

**N. D. KAPUR & CO.
CHARTERED ACCOUNTANTS**

Monthly Updates

JUNE 2025

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(I) CORPORATE LAW

COMPANIES (FILING OF DOCUMENTS AND FORMS IN EXTENSIBLE BUSINESS REPORTING LANGUAGE) AMENDMENT RULES, 2025

The MCA, vide Notification dated 06.06.2025, has notified the Companies (Filing of Documents and Forms in Extensible Business Reporting Language) Amendment Rules, 2025. The amended rules shall come into effect from 14.07.2025. Pursuant to the amended rules a new sub-rule (1A) in Rule 3 has been added mandating that companies filing their financial statements in XBRL format under Rule 3(1) must also attach a PDF copy of the signed and duly authenticated financial statements, including the Board's Report, Auditors' Report, and other accompanying documents, as required under Section 134 of the Companies Act, 2013 while submitting eForm AOC-4 XBRL. Additionally, the format of eForm AOC-4 XBRL has been substituted to reflect these changes.

FEE RELAXATION FOR FILING OF 13 E-FORMS DURING MCA21 V2 TO V3 TRANSITION

The MCA, vide General Circular No. 01/2025 dated 16.06.2025, has granted a one-time relaxation from payment of additional fees for filing certain statutory e-Forms during the transition of the MCA21 portal from Version 2 (V2) to Version 3 (V3). As part of the migration process, 13 specified e-Forms including AOC-4, MGT-7, ADT-1, CRA-2, among others will be temporarily unavailable for filing between 18.06.2025 and 13.07.2025. In view of this, the MCA has permitted that where the original due date or resubmission due date of these forms falls between 18.06.2025 and 31.07.2025, the forms may be filed without payment of additional fees up to 15.08.2025.

SEPARATE FILING OF E-FORM CSR-2 POST MCA21 TRANSITION TO VERSION 3

The MCA, vide General Circular No. 02/2025 dated 16.06.2025, has clarified the procedure for filing e-Form CSR-2 in light of the system transition from MCA21 Version 2 (V2) to Version 3 (V3). Pursuant to the Companies (Accounts) Amendment Rules, 2025 notified on 19.05.2025, e-Form CSR-2 may now be filed independently. Further, through notification dated 30.05.2025, the CSR-2 form has also been integrated as a linked e-form to AOC-4 under MCA21 V3. Since the V2 system will be decommissioned from 18.06.2025, stakeholders who have previously filed Form AOC-4 / AOC-4(XBRL) / AOC-4 (NBFC) under V2 and wish to file CSR-2 independently using the V2 SRN may do so on the V3 portal during the transition window from 14.07.2025 to 15.08.2025.

DESIGNATION OF SPECIAL COURTS UNDER SECTION 435 OF THE COMPANIES ACT, 2013

The MCA, vide Notification dated 18.06.2025, with the concurrence of the Chief Justice of the High Court of Punjab and Haryana, has designated the following courts as Special Courts for the purpose of speedy trial of offences punishable with imprisonment of less than two years or with fine only as specified under clause (b) of sub-section (2) of Section 435 of the said Companies Act, 2013

1. Court of the Chief Judicial Magistrate or Additional Chief Judicial Magistrate, SAS Nagar having jurisdiction over the State of Punjab;
2. Court of the Chief Judicial Magistrate or Additional Chief Judicial Magistrate, Gurugram having jurisdiction over the State of Haryana;
3. Court of the Chief Judicial Magistrate or Additional Chief Judicial Magistrate, Chandigarh having jurisdiction over the Union Territory of Chandigarh.

MCA NOTIFIES COMPANIES (INCORPORATION) AMENDMENT RULES, 2025

The MCA, through its Notification dated 27.06.2025, has notified the Companies (Incorporation) Amendment Rules, 2025, which will come into effect from 14.07.2025. The amended rules replaces the existing Form INC-22A with a revised e-Form titled ACTIVE (Active Company Tagging Identities and Verification). The revised Form INC-22A (ACTIVE) requires detailed disclosures from companies, including:

- Particulars of all directors, including DIN status;
- Details of statutory auditors and cost auditors (if applicable);
- Information regarding Key Managerial Personnel (KMPs) – Managing Director, CEO, Whole-time Director, Company Secretary, and CFO;
- Declaration on whether the company is listed;
- Filing status of AOC-4/AOC-4 XBRL and MGT-7 for the financial year 2017-18, along with their respective Service Request Numbers (SRNs);
- Photographic evidence of the registered office with geolocation (latitude and longitude) coordinates;
- Digital signatures of at least one director and a practising professional (CA/CS/CMA), duly supported by a board resolution.

MCA NOTIFIES AMENDMENT TO RULES ON SUBSIDIARY LAYERS

The MCA has notified the Companies (Restriction on Number of Layers) Amendment Rules, 2025, vide notification dated 27.06.2025. These amended rules shall come into effect from 14.07.2025 amend the principal rules by replacing the existing Form CRL-1. Under the amended rules, Companies having more than 2 layers of subsidiaries must file the revised Form CRL-1, disclosing details of all subsidiary layers from the effective date. The revised Form CRL-1 requires expanded disclosures including CIN, registered office address, email ID, total number of layers, and detailed particulars of each subsidiary and holding company. The return must be digitally signed by an authorised signatory (director, CEO, CFO, manager, or company secretary) along with a Board resolution.

NSDL CIRCULAR ON MANDATORY ISSUER CONFIRMATION FOR OFF-MARKET SHARE TRANSFERS IN PRIVATE LIMITED COMPANIES

The National Securities Depository Limited (NSDL), vide Circular dated 03.06.2025, has introduced an additional compliance requirement for off-market share transfers in private limited companies. NSDL has mandated that, in addition to the Delivery Instruction Slip (DIS), a confirmation letter from the concerned

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private limited company must be furnished. The confirmation must explicitly state that the proposed transfer complies with the Companies Act, 2013 and that all requisite corporate approvals have been duly obtained. The letter, issued in the prescribed format, must be signed by an authorised official of the company (Company Secretary, Managing Director, or Authorised Signatory). Depository Participants (DPs) are directed not to process such transfers in the absence of this confirmation.

(II) INDIRECT TAXATION

CBIC CLARIFIES DIN NOT REQUIRED ON GST PORTAL COMMUNICATIONS BEARING RFN

The Central Board of Indirect Taxes and Customs (“**CBIC**”) has clarified that Document Identification Number (DIN) is not required to be quoted on communications generated through the GST common portal that already bear a Reference Number (RFN). This is because the RFN, being system-generated and verifiable via the GST portal (<https://services.gst.gov.in/services/verifyRfn>), ensures authenticity and traceability of such communications.

The clarification is issued in reference to earlier Circulars No. 122/41/2019-GST dated 05.11.2019 and No. 128/47/2019-GST dated 23.12.2019, which had mandated quoting of DIN on specified communications by CBIC officers. However, with advancements in digital infrastructure, and considering that documents like GST DRC-01 (summary of SCN) and GST DRC-07 (summary of orders) are now electronically served via the common portal in accordance with Section 169(1)(d) of the CGST Act and Rule 142 of the CGST Rules, the requirement to quote DIN on such documents is now redundant.

Accordingly, communications bearing RFN and served via the GST portal shall be treated as valid communications, and to that extent, the earlier instructions mandating DIN stand modified.

REVIEWING AUTHORITY, REVISIONAL AUTHORITY AND APPELLATE AUTHORITY IN RESPECT OF ORDERS PASSED BY COMMON ADJUDICATING AUTHORITY (CAA) FOR SHOW CAUSE NOTICES ISSUED BY DGGI

Circular No. 250/07/2025-GST dated 24.06.2025 issued by the CBIC addresses the topic of identifying the appropriate authorities for review, revision, and appeal against Orders-in-Original (O-I-Os) passed by Common Adjudicating Authorities (CAAs), specifically for show cause notices issued by the Directorate General of GST Intelligence (DGGI). Although Notification No. 02/2017 dated 19.06.2017 (as amended) read with Circular No. 239/33/2024-GST dated 04.12.2024 designated certain officers as CAAs, the procedures for subsequent legal recourse—such as review, revision, and appeals—were not specified.

Upon consultation with the Union Ministry of Law and Justice, it was clarified that sections 107 and 108 of the CGST Act, 2017, provide for the appeal and revision of such orders. Similarly, the Reviewing Authority also has the power under the said section to review adjudication orders passed by a CAA who is posted under the said reviewing authority.

In order to ensure uniformity in procedure for review, revision, and appeal against the Orders-in Original (O-I-Os) adjudicated by Common Adjudicating Authorities, the following has been clarified:

- a) **Review under Section 107 of the CGST Act, 2017:** The Principal Commissioner or Commissioner of Central Tax under whom the Common Adjudicating Authority (Additional/ Joint Commissioner) is posted shall be the reviewing authority in respect of such O-I-Os.

- b) **Revisional Power under Section 108 of the CGST Act, 2017:** The Principal Commissioner or Commissioner of Central Tax under whom the Common Adjudicating Authority (Additional/ Joint Commissioner) is posted shall be the revisional authority in respect of such O-I-Os.
- c) **Appeal Procedure under Section 107 of the CGST Act, 2017:** Appeals against the order of Common Adjudicating Authority (Additional/Joint Commissioner) shall lie before the Commissioner (Appeals) corresponding to the territorial jurisdiction of the Principal Commissioner or the Commissioner of Central Tax, under whom the said Common Adjudicating Authority (Additional/ Joint Commissioner) is posted, as specified in Table III of notification No. 02/2017-Central tax dated 19th June, 2017.
- d) **Department's Representation in Appeals:** The Principal Commissioner or Commissioner of Central Tax of such Commissionerate under whom the Common Adjudicating Authority (Additional/Joint Commissioner) is posted shall represent the department in appeal proceedings against the O-I-Os passed by such Common Adjudicating Authority (Additional/ Joint Commissioner) and accordingly may appoint any officer subordinate to him to be the designated officer for filing departmental appeals.
- e) The reviewing or revisional authority for such orders may seek comments on the O-I-O from the concerned DGGI formation before proceeding to decide on the order passed by the CAA.

ADVISORY REGARDING NON-EDITABLE OF AUTO-POPULATED LIABILITY IN GSTR-3B

- GST Portal provides a pre-filled GSTR-3B, where the tax liability gets auto-populated based on the outward supplies declared in GSTR-1/ GSTR-1A/ IFF. As of now taxpayers can edit such auto-populated values in form GSTR 3B itself.
- With introduction of form GSTR-1A, taxpayer now has a facility to amend their incorrectly declared outward supplies in GSTR-1/IFF through GSTR-1A, allowing them an opportunity to correct their liabilities before filing their GSTR-3B in the same return period.
- In view of the same, from **July 2025 tax period** for which form GSTR-3B will be furnished in August, 2025 such auto populated liability will become non editable. Thus, taxpayers will be allowed to amend their auto populated liability by making amendments through form GSTR-1A which can be filed for the same tax period before filing of GSTR 3B.

BARRING OF GST RETURN ON EXPIRY OF THREE YEARS

- As per the Finance Act, 2023 (8 of 2023), dt. 31.03.2023, implemented w.e.f. 01.10.2023 vide Notification No. 28/2023 – Central Tax dated 31st July, 2023, the taxpayers shall not be allowed file their GST returns after the expiry of a period of three years from the due date of furnishing the said return under Section 37 (Outward Supply), Section 39 (payment of liability), Section 44 (

Annual Return) and Section 52 (Tax Collected at Source). These Sections cover GSTR-1, GSTR 3B, GSTR-4, GSTR-5, GSTR-5A, GSTR-6, GSTR 7, GSTR 8 and GSTR 9.

- Hence, above mentioned returns will be barred for filing after expiry of three years. The said restriction will be implemented on the GST portal from July 2025 Tax period which means any return for which due date was three years back or more and hasn't been filed till July Tax period will be barred from Filing. Hence, the taxpayers are once again advised to reconcile their records and file their GST Returns as soon as possible if not filed till now.

INTRODUCTION OF ENHANCED INTER-OPERABLE SERVICES BETWEEN E-WAY BILL PORTALS

GSTN is pleased to inform that NIC shall be launching the new E-Way Bill 2.0 portal (<https://ewaybill2.gst.gov.in>) on **1st July 2025**, featuring enhanced inter-operable E-Way Bill functionalities. The portal is being introduced to provide **enhanced inter-operability** between the existing **E-Way Bill 1.0 Portal** (<https://ewaybillgst.gov.in>) and the new portal.

1) Objective:

The new E-Way Bill 2.0 portal has been developed in response to taxpayers' demands for continuity in services during exigencies. It enables cross-portal access to critical E-Way Bill functionalities, ensuring seamless operations for taxpayers and transporters.

2) New Inter-Operable Services

The following additional services will be available on the E-Way Bill 2.0 portal for E-Way Bills generated on either portal (E-Way Bill 1.0 or E-Way Bill 2.0):

- a) Generation of E-Way Bill based on Part-A details entered by the supplier
- b) Generation of Consolidated E-Way Bills
- c) Extension of validity of E-Way Bills
- d) Update of transporter details
- e) Retrieval of consolidated E-Way Bills

These services are in addition to the currently available cross-functional services:

- a) Generation of E-Way Bills
- b) Updating of vehicle details
- c) Printing of E-Way Bills

3) System Integration and Synchronisation

- a) Both portals will operate on a **real-time synchronised architecture** wherein E-Way Bill data will be mirrored across both systems within seconds

- b) In the event of a technical issue or downtime on the E-Way Bill 1.0 portal, taxpayers may perform all necessary operations (e.g., updating Part-B) on the E-Way Bill 2.0 portal and carry the E-Way Bill slip generated therefrom.
- c) This dual-system approach is designed to eliminate dependency on a single portal and ensure business continuity.

4) **Availability via API**

All the above services will also be made available to taxpayers and logistics operators through **APIs**, in addition to the web portal interface. These APIs are currently hosted on the **sandbox environment** for testing and integration purposes.

5) **Key Benefits**

Eventually, the data from both E-Way Bill 1 and E-Way Bill 2 portals shall be seamlessly merged and integrated, thereby eliminating dependency on the E-Way Bill1 system during exigencies. The E-Way Bill2 portal is designed to synchronise E-Way Bill details with the main portal within a few seconds.

Criss-cross operations between the two portals are fully enabled — updates made to E-Way Bills generated on the E-Way Bill1 portal can be carried out on the E-Way Bill2 portal, and vice versa. In the event of non-availability of the main portal due to technical reasons, Part-B details of E-Way Bills generated on the E-Way Bill1 portal can be updated through the E-Way Bill2 portal, and both versions of the E-Way Bill slip may be carried accordingly.

(III) DIRECT TAXATION

CBDT ANNOUNCES EXTENSION FOR PROCESSING AY 2023-24 ITRS SUBMITTED UNDER SECTION 139.

The Central Board of Direct Taxes (“**CBDT**”) has relaxed the time limit prescribed under the second proviso to Section 143(1) for processing valid income tax returns filed under Section 139 for Assessment Year (AY) 2023–24. Returns that remained unprocessed due to expiry of the statutory time limit may now be processed, and intimations under Section 143(1) can be issued up to 30th November 2025.

However, this relaxation shall not apply to: (i) Returns selected for scrutiny, and (ii) Returns that remain unprocessed due to assessee's fault.

Further, as per CBDT Circular No. 03/2023 dated 28.03.2023, no refunds shall be issued in cases where PAN is not linked with Aadhaar.

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