THE DISCIPLINARY COMMITTEE
THE INSTITUTE OF COMPANY SECRETARIES OF INDIA

ICSI/DC: 130/2012

IN THE COMPLAINT OF PROFESSIONAL OR OTHER MISCONODUCT

Date of Decision: 17th January, 2013

Shri Niklesh Tirathdas Nihalani ....**Complainant**

Vs

Shri Mohanlal D Baid ....**Respondent**

1. A complaint dated 16th March, 2012 in Form-I was filed under Section 21 of the Company Secretaries Act, 1980 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 Shri Niklesh Tirathdas Nihalani (hereinafter referred to as the 'Complainant') against Shri Mohanlal D Baid , ACS – 3598 (CP No. 3873) (hereinafter referred to as the 'Respondent').

2. The Complainant had *inter-alia* alleged that the Respondent has filed wrongly Form 5 for increase in the Authorised Capital, Form 2 for Allotment of Shares and the Annual Return for transfer of Shares without verifying the relevant documents and records due to which his shareholding in the company has reduced from 50 % to 9 %. He further stated that though his name is printed on the Annual Return of the company which signifies that he has signed the same. However, he has not signed the said Annual Return.

3. Pursuant to sub-rule (3) of Rule 8 of the Rules, a copy of the complaint was sent to the Respondent *vide* letter dated 30th March, 2012 calling upon him to submit the written statement. The Respondent submitted the written statement dated 20th April, 2012 wherein he has denied all the averments made by the Complainant. He has stated that he had filed the said forms after verifying the relevant document.

4. Pursuant to sub-rule (4) of Rule 8 of the Rules, a copy of the written statement was sent to the Complainant *vide* letter dated 27th April, 2012 asking him to submit the Rejoinder followed by a reminder dated 22nd May, 2012. However, no Rejoinder was received from the Complainant.

5. Pursuant to Rule 9 of the Rules, the Director (Discipline) examined the complaint, written statement, rejoinder and other material on record and was of the opinion that the Respondent is *prima-facie* not guilty of professional misconduct under the Company Secretaries Act, 1980 as the Respondent had certified the said Forms on the basis of the documents supplied to him by the company. The Respondent had every reason to rely on the genuineness of the documents produced before him for certification unless there is suspicious apparent on the record.

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6. The Disciplinary Committee at its meeting held on 17th January, 2013 considered the *prima-facie* opinion dated 28th December, 2012 of the Director (Discipline); the material on record and agreed with the *prima-facie* opinion of the Director (Discipline) that the Respondent is not guilty of professional or other misconduct under the Company Secretaries Act, 1980 and closed the matter.

Accordingly, the complaint stands disposed off.

(S Balasubramanian)	(S K Tuteja)	(B Narasimhan)	(Gopalakrishna Hegde)
Member	Member	Member	Member

(Nesar Ahmad)
Presiding Officer

New Delhi

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