



**THE INSTITUTE OF  
Company Secretaries of India**  
IN PURSUIT OF PROFESSIONAL EXCELLENCE  
Statutory body under an Act of Parliament

# **CAREER AS A COMPANY SECRETARY**

**OPEN A WORLD OF OPPORTUNITIES**



# Expand your Horizon... with a Career having world of Opportunities

Join Company Secretaryship (CS) Course Now!



Online registration @  
[www.icsi.edu](http://www.icsi.edu)

CS FOUNDATION PROGRAMME	CS EXECUTIVE PROGRAMME
<b>Eligibility :</b> 10+2 Pass or its equivalent (Students appearing for 10+2 or its equivalent Board Examination can also apply for CS Foundation Programme on provisional basis.)	<b>Eligibility :</b> Graduation or its equivalent (Any discipline excluding Fine Arts) / CS Foundation Pass (Students appearing in Final year Graduation or its equivalent Examination can also apply for CS Executive Programme on provisional basis.)
<b>Cut-off dates for Admission / Registration to appear in examinations :</b> 31 <sup>st</sup> March / 30 <sup>th</sup> September	<b>Cut-off dates for Admission / Registration to appear in examinations :</b> 28 <sup>th</sup> February / 31 <sup>st</sup> May / 31 <sup>st</sup> August / 30 <sup>th</sup> November
<b>Registration Fees** :</b> Rs.4500/-	<b>Registration Fees** :</b> Rs.8500/- CS Foundation Pass Student, Rs.9000/- for Commerce Graduates, Rs.10000/- for Non-Commerce Graduates
<b>**All fees and other dues payable to ICSI is to be remitted through payment gateway at "Online Services" option at <a href="http://www.icsi.edu">www.icsi.edu</a>. Fee concession for SC/ST/Physically handicapped and widows &amp; wards of martyrs of the military and para military forces.</b>	

### COURSE HIGHLIGHTS

- Opportunity for students of all streams
- Distance Learning - anywhere in the world
- CS Qualification brings Position of Power and Prestige
- Enabler for Direct Access to Top Management / Board Room
- Offers Self Employment for practicing members
- Attractive remuneration and growth opportunities



The Institute of Company Secretaries of India (ICSI) is a premier national professional body constituted under an Act of Parliament (Company Secretaries Act, 1980) to regulate and develop the profession of Company Secretaries.

<https://www.facebook.com/icsi>

FOR DETAILS CONTACT :

<https://twitter.com/indiacs>

- **KOLKATA (EASTERN INDIA REGIONAL OFFICE) :** 22901065, 22902178-79, 22832973, 22816541 BHUBANESWAR : 2562282, 2561139 DHANBAD : 6556005 HOOGHLY : 26720315, 9088677392 JAMSHEDPUR : 2234273, 9430701610, 8252965645 GUWAHATI (NE-CHAPTER) : 9854071768 PATNA : 2322405 RANCHI : 2223382
- **DELHI (NORTHERN INDIA REGIONAL OFFICE) :** 49343000 AGRA : 4031444 AJMER : 2425013 ALLAHABAD : 3266100, 9151425763 ALWAR : 2704046, 9413740652 AMRITSAR : 2227270/71/74 BAREILLY : 2540012 BHILWARA : 267400, 267500 BIKANER : 2222050 CHANDIGARH : 2661840 DEHRADUN : 6555008 FARIDABAD : 4003761 GHAZIABAD : 4559681 GURGAON : 4232148, 2380021 JAIPUR : 2707236, 2707736, 9314007736 JALANDHAR : 9041040129 JAMMU : 2439242 JODHPUR : 5102551, 5102554 KANPUR : 2296535, 2212767 KARNAL-PANIPAT : 8950100144, 4009144 KOTA : 2400056 LUCKNOW : 4109382 LUDHIANA : 2545456 MEERUT : 9536069843 MODINAGAR : 243048 NOIDA : 4522058, 9811231064 SHIMLA : 9459393324 SONEPAT : 2255333 SRINAGAR : 2483775, 9906631180, 9796341055 UDAIPUR : 2413977 VARANASI : 2500199, 7800937000 YAMUNA NAGAR : 9812573452
- **CHENNAI (SOUTHERN INDIA REGIONAL OFFICE) :** 28279898, 28222212 AMARAVATI : 2233445 BENGALURU : 23117158, 23111861, 23116574 CALICUT : 2743702 COIMBATORE : 2237006 HYDERABAD : 23399541, 23396494 KOCHI : 2402950, 4050502 MADURAI : 2340797 MANGALORE : 2216482 MYSORE : 2516065 PALLAKAD : 2528558 SALEM : 2443600 THIRUVANANTHAPURAM : 2541915 THRISSUR : 2427860 VISHAKHAPATNAM : 2533516
- **MUMBAI (WESTERN INDIA REGIONAL OFFICE) :** 22844073, 22047569, 22047580, 22047604, 61307900 AHMEDABAD : 30025334 - 35, 9879765656 AURANGABAD : 2451124 BHAYANDER : 28183888, 7738517888 BHOPAL : 2577139 DOMBIVLI : 2445423 GOA : 2435033 / 9703280233 INDORE : 4248181, 2494552 KOLHAPUR : 2526160 NAGPUR : 2453276 NASHIK : 2318783 NAVI MUMBAI : 27577816 PUNE : 24263228 RAIPUR : 2582618 RAJKOT : 3059646 SURAT : 2463404 THANE : 25891333, 25893793 VADODARA : 2331498

ICSI Call Centre No.: 011- 3313 2333, 6620 4999 (Monday – Friday 7 a.m. to 11 p.m. & Saturday 9 a.m. to 9 p.m.)

## CONTENTS

Introduction	4
Company Secretary: A multidisciplinary Professional	7
CS Programmes at a Glance	18
How to Become a Company Secretary?	22
Latest Initiatives for CS Students	24
Interview: President, ICSI	27
Interview: Secretary, ICSI	34
Toppers' Speak	38
FAQs about the profession	44

### ABOUT THE BOOKLET

This 48-page dossier of quick information has been brought out by the ICSI for students and members in the September issue of Careers360 magazine. It guides students about how to become a CS and follow path towards a successful career. It informs students about various facilities the Institute provides.

# INTRODUCTION

## ABOUT ICSI

The Institute of Company Secretaries of India (ICSI) is a premier national professional body established under an Act of Parliament (Company Secretaries Act, 1980) to develop and regulate the profession of Company Secretaries. Its vision is “to be a global leader in promoting good corporate governance” and the mission is “to develop high calibre professionals facilitating good corporate governance”.

It functions under the jurisdiction of Ministry of Corporate Affairs, Government of India. ICSI has its headquarters at Delhi with four Regional Offices at New Delhi, Chennai, Kolkata and Mumbai and 69 Chapters across India.

There are over 46,000 qualified members both in employment and in practice who are constantly endeavouring for the transition of Company Secretaries as Governance Professionals. About 4 lakh students are currently enrolled in the Company Secretaryship course.

The ICSI is the largest CS professionals’ organization, which is recognized globally for guiding industry and academia on highest standards of corporate governance. ICSI defines corporate governance as the application of best management practices, compliance of law in true letter and spirit and adherence to ethical standards for effective management and distribution of wealth and discharge of social responsibility for sustainable development of all stakeholders. The ICSI is actively engaged in acceptance and adoption of good governance practices and has pioneered the promotion and propagation of such practices amongst the corporates.

## OBJECTIVES AND FUNCTIONS

### (I) OBJECTIVE

To Regulate and develop the profession of Company Secretaries.

### (II) MAIN FUNCTIONS OF THE INSTITUTE INCLUDE

- Conducting the examination of registered candidates for membership of the Institute

- Registers students with 10+2 and graduate qualifications (excluding fine arts) for Foundation and Executive Programme of Company Secretaryship respectively with course contents in Corporate and Economic Laws, Management, Accounting, Taxation and Finance disciplines
  - Conducts Company Secretaryship examination twice a year in June and December, at examination centres spread all over India and an overseas centre at Dubai.
  - Training of students
  - Arranges training for CS Students in companies/with Company Secretaries in Practice empanelled with the Institute for the purpose
  - The maintenance and publication of a Register of Members qualified to practice as Company Secretaries;
  - Enrols qualified persons as Associate/Fellow members of the Institute and issues Certificate of Practice to members taking up practice.
- enabling students to qualify as Company Secretaries.
- Arranges e-learning for students through Web-based Training, Video-based Training and Live Virtual Classroom.
- Offers Post-membership Qualification Course for members of the Institute to develop the specialisation in areas of corporate governance, insolvency etc.
- Publishes the highly acclaimed monthly professional journal ‘Chartered Secretary’.
- Publishes e-bulletin ‘Student Company Secretary’ and ‘CS Foundation Course Bulletin’ for the benefit of students.
- Daily online circulation of ‘CS update’ containing current notifications/circulars updates relating to various corporate and related laws.
- Exercises professional supervision over the members of the Institute both in practice and in employment in matters pertaining to Professional Ethics and Code of Conduct.
- Undertakes research in Law, Management, Finance and Capital Market disciplines and brings out research publications and guidance notes.

### (III) OTHER ACTIVITIES

- Provides facilities of classroom teaching and training,

- Issues Secretarial Standards and brings out Guidance Notes thereon.
- Renders expert advisory services to members on intricate issues relating to various corporate laws.
- Organises Professional Development and continuing Education Programmes, International/National/Regional Conventions and Conferences directly or through its Regional Councils and Chapters.
- Organises Professional Development Programmes in collaboration with Chambers of Commerce, Department of Public Enterprises and other Professional Development/Management Bodies;
- Interacts with various National and Regional Chambers of Commerce with regard to various Government Policies and Legislations.
- Interacts with the Central, State Governments and Regulatory Authorities on matters of professional interest.
- Interacts with Company Secretaries' Institutions globally for mutual benefits and being a founder member of Corporate Secretaries International Association (CSIA).
- Interacts with other international bodies/associations in the area of corporate governance and promotes good corporate governance globally.
- Bestows every year the ICSI National Awards for Excellence in Corporate Governance on the corporates following the good governance practices
- Bestows every year the ICSI Life Time Achievement Award for Translating Excellence in Corporate Governance into Reality to one of the eminent personality.

## CS-A MULTIDISCIPLINARY PROFESSIONAL

THE COMPANY SECRETARY HAS BECOME INCREASINGLY NECESSARY FOR THE SMOOTH FUNCTIONING OF A CORPORATE ENTITY...



The job roles make a CS keeps abreast of the times. Being techno-savvy is sine qua non for the profession

In accordance with Company Secretaries Act, 1980 a “Company Secretary” means a person who is a member of the Institute of Company Secretaries of India. CS is a key functionary in the corporate pyramid. There is an increasing emphasis on the principles of good governance and on compliances by the government and other regulatory authorities. As such, responsibilities of CS have increased manifold towards safeguarding the interests of all stakeholders.

The Companies Act, 2013 has enhanced the role of Company Secretary substantially, both in employment and in practice.

## COMPANY SECRETARY IN EMPLOYMENT

### APPOINTMENT OF CS AS A KEY MANAGERIAL PERSONNEL (KMP)

The Companies Act, 2013 confers a special status to Company Secretary as the Key Managerial Personnel and has bracketed them along with Managing Director (MD) or Chief Executive Officer (CEO) or Manager, Whole-time Director(s) or Chief Financial Officer (CFO).

As per Section 203 of Companies Act, 2013 every listed company and every other public company having a paid up share capital of ten crore rupees or more has to appoint a CS as a whole time KMP.

The appointment of whole time KMP has to be made by a Board resolution, which is a testimony of the significance of the role of Company Secretary as KMP. Registrar of Companies must be notified of the appointment together with any change of details or the termination of the appointment.



A CS is so integral to the running of an organization that he/she is required to be updated on a minute-to-minute basis

### APPOINTMENT OF CS IN OTHER COMPANIES

Whole time Company Secretary is also required to be appointed in other companies which have a paid up share capital of five crore rupees or more.

In short, a Company Secretary is to be appointed in following companies:

- (a) private company whose paid up capital is Rs. 5 crores and above
- (b) public company whose paid up capital is above Rs. 5 crores and up to Rs.10 crores

### COMPANY SECRETARY - A MULTIDISCIPLINARY PROFESSIONAL

A Company Secretary is a multidisciplinary professional and can render expert services in following areas:

- Enabling Good Corporate Governance
- Corporate Laws
- Securities Laws and Capital Markets
- Advisory Services
- Representation Services
- Arbitration and Conciliation Services
- International Business Laws
- Banking Laws
- Taxation Services
- Finance & Accounting Areas
- General and Strategic Management
- HR Management
- Corporate Communications and Public Relations
- Corporate Restructuring

(c) every listed company

(d) as a KMP, in every public company whose paid up capital is above Rs.10 crores.

### FUNCTIONS AND DUTIES

Other than the traditional roles, the Companies Act, 2013 codifies the functions and duties of a Company Secretary as under:

- reporting to the Board about compliance with provisions of the Act, the rules made thereunder and other laws applicable to the company.
- ensuring that the company complies with the applicable Secretarial Standards issued





Deep knowledge about various laws relating to finance markets and how they function come in handy to CS professionals

by the Institute of Company Secretaries of India and approved by Central Government.

- providing to the Directors of the company, collectively and individually, such guidance as they may require, with regard to their duties, responsibilities and powers.
- facilitating the convening of meetings and attending Board, committee and General meetings and maintaining the minutes of these meetings.
- obtaining approvals from the Board, General Meeting, the Government and such other

authorities as required under the provisions of the Act.

- representing before various regulators and other authorities under the Act in connection with discharge of various duties under the Act.
- assisting the Board in conduct of the affairs of the company.
- assisting and advising the Board in ensuring good corporate governance and in complying with the corporate governance requirements and best practices; and
- discharging such other duties as have been specified under the Act or rules, or as may be assigned by the Board from time to time.

### REPORT ON ANNUAL GENERAL MEETING

Every listed public company is required to prepare a report on each Annual General Meeting including the confirmation to the effect that the meeting was convened, held and conducted as per the provisions of the Act and the rules made thereunder. The report is also required to be signed by the Company Secretary of the company.

### ADDITIONAL DUTIES

The Company Secretary is invariably required to take on a variety of additional administra-

tive duties. Typically, these may include:

- Risk Management.
- Communication with various stakeholders, such as shareholders, Government, Regulatory Authorities, etc.
- Advising on Company Management.
- Advising on business policy, strategy and planning.
- Advising on Corporate Social Responsibility.
- Advising on sustainability reporting.
- Advising on brand equity and image building.

### COMPANY SECRETARY IN PRACTICE

The Companies Act, 2013, provides wide opportunities to Company Secretaries in practice such as:

- Formation and incorporation of companies and related matters.
- Secretarial Audit and Certification Services.
- Signing of Annual Return.
- Representing on behalf of their clients, company and other persons before National Company Law Tribunal (NCLT)/ National Company Law Appellate Tribunal (NCLAT).
- Handling Corporate Restructuring and takeover.

- Appointment as a scrutinizer, to scrutinize the e-voting process in a fair and transparent manner.
- Administrator in respect of rehabilitation and revival of sick companies.
- Appointment as Company Liquidator/Provisional Liquidator.
- May provide Professional assistance to Company Liquidator.
- Can be a Technical Member of NCLT.
- Can become a part of Mediation & Conciliation Panel consisting of experts having prescribed qualifications for mediation between the parties during the pendency of proceedings before Central Govt./NCLT/NCLAT.
- Serious Fraud Investigation Office to consist of experts from banking, taxation, corporate affairs, law, capital market. Company Secretaries may opt for the same.
- A Company Secretary may become a registered valuer under various provisions of the Act.
- Pre-certification and e-filing of various e-forms.
- Developing a corporate compliance management system and social sustainability framework for a company.

### CS AS SECRETARIAL AUDITORS

Secretarial Audit is certainly a complete expression of faith of the legislature and government on the Company Secretaries to instil corporate discipline and ensure compliance with laws.

Under Companies Act, 2013 every listed company and

- every public company having a paid-up share capital of 50 crore rupees or more; OR
  - every public company having a turnover of two hundred and fifty crore rupees; or more - is required to annex with its Board's report a Secretarial Audit Report, given by a Company Secretary in practice, in form MR.3.
- Compliance with Companies Act, 2013, Securities Contracts (Regulation) Act, 1956, Depositories Act, 1996, Foreign Exchange Management Act, 1999 Securities and Exchange Board of India Act, 1992.
  - Compliance of Sector specific laws.
  - Examining and reporting whether the adequate systems and processes are in place to monitor and ensure compliance with general laws like Labour laws, Competition laws, Environmental laws etc.

### REPORTING OF FRAUD

In the course of the performance of his duties as secretarial auditor, if a CS in practice has reason to believe that an offence involving fraud is being or has been committed against the company by officers or employees of the company, he/she should immediately report the matter to the Central Government.

### ANNUAL RETURN CERTIFICATION

In respect of all the companies (except one person companies and small companies), the annual return has to be signed by a Company Secretary in employment and Director or where no CS is appointed by the company, then by the CS in practice.

Further, the CS in practice is required to certify the annual return, filed by a listed company or a company having paid-up share capital of ten crore rupees or more or turnover of fifty crore rupees or more.

### PRE-CERTIFICATION SERVICES

A Company Secretary in Practice is authorised for Pre-certification of various e-forms / LLP Forms/DIN certification. This also entails huge responsibility on the professional to ensure compliance of law.

### CS AS REGISTERED VALUER

Registered Valuer is one of the new concepts introduced by the Companies Act, 2013 to provide for a proper mechanism for valuation of the various assets and liabilities related to a company and to standardize the procedure thereof. A Company Secretary in Practice is eligible to be registered as a valuer.

### CS AS AN INSOLVENCY PRACTITIONER

Company Secretary has been recognised in the Companies Act as Provisional/Company Liquidator. He may also be appointed as company administrator for the purpose of revival and rehabilitation of companies.

### CS AS AN EXPERT BEYOND THE COMPANIES ACT

In addition to the Companies Act, 2013, a Company Secretary renders his services in the area of various Corporate and Economic laws, Taxation Laws, Foreign Exchange Management Act, Consumer Protection Act, Depositories Act, Environment and Pollution Control Laws, Labour and Industrial Laws, Co-operative Societies Act.

A gist of services rendered by Company Secretaries beyond Companies Act are as follows:

### PUBLIC ISSUE, LISTING AND SECURITIES MANAGEMENT

- Advisor/consultant in issue of shares and other securities.
- Drafting of prospectus/offer for sale/letter of offer/other documents related to issue of securities and obtaining various approvals.
- Listing/de-listing of securities with recognized stock exchange.
- Private placement of shares and other securities.
- Buy-back of shares.
- Raising of funds from international markets ADR/GDR/FCCBs/FCEBs/ECB.
- Due diligence.

### BANKING SERVICES

- Diligence Report and Certification in respect of Consortium/Multiple banking arrangement made by Scheduled Commercial Banks/Urban Co-operative Banks.
- Loan Syndication and Documentation, registration of charges, preparing status of change and search reports.

### TAKEOVER CODE AND INSIDER TRADING

- Ensuring compliance of the Takeover Regulations and other applicable laws and rules.
- Ensuring compliance with

Prohibition of Insider Trading Regulations.

- Only CS as Compliance Officer in Listed Entities under the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, (Listing Regulations). The Company Secretary has to be mandatorily appointed as compliance officer except for units of Mutual Funds listed on Stock Exchanges.

### SECURITIES COMPLIANCE AND CERTIFICATION SERVICES

- Certification on compliance of Corporate Governance conditions under Clause E, Schedule V of SEBI Listing Regulations.
- Annual Compliance auditor for SEBI registered Research Analyst.
- Yearly compliance auditor for SEBI registered Investment Advisers.
- Internal Audit of Depository Participants/Portfolio Manager/Stock Brokers Credit Rating Agencies.
- Audit in relation to Reconciliation of shares capital.
- Certification that all transfers have been completed within a stipulated time under Regulation 40(9) of SEBI Listing Regulations.
- Certification in case of offer/

allotment or securities to 49 and upto 200 investors that the procedure prescribed by SEBI are duly complied with.

### FINANCE AND ACCOUNTING SERVICES

- Determination of appropriate capital structure.
- Analysis of capital investment proposals.
- Budgetary controls.
- Preparation of Project Reports and Feasibility Studies.

### TAXATION SERVICES

- Advisory services to companies on tax management and tax planning under Income-Tax, Excise and Customs Laws, Services Tax and VAT.
- Preparing/reviewing various Returns and Reports required for compliance with the tax laws and regulations.

### INTERNATIONAL TRADE AND WTO SERVICES

- Advising on matters related to IPRs under TRIPs Agreement of WTO.
- Advising on matters relating to anti-dumping, subsidies and countervailing duties.
- Advising on and issuing certificates in respect of Foreign Trade Policy and Procedures.
- Advising on Intellectual Prop-

erty licensing and drafting of Agreements.

- Acting as registered Trade Marks Agent.

### INFORMATION TECHNOLOGY

- Compliance with cyber laws.
- Conducting Board Meetings through video-conferencing and teleconferencing.
- Advising on IT related IPR.
- Developing management reports and controls.

### CORPORATE LAWS ADVISORY SERVICES

- Advising companies on compliance of legal and procedural aspects, particularly under:
- SEBI Act, SCRA and Rules and Regulations made thereunder SEBI Listing Regulations.
  - Depositories Act.
  - Foreign Exchange Management Act.
  - Environmental and Pollution Control Laws.
  - Labour and Industrial Laws.
  - Co-operative Societies Act.
  - Mergers, Amalgamations and Strategic Alliances.
  - Foreign Collaborations and Joint Ventures.
  - Setting up Joint Venture/Wholly-owned subsidiaries abroad.
  - Competition Policy and Anti-Competitive Practices.
  - Intellectual Property Rights –



Protection, Management, Valuation and Audit.

- Drafting of Legal Documents.

**REPRESENTATION SERVICES**

Representing on behalf of a company/other persons before:

- National Company Law Tribunal (NCLT).
- National Company Law Appellate Tribunal. (NCLAT).
- Competition Commission of India & Competition Appellate Tribunal.
- Securities Appellate Tribunal.
- Registrar of Companies.
- Consumer Forums.
- Telecom Disputes Settlement and Appellate Tribunal.
- Tax Authorities, and
- Other Quasi-judicial bodies and Tribunals.

**ARBITRATION AND CONCILIATION SERVICES**

- Advising on arbitration, negotiation and conciliation in commercial disputes between parties.
- Acting as Arbitrator/Conciliator in domestic and international commercial disputes.
- Drafting Arbitration/Conciliation Agreement/Clause.

**STATUTORY RECOGNITION**

Membership of the Institute is the only prescribed qualification which a person must possess for appointment as Company Secretary. Membership of the Institute is an essential qualification for recruitment from Grade I to Grade IV in the Accounts branch of the Indian Company Law Service. Also all companies seeking listing on stock exchange are required to have a whole-time qualified Company Secretary.

**PAY PACKAGE**

The Institute conducts campus interviews for public sector enterprises, private companies and banks to select suitable Company Secretaries on attractive salaries. A fresher can start with a salary of Rs 3 lakh to Rs. 5 lakh per annum. Salary package, of course, depends on individual capabilities which vary from sector to sector, and may range between Rs. 25 lakhs to Rs. one crore per annum.

CS COURSE HIGHLIGHTS	
<ul style="list-style-type: none"> <li>• 10+2 pass or equivalent/Graduate can join</li> </ul>	<ul style="list-style-type: none"> <li>• Offers Self Employment and Job Opportunities</li> </ul>
<ul style="list-style-type: none"> <li>• No Entry Barrier – opportunity for every student</li> </ul>	<ul style="list-style-type: none"> <li>• Direct Access to Top Management/ Board Room</li> </ul>
<ul style="list-style-type: none"> <li>• Cost Effective</li> </ul>	<ul style="list-style-type: none"> <li>• Good remuneration &amp; growth opportunities</li> </ul>
<ul style="list-style-type: none"> <li>• Distance Learning with Provision of Optional Oral Coaching</li> </ul>	<ul style="list-style-type: none"> <li>• Opportunities Abroad</li> </ul>
<ul style="list-style-type: none"> <li>• 24x7 study through e-learning</li> </ul>	<ul style="list-style-type: none"> <li>• Opportunity to pursue B.Com with Major in Corporate Affairs and Administration and M.Com in Business Policy and Corporate Governance from IGNOU</li> </ul>
<ul style="list-style-type: none"> <li>• Excellent career opportunities for CS professional</li> </ul>	<ul style="list-style-type: none"> <li>• Position of Power and Prestige</li> </ul>

**Now, instant access to ICSI**

**Dial ICSI Call Centre**

@

**011-33132333**

**011-66204999**

(Monday-Friday 7 a.m. to 11 p.m. & Saturday 9 a.m. to 9 p.m.)

**THE INSTITUTE OF  
Company Secretaries of India**

IN PURSUIT OF PROFESSIONAL EXCELLENCE

Manufactured under an Act of Parliament

Headquarters : ICSI House, 22, Institutional Area, Lodi Road, New Delhi-110003

Tel : 011-45345000 Fax : +91-11-26171217 e-mail : info@icai.edu Website : www.icai.edu

## COMPANY SECRETARY PROGRAMMES AT A GLANCE

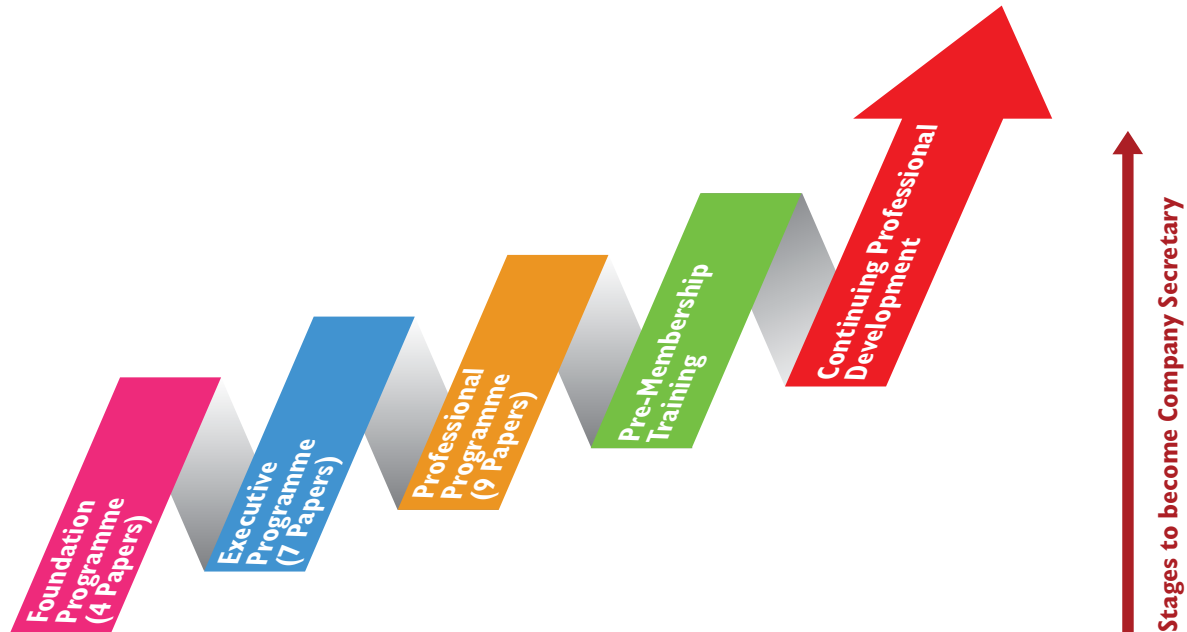
Particulars	CS Foundation Programme	CS Executive Programme	CS Professional Programme
<b>Eligibility</b>	10+2 pass or its equivalent	Graduation (excluding Fine Arts)/CS Foundation Pass/ Foundation Pass of ICAI-Cost/CPT pass of ICAI	CS Executive Programme pass
<b>Registration</b>	Online at www.icsi.edu for all Programme(s)		
<b>Cut Off Dates for Registration</b>	<ul style="list-style-type: none"> <li>• 31st March for December (same year) session</li> <li>• 30th September for June (next year) session.</li> </ul>	<ul style="list-style-type: none"> <li>• 28th February (Both Modules) &amp; 31st May (Any One Module) in December (same year) session.</li> <li>• 31st August (Both Modules) &amp; 30th November (Any One Module) in June (next year) session.</li> </ul>	<ul style="list-style-type: none"> <li>• 28th February (Both Modules) &amp; 31st May (Any One Module) in December (same year) session.</li> <li>• 31st August (Both Modules) &amp; 30th November (Any One Module) in June (next year) session.</li> </ul>
<b>Admission Fees</b>	<b>Rs.4500/-</b>	<b>Rs.8500/-</b> CS Foundation Pass Student  <b>Rs.9000/-</b> (For Commerce Graduates /CPT pass of the ICAI /Foundation Pass of the ICAI-Cost)  <b>Rs.10000/-</b> (For Non-Commerce Graduates)	<b>Rs.12000/-</b>
<b>Admission Fee For SC / ST Students</b>	50% of Total Fees applicable to General candidates.	50% of Total Fees applicable to General candidates.	50% of Total Fees applicable to General candidates.
<b>Admission Fee for Physically Handicapped Students*</b>	<b>Only Registration Fee charged (At present, Registration Fee is Rs.1500/-)</b>	<b>Only Registration Fee charged (At present, Registration Fee is Rs.2000/-)</b>	<b>Only Registration Fee charged (At present, Registration Fee is NIL)</b>
<b>Validity of Registration</b>	3 Years	5 Years (A student is required to complete the Executive and the Professional examination within the registration period.)	
<b>Examination</b>	Examination is conducted twice a year in June and December for all Programme(s)		
<b>Examination Fees</b>	<b>Rs.1200/-</b>	<b>1200</b> (Per Module)	<b>1200</b> (Per Module)
<b>Examination Fee for Physically Handicapped Students*</b>	25% of the fee applicable to general candidates.	25% of the fee applicable to general candidates per module	25% of the fee applicable to general candidates per module
<b>Examination Fee for SC / ST Students</b>	50% of the fee applicable to general candidates.	50% of the fee applicable to general candidates.	50% of the fee applicable to general candidates.

Particulars	CS Foundation Programme	CS Executive Programme	CS Professional Programme
<b>Qualifying Marks</b>	40% marks in each paper and 50% marks in the	aggregate of all subjects.	
<b>Subjects*</b>	<b>(4 papers)</b>	<b>(7 papers)</b>	<b>( 9 papers)</b>
	<ul style="list-style-type: none"> <li>• Business Environment and Entrepreneurship</li> </ul>	<b>MODULE I</b>	<b>MODULE I</b>
	<ul style="list-style-type: none"> <li>• Business Management, Ethics &amp; Communication</li> </ul>	<ul style="list-style-type: none"> <li>• Company Law</li> </ul>	<ul style="list-style-type: none"> <li>• Advanced Company Law and Practice</li> </ul>
	<ul style="list-style-type: none"> <li>• Business Economics</li> </ul>	<ul style="list-style-type: none"> <li>• Cost and Management Accounting</li> </ul>	<ul style="list-style-type: none"> <li>• Secretarial Audit, Compliance Management and Due Diligence</li> </ul>
	<ul style="list-style-type: none"> <li>• Fundamentals of Accounting &amp; Auditing</li> </ul>	<ul style="list-style-type: none"> <li>• Economic and Commercial Laws</li> </ul>	<ul style="list-style-type: none"> <li>• Corporate Restructuring, Valuation and Insolvency</li> </ul>
		<ul style="list-style-type: none"> <li>• Tax Laws and Practice</li> </ul>	
		<b>MODULE II</b>	<b>MODULE 2</b>
		<ul style="list-style-type: none"> <li>• Company Accounts and Auditing Practices</li> </ul>	<ul style="list-style-type: none"> <li>• Information Technology and Systems Audit</li> </ul>
		<ul style="list-style-type: none"> <li>• Capital Markets and Securities Laws</li> </ul>	<ul style="list-style-type: none"> <li>• Financial, Treasury and Forex Management</li> </ul>
		<ul style="list-style-type: none"> <li>• Industrial, Labour and General Laws</li> </ul>	<ul style="list-style-type: none"> <li>• Ethics, Governance and Sustainability</li> </ul>
			<b>MODULE 3</b>
			<ul style="list-style-type: none"> <li>• Advanced Tax Laws and Practice</li> </ul>
			<ul style="list-style-type: none"> <li>• Drafting, Appearances and Pleadings</li> </ul>
			<b>Electives I out of below 5 subjects</b>
			1. Banking Law and Practice
			2. Capital, Commodity and Money Market
			3. Insurance Law and Practice
			4. Intellectual Property Rights - Law and Practice
			5. International Business-Laws and Practices

\*Subjects may change with change of Syllabus

# HOW TO BECOME A COMPANY SECRETARY

STEP-BY-STEP WAY TO QUALIFY THE STAGES FOR BECOMING A COMPANY SECRETARY...



The CS course is offered in Correspondence/Distance Learning Mode with provision for Optional Oral coaching classes. After qualifying Professional Examination and on successful completion of training, a candidate is admitted as an Associate Member of the ICSI and can use

the letters ACS after his/her name i.e. Associate Company Secretary.

## STAGES TO BECOME COMPANY SECRETARIES

Institute of Company Secretaries of India (ICSI) offers a three-level course and can be

opted after 10+2. Students after passing 10+2 need to clear 3 levels of examinations- Foundation Programme (4 Papers), Executive Programme (7 Papers) and Professional Programme (9 Papers). The registration to CS course is valid for a period of 3 to 5 years.

## PRACTICAL AND MANAGEMENT TRAINING

After qualifying the Executive and Professional Examination, students are required to undergo Practical and Management Training to qualify as Company Secretaries.

# LATEST INITIATIVES FOR THE STUDENTS

- The Institute has completely switched over to Online Mode for Registration of Students and Examination Enrolment.
- Online facilities for syllabus switch-over, claiming qualification-based paper-wise exemption, change of elective subject etc.
- A Call Centre is set-up with a centralized contact number 011-33132333/011-66204999.
- ICSI Signature Award Scheme has been launched by the Institute under which the Top Rank Holder in the B.Com. Examinations in reputed Central/State Universities located in different parts of the country will be given a Gold Medal and Certificate by the Institute for the achievement. A specialised papers/programmes of IIM/IIT shall also be covered under the scheme. Besides, the total fee for the Executive Programme Stage of CS Course will be waived off for the Top Three Rank holders in the B.Com. Examinations of such Universities.
- The Class Room Teaching Guidelines have been thoroughly reviewed and liberalized to enhance the quality of coaching.
- A Re-Registration Policy has been introduced in terms of which students who have passed the Intermediate Course/Executive Programme Stage of CS Course under any past syllabus but not eligible for seeking Registration De-novo may register directly to Professional Programme and resume the course.
- The Institute shall be holding a competitive examination viz. 'CS Olympiad' in September, 2016 for prospective students of CS Course in collaboration with Science Olympiad Foundation(SOF). Students pursuing 11th & 12th during the academic year 2016-17 may enrol for the Olympiad. Further details about the CS Olympiad will be made available through the websites and Facebook

pages of the Institute and SOF. The Institute has also launched a dedicated portal, namely [www.csolympiad.info](http://www.csolympiad.info)

- A Grievance Solutions Cell has been established to look into the grievance of the students through a Grievance Portal and also through a dedicated E-Mail Id [grievance.solutions@icsi.edu](mailto:grievance.solutions@icsi.edu)
- The cut-off date fixed for seeking registration de-novo/extension and Paper-wise exemption based on higher qualifications have been revised and students can now submit their request for the same up to 9th April /10th Oct for appearing in June & Dec. Sessions of Exams respectively.
- A simplified system with standardized fee for seeking Registration De-novo/Extension has been implemented with online facilities for submitting the application and fee for the same.
- The syllabus of Foundation, Executive & Professional Programmes has been revised. In Professional Programme, a new concept of Elective Paper with specializations in different areas has been introduced.
- OMR-based Examinations and Computer-based Examinations have been introduced for Foundation Programme
- OMR-based Examination for three papers under new syllabus of Executive Programme have been introduced.
- In order to augment the reach and level of services being provided through its Regional Councils & Chapters, 'ICSI Study Centre Scheme' was launched on 2nd October, 2016. The objective of the Study Centre Scheme is to break the distance barrier at the end of students for availing the services from the institute. Under the Scheme, Study Centres are proposed to be opened in areas/locations, wherein the Institute's Regional/Chapter Offices are not in existence. All smart cities as proposed by the government of India will be covered under the scheme. Apart from providing basic services, the Study Centres shall also be imparting coaching to the students of various stages.
- The Study Materials are available in PDF format as well as E-Book which can be downloaded by the students and others free of cost.
- Important messages are sent to students through bulk E-Mails and SMS.
- 50% concession in Registration and Examination Fee



has been introduced for War Widows and Wards of Martyrs of military and para-military forces.

- Full-time Integrated Company Secretaryship Course has been introduced at CCGRT, Navi Mumbai & is being planned at more locations in a phased manner.
- The training Structure has been revised.
- The Institute has created a Trust viz. ICSI Students Education Fund Trust to encourage economically backward students with good academic records and to attract highly meritorious students to pursue CS Course. Under the existing scheme of the Trust, refunds of Registration Fee, Examination Fee, etc. are given to the students subject to certain minimum percentage of marks at the level of 10+2, Bachelor's Degree and other qualifying examinations. The refund of Registration Fee and Examination Fee is continued to ensure that the students passing the various stages of CS Course at the first attempt and first available opportunity are able to complete the CS Course at zero cost.
- The Institute through its Regional and Chapter Offices organizes competitions of diverse nature to develop the skills of the students in their journey to become a full-fledged professional. Some of the major competitions organized by the Institute on regular basis are All India Moot Court Competition, All India Elocution Competition, All India Essay Writing Competition, All India Company Law Quiz apart from the National Student Conference.
- The Institute organizes other activities for students. The Regional and Chapter Offices of the Institute regularly organize programmes aligned with Government Drives under Swachh Bharat Abhiyan, Afforestation efforts by celebrating Van Mahotsav Divas, Skill Development Programmes, etc. involving students of the Institute. Besides, Get together, Cultural Programmes, Student-Parent Induction Programmes, etc. are organized to ensure vibrancy in the relationship between the Institute and its students.



“There are very few career options which are evergreen and continue to command much respect as a CS”

## CS-THE GOVERNANCE PROFESSIONALS

ICSI PRESIDENT MAMTA BINANI OUTLINES THE JOURNEY OF ICSI AND THE STATURE THAT IT ENJOYS...

**Q. How has been the journey so far for ICSI?**

**A.** As an Institute, we grow by our own strength but we also grow when people talk about it and when people talk the truth about it. The Institute of Company Secretaries of India marks

its existence for almost 48 years now. So we are on the run up to celebrate our 50 years of meaningful existence. The government has identified many smart cities; I think 93 of them. We also wish to be there in each of these smart cities. I think we are



Company Secretaries have the added advantage of setting up their own consultancy business after obtaining a certificate of practice

**MAMTA BINANI**

President, ICSI

not there in 19 of them. So we are taking steps in that direction. We have opened one in south very recently which has been declared as a smart city.

**Q. How crucial is the role of a Company Secretary in an organization?**

**A.** A Company Secretary is identified as a Key Managerial Personnel under the Compa-

nies Act 2013. It means that we are just below the level of the Board. As a CS one always advises the Board, help the Board, aid the Board and that is the reason why a CS is also known as a Strategic Person. We are also known as Business Managers and in our course we teach them everything, how to run a business or guide a businessman. The entire course is designed in such

a way that a person gets end-to-end knowledge of a business. So we have accounts, tax, cost accountancy, pure accountancy, direct and indirect taxes, WTO. ICSI has two major duties; one is to regulate the profession and the other is to develop the profession. That is our mandate. To regulate the profession, we have our own mechanisms laid down by the law, laid down by the

Company Secretaries Act. And for developing the profession we make sure that our people remain contemporary and at the same time conventional. For that we keep on doing webinars, organizing seminars, and coming up with books and leaflets. But the major role that we play is that of working hand-in-hand with the Government of India to help them develop the rules, charting out what should be the nitty-gritty of the rules. I take pleasure in mentioning that the government also takes ICSI as an important stakeholder.

**Q. What are the scope and challenges that a Company Secretary faces in current corporate scenario?**

**A.** The scope of being Company Secretary is increasing year-by-year due to factors like expansion of corporate sector within and beyond the borders, emer-

As times have changed, these days a Company Secretary commands high position in the value chain and acts as conscience seeker of the company

**MAMTA BINANI**

President, ICSI

gence of new corporate entities like LLP's and OCP's, e-Governance, Companies Act, 2013 and focus on corporate governance and CSR. The increased emphasis on corporate governance has further compelled the boards of the companies to develop systematic and procedural aspects to ensure statutory compliance and at the same time establish extended governance practices, thereby creating a demand for Company Secretaries. The recent upheavals in the corporate world have shaken the confidence of shareholders. There is a greater demand for displaying corporate credibility and transparency by organisations in managing their internal affairs. There is also a need to retain the confidence of various stakeholders. The role of a Company Secretary is not only limited to providing support to the Board of Directors and



managing administrative affairs of an organisation. However, the horizon of their roles and responsibilities has expanded exponentially. Apart from their traditional tasks, Company Secretaries now have to take care of corporate governance and even legal matters of a company. As the position of a Company Secretary has steadily become critical to the smooth functioning of a corporate entity so also has the demand for this job profile steadily risen. Challenges for a Company Secretary in the corporate world these days is to have an increased capacity to unlearn and relearn the laws as new laws are being unleashed every movement and ICSI is into an aggressive capacity building of its members and students .

**Q. How do you look at GST Bill that was passed by parliament recently?**

**A.** The 3rd of August has been a very big day for the country. After Independence this is the biggest tax reform that has taken place in the country. We have been talking about GST for a number of years. I think the Vajpayee government had made a mention of it and then in the year 2000 I think Mr. Chidambaram, the then Finance Minister had mentioned it in his budget

speech and that is how it started. I am telling you this history because it is very important to understand that the country has been mooting this idea for a long number of years, which only shows that the country needed this long back. And as we have got it, we are very happy. The country had identified - be it any party - the country had identified that this is going to make a complete change over for the economy. I think it is only in 2013, the then government had brought it again to the parliament but by then the Lok Sabha had got dissolved and that's why the journey again started.

**Q. What could be the impact of GST on the economy?**

**A.** ICSI is supporting GST for many reasons. Firstly, this would be a unified tax structure, which means we are coming onto a common platform. The entire country is going to become a trading platform or manufacturing platform. So that is why it has a unified tax structure. Secondly, if you really ask me personally, I would say that, yes, the economists foresee a growth in GDP up to 2 percent but the worry part that they are mentioning is that it would probably lead to inflation in the near term. But if you see countries like

Canada, Australia incorporated GST in their economy. If you read those countries' history they say that inflation happened only for a short period and then everything got normalized and streamlined. The tax neutrality rate is going to play a magical role here. If it is between 5 to 6 percent, we may not see so much of inflation. The best part of it is that lot of businesses being done in the unorganized sector would come into the organized sector. And the moment it comes into the organized sector it is going to contribute to the GDP, tax collections are going to get better. So there will be more money at the disposal of the government. The more the government spends, more the money in the pocket of the people, more spending power and of course, better livelihood. So it's a chain; everything going to the government will come back to the people only.

Another important thing is, more the tax collection, less the reliance on the outside money that the government borrows. So less the borrowings the better for all the policies of the country, especially the fiscal policies and others. So it is going to have a positive impact. Another fear that is looming large is if

we are going beyond the rate of 18 percent service tax again it's going to get unified but the tax on services will go up. On the GDP, I think 30 percent impact of services is there. Definitely the journey has begun, the GST rules will be framed and government will come out with a draft.

**Q. What are the new initiatives taken by ICSI?**

**A.** I would like you to carry that we are declaring August as the ICSI-GST awareness month. We are going to the world and telling them that we are responsible and we are welcoming this. And we will make people aware as to what GST is and what are its benefits so that all the myths about it is cleared. Other than that we are working very hard on NCLT Rules and Insolvency Code.

In a landmark move, the Institute of Company Secretaries of India will be conducting the first CS OLYMPIAD in September, 2016. CS Olympiad will be conducted for the 11th and 12th standard students appearing in the respective examinations in each academic year in schools across India. The logo of CS OLYMPIAD was unveiled in the presence of the ICSI Central Council Members in New Delhi

recently. We are very pleased with the release of a visual identity for the CS Olympiad which is very relevant and will help us celebrate the essence of competitiveness. The present logo for the CS Olympiad manifests ICSI's philosophy besides depicting the essence of the event. ICSI has entered into an MOU with Science Olympiad Foundation (SOF) for conducting of CS Olympiad in schools across India.

**Q. Can you tell us about the role of CS Acceleration Centre (CSAC) briefly?**

**A.** The Institute launched a first of its kind CS Acceleration Centre (CSAC) on 8th of June to promote the CS profession by providing an opportunity to the young Company Secretaries, a well-equipped platform with all state-of-the-art infrastructural facilities for their professional practice under the mission of 'Start-up India, Stand-up India' campaign of Government of India. Initially, the CSAC has been made operational at SIRO, Chennai, EIRO, Kolkata and Bengaluru Chapter of ICSI. CS Acceleration Centre (CSAC) is meant to facilitate the germane facilities and amenities to create a conducive work environment for the budding Company Secre-

Collaborations between such Institutions of excellence in the higher education sector are the need of the hour and will go a long way in empowering the student community.

**MAMTA BINANI**

President, ICSI

tary professionals who wish to establish their own practice as a CS professional.

**Q. Which are the MOUs ICSI has signed recently?**

**A.** After entering into nine MOUs with eminent Universities, ICSI went another mile to enter MOUs with IIM, Tiruchirappalli, Tamil Nadu and Punjab University, Chandigarh in the month of June. These MOUs will further the cause of youth empowerment and encourage young professionals to play an important role in the decision making process at the highest level. Collaborations between such Institutions of Excellence in the higher education sector are the need of the hour and will go a long way in empowering the student community.



# PREPARING STUDENTS TO BE CORPORATE-READY

SECRETARY ICSI, DINESH CHANDRA ARORA GIVES AN OVERVIEW OF THE ADVANTAGES OF BECOMING A CS...



Dinesh Chandra Arora, Secretary, ICSI: "ICSI membership adds value in the corporate world."

**Q. How does the membership of ICSI make a difference? What is the current membership figure?**

**A.** Membership of the Institute of Company Secretaries of India is a license to pursue the profession. So it is after acquiring this membership that a person becomes a Company Secretary professional. This membership also adds to the person's brand value. There are currently around 46,000 members of the ICSI.

**Q. Does a CS qualification give an added advantage?**

**A.** Is it just enough to make laws? Obviously not. You need people to actually exemplify the law and follow the law. So we are those people who help the government. Government makes the law. So they need citizenry support to actually help the laws

to be carried forward, amplified and get executed. We are those arms and legs, eyes and nose of the government that helps people to comply with these laws. So therefore we have quite a major role to play and gone are the times when people used to think that keeping people for compliance is a burden because you have to spend and you don't see any cash benefit coming out of it. But believe me, these days the laws, the way they are designed, you can see laws are mostly self-compiled in nature today, which means the government says if you don't comply, you end up paying penalty and the penalties are too high these days. So the corporates also feel that it is better to keep a person who can take care of the compliances so that there are not many implications on that front.

**Q. What changes have been brought in Company Secretary course curriculum to make it future-ready?**

**A.** We have constituted a Syllabus Review Board. That committee has already done two meetings and will submit their proposals soon. What we have done in that syllabus is that we have made it very contemporary. We have tried to match the aspirations of the society and we have done away with a few things that were probably not required to be there anymore and we have added quite a number of new subjects. For example, GST is already there. We will have the Insolvency Code; we will have interpretation of statutes be-

cause it is very important to have these. So in every 5 years we will review and revise our syllabus.

**Q. ICSI has tie-ups with institutions for study centre. What has been the outcome?**

**A.** We have centres in over 35 cities. We are concentrating both in Tier-1 and Tier-2 cities. I believe that India does not reside in the urban areas alone. So it is important that when we talk about inclusive growth we should take it to the semi-urban, semi-rural areas so that there is inclusivity. So therefore we are concentrating more on Tier-2, Tier-3 and not only on Tier-1.





Secretary, ICSI: "Secretarial Standards has brought in a unified code for all companies."

**Q. Placements for students... Is ICSI doing something in this direction?**

**A.** We work under Open (Distance) Learning (ODL) mode under which you do not have to undergo any kind of classes. Here the Institute's role is till you acquire your certificate. However, a Placement Committee set up at the centre conducts campus interviews and most of the recruiters like SEBI, Stock Exchanges, RBI, banks, merchant bankers, registrar to the issues, etc. pick up students. We also have set up placement committees at Regional and Chapter-level also. So more and more placement programmes are being initiated at the local level and students will not have to come all the way to the Centre. A placement portal does matchmaking for the students

and the recruiters, and ICSI will not charge any fee from either of them for it. Both of them will put their requirements in the system and the portal will help them and each other. One point of caution; we are not building ourselves as an employment exchange, but as a facilitator.

**Q. What is ICSI Signature Award?**

**A.** In a major step forward, the Institute of Company Secretaries of India (ICSI) has instituted "ICSI Signature Award" for the topper in the Bachelor's Degree examinations in Commerce conducted by the Central, State Universities and specialised programmes/papers of Indian Institutes of Management (IIM) & Indian Institutes of Technology (IIT) in India. The Central Universities and State Universities

in India will be as per criteria followed by University Grants Commission from time to time.

The ICSI Signature Award will be awarded only to the Topper (One Medal) in the University examinations. The medal as per the specifications provided by the Institute will be arranged by the University concerned for distribution during Convocation or other ceremonies.

The ICSI Signature Award along with a certificate will be distributed annually in the Convocation of the University or any other appropriate function, preferably in the joint seminar with the ICSI if it is conducted in a particular year. The top three students of the Universities and qualifications as covered under this Scheme will be eligible for full waiver of Registration Fee for Executive Programme Stage. This award will be presented to a candidate of sufficient merit of a minimum score of 60%.

**Q. ICSI issued new secretarial standards last year, how beneficial have they been?**

**A.** Secretarial Standards is nothing but SOP - Standard Operating Procedures for Board meetings and General Body Meetings. This has helped the corporates

like anything because what has happened is now there is a unified code for all companies and everybody has to follow and everybody is wearing that orange colour and even the shade of orange has been defined. So there are almost 10,80,000 companies today and the Secretarial Standards is applicable to all companies across the board.

One-person company with a single director and a single shareholder is ruled out. Now one person-company, which I am mentioning are very handful, in some hundreds. So now what has happened, each company is following the standard code for doing their Board Meetings and General Body Meetings and why these meetings are important is because any decision that is taken in a company will either be taken by the Board or by the General Body. It is the decision which impact the company. Therefore, these Secretarial Standards have also enabled us to take very informed decisions. Paper work is done seven to ten days before they are sent to directors so that everything is in black and white and people who come for the meetings come prepared because everything is sent to them beforehand.

# SELF-STUDY, TIME MANAGEMENT-KEY TO SUCCESS

The toppers of the Company Secretary 2016 Examination agree that the best way of preparation for the exam is self-study. Vivek Choudhary who topped with 553 marks out of 900 in Professional Programme (new syllabus), Namrata Jain (topper in Professional Programme with 447/800 in old syllabus), Rishabh Hada (topper in Executive Programme with a score of 520/700) emerged successful in this rigorous and back-to-back exam marathon! Vivek wants to become an investment banker and is pursuing MBA from IIM Lucknow; Namrata, a resident of Sagar in Madhya Pradesh juggled between CA and CS exams; Rishabh from Kanpur prepared for the exam along with his study group. They speak about their exam journey...

**Q. What inspired you to pursue CS?**

**Vivek:** I belong to Kolkata and pursuing CA+CS in that part of the country is something like a trend. One of the reasons I did CS course was because it perfectly complements your CA. As in today's world what I feel is law is continuously changing and you need to keep yourself abreast of all the rules and regulations because for any company to work that is what is required and what better than a Company Secretary, a compliance officer? So I decided to pursue CS with my CA course.

**Namrata:** Since I was in 8th standard my goal was very clear. I was determined that I have to pursue this course and I had heard about these courses and I wanted to be part of this recognized profession.

**Rishabh:** I was already pursuing CA. Initially, I did not think about doing CS because I was into CA right after 10+2. But when I saw my friends doing it and the potential it has so I thought I should give it a try. I thought I can put a little effort to at least do the Executive level and it will help me in my career as well.



Preparing without tuition is a challenge in itself as I read the topics for the first time, which were completely new to me

VIVEK

**Q. Did you go for coaching? Did it work for you?**

**Vivek:** I did not take coaching for any three levels. The prime reason was I could easily manage the first two levels. I was already pursuing Chartered Accountancy so that did help me a lot. Regarding the Professional level, all the subjects were completely new to me but then I found the study material issued by the institute to be really very helpful. It's explained in a simple way that even you read it for the first time you do understand and with some level of effort it is not that difficult to crack. Self-study is the best study. I think if you spend your time in tuition cen-

tres you don't have time for self-study and CS being a law-dominated course, it is something which you can relate to on your own, and do accordingly.

**Namrata:** Self-study is the best way and sufficient for the success of such exams. I used to read institute notifications, modules and prepared from last year's questions papers. I gathered information from my knowledge in CA and applied that to CS.

**Rishabh:** No, I did not take any coaching. I took reference from books provided by the institute. I did self-study. My knowledge of CA also helped me to pre-

Self-study is the best and sufficient for the success of such exams

NAMRATA



pare for CS. I have a study group which played a very important role. We substituted coaching environment with our own study group.

**Q. How did you plan your study?**

**Vivek:** I joined IIM Lucknow this June after I gave the CS Professional exam. Between my preparations for CAT and when I gave all the interviews for the MBA course, I had almost two-and-a-half-months to prepare for my CS Professionals. So I utilized that time effectively and completed this.

**Namrata:** I used to get up early in the morning around 6 and went to library and used to spend most of the time studying there. As I was doing self-study and I needed to put in more

concentration, I used to make pie chart giving weightage to the chapters and prepare hand written notes of important chapters.

**Rishabh:** Planning was not difficult. I realized if I give two hours a day, that was enough. I did not put much effort because I planned my subjects well. I concentrated more on topics which I did not know than which I knew. My friends were also preparing for CS. So we did group study, which made it very easy.

**Q. Tell us about your last-minute preparation.**

**Vivek:** While studying what I found was that there was a link between all the subjects that CS has to offer in Professional level because all the subjects are somehow related to law. For example, if you study about SEBI in



What I feel is that these professional exams test your discipline more than what you know

RISHABH

one of the subjects in others also it will be very helpful. So while studying what I did was I marked all the portions, which I felt was linked to each other and just a day before the examination I already had a map in my mind as to which all are important topics and chapters to revise.

**Namrata:** Since the syllabus is very vast and we have less than 18 hours in between two exams I revised my handmade notes for last day revision and strictly read that before exams.

**Rishabh:** I call it last minute revision, not preparation. Preparation I think is done over a period of time but you need to bring it down to that level that you can revise the vast syllabus in just one day. So what our aim should be is to bring it down in a way so

that you can revise those important notes in one day.

**Q. Did you feel any pressure during exams?**

**Vivek:** There are lot of factors which do account for pressure during the exam. The first one is you don't get leave a day before the examination. Secondly, there are so many laws and regulations to be read that you really get confused sometimes and you don't have time to actually go through it once again. These do create pressure among students.

**Namrata:** During the exams little pressure is importance to realize the importance of the exam and then only you can speed up. But it should not be in a way that you are unable to study.



**B. UMA VAISHNAVI**

Topper of the  
CS Foundation Programme.

**Q. What you do in your leisure time?**

**Vivek:** I love to watch movies and read books on finance

**Namrata:** I love listening to music.

**Rishabh:** I like traveling a lot. I also take break and go for seven to ten days trekking.

**Q. Which are the books you referred for preparation?**

**Vivek:** I preferred preparing from the study material provided by the Institute.

**Namrata:** I strictly followed the notes provided by the Institute. I also prepared from my hand written notes & referred to the previous year's question papers.

**Rishabh:** Other than the study material provided by the Institution, I referred to the notes circulated by my seniors.

**Q. Reveal the secret of your exam success?**

**Vivek:** Preparing without tuition is a challenge in itself as I read the topics for the first time, which were completely new to me. But I think if you work smartly, if you develop a mind map, divide the chapters according to their importance and you plan strategically the challenge can be overcome.

**Namrata:** Strategic time management is very important for success. My parents and relatives also motivated me equally, which helped me achieve this.

**Rishabh:** What I feel is that these professional exams test your discipline than your knowledge. If a person wants to be successful, one can try and plan things out and maintain this consistently. If this can be done it is not difficult at all.

**KEEP MOVING, KEEP IMPROVING**

**Courses offered by ICSI**

**PMQ Course in Corporate Governance**  
Enabling the members to gain acumen, insight and thorough knowledge relating to various aspects of Corporate Governance

**Certificate Course in Valuation in association with NIFM**  
Augmenting the skills of Company Secretaries in carrying out valuation assignments relevant to today's business environment

**Diploma in Internal Audit in association with NIFM**  
Enhancing internal audit skills and knowledge of the members and open a vast world of opportunities in the field of internal auditing

**Certificate Banking Compliance Professional Course in association with IIBF**  
Acquainting members with the tools of managing risks and procedures of compliance functions in bank and assisting them in identifying the level of compliance risk and formulating proposals for managing such risks

**Certificate Course in Compliance, Governance and Risk Management in Insurance in association with III**  
Creating a cadre of professionals in the Insurance industry well versed in risk management, governance and regulatory compliances as they apply to the insurance industry

**Certificate Course in Capital Markets in association with NISM**  
Assisting Professionals in topping up their knowledge of Corporate Laws and Governance with the domain knowledge of securities markets

*For any query, please contact Directorate of Professional Development, perspective planning and studies at [academics@icsi.edu](mailto:academics@icsi.edu) or 011-45341095*

**THE INSTITUTE OF Company Secretaries of India**  
IN PURSUIT OF PROFESSIONAL EXCELLENCE  
Statutory body under an Act of Parliament  
ICSI House, 22, Institutional Area, Lodhi Road, New Delhi 110 003  
tel 011-45341000, fax +91-11-2462 6727  
email [info@icsi.edu](mailto:info@icsi.edu) website [www.icsi.edu](http://www.icsi.edu)

For details contact Directorate of Studies : tel 011-45341082 e-mail [academics@icsi.edu](mailto:academics@icsi.edu)



# FREQUENTLY ASKED QUERIES ABOUT THE PROFESSION

A FEW OF THE MOST COMMON QUERIES THAT ONE COMES ACROSS WHEN OPTING TO PURSUE CAREER AS A CS.



Be clear about your professional goals. In case of any doubt the ICSI is always there to help

**Q: How has ICSI evolved?**

**A:** ICSI is one of the arms of the Ministry of Corporate Affairs, Govt. of India. Since 1980, when the Company Secretaries Act was enacted, till now, we have come a long way. With about four lakhs students and 46,000 members across the country, ICSI is now aiming to have

70,000 plus members in five years down the line.

**Q: What is the role of Company Secretary in industry?**

**A:** A qualified CS can either be in employment by a company or can start his/her own practice. The crucial role that a CS plays in a company can be gauged by

the fact that the Companies Act, 2013 recognises Company Secretaries as a “Key Managerial Personnel” along with the Chief Executive Officer/Managing Director/Manager, whole-time Director and Chief Financial Officer. Being Company Secretaries (CS), who are confidants of the board also act as advisors. Corporate inter-face at the highest levels is sine qua non for this profession. Managerial Personnel, Company Secretary is required to be mandatorily appointed in every listed company and every public company having a paid up share capital of Rs10 crore or more, and every other company having a paid up share capital of Rs 5 crore or more is to appoint a CS also.

In companies, a Company Secretary is more involved in corporate restructuring, formulating corporate policies, managing public issues, mergers and acquisitions, joint ventures within and outside India, to name a few. The Company Secretary acts as an adviser and confidant of the Board of Directors.

A Company Secretary is an interface between the company and various government departments and regulators. They are now even foraying into capital markets and financial services. In addition, a Company Secretary can render professional services in the areas of Corporate Governance, Legal and Secretarial Services, Corporate Laws Advisory and Representation Services, Financial Market Services, Banking Services, Finance and Accounting Services, Taxation Services, Management Services etc.

**Q: What are the new opportunities for CS professionals?**

**A:** The Secretarial Audit will give support to the role of the regulators. So you get to know the deficiencies and non-compliance of Companies Act, 2013 to enable the regulators to take corrective action at the correct time. Also, in the Companies Act 2013, there are two types of companies specified where the Key Managerial Personnel, including Company Secretary is mandatory for all the listed companies and all other public



Ethics and right attitude is must! You should have the ability to change according to situations. The right attitude will never hinder your professional growth. It will make you rise

companies, where capital is Rs 5 crore and above.

**Q: Is it better for a fresh CS professional, to start own practice?**

**A:** If you look at our curriculum, the subjects are designed in such a way that students pass exams, become members of the institute and can take employment and practice. It is because training is in-built with the curriculum before they become members. So, during the training process considerable knowledge is imbibed that helps during employment and practice. You have to establish your credentials.

**Q: What is the key quality a CS professional must have?**

**A:** Ethics and right attitude is must! You should have the ability to change according to situations. Right attitude will never hinder your professional growth. It will make you rise. Company Secretaries should have thorough understanding of not only

domestic and international regulatory regimes, but also other areas such as corporate funding options, intricacies in interpretation of laws and drafting important legal documents like joint venture agreements/ shareholders agreement, adoption of corporate governance practices in such a manner that it helps in maintaining high standards of accountability, transparency and compliance with laws.

**Q: How should a young CS professional enter Corporate Governance profession?**

**A:** To become specialists in this domain, a young CS needs to develop an understanding of the needs and expectations of the Company. He or she needs to enhance his or her skill sets according to the current business scenario which is in a transformational phase and is a challenge. The need for governance has risen, boundaries are required to be renegotiated, and patterns are to be designed to meet the legal, societal and stakeholders' expectations.

**Q: What are the expectations from the CS professionals in industry?**

**A:** In an era of globalisation, the industry wants someone who can understand the business,

the laws that have a bearing on the business - an in-house compliance manager, consultant and advisor to the Board of the company, someone who the Board of Directors can readily look upon, a person that the investors recognize and position entrusted by regulators to ensure compliance - the Company Secretary fulfils the role of a professional aptly.

**Q: What are Secretarial Standards? Please elaborate on their need and effectiveness.**

**A:** ICSI is the pioneer and the only institution in the world so far to have issued Secretarial Standards with statutory recognition under section 118(10) of the Companies Act, 2013. Companies' governance and Management happen through a conventionally proven system of decision making process, i.e., through General meetings and Board meetings.

There is a need to have standards of probity and fiduciary responsibility towards conduct of such meetings. Transparency and accountability are considered essential characteristics of good corporate governance.

The challenge today is to benchmark standards of excellence in

every sphere of such corporate activities and to strengthen the confidence of the investors, stakeholders, regulators and the public at large. Investors today strongly believe that both financial and non-financial standards have their own importance. There are Accounting Standards to cover financial aspects but before Companies Act, 2013 there was no such non-financial standards duly included in legislation.

It is here that the demand on professional bodies such as the Institute of Company Secretaries of India becomes crucial. They are expected to play a vital role in not only ensuring adequate supply of top quality professionals but also laying down standards of professionalism and encouraging uniformity and consistency of corporate practices. To fulfil its role as an extended arm of the regulator towards ensuring adoption of best secretarial practices and ethical standards by corporate entities, the ICSI established Secretarial Standards Board in the year 2000 with the objective of formulating Secretarial Standards.

## I ABIDE BY THE LAW. SO DOES MY COMPANY.

Over one million companies in the country are custodians of huge resources of the society and public. They drive the growth of the economy. It is, therefore, imperative that their operations should be so carried out that they exist forever to contribute to prosperity of the society and the economy even as they balance the interests of various stakeholder. This requires care for and adherence to law and justice, ethics, compliance, governance, risk management, conflict resolution etc. As a Company Secretary, I am a regulated professional & I ensure just that.

### I AM...

- ... A Key Managerial Personnel
- ... Compliance Officer- An expert in Corporate Laws, Securities Laws, Capital Market and Corporate Governance
- ... An advisor to the board of directors on best practices in Corporate Governance
- ... An expert in secretarial audit
- ... Managing all regulatory compliances of the company
- ... A corporate planner and strategic manager

...I am a **ICSI**.  
Only I do what I do.

 <https://www.facebook.com/icsi>  
 <https://twitter.com/indiacs>



**THE INSTITUTE OF  
Company Secretaries of India**

IN PURSUIT OF PROFESSIONAL EXCELLENCE

Statutory body under an Act of Parliament

[www.icsi.edu](http://www.icsi.edu)

