Dear Professional Colleagues & Students,

Someone has rightly said that you need to forget what's gone, appreciate what still remains and look forward to what's coming next. That vision holds the key to success. The people who succeed aren't the ones who avoid failure; they are the ones who learn how to respond failure with optimistic vision.

The month of May witnessed some mega events where EIRC hosted and organised the following programmes:

a. ICSI Convocation, 2019 for conferring Membership Certificate to the new ACS and FCS Members held on 11th May, 2019 at ICCR, Kolkata

b. ICSI Mega Campus Placement Drive-I, 2019 for the new Members was organised on 18th May, 2019 at ICSI-EIRC House, Kolkata

c. Training Programme for the Peer Reviewers was organised on 25th May, 2019 at ICSI-EIRC House, Kolkata

A Full Day Seminar on SEBI (LORDR), SBO & Ind As is scheduled to be held on 22nd June, 2019 at The Park, Kolkata and we will also celebrate International Day of Yoga on 21st June, 2019 at our Institute. The tentative list of forthcoming programmes is published on one of the inside pages of this newsletter.

You all must be aware that the offline submission of membership fee and CoP fee has been discontinued from 31st May and the Institute will accept all such fees like membership/restoration/CoP fee through online mode only from 1st June onwards. So I request you all to do the needful as the last date for submission of membership fee is approaching near.

I wish to express my gratitude to all the patrons/members who have registered for the Annual Membership Scheme (AMS) of EIRC till date and request others to enrol on an early date to avail optimum benefits.

Before concluding, I would like to share a thought. A team may have many hands but should have one vision and the teamwork is the ability to work together towards that common vision. It is the fuel that allows common people to attain uncommon results.

Please feel free to share your views and suggestions for the betterment of the Newsletter to me. My coordinates are given below.

With warm regards,

CS RAJESH CHURA
Chairman, EIRC of ICSI
E-Mail: csrashouchura2018@gmail.com

Kolkata, The 19th June, 2019

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HELCIOTPER VIEW ON FAST TRACK MERGER IN INDIA

By CS Amit Kumar
Company Secretary

What is merger? Merger in a corporate world means when two companies whether two altogether different companies or a holding company and a subsidiary company merges into one company. The merger requires a complete restructuring of the company as the two companies are merged into one single entity. As a result of the merger of two companies either a new entity is formed or is merged into the entity of one of the merging company.

Section 233 has been added in the Companies Act, 2013 on 15 December 2016. The section provides for the fast track merger for certain class of companies. It means that only the specific class of companies can go through the process of fast track merger and not all kind of companies can opt for the same. It is pertaining to note that Demerger is out of purview of sec 233 as it doesn’t contain the word “Reconstruction” which is mentioned in Sec 232 of companies Act, 2013.

Fast Track is a new concept introduced under companies Act, 2013. It is the most welcome move in corporate world because High court Approval is not required in this Merger. Under new merger scheme, Only Approval of Regional Directors, Registrar of Companies and Official Liquidator are required. This merger process usually completes within six months.

Sec 230 to 232 of the Companies Act is exhaustive section and time consuming in respect of procedure of merger. Under section 233 of the companies act only the small companies and holding companies as defined under the sections 2(85) and 2(46) of the act can go through the process of fast-track merger. All other companies including all the public companies have to follow the procedure under section 230 to 232 of the act for the process of merger.

Step by step procedure of Fast Track Merger under Sec 233 of Co. Act, 2013:-

Step I: Check the AOA of respective companies involved in merger whether there is a clause to merge the business of the companies with the other companies. If not, first of all alter the AOA of the companies.

Step II: Convene a Board Meeting: Both the transferee and transferor company has to convene a board meeting to initiate the process of a fast track merger. The board meeting so convened has to pass following board resolutions:

- Approval of the scheme of fast track merger.
- To fix the date, time and place for convening the meeting of shareholders.
- To fix the date, time and place for convening the meeting of creditors.

Step III: Notice of Proposed Scheme: The next step in the process of fast track merger after holding the board meeting is to give notice of the proposed scheme of merger. It is required under Section 233 of the Companies Act that a notice inviting objections or suggestions to the fast track merger shall be sent to the office of Registrar of Companies (ROC) or to the office of official liquidators where registered office of the respective companies are situated or persons affected by the scheme along with a copy of the Scheme.

Step IV: Filing a declaration of solvency with ROC: Both the transferee and transferor company has to file a declaration of solvency with the office of ROC. The notice has to be filed in a prescribed form and manner before the meetings of shareholder and creditors are convened for the approval of the scheme of fast track merger.

Step V: Convening a meeting of shareholders: Both the transferee and transferor company has to convene a meeting of members or shareholders and a notice for the meeting has to be sent to the members. The notice of a meeting must contain the following informations:

- A statement disclosing the details of the arrangement or compromise, as referred to in Section 230(3) of the Act read with the sub-rule (3) of rule 6 of the Rules.
- Declaration of solvency made in Form No. CAA 10. The form should be cleared at least 21 days before the date of a meeting, and
- Copy of Scheme.

If any objections or suggestions have been received by the company from the office of ROC or the Official Liquidator or by the persons who are affected by the arrangement of the scheme have to be considered by the company in their respective general meetings and the scheme is approved by the respective members or class of members at a general meeting holding at 90% of the total number of shares.

Step VI: Convening creditors meeting: A notice has to be sent to the creditor before convening the meeting and the notice must include:

- A statement disclosing the details of the arrangement or compromise, as referred to in Section 230(3) of the Act read with the sub-rule (3) of rule 6 of the Rules.
- Declaration of solvency made in Form No. CAA 10. The form should be cleared at least 21 days before the date of a meeting, and
- Copy of Scheme.

The scheme of the merger has to be approved by a majority of the creditors representing 9/10 of the creditors or class of creditors present in the meeting.

Step VII: Filing of the Scheme: Scheme is to be drafted by the transferee company. A copy of the scheme has to be submitted along with the result of each of the meetings with Regional Director. A copy of the scheme along with the Form No. CAA 11 within seven days from the conclusion of the meeting of members or creditors to the office of ROC having jurisdiction in the form GNL 1 and to the office of Official Liquidator through hand delivery or by speed post or registered post.

Step VIII: Approval of Scheme by Regional Director: Scheme is to be approved by Regional Director. If on receiving the copy of scheme, the ROC or the official liquidator has no objection or suggestion to the scheme then the same shall be registered by the Regional Director and he will issue the confirmation to the merging companies.

- If on receipt of the scheme the ROC or official liquidator has some objections or suggestions to the scheme he may communicate the same to the Regional Director in writing within a period of thirty days. If no such communication is made by the ROC or the official liquidator it shall be assumed that there is no objection to the scheme.
Step IX: Filing of Confirmation Order with the ROC: For the effective fast track merger both the transferee and the transferor company has to submit a copy of order conforming the scheme of fast track merger from the tribunal or the regional director to the office of the ROC. The persons concerned and the ROC shall register the scheme and issue a confirmation to the companies and such confirmation shall be communicated to the ROC where transferor company or companies were situated.

Post Effect on Merger :-
1. The registration of the scheme shall be deemed to have effect of dissolution of the transferor company without process of winding up.
2. The Assets and Liabilities of the transferor company becomes the property and liabilities of transferee company.
3. Legal proceeding by or against the transferor company before any court of Law shall by continued by or against the transferee company.
4. Fee, if any, paid by the transferor Company on its authorized capital prior to its merger with the transferee company shall be set-off against the fees payable by the transferee company on its authorized capital enhanced by the merger or amalgamation.

KNOW YOUR MEMBER (KYM)

A User Manual for filling the Know Your Member (KYM) proforma online is available at the below link: http://www.icsi.in/student/Portals/0/Manual/KYM/Usermanual.pdf
WANTED
QUALIFIED COMPANY SECRETARY(S) (ACS)

FOR

A leading private sector group in Eastern India having interest in diverse businesses requires four qualified company secretaries for its different group companies. Freshly qualified and experienced candidates can both apply – Good remuneration.

Please apply with detailed bio-data along with passport size photograph and expected salary to secretarial@rp-sg.in
Our Dear Esteemed Colleagues,

Greetings of the New Year!!!

Eastern India Regional Council of The Institute of Company Secretaries of India brings to you the Annual Membership Scheme (AMS) for 2019 (from 1st February, 2019 to 31st January, 2020). We will endeavour to organise programs of relevance with renowned speakers from across the country (from corporate and practice both) at appropriate venue for effective knowledge dissemination & overall professional development.

The commitment for minimum number of programmes is mentioned herein, however, it is expected to organize more number of programmes, which the members/professionals/students of ICSI enrolling in this scheme will be entitled to attend. Apart from the regular aforesaid academic sessions, Publications/Books may be provided to the members registered under this scheme.

<table>
<thead>
<tr>
<th>Programmes on offer (minimum)</th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>‧ Four (4) Full-Day Seminars</td>
<td></td>
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<tr>
<td>‧ Regional Conference of Practicing Company Secretaries</td>
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<tr>
<td>‧ Regional Conference of Company Secretaries</td>
<td></td>
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<tr>
<td>‧ Six (6) Half-Day Workshops</td>
<td></td>
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<tr>
<td>‧ Study Circle Meetings</td>
<td></td>
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<tr>
<td>‧ Interactive Meetings/Foundation Day Programme</td>
<td></td>
</tr>
</tbody>
</table>

PCH / PDP As per the ICSI Guidelines

Mode of Payment Payment may be made in Cash or by Cheque/DD drawn in favour of “The Institute of Company Secretaries of India – EIRC”

Online Payment can be made through the following link: [https://paytm.com/education?op=The%20Institute%20of%20Company%20Secretaries%20-%20India&section=registration](https://paytm.com/education?op=The%20Institute%20of%20Company%20Secretaries%20-%20India&section=registration)

Fee Structure (inclusive of GST @18%)

<table>
<thead>
<tr>
<th>Category</th>
<th>Fee</th>
<th>Remarks (Nomination Facility)</th>
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</thead>
<tbody>
<tr>
<td>Individual Members</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Rs. 7,000/-</td>
<td>Members who got their membership on or after 01.04.2016</td>
<td></td>
</tr>
<tr>
<td>Rs. 9,200/-</td>
<td>Members who got their membership up to 31.03.2016</td>
<td></td>
</tr>
<tr>
<td>Corporate Members</td>
<td></td>
<td></td>
</tr>
<tr>
<td>SILVER</td>
<td>₹13,000/-</td>
<td>Any ONE delegate from the Company/organisation can attend</td>
</tr>
<tr>
<td>GOLD</td>
<td>₹20,500/-</td>
<td>Any TWO delegates from the Company/organisation can attend simultaneously</td>
</tr>
<tr>
<td>PLATINUM</td>
<td>₹36,000/-</td>
<td>Any FOUR delegates from the Company/organisation can attend simultaneously</td>
</tr>
</tbody>
</table>

(Nomination facility is only for the Members of Corporate Schemes not for the Individual Members.)

Please register for the scheme at an early date to avail the maximum benefit. We request corporates, firms and our members to extend their kind support and patronage to make this Scheme successful. It will go a long way in helping your Regional Council to organize much better, bigger and relevant programs.

For further information, please write to Shri Alok Kumar, Executive (Admin), EIRO at alok.kumar@icsi.edu.

With best regards,

CS Rajesh Chura CS Priyadarshi Nayak CS Anil Kumar Dubey CS Rajesh Mittal
Chairman Vice Chairman Secretary Treasurer
Members: CS Biman Deb Nath 1 CS Sudhir Kumar Banthiya
Ex-Officio Members: CS Deepak Kumar Khaitan 1 CS Siddhartha Murarka
REGISTRATION FORM FOR ANNUAL MEMBERSHIP SCHEME
[EFFECTIVE FROM 1ST FEBRUARY, 2019 TO 31ST JANUARY, 2020]

The Regional Director
Eastern India Regional Office
The Institute of Company Secretaries of India
3A, Ahiripukur 1st Lane
Kolkata 700 019

Dear Sir,

Please register the following person(s) as delegate(s) for attending the programmes under Annual Membership Scheme (AMS) being organized by The Institute of Company Secretaries of India, Eastern India Regional Council (ICSI-EIRC) for the period of one year from 1st February, 2019 to 31st January, 2020.

The particulars of the nominated person(s) are as under:

I. FOR INDIVIDUAL:
Name (in Block Letters): ---------------------------------------------------------------
Designation: ---------------------------------------------------------------
Name & Address of the organization: ---------------------------------------------------------------
FCS/ACS No.:-----------------CP No.---------Mobile No.------------E-mail ID: -------------------------------

II. FOR CORPORATE (Please select the appropriate box)
[SILVER] [GOLD] [PLATINUM]
Name of the Organisation: ---------------------------------------------------------------
Address: ---------------------------------------------------------------

Details of the delegates registered:

<table>
<thead>
<tr>
<th>S.N</th>
<th>Name</th>
<th>FCS/ACS No.</th>
<th>Contact No. (Mobile)</th>
<th>Email Id</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td></td>
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<td>2</td>
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<td>5</td>
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</tbody>
</table>

Payment:  
a) A cheque / DD no. (*)-----------------------------dated--------------for Rs.--------------drawn on -----------------------------is enclosed.
   b) Payment made by cash for Rs.-------------vide Receipt No.-------------dated--------------

Yours faithfully,

Place:…………………………………..

Date:…………………………………..

[ Sponsoring Authority / Delegate ]

(*) The cheque /demand draft shall be drawn in favour of "The Institute of Company Secretaries of India - EIRC" payable at “Kolkata”.

Style is a reflection of your attitude and your personality - Shawn Ashmore
ICSI Mega Campus Placement for New Members held on Saturday, 18th May, 2019 at ICSI-EIRC House, Kolkata
LEGAL UPDATES
By CS Amit Kumar
Company Secretary

- Notification in Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 F.No. 05/01/2019-IEPF dated 1st May, 2019

In exercise of the powers conferred by sub-sections (1),(2),(3),(4),(8),(9) and (10) of sec 125 and sub-section (6) of section 124 read with section 469 of the Companies Act, 2013 (18 of 2013), the Central Government hereby makes the following rules, further to amend the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, namely:-

1. (i) These rules may be called the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2019. (ii) They shall come into force on the date of their publication in the Official Gazette.

2. In the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (hereinafter referred as the said rules), in rule 2, sub rule (1), in clause (d), for the words, brackets, letter and figures “and ‘subsidiary bank’ as defined in clause (k) of section 2 of State Bank of India (Subsidiary Bank) Act, 1959 (38 of 1959)”, the words, figures, brackets and letter “State Bank of India constituted under section 3 of the State Bank of India Act, 1955 (23 of 1955), ‘subsidiary bank’ as defined in clause (k) of section 2 of State Bank of India (Subsidiary Bank) Act, 1959 (38 of 1959) and includes any other entity which is required to transfer any fund to Investor Education and Protection Fund in accordance with any Act or Statute governing it” shall be substituted.

3. In the said rules, in rule 3, in sub-rule (2) in clause (g), after words, figures, letter and brackets “section 10B of the Banking Companies (Acquisition and Transfer of Undertaking) Act, 1980, words, figures, letter and brackets “section 3 of the State Bank of India Act, 1955” shall be inserted.

- FEMA- Real Time Gross Settlement (RTGS) System – Extension of Timings of Service Charges

A reference is invited to circular DPSS (CO) RTGS No.492/04.04.002/2015-16 dated September 1, 2015 on ‘Changes in RTGS time window’ and circular DPSS (CO) RTGS No.1926/04.04.002/2015-16 dated February 1, 2016 on ‘RTGS service charges for members and customers - Rationalisation’.

2. It has been decided to extend the timings for customer transactions (initial cut-off) in RTGS from 4:30 pm to 6:00 pm. Accordingly, the RTGS time window with effect from June 1, 2019 will be as under:

<table>
<thead>
<tr>
<th>Sr. No.</th>
<th>Event</th>
<th>Time</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Open for Business</td>
<td>08:00 hours</td>
</tr>
<tr>
<td>2</td>
<td>Customer transactions (Initial Cut-off)</td>
<td>18:00 hours</td>
</tr>
<tr>
<td>3</td>
<td>Inter-bank transactions (Final Cut-off)</td>
<td>19:45 hours</td>
</tr>
<tr>
<td>4</td>
<td>IDL Reversal</td>
<td>19:45 hours - 20:00 hours</td>
</tr>
<tr>
<td>5</td>
<td>End of Day</td>
<td>20:00 hours</td>
</tr>
</tbody>
</table>

3. The time-varying charges for transactions in RTGS from 13:00 hours to 18:00 hours shall be ₹ 5 per outward transaction. The time varying charges structure is as under:

<table>
<thead>
<tr>
<th>Sr.No.</th>
<th>Time of Settlement at Reserve Bank of India</th>
<th>Time varying charge per outward transaction (in addition to flat processing charge) (exclusive of tax, if any)</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>08:00 hours - 11:00 hours</td>
<td>Nil</td>
</tr>
<tr>
<td>2</td>
<td>After 11:00 hours - 13:00 hours</td>
<td>₹ 2.00</td>
</tr>
<tr>
<td>3</td>
<td>After 13:00 hours - 18:00 hours</td>
<td>₹ 5.00</td>
</tr>
<tr>
<td>4</td>
<td>After 18:00 hours</td>
<td>₹ 10.00</td>
</tr>
</tbody>
</table>

This directive is issued under Section 10 (2) read with Section 18 of Payment and Settlement Systems Act 2007 (Act 51 of 2007)

- Permitting Foreign Portfolio Investors (FPI) to invest in Municipal Bonds: SEBI circular No. IMD/FPIC/CIR/P/2019/62 dated May 08, 2019

1. RBI vide A.P. (DIR Series) Circular No. 33 dated April 25, 2019 has permitted FPIs to invest in municipal bonds.

2. It is decided that in accordance with the provisions of Regulation 21(1)(p) of SEBI (Foreign Portfolio Investors) Regulations, 2014, FPIs are, henceforth, permitted to invest in municipal bonds.

3. This circular is issued in exercise of powers conferred under Section 11 (1) of the Securities and Exchange Board of India Act, 1992

- Participation of Mutual Funds in Commodity Derivatives Market in India: SEBI circular No. SEBI/HO/IMD/DF2/CIR/P/2019/65 dated May 21, 2019

1. In order to promote institutional participation in Exchange Traded Commodity Derivatives (ETCDs), SEBI has permitted Category III Alternative Investment Funds to participate in exchange traded commodity derivatives vide circular no.SEBI/HO/CDMRD/DMP/CIR/P/2017/61 dated June 21, 2017 and also vide circular no. SEBI/HO/CDMRD/DMP/CIR/P/2018/134 dated October09, 2018 permitted Eligible Foreign Entities (EFE) having actual exposure to Indian commodity markets, to participate in the commodity derivative segment of recognized stock exchanges for hedging their exposure. In furtherance to this objective, it has been decided to permit mutual funds to participate in ETCDs.

The participation of mutual funds in ETCDs would be subject to the following:

i. Mutual funds are permitted to participate in ETCDs in India, except in commodity derivatives on ‘Sensitive Commodities’ as defined vide SEBI circular no. SEBI/HO/CDMRD/DMP/CIR/P/2017/84 dated July 25, 2017

To Be Continued In Next Page...
ii. In partial modification to paragraph 3 of SEBI Circular No.CIR/IMD/DF/11/2015 dated December 31, 2015, it has been decided that ETCDs having gold as the underlying, shall also be considered as ‘gold related instrument’ for Gold Exchange Traded Funds (Gold ETFs).

iii. No Mutual fund schemes shall invest in physical goods except in ‘gold’ through Gold ETFs. Further, as mutual fund schemes participating in ETCDs may hold the underlying goods in case of physical settlement of contracts, in that case mutual funds shall dispose of such goods from the books of the scheme, at the earliest, not exceeding 30 days from the date of holding of the physical goods.

iv. No mutual fund scheme shall have net short positions in ETCDs on any particular good, considering its positions in physical goods as well as ETCDs, at any point of time.

v. Mutual funds are permitted to participate in ETCDs through the following schemes:
   a) Hybrid schemes in terms of paragraph C of the Annexure to SEBI Circular No.SEBI/HO/IMD/DF3/CIR/P/2017/114 dated October 06, 2017, which includes multi asset scheme and
   b) Gold ETFs.

vi. In case of existing schemes, as mentioned in paragraph 3(v) above, prior to commencement of participation in ETCDs, the scheme shall comply with the provisions of Regulation 18(15A) of SEBI (Mutual Funds) Regulations, 1996, as this will lead to change in fundamental attributes of the scheme and all unitholders shall be given a time-period of at least 30 days to exercise the option to exit at prevailing NAV without charging of exit load, if any.

vii. Prior to participation in ETCDs, the AMCs shall adhere to the following:
   a) Appoint a dedicated fund manager with requisite skill and experience in commodities market (including commodity derivatives market).
   b) Appoint a custodian registered with the Board for custody of the underlying goods, arising due to physical settlement of contracts.
   c) Have written down investment policy for participation in ETCDs approved by the Board of the Asset Management Company and the Board of Trustees.
   d) Have written down valuation policies approved by the Board of the AMC and the Board of Trustees for valuation of commodity derivatives and the underlying goods, arising due to physical settlement of contracts. The approved valuation policies should be subject to the principles of fair valuation of the assets of mutual funds schemes.

viii. In partial modification to paragraph 2(b) of SEBI Circular No. CIR/IMD/DF/04/2013 dated February 15, 2013 read with paragraph 3(b) of SEBI Circular No. CIR/IMD/DF/11/2015 dated December 31, 2015, it has been decided that before investing in GDS of Banks, GMS and ETCDs having gold as the underlying, mutual funds shall put in place written policy with regard to such investments with due approval from the Board of the Asset Management Company and Board of Trustees. The policy should have provisions to make it necessary for the mutual fund to obtain approval of trustees for investment proposal in GDS of any Bank and GMS. The policy shall be reviewed by mutual funds, at least once in a year.

ix. Mutual fund schemes may participate in the ETFs as ‘clients’ and shall be subject to all the rules, regulations and instructions, position limit norms, etc. as may be applicable to clients, issued by SEBI and Exchanges from time to time. The position limits at mutual fund level be as applicable to ‘Trading Members’.

x. Schemes investing in ETCDs shall be benchmarked against an appropriate benchmark.

xi. AMCs shall not onboard Foreign Portfolio Investors (FPIs) in schemes investing in ETCDs until FPIs are permitted to participate in ETCDs.

**Investment Limits:**

4. Participation of mutual funds in ETCDs shall be subject to the following investment limits:

i. Mutual fund schemes shall participate in ETCDs of a particular good (single), not exceeding 10% of net asset value of the scheme. However, the limit of 10% is not applicable for investments through Gold ETFs in ETCDs having gold as underlying.

ii. In case of multi assets allocation schemes, the exposure to ETCDs shall not be more than 30% of the net asset value of the scheme.

iii. In case of other hybrid schemes excluding multi assets allocation scheme, the participation in ETCDs shall not exceed 10% of net asset value of the scheme.

iv. In partial modification to paragraph 3 of SEBI Circular No.CIR/IMD/DF/11/2015 dated December 31, 2015, it is proposed that in case of Gold ETFs, the cumulative exposure to gold related instruments i.e. Gold Deposit Scheme (GDS) of banks, Gold Monetization Scheme (GMS) and ETCD having gold as the underlying shall not exceed 50% of net asset value of the scheme. However, within the 50% limit, the investment limit for GDS and GMS as part of gold related instrument shall not exceed 20% of net asset value of the scheme. The unutilized portion of the limit for GDS of banks and GMS can be utilized for ETCD having gold as the underlying.

v. The cumulative gross exposure through equity, debt and derivative positions (including commodity derivatives) shall not exceed 100% of net asset value of the scheme.

**Disclosures:**

5. In case of mutual fund schemes investing in ETCDs, the AMC shall adhere to the following:

i. The NAVs of those schemes shall be updated on daily basis by the AMCs on their website and on the website of AMFI by 09:00 a.m. of the following calendar day.

ii. The format of monthly and half yearly portfolio may be modified to reflect the investment in ETCDs.

iii. The total exposure to ETCDs shall be disclosed as a line item in the Monthly Cumulative Report (MCR) submitted by mutual funds.

6. The Recognized Stock Exchanges are advised to:

i. Make necessary amendments to the relevant bye-laws, rules and regulations.

ii. Bring the provisions of this circular to the notice of the members of the Exchange and also to disseminate the same on their website.

iii. Communicate to SEBI, the status of the implementation of the provisions of the circular.

7. All the provisions of the circular will be applicable from the date of the circular.

8. This circular is issued in exercise of powers conferred under Section 11 (1) of the Securities and Exchange Board of India Act, 1992, read with the provisions of Regulation 77 of SEBI (Mutual Funds) Regulations, 1996, to protect the interests of investors in securities and to promote the development of, and to regulate the securities market.
WANTED
QUALIFIED COMPANY SECRETARY(S)
(ACS)
FOR
‘Loharuka Group’, a leading private sector group in Eastern India having diversified business in Real Estates, Hospitality and Retails, requires four (4) Qualified Company Secretaries for its different associates companies.

Associate members of The Institute of Company Secretaries of India, having 0-1 year of experience or more can apply at the below mentioned address with detailed Bio-Data and along with passport size photograph and expected salary to the following address:

E-Mail : sumeet@loharukagroup.com

‘LOHARUKA GROUP’
DC-9/28 Shastri Bagan,
Deshbandhu Nagar,
Kolkata-700059 (W.B.)

Job Location - Baguiati, Kolkata-700059
Dear Professional Colleagues,

Sub: Insurance for ICSI Stakeholders

The Institute entered into MoUs of tie-up with various Insurance Providers for different Insurance Products to provide better Professional and Personal safety cover like Professional Indemnity Cover, Medical Insurance, Motor Insurance and others to its Members, Students and other Stakeholders, as per the following details:

<table>
<thead>
<tr>
<th>1. The Oriental Insurance Company</th>
<th>2. New India Insurance</th>
</tr>
</thead>
<tbody>
<tr>
<td>a. Professional Indemnity</td>
<td>a. Professional Indemnity</td>
</tr>
<tr>
<td>b. Office Package Policy</td>
<td>b. Medical Insurance</td>
</tr>
<tr>
<td>c. Other general products</td>
<td>c. Motor Insurance</td>
</tr>
</tbody>
</table>

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<tr>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>a. Cyber Insurance – for Individuals</td>
<td>a. Super Top up Health Insurance Policy</td>
</tr>
<tr>
<td>b. Director' and Official’s Liability Policy</td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>5. Tata AIG General Insurance Company</th>
<th>6. SBI Life Insurance</th>
</tr>
</thead>
</table>


I wish you, secured years in future.

CS Ranjeet Pandey
President

*Disclaimer: ICSI is a facilitator between its Stakeholders and the Insurance Companies. The interested stakeholders are advised to exercise their own discretion in buying the Insurance products and compare the final offer of these Insurance Companies with market offering before making a purchase. ICSI shall not be a party to the contract between the Buyers and insurance Companies.
Without peace, all other dreams vanish and are reduced to ashes - Jawaharlal Nehru

**FORTHCOMING PROGRAMME**

<table>
<thead>
<tr>
<th>Date</th>
<th>Name of the Programme</th>
<th>Venue</th>
<th>PCH/PDP</th>
</tr>
</thead>
<tbody>
<tr>
<td>21st June 2019</td>
<td>Yoga Day Celebration</td>
<td>ICSI-EIRC House</td>
<td>–</td>
</tr>
<tr>
<td>22nd June 2019</td>
<td>Full Day Seminar on the theme &quot;Gearing Up for the Next Leap .... &quot;</td>
<td>The Park, Kolkata</td>
<td>4/8</td>
</tr>
<tr>
<td>29th June 2019</td>
<td>Half Day Workshop on “Valuation – an Emerging Area”</td>
<td>ICSI-EIRC House</td>
<td>2/4</td>
</tr>
<tr>
<td>1st July, 2019</td>
<td>GST Day Celebration</td>
<td>The Park, Kolkata</td>
<td>2/3</td>
</tr>
<tr>
<td>6th July, 2019</td>
<td>Programme on Union Budget</td>
<td>ICSI-EIRC House</td>
<td>2/4</td>
</tr>
</tbody>
</table>
| 20th July, 2019 | Moot Court Sessions
 "Drafting, Appearances, Documentation before NCLT/ NCLAT – A Practical Approach" | ICSI-EIRC House        | 4/8     |

**ANNOUNCEMENT**

Members who are not receiving Chartered Secretary Journal regularly, are requested to communicate with ICSI-EIRO at tamal.kar@icsi.edu for speedy action on the matter. While communicating, members are requested to mention his/her ACS/FCS No.; communication address, Mobile Nos. & E-Mail IDs.

Members are also requested to update their contact details viz. communication address, Mobile No(s); E-Mail IDs through Member’s Login ID provided by the Institute to the Members. Institute is taking utmost care in ensuring timely delivery of Chartered Secretary Journal to all the members.

Soft copy of Chartered Secretary Journal is also available at Link: https://www.icsi.edu/journals-bulletins/chartered-secretary/
BUY BACK OF SHARES BY LISTED COMPANIES – TAX FRIENDLY BOTH TO THE COMPANY AS WELL AS SHAREHOLDERS

By CS Rajesh Agarwal

Oflate there has been spate of Buy Back offers from leading Companies some of those being Infosys, TCS, Wipro, Mphasis. Even PSU companies are not behind. Most of the Buy Back offers are at prices much higher than current market price.

Most of the Buy Back offers are for 10% or less of the total paid up equity capital and free reserves of the Company as in such case shareholders approval by Special Resolution is not required and resolution passed by the Board of Directors is enough.

There are several method permitted for Buy Back. However most preferred route is Buy Back through Tender Offer where under Company can buy back its shares from existing holders thereof on proportionate basis up to higher either of 15% of shares proposed to be brought or number of shares entitled as per holding, reserved for small shareholders. Promoters may or may not participate in the Buy back

Letter of Offer mention maximum price at which shares will be bought back and the basis of arriving the same.

While rationale given for Buy Back are generally the following, it is a convenient way of rewarding shareholders as gain arising by tendering shares under Buy Back is Capital Gains and hence if shares were held for more than 12 months, Capital Gains arising is Long Term and hence, exempted from tax

a) Return of Surplus Funds
b) Improving return on Capital
c) Long term enhancement of value of shares remaining after Buy Back

Buy Back is a win win situation for both the Company and its shareholders. Through Buy Back the Company reward shareholders both participating and not participating. Shareholders participating receive cash for their shares. Non participants enjoy resultant increase in their percentage shareholding in the Company without any additional investment.

Buy Back helps Company to save tax on account of Dividend Distribution Tax without resulting in change of control and having an impact on its profitability or earnings except to the extent of reduction in amount available for investment. As long as Company has enough cash for its business including pursue growth opportunities, it is best that surplus funds are returned to shareholders and Buy Back appears to be best suited route therefor. Possibly for this reason shareholders are inundated with Buy Back offers

PROGRAMME ORGANISED BY TOLLYGUNGE STUDY CIRCLE ON SBO RULES AND RECENT AMENDMENTS TO SEBI LODR ON 11TH MAY, 2019 AT KOLKATA
The annual membership fee and certificate of practice fee for the year 2019-2020 has become due for payment w.e.f. 1st April, 2019. The last date for the payment of annual membership fee is 30th June, 2019 and certificate of practice fee is 30th September, 2019.

The membership and certificate of practice fee payable are as follows:

<table>
<thead>
<tr>
<th>Particulars</th>
<th>Associate (admitted till 31.03.2018)</th>
<th>Associate (admitted on or after 01.04.2018)</th>
<th>Fellow</th>
</tr>
</thead>
<tbody>
<tr>
<td>Annual Membership fee*</td>
<td>Rs. 2950</td>
<td>Rs. 1770</td>
<td>Rs. 3540</td>
</tr>
<tr>
<td>Certificate of Practice fee*</td>
<td>Rs. 2360</td>
<td>Rs. 1770</td>
<td>Rs. 2360</td>
</tr>
<tr>
<td>Entrance fee**</td>
<td>Rs. 2360</td>
<td>Rs. 2360</td>
<td>Rs. 2360</td>
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<tr>
<td>Restoration fee***</td>
<td>Rs. 295</td>
<td>Rs. 295</td>
<td>Rs. 295</td>
</tr>
</tbody>
</table>

* Fee inclusive of applicable GST@18%.
** Fee inclusive of applicable GST@18% and applicable if annual membership fee is not received by 30th June, 2019.
*** Fee inclusive of applicable GST@18% and applicable if annual membership fee is not received by 30th June, 2019 OR if certificate of practice fee is not received by 30th September, 2019

The certificate of practice fee must be accompanied by a declaration in form D duly completed in all respects and signed. The requisite form ‘D’ is available on the website of Institute www.icsi.edu

A member who is of the age of sixty years or above and is not in any gainful employment or practice can claim 50% concession in the payment of Associate/Fellow Annual Membership fee and a member who is of the age of seventy years or above and is not in any gainful employment or practice can claim 75% concession in the payment of Associate/Fellow Annual Membership fee subject to the furnishing of declaration to that effect.

A member who is physically challenged and not in any gainful employment or practice can seek concession in annual membership fee @ 25% w.e.f. 1st April, 2019. This concession is also applicable additionally to members who are of the age of sixty/seventy years or above and not in any gainful employment or practice. The member needs to submit a medical certificate and a declaration to this effect for seeking this concession.

Please note that the members holding Certificate of Practice are not eligible to claim concession in annual membership fee.

MODE OF REMITTANCE OF FEE

The fee can be remitted by way of:

(i) Online (through payment gateway of the Institute’s website www.icsi.edu). The direct payment link URL is https://www.icsi.in/student/DesktopModules/Icsi/Member/Account/PaymentRequests/PayMembershipFee.aspx and through members login portal.

(ii) Cheque at par/Demand Draft/Pay Order payable at New Delhi (indicating on the reverse name and membership number) drawn in favour of “The Institute of Company Secretaries of India” at the Institute’s Headquarters / Noida office.

(iii) At ICSI HQ at Delhi or Noida in person by cash/cheque at par/DD at the reception counter from 9:00 am to 4:00 pm.

For queries, if any, the members may please write to Mr. Jitendra Kumar, Executive Assistant at email id jitendra.kumar@icsi.edu

Members would henceforth be required to declare their PAN (mandatory) and Aadhaar / UID Number (optional) at the time of making online payment of annual membership fees and while applying for Fellow membership of the Institute in Form-B.

Further, offline Membership fee / Certificate of Practice fee would not be accepted in any office of the Institute from 1st June, 2019. Only online fees shall be accepted from 1st June, 2019 onwards.

Members may also note that as per Regulation 3 of the Company Secretaries Regulations, 1982, they are required to communicate to the Institute any change in their Professional Address within one month of such change.

The person who talks most of his own virtue is often the least virtuous - Jawaharlal Nehru
LEGAL UPDATES
By CS Rajesh Agarwal
Company Secretary

Scheme of the prosecution in punishing under Section 138 of the Negotiable Instruments Act 1881 (Act) is different from the scheme of the Code of Criminal Procedure 1973 (CrPC)*

22. The CrPC is an enactment which is designed to regulate the procedures governing the investigation of crimes in order to get the perpetrators of the crime punished. A crime is an act or omission prohibited by law attracting certain legal consequences like imprisonment, fine etc. Obviously, acts or omissions constituting offences/crimes are capable of being committed only by person either natural or juridical.

The CrPC imposes a duty on the investigating agencies to gather evidence necessary to establish the occurrence of a crime and to trace out the perpetrators of the crime in order to get them punished. Punishment can be inflicted only by a competent Court but not by the investigating agency. Courts are authorized to inflict punishment if only they are satisfied that the evidence gathered by the investigating agency is sufficient to establish that (1) a crime had been committed; and (2) the persons charged with the offence (accused) and brought before the Court by the investigating agency for trial are the perpetrators of the crime.

Under the Scheme of the CrPC, any investigating agency (normally the police) is bound to investigate by following the procedure prescribed therein once it receives either information regarding the commission of a cognizable offence or an order from a Magistrate to investigate into the allegation of the occurrence of a non-cognizable offence and submit a report under Section 173. Chapter 173(2)(i)(d) inter alia stipulates that the report should contain a statement:

“Whether any offence appears to have been committed and if so by whom?” The conclusions reached by the police after investigation into the above two questions are required to be scrutinized by a competent Court. It is only after the Court is satisfied that the evidence collected by the investigating agency is sufficient in law to punish the accused, such accused can be punished. Taking cognizance of an offence by the Court is one of the initial steps in the process. Thereafter, the investigating agency is required to collect evidence (investigate) and place the same before the Court under Section 173 CrPC.

23. The scheme of the prosecution in punishing under Section 138 of the Act is different from the scheme of the CrPC. Section 138 creates an offence and prescribes punishment. No procedure for the investigation of the offence is contemplated. The prosecution is initiated on the basis of a written complaint made by the payee of a cheque. Obviously such complaints must contain the factual allegations constituting each of the ingredients of the offence under Section 138. Those ingredients are: (1) that a person drew a cheque on an account maintained by him with the banker; (2) that such a cheque was presented to the bank within a period of six months from the date it was drawn or within the period of its validity whichever is earlier; (4) that the payee demanded in writing from the drawer of the cheque the payment of the amount of money due under the cheque to payee; and (5) such a notice of payment is made within a period of 30 days from the date of the receipt of the information by the payee from the bank regarding the return of the cheque as unpaid. It is obvious from the scheme of Section 138 that each one of the ingredients flows from a document which evidences the existence of such an ingredient. The only other ingredient which is required to be proved is that of taking cognizance of an offence under Section 138 that is despite of the demand noticed referred to above, the drawer of the cheque failed to make the payment within a period of 15 days from the date of the receipt of the demand. A fact which the complainant can only assert but not prove, the burden would essentially be on the drawer of the cheque to prove that he had in fact made the payment pursuant to the demand.

24. By the nature of the offence under Section 138 of the Act, the first ingredient constituting the offence is the fact that a person drew a cheque. The identity of the drawer of the cheque is necessarily required to be known to the complainant (payee) and needs investigation and would not normally be in dispute unless the person who is alleged to have drawn a cheque disputes that very fact. The other facts required to be proved for securing the punishment of the person who drew a cheque that eventually got dishonoured is that the payee of the cheque did in fact comply with each of the steps contemplated under Section 138 of the Act before instituting prosecution. Because it is already held by this Court that failure to comply with any one of the steps contemplated under Section 138 would not provide “cause of action for prosecution”. Therefore in the context of a prosecution under Section 138, the concept of taking cognizance of the offence but not the offender is not appropriate. Unless the complaint contains all the necessary factual allegations constituting each of the ingredients of the offence under Section 138, the Court cannot take cognizance of the offence. Disclosure of the name of the person drawing the cheque is one of the factual allegations which a complaint is required to contain. Otherwise in the absence of any authority of law to investigate the offence under Section 138, there would be no person against whom a Court can proceed. There cannot be a prosecution without an accused. The offence under Section 138 is person specific. Therefore, the Parliament declared under Section 142 that the provisions dealing with taking cognizance contained in the CrPC should give way to the procedure prescribed under Section 142. Hence the opening of non-obstante clause under Section 142. It must also be remembered that Section 142 does not either contemplate a report to the police or authorize the Court taking cognizance to direct the police to investigate into the complaint.

• Source : Hon’ble Supreme Court on 30th August 2017 in the case of N Harihara Krishnan vs J Thomas in Criminal Appeal no 1534 of 2017 (Arising out of SLP (Crl) No 1439 of 2017

WANTED
QUALIFIED COMPANY SECRETARY (ACS)
FOR
JAROLI VINCOM PVT. LTD.
410, “MANGALAM” “A”
24, HEMANTA BASU SARANI
KOLKATA 700 001

Please apply with detailed bio-data along with passport size photograph and expected salary to:

THE DIRECTOR
JAROLI VINCOM PVT. LTD.
410, “MANGALAM” “A”
24, HEMANTA BASU SARANI
KOLKATA 700 001
TEL: 033-2210 0048
E-MAIL: JAROLIVINCOM@YAHOO.COM

REQUIRED QUALIFIED COMPANY SECRETARY

We are a registered NBFC listed in Kolkata Stock Exchange and are looking for a qualified Company Secretary preferably with 2/3 years experience for handling all secretarial jobs and statutory compliances.

Interested candidates may send their full bio-data and expected remuneration to –

The Director
Tejpur Vanijya Ltd.,
41, Chowringhee Road (2nd Floor)
Kolkata – 700 071.
Tel: 033-22881161
E: mail : stcdugar@gmail.com

## BHUBANESWAR CHAPTER

<table>
<thead>
<tr>
<th>Date</th>
<th>Name of the Programme</th>
<th>Topic with Speaker</th>
<th>Venue</th>
<th>Total Participants</th>
</tr>
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<tbody>
<tr>
<td>24.05.2019</td>
<td>Study Circle Meeting &amp; Workshop</td>
<td>Various Provisions and Practical Aspects on Form DPT-3 &amp; MSME-1</td>
<td>Bhubaneswar Chapter</td>
<td>24</td>
</tr>
<tr>
<td></td>
<td></td>
<td>CS Prasant Panda,</td>
<td></td>
<td></td>
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<tr>
<td></td>
<td></td>
<td>Company Secretary</td>
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<td></td>
<td>OTV Limited, Bhubaneswar</td>
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<tr>
<td>31.05.2019</td>
<td>Oath Taking Ceremony on No Tobacco Day</td>
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## DHANBAD CHAPTER

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<th>Name of the Programme</th>
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<th>Venue</th>
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<td>18.05.2019</td>
<td>Study Circle Meet</td>
<td>Form INC-22A (ACTIVE), MSME-1 &amp; DPT-3</td>
<td>Dhanbad Chapter of ICSI</td>
<td>07</td>
</tr>
<tr>
<td></td>
<td></td>
<td>Speaker – CS Roshan Lal Nad, Secretary, Dhanbad Chapter of ICSI</td>
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</tr>
</tbody>
</table>

## HOOGHLY CHAPTER

| Date       | Name of the Programme                  | Topic with Speaker                                                                 | Venue                  | Total Participants |
|------------|----------------------------------------|--------------------------------------------------------------------------------------|                        |                    |
| 12.05.2019 | 1st & 2nd Study Circle Meetings        | on “Practice Aspects and How to do Filing of Forms DPT 3 & MSME 1” and “Practical Aspects of Filing of Income Tax Return & Recent Changes” | Conference Hall of Hooghly Chapter, Rishra | 27                 |
|            |                                        | CS Sankar Kumar Patnaik, Practicing Company Secretary & CS Sunil Kumar Maheshwari, Practicing Company Secretary |                        |                    |

## RANCHI CHAPTER

| Date       | Name of the Programme                  | Topic with Speaker                                                                 | Venue                  | Total Participants |
|------------|----------------------------------------|--------------------------------------------------------------------------------------|                        |                    |
| 30.04.2019 | To 04.05.2019 7th 5-days Entrepreneur  | Form INC-22A (ACTIVE), MSME-1 & DPT-3                                               | Ranchi Chapter of EIRC of ICSI | 04                 |
|            | Development Programme                  | Speaker – CS Roshan Lal Nad, Secretary, Dhanbad Chapter of ICSI                     |                        |                    |
| 11.05.2019 | Participation in Conference on “Law    | Conference on “Law and Economics of Insolvency and Bankruptcy” organized by the IBBI | Judicial Academy, Dhurwa, Ranchi | 10                 |
|            | and Economics of Insolvency and Bankruptcy” organized by the IBBI | (i)Mr. Sumant Batra, President, SIPI (ii)Dr. M.S.Sahoo, Chairperson, IBBI (iii)Mr. Gyaneshwar Kumar Singh, Joint Secretary, MCA (iv)Mr. Ajit Kumar, Advocate General, Jharkhand (v)Hon’ble Mr. Justice Aniruddha Bose, Chief Justice, High Court of Jharkhand (vi)Hon’ble Mr. Justice S. J. Mukhopadhyaya, Chairperson, NCLAT and Former Judge, Supreme Court of India |                        |                    |
| 24.05.2019 | Study Circle meeting                  | DPT-3, MSME, ADT-1 & BEN-2                                                          | Ranchi Chapter of EIRC of ICSI | 10                 |
|            |                                        | CS Sanjeev Kumar Dikshit, Past-chairman of Ranchi Chapter of EIRC of ICSI            |                        |                    |

Total No. of Career Awareness Programmes organised during May, 2019

### ATTENTION

For latest admission of Associate and Fellow Members, Life Members of Company Secretaries Benevolent Fund (CSBF), Licentiates and issuance of Certificate of Practice, kindly refer to the link: [http://www.icsi.edu/Member.aspx](http://www.icsi.edu/Member.aspx)

### DISCLAIMER

This is to inform to all that views and information expressed and provided in the Articles of this edition are the views and information of the respective authors. They have no connection with the organisation with which the authors are associated. ICSI-EIRC is not responsible for the authenticity or propriety of the contents of the Articles and ICSI-EIRC cannot be held responsible or liable for any claim or damage arising out any action or belief on the basis of the contents of the aforesaid Articles. ICSI-EIRC is not in any way responsible for the result of any action taken on the basis of the advertisement published in ICSI-EIRC Newsletter.
The field of Valuation is an untapped area which demands the presence of expert professionals possessing the right knowledge and capabilities and this demand-supply gap can be ably filled up by the Company Secretaries. The Ministry of Corporate Affairs (MCA) has notified the provisions governing valuation by registered valuers [section 247 of the Companies Act, 2013; and the Companies (Registered Valuers and Valuation) Rules, 2017; both have come into effect from 18 October, 2017.

ICSI has incorporated ICSI Registered Valuers Organisation (RVO) to enroll, educate, train and promote the profession of Registered Valuers as per the Companies (Registered Valuers and Valuation) Rules, 2017. ICSI RVO had organised the first such 50-hours Education Course for the valuation programme at Kolkata in the month of November, 2018. A Fresh batch of 50-hours Education Course for the eligible candidates who seek enrolment as a valuer member will soon be organized this year also.

The eligibility criteria and other details are available at the link: [http://www.icsirvo.in/Home/Eligibility](http://www.icsirvo.in/Home/Eligibility). The step by step process to get Valuation certificate is given below:

Interested and eligible candidates are requested to send their contact details along with their Membership/CP number details in the format given below to alok.kumar@icsi.edu.

<table>
<thead>
<tr>
<th>Name</th>
<th>ACS/FCS No.</th>
<th>CP No.</th>
<th>Email id</th>
<th>Mobile No.</th>
<th>Address</th>
</tr>
</thead>
</table>

Based on the number of eligible candidates, the 50-hours Educational Course will be organised at Kolkata soon.
WANTED
QUALIFIED COMPANY SECRETARY

A Private Limited Company in Eastern India having interest in diverse businesses requires qualified company secretary. Fresh or experienced candidates can apply.

Please apply with detailed bio-data along with passport size photograph and expected salary to the following address:-

STARRISE NIRMAN PRIVATE LIMITED
4, B. B. B. Bagh (East)
Stephen House, 2nd Floor Room No.24
Kolkata 700 001
Email ID: starrisenirman@gmail.com
Phone No. 98312 55323

WANTED
COMPANY SECRETARY

SNOWVIEW PROPERTIES LIMITED requires a company secretary. Fresh or experienced candidates can apply.

Please apply with detailed bio-data along with passport size photograph and expected salary to the following address:-

SNOWVIEW PROPERTIES LTD.
1, Garstin Place
Kolkata 700 001
Email ID: snowviewproperties@gmail.com
Phone No. 97486 49335

WANTED
COMPANY SECRETARY (ACS) FOR

A Private Limited NBFC Company requires Company Secretary for its office at Kolkata.

Interested Company Secretaries can apply with detailed bio-data along with passport size photograph and expected salary to the following address:-

MAYANK SECURITIES (P) LTD.
229, A. J. C. Bose Road
“Crescent Tower”, 5th Floor
Kolkata 700 020
Email ID: mspl04082@gmail.com
Phone No. 98749 84518

MAYANK GLOBAL FINANCE LIMITED, A NBFC COMPANY, requires qualified company secretary. Fresh or experienced candidates can both apply.

Please apply with detailed bio-data along with passport size photograph and expected salary to the following address:-

MAYANK GLOBAL FINANCE LIMITED
229, A. J. C. BOSE ROAD
“CRECENT TOWER”, 5TH FLOOR
KOLKATA 700 020
EMAIL ID: MSPL04082@GMAIL.COM
PHONE NO. 98749 84518
APPLICATION FORM FOR “POOL OF LEARNED SPEAKERS/ SUBJECT MATTER EXPERTS”

Personal Details:
1. Name:
2. Membership Number (ACS / FCS):
3. Qualifications (Academic & Professional):
4. Practice / Employment / Other (Please specify):
5. Name & address of Organisation:
6. Contact Number/ Mobile Number:
7. Email ID:
8. Experience (in years):

Name of any three topics of expertise on which session is sought:

Details of Topic

<table>
<thead>
<tr>
<th>S.No.</th>
<th>Topic</th>
<th>Name of the organisation / Institution</th>
<th>Time period of Session</th>
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<tbody>
<tr>
<td>1</td>
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</table>

Details of Past Experiences of delivering lectures / sessions:

I, __________________________________________, Membership No. ___________________

I hereby declare that the information provided herein this form is true & best of my knowledge.

Date: ____________________________
Place: ____________________________

______________________ (Name)
EIRC of ICSI is organising a Full Day Seminar on “Gearing Up for the Next Leap .... ” as per the schedule given below:

**Day & Date:** Saturday, 22nd June, 2019  
**Venue:** The Park, 17, Park Street, Kolkata - 700016  
**Registration:** 9:30AM to 10:30AM  
**Inaugural Session:** 10:30AM to 11:00AM  
**Knowledge Session:** 11:00AM to 2:00PM  
**Lunch:** 2:00PM to 3:00PM  
**Knowledge Session:** 3:00PM to 5:30PM  
**Delegate Fee (inclusive of taxes):** ₹1600/- only  
**No Fee for AMS Member**  
**PCH / PDP:** 4(Four) / 8(Eight)

**Topics for Deliberation and Guest Speakers:**

- “Annual Report under the Companies Act, 2013” by CS Vinod Kothari, Past Chairman, EIRC of ICSI (Practising Company Secretary)  
- “SEBI (LODR) (Amendment) Regulations, 2018” by CS Anshul Kr. Jain, Reliance Industries Ltd  
- “Overview of Regulations for NBFCs & Analysis of Judgment of Hon’ble Madras High Court in RBI Vs Nahar Leasing and others case” by CA Mohit Bhuteria, Practising Chartered Accountant

**Panelists for the Discussion on the topic “India Vision 2024”:**

- CA Dipankar Chatterji, Senior Partner, L B Jha & Co.  
- Prof. Suman K. Mukerjee, Director General, Bhawanipore Educational Society College  
- CS Pawan Marda, Assistant Vice President & Company Secretary, Linde India Ltd.

AMS member are requested to send their prior confirmation to alok.kumar@icsi.edu.

We request you to kindly make it convenient to attend the programme.
WANTED
QUALIFIED COMPANY SECRETARY

TEPCON INTERNATIONAL (INDIA) LIMITED requires a qualified Company Secretary for its following office.

Interested members of ICSI can directly apply with detailed CV along with passport size photograph and expected salary to:

TEPCON INTERNATIONAL (INDIA) LIMITED
4, B. B. Bag (East)
“Stephen House”, 2nd Floor, Room No.24
Kolkata 700 001
E-Mail: jaindharmol@yahoo.co.in
Tel.No.: 98302 72455

WANTED
COMPANY SECRETARY FOR

FLORENCE DEALER PRIVATE LIMITED for its Kolkata Office.

Interested Company Secretaries may apply with detailed CV along with passport size photograph and expected salary to:

FLORENCE DEALER PRIVATE LIMITED
56-E, Hemanta Basu Sarani
1st Floor, Room No.2
Kolkata 700 001
E-Mail: florencedealerpvt@gmail.com
Mobile: 98302 72455

WANTED
A QUALIFIED COMPANY SECRETARY

A Private Limited Company requires a qualified Company Secretary for its following office immediately.

Please apply with detailed bio-data along with passport size photograph and expected salary to:

SAIBABA VINCOM PRIVATE LIMITED
4, B. B. D. Bag (East)
“Stephen House”, 2nd Floor, Room No.24
Kolkata 700 001
E-Mail: saibabavincom@gmail.com
Mobile: 98310 89003

WANTED
A COMPANY SECRETARY (ACS)

Kaliyaganj Agro Trading Private Limited requires a qualified Company Secretary for its Kolkata Office.

Please apply with detailed CV affixing passport size photograph and expected salary to:

KALIYAGANJ AGRO TRADING PVT. LTD
18/1, M. G. Road
5th Floor, Room No.75
Kolkata 700 007
E-Mail: jaindharmol@yahoo.co.in
Phone No.98310 02730
EIRC of ICSI jointly with Hooghly Chapter of EIRC cordially invites you to celebrate **GST Day** as per following details:

**Day & Date:** Monday, 1st July, 2019  
**Registration:** 6:30pm to 7:00pm  
**Venue:** The Park, 17, Park Street, Kolkata -700016

### Topics for Deliberation

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<th>Topics for Deliberation</th>
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| Practical Aspects of GST Return Filing (Live Demo) | CS Tarun Kr. Gupta  
(Chairman of the session)  
CS Ankita Saxena  
Practising Company Secretary  
CS Udit Jalan  
CFO, Taaza TV  
CS T B Chatterjee  
GST Expert & Author |
| Opportunities for CS as GST Professional followed by Open House Session | |

**Bare Act on GST Act will be part of registration kit.**

The programme will be followed by Dinner.

**Confirmation email from AMS Members and Non-AMS Members (after making necessary payment of registration fee) may be sent to alok.kumar@icsi.edu**

Kindly block your calendar and make it convenient to attend the programme.
The Company Secretaries Benevolent Fund (CSBF) provides safety net to Company Secretaries who are members of the Fund and their family members in distress.

**CSBF**
- Registered under the Societies Registration Act, 1960
- Recognised under Section 12A of the Income Tax Act, 1961
- Subscription/Contribution to Fund qualifies for the deduction under section 80G of the Income Tax Act, 1961
- Has a membership of over 12,000

**Eligibility**
A member of the Institute of Company Secretaries of India is eligible for the membership of the CSBF.

**How to join**
- By making an application in Form A (available at www.icsi.edu/csbf) along with one time subscription of ₹10,000/-.
- One can submit Form A and also the subscription amount of ₹10,000/- ONLINE through Institute’s web portal: www.icsi.edu. Alternatively, he can submit Form A, along with a Demand Draft or Cheque for ₹10,000/- drawn in favour of ‘Company Secretaries Benevolent Fund’, at any of the Offices of the Institute/Regional Offices/Chapters.

**Benefits**
- ₹7,50,000 in the event of death of a member under the age of 60 years
- Upto ₹3,00,000 in the event of death of a member above the age of 60 years
- Upto ₹40,000 per child (upto two children) for education of minor children of a deceased member
- Upto ₹60,000 for medical expenses in deserving cases
- Limited benefits for Company Secretaries who are not members of the CSBF

**Contact**
For further information/clarification, please write at email id csbf@icsi.edu or contact Mr. Saurabh Bansal, Executive on telephone no.0120-4082135.

For more details please visit www.icsi.edu/csbf