

SECRETARIAL AUDIT

Ensuring Compliance of Other Applicable Laws

CS B.Murli

FORM MR - 3

I/We have examined the books, papers, minute books, forms and returns filed and other records .. according to the provisions of:

(i) to (v)

(vi) Mention the other laws as may be applicable specifically to the Company

FORM MR - 3

During the period under review the Company has complied with provisions of the Act, Rules, Regulations, Guidelines, Standards etc. mentioned above subject to the following observations :

FORM MR - 3

I/We further report that there are adequate systems and processes in the Company commensurate with the size of the operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines

DIRECTORS' RESPONSIBILITY STATEMENT

Sec. 134 (5) (f) : Companies Act, 2013

'the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

FUNCTIONS OF COMPANY SECRETARY

Sec. 205 (1) : Companies Act, 2013

‘to report to the Board about compliance with the provisions of this Act, the rules made thereunder and other applicable laws applicable to the Company.’

CLAUSE 49 : LISTING AGREEMENT

- **Key functions of Board :**

Ensuring that appropriate systems of control are in place, in particular, system for risk management . . . and compliance with law and relevant standards

- **Other provisions as to Board and Committees**

3. Board shall periodically review compliance reports of all laws applicable to the Company, prepared by the Company as well as steps taken by the Company to rectify instances of non-compliances

COMPLIANCE MANAGEMENT SYSTEM



COMPLIANCE MANAGEMENT SYSTEM

- ✓ **All laws & compliances applicable**
- ✓ **Laws & compliances specifically applicable**
- ✓ **Adequate systems and processes to monitor and ensure compliance**
- ✓ **Compliance Reports prepared by Company**

ICSI FAQ ON SECRETARIAL AUDIT

Council of ICSI decided (Nov.14) on scope of

‘Other Laws’

‘Reporting on compliance of ‘Other laws shall include all laws which are applicable to specific industry for example for Banks-all laws applicable to Banking Industry; for insurance all laws applicable to insurance industry....

‘Examining and reporting whether adequate systems and processes are in place to monitor and ensure compliance with general laws like labour laws, competition law etc.

CHALLENGES

- **Determination of laws applicable “specifically” to the Company**
 - **Multiple lines of business**
 - **Specific Law by Industry**
- **Certification of adequate systems to ensure compliance and Compliance of “specifically” applicable laws**
- **Competence building for every Industry?**
- **System of Compliance Certification**

SECTOR SPECIFIC LAWS

**FOOD
INDUSTRY**

Thank You!