

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

To,

**The Registrar of Companies,**

----- (Jurisdictional Office)

----- (Address)

**Subject** – Complaint for non-filing of e-form DIR-12 for office intimating my Resignation with your good office.

**Ref** – M/s ----- (Name of Company) (hereinafter referred to as “Company”), incorporated on ----- (DOI), presently having CIN ----- (CIN) and registered office located at ----- (Address of Regd. Office of the Company)

**Respected Sir,**

I, ----- (Name), aged ----- (age) years S/o ----- (Father’s Name), R/o ----- (Address), holding DIN ----- (DIN) was a ----- (Director/Managing Director/Whole-time Director) in the Company since ----- (Date of Appointment).

**FACTS REGARDING RESIGNATION**

1. I 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 my 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).
2. *That after sending the resignation letter I had also sent my 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).*

(Copy of Resignation letter and MBP-1 sent to the Company and their proof of delivery is enclosed herewith as **Annexure –A**)

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

3. 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).

4. Also, 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.

(Copy of the AOA of the Company is enclosed herewith as *Annexure –B*)

5. *Thus in light of the above, it is humbly submitted that my resignation was valid and became effective on ----- (Date of resignation becoming effective).*

**FACTS REGARDING NON-FILING OF E-FORM DIR-12**

6. That in terms of provisions of Section 168 read with rules made thereunder, it was the statutory obligation on the part of the Company to file e-form DIR-12 with your good office within 30 days of receipt of the letter by the Company but even after the expiry of the aforesaid period to my utter shock & surprise, the Company has not filed the same till date.

(Copy of the MCA Master Data & Signatory details of the Company as appearing on the MCA portal bearing my name as a Director is enclosed herewith as *Annexure –B*)

7. That upon the expiry of the aforesaid period of 30 days, although optional under Section 168 but to protect my interests and to delink my DSC from the Company, filed e-form DIR-11 with your good office on ----- (Date) vide SRN ----- along with all the necessary attachments.

(Copy of the e-form DIR-11 along with its challan is enclosed herewith as *Annexure –C*)

8. That thereafter, I had sent to the Company and all its Directors a reminder letter dated ----- (Date of letter) vide ----- (mode of sending), asking them to file the e-form DIR-12. In the said reminder I had also stated that if the same is not filed I will be forced to take appropriate action before the statutory authorities. That now ----- days have expired but still the said filing has not been done

(Copy of the reminder letter along with its proof(s) of delivery is enclosed herewith as *Annexure –D*)

9. That in fact the information relating to my resignation has also not been placed on the website of the Company.

**COMPLAINT BEFORE YOUR GOOD OFFICE**

**10. In light of the aforesaid, I hereby state that I have taken all due care and complied with the necessary statutory formalities for tendering my resignation and have also given one opportunity to the Company and all its Directors to rectify their default but still am aggrieved due to this act of omission by the Company and all its Directors.**

**11. Therefore, I am now instituting this Complaint against the Company and hereby request your good office:-**

- i. To call for information and response from the Company and its Directors under Section 206(1) of the Companies Act, 2013, as to the reasons for non-filing of the said e-form DIR-12.
- ii. To call for the Register of Directors & KMP, Register of contracts of arrangement (MBP-4) of the Company and all other relevant statutory records, in order to ensure that whether the fact of my resignation has been entered therein or not, which I have a strong reason to believe are not entered.
- iii. To take the appropriate action immediately including, otherwise, I shall be at risk of great loss and injury as I appear to be a Director in the eyes of the members of the Public.
- iv. To give a short and reasonable time period, in terms of Section 206(1), to call for the records, to ensure that there is no tampering or falsification in the registers and other statutory records which are required.
- v. To initiate adjudication appropriate penalty or penalties in terms of Section 454 of the Companies Act, 2013.
- vi. Such other actions as may be deemed fit & appropriate by your good office in this regard.

**That this complaint is made bonafide and in the interest of justice. Your good office is hereby requested to kindly initiate appropriate action and oblige.**

With Sincere Thanks,

----- (Name), ----- (DIN)  
----- (Address)  
----- (e-mail id)