

Registrar of Companies (ROC) – India

Overview

The Registrar of Companies (ROC) operates under India's Ministry of Corporate Affairs (MCA), administering the registration and regulation of companies and Limited Liability Partnerships (LLPs). ROCs are established across all states and union territories (UTs), with key commercial hubs like Maharashtra and Tamil Nadu hosting multiple offices. Jurisdictions may span multiple regions (e.g., Chennai ROC covers Tamil Nadu and Andaman & Nicobar Islands).

Key Functions

1. Registration & Incorporation

- Issues Certificate of Incorporation (conclusive proof of a company's existence).
- Approves Certificate of Commencement of Business (mandatory for public companies).

2. Regulatory Oversight

- Ensures compliance with the Companies Act, 2013 and LLP Act, 2008.
- Maintains a public registry of companies/LLPs (accessible for a fee).
- Reviews annual filings, director/shareholder reports, and statutory documents.

3. Enforcement Powers

- Requests supplementary information from companies.
- Conducts premises searches/seizures (with court approval).
- Petitions courts for winding up (liquidation) of companies.
- Strikes off defunct entities from the register.

4. Business Facilitation

- Promotes a compliant business ecosystem through transparent processes.

Jurisdiction

- Companies must register and file annual returns only with the ROC where their principal place of business is located.
- Regional Directors (7 nationwide) supervise ROCs under central government authority.

Company Registration Process

Step 1: Submit documents to the jurisdictional ROC:

- Memorandum of Association (MoA)
- Articles of Association (AoA)
- Declaration of compliance
- Pre-incorporation agreements (e.g., director appointments).

Step 2: ROC verifies documents, registers the company, and issues:

- Certificate of Incorporation
- Commencement of Business Certificate (public companies only).

Refusal Grounds:

- Objectionable company name.
- Unlawful objectives in the MoA.

Post-Registration Compliance

1. Resolution Filings

- File resolutions (e.g., director appointments, winding-up decisions) within 30 days under Section 117, Companies Act, 2013.
- Penalties apply for delays.

2. Annual Filings

- Submit forms by due dates (e.g., financial statements, audit reports, director KYC).

- Key forms: AOC-4 (accounts), MGT-7 (annual returns).
- Heavy penalties for non-compliance.

3. Updates to ROC

- Notify changes in company name, objectives, registered office, or capital structure.

Fee Structure

Document Filing Fees (Based on authorized share capital):

Capital Threshold (₹)	Fee per Document
< 1 Lakh	₹200
1–4.99 Lakh	₹300
5–24.99 Lakh	₹400
25 Lakh–99.99 Lakh	₹500
≥ 1 Crore	₹600

Service Fees:

- Inspection of documents: ₹100

- Certified copies: ₹25/page

- Incorporation certificate: ₹100

Disclaimer

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Note: For jurisdictional details of ROCs, refer to the official [MCA portal](<https://www.mca.gov.in>).