

ICSI Bengaluru Chapter and National Small Industries Corporation (NSIC) Joint Seminar on Development of MSME Sector – Role of Company Secretary – 5th Jan 2017



The ICSI-Bengaluru Chapter in association with NSIC organized a Joint Seminar on Development of MSME Sector – Role of Company Secretary on 5th January 2017 at the Chapter Premises.

The Seminar was presided by CS Hari Babu Thota, Chairman, The ICSI-Bengaluru Chapter, Mr. Ravi Kumar, Zonal General Manager, NSIC, Bengaluru, Mr. Umesh Thakur, Chief Manager, NSIC, Bengaluru, Mr. S.N.Rangaprasad, Director, MSME and CS G V Srinivasa Murthy, Past Chairman, The ICSI-Bengaluru Chapter and Practicing Company Secretary, Bengaluru.

The Seminar was presided by Mr. Ravindranath, Chairman and Managing Director, NSIC, New Delhi.

CS Hari Babu Thota, during his welcome address welcomed Mr. Ravindranath, Chairman and Managing Director, NSIC and thanked him for associating with Bengaluru Chapter for the Joint Seminar. Mr. Ravindranath, during his address informed the gathering on the various schemes of NSIC and their benefits and congratulated Bengaluru Chapter for the initiative taken for Joint Seminar. Mr. Umesh Thakur and CS G V Srinivasa Murthy took session on NSIC Schemes and Funding of MSME Sector.

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

Link for accessing photographs of the seminar: <http://bit.ly/2iX2UEf>

Report on Study Circle Meeting on Start up Policies, ESOP & Sweat Equity by Private Companies – 5th January 2017



The ICSI-Bengaluru Chapter organized Study Circle Meeting on Start-up Policies, ESOP & Sweat Equity by Private Companies on 5th January 2017 at the Chapter Premises.

The Study Circle Meeting was presided by CS Hari Babu Thota, Chairman, The ICSI-Bengaluru Chapter and speaker CS S C Sharada, Past Chairman, The ICSI-Bengaluru Chapter and Practicing Company Secretary, Bengaluru.

CS Hari Babu Thota, Chairman, welcomed the gathering and introduced the speaker to the audience. CS S C Sharada, speaker started her session by informing the gathering on Start up India Action Plan 2016, Activities Covered in Start up, Recognition as Start up, Relaxations, Sweat Equity and ESOP for Start ups, Incentives and concessions, goals and vision etc. The Speaker while explain the gathering on ESOP informed objectives of ESOP's, Issue Procedure, Framing ESOP Scheme, Tax Implications for employees etc. While explaining Sweat Equity the speaker informed ESOP Vs Sweat Equity, Sweat Equity u/s 2(88) of CA 2013, Issue of Sweat equity shares, Accounting & Taxation, ESOP & Sweat Equity under FEMA, 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 programme: <http://bit.ly/2iOS7Pu>

Report on Inauguration of Classroom Teaching for Foundation and Executive programmes - 5th January 2017



The ICSI-Bengaluru Chapter organized Inauguration of Classroom Teaching Session for Foundation and Executive Programmes on 5th January 2017 at the Chapter Premises.

The programme was attended by CS Hari Babu Thota, Chairman, The ICSI-Bengaluru Chapter and Chief Guest CS S C Sharada, Past Chairman The ICSI-Bengaluru Chapter and Practicing Company Secretary, Bengaluru.

CS Hari Babu Thota, Chairman, welcomed the gathering and thanked all the students and their parents for choosing Bengaluru Chapter for Coaching Classes.

CS S C Sharada, Chief Guest during her address shared with the students her experience and informed the students on how to pursue the course. She also informed the students the career prospects and urged the students to complete the course at the earliest.

The programme ended with vote of thanks and presentation of Memento to the Chief Guest.

Programme Report

17th All India Students Conference – 7th January 2017

Theme: Connect – Collaborate - Excel







The ICSI-Bengaluru Chapter hosted 17th All India Students Conference of ICSI – 2016 on 7th January 2017 at the Chapter Premises.

The Conference was presided by CS Gopalakrishna Hegde, Council Member, The ICSI, CS Hari Babu Thota, Chairman, The ICSI-Bengaluru Chapter, CS Vasanth Kumar, Vice Chairman, CS Rekha Kamath, Secretary, CS Pradeep B Kulkarni, Treasurer, CS Vivek Hegde, Member, Managing Committee, CS G M Ganapathi, Vice Chairman, The ICSI-SIRC, CS Nagendra D Rao, Immediate Past Chairman, The ICSI-SIRC.

CS Dattatraya Joshi, Executive Director & Secretary, Hitachi Koki India Pvt Ltd, presided as Chief Guest for the Conference.

The Conference was started with welcome address by CS Hari Babu Thota, Chairman, The ICSI-Bengaluru Chapter followed with Introduction of theme – Connect – Collaborate – Excel by CS Gopalakrishna Hegde, Council Member, The ICSI. CS G M Ganapathi, Vice Chairman, The ICSI-SIRC introduced the Chief Guest to the participants.

CS Dattatraya Joshi, Chief Guest during his address shared his experience when he was a student and how Bengaluru Chapter transformed since then. He thanked CS Gopalakrishna Hegde for giving the students and members of Bengaluru Chapter such sophisticated building with all the modern facilities and urged the students to utilize the benefit created for them to the maximum.

CS Rekha Kamath, Secretary, proposed vote of thanks and the inaugural session ended with presentation of memento to the Chief Guest.

The Conference then followed with Soft skills session on “Art of Persuasion” by Mr. Janaki Raman R, Vice President, Exilant technologies, Bengaluru, which was followed with Company Law Quiz Competition conducted by CS Ankush Sethi, Associate, J Sundharesan & Associates.

The Conference then followed with Team Building Session by Dr. Manmohan Joshi, from AES Educational Services, followed with Cultural programmes by Mr. Rohith and Ms. Lavanya, Students pursuing Executive programme of Company Secretary Course.

CS Vasanth Kumar, Proposed concluding remarks followed with prize distribution to winners and runner up of Quiz Competition and students who performed in cultural.

Report on Study Circle Meeting on Fast Track Mergers and Interaction with Official Liquidator (OL) – 18th January 2017



The ICSI-Bengaluru Chapter organized Study Circle Meeting on Fast Track Mergers and Interaction with Official Liquidator (OL) on 18th January 2017 at the Chapter Premises.

The Programme was presided by CS Hari Babu Thota, Chairman, The ICSI-Bengaluru Chapter, CS Vasanth Kumar, Vice Chairman, CS Pradeep B Kulkarni, Treasurer, CS Nagendra D Rao, Past Chairman, The ICSI-SIRC, CS Vijay Kumar Sajjan, Member, Managing Committee, The ICSI-Bengaluru Chapter.

The Programme was presided by Speaker CS V Sreedharan, Partner, V Sreedharan and Associates and Mr. G C Yadav, Official Liquidator, OL Office, Bengaluru.

CS V Sreedharan, speaker during his session explained the gathering on Applicability of section 233, Small Company, Wholly owned company, Filing with regulatory authorities{Rule 25(4a & b), Filings with ROC, Post Merger{Sec. 233(11), Amalgamation-Sec.2(1)(b) of the Income Tax Act, Capital Gains, etc. The Programme then followed with interaction with Mr. G C Yadav, OL, Bengaluru.

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

Link for accessing photographs of the programme: <http://bit.ly/2iE1q5v>

Report on Session on Meditation – 21st January 2017



The ICSI-Bengaluru Chapter in association with Heartfulness Institute organized Meditation Programme for Members and Students on 21st January 2017

**Report on Full Day Seminar on Corporate Restructuring –
Impact of Companies Act 2 013 – 21st January 2017**



The ICSI-Bengaluru Chapter organized Full Day Seminar on Corporate Restructuring – Impact of Companies Act 2013 on 21st January 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 and Speakers:-

- CS K. Vijayshyam Acharya
Global Head-Legal & Company Secretary, QuEST Global
- Mr. Neeraj Dubey
Joint Partner, Lakshmikumaran & Sridharan
- CA Amithraj A.N
Director, M&A – Tax, PwC Pvt Ltd.
- Adv Karthik Ranganathan
Tax & Corporate Lawyer, Karthik Ranganathan & Associates
- CS Vivekananda S
Partner, VGB Associates, Advocates

1st Technical Session:

The 1st Technical Session was taken by CA Amith Raj AN, Director, M&A – Tax, PwC Pvt Ltd on topic Corporate Restructuring – M & A, where in the speaker informed the gathering on Business vs. Share Acquisition, Transfer of Shares, Slump Sale & Asset Sale, Merger & Demerger, Capital Reduction & Buy-back of Shares, Stamp Duty Matters.

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 S Vivekananda, Advocate, VGB Associates, on topic Corporate Restructuring – Legal & Procedural , wherein the speaker informed the gathering on Sec.230 – Arrangement includes a reorganisation of the share capital by consolidation or division, Class of members/creditors, Classification of shares, Single-window clearance, Interference by Tribunal, Valuation of shares, Reduction and squeeze out, Appointed Date, Power of Tribunal to over-ride restrictions placed by Regulatory Authorities, Requirements for sanctioning scheme, Debenture holders, Legal & Procedural Aspects relating to Arrangements & Amalgamation under Companies Act, 2013, S – 231 – Power of NCLT to enforce compromise of arrangement, Directions at the hearing of the Application (R-5), Notice, Report of Chairman, Dispensation of Meetings, Rule 11 of NCLT Rules, 2016, Company Petition, Order of NCLT, Objections to the scheme, stamp duty, 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 Adv Karthik Ranganathan, Tax and Corporate Lawyer, Karthik Ranganathan and Associates, Bengaluru on topic Corporate Restructuring – Tax Aspects wherein the speaker informed the gathering on Amalgamation, Demerger, Reduction of Capital, Buy-back, Liquidation, Slump Sale, Share Purchase, Income Tax (28th Amendment) Rules, 2016 etc before concluding the session.

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

4th Technical Session:

The 4th Technical session was taken by CS Vijayshyam Acharya, Global Head-Legal & Company Secretary, QuEST Global, Mr. Neeraj Dubey, Joint Partner, Lakshmikumar & Sridharan, on topic M& A - Due Diligence, documentation, Integration & related issues where in the speakers informed the gathering on compliances, Audit Procedures, Legal Compliances, Approaches to post merger Integration, Taxation, Integration 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 programme: [://bit.ly/2jnHOPx](https://bit.ly/2jnHOPx)

Republic Day Celebrations – 26th January 2017



Republic Day Celebrations at The ICSI-Bengaluru Chapter on 26th January 2017 at the Chapter Premises.

Report on Study Circle Meeting on Discussion on Simplification of Procedures Under Companies Act 2013 – 28th January 2017



The ICSI-Bengaluru Chapter organized Study Circle Meeting on Discussion on Simplification of Procedures under Companies Act 2013 – 28th January 2017

The Programme was presided by CS Vasanth Kumar, Chairman, The ICSI-Bengaluru Chapter and Speakers CS T R Jairam, Practicing Company Secretary, CS Sandhya Lakshmi K, Practicing Company Secretary, CS Naman G Joshi, Practicing Company Secretary, CS Dushyantha Kumar K, Practicing Company Secretary who deliberated on topics Registration of Charges, Incorporation of Foreign Company, Compounding of Offences and Shifting of registered office from one state to another and conversion of public to private and vice versa. The suggestions undertaken from members were noted and were sent to HQ from Bengaluru Chapter.

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

Link for photographs of the programme: <http://bit.ly/2kcVhNm>

Report on Students Study Circle Meeting on 8th January 2017

The ICSI-Bengaluru Chapter organized Students Study Circle Meeting on 8th January 2017 at the Chapter Premises. The Programme was presided by CS Sivaram, Senior Manager, Accounts, Brigade Enterprises Ltd who took session on topic "Ratio Analysis".

The Speaker during the session explained Ratio Analysis and informed that it is a form of Financial Statement Analysis that is used to obtain a quick indication of a firm's financial performance in several key areas. He informed the ratios are categorized as Short-term Solvency Ratios, Debt Management Ratios, Asset Management Ratios, Profitability Ratios, and Market Value Ratios etc before concluding his session.

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

Report on Students Study Circle Meeting on 15th January 2017

The ICSI-Bengaluru Chapter organized Students Study Circle Meeting on 15th January 2017 at the Chapter Premises. The Programme was presided by CS Ankush Sethi, Practicing Company Secretary, Bengaluru who took session on topic Managerial Remuneration- New era for professional KMP's.

The Speaker during the session informed Section 197 of the Companies Act, 2013 prescribed the maximum ceiling for payment of managerial remuneration by a public company to its managing director whole-time director and manager which shall not exceed 11% of the net profit of the company in that financial year computed in accordance with section 198 except that the remuneration of the directors shall not be deducted from the gross profits. Further, the company in general meeting may, with the approval of the Central Government, authorise the payment of remuneration exceeding 11% of the net profits of the company, subject to the provisions of Schedule V. The net profits for the purposes of this section shall be computed in the manner referred to in section 198. He also informed The remuneration payable to any one managing director or wholetime director or manager shall not exceed 5% of the net profits of the company and if there are more than one such director remuneration shall not exceed 10% of the net profits to all such directors and manager taken together. Except with the approval of the company in general meeting, the remuneration payable to directors who are neither managing directors nor whole-time directors shall not exceed,— — 1% of the net profits of the company, if there is a managing or whole-time director or manager; — 3% of the net profits in any other case. The percentages aforesaid shall be exclusive of any fees payable to directors for attending the meeting of the board/committees or for such other purposes as decided by the board etc before concluding his session.

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

Report on Students Study Circle Meeting on 22nd January 2017

The ICSI-Bengaluru Chapter organized Students Study Circle Meeting on 22nd January 2017 at the Chapter Premises. The Programme was presided by CS Nishvitha V, Senior Legal Executive, Lowe's Services India Pvt Ltd who took session on topic Real Estate Act.

The Speaker during the session informed The Real Estate (Regulation and Development) Act, 2016 is an Act of the Parliament of India which seeks to protect home-buyers as well as help boost investments in the real estate industry. The bill was passed by the Rajya Sabha on 10th March, 2016 and by the Lok Sabha on 15th March 2016. She informed the objectives of the act is to establish an authority for regulation and promotion of the real estate sector and to protect the interest of consumers. She also explained the features of Real Estate Regulatory Authority(RERA) their objectives, registration process with RERA, provisions, Functions and duties of promoter, Registration & Obligation of Real Estate Agent, Real Estate Regulatory Authority And Appellate Tribunal, Protection for buyers etc before concluding the session.

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

Report on Students Study Circle Meeting on 29th January 2017

The ICSI-Bengaluru Chapter organized Students Study Circle Meeting on 29th January 2017 at the Chapter Premises. The Programme was presided by CS Prasanna Kumar Bedi, Company Secretary who took session on topic Insolvency and Bankruptcy Code 2016.

During the session the speaker informed the gathering on Evolution, Structure, Objectives And Key Features, Insolvency Resolution And Liquidation For **Corporate** Persons, Insolvency Resolution And Bankruptcy For **Individuals And Partnership** Firms, Liquidation Waterfall, Transitional Provisions, Agreements With Foreign Countries, Quick Look On Timeline, Challenges, Scope Of Company Secretaries etc before concluding the session.

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