

# GUIDELINES FOR ADVERTISEMENT BY COMPANY SECRETARY IN PRACTICE

## THE INSTITUTE OF COMPANY SECRETARIES OF INDIA

(Constituted under the Company Secretaries Act, 1980)

### ICSI Guideline No. 4 of December, 2007

*In exercise of the powers conferred by Clause (1) of Part II of the Second Schedule to the Company Secretaries Act, 1980 (56 of 1980), as amended by the Company Secretaries (Amendment) Act, 2006, the Council of the Institute of Company Secretaries of India hereby issues the following guidelines:-*

#### 1. Introduction

1.1 The Institute of Company Secretaries of India, (the Institute) constituted under the Company Secretaries Act, 1980 (the Act) is a statutory body to develop and regulate the profession of company secretaries in India. Members of the Institute who hold the Certificate of Practice issued by it are authorised to practise the profession of Company Secretaries and these members are known as Company Secretaries in Practice.

1.2 The areas in which the Company Secretaries in Practice can and do render their services and the names, addresses and other particulars of Company Secretaries in Practice are displayed on the website of the Institute.

1.3 Members of the Institute are required under the Act to maintain high standards of professional conduct.

1.4 Part I of the First schedule of the Company Secretaries Act, 1980, enumerates professional misconduct in relation to a member in practice and *inter-alia* includes if such a member :

(6) solicits clients or professional work, either directly or indirectly, by circular, advertisement, personal communication or interview or by any other means :

Provided that nothing herein contained shall be construed as preventing or prohibiting-

- (i) any company secretary from applying or requesting for or inviting or securing professional work from another Company Secretary in Practice; or
- (ii) a member from responding to tenders or enquiries issued by various users of professional services or organizations from time to time and securing professional work as a consequence;

(7) advertises his professional attainments or services, or uses any designation or expressions other than Company Secretary on professional documents, visiting cards, letterheads or sign boards, unless it be a degree of a University established by law in India or recognized by the Central Government or a title indicating membership of the Institute of Company Secretaries of India or of any other institution that has been recognized by the Central Government or may be recognized by the Council :

Provided that a member in practice may advertise through a write up setting out

- the services provided by him or his firm and
- particulars of his firm subject to such guidelines as may be issued by the Council;

- 1.5 The Council of the Institute of Company Secretaries of India at its 178th meeting held on 29th December, 2007 approved the following Guidelines for Advertisement by Company Secretary in Practice.
- 1.6 The Guidelines herein, as issued by the Central Council of the Institute on 29th December, 2007 deal with the manner in which a Company Secretary in Practice can advertise the services provided by him or his firm and the particulars of his firm through a write-up.
- 1.7 Any non compliance or violation of these Guidelines as may be in force from time to time in any manner whatsoever shall be deemed to be an act of professional misconduct and the concerned member shall be liable to disciplinary proceedings under the Act.

## **2. Key Definitions**

For the purposes of these Guidelines,

- 2.1 The “Act” means the Company Secretaries Act, 1980.
- 2.2 “Institute” means the Institute of Company Secretaries of India.
- 2.3 “Advertisement or advertising” means advertisement or advertising in any mode including written, recorded, displayed communication through print or electronic mode or otherwise including in newspapers, journals, internet, online, websites, banners, letters, circulars issued, circulated or published in accordance with these guidelines.
- 2.4 “Company Secretary in Practice” means a member of the Institute who holds a Certificate of Practice issued to him by the Institute.
- 2.5 “Firm of Company Secretaries” means sole proprietorship concern, the sole proprietor of which is a Company Secretary in Practice or a firm, wherein all partners are Company Secretaries and such firm is approved by the Council.
- 2.6 “write up” includes any writing or display setting out services rendered by a Company Secretary in Practice or firm of company secretaries and any writing or display of the particulars of the Company Secretary in Practice or of firm of company secretaries issued, circulated or published in accordance with these guidelines.

The terms not defined herein have the same meaning as assigned to them in the Company Secretaries Act, 1980 and the rules and regulations made thereunder.

## **3. Prohibition to Advertise**

- 3.1 No Company Secretary or a firm of Company Secretaries is permitted to advertise the services as specified in the Act, rules, regulations framed thereunder except through a write-up as defined in Clause 2.6.

## **4. The Write-up shall be made in compliance with the following:**

### **4.1 Applicability**

These guidelines shall apply to advertisements issued by a Company Secretary in Practice not only in India but would also apply to those circulated, communicated, published, issued or allowed to be issued abroad.

### **4.2 Permitted list of information**

- 4.2.1 Name of Company Secretary, Membership number, Certificate of Practice Number and date of issue (for each partner in case of firm)

- 4.2.2 Address and website (if any), telephone, mobile, e-mail, fax number of the member
- 4.2.3 Name of the firm in which the member is a partner
- 4.2.4 Year of Establishment
- 4.2.5 Date and place of Issue of Advertisement
- 4.2.6 Age
- 4.2.7 Gender
- 4.2.8 Additional recognized qualifications
- 4.2.9 Languages spoken by the partner(s)
- 4.2.10 Honours or awards in the field of teaching, research, authorship etc. conferred by nationally accredited institutions
- 4.2.11 Current teaching or research appointments at a university or college of advanced education or professional Institute
- 4.2.12 Name of firm in case of partnership
- 4.2.13 Details of networking through own office or through formal association in other places within & outside India
- 4.2.14 Number, name of employees of the firm and their qualifications and other particulars
- 4.2.15 Business address, telephone numbers (including email, fax and other details) of the firm
- 4.2.16 Office hours and after office hours availability
- 4.2.17 Advertisement about setting up of certified filing centers
- 4.2.18 Frequently Asked Questions (FAQs) in conformity to these guidelines
- 4.2.19 Declaration indicating
  - (a) willingness to accept work, either generally or in particular areas of practice;
  - (b) unwillingness to accept work in particular areas;
  - (c) willingness or unwillingness to accept work directly from clients, either generally or in particular areas of practice.
- 4.2.20 The write-up may display the passport size photograph of the member or partners of the firm of Company Secretaries
- 4.2.21 Fees:
  - (a) Willingness to give written estimates of fees;
  - (b) Methods for determining fees;
  - (c) Mode of Acceptance of Fees.
- 4.2.22 Speed of Service
  - (a) willingness to give written estimates concerning completion of particular work;
  - (b) maximum time within which specific services will be completed.

- 4.2.23 Write-up may include the names of clients and services rendered
- 4.2.24 Particulars of Services
- (i) The write-up to be circulated, distributed, published, issued by or on behalf of Company Secretary in Practice shall set out the professional services rendered or to be rendered by the advertiser.
  - (ii) The write-up may explain the nature and usefulness of the professional services rendered by the Company Secretary in Practice.
  - (iii) The write-up may include the names of clients and services rendered provided that the Company Secretary in Practice shall maintain record of his having provided such professional services.
- 4.2.25 In case of advertisement through website :
- (a) A Company Secretary or a firm of Company Secretaries may display photograph of the Company Secretary or partners of the firm of Company Secretaries in Practice.
  - (b) While designing and/or hosting the particulars on the website, certain keywords should be provided so as to enable the search engine/s to locate the website and these keywords will not be visible or displayed on the website. Any one of the following key words may be used for this purpose. Company Secretary/Company Secretary in Whole-time Practice/Company Secretary in Practice/Practising Company Secretary/Indian Chartered Secretary/Indian Certified Corporate Secretary/Indian CS/Indian Company Secretary/Corporate Advisor / Company Law Consultant/Secretarial Auditor/Secretarial Consultant/Indian Certified Public Secretary/CS/ACS/FCS/PCS/CSP.  
However, the keywords shall not be materially different from the designations used for a Company Secretary.
  - (c) The website may provide a hyperlink to the website of ICSI, its Regional Councils and Chapters and other regulatory bodies of the Government, after obtaining necessary permission from the concerned body.
  - (d) A Company Secretary in Practice may provide online advice to their clients or other members/ firms of Company Secretaries who specifically request for the same.
  - (e) A Company Secretary or a firm of Company Secretaries may disclose the fact that he/she or their firm has been Peer Reviewed. Any such disclosure shall clearly state the period for which the Peer Review has been conducted and in case the member has more than one office or place of practice, then it shall be mentioned that the Peer Review has been done for which branch office.\*
- 4.2.26 Changes in any of the above particulars.

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\* Inserted by the Council at its 216<sup>th</sup> Meeting held at New Delhi on June 21-22,2013.

#### **4.3 Restrictions**

The write-up shall :

- (i) not be false or misleading ;
- (ii) not claim superiority over any or all other Company Secretaries in Practice;
- (iii) not be indecent, sensational or otherwise of such nature as to be likely to bring the profession into disrepute;
- (iv) not contain testimonials or endorsements concerning the Company Secretary in Practice.
- (v) not refer the Company Secretaries in practice in terms such as “specialists” or “experts”.
- (vi) In case of advertisement through website :
  - (a) A Company Secretary in Practice or a firm of Company Secretaries shall ensure that no information contained in the website is circulated to other websites/e-mail accounts etc. through e-mail or otherwise without the same having been specifically requested for.
  - (b) A Company Secretary in Practice or a firm of Company Secretaries shall not use logo(s) unless otherwise permitted by the Institute.

#### **4.4 Declaration**

The Advertiser shall declare that the contents of the advertisement are true to the best of his knowledge and belief and are in conformity with these Guidelines.

#### **4.5 Disclaimer**

The Advertiser shall also include the following Statement of Responsibility and Disclaimer in the Advertisement :

**Disclaimer** : The contents or claims in the Advertisement issued by the advertiser are the sole and exclusive responsibility of the Advertiser. The Institute of Company Secretaries of India does not own any responsibility whatsoever for such contents or claims by the Advertiser.

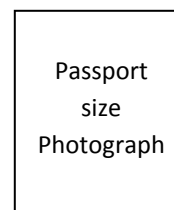
### **5. Responsibility for the observance of these Guidelines**

- 5.1 The responsibility for the observance of these guidelines lies with members who commission, create, place or publish any advertisement or assist in the creation or publishing of any advertisement covered under these guidelines. Members are expected not to commission, create, place or publish any advertisement which is in contravention of these Guidelines. This is a self-imposed discipline required to be observed by all those involved in the commissioning, creation, placement or publishing of advertisements.

### **6. Effective Date**

- 6.1 These guidelines become effective from 1st January, 2008 and consequently the existing Guidelines for Display of Particulars on Website by Company Secretaries in Practice stand repealed.

**MODEL ADVERTISEMENT**



- (i) Name of Company Secretary
- (ii) Membership number
- (iii) Certificate of Practice number and date of issue
- (iv) Website (if any)
- (v) Name of the sole proprietary concern under which the member is practicing/Name of the partnership in which the member is a partner
- (vi) Age
- (vii) Gender
- (viii) Languages spoken
- (ix) Number, name of employees and their qualifications and other particulars
- (x) Business address telephone numbers (including email, fax and other details)
- (xi) Office hours and after office hours availability
- (xii) Additional recognized qualifications
- (xiii) Current teaching or research appointments at a university or college of advanced education or professional Institute
- (xiv) Honours or awards conferred
- (xv) Frequently Asked Questions (FAQs)
- (xvi) Declaration indicating:
  - willingness to accept work, either generally or in particular areas of practice;
  - unwillingness to accept work in particular areas;
  - willingness or unwillingness to accept work directly from clients, either generally or in particular areas of practice.
- (xvii) Fees :
  - Mode of Acceptance of Fees
  - Methods for determining fees
  - Willingness to give written estimates of fees
- (xviii) Speed of Service :
  - willingness to give written estimates concerning completion of particular work;
  - maximum time within which specific services will be completed.
- (xix) Particulars of Services:
- (xx) **Declaration** : I ..... declare that the contents of the advertisement are true to the best of my knowledge and belief and are in conformity with these Guidelines.
- (xxi) **Disclaimer** : The contents or claims in the Advertisement issued by the advertiser are the sole and exclusive responsibility of the Advertiser. The Institute of Company Secretaries of India does not own any responsibility whatsoever for such contents or claims by the Advertiser.
- (xxii) Date and Place of Issue of Advertisement : .....