

**THE DISCIPLINARY COMMITTEE
THE INSTITUTE OF COMPANY SECRETARIES OF INDIA
IN THE MATTER OF COMPLAINT OF PROFESSIONAL OR OTHER MISCONDUCT**

ICSI/DC/NI/2016

Order Reserved on: 21st February, 2019

Order issued on: 24 APR 2019

Mr. Gaurav Bansal
CEO, M/s Monetic Corp Consultants Private Limited

.....Informant

Vs.

Ms. Anju Arora, ACS-39902 (CP-15306)

.....Respondent

Present:

Mrs. Meenakshi Gupta, Director (Discipline)
Respondent in person

FINAL ORDER

1. An Information dated 27th June, 2016 was received under Section 21 of the Company Secretaries Act, 1980 (the Act) read with sub-rule (1) of Rule 3 of the Company Secretaries (Procedure of Investigations of Professional and other Misconduct and Conduct of Cases) Rules, 2007 (the Rules) by Mr. Gaurav Bansal (hereinafter referred to as the 'Informant') against Ms. Anju Arora, ACS-39902 (CP-15306) (hereinafter referred to as the 'Respondent').
2. The Informant has inter-alia alleged that –
 - a) The Respondent was appointed as a Manager in Post Incorporation Department of M/s Monetic Corp Consultants Private Limited (herein after referred to as "Company") on 14th September, 2015. It was clearly stated as per the terms and Conditions of the Offer letter signed by the Respondent that *"During the period of your employment with the company, you will devote full time to the work of the company. Further, you will not take up any other employment or assignment or any office, honorary or for any consideration, in cash or in kind or otherwise, without the prior written permission of the company."*
 - b) Against the rules and regulations of the Institute, the Respondent not only held Certificate of Practice while employed with an entity, but also joined "Apps Corporate Advisors LLP" as Designated Partner since 18th May, 2016 against the company's Policy.
 - c) The Respondent was very casual towards her work due to which the company suffered losses on many occasions. Later on the Respondent stopped coming to office without any notice or intimation from 6th April, 2016.
 - d) A legal Notice dated 7th June, 2016 was received from the Representative of the Respondent demanding her two months' salary, in addition to Rs. 1,00,000/- some other illegal demands to fulfill her illegitimate motive to exploit money from them.



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3. The Respondent in her Written Statement dated 22nd May, 2017 denied all the allegations levied against her and *inter-alia* contended that: - *Ojjeet Pandey*
- The Respondent had joined the Company formed by Mr. Gaurav Bansal and Mr. Naveen Garg who are Practising Chartered Accountants and Executive Directors, respectively from 14th September, 2015 at a 'total Employment cost to the company' a sum of Rs. 18000/- as a Manager-Post Incorporation Department.
 - The appointment letter given to the Respondent never stipulated any designation and she was appointed on clear understanding of her being a consultant professional rendering services in lieu of a stipulated amount. Her appointment was never an employment of a master servant relationship. The word 'Collaboration' coming at the end of the last para of the appointment letter stresses on the same. Also the Respondent was not having a separate e-mail id for official purpose which the employees of the company have.
 - As stated in the appointment letter, since she was not confirmed in writing after completion of probation period of two months, it implied that her relationship as per the appointment letter ceased with the company from 14th November, 2015 and after that she was in touch with the Company as Professional on mutual understanding. The same facts are also confirmed by the Company in para 3 of their reply to the notice dated 23rd June, 2016 sent by ICSI.
 - The Respondent denied the fact of talking up any other employment as there was clear understanding that she will obtain a Certificate of Practice in due course primarily for work for the Complainant which was to be carried out sitting in the premises of his office only. On that basis the Complainant started providing work to her from January, 2016.
 - The Respondent became a designated partner of APPS Corporate Advisors LLP on 18th May, 2016 which was orally allowed by the company also by the Institute vide its notification dated 10th February, 2016.
 - The Respondent was never been given any written warning or intimation of her being unpunctual and irregular. She was given an increment of Rs. 4000/- per month which is evidenced through her bank statement showing receipts. The Respondent had denied the allegations of stopped coming to office without information from 6th April, 2016, as the Respondent met an accident while coming to office and also intimated the complainant immediately through a phone call. She has provided doctor receipts in support of her claim.
 - The legal notice sent through Mr. Gaurav Bansal was nothing but an attempt to safeguard her monetary interest mentioning her claim for salary dues and compensation for her illegal removal from the office.
4. The Informant was not required to be given any opportunity to file Rejoinder to the Written Statements of the Respondent and to appear before the Disciplinary Committee in this matter.



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[Handwritten signature] *Ojjeet Pandey*


5. The Director (Discipline) after examining the Information, Written Statement and other material on record is *prima-facie of opinion* that the Respondent is 'Guilty' of professional misconduct under clause (1) of Part II of the Second Schedule of the Company Secretaries Act, 1980 as the Respondent holds Certificate of Practice of the Institute bearing no. CoP-15306 as well as joined "Apps Corporate Advisors LLP" as a Designated Partner, while in employment with M/s Monetic Corp Consultants Private Limited. The Respondent has thus violated Regulation 168 of the Company Secretaries Regulations, 1982 and Resolution dated 12th May, 1991 passed by the Council of the ICSI prohibiting its members holding the Certificate of Practice to accept employment, as she hold Certificate of Practice along with employment.
6. The Disciplinary Committee at its meeting held on 1st July, 2017 considered and agreed with the *prima-facie* opinion of the Director (Discipline) dated 12th June, 2017 and decided to proceed further in the matter in accordance with Rule 18 of the Company Secretaries (Procedure of Investigations of Professional and other Misconduct and Conduct of Cases) Rules, 2007 read with the Company Secretaries Act, 1980. *Oj'ee Pandey*
7. The Respondent in her written statement dated 26th September 2017 to the *prima-facie* opinion of the Director (Discipline) has inter-alia stated that she expects the false complaint filed against her should be closed or rejected. It appears that Director (Discipline) has overlooked the complete facts and circumstances of the matter. The Respondent has reiterated the facts of the matter and grounds for dismissal of the Complaint.
8. The Respondent was called to appear before the Disciplinary Committee on 7th December, 2017. However, the meeting was postponed and the Respondent was informed accordingly. The Respondent was then called upon to appear before the Disciplinary Committee on 13th March, 2018. The Respondent was present in person. However, the Disciplinary Committee adjourned the matter due to paucity of time.
9. The Respondent was called upon to appear before the Disciplinary Committee on 29th June, 2018. The Disciplinary Committee observed that none appeared for the Respondent and decided to adjourn the matter. The Disciplinary Committee in the interest of justice decided to provide last opportunity to the Respondent to appear before it and decided to call upon the Respondent to appear before it on the next date of hearing in this case, as may be decided by the Presiding Officer of the Disciplinary Committee. The Respondent may appear in person or through an authorized representative along with a duly signed and attested letter of authority, addressed to the Disciplinary Committee.
10. The Respondent was called upon to appear before the Disciplinary Committee on 7th December, 2018. The Respondent was present in person. The Disciplinary Committee decided to adjourn the matter due to paucity of time. The Respondent was again called upon to appear before the Disciplinary Committee on 21st February, 2019.
11. The Informant was not required to be given any opportunity to file Rejoinder to the Written Statements of the Respondent and to appear before the Disciplinary Committee in this matter.




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12. On 21st February, 2019, the Respondent appeared in person. The Respondent pleads guilty under sub-rule (8) of Rule 18 of the Company Secretaries (Procedure of Investigations of Professional and other misconduct and conduct of cases) Rules, 2007 (the Rules) and requested the Disciplinary Committee to take a lenient view. The Respondent also requested to provide her an opportunity of being heard, before passing any order by the Disciplinary Committee under Section 21B (3) of the Company Secretaries Act, 1980 on the same day i.e. 21st February, 2019.
13. The Disciplinary Committee recorded the plea of the Respondent of being guilty and decided to take action as per the provisions of Rule 19 of the Rules. At the request of the Respondent, the Disciplinary Committee decided to provide him an opportunity of being heard before it under Rule 19 (1) of the Rules on the same day i.e. 21st February, 2019.
14. Accordingly, an opportunity of being heard was provided to the Respondent, before passing any order by the Disciplinary Committee under Section 21B (3) of the Company Secretaries Act, 1980, in terms of sub-rule (1) of Rule 19 of the Company Secretaries (Procedure of Investigations of Professional and other misconduct and conduct of cases) Rules, 2007.
15. The Disciplinary Committee considered all the material on record; the nature of issues involved and in the totality of the circumstances of the case and the Respondent pleading guilty to the charges, passes the following order under Section 21B (3) of the Company Secretaries Act, 1980 read with Rule 19 (1) of the Company Secretaries (Procedure of Investigations of Professional and other misconduct and conduct of cases) Rules, 2007: -

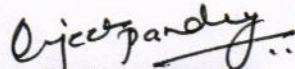
Reprimand.


Nagendra D. Rao
 Member


B Narasimhan
 Member


Meenakshi Datta Ghosh
 Member




Ranjeet Pandey
 Presiding Officer