



Monthly Newsletter

SARVAANK ASSOCIATES

01st January 2026 - 31st January 2026



Ministry of Corporate Affairs

MCA amends Director KYC Filing Requirements, Notification Dated: 31st December, 2025

The Ministry of Corporate Affairs (MCA) notified the Companies (Appointment and Qualification of Directors) Amendment Rules, 2025 vide G.S.R. 943(E), on December 31, 2025, to streamline the Director Identification Number (DIN) KYC compliance framework. The amendments, inter alia, update the designation of the concerned authority by substituting references to “Regional Director (Northern Region), Noida” with “Regional Director, Northern Region Directorate I” in Rule 11. A key reform introduced by the amendments is the reduction of compliance burden on directors by shifting the DIN KYC filing requirement from an annual to a triennial cycle. Accordingly, directors holding a DIN are now required to file Form DIR-3 KYC Web on or before 30 June of every third consecutive financial year. Further, any change in a director’s personal mobile number, email address, or residential address must be intimated within 30 days of such change through the same form.

Note: The rules shall come into force on March 31, 2026.

The Notification can be accessed [Here](#).

In this newsletter you can expect:

IBBI launches Revised Forms for Liquidation Process

IEPF Authority invites comments on draft rules for refund process simplification

PFDA issues Operational Guidelines on New Enrolment Incentive under Multiple Scheme Framework (MSF)

RBI mandates CIMS submission for PPI returns

SEBI prescribes Ease of Doing Investment and Ease of Doing Business – Doing Away with Requirement of Issuance of Letter of Confirmation (“LOC”) and to Effect Direct Credit of Securities in Dematerialisation Account of the Investor

Recent adjudication orders issued by the RDs and ROCs



Pension Fund Regulatory and Development Authority

PFRDA issues Operational Guidelines on New Enrolment Incentive under Multiple Scheme Framework (MSF), Circular Dated: 7th January, 2026

The Pension Fund Regulatory and Development Authority (PFRDA), vide Circular No. PFRDA/2026/03/REG-PF/01 dated 7 January 2026, has issued operational guidelines on the New Enrolment Incentive (NEI) under the Multiple Scheme Framework (MSF) for the non-government sector under NPS, pursuant to Section 20(2) of the PFRDA Act, 2013. Under the framework, Pension Funds (PFs) are eligible for an additional 0.10% per annum of AUM as NEI for MSF schemes, subject to at least 80% of subscribers being new NPS enrolments, with “new enrolments” defined as first-time NPS subscribers opting for MSF schemes. The NEI eligibility is to be reviewed annually and shall be available for three years from the date of scheme approval or until onboarding fifty lakh subscribers, whichever is earlier. The circular also clarifies scenarios determining who qualifies as a “new subscriber” for NEI purposes, outlines that NEI payments will be made by the Association of NPS Intermediaries (ANI), and provides that, with effect from 1 April 2026, ANI shall receive 0.0025% of AUM for undertaking outreach, pension literacy and awareness initiatives, with appropriate systems and controls to be established for computation, disbursement, and audit of the incentive.

The Circular can be accessed [Here](#).

Investor Education and Protection Fund Authority

IEPF Authority invites comments on draft rules for refund process simplification, Notice Dated: 28th January, 2026

The Investor Education and Protection Fund (IEPF) Authority issued a notice on January 28, 2026, inviting stakeholder comments on proposed amendments to the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 to simplify the claim refund process. The primary intent is to ease the burden on small investors. The proposal introduces a "Low-Value Claims" category, physical shares up to INR 5 lakhs, demat shares up to INR 15 lakhs, and dividends up to INR 10,000, to be processed within 30 days based solely on company verification. The Authority shall rely on the company's verification report for disposing of such claims. Additionally, the proposal introduces a formal two-tier appeal mechanism involving a Grievance Officer (not below General Manager rank) and the CEO of IEPF Authority to address claim rejections. The proposal also clarifies that claimants shall be entitled only to the amount received by the Authority without any interest in cases of delisting or conversion of securities. Stakeholder comments have been invited up to 27 February 2026 through email or the MCA e-consultation module.

The Notice can be accessed [Here](#).



Reserve Bank of India

RBI mandates CIMS submission for PPI returns, Circular Dated: 1st January, 2026

The Reserve Bank of India issued Circular No. CO.DPSS.ODD.No.S1074/06-08-024/2025-2026 dated January 01, 2026, directing all Prepaid Payment Instrument (PPI) Issuers to submit specified returns through the Centralised Information Management System (CIMS). Following the launch of CIMS, PPI Issuers are required to submit PPI Statistics return (R100) monthly and PPI Customer Grievances return (R360) quarterly for the reporting period December 2025 onwards. Returns for every month must be submitted by the 7th of the succeeding month, and quarterly returns by the 10th of the succeeding month. The directions have been issued under Sections 12 and 19 of the Payment and Settlement Systems Act, 2007, and non-compliance may attract penal action.

The Circular can be accessed [Here](#).

RBI announces continuation of Modified Interest Subvention Scheme, Circular Dated: 13th January, 2026

The Reserve Bank of India issued Circular No. FIDD.CO.FSD.BC.No.10/05.02.001/2025-26 dated January 13, 2026, conveying continuation of the Modified Interest Subvention Scheme (MISS) for short term agriculture loans for the financial year 2025-26. Under the scheme, short term crop loans and loans for allied activities up to INR 3 lakhs will be provided through Kisan Credit Card at 7% per annum with interest subvention of 1.50%. Farmers repaying in time will receive an additional 3% subvention, reducing the effective rate to 4% per annum. Interest subvention benefits are available on an overall limit of INR 3 lakhs per annum subject to a maximum sub-limit of INR 2 lakhs for allied activities.

The Circular can be accessed [Here](#).

RBI issues Directions on Export and Import of Goods and Services, Circular Dated: 16th January, 2026

The Reserve Bank of India issued A.P. (DIR Series) Circular No. 20 dated January 16, 2026, introducing the Foreign Exchange Management (Export and Import of Goods and Services) Regulations, 2026. The Regulations have been issued following a comprehensive review of regulations governing export and import of goods and services under FEMA, 1999, in consultation with stakeholders. The primary intent is to promote ease of doing business, especially for small exporters and importers. The Regulations shall be effective from October 01, 2026. Authorised dealers must send all references to the Reserve Bank through the PRAVAAH portal and inform any doubtful transaction to the Directorate of Enforcement.

The Circular can be accessed [Here](#).

RBI issues Amendment Directions on Regional Rural Banks, Circular Dated: 22nd January, 2026



The Reserve Bank of India issued the Reserve Bank of India (Regional Rural Banks – Cash Reserve Ratio and Statutory Liquidity Ratio) Amendment Directions, 2026 on January 22, 2026, pursuant to the enactment of the Banking Laws (Amendment) Act, 2025. The Amendment Directions modify references to development financial institutions and make technical amendments to forms and reporting requirements. The provisions come into force with immediate effect.

The Circular can be accessed [Here](#).

Securities And Exchange Board of India

SEBI specifies capital adequacy requirements for Merchant Bankers, Circular Dated: 2nd January, 2026

The Securities and Exchange Board of India issued Circular dated January 02, 2026, specifying consequential requirements for implementation of the SEBI (Merchant Bankers) Amendment Regulations, 2025 notified on December 05, 2025. Existing Merchant Bankers shall comply with revised capital adequacy and new liquid net worth requirements in a phased manner. Category I MBs require net worth of INR 10 crores and Category II MBs require ₹5 crores by specified timelines. Total underwriting obligations shall not exceed 20 times liquid net worth. MBs must generate minimum revenue of INR 25 crores (Category I) or INR 5 crores (Category II) cumulatively over three preceding financial years, with first assessment from April 01, 2029. The circular also specifies certification requirements, compliance officer independence, and conditions for undertaking non-SEBI regulated activities through separate business units.

The Circular can be accessed [Here](#).

SEBI prescribes compliance reporting formats for Specialized Investment Funds, Circular Dated: 8th January, 2026

The Securities and Exchange Board of India issued Circular dated January 08, 2026, prescribing compliance reporting formats for Specialized Investment Funds (SIFs). In order to ensure uniformity and clarity in compliance reporting for SIFs, the circular specifies that all reporting requirements applicable to mutual funds shall also apply to SIFs. The Compliance Test Report (CTR) format shall include an additional Part IV for SIFs. Asset Management Companies managing SIFs shall report compliance under Part IV as part of the CTR submitted for Mutual Funds. The Half-yearly Trustee Report (HYTR) format shall include Clause 72A covering compliance aspects specific to SIFs including expertise, risk management, investment restrictions, fees, product differentiation, and disclosure requirements. The provisions come into force from the date of the circular.

The Circular can be accessed [Here](#).

SEBI simplifies requirements for grant of accreditation to investors, Circular Dated: 9th January, 2026

The Securities and Exchange Board of India issued Circular dated January 09, 2026, simplifying requirements for grant of accreditation to investors under the accredited investor framework applicable to Alternative Investment Funds (AIFs). Pending receipt of certificate from an accreditation agency, the investment manager may finalise the contribution agreement and initiate operational procedures based on its assessment of investor eligibility, subject to conditions that commitment shall not be included in corpus calculation until accreditation is obtained, and funds shall be received only after obtaining accreditation certificate.



requirement of submitting detailed break-up of net worth as annexure to net worth certificate has been done away with. It is optional for the chartered accountant to specify actual net-worth in the certificate while certifying whether it meets the specified threshold. The circular comes into force with immediate effect.

The Circular can be accessed [Here](#).

SEBI reviews framework for technical glitches in stock brokers' systems, Circular Dated: 9th January, 2026

The Securities and Exchange Board of India issued Circular dated January 09, 2026, revising the framework to address technical glitches in stock brokers' electronic trading systems. The modifications are based on broad principles of ease of compliance, exemptions from applicability, simplified reporting, rationalised technology requirements, and rationalised disincentive structure. The framework shall be applicable to stock brokers providing IBT/STWT trading platforms with more than 10,000 registered clients. Technical glitches due to global issues, third-party disruptions, KYC processes, back-office issues not impacting trading, payment gateway failures, and decision support tools are exempted. Reporting time is extended from one hour to two hours. Stock brokers shall report technical glitches on a common reporting platform. The circular supersedes SEBI circular dated November 25, 2022 and comes into effect from January 09, 2026.

The Circular can be accessed [Here](#).

SEBI introduces Closing Auction Session in equity cash segment, Circular Dated: 16th January, 2026

The Securities and Exchange Board of India issued Circular dated January 16, 2026, introducing a Closing Auction Session (CAS) in the equity cash segment of Stock Exchanges. The CAS shall be implemented in a phased manner, initially for stocks on which derivative contracts are available. CAS shall be a separate 20-minute session from 3:15 pm to 3:35 pm with order entry closing randomly between 3:28 pm to 3:30 pm. Only limit orders and market orders shall be allowed with no iceberg or stop loss orders. The price band shall be $\pm 3\%$ from the reference price. The closing price shall be determined based on equilibrium price mechanism where maximum volume is executable. Unexecuted limit orders from the continuous trading session shall be carried forward to CAS. The framework for CAS shall be implemented from August 03, 2026, and changes in Pre-Open Auction Session framework from September 07, 2026.

The Circular can be accessed [Here](#).

SEBI introduces Single Window Automatic and Generalised Access for Trusted Foreign Investors (SWAGAT-FI)" framework for FPIs and FVCIs, Circular Dated: 16th January, 2026

SEBI has introduced the SWAGAT-FI (Single Window Automatic and Generalised Access for Trusted Foreign Investors) framework, effective June 1, 2026, to simplify onboarding and compliance for FPIs and FVCIs. Eligible investors include government-related investors, regulated mutual funds, insurance companies, and pension funds operating as blind pools with independent investment managers. SWAGAT-FIs benefit from unified accounting across FPI/FVCI investments, extended registration validity of 10 years, and a 10-year KYC review cycle. Depositories, custodians, and designated depository participants are required to implement the necessary system changes, enhancing ease of investment while maintaining regulatory oversight and investor protection.

The Circular can be accessed [Here](#).



SEBI announces Ease of Doing Investment –Special Window for Transfer and Dematerialisation of Physical Securities, Circular Dated 30th January, 2026

SEBI has announced a special one-year window (February 5, 2026 – February 4, 2027) for the transfer and dematerialisation of physical securities sold or purchased prior to April 1, 2019, including cases previously rejected or returned due to deficiencies. Under this window, securities must be credited in demat form and will be subject to a one-year lock-in, during which they cannot be transferred, pledged, or lien-marked. Investors must submit original certificates, transfer deeds, proof of purchase, KYC documents, and other specified undertakings. Listed companies, RTAs, and depositories are required to verify identities, signatures, and objections (via newspaper advertisements if needed) and process transfers within 70 days. Securities already transferred to the Investor Education and Protection Fund (IEPF) or cases involving disputes will not be covered. The initiative aims to facilitate investor access and protect their rights, with SEBI mandating public notices to raise awareness.

The Circular can be accessed [Here](#).

SEBI prescribes Ease of Doing Investment and Ease of Doing Business – Doing Away with Requirement of Issuance of Letter of Confirmation (“LOC”) and to Effect Direct Credit of Securities in Dematerialisation Account of the Investor, Circular Dated 30th January, 2026

SEBI has simplified the process for crediting securities to investors' demat accounts by doing away with the issuance of Letter of Confirmation (LOC) for investor service requests such as duplicate certificates, transmission, transposition, claims from unclaimed suspense accounts, and corporate actions. Going forward, RTAs and listed companies, after verifying the request and required documents including the latest Client Master List (CML), will directly credit the securities to the investor's demat account within 30 days, with intimation of successful dematerialisation. Securities requiring a lock-in will be appropriately flagged in the depository system, and physical certificates, if available, will be defaced to indicate dematerialisation. This change aims to reduce processing timelines, risks of loss or pilferage, and enhance investor convenience, effective April 2, 2026.

The Circular can be accessed [Here](#).

Insolvency and Bankruptcy Board of India

IBBI launches Revised Forms for Liquidation Process, Circular Dated: 5th January, 2026

The Insolvency and Bankruptcy Board of India (IBBI) issued Circular No. IBBI/LIQ/91/2026 on January 5, 2026, introducing a comprehensively revised forms framework for monitoring the liquidation process. Following the amendment to the IBBI (Liquidation Process) Regulations, 2016, effective January 2, 2026, the new framework includes Forms LIQ-1 (Commencement), LIQ-2 (Quarterly Progress), LIQ-3 (Dissolution application), and LIQ-4 (Final Order). These forms are designed to reduce compliance burdens through data rationalization and auto-population of information already available on the portal. To facilitate transition, no penalty will be levied for delayed filings during the initial January–March 2026 quarter.

The Circular can be accessed [Here](#).



REGULATORY

Recent adjudication orders issued by the RDs and ROCs signal a decisive shift towards strict, zero-tolerance enforcement of the Companies Act, 2013. Even minor procedural lapses, technical errors, and non-compliances with sub-rules—often considered routine or rectifiable—are now attracting adjudication and substantial monetary penalties, with personal liability being imposed on directors and officers in default. This trend serves as a clear reminder that compliance today is not merely about intent or materiality, but about absolute adherence to every statutory requirement.

Set out below are select adjudication orders issued by the RDs and ROCs, highlighting the nature of non-compliances and the penalties imposed thereunder.

COMPANY NAME, CIN, AND REGISTERED ADDRESS	SECTION(S) VIOLATED	SECTION(S) UNDER WHICH PENALTY IS IMPOSED	BRIEF DESCRIPTION OF THE VIOLATION
<p>Bon Fresh Foods Private Limited</p> <p>CIN: U15131TN2016PTC111709 No. 2/56, 7th Street, U Block, Anna Nagar, Chennai – 600040</p>	<ul style="list-style-type: none"> • Section 42 of the Companies Act, 2013 • Section 92(1) read with Rule 11 of the Companies (Management and Administration) Rules, 2014 • Section 12(2) & 12(4) read with Rules 25 & 27 of the Companies (Incorporation) Rules, 2014 	<ul style="list-style-type: none"> • Section 42(10) of the Companies Act, 2013 • Section 450 of the Companies Act, 2013 	<p>(i) Issuance of CCDs by way of private placement without disclosure of identified allottees in the shareholders’ resolution and utilization of application money prior to filing PAS-3; (ii) Incorrect/omitted particulars in Form MGT-7A for FY 2022–23; (iii) Incorrect and incomplete particulars/attachments filed in Form INC-22 relating to change of registered office.</p> <p>Source(s): Section 42, Section 92(1), Section 12(2) & 12(4).</p>
<p>F&S Sales India Private Limited</p> <p>CIN:U22201DL2023FTC441801</p> <p>WeWork Eldeco Centre, Malviya Nagar, New Delhi – 110017</p>	<p>Section 56(4)(a) of the Companies Act, 2013</p>	<p>Section 56(6) of the Companies Act, 2013</p>	<p>Delay of 70 days and 91 days in issuing share certificates to subscribers after incorporation.</p> <p>Source</p>



COMPANY NAME, CIN, AND REGISTERED ADDRESS	SECTION(S) VIOLATED	SECTION(S) UNDER WHICH PENALTY IS IMPOSED	BRIEF DESCRIPTION OF THE VIOLATION
<p>Sub Zero Insulation Technologies Private Limited</p> <p>CIN: U74120MH2014PTC255462</p> <p>Sea Pearl Building, Grant Road, Mumbai – 400007</p>	<p>Rule 8(3) of the Companies (Registration Offices and Fees) Rules, 2014</p>	<p>Section 450 of the Companies Act, 2013</p>	<p>Incorrect filing of Form AOC-4 due to omission of required disclosures, digitally certified by a director</p> <p><u>Source</u></p>
<p>Arcatron Mobility Private Limited</p> <p>CIN: U29299PN2015PTC155291</p> <p>Amar Tech Park, Baner, Pune – 411045</p>	<p>Section 39 read with Rule 12(5) of the Companies (Prospectus and Allotment of Securities) Rules, 2014</p>	<p>Section 39(5) of the Companies Act, 2013</p>	<p>Failure to attach the registered valuer's report while filing PAS-3 for allotment of CCPS.</p> <p><u>Source</u></p>
<p>SMR Jewels Limited</p> <p>CIN: U74999GJ2018PLC1049463,</p> <p>Vrindavan Apartments, Gulbai Tekra, Ahmedabad, Gujarat 380006</p>	<p>Section 117(1): Resolutions and agreements to be filed "A copy of every resolution or any agreement... shall be filed with the Registrar within thirty days of the passing or making thereof..."</p>	<p>Section 117(2) of the Companies Act, 2013</p>	<p>Failed to file Form MGT-14 for a special resolution within the prescribed 30-day limit, resulting in a 445-day delay.</p> <p><u>Source</u></p>



COMPANY NAME, CIN, AND REGISTERED ADDRESS	SECTION(S) VIOLATED	SECTION(S) UNDER WHICH PENALTY IS IMPOSED	BRIEF DESCRIPTION OF THE VIOLATION
<p>Om Shyamji Foods Pvt Ltd</p> <p>CIN: U15400MH2008PTCI87366</p> <p>119, Veena Been Shopping Centre, Guru Nanak Road, Bandra (W), Mumbai, MH 400050</p>	<p>Section 12(3)(c): Registered office of company</p> <p>"Every company shall... get its name, address of its registered office and the Corporate Identity Number... printed in all its business letters..."</p>	<p>Section 12(8) of the Companies Act, 2013</p>	<p>Omission of mandatory details, including the CIN, phone number, and email ID, on the company letterhead used for the Board Report.</p> <p><u>Source</u></p>
<p>Medallia India Pvt Ltd</p> <p>CIN: U72900GJ2020FTCI12727</p> <p>Unit No.304, 2nd & 3rd Floor, Privilon, East Wing Regus Business Center, Ahmedabad, Gujarat 380054</p>	<p>Section 173(1): Meetings of Board</p> <p>"...Provided that not more than one hundred and twenty days shall intervene between two consecutive meetings of the Board."</p>	<p>Section 450 of the Companies Act, 2013</p>	<p>The interval between two consecutive Board Meetings exceeded the maximum statutory limit of 120 days.</p> <p><u>Source</u></p>



Sarvaank

Law Decoded for *Entrepreneurs*

CONTACT US

DELHI ADDRESS:

Office No. 8, First Floor, Atmaram Mansion
(Scindia House), Connaught Place, New Delhi
110001

BENGALURU ADDRESS:

WeWork, Embassy Golf Links, Cinnabar Hills,
Off Intermediate Ring Road, Domlur Stage,
Bengaluru, Karnataka 560 071

www.sarvaankassociates.com

info@sarvaankassociates.com

+91 88824 69619