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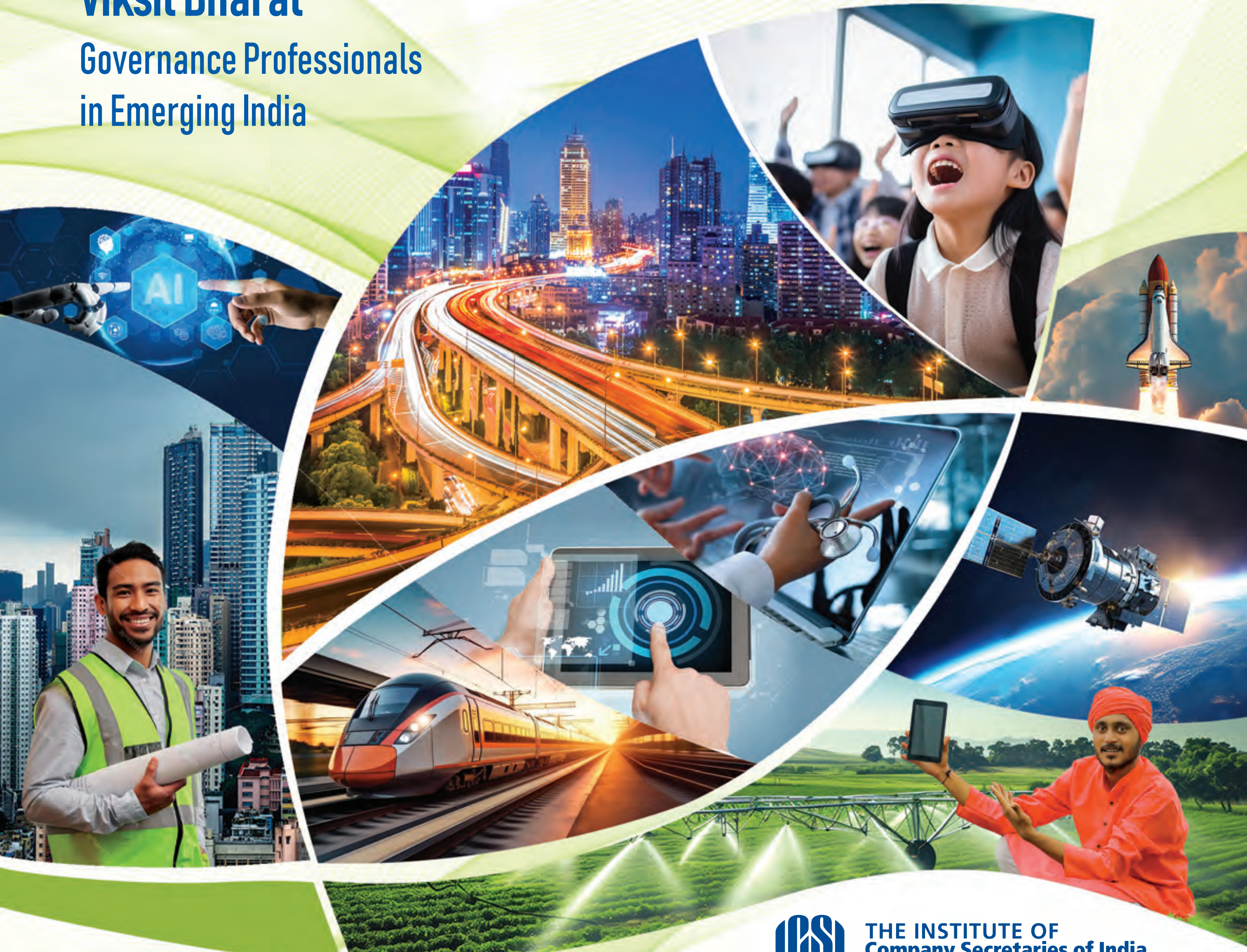
Viksit Bharat

Governance Professionals in Emerging India



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भारतीय कम्पनी सचिव संस्थान
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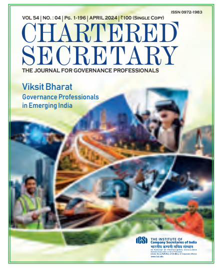

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EDITORIAL

Viksit Bharat@2047 is the vision to transform India into a developed nation by the year 2047, the 100th year of our independence. This vision encompasses various facets of our nation's development, such as economic growth, environmental sustainability, social progress and good governance.

Envisioning a Viksit Bharat, our country needs to be well equipped with an agile governance framework enriched with sound policies and accountability. The Institute, promoting the cause of excellence in Corporate Governance, is steadfastly committed to fostering a culture of Good Governance to facilitate this paradigm of people-centred development and offer a promising pathway for multi-dimensional societal transformation.

To further align itself with the vision to transform India, and amplifying its efforts in spreading global impetus on sustainable economies, The ICSI is organising its 3rd International Conference in Lion City, Singapore on 5-6 April, 2024 in association with ICSI Overseas Centre, Singapore on the Theme –'Building Resilient and Sustainable Economies'.

This month's issue of the Journal is focussing on 'Viksit Bharat– Governance Professionals in Emerging India'. In an effort to deliberate upon how the Governance Professionals- their roles and responsibilities in upholding ethical standards, providing sound guidance to the corporates, promoting responsible stakeholder engagement and being instrumental in strengthening corporate governance will contribute towards the advancement of Viksit Bharat, various authors and experts have provided their views through the articles and research inputs.

The article on 'Gender Equality and Viksit Bharat: A Must-Have' envisages how India when marching forward on the path of development, the concept of "Viksit Bharat" or Developed India necessitates a robust commitment to gender equality across all sectors of society.

An article on 'Women Company Secretaries - Enormous Growth Potential in Viksit Bharat' underscores the need for all women CS professionals to opt for new spectrums, even if untested and demonstrate to the nation that they are capable of achieving anything.

Through the article 'The need for Sustainable Future Development' the author attempts to depict how facing various global challenges as posed by climate change, environmental degradation, and social inequality, it has become imperative for shaping a sustainable future. The collective efforts of individuals, communities, governments, and businesses are pivotal in steering our world towards a path of sustainability.

The author through the article 'Deciphering the role of Blended (Climate) Finance for building Sustainable and unstoppable vision of "Viksit Bharat" – A today's commitment for tomorrow's action' portrays how India has embarked on an unstoppable path of Viksit Bharat and how mobilizing blended (climate) finance plays a central role in realizing this vision of moving the economy towards low-carbon and sustained pathway in terms of transforming from the inside for the outside.

The author through the article –'Viksit Yuva, Viksit Bharat: Fostering The Power of Young Professionals', delves deep in the quest to transform India into a developed nation and how the empowerment of its youth stands as a cornerstone. Under the visionary initiative of "Viksit Yuva, Viksit Bharat," the nation's focus sharpens on harnessing the potential of its young professionals. This article delves into the pivotal role played by the youth in shaping India's future, exploring how their innovation, dynamism, and determination propel the nation towards prosperity and progress.

Through the article 'Viksit Bharat- Aiming for Sustainability and Sustainable Development', the author represents how in recent years, there has been a growing recognition of the need to adopt a holistic approach to development that balances economic prosperity with environmental conservation and social well-being.

The article on 'Emerging Technologies and Viksit Bharat: Unlocking the Potential for Governance Professionals' explains how the emerging technologies present both challenges and opportunities for professionals. While they offer unprecedented potential for enhancing transparency, accountability, and streamlining processes, they also necessitate the development of robust regulatory frameworks, ethical guidelines, and capacity-building initiatives.

The article on 'MSMEs & Catalyst in Viksit Bharat' covers the existence of a dynamic eco-system of Micro, Small, and Medium Enterprises (MSMEs) in India, which has been playing as a catalyst in 'Viksit Bharat" and how MSME(s) are evolving as the backbone of the country's economy, by its nature, size, coverage, employment potential, capital, self-reliance, inclusiveness, and contribution to GDP.

The article on 'Viksit Bharat@2047: Crystal Gazing through MSME sector' encapsulates the Indian Government's vision that encompasses economic, social, environmental, and governance development, aiming to create a prosperous India in harmony with nature, with modern infrastructure, and providing opportunities for all citizens and regions to reach their potential.

The article on 'Impact of Rule 9B of Companies (Prospectus and Allotment of Securities) Rules, 2014: Need an Amendment to protect Private Companies' emphasises on the need for the amendment of Rule 9B for protection of Private Companies.

An in-depth analysis is provided through the article 'Dematerialisation of Securities of Unlisted Companies under the Companies Act, 2013 – Comprehensive analysis' on why the Ministry of Corporate Affairs, with effect from 2nd October 2018, has made it mandatory for all 'Unlisted Public Companies' to facilitate dematerialisation of its existing securities and to issue new securities only in dematerialised form.

An eye- opening article on 'Funding By Companies to Political Parties' throws light on how there is a robust legal regime governing political contributions and Indian businesses need not shy away from bona fide political contributions to support political parties that they believe will provide the nation with good leaders and sound governance.

The author through the article 'Small and Medium Real Estate Investment Trusts' highlights the introduction of the SM REIT Regulations which is anticipated to positively impact India's Real Estate market providing opportunities for prospective retail investors with small ticket size to fractionally invest in rent yielding real estate properties.

A captivating article 'Green to Greed: Unravelling Corporate Deception' focuses on how post the Paris Agreement in 2015, there has been a spurt in net-zero commitments towards carbon foot prints, from all sectors. The increase in commitments has led to a surge in the number of criteria and benchmarks used to establish net-zero goals, each varying in their level of robustness.

A Research article on 'The Dichotomy of Women's Empowerment with Microfinance - An Empirical Evidence from Gurugram and Policy Recommendations' examines microcredit's impact on "beneficiary households" and individual "women" in the Gurugram district. Findings reveal women's credit benefiting households but not empowering the women due to lack of asset co-ownership. Microfinance deepens resource division between women and their families.

We are also happy to publish an Interview with Governance Professionals at the helm of affairs at Dabur India Ltd- CS Ashok Kumar Jain, EVP (Finance) &Company Secretary and CS Saket Gupta, Joint Company Secretary.

Wishing the esteemed readers a month full of happiness and festivities ahead.

CS Asish Mohan
(Editor - Chartered Secretary)

1. CS B. Narasimhan, President, The ICSI met with Mr. Ian Burger, Chairman, International Corporate Governance Network (ICGN).
2. ICSI delegation led by CS B. Narasimhan, President, The ICSI, recently met Prof Mamidala Jagadesh Kumar, Chairman UGC, to discuss collaborative academic initiatives for skill enhancement & employability for the youth.
3. ICSI inks MoU with Osmania University under Academic Connect initiative.
4. MoU signed between The ICSI represented by President, The ICSI and National Building Construction Corporation (India) Ltd. [NBCC (India) Ltd.] represented by Chief General Manager -Engg. (CGM) on 20th March 2024 at Headquarters in New Delhi.
5. CS B. Narasimhan, President, The ICSI addressed the gathering at the Silver Jubilee (25th) Residential Programme organized by Coimbatore Chapter of SIRC of ICSI held on March 22 to 24, 2024 on the theme "CS at the Forefront - Laying Foundation for the Sustainable Future".

6.	CS B. Narasimhan, President, The ICSI addressed the One day seminar on DEMYSTIFYING NCLT PRACTICES organised by Hyderabad Chapter of SIRC of ICSI.
7.	CS NPS Chawla, Council Member, ICSI represented the ICSI at the National Foundation for Corporate Governance (NFCG) Roundtable on “Viksit Bharat: Role of Corporate Governance” held on March 14, 2024 at New Delhi to deliberate upon the imperatives of Corporate Governance in making Bharat a developed nation. Dr. Manoj Govil, Secretary, Ministry of Corporate Affairs was the Chief Guest at the programme.
8.	The workshop on 'Meditation & Breath by Art of Living' was organized by ICSI at Noida HQ on March 8-9, 2024.
9-10.	EIRC of ICSI organised Peer Review Training Programme on March 15, 2024. CS Rupanjana De, Council Member, The ICSI, CS Sandip Kumar Kejriwal, Council Member, The ICSI and CS Dr. Mohit Shaw, Chairman of EIRC of The ICSI graced the occasion.

11-12. EIRC delegation led by CS Mohit Shaw, Chairman EIRC of The ICSI met Shri Sridhar Pamarthi, Regional Director (ER), Ministry of Corporate Affairs, Kolkata and Shri Ananta Kumar Sethi, ICLS, Registrar of Companies, MCA, Kolkata on March 13, 2024.

13. The 18th RCLDP and 86th RMSOP, was conducted at ICSI CCGRT, Navi Mumbai from February 29, 2024 to March 15, 2024.

14. ICSI - CCGRT, Hyderabad organized its 13th batch of Residential Corporate Leadership Development Program at its campus from March 7 to 22, 2024.

15. CS Sandip Kumar Kejriwal and CS Rupanjana De, Council Members, The ICSI addressed the students in first Residential Corporate Leadership Development Programme (CLDP) organised by ICSI CCGRT Kolkata from March 15, 2024 to March 29, 2024.

VIKSIT BHARAT Programmes organised by ICSI HQ, Regional Councils and Chapters from March 11-15, 2024

WEBINAR ON Viksit Bharat held on 14.03.2024

Speaker:
Shri Gopal Krishna Agarwal,
Spokesperson of BJP
(Economic Affairs)

Speaker:
Shri Surendra Nath Tripathi,
IAS (Retd.), Director General, Indian Institute of Public Administration, New Delhi

Addressed by:
CS Dhananjay Shukla,
Vice- President, The ICSI

Moderator:
CS Suresh Pandey,
Council Member,
The ICSI

WIRC

NIRC

EIRC

Ahmedabad

Bhubaneswar

Faridabad

Nagpur

Panipat

Hooghly

Thane

Kanpur

International Women's Day Celebration at ICSI Regional Councils and Chapters

EIRC

Chhatrapati Sambhaji Nagar

Faridabad

Jodhpur

Gurugram

Thane

2ND NATIONAL WOMEN'S CONFERENCE HELD ON MARCH 22-23, 2024 AT BENGALURU

Theme - Inspire Women Leadership - Accelerate Progress

Chief Guest : Ms. Vibha Padalkar, Managing Director & CEO, HDFC Life

INAUGURAL SESSION

TECHNICAL SESSION - 1

TECHNICAL SESSION - 2

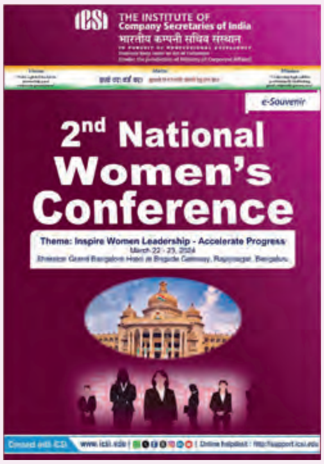
TECHNICAL SESSION - 3

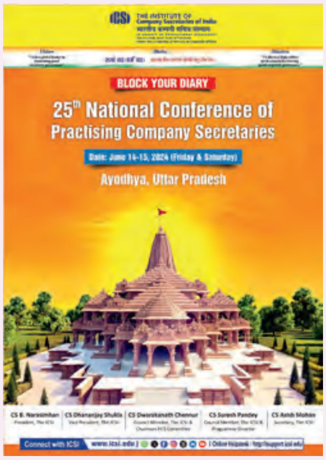
TECHNICAL SESSION - 4

OPEN HOUSE

GROUP PHOTO

Releases at the 2nd National Women's Conference- 2024





Proceedings of the 2nd National Women's Conference Held on March 22-23, 2024 at Bengaluru

Theme - Inspire Women Leadership - Accelerate Progress

The Institute organized its 2nd National Women's Conference at the Sheraton Grand Bangalore Hotel at Brigade Gateway, Rajajinagar, Bengaluru on March 22-23, 2024 on the theme "Inspire Women Leadership- Accelerate Progress". The Conference witnessed presence of around 300 delegates present in-person and 4,300 delegates in virtual mode from different parts of the country. A galaxy of distinguished guests, invitees, speakers, professionals and students made the Conference a grand success.

INAUGURAL SESSION

The Conference was inaugurated by the Chief Guest, Ms. Vibha Padalkar, Managing Director & CEO, HDFC Life.

CS Pradeep B. Kulkarni, Programme Coordinator and Chairman, SIRC, welcomed everyone at the Conference and introduced the Chief Guest and other dignitaries on the dais. He expressed his happiness and gratitude towards Central Council of the ICSI for providing opportunity to the SIRC for organizing the 2nd National Women's Conference at Bengaluru.

CS Dwarakanath Chennur, Programme Director and Council Member, The ICSI, welcomed all to the Conference and conveyed gratitude to Ms. Vibha Padalkar, Managing Director & CEO, HDFC Life for very kindly agreeing to be the Chief Guest. Expressing his delight on the Conference being organized at the Silicon City of India, he introduced the theme "Inspire Women Leadership- Accelerate Progress" and marked the beginning of an occasion to appreciate women for their economic, political, and social achievements. He revered the role of women leadership in every walk of life and their versatility and multitasking ability in balancing emotional and intelligence quotients efficiently. He briefed about the sub-themes of the technical sessions and concluded his address by urging everybody to prioritise developing mentorship programmes for women and fostering an inclusive work environment that values and celebrates diversity.

CS Dhananjay Shukla, Vice President, ICSI, commenced his address by quoting a text from Manusmuriti "*Yatra Naryastu Pujyante Ramante Tatra Devata, Yatraitaastu Na Pujyante Sarvaastatrafalaah Kriyaah*" meaning *"Where women are adored and given respect, the Gods like to stay in such places but where women are given ill-treatment, at such places no work is successful."* In his address he mentioned that today women have made enviable mark in various fields and cited various examples from time immemorial wherein women created an epitome of governance, undertook leadership roles and made significant contribution for the nation. He also shed light on the Viksit Bharat@2047 goals where Mahila (Women) is one of the pillars. He also mentioned that ICSI is the biggest example of women empowerment because female members constitute almost 50% of the total members of the ICSI. He also spoke about the theme and said that women empowerment is all about taking inspiration from all successful women all over the world.

CS B. Narasimhan, President, ICSI commenced his presidential address by welcoming the dignitaries and the delegates to the Conference. He thanked the Chief Guest for gracing the occasion amidst her busy schedule. He shared that this Conference is an occasion to empower women in all forms and to acknowledge the empowered women everywhere. He also mentioned that the theme "Invest in Women" has a vast connotation and called it as 3-fold investment – the 3E's i.e. "Economic Investment" to make women self-sustainable by way of entrepreneurship, MSMEs and Self-help groups, "Educational Investment" is about making the women future-ready and decision-ready and "Emotional Investment" to recognize and cultivate women's emotional intelligence. He shared the fact that the increased women workforce in corporate leadership would contribute to the growth story of the nation by strengthening the foundations of governance. He has also mentioned that each area of governance is incomplete without the presence of women be it in the government sector or international platforms where their diverse thoughts and perspectives would bring a newer approach. He concluded with the quote by Ruth Bader Ginsburg, *"Women belong in all places where decisions are being made."*

Presidential address was followed by the releases, facilitated by CS Venkata Subbarao Kalva, Chairman, Bengaluru Chapter of ICSI at the august hands of the Chief Guest, Ms. Vibha Padalkar, along with other dignitaries present at the dais:

- Souvenir – 2nd National Women's Conference
- Flyer for 25th National Conference of Practising Company Secretaries – Block Your Diary
- Compilation of SEBI (SAST) Informal Guidance

Ms. Vibha Padalkar, Chief Guest, while delivering her address thanked the Institute for inviting her to the 2nd National Women's Conference and appreciated the profession of Company Secretaries, who as the torch bearers of Corporate Governance are always working very hard behind the scenes. She emphasized the importance of sharing the learnings and experiences of one's journey and acting as a guiding light for motivating the younger generation of women in taking up senior leadership roles.

She said it is good that many listed companies today have more women participation then mandated by SEBI and that corporates realise that women representation enriches decision making, encourages expansion and increases profitability. She also mentioned the essence of right conditioning from early age and the importance of working explicitly on the gender biases in order to support and nurture the talent of women balancing different roles in the society. She concluded by advising women to remove the blockages in their mind, seek support when required, have clear goals and self-advocate to achieve those goals.

CS Asish Mohan, Secretary, ICSI proposed the Vote of Thanks and expressed his sincere gratitude and greetings to the dignitaries, guest speakers, delegates and Team ICSI. He mentioned how ICSI is one of the leading institutions providing gender equity with over 50% of women Members, 33% of women employees and many women heading the directorates. He spoke on the conception of the ICSI National Women's Conference and said that this years' theme calls upon us to encourage women leadership for accelerating progress in achieving the vision of Viksit Bharat at 2047.

FIRST TECHNICAL SESSION - ESSENTIALS FOR IMPACTFUL LEADERSHIP

Moderators: CS Aravamudhan Mohankumar and CS Venkata Ramana R., Council Members, ICSI

Panelists: Ms. Kalpana Naagaraj, Founder & Managing Director, Micron EMS Tech Pvt. Ltd.; CS S. C. Sharada, Practicing Company Secretary, S C Sharada & Associates; Ms. Yeshasvini Ramaswamy, Serial Entrepreneur & CEO, Great Place to Work® India.

CS Aravamudhan Mohankumar, in his introductory remarks briefed about session theme, welcomed all the learned panelists and invited them for sharing their views and experiences with the delegates.

Ms. Kalpana Naagaraj in her address stated that leadership is essential for creating a positive change in the system and discussed how impactful leaders foster a culture of continuous learning within their organisation to drive positive change towards growth, adaptability and success. She discussed the role of Empowerment of women and broader scope of diversity, equity and inclusion (DEI) to drive a positive impact on organisation's performance by giving an example of her company where she hired, trained and mentored fresher women who grew exponentially to lead various departments and contributed to her company's success. She said DEI efforts aim to create a workplace where individuals from diverse backgrounds feel valued, included and empowered to contribute their unique perspectives and talent and urged everybody to prioritize DEI initiatives to build empowered and inclusive environment.

CS S. C. Sharada started her address by sharing her career journey and expressed delight to see majority of women students and members in Company Secretaries profession. She said that Leadership is not just a position but a mindset, bunch of values and traits a person has and shared a quote *"Leader must have a skin of rhino, courage of soldier, compassion of mother, understanding of a friend and patience of a sage"*. She defined the traits of an Impactful Leader through the acronyms of IMPACT stating I as 'inspiration' which motivates others around us, M as 'Managing relationships' in the personal and professional life to ensure a balanced life, P as 'Personal branding' of value system, beliefs and virtues which helps in creating credibility and authenticity, A as 'Ask' which helps in taking initiatives to achieve your goals, C as 'Compassion' which leads to empathy and helps in understanding and connecting with the team members, and T as 'Transparency' which is the bedrock of governance as also of a good leader. She concluded by urging everybody to imbibe all the traits of IMPACT for becoming an impactful leader.

Ms. Yeshasvini Ramaswamy shared her career journey and cited the three biases faced by her throughout her career i.e. age, gender and country bias. She said it's time to celebrate the power of women who are confidently managing house work alongwith high technical jobs. She discussed the reason of low representation of women in leadership roles through the lens of women and highlighted the need of structural support throughout woman's lifecycle. She quoted Meryl Streep's words at Oscars *"When you want something to be said, ask a man, when you want something to be done, ask a women"*. She also shared her excitement on the opportunities during the journey of Viksit Bharat and stressed on the need of equal participation from everybody regardless of their gender. She concluded by encouraging everybody to practice empathy for becoming an authentic leader through the formula of honesty, righteousness and vulnerability and closed on the note that every human being can inspire the next human being.

The panelists deliberated on the various issues pertaining to the theme of the session and also answered suitably to various queries which made the deliberations fruitful and interactive. Thereafter, CS Venkata Ramana R. summed up the discussions and proposed the Vote of Thanks. The session concluded with presentation of mementos to the esteemed panelists.

SECOND TECHNICAL SESSION - EMBRACING TECHNOLOGY FOR EASE OF COMPLIANCE

Moderator: CS Rajesh Tarpara, Council Member, ICSI

Panelists: Mr. Supratim Mitra, Deputy Vice President and Regional Head (South), National Securities Depository Limited; CS Gaurav Jain, Founder, LEXCOMPLY; CS Kiran Chitale, Country Head, Commercial, Innovation and Technology Legal, India - Barclays Global Service Centre Private Limited.

CS Rajesh Tarpara in his introductory remarks briefed about session theme, welcomed all the learned panelists and invited them for sharing their views and experiences with the delegates.

Mr. Supratim Mitra, begin the session by giving an outline about regulatory framework of capital markets, covering the dynamic context how the capital markets are moving from T+1 settlement to T+ 0 settlement, etc. He emphasised the power of automation in regulatory compliances to facilitate the good corporate governance. He also discussed about emerging technologies support the complexities of business organization and how automation changes the role of Company Secretaries. He further discussed about the shift in economy from financial capitalism to data capitalism and the importance of large scale digitization of data for economic growth.

CS Kiran Chitale in his address deliberated on upon Artificial Intelligence, ChatGPT and described the importance of various compliance tools for Company Secretaries. He suggested the professionals to use software & technologies, the essence of continuous learning and how the Company Secretaries can become leaders with their skill-set and approach. He also suggested that the corporates & professionals should go for technological advancement and innovation in their business organization for long term growth. He further discussed about the challenges in the regulatory framework and suggested how a professional can keep pace with the regulatory changes. He concluded by saying that how law and legal system of the country may help India to achieve the vision of Viksit Bharat.

CS Gaurav Jain in his opening address highlighted the importance of preparedness of the professionals specifically with reference to technology and motivated every professional to learn the art of learning. He emphasized on the increased opportunities on account of changed economic, legal and digitalized environment and stated that the role of a professional is witnessing huge & extensive change and becoming more challenging. He referred to the challenges and risks being faced by the Company Secretaries such as Artificial intelligence, Machine Learning, Compliance tools, Automation tools, etc. He also specified that technological trust is good thing, however, control is better and urged the professionals to use the application and softwares which are of good standard and quality.

The panelists deliberated on the various issues pertaining to the theme of the session and also answered suitably to various queries which made the deliberations fruitful and interactive. Thereafter, CS Rajesh Tarpara summed up the discussions and proposed the Vote of Thanks. The session concluded with presentation of mementos to the esteemed panelists.

OPEN HOUSE SESSION

An Interactive Session of the Council Members, ICSI with the members was organized at close of the first day of the Conference. CS B. Narasimhan, President, ICSI, CS, Dhananjay Shukla Vice-President, ICSI, CS Manish Gupta, CS Dwarakanath Chennur, CS Manoj Kumar Purbey, CS Mohankumar A., CS Pawan G. Chandak, CS Praveen Soni, CS Venkata Ramana R., Council Members, ICSI and CS Asish Mohan, Secretary, ICSI were present at the session. Various queries /suggestions were raised by the members, which were suitably replied by the President, ICSI along with Council Members and Secretary, ICSI.

THIRD TECHNICAL SESSION - SIGNIFICANT ROLE OF WOMEN DIRECTORS & COMPANY SECRETARIES IN CORPORATE SPHERE

Moderators: CS Manoj Kumar Purbey and CS Praveen Soni, Council Members, ICSI

Panelists: Dr. Ashok Kumar Mishra, Council Member (Govt. Nominee), the ICSI and Ex-Technical Member, NCLAT; CS Savithri Parekh, Company Secretary and Compliance Officer, Reliance Industries Ltd.; CS Sujatha P. Executive Vice President and Company Secretary, Cholamandalam Investment and Finance Company Limited.

CS Manoj Kumar Purbey in his introductory remarks briefed about session theme, welcomed all the learned panelists and invited them for sharing their views and experiences with the delegates.

Dr. Ashok Kumar Mishra in his opening remarks emphasized on the importance of Women in Leadership Roles in a growing economy like India and stated that everyone has to follow principles of Hard work, Devotion, Sincerity, Networking, Presentability and Skill-set throughout their life for achieving success. He stated that Professionals should be more vigilant in their role towards managing the organisations. He discussed about the representation of women in the Judiciary and mentioned that 30% of the Judicial Officers are females, 11.5% of the Judges in High Courts are female and 10% of the Judges in Supreme Courts are female. He discussed about the importance of unfaltering determination, dedication and indomitable courage of the female professionals. He also motivated every woman to take-up challenging assignments with great confidence and suggested that more women professionals should work as Judicial Officers, Insolvency professionals, etc. He also touched upon increase of number of women in the Corporate Boards in India and the skills and qualities they possess are required for effective decision making in large organisations.

CS Savithri Parekh, deliberated on the provisions under the Companies Act, 2013 about the appointment of Woman Director and the SEBI Listing Regulations related to representation of women on the Boards of Listed Companies and praised Norway, for being first country to introduce compulsory regulation for representation of women on Listed Companies. She highlighted the importance of having diversity in the Boardroom as it brings in different perspectives, approaches, thinking, and inputs which are crucial in decision making process. She stated that diversity is the most effective tool for enhancing Board performance and good corporate governance. She also appreciated France for the mandate of appointment of Woman directors not only on the Boards of Listed Companies but also for the Companies which have more than 250 employees and also for setting a minimum number of female executives in their workforce.

CS Sujatha P. in her deliberations stated that women in the society play many roles but they face issues like prejudices of the society, injustice, stereotyping, poverty, etc. She spoke of lesser number of women at top positions in the corporate and politics. She said that though progress is made but in Indian society still there is great level of gender bias and discrimination in terms of educational opportunities, decision making, financial freedom and work culture of Indian households, which has hindered progress of women. She opined that diversity and inclusion promotes innovation and creativity in a big way and also the contribution of Women Independent Director in fostering corporate excellence is very pertinent. She also said that women should be included because of their qualities but not because there is a requirement for a woman in any organisation.

The panelists deliberated on the various issues pertaining to the theme of the session and also answered suitably to various queries which made the deliberations fruitful and interactive. Thereafter, CS Praveen Soni summed up the discussions and proposed the Vote of Thanks. The session concluded with presentation of mementos to the esteemed panelists.

FOURTH TECHNICAL SESSION - IMPORTANCE OF MENTAL HEALTH & WORK-LIFE HARMONY FOR WELL-BEING

Moderator: CS Pawan G. Chandak, Council Member, ICSI

Panelists: Sri Bhakta Vrinda Dasa, Spiritual Leader, Public Speaker and Mentor, ISKCON Bangalore; Dr. Vasudha M. Sharma, Co-Founder, Vivekananda Health Global; Dr. Anisha Mahendrakar, Founder & Director, The NewAge Therapist.

CS Pawan G. Chandak in his introductory remarks briefed about session theme, welcomed the learned panelists and invited them for sharing their views and experiences with the delegates.

Sri Bhakta Vrinda Dasa started his address on the purpose of life by highlighting the two most important days in life; the day we are born and the day we question why we are born. He said that life education translates to self-governance and discussed it in terms of self-mastery, self-discipline and self-control. He spoke on the role of temples as educational institutions teaching self-governance and said that *"He who controls others may be powerful, but he who controls himself is the most powerful."* He also shared that Bhagavad Gita is a symbolic representation of the battle that takes place in our minds and it teaches the philosophy of self-governance for overcoming difficulties, challenges and adversities and living a life with purpose and truth. On Women empowerment, he shared the example of how Gods are addressed by the name of Goddesses first and said Goddesses *Lakshmi, Saraswati* and *Parvati* control wealth, knowledge and nature as per Hindu mythology. He concluded by requesting everybody to read Bhagavad Gita to understand the principles of life for cultivating spiritual enlightenment and transforming the journey of life.

Dr. Vasudha M. Sharma started her address by sharing that spirituality is a life skill and Bhagavad Gita is a tool to learn the same. She shared that yoga helps in improving mental well-being by reducing stress, improving mood and sleep quality. While addressing on integrative medicine and the Indian traditional system of healing, she said that each person is a unique human being and requires a personalized approach. She quoted Swami Vivekananda *"You have to grow from inside out, there is no other teacher but your own soul"* and shared that each person has his own set of wellness within himself, he just has to explore it. She explained a healthy person as someone whose doshas (mind-body constitution) are all in equilibrium, the digestive fire (agni) is in a balanced state, the body's tissues (dhatus) and waste products (mala) are in balance and the mind (manas), sense organs (indrinyas) and soul (atma) are in a pleasant state. She stressed that mind-body connection is very unique and requires lifestyle discipline and concluded by urging everybody to adopt a more holistic approach to enhance health and mental wellbeing.

Dr. Anisha Mahendrakar started her address by sharing that the environment in which people live can have a significant impact on their mental health. She stressed on the need to create peaceful environment where one feels calm and relaxed as opposed to a stressful environment that can lead to anxiety, depression and other mental health problems. She shared the side effects of stress and work related burnout starting with irritability when one gets triggered very easily, low tolerance level when one is filled with emotions that are not channelized properly, body pain and sleep problems. She also explained that long term effects of stress show up as more serious health problems like heart disease, diabetes, depression, anxiety disorder. She explained how mindset affects mental health and a positive mindset helps in reframing stressful situations as challenges rather than obstacles. She emphasized on the link between positive thinking and health benefits like lower levels of stress, lower rates of depression leading to better mental well-being and concluded by saying that mental health is a state of well-being present in every moment of your life and starts with your state of mind.

The panelists deliberated on the various issues pertaining to the theme of the session and also answered suitably to various queries which made the deliberations fruitful and interactive. Thereafter, CS Pawan G. Chandak summed up the discussions and proposed the Vote of Thanks. The session concluded with presentation of memento to the esteemed panelists.

VOTE OF THANKS

CS Asish Mohan, Secretary, ICSI proposed the vote of thanks paying gratitude to the esteemed Chief Guest and speakers for their kind presence and words of wisdom. He also thanked all the moderators for the fruitful deliberations in all the technical sessions. He thanked the President, ICSI, Vice-President, ICSI and all Council Members, Programme Director, Programme Coordinator, Programme Facilitator, Regional Council Members, Managing Committee Members of the Chapters, esteemed members, students and team ICSI from Headquarters, SIRC and Bengaluru Chapter for successful organization of the Conference. He also conveyed his sincere thanks to the sponsors, advertisers, anchors, volunteers and media for their support. At the end he thanked one and all for the success of the 2nd National Women's Conference.

ICSI 3rd International Conference Organised on April 5-6, 2024 at Singapore in association with ICSI Overseas Centre, Singapore

Theme – Building Resilient and Sustainable Economies

Chief Guest

Mrs. Lim Hwee Hua, Acting Chair, International Valuation Standards Council, Former Minister, Prime Minister's Office (Singapore)

Guest of Honour

H.E. Dr. Shilpak Ambule, High Commissioner of India to Singapore

OPENING PLENARY

PLENARY II

Sustainability Reporting – A Challenge or An Opportunity

Speaker : CS Ranjeet Pandey, Former President, The ICSI & Practising Company Secretary

PLENARY III

Shifting Board Oversight from Operations to Risk and Strategy

Speakers :

Mr. M. Nurul Alam, Senior Vice President, Institute of Chartered Secretaries of Bangladesh

Mr. Tang Chan Ming, Former President, Malaysian Association of Company Secretaries

Mr. Stanley Park, Founder & Director, Stanley Park Associates Pte. Ltd., Singapore

CS (Dr.) Sudheendhra Putty, Associate Vice President & Company Secretary, Cyient Ltd., India

CS Sachin Mishra, Head-Legal & Company Secretary, Tata Consulting Engineers Ltd., India

PLENARY IV

Unleashing the Power of AI in Compliance

Speakers :

Dr. James Ong, Founder & Managing Director, Artificial Intelligence International Institute (AIII), Singapore

Mr. Ajay Surana, Co-Founder FundBox, Singapore

Mr. Pranav Rai, Legal Counsel, Hitachi Energy Singapore Pte. Ltd.

Mr. Indranil Choudhury, Chief Executive Officer, Lexplosion, India





PLENARY V

India -Singapore Bilateral Ties

Speakers :

Mr. T Prabakar, First Secretary (Commerce), High Commission of India, Singapore



PLENARY VI

Opportunities in Singapore

Speakers :

CS Nitish Chandan, Chairman, ICSI Overseas Centre, Singapore

CS Dinesh Makani, Vice-Chairman, ICSI Overseas Centre, Singapore

CS Hemiksha Bhojwani, Member, ICSI Overseas Centre, Singapore

CS Priya Mahajan, Member, ICSI Overseas Centre, Singapore





PLENARY VII

Confluence of ESG into Value Creation

Speakers :

CS Manish Gupta, Immediate Past President, The ICSI
CS Sundharesan Jayamoorthi, Founder & Chief Advisor, J Sundharesan & Associates, India
CS Shujath Bin Ali, Global General Counsel & Chief Compliance Officer, Re Sustainability Ltd., India
Mr. Jozsef Acabo, Regional Sales Director, Diligent, Singapore





PLENARY VIII

The Acceptance and Receptivity of DE & I

Speakers :

Mr. Eddie Lee, Executive Director, ASEAN Human Development Organisation, Singapore
Ms. Bindu Janardhanan, Partner, Squire Patton Boggs, Singapore
Ms. Amira Budiyano, Attorney, Kyndryl, Singapore
CS Sameer Gahlot, National Internet Exchange of India




PLENARY IX

Combating Money Laundering

Speakers :

Mr. R. Narayanamohan, Senior Partner, Natarajan & Swaminathan, Chartered Accountants, Singapore
CS Manish Ghiya, Principal, Compliense Advisors Pty Ltd., Australia
Mr. Sanjeev Gathani, Lead Facilitator & Group Compliance, RV Group (S) Pte Ltd., Singapore




Publication Released at the Conference

ॐ जयन्ती मंगला काली भद्रकाली कपालिनी।
दुर्गा क्षमा शिवा धात्री स्वाहा स्वधा नमोऽस्तुते।।

Dear Professional Colleagues,

If January is celebrated for the beginning of a new Calendar Year, the month of April takes the credit for being the perfect launch pad of a brand-new Financial Year. Even so, the month also brings to us the opportunity to celebrate the festivities of Navratri, the beginning of a new Hindu Calendar Year and with that regional new year celebrations across this culturally diverse country of ours. Amidst these celebrations, is a vibe of novelty and freshness, wherein plans are being made, goals are being set ambitions are at an all-time high.

As an Institution placing its focus on compliance and governance, the end of the previous financial year brought with it a long list of 'year-end' activities for our members, which I most surely believe, must have left them both extremely busy but professionally satisfied.

Being a professional myself and having worked through the same routines all these years, I can surely affirm the fact that the members of this Institute, being Governance Professionals have always sounded hungry for more – more avenues, more-more opportunities and definitely more capacity enhancing and knowledge enriching prospects.

That said, I felt it apt and opportune to utilize the pages of this Journal in focusing on the role of professionals in the creation of a Viksit Bharat by the 100th year of its independence – 2047 – a vision of our Hon'ble Prime Minister, Shri Narendra Modi and a shared dream of more than a billion Indian citizens.

VIKSIT BHARAT@2047 : ICSI & GOVERNANCE PROFESSIONALS

"सबका साथ, सबका विकास, सबका विश्वास, सबका प्रयास"

A country of more than a billion people when preparing itself to figure among the top three nations in the world within a dedicated timespan necessitates laying the foundations of development on numerous pillars – each of which is bound to add the much-needed strength and smoothen not just the road but the journey as well.

The vision of our Hon'ble Prime Minister, Shri Narendra Modi for a Viksit Bharat@2047 is a clarion call – one that each of us as a proud citizen are elated to respond. It was during this call that the four pillars of making a Viksit Bharat were meticulously laid out as Yuva (Youth), Garib (Poor), Mahila (Women) and Kisan (Farmers).

The vision to transform India to mark its presence amongst the top 3 economies by 2047 – the 100th year of its independence, encompasses varied facets of development, such as economic growth, environmental sustainability, social progress and good governance. And for an Institute functioning with a vision "to be a global leader in promoting good corporate governance", it seems only pertinent that the roles and responsibilities of CS as Governance Professionals in the present scenario are synergized with the expectations with the road to progress.

It is with this intent that, a mega virtual programme was organized on the same theme to enable the members and students across India to participate in the versatile deliberations for achieving vision of Viksit Bharat. I extend my gratitude towards Shri Surendra Nath Tripathi, IAS (Retd.), Director General, Indian Institute of Public Administration and Shri Gopal Krishna Agarwal, Spokesperson of BJP (Economic Affairs) to have raised such profoundly dedicated discussions on the topic, to stimulate the thought process of our Members. We hope that the Articles of this edition will also play similar role in demarcating our future line of action and guiding us on partnering with the government in achieving the dream of Viksit Bharat.

ICSI 3RD INTERNATIONAL CONFERENCE : BUILDING RESILIENT & SUSTAINABLE ECONOMIES

लोकाः समस्ताः सुखिनो भवन्तु
सर्वे जनः सुखिनो भवन्तु

We in India have always prayed **Lokah Samastah Sukhino Bhavantu/ Sarvae Jana Sukhina Bhavantu.** May all beings everywhere be happy and free, and may the thoughts, words, and actions of my own life contribute in some way to that happiness and to that freedom for all.

When we pray with the thought that "my thoughts, words and actions contribute to the happiness and freedom for all and we think of building a sustainable and resilient nation – the underlying thoughts for governance cannot be limited to just a single nation alone.

Our strength lies in our togetherness – if Governance is to sprawl its feet in all spheres – the actions taken for the same are to be in togetherness.

If resilience is to be built for economies – the same need to be done together. And the same holds true for sustainability.

It is for this ideology that since 2019, the world has witnessed ICSI establishing and inaugurating overseas centres – one after the other beyond national boundaries. Today, ICSI, not only proudly holds the highest membership of Company Secretaries globally, it has expanded its roots into 4 out of 7 continents through these Overseas Centres.

The year 2022 played the perfect launchpad for the International Conference, and holding to our core themes of Governance and Sustainability, we this year together stepped into the third edition of International Conference in the Garden City of Singapore on the theme- **Building Resilient & Sustainable Economies**.

I feel extremely humbled to have shared stage with Mrs. Lim Hwee Hua, Acting Chair, IVSC, Former Minister, PM's Office (Singapore) and H.E. Dr. Shilpak Ambule, High Commissioner of India to Singapore and for their futuristic thoughts and approach. I feel gratuitous towards all our Speakers for taking time out and sharing some of their valuable thoughts and opinions with us. They say 'there is more than what meets the eye'; the same holds true for the efforts placed in by the good team of ICSI Overseas Centre Team of Singapore under the leadership of CS Nitish Chandan. My best wishes to all of them for their future governance-driven initiatives.

I feel equally delighted on the numbers registered for participation for it is you all who have rendered the event a perfect success; laying the groundwork for the next one in Australia…!

2ND NATIONAL WOMEN'S CONFERENCE : CELEBRATING MAHILA SHAKTI

With the clarion call of Viksit Bharat hinging on four pillars and one of them being Mahila (Women) and having celebrated the International Women's Day in full fervour, there is a clear understanding of the fact that inevitably women power (Mahila Shakti) will definitely be playing a much bigger role in the times ahead. For a nation which has witnessed the women power to have participated in all the landmark events in the history of the nation and sometimes even shaped the course of destiny of this country, the responsibility on the female brigade of the nation to partake in this march of development is immense.

Held in the Garden City of India in Bengaluru, the 2nd National Women's Conference of the ICSI was a celebration of this untapped power, one which is gaining and attaining full force to raise the developmental statistics by leaps and bounds. If the Government of India is launching multifarious initiatives to empower the women, both economically and socially, on the entrepreneurial front, the ICSI intends to do so on the corporate side as well.

With the theme of the event aligned with that of the United Nations for International Women's Day 2024, i.e., Invest in **India : Accelerate Progress,** the Conference embodied the spirit to celebrate women's achievements and honour their legacy that will inspire the future generations to strive for excellence while rewriting the future into a more just and equitable world for all.

Inaugurated by Smt. Vibha Padalkar, Managing Director & CEO, HDFC Life and marked by the presence of some of the leading women from all spheres of life, the Conference registered a participation of 300 delegates in-person and 4,200 delegates in virtual mode which I must add was an achievement for all of us on the organizing side. My heartfelt thanks to all the speakers and participants for joining hands with us with such gusto.

May we march on the path of growth together !!!

25TH NATIONAL CONFERENCE OF PRACTISING COMPANY SECRETARIES – BLOCK YOUR DIARY

विक्लबो वीर्यहीनो यस्स दैवमनुवर्तते।
वीरास्सम्भावितात्मानो न दैवं पर्युपासते।।

(Those who are timid and cowardly alone depend on destiny. The valiant with self-respect will not accept it.)

The *shloka* above sourced from Valmiki's Ramayana not just fits as motivation with the celebration of Ram Navmi around the corner, but adds immensely to the futuristic thought as well. If the National Women's Conference celebrated Nari Shakti, it also gave us the perfect platform to launch the 25th National Conference of Practising Company Secretaries which is scheduled to be held on 14th and 15th of June, 2024. Apart from encircling around the PCS Day that we all so deeply cherish, it is the choice of venue that shall be a defining moment in the history of ICSI.

Learning nuances of good governance, right conduct, ethics and morality, right in the city of where all these aspects were not just coveted but imbibed in daily life – the land of Ram Rajya – the historic city of Ayodhya is expected to guide us not through the discussions and deliberations planned but also through the richness of its own heritage and cultural expanse.

With the backdrop set, I hope to see all our members joining us for seeking blessings of Lord Ram and gaining Governance Mantras on the banks of river Sarayu…!!!

MARCH AND APRIL: THE ONE GONE BY AND THE ONE AHEAD

As the President, ICSI, it would be wrong on my part to term any of the months anything less than being eventful. Apart from the internal meetings of the recently constituted Committees and Boards – all of whom are committed to transforming the professional scenario for the better, our international ties too, provide us with the opportunity with expanding our boundaries and creating multifarious opportunities.

If the beginning of the month of March was an opportunity of shaking hands with Mr. Ian Burger, Chairman, International Corporate Governance Network and attending the ICGN Washington DC Conference, the later part of the month saw us attending the 23rd OECD ADBI Roundtable on Capital Market and Financial Reform in Asia in Tokyo, Japan – both of which I might add were intellectually stimulating.

Back in the country, it was an absolute delight and honour to meet and greet **Professor Mamidala Jagadesh Kumar, Chairman, University Grants Commission** to discuss collaborative academic initiatives for skill enhancement & employability for the youth as also find equitable solution for our members to pursue PhD in all universities affiliated with UGC and to act as Professor in practice by delivering guest lectures in the these universities.

As far as the ongoing month is concerned, it was thought fit that amidst all the professional last-minute assignments, some relaxations may be accorded to our members for easing their side of compliance.

The Council with the intent of facilitating the members in fulfilling the mandatory requirement of CPE Credits, agreed upon extending the last date for the FY 2023-24 till May 31, 2024. In another attempt, the ICSI has also rolled out the UDIN Amnesty Scheme, 2024 and eCSiN Amnesty Scheme, 2024 till April 18, 2024.

I am sure that the members shall reap maximum benefits of all these relaxations and make good of all the compliances at their end.

If the past has blessed us with some memorable events, the future ahead holds in its garb the hope for more – so much more – all with the sole expectation – that we play our roles striving for excellence…!

Happy reading !!!

Yours Sincerely

CS B. Narasimhan
President, ICSI

Obituary

ICSI CONDOLES THE SAD DEMISE OF CS D C JAIN, FORMER PRESIDENT, THE ICSI

CS D C JAIN, FORMER PRESIDENT, THE ICSI

(28th November, 1940 -- 19th March, 2024)

The Institute of Company Secretaries of India (ICSI) is deeply saddened to inform that CS D C Jain, Former President, The ICSI (1990) has left for heavenly abode on Tuesday, the 19th March, 2024.

CS D C Jain's contributions for the development of the profession of Company Secretaries have been invaluable and the ICSI is indebted to stalwarts like him for making it one of the premier national level institutions in the country.

ICSI conveys its condolences to the bereaved family members of respected CS D C Jain.

May the departed soul rest in peace.

Team ICSI

INITIATIVES UNDERTAKEN DURING THE MONTH OF MARCH, 2024

MEETINGS WITH DIGNITARIES DURING THE MONTH OF MARCH 2024

- Mr. Ian Burger, Chairman, International Corporate Governance Network (ICGN)
- Prof Mamidala Jagadesh Kumar, Chairman, University Grants Commission

IOD UAE GLOBAL CONVENTION 2024 AT DUBAI

Institute of Directors organised IOD UAE Global Convention 2024 in association with ICSI on the theme Board's Strategy for a Future-Ready Business in an Uncertain World held during March 5-8, 2024 in Abu Dhabi. ICSI representatives participated in the convention and CS Rupanjana De, Council Member, The ICSI addressed the delegates on Building Strategy for Future-Ready Organization.

ICGN WASHINGTON, D.C. CONFERENCE IN USA

International Corporate Governance Network (ICGN) organised conference in Washington on March 7-8, 2024. President ICSI participated in the conference and during the visit, met with Mr. Ian Burger, Chairman, ICGN.

23RD OECD-ADBI ROUNDTABLE ON CAPITAL MARKET AND FINANCIAL REFORM IN ASIA 2024 AT TOKYO

OECD organised 23rd OECD-ADBI Roundtable on Capital Market and Financial Reform in Asia on March 14-15, 2024 in Tokyo, Japan in association with Asian Development Bank. ICSI delegation led by CS B. Narasimhan, President, ICSI participated in the conference.

2ND NATIONAL WOMEN'S CONFERENCE ORGANISED AT BENGALURU

The Institute organised 2nd National Women's Conference during March 22-23, 2024 on the theme "Inspire Women Leadership - Accelerate Progress" at Sheraton Grand Bangalore Hotel, Bengaluru, Karnataka to celebrate the noteworthy contributions of women across social, economic, cultural, and political spheres. The Conference was inaugurated by Smt. Vibha Padalkar, Managing Director & CEO, HDFC Life. The Conference was attended by around 300 delegates in-person and 4,200 delegates in virtual mode. The deliberations focused upon the significant role played by women in the society and the importance of women leadership in growth of the society and the nation.

25TH NATIONAL CONFERENCE OF PRACTISING COMPANY SECRETARIES – BLOCK YOUR DIARY

25th National Conference of Practising Company Secretaries is scheduled to be held on June 14-15, 2024 at Ayodhya, Uttar Pradesh. The Conference shall seek to nurture Professionals and foster Professionalism for the holistic development of the economy, thereby embodying wisdom, knowledge and understanding, urging Professionals to embrace mindfulness and resilience towards achieving Viksit Bharat. The same was announced at the 2nd National Women's Conference held on 22nd -23rd March, 2024 in Bengaluru.

ICSI PROGRAMMES ON VIKSIT BHARAT

The ICSI organised a mega virtual programme on March 14, 2024 on the theme Viksit Bharat-2047: Role of Company Secretaries to enable the members and students across India to participate in the versatile deliberations for achieving vision of Viksit Bharat. Shri Surendra Nath Tripathi, IAS (Retd.), Director General, Indian Institute of Public Administration, New Delhi and Shri Gopal Krishna Agarwal, Spokesperson of BJP (Economic Affairs) were the speakers at the webinar. The webinar was addressed by CS Dhananjay Shukla, Vice President, ICSI and moderated by CS Suresh Pandey, Council Member, ICSI. Further, Regional Offices and Chapters also organised programmes viz. Seminars, Study Circles, Panel Discussions, Talks Etc. for the members and students on the same theme during 11th-15th March, 2024.

NFCG ROUNDTABLE ON VIKSIT BHARAT

CS NPS Chawla, Council Member, ICSI represented the ICSI at the National Foundation for Corporate Governance (NFCG) Roundtable on "Viksit Bharat: Role of Corporate Governance" held on March 14, 2024 at New Delhi to deliberate upon the imperatives of Corporate Governance in making Bharat a developed nation. Dr. Manoj Govil, Secretary, Ministry of Corporate Affairs was the Chief Guest at the programme.

ICSI INKS MoU WITH NBCC

The ICSI signed an MoU with NBCC (India) Limited on March 20, 2024 for execution of various projects of the Institute on turnkey basis. This shall enhance the pace for development of Infrastructure of Institute throughout the Country with implementation of multiple projects simultaneously at various locations.

EXTENSION OF LAST DATE FOR OBTAINING MANDATORY CPE CREDITS FOR FY 2023-24

The Institute, in order to facilitate the members in fulfilling the mandatory requirement of CPE Credits, has extended the last date for obtaining the mandatory CPE credits by the members for the year 2023-24 (April 1, 2023 to March 31, 2024) till **May 31, 2024.**

FORMATION/RENEWAL OF ICSI STUDY CIRCLES

The ICSI has been promoting the Formation/Renewal of Study Circles for creating knowledge upgradation avenues through professional discussion and deliberation. Study Circle formed/renewed in March 2024 for the FY 2024-25 were as under:

Region	Name of the Study Circle	Formation/ Renewal
NIRC	Manesar Study Circle of ICSI	Formation
WIRC	Jabalpur Study Circle of ICSI	Renewal
SIRC	Chennai West Study Circle of ICSI	Renewal
WIRC	Makarand M Joshi & Co. (Corporate) Study Circle of ICSI	Renewal

LAUNCH OF CRASH COURSE

The Institute launched Crash Course on PMLA and AML between 4th March 2024 to 9th March 2024 and Crash Course on Decoding Financial Statements between 11th March to 15th March 2024 in the current month. Around 485 members registered for Crash Course on PMLA and AML and 666 registrations were received for Crash Course on Decoding Financial Statements which is the highest ever number of registrations achieved in a Crash Course.

ONLINE CLASSES OF PMQ, CERTIFICATE AND CRASH COURSES

Online Classes of PMQ, Certificate and Crash course were organized in the current month with the following coverage:

- PMQ Course on Corporate Governance
- PMQ Course on Internal Audit
- PMQ Course on Arbitration
- Certificate Course on CSR- Batch 10
- Certificate Course on BRSR and ESG- Batch 2
- Crash Course on PMLA and AML- Batch 2
- Crash Course on Decoding Financial Statements- Batch 2

ONLINE ASSESSMENT OF CRASH COURSES

Online Assessment of Crash Course on PMLA and AML- Batch 2 and Decoding Financial Statements- Batch 2 was organized on 22nd and 23rd March 2024 and subsequent attempt was held on 28th and 29th March 2024. Around 1100 candidates appeared in the online assessment.

CPE were awarded to all the successful candidates.

TRAINING PROGRAMMES FOR EMPANELMENT OF PEER REVIEWERS

Training Programme for empanelment of Peer Reviewers was organized at Kolkata on 15th March, 2024. The participants will be empaneled as Peer Reviewer upon completion of necessary formalities in this regard. More such training programmes will be conducted across the length and breadth of the Country in the days to come for the benefit of our members.

E-LEARNING FACILITY

ICSI Learning Management System (LMS) has continuously offered E-Learning services to more than **187300** users during March 2024. More than 4300 new users have been facilitated with Login Credentials and course access in various courses. More than **27000** Pre-Examination Test and ODOP certificate and results processed to make students eligible to enroll for June 2024 examination.

PLACEMENT OPPORTUNITIES FOR COMPANY SECRETARIES

The ICSI stands committed to help all the associated companies and availing the services extended by the cell to conduct their recruitment drives for the position of Company Secretary/ CS Trainee in a time bound, hassle-free and mutually beneficial manner, and to help the members and students in getting the right placement offer. The Institute receives requests from various offices of the Government/ PSUs/ Banks/ Corporates regarding the positions of Company Secretary/ CS Trainee from time to time and resumes of eligible Members and Students are sent to them.

During the month, following placement opportunities were posted on the Placement Portal:

S. No.	ORGANIZATION	LOCATION	DESIGNATION
1	Brahmaputra Valley Fertilizer Corporation Limited	Dibrugarh	Multiple Positions
2	Central Registration Centre Manesar	Gurgaon	CRC Executive
3	Chandigarh International Airport Limited	Chandigarh	Company Secretary
4	Exim Bank Limited	Mumbai	Company Secretary
5	ICSI Manesar	Gurgaon	Administrator (CRC)
6	Mazagon Dock Shipbuilders Limited	Mumbai	DGM(CS)
7	Ministry Of Corporate Affairs	New Delhi	Young Professionals
8	Office of the Official Liquidator, High Court, Bombay	Mumbai	Drafting Counsel/ Associate
9	Pension Fund Regulatory and Development Authority (PFRDA)	New Delhi	Chief Executive Officer (CEO)

10	Punjab State Container & Warehousing Corporation Limited	Chandigarh	Company Secretary
11	The Shipping Corporation of India Limited	Mumbai	Secretarial Officer
12	Uttar Pradesh Metro Rail Corporation Limited	Lucknow	Asst. Company Secretary
13	Alok Industries Limited	Mumbai	Asst.Manager
14	Altruist Fostering Services Limited	Mumbai	Company Secretary
15	Amritkunj Capital Markets Limited	Kolkata	Company Secretary
16	ANA Flora Private Limited	Bengaluru	Company Secretary
17	ANZ Operations and Technology Private Limited	Bengaluru	Legal Associate & Asst CS
18	Arizest Pharma (India) Private Limited	Bengaluru	Company Secretary
19	Aryakube Capital Private Limited	Hyderabad	Company Secretary
20	Aviva Life Insurance Company India Limited	Gurgaon	Senior Exe & Asst. Manager
21	Birla Corporation Limited	Kolkata	Asst. / Deputy Manager
22	BVFCL	Dibrugarh	Multiple Position
23	Chemtech Industrial Valves Limited	Mumbai	Asst. Manager
24	Community Finance Private Limited	Thane	Company Secretary
25	Corporate Professionals Capital Private Limited	New Delhi	Multiple Position
26	Cybele Industries Limited	Chennai	Company Secretary
27	Datasoft Computer Services Private Limited	Delhi	Company Secretary
28	Dolf Leasing Limited	New Delhi	Company Secretary
29	Dorf-Ketal Chemicals India Private Limited	Mumbai	Company Secretary
30	Eapmcx Aggregator Private Limited	Bengaluru	Company Secretary
31	Equippp Social Impact Technologies Limited	Hyderabad	Company Secretary
32	FDC Limited	Mumbai	Company Secretary
33	Firestorm Electronics Corporation Private Limited	Mumbai	CS & Compliance Officer
34	Futuristic Solutions Limited	Delhi	Company Secretary
35	Gretex Corporate Services Limited	Mumbai	Company Secretary
36	Hindustan Oil Exploration Company Limited	Chennai	Management Trainee
37	HLS-SJM Advisors India Private Limited	Bengaluru	Company Secretary
38	IBC Knowledge Park Private Limited	Bengaluru	Asst. Company Secretary
39	IDBI Capital Markets and Securities Limited	Mumbai	CS & Legal Associate
40	IFGL Refractories Limited	Kolkata	Secretarial Executive
41	Indic Ems Electronics Private Limited	Bengaluru	Company Secretary
42	Infotel Business Solutions Limited	Gurgaon	Company Secretary
43	Inmacs Limited	Gurgaon	Company Secretary
44	Intech Additive Solutions Private Limited	Bengaluru	Company Secretary
45	International Travel House Limited	Gurgaon	Company Secretary
46	Jayatma Enterprises Limited	Ahmedabad	Company Secretary
47	KCL Infra Projects Limited	Indore	CS & Compliance Officer
48	Magick Woods Exports Private Limited	Chengalpattu	Manager CS & Legal
49	Manorama Industries Limited	Raipur	Dy. / Asst. CS
50	Medplus Health Services Limited	Hyderabad	Deputy CS
51	Neusource Startup Minds India Limited	New Delhi	Company Secretary
52	ONGC Videsh Limited	Delhi	Company Secretaries

53	Orchid Pharma Limited	Gurgaon	Asst. Company Secretary
54	Oswal Pumps Limited	Karnal	Company Secretary
55	PPAP Tokai India Rubber Private Limited	Noida	Company Secretary
56	Rapid Multimodal Logistics Limited	Chennai	CS & Compliance Officer
57	RattanIndia Power Limited	New Delhi	Company Secretary
58	RedeFin Capital Private Limited	Hyderabad	Company Secretary
59	Rochem Separation Systems (India) Private Limited	Mumbai	Company Secretary
60	SGX Minerals Private Limited	Mumbai	Company Secretary
61	Shannon Advisors Private Limited	New Delhi	CS & Compliance Officer
62	Stanpacks India Limited	Chennai	Company Secretary
63	Subex Limited	Bengaluru	Associate - Secretarial
64	Sustainable Energy Infra Investment Managers Private Limited	Mumbai	Sr. Executive
65	TII India Private Limited	Rewari	Company Secretary
66	Urbanrise Lifestyles Private Limited	Bengaluru	Company Secretary
67	Uttar Pradesh Rajya Vidyut Utpadan Nigam Limited	Lucknow	Company Secretary
68	Winsome Yarns Limited	Chandigarh	Company Secretary
69	Zoho Corporation Private Limited	Chennai	Company Secretary

For more details, kindly visit ICSI Placement Portal - https://placement.icsi.edu

STATUS OF REGISTRATIONS AND POSTINGS AT THE PLACEMENT PORTAL

(As on March 31, 2024)

Registered Users			Total no. of Vacancies
Members	**Students**	**Corporates**	**Jobs / Trainings**
18,866	**26,298**	**6,159**	**12,234**

ICSI-SECTION 8 COMPANIES

ICSI INSTITUTE OF INSOLVENCY PROFESSIONALS

- **WORKSHOPS**

Date	Subject	Speaker(s)	YouTube link
March 04, 2024 onwards	**Perspectives on IBC - An Array (Series IX)**		https://www.youtube.com/playlist?list=PL30C8PpqWXWhodP49Fx6MrB6-aqu6Zv9i
March 04, 2024	Interplay of IBC with Allied Laws	IP and CS Preeti Garg	https://youtu.be/tceeuzIFKfA?si=G1qPh874X42zDDCb
March 05, 2024	Drafting, Pleadings and Arguments before NCLT and NCLAT	Advocate Prachi Wazalwar	https://youtu.be/OXRltyfpqdQ?si=v7rdZErZf98tOxG5
March 06, 2024	Related Party Transactions in relation to IBC and Companies Act	IP and CS Suhasini Ashok B.	https://youtu.be/ro8JBaCCN2o?si=F4Qd5FchdyaUjWAf
March 07, 2024	Waterfall Mechanism under IBC	CS and CMA Honey Satpal	https://youtu.be/mWSNEbhrCP8?si=buRnBkv2NXnYCqvM
March 08, 2024	CIRP and Reverse CIRP under IBC	IP and CS Ramanathan Bhuvaneshwari	
March 16, 2024	Practical Challenges: Liquidation and Voluntary Liquidation Processes	CS Barsha Dikshit IP and CS Amit Gupta	https://www.youtube.com/watch?v=NitE-Mxb7mc

- **Webinars**

Date	Subject	Speaker(s)	YouTube link
March 15, 2024	Anatomy of IBC Case Laws - 15	IP and CS Vinit Nagar	https://www.youtube.com/watch?v=mvKG320fhrU
March 19, 2024	Demystifying the Process for Homebuyers in Real Estate Distress	IP and CS Ashish Singh	https://youtu.be/obztfYzt6cs?si=_xQDqlnukUHwUDvO

- **Joint Initiatives**

RIPA in association with ICSI Institute of Insolvency Professionals conducted Annual Residential Refresher Course from 15th March, 2024 to 17th March, 2024 at Rambhau Mhalgi Prabodhini Knowledge Excellence Centre, Thane.

ICSI REGISTERED VALUERS ORGANISATION

Activity	Topics / Title	Date	Faculty
Refresher Course on Valuation of Securities or Financial Assets	• Finance & Financial statement analysis • Valuation approached • Equity/ Business Valuation • Case Study • Option Valuation/ Fixed Income & Securities • Valuation Rules • Situation Specific Valuation	March 14-15, 2024	CS Rajesh Mittal CS Harish Chander Dhamija CS Preeti Garg CA Tarun Mahajan CS Sandeep Kothari CS Sumit Dhadda Mr. Chaitanya Jee Srivastava

ICSI-CCGRTs

ICSI-CCGRT NAVI MUMBAI

- *18th RCLDP and 86th RMSOP from February 29, 2024 to March 15, 2024*

  The 18th RCLDP and 86th RMSOP, were conducted at ICSI CCGRT, Mumbai from February 29, 2024 to March 15, 2024, which brought together 27 participants from various regions of the country. CS Alpana Kundu, Company Secretary & Compliance Officer, Kfin Technologies Ltd., graced the occasion as the Chief Guest. The valedictory ceremony was marked by the esteemed presence of Shri Deepak Persoya, ICLS, Deputy RoC, MCA. Central Council member and Convenor, CCGRT, Mumbai, CS Asish Karodia addressed the participants virtually and shared his views on the role of CS in the dynamic corporate and regulatory framework.

- *Seminar on "World of Frauds and Scams in Business" on 9th March 2024*

  ICSI CCGRT, Mumbai, hosted a seminar on "World of Frauds and Scams in Business" on March 9, 2024, featuring distinguished speaker CS (CA) (CMA) Robin Banerjee, Chairman, Nucleon Research Pvt Ltd who delved into business frauds and corporate governance dynamics, dissecting infamous cases from around the country. He proposed actionable solutions to fortify governance practices, emphasizing the role of Company Secretaries in upholding transparency. The event drew the participation of more than 120 professionals.

- *Seminar on "Alternative Investment Funds" on 22nd March, 2024*

  ICSI CCGRT, Mumbai, recently hosted a seminar on "Alternative Investment Funds" on March 22, 2024, featuring distinguished speakers CS B Renganathan, Corporate Law Advisor & CS Akshaya Mishra, Head Compliance, Asset Management, Nuvama Asset Management. With an audience of around 80 professionals, the event delved into critical aspects of fundraising and regulatory requirements pertaining to Alternative Investment Funds.

ICSI-CCGRT KOLKATA

- *1st Residential Corporate Leadership Development Program (RCLDP)*

  ICSI CCGRT Kolkata organised its first Residential Corporate Leadership Development Programme (CLDP) between March 15-29, 2024. Total 13 students from across country joined the programme. CS Sandip Kumar Kejriwal and CS Rupanjana De, Council Members, ICSI addressed the students in the Inaugural Session. Various academic sessions and activities were scheduled during the program as per the new training guidelines providing ample learning opportunities to students. Students also appeared for Viva Voce and presentation on the last day of the training. Shri P Kamlakanth, IFS, Chief Conservator of Forests, WBSFDA; CS Anjan Kumar Roy, Practising Company Secretary and Past Chairman, EIRC of ICSI and Dr. J N Mukhopadhyaya, Chief Strategy Officer, Techno India Group and Sister Nivedita University were the distinguished members of the Viva Voce Committee.

ICSI-CCGRT HYDERABAD

- *13th Residential Corporate Leadership Development Program (RCLDP)*

  ICSI-CCGRT, Hyderabad organized its 13th batch of residential Corporate Leadership Development Program between March 07-22, 2024. 21 participants from all corners of the country participated in the program. CS (Dr.) Raja Mogili Amirisetty, former Company Secretary and Vice President (Legal) of TATA group & CS G Subrahmanyam, Director & Chief Financial Officer, Auro Reality Pvt. Ltd. graced the inaugural ceremony as the Chief Guest & Guest of honour along with CS R Venkata Ramana, Central Council member. During the valedictory of the program, CS A S Pardha Saradhi, Executive Director (Board) and Company Secretary of NMDC Ltd. graced the program as Chief Guest, and Mr. Hanuman Prasad, Group CEO of Sri Sri Holistic Hospitals, Hyderabad as Guest of honour.

INITIATIVES FOR EMPLOYEES

- *Wellness session on "Cervical Cancer Awareness" by Dr Reddy's Foundation*

  A physical wellness webinar was organized on March 05, 2024 at Noida office on the occasion of "International Women's Day" on the topic "Cervical Cancer Awareness" by Dr Reddy's Foundation for the benefit of ICSI employees. All employees participated in the webinar presented by Dr. Atul Sharma, Consultant Medical Oncologist.

- *3 days Offline Training on "Green Rating Habitat Assessment Rating" by GRIHA Council*

  One employee was nominated for 3 days Offline Training during March 06-08, 2024 on "Green Rating Habitat Assessment rating" by the GRIHA at IHC, Lodhi Road. The main aim of the training was how to effectively utilize the designs/building materials/services proposed by the Architect for Construction of sustainable, energy efficient, good indoor quality, cost-effective state-of the Art Green Buildings for the Institute and development of sustainable environment/infrastructure for the Institute.

- *Health Talk on the topic " Seasonal Health issue concerns-Men, Women and Children"*

  A Health talk on the topic " Seasonal Health issue concerns-Men, Women and Children " was organized on March 07, 2024 for the employees posted at Noida. The session was presented by Dr. Shakuntala Dawesar. All the employees posted at Noida participated in the session.

- *Workshop on "Meditation and Breath" by The Art of Living Foundation*

  A workshop on 'Meditation and Breath" was organized on March 08-09, 2024 at Noida Office Auditorium for the well-being of employees through Art of Living (AOL) Foundation. 24 employees participated in the programme.

- *Webinar on "Oral Hygiene" by Dr Reddy's Foundation*

  A webinar was organized on March 12, 2024 on the occasion of "International Orthodontic Day" on the topic "Oral Hygiene" by Dr Reddy's Foundation for the benefit of ICSI employees and pensioners. All employees participated in the webinar presented by Dr. Shilpa Prashanth, Consultant Dental Surgeon.

- *A Four days Residential Training titled "ERP Implementation"*

  A Four days Residential Training on ERP Implementation was conducted for all Finance and Accounts Officials of Regions and CCGRT's from March 18-21, 2024. The officials of the Dte. of Finance & Accounts along with the ERP team undertook the training. The training was aimed to complete the implementation of the ERP package and the stoppage of the use of Tally software.

INITIATIVES FOR STUDENTS

CENTRALIZED FREE ONLINE CLASSES FOR EXECUTIVE AND PROFESSIONAL PROGRAMME

ICSI introduced free online Centralized classes for the students of Executive and Professional Programme (New Syllabus) from December 01, 2023 onwards. These Classes are conducted free of cost for the students. The classes are being conducted for the students eligible to appear in June 2024 examination and the duration of the classes will be 4-5 months. Students registered for these classes upto February 15, 2024 will be eligible to get exemption from pre-exam test subject to clearing of tests of respective group/s. Further, students registered for these classes will also be given free access to online doubt clearing classes conducted by the Institute.

TRIP OF STUDENTS OF NORTH CAP UNIVERSITY, GURUGRAM TO ICSI

A student trip of North Cap University, Gurugram was organized by ICSI-HQ at NIRC on 20th March 2024 to make them acquaint with the various career avenues available for a Company Secretary. A detailed presentation on Career as a Company Secretary was given to the students and faculties.

VIDEO ON "CAREER AS A COMPANY SECRETARY" LAUNCHED TO CREATE AWARENESS ABOUT CS PROFESSION

The ICSI has released a video for the benefit of its students which briefly covers information about the Institute, CS in Employment, CS in Practice, enhanced role of a CS and stages of CS Course. This short video encapsulates significant role that the ICSI and its Professional Members have been playing to promote honesty and transparency in the corporate world apart from laying foundations and strengthening corporate governance framework in the country. It highlights the recognition that Company Secretaries have received as conscience keeper in the corporate world and traces journey of Company Secretary professionals from being Compliance Officers to Governance Professionals.

As a prelude and an essential part of Career Awareness Programmes (CAP) conducted by the ICSI, the video explains the stages in which CS examination is conducted along with the syllabus and the eligibility requirements thereof (like information on CSEET, ODOP, CS Executive Programme, EDP, Practical Training, CS Professional Programme, and CLDP).

DEDICATED HELPLINE NUMBER FOR STUDENT QUERIES

The ICSI has introduced a dedicated helpline number to handle queries related to Student Registration, Post Registration, Class Room Teaching and Enrolment. Students can contact at 0120-4082170 (From Monday to Friday 9.30 A.M. to 5.30 P.M.).

ICSI WAIVER/ CONCESSION SCHEME FOR INDIAN ARMED FORCES, PARAMILITARY FORCES, AGNIVEERS AND FAMILIES OF MARTYRS

The Institute in alignment with the various initiatives of Govt. of India has launched ICSI Waiver/ Concession scheme for Indian armed forces, paramilitary forces, Agniveers and families of Martyrs. Under the scheme, 100% concession will be given to the following categories in full Fee payable at the time of Registration in CS Executive programme. While all other fees, including those for trainings be applicable in full as per their respective category:

- *Wards and widows of martyrs (who have died during service; either during battle casualty or due to any other reason) of Indian Army, Indian Air Force, Indian Navy and all para-military forces.*

- *In Service/ Retired personnel of Indian Army, Indian Air Force, Indian Navy and all para military forces (including defence personnel who have taken retirement under short service commission).*
- *Wards of all personnel of Indian Army, Indian Air Force, Indian Navy and all para military forces (including wards of defence personnel who have taken retirement under short service commission).*
- *Candidates who are inducted as "Agniveer" under AGNEEPATH Scheme of the Government of India after completing four years under the Scheme (upon submission of documentary evidence for the same).*

COMPULSORY SWITCHOVER TO NEW TRAINING STRUCTURE EXTENDED UPTO MARCH 31, 2024

The Institute has decided to provide one last opportunity to its students to complete the requirement of short-term training under earlier/modified training structure till 31st March, 2024. The Compulsory Switchover to New Training Structure shall now be applicable w.e.f. April 01, 2024.

ACTIVATION OF SWITCHOVER OPTION ALONG WITH PRE-EXAMINATION FEE FOR PROFESSIONAL PROGRAMME OLD SYLLABUS (2017) STUDENTS

The Institute has notified that candidate who have registered under the CS Professional old syllabus (2017) can switch over to CS Professional new syllabus (2022) comprising 7 papers. Accordingly, the portal for switchover from old syllabus (2017) to New Syllabus (2022) along with Pre-Examination Fee has been activated for Professional Programme Students w.e.f., November 20, 2023.

LAUNCH OF NEW TRAINING GUIDELINES 2024

The Institute launched its Student Training Guidelines 2024 during Yuvotsav-2024 (National Conference of Student Company Secretaries) on January 11-12, 2024. The Guidelines are available at: ICSIStudentTainingGuidelines15012024.pdf

ICSI SAMADHAN DIWAS

ICSI successfully conducted the 41st Samadhan Diwas, on Wednesday, March 13, 2024. Samadhan Diwas is a unique initiative of the ICSI wherein "on-the-spot" resolution is provided on issues/grievances of trainees and trainers.

The purpose of the Samadhan Diwas is to facilitate the stakeholders to resolve their queries on the spot. In the Samadhan Diwas students get opportunity to present their cases and directly interact with the ICSI officials.

REGISTRATION FOR CLASSES BY REGIONAL/ CHAPTER OFFICES AT THE TIME OF EXECUTIVE PROGRAMME REGISTRATION

Institute has facilitated Executive Programme students to register directly for the Executive Programme classes at the time of Executive registration. Executive Programme students can now register directly for the Executive Programme classes conducted by the Regional/Chapter Offices at the time of Executive Programme registration. This will help the students to join classes at their nearest Regional/chapter Office.

PAPER WISE EXEMPTION ON THE BASIS OF HIGHER QUALIFICATIONS

The Institute has decided that the students enrolling into the Company Secretary Course under New Syllabus, 2022 shall be eligible for paper-wise exemption (s) based on the higher qualifications acquired by them. Accordingly, necessary announcement including process of claiming paper-wise exemption has been shared for information to all concerned: https://www.icsi.edu/media/webmodules/ATTENTION_STUDENTS_RECIPROCAL_EXEMPTION_NEW_SYLLABUS_2022_Updated.pdf

PROFESSIONAL PROGRAMME PASS CERTIFICATE OF ICSI IN DIGILOCKER

The Institute decided to issue Professional Programme Pass Certificate online via DIGILOCKER. The same initiative was Launched at 50th National Convention of ICSI at Kolkata with the support of the National e-Governance Division (NeGD), Ministry of Electronics and Information Technology (MeitY), Govt of India. The students who passed on or after June 2021 Session of Examination can download Professional Pass Certificate from DIGI Locker. Announcement and Communication via Bulk Mail has been sent to students for extracting their Professional Pass Certificate for June 2023 Session of Examinations.

REAL TIME GUIDANCE FOR STUDENTS

The Institute has prepared Frequently Asked Questions (FAQs) on the queries received from Stakeholders / Students to give more clarity on the issues and real time guidance. The FAQs are hosted on website at:

- *FAQ for Executive Switchover* https://www.icsi.edu/media/webmodules/Executive_FAQ_SW_23022023.pdf; https://www.icsi.edu/media/webmodules/Declaration_to_cater_switchover_Request_of_executive_&_professional_old_ysllabus_students.pdf
- *FAQ for Professional Switchover to New Syllabus:* https://www.icsi.edu/media/webmodules/Executive_FAQ_SW_23022023.pdf

COMPANY SECRETARY EXECUTIVE ENTRANCE TEST (CSEET)

During the month, following initiatives were taken for the CSEET students:

- ***CSEET (May 2024 session)***

  May 2024 session of CSEET is scheduled to be held on May 04, 2024. Last date for registration for CSEET is April 15, 2024.

- ***Centralized free online Classes of CSEET***

  ICSI introduced free online Centralized classes for the students of CSEET from December 16, 2023 onwards. These Classes are being conducted free of cost for the students.

- ***CSEET classes (May 2024 session)***

  CSEET Classes are being conducted by Regional/ Chapter Offices for the students appearing in CSEET to be held in *May* 2024. Details of Regional/Chapter offices conducting classes are available at: https://www.icsi.edu/media/webmodules/websiteClassroom.pdf

- ***Registration for CSEET Classes at the time of CSEET Registration***

  CSEET students can now register directly for the CSEET classes conducted by the Regional/Chapter Offices at the time of CSEET registration. This will help the students to join classes hassle free at their nearest location. Link to register https://smash.icsi.edu/Scripts/CSEET/Instructions_CSEET.aspx

- ***Exemption to Graduates and Post Graduates from appearing in CSEET and enabling them to take direct admission in CS Executive Programme***

  The Institute has decided to grant exemption to the following categories of students from appearing in CSEET enabling them to take direct admission in CS Executive Programme.

  Graduates (having minimum 50% marks) or Post Graduates (without any criteria of minimum % of marks) in any discipline of any recognized University or any other Institution in India or abroad recognized as equivalent thereto by the Council.

  To get exemption from CSEET on the basis of above qualification, such students shall be required to pay applicable exemption fees along with the requisite registration fees for the Executive Programme. For more details, please click https://www.icsi.edu/media/webmodules/granting_exemption_230621.pdf

- ***Paper bound CSEET Reading Material to be provided mandatorily to all students***

  The Institute has decided that the ***CSEET Guide – I*** and ***CSEET Guide – II*** (will be sent to all the students registering for CSEET by post, for which ₹500 will be taken at the time of registration from the students registering for CSEET in addition to ₹1000 (CSEET Registration fee).

- ***CSEET Reference Reading Material (I and II) will be provided on optional basis to all students at the time of CSEET registration***

  CSEET Reference Reading Material (I and II) will be provided optionally to all the students at the time of CSEET registration. Students are required to remit ₹1000 in addition to ₹1500. The same is available at: https://www.icsi.edu/reference-reading-material/

ACADEMIC INITIATIVES

- *Student Company Secretary and CSEET Communique*

  The Student Company Secretary e-journal for Executive/Professional Programme students of ICSI and CSEET Communique covering the latest update on the subject on the CSEET have been released for the month of **March**, **2024**. The journals are available on the Academic corner of the Institute's website at the link: https://www.icsi.edu/e-journals/

- *Research Tab under Academic Portal for students*

  A new research tab has been added under the Academic Portal to sensitize the students on emerging issues through research based academic outputs. The Research Tab can be accessed at https://www.icsi.edu/student-n/academic-portal/research-corner/.

- *Recorded Video Lectures*

  ICSI has been recording video lectures of eminent faculties for the students of ICSI which help them to prepare for the examination. Students of the Institute can access recorded videos available on the E-learning platform by logging in to https://elearning.icsi.in

  Login credentials are sent to all registered students at email. After successful login, go to "My courses" or "My Communities" section, where you can find the recorded videos and other contents.

- *Info Capsule*

  A Daily update for members and students, covering latest amendment on various laws for benefits of members & students available at https://www.icsi.edu/infocapsule/

TRANSCRIPTS & EDUCATION VERIFICATION

It has been observed that on completion of Course the professionals are also applying for Foreign Courses /degrees /or immigration based on CS Qualification. 21 Transcripts were issued in this line in the month of March 2024 under review.

Likewise, on request of the employer/PSU/government authorities and other Education verifier agencies, 8 Education Verification requests of CS students were processed in the month of March 2024.

TRAINING OPPORTUNITIES FOR STUDENTS

During the month, following training opportunities were posted on the Placement Portal:

S. NO.	ORGANIZATION	LOCATION	DESIGNATION
1.	Power Transmission Corporation of Uttarakhand Limited	Dehradun	Executive Pass
2.	Rashtriya Ispat Nigam Limited (RINL)	Visakhapatnam	Executive Pass
3.	ALD Automotive Private Limited	Mumbai	Executive Pass
4.	Asahi India Glass Limited	Gurgaon	Professional Pass
5.	Asian Paints Limited	Mumbai	Professional Pass
6.	Astute Consulting Private Limited	Mumbai	Executive Pass
7.	Aviva Life Insurance Company India Limited	Gurgaon	Professional Pass
8.	Borosil Limited	Mumbai	Professional Pass

9.	Corporate Professionals Capital Private Limited	New Delhi	Professional Pass
10.	Eldeco Infrastructure and Properties Limited	New Delhi	Professional Pass
11.	Fintellectual Corporate Advisors Private Limited	New Delhi	Professional Pass
12.	Gujarat Gas Limited	Gandhinagar	Professional Pass
13.	Intas Pharmaceuticals Limited	Ahmedabad	Executive Pass
14.	Invesco Asset Management (India) Private Limited	Mumbai	Professional Pass
15.	Max Life Insurance Company Limited	Gurgaon	Professional Pass
16.	Mazda Limited	Ahmedabad	Professional Pass
17.	Mro-Tek Realty Limited	Bengaluru	Professional Pass
18.	National Stock Exchange Of India	Multiple Cities	Professional Pass
19.	Nestle India Limited	New Delhi	Professional Pass
20.	Orchid Pharma Limited	Gurgaon	Professional Pass
21.	Raheja Universal Private Limited	Mumbai	Executive Pass
22.	Rashtriya Ispat Nigam Limited	Visakhapatnam	Professional Pass
23.	Raymond Limited	Thane	Professional Pass
24.	Regaal Resources Limited	Kolkata	Professional Pass
25.	Sekura Roads Private Limited	Mumbai	Professional Pass
26.	Siemens Healthcare Private Limited	Bengaluru	Professional Pass
27.	Snapbizz Cloudtech Private Limited	Bengaluru	Executive Pass
28.	SPS Steels Rolling Mills Limited	Kolkata	Executive Pass
29.	Summit Digitel Infrastructure Private Limited	Mumbai	Professional Pass
30.	Svatantra Microfin Private Limited	Mumbai	Professional Pass
31.	Tata Autocomp Systems Limited	Pune	Professional Pass
32.	Uttar Pradesh Rajya Vidyut Utpadan Nigam Limited	Lucknow	Professional Pass
33.	Uttarakhand Power Corporation Limited	Dehradun	Executive Pass

For more details, kindly visit ICSI Placement Portal - https://placement.icsi.edu

ICSI CAREER AWARENESS

- **Career Awareness Programmes in Army Public Schools across the country**

  ICSI through the support of Ministry of Defence is conducting extensive Career Awareness Programmes in various Army public Schools in the country to sensitize the students, parents and teachers about the CS Profession.

- **Session at Chitkara University, Patiala "COMTECH 2.0" on CORPORATE GOVERNANCE and Career Awareness Programme under Academic connect initiative**

  ICSI-HQ conducted a Session at Chitkara University, Patiala "COMTECH 2.0" on March 20, 2024 on the topic CORPORATE GOVERNANCE followed by a Career Awareness Programme under Academic connect initiative

- **Career awareness programmes , Career Fairs being conducted across the country by ICSI-HQ and Regional Chapter offices**

  ICSI-HQ and Regional/Chapter offices are conducting Career awareness programmes and Career Fairs across the country on regular basis to create awareness regarding CS Profession amongst the prospective students.

  ICSI-HQ organised and conducted following Career Fairs and Career Awareness Programmes in the month of March 2024 in addition to the other programmes being conducted by RC/Chapter offices across the country.

S. No.	Region/ Chapter	Date of Event	Venue
1.	NIRC	March 18, 2024	Army Public School, Dhaula Kuan
2.	NIRC	March 20, 2024	Chitkara Business School, Punjab Campus Chandigarh - Patiala National Highway (NH-64), Tehsil: Rajpura , Patiala - 140401.
3.	NIRC	March 20, 2024	Northcap University, Gurgaon
4.	Meerut Chapter	March 22, 2024	UniFair 2024 at Meerut School of Management, DS - 1, Pocket - D, Lohia Nagar, Hapur Road, Meerut, Uttar Pradesh 250005
5.	WIRC	March 23, 2024	Jaikranti Arts and Commerce Senior College (ICSI Latur Study Center)
6.	NIRC	March 28, 2024	Suncity School, Gurugram

Interview

CS Ashok Kumar Jain

EVP (Finance) & Company Secretary
Dabur India Limited

CS Saket Gupta

Joint Company Secretary
Dabur India Limited

CS Ashok Kumar Jain is a rank holder Company Secretary, Chartered Accountant and LLB by profession with 38 years of rich experience in the financial and legal industry. He started his career in 1986 and later joined Dabur Group in 1989 and since then has been at the helm of financial, secretarial and legal matters of the group which has varied interests in Health Care, Personal Care, Home Care, Foods, Insurance – Life as well as General, Food Services like Restaurants business etc. He has been instrumental in putting across various initiatives to improve the financial systems, and particularly the banking services, governance & risk management processes.

He has been on the board of many companies including Universal Sompo General Insurance Company Limited, Dabon International Limited, Vertax Broadcasting Corporation Ltd.

CS Saket Gupta is a qualified Company Secretary & LLB and has a wealth of experience spanning over 19 years with specialization in corporate governance, mergers and acquisitions, legal affairs. He has navigated through a diversified array of industries such as hospitality, power, real estate and FMCG. Currently, associated with Dabur India Limited, he had been previously associated with renowned organisations like Indraprastha Gas, Jubilant FoodWorks, Alstom Power and Max Group.

Interview

Interaction with CS Ashok Kumar Jain, EVP (Finance) & Company Secretary, Dabur India Ltd.

India is envisioned to become Viksit Bharat by 2047. What role will Indian corporates and Company Secretary professionals are playing in achieving these milestones?

The current government, led by the Hon'ble Prime Minister, Mr. Modi, has articulated a comprehensive vision and strategic plan for advancing Viksit Bharat, aiming to transform India into a developed nation by 2047, coinciding with the centennial of our independence. The Prime Minister envisions a collective commitment from every individual, institution, and organization to contribute towards the advancement of a developed India. The overarching objective is to align all endeavours towards the singular goal of national development.

In the contemporary landscape, Indian corporations, particularly startups, are playing a fundamental role in driving economic growth. Additionally, large corporates and Promoter run businesses, along with the unicorn startup are extending a hand to the new businesses in form of capital as well as wealth of experience. Together, they are instrumental in job creation, innovation, infrastructure investment, capital infusion, technological advancement, and fostering the growth of small enterprises. Today, the corporate sector is also actively participating in corporate social responsibility initiatives, thereby contributing to societal welfare.

Conversely, professionals such as Company Secretaries play a vital role in guiding new age technopreneurs—individuals adept at leveraging technology to enhance products and services. These technopreneurs, often visionary innovators who have achieved significant financial success, rely on professionals like Company Secretaries to navigate the complexities of business establishment and adherence to corporate governance standards and legal requirements. By ensuring that businesses operate profitably and sustainably over the long term, Company Secretaries facilitate the realization of innovative ideas in a manner that aligns with regulatory frameworks and societal interests.

Businesses have been largely impacted by the environmental and regulatory environment. How would you perceive the altering business dynamics of the country vis-à-vis global trends?

During the Covid era, businesses, including the manufacturing sector, faced adverse effects, resulting in decreased employment. However, since fiscal year 2021-22, the Indian manufacturing sector witnessed a turnaround. Since then, there has been a shift towards environmental protection, manufacturing eco-friendly products, adopting biodegradable packaging, and reducing carbon emissions. The looming threat of climate change and the imperative to transition to a net-zero future present opportunities for new industries and economic growth, potentially revitalizing economies and creating new jobs.

Moreover, there is a growing emphasis on transitioning from traditional fossil fuels to renewable energy sources, with the Government of India actively pursuing this goal. This transition necessitates a significant shift in how companies approach climate protection and adaptation. Climate risks must now be integrated into core business strategies, prompting businesses to develop mitigation plans as part of their overall approach. These initiatives may lead to investments in new technologies, expansions into different sectors, or adaptations of business models.

As regards the performance of India vis-à-vis global trends, the future looks bright with India GDP growth estimated at 6.5% for FY 2024 as against China at 4.5% and US at 2.1% and other economies remaining within this growth rate of 2-3%.

FMCG sector has been a key role player in the Indian Manufacturing Industry? How would you demarcate its growth trajectory – its major achievements and challenges? How has your Journey been like?

The FMCG sector stands at the forefront of innovation, continually evolving to meet consumer demands and preferences. Among its many facets, the sector's commitment to innovation in healthcare, wellness, and the production of herbal and natural products devoid of harmful chemicals is particularly noteworthy.

One of the primary achievements of this sector has been the incessant innovation in healthcare products. From over-the-counter medications to personal care items infused with medicinal properties, FMCG companies have invested heavily in research and development to enhance the efficacy and safety of their healthcare offerings that address various health concerns, ranging from minor ailments to chronic conditions. Moreover, the accessibility and affordability of these healthcare innovations have made them indispensable for consumers worldwide, democratizing access to essential medical solutions.

Beyond conventional healthcare, the FMCG sector has also played a pivotal role in shifting consumer preferences towards healthier living by introducing an array of wellness-oriented goods. These include nutritional supplements, organic foods, and fitness-related products designed to support consumers in their pursuit of holistic well-being.

An area where the FMCG sector excels is in the production of herbal and natural products that eschew synthetic chemicals. Recognizing the growing demand for eco-friendly and skin-friendly alternatives, FMCG companies invest in sourcing organic ingredients and employing sustainable manufacturing practices.

By harnessing the power of nature, these companies create products that resonate with environmentally conscious consumers while minimizing adverse effects on human health. Whether it is skincare formulations derived from botanical extracts or household cleaners free from harsh chemicals, FMCG brands today lead the way in offering natural alternatives that prioritize both efficacy and safety.

On the challenges front, the ongoing Russia-Ukraine war including continued attacks in the Red Sea and supply disruptions have resulted in spike in commodity prices from geopolitical shocks and more persistent underlying inflation in the developed world, which have tightened monetary conditions. This has impacted the expected recovery in global demand. That said, lower input prices and overall inflation can influence output growth positively, which in turn can further improve the prospects for the industries including FMCG sector.

Food inflation, which has hit FMCG industry hard in past couple of years or so, is expected to moderate further in the upcoming period. With the stable downward movement in core inflation and moderation in food prices, the outlook for food and FMCG sector seems bright.

That said, FMCG sector is full of opportunities as myself has grown from the initial position of an Accounts Officer in Dabur to the position of EVP (Finance), Company Secretary and Chief Risk Officer having expertise in the field of finance, governance, secretarial, legal and risk management.

Digital transformation and AI are the modern-day buzz words. What has been their major impact in the overall economy in general and the manufacturing industry in particular?

The integration of digital transformation and AI in industries, especially manufacturing, is poised to yield significant benefits, including enhanced efficiency through streamlined processes, reduced operational costs, and increased productivity. AI-driven systems are facilitating better quality control and minimizing defects and waste in manufacturing operations. Further, AI intelligence is offering a great help in identifying the consumer needs and desires and fulfilling them through making the right product available at the right time.

This shift towards digital transformation has also spurred innovation in product development, production processes, and business models, fostering economic growth and bolstering competitiveness. While automation has led to the displacement of some jobs, it has also opened up new opportunities, particularly in fields like design, data analysis, software development, and AI engineering.

However, alongside these advantages, the adoption of digital transformation and AI presents challenges such as cybersecurity risks, the need for workforce reskilling, and ethical concerns surrounding AI usage. Despite these challenges, the overall impact of digital transformation and AI on the economy and manufacturing sector has been transformative, driving efficiency, innovation, and growth. Addressing these challenges is critical to fully realize the potential benefits of this technological evolution.

ESG is the buzzword of the 21st Century. The present-day corporate scenario cannot be fathomed without taking into account ESG considerations. In such a scenario, what initiatives are being taken – especially by the FMCG sector in making ESG an integral part of Board decision making?

As you may be aware, India, as a party to the United Nations Framework Convention on Climate Change (UNFCCC) and its Paris Agreement, had submitted its first Nationally Determined Contribution in the year 2015 comprising of two quantifiable targets viz. reduction of emission intensity of its GDP by 33 to 35 percent by 2030 from 2005 level and to achieve about 40 percent cumulative electric power installed capacity from non-fossil fuel-based energy resources by 2030. Both these targets have already been achieved in 2023, well in advance of committed deadline. Now, these targets have been enhanced i.e. to reduce emissions intensity of its GDP to 45 percent by 2030 from 2005 level, and cumulative electric power capacity from non-fossil fuel-based energy resources to 50% by 2030 (Source: PIB)

The FMCG sector, like any other entity, holds a significant responsibility towards society and the environment. The industry has taken proactive steps in addressing ESG concerns. Conversations regarding environmental protection, societal welfare, and meeting the evolving needs of communities have consistently been at the forefront of their agendas. Moreover, their commitment to upholding high standards of governance and transparency has become integral to their operations. These discussions permeate through management meetings and boardroom deliberations, underscoring the sector's dedication to sustainable practices and ethical business conduct.

It may be worthwhile to note that Dabur became the first FMCG company in India to become Plastic Waste neutral in the year 2022-23. Many other players in this sector are taking steps in this direction and soon the FMCG sector as a whole is expected to become plastic waste neutral. Some other initiatives undertaken by Dabur include substantial increase in R&D & capex expenditure on environment and social initiatives, recycling of water, etc.

The world is looking up towards us for guidance in Ayurveda and natural healing. What kind of opportunities and challenges do we see coming our way on that account? Your Message to the Young Professionals.

The timeless wisdom of Ayurveda offers solutions to many modern lifestyle ailments as it is capable to heal the body naturally. India boasts a diverse array of flora and fauna, including numerous medicinal herbs vital for communities' well-being. There is a growing inclination towards health consciousness, a resurgence of interest in natural and Ayurvedic practices and a preference for alternative medicines. With a rising interest in health consciousness and natural remedies, the future holds vast potential for Ayurveda products.

However, habitat loss, overharvesting, climate change, and pollution have endangered many of these species. Conservation efforts are crucial not only to preserve traditional uses but also to safeguard ecosystem services like soil conservation and biodiversity. Sustainable management, research, and community engagement are imperative for protecting India's endangered herbs.

We, at Dabur, are rapidly increasing sustainable cultivation of key herbs and medicinal plants, besides educating tribals and villagers to ensure our societies do not extract more from nature than they give back. We have put in place measures to protect and enhance biodiversity by growing environmentally sensitive herbs and medicinal plants at our greenhouses and engaging local farmers in sustainably cultivating these herbs. This has also supplemented their income and raised their standard of living.

The only message I would like to give to the young professionals is that "cherish the nature and strive to contribute more than we consume".

Corporate Restructuring – Mergers and Amalgamations have altered the business dynamics in their own way. How do you perceive the present environment in terms of conduciveness for such business moves? And your Message to the Young Company Secretaries and Professionals.

In the dynamic landscape of contemporary business, achieving expansion is paramount for companies to realize their objectives. This pursuit often involves strategic maneuvers such as mergers and acquisitions, which serve as pivotal means to foster growth. These business combinations yield multifaceted benefits, ranging from capitalizing on economies of scale to harnessing synergies across various operational facets.

In the current era characterized by intense competition, the imperative of generating value, capturing market shares, and mitigating business risks has assumed heightened significance. Through mergers and acquisitions, companies can strategically position themselves to achieve these objectives more effectively. Additionally, such strategic moves can confer competitive advantages that may be challenging to attain through organic growth alone.

Furthermore, business combinations offer avenues for diversification, enabling companies to expand their offerings and penetrate new markets. This diversification not only bolsters resilience against market fluctuations but also enhances the overall stability and sustainability of the business. In few cases, mergers is also advantageous for the small players as they are not able to grow beyond a certain level which acts as a dead end for them. Handholding by large corporates opens up avenues for achieving greater success. In essence, in the contemporary business landscape, leveraging mergers and acquisitions as a tool for expansion is not merely advantageous but often indispensable for companies striving to thrive amidst cut-throat competition and dynamic market conditions.

Young Company Secretaries should be on a look out to spread their wings beyond regular compliance and should strive to delve into the field of valuation, due-diligence, driving the merger and amalgamation process in courts / NCLT and combinations spanning across industries and borders. They may also participate in pre-merger activities such as understanding business dynamics and generating profitable combination deals.

Interaction with CS Saket Gupta, Joint Company Secretary, Dabur India Limited.

The Regulatory environment is witnessing a paradigm shift from financial to non-financial reporting. How do you envision the ESG reporting landscape in India in the coming 5 years?

While financial reporting is a key parameter for assessing business profitability, sustainability reporting, also known as non-financial reporting, focuses on disclosing the environmental, social, and governance impacts of business activities. As our country moves towards a Net Zero Commitment by 2070, prioritizing the preservation of natural resources, we need to work towards creating a healthier environment and a brighter future for all.

India is witnessing an intense regulatory push for disclosure of authentic data on ESG performance parameters by the businesses, which is evidenced by SEBI Circular issued on July 12, 2023 which has mandated Framework for assurance and ESG Disclosure for value chain. The reasonable assurance of BRSR Core shall start with top 150 listed companies for FY 2023-24 and will cover top 1000 listed companies in India by 2026-27. Similarly, ESG disclosures for the value chain is required to be made by top 250 listed entities, on a comply-or-explain basis from FY 2024-25 followed by limited assurance of this disclosure from FY 2025 - 26.

In the post-Covid era, stakeholders are increasingly prioritizing businesses with clear strategies for addressing ESG (Environmental, Social, and Governance) issues, beyond just financial reporting and regulatory compliance. They seek assurance that businesses can tackle ESG-related risks by effectively identifying, preparing mitigation plan, implementing these plans and disclosing them, recognizing their potential long-term impact on profitability. This underscores the importance for businesses to adopt a triple bottom line approach, encompassing financial, social, and environmental performance reporting, instead of solely focusing on financial metrics. Consequently, organizations are embracing global ESG reporting standards like Dow Jones Sustainability Index and Carbon Disclosure Project to communicate their ESG performance effectively.

With the data assurance being at the core, the day may not be far when the regulators would prescribe audit of non-financial data in a similar manner that as financial data.

A member of the professional fraternity and being part of such a renowned MNC, how has your journey been like?

It has been an exciting journey of more than 17 years as Company Secretary wherein working with different Industries alongside professionals from diverse backgrounds has not only broadened my perspective but also enriched my skill set significantly.

Dabur India Limited has a legacy of 140 years and values innovation, collaboration, and excellence. Being part of a such a renowned organisation as Joint Company Secretary for the past two years, this has been an exceptional opportunity that fills me with immense pride. Moreover, having the chance to work with mentors who possess long and extensive experience in the field of corporate governance and sustainability has been invaluable. Despite the occasional challenges, the supportive environment and opportunities for advancement have kept me motivated and driven.

As a Professional yourself, what role do you think professionals and especially Company Secretaries are playing and expected to play in the future in strengthening the economy of our country?

Professionals especially Company Secretaries have a pivotal role as they are navigating through multifaceted responsibilities. While acting as guardians of corporate governance, we as a Company Secretary, must ensure that legal and regulatory frameworks are adhered to, transparency and accountability are taken care of, and ethical practices are followed. By facilitating efficient board functioning, maintaining statutory compliance, and overseeing corporate disclosures, we are instrumental for boosting investor confidence, which is essential for attracting investments and fostering economic growth.

Moreover, Company Secretaries contribute to strategic decision-making, risk management, and compliance with environmental and social responsibilities, thereby promoting sustainable business practices. Our expertise in corporate law, finance, and governance will help businesses navigate complexities, manage risks, and seize opportunities, ultimately driving the nation's economic progress.

Apart from above, the Company Secretaries are also expected to provide guidance for revival of businesses in distress through internal restructuring or through resolution plans.

Good Corporate Governance are necessary to adapt to ethical business practices and transparency. Your view on it specifically in terms of Large Cap Companies like Dabur India Ltd.

Ethical conduct serves as the fundamental pillar for enduring prosperity. In the context of a sizable publicly traded enterprise such as Dabur, unwavering dedication to conducting operations with integrity, transparency, and strict adherence to legal frameworks is imperative. Upholding elevated levels of corporate governance is deemed essential to enhance the level of trust among investors and stakeholders alike.

The ethos at Dabur prioritizes stringent ethical standards, individual responsibility, and transparent communication among its employees, directors, and business partners. We firmly believe that by adhering to robust corporate governance principles, we can augment the trust cultivated over Dabur's esteemed 140-year history of operating with integrity and probity. Our unwavering commitment is to continually elevate our corporate governance standards which would help in preventing unethical practices, mitigating risks and contributing to long term sustainability and success.

Remember, meeting high governance standards is not a one-time exercise but requires a persistent effort to achieve as well as maintain them. The aim should be to create new benchmarks in governance over and above what has been prescribed by adopting internal set of regulations.

How can the Fast-Moving FMCG Company with major segment as healthcare segment can help in achieving inclusive Growth and Achieving GDP Targets aiming towards Viksit Bharat@2047?

Over the last 10 years, India's GDP has grown by 7 percent CAGR in USD terms to USD 3.7 trillion, jumping from the eighth largest to the fifth largest economy and is expected to be the third-largest economy in the world with a GDP of USD 5 trillion in the next three years. The FMCG sector is the fourth-largest sector of GDP contribution today, accounting for 2.5% of the country's GDP. It is contributing to inclusive growth of the country in several ways such as:

1. Job Creation: All major FMCG companies today are operating in both urban and rural areas, providing employment opportunities to a diverse range of people, including those from marginalized communities. They are investing in training and skill development programs for their workforce thereby enhancing employability and contributing to human capital development.

2. Supply Chain Inclusion: FMCG sector typically engages with small-scale producers, farmers, and suppliers, integrating them into their supply chains. By sourcing raw materials locally and supporting local businesses, FMCG companies are thus, key drivers for stimulating economic development in regions where they operate. It also created business avenues for small manufacturers as business partners of large corporates.

In addition to above, the FMCG industry's involvement in the healthcare segment is helping in development of the country in several ways:

1. Affordable Healthcare Products: Availability of over-the-counter (OTC) medicines, personal care products, and hygiene items that are affordable and accessible to a wide range of consumers, including those in low-income communities. With extensive distribution networks that penetrate both urban and rural areas, healthcare products are now readily available even in remote regions thereby improving healthcare access. Pandemic periods like COVID saw a surge in demand of healthcare and immunity building products, which helped the community a lot.

2. Innovation and Product Development: Today, FMCG companies are heavily investing in research and development to create innovative healthcare products that address the needs of diverse populations. For ex. Dabur, being the oldest ayurvedic company in India, is promoting Indian traditional form of medicine and offers a range of natural alternatives to chemical-based medications, including products that enhance immunity and heart health.

As the adage goes, "Health is Wealth," the FMCG industry's focus, particularly in the healthcare sector, is poised to significantly contribute to inclusive growth. This contribution includes enhancing healthcare accessibility, raising awareness, generating employment opportunities, and aligning with the vision of Viksit Bharat@2047.

Your Message to the Young Members of ICSI and the Journal readers.

As the young members of this reputed institution embark on their profession journey, my advice to them is to remember that pursuing goals is not just about personal success, but also about contributing to the development of the economy and society as a whole. In doing so, it is crucial to uphold principles of good corporate governance. Some of the key points to keep in mind are:

1. Set Clear Goals: Define your objectives clearly and align them with both personal aspirations and societal needs. This clarity will guide your actions and decisions towards meaningful contributions.

2. Ethical Conduct: Uphold ethical standards in all your dealings. Integrity is the foundation of good corporate governance and essential for long-term success. Always prioritize honesty, transparency, and fairness.

3. Continuous Learning: Stay updated with industry trends and best governance practices. Continuous learning not only enhances your skills but also enables you to make informed decisions.

4. Adaptability and Resilience: The governance landscape is constantly evolving. Embrace change and demonstrate resilience in the face of challenges. Adaptability allows you to seize opportunities and contribute effectively to economic progress.

5. Collaboration and Networking: Build strong professional relationships and networks. Collaboration fosters innovation and facilitates the exchange of ideas, ultimately driving economic growth. Networking also provides opportunities for mentorship and knowledge sharing.

6. Responsibility towards Stakeholders: Recognize the interests of all stakeholders – shareholders, Board & management, employees and the community. Balancing these interests ensures sustainable development and builds trust in your organization.

By pursuing your goals with a commitment to good corporate governance, you not only advance your career but also play a vital role in driving economic development responsibly.

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and streamlining processes, they also necessitate the development of robust regulatory frameworks, ethical guidelines, and capacity-building initiatives.

MSMEs & Catalyst in Viksit Bharat 86

CS Subrata Kumar Swain, ACS

The article covers the existence of a dynamic eco-system of Micro, Small, and Medium Enterprises (MSMEs) in India, which has been playing as a catalyst in 'Viksit Bharat". MSME(s) are evolving as the backbone of the country's economy, by its nature, size, coverage, employment potential, capital, self-reliance, inclusiveness, and contribution to GDP. They are acting as the key economic driver towards achieving sustainable growth, thereby called MSMEs as the growth engine of the country's economy.

VIKSIT BHARAT@2047: Crystal Gazing Through MSME Sector 91

CS Vikas Rajanikant Pansare, ACS

Viksit Bharat encapsulates the Indian government's vision that encompasses economic, social, environmental, and governance development, aiming to create a prosperous India in harmony with nature, with modern infrastructure, and providing opportunities for all citizens and regions to reach their potential.

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Impact of Rule 9B of Companies (Prospectus and Allotment of Securities) Rules, 2014: Need an Amendment to Protect Private Companies 99

CS (Dr.) K R Chandratre, FCS

Perhaps, a private company limited by shares is the most popular type of organization through which many entrepreneurs prefer to carry on their businesses. The very fact that in India the number of private companies is as much as 90% of the total number of companies incorporated under the Companies Act, indicates the popularity of a private company. A private company is variously described, such as, 'quasi-partnership', 'family concern', 'close corporation', 'a partnership in the clothes of or under the guise of a private company', or a 'company which is in substance a partnership', etc. A private company has many advantages over the public company. The benefit of 'corporate entity' and 'limited liability' are two vital attractions.

Dematerialisation of Securities of Unlisted Companies Under The Companies Act, 2013 – Comprehensive Analysis 105

CS Kulbhushan D Rane, FCS

Earlier, only 'listed companies' were required to facilitate dematerialisation of its existing securities and issue new securities in dematerialised form. The Ministry of Corporate Affairs, with effect from 2 October 2018, has made it mandatory for all 'unlisted public companies' to facilitate dematerialisation of its existing securities and to issue new securities only in dematerialised form.

Funding by Companies to Political Parties 113

CS N Balasubramanian, FCS

There is a robust legal regime governing political contributions and Indian businesses need not shy away from bona fide political contributions to support political parties that they believe will provide the Nation with good leaders and sound governance.

Small and Medium Real Estate Investment Trusts 117

CS Kapil Sanghvi, FCS, CS Rushant Dholakia, ACS

The introduction of the SM REIT Regulations is anticipated to positively impact India's Real Estate market providing opportunities for prospective retail investors with small ticket size to fractionally invest in rent yielding real estate properties. Additionally, the mandatory listing of units ensures liquidity allowing investors to easily convert their holdings into cash when needed by selling units in the market. With small asset size, the SM REIT can be a game changer for the real estate market and will open doors for retail investors to diversify their investments and benefit from the real estate market growth.

Green to Greed: Unravelling Corporate Deception 122

Puneet Gupta, CS Nikhil Kalra, ACS

Post the Paris Agreement in 2015, there has been a spurt in net-zero commitments towards carbon foot prints, from all sectors. The increase in commitments has led to a surge in the number of criteria and benchmarks used to establish net-zero goals, each varying in their level of robustness. The economies and its stakeholders, including corporations, consumers, and legislators, are incorporating "green touch" to anything and everything they can imagine. The consumers alike are responding to the eco-friendly products and investment schemes even at a higher cost.

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The Dichotomy of Women's Empowerment with Microfinance - An Empirical Evidence from Gurugram and Policy Recommendations 130

Ritika Madan, CS (Dr.) Monika Goel, FCS

This research separately examines microcredit's impact on "beneficiary households" and individual "women" in the Gurugram district. Findings reveal women's credit benefiting households but not empowering the women due to lack of asset co-ownership. Microfinance deepens resource division between women and their families.

Legal World P-139

- **LMJ 04:04:2024** In spite of having made full payment (bonafide error or dispute as to calculation excepted), direction for delivery of cars to the custodian has caused failure of justice. [SC]
- **LW 25:04:2024** The Adjudicating Authority in the impugned order has rightly noted that the payment demanded by the respondent is to clear the defect in the title of the land itself, and is not linked to the CIRP proceedings.[NCLAT]
- **LW 26:04:2024** The appeal has clearly been filed with a delay of more than 15 days from the date of expiry of limitation. Our jurisdiction to condone the delay is limited to only 15 days under Section 61(2) of IBC, hence, the delay condonation application cannot be entertained.[NCLAT]
- **LW 27:04:2024**In view of the foregoing, the Commission is of the prima facie view that Google has violated the provisions of Section 4(2)(a), 4(2)(b) and 4(2)(c) of the Act, as elaborated supra which warrants detailed investigation.[CCI]
- **LW 28:04:2024** As far as the alleged abuse is concerned, the Commission is of the view that the grievances of the Informants like payment of maintenance and electricity charges, rights, and entitlement to joint common areas etc. are in the nature of contractual/civil issues/disputes.[CCI]
- **LW 29:04:2024** We find that the learned Single Judge has by placing reliance on Section 5 of the Act come to a conclusion that the benefits payable to the respondent would not come to an end on expiry of the term of her contractual engagement. Having perused Section 5 of the Act, we see no infirmity in the approach adopted by the learned Single Judge.[Del]
- **LW 30:04:2024** This is a case of wrongful denial of employment and regularization, for no fault of the workmen and therefore, there will be no order restricting their wages. With respect to payment of back wages, we are of the opinion that the workmen will be entitled to back wages as observed by the Industrial Tribunal.[SC]
- **LW 31:04:2024** Writ Court can interfere with the factual findings of fact recorded in the industrial award only if the same are perverse or are entirely unsupported by evidence. [Del]
- **LW 32:04:2024** Since SAROD rules cannot be applied to conduct of the arbitration between the parties in the present case and since the parties have not arrived at an agreement for constitution of three-member arbitral tribunal, it is incumbent on this Court to appoint a sole arbitrator to adjudicate the disputes between the parties.[Del]

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- In the matter of striking off or removal of names of LLPs under Section 75 of the LLP Act, 2008 and Rules 37(1) (b) and Rule 37 (2) of the LLP Rules, 2009 in respect of:- 20 LLPs
- Notice In the matter of Section 75 of the Limited Liability Partnership Act, 2008 read with Rule 37 (2) of Limited Liability Partnership Rules, 2009.
- Notice In the matter of Section 75 of the Limited Liability Partnership Act, 2008 read with Rule 37 (2) of Limited Liability Partnership Rules, 2009
- Notice inviting comments from various stakeholders on draft rules for refund process from IEPF Authority
- Introduction of Beta version of T+0 rolling settlement cycle on optional basis in addition to the existing T+1 settlement cycle in Equity Cash Markets
- Amendment to Circular for mandating additional disclosures by FPIs that fulfil certain objective criteria
- Safeguards to address the concerns of the investors on transfer of securities in dematerialized mode
- Entities allowed to use e-KYC Aadhaar Authentication services of UIDAI in Securities Market as sub-KUA
- Repeal of circular(s) outlining procedure to deal with cases where securities are issued prior to April 01, 2014, involving offer / allotment of securities to more than 49 but up to 200 investors in a financial year
- Simplification and streamlining of Offer Documents of Mutual Fund Schemes - Extension of timelines
- Measures to instill trust in securities market – Expanding the framework of Qualified Stock Brokers (QSBs) to more stock brokers
- List of goods notified under SCRA, 1956
- Currency Chests (CCs) operations on March 31, 2024
- Special Clearing Operations on March 30 & 31, 2024
- Investments in Alternative Investment Funds (AIFs)
- Reassignment of Lead Bank Responsibility
- Annual Closing of Government Accounts – Transactions of Central / State Governments – Special Measures for the Current Financial Year (2023-24)
- All Agency Banks to remain open for public on March 31, 2024 (Sunday)
- Cut-off time for uploading of GST, ICEGATE and TIN 2.0 luggage files
- Reporting and Accounting of Central Government transactions for March 2024
- Implementation of Section 12A of the Weapons of Mass Destruction and their Delivery Systems (Prohibition of Unlawful Activities) Act, 2005: Designated List (Amendments)
- Designation of an individual under clause (a) of Sub-section (1) and Sub-section (2) of Section 35 of the Unlawful Activities (Prevention) Act (UAPA), 1967 and listing in the Fourth Schedule of the Act- Reg.

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- CG CORNER

Call For ARTICLES

Call for Articles for Publication in Chartered Secretary Journal – May 2024

"ESG and BRSR- Responsible Reporting"

Gone are the days when businesses were individual or family run enterprises only. The Gen-Z business corporation is accountable not just to its immediate shareholders and investors but to a vast array of known and unknown stakeholders. Each decision made in a Board room creates ripples long and beyond the four walls of that room. A business cannot be sustainable without solidifying of 3 factors of ESG – Environment – Society – Governance.

ESG is an increasing strategic and regulatory concern for private companies. A successful ESG strategy can help maximise value and strengthen relationships with a company's stakeholders including consumers, employees, existing shareholders and potential investors. While "ESG" covers environmental, social and governance considerations, good governance provides the foundation. Integral to good governance is having internal controls that promote transparency, accountability and the monitoring of risks to avoid mismanagement and regulatory sanctions.

Imbibing these values requires a robust reporting mechanism which ensures both transparency and accountability on the part of corporations. The Business Responsibility and Sustainability Reporting Framework has come to occupy centre-stage in the present scenario.

In such a scenario, it seems appropriate to discuss and outline the critical requirement of both ESG and BRSR. And to deliberate further on the same, the May edition of Chartered Secretary Journal has been themed at **'ESG and BRSR – Responsible Reporting'**. Articles are solicited on the following sub-themes:

- Issues and challenges in the adaptation of ESG: An Indian perspective
- Infusing Impact Leadership among ESG Professionals – Need of the Hour
- BRSR Compliance : A matter of proficiency and expertise
- Identifying and disseminating ESG best practices : Route map to strengthening sustainability eco-system
- NGRBCs: Adoption with dedication
- ESG : The three pillars of sustainability
- ESG, BRSR and Board's responsibility
- Internalizing ESG : the key to diligent compliance

Members and other readers desirous of contributing articles may send the same latest by **Thursday, April 25, 2024** at **cs.journal@icsi.edu** for **May 2024** issue of Chartered Secretary Journal. The length of the article should ordinarily be between 2,500 - 4,000 words. However, a longer article can also be considered if the topic of discussion so demands. The articles should be forwarded in MS-Word format.

All the articles are subject to plagiarism check and will be blind screened. Direct reproduction or copying from other sources is to be strictly avoided. Proper references are to be given in the article either as a footnote or at the end. The rights for selection/rejection of the article will vest with the institute without assigning any reason.

Regards,

Team ICSI

Articles in Chartered Secretary

Guidelines for Authors

1. Articles on subjects of interest to the profession of company secretaries are published in the Journal.
2. The article must be original contribution of the author.
3. The article must be an exclusive contribution for the Journal.
4. The article must not have been published elsewhere, and must not have been or must not be sent elsewhere for publication, in the same or substantially the same form.
5. The article should ordinarily have 2500 to 4000 words. A longer article may be considered if the subject so warrants.
6. The article must carry the name(s) of the author(s) on the title page only and nowhere else.
7. The articles go through blind review and are assessed on the parameters such as (a) relevance and usefulness of the article (from the point of view of company secretaries), (b) organization of the article (structuring, sequencing, construction, flow, etc.), (c) depth of the discussion, (d) persuasive strength of the article (idea/ argument/articulation), (e) does the article say something new and is it thought provoking, and (f) adequacy of reference, source acknowledgement and bibliography, etc.
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1

ARTICLES

Gender Equality and Viksit Bharat: A Must-Have

Gender equality is not merely a slogan but a fundamental principle that underpins the holistic development of a nation. In the vision of Viksit Bharat, where India aspires to achieve comprehensive development across economic, social, and cultural dimensions, gender equality emerges as a non-negotiable aspect. The empowerment of women and the elimination of gender-based discrimination are pivotal to realizing the full potential of the nation.

CS Charu Vinayak, FCS
Practicing Company Secretary,
Jalandhar, Punjab
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"The strength of a nation lies in the empowerment of its women. Our government is dedicated to creating an environment where women can thrive, lead, and contribute to nation-building." - Narendra Modi

INTRODUCTION

Gender equality stands as a cornerstone of modern societies, signifying fairness, justice, and opportunity for all individuals regardless of gender. In the Indian context, the pursuit of gender equality is not just a moral imperative but also an economic and social necessity. As India marches forward on the path of development, the concept of "Viksit Bharat" or Developed India necessitates a robust commitment to gender equality across all sectors of society. In this article, we delve into the significance of gender equality within the framework of Viksit Bharat, exploring its implications, challenges, and the way forward.

"Men and women have equal rights. However, their duties may be different." - Rig Veda

PROMINENCE OF GENDER EQUALITY IN VIKSIT BHARAT

Gender equality is not merely a slogan but a fundamental principle that underpins the holistic development of a nation. In the vision of Viksit Bharat, where India aspires to achieve comprehensive development across economic, social, and cultural dimensions, gender equality emerges as a non-negotiable aspect. The empowerment of women and the elimination of gender-based discrimination are pivotal to realizing the full potential of the nation.

Quoting from Mahatma Gandhi, "To call woman the weaker sex is a libel; it is man's injustice to woman." This statement encapsulates the essence of gender equality and the need to recognize women as equal partners in nation-building. In Viksit Bharat, every woman must have the opportunity to contribute meaningfully to the progress of the nation, be it in the workforce, governance, or community development initiatives.

CHALLENGES TO GENDER EQUALITY IN INDIA

Despite significant strides in various spheres, India continues to grapple with deep-rooted gender disparities. These challenges pose formidable obstacles to the realization of Viksit Bharat:

1. **Gender-based Violence**: Violence against women remains a pervasive issue, reflecting deep-seated patriarchal attitudes and societal norms. Addressing this menace requires not just legal reforms but also a cultural shift towards gender-sensitive attitudes and behaviors. Comprehensive support services for survivors, including shelters, counseling, and legal aid, along with robust enforcement of laws, are crucial in combating gender-based violence.

2. **Gender Pay Gap**: Disparities in wages and employment opportunities persist, with women often earning less than their male counterparts for similar work. Bridging this gap is crucial for fostering economic empowerment and achieving inclusive growth. Implementing gender-sensitive wage policies, promoting equal opportunities for career advancement, and ensuring transparency in hiring and promotion processes are essential steps in addressing the gender pay gap.

3. **Limited Access to Education**: Despite advancements in education, many girls in India still face barriers to accessing quality education. Closing the gender gap in education is essential for equipping women with the skills and knowledge needed to thrive in a rapidly evolving society. Initiatives such as scholarships for girls, provision of safe and inclusive learning environments, and targeted efforts to eliminate gender stereotypes in textbooks and curricula can help enhance girls' access to education.

4. **Underrepresentation in Leadership**: Women continue to be underrepresented in decision-making positions across sectors, including politics,

business, and academia. Breaking the glass ceiling and promoting women's leadership is essential for fostering diversity and inclusive governance. Implementing quotas or affirmative action measures, providing leadership training and mentorship opportunities for women, and promoting a gender-inclusive organizational culture are key strategies for increasing women's representation in leadership roles.

5. **Cultural Norms and Stereotypes**: Deep-rooted cultural norms and stereotypes perpetuate gender roles and restrict women's autonomy and agency. Challenging these norms and promoting gender-sensitive socialization is critical for fostering an environment of equality and respect. Educational campaigns, media initiatives, and community-led interventions aimed at challenging harmful gender norms and promoting positive representations of women can help change societal attitudes and behaviors.

"Gender equality is not just a women's issue; it's a societal issue. It requires the participation and commitment of every citizen to ensure that women are treated with fairness and equality in all aspects of life."
- Narendra Modi

INITIATIVE TAKEN BY INDIAN GOVERNMENT

1. **Beti Bachao Beti Padhao (BBBP) Campaign:**[1]
   - This campaign was launched in 2015 by the Government of India with the aim of addressing the declining child sex ratio and promoting the education of girls.
   - The campaign targets three main objectives: preventing gender-biased sex-selective elimination, ensuring survival and protection of the girl child, and ensuring education and participation of the girl child.
   - It involves coordinated efforts between the Ministry of Women and Child Development, Ministry of Health and Family Welfare, and Ministry of Human Resource Development, along with state governments and grassroots organizations.
   - Key activities under BBBP include awareness campaigns, advocacy programs, capacity-building initiatives for stakeholders, and the implementation of supportive policies and schemes at the national and state levels.
2. **Pradhan Mantri Matru Vandana Yojana (PMMVY):**[2]
   - PMMVY is a maternity benefit program launched in 2017 to provide financial assistance to pregnant and lactating women for their first live birth.
   - Under the scheme, eligible beneficiaries receive cash incentives directly into their bank accounts in instalments, with the aim of compensating them for wage loss during childbirth and supporting their nutritional needs.
   - PMMVY promotes institutional delivery and encourages pregnant women to avail prenatal and postnatal care services, thus contributing to reducing maternal and infant mortality rates.
   - The scheme is implemented by the Ministry of Women and Child Development in collaboration with state governments and union territories.
3. **Mahila Shakti Kendra (MSK):**[3]
   - MSK is an initiative launched under the National Mission for Empowerment of Women to empower rural women through community participation.
   - The program aims to create awareness about various government schemes and programs for women's welfare, facilitate access to entitlements and services, and promote women's entrepreneurship and skill development.
   - MSKs are established at the village, block, and district levels, with a range of services including information dissemination, counseling, training programs, and linkages with livelihood opportunities.
   - The initiative encourages the formation of self-help groups (SHGs) and women's collectives to enhance social cohesion and economic empowerment among rural women.
4. **National Rural Livelihoods Mission (NRLM):**[4]
   - NRLM, also known as Aajeevika, is a flagship program aimed at reducing poverty and promoting sustainable livelihoods among rural communities, with a special focus on women.
   - The mission provides financial assistance, skill development training, and access to credit and market linkages to empower women to engage in income-generating activities and become economically self-reliant.
   - NRLM promotes the formation of women's SHGs as a platform for collective action, resource pooling, and skill enhancement, thereby fostering women's leadership and decision-making roles within their communities.
   - The program operates through a network of dedicated support structures at the village, block, and district levels, facilitating capacity-building, monitoring, and evaluation of women-centric initiatives.

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1. *https://wcd.nic.in/*
2. *https://www.india.gov.in/website-pradhan-mantri-matru-vandana-yojana#:~:text=Pradhan%20Mantri%20Matru%20Vandana%20Yojana%20(PMMVY)%20is%20a%20maternity%20benefit,of%20under%20nourishment%20in%20women.*
3. *https://wcd.nic.in/sites/default/files/Mahila%20Shakti%20Kendra%20Scheme.pdf*
4. *https://aajeevika.gov.in/about/introduction*

5. **Pradhan Mantri Surakshit Matritva Abhiyan (PMSMA):**[5]

- PMSMA is a maternity care initiative launched in 2016 to provide comprehensive antenatal care to pregnant women, particularly those from marginalized communities.
- Under the scheme, pregnant women receive free antenatal check-ups, diagnostic tests, and counseling services on nutrition, breastfeeding, and maternal health.
- PMSMA aims to promote safe motherhood practices, early detection and management of high-risk pregnancies, and timely access to quality maternal healthcare services.
- The initiative operates through a network of public and private healthcare facilities, community health workers, and accredited social health activists (ASHAs), ensuring coverage and accessibility of services in both urban and rural areas.

6. **Ujjwala Scheme:**[6]

- The Ujjwala Scheme, launched in 2016, aims to improve the health and well-being of women by providing free LPG connections to below poverty line households.
- By reducing their dependence on solid fuels for cooking, such as firewood and cow dung, the scheme contributes to women's empowerment by saving their time and improving their health outcomes.
- Under the scheme, eligible beneficiaries receive financial assistance for the upfront cost of LPG connection, along with a subsidy on the purchase of LPG cylinders for initial refills.
- Ujjwala promotes environmental sustainability, reduces indoor air pollution, and enhances the safety and dignity of women, particularly in rural areas where traditional cooking practices pose health hazards and time burdens on women.

7. **Women Helpline (WHL)**

- The Women Helpline (WHL) - 181 is a toll-free emergency helpline operated by the Ministry of Women and Child Development to provide assistance and support services to women in distress.
- WHL offers counseling, referral services, and assistance in accessing medical, legal, and shelter support for women facing violence, harassment, or any form of distress.
- The helpline operates 24/7 and is staffed by trained counsellors and support personnel who handle calls with sensitivity and confidentiality.
- WHL aims to empower women to seek help and access resources to address their immediate needs and long-term solutions to their problems, thereby contributing to their safety, well-being, and autonomy.

8. **One Stop Centre (OSC) Scheme:**[7]

- The One Stop Centre (OSC) Scheme, launched in 2015, provides integrated support and assistance to women affected by violence, including domestic violence, sexual assault, and trafficking.
- OSCs offer a range of services such as medical assistance, legal aid, counseling, temporary shelter, police assistance, and rehabilitation support under one roof.
- These centers operate in every district across India, providing accessible and comprehensive support to women in distress, with a focus on addressing their immediate needs and facilitating their recovery and rehabilitation.

9. **National Creche Scheme:**[8]

- The National Creche Scheme, initiated in 1971 and revamped in 2017, aims to provide safe and quality daycare facilities for children of working mothers, particularly those from marginalized communities.
- Under the scheme, crèches are established in workplaces, construction sites, and urban slums, offering childcare services, nutrition support, early childhood education, and health monitoring for children aged 6 months to 6 years.
- By enabling working mothers to balance their caregiving responsibilities with employment or livelihood activities, the scheme promotes women's workforce participation and economic empowerment while ensuring the holistic development of children.

10. **Support to Training and Employment Programme for Women (STEP):**[9]

- The Support to Training and Employment Programme for Women (STEP), launched in 1986, aims to enhance the employability and income-generating capacities of women through skill development and training.
- STEP provides vocational training in traditional and non-traditional trades, entrepreneurship development, and capacity-building programs tailored to the needs of women from diverse backgrounds.

5. *https://pmsma.mohfw.gov.in/#:~:text=The%20Pradhan%20Mantri%20Surakshit%20Matritva,the%209th%20of%20every%20month.*
6. *https://www.pmuy.gov.in/about.html*
7. *https://wcd.nic.in/sites/default/files/OSC_G.pdf*
8. *https://wcd.nic.in/sites/default/files/National%20Creche%20Scheme%20For%20The%20Children%20of%20Working%20Mothers_0.pdf*
9. *https://wcd.nic.in/sites/default/files/Revised%20schemeof%20STEP_0.pdf*

- The program supports women's participation in various sectors such as agriculture, handicrafts, handlooms, services, and small-scale industries, facilitating their entry into the formal workforce and promoting economic self-reliance.

11. **National Scheme for Incentive to Girl Child for Secondary Education (NSIGC-SE)**:[10]
    - NSIGC-SE, launched in 2008, provides financial incentives to encourage the enrollment and retention of girls in secondary education, especially in rural areas and disadvantaged communities.
    - Under the scheme, eligible girls receive cash scholarships for completing secondary education and passing the 10th standard board examination.
    - NSIGC-SE aims to address the gender gap in secondary education, promote girls' access to higher levels of education, and empower them with knowledge and skills for personal and professional development.

12. **Digital India Initiative**:[11]
    - The Digital India initiative, launched in 2015, aims to transform India into a digitally empowered society and knowledge economy by leveraging digital technologies and connectivity.
    - The initiative includes various components and schemes such as Digital Literacy Mission, BharatNet, Common Service Centres (CSCs), and e-Governance initiatives, which have a significant impact on women's empowerment and inclusion.
    - Digital literacy programs and access to digital platforms enable women to access information, education, healthcare, financial services, and employment opportunities, thus bridging the digital gender divide and enhancing their socio-economic empowerment.

13. **Pradhan Mantri Bhartiya Jan Aushadhi Pariyojana (PMBJP)**:[12]
    - PMBJP, launched in 2008, aims to provide affordable and quality generic medicines to all citizens, especially the economically weaker sections of society.
    - Under the scheme, Jan Aushadhi Kendras are established across the country to dispense generic medicines at substantially lower prices than branded drugs.
    - Access to affordable healthcare, including essential medicines, improves the health outcomes and well-being of women and their families, reducing out-of-pocket expenses and financial burdens on households.

> As the nation strives towards its vision of development, let us reaffirm our commitment to building a society where every individual, regardless of gender, has the opportunity to thrive and contribute to the journey of Viksit Bharat. As Swami Vivekananda rightly said, "There is no chance for the welfare of the world unless the condition of women is improved. It is not possible for a bird to fly on one wing." Together, let us work towards a future where gender equality is not just a dream but a reality for all, and where Viksit Bharat truly reflects the aspirations.

14. **National Health Mission (NHM)**:[13]
    - NHM, launched in 2005, aims to provide accessible, affordable, and quality healthcare services to all citizens, with a focus on maternal and child health, reproductive health, and family planning.
    - The mission supports various interventions such as Janani Suraksha Yojana (JSY), Janani Shishu Suraksha Karyakram (JSSK), and Rashtriya Bal Swasthya Karyakram (RBSK), which have a direct impact on improving women's health outcomes and reducing maternal and child mortality rates.
    - NHM also promotes community participation, women's empowerment, and convergence with other health and development programs to address gender disparities in health access and outcomes.

15. **Sukanya Samriddhi Yojana (SSY)**:[14]
    - Sukanya Samriddhi Yojana, launched in 2015 under the Beti Bachao Beti Padhao campaign, aims to encourage savings for the girl child's future education and marriage expenses.
    - Under the scheme, parents or guardians can open a savings account in the name of the girl child before she attains the age of 10 years. Contributions to the account are eligible for tax benefits, and the account earns a higher interest rate than other savings schemes.
    - SSY empowers families to financially plan for their daughters' future, promoting their education and well-being while fostering a culture of saving and investment.

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10. *https://dsel.education.gov.in/nsigse*
11. *https://pib.gov.in/PressReleaseIframePage.aspx?PRID=1945057#:~:text=The%20Ministry%20of%20Electronics%20and,and%20bridging%20the%20digital%20divide.*
12. *https://janaushadhi.gov.in/pmjy.aspx*
13. *https://main.mohfw.gov.in/sites/default/files/02%20ChapterAN2018-19.pdf*
14. *https://www.myscheme.gov.in/schemes/ssy*

16. **National Rural Drinking Water Programme (NRDWP):**[15]

 - The National Rural Drinking Water Programme, launched in 2009, aims to provide safe and sustainable drinking water to rural communities, including women and girls.
 - Access to clean water sources near households reduces the burden on women and girls, who are typically responsible for fetching water in rural areas. It also improves sanitation and hygiene practices, leading to better health outcomes, particularly for women and children.
 - NRDWP includes provisions for water quality monitoring, community participation, capacity-building, and the promotion of decentralized water supply systems, ensuring equitable access to safe drinking water for all.

17. **Rashtriya Mahila Kosh (RMK):**[16]

 - Rashtriya Mahila Kosh, established in 1993, is a non-profit organization under the Ministry of Women and Child Development that provides microfinance and credit facilities to poor and marginalized women.
 - RMK offers loans for income-generating activities, entrepreneurship development, and women's self-help groups (SHGs), enabling women to start or expand their businesses and improve their socio-economic status.
 - The organization also provides capacity-building training, financial literacy programs, and support services to empower women economically and enhance their access to credit and financial resources.

18. **Mission Shakti**:[17]

 - Mission Shakti is a women-led initiative launched by the Government of Odisha to promote women's self-help groups (SHGs) and entrepreneurship in rural areas.
 - The program focuses on capacity-building, skill development, and market linkages for women entrepreneurs, enabling them to establish and manage their enterprises successfully.
 - Mission Shakti empowers women to become economically self-reliant, assert their agency, and participate actively in decision-making processes at the household and community levels, thereby contributing to their overall empowerment and social transformation.

15. *https://jalshakti-ddws.gov.in/sites/default/files/NRDWP_Guidelines2013.pdf*
16. *https://pib.gov.in/newsite/PrintRelease.aspx?relid=101652*
17. *https://g20empower-india.org/en/home/mission-details/shakti*

19. **National Nutrition Mission (POSHAN Abhiyaan):**[18]

 - POSHAN Abhiyaan, launched in 2018, aims to address malnutrition among women and children by focusing on maternal and child health, nutrition education, and behavioural change communication.
 - The mission targets pregnant women, lactating mothers, and children under 6 years of age, providing them with essential nutrition services, including supplementary nutrition, counselling, and healthcare.
 - By improving maternal and child nutrition outcomes, POSHAN Abhiyaan contributes to women's well-being, reproductive health, and empowerment, breaking the intergenerational cycle of malnutrition and poverty.

These initiatives underscore the Indian government's dedication to advancing gender equality, fostering women's empowerment, and tackling the distinct challenges and vulnerabilities experienced by women across India. By implementing targeted interventions, policy measures, and community-driven strategies, these programs strive to cultivate a conducive atmosphere for women's empowerment and social integration, thereby fostering the holistic development and advancement of the nation.

1. **Policy Reforms and Legal Framework:**

 - Strengthen existing laws and enact new legislation to address gender-based discrimination, violence, and inequality.
 - Ensure effective implementation and enforcement of laws and policies related to women's rights and gender equality.
 - Promote gender-responsive budgeting to allocate resources for programs and initiatives that advance women's empowerment across sectors.

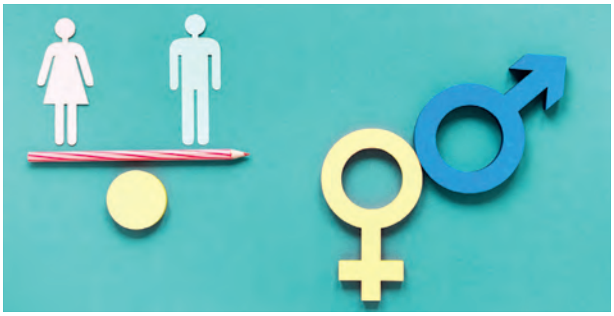
2. **Education and Awareness:**

 - Enhance access to quality education for girls and women, particularly in rural and marginalized communities.
 - Promote gender-sensitive curriculum and teaching methods to challenge stereotypes and promote gender equality from an early age.
 - Conduct awareness campaigns to educate communities about the importance of gender equality, women's rights, and the benefits of women's empowerment.

3. **Economic Empowerment:**

 - Facilitate access to finance, credit, and markets for women entrepreneurs and small-scale businesses.
 - Provide skill development and vocational training programs tailored to the needs of women in diverse sectors.

18. *https://www.niti.gov.in/sites/default/files/2020-02/POSHAN_Abhiyaan_first_progress_report_6_Feb_2019.pdf*



- Promote women's participation in non-traditional fields and leadership roles in the workforce and decision-making positions.

4. **Health and Well-being:**
    - Strengthen healthcare infrastructure and services to address women's specific health needs, including maternal and reproductive health.
    - Expand access to family planning services, contraceptives, and reproductive healthcare, with a focus on rural and underserved areas.
    - Combat gender-based violence and provide comprehensive support services for survivors, including medical, legal, and psychosocial assistance.

5. **Political Participation and Representation:**
    - Increase women's participation and representation in political institutions, including local governance bodies, legislatures, and decision-making bodies.
    - Implement quotas or affirmative action measures to ensure adequate representation of women in elected positions.
    - Provide capacity-building and leadership training programs for women aspiring to enter politics and public service.

6. **Technology and Innovation:**
    - Harness the power of technology and innovation to empower women economically, socially, and politically.
    - Promote digital literacy and access to information and communication technologies (ICTs) for women and girls.
    - Support initiatives that leverage technology for women's entrepreneurship, financial inclusion, healthcare, and education.

7. **Community Engagement and Social Norms:**
    - Engage communities, religious leaders, and civil society organizations in promoting gender equality and challenging harmful social norms and practices.
    - Encourage men and boys to become allies in the fight for gender equality and to actively support women's rights and empowerment.
    - Foster collaboration between government agencies, NGOs, academia, and grassroots organizations to drive gender-sensitive development initiatives.

8. **Research, Monitoring, and Evaluation:**
    - Conduct research and data collection to understand the root causes of gender inequality and to inform evidence-based policies and programs.
    - Establish monitoring and evaluation mechanisms to track progress towards gender equality targets and to identify gaps and areas for improvement.
    - Invest in gender-disaggregated data collection and analysis to ensure that interventions are targeted and effective in addressing the needs of women and girls.

9. **International Collaboration and Partnerships:**
    - Strengthen collaboration with international organizations, donor agencies, and bilateral partners to share best practices, resources, and expertise in advancing gender equality.
    - Participate in global initiatives and conventions on women's rights and gender equality, and align national strategies with international commitments.
    - Build alliances and networks with feminist movements and women's organizations at the regional and global levels to amplify voices and advocate for gender justice.

10. **Institutional Accountability and Transparency:**
    - Promote transparency and accountability in governance structures to ensure that gender equality commitments are prioritized and implemented effectively.
    - Establish mechanisms for reporting, complaints, and redressal of gender-based discrimination and violence, with safeguards to protect whistle-blowers and survivors.
    - Strengthen institutional capacity and coordination among government departments, ministries, and agencies responsible for gender mainstreaming and women's empowerment.

CONCLUSION

In conclusion, gender equality is not just a moral imperative but a strategic imperative for Viksit Bharat. By empowering women and promoting gender equality, India can unlock the full potential of its human capital, drive economic growth, and foster social cohesion. As the nation strives towards its vision of development, let us reaffirm our commitment to building a society where every individual, regardless of gender, has the opportunity to thrive and contribute to the journey of Viksit Bharat. As Swami Vivekananda rightly said, "There is no chance for the welfare of the world unless the condition of women is improved. It is not possible for a bird to fly on one wing." Together, let us work towards a future where gender equality is not just a dream but a reality for all, and where Viksit Bharat truly reflects the aspirations and achievements of all its citizens, irrespective of gender.

"In the hearts of all living beings, resides the Supreme Soul. The wisdom of discrimination of the soul by which one sees the unity of all beings should be practiced constantly. The one who sees the same divinity in all" **-Bhagavad Gita**

ARTICLE

Women Company Secretaries - Enormous Growth Potential in Viksit Bharat

Our Hon'ble PM Shri Narendra Modi has given a vision of empowering the nation with women led development. To move forward, the importance of Gender Equality is evident by its inclusion as Sustainable Development goals (SDG 5 - GENDER EQUALITY).

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INTRODUCTION

OPPORTUNITIES FOR WOMEN COMPANY SECRETARIES

The opportunities for women company secretaries have a varied range from being compliance officers, as Practicing Company Secretaries to authorizing DIN and PIN. Alternatively, they can work or adopt a large potential as an Educator or in the Judicial Forum or as a Business Analyst apart from becoming a Resolution Professional or an Authorized Representative before Tribunals under various laws including Competition Act, Companies Act, Insolvency & Bankruptcy Code etc. Company Secretaries are also key professionals for Corporate Governance which is not limited to compliances of Companies Act & Related Regulations but as one of the main Goal Keepers for Risk Management including avoidance & prevention of frauds which is virtually an order of the day in corporate world & even in Government. The range of disciplines studied in pursuing the profession of Company Secretarial work encompasses everything from logic and reasoning to corporate finance and bankruptcy. This proves to be monumental in gaining understanding of the Indian economy. With inclusion of AI & ML in the curriculum of Company Secretaries, they have gained the basic understanding of the subject which is beneficial for cost reduction & cost control for corporates too. The Governing Council of the ICSI is making all attempts to equip the professionals with variety of skill sets to strengthen the position in the eyes of the Government. The CS qualification is not to be considered as an add on degree for some other profession. The ICSI is consciously keeping its Course fees lower to enable the youth, both men and women, from all strata of society to achieve their professional objectives. All Company Secretaries should work towards achieving excellence in whichever field they wish to operate in, keeping in mind that they are a part of VIKSIT BHARAT.

FUNCTIONS OF THE INSTITUTE OF COMPANY SECRETARIES OF INDIA*

The functions of the ICSI are encompassed in the Company Secretaries Act 1980 (as amended by the Company Secretaries (Amendment) Act, 2006). .

Section 15A of the Act states that:

"15A. Functions of Institute

The functions of the Institute shall include

a. The examination of candidates for enrolment;

b. The regulation of training of students;

c. The maintenance and publication of a Register of persons qualified to practice as Company Secretaries;

d. Collection of fees from members, examinees and other persons;

e. Subject to the orders of the appropriate authorities under this Act, the removal of names from the Register and the restoration to the Register of names which have been removed;

f. The maintenance of a library and publication of books and periodicals relating to management of companies and allied subjects;

g. The conduct of elections to the Council of the Institute; and

h. The granting or refusal of certificates of practice as per guidelines issued by the Council."

The Ministry of Corporate Affairs (MCA) in its Twenty-Third Report of the Standing Committee on Finance, while discussing amendments to the Company Secretaries Act, mentioned that

"India has witnessed considerable growth in services sector and the quality of our professionals is acknowledged internationally. It is likely that in the years to come Indian professionals would be providing accountancy, legal and various other professional/technical services to a large number of entities across the globe. Such services would require multidisciplinary combinations that would offer a menu of solutions to international clients. Consultations with the Company Secretaries institute have been held which have revealed that if definition of the firm is added to the CS Act it will enable the members of the CS institutes to form LLPs and take benefits of the provisions of the LLP Act. This will

enlarge the spectrum of the services provided by the Members of the CS Institute. It will also ensure the competitiveness of the members of the professions. Apart from the inclusion of the definition of the firm, some allied definitions like partner, partnership and sole proprietorship would also be required in the Act and as such have been included in the proposed Bill."

The Report suggests that a Company Secretary not only files forms to ensure compliances as per the relevant Acts but also looks at management of companies. The scope of work and opportunities for Company Secretaries are numerous. It is for this reason that the ICSI focuses on and encourages Gender diversity.

DEVELOPMENTS THROUGH GENDER EQUALITY

"*The best measure of a nation's progress is the way it treats its women* "- Late Dr APJ ABDUL KALAM .

Our Hon'ble PM Shri Narendra Modi has given a vision of empowering the nation with women led development.

To move forward, the importance of Gender Equality is evident by its inclusion as **Sustainable Development goals (SDG 5 - GENDER EQUALITY).**

In a survey conducted in March 2024 by Executive Access for the Times of India, it was revealed that the number of women hired in C- Suite Roles has moved upward from a Decade back the number of women CEO'S was around 2% while their number was 7-8% as CXO'S to around 16% as CXO's & 8% as CEO's.. The survey covered 1615 placements in over 1200 companies from January 2023 to mid- February 2024 to capture the latest professional market.

Corporations are also taking note of the role of women in their organizational growth. Indigo Airlines boasts of the highest number of women pilots employed by any airline in the World.

According to an EY Report of 2022 on ***'Diversity in the Boardroom: progress and the way forward'***, During 2013-2022, India made significant and rapid progress in increasing women representation on boards from 6% in 2013 to 18% in 2022. Nearly 95% of the NIFTY 500 companies now have a woman on the board of directors. However, less than 5% of companies have female chairpersons, so there is still room for improvement. According to research by the International Labour Organization (ILO) doubling the percentage of women in the workforce would raise India's GDP to US$700 billion by 2025 and increase the growth rate from 7.5% to 9%.

At 24%, the Lifesciences sector leads with the highest percentage of women on boards. Another sector where women's representation on boards has increased significantly, from 14% in 2017 to 23% in 2022, is Media and Entertainment.

Indian Women despite constituting 48% of the population, contribute only 18% of GDP, found a study by the National Family Health Survey. Bridging the Gap in employment could perhaps lead to a 30% increase in our GDP of India.

Another study, by McKinsey Global Institute (MGI), said advancing women's equality could lead to a $28 trillion increase in the global GDP.For India, this means a potential annual GDP boost of $ 770 billion by next year.

In a survey conducted in March 2024 by Executive Access for the Times of India, it was revealed that the number of women hired in C-Suite Roles has moved upward from a decade back, when the number of women CEO'S was around 2% while their number was 7-8% as CXO'S to around 16% as CXO's & 8% as CEO's.The survey covered 1615 placements in over 1200 companies from January 2023 to mid- February 2024 to capture the latest professional market.

According to a Report by International Monetary Fund of 2023, women made up nearly 53% of the employable population. Also, India has the 3rd largest ecosystem in terms of startups in the World and only 10 % of them have been led by Women Founders. Globally 65% women face challenges in approaching formal Banking Sector while 72% of men reported having an account at a financial institution. According to the Report of International Labor Organization, 88% women working in all Industries operate in the Informal Sector.

Ministry of Corporate Affairs & SEBI have accorded much importance to appointment of Women Directors in the Board of Companies. To boost Gender equality at the top management positions, Government has made it mandatory to have at least 1 women Director in a particular class of companies.

WOMEN IN JUDICIARY

10% judges in Hon'ble Supreme Court ,11.5% judges in High courts & 30 % judicial officers in Subordinate Courts are women. This presents a mammoth scope in Higher Judiciary. Company Secretaries who have also embarked into the legal domain, as is common, may decide to compete for the position of serving as Judicial officers and District Judges. In my personal experience, I have seen District Judges play a dominant role in the judiciary & have the privilege of calling District Magistrate & Superintendent of Police too. Even Hon'ble Mr. Justice Subramaniam Prasad while addressing the 44th Southern India Regional Council conference of ICSI, stated that the opportunities and responsibilities for Company Secretaries have increased with the advent of Companies Act, 2013 & Insolvency & Bankruptcy Code, 2016. He has even added an area related to Risk Management including prevention and investigation of corporate and financial frauds. While it is true one can practice as a lawyer in a civil court only when he is enrolled as Advocate as per Advocates Act 1961 as also no person can practice two professions at a time, however Company Secretaries can practice in NCLT /NCLAT & other Tribunals as permitted under relevant Commercial Acts. In recent times, some company secretaries have already joined Judicial Services and they may serve as a guiding light for all other fellow Company Secretaries. The ICSI may create a community of such judicial officers to guide & train other professionals.

WOMEN IN EDUCATION SECTOR

Women school teachers in India exceed their male counterparts in primary school education according to Unified District Information on school Education Report for 2022-23. Out of 96.8 lakh teachers in the country, 49.2 lakh are women. It is also revealed that Women teachers top the Head count only at the Primary Level. The Report further reveals that upper primary level onwards the number of male teachers remain high. Market studies show that the presence of male teachers is more prevalent in higher classes across many states. The Report of the British Council points that women leadership is lacking in the education sector as well.

While women constitute 44% of the 27.5 million students in the country 's higher educational Institutions, they constitute around 1.4% of the professoriate & 3 % of Vice Chancellors in the Universities.

All this points out that there is a dearth of women's professionals in higher educational Institutes. The UGC regulation generally requires only add on qualification of Ph.D which is not difficult for CS professionals. The ICSI in its endeavor to promote the profession has worked towards getting the professional qualification of a Company Secretary to be recognized equivalent to Post Graduation. Additionally, the ICSI has signed Memorandum of Understandings (MOUs) with 58 universities for collaborative involvement and is hence highly regarded in the academic circles. Therefore, women CS members may foray into the academic field too.

CONCLUSION

Women are known for delivering multiple roles such as caring mothers, loving daughters & capable colleagues.

A McKinsey study of 2019 titled *"Diversity wins: How inclusion matters"* has reflected a positive relationship between gender diverse leadership team and financial performance & it may lead to 21% improvement in profitability as well. Peterson Institute for International Economics, an independent organization, revealed that in 20 years (1971-2017) with one female director, they reported larger profit margins among profitable companies.

Hence almost all studies reflect positive co-relationship of profit with gender diversity.

An enhanced growth is expected from Women CS professionals who constitute in membership 49% as against country's population content of 48%.

Women CS professionals possess the qualities to effectively and efficiently represent their clients and supplement the same with facts & proposition of law laid down by superior courts. They possess the qualities of prudence, patience, detail orientation, focus along with being excellent communicators and better assessors.

Women should strive for a role in the judiciary, as an educator & corporate professional.

Women should also be wary of the scrutiny that often comes with achieving leadership roles. A study by Darden Professor Erica James published in **Strategic Management Journal** reported that share market value of a company has an Inverse relationship with announcement of Woman CEO as opposed to that of a Male CEO. Erica James in her study further points to the fact that stories involving women executives are usually more gendered. Records reveal that there is no less scrutiny applied to the women executives and decision makers. For example, in the case of Elizabeth Holmes, the youngest female self-made Billionaire who created Theranos, was exposed as a sham. On January 3, 2022 she was found guilty on four counts of defrauding investors which included three counts of Wire Fraud & one related to conspiracy to commit wire fraud. She was finally sentenced to 11 years in prison.

Another citation can be given of Birgitte Bonnesen who became the first female Chief Executive of a big European Bank – Swed Bank. She was later dismissed for her involvement in a 135 Billion Euro money laundering scandal. A Swedish court, in January 2023, however, acquitted former Swedbank Chief Executive Birgitte Bonnesen of charges of gross fraud and market manipulation over her handling of the bank's anti-money laundering protocols in Estonia.

All this is a note of caution for keeping in mind while handling large conglomerates. The ICSI through its Central Council instills the spirit of Teamwork, collaboration, mutual respect, empathy & integrity among all its members.

In the words of Shri Anurag Singh Thakur ,Hon'ble Union Minister for Information & Broadcasting & Youth Affairs, Government Of India, Indian women are scripting a new narrative of success in diverse fields ,including Boardrooms, battlefields ,science labs , sports arenas, business , government, & media – as a result the implementation of various schemes like Stand- up India, have empowered women entrepreneurs with 84% of loans sanctioned under the going to women & other initiatives have played a crucial role in facilitating transformation as being perceived within & outside India.

To add to this, there is a growing trend of preferring women in Education sector & judicial appointments subject to meeting of all other criteria.

Hence, all women CS professionals must try hard to opt for new spectrums even if untested & show the Nation that they can achieve anything.

Jai Bharat

The Need For Sustainable Future Development

Sustainable development goals, outlined by the United Nations, aim to address global challenges and promote sustainability in areas such as poverty alleviation, education, clean energy, responsible consumption, climate action, and more. These goals serve as a framework for countries and organizations to work towards a more sustainable future for the planet and its inhabitants.

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"You can start changing the world for the better daily- no matter how small the action" - Nelson Mandela.

INTRODUCTION

I believe that if you don't like the way the world is, at least take a step forward at a time and this is true for sustainability also.

WHAT IS SUSTAINABILITY?

Sustainability refers to the ability to meet the needs of the present without compromising the ability of future generations to meet their own needs. It involves balancing economic, social, and environmental considerations to ensure that resources and ecosystems are preserved and utilized in a way that allows for their continued availability and well-being over time.

Sustainability encompasses various aspects, including:

- **Environmental sustainability**: which involves maintaining the health of ecosystems, reducing environmental degradation, minimizing pollution, conserving natural resources, and preserving biodiversity.
- **Social sustainability:** which focuses on meeting the needs of society by promoting social justice, equality, human rights, and community well-being. It involves ensuring fair labour practices, access to education, healthcare, and fostering inclusive and resilient communities.
- **Economic sustainability:** which refers to creating economic systems that are viable in the long term, ensuring prosperity and opportunity for present and future generations. It involves promoting responsible consumption and production, efficient resource use, and fostering innovation and economic growth without compromising the well-being of people or the planet.

It involves making informed choices that minimize negative impacts on the environment, society, and the economy while promoting long-term resilience and well-being for all.

Sustainable development goals, outlined by the United Nations, aim to address global challenges and promote sustainability in areas such as poverty alleviation, education, clean energy, responsible consumption, climate action, and more. These goals serve as a framework for countries and organizations to work towards a more sustainable future for the planet and its inhabitants.

WHAT IS THE PATH TOWARDS SUSTAINABILITY?

We are facing various global challenges as posed by climate change, environmental degradation, and social inequality, therefore keeping in view these challenges, it has become imperative for shaping a sustainable future. The collective efforts of individuals, communities, governments, and businesses are pivotal in steering our world toward a path of sustainability. This journey requires a multidimensional approach encompassing environmental stewardship, economic resilience, social equity, and technological innovation.

- **Redefining Development**

  The conventional notions of development often revolved solely around economic growth, disregarding its broader impact on the environment and society. However, the paradigm is shifting towards a more holistic understanding of progress, acknowledging the interdependence between human well-being and the health of the planet.

  Sustainable development aims to meet the needs of the present without compromising the ability of future generations to meet their own needs. It requires balancing economic growth with environmental protection and social inclusivity. Achieving this equilibrium demands a revaluation of our consumption patterns, production methods, and resource management strategies.

- **Environmental Stewardship**

  Central to sustainability is the preservation and restoration of the natural environment. Adopting renewable energy sources, promoting biodiversity conservation, and implementing eco-friendly practices are integral components. Embracing circular economy models that minimize waste and maximize resource efficiency can significantly reduce our ecological footprint.

  Investments in sustainable infrastructure, such as green buildings and efficient transportation systems, play a pivotal role. Furthermore, fostering environmental education and awareness cultivates a culture of responsible stewardship among individuals and communities.

- **Economic Resilience**

  A sustainable future necessitates an economic framework that prioritizes long-term viability over short-term gains. Embracing sustainable business practices not only reduces environmental impact but also enhances efficiency and competitiveness. Companies adopting sustainability principles often outperform their peers in terms of innovation, risk management, and market positioning.

  Moreover, redirecting financial resources towards sustainable ventures and impact investing can drive positive change. Governments can incentivize sustainable practices through policies that promote green technologies, support renewable energy adoption, and discourage environmentally harmful activities.

- **Social Equity and Inclusivity**

  Building a sustainable future requires addressing social inequalities and fostering inclusivity. Ensuring access to education, healthcare, clean water, and adequate housing for all is crucial. Empowering marginalized communities, promoting gender equality, and respecting human rights are fundamental pillars of sustainable development.

  Collaborative efforts involving diverse stakeholders, including governments, civil society, businesses, and academia, are imperative. Creating platforms for dialogue, cooperation, and knowledge sharing can catalyse innovative solutions and amplify the impact of collective actions.

- **Technological Innovation**

  Advancements in technology present unprecedented opportunities for sustainability. Innovations in renewable energy, clean transportation, sustainable agriculture, and waste management are transforming industries. Embracing digitalization and leveraging data analytics can optimize resource utilization and facilitate informed decision-making.

  Furthermore, research and development initiatives aimed at sustainable solutions must be supported. Encouraging creativity and entrepreneurship in developing sustainable technologies can drive transformative change across various sectors.

HOW TO SHAPE THE SUSTAINABILITY FOR VIKSIT BHARAT?

As through Sustainability, we can conserve the natural resources. We can save the costs by reducing wastes

> Central to sustainability is the preservation and restoration of the natural environment. Adopting renewable energy sources, promoting biodiversity conservation, and implementing eco-friendly practices are integral components. Embracing circular economy models that minimize waste and maximize resource efficiency can significantly reduce our ecological footprint.

through optimised Processes. We can reduce Pollution and mitigate the negative impacts on ecosystems. We can often contribute to improved living conditions, better health outcomes, and social equity. Pursuing sustainability encourages innovation and creativity.

Thus, we can say that embracing sustainability brings forth a range of benefits that extend beyond environmental protection, encompassing economic prosperity, social well-being, and long-term viability. Integrating sustainability into various aspects of life and business fosters a more balanced and harmonious relationship between humans and the environment, which is equal to the Amrit kaal where we can live peacefully and concentrate on our work without any external distractions.

WHAT IS THE ROLE OF THE PROFESSIONALS?

Professionals play a crucial role in maintaining sustainability across various industries and sectors. Their contributions are multifaceted and encompass different aspects:

- Professionals often advocate for sustainable practices within their respective fields. They can influence policy-making by providing insights and expertise to governments and organizations to create regulations and standards that promote sustainability.
- Engineers, scientists, researchers, and technologists develop new technologies, materials, and methods that contribute to sustainable practices. They explore alternative energy sources, eco-friendly materials, and efficient processes that reduce environmental impact.
- Sustainability professionals within organizations develop and implement strategies to reduce waste, carbon footprint, and resource consumption. They oversee initiatives related to sustainable supply chains, green manufacturing, and environmentally conscious business practices.
- Professionals in education and communication play a vital role in spreading awareness about sustainability. They educate the public, employees, and stakeholders about the importance of sustainable practices, driving behavioural changes and fostering a culture of sustainability.
- Consultants and advisors assist businesses, governments, and non-profits in adopting sustainable practices. They provide guidance, conduct assessments, and offer solutions to improve sustainability performance.
- Urban planners, architects, and designers incorporate sustainability principles into the development of cities, buildings, and infrastructure. They design energy-efficient structures, implement green spaces, and plan transportation systems that reduce environmental impact.
- Legal professionals ensure that businesses comply with environmental laws and regulations. They help in drafting policies that align with sustainability goals and navigate legal frameworks related to environmental protection.
- Financial experts and investors play a role in funding sustainable initiatives. They support businesses and projects that prioritize environmental and social responsibility, fostering sustainable economic growth.
- Healthcare professionals contribute to sustainability by promoting public health initiatives, advocating for cleaner environments, and supporting practices that improve overall well-being, thereby reducing the environmental and social burden.
- Professionals engage with local communities to understand their needs and involve them in sustainable development projects. They empower communities to adopt sustainable practices tailored to their specific contexts.

Thus, we can say that professionals across various disciplines and industries have a significant impact on maintaining sustainability by integrating environmental, social, and economic considerations into their work, contributing to a more sustainable and resilient future.

CONCLUSION

Shaping a sustainable future demands a concerted effort and a fundamental shift in mindset. It necessitates a commitment to balance economic prosperity with environmental protection and social equity. Each individual, organization, and government have a role to play in this collective endeavour. By integrating sustainable practices into our lifestyles, policies, and business strategies, we can pave the way for a thriving world, ensuring a legacy of prosperity for future generations, which is leading to the emergence of more and more Viksit Bharat.

REFERENCES:

i. *The Need for Sustainable Future Development image by Netsolwater.com*

ARTICLE

Deciphering the Role of Blended (Climate) Finance for Building Sustainable and Unstoppable Vision of "Viksit Bharat" – A today's Commitment for Tomorrow's Action

One of the major obstacle to achieve vision of Viksit Bharat is Climate Change. The impact of climate change is constantly felt in India, where the country has a large population and an economy heavily dependent on agriculture. Sea level rise would affect many coastal areas, mostly through damage to capital infrastructure. According to the World Bank's India Climate Risk Profile, extreme river flooding will affect between 13 and 34 million people by the 2040s without adaptation measures, and an additional 5 to 18 million people will be affected by coastal flooding by the 2070s onward at the end of the century. Comptroller and Auditor General G C Murmu has stated while addressing seminar on climate finance dated 19.3.2024 that climate change is expected to cause around 2.5 lakh additional human deaths (estimated by WHO) globally per annum between 2030 and 2050, and this warrants a targeted climate finance which is estimated to go beyond $10 trillion annually (by 2050).

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INTRODUCTION

Hon. Prime Minister Mr. Narendra Modi talked about his vision of making India 'Viksit Bharat' - the term means 'developed India' emphasis on 4S i.e. Skill, Scale, Speed and Sustainability for 'developed India'. Moreover, while presenting the interim Budget 2024, Union Finance Minister Nirmala Sitharaman mentioned 'Viksit Bharat', a vision the government aims to realise by 2047, the year India completes 100 years of independence that is in terms of "prosperous Bharat in harmony with nature, with modern infrastructure, and providing opportunities for all citizens and all regions to reach their potential".' She also laid emphasis on the "trinity of demography, democracy and diversity" backed by 'Sabka Prayas', which Sitharaman said, has the potential to fulfil aspirations of every Indian. India is with healthy People, Profit and Planet. At this stage it is stated that if our children are happy, then the world is a happy place. But, one of most important obstacle to achieve vision of Viksit Bharat is Climate Change. The impact of climate change is constantly felt in India, where the country has a large population and an economy heavily dependent on agriculture. Sea level rise would affect many coastal areas, mostly through damage to capital infrastructure. According to the World Bank's India Climate Risk Profile, extreme river flooding will affect between 13 and 34 million people by the 2040s without adaptation measures, and an additional 5 to 18 million people will be affected by coastal flooding by the 2070s onward at the end of the century. Comptroller and Auditor General G C Murmu has stated while addressing seminar on climate finance dated 19.3.2024 that climate change is expected to cause around 2.5 lakh additional human deaths (estimated by WHO) globally per annum between 2030 and 2050, and this warrants a targeted climate finance which is estimated to go beyond $10 trillion annually (by 2050). According to IFC report 2023, India will require $170 billion annually until 2030 for climate change related investments. Moreover, public resources under pressure from the compounding global crises and limited financial resources in a country, a strong private sector can fuel economic recovery and a healthy future i.e. accelerating sustainable private sector solutions for pushing the envelope of climate finance. As Climate change has engulfed the entire world and to fortify India, Blended finance is required. Hence, for India as embarked on unstoppable path of Viksit Bharat, mobilizing blended (climate) finance plays a central role in realizing this vision of moving the economy towards low-carbon and sustained pathway in terms of transforming from the inside for the outside. This article addresses the following questions:

- Why blended finance is required for Sustainable and Viksit Bharat?
- What will be the landscape of Blended Finance in India (i.e. Operational Mechanism)?
- What will be the role of IFC and Stakeholders towards Blended Finance in India?
- What will be the possible strategic sectors which require Blended Finance?
- Which are the various projects currently funded with Blended Finance?

NEED OF BLENDED FINANCE (CLIMATE FINANCE) FOR SUSTAINABLE AND VIKSIT BHARAT

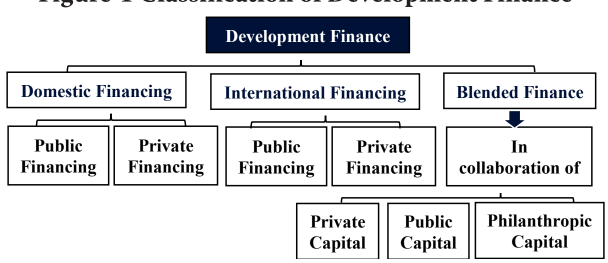
The UN Climate Change Conference in Glasgow (COP26), Indian P.M Shri Narendra Modi announced five goals for addressing climate change crisis (termed as "Panchamrit") 1. Achieving target of net zero by 2070 2. Carbon emission to be reduced by one billion by 2030. 3. By 2030, 50 percent of our total energy requirement shall be met by renewable energy component. 4. Carbon intensity to be reduced by 45 percent by 2030. 5. Non-fossil energy capacity shall be increased to reach 500 GW by 2030 and Panchamrit added fuels more towards vision of making India 'Viksit Bharat' — the term means 'developed India'. As Stated by Hon. Union Finance Minister Ms. Sitharaman while presenting the interim Budget 2024, she said the government's vision for 'Viksit Bharat' is that of a "prosperous Bharat in harmony with Climate (Nature), with modern infrastructure, and providing opportunities for all citizens and all regions to reach their potential". This is an indication that country (India) is shifting toward low-carbon, net zero and sustainable economy and considering it as existential goal. For that, according to IFC report 2023, India will require $170 billion annually until 2030 for climate change related investments that to keeping in the mind of Nationally Determined Contributions (NDC) as it suggests climate action plan to cut emissions and incorporate to climate impacts and update every 5 years. Moreover, the country needs tens of billions of dollars by 2050 to ultimately achieve net zero by 2070. Also, based on updated NDCs, India's adaptation finance requirements stand at around $1 trillion by 2030. Public funding of this magnitude could be difficult to allocate, especially because of the need to route limited public funds towards immediate social priorities and contingencies (IFC, 2023). The report makes clear that investments need to more than triple from $770 billion in 2022 to $2.2-2.8 trillion per year by the early 2030s to help India to reach energy and climate goals of Viksit Bharat. Moreover, from 2026-2030, India will require annual clean energy investments in the range of $253- $263 billion (rising to $325-$355 billion over 2031-2035) to align with sustainable development and climate goals (IEA-IFC, 2023). Other estimates, which take into account the investment gap (the difference between what is required and what could reasonably be made available from conventional sources) to achieve net-zero by 2070, suggest that the total funds required amount to $10.1 trillion (Singh and Sidhu, 2021). However, the current investment available for climate action in India is only $44 billion per year (Climate Policy Initiative, 2022). Hence, it clearly visible that India's climate financing gap is more substantial. So, keeping in the mind of limited public financial resources and that to under pressure from the compounding global crises, a strong private sector can fuel economic recovery and a healthy future. Hence, it is imperative to make more efforts to mobilize Climate (Sustainable) finance to build green and resilient economy. To achieve this, substantially higher private investment should be channelled towards climate financing that is possible with Blended Finance. Now, let's understand the operational mechanism of Blended Finance in detail.

THE LANDSCAPE OF BLENDED FINANCE IN INDIA

Introduction:

The vision Viksit Bharat 2047 is broad, unstoppable and ambitious, calling for an equally broad and ambitious financing strategy for "Developed Bharat" aligning with Sustainable Development Goals (SDGs). So, for the development in terms of growth of human bodies, poverty alleviation, improvement of human rights, advancement of national system, economic growth, climate change, social advancement, enhancement of freedom, "Development finance" is required. Its classification has been depicted in Figure-1.

Figure-1 Classification of Development Finance



*(**Source:** Created by Author)*

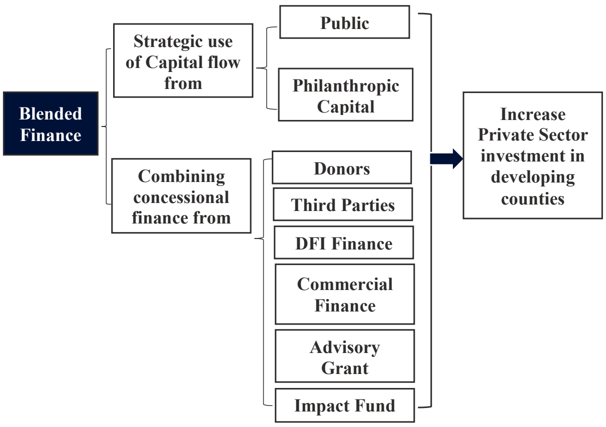
Because of having some limitations and constrains of Domestic and International Financing, Policymakers have recently focused more towards a class of development financing opportunities called "blended finance" which beef up public and private resources and expertise.

Blended Finance:

As per OECD/World Economic Forum (2015), Blended finance is a strategic development finance and philanthropic funds to mobilize private capital flows to emerging and frontier markets" It is finance flow from public or philanthropic sources for augmentation of private sector investment in developing countries.

The Development Financial Institution (DFI) Working Group on Blended Concessional Finance has adopted the definition of blended finance for the private sector operations stated that Combination of concessional finance from donors or third parties alongside DFIs' normal own-account finance, and/or commercial finance from other investors, to develop private sector markets, address the Sustainable Development Goals, and mobilize private resources. The definition has been strategically and graphically highlighted in Figure-2.

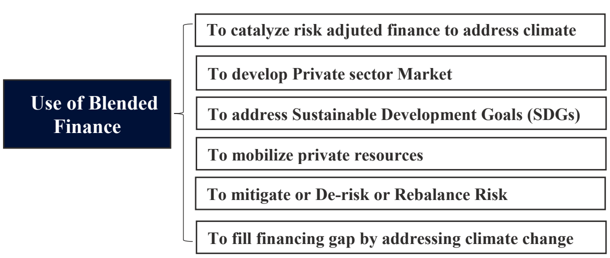
Figure-2 Blended Finance



*(**Source:** Created by Author)*

Blended finance is one of quenching tool developed to mitigate the risks of a highly impactful project or to de-risk or rebalance the risk-reward structure at a program level. This accelerates the development of the entire sector, moving it closer to commercial sustainability. The use of blended finance (See Figure-3) helps to fill financing gaps by addressing market barriers and attracting private sector investments to areas of strategic importance with high development impact.

Figure-3 Use of Blended Finance



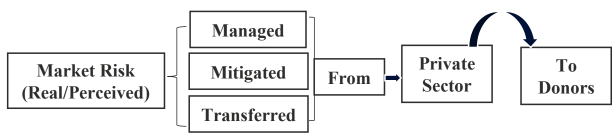
*(**Source:** Created by Author)*

Blended Finance Instruments:

Blended finance instruments can be used to address many of the barriers and especially increase Private Sector investment in developing counties like India. The approach of the instruments has been shown in Figure-4.

The UN Climate Change Conference in Glasgow (COP26), Indian P.M Shri Narendra Modi announced five goals for addressing climate change crisis (termed as "Panchamrit") 1. Achieving target of net zero by 2070 2. Carbon emission to be reduced by one billion by 2030. 3. By 2030, 50 percent of our total energy requirement shall be met by renewable energy component. 4. Carbon intensity to be reduced by 45 percent by 2030. 5. Non-fossil energy capacity shall be increased to reach 500 GW by 2030 and Panchamrit added fuels more towards vision of making India 'Viksit Bharat' — the term means 'developed India'. As Stated by Hon. Union Finance Minister Ms. Sitharaman while presenting the interim Budget 2024, she said the government's vision for 'Viksit Bharat' is that of a "prosperous Bharat in harmony with Climate (Nature), with modern infrastructure, and providing opportunities for all citizens and all regions to reach their potential". This is an indication that country (India) is shifting toward low-carbon, net zero and sustainable.

Figure-4 Blended Finance Instruments (Approach)



*(**Source:** Created by Author)*

The various instruments along with its nature, characteristics and features have been presented in Table-1 below:

Table-1 Blended concessional finance Instruments

Instruments	Details/Nature/Characteristics/ Features
Equity	• An ownership stake in a company or participation in a fund, with return expectations below what market investors would expect or equity returns subordinated to market investors.
Senior debt	• Loans with a top priority for repayment, provided at below-market interest rates or other non-commercial terms (e.g., maturity, grace period, security, or repayment profile).

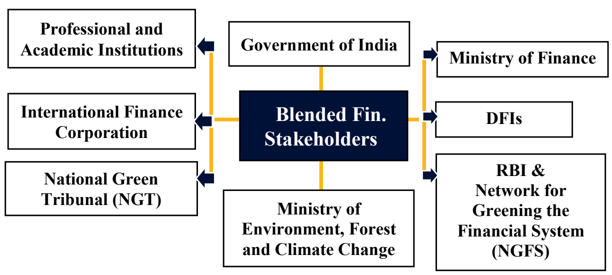
Subordinated debt	• Loans with a lower priority for repayment (or with interest or principal payments deferred in certain pre-agreed situations) provided at below-market interest rates or with other non-commercial terms.
Performance based incentives	• Instruments that provide incentives and disincentives to achieve desired outcomes or results (i.e., tie at least a portion of payments to achievement and aim at rewarding innovation and successful implementation). • Due to their focus on structuring a transaction that leads to a measurable outcome pre-agreed by all parties, these results-based financing instruments allow various stakeholders with different interests to align.
Guarantees or risk-sharing	• These instruments transfer all or part of the financial risk of a loan or group of loans to the guarantor, with fees charged at below-market rates; this could be, for example, in the form of a first-loss protection, where the donor guarantees a portfolio of investments of a financial intermediary and pays out before the senior guarantor in case there is a payment default. • The instruments are used mostly as an additional, supporting layer for other instruments.
Local currency	• The provision of long-term local currency financing can reduce the risk of losses from currency fluctuations. • Companies with revenues in local currency should generally borrow in their local currency, instead of borrowing in a foreign currency, which leads to currency risk. Local currency denominated loans may be provided to clients that operate in markets where there are limited currency hedging capabilities.
Risk mitigation guarantee	• Project-based guarantees, either in the form of political risk insurance or liquidity support, for large infrastructure projects whereby the donor de-risks the country and project level risks for private sector participation.
Grants and technical assistance	• Grants and technical assistance come from the same source of capital, which is usually developmental and philanthropic. • The biggest characteristic that sets these instruments apart is that the capital is provided without expecting any financial return. • This includes advisory, capacity building, strategic, or technical support to the investee business, provided either pre- or post-investment. • These instruments deploy resources for early-stage project exploration and improve a project's financial viability by offsetting high upfront transaction costs and reducing the uncertainty of the project becoming operational.

*(**Source:** International Finance Corporation (IFC)*

ROLE OF IFC AND STAKEHOLDERS TOWARDS BLENDED FINANCE IN INDIA

International Finance Corporation (IFC) is one of the world's largest implementers of Blended Concessional Finance for private sector operations and funded many blended finance project globally as well as in India also. It plays a pivotal role to promote the adoption of the blended finance to ensure a strict and disciplined approach towards climate investment areas. This landscape consists of several important stakeholders which can be broadly categorized and highlighted in Figure-5 which plays a pivotal role and act as powerful force to Climate Change implementation by raising awareness about sustainability issues and encourage others to get involved in the effort and make sure that everyone has a voice and that your Viksit Bharat agenda towards Climate Investments reflect the priorities of those who matter will support the long-term success of "Developed Bharat".

Figure-5 Blended Finance (Stakeholders) to implement road map in India



*(**Source:** Created by Author)*

POSSIBLE STRATEGIC SECTORS WHICH REQUIRE BLENDED FINANCE

According to International Energy Agency (2021), India is becoming a global leader in renewable energy and battery storage solutions creating market worth up to $80 billion in the country and developed its climate actions, resulting in a path to achieving its NDC well before 2030. A market exists for India's green transition through blended finance required for various possible sectors (see Figure-6) to reduce costs through economies of scale and setting India on a path to net-zero emissions.

Figure-6 Blended Finance for Climate Investment (Sectors)

Blended Finance for Climate Investment (Sectors)

Towards Mitigation Areas

- Power
- Transport
- Land use and Ocean
- Industry
- Infra
- Waste Management
- Circular Economy

Towards Adaption Areas

- Agriculture
- Disaster Management
- Biodiversity
- Health

*(**Source:** Adapted from IFC and Created by Author)*

India has also achieved milestones in terms of issuing circulars on CSR & Sustainability reporting by RBI (2007) followed by adoption of National Action Plan towards Climate Change in 2008, implementation of Sustainability disclosure by Top 100 listed companies as per SEBI guidelines, Guidelines towards Green Bonds by SEBI (2017), Joining hands with NGFS by RBI in 2021 and Business Responsibility & Sustainability Reporting guideline by SEBI and Lastly with formulation of Sustainability Financing scheme framework.

PROJECTS CURRENTLY FUNDED BY IFC WITH BLENDED FINANCE

Table-2 depicts the various recent IFC blended finance funded in India

Company	Industry	Sector	Project Cost
Fourth Partner Energy Private Limited	Infrastructure	Solar - Renewable Energy Generation	US$ 343 million
Aadhar Housing Finance Limited	Financial Institutions	Primary Mortgage Institutions	US$90 million
Home First Finance Company Limited	Financial Institutions	Primary Mortgage Institutions	US$35 million
Omnivore Agritech & Climate Sustainability Fund 3	Funds	Venture Capital Fund	$12 million
Vastu Housing Finance Corporation Limited	Financial Institutions	Primary Mortgage Institutions	US$40 million
IIFL Home Finance Ltd	Financial Institutions	Primary Mortgage Institutions	US$100 million
India Alternatives Private Equity Fund Ii	Funds	Growth Equity Fund	US$ 70 million

*(**Source:** Adapted from IFC portal and Created by Author)*

Recently, on 19.3.2024, ***Grasim Industries***, the flagship company of the Aditya Birla Group, announced that it has raised ₹1,250 crore from International Finance Corporation (IFC), the private-sector arm of the World Bank Group, by issuing sustainability-linked non-convertible debentures (NCD). It said the funds would be used to support decarbonization through its new paint-manufacturing business. From table-2, it can be inferred that only few of the sectors and industries have incorporated blended finance for sustainable finance. So, Government, Regulators, Policymakers should encourage the other sectors as depicted in Figure-6 to approach to IFC for blended finance in order to achieve vision of Viksit Bharat – " A developed and Sustained Bharat".

ROLE OF ICSI AND OTHER PROFESSIONAL INSTITUTIONS

Auditors have a responsibility and a role to ensure that financial resources are used to address climate change in a transparent, effective and efficient manner. The ICSI and other professional bodies should develop and evaluate the effectiveness of financial mechanisms and examine the administrative and decision-making processes that affect the scope of the public sector climate budget to ensure that these processes are accountable, participatory and needs-based. Invest in affected communities, generate environmental and social benefits and ensure that the benefits reach the communities most vulnerable to the effects of climate change. Efforts should be made to develop risk assessment methods and tools to assess the efficiency, effectiveness and impact of climate finance projects.

CONCLUSION

The blended finance market in India is nascent but at an inflection point. There is growing recognition that public, private and philanthropic partnerships are essential to achieving development benefits and addressing challenges such as climate change. This is increasingly important to create prosperity and achieve the vision of Viksit Bharat. It becomes the springboard for Viksit Bharat vision. Governments must be able to send positive signals to the private sector and investors to expand the adoption of inclusive climate finance. Adoption means that investment funds must be included in the country's priorities to have an effective opportunity to provide investment capital for climate-related investments for better development impact. Role of Stakeholders especially IFC, RBI and Network for Greening the Financial System (NGFS) become crucial for developing and providing Blended Finance to investor in order to achieve trinity of demography, democracy and diversity step towards Vision of "Viksit Bharat". Role of Professional and Academic institutions are very important to create awareness and implement Blended Finance ecosystem by providing research insights and trained human resources to evaluate different dimensions of climate sustainability, ESG integrations, impact assessment, new research methodology, performance evaluation, developing case studies & courses related to Climate finance and for Training & capacity building as per the requirements of ecosystem's stakeholders. Make Climate Change Finance as a compelling case and default strategy of every organization to be future ready. There should be mandatory requirement of establishment of Blended Finance Task Force (BFTF) with active involvement of GOI and affiliated ministries of India. To harness the potential of blended finance, a detailed road map needs to be prepared with interventions based on the need or demand and the time needed to implement each intervention.

REFERENCES:

i. *https://timesofindia.indiatimes.com/india/cag-gc-murmu-expresses-concern-at-inadequacies-in-climate-financing/articleshow/108649513.cms*

ii. *https://www.ifc.org/en/what-we-do/sector-expertise/blended-finance*

iii. *https://www.livemint.com/companies/news/grasim-raises-1-250-crore-from-ifc-through-sustainability-linked-ncds/amp-11710845200403.html#amp_tf=From%20&aoh=17108595286279&csi=0&referrer=https%3A%2F%2 Fwww.google.com*

iv. *https://www.ngfs.net/en*

v. *Jung, H. (2020). Development finance, blended finance and insurance. International Trade, Politics and Development, 4(1), 47-60.*

vi. *Sen, A. (2014). Development as freedom (1999). The globalization and development reader: Perspectives on development and global change, 525.*

vii. *Webinar on Viksit Bharat 2047: Role of CS, https://www.youtube.com/watch?v=OUVjeNxYeXI*

Viksit Yuva, Viksit Bharat: Fostering the Power of Young Professionals

On 11/12/2023, Shri Narendra Modi, the Prime Minister of India, unveiled "Viksit Bharat@2047: Voice of Youth," marking a significant milestone in our journey towards this collective aspiration. Viksit Bharat@2047 encapsulates the vision to propel India into a developed nation by 2047, coinciding with the nation's 100th year of independence. This vision encompasses multifaceted dimensions of development, ranging from fostering economic growth and advancing social progress to ensuring environmental sustainability and promoting good governance.

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"Viksit Bharat 2047" *or a Developed INDIA, is a visionary concept that envisions a transformed and developed India by the year 2047, coinciding with the centenary celebrations of India's Independence. The four major pillars of Viksit Bharat include YOUTH, POOR, WOMEN and FARMER.*

INTRODUCTION

In our childhood, many of us dreamt of seeing India transition from being labelled as a "***developing nation***". Year after year, we heard the same phrases echoing, questioning why India lagged behind. Our inquiries to teachers often resulted in two familiar responses: India's vast population living below the poverty line and the necessity to elevate our GDP to align with the benchmarks set by so called "developed nations." However, a turning point arrived when the nation finally set a deadline, granting every citizen an opportunity to actively contribute to the realization of this cherished dream – to see India emerge as a "***Developed Nation by 2047***."

On 11/12/2023, Shri Narendra Modi, the Prime Minister of India, unveiled "Viksit Bharat@2047: Voice of Youth," marking a significant milestone in our journey towards this collective aspiration. Viksit Bharat@2047 encapsulates the vision to propel India into a developed nation by 2047, coinciding with the nation's 100th year of independence. This vision encompasses multifaceted dimensions of development, ranging from fostering economic growth and advancing social progress to ensuring environmental sustainability and promoting good governance.

In the quest to transform India into a developed nation, the empowerment of its youth stands as a cornerstone. Under the visionary initiative of "Viksit Yuva, Viksit Bharat," the nation's focus sharpens on harnessing the potential of its young professionals. This essay delves into the pivotal role played by the youth in shaping India's future, exploring how their innovation, dynamism, and determination propel the nation towards prosperity and progress.

HARNESSING THE POTENTIAL OF YOUNG PROFESSIONALS

"A skilled youth workforce will benefit every industry and smart young professionals will contribute for better development of Nation." Harnessing the Potential of Young Professionals, including Company Secretaries, plays a pivotal role in realizing the vision of Viksit Bharat, where India aims to become a developed country by 2047. Company Secretaries (CS) are integral to the corporate governance framework, ensuring compliance and ethical practices within organizations. Their contribution extends beyond corporate boardrooms to various facets of national development which includes:

1. **Corporate Governance:** Young Company Secretaries and other professionals are guardians of better corporate governance principles, ensuring transparency, accountability, and adherence to regulatory norms within businesses. Their role in upholding ethical standards fosters trust and investor confidence, vital for sustainable economic growth of the Nation.

2. **Legal and Regulatory Compliance:** Professionals are well-versed in legal and regulatory frameworks governing businesses. By ensuring compliance with laws and regulations, they contribute to a conducive business environment, which is essential for attracting investments and fostering entrepreneurship.

3. **Strategic Advisors:** Professionals often serve as strategic advisors to Boards and management teams. Their expertise in Corporate Laws, finance, and governance enables them to provide valuable insights and guidance, facilitating informed decision-making that drives organizational growth and stability.

4. **Promoting Sustainable Practices:** Sustainable development is a cornerstone of Viksit Bharat's vision. Company Secretaries can advocate for and implement sustainable business practices within organizations, addressing Environmental, Social, and Governance (ESG) considerations. This fosters responsible corporate citizenship and contributes to India's sustainability goals.

5. **Facilitating Entrepreneurship:** In the context of Viksit Bharat, fostering entrepreneurship is crucial for economic development. Young professionals can support aspiring entrepreneurs by providing guidance on regulatory requirements, business structuring, and compliance obligations, thereby nurturing a conducive ecosystem for Start-ups and small businesses to thrive.

6. **Capacity Building and Skill Development:** Young professionals can contribute to capacity building and skill development initiatives aimed at enhancing the employability of India's youth. By imparting knowledge and expertise in corporate governance, legal compliance, and business ethics, they empower the next generation of professionals to contribute effectively to the nation's development agenda.

The contribution of young professionals, is instrumental in advancing India towards its goal of becoming a developed country by 2047 under the Viksit Bharat initiative. By upholding principles of good governance, facilitating entrepreneurship, promoting sustainability, and fostering skill development, they play a vital role in shaping India's economic and social landscape for a prosperous future.

EMPOWERING YOUTH FOR NATION BUILDING

Youth is the most energetic and productive section of the society. A country's ability and potential for growth is determined by the size and strength of its youth population. It is believed that developing countries with large youth population could see tremendous growth, provided they invest in young people's education, health and protect and guarantee their rights. It can undoubtedly be said that today's youth generations are tomorrow's innovators, builders and leaders. However, majority of youth population power in India is underutilized due to various reasons which includes unemployment, lack of skill and good education and also the gender inequality. If the above problems can be tackled by professionals by advising effective way of utilizing CSR funds by the Business.

Empowering youth for nation-building is a cornerstone of the Viksit Bharat vision. Young professionals play a crucial role in this endeavour, serving as catalysts for change and innovation across various sectors. Through their dynamism, creativity, and passion, they contribute fresh perspectives and solutions to address the nation's challenges and seize opportunities for growth.

Under Viksit Bharat, initiatives are underway to harness the potential of young professionals through education, skill development, and mentorship programs. By equipping them with the necessary knowledge, tools, and opportunities, these initiatives empower youth to actively participate in nation-building activities, whether it's through entrepreneurship, community development projects, or leadership roles in the public and private sectors. By fostering a culture of collaboration, inclusivity, and excellence, empowered youth professionals are driving positive change and laying the foundation for a prosperous and resilient India in the years to come.

YOUTH-LED SOCIAL INITIATIVES FOR COMMUNITY DEVELOPMENT

As per International Labour organisation, India has the largest youth population in the world, around 66% of the total population which is approximately more than 808 million in India is below the age of 35. And the Indian labour force is set to grow by over 8 million per annum over the coming decade, most of which will be driven by youth entering the labour market. Young professionals of the country should create a platform and drive various social initiatives and provide proper advise to the corporates and the regulators for bringing more effective employment strategy of youth and utilize the youth work force by 100% by targeting secondary and tertiary sectors.

Under the Viksit Bharat framework, youth-led social initiatives receive recognition, funding, and institutional support to scale their impact and reach. By harnessing the energy, creativity, and passion of the youth, these initiatives bring about tangible improvements in the lives of communities across India. Whether it's through grassroots activism, digital campaigns, or innovative projects, youth-led social initiatives exemplify the spirit of volunteerism and civic engagement, driving positive change and laying the groundwork for a more equitable and sustainable future for all.

CHALLENGES AND OPPORTUNITIES FOR YOUNG PROFESSIONALS

Some of the challenges in the current market are faced by young professionals includes:

1. **Skill Mismatch:** Many young professionals face challenges due to a gap between the skills they possess and those demanded by the job market. The job market for the young professionals should be opened in such a way which provides them to showcase their skills and innovative ideas, which ultimately leads to achieve the vision of Viksit Bharat.

2. **Access to Resources**: There is a Limited access to resources such as capital, technology, and mentorship impedes entrepreneurial endeavors among young professionals. The investment from the government should be showered on the research and development in the professional fields which includes CA, CS and CMAs as well in lines with investments in other R&D sectors.

3. **Work-Life Balance:** Balancing professional aspirations with personal commitments and well-being presents a challenge for many young professionals in today's fast-paced world. There are many examples where due to personal life commitments many young professionals end up being in a small work environment with limited resource. However, this can be tackled through various trainings, counselling and other initiatives.

Opportunities will always be right in front of us, the one who grabs it will be able to achieve the objective. Some of the opportunities which is available for the young professional includes.

1. **Entrepreneurship:** To make Viksit Bharat vision to accomplish many should encourage entrepreneurship among young professionals, offering opportunities to innovate, create jobs, and contribute to economic growth.

2. **Skill Development:** Initiatives aimed at skill development provide young professionals with the training and expertise needed to excel in their chosen fields.

3. **Global Exposure:** Viksit Bharat promotes global engagement, hence many young professionals will get opportunities for cross-border collaboration, networking, and learning.

4. **Career Mobility:** Greater mobility and flexibility in career choices enable young professionals to explore diverse opportunities and pursue their passions.

Challenges and opportunities abound for young professionals under the Viksit Bharat vision, which seeks to transform India into a developed nation by 2047. While the youth represent a demographic dividend and a vast pool of talent, they also face various hurdles on their path to success. One significant challenge is the need to bridge the gap between education and employability, ensuring that young professionals possess the skills and competencies required by the rapidly evolving job market. Additionally, factors such as limited access to quality education, lack of job opportunities, and socio-economic disparities can hinder the progress of young professionals, particularly those from marginalized backgrounds.

However, amidst these challenges lie numerous opportunities for young professionals to thrive and contribute meaningfully to nation-building efforts. Viksit Bharat emphasizes the importance of fostering entrepreneurship, innovation, and skill development to unlock the potential of the youth and harness their creativity and energy for positive change. Initiatives aimed at promoting digital literacy, providing vocational training, and creating conducive environments for Start-ups and small businesses offer avenues for young professionals to pursue their aspirations and drive economic growth. Furthermore, the emphasis on inclusivity and diversity within the Viksit Bharat framework ensures that opportunities are accessible to all, regardless of background or circumstance. By addressing challenges and leveraging opportunities, young professionals can play a pivotal role in realizing the vision of a prosperous and developed India by 2047.

> The vision Viksit Bharat 2047 is broad, unstoppable and ambitious, calling for an equally broad and ambitious financing strategy for "Developed Bharat" aligning with Sustainable Development Goals (SDGs). So, for the development in terms of growth of human bodies, poverty alleviation, improvement of human rights, advancement of national system, economic growth, climate change, social advancement, enhancement of freedom, "Development finance" is required.

ENTREPRENEURSHIP AND INNOVATION: DRIVING ECONOMIC GROWTH

Entrepreneurship and innovation stand as the twin engines propelling economic growth under the Viksit Bharat vision. Recognizing the transformative potential of these elements, Viksit Bharat places a strong emphasis on fostering an ecosystem conducive to entrepreneurial ventures and innovative endeavors. By encouraging individuals to take risks, pursue their ideas, and create new businesses, Viksit Bharat aims to unleash a wave of creativity and dynamism that drives economic expansion and prosperity.

Through initiatives such as start-up incubation, access to finance, and skill development programs, Viksit Bharat seeks to nurture a new generation of entrepreneurs equipped with the tools, resources, and support needed to succeed in the competitive business landscape. Moreover, by promoting innovation across sectors and incentivizing research and development, Viksit Bharat aims to spur technological advancement, enhance productivity, and stimulate job creation. Ultimately, by harnessing the power of entrepreneurship and innovation, Viksit Bharat envisions a future where India emerges as a global hub of creativity, ingenuity, and economic dynamism, driving sustained growth and prosperity for all its citizens.

GOVERNMENT POLICIES AND INITIATIVES SUPPORTING YOUTH DEVELOPMENT

Under the Viksit Bharat vision, government policies and initiatives supporting youth development play a pivotal role in shaping the nation's future. Recognizing the importance of empowering the youth, Viksit Bharat focuses on implementing targeted measures to enhance their skills, opportunities, and overall well-being.

Government policies under Viksit Bharat encompass various domains, including education, employment, skill development, and social welfare. Initiatives such as Skill India, Make in India, and Digital India aim to equip young individuals with the necessary skills and knowledge to thrive in the modern economy. Additionally, schemes like Start-up India and Stand-Up India provide aspiring entrepreneurs with access to capital, mentorship, and support, fostering a culture of innovation and entrepreneurship among the youth.

Furthermore, Viksit Bharat prioritizes social welfare programs targeting vulnerable youth groups, such as those from marginalized communities or with disabilities, ensuring inclusivity and equal opportunities for all. By implementing these policies and initiatives, Viksit Bharat endeavors to harness the potential of the youth as agents of change, driving India towards a brighter and more prosperous future.

The schemes of Indian government which show case the vision of Viksit Bharat includes, Skill India which aims to provide skill training to youth across various sectors to enhance their employability and entrepreneurship opportunities, Start-up India, Stand-Up India, Pradhan Mantri Mudra Yojana (PMMY) for Micro small, and medium enterprises (MSMEs), Digital India and many more.

GOVERNMENT POLICIES AND INITIATIVES SUPPORTING YOUTH DEVELOPMENT

In the vision of Viksit Bharat, Company Secretaries (CS) play a crucial role in shaping the landscape of corporate governance and compliance. As guardians of legal and regulatory frameworks within organizations, CS professionals ensure transparency, accountability, and ethical practices, thereby fostering trust and confidence in the business environment.

Under Viksit Bharat, Company Secretaries serve as strategic advisors to boards and management teams, offering insights into legal and regulatory requirements, risk management, and corporate governance best practices. By facilitating adherence to laws and regulations, CS professionals contribute to the creation of a conducive environment for business growth, investment, and entrepreneurship.

Moreover, Company Secretaries support the government's initiatives for economic development by promoting corporate transparency, facilitating ease of doing business, and ensuring ethical conduct in corporate affairs. Through their expertise in compliance, risk management, and corporate governance, CS professionals play a vital role in advancing the objectives of Viksit Bharat, ultimately contributing to the nation's journey towards prosperity and progress.

Some of the key role to be expanded by Company Secretaries for achieving the objective of Viksit Bharat includes:

1. **Guardian of Corporate Governance:** Company Secretaries (CS) act as guardians of corporate governance principles within organizations, ensuring compliance with laws, regulations, and ethical standards.

2. **Advisory Role:** CS professionals serve as strategic advisors to Boards and management teams, providing insights into legal and regulatory requirements, risk management, and corporate governance practices.

3. **Facilitator of Compliance**: CS professionals play a crucial role in facilitating adherence to statutory obligations, maintaining accurate records, and upholding transparency and accountability in corporate affairs.

4. **Promoter of Transparency and Accountability**: Through their expertise in compliance and governance, CS professionals contribute to fostering transparency, accountability, and investor confidence, thereby promoting a conducive business environment.

5. **Support for Entrepreneurship and Innovation:** CS professionals support Start-ups and small businesses by guiding them through legal and regulatory compliance, thereby enabling entrepreneurship and innovation to thrive under Viksit Bharat.

6. **Contributor to Economic Development:** By ensuring compliance with laws and regulations, CS professionals contribute to the overall efficiency, integrity, and sustainability of businesses, aligning with the objectives of Viksit Bharat for economic growth and development.

7. **Steward of Corporate Integrity:** CS professionals uphold principles of integrity and ethical conduct within organizations, playing a vital role in advancing the objectives of Viksit Bharat and contributing to the nation's journey towards prosperity and progress.

TECHNOLOGY AND DIGITAL LITERACY: KEY TOOLS FOR EMPOWERMENT

Technology and digital literacy are recognized as indispensable tools for empowerment under the Viksit Bharat vision, which aims to propel India towards becoming a developed nation by 2047. In today's digital age, access to technology and proficiency in digital skills are crucial for socio-economic progress and individual advancement. Viksit Bharat emphasizes the importance of bridging the digital divide and ensuring that all citizens, especially youth and marginalized communities, have equitable access to technology and the resources needed to leverage its benefits.

Through initiatives focused on technology and digital literacy, Viksit Bharat aims to empower individuals to fully participate in the digital economy, access information and services, and harness the transformative potential of technology for personal and professional development. These initiatives encompass various activities, including providing training in digital skills, promoting internet connectivity and access to digital devices, and fostering innovation in technology-based solutions to address societal challenges. By equipping individuals with the knowledge and tools needed to navigate the digital world, Viksit Bharat envisions a future where technology serves as a catalyst for inclusive growth, empowerment, and opportunity for all segments of society.

CONCLUSION: THE ROLE OF YOUNG PROFESSIONALS IN BUILDING A VIBRANT INDIA

The role of young professionals in building a vibrant India under the Viksit Bharat vision by 2047 is paramount. As the torchbearers of innovation, creativity, and ambition, young professionals hold the key to unlocking India's full potential and propelling it towards becoming a developed nation. Through their dynamism, entrepreneurial spirit, and commitment to excellence, they can drive transformative change across sectors, from technology and business to governance and social development.

As we strive towards the Viksit Bharat vision, it is essential to recognize and empower young professionals, providing them with the resources, opportunities, and support they need to thrive. By harnessing their energy and talent, we can build a future where India stands as a beacon of progress, innovation, and prosperity on the global stage. Together, young professionals can shape a brighter tomorrow for India, fulfilling the aspirations of Viksit Bharat and ensuring a prosperous future for generations to come.

"Youth is the best time. The way in which you utilize this period will decide the nature of coming years that lie ahead of you."

- Swami Vivekananda

REFERENCES:

i. *https://www.mospi.gov.in/*

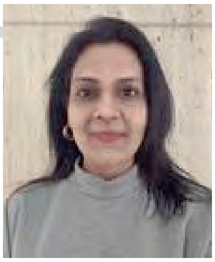
ii. *https://www.ilo.org/newdelhi/info/WCMS_175936/lang--en/index.htm*

iii. *https://pib.gov.in/PressReleaseIframePage.aspx?PRID=1985077*

iv. *https://www.mygov.in/*

Viksit Bharat- Aiming for Sustainability and Sustainable Development

Legislature and professionals, including Company Secretaries & Compliance Professionals, play instrumental roles in advancing sustainability and sustainable development in India. Through effective policymaking, regulatory compliance, corporate governance, and stakeholder engagement, they contribute to environmental protection, social equity, and economic prosperity.



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INTRODUCTION

India, a nation of vast diversity and rich cultural heritage, is at a crucial juncture in its pursuit of sustainable development. With a population exceeding 1.3 billion and a rapidly growing economy, India faces the dual challenge of addressing pressing environmental concerns while promoting inclusive and equitable growth. In recent years, there has been a growing recognition of the need to adopt a holistic approach to development that balances economic prosperity with environmental conservation and social well-being. This article examines India's journey towards sustainability and sustainable development, exploring the challenges, opportunities, and initiatives driving this transformative process.

HISTORICAL CONTEXT AND CHALLENGES

India's development trajectory has been shaped by a complex interplay of historical, social, and economic factors. Since gaining independence from British colonial rule in 1947, India has made significant progress in key areas such as poverty reduction, education, and healthcare. However, rapid industrialization, urbanization, and population growth have placed immense strain on the country's natural resources and ecosystems. Challenges such as air and water pollution, deforestation, soil degradation, and loss of biodiversity threaten to undermine the long-term sustainability of India's development path.

POLICY FRAMEWORK FOR SUSTAINABILITY

Recognizing the urgency of addressing environmental degradation and promoting sustainable development, India has adopted a comprehensive policy framework that encompasses a wide range of environmental, social, and economic issues. Key initiatives include the National Action Plan on Climate Change, which outlines strategies for mitigating and adapting to climate change impacts, and the Sustainable Development Goals (SDGs), which provide a global blueprint for achieving a more sustainable and equitable future. Additionally, India is a signatory to the Paris Agreement on climate change, committing to reducing its greenhouse gas emissions and transitioning to a low-carbon economy.

The policy framework for sustainability in India encompasses a range of initiatives, regulations, and strategies aimed at integrating environmental, social, and economic considerations into development planning and decision-making. Here's an elaboration on the policy framework for sustainability in India:

1. **National Action Plan on Climate Change (NAPCC):**

   The National Action Plan on Climate Change (NAPCC), launched in 2008, outlines India's strategy for addressing climate change mitigation and adaptation. The plan comprises eight national missions focusing on sectors such as solar energy, energy efficiency, sustainable agriculture, water conservation, and climate resilience. Each mission sets specific targets, policies, and programs to promote low-carbon growth, enhance climate resilience, and foster sustainable development.

2. **Sustainable Development Goals (SDGs):**

   India is committed to achieving the United Nations Sustainable Development Goals (SDGs), a set of 17 global goals aimed at eradicating poverty, promoting prosperity, and protecting the planet by 2030. The SDGs encompass a broad range of objectives, including poverty alleviation, health and well-being, quality education, clean water and sanitation, affordable and clean energy, sustainable cities, climate action, and life on land and below water. India has aligned its national development policies, programs, and indicators with the SDGs to track progress and monitor outcomes.

3. **Environmental Laws and Regulations:**

India has enacted several environmental laws and regulations to protect natural resources, mitigate pollution, and promote sustainable development. Key legislative frameworks include the Environment (Protection) Act, 1986, the Water (Prevention and Control of Pollution) Act, 1974, the Air (Prevention and Control of Pollution) Act, 1981, and the Wildlife Protection Act, 1972. These laws establish regulatory mechanisms, pollution control standards, and enforcement measures to safeguard the environment and public health.

4. **National Environmental Policies:**

India has formulated various national environmental policies to address specific environmental challenges and promote sustainable development. These policies cover areas such as forest conservation, biodiversity conservation, coastal zone management, waste management, and air quality management. Examples include the National Forest Policy, National Biodiversity Action Plan, National Coastal Zone Management Plan, National Waste Management Policy, and National Clean Air Program.

5. **Green Growth Strategies:**

India's green growth strategies aim to decouple economic growth from environmental degradation by promoting resource efficiency, renewable energy, and sustainable practices across sectors. Initiatives such as the Green India Mission, National Mission for Enhanced Energy Efficiency, and National Mission for Sustainable Agriculture focus on mainstreaming environmental considerations into development planning, infrastructure investment, and business operations. These strategies emphasize the importance of inclusive, equitable, and environmentally sustainable growth.

6. **Corporate Social Responsibility (CSR):**

The Companies Act, 2013 mandates companies meeting certain financial thresholds to allocate a portion of their profits towards Corporate Social Responsibility (CSR) activities. CSR initiatives encompass a wide range of social and environmental projects, including education, healthcare, sanitation, environmental conservation, and renewable energy promotion. By engaging the private sector in sustainable development efforts, CSR enhances corporate accountability, stakeholder engagement, and positive social impact.

7. **International Agreements and Partnerships:**

India actively participates in international agreements, conventions, and partnerships related to sustainable development and environmental conservation. These include the Paris Agreement on climate change, the Convention on Biological Diversity (CBD), the United Nations Framework Convention on Climate Change (UNFCCC), and the International Solar Alliance (ISA). Through international cooperation, India collaborates with other countries to share knowledge, technology, and best practices, address common challenges, and advance global sustainability goals.

India's policy framework for sustainability reflects its commitment to achieving inclusive, equitable, and environmentally sustainable development. By integrating environmental, social, and economic considerations into policy formulation, implementation, and evaluation, India aims to address pressing challenges such as climate change, pollution, poverty, and resource depletion. Through effective governance, stakeholder engagement, and international cooperation, India can advance its sustainable development agenda, foster resilience, and create a better future for current and future generations.

CLIMATE CHANGE AND RENEWABLE ENERGY

India is one of the most vulnerable countries to the impacts of climate change, including rising temperatures, changing precipitation patterns, and extreme weather events. In response, the Indian government has prioritized renewable energy as a key component of its climate mitigation strategy. The country has set ambitious targets for expanding its renewable energy capacity, with a particular focus on solar and wind power. Initiatives such as the Jawaharlal Nehru National Solar Mission aim to promote the widespread adoption of solar energy through incentives, subsidies, and policy support.

Climate change and renewable energy are critical issues for India, given its vulnerability to climate impacts and the need for sustainable energy sources. Here's an elaboration on climate change and renewable energy in India:

Climate Change Challenges:

1. **Extreme Weather Events:** India experiences increased frequency and intensity of extreme weather events such as cyclones, floods, droughts, and heatwaves due to climate change, leading to loss of lives, property damage, and disruption of livelihoods.

2. **Glacier Retreat:** Himalayan glaciers, a major source of freshwater for rivers like the Ganges, Brahmaputra, and Indus, are melting at accelerated rates, threatening water availability, hydropower generation, and ecosystem services downstream.

3. **Sea Level Rise:** Rising sea levels pose risks to India's coastal regions, including inundation of low-lying areas, erosion of coastline, loss of habitats, and salinization of groundwater, affecting millions of people living in coastal communities.

4. **Agricultural Impacts:** Climate change affects agricultural productivity, food security, and rural livelihoods through changes in rainfall patterns, temperature extremes, pests, diseases, and soil degradation, exacerbating poverty and inequality.

5. **Health Risks:** Climate-related health risks include heat-related illnesses, vector-borne diseases, waterborne diseases, and respiratory ailments, particularly affecting vulnerable populations in urban slums and rural areas with limited access to healthcare.

Renewable Energy Solutions: India has set ambitious targets for renewable energy deployment, including achieving 175 GW of renewable energy capacity by 2022 and 450 GW by 2030 under the National Solar Mission and National Wind Mission.

1. **Solar Energy:** India has abundant solar resources, with vast solar potential across the country. The government has launched initiatives such as the Jawaharlal Nehru National Solar Mission (JNNSM) to promote solar energy deployment, incentivize solar power generation, and achieve targets for solar capacity installation.

2. **Wind Energy:** India is among the top wind energy producers globally, with significant wind power potential in states like Tamil Nadu, Gujarat, Maharashtra, and Rajasthan. Wind energy projects, supported by government policies and incentives, contribute to renewable energy generation and decarbonization of the power sector.

3. **Hydropower:** Despite its controversies regarding ecological impacts and displacement of local communities, hydropower remains a significant renewable energy source in India. Small-scale and micro hydropower projects are promoted for decentralized energy generation and rural electrification in remote areas.

4. **Biomass and Bioenergy:** Biomass-based energy, including biogas, biomass power, and biofuels, plays a role in decentralized energy generation, rural development, and waste management. Initiatives such as the National Biogas and Manure Management Program promote biogas production from organic waste for cooking and lighting in rural households.

5. **Hybrid and Off-Grid Solutions:** Hybrid energy systems, combining multiple renewable energy sources such as solar, wind, and biomass, offer reliable and sustainable energy solutions for remote and off-grid areas. Off-grid solar power solutions, including solar lanterns, home lighting systems, and solar pumps, provide electricity access to millions of people without grid connectivity.

Government Initiatives:

1. **National Action Plan on Climate Change (NAPCC):** The NAPCC outlines strategies and policies for climate change adaptation and mitigation in various sectors, including renewable energy, energy efficiency, forestry, agriculture, water, and sustainable urban development.

2. **International Commitments:** India is committed to its Nationally Determined Contributions (NDCs) under the Paris Agreement, including targets for reducing greenhouse gas emissions intensity, increasing the share of renewable energy in the energy mix, and enhancing climate resilience.

3. **Clean Energy Initiatives:** The government promotes clean energy investments, technology transfer, and capacity building through initiatives such as the International Solar Alliance (ISA) and the Coalition for Disaster Resilient Infrastructure (CDRI) to accelerate the transition to renewable energy and address climate change impacts.

Climate change poses significant challenges for India's socio-economic development, environmental sustainability, and public health. Renewable energy offers solutions to mitigate climate change impacts, reduce greenhouse gas emissions, and transition towards a low-carbon economy. By scaling up renewable energy deployment, promoting energy efficiency measures, and implementing climate-resilient infrastructure, India can address climate change challenges, enhance energy security, and achieve sustainable development goals. Continued government support, private sector investments, and international cooperation are essential for accelerating the transition to renewable energy and building climate resilience in India.

CONSERVATION AND BIODIVERSITY

India is home to a wealth of biodiversity, encompassing diverse ecosystems ranging from the Himalayan mountains to the tropical rainforests of the Western Ghats. However, habitat destruction, poaching, illegal wildlife trade, and habitat fragmentation threaten the country's rich natural heritage. In response, India has established a network of protected areas, national parks, and wildlife sanctuaries to conserve its biodiversity. Efforts to promote sustainable land use practices, habitat restoration, and community-based conservation initiatives are also underway. Conservation and biodiversity preservation are crucial priorities for India due to its rich natural heritage, diverse ecosystems, and the ecological services they provide. Here's an elaboration on conservation and biodiversity measures in India:

1. **Protected Areas and Wildlife Sanctuaries:** India boasts a network of protected areas, including national parks, wildlife sanctuaries, biosphere reserves, and conservation reserves. These areas are designated to safeguard critical habitats, endangered species, and biodiversity hotspots. Examples include Jim Corbett National Park, Kaziranga National Park, Sunderbans National Park, and Western Ghats. These areas provide habitat protection, regulate ecosystems, and support conservation research and ecotourism.

2. **Project Tiger:** Launched in 1973, Project Tiger is a flagship conservation program aimed at protecting India's iconic tiger species and their habitats. Under this initiative, tiger reserves are established, managed, and protected to ensure the long-term survival of tigers. Project Tiger has contributed to the recovery of tiger populations, habitat restoration, and community involvement in conservation efforts.

3. **Forest Conservation:** India's forests are vital for biodiversity conservation, carbon sequestration, and sustainable livelihoods. The Forest Conservation Act, 1980, regulates deforestation and forest degradation, while afforestation and reforestation programs promote forest restoration and ecosystem resilience. Community forest management initiatives empower local communities to participate in forest conservation and benefit from sustainable forest resources.

4. **Biodiversity Hotspots:** India is home to several biodiversity hotspots, including the Western Ghats, Eastern Himalayas, Indo-Burma region, and Sundaland. These regions harbor high levels of species diversity and endemism but face threats from habitat loss, fragmentation, poaching, and climate change. Conservation efforts focus on protecting key biodiversity areas, restoring degraded habitats, and promoting sustainable land use practices.

5. **Species Conservation:** India implements various species-specific conservation programs to protect endangered species and prevent biodiversity loss. Examples include the Indian Rhino Vision 2020 for rhinoceros conservation in Assam, the Snow Leopard Conservation Project in the Himalayas, and the Gharial Conservation Program for crocodile species in the Ganges and Brahmaputra rivers.

6. **Marine Conservation:** India's marine ecosystems, including coral reefs, mangroves, and coastal wetlands, are vital for biodiversity conservation and coastal resilience. Marine Protected Areas (MPAs), such as the Gulf of Mannar Marine National Park and the Great Nicobar Biosphere Reserve, safeguard marine biodiversity, regulate fishing activities, and mitigate threats from pollution and habitat destruction.

> Climate change poses significant challenges for India's socio-economic development, environmental sustainability, and public health. Renewable energy offers solutions to mitigate climate change impacts, reduce greenhouse gas emissions, and transition towards a low-carbon economy. By scaling up renewable energy deployment, promoting energy efficiency measures, and implementing climate-resilient infrastructure, India can address climate change challenges, enhance energy security, and achieve sustainable development goals

7. **Legal Framework:** India has enacted several environmental laws and regulations to protect biodiversity and natural resources. The Wildlife Protection Act, 1972, regulates wildlife conservation and prohibits hunting and trade of endangered species. The Biological Diversity Act, 2002, aims to conserve biological diversity, promote sustainable use of biological resources, and ensure equitable sharing of benefits arising from their utilization.

8. **Community Participation:** Community-based conservation initiatives involve local communities in biodiversity conservation and natural resource management. Collaborative efforts, such as Joint Forest Management (JFM) and Community Reserves, empower communities to protect and manage forest resources sustainably while enhancing their livelihoods and fostering stewardship of natural resources.

India's efforts in conservation and biodiversity preservation are essential for safeguarding its natural heritage, sustaining ecosystems, and ensuring the well-being of present and future generations. By implementing robust conservation measures, engaging stakeholders, and promoting sustainable development practices, India can address biodiversity loss, mitigate environmental degradation, and secure a more resilient and biodiverse future. Continued commitment to conservation efforts is crucial for protecting India's biodiversity and promoting harmony between humans and nature.

WATER MANAGEMENT AND CONSERVATION

Water scarcity is a growing concern in many parts of India, exacerbated by population growth, urbanization, and climate change. Sustainable water management practices, such as rainwater harvesting, watershed management, and groundwater recharge, are essential for ensuring water security and resilience. The government's Jal Jeevan Mission aims to provide piped water supply to all rural households, with an emphasis on decentralized water management and community participation. Additionally, efforts to improve water efficiency in agriculture and industry are critical for reducing water stress and ensuring sustainable water use.

Water Management and Conservation in India

Water is a precious and finite resource essential for sustaining life, supporting ecosystems, and driving economic activities. In India, water management and conservation are critical priorities due to increasing water scarcity, growing demand from population growth and industrialization, and the impacts of climate change. Effective water management strategies are essential for ensuring water security, promoting sustainable development, and safeguarding the environment. This article explores India's water management challenges, initiatives, and conservation efforts.

Challenges in Water Management

India faces a myriad of challenges in managing its water resources effectively:

1. **Water Scarcity:** Many regions in India experience water scarcity, particularly during dry seasons and droughts. Uneven distribution of rainfall, overexploitation of groundwater, and inadequate water storage infrastructure exacerbate water scarcity issues.

2. **Groundwater Depletion:** Groundwater is a vital source of water for drinking, agriculture, and industry. However, excessive extraction of groundwater for irrigation and other purposes has led to depletion of aquifers, lowering water tables and compromising long-term sustainability.

3. **Water Pollution:** Industrial effluents, untreated sewage, agricultural runoff, and solid waste discharge pollute water bodies, degrading water quality and posing health risks to humans and ecosystems. Pollution also affects groundwater quality, further exacerbating water management challenges.

4. **Inter-State Water Disputes:** India's federal structure leads to conflicts over shared water resources among different states, particularly in river basins shared by multiple states. Disputes over water allocation, dam construction, and river interlinking projects hinder cooperative water management efforts.

5. **Climate Change:** Changing precipitation patterns, increased frequency of extreme weather events, and melting glaciers affect water availability and exacerbate water management challenges, leading to floods, droughts, and water-related disasters.

Initiatives for Water Management and Conservation

India has implemented various initiatives to address water management challenges and promote water conservation:

1. **National Water Policy**: The National Water Policy provides a framework for integrated water resources management, emphasizing equitable water allocation, participatory governance, and sustainable use of water resources. The policy promotes decentralized water management, rainwater harvesting, and groundwater recharge.

2. **Jal Jeevan Mission (JJM):** Launched in 2019, the Jal Jeevan Mission aims to provide piped water supply to all rural households in India by 2024. The mission emphasizes decentralized water management, community participation, and sustainability. Key components include water source development, infrastructure creation, water quality testing, and behavior change communication.

3. **Rainwater Harvesting:** Rainwater harvesting is promoted as a key strategy for augmenting water resources, particularly in water-stressed regions. Rooftop rainwater harvesting systems, check dams, and recharge wells are implemented to capture and store rainwater for various uses, including drinking, irrigation, and groundwater recharge.

4. **Watershed Management:** Watershed management programs focus on conserving soil and water resources, enhancing groundwater recharge, and promoting sustainable agriculture practices. Watershed development projects involve soil conservation measures, afforestation, contour bunding, and community-based natural resource management.

5. **Water Use Efficiency:** Improving water use efficiency in agriculture, industry, and domestic sectors is crucial for optimizing water resources and reducing wastage. Adoption of drip irrigation, sprinkler irrigation, precision farming techniques, and water-efficient appliances helps conserve water and enhance productivity.

6. **River Rejuvenation Programs:** River rejuvenation programs aim to revive and restore degraded rivers through measures such as river cleaning, afforestation along riverbanks, sewage treatment, and biodiversity conservation. Projects like the Namami Gange initiative focus on cleaning and rejuvenating the Ganges River and its tributaries.

7. **Groundwater Management:** Sustainable groundwater management involves regulating groundwater extraction, promoting recharge augmentation measures, and implementing aquifer mapping and monitoring. Community-based groundwater management initiatives empower local stakeholders to conserve and manage groundwater resources effectively.

Water management and conservation are critical imperatives for India's sustainable development and environmental sustainability. Addressing water scarcity, pollution, and depletion requires concerted efforts, innovative solutions, and participatory approaches involving government, civil society, and the private sector. By implementing holistic water management strategies, promoting water conservation practices, and fostering stakeholder collaboration, India can ensure water security, enhance resilience to climate change, and safeguard water resources for future generations. As India continues its journey towards sustainable development, effective water management will remain a cornerstone of its efforts to build a prosperous, inclusive, and resilient society.

URBANIZATION AND SUSTAINABLE CITIES

Rapid urbanization is transforming the landscape of India, with millions of people migrating from rural areas to cities in search of better opportunities. However, unplanned urban growth has led to numerous challenges, including pollution, congestion, inadequate infrastructure, and slum proliferation. Sustainable urban development strategies are essential for promoting livable, resilient, and inclusive cities. Initiatives such as the Smart Cities Mission aim to harness technology and innovation to improve urban infrastructure, enhance quality of life, and promote sustainable economic growth.

Initiatives Promoting Sustainable Urban Development: The Smart Cities Mission

In the wake of rapid urbanization and the burgeoning challenges faced by India's cities, the Government of India launched the Smart Cities Mission in 2015. This ambitious initiative aims to transform urban areas into sustainable, inclusive, and technologically advanced hubs that offer a high quality of life to residents while promoting economic growth and environmental sustainability. The Smart Cities Mission represents a paradigm shift in urban governance and development, emphasizing innovation, citizen participation, and the use of technology to address urban challenges.

Key Objectives of the Smart Cities Mission:

1. **Infrastructure Development:** One of the primary objectives of the Smart Cities Mission is to improve urban infrastructure and service delivery in selected cities. This includes investments in areas such as transportation, water supply, sanitation, solid waste management, energy efficiency, and public spaces. By upgrading infrastructure and utilities, the mission aims to enhance the overall quality of life and attract investment to urban areas.

2. **Technology Integration:** The Smart Cities Mission leverages technology and digital solutions to enhance urban governance, improve service delivery, and optimize resource utilization. Initiatives such as smart meters, intelligent traffic management systems, integrated command and control centers, and e-governance platforms are deployed to make cities more efficient, responsive, and citizen-friendly.

3. **Sustainability and Resilience:** Sustainability is a core principle of the Smart Cities Mission, with a focus on promoting resource efficiency, environmental conservation, and climate resilience. Cities are encouraged to adopt green building standards, promote renewable energy, implement water and energy conservation measures, and develop climate action plans to mitigate the impacts of climate change.

4. **Inclusive Development:** The Smart Cities Mission aims to foster inclusive growth by ensuring that the benefits of urban development are equitably distributed among all segments of society. This includes measures to improve access to basic services for underserved communities, enhance mobility for persons with disabilities, promote affordable housing, and create employment opportunities through skill development and entrepreneurship.

5. **Citizen Participation:** Citizen engagement is a central tenet of the Smart Cities Mission, with a focus on involving residents in decision-making processes, project planning, and monitoring. Cities are encouraged to establish mechanisms for citizen feedback, conduct public consultations, and promote active participation in urban governance. By empowering citizens to contribute to the development of their cities, the mission aims to enhance accountability, transparency, and responsiveness in local governance.

Implementation Process:

The Smart Cities Mission follows a competitive selection process, wherein cities are selected based on a rigorous evaluation of their proposals and readiness to implement smart city initiatives. Each selected city develops a Smart City Proposal (SCP) outlining its vision, goals, and action plan for transformation. The SCP includes a range of projects and interventions tailored to the city's specific needs and priorities, with a focus on addressing key urban challenges and leveraging local strengths and resources.

Once selected, cities receive funding and technical assistance from the central government to implement their smart city projects. Implementation is overseen by a Special Purpose Vehicle (SPV), typically a municipal corporation or a dedicated entity set up for this purpose. The SPV is responsible for project execution, monitoring, and coordination with various stakeholders, including government agencies, private sector partners, and civil society organizations.

Impact and Challenges:

The Smart Cities Mission has made significant progress since its inception, with cities undertaking a wide range of projects to improve infrastructure, enhance service delivery, and promote sustainable development. From the deployment of smart transportation systems and digital governance platforms to the revitalization of urban spaces and heritage sites, smart cities initiatives are transforming the urban landscape and enhancing the quality of life for residents.

However, the mission also faces several challenges, including funding constraints, capacity gaps, bureaucratic hurdles, and the need for effective coordination among multiple stakeholders. Additionally, there are concerns about equity, affordability, and privacy in the implementation of smart city projects, with the risk of exacerbating social inequalities and exclusion if not addressed effectively.

The Smart Cities Mission represents a bold and innovative approach to urban development, aiming to harness the potential of technology and innovation to create more livable, resilient, and sustainable cities. By investing in infrastructure, integrating technology, promoting sustainability, and fostering citizen participation, the mission is laying the groundwork for a more prosperous and inclusive urban future. As India continues to urbanize and confronts the challenges of rapid urban growth, the Smart Cities Mission offers a roadmap for building cities that are not only smart and efficient but also inclusive, equitable, and resilient. Through collaborative efforts and innovative solutions, India can realize its vision of vibrant, thriving, and sustainable urban centers that serve as engines of economic growth and opportunity for all.

SOCIAL INCLUSION AND EQUITY

Achieving sustainable development requires addressing social inequalities and ensuring that the benefits of progress are shared equitably among all segments of society. India has implemented various social welfare programs aimed at poverty alleviation, healthcare access, education, and gender empowerment. Initiatives such as the Mahatma Gandhi National Rural Employment Guarantee Act (MGNREGA), the National Health Mission, and the Beti Bachao, Beti Padhao campaign seek to promote social inclusion and empower marginalized communities.

Initiatives Promoting Social Inclusion and Equity

India has taken significant strides in addressing social inequalities and promoting inclusive development through various initiatives aimed at poverty alleviation, healthcare access, and gender empowerment. Three notable initiatives in this regard are the Mahatma Gandhi National Rural Employment Guarantee Act (MGNREGA), the National Health Mission, and the Beti Bachao, Beti Padhao campaign.

1. **Mahatma Gandhi National Rural Employment Guarantee Act (MGNREGA)**

   The Mahatma Gandhi National Rural Employment Guarantee Act (MGNREGA) is a landmark social welfare program enacted in 2005 with the aim of providing livelihood security to rural households by guaranteeing 100 days of wage employment per year to every household whose adult members volunteer to do unskilled manual work. MGNREGA is one of the world's largest employment generation programs, benefiting millions of rural households across India.

   Key features and objectives of MGNREGA include:

   - Providing employment opportunities to rural households, particularly during the lean agricultural season, thereby preventing distress migration and reducing poverty.
   - Fostering inclusive growth by prioritizing the participation of marginalized groups, including women, Scheduled Castes (SCs), Scheduled Tribes (STs), and other vulnerable sections of society.
   - Creating durable and productive assets such as roads, water conservation structures, and rural infrastructure that contribute to rural development and natural resource management.
   - Empowering local communities through decentralized planning, social audits, and grievance redressal mechanisms, thereby promoting transparency, accountability, and citizen participation in governance..

MGNREGA has had a significant impact on rural livelihoods, poverty reduction, and social empowerment. By providing employment opportunities, enhancing rural infrastructure, and empowering marginalized communities, MGNREGA has contributed to inclusive and sustainable development in rural India.

2. **National Health Mission (NHM)**

   The National Health Mission (NHM) is India's flagship health sector reform program launched in 2005 with the goal of improving access to quality healthcare services, particularly for vulnerable and marginalized populations. NHM encompasses a range of initiatives aimed at strengthening healthcare infrastructure, expanding healthcare coverage, and addressing key health challenges such as maternal and child health, communicable diseases, and non-communicable diseases.

   Key components of the National Health Mission include:

   - Strengthening of healthcare infrastructure through the establishment of primary health centers, sub-centers, and rural hospitals, as well as the recruitment and training of healthcare workers.
   - Expansion of healthcare services through initiatives such as Janani Suraksha Yojana (JSY) for promoting institutional deliveries, Rashtriya Bal Swasthya Karyakram (RBSK) for child health screening, and Ayushman Bharat for universal health coverage.
   - Promotion of preventive healthcare measures, health education, and behavior change communication to raise awareness about health issues and promote healthy lifestyles.
   - Empowerment of communities through the formation of Village Health and Sanitation

Committees (VHSCs) and the involvement of local stakeholders in healthcare planning, implementation, and monitoring.

The National Health Mission has made significant progress in improving healthcare access, reducing maternal and child mortality rates, and combating communicable diseases. By prioritizing the health needs of marginalized communities and promoting equitable access to healthcare services, NHM has played a pivotal role in advancing the goal of universal health coverage in India.

3. **Beti Bachao, Beti Padhao (BBBP) Campaign**

Beti Bachao, Beti Padhao (BBBP) or "Save the Daughter, Educate the Daughter" is a national campaign launched by the Government of India in 2015 with the aim of addressing the declining child sex ratio and promoting the education and empowerment of girls. The campaign seeks to address the pervasive issue of gender discrimination and promote the value of the girl child in Indian society.

Key objectives and components of the Beti Bachao, Beti Padhao campaign include:

- Raising awareness about the importance of girls' education, gender equality, and the rights of the girl child through mass media campaigns, community mobilization, and advocacy efforts.
- Implementing targeted interventions to address gender-based discrimination and violence against women, including stringent enforcement of laws related to dowry, female infanticide, and child marriage.
- Promoting access to education for girls through initiatives such as scholarships, incentives, and infrastructure improvements in schools, as well as efforts to eliminate barriers to girls' enrollment and retention in education.
- Enhancing the status and participation of women in society by providing opportunities for skill development, vocational training, and economic empowerment, thereby promoting gender equality and women's rights.

The Beti Bachao, Beti Padhao campaign has led to increased awareness about gender issues, improved access to education for girls, and greater emphasis on the value of the girl child in Indian society. By addressing gender discrimination and promoting girls' education and empowerment, BBBP is contributing to social inclusion, gender equality, and sustainable development in India.

Initiatives such as the Mahatma Gandhi National Rural Employment Guarantee Act (MGNREGA), the National Health Mission, and the Beti Bachao, Beti Padhao campaign are integral to India's efforts to promote social inclusion, equity, and sustainable development. By addressing key challenges such as poverty, healthcare access, and gender inequality, these initiatives are contributing to the advancement of human development and the realization of India's sustainable development goals. As India continues on its path towards progress and prosperity, it is imperative to build upon the successes of these initiatives and redouble efforts to ensure the well-being and empowerment of all segments of society. Through inclusive and equitable development, India can strive towards a more just, resilient, and sustainable future for all.

CHALLENGES AND OPPORTUNITIES AHEAD

Despite significant progress, India faces numerous challenges on its path towards sustainability. These include the need for stronger regulatory enforcement, improved governance and institutional capacity, enhanced private sector engagement, and greater public awareness and participation. Moreover, the COVID-19 pandemic has underscored the interconnectedness of health, environment, and economy, highlighting the importance of building resilience and adaptive capacity in the face of global crises.

At the same time, India is poised to leverage emerging opportunities for sustainable development, including advancements in technology, innovation, and international cooperation. By harnessing the potential of renewable energy, promoting sustainable agriculture and food systems, investing in green infrastructure, and fostering inclusive growth, India can chart a course towards a more prosperous, equitable, and resilient future.

India's journey towards sustainability and sustainable development is a multifaceted and ongoing process that requires collective action and shared commitment from all stakeholders. By embracing the principles of environmental stewardship, social inclusivity, and economic resilience, India can unlock new pathways to prosperity while safeguarding the planet for future generations. As the world grapples with unprecedented global challenges, India has an opportunity to emerge as a beacon of sustainability and a model for responsible development on the global stage. Through bold leadership, innovation, and collaboration, India can fulfill its aspirations for a sustainable and prosperous future.

In conclusion, India's pursuit of sustainability and sustainable development is characterized by both progress and challenges. By adopting a holistic approach that integrates environmental, social, and economic considerations, India can navigate towards a more resilient, inclusive, and prosperous future. Through concerted efforts and strategic investments, India can emerge as a global leader in sustainable development, setting an example for other nations to follow in the pursuit of a more sustainable and equitable world.

Legislature and professionals, particularly Company Secretaries & Compliance Professionals play a critical role in aiming for sustainability and sustainable development in India:

ROLE OF LEGISLATURE

1. **Policy Formulation:** The legislature plays a crucial role in formulating laws, regulations, and policies that promote sustainability and sustainable development. This includes enacting environmental laws, setting emission standards, establishing renewable energy targets, and formulating land-use policies to protect natural resources and ecosystems.

2. **Legal Framework:** Legislators enact and amend legislation to create a robust legal framework for environmental protection, resource management, and sustainable business practices. They ensure compliance with international agreements, conventions, and treaties related to climate change, biodiversity conservation, and sustainable development.

3. **Oversight and Accountability:** The legislature provides oversight of government agencies, regulatory bodies, and public institutions responsible for implementing environmental laws and policies. Through parliamentary committees, hearings, and reviews, legislators hold government officials accountable for environmental stewardship and sustainable development outcomes.

4. **Budget Allocation:** Legislators allocate funding for environmental protection, conservation programs, and sustainable development projects through the national budgetary process. They prioritize investments in renewable energy infrastructure, environmental restoration, and climate adaptation initiatives to achieve sustainability goals.

ROLE OF COMPANY SECRETARIES & COMPLIANCE PROFESSIONALS

1. **Corporate Governance:** Company Secretaries play a key role in ensuring corporate governance practices that promote sustainability and responsible business conduct. They advise boards of directors on environmental compliance, risk management, and ethical business practices to enhance long-term shareholder value.

2. **Regulatory Compliance:** Compliance professionals ensure that companies adhere to environmental laws, regulations, and reporting requirements applicable to their operations. They monitor regulatory developments, assess compliance risks, and implement internal controls to mitigate legal and reputational risks associated with non-compliance.

3. **Sustainability Reporting:** Company Secretaries and compliance professionals facilitate sustainability reporting and disclosure, providing stakeholders with transparent information on environmental performance, social impact, and governance practices. They compile, verify, and communicate sustainability data in accordance with international reporting standards such as the Global Reporting Initiative (GRI) and the Task Force on Climate-related Financial Disclosures (TCFD).

4. **Risk Management:** Compliance professionals assess environmental risks, including climate change impacts, pollution liabilities, and regulatory non-compliance, to identify and mitigate potential risks to business operations and financial performance. They develop risk management strategies, contingency plans, and compliance frameworks to safeguard company assets and reputation.

5. **Stakeholder Engagement:** Company Secretaries and compliance professionals engage with stakeholders, including investors, regulators, NGOs, and local communities, to foster dialogue, build trust, and address sustainability concerns. They facilitate stakeholder consultations, environmental impact assessments, and community outreach programs to promote sustainable development and social responsibility.

CONCLUSION

Legislature and professionals, including Company Secretaries & Compliance Professionals, play instrumental roles in advancing sustainability and sustainable development in India. Through effective policymaking, regulatory compliance, corporate governance, and stakeholder engagement, they contribute to environmental protection, social equity, and economic prosperity. By working collaboratively with government, businesses, civil society, and other stakeholders, they can drive positive change, foster innovation, and create a more sustainable and resilient future for India and the planet.

REFERENCES:

i. *Publications by Department of Science & Technology*

ii. *The Companies Act, 2013*

iii. *Publications by Ministry of Child and Women Development*

iv. *National Health Systems Resource*

v. *Smart Cities Mission*

ARTICLE

Emerging Technologies and Viksit Bharat: Unlocking the Potential for Governance Professionals

Emerging technologies are catalyzing innovation across diverse sectors, driving productivity and enhancing global competitiveness. In the financial sector, fintech companies are leveraging AI and blockchain to provide seamless and secure digital financial services, fostering financial inclusion and promoting financial literacy. AI-powered chatbots and robo-advisors are offering personalized financial advice and investment recommendations, democratizing access to financial planning services. Blockchain-based solutions like decentralized finance (DeFi) platforms are enabling transparent and secure cross-border transactions, streamlining trade finance processes, and reducing operational costs.

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INTRODUCTION

As India forges ahead towards its ambitious vision of Viksit Bharat – a developed nation by 2047, emerging technologies are poised to play a transformative role in driving economic growth, enabling efficient governance, and catalyzing sustainable development. In this digital age, technologies such as artificial intelligence (AI), blockchain, Internet of Things (IoT), cloud computing, big data analytics, and advanced robotics are rapidly revolutionizing various sectors and redefining the way businesses operate and nations govern.

For governance professionals, these emerging technologies present both challenges and opportunities. While they offer unprecedented potential for enhancing transparency, accountability, and streamlining processes, they also necessitate the development of robust regulatory frameworks, ethical guidelines, and capacity-building initiatives. As stewards of good governance, governance professionals are uniquely positioned to navigate these complexities and ensure the responsible adoption of emerging technologies, paving the way for India's journey towards Viksit Bharat.

EMERGING TECHNOLOGIES: DRIVERS OF VIKSIT BHARAT

Economic Growth and Innovation:

Emerging technologies are catalyzing innovation across diverse sectors, driving productivity and enhancing global competitiveness. In the financial sector, fintech companies are leveraging AI and blockchain to provide seamless and secure digital financial services, fostering financial inclusion and promoting financial literacy. AI-powered chatbots and robo-advisors are offering personalized financial advice and investment recommendations, democratizing access to financial planning services. Blockchain-based solutions like decentralized finance (DeFi) platforms are enabling transparent and secure cross-border transactions, streamlining trade finance processes, and reducing operational costs.

The manufacturing industry is witnessing a profound transformation through the integration of IoT, cloud computing, big data analytics, and advanced robotics, collectively known as Industry 4.0. Smart factory solutions enabled by IoT sensors, machine learning algorithms, predictive analytics, and collaborative robots (cobots) are optimizing operations, minimizing downtime, and enhancing supply chain management. Predictive maintenance techniques can identify potential equipment

failures before they occur, reducing maintenance costs and improving operational efficiency. Additive manufacturing (3D printing) is revolutionizing product design and production, enabling mass customization and reducing waste.

Agriculture, a crucial sector for India's economic growth and food security, is also benefiting from the adoption of emerging technologies. Precision agriculture techniques, powered by IoT sensors, drones, satellite imagery, and data analytics, are enabling farmers to optimize resource utilization, monitor crop health, and make data-driven decisions. This not only leads to increased crop yields and reduced wastage but also contributes to environmental sustainability by minimizing the excessive use of water, fertilizers, and pesticides. Additionally, blockchain-based solutions are enhancing supply chain traceability and transparency, ensuring food safety and quality.

Governance and Transparency:

Beyond economic gains, emerging technologies offer immense potential for strengthening governance frameworks and promoting transparency. Blockchain technology, with its decentralized and tamper-proof nature, can revolutionize record-keeping and secure data management across various domains, enhancing trust and accountability in processes such as land registration, identity management, and supply chain traceability. For instance, several state governments in India have pioneered the use of blockchain for land record management, streamlining property transactions and reducing fraud.

AI-driven analytics can aid in fraud detection, risk assessment, and compliance monitoring, enabling proactive identification and mitigation of governance risks. Machine learning algorithms can analyze vast amounts of data, identify patterns and anomalies, and raise red flags for potential fraudulent activities or non-compliance issues. This can significantly enhance the effectiveness of auditing and monitoring processes, ensuring adherence to regulatory norms and ethical standards. In the banking sector, AI-based fraud detection systems are being employed to detect suspicious transactions and prevent financial crimes.

IoT devices, when integrated into infrastructure and public services, can facilitate real-time monitoring, and ensure adherence to regulatory norms. For instance, smart meters and sensors can track energy consumption and emissions, enabling better compliance with environmental regulations and sustainable energy policies. In the healthcare sector, IoT-enabled devices can monitor patient health and treatment adherence, improving service delivery and regulatory oversight. Several smart city initiatives in India are leveraging IoT for efficient waste management, traffic management, and public safety.

Sustainable Development:

Achieving environmental sustainability is a crucial pillar of Viksit Bharat, and emerging technologies can play a pivotal role in this endeavor. Smart city initiatives, powered by IoT, big data analytics, and AI, can optimize resource utilization, reduce carbon footprints, and improve urban planning. For example, intelligent traffic management systems can alleviate congestion, reducing emissions and improving air quality. Smart grids and energy management systems can facilitate the integration of renewable energy sources and promote energy efficiency. The India Smart Cities Mission is a prime example of leveraging emerging technologies for sustainable urban development.

Renewable energy technologies, such as advanced solar and wind power solutions, coupled with energy storage systems and smart grid infrastructure, can accelerate the transition towards clean energy sources. AI and data analytics can be leveraged to optimize the placement and performance of renewable energy installations, maximizing their efficiency and long-term sustainability. India's ambitious targets for renewable energy capacity addition and the National Solar Mission are driving the adoption of these cutting-edge technologies.

Precision agriculture techniques, enabled by IoT sensors, drones, satellite imagery, and data analytics, can contribute to sustainable food production while minimizing environmental impact. By precisely monitoring soil conditions, crop health, and weather patterns, farmers can optimize water usage, reduce chemical inputs, and implement sustainable farming practices, promoting biodiversity and soil conservation. The Government of India has launched several initiatives, such as the Pradhan Mantri Krishi Sinchayee Yojana and the Digital Agriculture Mission, to promote the use of emerging technologies in agriculture.

CHALLENGES AND OPPORTUNITIES FOR GOVERNANCE PROFESSIONALS

Regulatory and Legal Frameworks:

As emerging technologies gain traction, the need for robust regulatory and legal frameworks becomes paramount. Governance professionals must collaborate with policymakers, industry stakeholders, subject matter experts, and legal professionals to develop comprehensive regulations that address concerns related to data privacy, cybersecurity, intellectual property rights, and ethical implications.

One of the key challenges lies in striking the right balance between fostering innovation and safeguarding public interest. Overly restrictive regulations can stifle technological progress and hinder competitiveness, while a lack of adequate oversight can lead to misuse, exploitation, and unintended consequences. Governance professionals must navigate this delicate balance, advocating for regulatory frameworks that promote responsible innovation while mitigating potential risks and protecting consumer rights.

Governance professionals can play a crucial role in conducting impact assessments, identifying potential risks and vulnerabilities associated with emerging technologies, and proposing appropriate mitigation strategies. This could involve collaborating with technology experts, legal professionals, and civil society organizations to develop holistic and future-proof regulations that adapt to the rapidly evolving technological landscape. For instance, the Digital Personal Data Protection Act, 2023, effective in India from 11th August, 2023, aims to establish a comprehensive framework for data protection and privacy, addressing the challenges posed by emerging technologies.

Skill Development and Capacity Building:

To effectively navigate the complexities of emerging technologies, governance professionals must continuously upskill and develop their technological competencies. Collaborations with educational institutions, professional bodies, technology companies, and government agencies can facilitate the development of specialized training programs, certifications, and knowledge-sharing platforms.

Incorporating emerging technologies into the curriculum of governance-related courses and professional development programs is essential. This could include modules on blockchain fundamentals, AI ethics, data privacy and security, cybersecurity, and the legal implications of emerging technologies. Hands-on training, workshops, and simulations can equip governance professionals with practical skills in leveraging these technologies for compliance, risk management, and governance processes.

Building a future-ready workforce equipped with the necessary technical and governance skills is imperative. Governance professionals must embrace a mindset of continuous learning and actively seek opportunities to enhance their digital literacy and technological proficiency, enabling them to stay ahead of the curve and effectively navigate the challenges and opportunities presented by emerging technologies. Organizations like the Institute of Company Secretaries of India (ICSI) can play a pivotal role in facilitating such capacity-building initiatives.

Fostering Responsible Innovation:

Governance professionals have a pivotal role in promoting the ethical and responsible use of emerging technologies. Establishing robust governance frameworks, codes of conduct, and best practices can ensure that technological advancements align with societal values and ethical principles. Engaging in multi-stakeholder dialogues, conducting impact assessments, and promoting transparency and accountability will be crucial in fostering responsible innovation.

One key consideration is the ethical implications of AI and automation. As AI systems become more sophisticated and autonomous, concerns around algorithmic bias, privacy, and accountability arise. Governance professionals can contribute to the development of ethical guidelines and frameworks that ensure AI systems are designed and deployed in a fair, transparent, and accountable manner, mitigating potential risks and upholding ethical principles. The recent initiative by NITI Aayog to establish a framework for Responsible AI is a step in this direction.

Another area of focus is the governance of data and data privacy. With the proliferation of IoT devices, cloud computing, and big data analytics, vast amounts of personal and sensitive data are being generated and processed. Governance professionals must advocate for robust data protection regulations, ensure compliance with privacy laws, and champion data governance practices that safeguard individual privacy while enabling responsible data utilization. This is particularly important in sectors like healthcare, where patient data privacy is of utmost concern.

Furthermore, governance professionals can promote responsible innovation by fostering an organizational culture that embraces ethical considerations and societal impact assessments throughout the technology development lifecycle. This could involve establishing ethics committees, conducting stakeholder consultations, and implementing monitoring and reporting mechanisms to ensure emerging technologies are developed and deployed in alignment with ethical principles and societal values. Leading by example and integrating ethical considerations into organizational decision-making processes will be crucial.

GLOBAL BEST PRACTICES AND LESSONS FOR INDIA

As India embarks on its journey towards Viksit Bharat, valuable lessons can be drawn from global best practices in leveraging emerging technologies for effective governance.

> The manufacturing industry is witnessing a profound transformation through the integration of IoT, cloud computing, big data analytics, and advanced robotics, collectively known as Industry 4.0. Smart factory solutions enabled by IoT sensors, machine learning algorithms, predictive analytics, and collaborative robots (cobots) are optimizing operations, minimizing downtime, and enhancing supply chain management.

Countries like Estonia, renowned for its digital governance initiatives, have successfully implemented blockchain-based solutions for secure data management and e-government services. The Estonian e-Residency program, for instance, allows individuals and businesses to establish a digital identity and conduct various transactions and services online, leveraging the security and transparency of blockchain technology.

Singapore's Smart Nation initiative offers insights into integrating IoT, data analytics, and AI into urban planning and public service delivery. The nation's Mobility-as-a-Service (MaaS) platform uses real-time data and AI algorithms to optimize transportation systems, reducing congestion and improving accessibility. Singapore's Virtual Singapore platform, powered by 3D modeling and IoT sensors, enables urban planners and policymakers to simulate and visualize the impact of development projects on factors such as traffic flow, energy consumption, and environmental impact.

The European Union's General Data Protection Regulation (GDPR) serves as a benchmark for data privacy and protection regulations, providing a robust framework for governing the collection, processing, and storage of personal data. The GDPR principles, such as data minimization, purpose limitation, and individual consent, can inform the development of India's data protection regulations, ensuring the responsible and ethical handling of personal data.

The IEEE's Ethically Aligned Design provides a comprehensive framework for prioritizing ethical considerations in the development of autonomous and intelligent systems. This initiative offers guidance on issues such as accountability, transparency, privacy, and human control, promoting the responsible design and deployment of AI and autonomous technologies.

Other noteworthy examples include the United Kingdom's Centre for Data Ethics and Innovation, which advises the government on the ethical and societal implications of emerging technologies, and Canada's Advisory Council on Artificial Intelligence, which provides guidance on the responsible development and use of AI systems.

India can learn from these examples and adapt them to its unique context, fostering public-private partnerships, encouraging collaborations with international organizations, and leveraging the expertise of global technology leaders. Governance professionals can play a crucial role in facilitating knowledge transfer and tailoring global best practices to India's specific needs and challenges.

Additionally, governance professionals can actively participate in international forums and standard-setting bodies, contributing to the development of global standards and guidelines for emerging technologies. By engaging with their counterparts from other nations, governance professionals can share insights, learn from diverse perspectives, and shape the global discourse on responsible technological development and effective governance frameworks.

CONCLUSION

As India strives towards its vision of Viksit Bharat, emerging technologies present both immense opportunities and significant challenges for governance professionals. By embracing these technologies and adopting a proactive approach, governance professionals can drive economic growth, enhance transparency and accountability, and contribute to sustainable development.

However, this journey requires a concerted effort to develop robust regulatory frameworks, foster ethical and responsible innovation, and build a future-ready workforce equipped with the necessary technological and governance skills. Governance professionals must collaborate with policymakers, industry stakeholders, and international bodies to ensure the responsible adoption of emerging technologies, while drawing lessons from global best practices and adapting them to India's unique context.

Emerging technologies are transforming the governance landscape, offering unprecedented opportunities for streamlining processes, enhancing transparency, and enabling data-driven decision-making. By leveraging technologies such as blockchain, AI, IoT, and data analytics, governance professionals can revolutionize record-keeping, fraud detection, compliance monitoring, and risk management, ensuring accountability and ethical conduct across various sectors.

Furthermore, these technologies hold the key to unlocking sustainable development goals, facilitating the transition towards smart cities, clean energy, and precision agriculture, thus contributing to India's overall progress towards becoming a developed nation. However, the responsible adoption of emerging technologies necessitates a proactive approach to regulatory frameworks, capacity building, and fostering a culture of ethical innovation.

Governance professionals must take the lead in navigating these complexities, advocating for robust data protection regulations, promoting algorithmic accountability, and upholding ethical principles in the development and deployment of emerging technologies. They must also prioritize skill development and continuous learning, ensuring that the governance workforce remains equipped to manage the challenges and opportunities presented by technological advancements.

The path towards Viksit Bharat is not merely about technological advancement but also about fostering an ecosystem of effective governance, ethical conduct, and sustainable development. Governance professionals, with their expertise and commitment to upholding the highest standards of governance, are poised to play a pivotal role in shaping India's journey towards becoming a developed nation by 2047. By embracing emerging technologies while prioritizing ethical considerations and societal impact, governance professionals can catalyze India's transformation and contribute to the realization of the Viksit Bharat vision.

A ROADMAP FOR GOVERNANCE PROFESSIONALS

- **Develop a robust emerging tech governance framework:** Establish a comprehensive set of policies, principles, and processes to ensure the ethical, secure, and responsible adoption and implementation of emerging technologies across the organization.
- **Foster emerging tech literacy:** Facilitate training programs, workshops, and knowledge-sharing initiatives to enhance the understanding of emerging technologies, their applications, and their implications among stakeholders.
- **Conduct emerging tech risk assessments:** Regularly evaluate potential risks associated with the adoption and use of emerging technologies, such as data privacy, cybersecurity, and unintended consequences, to develop appropriate risk mitigation strategies.
- **Ensure regulatory compliance:** Stay updated with relevant regulations, guidelines, and industry standards related to emerging technologies, and ensure the organization's practices comply with applicable laws and norms.
- **Encourage cross-functional collaboration:** Promote collaboration among governance professionals, technology teams, legal counsel, risk management, and other relevant departments for a holistic and well-rounded approach to governing emerging technologies.
- **Facilitate ethical and responsible innovation:** Collaborate with technology teams and subject matter experts to integrate ethical considerations, promote transparency, and ensure alignment with organizational values and societal good throughout the innovation lifecycle.
- **Advocate for stakeholder engagement:** Encourage open communication and collaboration with stakeholders, seeking their input, addressing their concerns, and ensuring their interests are represented in decision-making related to emerging technology initiatives.
- **Promote emerging tech accountability:** Implement mechanisms for transparent reporting, clear accountability, and effective governance of emerging technology systems, their decision-making processes, and their outcomes.
- **Prioritize data privacy and security:** Develop robust data governance practices, safeguarding individual privacy and ensuring the secure handling and management of data generated or processed by emerging technologies.
- **Foster continuous monitoring and improvement:** Regularly monitor and audit the organization's adoption and use of emerging technologies, ensuring ongoing compliance with ethical principles, regulations, and organizational policies, and implementing processes for continuous improvement and adaptation as technologies evolve.

REFERENCES:

i. *NITI Aayog. (2021). Responsible AI for All. Retrieved from* https://www.niti.gov.in/sites/default/files/2022-11/Ai_for_All_2022_02112022_0.pdf

ii. *Ministry of Electronics and Information Technology, Government of India. (2022). India AI Strategy. Retrieved from* https://www.meity.gov.in/emerging-technologies-division

iii. *NASSCOM. (2021). Ethical AI: Governance, Accountability & Principles. Retrieved from* https://www.nasscom.in/ai/responsibleai/responsible-ai-governance-risk-and-compliance/

iv. *World Economic Forum. (2024). Generative AI Governance: Shaping a Collective Global Future. Retrieved from* https://www3.weforum.org/docs/WEF_Generative_AI_Governance_2024.pdf

v. *IEEE. (2019). Ethically Aligned Design: A Vision for Prioritizing Human Wellbeing with Artificial Intelligence and Autonomous Systems. Retrieved from* https://ieeexplore.ieee.org/document/8058187

vi. *European Union. (2018). General Data Protection Regulation (GDPR). Retrieved from* https://gdpr-info.eu/

vii. *Government of Estonia. (n.d.). e-Residency. Retrieved from* https://e-resident.gov.ee/

viii. *Singapore Smart Nation Initiatives and Possible Opportunities. Retrieved from* https://www.scs.org.sg/articles/smart-nation-singapore

ix. *OECD. (2019). Recommendation of the Council on Artificial Intelligence. Retrieved from* https://legalinstruments.oecd.org/en/instruments/OECD-LEGAL-0449

x. *United Nations. (2021). Ethics for Artificial Intelligence. Retrieved from* https://www.un.org/en/content/digital-cooperation-roadmap/

xi. *Ministry of Housing and Urban Affairs, Government of India. Smart Cities Mission. Retrieved from* https://smartcities.gov.in/

xii. *Ministry of New and Renewable Energy, Government of India. National Solar Mission. Retrieved from* https://mnre.gov.in/solar-overview/

xiii. *Ministry of Agriculture and Farmers Welfare, Government of India. (n.d.). Digital Agriculture Mission. Retrieved from* https://agriwelfare.gov.in/en/DigiAgriDiv

MSMEs & Catalyst in Viksit Bharat

Currently, India is standing at 5th position in the global economy with Gross Domestic Product (GDP) growth at 4,112 (USD Billion. The milestone has staged to make India a "Viksit Bharat" by 2047, empowering with economic growth (30-trillion Dollars Economy). Looking at the magnificent progress of the MSMEs in INDIA and their contribution towards the GDP of INDIA, they emerged as the economic backbone of the country's growth and acted as catalysts in Viksit Bharat.

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'Viksit Bharat'/'Developed India' is the DREAM of every INDIAN, we have been uttering since our childhood as "सारे जहाँ से अच्छा हिंदुस्तान हमारा", a better place to live in. It is a sense of proud being, to be an INDIAN and acknowledged as a citizen of the most developed Country, named "BHARAT".

Currently, India is standing at 5th position in the global economy with Gross Domestic Product (GDP) growth at 4,112 (USD Billion). The milestone has staged to make India a "Viksit Bharat" by 2047, empowering with economic growth (30-trillion Dollars Economy). Looking at the magnificent progress of the MSMEs in INDIA and their contribution towards the GDP of INDIA, they emerged as the economic backbone of the country's growth and acted as catalysts in Viksit Bharat. *"MSME(s) are Small in Size but Big in Badge".*

INTRODUCTION

The article covers the existence of a dynamic eco-system of Micro, Small, and Medium Enterprises (MSMEs) in India, which has been playing as a catalyst in 'Viksit Bharat".

MSME(s) are evolving as the backbone of the country's economy, by its nature, size, coverage, employment potential, capital, self-reliance, inclusiveness, and contribution to GDP. They are acting as the key economic driver towards achieving sustainable growth, thereby called MSMEs as the growth engine of the country's economy. There is a reciprocal relationship between MSMEs and economic growth, as they account for 90% of Trade, 70% of employment, and 50% of GDP, worldwide. The growth of MSME in India projected at 6.3% (as per IMF data) in Fy 2023-24. Besides, they also count as the growth indicator of most developed

country(s). Looking at India's population size (about 146 million), employment for all is playing a crucial role in achieving the 'Viksit Bharat' vision by 2047. The MSMEs of India is the key element towards attaining the Sustainable Development Goal (SDG). Furthermore, MSMEs are now spreading over many diverse sectors ranging from Agri-Tech to Space-Tech. The 'ATMANIRBHAR BHARAT'/ (आत्मनिर्भर भारत)'with Make-In-INDIA campaign, opens a window for the prosperity of the MSMEs in India. These MSMEs now become booster dose to protect the economic health and aids to maintain the rapid growth momentum of India. The strategic intent of the Govt., also favouring the MSMEs; towards the development of Female-centric entrepreneurship, nurturing many Start-ups, and paving NANO-UNICONS. The genesis of the MSMEs as such which suits INDIA's geographical features and demographic positioning at a large extent towards overall growth of INDIA. Certainly, these MSMEs are playing a pivotal role in achieving the milestone of 30 trillion Dollar Economy by the end of 2047, thus, being measured a catalyst in 'Viksit Bharat (विकसित भारत)".

THE MSME SECTOR OF INDIA

Against this backdrop, a peer review on the Taxonomy of the Indian MSMEs needed in order to validate their contribution in making INDIA a VIKSIT BHARAT.

Category:

As per the MSMED Act, 2006, the MSMEs units are categories under composite criteria (Investment in Plant & Machinery/equipment and Annual Turnover).

Criteria	MICRO	SMALL	MEDIUM
Investment in PPE	Not more than Rs. 1 Cr.	Not More than Rs. 10 Cr.	Not More than Rs. 50 Cr.
Annual Turnover	Not more than Rs. 5 Cr.	Not More than Rs. 50 Cr.	Not More than Rs. 250 Cr.

THE SCENARIO

A. No. of MSMEs in India:

There are 6.33 Millions of MSMEs in India as on date and out of them 6.08 Millions are proprietary concern. Category wise details is given below;

Category	Estimated No. of Enterprises (in lakhs)			
	Rural	Urban	Total	Share %
Manufacturing	114.14	82.5	196.64	31.02%
Electricity (Non-Captive)	0.03	0.01	0.04	0.01%
Trade	108.71	121.64	230.35	36.34%
Other Services	102	104.85	206.85	32.63%
Total:	**324.88**	**309**	**633.88**	**100.00%**

Source: *Annual Report 2022-23, MSME India.*

From the above data, MSMEs are more involved in Trade and Other Services than the Manufacturing, which is low capital-intensive units. Moreover, they are also in rural than urban, akin they are micro & small units.

B. Udyam Registration:

As on date, there are total of 2,44,15,144 nos. of MSMEs have been registered in the UDYAM registration site maintained by the Ministry of MSME, India. Following are the category wise registered units;

- Micro: 2,37,50,301 nos.
- Small: 6,09,342 nos.
- Medium: 55,501 nos.

It is observed that out of the total Udyam registration, nearly 97% are the Micro, 2.5% are the Small and 0.5% are the Medium category. Hence, the focus of the Govt. is required more towards making Small and Medium Units along with the Micro Units.

The State wise Udyam registration data shows, Maharashtra is leading with a very hearty margin with respect to other States of INDIA. Following are the State-wise top 10 MSME Registration (in nos.):

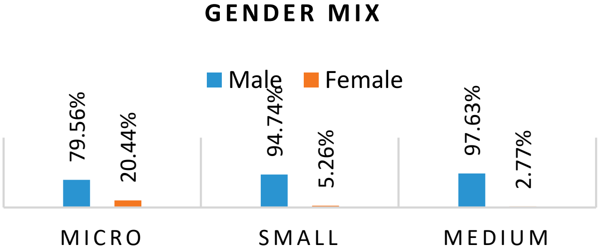
S. No.	State/UT Name	Micro	Small	Medium	Total Udyam
1	MAHARASHTRA	40,22,925.00	88,674.00	10,062.00	41,21,661.00
2	TAMIL NADU	23,66,157.00	50,662.00	4,356.00	24,21,175.00
3	UTTAR PRADESH	22,60,173.00	50,923.00	3,883.00	23,14,979.00
4	RAJASTHAN	17,14,116.00	35,608.00	2,657.00	17,52,381.00
5	GUJARAT	16,69,952.00	70,177.00	7,069.00	17,47,198.00
6	KARNATAKA	13,44,248.00	38,034.00	3,303.00	13,85,585.00
7	MADHYA PRADESH	11,30,966.00	24,754.00	1,731.00	11,57,451.00
8	BIHAR	9,75,343.00	15,356.00	821.00	9,91,520.00
9	WEST BENGAL	9,53,547.00	29,687.00	2,661.00	9,85,895.00
10	PUNJAB	8,88,725.00	23,570.00	2,056.00	9,14,351.00

Source: *Udyam Registration Portal*

C. Gender Mix:

The involvement of female entrepreneurs in India's MSMEs sector is very low in comparison to male. Following are the sector-wise gender mix;

- Micro: 79.56% (Male) and 20.44% (Female)
- Small: 94.74% (Male) and 5.26% (Female)
- Medium: 97.63%(Male) and 2.77% (Female)

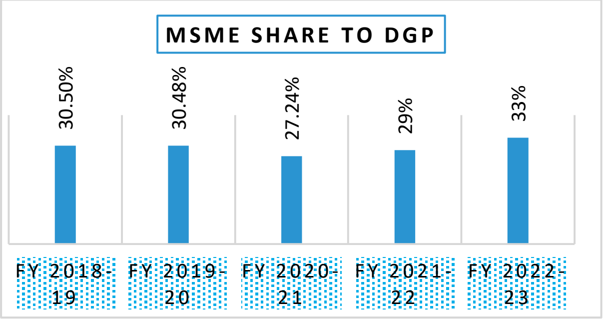


Source: *Ministry of MSME.*

From the above table, it shows that Micro sector is attracting more number. of female to be in the business instead of small and medium. It is happening due to the skill set in handicraft, cottage and cash crops business. The gender ratio should come closure; accordingly, platform is set for the female to be more in Small and Medium Industry than Micro Industry.

D. Share of MSMEs to GDP of India:

It is learnt that the average contribution of MSMEs to the India's GDP is 30% approx., which constitute a big chunk of share. Share of MSME to GDP of India (last 5 year trend) is as under;

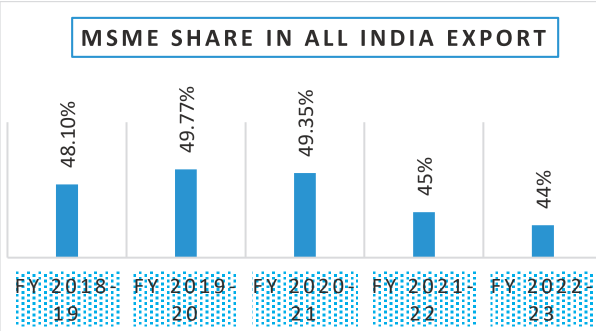


Source: *MMSE Press Publication, PIB Delhi*

It observed that even during pandemic (COVID-19) period, contribution of MSMEs to the GDP is not far below than the national average.

E. Share of MSMEs in all India Export:

MSMEs presence towards contribution to the all India export. They share about 50% of the total export of INDIA and helping to bridge the EXIM gap. Following are the share of MSMEs in all India export (last 5 years trend):



Source: *MMSE Press Publication, PIB Delhi*

F. MSME and Employment:

"More MSMEs More Employment", there is direct relation between the MSMEs and Employment. Looking at the skill set of the people of India in the field of art and craft, they have the high percentage of deployment under MSME. From the data the sectoral distribution of employment by the MSMEs is more on Trade and Other Services than Manufacturing as extracted below;

Source: *Audit Report 2022-23, MSME India.*

Apart, the MSMEs of India are generating more employment opportunity that helps to build a strong economic health of the country. With the increase in MSMEs, Employment will increase and vice-versa and will have cascading impact on the Per Capita Income of the Country.

As per the all report of sixth economic census MSME report, about 108.41 million employed in non-agricultural sector and 22.88 million employed in agricultural sector. Maximum employment potential in 'livestock' with 19.42 million, 'Manufacturing' with 30.36 Million, 'Retail Trade' with 27.19 million and 'Education' with 10.60 million and workers constituting 84.86% of the total employment in the agricultural sector.

> As on date, there are total of 2,44,15,144 nos. of MSMEs which have been registered in the UDYAM registration site maintained by the Ministry of MSME, India. It is observed that out of the total Udyam registration, nearly 97% are the Micro, 2.5% are the Small and 0.5% are the Medium category. Hence, the focus of the Govt. is required more towards making Small and Medium Units along with the Micro Units.

There are around 73.14 million persons (55.71%) working in establishments with at least one hired worker in the country and the rest 58.15 million (44.29%) persons are working in own account establishments.

G. MSME and Start-up:

Govt. of India is encouraging the young talent with business idea to launch their own Start-ups. The initiatives taken by the Govt. of India has fuelled to grow Start-ups in diverse sectors ranging from Agriculture to Space Tech. They are also in the field of Robotics, Artificial Intelligence and Green Energy (Net-Zero) sector.

About 1.14 lakhs Start-ups are recognised by the Department of Promotion of Industry and International Trade (DPIIT). Out of them, about 112 Start-ups emerged as Unicorns. The growth of the Start-ups increased @15% YoY basis. The participation of woman in start-ups are nearly 20% of the total Start-ups. They created nearly 40000 new jobs every year. (Source Start-up India site).

MSME SCHEME(S)

The Govt. is constantly putting efforts towards building a solid platform and environment with the launch of many schemes and policy statements. These schemes meant for all section of the MSMEs to boost up the sector at large. There are few schemes which has been highlighted below which has been influencing the growth of the MSMEs, Employment and Economy.

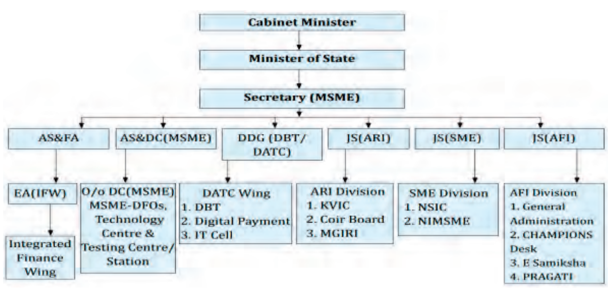
- **PMEGP:** Prime Minister's Employment Generation Programme: Promoting financial assistance to set up self-employment ventures and to generate employment opportunities in rural as well as urban areas.
- **CGTMSE:** Credit Guarantee Scheme for Micro & Small Enterprises: To encourage first generation entrepreneurs to venture into self-employment opportunities.
- **MSE-CDP:** Micro & Small Enterprises Cluster Development Programme: To create/upgrade infrastructural facilities in the new/ existing Industrial Areas/Clusters of MSEs.

- **SFURTI:** Scheme of Fund for Regeneration of Traditional Industries: To promote traditional sectors and increase income of artisans providing sustainable employment.
- **ESDP:** Entrepreneurship and Skill Development Programme: To promote new enterprises, capacity building of existing MSMEs and inculcating entrepreneurial culture in the country.
- **ATI:** Assistance to Training Institutions: The assistance is provided to National level training institutions operating under the Ministry of MSME
- **PMS:** Procurement and Marketing Support: to promote new market access initiatives like organizing / participation in National / International Trade Fairs / Exhibitions / MSME Expo, etc.
- **ASPIRE:** A Scheme for Promotion of Innovation, Rural Industries and Entrepreneurship: To set up a network of Livelihood Business Incubators (LBIs), predominantly in the rural and underserved areas, to promote innovation and accelerate entrepreneurship
- **MSME Champion:** 1). MSME-Sustainable (ZED), 2). MSME-Innovative (for Incubation, IPR, Design), 3). MSME-Competitive (Lean) and 4). Digital MSME.
- **SRI:** Self Reliant India: Funds for empowering MSMEs for Aatmanirbhar Bharat.
- **RAMP:** Raising and Accelerating MSME Performance: RAMP is a World Bank supported Central Sector Scheme aimed at improving access of MSMEs to market, finance and technology upgradation by enhancing the outreach of existing MoMSME schemes.

Source: *MSME web portal.*

MSME REGULATORY BODY

The regulatory body is responsible for framing and monitoring the policies, rules and regulation framed from time to time for overall growth of the MSMEs in India.



Source: *Annual Report 2022-23 MSME India.*

MSME GRIEVANCE MONITORING

- **MSME Samadhaan:** Address delayed Payment Monitoring and dispute resolution body of the MSMEs.

MSME SUPPORT

In order to safe guard the interest of the MSMEs, Govt. has framed support system policy, outlined as under;

- **Public Procurement Policy:** i. Mandatory for public sector companies to procure 25%, ii. Special provision of 3% procurement for women entrepreneurs iii. Exemption of Security money etc.
- **MSME Sambandh:** To monitor the procurement by Central Government Ministries, Departments and CPSEs.
- **Stressed MSMEs.:** Rs 20,000 crores Subordinate Debt for Stressed MSMEs.
- **Fund of Funds:** Rs 50,000 cr. Equity infusion for MSMEs through Self Reliant India Fund (Fund of Funds):
- **ECLGS/GECL:** Emergency Credit Line Guaranteed Scheme (ECLGS) / Guaranteed Emergency Credit Line (GECL).

MSME INNOVATIVE-THE SUCCESS STORY

- **MSME-Innovative (Incubation):** To promote & support untapped creativity of individual and to promote adoption of latest technologies in manufacturing as well as knowledge based innovative MSMEs.
- **MSME-Innovative (Design):** To bring Indian manufacturing sector and Design expertise/ Design fraternity on to a common platform.
- **MSME-Innovative (IPR):** To improve the Intellectual property (IP) culture in India.
- **MSME-Innovative (Digital):** The objective of the "Digital MSME" Scheme is to bring in digitization and digitalization.
- **MSME–Innovative (SME-Exchange):** Accumulation of funds from the open market and trading of shares.

THE GAP

The Govt. has been continuously putting efforts towards development of a robust platform for Indian MSMEs. They are growing at a faster pace to contribute heavily for the growth of the Indian Economy. Albeit, there are few bottleneck being faced by the MSMEs of India which needs to be looked into. They are primarily in the following areas;

- **Building Entrepreneurship Culture:** 1. Geographical- The MSME culture should not only be confined to more on Metro -City, Urban & Semi Urban, but they should be extended to Village/ Rural. 2. Educational: Learning from the school level to higher level.
- **Focused Policy:** There is a need for a state-wise focused policy based on the core-competency and competitiveness of the State(s) in India instead of Pan India plan & policy. Accordingly, physical infrastructure like Clusters, Economic Corridor and SEZs is required to facilitate the local MSMEs.
- **360-degree support system:** A complete single window facilitation system, which will resolve the issues from beginning to end (end-to-end solution).
- **Risk coverage:** Feel good factor i.e. favourable economic environment (interest rates, financial support system, inflation and exchange rate fluctuationsetc.)whichhasbearingonthegrowthofthe MSMEs.
- **Up-stream Industries:** Large manufacturing units, who has potential for creation of many downstream/ ancillary units, which will attract
- **NANO-UNICORNS:** Micro level plan (Panchayat wise) focus and support towards creation of Micro units through Self Help Groups (SHGs).
- **Farmer as Micro entity:** Group of farmers (at least five) joined together in a village to be allowed to formulate micro entity for the purpose of availing MSME policy benefits and to outreach the MMSE growth.

CONCLUSION

The visionary policy of the Govt. of India adding fuels in making MSMEs as the rider of the country's economy. With the promulgation of the policies, procedure and schemes, the MSMEs of India are flourishing day by day. Their presence has been felt in Tier-2 and Tier-3 Cities than Tier-I cities. India is seeing a growth oriented trend of the MSMEs as they are growing at a pace higher than the target. These MSMEs has enormous potential to accommodate employment, bridge the economic trade-off of the country. It is worth, to have many MSMEs than few large industries, as their presence can be seen everywhere and all sections. Looking at the growth graph of the MSMEs, they are in the growing stage of the industry life cycle. Year 2024 is a perfect launch pad platform of the MSMEs in India, so that the MSMEs could contribute to the GDP largely in pursuit of achievement the target set for 2047.

However, there are milestones to achieve, to be at the mature stage of the MSMEs life cycle.

It concludes that MSMEs have a cascading effect to the growth of the economy and key contributor in mapping with the Sustainable Development Goal '**SDG**' index, thus, MSMEs act as a Catalyst in "**VIKSIT BHARAT**".

Viksit Bharat@2047: Crystal Gazing Through MSME Sector

The term "Viksit Bharat" encapsulates the Indian government's vision to transform India into a developed nation by the year 2047, the centenary of its independence. "Viksit Bharat" was introduced by Hon'ble Prime Minister Shri Narendra Modi and officially launched on December 11, 2023, as a vision for India's development by the year 2047 and has since been a recurring theme in government discourse, including budget speeches and policy initiatives. It is central to the Indian government's ambitious vision for the nation's future, by the year 2047, which will mark the 100th anniversary of India's independence.

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INTRODUCTION

VIKSIT BHARAT: A DEVELOPED INDIA BY 2047

The term "Viksit Bharat" encapsulates the Indian government's vision to transform India into a developed nation by the year 2047, the centenary of its independence. "Viksit Bharat" was introduced by Hon'ble Prime Minister Shri Narendra Modi and officially launched on December 11, 2023, as a vision for India's development by the year 2047 and has since been a recurring theme in government discourse, including budget speeches and policy initiatives.

It is central to the Indian government's ambitious vision for the nation's future, by the year 2047, which will mark the 100th anniversary of India's independence. This vision encompasses economic, social, environmental, and governance development, aiming to create a prosperous India in harmony with nature, with modern infrastructure, and providing opportunities for all citizens and regions to reach their potential.

THE VISION

Viksit Bharat goes beyond just economic prosperity. It encompasses a multifaceted vision encompassing several key areas:

- **Economic Strength:** A robust economy with a strong manufacturing base, high GDP per capita, and a thriving entrepreneurial ecosystem and to achieve a USD 30 trillion economy with a per-capita income of USD 18,000-20,000.
- **Effective Governance:** Transparent, accountable, and efficient governance that fosters public participation and delivers on its promises. Eliminating unnecessary interference by the government in the lives of citizens and promoting digital economy and governance
- **Social Progress:** Equitable access to quality education, basic amenities for all citizens, and healthcare. Eradication of poverty, hunger, and social inequalities and to build world-class infrastructure and facilities.
- **Environmental Sustainability:** Environmentally conscious development practices that ensure ecological balance and a sustainable future. Fostering green growth and climate action by increasing renewable energy capacity and reducing carbon emissions.
- **Complete Atmanirbharta:** In defence and space sectors and enhancing India's role in the world.
- **Youth:** To empower the youth with skills and education and to create more employment opportunities.
- **R&D:** Partnering with foreign R&D organizations to build top 10 labs in the country and bringing, at least 10 Indian institutions among the top 100 globally.
- **Global Champions**: To develop 3-4 global champions in every sector by merger or restructuring and boosting indigenous industry and innovation.

CHANAKYA & HIS TIMELESS PRINCIPLES OF GOVERNANCE

Chanakya also known as Kautilya wrote Arthashastra, around the 4th century BCE, it is a groundbreaking timeless work on statecraft, political science, and economic policy. It emphasizes infrastructure development, public investment, and the role of private enterprise, suggesting a mixed economic framework that resonates with modern economic policies. Arthashastra incorporates philosophy and discusses social welfare, ethics, and the role of the government in economic management.

Kautilya was the first to establish economics as a separate discipline, using discrete marginal analysis and combinatory rules to enhance economic analysis. His work demonstrates an understanding of the economy as an interconnected system and the importance of strategic economic planning.

The role of Micro Small & Medium Enterprises (MSMEs) in achieving Viksit Bharat aligns with the economic principles outlined in Kautilya's Arthashastra. The government's focus on infrastructure, technology, and financial support for MSMEs mirrors the mixed economic model suggested by Kautilya, where both public investment and private enterprise are pivotal.

The emphasis on modernizing MSMEs through schemes like Raising and Accelerating MSME Performance (RAMP) and MSME Champions reflects Arthashastra's advocacy for strategic economic planning and the adoption of best practices. The inclusion of MSMEs in priority sector lending and the provision of financial incentives are in line with the principles highlighted in the Arthashastra, of supporting private enterprise and ensuring economic stability.

THE ROAD MAP

The government policies & plans acknowledge that achieving this vision requires a collaborative effort. Some key aspects of their strategies are:

- **Youth as the Forefront:** India's young population is seen as a driving force. Initiatives like "Ideas from Youth for Viksit Bharat@2047" encourage youth participation in shaping the vision and contributing their ideas. India is one of the youngest nations with a median age of 29 years. It accounts for nearly 20% of the world's total young population. This is an enormous opportunity, and likely to last till 2047.
- **Public Participation:** The government recognizes the importance of public engagement. Platforms like Ideas for the Vision of a Developed India encourage citizen participation in shaping the vision and its implementation.
- **Policy and Strategy:** The government is likely to formulate policies and strategies across various sectors to achieve the goals outlined in the Viksit Bharat vision. A dedicated dashboard – Viksit Bharat 2047 – Dashboard: tracks progress across different sectors and demographics.

WHY MSMEs ARE CONSIDERED THE BACKBONE OF BHARAT AND WHY ARE THEY EXPECTED TO CONTRIBUTE SIGNIFICANTLY TO VIKSIT BHARAT?

Micro Small and Medium Enterprises (MSMEs) are the lifeblood of the Indian economy. These dynamic entities contribute significantly to India's Gross Domestic Product (GDP), foreign exchange earnings, the export sector, and most importantly, employment generation.

GDP CONTRIBUTION

- **Powerhouse of Growth:** MSMEs contribute a staggering **29.15%** to India's GDP as per the latest data (2021-22) from the Ministry of Statistics & Programme Implementation. This translates to a significant share of the economic pie, highlighting their crucial role in national growth.
- **Manufacturing Power:** MSMEs account for a significant portion of India's manufacturing output. They contribute **40.83%** to the total manufacturing GVA in all India Manufacturing GVA, as per the latest data (2021-22), acting as a vital ingredient & catalyst in the industrial ecosystem.

FOREIGN EXCHANGE AND EXPORTS

- **Export Champions:** Surprisingly, MSMEs contribute a whopping 45.56% of India's total exports for FY 2023-24 (Till September 2023). About $200 billion worth of MSME products were exported in 2022-23. This showcases their ability to compete in the global market and generate valuable foreign exchange reserves, which are crucial for a developing economy.
- **Product Diversity:** MSMEs manufacture a vast array of products across sectors, encompassing over 8,000 + different categories. This product diversity strengthens India's export basket, offering a wider range of goods to the international market.
- **Employment Generation:** MSMEs are the largest employment generators in India. As of 6th December, 2023, the total employment recorded on the Udyam Registration Portal (since inception 01.07.2020 to 06.12.2023) is **15.50 crores**. This immense workforce contribution helps reduce unemployment and fosters inclusive growth across the nation.
- **Rural Reach:** Unlike large corporations, MSMEs are often located in rural and semi-urban areas. This not only promotes regional development but also provides crucial employment opportunities for the local population, stemming rural-urban migration.
- **Women Entrepreneurs:** MSMEs offer significant opportunities for women entrepreneurs. As of 31st January, 2024, around **20.50%** of MSMEs are owned by women, fostering female economic empowerment and participation in the workforce.

ADDITIONAL ADVANTAGES

- **Innovation Hubs:** MSMEs are often at the forefront of innovation. Their smaller size allows for greater adaptability and flexibility, fostering the development of new products and services.
- **Social Upliftment:** MSMEs play a vital role in alleviating poverty by providing income opportunities

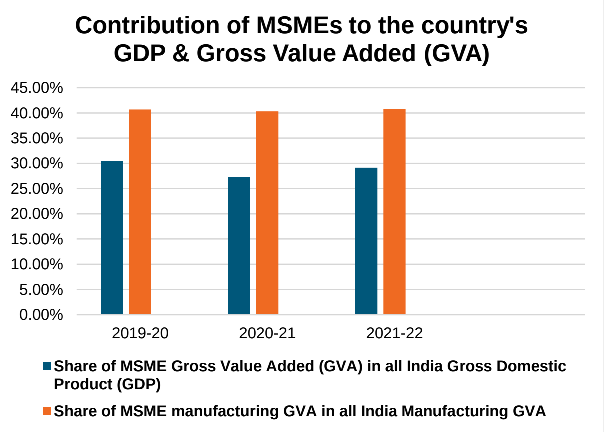
for a large segment of the population. This empowers individuals and contributes to overall social development.

- **Entrepreneurial Spirit:** The flourishing MSME sector fosters a culture of entrepreneurship, inspiring individuals to start their own businesses and contribute to the economic landscape. Start-up India is another initiative and an illustrious feather of the Government of India's cap. India is home to over 100 unicorns with a total valuation of upwards of US$ 340 billion.

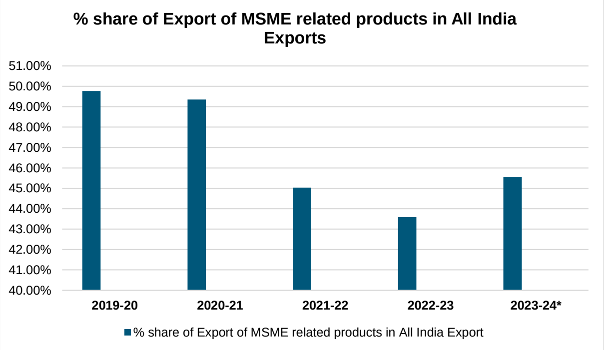
CONTRIBUTION OF MSMEs TO THE COUNTRY'S GDP

As on 4th December, 2023, about 3.16 Crores MSMEs are registered at MSME portal. Maharashtra, Tamil Nadu, and Uttar Pradesh contribute nearly 40% of all registered MSMEs in India.

As per the latest information received from the Ministry of Statistics & Programme Implementation, the share of MSME Gross Value Added (GVA) in all India Gross Domestic Product (GDP) and the share of MSME manufacturing GVA in all India Manufacturing GVA are as follows:



As per the information culled out from the Data Dissemination Portal of Directorate General of Commercial Intelligence and Statistics (DGCIS), the share of export of MSME specified products in all India exports are as follows:



**(Up to September 2023)*

MSME SECTOR AS A GROWTH ENGINE ESPECIALLY IN RELATION TO VIKSIT BHARAT

The MSME sector is recognized as a critical component of India's economic fabric. The government acknowledges the sector's importance and has been implementing measures to support MSMEs, including mandatory procurement policies, access to technology, and addressing delayed payments.

The following is a summary of MSME initiatives taken by the government.

- The "Atmanirbhar Bharat Abhiyan" was introduced in May, 2020 to revive the MSME sector with financial support mechanisms such as collateral-free loans and funds for capacity augmentation. The long-term vision for MSMEs includes competitiveness, sustainability, and innovation, with a focus on credit support, skilling, infrastructure, and market access.

- The Annual Union Budgets have been a platform for announcing several initiatives aimed at empowering entrepreneurs, start-ups, and MSMEs. These include tax breaks, timely funding, and decriminalization of minor business-related errors. The budget also emphasizes the role of digital public infrastructure in fostering innovation and enabling change.

- The government is promoting digital mobility for automotive MSMEs, which is expected to drive the industry forward and contribute to the creation of a developed Bharat. The PM Gatishakti National Master Plan aims to enhance multi-modal connectivity & logistics aimed at benefiting MSMEs through improved infrastructure in a cost-efficient but with world- class standards.

- Schemes like the PM Mudra Yojana, PM Vishwakarma Yojana, and the MSME Credit Guarantee Scheme have been instrumental in providing affordable loans and working capital to MSMEs. The government has also been proactive in removing barriers to MSME development by revising its definition and eliminating over 40,000 compliances.

- MSMEs are encouraged to enhance their quality and durability to meet global standards, with the government supporting small-scale industries and fostering innovation in emerging sectors like Electric Vehicles (EVs) etc, which have a very high global demand. The government has initiated a Production-Linked Incentive (PLI) scheme amounting to approximately Rs 26,000 crore for the Auto and Auto Components sector. This scheme not only promotes manufacturing but also incentivizes hydrogen vehicles.

- Significant investments are being made in the MSME sector, with states like Maharashtra, Tamil Nadu, and Gujarat demonstrating substantial pledges for growth. The sector's Gross Value Added (GVA) and export contributions are monitored, indicating its economic impact.

- A high-powered committee will be formed to address challenges related to population growth and demographic changes, which will have implications for the MSME sector and the broader goal of Viksit Bharat.
- The National Education Policy 2020 and the Skill India Mission are key initiatives aimed at training and upskilling youth, which will directly benefit the MSME sector by providing a skilled workforce.
- The vision for Viksit Bharat includes harmony with nature, which implies that MSMEs will also need to adopt sustainable practices to align with this goal.
- The roadmap for Viksit Bharat in relation to the MSME sector is multifaceted, involving financial support, regulatory reforms, infrastructure development, digitalization, and a focus on quality and innovation. The government's budgetary and policy measures are designed to empower MSMEs to grow and compete on a global scale, thereby contributing to the overarching goal of transforming India into a developed nation by 2047.

CATALYSTS AND CONTRIBUTORS TO VIKSIT BHARAT

This policy vision hinges on the contribution of various catalysts and stakeholders.

GOVERNMENT INITIATIVES

- **Policy Framework:** The government plays a crucial role in setting the national agenda and formulating policies that promote inclusive growth, infrastructure development, and technological advancements – all essential for achieving Viksit Bharat. Initiatives like "Make in India" aim to boost manufacturing and "Digital India" targets widespread technology adoption.
- **Infrastructure Development:** Building robust infrastructure – including transportation networks, reliable power supply, and efficient communication systems – is crucial for connecting markets, facilitating business growth, and attracting foreign investments.
- **Social Welfare Programs:** Addressing social issues like poverty, illiteracy, and healthcare disparities through targeted programs fosters inclusive development and ensures all citizens benefit from economic progress. Schemes like "Ayushman Bharat" aim to provide wider healthcare access.
- **Skilling & Education:** Equipping the workforce with the necessary skills and knowledge is essential for a knowledge-based economy. Initiatives like "Skill India" focus on vocational training and upskilling the youth for future jobs.

> Chanakya also known as Kautilya wrote Arthashastra, around the 4th century BCE, it is a groundbreaking timeless work on statecraft, political science, and economic policy. It emphasizes infrastructure development, public investment, and the role of private enterprise, suggesting a mixed economic framework that resonates with modern economic policies. Arthashastra incorporates philosophy and discusses social welfare, ethics, and the role of the government in economic management. The emphasis on modernizing MSMEs through schemes like Raising and Accelerating MSME Performance (RAMP) and MSME Champions reflects Arthashastra's advocacy for strategic economic planning and the adoption of best practices. The inclusion of MSMEs in priority sector lending and the provision of financial incentives are in line with the principles highlighted in the Arthashastra, of supporting private enterprise and ensuring economic stability.

- **MyGov Platform**: The MyGov platform, developed and maintained by the National Informatics Centre, Ministry of Electronics & Information Technology, Government of India, provides a space for citizens to share their ideas and contribute to the vision of Viksit Bharat.

PRIVATE SECTOR

- **Innovation & Entrepreneurship:** Private companies play a critical role in driving innovation, developing new technologies, and creating job opportunities. Fostering a vibrant startup ecosystem will be crucial for India's economic leapfrog.
- **Industry:** The Indian industry plays a critical role in achieving the vision of Viksit Bharat. It is expected to align itself with India's developmental interests and contribute to the nation's progress.
- **Investments & Job Creation:** The private sector plays a key role in creating jobs, mobilizing resources, and attracting foreign investments. This injects capital into the Indian economy and fuels growth across various sectors.
- **Technological Advancements:** Embracing cutting-edge technologies like artificial intelligence, automation, and renewable energy is essential for efficiency, productivity, and sustainability. Private companies can lead the charge in these areas.

INDIVIDUALS AND COMMUNITIES

- **Active Citizenship:** Public participation is vital for Viksit Bharat. This includes citizens actively engaging in the democratic process, holding the government accountable, and contributing to community development initiatives.
- **Youth:** The youth of India play a crucial role in the vision of Viksit Bharat. Their energy, ideas, and contributions are essential for the development of the nation.
- **Education Institutes:** Education institutes are encouraged to channelize the youth energy towards the goal of Viksit Bharat. They are urged to link the ideas and characteristics of students to the development of a developed India.
- **Sustainable Living Practices:** Promoting environmentally conscious behaviour like resource conservation and waste management is crucial for achieving sustainable development.

DATA-DRIVEN FUTURE OUTLOOK

- **Digital India:** According to the 'India e-Conomy Report' — jointly published by Google, Bain & Company, and Temasek. There are over 700 million internet users in India, It clearly reflects that digital services have become an indispensable part of our lives. As of 2022, India's internet economy was valued at between $155-175 billion, the report states. This amounts to roughly 48 percent of India's technology sector and 4-5 percent of the country's GDP. This report further projects that by 2030, this value will increase to between $900 billion and $1 trillion, accounting for 62 percent of the technology sector and 12-13 percent of India's GDP.
- **E-commerce Boom:** E-commerce sales in India are expected to reach **$350 billion** by 2030, with MSMEs leveraging online platforms to reach a wider customer base.

UPI & DIGITAL PAYMENT NETWORK

Digital Payment Networks streamline transactions, improving cash flows and cost-effectiveness. It reduces the administrative burden and risk of losing important records. Furthermore, digital payments can expand the customer base, provide upsell opportunities, reduce costs, and create a digital footprint that enables easy access to credit at cheaper rates. India is the frontrunner in Digital Payment Networks and Fintech Infrastructure.

Other Catalysts

- **Foreign Investments:** Foreign direct investments bring in much-needed capital and expertise, fostering technological advancements and creating job opportunities.
- **Global Collaborations:** Sharing knowledge and collaborating with other developed nations on research & development can accelerate India's progress in various sectors.
- **Diaspora:** The Indian diaspora, spread across the globe, can contribute through investments, knowledge transfer, and building bridges with international markets.

Synergy is Key

The success of Viksit Bharat will depend on a collaborative effort by all stakeholders. By working together, India can translate the vision of Viksit Bharat into a reality.

This collaborative approach requires effective communication and knowledge-sharing between all parties. Platforms like Ideas for the Vision of a Developed India (https://innovateindia.mygov.in/viksitbharat2047/) can facilitate this by encouraging public participation and gathering valuable insights from all stakeholders.

HOW MSMEs, TECHNOLOGY, AND VIKSIT BHARAT CAN BENEFIT THE GLOBAL ECONOMY?

The flourishing MSME sector in India, empowered by technology and the vision of Viksit Bharat (Developed India), can create positive ripples that extend beyond the national borders and contribute to the global economy in several ways:

1. **Enhanced Global Supply Chains:**

- **Diversification and Reliability:** A robust MSME sector in India can diversify global supply chains, reducing dependence on a few dominant players. This fosters greater reliability and resilience in the face of disruptions.
- **Cost-Effectiveness:** MSMEs can offer competitive pricing due to their lower operational costs and flexible production capabilities. This can benefit global businesses seeking cost-efficient sourcing options.
- **Innovation:** The dynamic nature of MSMEs often leads to innovative product development. This injects fresh ideas and solutions into the global marketplace, benefiting consumers worldwide. The government of India has introduced various schemes and funds to support technology upgradation in MSMEs. These initiatives aim to enhance energy efficiency, improve product quality, and reduce costs.

2. **Increased Global Trade:**

- **Export Potential:** A technologically empowered MSME sector in India can become a significant exporter of a wider range of high-quality goods and services. This injects dynamism into global trade and fosters international competition, potentially leading to better products at competitive prices for consumers worldwide. The Ministry of Micro, Small and Medium Enterprises (MSME) has a target of $200 billion in exports by 2025 and $300 billion by 2030.

Global Market Access: E-commerce platforms and digital marketing tools empower Indian MSMEs to reach a global customer base. This expands market access for Indian businesses and fosters international trade linkages. MSMEs in India are poised for greater integration with major global value chains. The 'Make in India' policy and trade agreements present opportunities for MSMEs to explore foreign markets. E-commerce is also playing a pivotal role in democratizing trade and empowering MSMEs to engage in international trade, with a significant impact on sales revenue. India's Foreign Trade Policy 2023 (FTP-23) aims to increase exports to $3 trillion by 2030, with e-commerce-led exports as a booster. The policy also aims to reach $200–300 billion in e-commerce exports by 2030.

3. **Knowledge Sharing and Collaboration:**

- **Technology Transfer:** As Indian MSMEs embrace advanced technologies, there's potential for knowledge sharing and collaboration with companies worldwide. This cross-pollination of ideas can accelerate technological advancements on a global scale. The adoption of cutting-edge technologies like Artificial Intelligence (AI), Machine Learning (ML), data-enabled systems, and internet-based businesses can make MSMEs more efficient, gain consumer trust, and stand out in the competitive market.

- Many MSME entrepreneurs are harnessing technology to innovate their products and services, revamp old businesses, and even start technology-based businesses such as e-commerce and online services. The adoption of technology is crucial for MSMEs, as it can boost their role in India's export success.

- **Best Practices:** The success stories of Indian MSMEs can serve as valuable case studies for entrepreneurs in other developing nations. Sharing best practices in areas like innovation, marketing, and technology adoption can foster global economic development.

4. **Sustainable Practices:**

- **Focus on Sustainability:** The vision of Viksit Bharat emphasizes sustainable development. As Indian MSMEs strive towards eco-friendly practices, it can set a positive example for businesses worldwide, potentially leading to a more sustainable global economy. With India's commitment to reducing emissions intensity and reaching net zero by 2070, MSMEs will play a crucial role in the energy transition. The sector generates around 110 million tonnes of CO_2 equivalent annually, and the projected energy consumption is expected to increase by almost 50% by 2030. Incentives for green technologies and collaboration with international organizations are essential for integrating Environmental, Social, and Governance (ESG) practices.

- **Resource Efficiency:** Adoption of technology by MSMEs can lead to resource optimization and reduced waste generation. This focus on sustainability can benefit the environment on a global scale.

CHALLENGES AND THE ROAD AHEAD

The path to Viksit Bharat is not without challenges:

- **Infrastructure Development:** India needs extensive infrastructure development in areas like transportation, energy, and communication to support a growing, developed economy. Inadequate infrastructure can hinder their growth.
- **Skilling the Workforce:** Equipping the workforce with the necessary skills to thrive in a knowledge-based economy is crucial.
- **Socio-economic Disparities:** Addressing issues like poverty, inequality, and social discrimination is essential for inclusive growth.
- **Environmental Sustainability:** Balancing economic development with environmental protection is a key challenge.
- **Market Access:** Competition from larger players and limited access to global markets can pose challenges for MSMEs.
- **Digital Divide:** Limited access to internet connectivity and digital literacy in rural areas can hinder MSME adoption of technology. Bridging the digital divide is crucial for inclusive growth.
- **Cybersecurity Concerns:** As MSMEs become increasingly reliant on technology, cybersecurity threats become more significant. Implementing robust cybersecurity measures is key for protecting sensitive data.
- **Investment Requirements:** Upgrading technology infrastructure requires initial investment, which can be a challenge for some MSMEs. Government initiatives offering financial assistance and access to affordable technology solutions can help overcome this hurdle.

DESPITE THESE CHALLENGES, VIKSIT BHARAT PRESENTS SOME VERY SIGNIFICANT OPPORTUNITIES

- **Demographic Dividend:** India's young population can be a powerful driver of growth and innovation.
- **Technological Advancements:** Leveraging technology effectively can help India leapfrog in various sectors.
- **Foreign Investments:** Attracting foreign investments can provide the necessary capital and expertise for development.
- **Mudra Loans:** The Pradhan Mantri MUDRA Yojana provides loans to micro-units, facilitating easier access to credit.
- **Skill Development Programs:** Initiatives like Skill India focus on equipping the MSME workforce with relevant skills.

- **E-commerce Platforms & Digital Payments Network:** Promoting e-commerce platforms can help MSMEs reach wider markets and expand their reach.

MSMEs are the cornerstone of the Indian economy, driving growth, generating employment, and fostering innovation. Recognizing their potential and addressing their challenges is crucial for India's journey towards becoming a developed nation. By facilitating access to finance, infrastructure, and market opportunities, the government and institutions can empower these dynamic enterprises to reach their full potential and contribute even more significantly to India's economic future. Viksit Bharat represents a bold vision for India's future. By focusing on inclusive growth, sustainability, and public participation, India has the potential to achieve this ambitious goal and emerge as a leading developed nation in the years to come. The success of this vision will depend on the collective effort of the government, businesses, and citizens alike.

Outlook

Despite the challenges, the potential benefits of Viksit Bharat are immense even for the Global Economy and Environment. By capitalizing on its opportunities and proactively addressing the risks, India can transform into a developed nation and a global leader. Achieving this vision requires a collaborative effort from the government, private sector, and citizens alike. With a combination of strategic planning, focused execution, and unwavering commitment, Viksit Bharat can indeed become a reality.

Projected growth statistics envisioned by the Indian government under the ambitious Viksit Bharat@2047 plan.

1. **Per Capita GDP:**
   - The blueprint outlines the following projections for per capita GDP at current prices (in INR):
   - 2030: Rs. 4,02,008/-
   - 2040: Rs. 10,93,037/-
   - 2047: Rs. 21,84,812/-
   - These figures reflect the anticipated economic growth and prosperity for individual citizens.

2. **Exports Targets:**
   - The MSME sector plays a crucial role in India's economy, and the plan sets ambitious export targets (in USD):
   - 2030: Export value of $1.58 trillion
   - 2040: Export value of $4.56 trillion
   - 2047: Export value of $8.67 trillion.
   - These targets emphasize the sector's contribution to global trade and economic resilience.
3. **Annual Economic Growth:**
   - To achieve these goals, the economy needs to maintain robust growth rates (in percentage):
   - 2030-2040: Annual average growth of 9.2%
   - 2040-2047: Annual average growth of 8.8%
   - 2030-2047: Overall average growth of 9%.
   - Consistent economic expansion is essential for realizing the vision.

CONCLUSION

A thriving Indian MSME sector, empowered by technology and the vision of Viksit Bharat, has the potential to create a win-win situation for both India and the global economy. By fostering innovation, diversification, and sustainable practices, India's economic growth can contribute to a more prosperous and interconnected world.

Technology is a game-changer for MSMEs in India. By embracing digital tools and solutions, MSMEs can enhance efficiency, expand their reach, and become more competitive. As India strives for the vision of Viksit Bharat, empowering MSMEs through technology will be crucial for achieving sustainable and inclusive economic growth.

Bharat's journey towards becoming a Viksit Bharat nation holds immense importance and significance for the global economy.

REFERENCES:

i. *Viksit Bharat@2047: Plan for $30tn economy goal in govt focus - MSN. https://www.msn.com/en-in/news/India/viksit-bharat-2047-plan-for-30tn-economy-goal-in-govt-focus/ar-AA1j3y06*

ii. *Vision India@2047: Transforming the Nation's future. https://loksabhadocs.nic.in/Refinput/New_Reference_Notes/English/16012024_112431_102120474.pdf*

iii. *Centre Readies 'Viksit Bharat 2047' Plan, Focus On Growth: Sources. https://www.ndtv.com/india-news/centre-readies-viksit-bharat-2047-plan-focus-on-growth-sources-5169042*

iv. *VIKSIT BHARAT@2047. https://assumptioncollege.edu.in/uploads/files/597/Viksit%20Bharat.pdf*

v. *Vision Viksit Bharat@2047: You are the Future Drivers of the Country's https://pib.gov.in/PressReleaseIframePage.aspx?PRID=2006761.*

vi. *https://www.moneycontrol.com/news/opinion/union-budget-a-roadmap-for-unleashing-indias-entrepreneurial-spirit-delivering-viksit-bharat-12180401.html#:~:text=Many%20in%20India%20Inc%20were%20betting%20on%20a%20pre%2Delectoral%20splurge%20led%20by%20a%20flurry%20of%20populist%20measures*

vii. *https://www.indianewsnetwork.com/en/20240304/from-protection-to-promotion-gradual-strengthening-of-msmes-for-viksit-bharat#:~:text=From%20protection%20to%20promotion%3A%20Gradual%20strengthening%20of%20MSMEs%20for%20%C3% A2Viksit%20Bharat%C3%A2*

viii. *https://medium.com/@thenorthcapuniversity/the-roadmap-to-viksit-bharat-2047-01b2fe8c5c4b#:~:text=The%20Roadmap%20to%20Viksit%20Bharat%20%402047*

ix. *https://www.indianewsnetwork.com/en/20240304/from-protection-to-promotion-gradual-strengthening-of-msmes-for-viksit-bharat#:~:text=While%20tabling%20the%20interim%20budget%20for%202024%2D25%20in%20Parliament%20last%20month%2C%20Finance%20Minister%20Nirmala%20Sitharaman%20said%20the%20government%20is%20working%20to%20make%20India%20the%20third%20largest%20economy%20of%20the%20world%20in%20the%20next%20few%20years%20and%20a%20developed%20nation%20by%202047*

x. *https://indianexpress.com/article/what-is/what-is-viksit-bharat-budget-target-2047-nirmala-sitharaman-9138965/#:~:text=As%20our%20Prime%20Minister%20firmly%20believes%2C%20we%20need%20to%20focus%20on%20four%20major%20castes.%20They%20are%2C%20%E2%80%98Garib%E2%80%99%20%28Poor%29%2C%20%E2%80%98Mahilayen%E2%80%99%20%28Women%29%2C%20%E2%80%98Yuva%E2%80%99%20%28Youth%29%20and%20%E2%80%98Annadata%E2%80%99%20%28Farmer%29*

xi. *https://www.livemint.com/news/india/viksit-bharat-2047-voice-of-youth-whatever-i-do-should-be-for-developed-india-pm-modi-tells-nation-to-take-a-pledge-11702272569458.html#:~:text=He%20told%20the%20nation%20to%20take%20a%20pledge%2C%20%E2%80%9CWhatever%20I%20do%20should%20be%20for%20a%20developed%20India%22*

xii. *https://innovateindia.mygov.in/viksitbharat2047/*

xiii. *https://www.business-standard.com/economy/news/msme-contribution-to-india-s-gdp-lags-pre-pandemic-highs-shows-data-123121200908_1.html*

xiv. *https://www.businesstoday.in/union-budget/story/interim-budget-2024-we-are-working-towards-making-india-a-viksit-bharat-by-2047-says-fm-sitharaman-415710-2024-02-01#:~:text=Important%20priority%20for%20our%20government%20is%20to%20help%20MSME%20grow%20and%20compete%3B%20This%20will%20be%20part%20of%20Viksit%20Bharat%20roadmap*

xv. *https://www.pmindia.gov.in/en/news_updates/pms-address-at-the-digital-mobility-initiative-for-automotive-msmes-in-madurai-tamil-nadu/#:~:text=First%20and%20foremost%2C%20I%20extend%20my%20sincere%20apologies%20to%20all%20of%20you%20for%20my%20delay%20in%20arriving%20here%2C%20causing%20you%20to%20wait*

xvi. *https://www.indiatimes.com/worth/news/interim-budget-2024-gopichand-hinduja-compliments-fm-for-viksit-bharat-roadmap-626574.html#:~:text=Vision%20for%20%27Viksit%20Bharat%27%20is%20that%20of%20prosperous%20Bharat%20in%20harmony%20with%20nature%2C%20modern%20infrastructure%2C%20and%20providing%20opportunities%20for%20all%20citizens%20and%20regions.*

Impact of Rule 9B of Companies (Prospectus and Allotment of Securities) Rules, 2014: Need an Amendment to Protect Private Companies

According to the definition of 'private company' in Section 2(68) of the Companies Act, 2013 ('the Act'), a company is treated as a private company if its articles of association include the three conditions mentioned in clauses (i), (ii), (iii) of the definition. In other words, unless the articles of association of a company include these three conditions, the company cannot be treated as a 'private company'. It should be noted that, a mere inclusion of these conditions in the articles of a company is not enough. The company must actually follow and comply with them.

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INTRODUCTION

THE UNIQUE POSITION OF A PRIVATE COMPANY

Perhaps, a private company limited by shares is the most popular type of organization through which many entrepreneurs prefer to carry on their businesses. The very fact that in India the number of private companies is as much as 90% of the total number of companies incorporated under the Companies Act, indicates the popularity of a private company. A private company is variously described, such as, 'quasi-partnership', 'family concern', 'close corporation', 'a partnership in the clothes of or under the guise of a private company', or a 'company which is in substance a partnership', etc.

A private company has many advantages over the public company. The benefit of 'corporate entity' and 'limited liability' are two vital attractions that lure businessmen towards a private company, as opposed to a partnership firm, as a form of business organization.

The Companies Act confers on private companies several privileges and exemptions which a public company cannot enjoy.

In one case[1] the court explained the unique position of a private company as against a public company in these words:

"The distinction between a private company and a public company is marked and real. In the case of the former, a family or other private group can confine their shareholdings to themselves or render their transfer subject to their approval. In the case of the public limited company, however, when the public at large is invited to subscribe to the shares, and the benefit thereof is availed of by the company, it cannot still claim to retain the complexion of being the bastion or domain of a limited group where any intrusion by outsiders in the form of acquisition of shares is resisted and monopolistic vested defences set up. The basic character of a public limited company that any member of the public is entitled to subscribe to its shares remains, and must be upheld to the exclusion of any individuals or groups interests".

According to the definition of 'private company' in Section 2(68) of the Companies Act, 2013 ('the Act'), a company is treated as a private company if its articles of association include the three conditions mentioned in clauses (i), (ii), (iii) of the definition. In other words, unless the articles of association of a company include these three conditions, the company cannot be treated as a 'private company'. It should be noted that, a mere inclusion of these conditions in the articles of a company is not enough. The company must actually follow and comply with them.

RESTRICTION OF TRANSFER OF SHARES

One of the ingredients of the definition, which it is mandatory to include in the articles of association of every private company, is that a private company, by its articles, restricts the right to transfer its shares. A company cannot be considered a private company unless its articles contain, *inter alia*, provisions concerning restrictions on transfer of shares of the company.

The Companies Act, 2013 and all its predecessors have recognised the restrictive transferability of shares in a private company and contained an appropriate statutory

[1] *Ganesh Flour Mills Co. Ltd v T P Khaitan and Others (1984) 3 Comp LJ 298,*

prescription for it. For example, Section 2(68) of the Companies Act, 2013 defines "private company"; and one of the ingredients of the definition is that a private company, by its articles, restricts the right to transfer its shares. According to it, among other things, a private company means a company which by its articles, restricts the right to transfer its shares. Section 2(68) contains a statutory mandate (and not a discretion) which every private company is obliged to observe, apart from the fact that no private company would wish that the shares of the company are freely transferable.

While the definition of 'private company' mandates that the articles of association of a private company to restrict the right to transfer of its shares, Section 58(1) of the Act recognises the right of a private company to refuse to register any transfer of the company, whether in pursuance of any power of the company under its articles or otherwise, to register the transfer of, or the transmission by operation of law of the right to, any securities or interest of a member in the company; and subsection (2) declares that "Without prejudice to sub-section (1), the *securities or other interest of any member in a public company shall be freely transferable*." This makes it clear that securities or other interest of any member in a private company shall not be freely transferable. The words "whether in pursuance of any power of the company under its articles or otherwise" in Section 58(1) recognises the power of private companies to restrict the transfer of their shares.

What restrictions the articles of a private company is not indicated in the Act; nor does Table F in the First Schedule to the 2013 Act, provide any direction or guidance in this regard. The Companies Act, 1956 also did not contain any provision in this regard. Consequently, one has to ascertain from the case law (which has abundance of decisions on this issue) as to what articles of private companies can and cannot contain in order to restrict the right to transfer of the shares.

Whatever restrictions are imposed by the articles, they are binding upon the members of the company by virtue of Section 10 of the Act. To what extent and in what form the right to transfer can be restricted has been left to the discretion of these companies. In my opinion, in the absence any specific provision outlining restrictions of any kind (even illustratively) and leaving the matter completely to the discretion of the companies, we cannot read into the statute any provision treating certain kinds of restrictions valid and certain kinds of restrictions invalid, since it is well settled principle of statutory construction that no words can be added in, or deducted from, a statute. It is a corollary to the general rule of literal construction that nothing is to be added to or taken out from a statute unless there are adequate grounds to justify the inference the legislature intended something which it omitted to express.[2]

Accordingly, it is to be expected that, in the articles of such a company, the control of the directors over the membership may be very strict indeed. There are very good business reasons, or there may be very good business reasons, why those who bring such companies into existence should give them a constitution which gives to the directors' powers of the widest description.[3]

It is, however, well-settled principle that a share, being personal property, is *prima facie* transferable, although the conditions of the transfer are to be found in the terms laid down in the articles. If the right of transfer, which is inherent in property of this kind, is to be cut down, it should be done by language of sufficient clarity to make it apparent that that was the intention.[4]

As held by the Supreme Court, the provisions of the Companies Act make it clear that the articles of association are the regulations of the company binding on the company and its shareholders and that the shares are movable property and transfer thereof is regulated by the articles of association of the company. Shares in a company are transferable like any either movable property. The only restriction on transfer of shares of a company is as laid down in its articles, if any. A restriction which is not specified in the articles is, therefore, not binding either on the company or on the shareholders. The vendee of the shares cannot be denied registration of shares purchased by him on a ground other than that stated in the articles. The articles of a private company may contain provisions restricting the right to transfer of shares, but any restriction outside the articles (e.g., a private agreement between the shareholders) is inoperative and unenforceable.[5]

Although private companies are free to impose any restrictions, however in character, on the rights of transfer and prescribe any manner in which the shares can be transferred, yet the mandatory provisions of Section 108 of the Act are as much applicable to the transfers of shares of private companies as they apply to public companies. Furthermore, the articles laying down the manner of transfers are equally binding upon the members and the company as well.

MANNER AND EXTENT OF RESTRICTION ON TRANSFER OF SHARES

The Act does provide any direction in this regard. However, conventionally, certain common restrictive provisions are found in the articles of most private companies. Two main of them are: one, the directors are given absolute and uncontrolled discretion in the matter of approval of transfers for registration, and second, the members are given the right of pre-emption for purchasing the shares offered by any member. There is, however, nothing to limit the restrictions which a company's articles may place on the right of transfer;[6] but there cannot be complete fetter on the right.

2. *Maxwell on the Interpretation of Statutes, 12th edn, page 33*

3. *Smith & Fawectt Ltd [1942] 1 All ER 542.*
4. *Greenhalgh v Mallard and Others [1943] 2 All ER 234 (CA).*
5. *V B Rangaraj v V B Gopalkrishnan [1992] 73 Comp Cas 201:AIR 1992 SC 453.*
6. *Crawley and Co (1889) 42 Ch D 209.*

Any restriction imposed by the articles are binding on the company and its members as the Articles of Association of a company constitute a contract between the company and its shareholders.[7]

The following are the most common pre-emption provisions:

"1. Except where the transfer is made to a shareholder selected as aforesaid, the person proposing to transfer any share (hereinafter called the 'proposing transferor') shall give notice in writing (hereinafter called 'the transfer notice') to the company that he desired to transfer the same.

2. Such notice shall constitute the company, the agent of the retiring member for the sale of such shares to any member of the company or a person selected as aforesaid at the fair value. No sale notice shall be withdrawn except with the sanction of the Directors."

3. Such notice shall specify the sum one proposing transferor fixes as the fair value and shall constitute the directors, his agent, for the sale of the share to any shareholder at the price 90 fixed by the auditor as hereinafter provided in these articles. The transfer may include several shares and in such case shall operate as if it were a separate notice in respect of each share. The transfer notice shall not be revocable except with the sanction of Directors.

4. If the Directors within the space (the space of six months after being served with such notice) find a shareholder willing to purchase the share ('hereinafter called the purchasing member') and shall give notice thereof to the proposing transferor he shall be bound upon payment of the price so fixed to transfer the share to the purchasing member.

5. Notwithstanding the foregoing articles, the Board of Directors of the Company may in their absolute and uncontrolled discretion refuse to register any proposed transfer of shares, and clause 20 of Table A shall be modified accordingly. No shares shall in any circumstances be transferred to any infant, bankrupt, or person of unsound mind. Save as hereby otherwise provided, no share shall be transferred to any person who is not a member of the company so long as any member or failing such member any person selected by the directors is willing to purchase the same at the fair value which shall be determined as hereinafter provided."

THE PRE-EMPTION RIGHT OF MEMBERS

It is common practice to provide in the articles that any member intending to transfer his shares should offer the shares first to other members of the company. The articles usually contain elaborate provisions as to the manner in which the shares can be offered by an intending transferor, the directors shall deal with it and the manner in which the right of pre-emption shall be exercised by the members. Such restrictions are not invalid.[8]

A shareholder has a property in his shares, a property which he is at liberty to dispose of, subject only to any express restriction which may be found in the articles of association of the company. If, for instance, to take a common case, the articles provide that before transferring to a stranger the shares shall be offered on certain terms to other shareholders, a man coming into that company takes subject to that restriction, and he cannot transfer to a stranger without having first made an offer of the shares to the shareholders. So, if there was a condition … that no transfer should be made to a married woman, that condition would, I think, be perfectly good. Subject to that right, the shareholder is at liberty to transfer a share as much as he is at liberty to sell a chair or table or any other property.[9]

The pre-emption clause, however, is not a complete bar to the transfer to an outsider. The articles of a private company can restrict the right of transfer, but they cannot completely prohibit the transfer.[10]

It has, however, been consistently held by the courts that subject to the restrictions imposed by the articles, a shareholder is free to transfer his shares to a person of his choice and that the articles cannot put a complete ban or unreasonable restrictions on the right to transfer. While shares in a private company are not freely transferable and are subject to the restrictions imposed by the -articles of the company, shares in a public company are freely transferable. A private company is obliged to restrict the transfer, but to what extent and in what manner a private company can restrict it, has not been spelled out by the Companies Act.

TRANSFER BETWEEN ONE MEMBER AND ANOTHER MEMBER

Usually, a transfer from a member to a member is freely permitted. The provisions in the articles of a private company may restrict this right of transfer as well or subject it to procedural formalities and conditions. But courts are generally inclined to interpret such provisions in favour of member-to-member transfers being allowed freely.

For instance, in *Delavenne v Broadhurst* [1931] 1 Ch 234, the articles of association contained the following articles:

Article 5: "The Directors may in their absolute and uncontrolled discretion refuse to register any proposed transfer of shares, and clause 20 of Table A shall be modified accordingly. No shares shall in any circumstances be transferred to any infant, bankrupt, or person of unsound mind. Save as hereby otherwise provided, no share shall be transferred to any person who

7. *Curtis v JJ Curtis & Co. Ltd. 1986 BCLC 86 (CA).*

8. *Borland's Trustee v Steel Brothes & Co Ltd (1901) 1 Ch 279; Ontario Jockey Club Ltd v Samuel Mc Bride [1927] AC 916;AIR 1928 PC 291.*

9. *In e Bede Steam Shipping Company Limited [1916] 2 Ch 123.*

10. *Chiranjilal Jasrasaria v Mahabir Dhelia AIR 1966 A & N 48; Babulal M Varma v New Standard Coal Co Pvt Ltd (1967) I Comp LJ 161 (Cal): (1967) 37 Comp Cas 446.*

is not a member of the company so long as any member or failing such member any person selected by the directors is willing to purchase the same at the fair value which shall be determined as hereinafter provided."

Article 6: "In order to ascertain whether any member or person selected as aforesaid is willing to purchase a share at the fair value, the person whether a member of the company or not proposing to transfer the same (hereinafter called 'the retiring member') shall give notice in writing (hereinafter described as a 'sale notice') to the company that he desires to sell the same, and until otherwise determined by the company in general meeting the same shall be offered among the holders of ordinary shares in proportion as near as may be to their existing holdings thereof and any not accepted by them shall be offered to such other persons as the Directors shall determine. Such notice shall constitute the company the agent of the retiring member for the sale of such shares to any member of the company or a person selected as aforesaid at the fair value. No sale notice shall be withdrawn except with the sanction of the Directors."

The question before the court was, whether, in terms of these articles, one member was entitled to transfer shares to another member. It was held that, there was nothing in the language of arts. 5 and 6 which gave rise to the necessity of implying any restriction upon the right of a member of the company to transfer shares therein to another member. So far there is an absolute prohibition on a shareholder of the right to transfer a share to an infant, a bankrupt, or a person of unsound mind, and a prohibition against the transfer to any person who is not a member of the company so long as a member of the company or, failing any such member, a person selected by the Directors is willing to take the shares. There is no express prohibition of the right of one member to transfer shares to another member. Article 6 is mere machinery for the purpose of enabling a member to transfer shares to some person who is not a member of the company. It is machinery for the purpose of ascertaining whether or not there is a member of the company who is willing to purchase at a fair value or a person selected by the directors who is willing to purchase at a fair value.

As to the restriction on transfer of shares which forms part of the definition of 'private company' and private companies are required to include in their Articles of Association, in one case, the Court observed:

"... the Articles of Association forbid transfer of shares to persons who are not already shareholders of the company. Such a provision is usually contained in the articles of association of private companies and the underlying object of incorporating restrictions on the right of transfer of shares is that the ownership should be confined to a close circle of members connected with one another by ties of kinship or friendship or closer relationship of a similar character, and with a view to avoid the intrusion of a stranger unless his admission is acceptable to the existing members. The restrictions which a private company is obliged to require by its articles have been left undefined as they may be of

> The Companies Act, 2013 and all its predecessors have recognised the restrictive transferability of shares in a private company and contained an appropriate statutory prescription for it. For example, Section 2(68) of the Companies Act, 2013 defines "private company"; and one of the ingredients of the definition is that a private company, by its articles, restricts the right to transfer its shares.

wide and varied character. The articles of association also confer a right on the Directors to refuse to register transfers of shares in the capital of the company without the previous sanction of the Directors and who may withhold their sanction without assigning any reason. The Directors of this company have such an absolute discretion under Article 9 of the Articles of Association of this company. Pre-emption clauses of various types are usually found in the articles of private companies, the object being in consonance with the character of a private company or a "close corporation" as it is called in America. But it is one thing not to permit acquisition of shares of a private company freely by members of the public which characterises the constitution of a private company from that of a public company; it is, however, a different thing to place stringent conditions the result of which might be to prevent transfers of shares between members and thereby virtually depriving them from exercising a fundamental and most useful right which is incidental to the exercise of proprietary right."[11]

TRANSFER BETWEEN MEMBER AND NON-MEMBER

A restriction in the articles of a private company that no share shall be transferred to an outsider (a person who is not a member of the company and whom the promoters or other shareholders of the company do not wish to take in as a shreholder) so long as any member is willing to purchase it, is the most commonly found restriction in the articles. The purpose of the article is plain: to prevent sales of shares to strangers so long as other members of the appellant company are willing to buy them at a price prescribed by the article. And this is a perfectly legitimate restriction in a private company.[12]

Where articles of association of a private company restrict the transfer of shares by a shareholder to a person who is not a shareholder, by providing that the shares can be so transferred only if an existing shareholder is not willing to purchase the same at a price, to be fixed, according to the procedure prescribed in the articles, and in case

11. *Jarnail Singh v Bakshi Singh (1960) 30 Comp Cas 192 (Punj): AIR 1960 Pun 455.*
12. *Lyle & Scott Ltd v Scott's Trustees [1981] AC 763: [1959] 2 All ER 661; [1960] 30 Comp Cas 30 (HL).*

of dispute about the price also a procedure is provided and the articles further provide that the transferor shall send a notice to the company that he wants to transfer the share, if he intends to transfer the same to the name of a person other than a shareholder, and that, if the Directors within the space of six months of receipt of the notice find a shareholder willing to purchase the share, they shall give notice to the proposing transferor in that regard, the transferor shall be bound upon payment of the price so fixed to transfer the shares to the purchasing member, then, if any transfer of shares is rejected without notice or a valid notice to the holder thereof such transfer would be illegal and invalid, rectification of which would have to be ordered by the court. [13]

These provisions, it should be noted, seek to restrict the transfer between a member and a non-member and, therefore, subject to the wording of the articles, these provisions do not restrict the transfer between one member and another. The transfer between members is completely unrestricted and such transfer does not bring into operation the provisions of the pre-emption clause.[14]

PRE-EMPTION PROVISIONS MUST BE STRICTLY COMPLIED WITH

The conditions imposed and the formalities prescribed by the articles, such as notice of transfer by the intending transferor and the notice, in turn, by the company to other members, are mandatory and must be strictly followed by both, the member desiring to transfer his shares and the company. Failing to comply with the requirements under the articles by either of them would result into breach of the articles and the transfer made in breach of such requirements would be invalid and can be undone by rectification of the register of members by removing from it the name of the transferor and restoring the name of the member whose shares were transferred.[15]

BOARD'S POWER OF REFUSAL

The articles of private companies invariably contain provisions empowering absolutely the Board of Directors to refuse to register transfers on any ground and without assigning any reason. The Board of a private company has, where the articles so provide, very wide discretion in the matter of refusing transfers.

However, the general principles are the same as in the case of refusal of registration of transfer of a public company and in considering exercise of discretion by the directors of a private company, some more leeway should be given to them in view of the fact that a private limited company is a corporate firm or a partnership or more or less of that nature.[16] In this case a provision in the articles of the private company empowered the Directors to decline, at any time in their absolute discretion without assigning any reason, to register any proposed transfer if the purchaser be a person of whom they do not approve. The Gujarat High Court held:

"Even bearing this principle of a close corporation in mind, we have to see to it that the right of a shareholder to transfer his shares is not unduly restricted or is not fettered by the exercise of discretion by the Board of Directors of the private company for reasons which are not germane to the exercise of that power. … If the Directors do not approve of the purchaser', these words upon the question of approval put a limitation on the power of the directors while exercising power under articles … and the limitation is that there must be something personal to the purchaser which prompts the Directors not to approve of that particular purchaser."

If a private company, which is a closed corporation, decides not to entertain or admit a person as a member, due to the compulsions of the articles of association to the effect that if another member offered to purchase the shares which were available for transfer, such member shall have priority over an outsider and the court cannot find that such decision to decline admission to the outsider is improper or capricious or arbitrary or oppressive. The anxiety of the company to prefer a member, and not an outsider, to hold the shares, cannot be considered unreasonable or arbitrary.[17] The refusal may take place on the ground that the number of members of the company will be increased beyond the statutory limit of fifty or that the company will be exposed to the provisions of Section 43A of the 1956 Act (since omitted) thereby forcing the company to become a deemed public company.

APPROVAL OF TRANSFER

It should be noted, approval of a transfer of shares in a company by the Board of Directors is necessary. If the Board has delegated this power to any committee of Directors or any other officer of the company, such committee or officer may approve a transfer. But approval is a must. Articles of association of companies usually provide for such approval, especially in the case of a private company because transfer of shares in a private company is restricted (the definition of "private company" in the Companies Act does not recognise a company as a private company unless its articles restrict transfer of shares). The approval of the Board must be express approval by a resolution passed at a valid Board meeting (or by a circular resolution unless it is prohibited by the articles).

It is now well settled that articles of association of a company is a contract between the parties. The articles of association of the company in instant case required previous sanction of the Directors. The concept of previous sanction of the Directors connotes that there should be a written resolution accepting the transfer from

13. *Malabar and Pioneer Hosiery Pvt Ltd, In re (1985) 57 Comp Cas 570 (Ker) affirmed by the Division Bench in Chandran (P V) v Malabar and Pioneer Hosiery Pvt Ltd (1988) 2 Comp LJ 146 (Ker): (1990) 69 Comp Cas 164 (Ker); Amrit Kaur Puri v Kapurthala Flour, Oil & General Mills Co (P) Ltd (1984) 56 Comp Cas 194 (P&H). See the Supreme Court's Judgment in Claude-Lila Parulekar v Sakal Papers Pvt. Ltd. (2005) 124 Comp Cas 685: (2005) 4 Comp LJ 499 (SC).*
14. *Greenhalgh v Mallard (1943) 2 All ER 234.*
15. *Tett v Phonix Property & Investment Co. Ltd. [1986] BCLC 149;(1986) 2 BCC 99, 140.*
16. *Master Silk Mills P Ltd v Mehta (D H) (1980) 50 Comp Cas 365 (Guj).*
17. *Chandran (P V) v Malabar and Pioneer Hosiery P Ltd. (supra).*

shareholder in favour of transferee and such previous sanction should be preceded by handing over of the shares. In absence of such an action the transfer of the shares held by shareholder in favour of the transferee was not valid in law.

IMPACT OF RULE 9B OF COMPANIES (PROSPECTUS AND ALLOTMENT OF SECURITIES) RULES, 2014 (THE RULES)

As noted above, transfer of shares of a private company is restricted by its Articles of Association and, consequently, shares of a private company are not freely transferable, unlike shares of a public company. Dematerialisation of shares of a company renders them freely transferable.

Section 29(1)(b) of the Act read with rule 9B of the Rules provide the following requirements with respect to dematerialisation of securities of a private company:

(i) Issue of securities by a private company must be made only in dematerialised form;

(ii) Private company shall facilitate dematerialisation of all its securities, in accordance with provisions of the Depositories Act, 1996 and regulations made thereunder;

(iii) Before making any offer for issue of any securities or buyback of securities or issue of bonus shares or rights offer, a private company shall ensure that the entire holding of securities of its promoters, directors, key managerial personnel has been dematerialised in accordance with the provisions of the Depositories Act, 1996 and regulations made thereunder;

(iv) Every holder of securities of a private company who intends to transfer such securities, shall get such securities dematerialised before the transfer; and

(v) Every holder of securities of a private company who subscribes to any securities of the concerned private company whether by way of private placement or bonus shares or rights offer on or after the date when the company is required to comply with this rule shall ensure that all his securities are held in dematerialised form before such subscription.

Sub-rule (2) of rule 9B of the Rules specifies the period within which the requirements of rule 9B must be complied with by a private company. According to sub-rule (2), a private company, which as on last day of a financial year, ending on or after 31st March, 2023, is not a small company as per audited financial statements for such financial year, shall, within eighteen months of closure of such financial year, comply with the provisions of this rule.

In view of the above rule which is plain and unambiguous, a private company which is not a small company as on 31 March 2023 as per audited financial statements for such financial year can continue to issue and transfer securities in physical manner up to 30 September 2024 i.e. up to eighteen months of closure of the financial year ended on 31 March 2023.

In other words, up to 30 September 2024, a private company has the option of not complying with the any of the requirements specified under rule 9B. In view of this, up to eighteen months of closure of the financial year ended on 31 March 2023, the requirements under rule 9B are voluntary but not mandatory. However, after 30 September 2024, all the requirements under rule 9B must be mandatorily complied, failing which would amount to violation of the provisions of the Act.

As a result of mandatory dematerialsation of shares of private company, there is a (genuine and justifiable) fear that these companies are likely to be exposed to free transferability thereby making statutory protection against free transferability a dead letter. The private companies will virtually lose control on restricted transfer of shares and the Board's power to refuse to register transfers in violation of the articles of association and thereby not allow anyone to acquire the company's shares. This clearly runs contrary to the definition of private company and would have the adverse effect of 'close corporation' character of a private company.

In view of the requirement of rule 9B the mandate and consequential right to restrict transfer of shares will get affected as there will be no transfer document that will come before the Board for approval and transfer in demat form will go through without the knowledge of the company. A private company (requiring compulsory demat of shares) cannot include a clause in its articles stipulating that no transfer, even in demat, can take place without the approval of the board. The only way out is to omit rule 9B or make dematerilization optional or at least amend the rule and make it applicable subject to a proviso that the depository shall refer the case to the company whenever it received a request for the transfer of the company.

Dematerialisation of Securities of Unlisted Companies under the Companies Act, 2013 – Comprehensive Analysis

A private company which is a subsidiary of a public company, would be considered as a public company for all purposes of the Act and is required to comply with all the requirements under that Act applicable to a public company including the requirements under Rule 9A of the Rules; such private company would not fall within the ambit of rule 9B of the Rules. If the private company which is a subsidiary of a public company, is neither a nidhi company, government company, or a wholly owned subsidiary company of the public company, then no exemption is available to it under sub-rule (11) of rule 9A of the Rules.

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INTRODUCTION

Earlier, only 'listed companies' were required to facilitate dematerialisation of its existing securities and issue new securities in dematerialised form. The Ministry of Corporate Affairs, with effect from 2 October 2018, has made it mandatory for all 'unlisted public companies' to facilitate dematerialisation of its existing securities and to issue new securities only in dematerialised form. More recently, 'private companies' also which on the last day of the financial year ending on or after 31 March 2023 are not small companies as per audited financial statements for such financial year, are given eighteen months' time to facilitate dematerialisation of its existing securities and issue new securities only in dematerialised form.

STATUTORY PROVISIONS

Section 29 of the Companies Act, 2013 (the Act), reads as follows:

29. Public offer of securities to be in dematerialised form.

(1) Notwithstanding anything contained in any other provisions of this Act,—

(a) every company making public offer; and

(b) such other class or classes of [***][1] companies as may be prescribed,

shall issue the securities only in dematerialised form by complying with the provisions of the Depositories Act, 1996 (22 of 1996) and the regulations made thereunder.

[2][(1A) In case of such class or classes of unlisted companies as may be prescribed, the securities shall be held or transferred only in dematerialised form in the manner laid down in the Depositories Act, 1996 (22 of 1996) and the regulations made thereunder.]

(2) Any company, other than a company mentioned in sub-section (1), may convert its securities into dematerialised form or issue its securities in physical form in accordance with the provisions of this Act or in dematerialised form in accordance with the provisions of the Depositories Act, 1996 (22 of 1996) and the regulations made thereunder.

Relevant rules of the Companies (Prospectus and Allotment of Securities) Rules, 2014 ('the Rules') read as follows:

[3][9A. Issue of securities in dematerialised form by unlisted public companies.

(1) Every unlisted public company shall –

(a) issue the securities only in dematerialised form; and

(b) facilitate dematerialisation of all its existing securities

in accordance with provisions of the Depositories Act, 1996 and regulations made thereunder.

1. *Omit., w.e.f. 15-08-2019, the word "public" in s 29(1)(b), by the Companies (Amendment) Act, 2019 (22 of 2019), s. 7(i), vide Notification SO 2947(E), dt. 14-08-2019.*
2. *Ins. w.e.f. 15-08-2019, sub-s (1A), by the Companies (Amendment) Act, 2019 (22 of 2019), s. 7(ii), vide Notification SO 2947(E), dt. 14-08-2019.*
3. *Inserted w.e.f. 2-10-2018 by the Companies (Prospectus and Allotment of Securities) Third Amendment Rules, 2018, vide GSR 853(E), dated 10-09-2018.*

(2) Every unlisted public company making any offer for issue of any securities or buyback of securities or issue of bonus shares or rights offer shall ensure that before making such offer, entire holding of securities of its promoters, directors, key managerial personnel has been dematerialised in accordance with provisions of the Depositories Act, 1996 and regulations made thereunder.

(3) Every holder of securities of an unlisted public company,-

(a) who intends to transfer such securities on or after 2nd October, 2018, shall get such securities dematerialised before the transfer; or

(b) who subscribes to any securities of an unlisted public company (whether by way of private placement or bonus shares or rights offer) on or after 2nd October, 2018 shall ensure that all his existing securities are held in dematerialized form before such subscription.

(4) Every unlisted public company shall facilitate dematerialisation of all its existing securities by making necessary application to a depository as defined in clause (e) of sub-section (1) of Section 2 of the Depositories Act, 1996 and shall secure International Security Identification Number (ISIN) for each type of security and shall inform all its existing security holders about such facility.

....

[4][(8) Every unlisted public company governed by this rule shall submit Form PAS-6 to the Registrar with such fee as provided in Companies (Registration Offices and Fees) Rules, 2014 within sixty days from the conclusion of each half year duly certified by a Company Secretary in practice or Chartered Accountant in practice. .....]

....

[5][(11) This rule shall not apply to an unlisted public company which is:—

(a) a Nidhi;

(b) a Government company or

(c) a wholly owned subsidiary.]

[6][9B. Issue of securities in dematerialised form by private companies:-

(1) Every private company, other than a small company, shall within the period referred to in sub-rule (2) -

(a) issue the securities only in dematerialised form; and

(b) facilitate dematerialisation of all its securities, in accordance with provisions of the Depositories Act, 1996 (22 of 1996) and regulations made thereunder.

(2) A private company, which as on last day of a financial year, ending on or after 31st March, 2023, is not a small company as per audited financial statements for such financial year, shall, within eighteen months of closure of such financial year, comply with the provisions of this rule.

(3) Every private company referred to in sub-rule (2) making any offer for issue of any securities or buyback of securities or issue of bonus shares or rights offer, after the date when it is required to comply with this rule, shall ensure that before making such offer, entire holding of securities of its promoters, Directors, Key Managerial Personnel has been dematerialised in accordance with the provisions of the Depositories Act, 1996 (22 of 1996) and regulations made thereunder.

(4) Every holder of securities of the private company referred to in sub-rule (2),-

(a) who intends to transfer such securities on or after the date when the company is required to comply with this rule, shall get such securities dematerialised before the transfer; or

(b) who subscribes to any securities of the concerned private company whether by way of private placement or bonus shares or rights offer on or after the date when the company is required to comply with this rule shall ensure that all his securities are held in dematerialised form before such subscription.

(5) The provisions of sub-rules (4) to (10) of rule 9A shall, mutatis mutandis, apply to the dematerialization of securities under this rule.

(6) The provisions of this rule shall not apply in case of a Government company.

WHETHER ALL THE EXISTING SECURITIES OF UNLISTED PUBLIC COMPANY AND PRIVATE COMPANY WHICH IS NOT A SMALL COMPANY WHICH ARE IN PHYSICAL FORM MUST BE CONVERTED INTO DEMATERIALSED FORM?

Section 29(1)(b) of the Act provides that such class or classes of companies as may be prescribed other than a company making public offer, shall issue the securities only in dematerialised form by complying with the provisions of the Depositories Act, 1996 (22 of 1996) and the regulations made thereunder. Section 29(1A) of the Act provides that in case of such class or classes of unlisted companies as may be prescribed, the securities shall be held or transferred only in dematerialised form in the manner

4. *Subs. w.e.f. 30-09-2019, for sub-r (8), by the Companies (Prospectus and Allotment of Securities) Third Amendment Rules, 2019, vide GSR 376(E), dt. 22-05-2019. Formerly sub-r (8) read:*

"(8) The audit report provided under regulation 55A of the Securities and Exchange Board of India (Depositories and Participants) Regulations, 1996 shall be submitted by the unlisted public company on a half-yearly basis to the Registrar under whose jurisdiction the registered office of the company is situated."

5. *Ins. w.e.f. 22-01-2019, r 11, by the Companies (Prospectus and Allotment of Securities) Amendment Rules, 2019, vide GSR 43(E), dt. 22-01-2019.*

6. *Inserted by the Companies (Prospectus and Allotment of Securities) Second Amendment Rules, 2023 dated 27-10-2023 w.e.f. 27-10-2023*

laid down in the Depositories Act, 1996 (22 of 1996) and the regulations made thereunder. Rule 9A of the Rules provides in respect of dematerialisation of securities of unlisted public companies and rule 9B provides in respect of dematerialisation of securities of private companies which are not small companies.

From rules 9A and 9B it becomes clear that fresh issue of securities in dematerialised form and facilitation of dematerialisation of existing securities, is mandatory and not recommendatory (or optional). The use of the word 'shall' in Section 29 and Rule 9A indicate that the provisions are mandatory in nature. The standard rule of interpretation is that the provision containing 'shall' is mandatory and the provision containing 'may' is either permissive or discretionary. In other words, 'shall' conveys mandatory nature of the provision, while 'may' conveys permissive or discretionary nature.

In view of rule 9A(4), facilitation of dematerialisation of existing securities must be made by:

- Making necessary application to a depository as defined in clause (e) of sub-section (1) of Section 2 of the Depositories Act, 1996;
- Securing International Security Identification Number (ISIN) for each type of security; and
- Informing all its existing security holders about such facility.

Under rule 9A, though it is mandatory for unlisted public companies to facilitate dematerialisation of all existing securities and to issue fresh securities in dematerialised form, a date or deadline has not been prescribed within which all the existing securities must be dematerialised. Under rule 9B also, a period of eighteen months from closure of financial year has been specified within which facilitation of dematerialisation of all its securities must be done by a private company which is not a small company on the last day of the financial year; a period within which the existing securities which are in physical form must be dematerialised has not been specified.

Point which is required to be noted here is that both under rules 9A and 9B, what is mandatory is the facilitation of dematerialisation of existing securities and the issue of fresh securities in dematerialised form, and not dematerialisation of existing securities. The relevant rules have nowhere provided that the existing securities must be dematerialised within a specified period.

However, an existing shareholder, in view of relevant provisions of rules 9A and 9B will be compelled to convert his physical shares into dematerialised form before happening of any of the following events ('the three events'):

- If the existing shareholder is either a promoter, Director or Key Managerial Person, then any offer for issue of any securities or buyback of securities or issue of bonus shares or rights offer, cannot be made by the company, unless before making such offer, entire holding of securities of the promoter, Director and Key Managerial Person has been dematerialised in accordance with provisions of the Depositories Act 1996 and regulations made thereunder;
- If the existing shareholder intends to transfer his securities, he cannot transfer the same unless he gets such securities dematerialised before the transfer; or
- If the existing shareholder intends to subscribe to any securities of the company (whether by way of private placement or bonus shares or rights offer), he cannot do so unless he ensures that all his existing securities are held in dematerialised form before such subscription.

Hence, except in the above three cases, existing securities of companies falling under rules 9A and 9B are not required to be mandatorily dematerialised.

TIME LIMIT WITHIN WHICH THE PROVISIONS WITH RESPECT TO DEMATERIALISATION MUST BE COMPLIED WITH

Unlisted public company

Though under rule 9A it is mandatory for facilitating dematerialisation of all existing securities of an unlisted public company, a period or deadline has not been specified within/before which the facilitation for dematerialisation of all existing securities must be done. However, an unlisted public company must, after promulgation of rule 9A i.e. from 2 October 2018, before happening of any of the three events mentioned earlier above, is required to facilitate dematerialisation of all its existing securities. Also, since the company is required to specify the details with respect to dematerialisation of securities and the reasons for holding the securities in physical form in Form No. PAS-6 every half year, the facilitation must be done by unlisted public company as soon as possible.

Every fresh issue of securities by an unlisted public company on or after 2 October 2018 must be made only in dematerialised from. The notification promulgating rule 9A, specifies 2 October 2018 as the date on which the provisions of the rule shall come into force.

Private company which is not a small company

Rule 9B which was promulgated on 27 October 2023, clearly specifies the period within which the requirements specified under the rule must be complied with by a private company which is not a small company. The requirements under rule 9B are:

- Issue of securities only in dematerialised form; and
- Facilitate dematerialisation of all securities, in accordance with provisions of the Depositories Act, 1996 (22 of 1996) and regulations made thereunder.

According to rule 9B(2) a private company, which as on last day of a financial year, ending on or after 31 March

2023, is not a small company as per audited financial statements for such financial year, shall, within eighteen months of closure of such financial year, comply with the provisions of this rule. 31 March 2023 is the first financial year ending as on which it must be determined whether a private company is not a small company within the meaning of Section 2(85) of the Act or not. If a private is not a small company as on the last day of the financial year ending 31 March 2023, then it must comply with the requirements under rule 9B within eighteen months from 31 March 2023.

Interpretation of 'within eighteen months of closure of such financial year'

When a statutory provision or a document states a certain thing to be done within a particular number of days or months from/of/after the happening of a stated event, the period limit stated in the relevant provision is the maximum or the outer limit and, therefore, the thing must be done before that outer limit is crossed but at any time before that outer limit is crossed. The meaning of the word 'within' as given in various dictionaries is: occupying inside (a particular period of time); inside or not further than a period of time; before a particular period of time has passed; during a particular period of time; within a particular length of time means before that length of time has passed.

It was observed by Stone J. in *Commissioner of Income Tax v Ekbal & Co.* [1945] 13 ITR 154 (Bom); AIR 1945 Bom 316,

> "In my judgment expressions "within 30 days" and "not less than 30 days" are two quite different things. "Within 30 days" is within two points of time, one at which the period begins and the other at which it expires. On the other hand, "not less than 30 days" is outside these two points of time. There must be an interval of not less than 30 days and that means 30 days clear: see (1885) 29 Ch. D. 204. The period must continue beyond the expiration of the stated time. Whereas "within" the stated period must mean what it says, something less than the moment of expiration. In my opinion, therefore, the notice is invalid and the question referred to must be answered in the negative."

The above decision was followed by the Bombay High Court in *Kishore Ramalu Telang v Municipal Commissioner, Nagpur* 2015 (5) ABR 671. In this case, the High Court observed:

> "…. both the said expressions are different. While "within thirty days" is a shorter period, expression "not less than thirty days" connotes larger period of time. …. by using the expression "within thirty days" the noticee did not get thirty clear days period as was contemplated by the expression "not less than thirty days".

Thus, 'within eighteen months of closure of such financial year' means before the completion of the term of eighteen months. The available period to comply is eighteen months from closure of such financial year 31 March 2023 which is ending on 30 September 2024 within which the company must comply with the requirements under rule 9B.

In view of the above rule which is plain and unambiguous, a private company which is not a small company as on 31 March 2023 as per audited financial statements for such financial year can continue to issue and transfer securities in physical manner up to 30 September 2024 i.e. up to eighteen months of closure of the financial year ended on 31 March 2023. This also means that though not mandatorily required, the company may within

Statutory provisions

Section 29 of the Companies Act, 2013 (the Act), reads as follows:

29. Public offer of securities to be in dematerialised form.

(1) Notwithstanding anything contained in any other provisions of this Act,—

(a) every company making public offer; and

(b) such other class or classes of [***] companies as may be prescribed,

shall issue the securities only in dematerialised form by complying with the provisions of the Depositories Act, 1996 (22 of 1996) and the regulations made thereunder.

[(1A) In case of such class or classes of unlisted companies as may be prescribed, the securities shall be held or transferred only in dematerialised form in the manner laid down in the Depositories Act, 1996 (22 of 1996) and the regulations made thereunder.]

(2) Any company, other than a company mentioned in sub-section (1), may convert its securities into dematerialised form or issue its securities in physical form in accordance with the provisions of this Act or in dematerialised form in accordance with the provisions of the Depositories Act, 1996 (22 of 1996) and the regulations made thereunder.

the eighteen months period, voluntarily facilitate for dematerialisation of its securities and start issuing new securities in dematerialised form.

In other words, up to 30 September 2024, a private company which is not a small company has the option of not complying with the any of the requirements specified under rule 9B. In view of this, up to eighteen months of closure of the financial year ended on 31 March 2023, the requirements under rule 9B are voluntary but not mandatory. However, after 30 September 2024, all the requirements under rule 9B must be mandatorily complied, failing which would amount to violation of the provisions of the Act.

Reading rule 9B in a manner which implies that the requirements under that rule shall mandatorily apply from the date of the MCA notification (i.e. 27 October 2023) through which rule 9B was introduced, would amount to adding of words into the statute which is not allowed. Sub-rule (2) in no way implies that the securities cannot be issued or transferred in physical manner (i.e. other than dematerialised mode) within the grace period of eighteen months from closure of the financial year ended on 31 March 2023 as specified therein.

The language of sub-rule (2) of rule 9B is clear and unambiguous with respect to the period from which the provisions under rule 9B would mandatorily apply to a private company. No words can be added in, or deducted from, a statute. It is a corollary to the general rule of literal construction that nothing is to be added to or taken out from a statute unless there are adequate grounds to justify the inference the legislature intended something which it omitted to express.[7]

WHICH PARTIES ARE REQUIRED TO CONVERT THE SECURITIES HELD BY THEM INTO DEMATERIALSED FORM?

Though it's not mandatory for the existing security holders of unlisted public company and private company which is not a small company to dematerialise their securities, in view of the relevant provisions of rules 9A and 9B of the Rules they will have to convert their physical securities into dematerialised form before happening of any of the following events ('the three events'):

- If the existing shareholder is either a promoter, Director or Key Managerial Person, then any offer for issue of any securities or buyback of securities or issue of bonus shares or rights offer, cannot be made by the company, unless before making such offer, entire holding of securities of the promoter, Director and Key Managerial Person has been dematerialised in accordance with provisions of the Depositories Act 1996 and regulations made thereunder;
- If the existing shareholder intends to transfer his securities, he cannot transfer the same unless he gets such securities dematerialised before the transfer; or
- If the existing shareholder intends to subscribe to any securities of the company (whether by way of private placement or bonus shares or rights offer), he cannot do so unless he ensures that all his existing securities are held in dematerialised form before such subscription.

WHETHER A HOLDER OF SECURITIES CAN CHOOSE NOT TO CONVERT ANY OF HIS SECURITIES INTO DEMATERIALISED FORM?

As discussed earlier above, what is mandatory under rules 9A and 9B is the facilitation of dematerialisation of existing securities and the issue of fresh securities in dematerialised form, and not dematerialisation of existing securities. The relevant rules have nowhere provided that the existing securities must be dematerialised within a specified period; reading the relevant provisions otherwise would amount to adding of words into the statute. It is against the principle of statutory interpretation to insert any words in a statute. No words can be added in, or deducted from, a statute. It is a corollary to the general rule of literal construction that nothing is to be added to or taken out from a statute unless there are adequate grounds to justify the inference the legislature intended something which it omitted to express.[8] The intention of the legislature is required to be gathered from the language used and, therefore, a construction, which requires for its support with additional substitution of words or which results in rejection of words as meaningless has to be avoided.[9]

Unless the holder of existing securities wants to undertake any of the three events mentioned earlier above, he can choose not to convert his physical securities in the dematerialised form.

WHETHER EXISTING PREFERENCE SHARES WHICH ARE TO BE REDEEMED ARE FIRST REQUIRED TO BE DEMATERIALISED?

Some people have doubt as to whether preference shares issued by a company before promulgation of rules 9A and 9B, will have to be first dematerialised before redeeming the same. The relevant provisions of the rules have specified only three instances where the existing holders of physical securities (i.e. the securities which were issued before promulgation of the rules) will have to dematerialise the securities before happening of certain events; these are the three events mentioned earlier above.

Since redemption of preference shares is not one of those events specified in the relevant rules, the preference shares issued by the company are not mandatorily required to be dematerialised before their redemption. This interpretation is consonant with the Latin maxim *expressio unius est exclusion alterius.*

7. *Maxwell on the Interpretation of Statutes, 12th edn, page 33*

8. *Maxwell on the Interpretation of Statutes, 12th edn, page 33*

9. *State of Maharashtra v. Nanded Parbhani Z.L.B.M.V. Operator Sangh 2000 AIR SCW 261.*

The Supreme Court has held that when the new Act contains a repealing section mentioning the Acts which it expressly repeals, the presumption against implied repeal of other laws is strenghtened on the principle *expressio unius persone vel rei est exclusio alterius* (The express intention of one person or thing is the exclusion of another).[10] This is explained as follows in Maxwell on the Interpretation of statutes (12th Edn, p. 293):"By, the rule usually know in the form of this Latin Maxim, mention of one or more things of a particular class may be regarded as silently excluding all other in members of the class.[11] *In Cross Interpretation of Statutes,* 4th edition, the principle is explained thus: "The effect of the Latin maxim *expressio unius est exclusio alterius,* sometimes stated in the form *expressum facit cessare taciturn* (that which is expressed puts an end to that which is unspoken) is that mention of one or more things of a particular class may be regarded as by implication excluding all other members of the class.

It is a canon of construction holding that to express or include one thing implies the exclusion of the other or of the alternative. For example, the rule that "each citizen is entitled to vote" implies that noncitizens are not entitled to vote.[12]

Hence, when certain events have been expressly specified in the relevant provisions of the rules where a holder of securities is required to dematerialise his existing securities, and when conversion of existing preference shares before their redemption is not one of those events, then the existing preference shares are not required to be dematerialised before their redemption.

WHEN A PRIVATE COMPANY WHICH WAS NOT A SMALL COMPANY ON THE LAST DATE OF THE FINANCIAL YEAR ENDING ON 31 MARCH 2023 BECOMES A SMALL COMPANY AS ON 31 MARCH 2024

There is no clarity in rule 9B as to whether a private company which was not a small company on the last date of the financial year ending on 31 March 2023 becomes a small company as on 31 March 2024, will still have to comply with the requirements under rule 9B within 30 September 2024 or not.

A private company which was not a small company on the last date of the financial year ending on 31 March 2023 is given eighteen months' time from 31 March 2023 to comply with the requirements under rule 9B. The grace period of eighteen months travels beyond 31 March 2024, and hence the relevant provision gives impression that a company to which rule 9B became applicable would again need not ascertain as on the last date of the financial year ended 31 March 2024 whether it still continues to remain a company which is not a small company in order to ascertain its liability to comply with the relevant requirements.

However, a legal provision which is applicable to a company on satisfying a statutory criterion, cannot apply to it perpetually and should not continue to apply once the company is not satisfying the criterion anymore, unless the provision has been clearly made applicable perpetually. The criterion here is that a private company should not be a small company on the last day of a financial year. When a private company after satisfying the criterion in one financial year, no more satisfies the criterion in the subsequent financial year, it would be unfair to make the company comply with the requirements under rule 9B when it is no more satisfying the criterion specified in that rule.

There is no provision in rule 9B which infers that applicability of the requirements under that rule is perpetual. Reading the relevant provisions differently would amount to adding of words into the statute which is not allowed. The Ministry of Corporate Affairs needs to provide clarity in this regard either by amending the rule or by issuing a circular.

APPLICABILITY OF RULE 9B WHEN FINANCIAL YEAR ENDS ON 31 DECEMBER INSTEAD OF 31 MARCH

The words of rule 9B(2) are clear and unambiguous. According to the rule a private company, which as on last day of a financial year, ending on *"or after"* 31st March, 2023, is not a small company as per audited financial statements for such financial year, shall, within eighteen months of closure of such financial year, comply with the provisions of this rule.

In view of first proviso to Section 2(41) of the Act, a company, which is a holding company or a subsidiary or associate company of a company incorporated outside India and is required to follow a different financial year for consolidation of its accounts outside India, it is allowed to have any period as its financial year whether or not that period is a year on an application made by that company to the Central Government.

10. *Kishorebhai Khamanchand Goyal v. State of Gujarat AIR 2004 SC 1006; State of M.P. v. Kedia Leather and Liquor Ltd AIR 2003 SC 3236.*

11. *Khemka and Co. (Agencies) Pvt. Ltd. etc. v. State of Maharashtra (1975) 2 SCC 22; AIR 1975 SC 1549.*

12. *Black's Law Dictionary, 8th edition.*

According to rule 9B(2), a company is required to comply with the requirements under rule 9B if it is not a small company on the last date of financial year:

- If the financial year is ending on 31 March 2023; or
- If the financial year is ending on "*any date*" after 31 March 2023.

In view of the above requirement, 31 March 2023 is the first financial year ending on the last date of which it is required to be ascertained whether a private company is a small company or not. Thereafter, as on the last date of any financial year which ends on any date after 31 March 2023 (whether 30 April 2023, 30 September 2023, or 31 December 2023), it is required to be ascertained whether a private company is a small company or not as on such last date. Hence, where any company's financial year has ended on 31 December 2023, and as on that date such company was not a small company, then the available period to comply is eighteen months from closure of such financial year which is ending on 30 June 2025 (and not 30 September 2024) within which the company must comply with the requirements under rule 9B.

EXEMPTION FROM COMPLYING WITH THE REQUIREMENT OF DEMATERIALISATION OF SECURITIES

As per sub-rule (11) of rule 9A of the rules, an unlisted public company is not required to comply with the requirements under rule 9A if the unlisted public company is either a nidhi company (as defined under Section 406(1) of the Act), a government company (as defined under Section 2(45) of the Act), or a wholly owned subsidiary company (as defined under Section 2(87)) of the Act.

As per sub-rule (11) of rule 9B of the rules, a private company which is a government company (as defined under Section 2(45) of the Act) is not required to comply with the requirements under rule 9B. Point which is required to be noted here is that unlike an unlisted public company, a private company which is not a small company would be required to comply with the dematerialisation requirements even if it is wholly owned subsidiary of another company.

APPLICABILITY OF DEMATERIALISATION PROVISIONS TO A PRIVATE COMPANY WHICH IS SUBSIDIARY OF A PUBLIC COMPANY

Some people are uncertain whether a private company which is subsidiary of a public company would fall under rule 9A (which applies to unlisted public companies) or rule 9B (which applies to private companies) of the Rules.

The expressions "private company" and "public company" are defined in Sections 2(68) and 2(71) of the Act respectively, as follows:

(68) "private company" means a company having a minimum paid-up share capital as may be prescribed, and which by its articles,—

(i) restricts the right to transfer its shares;

(ii) except in case of One Person Company, limits the number of its members to two hundred:

....

(iii) prohibits any invitation to the public to subscribe for any securities of the company.

(71) "public company" means a company which—

(a) is not a private company; and

(b) has a minimum paid-up share capital as may be prescribed:

Provided that a company which is a subsidiary of a company, not being a private company, shall be deemed to be public company for the purposes of this Act even where such subsidiary company continues to be a private company in its articles.

The proviso appended to Section 2(71) substantially corresponds to clause (c) of the definition of 'public company' in section 3(1)(iv) of the Companies Act, 1956 which read as follows:

"public company" means a company which—

....

(c) is a private company which is a subsidiary of a company which is not a private company.

Simply stated, this meant that a private company which is a subsidiary of a public company is a public company. The words 'shall be deemed to be' were absent in this provision. According to the proviso appended to Section 2(71) of the Act, in simple words, a private company which is a subsidiary of a public company shall be deemed to be a public company, for the purposes of the Act, even where such subsidiary company continues to be a private company in its articles.

A provision in a statute which contains the word 'deemed' is called a deeming provision or legal fiction. To deem means to regard or consider (something) in a specified way; to treat something as if it were something else; assuming a fact which does not really exist. It is well settled that a deeming provision is an admission of the non-existence of the fact deemed. The Legislature is quite competent to enact a deeming provision for the purpose of assuming the existence of a fact which does not really exist.[13] When a person

13. *J. K. Cotton Spinning and Weaving Mills Ltd v. Union of India AIR 1988 SC 191.*

is deemed to be something the only meaning possible is that whereas he is not in reality that something, the law requires him to be treated as if he were (that something).[14] The legal fiction must be given its due play. There should be no half way play.[15] But a fiction created by law cannot operate beyond the purpose for which it has been created.[16]

Although not happily worded and being ambiguous and grammatically incorrect (since a company is not a private company "*in its articles*" but due to inclusion in its articles the conditions specified in the definition), the effect of the words "even where such subsidiary company continues to be a private company in its articles" is that a private company which becomes a subsidiary of a public company can continue to have included in its articles the conditions required to be included in the articles of every private company as per the definition in Section 2(68) of the Act quoted above. As will be noticed from that definition, to constitute the company a private company, the articles of the company must contain the conditions stated in clauses (i), (ii) and (iii) of that definition.

The effect of the proviso to Section 2(71) is that a private company which becomes a subsidiary of a public company is considered a public company for all intents and purposes under the Act, but the articles of the company can continue to contain the conditions stated in clauses (i), (ii) and (iii) of the definition of 'private company' in Section 2(68). In other words, a private company which becomes a subsidiary of a public company is to be treated as a public company and must comply with all the provisions of the Act as if it is a public company, except that it can continue to have the conditions specified in the definition of 'private company'.

It is important to note that the private company which is a subsidiary of a public company is a private company by birth; it was incorporated as a private company; its basic structure is that of a private company, but it is treated as a public company by the legal fiction in the definition of "public company". The words "is a private company" in the proviso to the definition of 'public company' makes it clear that the company (which is a subsidiary of a public company) is a basically private company. The use of these words clearly indicates legislative intent that the private company which is a subsidiary of a public company is a private company and remains so even after it becomes a subsidiary of a public company but it must comply with the provisions of the Act as if it was a public company. Therefore, the basic structure of the private company which is a subsidiary of a public company is that of a private company and may continue to remain so after it becomes a subsidiary of a public company. However, for all other purposes under the Act, it will be treated as a public company.

In Needle Industries India Ltd v Needle Industries Newey (India) Holding Ltd,[17] the Supreme Court stated that under Companies Act there are two kinds of companies, namely, private companies and public companies. Besides, the Supreme Court held that the definitions of 'public company' and 'private company' are mutually exclusive and collectively exhaustive of all categories of companies, that is to say, that there is no third kind of company recognised by the 1956 Act. The definition of 'private company' and the manner in which a 'public company' is defined ("public company means a company which is not a private company") bear out the argument that these two categories of companies are mutually exclusive. If it is this, it cannot be that and if it is that it cannot be this. The Supreme Court observed in the context of Section 43A of the 1956 Act (which was omitted in 2000) as follows:

"In the first place, a Section 43A company may include in its articles, as part of its structure, provisions relating to restrictions on transfer of shares, limiting the number of its members to 50, and prohibiting an invitation to the public to subscribe for shares, which are the typical characteristics of a private company. A public company cannot possibly do so because, by the very definition, it is that which is not a private company, that is to say, which is not a company which by its articles contains the restrictions mentioned in Section 3(1)(iii). Therefore, the expression "public company" in Section 3(1)(iv) cannot be equated with a "private company which has become a public company be virtue of Section 43A".

These observations are relevant in the case of a private company which becomes a public company by being a subsidiary of a public company although retains its basic character as a private company. Thus, except for the basic structural framework, a private company which is a subsidiary of a public company is, for all intents and purposes, to be treated as a public company and is required to comply with the requirements under the Act applicable to public companies.

Hence, a private company which is a subsidiary of a public company, would be considered as a public company for all purposes of the Act and is required to comply with all the requirements under that Act applicable to a public company including the requirements under Rule 9A of the Rules; such private company would not fall within the ambit of rule 9B of the Rules. If the private company which is a subsidiary of a public company, is neither a nidhi company, government company, or a wholly owned subsidiary company of the public company, then no exemption is available to it under sub-rule (11) of rule 9A of the Rules.

14. *Commissioner of Income-tax v Bombay Trust Corporation Ltd AIR 1930 PC 54.*
15. *Union of India v Jalyan Udyog AIR 1994 SC 88: 1994 (1) SC 318: 1993 (3) Scale 758: 1993 (5) JT 266.*
16. *H.S. Atwal v Union of India AIR 1994 SC 2531: 1994 (5) SCC 341: 1994 (3) Scale 555: 1994 (5) JT 346. See also Braithwaite & Co. (India) Ltd. v Employees State Insurance Corporation AIR 1968 SC 413: 1968 (1) SCWR 379: 1968 (1) SCR 771.*
17. *(1981) 51 Comp Cas 743 (SC).*

ARTICLE

Funding By Companies to Political Parties

On 31st January, 2013, through 'The Electoral Trusts Scheme, 2013', the Central government specified the eligibility and procedure for registration of Electoral Trusts. It is to be noted that only such companies are eligible to make an application for approval as an Electoral Trust which are registered under Section 25 of the Companies Act, 1956 (Now registered under Section 8 of the Companies Act, 2013). The Central Government amended the Income Tax Rules, 1962 on the 31st January, 2013, to insert Rule 17CA which lists the functions of Electoral Trusts approved by the Central Bureau of Direct Taxes (CBDT). The Central Government, also launched 'The Electoral Trusts Scheme, 2013' which specified the eligibility and procedure for registration as an Electoral Trust apart from laying down the format for their registration. The Election Commission of India (ECI), strongly felt that before the launch of the Electoral Trusts scheme, there was no transparency requirement, either regarding source of funding or disbursal of funds to political parties, routed through Electoral Trusts. Thus, on 6th June, 2014, the Commission circulated guidelines for submission of contribution reports of Electoral Trusts.

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INTRODUCTION

Ever since elections were started in our country, we know how political parties get their funding done through various sources, mainly from the companies, then by organisations and by individuals. We are on the verge of witnessing the next General Elections during April-May, 2024. At this juncture, let us analyse the different modes of political contributions by the companies to political parties and the procedures to be followed for the same.

ELECTORAL TRUSTS

Under the scheme notified by the UPA-2 government on January 31, 2013, any company registered under Section 25 of the Companies Act, 1956, can form an electoral trust.

Under Section 17CA of the Income-tax Act, 1961, any citizen of India, a company registered in India, or a firm or Hindu Undivided Family or association of persons living in India, can donate to an electoral trust.

The electoral trusts have to apply for renewal every 3 financial years. They must donate 95% of contributions received in a financial year to political parties registered under the Representation of the People Act, 1951. The contributors' PAN (in case of a resident) or passport number (in case of an NRI) is required at the time of making contributions.

ELECTORAL TRUSTS YEARLY DONATION (2013-14 to 2021-22)

Year	Donation (in Rs cr)
2013-14	85.37
2014-15	177.4
2015-16	49.50
2016-17	325.27
2017-18	194.78
2018-19	266.14
2019-20	424.66
2020-21	258.43
2021-22	487.05
Total	**2,268.6**

Source: Annual contribution reports of ETs to ECI (2013-2014 till 2021-2022)

An Electoral Trust is a Trust set up by companies with the sole objective to distribute the contributions received by it from other Companies and individuals to the political parties. On 31st January, 2013, through 'The Electoral Trusts Scheme, 2013', the Central government specified the eligibility and procedure for registration of Electoral Trusts. It is to be noted that only such companies are eligible to make an application for approval as an Electoral Trust which are registered under Section 25 of the Companies Act, 1956 (Now registered under Section 8 of the Companies Act, 2013).

The Central Government amended the Income Tax Rules, 1962 on the 31st January, 2013, to insert Rule 17CA which lists the functions of Electoral Trusts approved by the Central Bureau of Direct Taxes (CBDT). The Central Government, also launched 'The Electoral Trusts Scheme, 2013 which specified the eligibility and procedure for registration as an Electoral Trust apart from laying down the format for their registration. The Election Commission of India (ECI), strongly felt that before the launch of the Electoral Trusts scheme, there was no transparency requirement, either regarding source of funding or disbursal of funds to political parties, routed through Electoral Trusts. Thus, on 6th June, 2014, the Commission circulated guidelines for submission of contribution reports of Electoral Trusts.

On receipt of funds from those contributors who comply with the conditions, the Electoral Trusts are required to issue a receipt to the contributor recording the following information apart from maintaining a counter-foil with the same information for its records:

(i) Name and address of the contributor.

(ii) PAN of donor/ passport number in case of NRI.

(iii) Amount and mode of contributions (with name and branch of Bank, date of receipt of donation).

(iv) Name of Electoral Trust.

(v) PAN of Electoral Trust.

(vi) Date and number of approval by CBDT.

(vii) Name and designation of person issuing the receipt.

The funds collected shall not be utilized for direct/indirect benefit of the Trusts' members or their relatives (including the Founder of the Trust) or any person who has made contribution to the Trust.

The ET may receive voluntary contributions from:

- an Individual (citizen of India)
- a Company registered in India
- a Firm or HUF or Associations of Persons or Body of Individuals resident in India

The ET shall accept contributions only by way of an account payee cheque/bank draft/electronic transfer to its bank account. It shall not accept any contributions in the form of cash. The ET shall be issuing a receipt immediately on receipt of any contribution. The ET shall not accept any contributions without PAN of the contributor who is a resident and passport number in the case of a citizen of India, who is not a resident.

The ET shall not accept voluntary contributions from:

- An Individual who is not a citizen of India
- Any Foreign entity whether incorporated or not
- From any other electoral trust which has been registered as a company under Section 25 of Companies Act, 1956 (Now under Section 8 of the Companies Act, 2013) and approved as an electoral trust
- From a Government company as defined in Section 2 of Companies Act, 2013
- From a foreign source as defined in Section 2 Foreign Contribution Regulation Act, 2010 Deductions/Exemptions
- Corporate Donors can claim deduction under Section 80GGB for amount of donation made to political parties.
- Other persons (except local authority and artificial juridical person funded by Government) can claim deduction under Section 80GGC

For administrative expenses, the Electoral Trusts are permitted to set aside a maximum of 5% of the total funds collected during a financial year along with any surplus carried forward from the previous financial year. The remaining 95% of total income of the Trusts including any surplus from previous financial year is required to be distributed to eligible political parties. Such contributions to political parties should always be followed by a receipt obtained from the benefiting party, along with the political party's PAN, registration number and name and designation of the person signing the receipt.

Electoral trusts are required to keep and maintain books of account and other documents in respect to their receipts, distributions and expenditure to enable the computation of its total income in accordance with the provisions of the Act. The book of accounts should comprise the list of people from whom contributions have been received and to whom the same have been distributed, donors' name, address and permanent account number along with the details of the amount and mode of payment received including the name and branch of the bank.

Every electoral trust is required to get its accounts audited by an accountant and furnish the audit report in the format specified (Form No. 10BC) along with particulars forming part of its Annexure, to the Commissioner of Income-tax or the Director of Income-tax, having jurisdiction over the electoral trust, on or before the due date specified for furnishing the return of income by a company under Section 139.

There were 6 Electoral Trusts – General Electoral Trust, Electoral Trust, Harmony Electoral Trust, Corporate Electoral Trust, Bharti Electoral Trust and Satya Electoral Trust – which donated to political parties before the launch of Electoral Trusts Scheme in 2013. As the rules are not retrospective, these 6 Electoral Trusts are not required to follow the rules set down in the Electoral Trusts Scheme, 2013. Thus, details of donors to these 6 Electoral Trusts remain unknown.

ELECTORAL BONDS

- Electoral Bond is a financial instrument for making donations to political parties
- The bonds are issued in multiples of Rs.1,000/- Rs.10,000/-, Rs.1 lakh, Rs.10 lakhs and Rs.1 crore without any maximum limit
- State Bank of India is the authorised bank to issue and encash these bonds, and valid for 15 days from the date of issuance
- They are redeemable in the designated account of a registered political party
- The bonds are available for purchase by any person (who is a citizen of India)

- A person can buy bonds either singly or jointly with other individuals
- The Donor's name is not mentioned on the bond.

How is Electoral Trust Scheme different from Electoral Bonds Scheme?

- **Transparency and Accountability:**
  - The functioning of ETs is marked by transparency. Contributors and beneficiaries are disclosed.
  - Electoral Trusts adhere to a robust reporting system, submitting detailed annual contribution reports to the Election Commission of India (ECI). This ensures a comprehensive record of donations and their allocation.
  - On the other hand, the Electoral Bond Scheme introduces a significant lack of transparency.
- The anonymity of donors creates an opaque environment in the funding process, making it challenging to trace the origins of contributions.
- **Funding Trends (2013-14 to 2021-22):**
  - Data from 9 financial years (2013-14 to 2021-22) show that political funding through the two government schemes shot up after the introduction of EBs, with the bulk of donations coming through the EB scheme.
  - Between 2017-18 and 2021-22, political parties got a total Rs 1,631 crore through ETs, while Rs 9,208 crore was donated through EBs.
- **Political Party Receipts:**
  - As per a report by the Association for Democratic Reforms (ADR), a single political party has secured 72% of the total donations facilitated by ETs in the year 2021-22 and 57% of the funding through EBs from 2013-14 to 2021-22.
  - The report also found that more than 55% of the funding for political parties came through EBs.

Few days back, Supreme Court came down heavily on Electoral bonds. Such bonds could enable individuals to donate anonymously to registered political parties by purchasing these bonds directly from State Bank of India (SBI), and the same could be encashed by the concerned political parties. This was formalised by the Parliament by amending several legislations. When this was challenged, Supreme Court by its landmark verdict, struck down the scheme and all associated amendments, holding them unconstitutional, as follows:

1) The entire electoral bond scheme;

2) The amendment to Representation of People Act, 1951 that exempted political parties from reporting to the Election Commission of India about the money received from such bonds;

3) The amendment to the Companies Act, 2013, that omitted the provisions that required companies to disclose the particulars of parties to whom they had donated, and also the amendment in the Act that removed the cap on corporate contributions to 7.5% of net aggregate profits and by extension, had removed the bar on loss making companies from contributing to parties;

4) The amendment to Income Tax Act, 1961 that exempted electoral bonds from the category of "voluntary contributions over Rs.20,000/-" for which parties must maintain accounts of names and details of donors

> Ever since elections were started in our country, we know how political parties get their funding done through various sources, mainly from the companies, then by organisations and by individuals. We are on the verge of witnessing the next General Elections during April-June, 2024. At this juncture, let us analyse the different modes of political contributions by the companies to political parties and the procedures to be followed for the same.

SBI has been ordered to immediately cease issuing electoral bonds, share the names of the purchasers, value of the bonds and their recipients with the Election Commission who need to disclose the details by March 13th.

Electoral Trusts are an alternative that could receive contributions from Indian citizens and corporations and distribute them to registered political parties, and a trust will not offer anonymity to donors, as compared to electoral bonds.

PROVISIONS IN THE COMPANIES ACT, 2013

For easy reference, Section 182 of the Companies Act, 2013 is reproduced below:

"(1) Notwithstanding anything contained in any other provision of this Act, a company, other than a Government company and a company which has been in existence for less than three financial years, may contribute any amount directly or indirectly to any political party:

Provided that no such contribution shall be made by a company unless a resolution authorising the making of such contribution is passed at a meeting of the Board of Directors and such resolution shall, subject to the other provisions of this Section, be deemed to be justification in law for the making of the contribution authorised by it.

(2) Without prejudice to the generality of the provisions of sub-Section (1),--

(a) a donation or subscription or payment caused to be given by a company on its behalf or on its account to a person who, to its knowledge, is carrying on any activity which, at the time at which such donation or subscription or payment was given or made, can reasonably be regarded as likely to affect public support for a political party shall also be deemed to be contribution of the amount of such donation, subscription or payment to such person for a political purpose;

(b) the amount of expenditure incurred, directly or indirectly, by a company on an advertisement in any publication, being a publication in the nature of a souvenir, brochure, tract, pamphlet or the like, shall also be deemed,--

(i) where such publication is by or on behalf of a political party, to be a contribution of such amount to such political party, and

(ii) where such publication is not by or on behalf of, but for the advantage of a political party, to be a contribution for a political purpose.

[(3) Every company shall disclose in its profit and loss account the total amount contributed by it under this Section during the financial year to which the account relates.

(3A) Notwithstanding anything contained in sub-Section (1), the contribution under this Section shall not be made except by an account payee cheque drawn on a bank or an account payee bank draft or use of electronic clearing system through a bank account:

Provided that a company may make contribution through any instrument, issued pursuant to any scheme notified under any law for the time being in force, for contribution to the political parties.

(4) If a company makes any contribution in contravention of the provisions of this Section, the company shall be punishable with fine which may extend to five times the amount so contributed and every officer of the company who is in default shall be punishable with imprisonment for a term which may extend to six months and with fine which may extend to five times the amount so contributed.

Explanation.-- For the purposes of this Section, "political party" means a political party registered under Section 29A of the Representation of the People Act, 1951 (43 of 1951)."

From the above, we can understand that Section 182 of the Companies Act, 2013 prohibits certain companies to make political contribution and restricts some companies to make political contribution subject to the compliances of Section 182. These are:

- A Government Company
- A company which has been in existence for less than 3 financial years.

Other than the above companies, all other companies can make political contribution to a political party. There are some compliances to be followed in this regard:

1. The company must pass a Board Resolution at a Board meeting authorising such political contribution.
2. The company shall disclose in its profit and loss account the total amount contributed by it under this Section during the financial year to which the account relates.
3. The contribution shall be made by an account payee cheque drawn on a bank or an account payee bank draft or use of electronic clearing system through a bank account.
4. A company can also make contribution through any instrument, issued pursuant to a scheme notified under any law for the time being in force.

Without prejudice to the generality of the political contribution, there are some transactions which shall be treated as a political contribution:

- A donation or subscription or payment caused to be given by a company on its behalf or on its account to a person who, to its knowledge, is carrying on any activity which, at the time at which such donation or subscription or payment was given or made, can reasonably be regarded as likely to affect public support for a political party shall also be deemed to be contribution of the amount of such donation, subscription or payment to such person for a political purpose;
- The amount of expenditure incurred, directly or indirectly, by a company on an advertisement in any publication, being a publication in the nature of a souvenir, brochure, tract, pamphlet or the like, shall also be deemed,--
  - (i) Where such publication is by or on behalf of a political party, to be a contribution of such amount to such political party, and
  - (ii) Where such publication is not by or on behalf of, but for the advantage of a political party, to be a contribution for a political purpose.

If a company violates the provisions of Section 182 of the Companies Act, while making political contributions, the company shall be punishable with fine which may extend to 5 times the amount so contributed and every officer of the company who is in default shall be punishable with imprisonment for a term which may extend to 6 months and with fine which may extend to5 times the amount so contributed.

CONCLUSION

To conclude, there is a robust legal regime governing political contributions and Indian businesses need not shy away from bona fide political contributions to support political parties that they believe will provide the Nation with good leaders and sound governance.

REFERENCES:

i. https://adrindia.org/sites/default/files/FAQs%20on%20Electoral%20Trust%20-%20English.pdf

ii. https://www.drishtiias.com/daily-updates/daily-news-analysis/electoral-trusts-scheme-2013

iii. The Companies Act, 2013 (Bare Act)

Small and Medium Real Estate Investment Trusts

In recent years, numerous Fractional Ownership Platforms (FOPs) have emerged in the market which is offering public to invest in buildings and offices spaces including warehouses, shopping centres, conference centres, etc. The minimum investment on these FOPs ranges from INR 10 lakhs to INR 25 lakhs. FOPs provides investment opportunity primarily in pre-leased real estate, where investors can earn the rental yield as well as upside in value of such real estate which is distributed to the investors after deducting management / maintenance fees and other charges, costs and expenses. Such investments provides investors a steady stream of cash flows and long-term returns thereby reducing financial burden on a single investor.

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INTRODUCTION

In recent years, numerous Fractional Ownership Platforms (FOPs) have emerged in the market which is offering public to invest in buildings and offices spaces including warehouses, shopping centres, conference centres, etc. The minimum investment on these FOPs ranges from INR 10 lakhs to INR 25 lakhs. FOPs provides investment opportunity primarily in pre-leased real estate, where investors can earn the rental yield as well as upside in value of such real estate which is distributed to the investors after deducting management / maintenance fees and other charges, costs and expenses. Such investments provides investors a steady stream of cash flows and long-term returns thereby reducing financial burden on a single investor. For eg:- There is an office space at a prime location in Delhi worth INR 50 crores which is already pre-leased by an entity, ensuring a steady rental yield and potential upside in the long term. However, a single investor with only INR 10 lakhs may not be able to invest in such property. FOPs provides such single investors to pool the amounts with other investor and jointly own such property. As a result, a single investors can invest in the INR 50 crore valued property with an investment of just as low as INR 10 lakh.

Typical structure of present FOPs are as follows:

- Identified Property is listed on the website of FOP seeking expression of interest from Investors with minimum token amount of as low as INR 10,000.
- Once 100% expression of interest is received, the placement memorandum to subscribe to securities to be issued by a SPV (Private Limited Company) which will purchase the identified property or which owns such property is shared with investors.
- Investors then transfers the amount to the SPVs escrow account and then securities are allowed to the Investors by the SPV.
- Rental income and / or income from sale of property in future earned by SPV is distributed to Investors as Dividend or any other permitted mode.

The underlying real estate assets offered on FOPs are similar to real estate / property defined under existing SEBI (Real Estate Investment Trusts) Regulations 2014 (SEBI REIT Regulations). However, SEBI REIT Regulations mandates Real Estate Investment Trusts (REITs) to have a minimum asset size of INR 500 crores and minimum initial issue size of INR 250 crores. This is one of the main reasons why there are a smaller number of investors in an REIT.

Considering the growth of FOPs and the surge of investors investing through FOPs, a need was felt to mandate registration and regulate these platforms by Securities and Exchange Board of India (SEBI). This would lead to the establishment of regulatory oversight on such structures enabling transparency and protection of interest of such investors. Thus, on May 12, 2023, SEBI issued a consultation paper for public comments on Regulatory Framework for Small & Medium REITs and proposed to bring such FOP structures under existing SEBI REIT Regulations.

Basis feedback received from stakeholders, SEBI amended the existing SEBI REIT Regulations through SEBI (Real Estate Investment Trusts) (Amendment) Regulations 2024 (SM REIT Regulations), establishing a regulatory framework for Small and Medium Real Estate Investment Trusts (SM REIT). The objective of this framework is to govern FOPs (present and future) and ensure adequate regulatory protections for retail investors participating in the real estate market.

This article provides an overview of the SM REIT Regulations notified by SEBI and the key highlights of the same are mentioned below:

KEY DEFINITIONS:

1. **Small and Medium REIT (SM REIT)**

   "Small and Medium REIT" means a REIT that pools money from investors under one or more schemes whereby:

   - Asset size proposed to be acquired is at least INR 50 crores and less than INR 500 crores; and
   - Minimum number of unitholders of a scheme are not less than 200 (excluding Investment Manager, its related parties and associates of the SM REIT).

   The above requirement is not applicable to existing structures migrating to SM REIT.

2. **Investment Manager (IM)**

   "Investment Manager" means a company incorporated in India and which Sets up the SM REIT, manages assets and investments of SM REIT, and undertakes operational activities of SM REIT.

SM REIT Structure

- **Investment Manager / Sponsor**

  The Investment Manager is responsible for setting-up the SM REIT. Application for registration with SEBI shall be filed by the Investment Manager. Under the SM REIT framework, there is no requirement to have separate entities as Investment Manager and Sponsor. The investment manager can act as a sponsor.

- **Trustee**

  Trustee holds the assets of the SM REIT and its scheme in trust and for the benefit of the unit holders. Trustee shall be registered under the under SEBI (Debenture Trustees) Regulations, 1993. It should not be an associate of the IM.

- **Small And Medium Real Estate Investment Trust**

  The SM REIT shall be established as a Trust and the Trust Deed shall be registered under the Registration Act 1908. The primary objective of this Trust shall be to undertake activity as a SM REIT through one or more schemes.

- **Special Purpose Vehicle**

  The real estate assets of the SM REIT shall be held by Special Purpose Vehicles which shall be companies set up as wholly owned subsidiaries of the SM REIT. No other entity shall have ownership capital interest in the SPV.

Eligibility

The Investment Manager (IM) shall meet the following criteria for the purpose of SM REIT:

- It shall have a minimum net worth of INR 20 Crores out of which INR 10 crores shall be positive liquid net worth.
- It shall have minimum experience of 2 years in real estate industry or real estate fund management. If not, it may employ two Key Managerial Personnel, each having at least five years' experience in real estate industry or real estate fund management.
- At least half of the Directors must be Independent and shall not hold directorships in the any manager or IM of another REIT or SM REIT.

Investment Conditions

The SM REIT shall adhere to the following conditions while making investment:

- The Scheme of SM REIT shall invest 95% of its assets in completed and revenue generating properties and the balance 5% may be invested in unencumbered liquid assets.
- In no case the scheme shall invest in under-construction or non-revenue generating real estate assets.
- The SM REIT scheme shall only lend to its SPVs. In turn, the SPV shall refrain from lending to any entity.

Fund raising by SM REIT

The scheme of the SM REIT can raise funds in the following ways:

- **Issue of units**

  The scheme of an SM REIT may raise funds from investors (Indian or foreign) by issue of units. Issue of units to foreign investor shall be subject to Reserve Bank of India guidelines.

  The units shall be issued only in dematerialized form and shall be compulsorily listed. The minimum subscription from an investor shall be INR 10,00,000 and the scheme shall have at least 25% of the total outstanding units held by public at all times.

  Further, no person, other than the IM or its related parties and its associates, shall hold more than 25% units of a scheme of the SM REIT either individually or with persons acting in concert with him.

> Considering the growth of FOPs and the surge of investors investing through FOPs, a need was felt to mandate registration and regulate these platforms by Securities and Exchange Board of India (SEBI). This would lead to the establishment of regulatory oversight on such structures enabling transparency and protection of interest of such investors.

- **Utilizing Leverage**

  The scheme of an SM REIT may undertake leverage either by borrowings or issue of debt securities under SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021. The option to undertake leverage should be disclosed in the offer document.

  The total borrowings and deferred payments, after accounting for cash and cash equivalents, should not exceed 49% of a scheme's asset value. However, if it exceeds 25%, the scheme must acquire a credit rating from a SEBI registered credit rating agency and obtain approval from its unit holders.

CONDITIONS FOR INITIAL OFFER

- The IM shall designate one or more merchant bankers to handle and execute the responsibilities associated with the issue process. The draft offer scheme shall be filed by the IM through the merchant banker.
- The assets, bank accounts, investment or demat accounts and the books of accounts of each scheme shall be segregated by the IM and trustee.
- The property documents evidencing the title to the real estate assets or properties shall be maintained in safe-deposit boxes, at a scheduled commercial bank and be annually inspected by the trustee.
- The value of real estate assets or properties in each scheme shall be at least INR 50 crores.
- The minimum price of each unit of the scheme of the SM REIT shall be INR 10,00,000.
- Adequate disclosures as required under these regulations shall be made in the offer document of the scheme.
- If the SM REIT does not make an initial offer of a scheme within 3 years from the date of registration, it shall surrender its certificate of registration to SEBI and cease to operate as an SM REIT.

LOCK IN AND MINIMUM INVESTMENT REQUIREMENTS

The lock-in and minimum investment requirements are applicable to the investment manager of the SM REIT schemes. The same is summarized below:

Time period from initial listing	Minimum investment and lock-in requirementx
Initial 3 years	For the SM REIT which has not opted to undertake leverage, 5% of total outstanding units of the scheme shall be held by the IM. For the SM REIT which has opted to undertake leverage, 15% of total outstanding units of the scheme shall be held by the IM. Any excess holding of the IM over the minimum investment i.e. 5% or 15% respectively shall be held for at least 1 year from the date of listing of units.
4th and 5th year	5% of total outstanding units of the scheme.
6th year onwards and upto 10th year	3% of total outstanding units of the scheme.
11th year onwards and upto 20th year	2% of total outstanding units of the scheme.
Post 20th year	1% of total outstanding units of the scheme.

VALUATION OF ASSETS

- A full comprehensive valuation of the assets of each scheme of the SM REIT must be carried out by a valuer and which shall be submitted to IM as mentioned below:
  - Valuation Report shall be submitted Annually within 2 months from the end of the financial year.
  - In case of any material development having impact on the valuation of the assets of the Scheme, valuation report shall be submitted within 2 months from date of such event.
- The valuation is also required to be carried out before any issue of units to public or before purchase of any property.
- The investment manager shall submit the valuation reports to the trustee, designated stock exchanges and unit holders within one working day from the receipt of such valuation reports.
- The Valuer shall not be an associate of the IM or trustee of the SM REIT. Further, the signatory to the valuation reports shall have at least 5 years of experience in valuation of real estate, and possesses relevant qualifications, experience and track-record.

DISTRIBUTIONS

- **Distribution by the SPVs to the Scheme**
  - 95% of Net Distributable Cash Flows (NDCF) of the SPV shall be distributed to the scheme of SM REIT subject provisions of Companies Act, 2013.
  - The remaining amount shall be utilized as per the guidelines issued by SEBI.
- **Distribution by the Scheme to the Unit Holders**
  - 100% of NDCF of the Scheme shall be distributed to the unit holders of the SM REIT.
  - The distributions shall be declared on a quarterly basis not later than 15 working days from the end of the quarter.
- **Interest in case of delayed distribution**

  In case of failure to make timely payment of the distributions to the investors, IM shall pay interest at the rate of 15% per annum to the unitholders and such excess interest amount shall not be recovered by the IM from the SM REIT.

MIGRATION OF EXISTING PERSONS, ENTITIES, OR STRUCTURES

- The framework also provides for registration of existing persons, entities or structures which are in the nature of an SM RIET i.e. FOPs.
- The timeline for applying for registration is 6 months from notification of this amendment.
- Once the registration is granted, the applicant shall complete the migration of existing persons, entities or structures within 6 months.

RELATED PARTY TRANSACTIONS

"Related Party" shall mean related parties under the Companies Act, 2013 or applicable Accounting Standards and the following:

i. Parties to the REIT;

ii. Promoters, Directors and partners of the persons in clause (i) above.

SM REITs are prohibited from entering into transactions with related parties including transactions relating to facility management and property management services.

However, this restriction does not extend to the payment of fees to the IM and trustee for carrying out activities of the REIT.

RIGHTS AND MEETINGS OF UNIT HOLDERS

- **Rights of the unitholders**

  The unitholders of the scheme shall have right to receive distributions as provided in the offer document and to vote in any unitholder's meeting.
- **Annual Meetings**

  Annual meeting of the unitholders shall be held within 120 days from the financial year end (not more than 15 months shall elapse from the previous meeting) in which the following shall be approved by majority:

  i. Annual Accounts and Audit Report of the SM REIT and its schemes, and a report on performance of the scheme;

  ii. Appointment of auditor and the valuer and fixing their fees; and

  iii. Latest valuation reports.

- **Additional matters which require approval of majority unitholders i.e. votes cast in favor shall be more than votes cast against**
  - Transaction where the value is equal to or greater than 10% of the value of the assets of a particular scheme;
  - Borrowings in excess of 25% of the value of the scheme assets (where a scheme of SM REIT opts to utilize leverage);
  - Any issue for which SEBI or the recognized stock exchanges require such approval to be taken;
  - Any issue which is considered material by the Investment Manager or Trustee and which is in ordinary course of business.
- **Matters which require approval of unitholders where votes cast in favor is at least 1.5 times of votes cast against**
  - Change in Investment Manager including its removal or change in control of the Investment Manager;
  - Change in trustee;
  - Material changes in investment strategy or change in fees payable to Investment Manager;
  - Issue of units after initial offer by a scheme, in any form;
  - Proposal to voluntary delist of units of a scheme by the trustee and investment manager;
  - Any issue which is not in the ordinary course of business and which would require approval of the unitholders in the opinion of the investment manager or trustee;
  - Any issue for which SEBI or the recognized stock exchanges require such approval to be taken;
  - Appointment / Removal of auditor or valuer;
  - Delisting of the scheme if the unit holders have sufficient reason to believe that such delisting would act in the interest of the unitholders; and
  - Extension of time period to apply for delisting of units if there are no projects or assets under the scheme for more than 6 months.
- **Matters which require approval of 75% unitholders**

  Purchase / Sale of property at a value greater than 105% or less than 95% of the value of property as assessed by the valuer.
- **Miscellaneous**
  - Any additional matter can be taken at the meeting if request is received from 10% of unitholders (by value) of a scheme.
  - Meetings of unit holders may be conducted through video conferencing or through other audio-visual means.
  - Interested persons or their associates shall not vote on such transaction.

INELIGIBILITY

An SM REIT shall not be eligible to make an initial offer of units of a scheme if:

i. SM REIT or parties to the SM REIT including their promoters, promoter group or directors are debarred from accessing the securities market or dealing in securities by SEBI;

ii. Promoters or directors (except director nominated by a debenture trustee) of parties to the SM REIT is a promoter or director of another company debarred from accessing securities market.

iii. SM REIT or parties to SM REIT or any promoters or directors of such parties are wilful defaulters;

iv. Any promoters or whole-time directors of the parties to SM REIT is a promoter or whole-time director of another company which is a wilful defaulter;

v. Any promoters or directors of the parties to SM REIT is a fugitive economic offender; or

vi. Any penalty levied by SEBI or stock exchanges is pending to be paid by the SM REIT.

In case of (i) and (ii), applicant shall be eligible to make initial offer if the period of debarment is over as on the date of filing of the scheme offer document.

CONCLUSION

The introduction of the SM REIT Regulations is anticipated to positively impact India's Real Estate market providing opportunities for prospective retail investors with small ticket size to fractionally invest in rent yielding real estate properties. Additionally, the mandatory listing of units ensures liquidity allowing investors to easily convert their holdings into cash when needed by selling units in the market.

With small asset size, the SM REIT can be a game changer for the real estate market and will open doors for retail investors to diversify their investments and benefit from the real estate market growth.

REFERENCES:

i. SEBI Consultation Paper on Regulatory Framework for Micro, Small & Medium REITs dated 12 May 2023

ii. SEBI (Real Estate Investment Trusts) (Amendment) Regulations, 2024 dated 8 March 2024

Green to Greed: Unravelling Corporate Deception

Environmental issues, such as climate change, pollution, biodiversity loss, greenhouse effect, resource depletion, and many others, transcend not only political boundaries but also geographical barriers. Given the extensive impact of environmental issues, there is a broad consensus that countries must join their hands to collectively address these challenges. The same is reflected in the declarations made at different summits and conventions held under the aegis of the United Nations such as PARIS SUMMIT, 2015, COP28.

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INTRODUCTION

The Dalai Lama offered a thought-provoking response when questioned about what surprised him most about humanity. He said 'Man. Because he sacrifices his health in order to make money. Then he sacrifices money to recuperate his health.'

The wise words stated by the Dalai Lama reflect the present day relationship of humankind and the environment. Humankind, in its pursuit of technological progress to enhance quality of life, has been exploiting the environment and natural resources, without realizing that Nature is paramount and advancements lacking eco-friendliness can be degenerative and ultimately futile. Efforts are being made on war scale to restore and recuperate the ecology, environment, flora, and fauna of our planet Earth. This includes reconsidering and abandoning technologies and machines developed through significant investments and extensive research, as they are found to be harmful to Earth, its ecology, and environment.

Environmental issues, such as climate change, pollution, biodiversity loss, greenhouse effect, resource depletion, and many others, transcend not only political boundaries but also geographical barriers. Given the extensive impact of environmental issues, there is a broad consensus that countries must join their hands to collectively address these challenges. The same is reflected in the declarations made at different summits and conventions held under the aegis of the United Nations such as PARIS SUMMIT, 2015, COP28.

Post the Paris Agreement in 2015, there has been a spurt in net-zero commitments towards carbon foot prints, from all sectors. The increase in commitments has led to a surge in the number of criteria and benchmarks used to establish net-zero goals, each varying in their level of robustness. The economies and its stakeholders, including corporations, consumers, and legislators, are incorporating "green touch" to anything and everything they can imagine. The consumers alike are responding to the eco-friendly products and investment schemes even at a higher cost.

With the net-zero commitments and the pledges to reduce carbon footprints, it feels like finally the human race has woken up from the slumber to go out of the way in being 'eco-friendly'. The environment friendly measures are part of the Environment, Social and Governance (ESG) practice, the new benchmark (or talisman) for every walk of life and lifestyle. Whether it's food, clothing, fashion, electronic gadgets, or any other commercial product, ESG principles are smeared across the products and brands.

A green economy backed by green products and services should ideally reverse the ill effects of industrialization, deforestation, synthetic and non-biodegradable products, etc. However, to the surprise of all, global warming is on rise, ill effects of climatic change are increasing, world is witnessing far more hurricanes as opposed to the last decades and so on. So, are these efforts too little too late? Or are the green claims a putative 'greenwashing', leading consumers, investors, and regulators astray with false narratives and spreading a culture of misinformation and bewilderment?

Customers, investors, and markets are smitten with ESG, pushing the companies to hold the flag post of 'eco-friendly' missionaries. However, these purported green claims often turn out to be a fad. So much so that the Secretary General of the United Nations, António Guterres, constituted a United Nations High-Level Expert Group on Net Zero Emissions Commitments by Non-State Entities – Companies, Mainly Oil or Energy; financial institutions, cities and regions. Its report was presented by the Committee during the 27th Climate Summit (CO27), held at Sharm el Sheikh (Egypt).

The report focuses on greenwashing and calls for measures to end "dishonest" accounting with which some companies "evade" their responsibility to reduce their carbon footprint.

WHAT IS GREENWASHING?

In recent years, the term 'greenwashing' has gained popularity as a marketing strategy, whereby the companies portray their products or services as 'environmentally friendly', even when they are not. Greenwashing manifests in various ways, including the use of vague terms, showcasing fake certifications, or employing deceptive imagery or language. For instance, a company might advertise its product as "100% natural" or "chemical-free," although this claim may not hold entirely true. Even industries like 'fast fashion', known for their intrinsic lack of sustainability and environment friendly, often market themselves as eco-friendly.

Although there is no universally agreed-upon categorization for greenwashing, the term has been defined in various ways. In essence, greenwashing involves companies misleading consumers by falsely portraying themselves as environmentally friendly or sustainable as a marketing tactic, rather than as a core tenet of their business model.

GREENWASHING: LEGAL FRAMEWORK

India

Greenwashing is essentially a governance issue in the domain of environment, thus intertwined with ESG. With the exception of the Securities and Exchange Board of India (SEBI), which has defined greenwashing and issued circulars, India does not have specific regulations governing greenwashing. However, there are laws, voluntary codes and rules, etc in place to address false or misleading marketing claims, thereby deal with the incorrect environmental claims or greenwashing.

The only other attempt is the recently issued 'Draft Guidelines for Prevention and Regulation of Greenwashing' put up for public consultation by Central Consumer Protection Authority. The said draft guidelines have been prepared by a committee constituted by Department of Consumer Affairs (DoCA). The definitions in the draft guidelines of 'greenwashing'[1] and 'environmental claims'[2] do reflect the attempt by the government to tackle the menace of 'greenwashing' however the final guidelines and their implementation shall reflect the true impact of the same, given there are no penal consequences in the first instance.

In addition to above, there are some laws, voluntary codes and regulations in place to address false or misleading marketing claims, thereby deal with the incorrect environmental claims or greenwashing.

Considering the green claims in the investment field, the SEBI, post defining ''green debt security', in November 24, 2022 issued a circular mandating disclosures and compliances in relation to the same (i.e. business activities and product offerings which are environment friendly).

SEBI in its subsequent circulars dated February 03, 2023 has defined greenwashing as "*making false, misleading, unsubstantiated, or otherwise incomplete claims about the sustainability of a product, service, or business operation.*", SEBI released another circular of the same date dealing with '*Do's and Don'ts relating to Green Debt Securities to avoid occurrences of Greenwashing*'. A subsequent circular dated February 6, 2023 provides for appointment of a recognised third-party agency to review the concerned project, eligibility, and issue of green debt securities.

To ensure increased accountability, SEBI in 2012 made it mandatory for the top 100 listed companies by market capitalisation to file a business responsibility report (BRR) capturing their non-financial performance across ESG factors. SEBI introduced new ESG reporting requirements in May 2021 for the top 1,000 listed companies, mandating these companies to disclose their ESG performance through a new format called the Business Responsibility and Sustainability Report ("BRSR"), in their annual report. Given the dismal response from companies during the FY 2021-22, this measure was necessitated to ensure it keeps pace in achieving India's net-zero target by 2070. The remaining listed entities not falling in top 1,000 may voluntarily submit such reports.

SEBI has also issued Credit Rating Agencies (Amendment) Regulations, 2023 which *inter-alia* stipulate the regulatory framework for ESG ratings. This shall go a long way in companies making green claims accountable and prone to regulatory action.

1. *2(e) "Greenwashing" means- (i) any deceptive or misleading practice, which includes concealing, omitting, or hiding relevant information, by exaggerating, making vague, false, or unsubstantiated environmental claims. (ii) use of misleading words, symbols, or imagery, placing emphasis on positive environmental aspects while downplaying or concealing harmful attributes.*

   but shall not include (i) use of obvious hyperboles, puffery, or (ii) the use of generic colour schemes or pictures; either not amounting to any deceptive or misleading practice.

2. *2(f) "Environmental claims" means: any representation, in any form, regarding: (i) a good (either in its entirety or as a component), the manufacturing process, packaging, the manner of use of the good, or its disposal; (ii) a service (or any portion thereof) or the process involved in providing the service, Suggesting environmentally friendly attributes.*

   Explanation - It may include, but not limited to: (i) having a neutral or positive impact on the environment or contributing to sustainability; (ii) causing less harm to the environment compared to a previous version of the same product or service; (iii) causing less harm to the environment than competing goods or services; (iv) being more beneficial to the environment or possessing specific environmental advantages;

   all aimed at conveying a sense of environmental responsibility or ecofriendliness associated with the good or service."

Currently, with exception of SEBI and the draft guidelines, there are no specific laws or regulations in India directly dealing with greenwashing. However, there are few laws or voluntary codes or regulations which deal with advertisement and trade practise and can be invoked to combat greenwashing.

a) Consumer Protection Act 2019 (CPA, 2019). 'Greenwashing' is an unfair trade practice under Section 17 of the CPA, 2019. CPA, 2019 protects consumers against false and misleading ads, including the ones which make incorrect green claims such as a product being bio-degradable, energy efficient, etc.

b) The Advertising Standards Council of India (ASCI), a voluntary self-regulatory organization of the advertising industry in India, has issued a guideline for advertising across various sectors and to curb misleading advertisements. ASCI has been the flag bearer for ethical advertisements and to ensure that the advertisements are honest, and not deceptive. Thereby, covering the misleading advertisement on green claims.

c) Bureau of Indian Standards (BIS) under BIS Act, 2016 (replacing BIS Act, 1986), deals with standardization and certification of goods, services, etc. ECO Mark Scheme was instituted by the Government of India for labelling of environment friendly products. The Scheme covers an array of products including FMCG. To administer the Scheme, BIS has included supplementary criteria for the ECO Mark within the relevant Indian Standards. BIS conducts enforcement actions to prevent the unauthorized use of the Standard Mark or its imitation by unscrupulous traders and manufacturers lacking a valid BIS license. These measures also serve to safeguard consumers against deceptive representations regarding the quality of products labelled with the BIS Standard Mark.

d) The Ministry of Environment, Forest and Climate Change (MoEFCC) initiated the Green Good Deeds (GGDs) movement in January 2018 as a societal endeavor aimed at promoting widespread environmental consciousness across all societal strata and inspiring individuals to embrace eco-friendly lifestyles. The initiative also offers guidance to companies regarding environmental assertions made in their advertisements.

The existing codes by prohibiting the use of false or misleading claims in advertisement offer a too, to deal with the instances of greenwashing. An advertiser engaged in greenwashing, is likely to be in violation of said existing codes. For example, ASCI prohibited Bharat Petroleum's advertisement in 2017 that claimed "Go Green With Speed For IT Reduces Emissions" due to unsubstantiated environmental claims. In such instances, a company's reputation is significantly harmed, resulting in revenue and credibility losses.

BEYOND INDIAN BORDERS

Several countries have issued appropriate guidelines or regulations to contain greenwashing, which includes.

United States: The Federal Trade Commission (FTC) has promulgated guidelines concerning environmental marketing representations, commonly referred to as the Green Guides, with the intent of assisting marketers in refraining from making misleading environmental claims to consumers. Initially published in 1992, the Green Guides underwent revisions in 1996, 1998, and 2012. Furthermore, the Green Guides prohibits the use of false or deceptive assertions, including the use of unqualified terms such as "eco-friendly" or "green." Although the Green Guides lack legal enforceability, they provide the Federal Trade Commission (FTC) with the authority to pursue legal measures against companies that engage in deceptive or misleading environmental assertions.

European Union: The European Union has enacted the "Green Claims" Regulation to combat greenwashing and safeguard consumers and the environment. This

Regulation mandates that environmental labels and assertions must be credible and reliable, enabling consumers to make more informed purchasing choices.

United Kingdom: The Competition and Markets Authority (competition regulator to tackle unfair behaviour) published the Green Claims Code, which encourages companies to ensure that the green claim made is fair and accurate. Marketing communication must be clear and should not exaggerate the positive environmental impact. If a business does not follow these rules, it is breaking consumer law, and could be brought to court.

Furthermore, there exist independent organizations that certify products as environmentally sustainable, such as the Forest Stewardship Council (FSC), the Rainforest Alliance, and the Energy Star program. These certifications can aid consumers in distinguishing authentic environmentally friendly products.

Apart from the above, several other countries have also enacted laws to address Greenwashing, which includes China's Green Advertising Law and Brazil's Consumer Protection Code.

The legal landscape concerning greenwashing is progressively developing across various jurisdictions, with a shared acknowledgment of the imperative to combat greenwashing and safeguard consumers against deceptive or inaccurate environmental assertions. Moreover, regulations or voluntary codes may lead to legal repercussions if advertisements are determined to contravene the stipulated regulations or codes, as outlined above.

INSTANCES OF GREENWASHING

Greenwashing encompasses activities ranging from deceptive packaging to the use of ambiguous language to make environmentally friendly claims. Although prevalent across various industries, below are a few well-known household names that have been identified for engaging in greenwashing:-

Volkswagen: In 2015, Volkswagen advertised the environmentally friendly and low-emission attributes of its vehicles in marketing campaigns. However, upon investigation, Volkswagen acknowledged installing 'defeat devices' in numerous vehicles. Subsequently, the Federal Trade Commission (FTC) found that diesel car engines were emitting nitrogen oxide pollutants at levels up to 40 times higher than the US regulatory limit.

McDonald's: In 2019, the fast-food chain launched an initiative aimed at reducing the utilization of single-use plastics within its restaurants. However, the company's newly introduced paper straws, intended to replace the previous straws due to their thickness and other attributes, were determined to be non-recyclable. Additionally, concerns have been raised regarding the environmental impact of the company's beef laden menu, which is purported to generate over 22 million metric tons of greenhouse gases annually.

> With the net-zero commitments and the pledges to reduce carbon footprints, it feels like finally the human race has woken up from the slumber to go out of the way in being 'eco-friendly'. The environment friendly measures are part of the Environment, Social and Governance (ESG) practice, the new benchmark (or talisman) for every walk of life and lifestyle. Whether it's food, clothing, fashion, electronic gadgets, or any other commercial product, ESG principles are smeared across the products and brands.

Starbucks: In a manner akin to McDonald's, Starbucks ceased the utilization of plastic straws and all types of straws altogether, introducing a sippy lid for all beverages instead. Nevertheless, it was discovered that the new lid contained a greater amount of plastic compared to the previous straw-lid combination.

Coca-Cola: In its advertisement for a low-sugar beverage, the company promoted it as a "green, healthy alternative" as compared to other soft drinks. The beverage purportedly contained the natural sweetener Stevia; however, it was later revealed to still contain over 4 teaspoons of sugar per 330ml, thereby misrepresenting its low-sugar claim.

Coca-Cola asserts its environmental cleanliness and sustainability, despite being identified as one of the largest contributors to plastic pollution globally. The company is currently facing legal action regarding these environmental concerns.

Walmart: It was discovered that Walmart improperly marketed approximately two dozen textile products as being made from bamboo, whereas they were actually made of rayon. According to the Federal Trade Commission (FTC), the process of converting bamboo into rayon involves the use of toxic chemicals, leading to the production of hazardous pollutants. In a lawsuit filed against Walmart, the court validated the accusations of greenwashing and ordered Walmart to pay $3 million in civil penalties.

GREENWASHING IN FAST FASHION

Another critical focus area for environmentalists is fast fashion. ReMake, a fashion non-profit organization, estimates that only 20% of discarded textiles are recycled or reused, while the remaining 80% are either burned or disposed of in landfills.

Fashion companies such as H&M, Zara, and Uniqlo contribute significantly to the vast amounts of textile waste generated by the garment industry.

H&M: In 2012, H&M introduced its eco-friendly clothing line named the "Conscious Collection." The company asserted that it used recycled polyester and organic cotton in this collection. However, the claim of being eco-friendly was deemed as greenwashing because the provided information regarding sustainability was insufficient, particularly considering that the Conscious Collection is marketed as having environmental benefits.

Zara: In 2022, the brand launched a limited-edition line of "sustainable clothing" produced from polyester derived from captured carbon emissions. Despite this initiative, the brand faced criticism for continuing to endorse the practice of over-production and over-consumption, which critics argue nullifies the positive impact of these sustainability efforts.

GREENWASHING IN INDIA

Indian market story is no different from the trend world over and lack of focused regulatory framework adds to the woes of consumers.

1. Godrej Industries: In 2012, Godrej Industries in its marketing campaign claimed that its Good Knight Fast Card mosquito repellent was "100% natural" and "chemical-free". However, the Advertising Standards Council of India (ASCI) determined this claim to be false and misleading.
2. Hindustan Unilever Limited (HUL): The renowned FMCG player advertised its product 'Surf Excel Easy Wash' detergent as "100% natural" and "environment-friendly," despite containing synthetic ingredients. In 2011, the Indian government, through the Ministry of Environment and Forests, filed a case against Hindustan Unilever Limited (HUL) for making false claims in its advertising. Consequently, HUL was fined INR 10 lakhs by the Central Pollution Control Board.
3. Voltas AC: In 2013, Voltas Limited, a company under the Tata Group, initiated a marketing campaign asserting that its air conditioners (ACs) were "eco-friendly" and possessed a "5-star energy rating." However, it was later revealed that the ACs actually had a lower energy rating than claimed in the campaign.
4. Godrej Soaps: In 2015, Godrej Consumer Products Limited was scrutinized for inaccurate claims regarding the environmental benefits of its Godrej No. 1 soap. The company's advertisement asserted that the soap was "100% natural," "biodegradable," and "eco-friendly," although it contained synthetic ingredients.
5. Bharat Petroleum: In 2017, the ASCI issued a ban on Bharat Petroleum's advertisement that claimed "Go Green With Speed For IT Reduces Emissions" due to unsubstantiated environmental assertions.

The above stated are handful of examples and list is long covering every sector and industry including service industry.

BEYOND THE PRIVATE AND FINANCIAL SECTORS

The legislators of countries when making policies need to be conscious that ecology and environment work on the fine balance of its constituents. For example, in order to undo the effects of coal, diesel and similar fossil fuel emissions, the change to CNG may be laudable, however the same must not be done without analysing the side effects of CNG and if they are more grave and serious.

Similarly, blending of ethanol may have multifarious benefits ranging from cutting down the forex expenditure, reducing dependency on foreign countries for oil, replacing oil with a bio and renewable fuel, the farmers getting money from even the bagasse. However, one needs to consider the downsides, i.e. issues of whether it has impact on food security, or whether excessive sugarcane plantation would lead to water scarcity, etc.

The claim, therefore, of a policy being eco-friendly or leading to a shift which benefits the environmental needs to be made with caution. A linear benefit opening the gateways for another ecological adversary may be an example of 'greenwashing' in the field of policy making by the legislators or decision making bodies.

STEPS TO REIN GREENWASHING

While, specific laws dealing with 'greenwashing' would provide much needed impetus to curb down greenwashing, however the same would not be a panacea for all the woes. Few steps to rein in greenwashing are as below: -

1. Conscious consumerism is a potent tool to promote sustainability and environmental protection and check misleading claims. Furthermore, the consumers should not rely solely on marketing campaigns and green labels to make purchasing decisions. It is essential to ask questions, and verify (green) claims before purchasing products. Moreover, the government needs to take stricter action against companies that indulge in greenwashing, as this practice is not only harmful to the environment but also to consumers who may be misled into making unsustainable choices.

2. Robust legal or regulatory framework: There is an urgent necessity for a strong legal framework to ensure that companies making inaccurate environmental claims are held accountable and subjected to legal actions, including penalties, for their deceitful conduct. The focus needs to shift from voluntary codes and generic provisions to a targeted legal framework. While some progress has been achieved by SEBI and draft guidelines have been prepared by DoCA for Prevention and Regulation of Greenwashing, as discussed earlier, there is a crucial need for more comprehensive guidelines to be enforced.

   Further, the framework can provide a positive nudge as extra FSI for green buildings, the law can also provide for incentive by way of tax relief and other specific industry based concessions for genuine green claims.

3. Integration of sustainability into business strategies: Companies should adopt a forward-looking approach to their sustainability initiatives rather than focusing solely on short-term gains from green claims and marketing. This broader perspective will not only help in building trust with consumers but also showcase a long-term commitment to environmental causes. Taking steady and robust steps in this direction will also mitigate the pressure of immediate large investments and reduce the risk of business disruptions.

4. Third-party certifications and standards play a crucial role in establishing clear and measurable criteria for sustainable products and services. These certifications not only help companies to showcase their commitment to sustainability but also ensure that consumers receive more accurate and trustworthy information. Additionally, these certifications contribute to building brand value by demonstrating adherence to recognized environmental and ethical standards.

The role of media campaign in spreading awareness and bring bad reputation to the companies found guilty of greenwashing can play a significant role. While, ASCI hold the reins tight in bringing the dark horse to public notice, but equally important is to applaud genuine claims. A recognition of the actual good work will develop trust with the customers and would be worth more than any sponsored market campaign run by a company.

CONCLUSION

To conclude, the world is realizing that melting glaciers, global warming, non-biodegradable products, air, water, land and several other pollutions need not only be reined in but the effects need to be reversed. The agenda, accordingly, is moving from discussions to framing voluntary codes to implementing policies to gradually internalizing the green life and lifestyle. This whole shift becomes ineffective and meaningless when the greenwashing takes the centre stage. The struggle is not limited to misleading market campaigns or false green labels but runs deeper to internalize the fact that key to human survival is to befriend the nature and not exploit it. If the economic development of a country comes at the cost of the forest fire, floods, extreme temperatures, erratic cycle of seasons, the country as well as the world is getting poorer and is economically regressing. The World Economic Forum has in fact identified that out of ten risks in the next ten years that the world would be facing, six of them are environmental risks (source: World Economic Forum, Global Risks Perception Survey 2022-23).

It is indubitable that the ineffable effects of green and clean environment on health, diversity (in terms of flora and fauna) and sustained development can find application by adopting eco-friendly lifestyle. Development, a policy, a technology needs to be tested on the touchstone of environmental impact and sustainable development. A sustained growth can push the economy; any deviation shall mean recuperating the ill effects by spending an equal or more amount of money, making net gain zero or even negative, as reflected by the Dalai Lama on man and his health.

REFERENCES:

i. *https://www.elephantjournal.com/*

ii. *https://earth.org/*

iii. *https://www.lexology.com/*

iv. *https://www.ccl.nluo.ac.in/*

v. *https://capitalmonitor.ai/*

vi. *https://www.valgreen.ro/*

Invitation For Research Papers In CS Journal – May 2024 Issue

We invite Research papers/ Manuscripts to publish in 'Chartered Secretary' with the objective of creating proclivity towards research among its members both in employment and practice. As research is an integral part the of scientific approach towards an issue for arriving at concrete solutions, in view of this it is essential to ensconce the research-oriented approach. Further, research is pervasive, i.e., it is not restricted to a particular field. Whether it is engineering, management, law, medicine, etc. without proper research, it is almost next to impossible to ascertain the solution of a problem.

Contributions may be sent on topics like Secretarial Practice, Auditing Standards, Company Law, Mercantile Law, Industrial Law, Labour Relations, Business Administration, Accounting, CG & CSR, Legal Discipline, and Digital Transformation & Artificial Intelligence or on any other subject and topic of professional interest.

Participants are requested to send their articles/ research papers with the following terms:

- ❖ The article/research papers should be original and exclusive for Chartered Secretary.
- ❖ It should be ensured that the article has not been/will not be sent elsewhere for publication.
- ❖ Article/ research papers should include a concise Title, Abstract name of the author(s) and address.

Members and other readers desirous of contributing articles may send the same latest by **Thursday, April 25th, 2024** for the **May 2024** issue of Chartered Secretary Journal at **cs.journal@icsi.edu**

The length of the research paper should ordinarily be between 2,500 - 4,000 words. The research paper should be forwarded in MS Word format.

We look forward to your co-operation in making this initiative of the Institute a success.

Regards,

Team ICSI

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RESEARCH CORNER

- THE DICHOTOMY OF WOMEN'S EMPOWERMENT WITH MICROFINANCE - AN EMPIRICAL EVIDENCE FROM GURUGRAM AND POLICY RECOMMENDATIONS

The Dichotomy of Women's Empowerment with Microfinance - An Empirical Evidence from Gurugram and Policy Recommendations

The impact of microfinance has been a debated topic, particularly in addressing the dichotomy that credit to women might positively affect households but does not empower women in most cases. Based on 2022-23 data from 200 women in Gurugram, the present research explores the impact of microfinance on women's empowerment using credit usage data and testimonies. We have scrutinized credit's impact on (a) household susceptibility to emergencies and crises and (b) women's empowerment separately by comparing 100 participants with 100 non-participants. Using four indicators for "Household Susceptibility" and six for "Empowerment," our findings reveal that microfinance aids households in emergencies but falls short in empowering the directly involved women.

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INTRODUCTION

Microfinance, a renowned anti-poverty intervention, primarily targets women. According to the Sa-Dhan Annual Report 2022-23, this sector saw a significant 21% portfolio increase in last year, reaching Rs. 3,58,700 crores by June 2023, from Rs. 2,96,487 crores in June 2022. In the first quarter of the financial year 2023-24 also, the portfolio increased by Rs. 7,000 crores. This theory behind microfinance is rooted in the belief that lending to women creates a win-win situation, women share credit benefits with their families, especially children, and are less likely to default on repayments. The ideology believes that their growing role in households will eventually lead to their empowerment.

Despite procedural deviations, researchers have accepted that lending to women has improved household incomes. Numerous studies affirm that extending credit to women substantially aids households in dealing with emergencies, fostering livelihood diversification, and improving overall family welfare (Khandker 2003, Aruna & Jyothirmayi 2011, Shivaprasad & Anilkumar 2014, Yeboah et al. 2015). However, some studies argue that women's credit control often remains with husbands or other family members, leading to dependency on the final repayments (Leach & Sitaraman 2002, Johnson 2005, Waelde 2011, Rooyen & Stewart 2012).

So, there has yet to be a consensus regarding its capacity to empower the women concerned. The study is based on the argument that though microfinance has helped households and families a lot, it has not helped much in empowering the women concerned. We have called this the "impact enigma" or the "dichotomy."

This research separately examines microcredit's impact on "beneficiary households" and individual "women" in the Gurugram district. Findings reveal women's credit benefiting households but not empowering the women due to lack of asset co-ownership. Microfinance deepens resource division between women and their families. This analysis unfolds in three phases: first, assessing the impact of microfinance on households; second, studying its influence on women's empowerment; and third, exploring credit usage and repayment data for a nuanced understanding of achieved results.

DATA COLLECTION AND FIELDWORK

The research was conducted in 2022-23 in Gurugram district, Haryana, encompassing 229 villages, and 1186

SHGs. The district has a population of 1,514,085, an area of 1253 sq. km., and four blocks – Farrukhnagar, Pataudi, Sohna, and Gurgaon. We collected the data from 200 married households, of which 100 participated in the SHG program (termed "SHG households") and 100 as the control group.

The survey covered socio-economic aspects and post-credit transformations in Gurugram district households. We explored their work-time allocation, decision-making, and asset holdings. We aimed for balance by posing questions to their husbands and heads of the family, ensuring an equal representation of men and women.

SHG members and non-members belonged to the villages of the Gurugram district – like "Langra," "Alipur," "Bilaspur," "Bhora Kalan," "Kasan," and "Pathreri." On average, households consisted of 6.40 members ranging from 2 to 18. The average landholding was around 2 acres. Most of the time, credits were utilized for household consumption and productive requirements. However, it was also used in some cases to finance self-managed businesses. Repayment rates were testified to be 100%.

Individual and group Interviews were conducted. Generally, the women here were not supposed to follow the *purdah* rituals, but they had no say in the central decision-making process of households. Some women in these villages also supported their families financially by working as wage labourers or on family farms.

Hypotheses

Ho: There is no significant difference between SHG and control households concerning "susceptibility" variables.

Ha: There is a significant difference between SHG and control households concerning "susceptibility" variables.

Ho: There is no significant difference between SHG and control households concerning "empowerment" variables.

Ha: There is a significant difference between SHG and control households concerning "empowerment" variables.

Statistical Tools

To make the analysis more reliable, a t-test has been applied. T-statistic has been used to compare the mean values of susceptibility and empowerment variables for SHG and non-SHG households.

LOAN TO WOMEN, WOMEN EMPOWERMENT AND HOUSEHOLD SUSCEPTIBILITY

DESCRIPTION OF THE VARIABLES

In the current section, the impact of microfinance on households and women separately has been investigated. Mainly, the effect on a household's susceptibility to emergencies and crises is studied. And after that, the impact on women's empowerment is discussed. A comparison is made between 100 participants and 100 non-participants. Four "Household Susceptibility" and six "Empowerment" indicators have been used to estimate the impact of microfinance on households and women separately.

Our questionnaire addresses specific aspects, tailored to the study's context. Susceptibility and empowerment, each comprising multiple elements, were assessed through a scoring system. Points were awarded for fulfilling component requirements, and a final score was computed by summing all elements within each variable. Variables were dichotomized, with a cut-off point determining "not-susceptible" or "empowered" status (score 1), while others received 0. This approach streamlined variables into binary outcomes for analysis.

SUSCEPTIBILITY INDICATORS

These indicators include the household's ability to cope with emergencies in the short run and diversify from the agricultural incomes in the long run. These are explained below-

Scarcity-related vulnerability (Emergency needs) (SCARCITY)

A household received one mark each for meeting food and health needs last year, one mark if it met all its health requirements in the previous year, one point if nobody in the family had to migrate in search of work, one mark if no livestock or other assets had to be sold to meet the emergency needs, one extra mark if the household expected to cope up similarly in case of emergencies next year, one mark in case their income generation plans were not postponed due to fulfillment of emergency needs in the last three years. A household scoring four or more points was considered non-susceptible and well-managed during emergencies.

Livelihood diversity (DIVERSITY)

One mark each if the household obtained income from non-agricultural business, if they got money from non-farm labour job, or livestock. One extra point if they received at least three months' income from non-agro work, one point if they were not only dependent on their main bread-earner and could cope if he went out of work. A household scoring two or more points was considered "diversified" and coded as "1".

Enterprising conduct (ENTREPRENEURIAL)

One mark each for investing in a new small-scale business, upgrading an existing setup, leasing extra land, purchasing new cattle, and investing in novel farm paraphernalia. A household scoring three or more was classified as "entrepreneurial" and coded as 1.

Social capital contribution (SOCIETAL)

One mark each if the household got positively affected after receiving credit, providing childcare and cattle care for neighbors, receiving reciprocal support, and investing in community assets for societal prosperity. A household scoring two or more was categorized as "having access to social capital" and coded as 1.

INDICATORS OF EMPOWERMENT

In rural Bharat, women's empowerment is often conflated with household welfare, prompting a deeper exploration of its meaning in surveyed areas. Indicators developed through extensive interactions reveal that while women in these areas may not adhere to *purdah* rituals, their influence in decision-making is minimal. Women work on family farms, as wage labourers, run small set-ups, and even migrate seasonally to the developed areas near Golf-course Road. Women were working in their family farms in more significant numbers (83.1%) vis-à-vis men (16.9%), which is a crucial difference, as this occupational difference is sizeable because farm labour was associated with more hard work, less pay and lesser ability to negotiate (Garikapati,2008). Despite this, women faced substantial burdens, particularly with dual responsibilities of household chores and labor to repay microcredit. This situation challenges the notion of true empowerment, especially considering the societal expectations and the additional economic burden placed on women.

Considering this, we have taken six empowerment indicators, which are as follows-

Proprietorship of household assets and incomes (OWNERSHIP)

One mark each if the woman owned a family home, any other significant property, livestock, or agricultural land, and two marks if she contributed and held at least three months of the household's income. A woman with a score of 2 or more was classified as "empowered" and was coded as "1".

Work-time allocation (TIME ALLOCATION)

One mark was allotted if she managed or assisted in any establishment or set-up. One mark for working on the family farm, one for a non-farm wage job (working as a labourer), one mark if she has not changed how she spent her work time earlier, two marks if she had some time left for recreation, and for herself. A woman with a score of 4 or more was classified as "empowered" and was coded as 1.

Say in the household decision-making process (DECISION MAKING)

One mark if a woman played a crucial role in deciding about the education of their children, one mark if she was consulted about decisions regarding agricultural land (e.g., leasing of agricultural land, crops to be grown, etc.), one mark if she was consulted before taking any major decision (applying for credit, etc.), one mark if she commenced any financial decision, one mark if she chose the options regarding buying/selling of livestock. One mark if she participated in any sale negotiations. A woman with a score of 4 or more was classified as "empowered" and was coded as "1".

Control over central finances (MAJFINANCES)

One mark was given if she retained control over her wages, one mark if she had control from the selling of crops, one mark if she retained control from the sale of livestock, two marks if she retained control over her husband's wages, and 1 mark for children's wages. A woman with a score of 2 or more was classified as "empowered" and was coded as 1.

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Control over minor finances (MINFINANCES)

One mark each if she retained control from the sale of livestock produce or the sale of poultry. One mark if she had any personal fixed spending money, and one mark if she had financed for emergency use. A woman with a score of 2 or more was classified as "empowered" and was coded as 1.

Distribution of Household Chores (HHCHORES)

One mark was given if the female shared the task of cooking with others in the family, one for cleaning and sweeping, one for washing clothes, one for washing utensils, one for water collection, and one for babysitting and care. A woman scoring three or better was coded as one and classified as empowered.

DESCRIPTION OF DATA EMPIRICAL FINDINGS

Tables 1 and 2 provide the descriptive statistics of all the variables used in our study for the SHG group (N=100) and non-SG (N=100) members. Considering Table 1 concerning susceptibility indicators, the data clearly shows significant differences for SCARCITY, DIVERSITY, and ENTREPRENEURIAL. The t-statistic of comparing the mean of the non-SHG households vs. SHG households varied considerably for these variables. The SHG households were less susceptible to SCARCITY. They were able to deal with the emergencies in a better manner. They were better able to deal with health and food-related needs. The mean value of SHG households was 0.46, which is more than the non-SHG households' value of 0.26, thus clearly stating that they were better off in dealing with scarcity.

Concerning DIVERSITY and ENTREPRENEURIAL, there lies significant differences between SHG and non-SHG households.

However, concerning SOCIETAL variables, there is little significant difference between SHG and non – SHG households. (see table 1)

TABLE 1 DESCRIPTIVE STATISTICS OF THE VARIABLES USED FOR "SUSCEPTIBILITY" INDICATORS

	SHG HOUSEHOLDS (N=100)		CONTROL HOUSEHOLDS (N=100)		
	MEAN	STD. DEV	MEAN	STD. DEV	T-STATISTIC
DEPENDENDENT VARIABLES					
SUSCEPTIBILITY INDICATORS					
1. SCARCITY	**0.46**	**0.50**	**0.26**	**0.44**	**0.0032**
2. DIVERSITY	**0.46**	**0.50**	**0.23**	**0.43**	**0.0006**
3. ENTREPRENEURIAL	**0.43**	**0.49**	**0.29**	**0.45**	**0.0399**
4. SOCIETAL	0.43	0.50	0.32	0.47	0.11

Concerning empowerment indicators, table 2 shows a few significant differences between SHG households and control households concerning *OWNERSHIP, MAJORFIN, MINORFIN,* DECISION MAKING, and HHCHORES. However, for TIME ALLOCATION, there is a significant difference between the two. We will discuss these points in detail now.

There is a slight improvement in SHG women's OWNERSHIP (mean value 0.386) over non-SHG (0.297). The empowerment levels of the women in SHG households and non-SHG households are similar. Women needed to gain ownership of critical assets like property and land. They were still owned by either their husbands or any other family member. The t-statistic value is 0.184, which is greater than 0.05, concluding that not much difference lies between the empowerment level of women in the two households.

Concerning MAJORFIN (0.386 vs. 0.297) and MINFIN (0.416 vs. 0.396), the mean values were almost similar, which means that after microfinance, women's role in household major and minor economic decisions did not increase. Concerning DECISION-MAKING and HH chores too, the results were similar.

However, concerning TIME ALLOCATION, there was a significant difference in the empowerment levels of women in SHG households and non-SHG households. Further exploration uncovered that pre-SHG participation, women had favorable time allocation, engaging in household and farm tasks with leisure. However, after SHG, they had to go to labor work to earn money for their repayments, help on their farms, and manage household chores, resulting in negative time allocation. Testimonies from members highlighted this shift, indicating that the added responsibilities adversely impacted their empowerment despite financial gains.

Before joining the group, I was very content and pleased working at home and on our farm. But, after connecting with this group, I am forced to go out daily to get naya paisa. I wouldn't say I like going there. But what option do I have? I want to leave all this and start afresh. (PH07 – this name is an identifier given to the respondents so that their anonymity can be preserved).

I used all my loans for my mother-in-law's medical expenses. Though she has recovered and greatly respects me, our financial condition has worsened. I have to go to the labor market and get Naya paisa every day because I have the liability to repay the amount. We meet our household needs with my husband's earnings; thus, he has refused to help with my repayments. I don't know how long I must go on like this. (BH21)

Thus, from all these testimonies, we can conclude that women enjoyed better work-time allocation, household status, and decision-making before acquiring credits. Farm work was prestigious, while labour market jobs were viewed negatively. Post-credit, women faced societal judgment and family mistrust, being perceived as mere "loan getters." Some experienced coercion and abuse during debt repayment. Microfinance failed to contribute to their empowerment, leading to no significant difference in empowerment between SHG and control households. The paradox of benefiting households while not empowering women prompts further analysis in the next section.

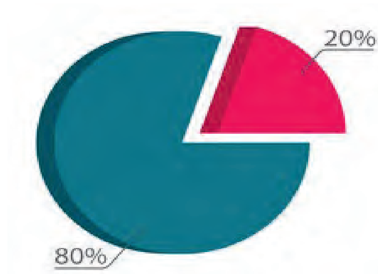
TABLE 2 DESCRIPTIVE STATISTICS OF THE VARIABLES USED FOR "EMPOWERMENT" INDICATORS

	SHG HOUSEHOLDS (N=100)		CONTROL HOUSEHOLDS (N=100)		
	MEAN	STD. DEV	MEAN	STD. DEV	T-STATISTIC
DEPENDENDENT VARIABLES					
SUSCEPTIBILITY INDICATORS					
1. OWNERSHIP	0.386	0.489	0.297	0.459	0.184
2. MAJORFIN	0.416	0.495	0.396	0.492	0.776
3. MINORFIN	0.423	0.497	0.416	0.495	0.887
4. DECISIONMAKING	0.423	0.497	0.396	0.492	0.77
5. TIME ALLOCATION	**0.336**	**0.475**	**0.485**	**0.502**	**0.032**
6. HHCHORES	0.316	0.467	0.336	0.479	0.7655

0.1 CREDIT-USAGE AND REPAYMENT EXPERIENCES – EXPLAINING THE PARADOX

This section delves into the paradoxical outcomes from the previous section by closely examining credit-related data collected from 100 SHG members. We divided respondents into two groups: those using credit for their enterprise (20%) and those directing it to their households (80%). Data revealed that 55% used it as working capital in businesses controlled by their husbands, 20% for purchasing assets controlled by their husbands, and 25% for financing household emergencies. This high demand within households contributed to an increased resource gap between men and women. Women directing funds to their own set-ups could exercise better control than those using credits for household needs.

CREDIT-ALLOCATION PATTERN



20% WOMEN USED CREDIT FOR THEIR OWN ENTERPRISES

80% WOMEN DIVERTED CREDIT TO HOUSEHOLD NEEDS

We have examined repayment data (Table 3) to understand the implications of credit usage. While overall repayment rates were 100%, the analysis revealed nuances. Women using funds for household needs had to rely on personal wages for repayment, engaging them in labour market work. Those investing in their own enterprises used their earnings for repayment. Testimonials provide further insight into these experiences.

Table-3

	LOAN USE		
	Credit used for her Enterprise (1)	**Credit diverted to household needs (2)**	**Total (1) +(2)**
Source of repayment			
1. Self-managed enterprise	80% (12)	0	12%
2. Own earned wages	0	85% (72)	72%
3. Household support	20% (3)	15% (13)	16%
TOTAL	**15**	**85**	**100**

Women who diverted credits to households needed more control over assets and incomes. PH07, BH21, BP11, LG08, LG05, and KA03 saw their loans used in households, thereby shifting them from home and farm work to low-wage labour for repayments. Some were explicitly told to take up wage work as family members couldn't repay. Their situation worsened with socially demeaning labour and low wages. Some desired to discontinue SHG affiliation to end labour work. In some cases, spouses turned secretive about finances, fearing transparency would discourage women from wage labor. Testimonies highlight these struggles.

When I got the loan, my husband was delighted. He asked for my loan money, and I gave it to him as he wanted to purchase farm equipment. But things changed after that. Earlier, my husband used to discuss finances with me about our children's future. But now, he is not discussing anything because he wants me to repay the loan. Our partnership has faded. I feel lonely now. (BP11)

"Wo din bahot ache the didi" (Those days were great). We had limited money, but we were doing fine with it. I only had to manage household chores, but now I am explicitly asked to work as a labourer because my husband cannot repay the entire debt. I have a 5-year-old. He is suffering a lot due to my absence at home. (KA03)

We are a joint family of 8 members. Naya paisa came, and my family took it for our household expenses. And now, they are telling me to repay it. How will I repay it? I don't have any skills; I have not earned any money till now. "Go to the labor market and get some money," this is the reply I got. (KA07)

All these interviews indicate that women were aggrieved about withdrawing their labor from working on their assets to working for wages. So, these testimonies at least partly convey why women prefer not to use their funds for household expenditures, family enterprise, or purchasing land.

My husband gave me the paisa from his wages and sale of crops earlier, but now I have lost control over it. He is not permitting me to use my earned paisa because we must repay the debt. (LA11)

Women investing in self-managed businesses reported positive changes. Earning independently boosted confidence, eliminating the need for wage labour. Positive time allocation occurred as they focused on personal ventures or household responsibilities. These women exercised substantial control over their funds, aiding household income diversification. However, challenges persisted due to small credit sizes and intense competition.

My life transformed after receiving funds. I started my tea stall in Naya Bazaar. Initially, I was selling only tea, but with more people coming and demanding bhaji (type of namkeen bhelpuri) and biscuits, I started making bhaji and selling biscuits, namkeen, and chips. I am a businesswoman now, earning good money out of it. (BH09).

In conclusion, three key findings emerge. Firstly, poorer households heavily relied on women obtaining credits, with 80% directed to household consumption or productivity. Without these credits, households might have faced crises. Secondly, due to women's lack of asset control, reliance on earned labour wages for repayments negatively impacted their empowerment and status. Relying solely on labour work diminished their influence on household decisions. Thirdly, continued diversion of credits to household needs, without changes in asset ownership, would exacerbate resource disparities, reinforcing women's disempowerment as labourers in contrast to men as asset owners.

CONCLUSION

The research explores the paradoxical findings in microfinance studies, specifically regarding the disparity between the positive impact on households and the limited benefits for women. Using detailed datasets from Gurugram district villages, we analyzed the effects of credit programs on "household susceptibility" and "women empowerment." Our results mirror the existing microfinance literature, revealing that while credit aids households in managing susceptibility and vulnerability, women's advancements are not prominent.

To understand the underlying causes of this paradox, we examined credit usage, repayment data, and women borrowers' testimonials. Our research indicates that a significant portion (80% in our case) of the credit was diverted to household needs for consumption or productive purposes. While this generally helps households deal with emergencies, it has unfavourable consequences for women. Since many women need to gain ownership of family productive assets, the credit they receive for household purposes doesn't translate into income for repayments. Consequently, pressured to repay debts, women engage in unfavourable labour, leading to suboptimal work-time allocation and diminished control over household resources. Hence, if women's control over resources is not questioned, then microcredit will never be able to reach its true purpose of empowerment.

This research yields several policy implications. Firstly, lending credit to women has helped households cope with emergencies and diversify incomes, making it a potent tool for income augmentation and safeguarding against predicaments.

Secondly, more than microcredit is needed for new beneficiaries. It should be complemented by a government-supported social security program to ensure that credit is used not only for meeting household emergencies but also for entrepreneurial purposes and empowerment. Social security programs act as a safety net during extreme poverty, allowing women beneficiaries to allocate funds more efficiently.

Thirdly, research suggests that women benefit significantly when credit is utilized for self-managed entrepreneurial purposes. However, if household demands for funds for productive usage are high, giving credit to women may not personally benefit them. Challenging patriarchal control over family productive assets is essential, and making loans contingent on asset transfers in favor of women can be a viable solution.

Fourthly, integrating entrepreneurial training into microcredit programs is crucial. Financial literacy initiatives can empower women with the knowledge and skills necessary for effective financial management, enabling them to use credit for business ventures.

Lastly, establishing robust monitoring and evaluation mechanisms is vital. This ensures transparency and accountability in achieving the intended outcomes of empowerment. Regular and comprehensive impact assessments are necessary to evaluate the effectiveness of microfinance policies in promoting women's empowerment.

REFERENCES:

i. *Aruna, M. and Jyothirmayi, R. 2011. The Role of Microfinance In Women Empowerment: A Study On The SHG Bank Linkage Program In Hyderabad (Andhra Pradesh). Indian Journal of Commerce and Management Studies., 2(4): 77-95.*

ii. *Ganle, J. et al., 2014. Microcredit: Empowerment and Disempowerment of Rural Women in Ghana. World Development, 66: 335-345, http://dx.doi.org/10.1016/j.worlddev.2014.08.027.*

iii. *Garikipati, S. 2008. The impact of lending to women on household vulnerability and women's empowerment: evidence from India. World Development, 36(12):2620-2642.*

iv. *doi: 10.1016/j.worlddev.2007.11.008.*

v. *Garikipati, S. 2013. Microcredit and Women's Empowerment: Have We Been Looking at the Wrong Indicators? Oxford Development Studies, 41(1): 53-75. http://dx.doi.org/10.1080/13600818.2012.744387.*

vi. *Johnson, S. 2005. Gender Relations, Empowerment, and Microcredit: Moving on from a Lost Decade. The European Journal of Development Research, 17(2): 224–248. DOI: 10.1080/09578810500130831.*

vii. *Khandker, S. 2003. Micro-finance and Poverty: Evidence Using Panel Data from Bangladesh. World Bank Economic Review, Washington: 1-31.*

viii. *Leach, F. & Sitaraman, S. 2002. Microcredit and women empowerment: lessons from India. Development in Practice, 12(5): 575-588. https://doi.org/10.1080/0961452022000017597.*

ix. *Rooyen, C. & Stewart, R. 2012. The Impact of Microfinance in Sub-Saharan Africa: A Systematic Review of the Evidence. World Development, 40(11): 2249–2262, http://dx.doi.org/10.1016/j.worlddev.2012.03.012.*

x. *Shivaprasad, G. and Anilkumar, K. 2015. Reformative role of Microfinance on Women Self-help Group Members in Malenadu Region, Karnataka, International Journal of Advanced Info. Science and Technology, 4(1): 43-48, DOI:10.15693/ijaist/2015.v4i1.43-48.*

xi. *Waelde, H. 2011. Demasking the impact of microfinance. Working Papers 1115, Gutenberg School of Management and Economics., Johannes Gutenberg-Universität Mainz.*

xii. *Yeboah et al., 2015. Empowering and shaping gender relations? Contesting the microfinance–gender empowerment discourse. Development in Practice, 25(6): 895-908, DOI: 10.1080/09614524.2015.1064361.*

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3

LEGAL WORLD

- ASEA BROWN BOVERI LTD v. INDUSTRIAL FINANCE CORPORATION OF INDIA & ORS [SC]
- SEL MANUFACTURING COMPANY LTD v. PUNJAB SMALL INDUSTRIES & EXPORT CORPORATION LIMITED [NCLAT]
- DIPAK DAHYALAL v. M/S STEEL RESOURCES & ANR [NCLAT]
- PEOPLE INTERACTIVE INDIA PRIVATE LIMITED v. ALPHABET INC & ORS [CCI] WITH CONNECTED CASES
- REKHA OBEROI & ORS v. MGF DEVELOPMENT LTD & ORS [CCI]
- GOVT. NCT OF DELHI v. REHMAT FATIMA [DEL]
- MAHANADI COALFIELDS LTD v. BRAJRAJNAGAR COAL MINES WORKERS UNION [SC]
- THE DIRECTOR GENERAL, DELHI DOORDARSHAN KENDRA v. MOHD SHAHBAZ KHAN[DEL]
- RANI CONSTRUCTIONS PVT. LTD v. UNION OF INDIA [DEL]

Corporate Laws

Landmark Judgement

LMJ 04:04:2024

ASEA BROWN BOVERI LTD v. INDUSTRIAL FINANCE CORPORATION OF INDIA & ORS [SC]

Civil Appeal No.3574 of 1998

R.C. Lahoti & Ashok Bhan , JJ. [Decided on 27/10/2004]

Equivalent citations: AIR 2005 SC 17; Com LJ 433 SC; 2004 (8) SCALE 146; 2004 (12) SCC 570; 2004 (9) JT 258; (2005) 126 Comp Cas 332.

Special Courts (Trial of Offences Relating to Transactions in Securities) Act, 1992- Lease finance transaction for 56 cars- special court treating it as simple lease transaction – order to return 56 cars to custodian- whether correct-Held,No.

Brief facts:

This is an appeal under Section 10 of the Special Courts (Trial of Offences Relating to Transactions in Securities) Act, 1992 (hereinafter 'the Act', for short), feeling aggrieved by an order dated 28.7.1998 whereby rejecting an objection petition preferred by the appellant, the Special Court has directed the appellant to hand over possession of all the 56 cars to the custodian within one week from the date of the order.

The appellant entered into a lease finance contract with the notified person (Fairgrowth Financial Services Ltd) for the said 56 cars and paid the lease rentals to Fairgrowth regularly. Respondent No.1 is the custodian of the notified person Fairgrowth. The appellant continued to pay the lease rentals to the custodian and the lease had come to an end. The Special Court ordered the return of 56 cars to the custodian , against which the appellant had approached the Supreme Court.

Decision: Allowed.

Reason:

In our opinion, financial lease is a transaction current in the commercial world, the primary purpose whereof is the financing of the purchase by the financier. The purchase of assets or equipments or machinery is by the borrower. For all practical purposes, the borrower becomes the owner of the property in as much as it is the borrower who chooses the property to be purchased, takes delivery, enjoys the use and occupation of the property, bears the wear and tear, maintains and operates the machinery/ equipment, undertakes indemnity and agrees to bear the risk of loss or damage, if any. He is the one who gets the property insured. He remains liable for payment of taxes and other charges and indemnity. He cannot recover from the lessor, any of the above mentioned expenses. The period of lease extends over and covers the entire life of the property for which it may remain useful divided either into one term or divided into two terms with clause for renewal. In either case, the lease is non-cancellable.

All the abovesaid features are available in the transaction entered into by the appellant. In addition, we find that the registration of the 56 cars stood in the name of the appellant from the very beginning and on payment of full amount including termination fee, as agreed upon, nothing more was needed to be done to vest the appellant with ownership and only loan documents were needed to be discharged and cancelled.

There are certain tax benefits which by styling the transaction like a financial lease become available to the lessor (financer) and the lessee (borrower) both. Accounting standards have been devised consistently with which the entries are made in the accounts so as to satisfy the requirements of tax laws and to avail the best benefits by way of tax planning to both the parties.

However, so far as the Act is concerned, we have to go by the provisions of the Act, keeping in view the real nature of the transaction ascertaining the real intention of the contracting parties in the light of the facts and circumstances of a given case. Once a party has been notified under sub-Section (2) of Section 3 of the Act then under sub-Section (3), notwithstanding anything contained in any other law for the time being in force with effect from the date of notification under sub-Section (2), any property, movable or immovable or both belonging to notified party stands attached simultaneously with the issue of the notification and becomes liable to be dealt with by the custodian in such manner as the Special Court may direct. The properties of the notified persons, whether attached or not, do not, at any point of time, vest in him. He is merely a custodian and not a receiver nor is he a final liquidator so as to enjoy control over the properties. In other words, the position of the custodian is the same as that of the notified person himself. We are, therefore, of the opinion that the custodian remains bound by the obligations incurred by the notified party itself, if not incurred fraudulently or to defeat the provisions of the Act.

For the purpose of deciding the controversy before us, it is not necessary for us to examine whether the transaction entered into between the appellant and Fairgrowth, the respondent No. 3, would at all attract the applicability of the provisions of the Act in view of sub-section (2) of Section 3 thereof. The learned counsel for the appellant has taken a very fair stand submitting that the appellant is prepared to pay if anything is still found to be due and payable by it but in any case the 56 cars could not have been held liable and directed to be delivered to the custodian. It was a simple case of accounting. If the appellants have cleared all their payments in accordance with the agreement dated 4.12.1990, initially to Fairgrowth and thereafter to the custodian including payment of terminal fee subject to adjustment for security deposit and the interest accrued thereon, then all that had remained to be done was the transfer of ownership on paper which the custodian should have been directed to do, submitted the leaned counsel. But, as we have already noticed, the registration of the cars already stands in the name of the appellant. On a scrutiny of the accounts, if in the opinion of the Special Court, nothing had then remained to be paid by the appellant, then it was only a matter of calculation, the difference between the appellant's statement of account and the one prepared by the Chartered Accountant at the instance of the custodian being bonafide, the appellant could, at best, have been directed to pay the deficit. But in no case submitted the learned counsel for the appellant, the 56 cars could have been directed to be delivered to the custodian. In spite of having made full payment (bonafide error or dispute as to calculation excepted), direction for delivery of cars to the custodian has caused failure of justice. We find ourselves in agreement with the submission so made. The appeal is allowed.

LW 25:04:2024

SEL MANUFACTURING COMPANY LTD v. PUNJAB SMALL INDUSTRIES & EXPORT CORPORATION LIMITED [NCLAT]

Company Appeal (AT) (Insolvency) No. 881/2022

Rakesh Kumar Jain & Ajai Das Mehrotra. [Decided on 20/03/2024]

Insolvency and Bankruptcy Code,2016 – Long term lease of land- corporate debtor defaulting in making lease payments- lessor making claim after the approval of resolution plan- whether claim is legal and valid- Held, Yes.

Brief facts:

A Lease Deed dated 22.12.2008 was executed between the appellant and the Respondent with respect to Plot No.256-57, Phase-VIII, Focal Point, Ludhiana for a period of 99 years ("subject Plot"). Insolvency proceedings were initiated against the appellant vide order dated 11.04.2018. The public announcement was made by the Insolvency Resolution Professional (IRP) and claims were invited. No claim was filed by the respondent before the Resolution Professional during the CIRP proceedings. The resolution plan was approved by the Adjudicating Authority ["NCLT" Chandigarh] on 10.02.2021.

On 05.03.2021, the respondent issued a demand notice pertaining to the subject plot whereby it claimed an amount of Rs.1,12,97,128/-. The appellant had filed IA No. 598 of 2021 before the NCLT seeking quashing of the said demand, which was dismissed vide impugned order dated 03.06.2022.

Decision: Dismissed.

Reason:

We have gone through the submissions of the appellant and the respondent including the judgments relied upon by them. The appellant has mainly relied upon the 'clean slate principle' enunciated in the judgments of *Ghanshyam Mishra and Sons Pvt. Ltd. v. Edelweiss Assets Reconstruction Company Limited* and *Committee of Creditors of Essar Steel India Limited v. Satish Kumar Gupta & Ors.* It is appellant's contention that under the said principle, the new management cannot be saddled with any unexpected claims and should be allowed to commence and restart the business on a 'clean slate'.

The said principle is coded in Section 31(1) of the IBC, 2016 which states that an approved resolution plan is binding on all stakeholders including Corporate Debtor, its employees, Members, Creditors, including Central & State Government or any local authority or Guarantors. The cases cited by the appellant are in support of the said 'clean slate principle'.

The issue for consideration in this case is whether in the factual matrix of this case, the successful resolution applicant can be granted ownership of leasehold rights over the subject plot without payment of dues to the respondent. In other words, whether the said 'clean slate principle' will be applicable to the facts of this case.

The subject asset was allotted to the Corporate Debtor on lease hold basis for 99 years. One of the conditions of the allotment was that the price of the plot is subject to variation with reference to the actual measurement of the plot and cost of acquisition of land and in case of enhancement of compensation on account of acquisition of land by the Court or otherwise, the allottee was required to pay the additional price of the plot within 30 days from the date of demand.

The respondent had time and again written to the appellant to make payment of enhanced land price due to enhancement in respect of said plot, in view of enhanced compensation confirmed in the judgment of Hon'ble Punjab and Haryana High Court dated 25.08.2008 and Judgment of Hon'ble Supreme Court of India dated 25.03.2015.

We find that demand for enhanced land cost was raised much before initiation of CIRP and evidently, it was not brought to the notice of the IRP or the CoC. Even the pending litigation before Civil Judge (Senior Division), Ludhiana regarding the subject plot was not brought to the notice of the CoC and the successful Resolution Applicant.

In our opinion, the protective umbrella of IBC, 2016 for CIRP cannot be extended to an extent that public authorities are asked to part with their assets without full payment of their dues or without compliance to terms and conditions of the sale or lease deed or their transfer policy. The 'clean slate principle' will not apply to the factual matrix of the present case, where there was prior demand from public sector land authority which was also not disclosed during CIRP to the IRP or the CoC.

The Adjudicating Authority in the impugned order has rightly noted that the payment demanded by the respondent is to clear the defect in the title of the land itself, and is not linked to the CIRP proceedings.

In the result, we do not find any reason to interfere in the order of the Adjudicating Authority. The Appeal is dismissed.

LW 26:04:2024

DIPAK DAHYALAL v. M/S STEEL RESOURCES & ANR [NCLAT]

Company Appeal (AT) (Insolvency) No. 300 of 2024

Ashok Bhushan, Barun Mitra & Arun Baroka. [Decided on 12/03/2024]

Insolvency and Bankruptcy Code,2016 -CIRP admitted- appeal- condonation of delay- whether Tribunal can condone 41 days delay -Held,No.

Brief facts:

The present appeal arose out of the Order dated 22.11.2023 passed by the Adjudicating Authority (NCLT-Mumbai Bench-VI) wherein the Adjudicating Authority admitted the Section 9 petition filed by the Operational Creditor admitting M/s Pritdip Impex Pvt Ltd - Corporate Debtor into the rigours of CIRP. Aggrieved by this impugned order, the present appeal was filed by the suspended director. A delay condonation application also filed seeking condonation delay of 41 days in filing the present appeal.

Decision: **Dismissed.**

Reason:

We have duly considered the arguments advanced by the Learned Counsels for both parties and perused the records carefully including the judgements cited.

IBC by virtue of being a special statute, this Tribunal is not empowered to condone any delay beyond the statutory prescriptions in IBC containing a provision for limitation. This legal precept has been squarely laid down by the Hon'ble Supreme Court and for this purpose we may refer to the judgement of the Hon'ble Supreme Court in Kalpraj Dharamshi vs Kotak Investment Advisors Ltd (2021) 10 SCC 401 wherein it has been noticed that IBC being a special statute, for purposes of calculating the period of limitation to file an appeal, the governing section shall be Section 61 of the IBC.

The same guiding principle has been further expounded by the Hon'ble Supreme Court in V. Nagarajan vs SKS Ispat and Power Ltd & ors in Civil Appeal No. 3327 of 2020 wherein the need to bear in mind the stringent time-frame of IBC and the need to avoid delays in taking the insolvency proceedings to their logical culmination has also been squarely emphasised.

It needs no emphasis that judgments of the Hon'ble Apex Court reign supreme and therefore binding on us. The ratio contained in the above-cited four seminal judgements of the Hon'ble Supreme Court, is crystal clear that the statutory provisions of IBC have to be followed when it comes to counting the period of limitation in matters of appeal. It is also clear that it has been well settled that limitation for filing of the appeal in respect of IBC matters does not commence on the date when any Appellant becomes aware of the order but shall commence from the date of the order.

At this stage, even if for arguments sake, we accept the contention of the Appellant that they were not present before the Adjudicating Authority when the impugned order was passed ex parte, from the material made available on record by the Respondent No. 1, it is clear that the NCLT Registry had sent the impugned order by email. Therefore, it becomes all the more questionable on the part of the Appellant to raise the plea that he was not aware of the impugned order. That a free copy of the impugned order dated 22.11.2023 had been served upon the Appellant on 29.11.2023 by the Registry of the NCLT, Mumbai has been placed on record by the Respondent. This makes it amply clear that the Appellant was well aware that the Adjudicating Authority had passed the impugned order but for reasons better known to themselves they did not show due diligence in filing the appeal in a timely fashion.

Another ground taken for the delay is that due to Christmas vacations, the Tribunal was closed and hence the Appellant was restrained from filing the appeal. This explanation lacks merit since the Registry of this Tribunal was operational during this period and the facility of e-filing was available 24 by 7. The Appellate Registry where the appeals are lodged was actually e- functional during this period. Thus, the Appellant cannot rightfully claim that it was precluded from filing the appeal during this period and seek exclusion of time on the lame and facile pretext that this Tribunal was closed.

In any case, the IBC being a special statute which does not make it obligatory that the order of the Adjudicating Authority is required to be send to the interested parties, the same cannot be insisted upon by the Appellant in their defence. Therefore, the grounds of denial of fair play and natural justice cannot be reasoned out by the Appellant to explain the laches. Neither are we in a position to accept such an explanation since it goes against the grains of the IBC which provides for timely resolution/liquidation of the Corporate Debtor. Needless to add, at the cost of repetition, we stand guided by the precepts and principles laid down in the four judgments of the Hon'ble Supreme Court which we have copiously referred to in the foregoing paragraphs.

We are of the firm opinion that Section 61 of the IBC has to be interpreted keeping in mind the overall purpose and object of the IBC which inter-alia includes timely resolution of the CIRP. That being an avowed objective of this legislation and it being settled law that for purposes of calculating the period of limitation to file an appeal in any IBC proceeding, the governing Section shall be Section 61 of the IBC, we are of the considered view that the submission of the Appellant that the period of limitation shall commence for filing the appeal when the Appellant became aware of the order is untenable. Accepting any such defence will induce an element of unpredictability, uncertainty and delay in the resolution process which cannot be countenanced as it is likely to turn the timely framework of the IBC upside down.

Undisputedly, the present impugned order was pronounced on 22.11.2023. Thus, limitation for filing the appeal starts from 22.11.2023 and does not depend upon when the Appellant becomes aware of the order. The date on which the order is pronounced is to be excluded from the calculation of limitation in terms of Section 12(1) of the Limitation Act. The 30 days period comes to an end on 22.12.2023 and further period of 15 days comes to an end on 07.01.2024. The Appeal having been filed on 01.02.2024, the appeal has clearly been filed with a delay of more than 15 days from the date of expiry of limitation. Our jurisdiction to condone the delay is limited to only 15 days under Section 61(2) of IBC, hence, the delay condonation application cannot be entertained.

In view of the foregoing discussions, we are of the view that the delay condonation application deserves to be dismissed. In result, the delay condonation application is dismissed and the Memo of Appeal is rejected.

Competition Laws

LW 27:04:2024

PEOPLE INTERACTIVE INDIA PRIVATE LIMITED v. ALPHABET INC & ORS [CCI] WITH CONNECTED CASES

Case No. 37 of 2022

Ravneet Kaur, Anil Agrawal, Sweta Kakkad, Deepak Anurag. [Decided on 15/03/ 2024]

Competition Act,2002- section 4 – abuse of dominance- billing policy of Google for in-app purchases and paid apps- whether Google abused its dominant position-Held, Yes.

Brief Facts:

The Informants have alleged that the OPs have abused their dominant position in the relevant markets in the following manner:

- Google is charging 11% or 26% commission from the app developers even on payments made through ABS and thus, Google is charging commission for the services which it is not even providing. The same is alleged to be unfair for app developers.
- Google's imposition of an excessive service fee / commission on app developers for processing payments through the GPBS and for processing payments through ABS under UCB.
- Google's imposition of an excessive service fee leads to app developers having less resources at their disposal to improve/develop their app offerings, restricting development in the app market.
- Google imposes a discriminatory and disproportionate service fee / commission on app developers who offer paid downloads and IAPs and reduce the incentives of app developers to monetise their apps or develop paid apps thereby denying market access to such app developers in the market.

Decision: **Investigation directed.**

Reason:

It is noted that the Informants are primarily aggrieved by the billing policy of Google for in-app purchases and paid apps. The Informants have alleged that Google is abusing its dominant position in the relevant market by imposing its payment policy and thus, is in violation of various provisions of Section 4 of the Act.

The Commission is of the prima facie view that Google has imposed unfair price in violation of Section 4(2)(a)(ii) of the Act which warrants a detailed investigation. Moreover, it appears that such imposition results in app developers having fewer resources to enhance or develop their app offerings, thereby constraining the growth of the app market, which appears to be in violation of Section 4(2)(b)(ii) of the Act. Additionally, Google's imposition of unfair service fee on app developers could force them out of the market or deter them from entering due to increased operational costs, thus denying market access to these developers. This behaviour also curtails the freedom of app developers to select their business model and user engagement methods. Furthermore, Google's discriminatory and disproportionate service fee on developers offering paid downloads and IAPs appears to be diminishing incentives for app monetization and paid app development, further obstructing market access for such developers, potentially violating Section 4(2)(c) of the Act.

The Commission notes that Google claims that service fee is charged for multitude of services provided by Play Store to app developers. Taking this forward, if the service fee is for the services rendered to app developers, then the reasoning given by Google i.e., consumption of content within the app, for not charging Physical Delivery Apps, does not appear to be reasonable. This issue assumes importance in view of the fact that various Physical Delivery Apps are very large in size and yet do not contribute towards recoupment of Google's investment in

Play Store (as claimed by Google). Extending this further, it is not clear as to why consumption only apps have been allowed relaxation when their content is consumed within the app. On the whole, the applicability of service fee seems to be arbitrary and discriminatory.

In this regard, the Commission also takes cognisance of submissions made by the Informants that Google has not provided any objective metric or rationale for distinguishing between digital content/services and physical content/services, and it arbitrarily determines whether a particular content/service is physical or digital, leading to inconsistent categorizations. It has been further submitted that the primary function of apps categorized as "dealing in physical goods" is to operate an online platform connecting users with goods or service providers. For instance, dating apps which enable users to connect with others digitally and then meet in person, are considered as offering digital content/services by Google. Conversely, apps providing transportation services (like Uber and Ola), online shopping (like Amazon and Flipkart), food ordering (like Zomato and Swiggy), or home services (like Urban Company) allow users to connect with and book the service providers. Subsequently, users of these apps meet these providers in the physical world to avail themselves of the services. These apps are classified by Google as offering physical content/services.

It has also been alleged by IBDF/IDMIF that Google is also discriminating amongst similarly placed apps in the OTT industry itself. For example, the app Amazon Prime Video app offers IAPs (subscription of its Prime service, movies for rent and access to other channels such as BBC iPlayer, Lionsgate Play) but the use of GPBS has not been mandated on that app so it is free to use its own embedded payment system. It is therefore, alleged that Google is selectively and arbitrarily imposing its Payments Policy upon certain app developers in a discriminatory manner.

In view of the foregoing, the Commission is of the prima facie view that Google has violated the provisions of Section 4(2)(a), 4(2)(b) and 4(2)(c) of the Act, as elaborated supra which warrants detailed investigation.

LW 28:04:2024

REKHA OBEROI & ORS v. MGF DEVELOPMENT LTD & ORS [CCI]

Case No. 28 of 2023

Ravneet Kaur, Anil Agrawal, Sweta Kakkad, Deepak Anurag. [Decided on 12/03/ 2024]

Competition Act, 2002 - Sections 3 and 4- management of mall- not handing over the management of the mall to the buyers of the retail space - charging high maintenance charges- selling joint common areas without the consent of the shop owners- whether violates competition – Held,No.

Brief facts:

The Informants are the retail shop owners in the Mall and are aggrieved by the way Mall has been managed. The gravamen of grievance is that (ii) the management of the Mall has not been handed over to the association of the owners of the Mall (buyers of the retail space in the Mall) and it continues to be in the hands of OP-1 acting through OP-2 (maintenance agency); and (ii) charging of high maintenance and electricity charges; selling joint common areas without consent of the shop owners. The Commission also notes that the Informants have claimed the Mall to be a relevant market and the conduct of OPs causing AAEC in such market.

Decision: Dismissed.

Reason:

The Commission notes from the information available in public domain that Metropolitan Mall is not the only mall situated in Gurugram and there are other malls situated in Gurugram and nearby areas. Thus, the Commission is of the view that the case does not merit any narrow delineation of relevant market for the purposes of Section 4 of the Act. As far as the alleged abuse is concerned, the Commission is of the view that the grievances of the Informants like payment of maintenance and electricity charges, rights and entitlement to joint common areas etc. are in the nature of contractual/ civil issues/disputes. Further, the Informants have alleged that OPs are acting as a cartel. The Commission notes that the Informants have failed to demonstrate which similar trade or activity they are engaged in to fulfil requirements of horizontal relation as per Section 3(3) of the Act. The Commission also does not find any merit in the case for its examination under Section 3(4) of the Act. Thus, the Commission is of the view that no competition concerns seem to arise in the present matter given the nature of allegations and the alleged conduct of the parties so arrayed by the Informant.

The Commission is, thus, of the opinion that there exists no prima facie case of contravention of the provisions of Section 3 and Section 4 of the Act against the OPs in the present case and therefore, the matter be closed forthwith under Section 26(2) of the Act. Consequently, no case for grant for relief as sought under Section 33 of the Act arises and the same is disposed of accordingly. It is clarified that this order is from the perspective of the Competition Act, 2002 and the Commission has not expressed any opinion on the merits of the litigation pending between the parties.

Labour Laws

LW 29:04:2024

GOVT. NCT OF DELHI v. REHMAT FATIMA [DEL]

LPA No. 199 of 2024

Rekha Palli & Shalinder Kaur,JJ. [Decided on 12/03/2024]

Maternity Benefit Act, 1961- sec 5 – contractual employee- contract of employment expired during

the maternity leave period- whether the employee to be given the benefit for the period overshooting the contract period also-Held, Yes.

Brief facts:

The respondent was appointed as a stenographer on contractual basis for a period of one year with the respondent no. 3 i.e., Delhi State Consumer Forum on 07.02.2013 and the said contractual period was extended from time to time either without any break or with notional break of one or two days. After the respondent had rendered over five years of unblemished service, she on 28.02.2018 submitted an application for grant of maternity leave of 180 days w.e.f. 01.03.2018 in accordance with the provisions of the Act.

The appellants, however, did not accede to her request and informed her that since her contractual period of engagement was set to expire on 31.03.2018, no maternity leave benefits would be granted to her. Consequently, the respondent filed a writ petition wherein she had not only made a prayer for grant of maternity benefits for the period of her maternity leave but also sought that her services be continued on the post of stenographer on contractual basis, on which post she had worked uninterruptedly for over five years since 2013. The learned Single Judge has rejected the respondent's prayer for re-engagement on the post of stenographer on contractual basis and allowed her prayer for the maternity benefit.

The present appeal seeks to assail the order passed by the learned Single Judge wherein the learned Single Judge has partly allowed the writ petition filed by the respondent by directing the appellants to grant her maternity and medical benefits for a period of 26 weeks on account of her pregnancy as per the provisions of the Maternity Benefit Act, 1961 (hereinafter referred to as "the Act").

Decision: **Dismissed with costs.**

Reason:

We find (the appeal) is wholly misconceived and is in fact, in the teeth of various decisions of the Apex Court wherein it has been categorically held that even women working on contractual basis are entitled to be granted the benefits under the Act even if these benefits exceed the duration of their contractual engagement.

The only submission of learned counsel for the appellant is that the term of the contractual engagement of the respondent was expiring on 31.03.2018 and, therefore, the appellant could not be saddled with the liability to pay wages for the entire period of the purported maternity leave availed by her, which period extended till 31.08.2018 i.e., way beyond 31.03.2018. He, therefore, contends that the respondent could, at the best, be paid wages till 31.03.2018 and not for any period thereafter.

On the other hand, learned counsel for the respondent supports the impugned order and submits that the learned Single Judge has rightly allowed the writ petition filed by the respondent by holding that she ought to be released all medical, monetary and other benefits that accrued in her favour on account of her pregnancy, for which she made an application on 28.02.2018 while her contractual engagement was admittedly still continuing. He, therefore, prays that the appeal be dismissed.

In order to appreciate the aforesaid submissions of learned counsel for the appellants, it would be apposite to note the brief factual matrix of the matter as emerging from the record.

From a perusal of the aforesaid, we find that the learned Single Judge has by placing reliance on Section 5 of the Act come to a conclusion that the benefits payable to the respondent would not come to an end on expiry of the term of her contractual engagement. Having perused Section 5 of the Act, we see no infirmity in the approach adopted by the learned Single Judge. We, therefore, find no merit in the appellant's plea that the respondent was not entitled to receive any benefits under the Act for the period beyond 31.03.2018, the date when the term of her contractual engagement was expiring. In fact, we are surprised that the Govt. of NCT of Delhi, which is giving great publicity to the steps being taken to promote the interest of women in Delhi and has under its recently announced scheme i.e., Mukhyamantri Mahila Samman Yojna promised to pay all adult women in the city except those who are tax-payers/government employees or are drawing pension, a monthly sum of Rs.1,000/- in the future has chosen to file such a misconceived appeal to assail an order which grants the benefits under the Act to a young woman, who has with utmost dedication served in the Delhi State Consumer Forum over 5 years.

For the aforesaid reasons, we find absolutely no reason to interfere with the impugned order insofar as it directs the appellants to pay to the respondent salary and other monetary benefits for a period of 26 weeks for which period she had sought maternity benefits. The appeal being misconceived is along with all pending applications dismissed with costs of Rs.50,000/. Costs be paid to the respondent within four weeks from today.

LW 30:04:2024

MAHANADI COALFIELDS LTD v. BRAJRAJNAGAR COAL MINES WORKERS UNION [SC]

Civil Appeal No(s). 4092-4093 of 2024 [@ SLP (C) No(s). 6370-6371 of 2024]

P. S. Narasimha & Sandeep Mehta,JJ. [Decided on 12/03/2024]

Industrial Disputes Act,1947 read with contract Labour (Regulation and Abolition) Act,1972- regularisation of contract labour engaged in the work of permanent nature- Tribunal and the High Court directed regularisation- whether correct- Held, Yes.

Brief facts:

The Appellant, Mahanadi Coalfields Ltd., a subsidiary of Coal India Ltd. floated a tender for the transportation of crushed coal and selected a successful contractor for performance of the agreement for the period 1984 to 1994. The contractor employed workmen for execution of this contract. The respondent-union espoused the cause of the workmen who were engaged by the contractor and sought permanent status for them.

The issue passed through the processes of settlement, determination of the dispute by the industrial tribunal and the dismissal of the writ appeals and the review petition filed by the appellant. The High court upheld the decision of the Tribunal and confirmed the regularisation of the 32 workers with back wages. Against this the appellant was before the Supreme Court.

Decision: Dismissed.

Reason:

We are also not impressed with the artificial distinction which the appellant sought to bring about between the 19 workers who were regularized and the 13 workers who were left out. The evidence on record discloses that, of the total 32 workmen, 19 workers worked in the bunker, 6 worked in the Coal Handling Plant, and 7 worked on the railway siding. However, of the 19 workers who were regularized, 16 worked in the bunker, and 3 worked in the Coal Handling Plant. However, 3 workers from the same bunker, 3 workers from the same Coal Handling Plant and again 7 workers from the same railway siding were not regularized.

The above-referred facts speak for themselves, and that is the reason why the Tribunal has come to a conclusion that the denial of regularization of the 13 workmen is wholly unjustified. As stated previously, we do not find any grounds in the artificial distinction asserted by the appellant. However, as the case was argued at length we thought it appropriate to give reasons for rejecting the appeals. What we have referred to hereinabove are all findings of fact by the Tribunal as affirmed by the High Court. In view of the concurrent findings of fact on the issue of nature of work, the continuing nature of work, continuous working of the workmen, we are of the opinion that there is no merit in the appeals filed by the appellant.

This is a case of wrongful denial of employment and regularization, for no fault of the workmen and therefore, there will be no order restricting their wages. With respect to payment of back wages, we are of the opinion that the workmen will be entitled to back wages as observed by the Industrial Tribunal. However, taking into account, the long- drawn litigation affecting the workmen as well as the appellant in equal measure and taking into account the public interest, we confine the back wages to be calculated from the decision of the Tribunal dated 23.05.2002. This is the only modification in the order of the Tribunal, and as was affirmed by the judgment of the High Court.

For the reasons stated above, the appeals arising out of the final judgment and order of the High Court in W.P. (C) No. 2002/2002 and order in Review Petition No. 77/2017 are dismissed with the direction that the concerned workmen shall be entitled to back wages with effect from 23.05.2002. There shall be no order as to costs.

LW 31:04:2024

THE DIRECTOR GENERAL, DELHI DOORDARSHAN KENDRA v. MOHD SHAHBAZ KHAN[DEL]

LPA No. 242 of 2024 with connected appeals

Rekha Palli & Sudhir Kumar Jain, JJ. [Decided on 22/03/2024]

Engagement of contract labour- contractor did not have the license under the CLRA ACT- whether workers to be regularised with back wages-Held, Yes.

Brief facts:

The present batch of appeals assailed five similar orders, all dated 12.12.2023 passed by the learned Single Judge in a batch of writ petitions. Vide the impugned order, the learned Single Judge has rejected the appellant's challenge to the award dated 15.10.2007 passed by the learned Industrial Tribunal (Tribunal), wherein the learned tribunal after holding that the termination of the respondents' service by the appellant was illegal, has directed the appellant to reinstate them with 25% back wages.

Decision: Dismissed.

Reason:

Now coming to the merits of the appeal, we may begin by noting the relevant extracts of the impugned award dated 15.10.2007 wherein the learned Tribunal has given its findings regarding the existing factual position by appreciating the evidence lead by both sides.

From a perusal of the aforesaid, we find that the learned Tribunal as also the learned Single Judge, after taking into account the gate passes issued to the respondents by the appellant in the years 1996, 1997 & 1999 as also experience letter dated 13.07.1999 issued by the appellant to one of the respondents, which categorically states that he was engaged with the appellant since 1997, have come to a conclusion that the respondents were employed with the appellant/ organisation and had been illegally terminated. Further both the learned Single Judge as also the learned Tribunal found upon appreciation of evidence that the purported contract by the appellant in favour of M/s Navnidh Carriers was sham and an attempt to conceal the engagement of the respondents with the appellant.

In fact, at the insistence of the learned senior counsel for the respondent we have also perused the experience letter dated 13.07.1999 and find that the same clearly shows that the respondents were directly employed with the appellant much before the date when the contract with M/s Navnidh was entered into, i.e. 31.07.1998. Despite her best efforts, learned counsel for the appellant has not been able to give any explanation whatsoever for the issuance of the said experience certificate if the respondent namely Mohd. Shahbaz Khan was not their employee. We also find merit in the respondents' plea that since the appellant did not have any licence, as mandated under the CLRA Act, 1970, to engage workmen through a contractor, it is evident that they were directly engaged by the appellant.

In the light of these categoric factual findings by the learned Tribunal, which cannot, in any manner, said to be perverse or contrary to the evidence lead before the learned Tribunal, we are of the view that it was neither open for the learned Single Judge to interfere with these findings in exercise of its writ jurisdiction nor is it open for this Court to examine these questions of fact. In this regard it may be apposite to refer to a recent decision of a co- ordinate Bench in Dinesh Kumar v. Central Public Works Department, 2023 SCC OnLine Del 6518, wherein the co-ordinate Bench after examining various decisions of the Apex Court held that writ Court can interfere with the factual findings of fact recorded in the industrial award only if the same are perverse or are entirely unsupported by evidence.

In the light of the aforesaid, we find absolutely no reason to interfere with the concurrent findings of fact arrived at by the learned Tribunal and the learned Single Judge to hold that the respondents were engaged by the appellant and were illegally terminated. The appeals being meritless are, along with all pending applications, dismissed.

Arbitration Law

LW 32:04:2024

RANI CONSTRUCTIONS PVT. LTD v. UNION OF INDIA [DEL]

ARB.P. No. 1011 of 2023

Sachin Datta,JJ. [Decided on 22/03/2024]

Arbitration and Conciliation Act,1996- Section 11- appointment of arbitrator- contract provided for institutional arbitrator- institution made it mandatory for the party to be a member to avail its arbitration facilities- petitioner approached the court to appoint the arbitrator- whether correct- Held, Yes.

Brief facts:

The disputes between the parties have arisen in the context of an EPC agreement dated 16.11.2017. The disputes between the parties have arisen on various counts, inter- alia, the alleged failure on the part of the respondent to pay the legitimate dues of the petitioner against the executed quantities of work, alleged inability of the respondent in making available 90% of the land free from encumbrances at the time of declaration of the appointed date, the deduction of substantial amount from the bills of the petitioner towards liquidated damages, alleged losses sustained by the petitioner on account of prolongation of the work etc.

The arbitration clause provided for resolving the disputes in accordance with the rules of arbitration of the Society For Affordable Redressal Of Disputes (SAROD). The rules of SAROD provided for the primary members of the Society to avail the arbitration facility. Admittedly the petitioner was not a member of the Society and therefore, it invoked the provisions of the Arbitration and Conciliation Act,1996 and issued the arbitration notice to the Respondent requesting it to appoint its nominee arbitrator. The Respondent refused to appoint its nominee and insisted that the arbitration could be made through SAROD only. The Petitioner filed the present petition for the appointment of arbitrator.

Decision: **Allowed.**

Reason:

In the aforesaid conspectus, the question that arises for consideration is whether an arbitral institution, whose rules have been adopted by the parties, and which has been entrusted with the task of constituting the arbitral tribunal, can insist that the parties to the arbitration agreement must take membership of the said institution, as a pre-condition for taking requisite steps in terms of the agreement between the parties.

In the present case, the petitioner is willing to pay the applicable fee/ charges to SAROD for the purpose of functions to be discharged by SAROD in terms of the arbitration agreement between the parties, however, it is not willing to take primary membership of SAROD.

I find merit in the contention of the petitioner that an arbitration agreement under which the parties agree on conducting arbitration as per rules of a particular arbitral institution, cannot be construed as subsuming within it, an additional obligation to become member/s of that arbitral institution. Becoming a member of an arbitral institution, which is a society registered under the Societies Registration Act, 1860, carries with it additional obligation/s which has nothing to do with the agreement between the parties to arbitrate. Such an obligation cannot be insisted as a pre-requisite for taking recourse to arbitration.

In the present case, insistence on the part of the SAROD that the parties must take membership of SAROD as a pre-condition for taking necessary steps to constitute an arbitral tribunal as per its rules, impinges on the validity of the appointment procedure; amounts to failure to perform the function entrusted to the concerned institute under the procedure agreed to by the parties, and consequently attracts Section 11(6)(c) of the A&C Act, 1996 and making it incumbent on this Court to take requisite steps to constitute the arbitral tribunal.

Since SAROD rules cannot be applied to conduct of the arbitration between the parties in the present case for the aforesaid reason, and since the parties have not arrived at an agreement for constitution of three-member arbitral tribunal as proposed by the petitioner in notice dated 15.02.2023, it is incumbent on this Court to appoint a sole arbitrator to adjudicate the disputes between the parties.

The Supreme Court in *Sime Darby Engg. SDN. BHD. v. Engineers India Ltd., (2009) 7 SCC 545*, has held, as per Section 10(2) of the A&C Act, that where the number of arbitrators is not determined, the Arbitral Tribunal shall consist of a sole arbitrator.

Accordingly, Mr. Justice (Retd.) S. Ravindra Bhat, Former Judge, Supreme Court of India, is appointed as the Sole Arbitrator to adjudicate the disputes between the parties. The respondent shall be entitled to raise preliminary objections as regards jurisdiction/arbitrability, which shall be decided by the learned arbitrator, in accordance with law.

4

FROM THE GOVERNMENT

- IN THE MATTER OF STRIKING OFF OR REMOVAL OF NAMES OF LLPS UNDER SECTION 75 OF THE LLP ACT, 2008 AND RULES 37(1) (B) AND RULE 37 (2) OF THE LLP RULES, 2009 IN RESPECT OF:- 20 LLPs
- NOTICE IN THE MATTER OF SECTION 75 OF THE LIMITED LIABILITY PARTNERSHIP ACT, 2008 READ WITH RULE 37 (2) OF LIMITED LIABILITY PARTNERSHIP RULES, 2009.
- NOTICE IN THE MATTER OF SECTION 75 OF THE LIMITED LIABILITY PARTNERSHIP ACT, 2008 READ WITH RULE 37 (2) OF LIMITED LIABILITY PARTNERSHIP RULES, 2009
- NOTICE INVITING COMMENTS FROM VARIOUS STAKEHOLDERS ON DRAFT RULES FOR REFUND PROCESS FROM IEPF AUTHORITY
- INTRODUCTION OF BETA VERSION OF T+0 ROLLING SETTLEMENT CYCLE ON OPTIONAL BASIS IN ADDITION TO THE EXISTING T+1 SETTLEMENT CYCLE IN EQUITY CASH MARKETS
- AMENDMENT TO CIRCULAR FOR MANDATING ADDITIONAL DISCLOSURES BY FPIs THAT FULFIL CERTAIN OBJECTIVE CRITERIA
- SAFEGUARDS TO ADDRESS THE CONCERNS OF THE INVESTORS ON TRANSFER OF SECURITIES IN DEMATERIALIZED MODE
- ENTITIES ALLOWED TO USE E-KYC AADHAAR AUTHENTICATION SERVICES OF UIDAI IN SECURITIES MARKET AS SUB-KUA
- REPEAL OF CIRCULAR(S) OUTLINING PROCEDURE TO DEAL WITH CASES WHERE SECURITIES ARE ISSUED PRIOR TO APRIL 01, 2014, INVOLVING OFFER / ALLOTMENT OF SECURITIES TO MORE THAN 49 BUT UP TO 200 INVESTORS IN A FINANCIAL YEAR
- SIMPLIFICATION AND STREAMLINING OF OFFER DOCUMENTS OF MUTUAL FUND SCHEMES - EXTENSION OF TIMELINES
- MEASURES TO INSTILL TRUST IN SECURITIES MARKET – EXPANDING THE FRAMEWORK OF QUALIFIED STOCK BROKERS (QSBs) TO MORE STOCK BROKERS
- LIST OF GOODS NOTIFIED UNDER SCRA, 1956
- CURRENCY CHESTS (CCs) OPERATIONS ON MARCH 31, 2024
- SPECIAL CLEARING OPERATIONS ON MARCH 30 & 31, 2024
- INVESTMENTS IN ALTERNATIVE INVESTMENT FUNDS (AIFs)
- REASSIGNMENT OF LEAD BANK RESPONSIBILITY
- ANNUAL CLOSING OF GOVERNMENT ACCOUNTS – TRANSACTIONS OF CENTRAL / STATE GOVERNMENTS – SPECIAL MEASURES FOR THE CURRENT FINANCIAL YEAR (2023-24)
- ALL AGENCY BANKS TO REMAIN OPEN FOR PUBLIC ON MARCH 31, 2024 (SUNDAY)
- CUT-OFF TIME FOR UPLOADING OF GST, ICEGATE AND TIN 2.0 LUGGAGE FILES
- REPORTING AND ACCOUNTING OF CENTRAL GOVERNMENT TRANSACTIONS FOR MARCH 2024
- IMPLEMENTATION OF SECTION 12A OF THE WEAPONS OF MASS DESTRUCTION AND THEIR DELIVERY SYSTEMS (PROHIBITION OF UNLAWFUL ACTIVITIES) ACT, 2005: DESIGNATED LIST (AMENDMENTS)
- DESIGNATION OF AN INDIVIDUAL UNDER CLAUSE (A) OF SUB-SECTION (1) AND SUB-SECTION (2) OF SECTION 35 OF THE UNLAWFUL ACTIVITIES (PREVENTION) ACT (UAPA), 1967 AND LISTING IN THE FOURTH SCHEDULE OF THE ACT- REG.

Corporate Laws

01 In the matter of striking off or removal of names of LLPs under Section 75 of the LLP Act, 2008 and Rules 37(1) (b) and Rule 37 (2) of the LLP Rules, 2009 in respect of:- 20 LLPs

[Issued by the Ministry of Corporate Affairs dated 27.03.2024.]

Notice is hereby given pursuant to Rule 37 (2) of Limited Liability Partnership Rules, 2009 that following Limited Liability of Partnerships had filed application in Form LLP-24 under Section 75 of the LLP Act, 2008 and Rule 37(1) (b) of the LLP Rules, 2009 for removal of its/their name(s) from the register of LLPs and liable to be struck off under Section 75 ofLLP Act, 2008. The list of 20 LLPs is being sent herewith for publication in the web site of the Ministry of Corporate Affairs.:-

S. No.	LLP IN	LLP Name
1	ABA-8390	ADITRONS DIGITAL MEDIA LLP
2	AAY-9019	GARY VENTURES LLP
3	AAX-2680	FORK & SPICE LLP
4	AAS-9740	RUUHCHITRA IMAGING SERVICES LLP
5	AAP-8360	GREENEX NON WOVENS LLP
6	AAJ-3254	ONE STOP SERVICES INDIA LLP
7	AAC-1750	DB HERITAGE LLP
8	ABA-0626	YOG ENTERPRJSE LLP
9	AAZ-6408	OMALLA ADVERTISING LLP
10	AAZ-5189	RSMALVIYA SON'S ECOMMERCE LLP
11	MW-5689	SUPERPROKIDS E-LEARNING LLP
12	AAU-5034	ONLY EGGS LLP
13	MU-0512	HOMSERVE HYPERLOCAL LLP
14	MT-9339	RAJMANI MEDIA HOUSE LLP
15	AAT-4021	STYLORIA LLP
16	AAS-9851	AROMYA FOOD & BEVERAGES LLP
17	MQ-2585	NEXT SUM OF SIX CONSULTING LLP
18	AAQ-0246	LAKSHYABHED MARKETING SERVICES LLP
19	AAK-4009	VASUNDHARA CORPADVISORS INDIA LLP
20	AAC-3614	ANAYA IMPEX LLP

Any person objecting to the proposed removal or striking off of name of the LLPs from the register of LLPs may send his or her objection to the office address here above within 30 days from the date of publication of this notice.

MUKESH KUMAR SONI
Registrar of Companies, Madhya Pradesh, Gwalior

02 Notice In the matter of Section 75 of the Limited Liability Partnership Act, 2008 read with Rule 37 (2) of Limited Liability Partnership Rules, 2009.

[Issued by the Ministry of Corporate Affairs dated 21.03.2024.]

List of the LLPs which have made an application in Form 24 for striking off their respective names from the Register in pursuance to Rule 37(1)(b) of the Limited Liability Partnership Rules, 2009.

	Identification number	Name of entity/ Individual	SRN
1.	AAS-0923	SHREERAM SADHNA LLP	M20183919
2.	AAM-3338	AMIKA INDIAN TEXTILE AND ART MUSEUM LLP	M28502377
3.	AAB-7380	STELLA PERFORMANCE ADDITIVES LLP	M28517737
4.	AAV-4622	SYNFONIA MAINTENANCE SERVICES LLP	M28518878
5.	AAK-6712	JSR METAL LLP	M28542955
6.	AAH-3639	ROVINA ENTERPRISE LLP	M28544910
7.	ABA-2178	AAH QUICK SERVICES LLP	M28550874
8.	AAA-7832	MSA LEGAL LLP	M28551575
9.	AAV-5253	VASUDEVA SOLAR PROJECTS LLP	M28553855
10.	AAP-4475	PAN ECO FIBRES LLP	M28556143
11.	AAA-6616	FSR INFRACON LLP	M28557607
12.	AAT-4783	J AND S E-COMMERCE LLP	M28561583
13.	AAY-4546	4S ENGINEERS & CONSULTANTS LLP	M28577056
14.	AAB-6823	INSIGHT CHEMICAL TECHNOLOGIES LLP	M28578895
15.	AAU-9282	WORKCANDY INFOTECH LLP	M28580883
16.	AAF-5556	STAVYA PROJECTS LLP	M28585523
17.	AAL-4411	GOSWAMI DAVE PRAJAPATI & CO LLP	M28588739

18.	AAL-6392	SOFTWISDOM INFOWAY LLP	M28589612
19.	AAN-1851	FLAVOUR STONES LLP	M28597006
20.	AAQ-7072	VIVA KI RASOI LLP	M28599772
21.	AAZ-2297	MARUTI SHIP RECYCLING LLP	M28602181
22.	AAY-2578	PHARMAGENICS HEALTHCARE LLP	M28607763
23.	AAV-1145	NAHUSH SOLAR PROJECTS LLP	M28610092
24.	AAV-1389	SADGATI SOLAR PROJECTS LLP	M28610123
25.	AAV-1391	SAHISHNU SOLAR PROJECTS LLP	M28610144
26.	AAV-1041	SVAYAMBHOO SOLAR PROJECTS LLP	M28610178
27.	AAM-7717	HEERWIN INFRATECH LLP	M28612188
28.	AAM-9147	ENTRUST INDUSTRY LLP	M28614448
29.	ABC-8214	ADYANT ORGANICS FERTILIZERS LLP	M28615542
30.	AAT-6222	LUXURIOUS LATHER LLP	M28615998
31.	AAR-4540	RISHEE NATURALS LLP	M28616609
32.	AAZ-5280	INDCA SPORTS BUSINESS AND LEGAL SERVICES LLP	M28616670
33.	ABC-1259	PASSIONATE CRAFT LLP	M28617264
34.	AAL-0335	KONIC INFRASPACE LLP	M28617487
35.	AAU-6099	TEK-EK FURNITURE LLP	M28617525
36.	AAN-9346	BIZELLENCE VENTURES LLP	M28617627
37.	AAG-3353	SWIFTCART RETAIL LLP	M28617671
38.	AAI-7702	DIVINE COMMODITY AND DERIVATIVES LIMITED LIABILITY PARTNERSHIP	M28618516
39.	ABB-3712	SOAR SKY TECHNOLOGIES LLP	M28619154
40.	AAG-2353	GHODASARA INFRACON LLP	M28620908
41.	AAX-1541	CNH GLOBAL METAL SOLUTIONS LLP	M28620935
42.	AAX-4345	HAJRA GREENSHIP RECYCLING LLP	M28622150
43.	AAV-6178	INSPIRATION MERCHANT LLP	M28622293
44.	AAK-1726	AADESH ENGITECH LLP	M28624104
45.	ABA-0885	W1EXIM EXPERT LLP	M28624781
46.	AAR-0246	SILFRA ENVIRO LLP	M28626628
47.	AAM-0034	AMAZO WASTE MANAGEMENT SOLUTION LLP	M28627100
48.	ABZ-5043	V-EVOLV BUSINESS SOLUTIONS LLP	M28627381
49.	AAQ-1671	EXCELLO SPORTS LLP	M28628044
50.	AAJ-2243	MAKS STAFFING SOLUTIONS LLP	M28628332
51.	ABB-4859	NAMEE INFOTECH LLP	M28631220
52.	AAK-6160	SHETH BROTHERS WEALTH MANAGEMENT LLP	M28632932
53.	AAB-7269	EASTERN WAVE DEVELOPMENT LLP	M28634586
54.	AAS-1526	GLAMAZON SALON & SPA LLP	M28634676
55.	AAU-1576	DAYDREAMSOFT LLP	M28636869
56.	AAX-7222	INDOSPUN INDUSTRIES LLP	M28638853

1. Notice is hereby given that the Registrar of Companies has received application in Form 24 from the above mentioned LLP's under Section 75 of the LLP Act, 2008 and Rules 37 (l)(b) ofthe LLP Rules, 2009 for removal of its/ their name(s) from the register ofLLP's either on the grounds that not carrying on any business or operation for a period of year or more and has made an application in Form 24 to the Registrar, with the consent of all partners of the LLP for strike off its name from the register.
2. Accordingly, the Registrar of Companies proposes to remove or strike off the names of the above mentioned LLP's from the Register of LLP's.
3. Any person objecting to the proposed removal or strike off of names of the LLP's from the register of LLP's may send his or her objection to the office address mentioned here above within thirty days from the date of publication of this notice.

ANN VIVEK (I.C.L.S)
Assistant Registrar of Companies,
Gujarat, Dadra & Nagar Haveli

03 Notice In the matter of Section 75 of the Limited Liability Partnership Act, 2008 read with Rule 37 (2) of Limited Liability Partnership Rules, 2009

[Issued by the Ministry of Corporate Affairs dated 20.03.2024.]

List of the LLPs which have made an application in Form 24 for striking off their respective names from the Register in pursuance to Rule 37(1)(b) of the Limited Liability Partnership Rules, 2009.

B. MISHRA (I.C.L.S)
Registrar Of Companies, Mumbai Maharashtra

Complete details are not published here for want of space. For complete notification readers may log on to www.mca.gov.in

04 Notice inviting comments from various stakeholders on draft rules for refund process from IEPF Authority

[Issued by the Ministry of Corporate Affairs [FileNo:IEPFA-15/1/2023] dated 14.03.2024.

Investor Education and Protection Fund Authority invites comments on the draft procedure on refund process at IEPF Authority to simplify and expedite the process of claim refund from IEPF Authority under Companies Act 2013.

2. The comments may be suggested via email iepfa.consultation@mca.gov.in till 15th April 2024. Comments may be provided in the following format (soft copy as well as in signed pdf).

S.No.	Para of Draft Rules	Comments	Justification

Comments can also be suggested through e-Consultation module of MCA.

3. This issues with approval of Competent Authority.

TUSHAR ANAND
General Manager (IEPF Authourity)

Complete details are not published here for want of space. For complete notification readers may log on to www.mca.gov.in

05 Introduction of Beta version of T+0 rolling settlement cycle on optional basis in addition to the existing T+1 settlement cycle in Equity Cash Markets

[Issued by the Securities and Exchange Board of India vide Circular No. SEBI/HO/MRD/MRD-PoD-3/P/CIR/2024/20 dated 21.03.2024]

1. SEBI vide Circular No. SEBI/HO/MRD2/DCAP/P/CIR/2021/628 dated September 07, 2021 allowed for introduction of T+1 rolling settlement cycle. All stock exchanges, clearing corporations and depositories (collectively referred to as “Market Infrastructure Institutions (MIIs)”) jointly decided to shift to T+1 settlement cycle in a phased manner, which was fully implemented w.e.f. January 27, 2023.

2. The significant evolution of technology, architecture and capacity of MIIs, presents opportunities for further advancing clearing and settlement timelines. Further, India’s depository ecosystem has visibility of individual client level holdings in digital form, and so has the ability to effect immediate transfer of securities and also India’s payments and settlements ecosystem has long allowed for real time transfer of funds.

3. A shortened settlement cycle will bring cost and time efficiency, transparency in charges to investors and strengthen risk management at clearing corporations and the overall securities market ecosystem.

4. Accordingly, based on the recommendations of Working Group consisting of MIIs, public comments, and recommendations of Risk Management Review Committee of SEBI, a proposal on introduction of optional T+0 settlement and subsequent optional Instant Settlement, in addition to the existing T+1 settlement cycle was placed before SEBI Board for approval.

5. Pursuant to deliberations and approval of the Board, it has been decided to put in place a framework for introduction of the Beta version of T+0 settlement cycle on optional basis in addition to the existing T+1 settlement cycle in equity cash market, for a limited set of 25 scrips and with a limited number of brokers.

6. The operational guidelines in this regard are as under:

    a. Eligible Investors: All investors are eligible to participate in the segment for T+0 settlement cycle, if they are able to meet the timelines, process and risk requirements as prescribed by the MIIs.

    b. Surveillance Measures: The surveillance measures as applicable in T+1 settlement cycle shall be applicable to scrips in T+0 settlement cycle.

    c. Trade Timings: One continuous trading session from 09:15 AM to 1:30 PM.

    d. Price Band: The price in the T+0 segment will operate with a price band of +100 basis points from the price in the regular T+1 market. This band will be re-calibrated after every 50 basis points movement in the underlying T+1 market.

    e. Index calculation and settlement price computation: T+0 prices will not be considered in index calculation and settlement price computation. There shall be no separate close price for securities based on trading in T+0 segment.

    f. Netting of Obligations: There shall be no netting in pay-in and pay-out obligations between T+1 and T+0 settlement cycle.

7. To ensure smooth implementation, the MIIs shall publish other operational guidelines (including mechanism for trading, clearing and settlement, risk management, etc.) and Frequently Asked Questions (FAQs) along with the list of 25 scrips for the Beta version of T+0 settlement cycle and disseminate the same on their respective websites.

8. On periodic basis, MIIs shall disseminate the list of brokers that are participating in the Beta version of T+0 settlement cycle on their websites.

9. MIIs shall provide a fortnightly report on the progress of activities in the Beta version of T+0 settlement cycle till further direction.

10. The provisions of this circular shall come into force with effect from March 28, 2024.

11. SEBI shall continue to do further stakeholder consultation including with users of the Beta version of T+0 settlement cycle.

12. All MIIs are advised to:

    a. Take necessary steps and put in place necessary systems for implementation of the above;

    b. Make necessary amendments to the relevant bye-laws, rules and regulations, wherever required, for the implementation of the above; and

    c. Bring the provisions of this circular to the notice of market participants (including investors) and also to disseminate the same on their websites;

13. This circular is issued in exercise of the powers conferred under Section 11(1) of the Securities and Exchange Board of India Act 1992, read with Regulation 51 of the Securities Contracts (Regulation) (Stock Exchanges and Clearing Corporations) Regulations, 2018, Section 26(3) of the Depositories Act, 1996 and Regulation 97 of Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 to protect the interests of investors in securities and to promote the development of, and to regulate the securities market.

14. This circular is available on SEBI website at www.sebi.gov.in at "Legal Framework - Circulars".

HRUDA RANJAN SAHOO
Deputy General Manager

06 Amendment to Circular for mandating additional disclosures by FPIs that fulfil certain objective criteria

[Issued by the Securities and Exchange Board of India vide Circular SEBI/HO/AFD/AFD-POD-2/P/CIR/2024/19 dated 20.03.2024]

1. SEBI vide Circular No. SEBI/ HO/ AFD/ AFD-PoD-2/ CIR/P/2023/148 dated August 24, 2023 mandated additional disclosures for FPIs that fulfil objective criteria as specified in the said Circular. Further, FPIs satisfying any of the criteria listed under Para 8 of the said Circular were exempted from the additional disclosure requirements, subject to conditions specified in the said Circular.

2. In this regard, in addition to the criteria listed under Para 8 of the said Circular dated August 24, 2023, it has been decided that an FPI having more than 50% of its Indian equity AUM in a corporate group shall not be required to make the additional disclosures as specified in Para 7 of the said Circular, subject to compliance with all of the following conditions:

    i. The apex company of such corporate group has no identified promoter. For this purpose, the list of corporate groups based on the corporate repository published by the Stock Exchanges and their respective apex companies having no identified promoters shall be made public by Depositories.

    ii. The FPI holds not more than 50% of its Indian equity AUM in the corporate group, after disregarding its holding in the apex company (with no identified promoter).

    iii. The composite holdings of all such FPIs (that meet the 50% concentration criteria excluding FPIs which are either exempted or have disclosed) in the apex company is less than 3% of the total equity share capital of the apex company.

3. Custodians and Depositories shall track the utilisation of this 3% limit for apex companies, without an identified promoter, at the end of each day. When the 3% limit is met or breached, Depositories shall make this information public before start of trading on the next day.

4. Thereafter, for any prospective investment in the apex company by FPIs, that meet the 50% concentration criteria in the corporate group, the FPIs shall be required to either realign their investments below the 50% threshold within 10 trading days or make additional disclosures prescribed in the said Circular dated August 24, 2023:

   Provided no such requirement, to realign or make disclosure, shall be applicable unless the 3% cumulative limit for the apex company continues to be met through the said 10 trading days.

5. All other provisions specified in the said Circular dated August 24, 2023 shall remain unchanged.

6. For FPIs that met the objective criteria specified under Para 7(a) of the said Circular dated August 24, 2023, as on October 31, 2023 and neither realigned their portfolio within the specified time-period nor were exempted, additional disclosures were required to be made on or before March 12, 2024. It is clarified that such FPIs who met the conditions specified under Para 2 above, as on March 12, 2024, shall not be subjected to actions consequent to non-disclosures, as specified in Para 12 and Para 13 of said Circular dated August 24, 2023.

7. The process flow to implement this circular shall be framed by the pilot Custodians and DDPs Standards Setting Forum (CDSSF) and adopted by all the DDPs/ Custodians, in consultation with SEBI.

8. The provisions of this circular shall come into force with immediate effect.

9. This circular is issued in exercise of the powers conferred under Section 11(1) of the Securities and Exchange Board of India Act, 1992 read with Regulations 22(1), 22(6), 22(7) and 44 of SEBI(FPI) Regulations, 2019 to protect the interest of investors in securities and to promote the development of, and to regulate the securities market.

10. This circular is available at www.sebi.gov.in under the link "LEGAL → Circulars".

MANISH KUMAR JHA
Deputy General Manager

07 Safeguards to address the concerns of the investors on transfer of securities in dematerialized mode

[Issued by the Securities and Exchange Board of India vide Circular SEBI/HO/MRD/MRD-PoD-2/P/CIR/2024/18 dated 20.03.2024]

1. Para 1.12 of SEBI Master circular for Depositories dated October 06, 2023 prescribed guidelines to address the concerns arising out of transfer of securities from the Beneficial Owner (BO) Accounts without proper authorization by the concerned investor.

2. To harmonize the classification of inactive/dormant accounts across Stock Exchanges & Depositories and to strengthen the measures to prevent fraud / misappropriation for inoperative demat accounts, based on consultation with depositories and the recommendations of SMAC, it has been decided to amend Para 1.12 as under:

   1.12. **Safeguards to address the concerns of the investors on transfer of securities in dematerialized mode**

   Following safeguards shall be put in place to address the concerns of the investors arising out of transfer of securities from the BO Accounts:

   1.12.1. The depositories shall give more emphasis on investor education particularly with regard to careful preservation of Delivery Instruction Slip (DIS) by the BOs. The Depositories may advise the BOs not to leave "blank or signed" DIS with the Depository Participants (DPs) or any other person/entity.

   1.12.2. The DPs shall not accept pre-signed DIS with blank columns from the BO(s).

   1.12.3. If the DIS booklet is lost / stolen / not traceable by the BO, the same must be intimated to the DP immediately by the BO in writing. On receipt of such intimation, the DP shall cancel the unused DIS of the said booklet.

   1.12.4. The DP shall also ensure that a new DIS booklet is issued only on the strength of the DIS instruction request slip (contained in the previous booklet) duly complete in all respects, unless the request for fresh booklet is due to loss, etc., as referred to in Para 1.12.3 above.

   Further, in case the request for issuance of the DIS booklet is received in an inactive/dormant account, the DIS booklet shall be delivered at the registered address of the BO as per the DP records. This shall help ensure the genuineness of the BO's request for issuance of DIS. Such issuance of DIS shall be authorized by the Compliance Officer or any other designated senior official of the DP.

VISHAL SHUKLA
General Manager

Complete details are not published here for want of space. For complete notification readers may log on to www.sebi.gov.in

08 Entities allowed to use e-KYC Aadhaar Authentication services of UIDAI in Securities Market as sub-KUA

[Issued by the Securities and Exchange Board of India vide Circular SEBI/HO/MIRSD/SECFATF/P/CIR/2024/17 dated 19.03.2024]

1. The Master Circular on Know Your Client (KYC) norms for the securities market SEBI/HO/MIRSD/SECFATF/P/CIR/2023/169 dated Oct 12, 2023 *inter alia* has detailed the provision for 'the adaptation of Aadhaar based e-KYC process and e-KYC Authentication facility for Resident Investors under section 11A of the Prevention of Money Laundering Act, 2002, entities permitted to undertake e-KYC Aadhaar Authentication service of UIDAI in Securities Market as sub-KUA, and on-boarding process of sub-KUA by UIDAI'.

2. Department of Revenue, Ministry of Finance vide gazette notification S.O. 3187(E) dated July 13, 2022 and S.O. 446(E) dated Jan 30, 2023 has notified 155 and 39 entities respectively, to undertake Aadhaar authentication service of UIDAI under Section 11A of the Prevention of Money Laundering Act, 2002. These notified entities have been annexed in para 68 of the said SEBI Master Circular.

3. Now, vide Gazette Notification S.O. 1339(E) dated March 14, 2024, Department of Revenue-Ministry of Finance has notified another 4 entities which are permitted to use Aadhaar authentication services of UIDAI under section 11A of the Prevention of Money-laundering Act, 2002. A copy of the notification is attached at Annexure A.

4. The above mentioned entities shall follow the process as detailed in SEBI circular dated Oct 12, 2023 and as may be prescribed by UIDAI from time to time. The KUAs shall facilitate the on-boarding of these entities as sub-KUAs to provide the services of Aadhaar authentication with respect to KYC.

5. This circular is issued in exercise of powers conferred under Section 11(1) of the Securities and Exchange Board of India Act, 1992 to protect the interests of investors in securities and to promote the development of, and to regulate the securities markets.

SAPNA SINHA
Deputy General Manager

09 Repeal of circular(s) outlining procedure to deal with cases where securities are issued prior to April 01, 2014, involving offer / allotment of securities to more than 49 but up to 200 investors in a financial year

[Issued by the Securities and Exchange Board of India vide Circular SEBI/HO/CFD/PoD-1/P/CIR/2024/ 016 dated 13.03.2024]

Ref: Circular No. CIR/CFD/DIL3/18/2015 dated December 31, 2015 and Circular No. CFD/DIL3/CIR/ P/2016/53 dated May 03, 2016.

1. In exercise of the powers conferred under Section 11(1) of the Securities and Exchange Board of India Act, 1992, SEBI had issued Circular No. CIR/CFD/DIL3/18/2015 dated December 31, 2015 and Circular No. CFD/DIL3/CIR/P/2016/53 dated May 03, 2016, stating that in respect of cases under the Companies Act, 1956, involving issuance of securities to more than 49 persons but up to 200 persons in a financial year, the companies may avoid penal action if they provide the investors with an option to surrender the securities and receive the refund amount at a price not less than the amount of subscription money paid along with 15% interest p.a. thereon or such higher return as promised to the investors. This opportunity to avoid penal action was provided to the issuer companies considering the higher cap for private placement provided in the Companies Act, 2013.

2. Given that considerable time has elapsed since the repeal of the Companies Act, 1956, in exercise of the powers conferred under Section 11(1) of the Securities and Exchange Board of India Act, 1992 to protect the interests of investors in securities and to promote the development of, and to regulate the securities markets, it has now been decided to repeal the aforesaid circulars and the same shall stand rescinded with effect from 6 months from the date of issue of this circular, without prejudice to the operation of anything done or any action taken under the said circulars.

3. The above said option shall be available under the circular only to those companies who have completed the entire procedure and submitted the certificate in terms of circular No. CIR/CFD/DIL3/18/2015 dated December 31, 2015 and Circular No. CFD/DIL3/CIR/P/2016/53/ dated May 03, 2016, within 6 months from the date of issue of this circular.

4. Accordingly, all cases involving an offer or allotment of securities to more than the permissible number of investors in a financial year shall be dealt with in line with the provisions contained under the extant applicable laws.

5. The Stock Exchanges are advised to bring the provisions of this circular to the notice of listed entities and also to disseminate the same on their websites.

6. A copy of this circular is available on SEBI website at www.sebi.gov.in under the categories "Legal Framework → Circulars".

YOGITA JADHAV
General Manager

10 Simplification and streamlining of Offer Documents of Mutual Fund Schemes - Extension of timelines

[Issued by the Securities and Exchange Board of India vide Circular SEBI/HO/IMD/IMD-RAC-2/P/CIR/20241000015 dated 12.03.2024]

1. SEBI vide circular SEBI/HO/IMD/IMD-RAC-2/P/CIR/2023/00175 dated November 01, 2023 prescribed simplified format of Scheme Information Document (SID).

2. Pursuant to request submitted by AMFI and discussions thereafter, it has been decided to revise the date of applicability of provisions at para 4 of aforesaid circular as under:

   a. Updated format for SID/KIM/SAI to be implemented w.e.f. June 01, 2024.

   b. Draft SIDs to be filed with SEBI on or before May 31, 2024 or SIDs already filed with SEBI (final observations yet to be issued) or SIDs for which the final observations have already been received from SEBI(if launched on or before May 31, 2024), can use the old format of SID, provided that the SIDs are updated as per timeline mentioned at (c) below.

   c. For Existing SIDs- by June 30,2024 with data as on May 31, 2024.

   d. Reference is drawn to para 1.2.1 and 1.2.4 of Master circular dated May 19, 2023 w.r.t updation of SID and KIM within 1 month from the end of half year i.e. April 30, 2024 for half year ended March 31, 2024. In order to avoid duplication of efforts of AMCs as well as to ensure uniform implementation of revised formats, the scheduled updation of SID and KIM for half year ended March 31, 2024, may be carried out by AMCs by June 30, 2024. This extension shall be applicable specifically for half year ended March 31, 2024 only. All updated/revised SIDs shall be made available on the website of SEBI/AMFI/AMCs within the timelines specified above.

3. This circular is issued in exercise of the powers conferred under Section 11 (1) of the Securities and Exchange Board of India Act, 1992, read with Regulation 77 of the Securities and Exchange Board of India (Mutual Funds) Regulations, 1996 to protect the interests of investors in securities and to promote the development of, and to regulate the securities market.

VISHAKHA MORE
Deputy General Manager

11 Measures to instill trust in securities market – Expanding the framework of Qualified Stock Brokers (QSBs) to more stock brokers

[Issued by the Securities and Exchange Board of India vide Circular SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2024/14 dated 11.03.2024]

1. In order to further strengthen the compliance and monitoring requirements of the stock brokers through mandating enhanced obligations and responsibilities on stockbrokers, SEBI, vide circular no. SEBI/HO/MIRSD-PoD-1/P/CIR/2023/24 dated February 06, 2023 and para 18 of Master Circular for Stock Brokers dated May 17, 2023 *inter-alia* stated that the following four parameters shall be considered for designating a stockbroker as QSB, on an annual basis:

1.1. The total number of active clients of the stock broker;

1.2. The available total assets of clients with the stock broker;

1.3. The trading volumes of the stock broker (excluding the proprietary trading volume of the stock broker);

1.4. The end of day margin obligations of all clients of a stock broker (excluding the proprietary margin obligation of the stock broker in all segments)

2. Based on the aforementioned parameters, the first list of QSBs was issued by stock exchanges on March 03, 2023.

3. To further protect the interest of investors and for building trust in securities market, it has been decided to extend the framework of QSBs to more stockbrokers. Henceforth, the revised list of QSBs shall be calculated by considering the following parameters, in addition to above mentioned four parameters:

3.1. Compliance score of the stock broker;

3.2. Grievance redressal score of the stock broker; and

3.3. The proprietary trading volumes of the stock broker.

ARADHANA VERMA
General Manager

Complete details are not published here for want of space. For complete notification readers may log on to www.sebi.gov.in

12 List of goods notified under SCRA, 1956

[Issued by the Securities and Exchange Board of India vide Circular SEBI/HO/MRD/MRD-PoD-1/P/CIR/2024/13 dated 05.03.2024]

1. Ministry of Finance vide notification number S.O.1002(E) dated March 01, 2024 has notified list of goods under clause (bc) of Section 2 of SCRA, 1956, thereby superseding the earlier notification number S.O. 3068(E) dated September 27, 2016 issued on the same subject. The new list of goods notified vide notification dated March 01, 2024, includes additional thirteen (13) goods and alloys for five (5) metals, thereby increasing the list of goods on which derivatives can be launched from ninety-one (91) to one hundred and four (104). The list of additional (13) goods and alloys for five (5) metals is as follows:

Table1

S. No.	Goods	Category
1.	Apple	Fruits and Vegetables
2.	Cashew	Dry fruits
3.	Garlic	Spices
4.	Skimmed Milk Powder	Dairy and Poultry
5.	White Butter	Dairy and Poultry
6.	Weather	Activities, Services, Rights, Interests and Events
7.	Processed Products of Timber	Forestry
8.	Processed Products of Bamboo	Forestry
9.	Bitumen	Chemicals
10.	Cement	Construction
11.	Freight including trucks, railways, waterways, airway	Activities, Services, Rights, Interests and Events
12.	Palladium (including variants such as coins, bars etc.)	Precious metals
13.	Manganese	Metals
14.	Aluminium and Aluminium Alloys	Metals
15.	Copper and Copper Alloys	Metals
16.	Lead and Lead Alloys	Metals
17.	Nickel and Nickel Alloys	Metals
18.	Zinc and Zinc Alloys	Metals

Inclusion of alloys of metals is appearing along with metals, hence, number of new goods has increased by thirteen in total list of goods of one hundred and four.

2. Ministry of Finance vide notification number S.O.1003(E) dated March 01, 2024 has also issued a notification declaring a contract for the purchase or sale of a right to buy or sell, or a right to buy and sell in future, such underlying goods, as notified under clause (bc) of Section 2 of SCRA, 1956. This notification supersedes the earlier notification number S.O. 3743(E), dated the 18th October, 2019 issued on the same subject.

3. Accordingly, in Master Circular for Commodity Derivatives Segment (hereinafter referred to as Master Circular) dated August 04, 2023, the reference drawn to earlier Notifications No. S.O. 3068(E) dated September 27, 2016 is being replaced with Notification no. S.O.1002(E) dated March 01, 2024, as follows:

3.1. Para 2.1.1 of Chapter 2 in Master Circular shall read as follows:

2.1.1Pursuant to the repeal of the Forward Contracts (Regulation) Act, 1952 ("FCRA") and amendment to the Securities Contracts (Regulation) Act, 1956 ("SCRA"), the Central Government, in exercise of the powers conferred by clause (bc) of section 2 of the SCRA and in consultation with the SEBI, have vide Notification No. S.O.1002(E) dated March 01, 2024 notified the goods specified therein, for the purpose of clause (bc) of section 2 of the SCRA with effect from the date of the said notification.

3.2. Para 5.1.1 of Chapter 5 in Master Circular shall read as follows:

5.1.1 Underlying: Goods as notified vide number S.O.1002(E) dated March 01, 2024, under clause (bc) of section 2 of the Securities Contracts (Regulation) Act, 1956.

4. The circular shall be effective from the date of issuance.

5. All Recognised Stock Exchanges and Clearing Corporations having Commodity Derivatives Segment are advised to:

   5.1. Take steps to make necessary amendments to the relevant bye-laws, rules and regulations for the implementation of this circular;

   5.2. Bring the provisions of this circular to the notice of the members of the Stock Exchange and Clearing Corporation as well as disseminate the same on their website; and

   5.3. Communicate to SEBI, the status of the implementation of the provisions of this circular.

6. This Circular is issued in exercise of the powers conferred under Section 11 (1) of the Securities and Exchange Board of India Act, 1992, to protect the interests of investors in securities and to promote the development of, and to regulate the securities market.

7. The Circular is issued with the approval of the competent authority.

8. This circular is available on SEBI website www.sebi.gov.in under the category "Circulars" and "Info for Commodity Derivatives" Yours faithfully, Naveen Sharma General Manager.

NAVEEN SHARMA
General Manager

13 Currency Chests (CCs) operations on March 31, 2024

[Issued by the Reserve Bank of India vide RBI/2023-24/142 DCM (CC) No.S3425/03.41.01/2023-24 dated 27.03.2024]

The Government of India has advised to keep all branches of the banks dealing with Government receipts and payments to be kept open for transactions on Sunday, March 31, 2024 so as to account for the Government transactions relating to receipts and payments in FY 2023-24 itself. Since such transactions might necessitate operations at currency chests, hence the currency chest holding banks are advised to keep their CCs open on March 31, 2024 akin to a normal working day.

2. The CC holding banks shall keep the linked branches suitably informed.

SANJEEV PRAKASH
Cheif General Manager

14 Special Clearing Operations on March 30 & 31, 2024

[Issued by the Reserve Bank of India vide RBI/2023-24/141 CO.DPSS.RPPD.No.S1193/03-01-002/2023-2024 dated 27.03.2024]

A reference is invited to the circular issued by Department of Government and Bank Accounts (DGBA) vide CO.DGBA.GBD.No.S1252/42-01-029/2023-2024 dated March 22, 2024 addressed to all the agency banks on Annual Closing of Government Accounts –Transactions of Central/State Governments – Special Measures for the Current Financial Year (2023-24).

2. Normal clearing timings under Cheque Truncation System (CTS) as applicable to any working "Saturday" shall be followed on March 30, 2024. Further, to facilitate accounting of all the Government transactions for the current financial year (2023-24) by March 31, 2024, it has been decided to conduct Special Clearing under CTS exclusively for Government Cheques on March 30 & 31, 2024 as detailed below:

Date	Presentation Session	Return Session
March 30, 2024 (Saturday)	17:00 Hours to 17:30 Hours	19:00 Hours to 19:30 Hours
March 31, 2024 (Sunday)	17:00 Hours to 17:30 Hours	19:00 Hours to 19:30 Hours

3. It is mandatory for all banks to participate in the special clearing operations on March 30 & 31, 2024. All the member banks of CTS are also required to keep their inward clearing processing infrastructure open during the Special Clearing hours and maintain sufficient balance in their clearing settlement account to meet settlement obligations arising out of the Special Clearing.

4. Member banks are advised to adhere to the instructions contained in this circular as well as instructions issued by the President of the National Grid Clearing House. Member banks may also be guided by the circular NPCI/2016-17/CTS/Circular No.32 dated October 3, 2016 issued by NPCI regarding clearing type for instruments to be presented in Special Clearing sessions.

SUDHANSHU PRASAD
Chief General Manager

15 Investments in Alternative Investment Funds (AIFs)

[Issued by the Reserve Bank of India vide RBI/2023-24/140 DOR.STR.REC.85/21.04.048/2023-24 dated 27.03.2024]

Please refer to the circular DOR.STR.REC.58/21.04.048/2023-24 dated December 19, 2023 ('Circular') on the captioned subject, in terms of which instructions were issued to address certain regulatory concerns relating to investment by regulated entities (REs in the AIFs.

2. With a view to ensuring uniformity in implementation among the REs, and to address the concerns flagged in various representations received from stakeholders, it is advised as under:

   (i) Downstream investments referred to in paragraph 2 (i) of the Circular shall exclude investments in equity shares of the debtor company of the RE, but shall include all other investments, including investment in hybrid instruments.

   (ii) Provisioning in terms of paragraph 2(iii) of the Circular shall be required only to the extent of investment by the RE in the AIF scheme which is further invested by the AIF in the debtor company, and not on the entire investment of the RE in the AIF scheme.

   (iii) Paragraph 3 of the Circular shall only be applicable in cases where the AIF does not have any downstream investment in a debtor company of the RE. If the RE has investment in subordinated units of an AIF scheme, which also has downstream exposure to the debtor company, then the RE shall be required to comply with paragraph 2 of the Circular.

   (iv) Further with regard to paragraph 3 of the Circular:

   - Proposed deduction from capital shall take place equally from both Tier-1 and Tier-2 capital.
   - Reference to investment in subordinated units of AIF Scheme includes all forms of subordinated exposures, including investment in the nature of sponsor units.

   (v) Investments by REs in AIFs through intermediaries such as fund of funds or mutual funds are not included in the scope of the Circular.

3. The above instructions have been issued in exercise of the powers conferred by Sections 21 and 35A of the Banking Regulation Act, 1949 read with Section 56 of the Act ibid; Chapter IIIB of the Reserve Bank of India Act, 1934 and Sections 30A, 32 and 33 of the National Housing Bank Act, 1987.

VAIBHAV CHATURVEDI
Chief General Manager

16 Reassignment of Lead Bank Responsibility

[Issued by the Reserve Bank of India vide RBI/2023-24/139 FIDD.CO.LBS. BC.No.16/02.08.001/2023-24 dated 22.03.2024]

On a review, it has been decided to reassign the lead bank responsibility in the certain districts as specified below:

Sr. No	District	District Working Code	State	Erstwhile Lead Bank	Lead Bank Responsibility assigned to
1	Ernakulum	970	Kerala	Union Bank of India	State Bank of India
2	Idukki	976		Union Bank of India	State Bank of India
3	Seoni	713	Madhya Pradesh	Central Bank of India	State Bank of India
4	Mumbai City (earlier name – Mumbai)	600	Maha-rashtra	Bank of India	Bank of Baroda
5	Mumbai Suburban	291		Bank of India	Bank of Baroda
6	Salem	913	Tamil Nadu	Indian Bank	State Bank of India

2. The above changes will be effective from April 01, 2024.

3. There is no change in the lead banks of other districts across the country.

NISHA NAMBIAR
Chief General Manager

17 Annual Closing of Government Accounts – Transactions of Central / State Governments – Special Measures for the Current Financial Year (2023-24)

[Issued by the Reserve Bank of India vide RBI/2023-24/138 CO.DGBA. GBD.No.S1252/42-01-029/2023-2024 dated 22.03.2024]

All Government transactions done by agency banks for the Financial Year 2023-24 must be accounted for within the same financial year. Accordingly, the following arrangements are put in place to report and account for Government transactions for March 31, 2024.

2. All Agency banks should keep their designated branches open for over the counter transactions related to government transactions upto the normal working hours on March 30 and March 31, 2024.

3. Transactions through National Electronic Funds Transfer (NEFT) and Real Time Gross Settlement (RTGS) System will continue upto 2400 hours as hitherto on March 31, 2024.

4. Special clearing will be conducted for Government cheques both on March 30 & 31, 2024. Agency Banks are hereby advised that all cheques related to Government accounts may be presented on such clearing. The timing for presentation and return clearing of instruments for these special clearing sessions for government cheques will be intimated in due course.

5. Regarding reporting of Central and State Government transactions to RBI, including uploading of GST/ TIN 2.0/ ICEGATE/ e-receipts luggage files, the reporting window of March 31, 2024 will be kept open till 1200 hours noon on April 1, 2024.

6. Agency banks may take note and give adequate publicity to the special arrangements made as above.

INDRANIL CHAKRABORTY
Chief General Manager

18 All Agency Banks to remain open for public on March 31, 2024 (Sunday)

[Issued by the Reserve Bank of India vide RBI/2023-24/137 DOR.SOG (LEG).REC/84/09.08.024/2023-24 dated 20.03.2024]

The Government of India has made a request to keep all branches of the banks dealing with Government receipts and payments open for transactions on March 31, 2024 (Sunday) so as to account for all the Government transactions relating to receipts and payments in the FY 2023-24 itself. Accordingly, Agency Banks are advised to keep all their branches dealing with government business open on March 31, 2024 (Sunday).

2. Banks shall give due publicity about the availability of above banking services on this day.

SUNIL T S NAIR
Chief General Manager

19 Cut-off time for uploading of GST, ICEGATE and TIN 2.0 luggage files

[Issued by the Reserve Bank of India vide RBI/2023-24/136 CO.DGBA.GBD.No.S1234/31-12-010/2023-2024 dated 13.03.2024]

Please refer to para 10 on 'Reporting of transactions by agency banks to RBI' of 'Master Circular on Conduct of Government Business by Agency Banks - Payment of Agency Commission' dated April 1, 2023.

2. It has been noticed that several agency banks have been requesting RBI for extension of time for uploading of luggage files pertaining to GST, ICEGATE and TIN 2.0 receipts beyond the cut-off time of 1800 hours prescribed by O/o Principal Chief Controller of Accounts, Central Board of Indirect Taxes & Customs and O/o Principal Chief Controller of Accounts, Central Board of Direct Taxes. In this regard, it is advised that no extension will be granted by RBI beyond the cut-off time for submission of luggage files as per extant guidelines issued in this regard. Accordingly, the modified paragraph 10 will read as follows:

"10. Reporting of transactions by agency banks to RBI: After the operationalisation of NEFT 24X7 and RTGS 24X7, agency banks authorised to collect Goods and Service Tax (GST), Custom and Central Excise Duties (ICEGATE) and Direct Taxes under TIN 2.0 channel shall upload their luggage files in RBI's QPX/e-Kuber on all days except the Global holidays, which are January 26, August 15, October 2, all non-working Saturdays, all Sundays and any other day declared holiday by RBI for Government Transactions due to exigencies. It is to be ensured that these luggage files are uploaded in RBI's QPX/e-Kuber on or before 1800 hours prescribed by O/o Principal Chief Controller of Accounts, Central Board of Indirect Taxes & Customs and O/o Principal Chief Controller of Accounts, Central Board of Direct Taxes. No extension in cut-off time will be allowed to agency banks by RBI beyond 1800 hours for uploading of these luggage files in QPX/e-Kuber".

3. All other instructions of the said Master Circular remain unchanged.

INDRANIL CHAKRABORTY
Chief General Manager

20 Reporting and Accounting of Central Government transactions for March 2024

[Issued by the Reserve Bank of India vide RBI/2023-24/135 DGBA.GBD.No.S1217/42-01-029/2023-2024 dated 13.03.2024]

Please refer to Circular DGBA.GBD.No.S1469/42-01-029/2022-2023 dated March 16, 2023 advising the procedure to be followed for reporting and accounting of Central Government transactions (including CBDT, CBIC, Departmentalized Ministries and Non-Civil Ministries) at the Receiving/Nodal/Focal Point branches of your bank for the Financial Year 2022-23.

2. The Government of India has decided that the date of closure of residual transactions for the month of March 2024 be fixed as April 10, 2024. In view of the ensuing closing of Government accounts for the financial year 2023-24, receiving branches including those not situated locally, should adopt special arrangements such as courier service etc., for passing on challans/scrolls etc., to the Nodal/Focal Point branches so that all payments and collections made on behalf of Government towards the end of March are accounted for in the same financial year. These instructions regarding special messenger arrangements may please be informed to all branches concerned.

3. As regards reporting of March 2024 transactions by Nodal/Focal Point branches in April 2024, the branches may be advised to follow the procedure as outlined in the Annex. To sum up, the nodal/ Focal Point branches will be required to prepare separate set of scrolls, one pertaining to March 2024 residual transactions and another for April transactions during the first 10 days of April 2024. The Nodal/Focal Point branches should also ensure that the accounts for all transactions (revenues/tax collections/payments) are effected at the receiving branches up to March 31, 2024 in the accounts for the

current financial year itself and are not mixed up with the transactions of April 2024. Also, while reporting transactions pertaining to March 2024 up to April 10, 2024, the transactions of April 2024 should not be mixed up with the residual transactions relating to March 2024.

4. Kindly issue necessary instructions in the matter to your branches concerned immediately.

INDRANIL CHAKRABORTY
Chief General Manager

Complete details are not published here for want of space. For complete notification readers may log on to www.rbi.org.in

21 Implementation of Section 12A of the Weapons of Mass Destruction and their Delivery Systems (Prohibition of Unlawful Activities) Act, 2005: Designated List (Amendments)

[Issued by the Reserve Bank of India vide RBI/2023-24/134 DOR. AML. REC.83/14.06.001/2023-24 dated 11.03.2024]

Please refer to Section 52 of our Master Direction on Know Your Customer dated February 25, 2016 as amended on January 04, 2024 (MD on KYC), in terms of which, *inter alia* "Regulated Entities (REs) shall ensure meticulous compliance with the "Procedure for Implementation of Section 12A of the Weapons of Mass Destruction (WMD) and their Delivery Systems (Prohibition of Unlawful Activities) Act, 2005" laid down in terms of Section 12A of the WMD Act, 2005 vide Order dated September 01, 2023, by the Ministry of Finance, Government of India (Annex III of the Master Direction on Know Your Customer)."

2. Further, in terms of Section 53 of our MD on KYC, "the REs shall verify every day, the 'UNSCR 1718 Sanctions List of Designated Individuals and Entities', as available at https://www.mea.gov.in/Implementation-of-UNSC-Sanctions-DPRK.htm, to take into account any modifications to the list in terms of additions, deletions or other changes and also ensure compliance with the 'Implementation of Security Council Resolution on Democratic People's Republic of Korea Order, 2017', as amended from time to time by the Central Government".

3. A reference is also invited to our circular DOR.AML.REC.23/14.06.001/2023-24 dated July 04, 2023, communicating thereby the Consolidated List of UNSC Designated / Sanctioned Individuals and Entities under the UNSC Resolutions relating to non-proliferation. Certain amendments to the entries in the list were notified and the last such amendment was notified vide our circular DOR.AML.REC.67/14.06.001/2023-24 dated January 06, 2024.

4. In this regard, Ministry of External Affairs (MEA), GoI has informed that the UNSC Committee established pursuant to resolution 1718(2006) has enacted the amendments, specified with strikethrough and/or underline in certain entries on its Sanctions List of individuals and entities (enclosed with this circular). Hence, the 'designated list' as referred in Para 2.1 and other relevant paras of the aforementioned Order dated September 01, 2023 is amended in accordance with the changes in these relevant entries.

5. The latest version of the UNSC Sanctions lists on DPRK is accessible at the UN Security Council's website at the following URLs: https://www.un.org/securitycouncil/sanctions/1718/materials

6. The REs are advised to take note of the aforementioned communications and ensure meticulous compliance.

SAIDUTTA SANGRAM KESHARI PRADHAN
General Manager

22 Designation of an individual under clause (a) of Sub-section (1) and Sub-section (2) of Section 35 of the Unlawful Activities (Prevention) Act (UAPA), 1967 and listing in the Fourth Schedule of the Act- Reg.

[Issued by the Reserve Bank of India vide RBI/2023-24/133 DOR.AML. REC.82/14.06.001/2023-24 dated 08.03.2024]

In terms of Section 51 read with Section 53A of our Master Direction on Know Your Customer dated February 25, 2016 as amended on January 04, 2024, "The procedure laid down in the UAPA Order dated February 02, 2021 (Annex II of this Master Direction), shall be strictly followed and meticulous compliance with the Order issued by the Government shall be ensured." Further, Section 51(b) of the aforementioned Master Direction states that, "Details of accounts resembling any of the individuals/entities in the lists shall be reported to FIU-IND apart from advising Ministry of Home Affairs as required under UAPA notification dated February 02, 2021 (Annex II of this Master Direction)". In this regard, it is highlighted that the UAPA Order in Annex II of the MD on KYC, 2016 shall also apply to amendments carried out in Schedule I and IV of the UAPA, 1967 apart from the UNSC lists mentioned in the Order.

2. In this connection, please refer to the Gazette notification dated March 07, 2024 of the MHA in respect of an individual who has been declared as 'Terrorist' and has been listed in the Schedule IV of the UAPA 1967, under clause (a) of Sub-section (1) and Sub-section (2) of Section 35 of UAPA 1967. The Statutory Order (S.O.) number and the respective entry is as provided below:

S.O. Numbers	Entries
1120(E)	57. Mohammad Qasim Gujjar @ Salman @ Suleman

3. Regulated Entities (REs) are advised to take note of the aforementioned Gazette notification issued by MHA for necessary compliance. REs shall also take note of any future amendments to Schedule I and IV of the UAPA, 1967, for immediate necessary compliance.

SAIDUTTA SANGRAM KESHARI PRADHAN
General Manager

5

NEWS FROM THE INSTITUTE

- MEMBERS RESTORED DURING THE MONTH OF FEBRUARY 2024
- CERTIFICATE OF PRACTICE SURRENDERED DURING THE MONTH OF FEBRUARY 2024
- LIST OF PEER REVIEWED UNITS
- NEW ADMISSIONS
- PAYMENT OF ANNUAL LICENTIATE SUBSCRIPTION FOR THE YEAR 2024-2025
- OBITUARIES
- UPLOADING OF PHOTOGRAPH AND SIGNATURE
- PAYMENT OF ANNUAL MEMBERSHIP AND CERTIFICATE OF PRACTICE FEE FOR FY 2024-2025
- CHANGE / UPDATION OF ADDRESS

Institute News

MEMBERS RESTORED DURING THE MONTH OF FEBRUARY 2024

SL. NO	NAME	MEMB NO	REGION
1	CS KAMNA MISHRA	ACS - 11772	SIRC
2	CS JAGDEEP SINGH BHATIA	ACS - 13489	NIRC
3	CS ANILA AGRAWAL	ACS - 15698	NIRC
4	CS SUSHEELA Y. GODBOLE	ACS - 17907	SIRC
5	CS SAMEEKSHA MEHRA	ACS - 18714	SIRC
6	CS BINDU M.S.	ACS - 19924	SIRC
7	CS G KARTIK	ACS - 19982	SIRC
8	CS SULEKHA JANGID	ACS - 21924	NIRC
9	CS LEENA AMIT FALNIKAR	ACS - 22154	WIRC
10	CS VINITA SITHAPATHY	ACS - 23388	WIRC
11	CS RASHNA DINYAR DUMASIA	ACS - 25164	WIRC
12	CS LOVELEENA AHUJA	ACS - 25278	NIRC
13	CS POONAM WADHWA	ACS - 25808	NIRC
14	CS BHAWNA WADHWA	ACS - 25886	NIRC
15	CS AVNEESH KUMAR	ACS - 27708	NIRC
16	CS YOGEESHA S BHAT	ACS - 28578	SIRC
17	CS NEHA BANSAL	ACS - 30927	NIRC
18	CS IPSA HEMNANI	ACS - 33756	NIRC
19	CS RENU SHARMA	ACS - 34366	NIRC
20	CS AAKASH RAVINDRA KATHALE	ACS - 34524	WIRC
21	CS ANKITA JAIN	ACS - 34759	NIRC
22	CS RAVINDER PAL SINGH	ACS - 34899	NIRC
23	CS DIKSHA GUPTA	ACS - 36018	WIRC
24	CS TARUN KUMAR	ACS - 38790	SIRC
25	CS JITENDRA RAJENDRA PATIL	ACS - 39055	WIRC
26	CS P ANBARASAN	ACS - 4047	SIRC
27	CS SIDDHANT SINGH	ACS - 40488	WIRC
28	CS S KANNAN	ACS - 4053	SIRC
29	CS SHASHANK DNYANESHWAR KALAMBE	ACS - 41025	WIRC
30	CS ARICA MIDHA	ACS - 43145	NIRC
31	CS APURVA JAWAHIR MEGHRAJ	ACS - 43167	WIRC
32	CS PALASH MANOJ MUTHA	ACS - 43372	WIRC
33	CS PUJA SARAF	ACS - 46752	SIRC
34	CS DEVENDRA SINGH	ACS - 48048	NIRC
35	CS PRAGYA KUKREJA	ACS - 50230	NIRC
36	CS AMISH HAMIR MEHTA	ACS - 5093	WIRC
37	CS MOHIT GOEL	ACS - 53191	EIRC
38	CS RIYA ROY	ACS - 57678	EIRC
39	CS JUDE PEREIRA	ACS - 5829	WIRC
40	CS YATIN N SHAH	ACS - 5913	WIRC
41	CS MEGHA JALAN	ACS - 60702	NIRC
42	CS DEWANG DINESH KHANDELWAL	ACS - 62893	WIRC
43	CS RAINY SAKET AGARWAL	ACS - 63669	WIRC
44	CS PRIYA MAKHIJA	ACS - 64227	WIRC
45	CS NITI DWIVEDI	FCS - 7203	WIRC
46	CS DEEPTI LOHIYA	FCS - 8985	NIRC

CERTIFICATE OF PRACTICE SURRENDERED DURING THE MONTH OF FEBRUARY 2024

SL. NO	NAME	MEMB NO	COP NO	REGION
1	CS BHAVNA BASANTBHAI SHAH	ACS - 47287	24563	WIRC
2	CS SAKSHI NASHA	ACS - 66923	24946	WIRC
3	CS VIJAYA RAO	ACS - 44951	16926	SIRC
4	CS RIDDHIMA GUPTA	ACS - 65890	26446	NIRC
5	CS DEEPANSHU GUPTA	ACS - 70779	26497	NIRC
6	CS DHARMENDRA SHARMA	ACS - 33650	15723	NIRC
7	CS HONEY GUPTA	ACS - 60050	24053	NIRC
8	CS ANANDKUMAR TARACHAND JAIN	ACS - 43632	19595	WIRC
9	CS PRANALI YOGESHKUMAR DHOLABHAI	ACS - 50933	22939	WIRC
10	CS PUNAM SINGH	ACS - 38654	23885	EIRC
11	CS MEGHARAJ SADANAND YANGALI	ACS - 35287	13080	WIRC
12	CS NEERU SAINI	ACS - 26042	25522	NIRC
13	CS POOJA WADHWANI	ACS - 35629	25929	NIRC
14	CS PRADEEP CHANDRA JOSHI	ACS - 55719	20758	NIRC
15	CS AMOD KUMAR JHA	FCS - 6617	26176	NIRC
16	CS DHWANI GOPALBHAI RANA	FCS - 12523	21737	WIRC
17	CS GANESH CHANDRASEKARAN	ACS - 23703	25930	SIRC
18	CS JYOTI	ACS - 58067	25574	NIRC
19	CS RANU AGRAWAL	ACS - 43239	20746	NIRC
20	CS JASEEL PALOTH	ACS - 49547	25123	SIRC
21	CS PENNY	ACS - 57284	24799	NIRC
22	CS DEEPANSHU MITTAL	ACS - 66663	26098	NIRC
23	CS PRITI JAIN	ACS - 52404	21237	EIRC
24	CS RASHMI TIWARI	ACS - 41546	18142	NIRC
25	CS RAVI TIRTHANI	FCS - 10652	14837	NIRC
26	CS CHAKRAVARTHI SRINIVASAN	ACS - 3648	20765	SIRC
27	CS KOTTIYADAN SAJEER	ACS - 60415	25326	SIRC
28	CS MUKESH RAMESHWAR YADAV	ACS - 65361	24452	WIRC
29	CS VARUN BHAT P	ACS - 72418	27079	SIRC

30	CS NARENDRA MOTILAL BIJLANI	ACS - 39404	14663	WIRC
31	CS NAVEEN KUMAR	ACS - 46279	26914	NIRC
32	CS PRIYANKA K GOLA	FCS - 12942	25450	WIRC
33	CS VAIBHAV JAIN	ACS - 67966	26101	NIRC
34	CS PRACHI DASHORA	ACS - 48924	20575	NIRC
35	CS SHRISTI KAPOOR	ACS - 62620	23405	NIRC
36	CS APURVAVINASH HIRDE	ACS - 60955	26013	WIRC
37	CS JITENDRA VYAS	ACS - 58996	22209	NIRC
38	CS VIJAYALAXMI SANGAYYA SALIMATH	ACS - 68706	26635	SIRC
39	CS KAJALBEN ANISHBHAI MALAVIYA	ACS - 30460	11143	WIRC
40	CS TANYA DEWANGAN	ACS - 57878	23811	WIRC
41	CS ANKITA SHARMA	ACS - 56620	21323	NIRC
42	CS MUHAMMED FAEZ T A	ACS - 60269	25804	SIRC
43	CS KOKILA ARORA	ACS - 21670	24108	NIRC
44	CS KOMAL SHARMA	FCS - 12914	15694	WIRC
45	CS MANGLA SRIVASTAV	ACS - 53063	27128	SIRC
46	CS MEHUL SHAMAJIBHAI SUTHAR	ACS - 54935	23947	WIRC
47	CS SURESH KUMAR SHARMA	ACS - 68086	25618	SIRC
48	CS BHAWANA	ACS - 63628	23828	NIRC
49	CS SHALINI DWIVEDI	ACS - 34325	12836	NIRC
50	CS SWATI KHANDELWAL	ACS - 31686	11627	EIRC
51	CS ANUJAA SONI MOHTA	ACS - 66216	26606	NIRC
52	CS BHAWANA BISHT	ACS - 71147	26940	NIRC
53	CS POOJA SINGH	ACS - 39178	18742	NIRC
54	CS SAURIN UMESH SHAH	ACS - 56046	20854	WIRC
55	CS SHIVA PRASAD PADHY	FCS - 9700	25497	SIRC
56	CS PRERNA JAIN	FCS - 12667	16713	NIRC

LIST OF PEER REVIEWED UNITS

The List of Peer Reviewed Units is updated on ICSI Website from time to time and can be accessed at https://tinyurl.com/PRList2023

We request members to visit the list for their reference and records.

Peer Review Secretariat

ICSI

NEW ADMISSIONS

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 https://www.icsi.edu/member

PAYMENT OF ANNUAL LICENTIATE SUBSCRIPTION FOR THE YEAR 2024-2025

The annual Licentiate subscription for the year 2024-2025 has become due for payment w.e.f. 1st April, 2024. The last date of making payment is 30th June, 2024. The Licentiate subscription payable is Rs.1180/- inclusive of applicable GST@18%. The subscription will be paid ONLINE only using the link - http://stimulate.icsi.edu/ with your student login credentials.

Log in to the link - http://stimulate.icsi.edu/ with your student credentials.

Username – Will be your registration number.

You may reset the new password at https://smash.icsi.in/Scripts/GetPassword.aspx and login at https://smash.icsi.in/Scripts/login.aspx and https://stimulate.icsi.edu/.

Click Renew option and make the payment.

For any further queries, please write to member@icsi.edu or raise query at http://support.icsi.edu

OBITUARIES

Chartered Secretary deeply regrets to record the sad demise of the following members:

CS D C Jain, (28 .11.1940-19.3.2024) Former President, The ICSI

CS Rabindra Nath Swain (20.04.1955 - 21.02.2024), a Fellow Member of the Institute from Khordha.

CS Reema Ahuja (30.07.1993 - 30.09.2023), an Associate Member of the Institute from Sagar.

CS Santosh Kumar (01.07.1968 - 26.10.2023), an Associate Member of the Institute from Moradabad.

May the Almighty give sufficient fortitude to the bereaved family members to withstand the irreparable loss.

May the departed souls rest in peace.

UPLOADING OF PHOTOGRAPH AND SIGNATURE

Members are requested to ensure that their latest scanned passport size front-facing colour photograph (in formal wear) and signature in .jpg format (each on light-colored background of not more than 200 kb file size) are uploaded on the online portal of the Institute.

Online Steps for Uploading of photo and signature.

- Use ONLINE SERVICES tab on www.icsi.edu
- Select Member Portal from dropdown
- Login using your membership number e.g. A1234/F1234
- Enter your password
- Under My Profile --- Click on View and Update
- Upload/update the photo and signature as required
- Press Save button

PAYMENT OF ANNUAL MEMBERSHIP AND CERTIFICATE OF PRACTICE FEE FOR FY 2024-2025

The annual membership fee and certificate of practice fee for FY 2024-25 has become due for payment w.e.f. 1st April, 2024. The last date for the payment of annual membership fee and certificate of practice fee is 30th June, 2024.

The annual membership and certificate of practice fee payable are given below:

Fee* Particulars	ACS	FCS
Annual Membership fee	Rs. 2950/-	Rs. 3540/-
Annual Membership fee. (Opting out to receive physical copy of Chartered Secretary Journal)	Rs. 2360/-	Rs. 2950/-
Annual Fee for Certificate of Practice	Rs. 2360/-	Rs. 2360/-

* All Fee inclusive of 18% GST.

A member who is of the age of seventy years gets 75% concession in annual membership fee.

A member, who is Divyangjan, can avail 50% concession in annual membership fee subject to submission of medical certificate issued by competent authority.

Mode of Remittance of Fee:

Fee can be remitted through ONLINE mode only using the payment gateway of the Institute's website www.icsi.edu → Online Services through Members Portal login

1. Use ONLINE SERVICES tab on www.icsi.edu
2. Select Member Portal from dropdown
3. Login using membership number e.g. A1234/F1234
4. Enter password
5. Click on renew link under "Announcements"
6. Fill the KYM Form and proceed to pay the fee

The online KYM (Know Your Member) Form is required to be filled before making online payment of annual membership fee.

For more information, kindly refer FAQs available on home page of www.icsi.edu or write at http://support.icsi.edu

Team ICSI

CHANGE / UPDATION OF ADDRESS

The members are requested to check and update (if required) your professional and residential addresses ONLINE only through Member Login. Please indicate your correspondence address too.

The steps to see your details in the records of the Institute:

1. Go to www.icsi.edu
2. Click on **MEMBER** in the menu
3. Click on **Member Search** on the member home page
4. Enter your membership number and check
5. The address displayed is your Professional address (Residential if Professional is missing)

The steps for online change of address are as under:

1. Go to www.icsi.edu
2. On the Online Services ----select **Member Portal** from dropdown menu
3. Login using your membership number e.g. A1234/F1234
4. Under **My Profile** --- Click on View and update option and check all the details and make the changes required and save
5. To change the mobile number and email id click the side option "**Click Here to update Mobile Number and E-mail Id**"
6. Check the residential address and link the Country-State-District-City and check your address in the fields Add. Line1/Add. Line2 & Add. Line3 (Click Here to change residential address)
   a) Select the Country#
   b) Select the State
   c) Select the City
   d) Submit the Pincode which should be 6 digits without space.
   e) Then click on "Save" button.
7. Select the appropriate radio button for Employment Status and check your address in the fields Add. Line1/ Add. Line2 & Add. Line3 click the link on the right (Click Here to change Professional address)
   a) Select the Country#
   b) Select the State
   c) Select the City
   d) Submit the Pincode which should be 6 digits without space.
   e) Then click on "Save" button.
8. Go back to the Dashboard and check if the new address is being displayed.

#in case of Foreign Country and State is not available in options then Select "**Overseas**" – A pop-up will open and you can add the "City, District, State" of that Country alongwith Zipcode

Members are required to verify and update their address and contact details as required under Regulation 3 of the CS Regulations, 1982 amended till date

For any further assistance, we are available to help you at http://support.icsi.edu

THE INSTITUTE OF
Company Secretaries of India
भारतीय कम्पनी सचिव संस्थान
IN PURSUIT OF PROFESSIONAL EXCELLENCE
Statutory body under an Act of Parliament
(Under the jurisdiction of Ministry of Corporate Affairs)

Vision
"To be a global leader in promoting good corporate governance"

Motto
सत्यं वद। धर्मं चर। speak the truth. abide by the law.

Mission
"To develop high calibre professionals facilitating good corporate governance"

Safeguarding and caring for your well being

COMPANY SECRETARIES BENEVOLENT FUND
Saathi Haath Badhana
साथी हाथ बढ़ाना

COMPANY SECRETARIES BENEVOLENT FUND

Be a proud member of CSBF

The Company Secretaries Benevolent Fund (CSBF) provides safety net to the Company Secretaries who are members of the Fund and their family members in distress.

CSBF

- Registered under the Societies Registration Act, 1860 Recognised under Section 12A of the Income Tax Act, 1961
- Subscription/Contribution to the Fund qualifies for deduction under section 80G of the Income Tax Act,1961
- Has a membership base of over 15000

ELIGIBILITY : A member of the Institute of Company Secretaries of India (ICSI) is eligible for the membership of the CSBF.

HOW TO JOIN : By making an online application using the link **https://stimulate.icsi.edu/** alongwith one time subscription of ₹10,000/-.

BENEFITS

- ₹10,00,000 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 ₹50,000 per child on time (upto two children) for education of minor children of a deceased member upto the age of 60 years.
- Upto ₹75,000 for medical expenses in deserving cases
- Limited benefits for Company Secretaries who are not members of the CSBF

DONATION : The donation to CSBF can be made online at link **www.icsi.in/ ICSIDonation**

CONTACT : For further information / clarification, please write at email id **csbf@icsi.edu** or contact on telephone no. 0120-4522000

For more details please visit https://www.icsi.edu/csbf/home/

Connect with ICSI www.icsi.edu | Online Helpdesk : http://support.icsi.edu

THE INSTITUTE OF
Company Secretaries of India
भारतीय कम्पनी सचिव संस्थान
IN PURSUIT OF PROFESSIONAL EXCELLENCE
Statutory body under an Act of Parliament
(Under the jurisdiction of Ministry of Corporate Affairs)

Documents downloadable from the DigiLocker Platform

The National Digital Locker System, launched by Govt. of India, is a secure cloud based platform for storage, sharing and verification of documents and certificates. In the wake of digitization and in an attempt to issue documents to all the members in a standard format and make them electronically available on real-time basis, the Institute of Company Secretaries of India had connected itself with the DigiLocker platform of the Government of India. The initiative was launched on 5th October, 2019 in the presence of the Hon'ble President of India.

In addition to their identity cards and Associate certificates, members can also now access and download their Fellow certificates and Certificates of Practice from the Digilocker anytime, anywhere.

How to Access:

- Go to https://digilocker.gov.in and click on Sign Up
- You may download the Digilocker mobile app from mobile store (Android/iOS)

How to Login:

- Signing up for DigiLocker with your mobile number.
- Your mobile number is authenticated by an OTP (one-time password).
- Select a username & password. This will create your DigiLocker account.
- After your DigiLocker account is successfully created, you can voluntarily provide your Aadhaar number (issued by UIDAI) to avail additional services.

How to Access your Documents digitally:

Members can download their digital ID Card / ACS / FCS / COP certificate(s) by following the steps given below:

1. Log in to https://www.digilocker.gov.in website
2. Go to Central Government and select Institute of Company Secretaries of India
3. Select the option of ID card / Membership Certificate / Practice Certificate
4. For ID Card, enter your membership number e.g. ACS 12345 / FCS 12345.
5. For membership certificate, Enter your membership and select ACS / FCS from drop down.
6. For COP certificate enter your COP number e.g. 12345 and select COP.
7. Click download / generate.
8. The ID Card / Membership certificate / Practice Certificate can be downloaded every year after making payment of Annual Membership fees.

6

MISCELLANEOUS CORNER

NEWS AND UPDATES

ADVISORY: INTEGRATION OF E-WAYBILL SYSTEM WITH NEW IRP PORTALS DATED 8TH MARCH, 2024

1. E-Waybill services are successfully integrated with four new IRP portals via NIC, enabling taxpayers to generate E-Waybills alongside E-Invoicing on these four IRPs.
2. This new facility complements the existing services available on the NIC-IRP portal, making E-Waybill services, along with E-Invoicing, available across all six IRPs.

Source:https://www.gst.gov.in/newsandupdates/read/626

ADVISORY: ON GSTR-1/IFF: INTRODUCTION OF NEW 14A AND 15A TABLES DATED 12TH MARCH, 2024

As per Notification No. 26/2022 – Central Tax dated 26th December 2022 two new Table 14A and Table 15A have been introduced in GSTR-1 to capture the amendment details of the supplies made through e-commerce operators (ECO) on which e-commerce operators are liable to collect tax under Section 52 or liable to pay tax u/s 9(5) of the CGST Act, 2017. These tables have now been made live on the GST common portal and will be available in GSTR-1/IFF from February 2024 tax period onwards. These amendment tables are relevant for those taxpayers who have reported the supplies in Table 14 or Table 15 in earlier tax periods.

Source:https://www.gst.gov.in/newsandupdates/read/627

INSTRUCTION NO. 01/2023-24-[GST-INV] DATED 30TH MARCH, 2024

Guidelines for CGST field formations in maintaining ease of doing business while engaging in investigation with regular taxpayers.

Source:https://taxinformation.cbic.gov.in/view-pdf/1000499/ENG/Instructions

Furnishing correct particulars by Members to the Institute, Council or its Committees, Disciplinary Authorities: Professional Ethics

All the members of the Institute whether they are in practice or not, are expected to furnish correct particulars in any information, statement, return or form, which they submit to the Institute, Council or any of its Committees, Director (Discipline), Disciplinary Committee, Quality Review Board or the Appellate Authority.

"Professional and Other Misconduct": The expression *"professional and other misconduct"* as defined in Section 22 of the Company Secretaries Act, 1980 shall be deemed to include any act or omission provided in any of the Schedules, but nothing in this section shall be construed to limit or abridge in any way the power conferred or duty cast on the Director (Discipline) under sub-section (1) of Section 21 to inquire into the conduct of any member of the Institute under any other circumstances.

There are two Schedules to the Company Secretaries Act, 1980 viz. First Schedule and Second Schedule. First Schedule is divided into four parts and Second Schedule is divided into three parts.

Part III of the First Schedule and Part II of the Second Schedule to the Company Secretaries Act, 1980 deals includes acts or omissions of Professional Misconduct in relation to the Members of the Institute, generally i.e. whether they are in Practice or not.

CASE STUDY

1. A complaint of professional or other misconduct has been filed *inter-alia* alleging some disputed transfer of shares of a company and that the Respondent was also handling the work related to issue and transfer of shares of the said company. The Respondent was the Company Secretary of one of the group companies from year 2006 to 2016. The company has made public offer of equity shares in the year 2007 whereby the Respondent had allegedly issued some fake certificates and had sold a certificate containing one lakh shares to the Complainant in October, 2015 which was thereafter transferred in the name of the Complainant. Further, in March, 2019, the Complainant had made an application to the company for transfer of these shares to some other person, but the company has returned his certificate with a letter stating that the said share certificate is fake certificate purportedly issued by the Respondent who was handling this activity for the Company and hence, is not on the Register of members maintained with the company. He understood from the company that the Respondent had misused his position and printed many such share certificates in the name of his relatives and sold them in the market. The Respondent has embezzled hard earned money of the Complainant and has brought disrepute to the profession as a result of this fraud.

2. The Respondent has stated that he was Whole-time Company Secretary from February, 2006 to July, 2016 and had never accepted any other position. The company had appointed its registrar and share transfer agent (RTA) which was handling and maintaining the shares holder register and share transfer register and also made all the required entries in the Statutory Registers. The company is unlisted as per the records of the MCA and has never got any permission or approval from SEBI for public offer for issuance of its equity shares to the public in open market. The Complainant has taken money from him which he did not return. A legal case before District Court is *sub-judice* against the Complainant. The Director wrote a letter to harass the Respondent as he left his promoted company after ten and half years of service due to monetary issues. All the directors of the company belong to one family, and they manage each and every affair of the company. All the companies of the Director are indebted to him for professional services for more than Rupees ten lakhs and the management of all these companies refused to pay his outstanding dues. The Director and the complainant had some personal relations and filed the complaint with *malafide* intention. The shares were transferred from her sister to the Complainant's name on October, 2015 by RTA is legal transfer which is also shown in share transfer list of the company which was certified by the Respondent for the Financial Year 2015-16. The same share certificate was transferred to her in the year 2012. The Respondent denied that he sold these shares to the Complainant. He has stated that her sister holds three lac shares of the company out of which, she transferred one lac shares to the Complainant. The Respondent has further stated that the letter issued by the Director also mentions that the shareholders holding fake certificates received dividend in the year 2012, which cannot be possible, if the said share certificates are fake. The Respondent has further stated that the holders of entire Seventeen Lakhs shares are *bona fide* shareholders and each and every record is available at RTA and ROC. Till January/ April, 2019, all these share certificates were legally issued and transferred by the company, which now has suddenly become fake. The Respondent has stated that out of Seventeen Lakhs, the company had transferred Thirteen lakhs shares. The Respondent has also stated that the liquidation order was passed by the Hon'ble

NCLT, in the year 2018, so the company has itself violated the provisions of the Companies Act, 2013, IBC and NCLT order by transferring the shares of the company after the order of NCLT for liquidation of company. The Director does not have any power and authority to write and sign the letter in the capacity of director of the company as all the powers of the board of directors and KMP of the company has been ceased by the NCLT.

3. The Respondent has stated that the Complainant is making false statement for his share transfer as no share transfer can happen during the liquidation process and value of shares comes down to a negligible value or nil for the company under liquidation. The transferor has written a letter to RTA. and sought information from them regarding the genuineness of shares purchased by her from the company and also about one lac shares which were sold to the Complainant. He himself purchased 5 lacs shares of the company from a local broker. The Respondent further stated that in e-Form MGT-7, which was certified by him, the attachment of the list of shareholders of the year 2015-16 is the same list which was in an excel sheet converted into PDF for the purpose of filing. It is common occurrence at the time of filing of such forms or documents that at the time of conversion of the attachments, the signatures in said documents do not get captured. Therefore, in accordance with MCA clarification, only putting the name of director with DIN, designation, and address on the document on behalf of company shall suffice. The Respondent further stated that his email id was created on the registered server by the company and was used even after the Respondent's resignation. The Respondent is a bonafide holder of the five share certificates of the company. Though there was a financial transaction between the Complainant and the Respondent, he categorically denied that the Respondent has issued any fake share certificate of the company. The Respondent stated that he has submitted five original share certificates to the company with transfer deed with a request of transfer as well as conversion into demat account. The issue of signatures not being captured in the pdf attachments to the forms shall be considered as authenticated since the forms are being signed digitally by the directors.

4. The Complainant has *inter-alia* stated that the Respondent was the only person to whom all the investors of the company were in touch for transferring the shares of the company. The Complainant further stated that the RTA worked according to the instruction of the Respondent. He had purchased the shares from the Respondent and given consideration in cash. The address of the Respondent is shown on all three certificates held by his sister. He did not take any legal action against the Respondent as Director of the company had assured him to resolve the issue of fake share certificates allegedly issued by the Respondent. He has never received any dividend on these shares purchased by him.

5. The Disciplinary Committee observed that the Respondent has admitted that he has provided his professional services to the group companies, though he denied holding any position in the company whose shares have been purchased by the Respondent and submitted the original share certificates to the Director, despite he taking the plea that no transfer of shares can happen during the liquidation process and top of all the value of shares comes down to a negligible value or nil for a company under liquidation. He has also stated that the powers of Director have ceased, by virtue of liquidation order. Hence, the submission of the Respondent makes it clear that there are contradictions in his both actions i.e. purchase/ transfer/conversion of shares post liquidation of the company.

6. The Disciplinary Committee also observed that Form MGT-7 filed for the year 2015-16 is certified by Respondent is in violation of Section 398 of Companies Act, 2013 read with Rule (7) and (8) of the Companies (Registration Offices and Fees) Amendment Act, 2014 together with FAQ on PDF conversion by the MCA (relied by the Respondent), as the attachment namely- list of shareholders for the year 2015-16, was neither signed nor marked as "sd/-" by the director of the company and also no DIN of the signing director of the company has been mentioned in the said attached list.

7. The Respondent has denied having any cordial relationship with the management of the company, after his resignation from the group company. On the contrary, it is observed that he has certified several forms including annual return after his resignation from the group company. The Respondent has further denied his association /involvement in the company. On the contrary, it is observed that the official email id of the Respondent has been used in several forms certified/filed for the company, which establishes that the Respondent was actively involved into the affairs of the said company during his employment with the parent company. The Respondent has denied having sold the shares to the Complainant. It is observed from the records that follow-up with the Registrar of Companies for the letters allegedly written by a lady was done under his email which establishes that the Respondent has been thickly involved in the share transaction between her Respondent and all the communications/ benefits relating to the said share certificates received from the company before transfer to the Complainant directly sent at the address of the Respondent. Furthermore, the address of the Respondent is also the address of the transferor. It is also on record that the transfer deeds of disputed shares do not bear any stamp. Also, the disputed share certificates submitted by the Complainant are marked as cancelled. The Respondent failed to provide the application along with acknowledgement filed by him for the alleged transfer of these shares in his name and also as per available records, it has been observed that neither any follow-up was done by the Respondent

with the company for alleged transfer nor any action was taken. The Respondent has failed to provide any rebuttal as to why the original shares were marked as cancelled by the company. It is observed that the Respondent in his written statement to the complaint he has stated that the certain share certificates were legally issued and transferred by the company, while in written statement to the prima facie opinion of the Director (Discipline), he has stated that he had purchased the shares from local broker for transfer in his name. The Respondent has not disclosed this fact until it was specially asked of him through a letter. If these shares have transferred in the name of the Respondent, then he should have mentioned the same in his written statement. The letter issued by the company to the Complainant specifically mentions that the transferee of the shares under one certificate is Respondent and for three certificate is the wife of the Respondent, instead of the two different names, as alleged by the Respondent. The Respondent has also placed a document from the local broker regarding purchase of shares along with copies of share certificates and a copy of transfer deed. It is observed that the same shares certificates were provided by the Complainant, but it bears the signature of the Respondent at the back side of the share certificates which was admitted by the Respondent in his letter. In the process of transfer of shares from one shareholder to another, there is no requirement in law to sign by any party to the deed at the back side of the share certificate. Further, the certificate bears different date from the date on which the Respondent was alleged to have purchased the said shares. The Respondent has stated that 5 lacs shares were legally issued and transferred by the company, but it has been observed from three share certificates that the folio number of the Transferor and the transferee is same. Moreover, the Respondent argued that he is a *bonafide* share holder of five lakhs shares under certificate, though it is on record that the said shares certificates are not transferred by the company in the name of Respondent stating that these were fake share certificates.

8. The Disciplinary Committee further observed that there is a clear involvement of the Respondent in the affairs of the company especially relating to transfer of shares etc. It was an established practice for companies to appoint an RTA for obtaining connectivity with the Depositories for dematerialization of the shares but maintain the physical records in its possession. The possibility of manipulation of the records, Register of Transfer and Register of Members by the Respondent at the time of acting as Company Secretary of the group company and interacting with the RTA cannot be ruled out as all the necessary compliances of the company were done under the official email ID of the Respondent, which was directly handled by him. This is especially so, since the company itself acted through its director (later on he died) who had cancelled the share certificates lodged by the Respondent for alleged transfer of shares in his name stating that they were fake and were issued by the Respondent either in his name or in the name of his relatives.

9. The Disciplinary Committee held the Respondent 'Guilty' of Professional Misconduct under Clause (7) of Part I of Second Schedule to the Company Secretaries Act, 1980 for not exercising necessary due diligence while certification of e-form MGT-7 of the company for the Financial Year 2015-16 and also under Clause (3) of Part II of Second Schedule to the Company Secretaries Act, 1980 for giving false information regarding purchase of five share certificates from a local broker and submitting the same to the company for execution of transfer and conversion of same in demat despite knowing that they were not genuine.

10. The Disciplinary Committee passed an Order of Removal of the name of the Respondent from the Register of the members for a period of 3 (three) years; and imposed a Fine of ₹4,00,000/- (Rupees Four Lakh), against the Respondent.

S&P Global's Corporate Sustainability Assessment - Indian Companies Features in Global ESG Assessments

S&P Global's Sustainability Yearbook 2024 which is the only analysis of its kind based on S&P Global's Corporate Sustainability Assessment or CSA has given berth to Indian corporate houses affiliated to different sectors.

However, before discussing about the criteria under which Indian companies have secured berth in CSA, it is imperative to discuss the methodology embraced for preparation of S&P Global's Sustainability Yearbook 2024.

The Sustainability Yearbook aims to distinguish those companies within their industries that have each demonstrated strengths in corporate sustainability. Yearbook members and distinction levels are selected based on their 2023 Corporate Sustainability Assessment (CSA) Score, which is the S&P Global ESG Score without the inclusion of any modelling approaches. The selection methodology reflects exclusion screening criteria.

As of December 22, 2023, over 9,400 companies assessed for the 2023 CSA were considered for inclusion in the Sustainability Yearbook 2024. Distinctions have been calculated against the top performing company in each Industry, and exclusions applied thereafter. The methodology also encompasses the following categories:

i) *Top 1%:* Within each industry, companies with a minimum CSA Score of 60, whose score is within 1% of the industry's top-performing company.

ii) *Top 5%:* Within each industry, companies with a CSA Score of at least 57, whose score is within a range of 1% to 5% of the industry's top-performing company. This distinction is not assigned if no company in the industry achieved a minimum CSA score of 60.

iii) *Top 10%:* Within each industry, companies with a CSA Score of at least 54, whose score is within a range of 5% to 10% of the industry's top-performing company. This distinction is not assigned if no company in the industry achieved a minimum CSA score of 60.

iv) *Industry Mover*: In this category, the companies are assessed based on whether the company achieved an improvement in its S&P Global Score of atleast five percent and accomplished the strongest improvement in their industry, on the condition that the company is a Yearbook Member and participated in the CSA this year and last year.

v) *Member*: Under this category, companies within the top 15% of their industry by number and achieved a minimum CSA Score above 30 and falling within 30% of that industry's top performing company are considered.

It is to be noted that certain companies have been excluded from the assessment such as tobacco, anti-personnel mines, biological and chemical weapons, cluster munitions etc.

As a sample study, three Indian companies covered under the Sustainability Yearbook 2024, i.e., Hindustan Zinc Limited, Tech Mahindra Limited and Dr.Reddy's Laboratories Limited affiliated to Metal & Mining, IT Services and Pharmaceuticals industries respectively have been covered for the first three categories – *Top 1% S&P Global CSA Score, Top 5% S&P Global CSA Score and Top 10% S&P Global CSA Score* is provided below-

Category 1: Top 1% S&P Global CSA Score

Company: Hindustan Zinc Limited

Industry: Metals & Mining

Highlighted Criteria & Dimension Weights	**Companies performance on Highlighted Criteria (Based on Annual Reports 2022-2023)**
Environmental Dimensions-34% • Biodiversity • Climate Strategy • Waste • Water *Social Dimension- 33%* • Occupational Health & Safety • Social Impacts on Communities *Governance & Economic Dimensions-33%* • Business Ethics • Corporate Governance • Risk & Crisis Management	The performance of the company under Environmental, Social and Governance & Economic Dimensions have been broadly explored based on the company's Sustainability Goals 2025. <u>Environmental Dimension</u> i) *Climate Change-* a) 0.5 mn tCO2e Greenhouse gas (GHG) emission savings in company's operations from base year 2017. As part of its net-zero journey, the company strives to address the climate change. b) The company has revised its emission targets to make them more stringent. c) These target revisions will assist the Company in achieving net-zero emission by 2050 or sooner in the long-term, and in the short-term will serve to reduce Scope 1 and Scope 2 emissions by 50% and Scope 3 emissions by 25% by 2030, in line with the business ambition for 1.5°C campaign led by the SBTi in partnership with the UN Global Compact and the 'We Mean Business' coalition. ii) *Water Stewardship-* Become 5x water positive company and achieve 25% reduction in freshwater consumption. The company is working to achieve water stewardship goals through a strategic approach that identifies the following elements: a) Minimising freshwater consumption. b) Exploring alternative water solutions. c) Increased use of recycled water. d) Replenishing groundwater. e) Monitoring and auditing of water consumption at end user, withdrawal from source, water balance, quality of water including waste water and efficiency of waste water treatment facility iii) *Circular Economy-* a) 3x Increase in gainful utilisation of smelting process waste. In this regard, company's Waste to Wealth Community is continually working on this objective to identify ways for recycling and gainful utilisation of the waste we generate during the manufacturing process. b) The company is working on a pilot trial with a Calgary-based technology company which has developed the capability to use mine waste to produce cement like materials that serve to save resources, lower environmental impact and potentially reduce GHG emissions. c) Value-added product from smelter waste residue. iv) *Biodiversity Conservation-* a) Protect and enhance biodiversity throughout the life cycle. The company have prepared exclusive biodiversity management plans (BMPs) for each of its operational sites. b) Biodiversity management initiatives include biodiversity risk assessment, afforestation programme, restoration of exhausted waste dumps, conservation of schedule-1 fauna species, awareness, and partnership, etc. c) The company has engaged with the International Union for Conservation of Nature (IUCN) for revisiting its BMP and to align its actions towards no net loss.

	Social Dimension i) *Social Impact-* Positively impact one million lives through social, economic and environmental initiatives. ii) *Diversity in Workforce-* Inclusive and diverse workplace with 30% diversity. iii) *Ensuring Zero Harm-* Zero work-related fatalities and 50% reduction in total recordable injury frequency rate (TRIFR). iv) Five CSR Programmes of the company – Zinc Kaushal, 4000+ youth benefitted since FY 2019-20; Unchi Udaan, 7 batches since FY 2017-18 comprising 226 students; Zinc Football Academy, 4000+ youth benefited since FY 2017-18; Sakhi Microenterprise, 27,000+ women benefitted since FY 2019-20 and Drinking water, 100,000 villagers benefitted since FY 2018-19. Governance & Economic Dimensions i) *Responsible Sourcing-* 100% responsible sourcing in the supply chain. ii) Implementation of responsible sourcing guidelines of London Metal Exchange (LME) and Organisation for Economic Cooperation and Development (OECD) framework. iii) Supplier sustainability assessment. iv) Human rights training and awareness. v) Ensuring local procurement

Category 2: Top 5% S&P Global CSA Score

Company: Tech Mahindra Limited

Industry: IT Services

Highlighted Criteria & Dimension Weights	**Companies performance on Highlighted Criteria (Based on Annual Reports 2022-2023)**
Environmental Dimensions- 23% • Climate Strategy • Environmental Policy & Management Systems *Social Dimension- 35%* • Customer Relationship Management • Human Capital Development • Privacy Protection • Talent Attraction & Retention *Governance & Economic Dimensions- 42%* • Business Ethics • Information Security/ Cybersecurity & System Availability • Innovation Management	Environmental Dimension *Climate Change:* i) During FY23, the company's emissions have reduced 40.62% from the base year of FY16 while Scope 1+2 emissions have risen minimally on account of our people resuming work from office. ii) The company's management approach is underscored by its commitment to transition towards being a net zero organisation. It tracks and monitor our performance as per the rules set by the Board, governed by our Climate Policy, aligned with TCFD recommendations iii) The company have signed the SBT initiative of Business Ambition of 1.5°C and committed to become carbon neutral by 2030 and achieve Net Zero by 2035. iv) Additionally, the company have joined the 1.5° Supply Chain Leaders by the Exponential Roadmap Initiative (ERI) to reduce GHG emissions across the value chain. v) The company's GHG emissions scope includes Scope 1,2 and 3 emissions for global operations. vi) The company is working to minimize environment impact of its operations by making its facilities more energy efficient as well as taking steps to conform to green building norms through the presence of recycling equipment, air and water purification systems, etc. vii) Tech Mahindra is undertaking carbon pricing to drive carbon offsets. Total Environmental Protection Expenditure Funds from the Internal Carbon Pricing mechanism help the company to invest in low-emission technologies. viii) The company is supporting efforts pertaining to carbon sequestration at its locations. It is collaborating with NGOs to enable its Green Marshals in planting trees in and around its campus to realise its carbon sequestration aim of offsetting 5% of its emissions in the long run.

<table>
<tr><td></td><td><u>Social Dimension</u>

i) The company has an employee engagement framework that track progress across five critical dimensions of associate experiences- Career Alignment, Recognition, Empowerment and Strive. Tech Mahindra's CARES survey is conducted annually to provide an insight into its Associates experiences at the organisation.

ii) As a global sustainability leader, the company is 'intentionally diverse and globally inclusive organisation'. It has adopted specific policies to encourage and support women as well as members from the LGBTQ+ community.

iii) Conducting of Meet & Greet events across locations to welcome new joiners to the Tech Mahindra family.

iv) Involving Associates in CSR activities through two platforms- Individual Social Responsibility (ISR) and Making Sustainability Personal (MSP).

v) 61,995 lives directly benefited from CSR programs of which 53% were women.

vi) Upskilling of 22,596 youths, including 1,303 with disabilities.

vii) For enabling education, 4,379 teachers trained and 4,829 children with disabilities were supported with special education.

Governance & Economic Dimensions

i) At TechM, Board composition reflects the values of independence, diversity, expertise and experience.

ii) Conducting of quarterly sessions to enhance collective knowledge. MD&CEO as well as the senior leadership of the company conduct knowledge sharing sessions with the board on quarterly basis. These sessions serve to apprise the members of the key areas of focus of the company's diverse businesses, understanding their respective operating external environment in depth, and implementing plans for various business strategies being adopted across the organisation.

iii) TechM has taken the following three main steps towards sustainable development- Supplier audits (Questionnaire-based complemented by on-site inspections), Capacity-building measures, i.e., trainings workshops and other collaborations and Continuous improvement, i.e., conducting programmes on climate risk evaluation.

iv) Incentivising suppliers for adopting sustainability practices by felicitating the top supplier with the 'TechM Supplier Sustainability Award'.</td></tr>
</table>

Category 3: Top 10% S&P Global CSA Score

Company: Dr. Reddy's Laboratories Limited

Industry: Pharmaceuticals

<table>
<tr><th>Highlighted Criteria & Dimension Weights</th><th>Companies performance on Highlighted Criteria (Based on Annual Reports 2022-2023)</th></tr>
<tr><td>Environmental Dimensions- 13%

•Environmental Policy & Management Systems</td><td><u>Environmental Dimension</u>

The goals and target of the company under environmental dimension is as under:

<table>
<tr><th>Goal</th><th>Target</th><th>Progress this year</th></tr>
<tr><td>Leading the energy transition</td><td>By 2030, transition to 100% renewable power.</td><td>42% electricity through renewable sources.</td></tr>
<tr><td>Pathway to carbon neutrality</td><td>By 2030, carbon neutrality in our operations (Scope 1 & 2 emissions).</td><td>30% carbon neutrality.</td></tr>
<tr><td>Addressing the global water crisis</td><td>By 2025, be a water-positive Company.</td><td>Water-positivity target achieved.</td></tr>
<tr><td>Building a resilient value chain.</td><td>By 2030, reduce 12.5% indirect carbon emissions across our supply chain (Scope 3 emissions).</td><td>Revised Scope 3 emissions inventory complete, emissions reduction plan in progress.</td></tr>
</table>
</td></tr>
</table>

Social Dimension – 42% • *Access to Healthcare* • *Health Outcome Contribution* • *Human Capital Development* • *Marketing Practices* • *Talent Attraction & Retention*	Social Dimension
Governance & Economic Dimensions- 45% • *Business Ethics* • *Innovation Management* • *Product Quality & Recall Management*	Governance & Economic Dimension

Social Dimension

Goal	Target	Progress this year
Advancing access to medicines.	By 2030, serve 1.5 billion patients.	689 million+ patients reached.
Enhancing affordability of medicines.	By 2027, 25% new launches to be first to market.	39% first to market new launches.
Innovating for better health.	From 2027, launch 3 innovative solutions every year to improve the standard of treatment.	Key innovative set of solutions chosen for further development.
Gender diversity.	By 2030, at least 35% women in senior leadership positions	16% representation of women in leadership.
Gender equity.	By 2035, gender parity across the organisation.	18% gender diversity globally.
18% gender diversity globally.	By 2030, include at least 3% Persons with Disabilities (PwDs) in our workforce.	0.4% Persons with Disabilities in our workforce.
Equity and fairness for all.	By 2025, ensure living wages for the extended workforce on our premises.	Strategic partner and action plan identified to close the living-wage gap

Governance & Economic Dimension

Goal	Target	Progress this year
Excellence in compliance, ethics and corporate governance.	Robust corporate governance with the highest standards on compliance and ethics.	Strong corporate governance structure in place, no material deviations
Greater transparency and improved reporting.	By 2025, enhance ESG disclosures to reach top quartile.	Comprehensive BRSR, integrated reporting, independent assurance and enhanced ESG disclosures.
Engaging our suppliers.	By 2030, ensure 100% strategic suppliers are compliant with our chosen ESG framework.	Capability building complete, supplier audits in progress

REFERENCES:

i. https://www.spglobal.com/esg/csa/yearbook/

ii. https://www.spglobal.com/esg/csa/yearbook/methodology/index

iii. https://www.spglobal.com/esg/csa/yearbook/2024/ranking/index

iv. https://www.drreddys.com/cms/cms/sites/default/files/2023-07/Dr.%20Reddy%E2%80%99s%20Integrated%20Annual%20Report%202022-23_0.pdf

v. https://www.hzlindia.com/wp-content/uploads/Integrated-Annual-Report-2022-23.pdf

vi. https://insights.techmahindra.com/investors/tml-integrated-annual-report-fy-2022-23.pdf

GIST OF ROC & RD ADJUDICATION ORDERS

Adjudication order in the matter of KRAZZY FIN PRIVATE LIMITED dated 27.03.2024

ROC Ahmedabad issued an adjudication order dated 27th March 2024 in the matter of M/s KRAZZY FIN PRIVATE LIMTED in the violation of the provisions of Section 62(1)(b) of the Companies Act, 2013 as noticed though the company has filed suo-motto compounding application, which can be considered for adjudication. As the company falls under the purview of "Small Company", the adjudicating authority levied the penalty of Rs.1,00,000/- upon the company and Rs. 25,000/- as penalty upon each director of the company.

Adjudication Order under Section 454 for violation of Section 89 of the Companies Act, 2013 read with Companies (Adjudication of Penalties) Rules 2014 in the matter of REALWORKS INFRABUILD PRIVATE LIMITED dated 27.03.2024

ROC Gwalior issued an adjudication order dated 27th March 2024 in the matter of M/s Realworks Infrabuild Private Limited and imposed the monetary penalty of Rs.5,00,000/- on the company and Rs.2,00,000/- on each of its 4 directors (the officers in default) as the company has not filed MGT-6 in term of Rules 9 (3) of Companies (Management and Administration) Rule, 2014 within the stipulated timeframe.

Adjudication (Ex-parte) order for violation of Section 92 of the Companies Act, 2013 in the matter of AKASH SRUTI INDIA PRIVATER LIMITED dated 14.03.2024

ROC Chennai issued an adjudication order dated 14th March 2024 in the matter of M/s Akash Sruti Spice India Private Limited for not filing its annual return for the FY 2020-21 & FY 2021-22 within prescribed time limits as specified under Section 92 of the Companies Act, 2013. The adjudicating authority has imposed the monetary penalty of Rs. 46,150/- for FY 2020-21 and Rs. 27,900/- for FY 2021-22 on the company. The authority also imposed monetary penalty of Rs. 46,150 on each of the director of company (officers in default) for financial year 2020-21 and Rs. 27,900/- for financial year 2021-22. The total penalty imposed upon company & directors for financial year 2020-21 amounts to Rs. 1,38,450/- and Rs. 83,700/- for financial year 2021-22.

Adjudication (Ex-parte) order for violation of Section 137 of the Companies Act, 2013 in the matter of AKASH SRUTI INDIA PRIVATER LIMITED dated 14.03.2024

ROC Chennai issued an adjudication order dated 14th March 2024 in the matter of M/s Akash Sruti Spice India Private Limited for not filing the financial statements for the FY 2020-21 & FY 2021-22 within prescribed time limits as specified under Section 137 of the Companies Act, 2013. The adjudicating authority has imposed the monetary penalty of Rs.46,650/- for FY 2020-21 and Rs.29,400/- for FY 2021-22 on the company. The authority also imposed monetary penalty of Rs. 46,650 on each of the director of company (officers in default) for financial year 2020-21 and Rs. 29,400/- for financial year 2021-22. The total penalty imposed upon company & directors for financial year 2020-21 amounts to Rs. 1,42,950/- and Rs.88,200/- for financial year 2021-22.

Adjudication (Ex-parte) order for violation of Section 94 of the Companies Act, 2013 in the matter of M/s. WINSTAAR ENTERPRISES MARKETING PRIVATE LIMITED dated 20.03.2024

ROC Chennai issued an adjudication order dated 20th March 2024 in the matter of M/s Winstaar Enterprises Marketing Private Limited for non-maintenance of registers and returns required under Section 94(4) of the Companies Act, 2013. The adjudicating authority held that the company and its officers in default are liable for penalty as prescribed under Section 94(4) of the Companies Act,2013 and imposed penalty of Rs.1,00,000/- on the company and Rs.1,00,000/- on each of its two directors (the officers in default).

Adjudication (Ex-parte) order for violation of Section 12 of the Companies Act, 2013 in the matter M/s.STEP INPROPS PRIVATE LIMITED dated 25.03.2024

ROC Chennai issued an adjudication order dated 25th March 2024 in the matter of M/s Step Inprops Private Limited and imposed a monetary penalty of Rs.3,00,000/- on the company and its directors (the officers in default). The ROC imposed the penalty after concluding that i) the company and its officers in default are liable for penalty as prescribed under Section 12(8) of the Act for non-maintenance of registered office of the company viz. M/s Step Inprops Private Limited for 155 days i.e. with effect from the date of Undelivered Notice No ROC/CHN/Adj/139293/S.12/2023 dated 03.10.2023 to 29.02.2024 in terms of Section 12(1) of the Act.

Adjudication order for violation of Section 165 of the Companies Act, 2013 in the matter of SHRI KANNAN dated 20.03.2024

ROC Chennai issued an adjudication order dated 20th March 2024 against Mr. B. Kannan, Director (DIN 05149913) in the matter of him holding directorship in excess of the limits as prescribed under Section 165 of the Companies Act, 2013. It was held that Mr. B. Kannan (DIN 05149913) was holding more than 20 directorship for 820 days after commencement of Companies Act, 2013 and accordingly penalty of Rs.2,00,000/- was imposed upon him by the Adjudicating Authority.

Adjudication (Ex-parte) order for violation of Section 92 of the Companies Act, 2013 in the matter of M/s. WINSTAAR ENTERPRISES MARKETING PRIVATE LIMITED dated 20.03.2024

ROC Chennai issued an adjudication order dated 20th March 2024 in the matter of M/s Winstaar Enterprises Marketing Private Limited for not filing its annual return for the FY 2018-19 & FY 2019-20 within prescribed time limits as specified under Section 92 of the Companies Act, 2013. The adjudicating authority has imposed the monetary penalty of Rs.1,49,300 for FY 2018-19 and Rs.1,12,700/- for FY 2019-20 on the company. The authority also imposed monetary penalty of Rs. 50,000 on each of the director of company (officers in default) for each financial year.

Adjudication order for violation of Section 137 of the Companies Act, 2013 in the matter M/s. NADESH TRADE IMPEX PRIVATE LIMITED dated 19.03.2024

ROC Chennai issued an adjudication order dated 19th March 2024 in the matter of M/s Nadesh Trade Impex Private Limited for not filing its financial statements for the financial year ending 31.03.2018 within prescribed time limits as specified under Section 137 of the Companies Act, 2013. The adjudicating authority has imposed the monetary penalty of Rs.1,91,600 on the company. The authority also imposed monetary penalty of Rs. 50,000 on the director of company (officers in default) for default.

Adjudication order for violation of Section 134(3)(h) of the Companies Act, 2013 in the matter of Shri. VAZHAPPULLY PADMANABHAM NANDAKUAMR Director of M/s. Lions Co-Ordination Committee of India Association dated 08.02.2024

ROC Chennai issued an adjudication order dated 8th February 2024 in the matter of Shri. Vazhappully Padmanabhan Nandakumar Director of M/s. Lions Co-Ordination Committee of India Association for non-complying with the provision of Section 134(3)(h) of the Companies Act, 2013 read with Rule 8 of the (Companies (Accounts) Rules, 2014 of non-attaching Form AOC-2 relating to the particulars of contracts or arrangement with Related parties with company's Board Report of FY 2018-19 & FY 2019-20. The adjudicating authority has imposed penalty of Rs.50,000/- on the Director of company, the officer in default for each financial year.

Adjudication order for violation of Section 134(3)(b) of the Companies Act, 2013 in the matter of Shri. VAZHAPPULLY PADMANABHAM NANDAKUAMR Director of M/s. Lions Co-Ordination Committee of India Association dated 08.02.2024

ROC Chennai issued an adjudication order dated 8th February 2024 in the matter of Shri. Vazhappully Padmanabhan Nandakumar Director of M/s. Lions Co-Ordination Committee of India Association for non-complying with the provision of Section 134(3)(b) of the Companies Act, 2013 read with secretarial standard 4 of companies Act, 2013 for non-disclosing the number of Board Meetings conducted and date of such board meetings in the director's report for the financial year 2018-19 & 2019-20. The adjudicating authority has imposed penalty of Rs. 50,000/- upon director of the company for each financial year.

Adjudication order for violation of Section 12 of the Companies Act, 2013 in the matter M/s. NAGAPATTINAM SIVASAKTHI Chit Funds Private limited dated 08.03.2024

ROC Chennai issued an adjudication order dated 8th March 2024 in the matter of M/s Nagapattinam Sivasakthi Chit Funds Private Limited and imposed a monetary penalty of Rs.50,000/- on the company and Rs.50,000/- on its director (the officer in default). The ROC imposed the penalty after concluding that i) the company and its officers in default are liable for penalty as prescribed under Section 12(8) of the Act for non-maintenance of registered office of the company for 150 days.

Adjudication (Ex-parte) order for violation of Section 12 of the Companies Act, 2013 in the matter of M/s. WINSTAAR ENTERPRISES MARKETING PRIVATE LIMITED dated 20.03.2024

ROC Chennai issued an adjudication order dated 20th March 2024 in the matter of M/s Winstaar Enterprises Marketing Private Limited for non-maintenance of registered office of the company for 290 days. The adjudicating authority held that the company and its officers in default are liable for penalty as prescribed under Section 12(8) of the Companies Act,2013 and imposed penalty of Rs.1,00,000/- on the company and Rs.1,00,000/- on each of its two directors (the officers in default).

Adjudication order for violation of Section 92 of the Companies Act, 2013 in the matter of M/s. VIVAN TRADE IMPEX PRIVATE LIMITED dated 20.03.2024

ROC Chennai issued an adjudication order dated 20th March 2024 in the matter of M/s Vivan Trade Impex Private Limited for not filing its annual return for the FY 2017-18 within prescribed time limits as specified under Section 92 of the Companies Act, 2013. The adjudicating authority has imposed the monetary penalty of Rs.1,88,600 on the company. The authority also held Whole-time director liable for default and imposed monetary penalty of Rs. 50,000 upon him.

Adjudication (Ex-parte) order for violation of Section 92 of the Companies Act, 2013 in the matter M/s. TYCOONS EMPIRE INTERNATIONAL LIMITED dated 20.03.2024

ROC Chennai issued an adjudication order dated 20th March 2024 in the matter of M/s Tycoons Mall Retail

Private Limited for not filing its annual return for the financial year ending on 31.03.2014, 31.03.2015, 31.03.2016, 31.03.2017 & 31.03.2018 within prescribed time limits as specified under Section 92 of the Companies Act, 2013. The adjudicating authority has imposed the monetary penalty of Rs.2,00,000 for each financial year ending on 31.03.2014, 31.03.2015, 31.03.2016 & 31.03.2017, for the financial year ending 31.03.2018 the penalty imposed was Rs. 1,88,600/- on the company, totaling to Rs. 9,88,600/- penalty upon company. The authority also imposed monetary penalty of Rs. 50,000 on each of the director of company (officers in default) for each financial year amounting to total of Rs. 17,50,000/-.

Adjudication (Ex-parte) order for violation of Section 137 of the Companies Act, 2013 in the matter M/s. TYCOONS EMPIRE INTERNATIONAL LIMITED dated 20.03.2024

ROC Chennai issued an adjudication order dated 20th March 2024 in the matter of M/s Tycoons Mall Retail Private Limited for not filing its financial statements for the financial year ending on 31.03.2014, 31.03.2015, 31.03.2016, 31.03.2017 & 31.03.2018 within prescribed time limits as specified under Section 137 of the Companies Act, 2013. The adjudicating authority has imposed the monetary penalty of Rs.2,00,000 for each financial year ending on 31.03.2014, 31.03.2015, 31.03.2016 & 31.03.2017, for the financial year ending 31.03.2018 the penalty imposed was Rs. 1,91,600/- on the company, totaling to Rs. 9,91,600/- penalty upon company. The authority also imposed monetary penalty of Rs. 50,000 on each of the director of company (officers in default) for each financial year amounting to total of Rs. 17,50,000/-.

Adjudication order for violation of Section 12 of the Companies Act, 2013 in the matter M/s. TFT BLOCKCHAIN SERVICES PRIVATE LIMITED dated 08.03.2024

ROC Chennai issued an adjudication order dated 8th March 2024 in the matter of M/s TFT Blockchain Services Private Limited for non-maintenance of registered office of the company for 83 days. The adjudicating authority held that the company and its officers in default are liable for penalty as prescribed under Section 12(8) of the Companies Act,2013 and imposed penalty of Rs.39,500/- on the company and Rs.39,500/- on each of its two directors (the officers in default).

Adjudication (Ex-parte) order for violation of Section 137 of the Companies Act, 2013 in the matter of M/s. WINSTAAR ENTERPRISES MARKETING PRIVATE LIMITED dated 20.03.2024

ROC Chennai issued an adjudication order dated 20th March 2024 in the matter of M/s Winstaar Enterprises Marketing Private Limited for not filing its financial statements for the FY 2018-19 & FY 2019-20 within prescribed time limits as specified under Section 137 of the Companies Act, 2013. The adjudicating authority has imposed the monetary penalty of Rs.1,52,300 for FY 2018-19 and Rs.1,15,700/- for FY 2019-20 on the company. The authority also imposed monetary penalty of Rs. 50,000 on each of the director of company (officers in default) for each financial year.

Adjudication order for violation of Section 137 of the Companies Act, 2013 in the matter of M/s. VIVAN TRADE IMPEX PRIVATE LIMITED dated 20.03.2024

ROC Chennai issued an adjudication order dated 20th March 2024 in the matter of M/s Vivan Trade Impex Private Limited for not filing the financial statements for the FY 2017-18 within prescribed time limits as specified under Section 137 of the Companies Act, 2013. The adjudicating authority has imposed the monetary penalty of Rs.1,91,600 on the company. The authority also held Whole-time director liable for default and imposed monetary penalty of Rs. 50,000 upon him.

Adjudication order for violation of Section 92 of the Companies Act, 2013 in the matter M/s. NADESH TRADE IMPEX PRIVATE LIMITED dated 19.03.2024

ROC Chennai issued an adjudication order dated 19th March 2024 in the matter of M/s Nadesh Trade Impex Private Limited for not filing annual return for the financial year ending 31.03.2018 within prescribed time limits as specified under Section 92 of the Companies Act, 2013. The adjudicating authority has imposed the monetary penalty of Rs.1,88,600 on the company. The authority also imposed monetary penalty of Rs. 50,000 on the director of company (officers in default) for default.

Adjudication order for violation of Section 92(4) of the Companies Act,2013 read with Companies (Adjudication of Penalties), Rules, 2014 in the matter of AVAUNT CANCER FOUNDATION dated 21.03.2024

ROC Gwalior has, by an order dated March 21, 2024, imposed a monetary penalty of Rs.69,700 on AVAUNT CANCER SUPPORT FOUNDATION., and Rs.69,700 its each director (the officer in default) for non-compliance with the Section 92 of the Companies Act 2013, on 'Filing of Annual Return with ROC'. As per the MCA Data base the Company has not filed its Annual return for the FY 2021-22 and 2022-23.This action is based on deficiencies in Annual filling compliance by the Company. Further, imposition of this monetary penalty is without prejudice to any other action that may be initiated by ROC against the Company.

Adjudication order for violation of Section 12(1) of the Companies Act,2013 read with Companies (Adjudication of Penalties), Rules, 2014 in the matter of AVAUNT CANCER FOUNDATION dated 21.03.2024

ROC Gwalior has, by an order dated March 21, 2024, imposed a monetary penalty of Rs.75,600 on AVAUNT CANCER SUPPORT FOUNDATION., and Rs.74,200 on its each directors (the officer in default) for non-compliance with the Section 137 of the Companies Act 2013, on 'Filing of Financial Statement with ROC'. As per the MCA Data base the Company has not filed its Balance Sheet for the FY 2021-22 and 2022-23. This action is based on deficiencies in filling of copy of financial statement with ROC by the Company.

Adjudication order for violation of Section 12(1) of the Companies Act,2013 read with Companies (Adjudication of Penalties), Rules, 2014 in the matter of AVAUNT CANCER FOUNDATION dated 21.03.2024

ROC Gwalior has, by an order dated March 21, 2024, imposed a monetary penalty of Rs.100,000 on AVAUNT CANCER SUPPORT FOUNDATION., and Rs.100,000 its each directors (the officer in default) for non-compliance with the Section 12 of the Companies Act 2013, on ' non maintenance of registered office'. A Complaint has been received against the company which was forwarded to the Company for its comment vide letter dated 12.06.2023, but the letter was returned with remarks "insufficient address". This action is based on deficiencies in filling of Copy of financial statement with Registrar of Companies by the Company.

Adjudication order for violation of Section 137(1) of the Companies Act,2013 read with Companies (Adjudication of Penalties), Rules, 2014 in the matter of BUDHIMAI INDIA CONTRACTORS COMPANY PRIVATE LIMITED dated 22.03.2024

ROC Gwalior has, by an order dated March 22, 2024, imposed a monetary penalty of Rs.2,43,500 on BUDHIMAI INDIA CONTRACTORS COMPANY PRIVATE LIMITED., and Rs.112200 on its each director (the officer in default) for non-compliance with the Section 137 of the Companies Act 2013, on 'Filing of Financial Statement with ROC'. As per the MCA data base the company has not filed its Balance Sheet for the FY 2018-19 to 2022-23.

Adjudication order for violation of Section 92(4) of the Companies Act,2013 read with Companies (Adjudication of Penalties), Rules, 2014 in the matter of BUDHIMAI INDIA CONTRACTORS COMPANY PRIVATE LIMITED dated March 22, 2024

ROC Gwalior has, by an order dated March 22, 2024, imposed a monetary penalty of Rs.2,36,000 on BUDHIMAI INDIA CONTRACTORS COMPANY PRIVATE LIMITED., and Rs.1,10,700 on its directors (the officer in default) for non-compliance with the Section 92 of the Companies Act 2013, on 'Filing of Annual Return with ROC'. As per the MCA data base the company has not filed its Annual Return for the FY 2018-19 to 2022-23.

Adjudication Order of Penalties u/s 173 of the Companies Act, 2013 in the matter of LUMINOUS POWER TECHNOLOGIES PRIVATE LIMITED dated 18.03.2024

ROC Delhi has, by an order dated March 18, 2024, imposed a monetary penalty of Rs.10,000 on LUMINOUS POWER TECHNOLOGIES PRIVATE LIMITED., and its directors (the officer in default) for non-compliance with the Section 173 of the Companies Act 2013, on 'Meeting of Board'. As per Filling done by the Company Through GNL 1 information has received that Company was unable to hold scheduled Board meeting on 31.12.2022 accordingly letter for clarification dated 11.09.2023 was issued the Company. This action is based on deficiencies in conducting four Board Meetings in a calendar year by the Company.

Adjudication Order of Penalties u/s 203 of the Companies Act, 2013 in the matter of MAWANA FOODS PRIVATE LIMITED dated 19.03.2024

ROC Delhi has, by an order dated March 19, 2024, imposed a monetary penalty of Rs.5,00,000 on Mawana Foods Private Limited, and Rs.2,99,000 its directors (the officer in default) for non-compliance with the Section 203 of the Companies Act 2013, on 'Appointment of Key Managerial Personnel'. This action is based on deficiencies in appointment of KMP by board beyond the period of 6 Months.

Adjudication Order for violation of Section 137(1) of the Companies Act, 2013 read with Companies (Adjudication of Penalties), Rules, 2014 in the matter of MAYA SPINTEX LIMITED dated 22.03.2024

ROC Gwalior has, by an order dated March 22, 2024, imposed a monetary penalty of Rs.4,62,600 on., Maya Spintex Limited and Rs.2,00,000 on its director (the officer in default) for non-compliance with the Section 137 of the Companies Act 2013, on 'Filing of Financial Statement with ROC'. As per the MCA data base the company has not filed its Balance Sheet for the FY 2018-19 to 2021-22. This action is based on deficiencies in filling of copy of financial statement with ROC by the Company.

Adjudication Order for violation of Section 92(4) of the Companies Act, 2013 read with Companies (Adjudication of Penalties), Rules, 2014 in the matter of MAYA SPINTEX LIMITED dated 22.03.2024

ROC Gwalior has, by an order dated March 22, 2024, imposed a monetary penalty of Rs.4,51,000 on Maya Spintex Limited, and Rs.2,00,000 on its director (the officer in default) for non-compliance with the Section 92 of the Companies Act 2013, on 'Filing of Annual Return with ROC'. As per the MCA data base the Company has not filed its Annual Return for the FY 2018-19 to 2022-23. This action is based on deficiencies in filling of Annual Return with ROC by the Company.

Adjudication Order for penalty for violation of Section 143 of the Companies Act, 2013 with respect to MITHLANCHAL PROFICIENT NIDHI LIMITED dated 12.03.2024

ROC Patna has, by an order dated March 12, 2024, imposed a monetary penalty of Rs.10,000 on CA Nidhi Agrawal and Rs.30,000 on CA Vaibhav Paharia, Auditor of the Company MITHILANCHAL PROFICIENT

NIDHI LIMITED., for non-compliance with the Section 143 of the Companies Act 2013, on 'Power and Duties of Auditors'. This action is based on deficiencies in reporting of non-compliance in Audit Report by the auditor.

Adjudication Order for violation of Section 92(4) of the Companies Act, 2013 read with Companies (Adjudication of Penalties), Rules, 2014 in the matter of NORTH STAR CONSTRUCTION PRIVATE LIMITED DATED 21.03.2024

ROC Gwalior has, by an order dated March 21, 2024, imposed a monetary penalty of Rs.1,52,100 on North Star Construction Private Limited, and Rs.85,650 on its directors (the officer in default) for non-compliance with the Section 92 of the Companies Act 2013, on 'Filing of Annual Return with ROC'. As per the MCA data base the Company has not filed its Annual return for the FY 2019-20 to 2022-23. This action is based on deficiencies in Annual filling compliance by the Company.

Adjudication Order for violation of Section 137(1) of the Companies Act, 2013 read with Companies (Adjudication of Penalties), Rules, 2014 in the matter of NORTH STAR CONSTRUCTION PRIVATE LIMITED dated 21.03.2024

ROC Gwalior has, by an order dated March 21, 2024, imposed a monetary penalty of Rs.1,58,100 on North Star Construction Private Limited, and Rs.87,150 on its directors (the officer in default) for non-compliance with the Section 137 of the Companies Act 2013, on 'Filing of Financial Statement with ROC'. As per the MCA data base the Company has not filed its Annual return for the FY 2019-20 to 2022-23. This action is based on deficiencies in Annual filling compliance by the Company.

Adjudication Order for violation of Section 92(4) of the Companies Act, 2013 in the matter of RITESH JEWELS PRIVATE LIMITED dated 13.03.2024

ROC Ahmedabad has, by an order dated March 13, 2024, imposed a monetary penalty of Rs.6,00,000 on Ritesh Jewels Private Limited, and Rs.1,50,000 on its directors (the officer in default) for non-compliance with the Section 92 of the Companies Act 2013, on 'Filing of Annual Return with ROC'. As per the MCA data base the company has not filed its Annual Return for the FY 2009-10 to 2011-12.This action is based on deficiencies in Annual filling compliance by the Company.

Adjudication Order for violation of Section 137(1) of the Companies Act, 2013 in the matter of RITESH JEWELS PRIVATE LIMITED dated 13.03.2024

ROC Ahmedabad has, by an order dated March 13, 2024, imposed a monetary penalty of Rs.6,00,000 on Ritesh Jewels Private Limited, and Rs.1,50,000 on its directors (the officer in default) for non-compliance with the Section 137 of the Companies Act 2013, on 'Filing of Annual Return with ROC'. As per the MCA Data base the Company has not filed its Annual return for the FY 2009-10 to 2011-12. This action is based on deficiencies in Annual filling compliance by the Company.

Adjudication Order for violation of Section 12(3)(c) of the Companies Act, 2013 in the matter of RITESH JEWELS PRIVATE LIMITED dated 13.03.2024

ROC Ahmedabad has, by an order dated March 13, 2024, imposed a monetary penalty of Rs.100,000 on Ritesh Jewels Private Limited and Rs.100,000 on its director (the officer in default) for non-compliance with the Section 12 of the Companies Act 2013, on 'Maintenance of Registered Office'. As per the MCA data base the company has filed ordinary resolution along with form ADT-2, the Company has not mentioned CIN its letter head as per the requirement of Section 12(3)(c), which is a violation. This action is based on deficiencies in mentioning CIN in correspondent letter with ROC by the Company.

Order for penalty for violation of Section 12 of the Companies Act, 2013 in matter of SHYAM SUNILCONSTRUCTION INDIA LIMITED dated 20.03.2024

ROC Patna has, by an order dated March 20, 2024, imposed a monetary penalty of Rs.30,500 on Shyam Sunil Construction India Limited and Rs.30,500 on its director (the officer in default) for non-compliance with the Section 12 of the Companies Act 2013, on 'Maintenance of Registered Office'. This action is based on deficiencies in maintaining Registered office for correspondence with the Company.

Order for penalty for violation of Section 137 of the Companies Act, 2013 in matter of SUVIKSHA HEALTH CARE PRIVATE LIMITED dated 13.03.2024

ROC Patna has, by an order dated March 13, 2024, imposed a monetary penalty of Rs.87,250 on Suviksha Health Care Private Limited, and Rs.50,000 on its directors (the officer in default) for non-compliance with the Section 137 of the Companies Act 2013, on 'Filing of Financial Statement with ROC'. This action is based on deficiencies in annual filling compliance by the Company.

Adjudication Order in the matter of UNIQUE MERCANTILE INDIA LIMITED dated 14.03.2024

ROC Ahmedabad has observed that in financial year 2015-16 the company has appointed Ms. Usha Rai as the Chairman of the NRC Committee, she is a promoter and the wife of a whole-time director of the company. After considering the facts and circumstances, ROC found, inter alia, that the provisions of the Constitution of NRC and appointment of independent director in committee is not applicable on the Private Limited Company.

Adjudication Order for violation of Section 12(3)(c) of the Companies Act, 2013 in the matter of RITESH JEWELS PRIVATE LIMITED dated 13.03.2024

ROC Ahmedabad has, by an order dated Mar 13, 2024, imposed a monetary penalty of Rs.3,00,000 on Ritesh Jewels Private Limited and its director (the officer in default) for non-compliance of sectiob 12(3)(C) of the Companies Act 2013, on 'Registered office of company', wherein the company's CIN is not mentioned upon its letter head and address mentioned on the same were not same as per MCA records. This action is based on deficiencies regarding non-mentioning of CIN on company's letter head and having different address upon its letter head.

Adjudication order passed u/s 454 for non-compliance of Section 137 of the Companies Act 2013 in the matter of SVAR STOCKS INVESTMENTS LTD. Dated 09.12.2023

ROC Mumbai has, by an order dated Dec 09, 2023, imposed a monetary penalty of Rs.7,71,900 on Svar Stocks Investments Limited and its director (the officer in default) for non-compliance with the Section 137 of the Companies Act 2013, on 'Copy of financial statement to be filed with ROC'. As per MCA data base the company has not filed its financial statement for the FY 2018-19. This action is based on deficiencies in annual filling compliance by the Company.

Adjudication order passed u/s 454 for non-compliance of Section 137 of the Companies Act 2013 in the matter of KUTCH SALT AND ALLIED INDUSTRIES LIMITED dated 11.12.2023

ROC Mumbai has, by an order dated Dec 11, 2023, imposed a monetary penalty of Rs.13,17,100 on Kutch Salt and Allied Industries Limited and its director (the officer in default) for non-compliance with the Section 137 of the Companies Act 2013, on 'Copy of financial statement to be filed with ROC'. As per MCA data base the company has not filed its financial statement for the FY 2018-19. This action is based on deficiencies in annual filling compliance by the Company.

Adjudication order passed u/s 454 for non-compliance of Section 137 of the Companies Act 2013 in the matter of THANA ELECTRIC SUPPLY COMPANY LIMITED dated 26.12.2023

ROC Mumbai has, by an order dated Dec 26, 2023, imposed a monetary penalty of Rs.9,08,200 on Thana Electric Supply Company Limited and its director (the officer in default) for non-compliance with the Section 137 of the Companies Act 2013, on 'Copy of financial statement to be filed with ROC'. As per MCA data base the company has not filed its financial statement for the FY 2018-19. This action is based on deficiencies in annual filling compliance by the company.

Adjudication order passed u/s 454 for non-compliance of Section 92 of the Companies Act 2013 in the matter of TRINITY TRADELINK LIMITED dated 21.12.2023

ROC Mumbai has, by an order dated Dec 21, 2023, imposed a monetary penalty of Rs.1,66,600 on Trinity Tradelink Limited and its director (the officer in default) for non-compliance with the Section 92 of the Companies Act 2013, on 'Filing of Annual Return with ROC'. As per MCA data base the company has not filed its financial statement for the FY 2018-19. This action is based on deficiencies in annual filling compliance by the company.

Adjudication order passed u/s 454 for non-compliance of Section 137 of the Companies Act 2013 in the matter of TURBOTECH ENGINEERING LIMITED dated 21.12.2023

ROC Mumbai has, by an order dated Dec 21, 2023, imposed a monetary penalty of Rs.7,71,900 on Turbotech Engineering Limited and its director (the officer in default) for non-compliance with the Section 137 of the Companies Act 2013, on 'Copy of financial statement to be filed with ROC'. As per MCA data base the company has not filed its financial statement for the FY 2018-19. This action is based on deficiencies in annual filling compliance by the company.

Adjudication order passed u/s 454 for non-compliance of Section 137 of the Companies Act 2013 in the matter of YUVRAJ INTERNATIONAL LIMITED dated 21.12.2023

ROC Mumbai has, by an order dated Dec 21, 2023, imposed a monetary penalty of Rs.6,35,600 on Yuvraj International Limited and its director (the officer in default) for non-compliance with the Section 137 of the Companies Act 2013, on 'Copy of financial statement to be filed with ROC'. As per MCA data base the company has not filed its financial statement for the FY 2018-19. This action is based on deficiencies in annual filling compliance by the company.

Adjudication order passed u/s 454 for non-compliance of Section 92 of the Companies Act 2013 in the matter of SUBWAY FINANCE AND INVESTMENT CO LTD dated 20.12.2023

ROC Mumbai has, by an order dated Dec 20, 2023, imposed a monetary penalty of Rs.1,66,200 on Subway Finance and Investment Co. Ltd., and its director (the officer in default) for non-compliance with the Section 92 of the Companies Act 2013, on 'Filing of Annual Return with ROC'. As per MCA data base the Company has not filed its financial statement for the FY 2018-19. This action is based on deficiencies in annual filling compliance by the company.

Adjudication order passed u/s 454 for non-compliance of Section 92 of the Companies Act 2013 in the matter of KUTCH SALT AND ALLIED INDUSTRIES LIMITED dated 11.12.2023

ROC Mumbai has, by an order dated Dec 11, 2023, imposed a monetary penalty of Rs.6,66,400 on Kutch Salt and Allied Industries Limited and its director (the officer in default) for non-compliance with the Section 92 of the Companies Act 2013, on 'Filing of Annual Return with ROC'. As per MCA data base the company has not filed its financial statement for the FY 2018-19. This action is based on deficiencies in annual filling compliance by the company.

Adjudication order passed u/s 454 for non-compliance of Section 92 of the Companies Act 2013 in the matter of TRICOM INDIA LIMITED Dated 20.11.2023

ROC Mumbai has, by an order dated Nov 20, 2023, imposed a monetary penalty of Rs.1,66,600 on Tricom India Limited and its director (the officer in default) for non-compliance with the Section 92 of the Companies Act 2013, on 'Filing of Annual Return with ROC'. As per MCA data base the company has not filed its financial statement for the FY 2018-19. This action is based on deficiencies in annual filling compliance by the company.

Adjudication order passed u/s 454 for non-compliance of Section 137 of the Companies Act 2013 in the matter of TRINITY TRADELINK LIMITED dated 21.12.2023

ROC Mumbai has, by an order dated Dec 21, 2023, imposed a monetary penalty of Rs.6,35,600 on Trinity Tradelink Limited and its director (the officer in default) for non-compliance with the Section 137 of the Companies Act 2013, on 'Copy of financial statement to be filed with ROC'. As per MCA data base the company has not filed its financial statement for the FY 2018-19. This action is based on deficiencies in annual filling compliance by the company.

Adjudication order passed u/s 454 for non-compliance of Section 92 of the Companies Act 2013 in the matter of TULSI EXTRUSIONS LIMITED dated 26.12.2023

ROC Mumbai has, by an order dated Dec 26, 2023, imposed a monetary penalty of Rs.2,49,900 on Tulsi Extrusions Limited and its director (the officer in default) for non-compliance with the Section 92 of the Companies Act 2013, on 'Filing of Annual Return with ROC'. As per MCA data base the company has not filed its financial statement for the FY 2018-19. This action is based on deficiencies in annual filling compliance by the company.

Adjudication order passed u/s 454 for non-compliance of Section 137 of the Companies Act 2013 in the matter of TULSI EXTRUSIONS LIMITED dated 26.12.2023

ROC Mumbai has, by an order dated Dec 26, 2023, imposed a monetary penalty of Rs.6,35,600 on Tulsi Extrusions Limited and its director (the officer in default) for non-compliance with the Section 137 of the Companies Act 2013, on 'Copy of financial statement to be filed with ROC'. As per MCA data base the company has not filed its financial statement for the FY 2018-19. This action is based on deficiencies in annual filling compliance by the company.

Adjudication order passed u/s 454 for non-compliance of Section 92 of the Companies Act 2013 in the matter of TYPHOON HOLDINGS LIMITED dated 03.01.2024

ROC Mumbai has, by an order dated Jan 03, 2024, imposed a monetary penalty of Rs.3,33,200 on Typhoon Holdings Limited and its director (the officer in default) for non-compliance with the Section 92 of the Companies Act 2013, on 'Filing of Annual Return with ROC'. As per MCA data base the company has not filed its financial statement for the FY 2018-19. This action is based on deficiencies in annual filling compliance by the company.

Adjudication order passed u/s 454 for non-compliance of Section 137 of the Companies Act 2013 in the matter of TYPHOON HOLDINGS LIMITED dated 03.01.2024

ROC Mumbai has, by an order dated Jan 03, 2024, imposed a monetary penalty of Rs.7,71,900 on Typhoon Holdings Limited and its director (the officer in default) for non-compliance with the Section 137 of the Companies Act 2013, on 'Copy of financial statement to be filed with ROC'. As per MCA data base the company has not filed its financial statement for the FY 2018-19. This action is based on deficiencies in annual filling compliance by the company.

Adjudication order passed u/s 454 for non-compliance of Section 92 of the Companies Act 2013 in the matter of VENUS UNIVERSAL LTD dated 03.01.2024

ROC Mumbai has, by an order dated Jan 03, 2024, imposed a monetary penalty of Rs.2,49,900 on Venus Universal Limited and its director (the officer in default) for non-compliance with the Section 92 of the Companies Act 2013, on 'Filing of Annual Return with ROC'. As per MCA data base the company has not filed its financial statement for the FY 2018-19. This action is based on deficiencies in annual filling compliance by the company.

Adjudication order passed u/s 454 for non-compliance of Section 137 of the Companies Act 2013 in the matter of VENUS UNIVERSAL LTD dated 03.01.2024

ROC Mumbai has, by an order dated Jan 03, 2024, imposed a monetary penalty of Rs.6,35,600 on Venus Universal Limited and its director (the officer in default) for non-compliance with the Section 137 of the Companies Act 2013, on 'Copy of financial statement to be filed with ROC'. As per MCA data base the company has not filed its financial statement for the FY 2018-19. This action is based on deficiencies in annual filling compliance by the company.

Adjudication order passed u/s 454 for non-compliance of Section 92 of the Companies Act 2013 in the matter of VERTEX SPINNING LIMITED dated 26.12.2023

ROC Mumbai has, by an order dated Dec 26, 2023, imposed a monetary penalty of Rs.2,49,900 on Vertex Spinning Limited and its director (the officer in default) for non-compliance with the Section 92 of the Companies Act 2013, on 'Filing of Annual Return with ROC'. As per MCA data base the company has not filed its financial statement for the FY 2018-19. This action is based on deficiencies in annual filling compliance by the company.

Adjudication order passed u/s 454 for non-compliance of Section 137 of the Companies Act 2013 in the matter of VICTOR IMPEX LIMITED dated 26.12.2023

ROC Mumbai has, by an order dated Dec 26, 2023, imposed a monetary penalty of Rs.7,71,900 on Victor Impex Limited and its director (the officer in default) for non-compliance with the Section 137 of the Companies Act 2013, on 'Copy of financial statement to be filed with ROC'. As per MCA data base the company has not filed its financial statement for the FY 2018-19. This action is based on deficiencies in annual filling compliance by the company.

Order for penalty for violation of Section 12 of the Companies Act, 2013 with respect to SHITAL SINHESHWAR HEALTH CARE PRIVATE LIMITED dated 11.03.2024

ROC Patna has, by an order dated Mar 11, 2024, imposed a monetary penalty of Rs.3,00,000 on Shital Sinheshwar Health Care Private Limited and its director (the officer in default) for non-compliance with the Section 12 of the Companies Act 2013, on 'Registered office of company' for not mentioning proper address. This action is based on deficiencies regarding not informing ROC about registered office address.

Adjudication order for violation of Section 137 of the Companies Act, 2013 and Rules made thereunder in the matter of ESSAR MINERAL RESOURCES LIMITED dated 01.03.2024

ROC Ahmedabad has, by an order dated March 01, 2024, imposed a monetary penalty of Rs.407800/- on Essar Mineral Resource Limited, and its 10 directors collectively (the officer in default) for non-compliance with the Section Sec 137(1) of the Companies Act 2013, for not filing the Statutory Financial statements and Profit & Loss Accounts (e-form AOC 4) for the financial year 2014-15. This action is based on deficiencies in annual filling compliance by the company

Penalty order issued by Adjudicating officer under Section 454 of the Companies Act, 2013 for violation of Section 118 of the Act in the matter of WORTH ENGINEERING LIMITED dated 05.03.2024

ROC Pune has, by an order dated March 05, 2024, imposed a monetary penalty of Rs.25000/- on Worth Engineering Limited and its both the directors (the officer in default) Rs.5000/- each for non-compliance with the Secretarial Standard 1 & 2 issued by the ICSI. In the Inspection of the Company under the Section 206 conducted by IO, registers of meetings are not properly maintained. Hence a penalty is imposed as above.

Penalty order issued by Adjudicating officer under Section 454 of the Companies Act, 2013 for violation of Section 12 of the Act in the matter of WORTH ENGINEERING LIMITED dated 05.03.2024

ROC Pune has, by an order dated March 05, 2024, imposed a monetary penalty of Rs.100000/- on Worth Engineering Limited and on its each of the two directors (the officer in default) Rs.100000/- for non-compliance of Section 12, of the Companies Act 2013, i.e., not maintaining the registered office at the address mentioned for communication purpose. This action is based on deficiencies in maintaining registered office for correspondence with the company.

Adjudication order for violation of Section 137 of the Companies Act, 2013, in the matter of WAHEGURU COAL PRIVATE LIMITED dated 05.03.2024

ROC Ahmedabad has, by an order dated March 05, 2024, imposed a monetary penalty of Rs.1,00,000/- on Waheguru Coal Private Limited and on its each of the three directors (the officer in default) Rs.25000/- for non-filing of financial statements of the company for financial years from 2015-16 to 2021-22 as required u/s 137 of the Companies Act, 2013. This action is based on deficiencies in annual filling compliance by the company.

Penalty order issued by Adjudicating officer under Section 454 of the Companies Act, 2013 for violation of Section 137 of the Act in the matter of WORTH ENGINEERING LIMITED dated 05.03.2024

ROC Pune has, by an order dated March 05, 2024, imposed a monetary penalty of Rs.450500/- on Worth Engineering Limited and its both directors (the officer in default) Rs.450500/- each for the year 2018-19 to financial year 2022-23, for non-compliance with the Section 92 (4) of the Companies Act 2013, on 'Filing of Annual Return with ROC'. As per MCA data base the Company has not filed its Annual Return for the financial years 2018-19 to 2022-23. This action is based on deficiencies in annual filling compliance by the company.

Adjudication order for violation of Section 12(1) of the Companies Act, 2013, in the matter of WAHEGURU COAL PRIVATE LIMITED dated 05.03.2024

ROC Ahmedabad has, by an order dated March 05, 2024, imposed a monetary penalty of Rs.65500/- on Waheguru Coal Private Limited and its 3 directors each of Rs.65500/- (the officer in default) for non-compliance with the Section 12(1) of the Companies Act 2013, of the Companies Act 2013, i.e., not maintaining the Registered Office at the Address mentioned for communication purpose. This action is based on deficiencies in maintaining Registered office for correspondence with the Company.

Adjudication order for violation of Section 92(4) of the Companies Act, 2013, in the matter of WAHEGURU COAL PRIVATE LIMITED dated 05.03.2024

ROC Ahmedabad has, by an order dated March 05, 2024, imposed a monetary penalty of Rs.600000/- on

Waheguru Coal Private Limited and its three of each director (the officer in default) Rs.150000/- for the financial years 2016-17 to 2021-2022, for non-compliance with the Section 92 (4) of the Companies Act 2013, on 'Filing of Annual Return with ROC'. As per MCA data base the company has not filed its annual return for the FYs mentioned above. This action is based on deficiencies in annual filling compliance by the company.

Adjudication order for violation of Section 42 of the Companies Act, 2013 in the matter of Ms. LA VILLA HOTEL PRIVATE LIMITED dated 06.03.2024

ROC Puducherry has, by an order dated March 06, 2024, imposed a monetary penalty of Rs.1305000/- on M/s. La Villa Hotel Private Limited and its two of each directors (the officer in default) Rs.1305000/- , for non-compliance with the Section 42 of the Companies Act 2013, wherein a company making any allotment of securities u/s 42 shall file with the Registrar a return of allotment, within 15 days from the date of the allotment, including a complete details of all allottees. This action is based on non-filling of return of allotment with ROC in prescribed timeframe.

Adjudication order passed u/s 454 for non-compliance of Section 137 of the Companies Act 2013 in the matter of SUBWAY FINANCE AND INVESTMENT CO LIMITED dated 18.12.2023

ROC Mumbai has, by an order dated December 18, 2023, imposed a monetary penalty of Rs.361000/- on Subway Finance and Investment Co. Ltd., and its two of each director (the officer in default) Rs.136100. For violating the Section 137(1), of the Companies Act 2013. The company has not filled the financial statements for the financial year 2018-19. This action is based on deficiencies in annual filling compliance by the company.

Adjudication order passed u/s 454 for non-compliance of Section 137 of the Companies Act, 2013 in the matter of SHAYONA PETROCHEM LIMITED dated 21.12.2023

ROC Mumbai has, by an order dated December 21, 2023, imposed a monetary penalty of Rs.361000/- on Shayona Petrochem Limited and on its 3 directors (the officer in default) Rs.136100 each, for violating the provisions of Section 137(1), of the Companies Act 2013, the company has not filled the financial statements for the FY 2019 and it has violated the provisions of Section 137. This action is based on deficiencies in annual filling compliance by the company.

Adjudication order passed u/s 454 for non-compliance of Section 137 of the Companies Act, 2013 in the matter of SHELL INFOTECH LIMITED dated 21.12.2023

ROC Mumbai has, by an order dated December 21, 2023, imposed a monetary penalty of Rs.361000/- on Shell Infotech Limited and on its one director (the officer in default) Rs.136100/-, for violating the provisions of Section 137(1), of the Companies Act 2013. the company has defaulted in filing the Financial Statements for the FY 2018-19. Thus, the Company violated the provisions of Section 137 and this action is based on deficiencies in annual filling compliance by the company.

Adjudication order passed u/s 454 for non-compliance of Section 92 of the Companies Act 2013 in the matter of YUVRAJ INTERNATIONAL LIMITED dated 18.12.2023

ROC Mumbai has, by an order dated December 18, 2023, imposed a monetary penalty of Rs.83300/- on Yuvraj International Limited and on its two directors (the officer in default) Rs.83300/- each, for violating the Section 92 of the Companies Act 2013 in filing of Annual Return within 60 days from the Date of AGM. This action is based on deficiencies in annual filling compliance by the company.

Adjudication order passed u/s 454 for non-compliance of Section 92 of the Companies Act 2013 in the matter of TURBOTECH ENGINEERING LIMITED dated 21.12.2023

ROC Mumbai has, by an order dated December 21, 2023, imposed a monetary penalty of Rs.83300/- on Turbotech Engineering Limited and on its Three directors (the officer in default) Rs.83300/- each, for violating the Section 92, of the Companies Act 2013 filing of Annual Return within 60 days from the Date of Annual General Meeting. This action is based on deficiencies in Annual filling compliance by the Company.

Adjudication order passed u/s 454 for non-compliance of Section 137 of the Companies Act 2013 in the matter of SM DYECHEM LTD dated 26.12.2023

ROC Mumbai has, by an order dated December 26, 2023, imposed a monetary penalty of Rs.29000/- on SM Dyechem Ltd., and on its one director (the officer in default) Rs.102900/-for violating the Section 137 of the Companies Act 2013 in filing financial statements of the company within stipulated time. This action is based on deficiencies in annual filling compliance by the company.

Adjudication order passed u/s 454 for non-compliance of Section 137 of the Companies Act 2013 in the matter of VISHVJYOTI TRADING LTD dated 02.01.2024

ROC Mumabi has, by an order dated January 02, 2024, imposed a monetary penalty of Rs.363000/- on Vishvjyoti Trading Limited and on its three directors (the officer in default) Rs.136300/- each for violating the Section 137 of the Companies Act 2013. This action is based on deficiencies in annual filling compliance by the company.

Adjudication order passed u/s 454 for non-compliance of Section 92 of the Companies Act, 2013 in the matter of SHAYONA PETROCHEM LIMITED dated 21.12.2023

ROC Mumbai has, by an order dated December 21, 2023, imposed a monetary penalty of Rs.83100/- on Shayona

Petrochem Limited and on its two directors (the officer in default) Rs.83100/- each, for violating the Section 92, of the Companies Act 2013 in filing of Annual Return within 60 days from the Date of Annual General Meeting. This action is based on deficiencies in annual filling compliance by the company.

Adjudication order passed u/s 454 for non-compliance of Section 92 of the Companies Act 2013 in the matter of VISHVJYOTI TRADING LTD dated 02.01.2024

ROC Mumbai has, by an order dated January 02, 2024, imposed a monetary penalty of Rs.83300/- on Vishvjyoti Trading Limited and on its three directors (the officer in default) Rs.83300/- each, for violating the provisions of Section 92 of the Companies Act 2013 of filing of Annual Return within 60 days from the Date of Annual General Meeting. This action is based on deficiencies in annual filling compliance by the company.

Adjudication order passed u/s 454 for non-compliance of Section 92 of the Companies Act 2013 in the matter of VICTOR IMPEX LIMITED dated 28.12.2023

ROC Mumbai has, by an order dated December 28, 2023, imposed a monetary penalty of Rs.83300/- on Victor Impex Limited and on its three directors (the officer in default) Rs.83300/- each, for violating the Section 92, of the Companies Act, 2013 of filing of Annual Return within 60 days from the Date of Annual General Meeting. This action is based on deficiencies in annual filling compliance by the company.

Adjudication order passed u/s 454 for non-compliance of Section 137 of the Companies Act, 2013 in the matter of VERTEX SPINNING LIMITED dated 26.12.2023

ROC Mumbai has, by an order dated December 26, 2023, imposed a monetary penalty of Rs.363000/- on Vertex Spinning Limited and on its two directors (the officer in default) Rs.136300/- each, for violating the provisions of Section 137 of the Companies Act, 2013, the company has defaulted in filing the Financial Statements for the FY 2018-19. This action is based on deficiencies in annual filling compliance by the company.

Adjudication order passed u/s 454 for non-compliance of Section 137 of the Companies Act, 2013 in the matter of TRICOM INDIA LIMITED dated 20.11.2023

ROC Mumbai has, by an order Dated November 20, 2023, imposed a monetary penalty of Rs.363000/- on Tricom India Limited and on its one director (the officer in default) Rs.136300/-, for violating the Section 137, of the Companies Act, 2013, the company has defaulted in filing the Financial Statements of the financial year 2018-19. This action is based on deficiencies in annual filling compliance by the company.

Adjudication order passed u/s 454 for non-compliance of Section 92 of the Companies Act, 2013 in the matter of THE THANA ELECTRIC SUPPLY COMPANYLIMITED dated 26.12.2023

ROC Mumbai has, by an order dated December 26, 2023, imposed a monetary penalty of Rs.83300/- on Thana Electric Supply Company Limited and on its four directors (the officer in default) Rs.83300/- each, for violating the Section 92, of the Companies Act, 2013 in filing of Annual Return within 60 days from the Date of Annual General Meeting. This action is based on deficiencies in annual filling compliance by the Company.

Adjudication order passed u/s 454 for non-compliance of Section 92 of the Companies Act, 2013 in the matter of SM DYECHEM LIMITED dated 26.12.2023

ROC Mumbai has, by an order dated December 26, 2023, imposed a monetary penalty of Rs.53000/- on SM Dyechem Limited and on its directors (the officer in default) Rs.53000/- each, for violating the Section 92, of the Companies Act, 2013 filing of Annual Return within 60 days from the Date of Annual General Meeting. This action is based on deficiencies in annual filling compliance by the Company.

Adjudication order passed u/s 454 for non-compliance of Section 92 of the Companies Act, 2013 in the matter of SHELL INFOTECH LIMITED dated 21.12.2023

ROC Mumbai has, by an order dated December 21, 2023, imposed a monetary penalty of Rs.83100/- on Shell Infotech Limited and on its one director (the officer in default) Rs.83100/-, for violating the Section 92, of the Companies Act, 2013 filing of Annual Return within 60 days from the Date of Annual General Meeting. This action is based on deficiencies in annual filling compliance by the Company.

Order for penalty for violation of Section 137 of the Companies Act, 2013 with respect to SHITAL SINHESHWAR HEALTH CARE PRTVATE LIMITED dated 11.03.2024

ROC Patna has, by an order dated March 11, 2024, imposed a monetary penalty of Rs.929900/- on Shital Sinheshwar Health Care Private Limited and on each of the two directors (the officer in default) Rs.323300/, for violating the Section 137, of the Companies Act, 2013, the company has defaulted in filling of fiananical statements for the Financial Years from 2016-17 to 2022-23. This action is based on deficiencies in annual filling compliance by the company.

7

BEYOND GOVERNANCE

Case Study

In order to make the Chartered Secretary Journal (CSJ) more interactive for the members and students, the Case Study section has been introduced from April issue. Each Case Study is followed by question(s) which are to be solved by member(s)/student(s). The answer(s) are to be sent to cs.journal@icsi.edu latest by 25th of each month.

The answer(s) will be reviewed by a Panel of reviewer(s). The winner will be given:

(i) Certificate of Appreciation.

(ii) His/Her name will be published in the next issue of the Journal.

(iii) He/She will be awarded cash award of ₹ 2,500.

Crossword

A new section 'Crossword' containing terminologies/concepts from Companies Act, IBC, NCLT and such related areas of profession is introduced. Members/ students are to send the answers of Crossword to cs.journal@icsi.edu latest by 25th of each month.

- The answer(s) will be published in the next issue of CSJ.
- The winners will be selected randomly.
- The name of three winners will be published in the next issue of CSJ.

On 08.11.1917, MN Sons Private Limited (hereinafter referred as "MN Sons") was incorporated as a Private Limited Company under the Companies Act, 1913. Over the years, the shareholding of SP Group (consisting of two investment private companies) in MN Sons has grown to 18.37% of the total paid up share capital. Around 66% of paid up share capital of the company was held by two trusts belonging to group of MN Sons. PCM was appointed as Executive Deputy Chairman of the company for a period of five years from 01.04.2012 to 31.03.2017. PCM hold controlling interest in companies belonging to SP group. By a Resolution dated 18.12.2012, the Board of Directors of MN Sons redesignated PCM as its Executive Chairman with effect from 29.12.2012, even while designating TNR (trustee of MN group trust) as Chairman Emeritus.

By a Resolution passed on 24.10.2016, the Board of Directors of MN Sons replaced PCM with TNR as the interim Non-Executive Chairman. It is relevant to note that PCM was replaced only from the post of Executive Chairman and it was left to his choice to continue or not, as Non-Executive Director of MN Sons. Consequently, PCM resigned from directorship of other group companies of MN Sons group. Thereafter, two companies belonging to the SP Group, in which PCM holds a controlling interest, filed a company petition in 2016 before the National Company Law Tribunal under Sections 241 and 242 read with 244 of the Companies Act, 2013, on the grounds of unfair prejudice, oppression and mismanagement. But these two companies, hereinafter referred to as 'the complainant-companies', together had only around 2% of the total issued share capital of MN Sons.

The complainant companies also moved an application for stay of an Extraordinary General Meeting ("EGM"for short) of MN Sons, in which a proposal for removing PCM as a Director of MN Sons had been moved. The NCLT refused stay, as a consequence of which the EGM proceeded as scheduled and PCM was removed from the Directorship of MN Sons, by a Resolution dated 16.02.2017.

MN Sons Limited passed a resolution in its 99th Annual General meeting held on 21.09.2017 to alter the Memorandum and Articles so as to insert the word "private" in between the words "Sons" and "Limited" in its name. The company was actually incorporated as a Private Limited Company, but was deemed to have become a Public Limited Company, with effect from 01.02.1975, by virtue of Section 43A (1A) of the Companies Act,1956 which was later removed in 2000 and had no place in the Companies Act, 2013. The company's AoA continued to retain the provisions relating to the matters specified in Section 3 of the

1956 Act. After rejection of application of complainant companies by RoC, MN Sons was issued amended certificate of incorporation.

NCLT rejected the applications of complainant companies. The order of NCLT was challenged in Appellate Tribunal which allowed appeal. Appeal was filed by MN Sons group before the Hon'ble Supreme Court.

Arguments of SP Group – complainant companies:

1. The affairs of MN Sons are carried out as though it was a proprietary concern of TNR and that the oppressive conduct of the respondents was such that it would be just and equitable to wind up MN Sons, but such winding up would unfairly prejudice the interest of the petitioners and that therefore the Tribunal should pass such orders so as to bring to an end, the acts of oppression and mismanagement.
2. TNR allegedly treating MN Sons as a proprietorship concern with all others acting as puppets, resulting in the Board of Directors failing the test of fairness and probity.
3. Change in status of MN Sons from public to private is illegal.

Reliefs sought by complainant companies:

(i) To direct the respondents to reinstate the representative of the complainant companies on the Board of MN Sons; and

(ii) To direct the amendment of Articles of Association of MN Sons to provide for proportional representation of shareholders on the Board of Directors of MN Sons.

Response of MN Sons to the allegations made in the Company Petition

(i) That PCM, who was removed from the post of Executive Chairman, after having lost the confidence of 7 out of 9 Directors, has sought to use the complainant companies to besmirch the reputation of MN Group;

(ii) That 65.3% of the issued ordinary share capital of MN Sons is held by philanthropic trusts which support education, health, livelihood generation and art and culture;

(iii) That it was at the instance of PCM that TNR was designated as Chairman Emeritus and he was requested to attend Board Meetings as a special and permanent invitee and continue to guide the Board;

(iv) That PCM's leadership gave rise to certain issues such as insufficient detail and discipline on capital allocation decisions, slow execution on identified problems, lack of specificity and follow through in strategic plan and business plan, failure to take meaningful steps to enter new growth businesses, weak top management team and reluctance to embrace the Articles of Association that spelt out the governance structure of the company and the rights of MN Sons Trusts;

(v) That even when the Directors of MN Sons resolved on 24.10.2016 to replace PCM as Executive Chairman, the Board agreed to his continuance as a Director of MN Sons; however PCM addressed a vitriolic mail on 25.10.2016 to the Directors making false allegations and the same was leaked in press.

Decide the following:

Q.1. Can the complainant companies move an application under Section 244(1)(a) to invoke Sections 241 and 242 or what is the course available to them for moving such an application?

Q2. Whether the decision of the Registrar of Companies for changing the status of MN Sons Limited from being a public company (by virtue of end of deeming provisions of Section 43A (1A) of the Companies Act,1956) into a private company was legal?

Q3. Whether demand can be made for amendment of AOA to provide for right of proportionate representation on the Board of any company, be it public or private, being minority shareholder?

Disclaimer: The case study has been framed from the facts and figures available in the public domain with some modifications/assumptions so as to enable members to apply their professional skills to answer the same and hide the identity of the case. Author is not to be held liable for any resemblance of the facts and figures with any case.

Winners of Case Study – March 2024

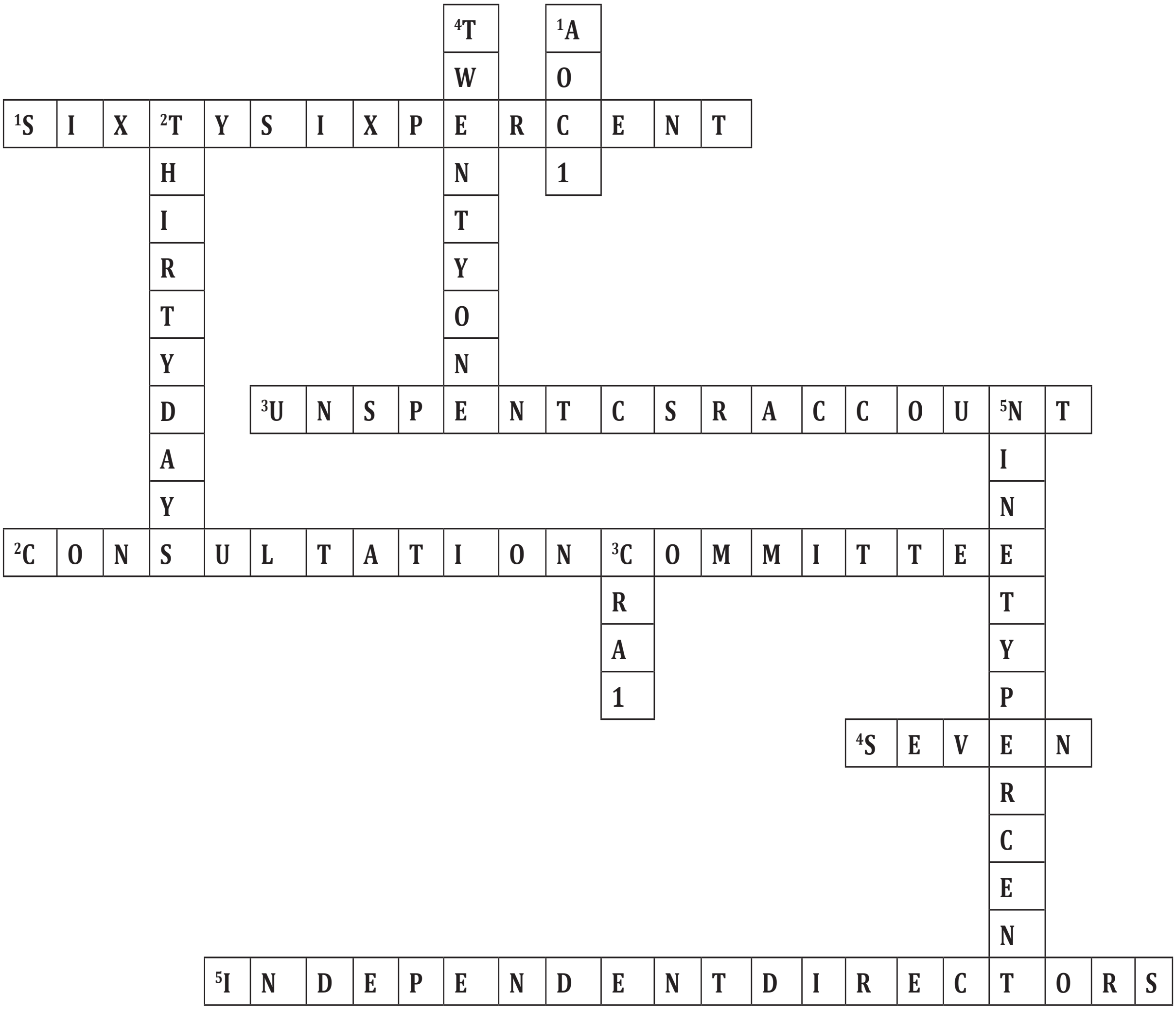
Part (I)

CS Bharatsinh Chandrasinh Parmar
ACS-20704

Part (II)

CS Babu Ramachandran
ACS-28852

CROSSWORD PUZZLE – MARCH 2024 ANSWERS



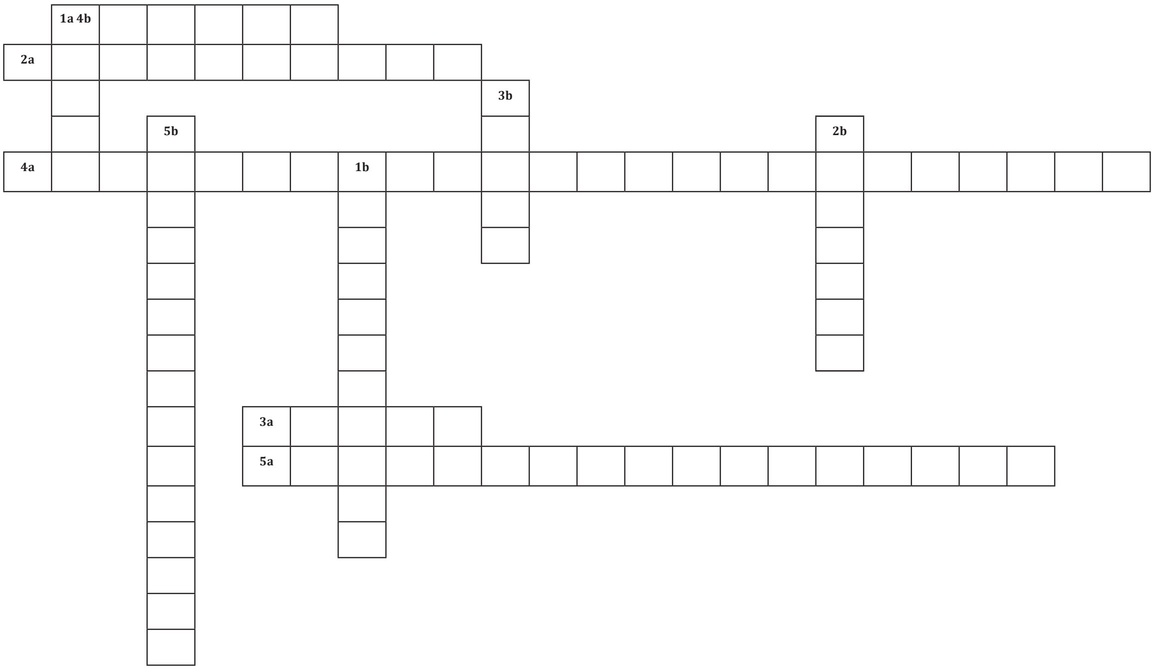
Winners - Crossword March 2024

1ST CS Dr. M. Govindarajan FCS-8533

2ND CS Vijay Khandelwal ACS-38922

3RD CS Richa Jain ACS-23144

CROSSWORD PUZZLE – COMPANY LAW - APRIL 2024



ACROSS

1a. Under The Employees' Provident Funds and Miscellaneous Provisions Act, 1952 The employer shall be liable to pay simple interest at the rate of __________per cent per annum or at such higher rate as may be specified in the Scheme on any amount due from him under this Act from the date on which the amount has become so due till the date of its actual payment.

2a . Under the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021, Neither any company shall apply for nor any recognised stock exchange shall permit delisting of equity shares of a company unless a period of ________has elapsed since the listing of that class of equity shares on any recognised stock exchange.

3a. Under Companies Act, 2013, Where the licence granted to a company registered under section 8 has been revoked, the company shall apply to the Registrar in _______________ along with the fee to convert its status and change of name accordingly.

4a. Under the Insolvency and Bankruptcy Board of India (Insolvency Resolution Process for Corporate Persons) Regulations, 2016, a creditor, who fails to submit claim with proof within the time stipulated in the public announcement, may submit his claim with proof to the interim resolution professional or the resolution professional, as the case may be, up to the date of issue of ___________under regulation 36B or ninety days from the insolvency commencement date, whichever is later.

5a. Under SEBI (LODR) Regulations, 2015, The appointment, re-appointment or removal of an independent director of a listed entity, shall be subject to the approval of shareholders by way of a _________.

DOWNWARDS

1b. Under Companies Act, 2013, A company may pay commission to any person in connection with the subscription or procurement of subscription to its securities, whether absolute or conditional, the rate of commission paid or agreed to be paid shall not exceed, in case of shares, ____________________ of the price at which the shares are issued or a rate authorised by the articles, whichever is less.

2b. Under the MSME Act, 2006, the appointed day is the day following immediately after the expiry of the period of ________days from the day of acceptance or the day of deemed acceptance of any goods or services by a buyer from a supplier.

3b. Under the Insolvency and Bankruptcy Board of India (Insolvency Resolution Process for Corporate Persons) Regulations, 2016, the Insolvency Professional shall file form __________ within seven days of the issue of RFRP under regulation 36B.

4b. Under SEBI LODR 2015, The listed entity shall formulate a policy on materiality of related party transactions and on dealing with related party transactions including clear threshold limits duly approved by the board of directors and such policy shall be reviewed by the board of directors at least once every ___________years and updated accordingly.

5b. Under the Insolvency and Bankruptcy Board of India (Liquidation Process) Regulations, 2016., The Progress Report for the fourth quarter of the financial year shall enclose ______________of the liquidator's receipts and payments for the financial year.

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