing authority of the webform has a valid and non-expired/non-revoked DSC.*
- ✓ *Please ensure that the DSC of the signatory is registered on MCA portal against the DIN / PAN / Membership number as provided in the webform.*
- ✓ *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 ensure that the DIN entered is an approved DIN or PAN/Membership number entered is valid.*
- ✓ *Please ensure that DIN/PAN/membership number entered in the signatory field is associated with the CIN under the selected designation. This shall not be applicable for practicing professional.*
- ✓ *Please ensure that DIN is not flagged for disqualification of director.*
- ✓ *Please ensure that CIN belongs to a Public limited company and is having share capital.*

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- ✓ *Please ensure that the webform is not signed by a director / Manager / Company Secretary / CEO / CFO of the company in respect of whom webform DIR-12/ 32 filed for cessation is pending for payment/approval.*
- ✓ *Please ensure that the membership number and/or certificate of practice number of the professional certifying the webform is a valid membership/certificate of practice number as existing in the database for that particular category of the professional and further they should not also be debarred.*
- ✓ *Please ensure SRN of webform MGT-14 entered in field number 8(a) i.e. "SRN of MGT-14 passed for the purpose of acquisition" is valid and approved.*
- ✓ *Please note branch opening is allowed only after 3 years from the date of incorporation. In case number entered in field number 9(a) i.e. "Number of branches" is greater than '0' then ensure webform is not filed before 3 years from date of incorporation of the company.*
- ✓ *Please note net profit should be greater than '0'. In case number entered in field number 9(a) i.e. "Number of branches" is greater than '0' than number entered in field number 10 i.e. "Net profit after tax" should be greater than '0' (for all 3 financial years).*
- ✓ *Please ensure that that the business user is associated with the company to file the webform on its behalf.*
- ✓ *Please provide Membership Number in the Case certification is done by CA/CWA & COP number in case certification is done by CS in the field "Certificate by Practicing Professional".*

2 PART II – ACCESSING FORM NO. NDH-2 APPLICATION

2.1 Application Process for Form No. NDH-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” module

STEP 5: Navigate to the header “Filing by Nidhi companies”

STEP 6: Access “Application to Regional Director for various approvals by Nidhi Companies (Form No. NDH-2)”

STEP 7: Enter CIN 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 is generated

2.1.1.2 Option 2

STEP 1: Access MCA homepage

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

STEP 3: Login to MCA portal with valid credentials

STEP 4: Enter CIN 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 “Application to Regional Director for various approvals by Nidhi 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 CINs and corresponding company name for company’s 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)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 is generated

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 Form No. NDH-2 application with status as 'Resubmission required'

STEP 5: Fill up the application

STEP 6: Save the webform as a draft (optional)⁵

STEP 7: Submit the webform

STEP 8: SRN is updated

STEP 9: Affix the DSC

STEP 10: Upload the DSC affixed pdf document on MCA portal⁷

STEP 11: Resubmission of webform (In case the user does not complete re-submission of the webform 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 is generated

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: Affix the DSC

STEP 8: Upload the DSC affixed pdf document on MCA portal⁷

⁷ 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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STEP 9: Resubmission of webform (In case the user does not complete re-submission of the webform 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 is generated

3 PART III – INSTRUCTIONS TO FILL THE WEBFORM

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

Instructions to fill ‘Form No. NDH-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)	<ul style="list-style-type: none"> i. In case of company users, CIN of company shall be prefilled 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. iv. In all the other cases, the user shall have to manually enter CIN of Nidhi in this field. v. Entered CIN shall be a valid and approved CIN of a Public company
2 (a)	Name of the Nidhi	Name of the Nidhi shall be prefilled based on Nidhi information entered by the user post login.
2 (b)	Address of the registered office	These fields shall be prefilled based on the CIN entered in field number 1(a) i.e. “Corporate Identity Number (CIN)” and cannot be edited by the user.
2 (c)	email ID	
2 (d)	Date of incorporation	
2 (e)	Financial year end date	
3 (b)	Application filed for : complying with rule	<ul style="list-style-type: none"> i. Please select the relevant option from the checkbox provided under this field. ii. Following options are available to the user to select under this field in case 'Extension of time' is selected in field number 3(a) i.e. “Application filed for :” :- <ul style="list-style-type: none"> ▪ Less than two hundred members [Rule 5(1)(a)] ▪ Net Owned Funds less than ten lakh rupees [Rule 5(1)(b)] ▪ Unencumbered term deposits less than ten per cent. of the outstanding deposits [Rule 5(1)(c)] ▪ Ratio of Net Owned Funds to deposits is more than 1:20 [Rule 5(1)(d)] iii. Following options are available to the user to select under this field in case 'Other approvals' is selected in field number 3(a) i.e. “Application filed for :” :- <ul style="list-style-type: none"> ▪ Acquire another company [Rule 6(d)]

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Field No.	Field Name	Instructions
		<ul style="list-style-type: none"> ▪ To open more than three branches within the district or any branch outside the district [Rule 10(3)] ▪ Temporary withdrawal for the purpose of repayment to depositors [Rule 14]
4	Number of members	This field shall be displayed and mandatory in case 'Less than two hundred members [Rule 5(1)(a)]' is selected in field number 3(b) i.e. "Application filed for : complying with rule".
5	Amount of net owned funds	This field shall be displayed and mandatory in case 'Net Owned Funds less than ten lakh rupees [Rule 5(1)(b)]' is selected in field number 3(b) i.e. "Application filed for : complying with rule".
6	Percentage of unencumbered Term Deposits to the total outstanding deposits	This field shall be displayed and mandatory in case 'Unencumbered term deposits less than ten per cent of the outstanding deposits [Rule 5(1)(c)]' is selected in field number 3(b) i.e. "Application filed for : complying with rule".
7	Ratio of Net Owned Funds to Deposits	This field shall be displayed and mandatory in case 'Ratio of Net Owned Funds to deposits is more than 1:20 [Rule 5(1)(d)]' is selected in field number 3(b) i.e. "Application filed for : complying with rule".
8	Acquisition of another company or control the composition of BOD or enter into arrangement for change in management	These fields shall be displayed and mandatory in case 'Acquire another company [Rule 6(d)]' is selected in field number 3(b) i.e. "Application filed for : complying with rule".
8(a)	SRN of MGT-14 passed for the purpose of acquisition	
8 (b)	CIN of the company to be acquired	<ol style="list-style-type: none"> i. This field shall be displayed and mandatory in case option 'Acquire another company [Rule 6(d)]' is selected in field number 3(b) i.e. "Application filed for : complying with rule". ii. Please provide a valid and approved CIN in this field.
8 (c)	Brief details of acquisition	<ol style="list-style-type: none"> i. This field shall be displayed and mandatory in case option 'Acquire another company [Rule 6(d)]' is selected in field number 3(b) i.e. "Application filed for : complying with rule". ii. Please provide the details of acquisition in brief.
9(a)	Number of branches	<ol style="list-style-type: none"> i. This field shall be displayed and mandatory in case 'To open more than three branches within the district or any branch outside the district [Rule 10(3)]' is selected in field number 3(b) i.e. "Application filed for : complying with rule". ii. Based on the number entered in this field, field "Name of the branch" to field "State/UT" will be regenerated.

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Field No.	Field Name	Instructions
	Name of the branch	These fields shall be displayed and mandatory in case 'To open more than three branches within the district or any branch outside the district [Rule 10(3)]' is selected in field number 3(b) i.e. "Application filed for : complying with rule".
	Type of Branch	
	Address Line 1	<ul style="list-style-type: none"> i. This field shall be displayed and mandatory in case 'To open more than three branches within the district or any branch outside the district [Rule 10(3)]' is selected in field number 3(b) i.e. "Application filed for : complying with rule". ii. ~, ^ and Non-ASCII values are not be allowed.
	Address Line 2	
	Country	This field shall be displayed and mandatory in case 'To open more than three branches within the district or any branch outside the district [Rule 10(3)]' is selected in field number 3(b) i.e. "Application filed for : complying with rule".
	Pin Code/Zip Code	<ul style="list-style-type: none"> i. This field shall be displayed and mandatory in case 'To open more than three branches within the district or any branch outside the district [Rule 10(3)]' is selected in field number 3(b) i.e. "Application filed for : complying with rule". ii. In case 'India' is selected in the field "Country", entered value shall be a valid PIN code as per all India PIN code master. iii. In all other cases, it will be free text for the user.
	Area/Locality	<ul style="list-style-type: none"> i. This field shall be displayed and mandatory in case 'To open more than three branches within the district or any branch outside the district [Rule 10(3)]' is selected in field number 3(b) i.e. "Application filed for : complying with rule". ii. In case 'India' is selected in the field "Country", list of areas corresponding to the PIN code shall be shown in the dropdown. iii. It will be free text for all other countries.
	City	<ul style="list-style-type: none"> i. This field shall be displayed and mandatory in case 'To open more than three branches within the district or any branch outside the district [Rule 10(3)]' is selected in field number 3(b) i.e. "Application filed for : complying with rule". ii. In case 'India' is selected in field "Country", this field is prefilled based on the pin code and area/Locality. iii. In all other cases, it will be free text for the user.
	District	
	State/UT	
10	Profit during the preceding three financial years	<ul style="list-style-type: none"> i. This field shall be displayed in case value entered in field number 9(a) i.e. "Number of branches" is greater than '0'. ii. User can provide details for last 3 financial years.
11	In case of temporary withdrawal of unencumbered term deposits, briefly mention	This field shall be displayed and mandatory in case 'Temporary withdrawal for the purpose of repayment to depositors [Rule 14]' is selected in field number 3(b) i.e. "Application filed for : complying with rule".

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Field No.	Field Name	Instructions
	the grounds for seeking approval	
	Attachments	The user is required to provide the attachments either in pdf or .jpg format. All the attachments shall be up to 2MB.
(a)	Audited financial statements (last available)	The user shall upload this attachment on optional basis.
(b)	List of all members with PAN and complete residential address along with amount of deposit accepted from each member	The user shall upload this attachment on mandatory basis.
(c)	Optional attachments, if any	<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.
	<p>Declaration I am authorized by the Board of Directors of the Company vide resolution no. _____ dated _____</p>	<ul style="list-style-type: none"> i. Please enter the resolution number and date of board resolution authorizing the signatory to sign and submit the webform. ii. Please note that date entered in this field shall be less than or equal to current date and greater than or equal to date of incorporation of the company.
	To be digitally signed by	
	Designation	<ul style="list-style-type: none"> i. Kindly ensure that the webform is digitally signed by Director / Manager / Company Secretary / CEO / CFO of the company. ii. In case the person digitally signing the webform is a Director - Enter the approved DIN iii. 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 iv. In case the person digitally signing the webform is Company Secretary - Enter valid membership number.
	DIN of the director; DIN or PAN of the manager or CEO or CFO; or membership number of company secretary	
	<p>Certificate by practicing professional To be digitally signed by: Chartered Accountant(in whole-time practice) or Cost Accountant (in whole-time practice) or Company Secretary (in whole-time practice)</p>	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.
	Whether associate or fellow	Select the relevant category of the professional and whether he/ she is an associate or fellow.
	Membership Number	In case the professional is a chartered accountant (in whole-time practice) or cost accountant (in whole-time practice), enter the membership number.

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Field No.	Field Name	Instructions
	Certificate of practice number	In case the practicing professional is a company secretary (in whole-time practice), enter the certificate of practice number.

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3.2 Other instructions to fill ‘Form No. NDH-2’

Buttons	Particulars
<div style="border: 1px solid black; border-radius: 10px; padding: 5px; width: fit-content; margin: 0 auto;">Choose File</div>	<ul 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. NDH-2. ii. All 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. iii. 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>	<ul 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>	<ul 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.

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	Application to Regional Director for extension of time by Nidhi companies (Applicable in case 'Extension of time' is selected in field number 3(a) i.e. "Application filed for :")	The Companies (Registration of Offices and Fees) Rules, 2014 (Refer Table 1 below)		Financial year end date (date entered in field number 2(e) i.e. "Financial year end date (DD/MM/YY YY)")	30 days
2	Application to Regional Director for other approvals by Nidhi companies (Applicable in case 'Other Approvals' is selected in field number 3(a) i.e. "Application filed for :")	The Companies (Registration of Offices and Fees) Rules, 2014 (Refer Table 2 below)	NA	NA	NA

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

4.1.1 The Companies (Registration offices and Fees) Rules, 2014

Table 1

Normal filing fee

In case of company having share capital

S#	Authorized share capital (INR)	Normal Fee applicable (INR)
1	Upto 25,00,000	2000
2	25,00,000 to 50,00,000	5000
3	50,00,000 to 5,00,00,000	10000
4	5,00,00,000 to 10,00,00,000	15000
5	10,00,00,000 or more	20000

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Condonation fees in case of delay - One time of Normal application Fees

Table 2

Normal filing fee

In case of company having share capital

S#	Authorized share capital (INR)	Fee applicable (INR) for other than OPC & Small company	Fee applicable (INR) for OPC & Small company
1	Upto 25,00,000	2000	1000
2	25,00,000 to 50,00,000	5000	2500
3	50,00,000 to 5,00,00,000	10000	-
4	5,00,00,000 to 10,00,00,000	15000	-
5	10,00,00,000 or more	20000	-

In case of company limited by guarantee but not having a share capital

Applicable fee (INR)

2000

In case of company having a valid license issued under section 8 of the Act (Section 8 Company)

Applicable fee (INR)

2000

4.2 Processing Type

Form No. NDH-2 shall be processed in non-STP mode.

4.3 Useful links

1. Link to access Form No. NDH-2: <https://www.mca.gov.in/MinistryV2/companyformsdownload.html>
2. FAQ's 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>

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4.4 Rejection codes

S#	Description
1	Incomplete details
2	Others

