

Report on Full Day Seminar on GST – 4th March 2017



The ICSI-Bengaluru Chapter organized a full day seminar on GST on 4th March 2017 at the Chapter Premises.

The Seminar was presided by CS Rekha Nayak, Vice Chairperson, The ICSI-Bengaluru Chapter, CS Pradeep B Kulkarni, Secretary, The ICSI-Bengaluru Chapter and Speakers CA Pankaj Kumar R, Partner, RCKS & Associates and CS K.Chandra Sekhar, DGM & Company Secretary, Ace Designers Limited.

CS Rekha Nayak, Vice Chairperson, Bengaluru Chapter welcomed and introduced the speakers to the audience present.

1st Technical Session:

The 1st technical session was taken by Speaker CA Pankaj Kumar R, on topic GST Overview, wherein the speaker informed the gathering on Understanding the need for GST, Discussion on GST Provisions, rules and its procedures, Implications of GST on Current business arrangements, Transition to GST from existing practices, Do's and Don'ts in GST, Constitutional Amendment, Legislative framework of GST, GST Council, Goods and Service Tax Network (GSTN), products out of GST, features of GST, Levy of Tax, etc before concluding the 1st technical session.

2nd technical session:

The 2nd technical session was taken by Speaker CS Chandra Sekhar K, on topic GST-CS Perspective, wherein the speaker informed the gathering on Time of supply, Valuation of Goods & Services, Place of Supply (POS) of goods and services, Registration, GST CS perspective, Interstate vs intra state supply, registration (sec 23-27), Opportunities to CS under GST where in the speaker informed that the GST is less complicated and gives more

importance to procedures, Compliance vis-à-vis Litigation practice, CS both in employment and practices has role to play in the following areas:

As Advisor of GST law and interpretation, Valuation of goods or services, Preparation of Standard operative procedure (SOP) for various types of transactions, Procedural compliance like – Registration, Filing returns etc, Consultancy Services, Structuring the transaction (IGST or CGST), Educating clients and restructuring their business system, Support clients on refund claims, Health check-up and tax planning, Representation services etc before concluding the 2nd technical session.

CS Pradeep B Kulkarni, Secretary, proposed vote of thanks to the speakers and audience for the seminar.

The Seminar ended with presentation of mementos to the speakers.

Link for accessing photographs of the seminar: <http://bit.ly/2mQfCXq>

Report on Full Day Seminar on Raising Capital – 11th March 2017



The ICSI-Bengaluru Chapter organized a full day seminar on Raising Capital – Practical Aspects on 11th March 2017 at the Chapter Premises.

The Seminar was presided by CS Rekha Nayak, Vice Chairperson, The ICSI-Bengaluru Chapter, CS Vivek Hegde, Treasurer, The ICSI-Bengaluru Chapter and Speakers CS Hari Babu Thota, Immediate Past Chairman, The ICSI-Bengaluru Chapter, CS G V Srinivasa Murthy, Practicing Company Secretary, Mr. Gerald Manoharan, Partner, J Sagar Associates, Bengaluru.

CS Rekha Nayak, Vice Chairperson, did the welcome address and introduced the speakers to the audience present.

1st Technical Session:

The 1st Technical Session was taken by CS Hari Babu Thota on topic Private Placement by Unlisted Companies where in the speaker informed the gathering on Modes/ Types of Private Placement, Applicable Provisions, Private Placement - Equity Shares, Preference Shares, Debentures, other Instruments, Expectations of ROC, some Practical aspects, Companies Amendment Bill,2016 etc before concluding the session.

The Session ended with vote of thanks and presentation of memento to the speaker.

2nd Technical Session:

The 2nd technical session was taken by CS G V Srinivasa Murthy on topic Debt Instruments, where in the speaker informed the gathering on Legal aspects of Debt, Laws to be complied with for Issue of Debt Instruments, Indian Contract Act, 1872, Securities (Contract Regulations) Act, 1956, Companies Act, 2013- Definition of 'Debenture', Transfer of property act 1982, Sale of Goods Act, 1930, Foreign Exchange Management Act, 1999, financial aspects of debt, term loan assessment, financial ratios, projected financial statements, etc before concluding the 2nd technical session.

The Session ended with vote of thanks and presentation of memento to the speaker.

3rd Technical Session:

The 3rd technical session was taken by Mr. Gerald Manoharan, on topic Negotiation and drafting of shareholders and share subscription agreements, where in the speaker informed the gathering on Share Subscription Agreement and Shareholders Agreement, Share Subscription Agreement: Overview, Representation and Warranty, Miscellaneous provisions, Exit Option, Restriction on transfer of securities, Board, management and shareholder matters, Drafting Considerations, Obligation on parties, Representation and warranties / Disclosures, Subscription to share capital, Mode of Subscription etc before concluding the session.

The Session ended with vote of thanks and presentation of memento to the speaker.

Link for accessing photographs of the seminar: <http://bit.ly/2mR8nRK>

**Report on 2 day seminar on Labour, Environment and Other Laws –
18th & 19th March 2017**



The ICSI-Bengaluru Chapter organized a 2 day seminar on Labour, Environment and Other Laws on 18th & 19th March 2017 at the chapter premises.

The seminar was presided by CS Vasanth Kumar, Chairman, The ICSI-Bengaluru Chapter, CS Rekha Nayak, Vice Chairperson, The ICSI and Chief Guest Mr. R.Guru Murthy, Senior Environmental Officer, Karnataka State Pollution Control Board, Karnataka.

CS Vasanth Kumar, Chairman, welcomed the gathering and introduced the Chief Guest to the audience present. The programme then followed with lighting of lamp. Chief Guest Mr. R.Guru Murthy, in his address informed the gathering on the rules and regulations of

Pollution Control Board, types of pollutions and how to save the environment from pollution etc.

CS Rekha Nayak, Vice Chairperson, Bengaluru Chapter proposed vote of thanks to the Chief Guest.

The Inaugural Session ended with presentation of memento to the Chief Guest.

1st technical Session.

The 1st technical session was taken by CS Saraswathi Subramanian, Sr. Director – Legal & Corporate Affairs NTT Global Delivery Services Pvt Ltd, Bengaluru on topic Laws Governing Social Security, where in the speaker informed the gathering on Concept and History of Social Security, Employee's State Insurance Act, 1948, Features and Benefits of the act, The Employee's Provident Funds and Miscellaneous Provisions Act, 1952, Employer Responsibilities, The Workmen's Compensation Act, 1923, The Maternity Benefit Act, 1961, The Payment of Gratuity Act, 1972, etc before concluding the session.

The Session ended with vote of thanks and presentation of memento to the speaker.

2nd technical session:

The 2nd technical session was taken by Ms. Kaamya Ramanan, Associate, Fox Mandal & Associates, Bengaluru on topic Laws Governing Working Conditions & Welfare, where in the speaker informed the gathering on Contract Labour (Regulation And Abolition) Act, 1970, Maternity Benefit Act, 1961, Employee Compensation Act, 1923, FACTORIES ACT, 1948 etc before concluding the session.

The Session ended with vote of thanks and presentation of memento to the speaker.

3rd Technical Session:

The 3rd technical session was taken by Mr. Ravi M.R.C, Sr.Partner, ILPM Consultants, Bengaluru on topic Laws Governing Industrial Relations, where in the speaker informed the gathering on Industrial Disputes Act 1947, applicability, lay off, retrenchment, settlement, Section 11A - Powers of Labour Court Tribunal, and National Tribunal to give appropriate relief in case of discharge or dismissal of workmen, Settlement under Section 2 (p), 18 (1), 18 (3), Section 19 – Period of operation of settlements, Section 20 – commencement and conclusion of proceedings, Section 22 – Prohibition of strikes and lockouts, Unfair labour practice, Conditions of service etc. to remain unchanged under certain circumstances during pendency of proceedings – Section 33, Prosecution – Section 34- Cognizance of offences etc before concluding his session.

The Session ended with vote of thanks and presentation on memento to the speaker.

Day 2:

The 1st Technical session in day 2 of the Seminar was taken by Dr. Ravi ,Officer, Karnataka State Pollution Control Board, Bengaluru on topic “Environmental Laws” where in the speaker informed the gathering on Renewable resources, Non Renewable resources, about Karnataka State Pollution Control Board and its functions, Laws implemented by KSPCB, administration and Enforcement Mechanism, Water (Prevention & Control of Pollution) Act, 1974, Air (Prevention & Control of Pollution) Act, 1981, Environment Impact Assessment Notification, The Noise Pollution (Regulation & Control) Rules, 2000, Noise Pollution, MSW (Management & Handling) Rules, 2016, Hazardous Waste (Management, Handling & Transboundary Movement) Rules, 2016, E-Waste, Plastic Waste (Management & Handling) AMENDMENT Rules, 2016, POLLUTION MONITORING, Awareness Programmes for general public about festivals etc

The 2nd and 3rd Technical sessions on Day 2 of the programme were taken by Mr. Ram K Navratna, Chief Executive, HR Resonance, Bengaluru on topic Laws Governing Wages and CS Madhu Damodaran, Director - HR Business Services, Coachieve Solutions Pvt Ltd, Bengaluru, on topic “Digitization of Labour Laws”.

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

Link for accessing photographs of the 2 day seminar: <http://bit.ly/2mX8CbO>

Report on ICSI-NSE Joint Workshop on Secretarial Audit – 24th March 2017



The ICSI Bengaluru Chapter hosted the ICSI-NSE Joint Workshop on Secretarial Audit, on 24th March 2017 at Hotel Chancery Pavilion, Bengaluru.

The workshop was presided by CS Gopalakrishna Hegde, Council Member, The ICSI & Programme Director, CS Vasanth Kumar, Chairman, The ICSI-Bengaluru Chapter, Mr. V.R.Narasimhan, Chief Regulation Officer, National Stock Exchange (NSE), Mumbai, Mr. Avinash Kharkar, Head-Listing Compliance, NSE, CS S. Eshwar, Practicing Company Secretary, Chennai, and CS S.M.Pramod, Co-Founder, BMP & Co, LLP, Bengaluru.

The Workshop started with welcome address by CS Vasanth Kumar, Chairman, Bengaluru Chapter who in his address informed Secretarial Audit is a mechanism to ensure governance and compliance in a Company, it is a tool for risk mitigation that allows companies to effectively address compliance risk issues.

It is an effective mechanism to ensure compliance of various legislations and regulations have been complied with.

Nearly about 450 odd companies have got there secretarial audit report this year, and some of the reports contain 230 mandates.

Bangalore tops third place in the number of Companies for which the audit has been performed with 37 Companies.

CS Gopalakrishna Hegde, Council Member, The ICSI & Programme Director, while giving the Overview of the workshop informed The Institute of Company Secretaries of India has been taking various measures for development of the profession of Company Secretaries in India.

ICSI members holding certificate of practice have been cast an exclusive responsibility to undertake Secretarial Audit of bigger companies and are required to check the areas of governance, compliances and disclosures by the companies.

Secretarial Audit is a mechanism which gives necessary comfort to the management, regulators and the stakeholders, as to the compliance by the company of applicable laws and the existence of proper and adequate systems and processes in the company. Since the concept of Secretarial Audit is new for the members, ICSI has taken lot of initiatives in this area and has issued guidance note on secretarial audit and couple of directives providing clarification on statements in audit report. It has also been conducting several capacity building programmes to support its members in effectively carrying out secretarial audit and to enrich the secretarial audit reports.

The workshop then followed with technical sessions by Mr. V.R.Narasimhan, Chief Regulation Officer, NSE & Mr. Avinash Kharkar, Head Listing Compliance, NSE on Review of Secretarial Audit Reports – Observations and Expectations of NSE.

The workshop was then followed with technical session by CS S.M.Pramod, Co-Founder, BMP & Associates, LLP on topic Preparation for Secretarial Audit, wherein he informed the gathering on Planning for Secretarial Audit, Auditor Engagement, Understanding the compliance history of the listed company, Assessment of laws applicable to the company, Forming of Opinion, Auditor's independence.

The workshop was followed with technical session by CS S.Eshwar, Practicing Company Secretary, Chennai on topic Audit Practices – LODR & SEBI Regulations, where in the speaker informed the gathering on Compliances and General meeting compliances, Quality of policy and adherence to the policies relating to -Disclosure of Price Sensitive Information, Disclosures relating to Insider Trading and Takeover Code, Subsidiaries, Materiality, RPT and Other laws applicable to a company.

The workshop was then followed with Panel Discussion which was moderated by Mr. V.R.Narasimhan, Chief Regulation Officer, NSE. The Panel Speakers for the discussion were CS Gopalakrishna Hegde, Council Member, The ICSI & Programme Director, CS S.Eshwar, Practicing Company Secretary, Chennai, CS S.M.Pramod, Co-Founder, BMP & Associates, LLP.

The Workshop ended with vote of thanks and presentation of mementos to the dignitaries and speakers.

Link for accessing photographs of the workshop: <http://bit.ly/2nP2KEo>

Report on Seminar on Risk Management & The Real Estate (Regulation and Development) Act, 2016 and Related rules on 25th March 2017



The ICSI-Bengaluru Chapter organized a Seminar on Risk Management & The Real Estate (Regulation and Development) Act, 2016 and Related rules on 25th March 2017, at the Chapter Premises.

The Seminar was presided by CS Vasanth Kumar, Chairman, The ICSI-Bengaluru Chapter, CS Pradeep B Kulkarni, Secretary, The ICSI-Bengaluru Chapter, CS Hari Babu Thota, Immediate Past Chairman, The ICSI-Bengaluru Chapter.

The Seminar was presided by Speakers CA Sandeep K Jhunjhunwala, Associate Director, BMR & Associates and Mr. Ram Mohan, Senior Advisor, GMR Group.

CS Vasanth Kumar, Chairman welcomed the gathering and introduced the speakers to the audience present.

The first technical session during the seminar was taken by CA Sandeep K Jhunjhunwala on topic Real Estate regulation and development act, 2016 Related Rules. The speaker started his session by explaining the gathering on Real Estate Regulatory Authority, Impact on Developers, Real Estate Agents/ Channel Partners, Allottees – Rights and Obligations, Judicial Mechanism, Punitive Provisions, Teething Issues/ Prevailing Concerns, Pertinent points relating to some definitions, Impact on Pricing, Rules and deviations, Overall Analysis etc before concluding the session. The seminar was then followed with session by Mr. Ram Mohan R, Senior Advisor, GMR Group on Risk Management.

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

Report on Seminar on Intellectual Property Rights – Practical Aspects on 26th March 2017



The ICSI-Bengaluru Chapter organized a Full Day Seminar on Intellectual Property Rights – Practical Aspects on 26th March 2017, at the Chapter Premises.

The Seminar was presided by CS Vasanth Kumar, Chairman, The ICSI-Bengaluru Chapter and Speakers Mr. Vidya Bhaskar Singh, Senior Associate, Fox Mandal and Ms. Sripriya Padmanabhan, Associate, Fox Mandal.

CS Vasanth Kumar, Chairman, welcomed the gathering and introduced the speakers to the audience present.

The first session was taken by Mr. Vidya Bhaskar Singh on topic Patents where in he informed invention involves (a) technically advanced as compared to existing knowledge or (b) having economic significance or (c) both, and that makes the invention not-obvious to a person skilled in the art, and stressed on the methods and procedures as how to get protection for ones invention.

The Second Session was taken by Ms. Sripriya Padmanabhan on topic Trademarks where in the speaker explained on Types of trade marks, Purpose of TM registration, Registration Process, TM availability search, absolute grounds of refusal, Infringement Of Trademarks, Rectification Of Registered Trademark, Rectification- Section 16 Companies Act 2013, fees etc before concluding the session.

The third technical session was taken by both the speakers Mr. Vidya Bhaskar Singh and Ms. Sripriya Padmanabhan on topic Trade Secrets, Copyrights & Industrial Designs, where in the speakers explained the gathering on what is trade secret, Section 27 of the Contracts Act, Measures to Assert Rights, Protect and Manage Trade Secrets, Internal IP Policy And System, Copyright registration process, Rights Of A Copyright Holder, License & Assignment, Official Fee, Copyright Notice, Examples of Copyright Infringements, Sec. 52 Fair Use Exception Under Copyright Law, Case Studies, Industrial Designs and their registration process, Industrial Designs vs Copyright, Filing of a Design Application, Design Registration Process, Cost of filing an Application for Design, Piracy of Registered Design, etc before concluding the session.

The Session ended with vote of thanks and presentation of memento to the speakers.

Link for accessing photographs of the Seminar: <http://bit.ly/2nEkfXx>

Report on Inauguration and Valedictory of 32nd MSOP from 9th – 25th March 2017



The ICSI-Bengaluru Chapter organized Inauguration of 32nd MSOP on 9th March 2017. The Inaugural session was presided by CS Vasanth Kumar, Chairman, The ICSI-Bengaluru Chapter and Chief Guest CS M.Manjunatha Reddy, Practicing Company Secretary, Bengaluru. CS Vasanth Kumar welcomed all the participants and Introduced the Chief Guest, the session was then followed with lighting of lamp. The Session then followed with address by Chief Guest CS M. Manjunath Reddy, who in his address congratulated the participants for completing professional examination and said that opportunities for Company Secretaries are increasing day to day and urged the participants to grab the opportunities at the earliest.



The Valedictory Session of 32nd MSOP was organized on 25th March 2017 at the Chapter Premises. The Programme was presided by CS Vasanth Kumar, Chairman, The ICSI-Bengaluru Chapter, CS Pradeep B Kulkarni, Secretary, The ICSI-Bengaluru Chapter, CS Vivek Hegde, Treasurer, The ICSI-Bengaluru Chapter and Chief Guest CS Purushottama Adiga, Group CEO & CFO, Dhammanagi Group of Companies, Bengaluru.

CS Vasanth Kumar, in his welcome address congratulated the participants for completing MSOP and introduced the Chief Guest.

CS Purushottama Adiga, Chief Guest in his address congratulated the participants for successfully completing MSOP at Bengaluru Chapter and distributed completion certificates to all the participants.

CS Pradeep B Kulkarni, Secretary proposed vote of thanks and the programme ended with presentation of memento to the Chief Guest.

Link for accessing photographs of the Programme:

Inaugural Session: <http://bit.ly/2mIZ2vp>

Valedictory Session : <http://bit.ly/2oiu1f4>

Report on Special Induction Programme – 30th March 2017



For the 1st time in the history The ICSI-Bengaluru Chapter organized a Special Induction Programme for newly registered students for foundation and executive programmes on 30th March 2017 at the Chapter Premises.

The programme was conducted by CS Vasanth Kumar, Chairman, The ICSI-Bengaluru Chapter, who interacted with the students and parents. He then gave a brief about the Company Secretary Course and the professional opportunities along with the details about coaching classes and the activities being conducted by Bengaluru Chapter for the Students.

Report of Students Study Circle Meeting – 5th March 2017

The ICSI-Bengaluru Chapter organized Students Study Circle Meeting on 5th March 2017 at the Chapter Premises.

The programme was presided by CS Bishwajeet Dubey, on topic Committees under Companies Act 2013 & SEBI(LODR)Regulations, 2015.

The Speaker during the session informed the participants on Need for Committees, Audit Committee, applicability and composition, SEBI LODR Regulations, 2015, Frequency and Quorum, Roles and Responsibilities, Powers of Committee, Vigil Mechanism, Penalties, Nomination and Remuneration Committee, Stakeholders relationship Committee, CSR Committee, etc before concluding the session.

The Programme ended with vote of thanks and presentation of memento to the speaker.

Report of Students Study Circle Meeting - 12th March 2017

The ICSI-Bengaluru Chapter organized Students Study Circle Meeting on 12th March 2017 at the Chapter Premises.

The programme was presided by Speaker CS Anant Bhat, Company Secretary, Anant Bhat & Associates on topic Strike off / Removal of name under CA 2013. The Speaker during the session informed the gathering on Section 248 - Power of Registrar to Remove Name of Company from Register of Companies, Section 249 - Restrictions on Making Application Under Section 248 in Certain Situations, Section 250 - Effect of Company Notified as Dissolved, Section 251 - Fraudulent Application for Removal of Name, Section 252 - Appeal to Tribunal etc before concluding the session.

The Session ended with vote of thanks and presentation of memento to the speaker.

Report of Students Study Circle Meeting - 19th March 2017

The ICSI-Bengaluru Chapter organized Students Study Circle Meeting on 19th March 2017 at the Chapter Premises.

The Programme was presided by Speaker CS Deepak Jain, Practicing Company Secretary, Bengaluru on topic Budget Highlights 2017, wherein the speaker informed the gathering on Budget - General Understanding, Direct Tax Proposals, Personal taxation, Effective Year of a Budget, Corporate taxation, Business taxation, Dis-incentivising Cash transactions, Curtailing black money, Capital Gains Taxation, Other Provisions, Indirect Tax - Expectations, Indirect Tax Proposals, Service Tax Proposals etc before concluding the session.

The Session ended with vote of thanks and presentation of memento to the speaker.

Report of Students Study Circle Meeting - 26th March 2017

The ICSI-Bengaluru Chapter organized Students Study Circle Meeting on 26th March 2017 at the Chapter Premises.

The Programme was presided by CS Akash Shetty, Practicing Company Secretary, Bengaluru on topic Amendments in FEMA- FDI, ECB, FCGPR. The Speaker during his session informed the participants on Prohibited Sectors For FDI, Foreign Investment Into an Indian Company, Fema, FDI limits in various industry segments, Pricing Guidelines, Funding options, External Commercial Borrowings, Types of ECB, ECB- eligible borrowers, ECB by Start-ups, etc before concluding the session.

The Session ended with vote of thanks and presentation of memento to the speaker.