

## Report on PCS Day Celebrations – 15<sup>th</sup> June 2018



The ICSI Bengaluru Chapter celebrated PCS Day Celebrations on 15<sup>th</sup> June 2018 at the Chapter Premises.

The programme was presided by CS Rekha Nayak, Chairperson, The ICSI-Bengaluru Chapter, CS Vivek Hegde, Secretary and CS Hari Babu Thota, Past Chairman, The ICSI-Bengaluru Chapter.

The programme was also presided by Speakers CS Nagendra D Rao, Practicing Company Secretary and Past Chairman, The ICSI-SIRC, CS V Sreedharan, Sr. Partner, V Sreedharan and Associates, Company Secretaries, Bengaluru and CS V Karthick, Partner, JKS & Co, Company Secretaries, Bengaluru.

CS Rekha Nayak, Chairperson in her welcome address informed that 15<sup>th</sup> day of June, 1988 marked the beginning of an era for the Institute of Company Secretaries of India as well as its members when the Company Secretaries in Practice were accorded recognition for certifying the Annual Returns under the erstwhile Companies Act, 1956. Chairperson then introduced the speakers to the audience present.

CS V Karthick Speaker took the 1<sup>st</sup> session on topic “ Existing Recognitions and Emerging Areas of Practice for PCS” where in the speaker informed the gathering on The Companies Act, 2013, Insolvency & Bankruptcy Code, FEMA, SEBI, LLP, Tax Laws - Direct taxes (Income tax), Indirect taxes (GST), Financial Market Services, Legal consulting/ Drafting etc. before concluding the session.

CS Nagendra D Rao, speaker took the 2<sup>nd</sup> session on topic “Recent Developments with respect to SEBI Regulations” wherein the speaker informed the gathering on Sebi **(Listing Obligations And Disclosure Requirements) Regulations, 2015:**

1. Securities And Exchange Board Of India (Listing Obligations And Disclosure Requirements) (Amendment) Regulations, 2018 Dated May 9, 2018
2. Securities And Exchange Board Of India (Listing Obligations And Disclosure Requirements) (Second Amendment) Regulations, 2018 Dated May 29, 2018
3. Securities And Exchange Board Of India (Listing Obligations And Disclosure Requirements) (Third Amendment) Regulations, 2018 Dated May 31, 2018

#### 4. Sebi (Substantial Acquisition Of Shares And Takeovers) Regulations, 2011:

Securities and Exchange Board Of India (Substantial Acquisition of Shares and Takeovers) (Amendment) Regulations, 2018 Dated May 31, 2018. Securities and Exchange Board Of India (Substantial Acquisition of Shares and Takeovers) (Amendment) Regulations, 2017 Dated August 14, 2018 etc before concluding the session.

CS V Sreedharan, Speaker took the 3rd Session on topic “Peer Review Mechanism and its benefits for PCS” where in the speaker informed the gathering that Peer Review deals with examination and review of systems and procedures to determine whether the systems and procedures in Existence are Effective, Operating continuously during the period under review, put in place by the practice Unit. The Speaker then informed the gathering on the services covered under peer review such as Signing of Annual Return pursuant to Section 92 of the Companies Act, 2013.(MGT 8), Secretarial Audit pursuant to Section 204 of the Companies Act, 2013.( MR 3), Issue of certificate of Securities Transfers in compliance with clause 40(9) of the LODR, Reconciliation of Share Capital Audit, Conduct of Internal Audit of Operations of Depository Participants, Corporate Governance Compliance Certificate etc before concluding the session.

The Programme ended with vote of thanks and presentation of certificates to the speakers.

#### Yoga Day Celebrations – 21<sup>st</sup> June 2018



The ICSI-Bengaluru Chapter celebrated International Yoga Day on 21<sup>st</sup> June 2018 at the Chapter Premises.



# Report on Two Days Joint Seminar on Corporate Governance in association with Vigilance Study Circle - BEL and ICAI CMA Bangalore Chapter - 22nd & 23rd June 2018









The ICSI-Bengaluru Chapter in association with Vigilance Study Circle Bangalore – BEL and ICAI CMA Bangalore Chapter organised a Two Days Joint Seminar on Corporate Governance at BEL Rashtrakavi Kuvempu Kalakshetra, Jalahalli, Bangalore.

The Inaugural Session of the programme was presided by: **Shri M.V.Gowtama**, CMD – BEL **Shri T.Suvarna Raju**, CMD – HAL, **Chief Guest Shri M.V.Subba Rao**, CMD – KIOCL, **Guest of Honour Shri D.K.Kota**, CMD – BEML, **CS Rekha Nayak**, Chairperson, ICSI Bengaluru Chapter, **CMA N.Raveendranath Kaushik**, Chairperson, ICAI - CMA Bengaluru Chapter and **Shri S.Shiva Kumar**, IAS President, VSC – B.



## **Technical Sessions – Day 1**

### **PSU's: Role of Directors, Key Managerial Personnel w.r.t AOA, Company Law, DPE and Other Company Related Laws**

Dr. O.V. Nandimath, Professor of Law & Registrar,  
National Law School of India University

### **Insider Trading, Disclosure of KMP and Related Party Transactions**

Shri K. Venkat Satyanarayana, Partner, Link Legal India Law Services

### **Key Managerial Personnel and Responsibilities of Company Secretary under Companies Act**

**Moderator:** CS S. Kannan, Practicing Company Secretary

#### **Panelists:**

CS Vedavalli Sridharan, Company Secretary, Mindtree Ltd  
CS B. Gururaj, Deputy General Counsel & CS, ABB India Ltd  
CS G.V. Srinivasa Murthy, Practicing Company Secretary

**Case Studies on Company Law-** Shri Neeraj Dubey, Lakshmikumaran & Sridharan, Attorneys

**Corporate Governance – Banking Sector-** CA N. Nityananda, Chartered Accountant, N Nityananda & Co

## **Technical Sessions – Day 2**

**Regulators in Evolving Technologies-** Shri Srinivas Galagali, Advisor, TRAI

**Focusing on Cost Management in Public Sector Enterprise-** Shri B.R. Prabhakara, ICAI – CMA

**Issues Relating to Banking Frauds-** Shri G.Jagan Mohan, GM – RBI

### **Role of Directors with reference to Company Law and SEBI Guidelines**

**Moderator:** CS Dattatri H.M, Head Legal & Secretarial, Essilor India Ltd., & Past Chairman,  
The ICSI-Bengaluru Chapter

#### **Panelists:**

CS Gopalakrishna Hegde, Council Member, The ICSI  
CS Shivarama Adiga S, Vice President-Legal & CS, Mindteck (India) Ltd  
CS Ashok Tandon, Advisor, HAL

**Insolvency and Bankruptcy Code 2016 -** Shri A.K. Mishra, Member, NCLT, Bengaluru Bench

**Public Participation, Citizen as main Stake Holder – NGO View -** Shri Srikanth Vishwanathan, CEO, Janaagraha

**Way Forward-** Ms.Rani Varghese, ED – Finance, BEL

**2<sup>nd</sup> ICSO Prize Distribution at Air Force School, Hebbal – 25<sup>th</sup> June 2018**



The 2<sup>nd</sup> ICSO Prize Award was distributed to Mr. K N PAVAN, Zonal Rank 1 and Mr. MANOJ KUMAR H V, Zonal Rank 2, students from Air Force School, Hebbal, Bangalore.

CS Rekha Nayak, Chairperson, The ICSI-Bengaluru Chapter distributed the prize awards and cheques to the students during the school assembly and also took a session on Career as Company Secretary.

## Report on Half Day Seminar on Companies Amendment Act 2017 – 30<sup>th</sup> June 2018



The ICSI-Bengaluru Chapter organised a Half Day Seminar on The Companies Amendment Act 2017 on 30<sup>th</sup> June 2018 at the Chapter Premises.

The programme was presided by CS Vasanth Kumar, Immediate Past Chairman, The ICSI-Bengaluru Chapter and Speakers CS V.Karthick, Partner, JKS & Associates, Company Secretaries, Bengaluru and CS R.Srinivasan, Partner, RSV & Associates LLP, Company Secretaries, Bengaluru.

The Speakers during the session informed the gathering on Sec 2(6): Associate Company, Debenture: Sec 2(30), Financial Year : Sec 2(41), Key Managerial Personnel : Sec 2(51), Incorporation INC, Incorporation Rules, Private Placement of shares, Share Capital & Debentures, Registration of charges, Management and Administration - SBO, Management and Administration (MGT), Dividend (DIV), Accounts of Companies (AOC), Audit and Auditors (ADT), Appointment & Qualification of Directors (DIR) etc before concluding the session.

The Seminar ended with vote of thanks and presentation of certificates to the speakers.