

# Capital Reduction Agreement

## Final Order Compliance Format

### 1. Parties

**Company Name** \_\_\_\_\_  
**CIN** \_\_\_\_\_  
**Registered Office Address** \_\_\_\_\_  
**Date** \_\_\_\_ / \_\_\_\_ / \_\_\_\_

### 2. Background

WHEREAS pursuant to an order of the Hon'ble National Company Law Tribunal ("NCLT")/Competent Authority dated \_\_\_\_ (the "Final Order") passed in [CP No. \_\_\_\_/\_\_\_\_/\_\_\_\_], the Company is permitted to reduce its share capital under Section 66 of the Companies Act, 2013, and subsequent rules and regulations.

### 3. Details of Capital Reduction

**Type of Reduction**    ☐ Par Value Reduction    ☐ Share Cancellation    ☐ Others: \_\_\_\_\_  
**Old Paid-Up Capital**    \_\_\_\_\_ (Rupees \_\_\_\_\_ only)  
**New Paid-Up Capital**    \_\_\_\_\_ (Rupees \_\_\_\_\_ only)  
**Effective Date**    \_\_\_\_ / \_\_\_\_ / \_\_\_\_

### 4. Compliance and Undertaking

The Company hereby undertakes as follows:

1. That the reduction of capital as sanctioned by the NCLT/Competent Authority has been carried out in accordance with the Final Order.
2. All relevant filings and formalities with the Registrar of Companies and other applicable authorities have been completed.
3. Share certificates/members' register have been updated to reflect the revised capital structure.
4. No claims, appeals, or objections are pending against the reduction as of this date.

### 5. Confirmation

**For and on behalf of**    \_\_\_\_\_ (Company Name)  
**Authorised Signatory**    \_\_\_\_\_  
**Name / Designation**    \_\_\_\_\_  
**Date & Place**    \_\_\_\_ / \_\_\_\_ / \_\_\_\_, \_\_\_\_\_

### Important Notes

- This document is to be executed post receipt of final order from the Tribunal/Authority.
- Ensure all legal, regulatory, and procedural requirements under the Companies Act, 2013 are complied with.
- All supporting documents, including the NCLT's final order, shareholder resolutions, and statutory filings, should be annexed as records.
- This template should be customized as per the case-specific order and circumstances of the company.
- Professional advice is recommended to address any legal or compliance nuances.