

# 9th National Conference of Practising Company Secretaries

*Be the Change you want to Become*



**Six  
Programme  
Credit Hours for  
Members of  
ICSI**

**Hotel Hindusthan International**

**A 112, Janpath Unit 3, Kharvel Nagar, Bhubaneswar 751 001**

Friday, August 29, 2008, 9:00 AM to 5:30 PM

Saturday, August 30, 2008, 9:00 AM to 3:00 PM



The Institute of

**Company Secretaries** of India

IN PURSUIT OF PROFESSIONAL EXCELLENCE

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# 9th National Conference of Practising Company Secretaries

***Theme: Be the Change you want to Become***

The father of the nation **Mahatma Gandhi** once said **"Be the change you want to see in the world"**

Mahatmaji realised the need for sound principles that could be the path finder towards building modern India.

"To Change" is the mantra for development and progress. In the process un-learning and re-learning is as important as learning, the new world. It doesn't matter how long it takes.

**Always keep moving on the learning curve to be change agent.**

We have the ability to change. Progress is achieved when we make best use of our own energy, resources, initiative and ability. The first task is to discover what's real. Our personal expectations are often the creation of the aspirations in our lives. We need to de-school ourselves to even begin to see how untruth and myths obscure our vision.

To change, we need to change the mind-set to become positive, confident, enthusiastic, and open-minded. Staying relevant in the market means not holding on to innovations, but "rendering them obsolete".

**Always keep moving ahead by continually turning constraints into opportunities.**

## **First Technical Session**

### **Creativity and Innovation – Leading to Personal Effectiveness**

Businesses, worldwide, are witnessing changes like never before. A rapidly expanding marketplace (globalization), and increasing competition, diversity among consumers, and timeless advancements in new forms of technology, are few major forces driving this momentum of change. Creativity and innovation are often key to the success of a business and profession. Creative thinking and innovation are particularly useful during Strategic Planning (when strategizing) and in Product and Service Management (when designing new products and services.)

The session has therefore been designed to be instrumental in enhancing creative and innovative abilities leading to enhanced professional growth.



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## Second Technical Session

### Nurturing and Developing the Emerging Areas of Practice

The changed business scenario world over has forced the regulators to adopt a flexible and industry friendly approach in line with the global best practices. This has thrown open a plethora of avenues for practising professionals in the field of **Competition Law, Insolvency & Restructuring, Corporate Governance and Corporate Compliance Management, Limited Liability Partnerships etc.** The time is ripe that we as professionals champion these as well as other emerging areas of practice. The second technical session would throw light on the threats and opportunities for practising Company Secretaries under the new and emerging regulatory regimes.

## Third Technical Session

### Drafting New Age Documents

#### Joint Venture Agreements

In an era of convergence, joint ventures and alliances are the order of the day, particularly for corporate India, which has made its presence felt on the global business horizon. The terms and conditions of international Joint Venture Agreements are not the same as domestic contracts with in-country partners. Joint Venture agreements structured with in-country partners may not work as templates for Global Joint Venture without significant modification.

The greatest challenge in international Joint Ventures come from those jurisdictions which are early entrants into Joint Venture, or those that have ineffective legal enforcement, inadequate infrastructure, limited or nonexistent intellectual property protection.

The most important areas to be considered in an international Joint Venture agreement are security and confidentiality, legal compliance, fees and payment terms, proprietary rights and dispute resolution process, etc.

#### Shareholders Agreements

Drafting of a shareholders agreement is not a "form" filling exercise, it requires consideration of the shareholders rights, the governance pattern in the organisation, the regulatory mechanism along with a host of other factors such as the desired outcome of the agreement.

#### Funding through Venture Capital / Private Equity

Today's entrepreneurs need new sources for funding the development process of their innovative companies. Entrepreneurs with marketable products and ideas may seek financing from venture capitalists. Venture capital investments provide the needed funds for companies to develop technologies and products which, in turn, add economic value. Private equity is appropriate to medium and long-term means for finance in potentially high growth unquoted companies. Private equity is the source of finance provided by



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institutional investors. Certain institutional investors have the scale necessary to develop a diversified portfolio of private equity funds themselves. On many occasions private equity is used as means of corporate restructuring.

This technical session has therefore been devised to provide practical skills and inputs to participants, necessary for drafting joint venture agreements, shareholders agreements and the agreements relating to venture capital / private equity.

#### **Fourth Technical Session**

##### **Ethics in Business / Profession**

Four powerful forces are driving change: technology, globalization, the increasing value of intangible assets and the so-called "war for talent." These forces are reshaping the way companies manage their relationships in different local, national and international contexts with individuals and organisations.

A distinguishing characteristic of a profession is the ability to combine ethical standards with the performance of technical skills. The professionals being exclusive custodian of expertise, need to profess high ethical and moral values, and to redeem their noble traditions. Ethics give guidance on how a professional should define and clarify purpose and values in his dealings.

This technical session will deal with ethical aspects of business and profession as well as provide a bird's eye view of the guidelines applicable to the members in practice. Broadly the deliberations during the session would cover topics such as **Code of Conduct, Code of Advertising, Ethics**, etc.

##### **VENUE AND DATES**

Hotel Hindusthan International

A-112, Janpath Unit 3, Kharvel Nagar

Bhubaneswar – 751 001

Tel. (0674) 2380674

**Days & Dates:** Friday, August 29, 2008

Saturday, August 30, 2008

**Timings:** 9:00 AM to 5:30 PM

9:00 AM to 3:00 PM

(Conveniently located just 3 kms from the Airport, and 1½ kms from the Railway Station.)

##### **CHIEF GUEST AND SPEAKERS**

**Chief Guest:** His Excellency Shri M C Bhandare, Governor of Orissa

**Key Note Address:** Shri Baijayant Panda, Hon'ble Rajya Sabha Member\*

\* Confirmation awaited.

##### **Guest Speakers**

- Shri Ajay Agarwal, Director, Rapid Learning Systems (P) Ltd., Kolkata
- Shri Amitabh Kumar, Director General, Competition Commission of India
- Shri Sumant Batra, Managing Partner, Kesar Dass B & Associates
- Shri Pavan Kumar Vijay, Past President, The ICSI
- Dr. K R Chandratre, Past President, The ICSI



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- Shri Sanjeev Gupta, MD, Nexgen Financial Solutions Pvt. Ltd., New Delhi.
- Shri S N Ananthasubramanian, Council Member, The ICSI
- Shri K N Ravindra, Company Secretary, NALCO

### PROGRAMME DETAILS

<b>DAY I</b>	<b>Friday, August 29, 2008</b>
9:00 am to 10:00 am	Registration of Delegates
10:00 am to 11:00 am	<b>Inaugural Session</b> <b>Address by Chief Guest</b> <b>Address by Key note speaker</b>
11:00 am to 11:30 am	Tea Break
11:30 am to 1:30 pm	<b>First Technical Session</b> <b>Creativity &amp; Innovation – Leading to Personal Effectiveness</b>
1:30 pm to 2:30 pm	Lunch
2:30 pm to 4:30 pm	<b>Second Technical Session</b> <b>Nurturing and Developing the Emerging Areas of Practice</b> <ul style="list-style-type: none"> <li>• <b>Competition Law</b></li> <li>• <b>Insolvency &amp; Restructuring</b></li> <li>• <b>Corporate Governance and Corporate Compliance Management</b></li> </ul>
4:30 pm	Tea Break
6:30 pm	Cultural Programme followed by Dinner
<b>DAY II</b>	<b>Saturday, August 30, 2008</b>
9:00 am to 10:30 am	Presentation by Shri Keyoor Bakshi, President, The ICSI <b>Interactive Session</b>
10:30 am to 11:00 am	Tea Break
11:00 am to 12:30 pm	<b>Third Technical Session</b> <b>Drafting New Age Documents</b> <ul style="list-style-type: none"> <li>• Joint Venture Agreements</li> <li>• Shareholders Agreements</li> <li>• Funding through Venture Capital/Private Equity</li> </ul>



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12:30 pm to 1:30 pm	<b>Fourth Technical Session</b> <b>Ethics in Business/Profession</b> <ul style="list-style-type: none"> <li>• <b>Code of Conduct</b></li> <li>• <b>Code of Advertising</b></li> <li>• <b>Ethics</b></li> </ul>
1:30 pm to 2:30 pm	Lunch
2:30 pm	<b>Valedictory Session</b> Chief Guest - Shri Naveen Patnaik Hon'ble Chief Minister of Orissa*

\* Confirmation awaited

### **PARTICIPANTS**

Company Secretaries in Practice, Members who are intending to take up practice and other Professionals in Secretarial, Legal and Management disciplines would benefit by participating in the Conference.

<b>Delegate Registration Fee</b>	<b>Rs.</b>
Practising Company Secretaries**	: 2300/-
Members of ICSI/ICAI/ICWAI	: 2500/-
Non-members	: 2800/-
Students of ICSI	: 1800/-
Accompanying Spouse	: 1800/-
Licentiates, ICSI	: 1800/-

### **Early Bird option**

**\*\* Practising members registering by sending in their Delegate Registration Form along with the Delegate Registration Fee upto and including 31st July, 2008 would be entitled to an early bird discount of Rs. 200/- in the Delegate Fee.**

[Registration fee will cover the cost of background material, lunch, tea (both days) and dinner (Friday, 29th August, 2008) excluding hotel accommodation]

### **DELEGATE REGISTRATION PROCEDURE**

The delegate registration fee is payable in advance and is not refundable for accepted nominations. The registration form duly completed along with a crossed demand draft



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may be sent in favour of "The Institute of Company Secretaries of India" payable at New Delhi / Kolkata/ Bhubaneswar at the addresses given below:

<p>Shri S N Mishra Assistant Director The Institute of Company Secretaries of India 'ICSI HOUSE' 22, Institutional Area, Lodi Road, New Delhi – 110 003 011-24617321-24 Extn. 1413 9868615088 surya@icsi.edu</p>	<p>Shri Santanu Mukherjee Executive Officer EIRC of The ICSI 3-A, Ahiripukur 1st Lane Kolkata – 700 019 033-22816541, 22816542 eiro@icsi.edu</p>	<p>Shri Prafulla Kumar Sahoo Chairman, Bhubaneswar Chapter of The ICSI Plot No. 70, VIP Colony, IRC Village, Bhubaneswar – 751015 0674-2541052, 9437141955 pksahoo_ohpc@yahoo.co.in</p>
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### HOTEL ACCOMMODATION

Accommodation on 'first come first serve' basis has been arranged at the conference venue i.e. Hotel Hindusthan International, Janpath, Bhubaneswar for outstation delegates.

### ROOM TARIFF

On twin sharing basis – Rs. 1850/- (inclusive of all taxes) per person per day

On single occupancy basis – Rs. 3700/- (inclusive of all taxes) per person per day

Check in time – 12:00 noon

<p><b>PROGRAMME DIRECTOR</b> Shri Anil Murarka Council Member, The ICSI 033-22415772/22413626 9830051304/9330451304 anilmurarka@vsnl.net murarka5772@dataone.in anilmurarka@gmail.com</p>	<p><b>PROGRAMME CO-ORDINATOR</b> Shri Mukesh Chaturvedi Chairman – EIRC of The ICSI 033-25302275 9830276262 cs_mukesh@yahoo.com</p>	<p><b>PROGRAMME FACILITATOR</b> Shri Prafulla Kumar Sahoo Chairman – Bhubaneswar Chapter of The ICSI 0674- 2541052/2542102 9437141955 pksahoo_ohpc@yahoo.co.in</p>
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### BACKGROUNDER-CUM-SOUVENIR

It is proposed to bring out a Backgrounder-cum-Souvenir containing theme articles and other papers. Members who wish to contribute papers for publication in the Backgrounder or for circulation at the Conference are requested to send the same preferably in a computer floppy or through e-mail [ssinha@icsi.edu / saurabh@icsi.edu] with one hard copy or those sending only hard copy may send the same in quadruplicate to the Institute on or before August 10, 2008. The paper should not normally exceed 15 typed pages. The decision of the Institute shall be final in all respects.



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The Backgrounder-cum-Souvenir would be widely circulated. Advertisement released in the Backgrounder-cum-Souvenir would receive wide publicity for products, services and corporate announcements. Members/Organisations are requested to release advertisements. The Advertisement material along with cheque / demand draft may be sent to The Institute of Company Secretaries of India, ICSI House, 22, Institutional Area, Lodi Road, New Delhi – 110 003 or The EIRC of The ICSI, 3-A, Ahiripukur, 1st Lane, Kolkata – 700 019 or The Bhubaneswar Chapter of The ICSI, ICSI Building, Plot No. 70, VIP Colony, IRC Village, Bhubaneswar – 751015 (Orissa)

### ADVERTISEMENT TARIFF

Colour Advertisements	Size (cm)	Black & White Advertisements	Size (cm)
Back Cover Rs. 25000/-	18 x 24	Full Page Rs. 10000/-	18 x 24
Inside Cover (Front/Back) Rs. 20000/-	18 x 24	Half Page Rs. 5000/-	18 x 12
Special Page Rs. 15000/-	18 x 24	Special Page Rs. 15000/-	18 x 24

### Banners

The Institute welcomes companies and organizations to display their Banners at the venue of the Conference, which will provide publicity for their products / services. The tariff for display of banners is as under:

- Banner near stage : Rs. 20000/- (limited to only two banners)  
 Banner (L) 10' x (B) 4' : Rs. 10000/-  
 Banner (L) 6' x (B) 3' : Rs. 5000/-

### Stalls

Stalls for display of products Rs. 15000/- per stall max. size 6' x 6'

### Sponsorship of lunch and dinner

- Lunch per day Rs. 100000/-\*  
 Dinner for one day Rs. 150000/-\*  
 Tea/coffee Rs. 25000/- per session

\* Co-sponsors may be considered

### Sponsorship of Conference Kit – Rs. 200000/-

Advertisements of all organisations providing sponsorships of Rs. 50000/- and more will be put on the conference backdrop.



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ICSI HOUSE, 22, Institutional Area, Lodi Road, New Delhi-110003  
 Phones: 011-41504444, 24617321-24, 24644431-32  
 E-mail : info@icsi.edu • Website : www.icsi.edu