

## LETTERHEAD OF THE PROFESSIONAL THROUGH WHOM NOTICE BEING SENT

## LEGAL NOTICE

Date: -- / -- / ----

To,

**1. The Board of Directors,**

----- (Name of Company)  
 ----- (CIN)  
 ----- (Address of Registered Office)

**2. ----- (Name of Director),**

----- (DIN)  
 ----- (Address)

**Subject** – Legal Notice for violation of provision of Section 168 & 170 read with Section 172 of the Companies Act, 2013.

**Dear Sirs,**

Under the instruction and on behalf of my client Mr. ----- (Name),  
 S/o ----- (Father's name) and R/o -----  
 (Address), do hereby serve upon you with this notice under Companies, Act, 2013:-

1. That my client was a Director in the Company since ----- (Date).
2. That my client had resigned from the Company due to -----  
 (reasons mentioned in resignation letter) by tendering my resignation effective immediately /  
 ----- (date of resignation being effective, if any mentioned in the resignation letter)  
 by sending to the Company resignation letter dated ----- (Date of letter) vide -----  
 ----- (speed post/ Regd. post/ courier/ e-mail/ fax/ hand delivery) [at the Registered  
 Office of the Company]<sup>1</sup> which was delivered to the Company on ----- (Date  
 of delivery).
3. That my client, after sending the resignation letter had also sent his dully filled and signed MBP-1 to the Company in pursuance of the requirements of Section 189(2) of the Companies Act, 2013, which requires a Director relinquishing his office to provide disclosure to the Company as required u/s 184(1).

<sup>1</sup> Delete this in case of service made by way of e-mail or fax.

4. That accordingly the resignation tendered, in pursuance of the provisions of Section 168 read with Section 20 of the Companies Act, 2013 became effective on ----- (Date of resignation becoming effective).
5. That, there was no provision in the articles of association of the Company which layed any specific criteria for resignation or which required acceptance of the resignation by the Board.
6. That, in light of the above, my client's resignation was valid and became effective on ----- (Date of resignation becoming effective).
7. That in terms of provisions of Section 168 read with rules made thereunder, it was the statutory obligation on your part to file e-form DIR-12 with ROC office within 30 days of receipt of the resignation letter but even after the expiry of the aforesaid period but it has not been till date and thus the name of my client appears on the MCA database as director in the Company which he is not.
8. That in fact the information relating to my client's resignation has also not been placed on the website of the Company.
9. That upon the expiry of the aforesaid period of 30 days, my client filed e-form DIR-11 with ROC office on ----- (Date) vide SRN ----- along with all the necessary attachments and then sent to all of you a reminder letter dated ----- (Date of letter) vide ----- (mode of sending), asking to file the e-form DIR-12, wherein it was stated that if the same is not filed my client will be forced to take appropriate action before the statutory authorities.
10. That despite serving the notice form DIR-12 was not filed, and my client moved a complaint with ROC office for taking necessary action in this regard. That till date the grievance of my client remains unaddressed.

**I, therefore, through this Notice finally call upon you to file e-form DIR-12 with ROC office, within clear 15 days from the date of receipt of this notice, failing which my client has given me clear instructions to file appropriate proceedings against you in the competent court of law and in that event you shall be fully responsible for the same.**

*A copy of this Notice has been preserved in my office for record and future course of action.*

----- (Name of Professional)

----- (Address)

----- (e-mail id)