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FROM THE CHAIRMAN



“SPEAK in such a way that other LOVE to LISTEN to you. LISTEN in such a way that others LOVE to TALK to you.”

Dear Professional Colleagues,

At the outset, I thank all my professional colleagues for having attended the programmes organized by ICSI-SIRC in large numbers. Such participation gives lot of encouragement to the SIRC to conduct programmes for the Members. During the month of March, the Regional Council organized programmes of thematic importance, to update the professional knowledge to enable Members to obtain the compulsory Programme Credit Hours. I hope the Members benefited and also earned the required Programme Credit Hours.

Synchronising with the visit of President, Vice-President and Secretary & CEO, The ICSI, the Regional Council conducted various programmes on 24th & 25th March 2012 and the proceedings of the same are appearing elsewhere in this newsletter. They are:

- Seminar on Mergers & Amalgamations
- Training Programme for Peer Reviewers
- Meeting with the Press / Media
- Interaction of President, Vice-President & Secretary & CEO, The ICSI with the Faculties, HODs of Colleges, Counsellors of ICSI & Representatives of the Public Private Partnership Organisations
- Interaction of Members & Students with President, Vice-President & Secretary & CEO, The ICSI

I am happy to inform you that a Memorandum of understanding was signed between us and the Madras Stock Exchange, Chennai for exchange of knowledge and expertise which would benefit our Members and Students. I am also happy to share with you that this MOU has been signed during the Platinum Year of the Madras Stock Exchange.

I would like to place on record our appreciation of the efforts made by Shri V. Nagappan, Director, Madras Stock Exchange Limited, Chennai and our professional colleague Shri V Balasubramoniam, Secretary and other officials of Madras Stock Exchange who made this possible in a very short time.

With warm regards,
Yours Sincerely,



CS MARTHI.S.S.
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Henry Richard
Registrar of Companies
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Common defects in Company Incorporation documents and tips to avoid the same

The International Trade Organizations, while assessing the time taken for setting up business in various Countries have expressed the view that the time taken in India for setting up new business is much longer than in other developing countries. The Government of India has been expressing concern that such status is not favorable for the over all development of the Country. Therefore, it is imperative on the part of the Professionals who deal with incorporation of companies to do their best to cut short the time involved for incorporation of companies. It has been the experience of this office that nearly over 90% of the incorporation documents are returned for one correction or the other, which delays the start of the operation of the company. The common defects noticed in the incorporation documents are detailed below with a view to improve the perfection of the documents so that the ROC will be able to incorporate the company without the necessity of returning documents for correction.

1. The discrepancies between the details furnished in Form – 1A for availability of name and the Form-1 filed for incorporation of documents. Many times, the subscriber's details do not match. Steps should be taken to avoid such discrepancies and in case, the subscriber is not willing to continue, proper NOC should be submitted. In any case the applicant cannot leave unless the whole process is carried out denovo.
2. The Economy Activity Code furnished in Form No. 1, are found defective in many cases. The code is furnished in the instruction kit of Form-1. Care must be taken to choose the correct Economy Activity Code and fill in the appropriate column in Form-1. The Economic Activity Code is reflected in the CIN (Corporate Identity Number) of the Company. Therefore, the code should be correctly selected, failing which, all statistical reports generated in the system would also go wrong.
3. Major deficiency has been found in the drafting of the object clause of Memorandum of Association. The MCA has laid down detailed guidelines for drafting the object clause of Memorandum of Association, but these guidelines are not strictly adhered to. Some of the deficiencies are –

- (i) The main object clauses are not drafted in consonance with the name as per guidelines issued by MCA. The Object clause is sometimes drafted very vaguely without specific activities. Abbreviations are not permitted to be used in the object clause and the expressions, “etc:.” and “and the like” should not be used in the object clause.
- (ii) Incidental object under Clause IIIB in the Memorandum of Association sometimes contain independent business activity, which is not permitted. The objects stated under Clause IIIB should be purely incidental or ancillary to the main object under Clause IIIA of Memorandum.
- (iii) Ministry has clarified that numerous objects should not be added under the other objects in Clause IIIC of Memorandum of Association. The guidelines stipulate that the number of “Other Objects” under Clause IIIC should have a bearing upon the capital structure of the company. If the capital is less/low, the number of “Other Objects” should be less, say restricted to about 10 to 15. In short, the “other objects” should be rationally drafted.
- (iv) It should be borne in mind that if the subscribers are Foreign nationals/Foreign Companies/NRI, the restrictions laid down in Foreign Exchange Management Act, 1999 should be taken into account while drafting the object clause. Activities which are prohibited for Foreign Nationals/Foreign Companies/NRI should not be included in the Object Clause IIIA and IIIC of Memorandum of Association such as real estate, retail trade, chit fund, Atomic Energy, Transfer of Development Rights, Tobacco, Agriculture, etc.
- (v) In the case of Non-Banking Financial Companies, it should be borne in mind that no NBFC Activity can be carried on by any company without the RBI permission/registration. Therefore, non-NBFC Companies should not have NBFC Activities in the main object Clause IIIA of Memorandum of Association. In view of the requirement of the RBI Guidelines for registration of NBFC, the Authorised Capital of NBFC Companies should have a minimum of Rs.2 crores. *While drafting the object clause, the above guidelines should be kept in mind so as to avoid protracted resubmission process while incorporating companies.*
- (vi) The execution of documents have also been found defective in many cases, particularly, where the signatories are Foreign Nationals/ Foreign Companies/NRI. If the document is executed outside India, “Appositte Procedure” should be followed, in case the signatory resides in one of those Countries which is a party to “Appositte Convention”. In all other cases, the document must be attested by the Indian Consulate/Embassy Office. If the foreign company has duly authorized, a Local Indian to execute the document on behalf of the company, relevant documents authorizing the person should be “Appositte” or “Consularised” as per the procedure mentioned above. Necessary documents, such as, Certificate of Incorporation etc., should also be submitted in support of the existence of the subscribing foreign company. If the foreign national is residing in India at the time of execution of documents, there is no need for

attestation by” Indian Consulate” or “Appositling” of documents. In such cases, the MOA/AOA can be executed like any other Indian company.

- (vii) In case the MoA/AOA are signed by the subscribers in a language other than “English”, the witness must declare that the content of the document has been explained to the subscribers in their mother tongue and that they have signed the documents after understanding the contents of such documents.
- (viii) Similarly, in the case of mutual fund companies, Asset Management Companies, Venture Capital Fund Companies, the requirement of SEBI registration should be borne in mind. Such companies cannot be registered unless the MOA/AOA are approved by SEBI.
- (ix) In the case of Insurance Companies, the requirements of IRDA must be complied with refer to capital norms etc. The Authorised Capital should be equal to the minimum requirement stipulated by IRDA.

The above defects in incorporation documents are commonly noticed during scrutiny, which causes delay in incorporation of companies and increases e-form traffic in the MCA-21 portal. Professional friends are requested to bestow utmost care and attention while preparing documents for incorporation of companies so that the time taken for setting up business in India can be substantially reduced. This will go a long way in improving the image of the Country and facilitate positive impact on foreign investments.



CS.K.K.Rao

**K.K.Rao & Associates
Hyderabad**



Important changes proposed in the Union Budget

Lot of changes have been proposed in the budget presented to the Parliament and all the readers have got the information through various sources. As it is not possible to completely highlight the entire highlights, which is possible through the budget seminars organized by SIRC and various chapters and I am sure you would have attended similar such seminars on budget proposals relating to service tax, the same is not being repeated. However some of the issues requiring attention are brought to the notice of the members:

- Rate of service tax increased from 10.3% to 12.36% effective from 1.4.2012.
- Point of Taxation Rules 2011 have been suitably amended so as to give relief to the individuals and partnership firms to continue to pay on receipt basis provided their gross total income for the previous year did not exceed Rs.50 lakhs.
- Central Government vide notification no.13/2012-ST dt. 17.3.2012 notified various percentages of exemption with conditions specified therein under Section 66B of the Finance Act.
- Notification no.12/2012 dt. 17.3.2012 exempts number of services from the purview of service tax net which is more clarificatory in nature in view of the negative list. Readers are advised to go through the list for better understanding and application.
- Service Tax Rules have been amended to give effect that the service provider shall issue an invoice for the service rendered within a period of thirty days as against the existing fourteen days and the applicable period for the banking company is forty five days.
- Clarification vide notification no.5/2012 dt.17.3.2012 indicates that the aggregate value shall not include the value of sum of the invoices issued for the services which are exempted during the financial year.
- Applicable rate if tax under the composition scheme in respect of Works Contract Service has been amended from 4% to 4.8% with effect from 1.4.2012.

CS.M.Alagar

Director

**Genicon Business Solutions Pvt Ltd
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An overview – amendments in FEMA (During the month of March, 2012)

Establishment of Branch Offices (BO) / Liaison Offices (LO) in India by Foreign Entities – Delegation of Powers

As per existing provisions of FEMA, Authorised Dealer (Bank) is authorised to accept Annual Activity Certificate filed by BO / LOs, **approve the application for** extension of the validity period of LOs and closure of BO / LOs of foreign entities in India.

However, there is no clarity on approval (whether approval from RBI or concerned authorised dealer) for the transfer of assets of LO / BO to others. Vide APDIR Circular No.88 dated March 01, 2012, it is clarified that transfer of assets of Liaison / Branch Office to subsidiaries or other LO / BO or any other entity is permitted **only with the specific approval of the Central Office of the Foreign Exchange Department, Reserve Bank of India.**

Foreign Institutional Investor (FII) investment in primary issue of debt securities

As many of you may be aware that SEBI registered FIIs are allowed to invest only in listed non-convertible debentures (NCDs) / bonds issued (i.e in secondary market) by an Indian company as per existing provisions.

SEBI vide its circular No.CIR/IMD/FIIC/18/2010 dated November 26, 2010, has issued instructions on the revised allocation of investment limits to FIIs. In terms of paragraph 8 of the said circular, SEBI has allowed FIIs to invest in 'to be listed' debt securities i.e primary issue of NCD's.

RBI has to make necessary changes in Foreign Exchange Law to invoke above said SEBI Circular by FIIs. Accordingly, **vide APDIR Circular No.89 dated March 01, 2012** it has been decided that SEBI registered FIIs/sub-accounts of FIIs can now invest in primary issues of Non-Convertible Debentures (NCDs)/ bonds only if listing of such bonds / NCDs is committed to be done within 15 days of such investment. In case the NCDs/bonds issued to the SEBI registered FIIs / sub-accounts of FIIs are not listed within 15 days of issuance to the SEBI registered FIIs / sub-accounts of FIIs, for any reason, then the FII/sub-account of FII shall immediately dispose of these bonds/NCDs either by way of sale to a third party or to the issuer and the terms of offer to FIIs / sub-accounts should contain a clause that the issuer of such debt securities shall immediately redeem / buyback the said securities from the FIIs/sub-accounts of FIIs in such an eventuality.

Vide this opening, the Government hoping to get more foreign investment in primary issue of NCDs from FIIs.

Clarification - Liberalised Remittance Scheme for Resident Individuals

As per liberalised remittance scheme, a resident in India can remit upto USD 200,000 per year for all permitted capital and current account transaction as prescribed in the scheme.

Vide APDIR Circular No.90 dated March 06, 2012, the RBI has given the following clarification on LRS;

- a. The facility is available to all resident individuals including minors. In case of remitter being a minor, the LRS declaration form should be countersigned by the minor's natural guardian.
- b. Remittances under the facility can be consolidated in respect of family members subject to individual family members complying with the terms and conditions of the scheme; and
- c. Remittances under the scheme can be used for purchasing objects of art subject to the provisions of other applicable laws such as the extant Foreign Trade Policy of the Government of India.

All other terms and conditions mentioned in existing LRS shall remain unchanged.

Investment in Indian Venture Capital Undertakings and /or domestic Venture Capital Funds by SEBI registered Foreign Venture Capital Investors - Expansion of Scope

A SEBI registered Foreign Venture Capital Investor (FVCI) may invest in equity, equity linked instruments, debt, debt instruments, debentures of an Indian Venture capital Undertaking (IVCU) or of a Venture Capital Funds (VCF) through Initial Public Offer or Private Placement or in units of schemes / funds set up by a VCF, subject to such terms and conditions mentioned therein.

Vide APDIR Circular No.93 dated March 19, 2012, it has now been decided, to allow FVCIs to invest in the above said instruments **by way of private arrangement / purchase from a third party also**, subject to terms and conditions as stipulated in Schedule 6 of Notification No. FEMA 20 / 2000 -RB dated May 3, 2000 as amended from time to time.

It is also being clarified that SEBI registered FVCIs would also be allowed to invest in securities on a recognized stock exchange subject to the provisions of the SEBI (FVCI) Regulations, 2000, as amended from time to time, as well as the terms and conditions stipulated therein.

Clarification - Prior intimation to the Reserve Bank of India for raising the aggregate Foreign Institutional Investors / Non-Resident Indian limits for investments under the Portfolio Investment Scheme

Foreign Institutional Investors (FII) and Non-Resident Indians (NRI) are allowed to purchase/sale shares and convertible debentures of an Indian company (through registered brokers) on recognized stock exchanges in India under Portfolio Investment Scheme (PIS). Provided that the aggregate investment by FII and NRI shall not exceed 24 per cent and 10 per cent respectively, of the paid up equity capital or value of each series of convertible debentures of the Indian company, without obtaining prior approval from RBI. However, in the case of FII's ceiling can go upto sectoral limit applicable to that particular industry subject to approval from the shareholders of the Indian Company.

The Reserve Bank of India (RBI) monitors the ceilings on FII/ NRI/ PIO investments in Indian companies on a daily basis. For effective monitoring of foreign investment ceiling limits, the Reserve Bank has fixed cut-off points that are two percentage points lower than the actual ceilings. Once the aggregate net

purchases of equity shares of the Company by FIIs/NRIs/PIOs reaches the cut-off point of 2 per cent below the overall limit, the Reserve Bank cautions all the designated bank branches not to purchase any more equity shares of the respective company on behalf of any FIIs/ NRIs/ PIOs without prior approval of the Reserve Bank. The link offices are then required to intimate the Reserve Bank about the total number and value of equity shares/ convertible debentures of the Company proposed to be bought on behalf of their FIIs /NRIs /PIOs clients. On receipt of such proposals, the Reserve Bank gives clearances on a first-come-first served basis till such investments in companies reaches the respective limits (such as, 10 / 24 / 30 / 40/ 49 per cent limit or the sectoral caps/statutory ceilings), as applicable. On reaching the aggregate ceiling limit, the Reserve Bank advises all designated bank branches to stop purchases on behalf of their FIIs/ NRIs/ PIOs clients. The Reserve Bank also informs the general public about the `caution' and the `stop purchase' in these companies through a press release and an updated list regarding the same is placed on the RBI website (www.rbi.org.in).

Vide APDIR Circular No.94 dated March 19, 2012, in addition to above monitoring system, it is clarified that the Indian company raising the aggregate FII investment limit of 24 per cent or to the sectoral cap/ statutory limit, as applicable to the respective Indian company or raising the aggregate NRI investment limit of 10 per cent to 24 per cent, should necessarily intimate the same to the Reserve Bank of India, immediately, along with a Certificate from the Company Secretary stating that all the relevant provisions of the extant Foreign Exchange Management Act, 1999 regulations and the Foreign Direct Policy, as amended from time to time, have been complied with.

Investment outside India - linearization

Pursuant to APDIR Circular No.96 dated March 28, 2012, the RBI has made the following changes in Investment outside India Regulations;

a. Creation of charge on immovable / movable property and other financial assets

Under existing regulations, there is no provision for creation of charge on the immovable / movable property and other financial assets (except shares of JV / WOS) of the Indian Company.

Now, an Indian Company can create charge in the form of pledge / mortgage / hypothecation on the immovable / movable property and other financial assets of the Indian Company and their group companies against loan given to JV/WoS, subject to prior approval from RBI. Further, the loan which is subject to creation of charge on properties of an Indian Company will be reckoned for the purpose of 400% financial commitment. Also, the Indian Company / their group Companies should obtain NoC from their Indian Lender for creation of charge.

b. Reckoning bank guarantee issued on behalf of JV / WOS for computation of Financial Commitment

Presently, the bank guarantee issued on behalf of JV / WOS is not reckoned for the purpose of computing the financial commitment of the Indian Company to its JV / WOS overseas.

Now, it has been decided that the bank guarantee issued by a resident bank on behalf of an overseas JV / WOS of the Indian Company, which is backed by a counter guarantee / collateral by the Indian

Company, shall be reckoned for computation of the financial commitment of the Indian Company and reported accordingly.

c. Issuance of personal guarantee by the direct / indirect individual promoters of the Indian Company

It has been decided that issuance of personal guarantee by the promoters of the Indian Party as presently allowed under the General Permission shall also be extended to the indirect resident individual promoters of the Indian Company with same stipulations as in the case of personal guarantee by the direct promoters.

There is no specific definition for the term Indirect Resident Promoters. It seems indirect resident promoters mean the individual resident who are the promoters of an Indian Company. Soon we may expect clarification from RBI for the term of indirect resident promoters.

d. Financial Commitment without equity contribution to JV / WOS

As per existing provisions, an Indian Company may extend a loan or a guarantee to or on behalf of the Joint Venture / Wholly Owned Subsidiary abroad, within the permissible financial commitment of 400% of net worth, provided that the Indian Company has made investment by way of contribution to the equity capital of the Joint Venture / WoS.

Keeping in view the business requirement of the Indian Company, particularly the legal requirement of the host country, it has now been decided that the proposals from the Indian Company for undertaking financial commitment without equity contribution in JV / ***WOS may be considered by the Reserve Bank under the approval route.*** AD banks may forward the proposals from their constituents after ensuring that the laws of the host country permit incorporation of a company without equity participation by the Indian party.

e. Submission of Annual Performance Report

As per existing provisions, An Indian Company needs to submit to the Reserve Bank through the designated Authorised Dealer bank every year an Annual Performance Report in Form ODI Part III in respect of each Joint Venture or Wholly Owned Subsidiary outside India, set up or acquired by the Indian party, after the finalization of the audited accounts of the Joint Venture / Wholly Owned Subsidiary outside India.

Now, it is clarified that where the law of the host country does not mandatorily require auditing of the books of accounts of JV / WOS, the Annual Performance Report (APR) may be submitted by the Indian party based on the un-audited annual accounts of the JV / WOS provided:

- The Statutory Auditors of the Indian party certifies that 'The un-audited annual accounts of the JV / WOS reflect the true and fair picture of the affairs of the JV / WOS' and
- That the un-audited annual accounts of the JV / WOS has been adopted and ratified by the Board of the Indian party.

f. Compulsorily Convertible Preference Shares (CCPS)

As per existing provisions, investment by an Indian Company by way of equity contribution in JV/WoS will be considered as Overseas Direct Investments. Contribution to the preference share capital (whether convertible or non-convertible) of the JV / WOS abroad by the Indian party is treated as loan to them.

Keeping in view the nature of the Compulsorily Convertible Preference Shares (CCPS), it has been decided that Compulsorily Convertible Preference Shares shall be treated at par with equity shares and the Indian party is allowed to undertake financial commitment based on the exposure to JV by way of CCPS.

External Commercial Borrowings (ECB) Policy & Trade Credit – Review of all-in-cost ceiling

Considering the developments in the global financial markets and the fact that borrowers were experiencing difficulties in raising ECBs within the existing all-in-cost ceiling, the all-in-cost ceiling for ECBs with average maturity of three and up to five years was enhanced to 6 months Libor + 350 bps with effect from November 23, 2011 and was subject to review on March 31, 2012. On a review, vide Circular No.99 & 100 dated March 30, 2012, it has been decided to continue with the enhanced all-in-cost ceiling for a further period of six months in respect of ECBs and Trade Credit as under:

Average Maturity Period	All-in-cost over 6 month LIBOR*
Three years and up to five years	350 Basis points
More than five years	500 Basis points
Trade Credit – upto three years	350 Basis points

* for the respective currency of borrowing or applicable benchmark.

The all-in-cost ceiling is applicable up to September 30, 2012 and subject to review thereafter. All other aspects of ECB policy remain unchanged.

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NGOs SECTOR- STATUTORY COMPLIANCES - AN EMERGING FIELD FOR COMPANY SECRETARIES

“The survival of our democracy and the unity and integrity of the nation depend up on the realization that constitutional morality is no less essential than constitutional legality. Dharma (righteousness; sense of public duty or virtue) lives in the hearts of public men; when it dies there, no constitution, no law, no amendment, can save it.”

-Soli J Sorabji

1. INTRODUCTION

In the recent times, the setting up of a Koodankulam Nuclear Power Plant (KKNPP) (currently under construction in Koodankulam in the Tirunelveli district of Tamil Nadu) is in a great controversy and in the news and a topic of hot discussion in the print as well electronic media. Unsurprisingly, within India there are about 3.2 million registered NGOs, of which an estimated 1.5 million are active. Some of India's religious trusts are among the richest in the world. In the recent past we have also seen NGOs like TTD, Satya Sai Central Trust, Ananda Padmanabhaswamy Temple embroiled into similar controversies as to funding and managing the affairs of the respective organizations.

This article focuses on the existing legal framework as to setting up of NGOs in India, drawbacks in the present system and emphasizes the need to bring umbrella legislation coupled with regulatory framework at the central in line with the uniform trust code of USA, so as to avoid these types of controversies and to create healthy atmosphere in the NGOs sector. Professionals like Company Secretaries can play an important role to bring in transparency and accountability in the NGOs sector through proper compliances good governing practices.

2. RECENT INCIDENTS IN NEWS

a) Koodankulam Nuclear Power Plant

In the latter part of 2011, protesters living around this Russian-built Koodankulam nuclear

plant in the southern Tamil Nadu province blocked highways and staged hunger strikes, trying to prevent construction work. They demanded the plant's closure, as they feared it will cause a nuclear accident similar to Japan's Fukushima nuclear disaster. During February 2012, there were widespread protests in favour of commissioning the nuclear power plants from other parts of the affected province, due to the province's massive power deficit of 3-4000 MW resulting in power cuts of 4-8 hours in most areas.

Former President of India and a renowned aeronautical scientist Dr A. P. J. Abdul Kalam after a personal visit to the plant said that Koodankulam Nuclear Plant is safe and that it was essential for India. He added that anyone who was worried about the safety of the plant could meet him personally at any time.

Controversy as to NGOs funding and violation of FCRA, 2010

The Prime Minister Dr. Manmohan Singh, Home Minister P Chidambaram and the Minister of State V. Narayanasamy have all separately revealed that the protests at the Koodankulam nuclear plant was funded and instigated by foreign NGOs. On February 28 2012, a German national close to the protest leaders was arrested from a lodge near the nuclear plant and deported for the alleged funding activities. Four NGOs have been officially booked for violating the Foreign Contribution Regulation Act (FCRA) of India, because they diverted foreign funds into the protest movement. The feeling in the Indian establishment, on interacting with the protesters in order to answer their concerns, is that the movement has been created to scuttle India's indigenous three-stage closed fuel cycle program, which was put in place by independent India's desire to provide power for its future generations and which will make India independent of all fossil fuels.

b) Tirumala Tirupati Devasthanams (TTD)

During 2010-11, Tirumala temple, managed by Tirumala Tirupati Devasthanams (TTD), collected the "Hundi" collections touching ` 650 crores. The TTD budget estimates for the fiscal year 2011-12 will be about ` 1,641.76 crores and the interest on investments of cash and gold deposits made at several Nationalised Banks is estimated to earn about ` 431.73 crore

c) Sathya Sai Central Trust

Ever since news of Sathya Sai Baba being critical in hospital emerged, many have wondered who would manage the Sathya Sai Central Trust in the time to come. Even before the mortal remains of Baba can be laid to rest, a quest is on for control over the Trust. While the assets with Trust are officially assumed to be ` 40,000 crore, an unofficial estimation runs to over ` 1.4 lakh crore. Sathya Sai Central Trust is the Administrative Body running health and educational institutions, and the Baba was supreme as authorised signatory of bank accounts. With no heir apparent, many are vying to become the Trust's president.

d) Ananda Padmanabhaswamy Temple
Sree Padmanabhaswamy Temple (Also known as Sree Ananda Padmanabhaswamy Temple) became the richest Hindu Temple in India as well as the world. As on 7th July 2011, after completing the asset valuation of the 5 secret cellars of the temple the treasure sums to more than ` 100,000 crore, that's around US\$22.3 billion in total, without even calculating the antique value of the objects. Earlier Sree Tirumala Venkateswara Temple in Tirupati, Andhra Pradesh was regarded as the richest temple in India. Other richest temples in India are the Golden Temple in Amritsar, Punjab, and Shirdi Sai Baba Temple in Maharashtra.

3. NGOs SECTOR

The NGO sector plays a crucial role in the growth of a nation. The Indian voluntary sector (or the NGO sector) is emerging to be a credible force in catalyzing the nation's social and economic growth, particularly for the masses at the 'bottom of the economic pyramid'. The potential for this is well apparent from the experience of other developed and developing economies. If India is to achieve, as is predicted, the living standards of the developed world by 2050, then the NGO sector would need to play a critical role, and must grow at a pace much higher than that required of the overall Indian economy.

Governance standards of organisations are recognized as critical in maintaining the transparency and accountability on the whole. This is as true for the NGOs as for the corporate and the government. That the governance standards play a significant role in creating operational efficiencies and risk mitigation, particularly those of the long-term nature, is increasingly evident from recent global trends and research. The corporate world in general, and also the government sector, has in recent years increasingly recognized this correlation, as is reflected in the emphasis on the 'corporate governance best practices' and 'the regulatory frameworks' that have emerged. But while the corporate sector in India and elsewhere has somewhat succeeded in institutionalizing effective governance policies and regulations, the NGO sector is yet to reach anywhere near that level. This is dragging down the NGO sector from performing the role that it must for the overall growth of the nation and its economy.

4. EXISTING LEGAL FRAMEWORK

The right of all citizens to form associations or unions is guaranteed under Article 19(1) (c) of the Constitution of India. Charitable organizations usually take the legal status in the form of a Trust, Society, or non-profit company (also called not-for-profit organisations or NGOs), and

are regulated by a variety of State and Central Government Agencies, Laws and Authorities. The Federal and State laws (Many states also have their own Public Trusts Acts) which are applicable to charitable organizations and NGOs operating in India include:

- a) Indian Trusts Act of 1882
This Act applies only to private trusts throughout India except the state of Jammu and Kashmir and the Andaman and Nicobar Islands.
- b) Bombay Public Trusts Act 1950
This legislation deals with charitable trusts in the states of Maharashtra and Gujarat.
- c) Charitable and Religious Trusts Act 1920
This law extends to the whole of India except the State of Jammu and Kashmir. The Central Government can extend its coverage to Jammu and Kashmir by notification in the Official Gazette,
- d) Societies Registration Act 1860
This is a federal Act and is applicable generally to all states. However some regions had already enacted their own laws, others have made amendments or modifications to the Act, and other states have passed completely new laws to regulate societies leading to considerable variation across states.
- e) Companies Act 1956
Section 25 of the Companies Act 1956 deals with Non-Profit Companies. This Act is a federal Act and applies to non-profit companies operating in any state.
- f) The Wakf Act 1995
This Act is applicable to all Wakfs whether created before or after the commencement of the Wakf Act, 1995.
- g) The Income Tax Act 1961
This is a federal Act which applies in all states, and governs tax exemption of not-for-profit organizations operating in India.
- h) The Foreign Contribution (Regulation) Act, 2010 [FCRA]
The Foreign Contribution (Regulation) Act, 2010 [FCRA] has been enacted by the Parliament to replace Foreign Contribution (Regulation) Act, 1976 [FCRA 1976]. The Foreign Contribution (Regulation) Act, 2010 (FCRA 2010) came into force on 26-09-2010. The basic purpose of FCRA 2010 as mentioned in the preamble to the Act is “to consolidate the law to regulate the acceptance and utilisation of foreign contribution or foreign hospitality by certain individuals or associations or companies and to prohibit acceptance and utilisation of foreign contribution or foreign hospitality for any activities detrimental to the national interest and for matters connected therewith or incidental thereto.”

5. PRESENT REPORTING REQUIREMENTS

- a) The Societies Registration Act 1860 provides that each society has to submit an annual report and list details of its managing body every year to its local Registrar of Societies.

The requirement to file accounts differs between states.

- b) All trusts registered under the Bombay Public Trusts Act have to file annual reports. In addition, trusts with an income above `1500 per annum have to submit audited accounts, and those with an annual income below `1500 have to submit income and expenditure statements within 6 months of closing of accounts to the Charity Commissioner's office.
- c) All section 25 companies have to file:
 - 1) audited accounts;
 - 2) an annual report;
 - 3) an annual return with the Registrar of Companies; and
 - 4) important resolutions.

Additional requirements for all directors and significant shareholders are laid out in the Companies Act 1956.

- d) The Foreign Contribution (Regulation) Act, 2010

Considering the flow of funds into the country for purposes other than business, the Government has specified that acceptance of FC against national interest would not be permissible, requiring persons accepting FC to be subject to enhanced scrutiny. The measures include prior CG approval for accepting FC, registration and renewal, conditions for end use of FC and for transfer of FC to other persons etc.

The earlier Act of 1976 (FCRA 1976) had outlived its utility and needed to be scrapped as it had failed to keep pace with the changing face of India's economic growth, more particularly after the introduction of the Prevention of Money Laundering Act, 2002. Both these Acts cover the Non-Profit Organisations (NPOs), the organisations having a definite cultural, economic, educational, religious or social programme, and also the persons in sensitive government positions, political parties and persons associated with the news media.

The provisions of FCRA 2010 applicable for regulating the acceptance of foreign contribution by persons having definite cultural, economic, educational, religious or social programmes are as follows:

NPOs are directly affected by the provisions of FCRA (both FCRA 1976 and 2010), and the Government closely monitors the inflow of foreign contribution into this sector.

Both under FCRA 1976 and FCRA 2010, any individual or organisation carrying out a definite cultural, economic, educational, religious or social programme is required to be registered with the Central Government or obtain prior permission of the Central Government before

accepting any foreign contribution. Such an NPO cannot in turn transfer the foreign contribution received by it to any other person unless such other person is also registered or has obtained prior permission.

The process of registration is stringent and fraught with bureaucratic process. Unless the NPO has a track record of at least three years, as a matter of practice, registration has generally not been granted under FCRA 1976. Under FCRA 2010, the requirement of having a track record is now codified, as the Act specifically provides that before granting registration, the Central Government shall verify whether the NPO has undertaken reasonable activity in its chosen field for the benefit of society. If the NPO is not able to fulfill the requisite conditions for registration, then the only alternative would be to apply for prior permission, which would be valid only for the specific purpose and source for which it is obtained. Even for prior permission the NPO would have to show that it has a reasonable project for the benefit of society for which the foreign contribution is proposed to be utilised.

The Central Government, before granting registration or prior permission, is required to ensure that the person or organisation is in no way working to the detriment of national interest. For example, (and the below-mentioned items are only illustrative) it should not be engaged in:

- a) Religious conversion through inducement or force;
- b) Creating communal tension or disharmony;
- c) Propagation of sedition or advocating violent methods to achieve its ends;
- d) Undesirable purposes.

Besides, permission can be denied if the acceptance of foreign contribution is likely to affect prejudicially the sovereignty and integrity of India or is against the security, strategic, scientific or economic interest of the State; or is opposed to public interest.

This clearly brings out that the Central Government has almost absolute powers to deny registration or prior permission. The manner in which some of the above criteria can be interpreted is extremely subjective and fear is that too much power is placed in the hands of the bureaucracy and this may lead to undesirable consequences.

Under FCRA 1976, prior permission was relatively simpler to obtain as compared to

registration and was generally granted within 90 days if the paper-work was proper. Under FCRA 2010, it is specified that application for registration or prior permission should, after inquiry, be ordinarily granted within 90 days of the application or the Government should communicate the reasons for not granting the same. No specific consequences are provided for not processing the application within the 90 days and hence the provisions are rightly viewed with a great deal of skepticism, as it is unlikely that the sanctity of the time frame of 90 days will be observed.

Under the Amended Act a 'certificate of registration' is now valid for a period of five years, after which the registration process will have to be repeated. This is in deviation of the present situation under FCRA 1976 where registration once granted is valid for the lifetime unless specifically revoked. The Central Government has wide powers under specified situations to cancel the certificate of registration, after making such inquiry as it deems fit. For example, the certificate can be cancelled if the NPO has obtained the same by making false statements or has violated any terms and conditions of registration or of FCRA or its rules or it is necessary to do so in public interest. The certificate can also be cancelled if the NPO has not been engaged in any reasonable activity for the benefit of society for two consecutive years. Foreign contribution can be received only in a single designated bank account and it is not permissible to open multiple bank accounts. Often funding agencies demand that separate bank account be opened specifically to manage and monitor the foreign contribution sent to India by them. Unfortunately that is not permitted under FCRA and needs to be clearly explained to the funding agencies.

Often trusts have projects in far-flung and remote places and it is always advisable to open a bank account at the project site. Recognising this need, it is provided that more than one bank account can be opened for actual utilisation of such foreign contribution. Such bank account is popularly referred to as project account and typically, the funds are transferred from the designated account, to the project account for direct spending on the project. No other deposits are allowed to be made in such project account as they are meant only for disbursement of expenses. Such project accounts were permitted under FCRA 1976 also by way of administrative directions, but under FCRA 2010, the same is legitimised by a specific provision in the Act itself.

The NGOs will have to maintain records and accounts in the prescribed manner and

intimation will have to be sent to the Central Government reflecting the amount of each contribution received, its source and manner in which the same was utilised. The designated bank also has to report the details of the foreign contributions routed through them directly to the specified authority.

6. SHORTCOMINGS IN THE PRESENT SET-UP

By its nature the voluntary sector has an extremely philanthropic side to it, thus making it difficult for corporate-like professionalism or profit driven accountability-standards to take precedence over its core functions. However, like the other key sectors of India, the voluntary sector is also faced with imposing evolutionary and 'market' challenges. Hence, issues of internal control mechanisms, professionalism, accountability, transparency and financial management must be given impetus. The challenge is manifold, and compounded by the 'unorganised' nature of the sector, lack of regulatory frameworks and the fact that India boasts of more than a million NGOs comprising different roles, structures and sizes.

Evidently, there is both a need for a pertinent shift in the manner of how the voluntary sector in India views governance and the associated regulatory frameworks. Equally important is to create competencies for better risk management through operational means and management procedures for risk monitoring and risk mitigation. In case of the NGOs, more so than for the Corporates, the risks often take the shape of vulnerability to influences and risk dynamics ranging across:

- a) Lack of or limited access to professional management expertise
- b) Financial inefficiencies and malpractices
- c) Vested organised crime and political interests
- d) Extremism and terrorism

The changing social dynamics and security environment have added to the exposure of the voluntary sector to various risks, especially those operating in extremely remote or underdeveloped regions (where incidentally the need and the contribution of the NGOs is most critical). In particular, the NGO sector has become vulnerable to the vested interests of partial political interests, organised crime and extremist organizations in such regions.

The Indian government has been blacklisting several NGOs (sometimes, the numbers running into hundreds) for primarily fund misappropriation and relationships with extremist groups. As many as 833 NGOs and voluntary organisations have been blacklisted by an autonomous body under rural development ministry after they were found indulging in misappropriation of funds. Of the 833 NGOs and voluntary organisations which were

blacklisted, 192 were from Andhra Pradesh, 125 from Bihar, 83 from Tamil Nadu, 75 from Karnataka, 72 from Uttar Pradesh, 42 from Rajasthan and 35 from Kerala.

In the incidents of the past several years, the sector has been often unlawfully exploited in that several NGOs (both national and global), especially those that receive foreign contributions, have been used as conduits for money laundering and sponsoring terrorist/extremist activities. This trend is not unique to India. The world over extremist and terrorist organisations are known to operate through 'front' NGOs as also extensively use NGOs as vehicles for generating funds and gaining influence and respectability amongst the local communities.

Such security considerations have further brought to fore the rising criticality of improving the governance practices in the Indian NGOs and exercising better regulatory mechanisms, disclosure norms, and management processes including financial management and budgeting systems as well. Moreover, in the larger interest going beyond the security considerations, the impetus has to be on inculcating a culture of including performance goals, conducting financial and performance audits, and reforms for increasing the operational accountability and transparency in the eyes of the public, volunteers, donors and other stakeholders.

As of now, there are no specific laws or regulations to regulate volunteerism in India. A task force, constituted to examine the issues related to the evolution of an independent, national level, self-regulatory agency for the voluntary organisations and develop accreditation methodologies by the Planning Commission, has suggested the creation of a statutory body, the National Accreditation Council of India (NACI), on the lines of the Bar Council and the Press Council of India. The NACI would develop, upgrade and promote norms and practices for the accreditation of voluntary organisations of various sizes and competencies, and assiduously remain on guard against all efforts and developments that might compromise the autonomy of a voluntary organisations.

7. NEED FOR GOOD GOVERNANCE PRACTICES- AN EMERGING FIELD FOR PROFESSIONALS

Therefore, the policy makers should give top priority to regulate this NGO sector by introducing the needed Regulatory Framework to bring in the transparency & accountability in this voluntary sector. The services of the qualified Professionals like Company Secretaries / Accountants may be utilized to achieve this objective. Some of the areas where the immediate governance based interventions needed are furnished below:

a) Financial Prudence

Like every other sector, one of the major drivers of efficiency is the manner of utilization of the capital and the funds that the NGO sector accumulates through various sources for carrying out its work. If statistics are to be taken into consideration, out of more than 1.5 million NGOs operating in India, only 3% are being able to carry out constructive grass-root level work (ICONGO, 2002 survey). Furthermore, NGO establishments typically tend to have high administrative costs of nearly 60% and above. Indicatively (based on limited statistics that are available for India), only 10-20% of the funds are utilized for effective developmental work. More stringent management norms and regulatory oversight will contribute to more effective spending by NGOs.

For instance, NGOs operating in under-developed nations receive more than \$15 billion as funding from international financial institutions and government agencies – this is approximately the same amount of money that World Bank spends on development in these countries. The important question is whether the voluntary sector is being successful in delivering a comparable amount of development in the regions?

b) Internal Controls Mechanisms

A study conducted by the McKinsey Global Institute (MGI) during 2007 elucidates “that if India continues its recent growth, average household incomes will triple over the next two decades and it will become the world's 5th-largest consumer economy by 2025, up from 12th (during 2007).” This also means more funds for the Indian NGO sector if it is able to create a greater degree of trust and professionalism in its operations. The NGO sector is beset by the problem of 'lack of transparency' in their functioning for gaining the trust of people and the donors for fund raising activities.

Transparency in operations is a major challenge. A large numbers of NGOs are prone to exploitation by vested political interests, extremist outfits and criminals for a variety of reasons owing to their clean, philanthropic image and their direct-connect with the masses (which both the corporates and the government tend to lack). This characteristic strength of an NGO often becomes its weakness since such vested interests misuse the public trust and the image enjoyed by the NGOs. This is further aggravated by the fact that NGOs have substantial access to international and national funds, again generally devoid of intensive scrutiny or audit trails.

c) Management Efficiencies

The NGO sector in India is largely in the form of what can be termed as an 'unorganised sector', with a preponderance of small outfits that have been floated by either individuals or small groups of people. The NGOs are generally founded by people passionate about a 'cause', which often results in an organisational infrastructure that is focused on operations rather than efficiencies and management processes. One result of this is the wastage of resources. Limited statistics that are available, indicate that on an average 70 percent of the funds are utilized for the administrative purposes of the NGOs.

The philanthropic and the humanitarian angle of the NGOs often override the need for management efficiencies and systematic planning to achieve the 'cause' based objectives. The fact that is amiss from the vision of the voluntary sector in India is that better management processes and professionalism can only accelerate the success of developmental and welfare programs in a seamless manner. There also exist numerous NGOs spending disproportionate amount in advertising and salaries often robs the sector of the trust and the faith among the general public.

In addition, the disproportionate focus on the operations versus management efficiencies and planning results in people with inadequate management competencies to hold senior positions. This exposes the sector to higher degree of risk from corruption and frauds, both intentional and consequential.

d) Prone to Money Laundering Transactions

The operational risk that emanates from unmonitored funding to NGOs is that it exposes the sector to money laundering and terrorism financing risks. This is further complicated by the fact that many NGOs have an international presence in strife-affected regions, and their operations are directed to vulnerable communities, which also tend to be the communities which extremist organisations target for support, propaganda, fund-raising and recruitment activities. This makes the NGOs to be more prone to money laundering activities.

e) Internal Control Checks in the Operations of NGOs

There are numerous NGOs working in remote and challenging regions of India. Many of the well-funded organisations have large geographically spread-out set-ups with regional branches in such areas. Consequently, such set-ups in the remote regions have inadequate means for internal control, further exposing to the risk of inadequate functional and financial monitoring.

Internal control mechanisms form an integral part of any organisation since it is essential that the 'child' outfits work in tandem with the parent organisations. It will be less beneficial if the parent organisation (often, set up in a large city) adheres to regulations and internal policies/controls but the branches do not.

Another impediment is that the regional branches often have limited autonomy and funds to manage the developmental activities at the grass-root level. This creates a huge disparity in the vision and the mission of the parent and the regional branches, leading to ineffectual realisation of the organisational goals.

Furthermore, the lack of internal controls over the smaller, regional branches (often established in vulnerable regions) exposes them to the various risks – from security to misuse of their infrastructure and programs by interested parties such as local politicians and crime syndicates, and even extremists. Much of the government welfare schemes in such regions too are exposed to similar risks.

Applying a pervasive 'corporate style' governance structure may not provide the full answer to the above challenges. However, without doubt the management of the NGOs needs to have a greater focus on ensuring how internal control mechanisms would work in a decentralised environment of geographically spread out regional branches and sub-branches. Earmarking funds and resources for such controls and monitoring is a necessity, some of which must be mandated by regulation to that effect. This will further enhance the quality of developmental work carried out by the sector on the whole, also imparting integrity and respect to the work at the same time.

f) Misuse of the Image of NGOs leads to Mistrust

Many NGOs have a respectable brand equity and are associated with high work ethics. They also often exercise significant level of influence amongst 'vulnerable communities'. These very aspects are exploited by anti social elements to perpetrate crime and extremism using NGO fronts.

Weak governance policies and internal control systems leads to fraudulent and corrupt practices. The domino effect is mistrust in the voluntary sector further leading to reduction in donations and assistance, thus hampering the overall goal of the sector. For the NGO sector, reputation management and transparency are the primary ambassadors of building an appropriate relationship with its stakeholders – most importantly, the public and the volunteers.

g) Bridging the gap between the Top-most Management and the Grass-Root level Volunteers

NGOs as organisations tend to be founder-centric and are expected to run according to a preset cause. Since the decisions are mainly taken by the founders who also constitute the management, there is often a separation of the organisation's vision and the working of the field staff. Founders hesitate to delegate decision-making and to empower lower level leadership. A major factor driving this is a lack of focus on creating efficiencies and systematic processes.

Incidentally, our research shows that most often the stakeholders, particularly the public and the communities, support the cause and not necessarily the NGO brand. Hence, it is pivotal that there is no professional and visionary lacuna among the top management of the NGO and its volunteers at the grass-root level. This creates disparity in the vision, which translates into operational inefficiency at the end. Also, such disintegration in the vision and mission between the top management and the ground staff opens up avenues for corruption and indulgence in unlawful activities.

h) Strategic Leadership to provide Holistic Guidance

Strategic leadership is of utmost importance to NGOs since they are established with a clear humanitarian goal driven by a specific cause. Unlike businesses, where a major part of strategic leadership effort goes in assessing and deciding strategy for factors such as competitive forces and changing market dynamics, there is a consistency and less unpredictability with respect to strategy. On the other hand, the leadership of NGOs is required to play a much greater role in building reputation and brand-equity, which would attract donors and volunteers. In effect, it becomes pivotal for an NGO to put forth a robust and focused vision and mission centred on its strategic leadership. This, in turn, obviously must be supported by good planning and consistent monitoring by the organization's management to ensure that the proposed philanthropic development and its objectives are being carried out.

Such measures can only enthuse a strong culture of professionalism in the voluntary segment of India with a 'business like' angle of achieving the set goals in optimum resources

available. After all, how well the voluntary organization is equipped to deal with its deliverables will only translate into operationally achieving the developmental activities. The core requirement of strategic leadership is to provide a holistic guidance to the organisation with an impetus on strategisation, reputation building, performance, monitoring and improvisation.

The implementation of a strategic framework is essentially important in the management of an NGO. The endorsement of such a framework brings in professionalism and internal control mechanisms, which further makes the organization's performance more effective. Developing strategies also include establishing a mechanism of consistent monitoring of whether they are being implemented and linking the results to the organisation's goals.

8. CONCLUSION

In recent times concerns have been raised that trusts do not spend adequate amounts on their core objects. There isn't enough transparency in the administration of the trusts, resulting in disproportionately high administrative expenses. Apparently to address these concerns, further controls over trusts are introduced, providing that not more than 50% of the foreign contribution received in a financial year by the trust shall be utilised to meet administrative expenses. Administrative expenses exceeding 50% can be defrayed only with the prior approval of the Central Government, which will prescribe the elements that will be included in the administrative expenses and the manner in which such administrative expenses shall be calculated.

Unregulated NPO activities in the past have known to be the conduits for money laundering for organised crime. Global pressure is also growing on India to act urgently. The Financial Action Task Force (FATF) has in its report identified fund transfers from foreign non-profit organizations (NPOs) as one of the major sources for terrorist financing in the country on par with counterfeiting of currency, drug trafficking and extortion.

In particular, the Indian voluntary sector urgently needs 'Self-Regulatory Guidelines' and transparency mechanisms to increase the trust and awareness as to how the philanthropic funds are being utilised. This is a critical challenge that creates a barrier to raising funds and capital for the sector. The general lack of transparency in the functioning of a large proportion of NGOs leads to aversion in donating funds for charitable causes since the general public is largely cynical about the 'genuineness' of the non-profit spirit of the sector.

Inevitably, stringent governance standards of an NGO will facilitate the effective

management and increase the accountability to its stakeholders including donors, the government and the community. It is in the self-interest of the NGOs to realize the fact that it is equally important for them to implement a structure of 'Corporate Governance Principles' so that it is able to provide real value to the stakeholders. Also, this would enable to track the dubious sources of funding coming in for the voluntary sector – an aspect which has gained impetus in the wake of the increased number of terror attacks and extremist activities. At present, India has different laws for administering the NPO sector, as some of the areas relating to religious trusts and non-profit organisations fall under the State and Concurrent List of the Constitution. Multiple Acts make monitoring of these entities difficult as there is no centralized body to keep a tab on the sector, raising concerns on the source and outflow of funds. Hence, there is a need for a 'National Framework Legislation' to support the NPO sector and to bring in the 'Transparency & Accountability' in this voluntary sector on the lines of Uniform Trust Code of USA. In USA, the Uniform Trust Code (2000) will provide States with precise, comprehensive, and easily accessible guidance on trust law questions and provide a uniform rule. The Code also contains a number of innovative provisions. The United States, Bangladesh and Nepal have centralised agencies for registering and monitoring NPOs.

Philanthropy is ingrained in the Indian psyche and a vast number of organisations do yeoman work, they serve the most basic problems of the neediest of the needy, where government machinery has woefully failed. Such organisations need to be encouraged and provided with a framework where they can function efficiently and effectively. Individuals having professional qualification such as Cost Accountants will play an important role in introducing good governance practices and evolving self regulatory mechanism in the NGOs sector.

SIRC Activity Report

1. Study Circle Meeting on 'New vistas under Domestic Arbitration'

Shri Harishankar Mani, Advocate was the speaker for the study circle meeting on Domestic Arbitration on 09.03.2012. Earlier CS Dr. B Ravi, Chairman, Professional Development Committee, ICSI – SIRC welcomed the members and CS Dr. Baiju Ramachandran, Secretary, ICSI – SIRC introduced the speaker.

Shri Harishankar Mani narrated the historical background of the concept of arbitration and explained about how the present Arbitration and Conciliation Act, 1996 repealed the old act of 1940. The speaker explained that arbitration is a method whereby parties can resolve their disputes privately and it is also known as an alternative dispute resolution mechanism. He also explained elaborately the terms arbitration, essentials of an arbitration agreement and the recent developments in arbitration agreement. Various case laws were quoted by the speaker in highlighting the various points regarding arbitration.



Dr.B.Ravi addressing. Others from the left: C. Ramasubramaniam, Dr.Baiju Ramachandran & Adv.Harishankar Mani (Speaker)

The meeting was lively with the members actively interacting with the speaker. CS Ramasubramaniam C, Member, ICSI – SIRC proposed the vote of thanks.

2. Inaugural Session of 11th MSOP

The 11th MSOP was inaugurated on 19th March 2012 at ICSI – SIRC House, Chennai. Shri P N Ramasami, Former General Manager, Bank of India, Chennai inaugurated the 11th MSOP. Ms. Sarah Arokiaswamy, Joint Director, ICSI – SIRO welcomed the participants and explained the participants about the guidelines of the programme.



C. Ramasubramaniam addressing. Others from left: P.N.Ramasami (Chief Guest), R.Sridharan & Sarah Arokiaswamy

She requested the participants to interact with the faculty members, who had rich experience in their chosen areas. CS Ramasubramaniam C, Member, ICSI – SIRC introduced the Chief Guest to the participants. CS Sridharan R, Council Member, The ICSI highlighted the various initiatives taken by the council in making the course and profession more effective. Shri Sridharan said that the proposed secretarial audit in

the Companies Bill 2011 would throw open a number of opportunities for company secretaries.

In his inaugural address, Shri Ramasami congratulated the SIRC on the way the MSOP is being organized and the topics chosen for the MSOP. He observed that, gone are the days, when the banks gave less importance in the employment of Company Secretaries. With many stringent rules on the cards, the role of CS has become vital in the banking sector, the speaker observed. He advised the participants to update

their knowledge regularly and requested them to have confidence in themselves so as to play a pivotal role in their employment or in practice. The speaker laid stress on the importance of communication skills. Ms. Sarah Arokiaswamy, Joint Director, ICSI – SIRC proposed the vote of thanks.

3. Half – Day Seminar on 'Recent trends in FDI'

With an objective of highlighting the members in the recent trends in FDI, ICSI – SIRC organized an half – day seminar on FDI on 21.3.2012. The speaker of the seminar was Shri V N Shiva Shankar, Founder, VNS Legal, Advocates, Chennai. The Seminar had the gracious presence of CS Ananthasubramanian S N, Vice President of the ICSI. Earlier CS Dr.B.Ravi, Chairman, Professional Development Committee, ICSI – SIRC welcomed the members and introduced the speaker. Speaking on the occasion, CS Sridharan R, Council Member, The ICSI highlighted the members on the proposed initiatives of the Central Council.



From the Left: R.Sridharan, S.N. Ananthasubramanian, C. Ramasubramaniam & Dr.B.Ravi

CS Ananthasubramanian, S N, Vice President, The ICSI in his crisp and eloquent address, appraised the members on the various new avenues for the profession. The vice president requested the members to participate in the various programmes and keep themselves updated. The speaker, Shri V N Shiva Shankar presented the members with a grandiose on the FDI. He narrated that the overall policy is regulated by the Department of Industrial Policy and Promotion [DIPP] and the foreign investment policy is based on the business carried on by the Indian companies. He explained that the DIPP lays down overall policies and the RBI, under FEMA issues operational rules and regulations on FDI.

The speaker then focused on instruments of FDI, investor rights and documentation, exit options for foreign investors, etc. He also listed the prohibited sector in which the FDI is not entertained and the challenges on indirect FDI. CS Ramasubramaniam C, Member, ICSI – SIRC lead the interaction with the speaker and proposed vote of thanks.

4. Press Meet with the President, The ICSI

Synchronizing with the visit of CS Nesar Ahmad, President, The ICSI, the ICSI-SIRC has organized a Press Meet on 24th March 2012 at Hotel Deccan Plaza, Chennai. 20 Press coops from 15 various reputed TV Channels, News dailies [English, Tamil, Malayalam dailies] and Students Magazines attended the Press Meet. Doordarshan TV News Channel and Raj TV News attended the Press Meet and reputed News dailies, Magazines and News agencies such as Dinamani, Malayala Manorama, News Today, India

Today, Press Trust of India, Puthiya Thalamurai Kalvi, Your Nagal Times, Vikatan, Student Express, Thozil Ulagam, Thozil oosai and Education Today also attended in the said Press Meet. The President, ICSI briefed



the press about the top ten goals of the Institute for the period 2011-2014, ICSI MOUs, ICSI Initiatives on Corporate Governance and also briefed about the institute various initiatives such as ICSI National Award for excellence in Corporate Governance, ICSI Post Membership qualification in Corporate Governance and also explained about the New syllabus of CS students.

The CEO & Secretary, The ICSI, CS S S Marthi, Chairman, The ICSI-SIRC, CS R Sridharan, CS Gopalakrishna Hegde, CS Baiju Ramachandran were present during the press meet. The representatives of the press asked the dignitaries with many queries which were aptly replied. The news with regard to the Press Meet was telecasted on Doordarshan TV News channel and Raj TV on 24th March 2012. The 'Press Release' of the said Press Meet had also published in various reputed news dailies, viz, Dinamani, News Today, Daily Thanthi, Mathrubhumi, Makkal Kural and Trinity Mirror.

5. President, The ICSI & the Secretary & CEO, The ICSI's meet with Faculties and PPP centers, Chennai

The ICSI – SIRC organized a meeting of faculties of Commerce / Management of Colleges / Schools and PPP centers in Chennai, with CS Nesar Ahmad, President, The ICSI. CS Gopala Krishna Hegde, Council Member, The ICSI, CS Marthi S S, Chairman, ICSI – SIRC, CS N K Jain, Secretary & CEO, The ICSI and CS Dwarakanath C, Vice Chairman, ICSI – SIRC were also present on the occasion. CS Marthi S S, Chairman, ICSI – SIRC welcomed the dignitaries, faculties and the representatives of the PPP centers. The President narrated the changes in the course contents of the



course and requested the faculties to take the course to the students. He further requested the PPP centers to cater the needs of the students at their fullest satisfaction. CS N K Jain was in full praise of the faculties, as they are those in which many of the students rely for their future course of study. The faculties and the representatives from PPP centers interacted with the dignitaries freely and raised many questions, which were aptly replied by the dignitaries. Some suggestions given by the faculties were also assured to be taken into consideration. With the vote of thanks by CS Marthi S S, the interaction came to an end.

6. Signing of the MOU with the Madras Stock Exchange

A Memorandum of understanding was signed between the ICSI and the Madras Stock Exchange, Chennai for the identified areas for cooperation and jointly launching training programmes for courses introduced by



From the left: N.K. Jain, R. Sridharan, Sutanu Sinha, V. Balasubramoniam, Gopalakrishna Hegde, Nesar Ahmad and S.S. Marthi

NSE, BSE and NISM, subject to their concurrence. It is also proposed to conduct joint investor awareness programmes. CS Sutanu Sinha, Senior Director, Academics, The ICSI and Shri V Balasubramoniam, Secretary, Madras Stock Exchange signed the MOU in the gracious presence of CS Nesar Ahmad, President, The ICSI, CS Ananthasubramanian S N, Vice President, The ICSI, CS Sridharan R, Council Member, The ICSI, CS Gopalakrishna Hegde, Council Member, The ICSI, CS N K Jain, Secretary & CEO, The ICSI, CS Marthi S S, Chairman, ICSI – SIRC and CS Dr. Baiju Ramachandran, Secretary, ICSI – SIRC.

7. President, The ICSI & the Secretary & CEO, The ICSI's interaction with members

In the interaction meeting with the members, CS Nesar Ahmad, President, The ICSI explained the members on the various initiatives taken by council pertaining to the profession. CS Ananthasubramanian S N, Vice President, The ICSI and CS N K Jain, Secretary & CEO also spoke on the occasion. The members interacted with the dignitaries ardently.



From the left: N.K. Jain, Gopalakrishna Hegde, S.S. Marthi, Nesar Ahmad, S.N. Ananthasubramanian, R. Sridharan and Dr. Baiju Ramachandran

8. President, The ICSI & the Secretary & CEO, The ICSI's meet with students

The President, ICSI's meet with the students was organized on 25th March 2012. CS Nesar Ahmad, President, The ICSI, CS Ananthasubramanian S N, Vice President, The ICSI, CS Sridharan R, Council Member, The ICSI, CS Marthi S S, Chairman, ICSI – SIRC, CS Dwarakanath C, Vice Chairman, ICSI – SIRC and CS Nagendra D Rao, Treasurer, ICSI – SIRC were present. The President appraised the students on the various initiatives taken by the institute in matters relating to the subjects, training programmes, etc. The Vice President highlighted the participants that there is added scope for the Company Secretaries in the future. CS Sridharan R, Council Member, The ICSI, focused on the changes in the



From the left: Nagendra D Rao, R. Sridharan, S.N. Ananthasubramanian, Nesar Ahmad, S.S. Marthi, N.K. Jain and C. Dwarakanath

syllabus and training programmes of the institute. CS N K Jain, Secretary & CEO, The ICSI endorsed the views of the dignitaries and wished the participants to complete the course and take up the profession at the earliest. CS Dwarakanath C, Vice Chairman, ICSI – SIRC proposed vote of thanks.

9. Seminar on 'Mergers & Amalgamations'

It is evident from the recent past that large Indian companies are in the path of growth as they are exploring the possibilities of potentiality in the foreign soil. On the other hand, the MNC's are targeting the companies in India for the expansion of their business. This results in mergers, acquisitions and amalgamations of companies. The Company Secretaries can also play a vital role in offering the services to companies in their M&A activities. To throw more light on this, the SIRC of the ICSI organized a one day seminar on 'Mergers & Amalgamations' at Hotel Deccan Plaza, Chennai on 24th March 2012.

The seminar was inaugurated by CS Nesar Ahmad, President, The ICSI. Earlier CS Marthi, Chairman, ICSI – SIRC welcomed the dignitaries and the members. Introducing the theme of the seminar, CS Gopalakrishna Hegde, Council Member, The ICSI cited the examples of major M&A's that took place in the recent past. CS Sridharan, Council Member, The ICSI introduced the President to the members. In his exuberant inaugural address, CS Nesar Ahmad highlighted the members with the initiatives taken by Council for the development of the profession. CS Nesar Ahmad also congratulated the SIRC for selecting a topic, which is very contemporary. The President also cited the opportunities galore for the CS in the areas of M&A. CS Jain N K, Secretary & CEO, The ICSI also spoke on the occasion. The inaugural session concluded with the formal vote of thanks by CS Dr. Baiju Ramachandran, Secretary, ICSI – SIRC.

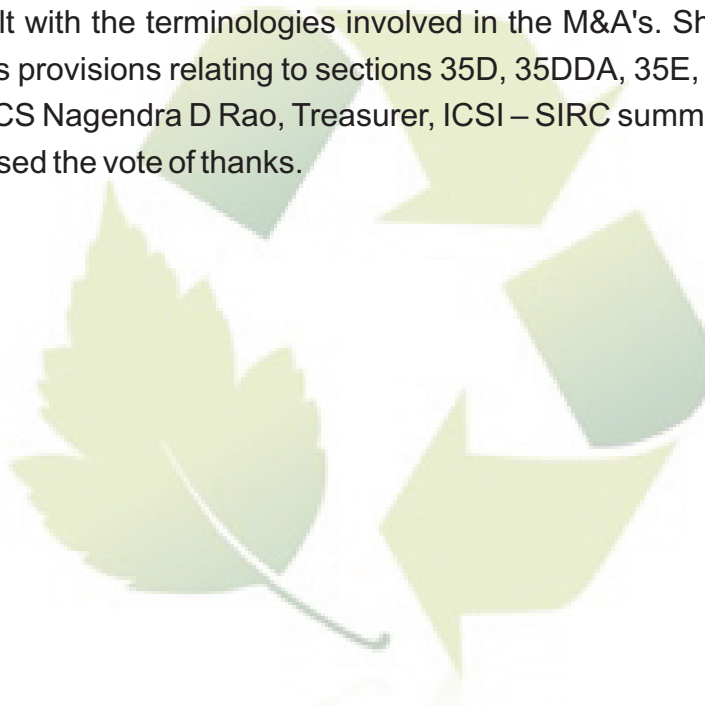


S.S. Marthi, Chairman, ICSI-SIRC seen addressing. Others from the left: Dr. Baiju Ramachandran, R. Sridharan, Nesar Ahmad, Gopaakrishna Hegde and N.K. Jain

Shri N R Sridharan, Chartered Accountant, Chennai was the speaker for the first session. CS Dr. Ravi B, Chairman, Professional Development Committee, ICSI – SIRC introduced the speaker to the members. Shri Sridharan dealt with the 'Accounting treatment and Accounting standards on M&A'. Shri Sridharan told that the Accounting standard for amalgamation is AS – 14. It contemplates two methods of accounting, viz, pooling of interest method and purchase method. He further explained that it is a method of accounting for amalgamations the object of which is to account for the amalgamation as if the separate businesses of the amalgamating companies were intended to be continued by the transferee company. Accordingly, only minimal changes are made in aggregating the individual financial statements of the amalgamating companies. Shri Sridharan also threw light on demergers, reserves, considerations, fair values, etc. This session concluded with the formal vote of thanks by CS Dwarakanath C, Vice Chairman, ICSI – SIRC.

The speaker for the second session was Shri PH Arvindh Pandian, Advocate, Chennai. On behalf of the ICSI – SIRC, CS Marthi S S, Chairman, ICSI – SIRC felicitated Shi PH Arvind Pandian, on being appointed as the Additional Advocate General, Government of Tamilnadu. CS Ramasubramaniam C, Member, ICSI – SIRC introduced him to the delegates. In his lucrative speech on the legal aspects relating to M&A, Shri Arvindh Pandian explained the members that synergy is generally the underlying principle of M&A transactions. He pointed out that by M&A's the companies reduce in layers of shareholding patterns, reduce regulatory and compliance obligations. The M&A also assures of a greater financial strength. Shri Pandian explained in details the terms like internal reconstruction, external reconstruction, demergers, etc. He also deliberated with the members on whether foreign companies can amalgamate with Indian companies. Various powers of the court to sanction the M&A scheme was also dealt by him in detail. With a formal vote of thanks by CS Nagendra D Rao, Treasurer, ICSI – SIRC, the session came to an end.

CS Dr Ravi B, Chairman, Professional Development Committee, ICSI – SIRC introduced the speaker for the third session, Shri N Narayanan, Chartered Accountant, who spoke on the taxation issues in M&A. The speaker initially dealt with the terminologies involved in the M&A's. Shri Narayanan explained the members with the various provisions relating to sections 35D, 35DDA, 35E, 43[B], 40[a], 801, 10[A], etc. which deals with M&A's. CS Nagendra D Rao, Treasurer, ICSI – SIRC summed up the proceedings of the entire seminar and proposed the vote of thanks.



Chapters' Activity Report

HYDERABAD CHAPTER

1. Panel Discussion on Vodafone Verdict

On 01.03.2012, Hyderabad Chapter along with International Fiscal Association- Hyderabad Sub-chapter and FAPCCI organized a Panel Discussion on the Judgment of the Supreme Court in the Vodafone Case at FAPCCI. CS Shujath Ali Bin, Chairman, Institute of Company Secretaries of India– Hyderabad Chapter gave his opening remarks and introduced the panelists and moderator. Sri P.V.S.S.Prasad dealt with Sec 9(1)(i) of IT Act - the impact of Vodafone Judgement. Sri T.S.Ajai dealt upon Review Petition filed by the Department- And the Cause and Effect Sri Jayesh Sanghvi dealt upon Sec 163 & 195. Sri Sampath Raghunathan explained the case laws of Ramsay, Andolan Bachav and McDowells as dealt in the Vodafone Verdict. The meeting ended with Vote of Thanks by Sri Mohan Acharya Secretary, IFA-Hyderabad Sub Chapter.

2. Leadership talk on “ICSI Vision 2020” & Conversation with President, The ICSI for Students

Chapter has organized a Leadership talk on “ICSI Vision 2020” & Conversation with President, The ICSI for students on 5 March, 2012 at Katrina Hotel. CS Sheath Bin Ali, Chairman of the Chapter presided over the function. CS Nesar Ahmed President, The ICSI spoke about Vision 2020, Core Values, he also spoke about core values, infrastructure, ethics, integrity, and informed students that training of 15 months would be extended to 24 months. CS S.N.Ananthasubramanian Vice-President, The ICSI, CS C. Sudhir Babu, CS R. Sridharan, Council Members, The ICSI and CS S. S. Marthi, Chairman, SIRC also addressed the students. CS Nesar Ahmed President, The ICSI clarified the doubts raised by the Students. **CS Vasudeva Rao Devaki, Secretary of the Chapter proposed a vote of thanks.**

3. President's Meet

Chapter has organized Leadership talk on “ICSI Vision 2020” & Conversation with President, The ICSI for Students on 5 March, 2012 at Hotel Katriya. **CS Shujath Bin Ali** Chairman of the Chapter presided over the meeting and introduced all the delegates present on the Dias. He gave brief description about President and Vice President, The ICSI and Council Members. CS Nesar Ahmed spoke about the issues pertaining to core values, ethics, integrity and infrastructure. He also spoke about service tax, vat as emerging areas and also said the ICSI is partnering with global organizations. CS AnanthaSubrahmanyam, Vice President, The ICSI, CS R. Sridharan, Council Member, CS C. Sudhir Babu, Council Member and CS S.S. Marthi, Chairman, SIRC spoke on the occasion. At the end of the session President answered the queries raised by the members.

4. Press Meet

Chapter has organized a press meet with President, The ICSI on 5 March, 2012 at Katriya Hotel. He told the press that ICSI is introducing two new post membership qualification course in completion law and corporate re-structuring and insolvency and also informed that new syllabus for Company Secretary foundation programme and updated regarding draft syllabus for executive programme and professional programme. He also spoke on infrastructure and vision and mission, Vision 2020.

5. Valedictory session of Executive Development Programme

Chapter has organized Valedictory session of Executive Development programme on 7 March, 2012 at Chapter Premises. CS Shujath Bin Ali, Chairman of the Chapter took over the chair and thanked all for

being present in the valedictory session. The Chairman shared his views about quality improvement, leadership qualities, thought process, knowledge sharing, communication development, networking and best practices along with corporate governance. CS A.V. Rao appreciated the efforts taken over by the new Committee members of ICSI Hyderabad Chapter headed by Chairman CS Shujath Bin Ali to facilitate the chapter as a knowledge hub with state of the art facility. CS P.G. Issac Raj, Treasurer of the Chapter gave brief introduction of Dr. Akbar Ali Khan (Chief Guest) for the evening.

Dr. Akbar Ali Khan, Vice Chancellor, Telangana University, Hyderabad, Chief Guest for the evening while addressing all participants enlightened about responsibilities of corporate sector, code of conduct, behavioural requirement, professional qualities etc. He told professional ethics and values are required for doing good business. He emphasized to impart good corporate governance practices in India. He concluded his speech by quoting "SMART" approach i.e. S-Skilful, M-Marketable, A-Adaptable, R-Reliable, T-Talent, all this are pre requisite for a good Company Secretary. Chairman then announced to present the certificates to each student participant of this EDP programmed. All the office bearers and Chief Guest presented the certificates to students, best participant award won by Ms. M Rake Jain by the participants. CS Vaudeville Rio Device, Secretary of the Chapter proposed vote of thanks.

6. Inauguration of 5th Management Skills Orientation Programme [MSOP]

Chapter has organised a 5th Management Skills Orientation Programme on 12 March, 2012 at Chapter Premises. CS Sheath Bin Ali, Chairman of the Chapter welcomed the gathering and congratulated the participants on their achievement of successful completion of professional programme and enrolling for MSOP. He also spoke on Corporate Governance its importance and role of a Company Secretary in present scenario etc.

CS S. S. Marthi, Chairman, SIRC spoke on Vision, mission, Goals, code of conduct of the professional and recent event of "Leadership talk on Vision 2020" conducted by the Chapter. CS C. Sudhir Babu, Council Member, The ICSI spoke on importance of training sessions, MSOP classes, current functions and crucial role of a Company Secretary in Corporate world etc. CS P.G. Issac Raj, Treasurer for the Chapter introduced the Chief Guest.

Sri Atul Sobti, General Manager, P&D, S & ES, BHEL, Hyderabad inaugurated by lighting of the lamp. He shared his experience on Corporate governance and best practices and BHEL with the participants conveyed his hearty congratulations and thanks to Chapter for bringing up high caliber professionals into this Corporate world. CS Vasudeva Rao Devaki, Secretary of the Chapter proposed vote of thanks.

7. Investor Awareness Programme

Chapter has organized Investor Awareness Programmed on 16 March 2012 with the support of Finance Department of BHEL at Community Centre, BHEL, Ramchandrapuram. The Programme was initiated by CS.P.V.Arun Kumar, Manger Finance, BHEL and the inaugural address was given by CS.Shujath Bin Ali, Chapter Chairman and CS.M V Rao, Head Finance, BHEL.

The Programme was moderated by CS.P.G. Issac Raj, Chairman-Investor Awareness Clinic and Treasurer- Hyderabad Chapter. First Speaker Mr. Samba Siva Rao, Executive Director Zen Securities Limited spoke on the various investment avenues available and analysis of the markets with a highlight on capital markets. Second Speaker CS. P. Jagannatham, Advocate dealt with the IPO related aspects giving the insights to the participants on the prospectus document. Third Speaker CS.A.Satyanarayana, Company Secretary of Gulf Oil Corporation Limited appraised the rights of the Investors, forums available

for knocking the doors in case of any grievances and redressal mechanism. Before concluding the programme in the interactive session the queries raised by participants were clarified by the speakers. The Programme was attended around 250 participants which includes employees, officers and general public, who expressed their happiness for organizing such type of programme by Hyderabad Chapter under the aegis of Ministry of Corporate Affairs, Government of India.

8. Meeting on Clause by Clause Analysis of Finance Bill, 2012

Chapter has organised meeting on Clause by clause Analysis of Finance Bill, 2012 jointly with AP Tax Bar & AIFTP on 22 March, 2012 at FAPCCI. CA V S Sudheer, Indirect Taxes & CA V S Sudheer, Indirect Taxes were the speakers. They spoke on the union budget in detailed manner and clause by clause in particular Direct & Indirect taxes. Members were actively participated in the interactive session.

9. Study Circle Meeting on Public liability insurance, professional Indemnity & comprehensive General Liability insurance – Risk mitigation perspective

Chapter has organized Study Circle Meeting on Public liability insurance, professional Indemnity & comprehensive General Liability insurance – Risk mitigation perspective. Datla K M S Raju, Managing Director & CEO of [Visista Insurance Broking Services Pvt Ltd](#) was the speaker. He dealt with Liability Vs Other exposures, **Contributory negligence**, **Assumption of risk**, Categories of Liability loss exposures, **Increased trends litigation**, emerging risks - insurers response, **public / general liability**, **Professional indemnity / errors & omissions liability / malpractice liability** etc. **CS Vasudeva Rao, Devaki, Secretary of the Chapter proposed vote of thanks.**

10. Valedictory session of Management Skills Orientation Programme

Chapter has organized Valedictory session of Management Skills Orientation Programme on 29 March, 2012 at Chapter Premises. CS Shujath Bin Ali, Chairman of the Chapter welcomed the gathering and congratulated the students for the accomplishment of the course and MSOP training, mentioning about the corporate social responsibility on the budding professionals and how to face challenges. CS SS Marthi, Chairman, SIRC briefed the guests about the CS course, CS structure, learning, training and educating programmes to members and also spoke about the profession as the caretaker of the corporate governance and CS professionals are entrusted in drafting the policy of governance and further he spoke about the vision of the institute and corporate social responsibility on the professionals and requested the budding professionals to be active participants for CSBF.

Sri K. Ramachandra Murthy, Editor-in-Chief, The Hans India, HMTV, Guest of Honor addressed the professionals as the important persons who lead the corporate structure. He also requested the professionals to restore the human phase in the corporate system, as CS professionals are key managerial persons in the corporate system and requested the professionals to bring in more values to the corporate system which in turn helps in growth of the country and thanked the professionals. Prof. B. VenkatRathnam, Vice-Chancellor, Kakatiya University was the Chief Guest, congratulated the professionals on completion of the course and requested professionals to keep up the value of CS profession. He spoke about the MSOP as a part of decision making, skill development in the course and requested professionals to serve with quality.

CS Shujath Bin Ali requested the dignitaries to distribute the MSOP certificates to the students and Best Participant award was awarded to Mr. Arkat Venugopal Mudhaliar, Best speaker award was awarded to Mr. M. Satish Choudhary and Mr. Subash Kumar Choudhary, Better Speaker award was awarded to Ms. Bhuvaneshwari Rathore and Good Speaker award was awarded to Mr. Arkat Venugopal Mudhaliar. Chairman also announced Best Project award was awarded to project "Performance Appraisal" by Mrs.

Sushmaprabhakar, Ms.DivyaBharathiand & Mr. Kranthi. CS Vasudeva Rao Devaki, Secretary of the Chapter proposed a vote of thanks.

11. Full Day Seminar on Revised Schedule- VI, CARR & CARO

Chapter has organised full day seminar Revised Schedule- VI, CARR & CARO on 27 March, 2012 at Vaishnaoi Hotel. CS Sudheendhra Putty, Programme Chair started the programme by giving a brief introduction about the topic and its importance. CS Shujath Bin Ali, Chairman of the Chapter spoke about XBRL, technology, IFRS, Revised Schedule VI, upcoming tax codes and annual participation scheme. CS S.S Marthi, Chairman, SIRC gave his opening remarks. CS Sudhir Babu, Council Member, ICSI provided various updates from ICSI Headquarters. CA D.K. Astik, Chief Executive Officer & Director, I2I IFRS Management Services Pvt. Ltd was the Chief Guest and he spoke relating to changes in corporate sector, trustee deficit for investors, creating trust in fundamental aspects, role of Company secretary in creating trust, issuing compliance certificate. Further he spoke on investors, regulators, investors scope in globalization, internal audit, corporate standard disclosures.

M.V Chakranarayana, ROC shared updates from MCA and also congratulated CS SS Marthi, CS Shujath Bin Ali for taking up these topics for seminar. CS AVNS Nageshwar Rao, Practising Cost Accountant covered Cost Accounting Record Rules. Sri PolaRaghunath, Assistant Registrar spoke about CARO (Company Audit Report Order) Sri Sanjay Kumar Jain, Partner, Walker Chandiook & Co spoke about certain practical aspects of CARO and challenges being posed to professionals by CARO. This session was coordinated by CS Vasudeva Rao Devaki, Secretary of the Chapter

Sri Sumit Trivedi, Director, Deloitte Haskins & Sells and Sri Darshan Verma, Associate Director, KPMG covered Revised Sch VI. CS S Chidambaram, Company Secretary in Practice spoke about revised schedule VI, XBRL, CS employment and practise, legality of XBRL, differences between schedule VI and XBRL, Liability of Company Secretary, importance of section 211, 211 (7), 209(6), form 1AA. This session was coordinated by CS Sudheendhra Putty, Member, and Managing Committee.

12. Half-a-day workshop on Intellectual Property Rights

Chapter has organized Half-a-day workshop on Intellectual Property Rights on 30 March, 2012 at Vasavi Club. CS R. Ramakrishna Gupta, Vice-Chairman of the Chapter and the Program Chair welcomed the gathering and presided over the function. Sri M. Vijay Kumar, Founder & CEO - i-winip Services, explained briefly about the various types and classes of IPRs and their importance then Sri Ashok Kumar has briefed about the litigation part of IPRs and given overview on various practical cases he handled. CS M. Adinarayana, Company Secretary & G.M. (Legal & Corp. Affairs), Natco Pharma Ltd has explained about the practical experiences in getting Compulsory License for cancer drugs by NATCO. CS Vasudeva Rao Devaki, Secretary of the Chapter proposed vote of thanks.

BANGALORE CHAPTER

1. Inauguration of 26th Student Induction Programme

The Bangalore Chapter of the ICSI organised the inaugural function of the 26th Student Induction Programme (SIP) on 3rd March, 2012 at Dr. DG Shetty Educational Society, Dharwad. CS S. Kannan, Chairman, Bangalore Chapter of the ICSI was the Chief Guest. Dr. D G Shetty, President, Dr. D G Shetty Educational Society, Dharwad welcomed all present and introduced the Chief Guest. The Chief Guest, CS

S Kannan, inaugurated the 26th SIP by lighting the lamp. The 61 participants then introduced themselves. The Chief Guest in his inaugural address advised the candidates to study in a systematic manner and also explained the crucial role company secretaries essay in corporates and motivated the students to complete the course at the earliest. Dr. D G Shetty, President, Dr. D G Shetty Educational Society, Dharwad proposed the vote of thanks.

2. Valedictory Session of 26th Student Induction Programme

The Bangalore Chapter of the ICSI organised the valedictory function of the 26th Student Induction Programme (SIP) on 9th March, 2012 at Dr. D G Shetty Educational Society, Dharwad. Dr. D G Shetty, President, Dr. D G Shetty Educational Society, Dharwad welcomed all present and advised the participants to develop professionalism and improve their communication skills so as to be prepared to face and overcome the challenges they would face in the corporate world and to also make use of all the opportunities that will come their way. He then distributed the SIP certificates to all the 65 participants. Prof. S Salimath, Professor, Dr. D G Shetty Educational Society, Dharwad proposed the vote of thanks.

3. Inauguration of the 8th Management Skills Orientation Programme (MSOP)

The Bangalore Chapter of the ICSI organised the inaugural function of the 8th Management Skills Orientation Programme (MSOP) on 5th March, 2012. Dr. A. Satya Nandini, Head - Dept. of Management Studies & Research Centre, BMS College of Engineering, Bangalore was the Chief Guest. CS S. Kannan, Chairman, Bangalore Chapter of the ICSI delivered the welcome address. The Chief Guest inaugurated the 8th MSOP by lighting the lamp. The 32 Participants then introduced themselves. The Chief Guest, in her inaugural address advised the participants to have commitment towards values and to be ethical, have integrity and transparency in the profession. She emphasized on the importance of networking and having the right attitude, be open to learn new things and to update one's knowledge for best performance. Ms. S.C Sharada, Secretary Bangalore Chapter of the ICSI proposed the vote of thanks.

4. Valedictory function of the 8th Management Skills Orientation Programme The Bangalore Chapter of the ICSI organised the valedictory function of the 8th Management Skills Orientation Programme (MSOP) on 21st March, 2012. CS S Kannan, Chairman and CS S.C Sharada, Secretary, Bangalore Chapter of the ICSI were present. Ms. Shilpa and Mr. Vivek Kumar, Participants, shared their feedback about the MSOP Programme. Mr. Kannan and Ms. Sharada addressed the participants and distributed the Best Participant award to Mr. Supreeth Hegde and prizes for the Best Project to the team consisting of Ms. Prathima Mariay Tellis, Ms. Shraddha Vasanth and Mr. Chethan for their Project on "Raising Finance through Euro Issue". They also distributed the Course Completion Certificates to the Participants.

5. Inauguration of the 27th Student Induction Programme

The Bangalore Chapter of the ICSI organised the inaugural function of the 27th Student Induction Programme (SIP) on 12th March, 2012 at The Institution of Agricultural Technologist. CS S.C Sharada, Secretary and CS Haribabu Thota, Chairman, Sub-Committee for Training and Educational Facilities, Bangalore Chapter of the ICSI were present. 81 Students participated in the SIP. Ms. Sangeetha Flora, Assistant Director, Bangalore Chapter of the ICSI welcomed all present for the inaugural session. The Guests inaugurated the 27th SIP by lighting the lamp. Ms. S.C Sharada and Mr. Haribabu addressed the participants and shared with them the importance and benefits of the 7 Days Programme and briefed them about the role of a Company Secretary as a Legal advisor and Compliance Officer.

6. Valedictory Function of the 27th Student Induction Programme

The Valedictory Function of the 27th Student Induction Programme (SIP) organized by the Bangalore

Chapter of ICSI was held on 20th March, 2012 at The Institution of Agricultural Technologists. Ms. Noor Sumayya, Assistant Education Officer, welcomed CS H.M Dattatri, Treasurer, Bangalore Chapter of the ICSI, CS Haribabu Thota, Chairman, Sub-Committee for Training and Educational Facilities and all the participants present for the valedictory session. Mr. Joseph Christopher S and Ms. Swetha S, Participants, shared their feedback about the SIP Programme. CS H.M Dattatri and CS Haribabu Thota distributed the SIP certificates to the 85 participants and Ms. Noor Sumayya, Assistant Education Officer, Bangalore Chapter of the ICSI proposed the vote of thanks.

7. International Women's Day

The Bangalore Chapter the ICSI celebrated International Women's Day on 8th March, 2012 by organising a Half day Seminar on "Basics of Neuro Linguistic Programming" at the Rotary Club, Bangalore. Dr. Ushy Mohan Das Member - PM's National Education Commission, VP – National Women's Dental Council, Columnist, and Behavioral Therapist and HR Trainer was the speaker. CS S Kannan, Chairman, Bangalore Chapter of the ICSI gave the opening remarks, and MS. Sharada, Secretary, Bangalore Chapter of the ICSI delivered the welcome address and introduced the speaker. **Dr. Ushy Mohan Das in her presentation on "Basics of Neuro Linguistic Programming" explained that NLP is the study of excellence in producing the specific desired results in one's life on a consistent basis. She highlighted that this powerful skill teaches one how to succeed and also help others succeed in business, relationships, career and any other area of life which indeed helps to get what is needed by effectively managing the internal mindset and influences others to happily work to achieve the desired dreams. She also stated that NLP helps in quickly identifying and blasting through the limitations that are holding one back in business and in life and helps in mastering one's subconscious. The Programme was well attended by 89 Members and students. CS Mohana V, Secretarial Head, GMR Group, Bangalore proposed the vote of thanks.**

8. Full day programme on Service Tax, GST and Regulatory Changes – An Era of Change

The Bangalore Chapter of the ICSI in collaboration with CCGRT, Mumbai organised a full day programme on "Service Tax, GST and Regulatory Changes – An Era of Change" on 10th March, 2012 at Jayamahal Palace Hotel, Bangalore. Mr. D P Nagendra Kumar, Chief Commissioner, Central Excise and Service Tax, Bangalore was the Chief Guest Mr. Smitesh Desai, Practicing Company Secretary, Valsad, Mr. M.V Shridhar, Partner, KGS Ces Tax Advisors LLP and Mr. Deepak Kumar Jain B., Director, Accolet Advisors Private Limited were the speakers.

Inaugural Session:

CS S Kannan, Chairman, Bangalore Chapter of The ICSI delivered the welcome address and introduced the Chief Guest Mr. D P Nagendra Kumar, Chief Commissioner, Central Excise and Service Tax, Bangalore. The Chief Guest inaugurated the programme by lighting the lamp and also addressed the gathering. He shared with the delegates the history of taxation both globally and especially in India, and the importance of voluntarily paying taxes, painful as it may be. He highlighted some of the initiatives being taken by the Government with regard to taxation in India, and the objectives and benefits of the same and what is expected from professionals.

First Technical Session:

CS Nagendra D Rao, Treasurer, SIRC of The ICSI welcomed and introduced the speaker Mr. Smitesh Desai, Practicing Company Secretary, Valsad. Mr. Smitesh Desai in his presentation on "Introduction on Taxable Services and Export and Import of Service, Levy, Assessment, CENVAT and GST" stated that overall 120 different sectors of service industry falls into service tax net and explained in details the taxonomies of major service industries viz. Advertising Sector, Insurance Sector and Realty sector. He

gave various practical scenarios to understand the tax impact. He also dealt on indirect taxation under Reverse Mechanism Sector. CS Nagendra D Rao, Treasurer, SIRC of The ICSI proposed the vote of thanks.

Second Technical Session:

CS S. Kailasam, Financial Controller-cum-Company Secretary, Unisys India Private Limited, Bangalore welcomed and introduced the speaker Mr. M V Shridhar, Partner, KGS CesTax Advisors LLP. Mr. M.V. Shridhar made a presentation on "Electronic Tax Administration and Automation of Central Excise and Service Tax (ACES), Exemptions, Refund, Adjudication and Appeals". He explained in detail the requirements of ACES and the procedure and norms for registration. He then highlighted the procedure of ST3 filing and existence of Certified Facilitation Centres for filling of returns and documents through ACES and host of services provided at these centers.

Third Technical Session:

CS S.C. Sharada, Secretary, Bangalore Chapter of the ICSI welcomed and introduced the speaker Mr. Deepak Kumar Jain B., Director, Accolet Advisors Private Limited. Mr. Deepak Kumar Jain B presented on "KVAT - Overview and Opportunities" in his presentation he gave a brief insight on basics of VAT under state revenue and the Special transactions under KVAT and also highlighted the Impact of GST on sale and purchase of goods, imports, impact on supply of services and stock transfer. He then dealt on the opportunities available for CS Professional under Advisory, Compliance, VAT Audit and Litigation. The programme was well attended by 91 participants. CS S.C. Sharada, Secretary, Bangalore Chapter of the ICSI proposed the vote of thanks.

9. Programme on Union Budget 2012- An Analysis

The Bangalore Chapter of the ICSI organized a programme on Union Budget 2012- An Analysis on 17th March, 2012 at HAL Auditorium, Hindustan Aeronautics Limited, Bangalore. Mr. G V Krishna Kumar, Associate Director - Tax and Regulatory Services, S.R. Batliboi and Associates and Mr. Rajesh, Chartered Accountant, Hiregange and Associates were the speakers. CS S Kannan, Chairman, Bangalore Chapter of the ICSI welcomed all present and introduced the speakers. The Speakers highlighted and explained the salient features of the Union Budget-2012 pertaining to both direct taxation and indirect taxation relating to Individuals, Investors, Economy, Growth Targets, Industry and Corporates at large. They also highlighted the amendments in the provisions, the new provisions that were introduced, their impact and related issues, and possible solutions, if any. CS S.C Sharada, Secretary, Bangalore Chapter of the ICSI welcomed and introduced the speaker.

10. Workshop on "Preparation of Financials under Revised Schedule VI"

The Bangalore Chapter of the ICSI organized a Workshop on "Preparation of Financials under Revised Schedule VI" on 24th March, 2012 at Mallige Hall, Wep Peripherals, Bangalore. CS S Kannan, Chairman, Bangalore Chapter of the ICSI welcomed and introduced the speaker. Mr. Chandra Sekhar K in his presentation on "Preparation of Financials under Revised Schedule VI" highlighted the relevant provisions under Schedule VI with respect to The Companies Act, 1956 and related circulars, notifications and accounting standards. He also dealt in detail with the Balance sheet format especially the aspects relating to equity, assets, current liability and non-current liability. He also explained in brief the additional disclosures required under the Revised Schedule VI. There was a lively interaction by the 53 Members present. CS R Srinivasan, Member, Managing Committee of the Bangalore Chapter of the ICSI proposed the vote of thanks.

11. Half Day Seminar On “The Dynamics Of Learning: The Art of Training Your Brain For Efficient Learning”

The Bangalore Chapter of the ICSI organised a Half Day Seminar On “The Dynamics Of Learning: The Art Of Training Your Brain For Efficient Learning” on March 31st, 2012 At The Institute of Agricultural Technologists, Bangalore. Dr. A. G. Kulkarni, Learning Developer, Bangalore was the Speaker. CS S Kannan, Chairman, Bangalore Chapter of the ICSI welcomed all present and introduced the speaker. Dr. A. G. Kulkarni in his presentation gave a brief introduction on Brain Science and issues related to Learning and Brain Dynamics. He then dealt with aspects of memory development, training of the mind-body system to maximize learning and retention. He also discussed various learning styles of individuals and involved the participants in various activities to understand the same. The focus of his session was on how to have holistic development associated with brain-mind-body system of an individual. There was a very lively interaction by the 83 Participants. CS S.C Sharada, Secretary, Bangalore Chapter of the ICSI proposed the Vote of thanks.

MANGALORE CHAPTER

Mangalore Chapter conducted a full day programme on Saturday, 17th March 2012 at “The Karnataka Bank Auditorium” Kodialbail Mangalore. The programme commenced at 9.30 AM with a prayer and inaugurated by lighting the lamp by the office bearers of the Mangalore Chapter of the ICSI. Sri Ullas Kumar Melinamogaru, chairman, Sri Y.V Balachandra, Vice Chairman, Sri P.V Rai Secretary, Sri Abdul Aziz, Treasurer and Sri Chethan Nayak, Management committee member were present at the programme. CS Ullas Kumar Melinamogaru, the Chairman of the Mangalore chapter of the ICSI welcomed the members & the students of the Institute of Company Secretaries of India who were present in this programme. He informed the audience that this programme is being conducted by the Mangalore chapter of SIRC of the ICSI for the benefit of the members and the students of the Institute of Company Secretaries of India.

First Technical Session: Sri Chethan Nayak, member of the Management Committee of the Mangalore chapter of the ICSI commenced the first technical session on “Opportunities & Challenges in CS Profession”. He started off his presentation by informing the gathering that in this fast ever changing globalised world it is important for a professional to be dynamic if he wants to fulfill the aims & aspirations of Client/management. After explaining the basic needs of the profession he then went on to explain the opportunities available for a company Secretary in the current business scenario. He said that the Company Secretary's profession is closely related to the functioning of the corporate sector. The Company secretary, he explained serves as a vital link between the Company and its Board of Directors, Shareholders, Government and regulatory authorities and all other stakeholders and moreover he ensures that the Board procedures are followed and regularly reviewed and provides guidance to chairman & the directors on their responsibility under various laws.

Second Technical Session: Sri Ullas Kumar Melinamogaru, the chairman of the Mangalore chapter of the ICSI gave a presentation on the topic SALIENT FEATURES OF REVISED SCHEDULE VI AND COMPANIES (COST ACCOUNTING RECORDS) AND (COST AUDIT REPORT) RULES 2011. He began his presentation by showing the gathering the format of the new schedule & explained how it differs from the old schedule. He then went on to explain the salient features of the new schedule.

Third Technical Session: This session commenced at 2.00 PM after lunch. CS YV Balachandra, Company Secretary & Deputy General Manager “The Karnataka Bank Limited” began his presentation on the topic COMPANIES BILL, 2011. He started off his presentation by explaining about the History of

Companies Act in India and the key amendments that have taken place over a period of time. After explaining about the key amendments he gave a detailed presentation on Companies Bill 2011. The resource person then invited queries from the members & the students present at the gathering. The queries so raised were successfully redressed by the resource person.

Valedictory Session: In this session, Swami Jitakamanadaji Maharaj, Adhyaksha, Ramakrishna Math, Mangalore gave a speech on the topic Values for Meaningful Life. After his talk, he invited queries from the members & the students present at the gathering. The programme concluded at 5.00 PM with a vote of Thanks proposed by Sri P.V.Rai, Secretary, Mangalore Chapter of the ICSI.

MYSORE CHAPTER

1. Programme for students on How to write CS Examination

An interactive session on "How to write CS. Examination" was conducted by the chapter on 4th March 2012 @ 4 pm at the chapter. The program basically pointed out the common mistakes made by the students and students were apprised of the right method which may help them to secure more marks. The Discussions were led by Mrs. Bollamma, Faculty of General and Commercial Laws and CS. Anshuman A.S., Past Chairman of the chapter. The program was well attended by over 100 students.

2. Two Day Workshop on Foreign Exchange

A two day workshop cum exhibition was organized on March 8 and 9, 2012 at Mysore by the Institute of Company Secretaries of India (ICSI), Mysore Chapter in association with RBI, Foreign Exchange Department, Bangalore with the objective of imparting knowledge on diverse facets of FEMA provisions including broad guidelines on extant rules and regulations and educating/ sensitizing the delegates about related issues and challenges. The resource persons were eminent officials from RBI-FED, Bangalore and RBI Central Office – Mumbai.

The workshop was well attended by 116 participants including Industry, representatives, Practicing Company Secretaries from Different parts of southern India, Chartered Accountants, Advocates, Professors and CS Professional Program Students.

While inaugurating the workshop, Smt. Uma Shankar, Regional Director for Karnataka touched upon the intent of transition from FERA to FEMA and the liberalized remittance facilities available to residents. She made an emphasis on the responsibility and accountability bestowed on the users of forex under FEMA. She had a word of appreciation for the initiative taken by ICSI as the company secretaries, chartered accountants etc., who have a greater role to play in the new regime, are expected to be fully conversant with the relevant laws and regulations to ensure compliance with the FEMA provisions. Shri. M.Palanisamy, Banking Ombudsman in his address on customer



From the left: Uma Shankar, Dr.Baiju Ramachandran, M.Palanisamy & Gautam Sarkar

awareness, explained the purpose of establishing the office of Banking Ombudsman for Karnataka and disseminated the salient features of BOS, 2006.

It was followed by an address by Dr. Baiju Ramachandran, Secretary, SIRC of ICSI and technical presentations by officers from RBI, Regional office on topics viz. overview of FEMA, Miscellaneous remittance facilities for residents, Non-resident accounts and foreign currency accounts for residents, Money changing activities and Money Transfer Service Scheme and Foreign Trade - Policy and Procedure. Senior officers/ representatives from FED, CO also made presentations on Foreign Direct Investments, External Commercial Borrowings and Forex Derivatives.

During the course of deliberations, the delegates were apprised of their position and bank's expectation from them to ensure that their corporate clients strictly follow the RBI guidelines and various circulars issued from time to time. The participants were highly impressed by the presentations, which were evident from the vibrant interactive sessions that followed. All the issues raised in the interactive sessions were satisfactorily replied by the officers from RO as well as CO. The programme was appreciated by one and all for both its content and intent. The workshop ended with a vote of thanks by CS. Srilatha T G, Chairperson of Mysore Chapter of ICSI.

3. Exhibition by Fed & Issue Department of RBI

On 8th and 9th of March, an Public Information and Awareness Exhibition was organized at the chapter premises. Stalls/ displays were put up by FED as well as Issue Department of RBI for familiarizing the public with various facilities available to residents and non residents, features of genuine notes, Banking Ombudsman Scheme, Fraudulent Email Schemes, Money Laundering etc. In addition to over 100 participants in the workshop, the exhibition was attended by a large number of students of CA, CS, B.com, BBM, LLB, MBA and MFM from different colleges of Mysore. Students, who visited the stalls evinced keen interest and were inquisitive to know more about dos and don'ts under FEMA. The Officials of RBI answered the questions raised by the students and gave them information about the exhibits.

4. 'CS as a Career' – Awareness To Students:

The Chapter had arranged a career awareness campaign on 8th and 9th of March wherein open invitations were extended to all the colleges in Mysore to visit the chapter and obtain one to one guidance about the CS Course and CS as a career option to the students. A large number of students from various colleges in the city including JSS law college, GSSS Institute of Management, University of Mysore - Master of Financial Management Course, Mahajana First Grade College Pooja Bhagawat Memorial Institute Of Management participated in this unique program. CS. Kiran T, CS. Anshuman A S, CS. Srilatha T G and Ms. Sowmya S provided information to the students.

5. Green Initiative – Planting of Saplings:

As a green initiative, planting of tree sapling was done at the chapter premises on 8th March 2011. To commemorate their visit to Mysore chapter, Smt. Uma Shankar, RBI Regional Director for Karnataka and Shri. M. Palanisamy, Banking Ombudsman, Karnataka planted tree saplings at the chapter premises.

6. Celebration of Chapter's 32nd Foundation Day

The 32nd Foundation Day was celebrated on 8th March with a fellowship meet and Dinner at Hotel, Mayflower, KRS Road, Mysore. The chapter was fortunate to have over 60 Company Secretaries from different parts of South India in addition to the members of the chapter and their families who shared the joy of 32 years of the Chapter's existence. Before the dinner, a sight seeing trip to Brindavan Gardens was also organized by the Chapter.

7. Study Circle Meeting on Service Tax

On 11th March 2012 students discussed regarding Service Tax. CS.Rajesh Ram, Company Secretary BCV Developers Pvt Ltd, Bangalore had joined the discussion shares his experience on the subject. Eight students were present in the study circle meeting.

8. Eighth Student Induction Program

The Eighth Student Induction Program was conducted by the chapter from 12th March 2012 to 18th March 2012 at the chapter Premises. The participants were trained by eminent faculties including Members of Mysore Chapter, Academicians and Industry Representatives. 28 sessions were held during this week long training program on various topics of academic interest, personality development, Soft Skills etc.

9. Live Telecast of Union Budget 2012

Utilising the technology enabled new infrastructure, the chapter for the first time had organized the live telecast of Union Budget 2012 in its Auditorium on 16th March 2012. The audience could watch the Budget session live on the Big Screen and could deliberate on the issues.

10. Programme on Stock Market

A programme was organized in association with SVEI First Grade College on 17th March 2012 for the benefit of students who are studying B.com and B.B.A courses. Speaker for the day was Cs. M.C. Bhansali, who spoke on the Basics of the Stock market and gave investment tips to the students. Later on as part of the programme CS Ajay Madaiah B.B. briefed the students regarding the Company Secretary Course and Roles of Company secretary, around 100 students of the SVEI institute were present on the occasion.

11. Study Circle Meeting on VAT

Second study circle of the month was held on 18th March 2012 topic was Value Added Tax. Wherein students discussed and clarified their doubts in the subject. Also shared their practical experiences and recent developments in the said field. There were twelve students present for the study circle.

12. Session On Union Budget

A Half day seminar on Union Budget, 2012 was conducted at the Chapter on 24th March 2012. Two Technical Sessions on the Direct Tax and Indirect Tax impact of the Union Budget were deliberated upon by the delegates. The Resource person was Mr.G Shivadass, Advocate, Partner in Lakshmi Kumaran & Sreedharan from Bangalore. CS. D D Bhat led the program and introduced the speaker.

13. Career Guidance Program

The Chapter had arranged 3 Career Awareness Programs on 22nd, 24th and 29th of February in Mysore,

Mandya and Hassan. During these programs, the students were addressed by CS. Anshuman A S and they were given an insight to the Company Secretaries Course and the Career Prospects for CS. Pamphlets about the Course were distributed to the participants. Around 520 students were benefitted by this program.

14. Discussion on topics from GCL and Wealth Tax

Third Study Circle of the month was on 25th March 2012 wherein students discussed on the topics from General and Commercial Law and problems from Wealth tax. Students discussed the topics in line with previous question papers. Ten of the students participated in the discussion and made use of the study circle meeting.

15. Investor Awareness Programs:

The Chapter conducted 56 investor Awareness Programs both directly as well as through resource persons in various places in Mandya, Chamaraj Nagar, Kollegal, Mysore, Hassan, H D Kote, K R Pet, Bilikere, Harave, Sargur, Koppa, Pandavapura, Bramhavara, Kundapura, Bannur, Gundlepet, Tavarekere etc.. over 3500 people were reached and awareness was created regarding investment options, primary and secondary markets, grievance handling, do's and don't's for the investors etc. CS. Anshuman A S, CMA. Trinesh, Mr. Niranjan Babu Reddy, Mr. Ramesh H K, Mr. Somanna, Mr. Narayan K B, Mr. Manju S, Mr. Ajith Kumar K S, Mr. Rajendra and Mr. Venkatesh Gowda K P were the resource persons.

COIMBATORE CHAPTER

1. Joint Meeting with ICWAI on 'corporate governance with focus on audit committee'

A Study Circle Meeting was organized by the Chapter on Wednesday, the 03rd March, 2012 on the topic "Corporate governance with focus on audit committee". The session equipped the participants to understand various intricacies and niceties on the topic, and the magnitude of transparency the Audit committees can bring about in the functioning of organizations. He concluded by expressing his views of how these will in-turn, help organizations to espouse high standards of corporate governance and best management practices. The session was addressed by Mr. K. Anantharaman, Management Advisor, M/s. K. Anantharaman & Associates, Coimbatore and 40 participants attended the meeting.

2. Study Circle Meeting on 'Issues in TN VAT'

A Study Circle Meeting was organized by the Chapter on Wednesday, the 07th March, 2012 on the topic "Issues in TN VAT". The meeting turned out to be a platform in which the resource person critically analyzed the issues in TN VAT and the take away for the audience was the pin - pointed concerns pertaining to TN VAT and the feasible solutions to overcome the same. This could help the participants to develop their own perspectives on the subject as the session imparted the audience with in-depth insights. The session was addressed by Mr. A.K.S. Sukumaran, FCS, FICWA, Management Consultant, Coimbatore, and the strength of participants was 32.

3. Fourth Executive Development Programme

Coimbatore Chapter of SIRC of ICSI organized its 04th EDP from 12.03.2012 to 21.03.2012 at the Chapter Premises. The EDP had a multi-thronged approach which covered a wide array of themes ranging from Academics to Management and from Personality development to Soft skills. The topics ranged from 'Introduction to Drafting' to 'A Sneak Peak into Secretarial Audit'; 'Art of Investment' to 'Building personal competitiveness – a perspective to kill the competition'; 'Change Management & Motivation' to

'Management by Fun' to name a few.

It helped the students to develop and polish the skills necessitated by the industry along with sufficient significance for their academic excellence. It was a perfect crucible to the budding managers who are about to be in the most coveted profession. Eminent Faculties & Speakers from in and around Coimbatore addressed the students. 36 students completed their EDP training successfully on 21.03.2012.

4. Joint Programme on Union Budget 2012

A Meeting was organized by the Chapter on Monday on the topic "UNION BUDGET, 2012" jointly with TAASI & ICWAI. The Budget Analysis 2012 was session which threw out various pros and cons of the Union Budget-2012. It was a comprehensive analysis by the speakers and covered all the facets of the Union Budget-2012. The speakers addressed the entire spectrum, right from how it could affect an individual to how it will actually fuel the growth and can shape up the future of India Inc. The session was addressed by CA.K.Ravi, Vice President – Finance, Roots Group of Companies, Coimbatore and CA R.Muralidharan. Eminent Columnist & Editor Nidhi Amirdham – Tax Matters, Erode. Around 130 participants attended the meeting.

MADURAI CHAPTER

1. Career Awareness Programmes

On 29-02-2012 a career counselling programme at Lady Doak College Madurai was conducted for B.com Corporate secretaryship students. Around 60 students participated. Shri S.Kumararajan, chairman Madurai chapter gave a lecture on the CS course, revised syllabus for foundation course and study pattern such as eligibility, syllabus, examination, exemptions, fees, training requirements and opportunities available in employment and in practice to the participants. On hearing the values of CS Course, about 7 participants offered to join CS course immediately and were directed to the Madurai chapter for enrollment.

Vivekananda college(Residential & Autonomous - A Gurukula Institute of Life Training) Tiruvedakam west- Sholavandan-625214 Madurai Dt., Tamil Nadu had organised one day seminar on " Higher Avenues for commerce Graduates" under the auspices of Post Graduate and Research Department of commerce on 20-03-2012. Shri.S Kumararajan, Chairman, Madurai chapter of ICSI had been invited to address the students on Company Secretaryship course. The Seminar was inaugurated by the Principal Dr.B Ramamoorthy.

The First Technical Session was handled by Shri S. Kumararajan Chairman Madurai chapter of ICSI. He explained the importance of service sector in India's positive growth in GDP compared to the manufacturing sector's negative growth and the role of Company Secretaries in the current scenario. The information about institute, the details of cs course such as eligibility, syllabus, examination, exemptions, fees, training requirements and opportunities available in employment and in practice were disseminated to the participants. The technical session II & III were handled by other institutes (CA, CMA). The seminar ended with the vote of thanks.

2. Two Day Workshop on Labour Laws & Indirect Taxes

Madurai chapter of ICSI organised Two day workshop on Labour laws and Indirect taxes on 24th & 25th March 2012 at Hotel Royal court, Madurai. The workshop was inaugurated by Shri.N.P.Rajan,

Zonal Manager, Indian Bank, Madurai. The workshop consists of six technical sessions in heads of Employee Provident Act, Employee State Insurance Act, Factories Act, Industrial Disputes Act and Contract Labour Act. The secondary technical session was The Union Budget 2012, Service Tax, Central Excise, VAT and CST. The chief speakers of the technical sessions were Shri. Abhishek Kumar, Regional Provident Commissioner II of Madurai Regional Office and Shri. S. Ganesan, Deputy Director, ESI, Regional Office Madurai and Shri. G. Manivannan Advocate, High Court, Shri. P. V. Rajarajeshwaran, Chartered Accountant, Secretary SIRC of ICAI and CA. J. Purushothaman, CA. J. Murali and CA. V. V. Sampath Kumar from Chennai were taken the sessions in the head of Service Tax and VAT and Central Excise. All the sessions are very useful to Industrialists, professionals, students, company executives and business peoples.

3. Joint Programme with ICSI-CCGRT on Funding Option and Listing For MSMEs

Madurai Chapter of ICSI and CCGRT, Navi Mumbai organized joint programme on Funding Option and Listing For MSMEs supported by BSE-IPF on 28.3.2012 at Tamil Nadu Chamber of Commerce, MEPCO Mini Hall, Madurai. CS. S. Kumararajan, Chairman, Madurai Chapter of the ICSI welcomed the gathering and introduced the theme. He emphasised the need to go for public funding instead of depending on Bank finance always. The Programme was inaugurated by Shri. V. S. Manimaran, President, MADITSSIA, Madurai. He reiterated the difficulties of small industries in obtaining bank finance and other funding options. He also welcomed the initiative by Madurai Chapter of ICSI a professional institute to join hands with the small scale industrial Associations and offered to cooperate with Madurai Chapter for doing joint programme in their premises where the hall will be available free of cost. The speaker Shri. Bakul Pandya, Advocate, Mumbai High Court talked on the subject with power point presentation and emphasised the initiative by BSE in Listing SME. The Question and Answer sessions were handled by the speaker lively. Shri. S. Paramasivan, Secretary proposed the vote of thanks. Around 100 persons from various walks of people like students, investors, members of the ICSI and Industrialists.

PUDUCHERRY CHAPTER

1. Post Budget Seminar at Puducherry

On 21.3.2012, Puducherry Chapter organized a post budget seminar at Chamber of Commerce Hall. The Guest Speakers of the programme were Shri S. SWAMINATHAN, Chartered Accountant, Ganesan & Company, Pondicherry and Dr. B. CHARUMATHI, from Pondicherry University. About sixty persons attended the programme.

2. Post Budget Seminar at Neyveli

On 30.3.2012, Puducherry Chapter organized a post budget seminar in association with the ICWAI Chapter at Neyveli, NLC Employees Development Centre, wherein Shri. S. SWAMINATHAN (Chartered Accountant, Pondicherry) and Shri P. RAJU IYER, (Cost Accountant, ICAI-SIRC Secretary, Chennai) were addressed the Participants. Participants include members from various professional bodies and NLC executives. More than eighty participants gained from this programme.

SALEM CHAPTER

Second Executive Development Programme

Salem Chapter of the Institute of Company Secretaries of India, on 23rd March 2012 inaugurated Second Executive Development Programme (EDP) at the Chapter Office of the ICSI, Salem. Sri. Lion K P Sekar chaired the meeting and in his speech, he urged the need of the hour to undergo such programmes to improve the skills of the students pursuing Company Secretary Course. CS Solaippan, Chairman, Salem Chapter welcomed the gathering.

Every candidate after completing their Executive Programme (EP) is required to undergo Eight days EDP. 7 students attended the programme and were given the opportunity of being addressed by practicing & employed Chartered Accountants, Company Secretaries, Nationalized Bank Officials, Soft skills Trainer for Communication development for students. Sri. K Jagadeesan, Assistant Professor - Commerce, Jairam Arts & Science College, Salem chaired and addressed the Valedictory Session conducted on 30th March 2012 and Shri. S Gnansekaran, Vice Chairman of the Chapter distributed the certificates to the Students who underwent the Programme.

CALICUT CHAPTER

Half Day Seminar on Revised Schedule VI

On 29th March 2012, Calicut Chapter organised a half day seminar on New schedule VI at Paramount Towers, Calicut from 2 pm to 5 pm. CA Sundararaman from Chennai was the guest speaker. In his address, he threw light on the changes made to Schedule VI. He has taken item by item which appears in Balance Sheet and Profit Loss and explained the treatment of individual items in the new Schedule VI vis-a-vis the old Schedule VI. Altogether 52 delegates attended the program including professionals, delegates and students. Mr. Sajeewan Nannat, Chairman Calicut Chapter welcomed the delegates and introduced the Speaker. The program came to an end with a vote of thanks by CS. Riyas.

KOCHI CHAPTER

1. Programme on 'Women on Top Seats on International Women's Day

On 08.03.2012, in the International Women's Day, Kochi Chapter organized a programme on the topic "WOMEN ON TOP SEATS" by Mrs Bindu S Nair. CS Rohini Varma welcomed the guest speaker and audience. In her address, Mrs. Bindu threw light on the sad reality that Women's potential happens to be the most under utilized resource in the world. The statistics disclosed by her were astounding. The various issues hindering women from coming to the forefront and the initiatives that could be the catalysts for the attainment of the optimum upshot were spoken of. The speaker was backed by a keen and responsive audience, comprising practicing and employed company secretaries as well as students, who kept contributing valuable inputs, thus rendering the session vibrant and alive. The presentation ended with motivating life stories of women role models who had cemented a position for themselves in their own arena of work. The presentation was unarguably enlightening and is sure to have motivated all listeners to do everything possible for the happening of the indispensable revolution. Following the presentation, The Secretary of the Chapter, CS Asish Mohan delivered the Vote of Thanks. About 30 No. of persons participated the programme.

2. Inauguration of 5th Executive Development Programme

On 20.03.2012, Kochi Chapter organized inaugural function of 5th Executive Development Programme at NIPM's conference hall at Kochi. The programme was formally inaugurated by CS N.Balasubramanian, Chairman of the Kochi chapter. In the inaugural address, Balasubramanian informed that EDP sessions are handled by highly experienced professionals including Company Secretaries, Lawyers, Human Resource Management Professionals, Financial Management Professionals, and Chartered Accountants. He added that while the standard of presentation may have varied amongst local trainers, continuity was ensured. **46 students from all over Kerala attended the programme.**

3. Seminar on 'Taxation impacts of Union Budget 2012'

On 17th March 2012 the Kochi Chapter of ICSI in association with cochin chapter of ICAI organized a Half-Day seminar on "Taxation impacts of Union Budget 2012" at Hotel Gokulam Park, Kochi, had turned out to be a huge success with the active participation of members and students of both the institutes. The topic was presented by M/s. G.Joseph and Associates, who had evaluated the budget as "**Present Tense and future Bright**". According to the speaker, our honourable Finance Minister had tried to lessen the tax burden on individuals by including maximum people, under the ambit of taxation. The key policy changes in direct and indirect tax regimes were explained separately. As far as professionals are concerned, the seminar boosted their confidence in advising their clients with the safest methods of tax planning for the Financial year. CA.Reuban Joseph made a detailed power point presentation on the topic and a brief note on 'Tax News' were circulated among the delegates. The programme received an overwhelming response from the members and students. Around 70 persons participated in the program. CS.N. Balasubramanian, Chairman, Kochi Chapter of ICSI, delivered the vote of Thanks.

4. One Day Programme on Liquidation & Winding Up' And 'Oppression & Mismanagement

On 14.03.2012, Kochi chapter organised a Professional Development Programme(PDP) on 'LIQUIDATION AND WINDING UP' & 'OPPRESSION AND MISMANAGEMENT' at The Renai Hotel. The Guest of Honour Shri. N.Krishnamurthy, Official Liquidator, High Court of Kerala accompanied by Shri. V.M.Prasanth, Assistant Official Liquidator, CS N. Balasubramanian, Chairman, Kochi Chapter of ICSI, CS Asish Mohan, Secretary, Kochi Chapter of ICSI and Dr.Baiju Ramachandran Secretary of SIRC of the ICSI occupied the dias.



From the Left CS N. Balasubramanian, N.Krishnamurthy, V.M.Prasanth, Dr.Baiju Ramachandran and Asish Mohan

The seminar started with a silent prayer. The welcome address was delivered by Shri. CS N. Balasubramanian, (Chairman,Kochi Chapter).The dignitaries then lighted the traditional lamp and mark the seminar. The Chief Guest then delivered the inaugural address. In his speech, the Official Liquidator elaborated on the topic liquidation and winding up. He explained the technical challenge faced by his office in varies areas to provide an unbiased service. The long speech was enough to give a clear idea for the members present on the topic. Other speaker at the Opening Session was Shri. V.M.Prasanth, Assistant Official Liquidator. He was kind enough to provide

a brief tour of the topic covered. Although the lack of time urged him to rush through the topic, he succeeds in providing a clear idea on the topic. After the sumptuous lunch Adv. Anil D. Nair, Speaker of the session. Adv. Adv. Anil D. Nair made a splendid speech on the various sections and provisions of the Companies Act, 1956 that deal with OPPRESSION AND MISMANAGEMENT. Dr. Baiju Ramachandran, Secretary, SIRC in his address congratulated Kochi chapter in organizing various programmes for the benefit of students and members. CS Asish Mohan, Secretary, Kochi Chapter of ICSI proposed the vote of thanks. About 60 numbers of persons participated the programme.

5. Valedictory of 5th Executive Development Programme

On 28.03.2012, Kochi Chapter organized valedictory function of 5th Executive Development Programme at NIPM's conference hall at Kochi. The programme was formally inaugurated by past Chairman CS. Sivakumar. P. Chapter Chairman CS N Balasubramanian presided over the function. Both of them addressed the students and the EDP certificates were distributed among the participants.

6. MEET THE SENIOR Programme

On 27th March, 2012 ICSI Kochi Chapter hosted one hour Professional Development Programme (PDP) at NIPM Hall at 5.00 p m where students were facilitated with a golden opportunity to interact with the senior member of the Institute, CS. P K Krishnamuthy. Chief Guest of the programme was CS. P K Krishnamuthy, Senior Member of ICSI. CS. N. Balasubramanian, Chairman of ICSI Kochi chapter preceded the programme and CS. Sivakumar P, past Chairman of ICSI Kochi chapter, CS. Jayan K, Vice Chairman of ICSI Kochi chapter, CS. Rohini Varma, Treasurer of ICSI Kochi chapter, Office Bearers Kochi Chapter and 46 Students were present at the venue. Programme commenced with a silent prayer. Delivering the welcome address CS. N. Balasubramanian, Chairman of ICSI Kochi chapter formally introduced the chief guest CS. P K Krishnamuthy to the students. Followed by the welcome address CS. P. K. Krishnamuthy, Senior Member of ICSI shared his vast experience and his journey as a successful Company Secretary. The students were given an opportunity to clarify genuine doubts regarding scope and practical aspects of being a professional. The programme was lively interactive and informative and also provided a platform for sharing their thoughts and experiences as budding Company Secretaries. Subsequently CS. Sivakumar P, Past Chairman of Kochi chapter felicitated the gathering and carried out the task of honouring CS. P K Krishnamuthy. CS. Jayan K, Vice Chairman of Kochi Chapter presented a memento to the Chief Guest as a token of gratitude. The programme was concluded with a vote of thanks by CS. Jayan K, Vice Chairman of ICSI Kochi Chapter.

PALAKKAD CHAPTER

Study Circle Meeting on Company Accounts and Cost & Management Accounting

On 10.03.2012, Palakkad Chapter organized a half day Study Circle Meeting on "Company Accounts and Cost and Management Accounting" for the executive students at the chapter premises. Sri Sabari Girish.H, Professional Student, was the speaker of the session. He briefly explained various topics covered in the study material "Company Accounts and Cost and Management Accounting". Many students of executive programme attended the session.

Programme for students on the topic - 'How To Prepare for CS Exam'

Palakkad Chapter organized a half day study circle meeting on "How to Prepare for CS Exam" on 18th March, 2012 at the chapter premises. Dr. Baiju Ramachandran, Secretary, the ICSI-SIRC was the speaker of the session. Sri N.N. Krishnan, Chairman, Palakkad Chapter welcomed the students and introduced the speaker to the students. Dr. Baiju Ramachandran briefly explained how to prepare and study effectively

and minimize stress. He also explained how to divide topics and to prevent boredom. Many students from Foundation, Executive and Professional Programme attended the function. During the interactive session Dr. Baiju Ramachandran along with Managing Committee members clarified various doubts of the students.

Prize Distribution to Meritorious Students

On 18.03.2012, Palakkad Chapter organized a Prize distribution ceremony on 18th March, 2012 at the chapter premises. Dr. Baiju Ramachandran, Secretary of the ICSI- SIRC was the Chief Guest. Sri N.N Krishnan, Chairman welcomed the Students and members and introduced the chief guest. He congratulated the students and explained the importance and opportunities of CS Profession both in employment and Practice. CS Sandeep Kumar.S, Secretary, Palakkad Chapter, Sri CS R.Nagendi, Treasurer, CS Midhuna.K.C and Sri M.V Suresh, Managing Committee members addressed the members and students. Prizes were distributed to students who passed Executive Programme.



Dr. Baiju Ramachandran addressing. Others from left: M.V.Suresh, R.Nagendi, N,N.Krishnan, S.Sandeep Kumar & K.C.Midhuna

THRISSUR CHAPTER

1. Students Forum Activities

After the formation of the new committee for CS Students' Forum, Thrissur, lot of programmes were carried out by the forum. Mr Santhosh, a professional Student was elected as the Chairman. Around 35 students participated from Thrissur for the 4th Kerala State Conference of Students Company Secretaries held at Calicut, Kerala. Half day session on how to prepare for exams was conducted exclusively for students. CS Ramachandran, Vice Chairman was the chief guest and he emphasized on the writing skills for exams and importance of legal language.

A meeting of Professional students was conducted at the chapter premises on 03.03.2012 and CS AnuradhaVarma, Practising Company Secretary was the chief guest and she stressed on the need of networking for professional students.

2. Full Day Programme on 'Knowledge Expedition Part II'

Thrissur Chapter of the ICSI organized full day professional development program 'Knowledge Expedition Part II' on 10th March 2012 at Casino Hotel Thrissur. CS Krishna Kumar M, Chairman of Thrissur Chapter welcomed the participants. The program was inaugurated by the Chief Guest CS Dr. Baiju Ramachandran, Secretary of the SIRC of ICSI. Dr. V M Xaviour, Additional Co-ordinator, School of Management Studies, University of Calicut was the Guest of Honour. During his speech, Dr. Baiju Ramachandran briefed about various initiatives taken by the Institute for the benefit of the members and students. In his address, Dr. V M Xaviour, reminded about the need for

professionals to be competitive to assume greater entrepreneurship roles in modern business environment. CS AnuradhaVarma, Secretary of Thrissur Chapter proposed vote of thanks.

Speaking at the first technical Session on Independent Directors, CS. A. Mohan Kumar B.L, FCS, AICWA, Assistant General Manager (Legal) & Company Secretary, Allsec Technologies Ltd, Chennai explained the role and responsibilities of Independent Directors in ensuring good of corporate governance. In the second technical session, CS. Srinivasan N A, Management Consultant, Chennai made presentation on 'Drafting and conveyance' with emphasis on international contract. The presentation on the last technical session on 'new take over code', was made by CS. Prakash R, LLB, ACS, Company Secretary, Kothari Group Of Companies, Chennai where the provisions of the new take over code were discussed. The sessions were followed by active interaction from the participants.

3. Union Budget 2012 – An Analysis

Thrissur Chapter of the ICSI, jointly with the Thrissur Branch of ICAI and Thrissur Management Association (TMA) organized a public program on "Union Budget – 2012 – An Analysis" on 17th March 2012 at Casino Hotel, Thrissur. Dr. V K Vijayakumar presented an overview of the budget. The direct and indirect tax proposals were presented by CS Srikant S and CA J Purushothaman, Chennai. The presentations were followed by discussion on the topics. CS M Krishnakumar, Chairman of Thrissur Chapter of ICSI.

4. Knowledge Expedition Part - III

Thrissur Chapter of the Institute of Company Secretaries of India conducted a half day programme "knowledge expedition part-III" on Wednesday, the 21st day of March 2012 at Pooram International Hotel Thrissur. The meeting started with a silent prayer. CS. T.M Ramachandran, Vice Chairman, Thrissur chapter of ICSI delivered the welcome speech and the programme was inaugurated by CS Krishnakumar. M, Chairman, Thrissur Chapter of the ICSI.

The first technical session was on "Road to becoming a successful professional" by Mr. T.S Nagarajan, former Principal of Dhanalakshmi Bank Staff Training College. He discussed about the qualities required and the ways to become a successful professional with examples from his own experiences.

The second technical session was "Mergers and Amalgamations - Practical aspects" by CS Sreekrishnakumar.K., Practising Company Secretary, Thrissur. The session helped both members and students to understand more about the intricacies of scheme of mergers and amalgamations and its practical aspects. Both sessions were interactive, informative and interesting. The programme was attended by large number of students and members. CS AnuradhaVarma, Secretary, Thrissur Chapter of the ICSI delivered the vote of thanks.

5. Pleasure Trip to MUNNAR

On 23.03.2012, in association with CS Students' Forum, Thrissur Chapter organized one day pleasure trip to Munnar. CS AnuradhaVarma, CS Krishakumar and CS Ramachandran co-ordinated the trip along with 20 students who are undergoing oral coaching for CS executive programme at Thrissur Chapter. Trip included self introduction, role plays, camp fires, sight seeing, group activities etc.

6. Inauguration of 4th Student Induction Programme

Chapter has organized Inauguration of 4th Student Induction Programme on 30th March, 2012 at Hotel Dass Continental, Thrissur. CS Ramachandran TM, Vice Chairman of the Chapter welcomed the gathering and he spoke about importance of the profession. Dr Baiju Ramachandran, Secretary of SIRC of ICSI was the Chief Guest and he inaugurated the programme. He spoke on the importance of the profession and also spoke about training for updating practical aspects of the course.

7. Special Students Programme on “winning strategies for CS Exam”

Chapter, in association with CS Students' Forum, Thrissur has organized a special programme named “winning strategies” for students on 30th March, 2012 at Hotel Dass Continental, Thrissur. Mr Santhosh T.T., Chairman of CS Students' Forum welcomed the participants and CS.ANS Vijay & CS. Divya Mittal presented the topic – How to prepare for CS Examinations. The session was highly interactive and the speakers made every effort to clear all the queries put forth by the students. The program was warmly welcomed and was very well attended with over 75 students being present. Mr Amal Suresh Babu, professional student proposed vote of thanks.

8. Workshop on “Understanding Foreign Investment – the finer aspects

The Thrissur Chapter of ICSI organized a full day workshop on 30th March 2012 at Hotel Dass Continental, Thrissur, Kerala on “Understanding Foreign Investment – the finer aspects”. CS Krishnakumar M, Chairman, Thrissur Chapter of ICSI offered a warm welcome to the dignitaries and delegates present. The programme was inaugurated by Dr Baiju Ramachandran, Secretary of SIRC of ICSI. In his inaugural address, he emphasized on the importance of continued learning and being vigilant in our role as professionals. Dr. Baiju Ramachandran extended his whole-hearted support and co-operation in the activities initiated by Thrissur Chapter.



From the left. Krishnakumar.M, Dr.Baiju Ramachandran, Vasudevan M and Pradeep Kumar Nair

Mr Pradeep Kumar Nair, State Head of HDFC Bank Ltd was the key note speaker. In his address, he shared his banking experience and importance of awareness of legal and procedural matters regarding to Foreign investments. Keralites are mainly depending on NRI funds for their day to day livelihood, but contraventions of FEMA regulations and similar laws are increasing due to lack of awareness and he congratulated the organizers for organizing such workshop in this area. CS Vasudevan M, Treasurer of the Chapter proposed vote of thanks.

After a refreshing tea break, the speaker of first technical session, CS. Divya Mittal, Director, LawLabz, Chennai, began the session on ' Schema of Foreign Investments in India ' to a full

packed audience. In this session, she described the various terminologies and concepts under FEMA and in foreign investments. There was an interactive session with the speaker, where queries on the various points clarified.

The post lunch session started with the opening remarks by CS Jackson David, Managing Committee member and the speaker of second technical session, CS. ANS Vijay, director, Law Labz, Chennai, began the session on “Legal & Practical Aspects of FDI Policy & Procedures” There was an interactive session with the speaker, where queries on the procedural and compliance aspects of FDI were put forth and clarified.

After tea break, the speaker of third technical session Ms. R.Yamuna, Secretarial Officer, KSR & Co., Coimbatore on “Consequences of Contraventions of FEMA and Compliance Failures”.

The seminar was highly interactive and the speakers made every effort to clear all the queries put forth by members and students. The Workshop concluded by around 05:30 pm with a concluding remarks and vote of thanks by CS Krishnakumar M, Chairman, Thrissur Chapter of ICSI.



PAYMENT OF ANNUAL MEMBERSHIP AND CERTIFICATE OF PRACTICE FEE FOR THE YEAR 2012-13

The annual membership fee and certificate of practice fee for the year 2012-13 will **become due for payment w.e.f. 1st April, 2012. The last date for payment of fee is 30th June 2012.**

The membership and Certificate of Practice fee is as follows:-

1.	Annual Associate Membership fee	Rs. 1125/-
2.	Annual Fellow Membership fee	Rs. 1500/-
3.	Annual Certificate of Practice fee	Rs. 1000/-(*)

**The certificate of practice fee must be accompanied by a declaration in form D duly completed in all respects and signed. The requisite form 'D' is available on the website of Institute www.icsi.edu and also published elsewhere in this issue.*

MODE OF REMITTANCE OF FEE

The fee can be remitted by way of :

- (i) On-Line (through payment Gateway of the Institute's web-site (www.icsi.in)) by following the steps given below:-
 - a) The member has to visit the portal <http://www.icsi.in>
 - b) The member has to login in to self profile by selecting the option Member-- > Associate/Fellow
 - c) The member has to enter Membership number in the box provided.
 - d) The member has to enter password in the box provided (The member has to click on Reset password link if creating for the first time)
 - e) After Logging in the member has to click on the link 'Annual membership Fee'
 - f) The member has to click on 'Proceed for Payment' button for making payment through online payment gateway. The member may keep the generated acknowledgement for future reference and record.
- (ii) Credit card at the Institute's Headquarter at Lodi Road, New Delhi or Regional Offices located at Kolkata, New Delhi, Chennai and Mumbai.
- (iii) Cash/ local cheque drawn in favour of 'The Institute of Company Secretaries of India', payable at New Delhi at the Institute's Headquarter or Regional/ Chapter Offices located at Kolkata, New Delhi, Chennai, Mumbai and Chandigarh, Jaipur, Bangalore, Hyderabad, Ahmedabad, Pune respectively. Out Station cheques will not be accepted. However, at par cheques will be accepted.
- (iv) Demand draft / Pay order drawn in favour of 'The Institute of Company Secretaries of India', payable at New Delhi (indicating on the reverse name and membership number).

For queries, if any, the members may please contact Mr. D.D. Garg, Desk Officer or Mrs. Vanitha Dhanesh on telephone Nos.011-45341062/64 or Mobile No.9868128682 / through e-mail ids: annualfee@icsi.edu, cp@icsi.edu

INVITATION TO MEMBERS TO ENROL AS FACULTY

ICSI-SIRC is conducting Oral Coaching Classes, Management Skills Orientation Programme [MSOP], Student Induction Programmes [SIP], Professional Development Programme [PDP] and Executive Development Programme [EDP]. The members are requested to enroll themselves as FACULTY for oral coaching programmes and other training programmes conducted by the ICSI – SIRC, thus sharing their knowledge with the budding company secretaries.

COMPANY SECRETARIES BENEVOLENT FUND – IMPORTANCE

"BE BENEVOLENT TO YOUR FAMILY. REGISTER FOR CS BENEVOLENT FUND TODAY"

This is an appeal to all our members who are not members of CSBF to kindly register for the same as this is the only benefit which we can pass it on to our family members. Your membership to the fund will go a long way in strengthening the corpus of the fund, which will result in the Institute being able to provide a higher amount of Financial Assistance to members and their families in time of need.

CSBF Life membership subscription increased from Rs.5,000/- to 7,500/- w.e.f.1-4-2012.

What you need to do is very simple:

1. Download and take print of the application form for CSBF-www.icsi.edu
2. Fill the required information
3. Draw a cheque or DD for Rs. 7500/- in favour of Institute of Company Secretaries of India, payable at Chennai towards one time membership fee to CSBF.

Alternatively, log into www.icsi.in pay online and join the fund.

Advantages to you:

1. Contribution to the Fund is a noble cause.
2. Members of the ICSI after becoming the member of CSBF get the additional security shield for the life.
3. Contribution to the Fund qualify for the deduction under section 80-G of the Income Tax Act, 1961.

The CSBF can provide much needed financial assistance in such cases if the corpus of the Fund increases substantially which is possible if more number of members are enrolled for the fund.

Our object is to make 100% registration by our esteemed members from Southern Region.

I earnestly request all the members to join for this campaign so that we can help our own family as well as the families of our fellow members in times of distress.

The significant importance of becoming a Member in the Company Secretaries Benevolent Fund is to help the members who are in distress and need financial help. Due to low enrolment for the Benevolent Fund, the Institute is not in a position to extend the required benefit to the Members and therefore, it is an opportune time to become Members of the Benevolent Fund and thus extend full support to the Members who are in distress through the Fund. One time fee payable to become a member under the Fund is Rs.7500/- [Rs.7500/- w.e.f. 1.4.2012], which may be sent by way of crossed cheque/demand draft favoring "Company Secretaries Benevolent Fund" payable at New

Delhi. For further details please contact ICSI-SIRO, Chennai.

For clarifications/queries contact Ms. Meenakshi Gupta, Joint Director on telephone no.45341047 or Shri J S N Murthy, Desk Officer.

ICSI-SIRC LIBRARY

The library is having a wide range of facilities including internet access. Quite a number of new books have been added. The refurbished library is having separate enclosures for the members and students in order to enable them to pursue their academic pursuits in calm atmosphere.

Yearly Library Subscription: Rs.500/- for Members and Rs.200 for Students per financial year. [April to March]

For further details please contact ICSI-SIRO, Chennai.

SPARING THE FACILITIES AT ICSI-SIRC HOUSE

The ICSI-SIRC House is having two halls – Dr A C Muthiah Conference Hall and LV B Hall. These halls are being let out to conduct in-house meetings of the companies; arbitration meetings; board meetings; EGM and other similar types of programmes. These halls are having adequate facilities like mike facilities, lift, fully backed power supply, ample parking space. The ICSI-SIRC is centrally located. For further details, please contact, ICSI-SIRO.

Corporate Membership Scheme : 2012-13

Background

Members are aware that The ICSI – Southern India Regional Council has in place the scheme of the Corporate Membership/Annual Membership. The scheme has been improved over the years based on the feedback/suggestions from the Members of the scheme. Still, we are constantly making all endeavours to make this scheme more attractive and useful to the members.

Importance of Corporate Membership

The validity of Corporate Membership / Annual Membership Scheme is from 1.4.2012 to 31.3.2013. In order to acquire new competencies and skills, learning and training are essential for professional excellence. The Regional Council is organizing various professional development programmes, which will be focused on parameters like – *Optimization of Learning Process; Value Addition to the working knowledge; Initiation to Multi-skilling;* Enrolling as a Corporate Member/Annual Member therefore assumes great significance and importance.

Benefits and Privileges

Exempted from payment of Delegate fee in respect of –

- 6 Full day Programmes
 - 8 half day programmes
- Concessional Delegate Fee in respect of –
- Regional Conference
 - Regional PCS Conference

Other benefits and Privileges are –

- ◆ One time approval from the Management for attending the programmes organised by ICSI-SIRC
- ◆ Nomination/Deputation of a person to the earmarked programmes, in case a Corporate Member/ Annual Member is not in a position to attend the programmes.
- ◆ In case a Corporate Member/ Annual Member has not attended the earmarked Programme nor deputed a person for the Programme, a full set of background material and other papers circulated at the Programme would be furnished to the member concerned.
- ◆ Prior Intimation about all the programmes through e-mail and newsletters.

Validity

Corporate Membership/ Annual Membership is valid from 1.4.2012 to 31.3.2013.

General Information

Apart from the individual members, Corporate Members can also sponsor their executives for the Corporate Membership/ Annual Membership Scheme. Members who have been sponsored by their companies as Corporate Members/ Annual Members are entitled for further nomination/delegation in case he/she could not attend a particular Programme. Multiple Corporate Memberships from the Corporates are accepted.

Enrolment Details

Fee : Rs.6,000/- [Rupees six thousand only] to be paid by way of Cash/Cheque/DD drawn in favour of "SIRC OF THE ICSI" . Fee can also be paid by way of credit card.

REGISTRATION FORM FOR CORPORATE MEMBERSHIP SCHEME: 2012-13

The Institute of Company Secretaries of India
 Southern India Regional Council
 ICSI-SIRC House, No.9 Wheat Crofts Road
 Nungambakkam, Chennai 600 034

Dear Sir/Madam,

Please register the following person/organization as member under Corporate Membership/Annual Membership

Name of Applicant	:			
FCS/ACS No.(if any)	:		CP No	:
Designation	:			
Name of the Organisation	:			
Address of the Organisation	:			
Contact Details: Ph No Off:	:			
Residence	:			
Mobile	:			
Email ID (1)	:			
Email ID (2)	:			
Payment Details: Amount	:	Rs.6000		
Cash/Cheque/DD No.	:			
Dt.	:			
Drawn on	:			
				Yours faithfully,
Date	:			
Place	:			
seal		Sponsoring Authority / Delegate		

**Applications for Panel of Paper Setters and Examiners
for Company Secretaries Examinations**

The Institute prepares and updates the panel of Paper Setters and Examiners at regular intervals for conduct of Institute's examinations. In this regard the Institute invites applications from suitably qualified, competent and experienced persons having academic flair and willingness to undertake such academic and confidential assignments in any subjects of CS examinations and especially in any of the following subjects:

(i)	Company Law	Executive Programme
(ii)	Economic and Labour Laws	Executive Programme
(iii)	Securities Laws and Compliances	Executive Programme
(iv)	Company Secretarial Practice	Professional Programme
(v)	Drafting, Appearances and Pleadings	Professional Programme
(vi)	Corporate Restructuring and Insolvency	Professional Programme
(vii)	Due, Diligence and Corporate Compliance Management	Professional Programme
(viii)	Governance, Business Ethics and Sustainability.	Professional Programme

A copy of the announcement inviting applications for empanelment of Paper Setters and Examiners is available on the website **and is also reproduced hereunder.**

Persons who have requisite qualifications, experience and interest in evaluation of answer books may send their bio-data duly filled in to – The Joint Director (Examinations), The Institute of Company Secretaries of India, C-37, Sector 62, Institutional Area, NOIDA – 201309. The application form can be downloaded from the Institute's website: <http://www.icsi.edu/webmodules/member/forms/examnew.pdf> or may be obtained by post on request.

**INVITATION OF APPLICATIONS FOR
PANEL OF PAPER SETTERS AND EXAMINERS
FOR THE COMPANY SECRETARIES EXAMINATIONS**

The Institute is inviting applications for preparing a panel of Paper Setters and Examiners in the following subjects of company secretaries examinations. The applicants are requested to give their option of subjects, in order of preference, under the following disciplines:

- I LEGAL DISCIPLINE SUBJECTS:
- (a) Law:
 - (i) General and Commercial Laws Executive Programme
 - (ii) Tax Laws Executive Programme
 - (iii) Company Law Executive Programme
 - (iv) Economic and Labour Laws Executive Programme
 - (v) Securities Laws and Compliances Executive Programme
 - (b) Law and Practice:
 - (i) Company Secretarial Practice Professional Programme
 - (ii) Drafting, Appearances and Pleadings Professional Programme
 - (iii) Corporate Restructuring and Insolvency Professional Programme
 - (iv) Advanced Tax Laws and Practice Professional Programme
 - (c) Law and Management:
 - (i) Elements of Business Laws and Management Foundation Programme
 - (ii) Due Diligence and Corporate Compliance Management Professional Programme
- II MANAGEMENT, BUSINESS COMMUNICATION, ETHICS AND SUSTAINIBILITY DISCIPLINE SUBJECTS:
- (i) English and Business Communication Foundation Programme
 - (ii) Strategic Management, Alliances and International Trade Professional Programme
 - (iii) Governance, Business Ethics and Sustainability Professional Programme
- III ECONOMICS DISCIPLINE SUBJECT:
- (i) Economics and Statistics Foundation Programme

IV	ACCOUNTING AND FINANCE DISCIPLINE SUBJECTS:	
	(i) Financial Accounting	Foundation Programme
	(ii) Company Accounts, Cost and Management Accounting	Executive Programme
	(iii) Financial, Treasury and Forex Management	Professional Programme

SCALE OF HONORARIUM

Stage of Examination	For Paper Setting	For Evaluation of Answer Books
Foundation Programme	Rs.5,000/- per paper	Rs.40.00 per answer book
Executive Programme	Rs.6,000/- per paper	Rs.50.00 per answer book
Professional Programme	Rs.7,000/- per paper	Rs.60.00 per answer book

QUALIFICATIONS

A person applying for empanelment of his/her name as a Paper Setter/Examiner should be holding professional qualification as member of the Institute of Company Secretaries of India/Institute of Cost and Works Accountants of India/Institute of Chartered Accountants of India at least for five years and/or a Doctorate Degree/Postgraduate Qualification with at least second class in the disciplines of Law, Management, Finance & Accounting and International Trade & Economics with five years experience either in an academic position or in practice or in employment in the concerned field/discipline having relevance to the subjects of examinations.

DESIRABLE EXPERIENCE

Persons having adequate experience of teaching and as Head Examiner/Moderator/Paper Setter/Examiner in subjects of Legal, Management, Finance & Accounting and International Trade and Economics discipline at graduate/post-graduate level or professional examinations or in writing book(s) or study material in the relevant subject(s) OR any other specialised graduate/post-graduate level qualification(s) with relevant work experience having direct relevance to the aforesaid subject(s) of examination(s) will be preferred.

HOW TO APPLY

Candidates fulfilling the above conditions **and not registered as a student of the Institute** may send their bio-data in the prescribed application form. **The prescribed application form may be downloaded from the Institute's website <http://www.icsi.edu/Webmodules/Member/forms/examnew.pdf>** The blank application form can also be obtained by post from the **Joint Director (Examinations), The Institute of Company Secretaries of India, C-37, Institutional Area, Sector – 62, NOIDA – 201 309** or by sending an e-mail to exam@icsi.edu.

ANNOUNCEMENTS FOR STUDENTS

Batch No.	Dates & Duration	Last Date for receipt of Application	Venue of Programme
09 th batch of Executive Development Programme [EDP]	18 th April 2012 to 27 th April 2012	10.04..2012	ICSI-SIRC House No.9, Weat Crofts Road, Nungambakkam, Chennai – 600 034 siro@icsi.edu 044 - 28268685
15 th batch of Student Induction Programme [SIP]	17 th May 2012 to 25 th May 2012	10.05.2012	ICSI-SIRC House No.9, Weat Crofts Road, Nungambakkam, Chennai – 600 034 siro@icsi.edu 044 - 28268685

SI.No.	Particulars	Date	Venue
1	Commencement of Oral Coaching Classes for Executive Programme – Module-I (Morning), Module-II (Evening) for December 2012 exam.	23.04.2012	ICSI-SIRC House, Chennai
2	Model Examination for Foundation, Executive and Professional Programme for June 2012 exam.	07.05.2012 to 14.05.2012	ICSI-SIRC House, Chennai
3	Crash Course on Financial, Treasury and Forex Management for June 2012 exam.	12.05.2012 & 13.05.2011	ICSI-SIRC House, Chennai
4	Crash Course on Advanced Tax Laws and Practice for June 2012 exam.	19.05.2012 & 20.05.2012	ICSI-SIRC House, Chennai

[For further details please contact](#)

SIRC of The ICSI
ICSI-SIRC House, No.9 Wheat Crofts Road
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Telephone No.28279898;28268685
Email: siro@icsi.edu

