



THE INSTITUTE OF
Company Secretaries of India

भारतीय कम्पनी सचिव संस्थान

IN PURSUIT OF PROFESSIONAL EXCELLENCE

Statutory body under an Act of Parliament

(Under the jurisdiction of Ministry of Corporate Affairs)

SOUTHERN
INDIA
REGIONAL
COUNCIL

Vision

"To be a global leader in promoting good corporate governance"

Motto

सत्यं वद। धर्मं चर। इष्टकारं कुरु। श्रेयं कुरु।

Mission

"To develop high calibre professionals facilitating good corporate governance"



49TH

SOUTHERN INDIA REGIONAL

Conference

CONFLUENCE OF TECHNO-COMPLIANCE



2ND & 3RD JANUARY 2026

AIG AUDITORIUM , HYDERABAD

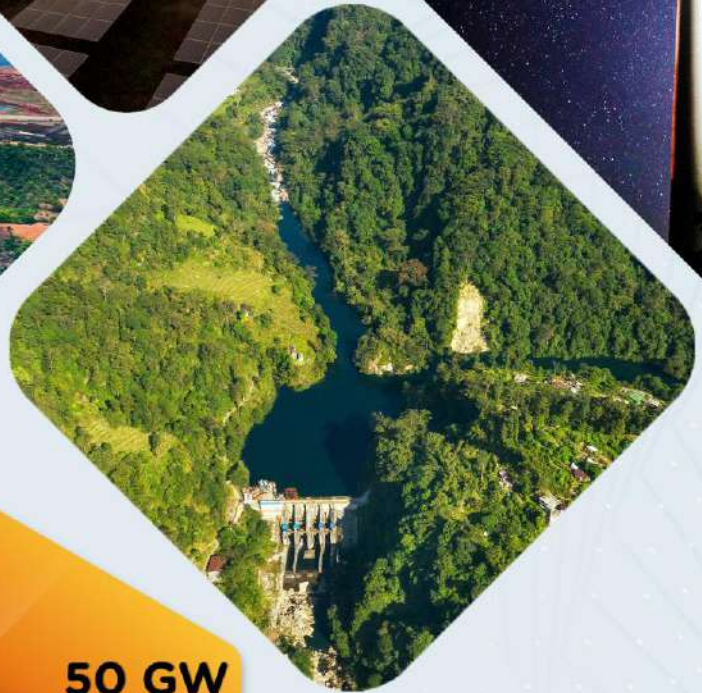
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**THE INSTITUTE OF
Company Secretaries of India**
भारतीय कम्पनी सचिव संस्थान

The Institute of Company Secretaries of India (ICSI) is a premier professional body, established under an act of Parliament (The Company Secretaries Act, 1980), to regulate and develop the profession of Company Secretaries. ICSI functions under the jurisdiction of the Ministry of Corporate Affairs, Government of India. The Institute provides top-quality education to the students of Company Secretaries (CS) Course and best quality set standards to CS Members.

With over 72,000 members and around 200,000 students, the ICSI has the largest membership and student base of Company Secretaries in the world.

As an inclusive body on the global governance map, the ICSI has been taking various initiatives for the growth and development of the profession. ICSI has been contributing to the initiatives of Government of India that have potential to excel the social-economic growth of India.

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Motto

सत्यं वद। धर्मं चर।
इष्टार्थं कुरु। अल्पार्थं बोधेद। अल्पं कुरु।

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ICSI- SOUTHERN INDIA REGIONAL COUNCIL

The Southern India Regional Council (SIRC) of the Institute of Company Secretaries of India in Chennai has 15 chapters under its administrative control spread over Andhra Pradesh, Karnataka, Kerala, Telangana, Tamil Nadu and Union Territory of Puducherry. There are approx. 7500 members and around 1,50,000 registered students in the SIRC of ICSI.

The SIRC of ICSI is involved in the performance of following activities-

- Providing oral coaching facilities for students.
- Conducting guest lectures for the benefit of postal and oral coaching students.
- Awarding prizes to students securing the highest marks in the region at various Examinations conducted by the Institute.
- Organizing training programmes under Institute's Regulations.
- Monitoring training requirements.
- Conducting Career Awareness Programmes at College and school level.
- Providing continuing education to its members and students in the form of
 - Talks, Workshops, Seminars, Symposia etc.
 - Holding Regional Conference every year on a topic of current interest for Company Secretaries/ professionals/ managers.
 - Publishing e-Newsletter every month.
 - Conducting campus placements for the benefit of students and members of ICSI.
 - Collaborating with other professional and management development institutions in conducting professional development programmes.



ICSI-HYDERABAD CHAPTER

The ICSI - Hyderabad Chapter is one among the 15 Chapters functioning under the jurisdiction of Southern India Regional Council of the Institute and it is a Platinum Grade Chapter of the ICSI. chapter has bagged multiple times the best chapter awards and National Best Chapter Awards and has also bagged countless awards in various segments which the Institute provides every year.

This chapter is serving above 2300 members and with the support of every member who hails from this region. The Hyderabad Chapter is involved in the performance of following activities-

- Provides Coaching facilities for students.
- Conducts guest lectures for the benefit students.
- Awards prizes to students securing the highest marks in the region at various examinations conducted by the Institute.
- Organizes training programmes under Institute's Regulations.
- Conducts Career Awareness Programmes at College and School level.
- Provides continuing education to its members and students in the form of talks, workshops, seminar, symposia etc.
- Conducting campus placements for the benefit of students and members of ICSI.
- Collaborates with other professional and management development institutions in conducting professional development programmes.



COUNCIL MEMBERS

CS Dhananjay Shukla

President, *The ICSI*

CS Pawan G. Chandak

Vice President, *The ICSI*

CS Ashish Karodia

Dr. Ashok Kumar Mishra, Govt. Nominee

Mr. Balamurugan D, Govt. Nominee

CS B. Narasimhan

CS Dwarakanath Chennur

Mr. Inder Deep Singh Dhariwal, Govt. Nominee

CS Manish Gupta

Mr. Manish Goswami, Govt. Nominee

CS Manoj Kumar Purbey

CS Mohankumar A.

CS NPS Chawla

CS Praveen Soni

CS Rajesh Chhaganbhai Tarpara

CS Rupanjana De

CS Sandip Kumar Kejriwal

Mr. Sanjay Shorey, Govt. Nominee

CS Suresh Pandey

CS Venkata Ramana R.

CS Asish Mohan

Secretary, *The ICSI*



REGIONAL COUNCIL MEMBERS

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CS Mahadev Tirunagari, Vice-Chairman

CS Jayashree S Iyer, Secretary

CS Damodaran M., Treasurer

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CS Mohan Kumar A., Ex-Officio Member

CS Rajavolu Venkata Ramana, Ex-Officio Member

Shri. M Jayakumar, Co-opted Member, Regional Director (Sr), MCA

Mr. Ankur Yadav

Regional Director, The ICSI – SIRC





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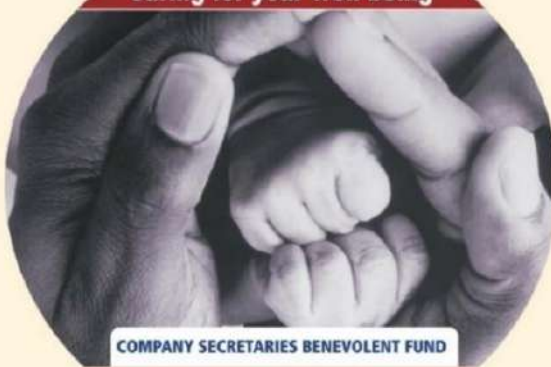
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Mission
"To develop high calibre professionals
facilitating good corporate governance"

**Safeguarding and
caring for your well being**



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Saathi Haath Badhana
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COMPANY SECRETARIES BENEVOLENT FUND

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The Company Secretaries Benevolent Fund (CSBF) provides safety net to the Company Secretaries who are members of the Fund and their family members in distress.

CSBF

- Registered under the Societies Registration Act, 1860 Recognised under Section 12A of the Income Tax Act, 1961
- Subscription/Contribution to the Fund qualifies for deduction under section 80G of the Income Tax Act, 1961
- Has a membership base of over 17000

ELIGIBILITY : A member of the Institute of Company Secretaries of India (ICSI) is eligible for the membership of the CSBF.

HOW TO JOIN : By making an online application using the link <https://stimulate.icsi.edu/> alongwith one time subscription of ₹10,000/-.

BENEFITS

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- Upto ₹3,00,000 in the case of death of a member above the age of 60 years
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- Upto ₹75,000 for medical expenses in deserving cases
- Limited benefits for Company Secretaries who are not members of the CSBF

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CONTACT : For further information / clarification, please write at email id csbf@icsi.edu or contact on telephone no. 0120-4082135

For more details please visit <https://www.icsi.edu/csbf/home/>



Message of President

“When winds of change blow, some people build walls, and others build windmills.”

~ Chinese Proverb

Since the beginning of time, human civilization has understood one factor, after much experimentation and personal experience - and that is the fact that “Change is the only constant”. Indeed, at an individual level or at a macroeconomic level, or global even, changes have been both sudden and gradual, and each one of them has shaped our societies - and led them into the future.

Digital transformation, stands at the helm of these change aspirants. Be it the switch from hand written letters to typewriters, or thereafter to computers and its various versions, or the present-day limelight hogger - Artificial Intelligence; each generation has witnessed its own game changers. And us as human beings, even after being initially sceptic, have embraced it all.

As professionals serving the nation and guiding the corporates, not only do the Company Secretaries need to stay updated with the ongoing corporate requirements - but also have to embrace each change with open arms.

I commend the efforts of the Southern India Regional Council under the leadership of CS Madhusudhanan E P Chairman, ICSI-SIRC and the entire Team thereat for taking this legacy of the SIRC forward and organizing the 49th edition of the Southern India Regional Conference of Company Secretaries on the theme Confluence of Techno-Compliance. I congratulate the Team of ICSI-Hyderabad Chapter headed by CS Manjeet Bucha, for playing the perfect hosts to this Mega Event.

I am sure that the participants at the Conference will be attaining new knowledge and insights on the topics covered and guide the corporates with greater erudition.

My best wishes to all of you !!!

(CS Dhananjay Shukla)

President

The Institute of Company Secretaries of India





Message of Vice President

“Success is built on habits, not luck.”

The above quote can be worded to say that, “Don’t fall in love with success, fall in love with the habits that brings success.” Learning, undoubtedly, tops the list of habits which are harbingers of success. Continuous learning marks the true trait of being a Professional. Given the pride that each one of us takes in stating the fact that Company Secretaries are the Experts in almost every arena of corporate operation and functioning, it is next to impossible that ample efforts are not placed in attuning ourselves to every new development.

Be it the legislative amendment, or the economic development or even further the highlight of this decade - digital transformation, each one of these changes and advancements solicit dedicated efforts on the part of each one of us, individually and as a Team to strive to build deeper understanding and lead the nation towards a brighter future.

It is heartening to witness the ICSI Regional Offices and Chapters share the responsibility of creating avenues of enhancing knowledge and skill capabilities of our members and students.

It is indeed a commendable thought to take the legacy of the Southern India Regional Conference of Company Secretaries forward by organizing its 49th edition in Hyderabad. My heartiest congratulations to both the teams of SIRC and ICSI-Hyderabad and appreciations to their Chairmen - CS Madhusudhanan E P and CS Manjeet Bucha, and Programme Director CS Mahadev Tirunagari, Vice Chairman, ICSI-SIRC.

I truly and sincerely hope that the deliberations on various sub-themes shall build-up a better understanding of the overall theme of Confluence of Techno-Compliance...!

Regards,

(CS Pawan G Chandak)
Vice-President
The Institute of Company Secretaries of India





Message

“The future belongs to systems where technology and compliance are designed as one.”

It is indeed delightful to note that the ICSI- SIRC is organising the 49th Southern India Regional Conference of Company Secretaries on 2nd & 3rd January, 2026 at Hyderabad, on the theme “Confluence of Techno-Compliance” and am happy to note that they are bringing a souvenir to commemorate the event.

I complement ICSI - SIRC for choosing a vibrant theme for the event, indeed the theme reflects the intersection where technology and regulatory compliance requirements meet and the role of CS in shaping governance.

Am sure the event shall be successful in achieving the grand success through its innovative programmes scheduled as part of the 2 days event.

I wish the Regional Conference of Company Secretaries a great success.

CS C. Dwarakanath
Member, Central Council, The ICSI





Message

I am pleased to learn that the Southern India Regional Council of the Institute of Company Secretaries of India is organizing the 49th Southern India Regional Conference of Company Secretaries on 2nd & 3rd January, 2026 at Hyderabad, on the timely and forward-looking theme “Confluence of Techno-Compliance.”

In an era where technology is rapidly reshaping governance, compliance, and regulatory frameworks, the role of Company Secretaries has become more strategic and impactful than ever before.

I am confident that this Conference will provide an excellent platform for deliberation, knowledge sharing, and meaningful interaction among professionals, industry leaders, and academicians.

I commend the Southern India Regional Council for its consistent efforts in organizing programs of high professional value and relevance. I am sure the Conference will be a grand success

I extend my best wishes to the organizers and all the delegates for a successful and enriching Conference.

Warm regards,

CS A Mohan Kumar
Central Council Member
Institute of Company Secretaries of India





Message

I extend my heartiest congratulations to the esteemed members of the profession on the occasion of the **49th Southern India Regional Conference of Company Secretaries**, hosted by the **ICSI Hyderabad Chapter** on the theme *“Confluence of Techno-Compliance.”* The conference is scheduled to be held on **2nd and 3rd January 2026** at **AIG Auditorium, AIG Hospitals, Hi-Tech city, Hyderabad.**

In an era marked by rapid technological advancement and evolving regulatory frameworks, the role of Company Secretaries is undergoing a significant transformation. This conference seeks to deliberate on how Company Secretaries can emerge as the **most sought-after professionals** in critical domains such as **Project Funding, Digital Finance, and Governance**, thereby expanding their strategic relevance in both corporate and institutional ecosystems.

A key focus of the conference is to drive **digital transformation within legal and secretarial functions**, enabling professionals to deliver greater efficiency, accuracy, and value. By fostering awareness about the **availability and effective use of advanced digital tools for CS practice**, the conference aims to empower members to adapt confidently to technology-driven professional environments.

The conference also aspires to **elevate Company Secretaries as stalwarts of corporate governance, societal responsibility, and ethical leadership**, leveraging technology as an enabler of transparency, accountability, and trust. By integrating techno-compliance with ethical governance, Company Secretaries can play a pivotal role in shaping resilient and responsible organizations.

The conference will feature **eminent speakers from diverse fields**, including governance, finance, technology, law, and regulatory practice, who will share their insights and experiences. Their thought-provoking deliberations are expected to enrich professional perspectives and inspire participants to embrace innovation while upholding the highest standards of compliance and ethics.

I am confident that the 49th Southern India Regional Conference will serve as a meaningful platform for learning, interaction, and professional growth, contributing significantly to the continued evolution and stature of the Company Secretary profession.

I take this opportunity to convey my appreciation to **CS Madhusudhanan E.P, Chairman - ICSI-SIRC; CS Mahadev Tirunagari, Programme Director & Vice Chairman ICSI-SIRC, CS Jayashree S Iyer, Secretary ICSI-SIRC, CS Manjeet Bucha, Chairman, ICSI and management committee of Hyderabad chapter and all members of the Southern India Regional Council**, whose dedication and meticulous efforts have contributed to the successful organization of this prestigious conference.

I extend my warm wishes to all participants and SIRC for the grand success of the event and for all your future endeavours.

CS Rajavolu Venkata Ramana
Central Council Member





30th December, 2025

Message

We are glad to note that Southern India Regional Council (SIRC) of the ICSI is organizing its 49th Regional Conference on the Theme "Confluence of Techno-Compliance" on 2nd & 3rd January, 2026 at AIG Auditorium AIG Hospital, Hi-tech City, Hyderabad.

It is the 49th Regional Conference which means SIRC has been organising such conferences for a very long time. Such conferences are an integral part of professional development and provide opportunities to the members of the Institute along with other professionals to update themselves in tune with the changes in the corporate sector. In the modern era, we are all aware of the impact of technology in matters relating to compliance and the delegates must be looking forward to the deliberations to be held during the Regional Conference.

I take this opportunity to extend my best wishes to SIRC of the ICSI for the grand success of the 49th Regional Conference.

(CS Asish Mohan)
Secretary, The ICSI



FIN-TECH GOVERNANCE



Empowers professionals to master digital finance, technology-driven funding, compliance, and the evolving role of Company Secretaries

PANELISTS

DR. SHREERAM IYER

Dr. Shreeram Iyer is a pioneering leader in deep tech, venture capital, and entrepreneurship, recognized for shaping India's innovation ecosystem. He currently builds a cutting-edge Intelligence Platform while advising Family Offices and mentoring startups across sectors. As Head and Vice President at T-Hub, he transformed Telangana's startup landscape, forging global partnerships with the World Bank, World Economic Forum, and international policymakers. A trusted advisor to the Governments of Andhra Pradesh and Telangana, he has architected policies in Startup, IT, and Tourism, and helped establish Funds of Funds for multiple states. Dr. Iyer holds a Doctorate in Venture Capital, has authored five books—including India's #1 bestseller *AI for Everyone*—and contributes to quantum computing and photonics initiatives. He mentors talent at IITs, BITS Pilani, and IIIT Hyderabad, and is a TiE Charter Member. His certifications span FMVA, Private Equity & Venture Capital, and SDA Bocconi's Venture Capital SDP.



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CS DR. KISHORE NUTHALAPATI

Dr. Kishore Nuthalapati is an Economist and a Corporate Finance Professional with 25 years' experience in finance, banking, credit, project management, HR & legal. He holds Ph.D in finance, ACS (company secretary), and PG degrees in Commerce, Management, and Law with university level Ranks. He is on several Committees and Boards. He has been contributing to policy making bodies. He addressed several forums in and outside India including regulatory bodies, authorities, banks, diplomats, and institutions. He is a speaker on TV & other media; Authored 230 articles; Guided 1,000 plus research projects. He is a humble Angel Investor. Has 20,000 followers in LinkedIn for his articles. Been mentoring Startups, MSMEs, Scholars & aspiring Professionals.



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PANELISTS

CS R PRAKASH

Mr. Prakash is a distinguished professional who has successfully transitioned from the Defence Services to corporate law, bringing with him a unique blend of discipline, strategic insight, and governance expertise. With academic credentials in B.Sc., M.Com., FCS, and LLB, he is a qualified Company Secretary and compliance expert with over two decades of experience in corporate governance, regulatory frameworks, and strategic leadership. Currently, Mr. Prakash serves as Vice President, Company Secretary & Compliance Officer at the HC Kothari Group of Companies, Chennai, where he oversees compliance across 20+ companies and LLPs, while also holding directorships and serving as an Independent Director in the NBFC-MFI sector. A prolific trainer and mentor, he has conducted more than 500 sessions for ICSI, SEBI, universities, and professional forums, sharing insights on corporate law, risk management, and SEBI regulations. His contributions to CSR and professional communities highlight his commitment to both industry and society.



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CS SUDHAKAR SARASWATULA

Mr. Sudhakar is a Fellow Member of the Institute of Chartered Accountants of India and Fellow Member of the Institute of Company Secretaries of India and Qualified Secretary of the Institute of Chartered Secretaries and Administrators - UK and a Law Graduate from Mumbai University, with over four decades of wide-spectrum of experience in Legal, Secretarial, Finance and Accounts fields. Worked with Reliance Industries Limited as Vice-President (Corporate Secretarial) for 17 glorious years and with Berger Paints (India) Limited as Senior General Manager Finance & Accounts for about 15 years. A prolific speaker, and has addressed over 1,000 conferences, seminars, workshops and training programs, and serves as faculty with IOD, ISB, NISM, and ICLS Academy. He has authored numerous articles on corporate governance, corporate laws, independent directors and advises on board governance, shareholder relations, and other strategic corporate matters. Member Secretarial Standard Board of ICSI for over 10 years and Member ESG and Sustainability Board of ICSI apart from various other committees



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PANELISTS

DR. SUMIT PAHWA

Dr. Sumit Pahwa is a distinguished Corporate Lawyer, Company Secretary, MBA from FMS Delhi, and PhD in Emotional Intelligence, with over 27 years of expertise in Governance, Risk, Compliance, and Business Management. Dr. Sumit has held leadership roles with GE Capital and Barclays before founding eMinds Legal, a boutique corporate law firm in Gurgaon. He is currently the Co-founder & CEO of Complinty Technologies, India's leading compliance software platform, empowering over 1,000 companies and 13,000+ users across 100+ industries. In addition, he serves as an Independent Director with several companies, contributing his legal acumen, business strategy, and leadership skills to boardrooms. A prolific author, he has co-authored 11 volumes of Corporate Law Referencer on the Companies Act, 2013, and is a sought-after speaker at conferences and webinars. Passionate about leadership and emotional intelligence, Dr. Sumit continues to inspire professionals through his writings, mentorship, and thought leadership.



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CS SUJANENDRA MY



Sujanendra M. Y., a seasoned finance and audit professional with over 12 years of expertise spanning internal audit, compliance, commercial finance, and risk management. A qualified Company Secretary and Chartered Accountant (Finalist), he has successfully led strategic financial operations, governance initiatives, and internal control frameworks across multinational and automotive domains. Currently serving as Commercial Finance & Operations Director at ETAS Automotive India, Sujanendra oversees end-to-end commercial operations including finance, budgeting, taxation, purchasing, and logistics, while driving process automation and operational excellence. His earlier career at Robert Bosch saw him rise through multiple leadership roles, managing domestic and international audits, strengthening governance structures, and enabling cost optimization. He began his professional journey with Ernst & Young, where he was recognized as a top performer in assurance audits for UK clients. With strong expertise in SAP, data analytics, and strategic financial management, Sujanendra brings valuable insights into risk, compliance, and operational efficiency.

COMPLY-TECH AUTOMATION

Empower compliance with technology—automating governance, risk, and audits for speed, accuracy, and impact."



PANELISTS



CS ANSHUL JAIN

Anshul Jain, is a Fellow Member of the Institute of Company Secretaries of India (ICSI) and a highly accomplished Corporate Governance and Compliance professional with over 23 years of expertise in navigating complex regulatory landscapes. His core strengths span corporate laws, SEBI regulations, IPOs, M&A, corporate finance, risk management, anti-money laundering, and capital market compliance. Currently serving in the Corporate Secretarial Vertical of Reliance Industries Limited. Presently, he is managing group companies and Alok Industries Limited, listed on NSE and BSE, while contributed across diverse business verticals including Hydrocarbon, Retail, and Textiles.

His career journey also includes leadership roles at ITC Group, Mehta & Mehta, and KFin Technologies. Recognized among the Top 10 Chief Compliance Officers in India (2022) by CEO Insight, he has served on the ICSI Auditing Standards Board, Corporate Law Task Force, and continues to mentor through JITO and Reliance Foundation Skilling Academy.

CS MANJUNATH HEGDE

Manjunath Hegde is a seasoned legal and governance professional with over 15 years of expertise in company secretarial matters, corporate governance, legal affairs, and regulatory compliance. His proven track record spans board and committee management, cross-border transactions, enterprise risk management, and corporate restructuring including mergers, acquisitions, de-mergers, buybacks, and spin-offs. Skilled in drafting and vetting complex legal documents, Manjunath is adept at implementing compliance management tools, conducting due diligence, and liaising with key regulatory authorities such as MCA, RBI, SEBI, and Customs. He currently serves as Senior Legal Counsel & Company Secretary at Wipro GE HealthCare, South Asia, managing diverse business teams across geographies. His prior leadership roles include Columbia Asia Hospitals, Britannia Industries, and Advanta India Ltd. With strong academic credentials and recognition such as the CEO Circle Award (2024), Manjunath continues to drive excellence in governance, compliance, and strategic legal advisory.



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CS SWETHA SUBRAMANIAN

Swetha Subramanian is a distinguished Practicing Company Secretary and Fellow Member of the Institute of Company Secretaries of India (ICSI). With over 12 years as Partner at Lakshmmi Subramanian & Associates, one of India's leading PCS firms, and prior experience at Ernst & Young, she brings exceptional depth in corporate law and governance. Passionate about law and innovation, Swetha has co-founded several legal tech ventures, where she mentors teams and provides strategic guidance. She has supported numerous organizations in navigating India's complex corporate law landscape, ensuring accuracy, compliance, and forward-looking legal solutions. A sought-after speaker, she frequently addresses programs organized by ICSI, the Rotary Club of Madras, and webinars on topics such as SEBI regulations, FEMA, the Companies Act, and the future of compliance systems. An accomplished author, she contributes to the ICSI journal with expert insights on insider trading and corporate governance.

SOCIO-TECH ETHICS



Empowering Company Secretaries with technology to champion ethics, governance, and societal trust

PANELISTS

CS SHUJATH BIN ALI

Shujath Bin Ali is a seasoned legal and compliance leader with over 24 years of experience spanning energy, sustainability, pharma, IT, manufacturing, and professional services. As Chief Legal Officer at Fourth Partner Energy, India's leading renewable energy solutions platform, he drives legal, compliance, governance, and risk strategy across solar, wind, hybrid, battery storage, and EV infrastructure projects.

Previously, Shujath served as Global General Counsel & Chief Compliance Officer at Re Sustainability Limited, a KKR-backed enterprise, and held senior roles at PAREXEL International, International Paper, and Deloitte. A Fellow of the Institute of Company Secretaries of India, he has pursued executive education at Harvard, ISB, and NLS Bengaluru, and holds a Master's in Law specializing in ADR & International Arbitration.

Recognized among India's Top 100 General Counsels and Top 10 Chief Compliance Officers, Shujath is a thought leader on ESG, compliance, governance, AI, and legal technology, frequently speaking at national and international forums.



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CS SUNDHARESAN JAYAMOORTHY

Sundharesan Jayamoorthi (JS) is a renowned board strategist, compliance expert, and ESG advocate with over three decades of leadership in corporate governance. A Company Secretary by profession, he heads a specialized advisory firm serving Fortune 500 companies on ESG, compliance, and governance matters. His firm has conducted more than 500 due diligence audits, earning accolades such as "Most Trusted Corporate Law Due Diligence Firm - Karnataka" (APAC Legal Awards 2022) and "Best Full-Service Corporate Law Firm - South Asia" (APAC Insider 2023).

Since 2006, JS has trained over 10,000 board members, earning a reputation as a "must-hear" speaker and mentor, especially for board aspirants. A passionate champion of ESG and BRSR, he delivers intensive training programs embedding sustainability into corporate frameworks. A sought-after global speaker since 1991, JS blends governance expertise with holistic insights as a Mudra Therapist, world traveler, and Numerologist, making him a unique voice in boardroom leadership.



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IPO Preparedness in a Digital Era

How Legal-Tech and Reg-Tech Shape IPO-Bound Companies

CS Madhavan M K

INTRODUCTION:

IPO preparation has quietly changed. Today, readiness is judged much earlier—through the digital records where filings and agreements quietly sit. Every MCA filing, FIRMS report and DGFT entry becomes part of a company's compliance story. During due diligence, these records are examined first, and any mismatch across portals quickly raises governance questions. Many promoters realise late that IPO strength is built over years of accurate, consistent filings. As compliance turns digital, strong governance and disciplined records have become essential for a confident listing journey.

Digital Trails That Decide IPO Readiness

One of the biggest changes in IPO preparation is the way information is verified. Instead of depending only on documents shared by the company, due diligence teams now begin by checking what is already recorded across government portals. These filings across MCA, FIRMS, DGFT, GST, IT and SEBI create a second version of the company's story harder to alter and often more accurate than internal files .

For an IPO-bound company, these digital trails must match. If the allotment date differs on MCA and FIRMS, or if DGFT export values do not align with internal MIS, questions arise even before discussions begin. Most gaps appear because filings were rushed or teams didn't coordinate. Still, during an IPO, even small inconsistencies surface at the worst time. This day-to-day accuracy shows how steady a company's governance really is.

Technology Enters the Governance Room

As a company moves closer to listing, technology slowly becomes part of its everyday governance. Work that once depended on handwritten board papers, printed minutes or bulky registers is now handled through simple digital tools. Agreements are signed on secure platforms, registers are maintained as soft copies and compliance tasks often come with reminders or automatic time stamps. These small shifts gradually shape a company before the IPO process starts.

From my experience working with IPO-bound companies, and as the author of GO IPO: 11 principles to get listed on the Stock Exchange, I have seen that Legal-Tech and Reg-Tech are more than just convenient tools. When used well, they create a clean chain of records that brings clarity during due diligence. When used carelessly, they leave gaps that cannot be repaired by last-minute documentation.

Legal-Tech & Reg-Tech: Digital Transformation in Secretarial Functions

Today's secretarial functions have moved far beyond paperwork. Most routine work like drafting agreements, maintaining registers, preparing resolutions, tracking due dates, storing documents and managing board processes is now supported by digital platforms. Digital tools save time, but their real value is the clear, time-stamped records they leave

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behind and these matter a lot during an IPO review. When used consistently, Legal-Tech and Reg-Tech systems bring accuracy and predictability qualities regulators and markets expect, from an IPO-bound company.

IPO Readiness Begins Long Before the DRHP

I often meet teams who assume the IPO journey really starts with the DRHP. The truth is, the DRHP simply puts into writing what the company has been practising for the last few years. The real readiness comes from steady, year-round discipline that has been in place before anyone even talks about bankers or timelines. Every digital filing made during those years carries forward into the IPO process. A missed form, an incorrect code, a delayed reporting or a mismatch between two systems does not disappear with new documentation. It resurfaces during due diligence, sometimes at the most inconvenient time.

As someone who has walked companies through this phase and captured these lessons in my IPO work, I can say that the real foundation of a successful listing is laid quietly in earlier years, through daily accuracy and governance habits.

Common IPO Pain Points: Mismatches & Missed Details

Every IPO journey uncovers a few surprises, and most of them come from places companies least expect. The issues are rarely about intent; they are almost always about small gaps that accumulated quietly over time. Sometimes the dates filed on MCA and FIRMS do not match, even though the transaction is the same. In other cases, the export numbers uploaded on DGFT differ from what the company has in its own MIS. These small gaps look harmless at first but become troublesome during review. A board approval is passed, but the filing is delayed; an SDD entry is missing a timestamp. The shareholder register is updated internally but not reflected in the statutory version.

But during IPO diligence, even a small mismatch needs to be explained, supported or sometimes corrected. I've watched companies with good numbers slow down just because their filings across portals did not match.

The CS: The Human Layer above Automation

In every IPO I've worked on, I've noticed something simple. The systems can record whatever we input, but it's the Company Secretary who checks whether any of it actually makes sense. Automated reminders, digital registers and workflow tools make compliance faster but they do not replace judgment. They cannot interpret regulations or foresee how a small oversight becomes a due-diligence query.

The CS becomes the steady hand in the IPO journey, reviewing what the systems record, reconciling what teams submit, and ensuring that every approval, disclosure and filing carries the weight of accuracy.

Real-Time Compliance for Companies Going Public

Many companies entering the IPO path assume they can continue operating at the same compliance pace as before. But once an organisation moves into the listing pipeline, expectations change sharply. What was earlier a quarterly or monthly activity now becomes almost real-time. Disclosures must be made without delay, board decisions must be documented accurately, insider trading controls must be monitored continuously, and every regulatory update must translate into immediate internal action.



Companies that begin practising this rhythm early adjust far more smoothly during the IPO phase. Real-time compliance is not a switch that can be turned on when bankers arrive; it is a behaviour that must be cultivated over time.

Digital Discipline Builds Market Trust Before Listing

Long before a company offers its shares to the public, its digital behaviour quietly shapes how the market sees it. Merchant bankers check whether filings across MCA, FIRMS, DGFT and other systems tell the same story. Regulators look for accuracy, timely reporting and consistency. Investors observe whether the company has followed steady good practices over the years. All of this happens well before the DRHP becomes public.

A company that maintains clean, aligned and well-documented digital records sends a clear message: it is predictable, disciplined and ready for the responsibilities of being listed. Markets value this predictability more than any promise made during the IPO process.

Conclusion:

As IPO journeys become increasingly digital, companies often seek tools that simplify filings and organise information. These systems help, but they do not replace the discipline public markets expect. The strongest IPOs are built on everyday accuracy long before the DRHP is drafted. Technology captures the trail, but governance shapes the journey.

When both move together, a company enters the public markets with confidence not only in its performance, but in its preparedness. Digital records tell the story, but governance decides how the story is remembered.

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CSR- Has It Truly Delivered the Intended Impact?

A Practitioner's Perspective through Conversation

CMA A R Parthasarathy

Introduction

More than a decade has passed since India became the first country to introduce a statutory framework for Corporate Social Responsibility (CSR) under the Companies Act, 2013. Section 135 transformed CSR from a voluntary philanthropic activity into a board-governed responsibility with defined accountability and disclosure requirements.

While the regulatory architecture is now well established, a larger and more important question remains relevant for professionals and policymakers alike: **Has CSR in India yielded the desired results?** Has it moved beyond compliance to create tangible, lasting social impact?

To explore this question, we present a conversational discussion with a **Company Secretary of a mid-sized Indian company** that has consistently approached CSR not merely as a statutory obligation, but as a genuine effort to give back to society. Through this interaction, the article attempts to bridge law and lived practice.

CSR Framework: A Brief Regulatory Context

Before turning to the conversation, it is useful to briefly recall the statutory framework.

Section 135 of the Companies Act, 2013 mandates qualifying companies—based on net worth, turnover, or profits—to spend at least **2% of the average net profits** of the preceding three financial years on CSR activities specified under **Schedule VII**. The law also requires:

- Constitution of a **CSR Committee** of the Board
- Formulation and disclosure of a **CSR Policy**
- Monitoring of CSR projects and treatment of unspent amounts
- Disclosure of CSR details in the **Board's Report**

Amendments and CSR Rules notified thereafter have strengthened governance, introduced impact assessment requirements for large spenders, and emphasised accountability over mere expenditure.

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A Conversation with the Company Secretary

Q1: CSR has now been mandatory for several years. From your experience, has it delivered meaningful outcomes or largely remained a compliance exercise?

CS:

It would be unfair to paint CSR with a single brush. In the early years, I agree, many companies approached it defensively—focused on meeting the 2% requirement and ensuring disclosures were in place. However, over time, we have seen a clear shift.

In our company, CSR was never viewed as a grudging compliance cost. The Board believed that if we are drawing resources—human, environmental, and social—from the ecosystem, we have a responsibility to contribute back meaningfully. That mindset made a big difference in outcomes.

Q2: How did your company ensure that CSR was implemented “in spirit” and not just in letter of the law?

CS:

The law provides a framework, but intent comes from the Board. Our CSR Committee spent considerable time understanding community needs around our operating locations. Instead of scattering funds across multiple activities, we focused on **two core areas—education and preventive healthcare**.

For instance, rather than funding short-term programs, we partnered with local NGOs to upgrade government school infrastructure and provide digital learning tools. Over five years, school attendance improved measurably. The impact was gradual, but it was real.

Q3: Can you share a specific example where CSR created visible social impact?

CS:

Certainly. One of our flagship initiatives was in rural healthcare. We noticed that despite government schemes, access to primary healthcare was limited in nearby villages. We funded mobile health units staffed by qualified nurses and visiting doctors.

These units focused on preventive care—screenings for diabetes, hypertension, and maternal health. Over time, early detection reduced serious hospitalisations. This was not just expenditure; it changed health outcomes. From a governance perspective, it also reinforced the importance of impact assessment, even before it became mandatory under CSR Rules.

Q4: From a Company Secretary’s standpoint, how important is governance in CSR implementation?

CS:

Governance is critical. CSR funds are public-facing and closely scrutinised. As a Company Secretary, my role extended beyond compliance filings. I ensured:

- Proper documentation of CSR Committee deliberations
- Clear articulation of objectives in the CSR Policy
- Due diligence of implementing agencies



- Transparent disclosures in the Board's Report

Equally important was ensuring that CSR activities aligned with **Schedule VII** and that there was no conflict of interest. Governance credibility determines whether CSR is trusted by stakeholders.

Q5: Has mandatory CSR changed corporate behaviour, in your view?

CS:

Yes, significantly. The mandate forced conversations at the board level that might otherwise not have happened. Even companies that initially viewed CSR as an obligation gradually began recognising its strategic value—employee engagement, community goodwill, and reputational capital.

Mandatory CSR acted as a catalyst. What happens after that depends on leadership intent. Companies that embraced the spirit of the law clearly achieved better outcomes than those that merely complied with it.

Q6: How do you see the role of the Company Secretary evolving in CSR governance?

CS:

The role has expanded considerably. Today, CSR intersects with ESG, sustainability reporting, and stakeholder engagement. With the introduction of **Business Responsibility and Sustainability Reporting (BRSR)**, CSR data is no longer standalone.

Company Secretaries are uniquely placed to ensure consistency between CSR initiatives, statutory disclosures, and sustainability narratives. We act as a bridge between the Board, management, regulators, and society. In many ways, we are custodians of the "conscience" of CSR governance.

Q7: In hindsight, would you say CSR in India has yielded the desired results? What remains to be improved?

CS:

CSR has certainly delivered results, though unevenly. It has channelled thousands of crores into education, healthcare, sanitation, and environmental initiatives. It has also institutionalised accountability.

That said, improvement is needed in **impact measurement**, capacity building of NGOs, and long-term program continuity. CSR works best when it is patient, focused, and integrated with local needs. From a governance standpoint, continued emphasis on transparency and outcome-based reporting will further strengthen credibility.

Conclusion

CSR in India has travelled a long way from cheque-writing philanthropy to structured, board-governed responsibility. While the statutory mandate under Section 135 ensured participation, it is the **intent behind implementation** that determines impact.



As this conversation illustrates, companies that approach CSR as a genuine commitment rather than a compliance burden have created measurable social value. The Company Secretary plays a pivotal role in this journey—ensuring compliance, strengthening governance, and helping CSR remain aligned with both law and conscience.

The question, therefore, is not whether CSR has yielded results, but **where it has been practised with purpose, has it ever failed to do so?**

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Socio Tech: The New Architecture of Governance, Shaping the Social Environment

CS Sharath Chandra Mankala

Technology has ceased to be a mere operational tool. It is now a powerful social force that shapes behaviour, influences values, alters institutional trust, and redefines governance itself. The companies we advise, the boards we serve, and the stakeholders we protect are no longer operating only in a legal or economic environment - they are operating in a socio technological environment.

For Company Secretaries, this shift is not optional to understand. It is foundational. The governance challenges of the present decade are not limited to compliance defaults or procedural lapses. They increasingly arise from data misuse, algorithmic opacity, platform dominance, cyber vulnerabilities, and digitally amplified reputational risks. These are socio tech issues, and they demand governance professionals who can interpret technology not merely as infrastructure, but as a social system with legal consequences.

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Introduction:

Socio Tech, short for socio technological systems, refers to the interdependent relationship between technology and society, where technological systems influence social behaviour, institutions, norms, and power structures, while social values, laws, and governance frameworks simultaneously shape how technology is designed, deployed, and regulated. In simple terms, socio tech recognises that technology may not be neutral. Every digital platform, algorithm, or technological architecture embeds certain assumptions about behaviour, access, control, and accountability. These assumptions, when scaled, reshape society itself.

In the Indian context, socio tech has become particularly consequential due to three converging factors:

- Rapid digital adoption across socio economic classes
- State-led digital public infrastructure / digital public goods (India Stack)
- A regulatory ecosystem attempting to balance innovation with public interest

From Aadhaar-enabled service delivery to UPI-driven financial behaviour, from social media-led public discourse to AI-based compliance systems, technology has become an active participant in shaping India's social environment.

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Evolution of Socio Tech

The evolution of socio tech can be broadly understood through its changing role in organisations and society.

Phase One: Technology as an Efficiency Tool

In its early stages, technology was primarily adopted to enhance efficiency. Computerisation of records, accounting software, enterprise resource planning systems, and email communication improved speed and accuracy but did not materially alter social behaviour. Governance implications were limited to data storage, record maintenance, and basic access controls.

Phase Two: Technology as a Connector

The widespread availability of the internet and mobile devices transformed technology into a connector. Communication became instantaneous and borderless. Social media platforms emerged as digital public squares. E-commerce platforms altered consumption patterns. In India, affordable data access and smartphone penetration ensured that this transformation was not confined to urban elites. Technology began shaping aspirations, lifestyles, and public opinion. At this stage, governance concerns expanded to include intermediary liability, online content regulation, consumer protection, and cybersecurity.

Phase Three: Technology as a Social Architect

Today, technology actively shapes decision-making, behaviour, and institutional outcomes. Algorithms determine visibility, AI systems influence credit decisions, digital platforms mediate employment relationships, and data analytics guide policy formulation.

India's digital public infrastructure exemplifies this phase. Aadhaar enables identity verification at scale. UPI reshapes transactional behaviour. DigiLocker changes how citizens manage their documentation. These systems do not merely support society - they re-design and restructure it. What is often underestimated is how quietly these shifts occur. Governance frameworks usually evolve after social behaviour has already changed. By the time risk becomes visible, technology has already embedded itself into daily decision-making.

How Socio Tech is Reshaping the Social Environment

- **Digital Behaviour and Social Norms**

The rise of digital platforms has fundamentally altered how individuals interact with each other and with institutions. Social media has compressed reaction time, amplified opinion, and blurred the line between private expression and public accountability. From a corporate governance perspective, reputational risk today often originates outside the balance sheet. A single digital incident can escalate into regulatory scrutiny, shareholder activism, or consumer backlash.

This reality has forced organisations to institutionalise digital conduct policies, social media governance frameworks, and crisis response mechanisms.



- **Financial Behaviour and Economic Inclusion**

The success of UPI is not merely a technological achievement; it is a socio behavioural transformation. It has normalised cashless transactions across socio economic strata, increased formalisation of economic activity, and reshaped trust in digital systems.

However, this transformation also raises governance questions:

- Who owns transaction data?
- How is consent managed?
- What safeguards exist against exclusion or misuse?

These are not purely technical questions. They are socio tech governance issues.

- **Workplace Culture and Employment Structures**

Remote work, platform-based employment, and digital monitoring tools have redefined employer employee relationships. Technology now mediates supervision, productivity assessment, and even disciplinary action.

This creates new governance challenges around data privacy, workplace surveillance, and employee dignity, areas where legal clarity is still evolving.

Evolution of Socio-Tech Regulation

India's regulatory framework has evolved incrementally, often responding to socio tech developments after they achieve scale.

- **Information Technology Act and Digital Regulation**

The Information Technology Act, 2000, though originally designed for e-commerce and electronic records, has become the backbone of digital regulation. Its expansion through rules and guidelines reflects the State's attempt to govern evolving digital realities.

The Intermediary Guidelines and Digital Media Ethics Code Rules, 2021, signal a decisive shift. Digital platforms are no longer treated as passive conduits but as socially influential entities with accountability obligations.

- **Data Protection as a Governance Imperative**

The recognition of privacy as a fundamental right has transformed data protection from a compliance checkbox into a governance principle. The proposed personal data protection framework places fiduciary obligations on organisations, emphasising accountability, transparency, and purpose limitation.

For boards, data governance is no longer optional. It is a reputational and regulatory necessity. While, in practice, many boards may still view technology risk as an IT concern rather than a governance concern, often until an incident forces a re-evaluation.



- **Cybersecurity and Systemic Risk**

Cyber incidents today pose systemic risks, not isolated technical failures. Regulators such as RBI and SEBI have explicitly linked cybersecurity to board responsibility, mandating governance oversight, reporting mechanisms, and resilience planning.

This marks an important shift: technology risk is now recognised as governance risk.

The Strategic Role of Company Secretaries in the Socio Tech Era

As governance professionals, we are uniquely positioned to respond to socio tech challenges because our role inherently spans law, governance, compliance, and strategic advisory. In a socio tech environment, governance frameworks must anticipate risk rather than merely respond to violations. Company Secretaries contribute by embedding digital governance into corporate architecture through policies, committee structures, and accountability mechanisms. Boards increasingly seek clarity on issues such as data breaches, AI adoption, platform dependencies, and regulatory exposure. Company Secretaries act as interpreters between technical complexity and legal accountability.

Socio tech raises ethical questions that law alone cannot answer. Algorithmic bias, digital exclusion, and surveillance concerns demand principled governance responses. Company Secretaries play a central role in articulating and institutionalising these principles.

The socio tech transition also presents Company Secretaries with opportunities such as Digital governance advisory, Data protection and privacy compliance leadership, ESG reporting with accountability metrics, Board-level technology risk frameworks, Regulatory consultation and policy advocacy, etc., to expand the professional relevance.

Challenges Ahead

Despite its transformative potential, socio tech introduces a set of persistent and interlinked challenges that test the adequacy of existing governance frameworks and professional capabilities.

Regulatory lag behind technological innovation remains one of the most significant challenges in the socio tech landscape. Technology evolves at a pace that far outstrips legislative and regulatory processes, which are inherently deliberative and consultative. By the time regulatory frameworks are notified, business models and technological applications often undergo multiple iterations. This creates periods of uncertainty for organisations, where compliance expectations are unclear and risk assessments become complex. In the Indian context, this is evident in areas such as artificial intelligence, platform-based work, and data-driven decision-making, where regulatory guidance is still evolving. For governance professionals, this lag necessitates anticipatory compliance - adopting best practices, global standards, and internal controls even in the absence of explicit legal mandates.

Ethical dilemmas without clear legal answers further complicate socio tech governance. Many technology-driven decisions raise questions that law has not yet addressed comprehensively. Issues such as algorithmic bias, automated decision-making without human oversight, digital surveillance in workplaces, and the ethical use of consumer



data often fall into grey areas where legality does not equate to propriety. Organisations may be legally compliant yet ethically vulnerable. This places governance professionals in a critical position, requiring them to guide boards and management beyond narrow legal compliance towards principled decision-making that preserves trust, fairness, and long-term sustainability.

Cyber vulnerabilities with systemic consequences represent another pressing concern. As organisations increasingly rely on interconnected digital systems, a single cyber incident can cascade across operational, financial, and reputational dimensions. Cyber risks are no longer confined to IT departments; they have become enterprise-wide governance risks. In regulated sectors such as banking, capital markets, and critical infrastructure, cyber incidents can threaten systemic stability. Indian regulators have responded by emphasising board accountability for cybersecurity preparedness, incident response, and resilience planning. This shift underscores the need for governance professionals to integrate cybersecurity into risk management frameworks and board-level oversight.

Addressing these challenges requires governance professionals who are proactive, adaptive, and deeply engaged with technological realities.

Conclusion:

The defining governance challenge of the coming decade will not be the absence of law, but the speed and scale at which technology reshapes social behaviour, business models, and institutional trust faster than legal and regulatory frameworks can meaningfully respond. Law, by its very nature, is reactive and incremental, whereas technology is experimental, iterative, and disruptive. This asymmetry creates governance gaps where risks materialise before rules are articulated, placing heightened responsibility on those entrusted with organisational stewardship.

In this environment, Company Secretaries must consciously reposition themselves. The profession can no longer be viewed merely as a function that ensures statutory compliance and procedural accuracy. Instead, Company Secretaries must emerge as socio tech governance leaders who anticipate regulatory trajectories, interpret evolving societal expectations, and embed ethical considerations into organisational decision-making. The true value of the profession lies in its ability to translate technological complexity into governance clarity, aligning innovation with legal accountability and social legitimacy. As technology increasingly mediates relationships between corporations and stakeholders, trust will become the most critical currency. Regulatory compliance alone will not suffice to sustain this trust. Organisations will be judged on how responsibly they deploy technology, how transparently they handle data, how equitably they design digital systems, and how effectively they safeguard stakeholder interests in digital environments. Company Secretaries play a central role in shaping these outcomes through governance frameworks, board advisory, and disclosure practices.

Socio tech will continue to influence how organisations are regulated, evaluated, and perceived by society. It will determine reputational resilience, regulatory scrutiny, and long-term sustainability. Company Secretaries who understand and engage with this intersection of technology, law, and society will not only safeguard organisational interests but also



contribute to shaping responsible digital ecosystems. In doing so, they will not merely remain relevant to the future of governance - they will be indispensable to it.

For the Company Secretaries, this is not merely an evolving responsibility - it is an opportunity to redefine our relevance in the digital age.

References:

- Information Technology Act, 2000 and allied Rules
- Information Technology (Intermediary Guidelines and Digital Media Ethics Code) Rules, 2021
- Reserve Bank of India - Cybersecurity and Digital Payments Frameworks
- Securities and Exchange Board of India - Technology Governance Guidelines
- Ministry of Electronics and Information Technology - Digital India Programme
- National Digital Health Mission Framework
- Competition Commission of India - Digital Markets Study

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Socio-Tech Ethics – an area of focus for company secretaries

CS S. R. Balachandher

The essence of ethics and ESG philosophy is well captured by the following sloka mentioned in the Shanti Parva of Mahabharata.

धर्मैव हि सर्वेषां कार्याणां सिद्धिरिष्यते।

“Dharmenaiva hi sarveṣāṃ kāryāṇāṃ siddhirīṣhyate”

Which means, “all actions succeed only when rooted in ethical conduct.” In other words, the above verse affirms that sustainable success arises only from ethical governance, social responsibility, and environmental stewardship.”

The main theme for this 49th Regional Conference of SIRC has been chosen as “Confluence of Techno-compliance”. As one of the sub-themes it covers ‘Socio-Tech Ethics’. The theme on a plain reading, connotes that it is a combination of ensuring compliance with the help of technology. This is an interesting and relevant topic given the way the regulatory and compliance landscapes have been changing frequently based on the technological advancements happening across the globe.

The Company Secretary (CS), as a professional, has long been viewed as the corporate conscience keeper who not only ensures that board decisions are aligned with the statutory requirements but also to make sure that all the stakeholders’ interests are respected and well protected through strong governance practices. The roles and responsibilities of the Company Secretary had been evolving over a period and particularly, the last 2 decades, had seen significant changes both from a regulatory perspective as well as technological advancements. Company Secretary today is at the crossroads of meeting statutory obligations, keeping pace with technological developments and at the same meeting all stakeholder expectations. The role that once focused primarily on-board minutes, filings and statutory compliance has now expanded to anticipating various socio-technical risks including data related issues, biased automation, cyber security related aspects, overall governance in addition to safeguarding the reputation and brand image of an organisation.

Technology has been a major disruptor in the last few decades fundamentally redesigning industries, business models and impacting day to day jobs significantly. As technology including Artificial Intelligence (AI) continues to reshape the way businesses are being carried out today, and given the increasing expectations and demands from the investors, regulators and the society, the Company Secretary is expected to raise to the occasion and increase his scope of oversight to reach higher realms and create a significance for his role.

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The Company Secretary, to succeed in his role, must pair his traditional legal and governance expertise with a sophisticated understanding of socio-technical ethics, viz., how digital advancements are going to impact people, society, and the environment. Technology can be a double-edged sword – it can cut both ways. The purpose of this article will be to broadly outline the various areas that a company secretary should focus to effectively align his thought and actions to deliver the desired results through ESG initiatives and in ensuring that technology is used in the most productive and positive manner for the benefit of mankind.

Before we proceed further, we need to first understand what “socio-tech ethics” mean?

In simple terms, socio-techno ethics broadly refers to the integration of ethical values and principles with technology, ensuring responsible innovation, fairness in all dealings, and a human-centric approach to achieve the desired results in a corporate environment. Adherence to socio tech ethics will help to ensure that technology aids mankind and does not otherwise harm.

Why socio-tech ethics matters for CS

As stated in the foregoing paragraphs, Technology is no longer considered as an operational tool. It is now a key strategic tool. If corporates need to succeed and sustain their growth, they need to constantly keep updating their knowledge about the various improvements happening in the tech area. We are witnessing how algorithms influence hiring, risk evaluation, customer engagement and even Boardroom discussions. Analysing critical data in various ways to understand the market and competition and to chart our own business strategies has been possible only due to technology. This also poses the threat of safeguarding vital and sensitive data and trade secrets from entering the public domain. Investors and Regulators expect credible and greater transparency in the operations of an organisation and proper disclosures.

In India, where digital adoption is fast and regulatory focus on corporate governance and ESG is increasingly pronounced, company secretaries are uniquely placed to bridge the legal, regulatory, ethical, and technical domains. They must ensure technology decisions meet not just legal compliance, but also the ethical standards that protect people. With the introduction of the Digital Personal Data Protection (DPDP) Act, the responsibilities of the key managerial personnel in an organisation have increased significantly. The Company Secretary now needs to position as a strategic advisor and custodian of data governance within the organization.

Environmental, Social, and Governance (ESG) framework for organizations provides a comprehensive framework for managing non-financial risks and opportunities, driving long-term value creation, improving brand visibility, and thereby improving operational agility. ESG also helps organisations to identify, assess and mitigate potential risk including climate change impacts, reputational damages, and regulatory retaliation due to unethical conducts.

The Company Secretary have an important role in ensuring that the objectives of the organisations in meeting ESG obligations are met and contributing to the ethical behaviour as a responsible corporate citizen.



Let us now look at some of the areas that the Company Secretary should focus as part of protecting and adhering to socio-tech ethics.

1. Data Governance and Privacy related aspects

The Company Secretary has a vital role to put in place robust data governance frameworks starting from classification of data in terms of its criticality, access control, retention and its secure disposal after the purpose is served. Segregation of personal data and its protection to ensure that all necessary safeguards are taken to ensure that it does not fall in wrong hand is critical. Today many organisations collect data for KYC (Know Your Customer) purposes which includes collection of sensitive information like PAN details, Aadhaar card and Residence proof. Company Secretaries need to work closely with the Data protection officer or the Chief Information Security officers to align the internal practices with applications laws and global privacy expectations.

2. Adherence to regulatory compliance and governance

Most organisations treat data protection as a legal/compliance matter. Privacy policies, consent mechanisms, impact assessments are gaining traction, particularly in the DPDP scenario. Ethical governance requires whether data collection and usage are fair, proportionate and aligned with the expectations of the business and regulator.

3. Cybersecurity – need of the hour

Cyber-attack incidents are increasing every day. Even big corporate houses are no exception to cyber-attacks. Recently we had come across instances of insurance companies and other health care providers coming under cyber-attack where customer data leakages were seen in public domain. While retrieval of the data and preventing further attacks are critical, still the reputational damage suffered by these corporates are quite high in addition to regulatory penal actions.

4. Increasing oversight of Boards

Boards increasingly get to know from investors and other stakeholders on ESG related topics. Invariably, data security and tech-related concerns are part of such discussions. Company secretaries coordinate disclosures, draft resolutions, and arrange stakeholder meetings. Transparency through structured reporting (e.g., disclosures about data incidents and efforts taken to arrest such leakages and preventive measures taken) is becoming standard practice. Many Boards now require written assurances on cyber protection measures taken by the organisations and third-party risk management which all needs to be part of the Board agendas and minutes. Further, it is also the responsibility of the Company Secretary to ensure that adequate cyber related insurances are taken by the organisation to mitigate any eventuality.

In fact, Regulatory Authorities attach lots of importance in protecting customer data and view any breaches seriously resulting in warning and monetary fines. Companies also need to create channels for employees, customers and any other person dealing with the affairs of the company to report concerns regarding technology and ethics related aspects.



5. Vendor management and procurement checks

In many large corporations today, where there is deployment of automated decision systems (for evaluation of credit risks, underwriting, processing of insurance claims, recruitment, etc.), Company secretaries often coordinate the legal and vendor-management related reviews. Current practice frequently relies on vendor warranties, technical due diligence, and contractual clauses requiring compliance with applicable laws. However, algorithm-based audits or independent evaluation of such contracts by professionals are still not universally mandated which leaves a gap between procurement practice and ethical assurance. Hence, company secretaries while vetting such arrangements should incorporate ethical clauses in the Vendor agreements that clearly spell out the dos and don'ts while handling sensitive data, audit rights, confidentiality related aspects and surrender of data at the time of termination of the contract. Also, carrying out a detailed due diligence before onboarding a vendor to understand the background and their credibility in the market is necessary.

6. Policy and training

Ethical risks are mitigated through policy frameworks and staff training. Code of conduct, acceptable-user policies, whistle-blower mechanisms for reporting ethical issues are all within the role of the Secretary and Compliance Officer. As the usage of Artificial Intelligence keeps increasing in business, there is a strong need to put in place proper mechanisms for its ethical use.

As part of the obligations under ESG and ethical grounds, the Company Secretary needs to find answers to the following questions:

- Analyse IT infrastructure and data centres' contribution to carbon footprint. Include scope for assessing climate-related risks in digital transformation planning.
- Focus on ensuring and building capabilities in data privacy, automation, employee monitoring, customer protection and giving back to the Society.
- Strengthen Board's oversight of technology strategy, risk appetite, digital ethics policies, and independent audit.
- Ensure ESG reporting frameworks incorporate socio-technical indicators such as energy efficiency, e-waste recycling, etc.
- Regular briefings at the Board and various Committees, on socio-tech risks and recommended mitigations.
- Keep reviewing policies on data protection, acceptable user policy, ethics to be followed in usage of social media etc and refine and fine tune as necessary to make it current and up to date.
- Include ethical tech, audit and exit clauses in vendor agreements.
- Have independent audits for high-risk systems and include findings in governance reports.



- Mandatory training for directors and senior management on digital ethics and AI related implications to stay relevant.
- Ensure disclosures on digital ethics are factual and forms part of sustainability reports.

In conclusion, Indian companies face key legal obligations in technology related ethics, primarily under the Information Technology Act, 2000 (IT Act), Digital Personal Data Protection Act, 2023 (DPDP Act), and related rules, focusing on data privacy, cybersecurity, and fair practices adopted. Company secretaries who act as guardians of ethics have a greater responsibility in embedding moral standards into governance while navigating challenges like data privacy, phishing and cyber-attack related issues.

For company secretaries, socio-tech ethics are pivotal to governance in a digital environment. By adopting principled frameworks for data governance/protection, accountability, fairness, resilience, and by harnessing the capabilities of AI in a responsible manner, the Company Secretaries will not only protect their organisations from legal and reputational risks but will also help in creating a sustainable and equitable world. These initiatives will position a company secretary as the guardian angel of integrity and ethics in modern organisations.

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CORPORATE SOCIAL RESPONSIBILITY (CSR) - WHETHER IT HAS YIELDED THE DESIRED RESULTS

CS D J Poornasandar, CS Kalaivani K & CS Aishwarya AN

"Companies should not have a singular view of profitability. There needs to be a balance between commerce and social responsibility... The companies that are authentic about it will wind up as the companies that make more money."

-Howard Schultz
(Former CEO of Starbucks)

Howard R. Bowen was a prominent American economist and university president, in his book named **"Social Responsibilities of the Businessman"** articulated the idea that businesses have responsibilities beyond profit making—towards society, employees, and the public.

Bowen identified the great power of corporations and recognized that their actions had a tangible impact on society.

The **phrase "Corporate Social Responsibility"** began appearing more frequently in **academic and policy discussions during the 1960s–1970s.**

The same principle finds expression in Tamil classical literature through Thiruvalluvar's (Born 31 BCE) **Thirukkural**, particularly in Adhigaram – Oppuravaridhal (Benevolence), Kural 212:

தாளாற்றித் தந்த பொருளெல்லாம் தக்கார்க்கு
வேளாண்மை செய்தற் பொருட்டு.

Thiruvalluvar conveys that-
"All the wealth earned by toils is meant to serve those who deserve."

CSR- AN OVERVIEW

In India, CSR has evolved from informal philanthropy to a structured, statutory framework aligned with national development objectives over a period of time. The concept focuses on socio-cultural and ethical traditions, where wealth creation has historically been accompanied by moral obligations towards society.

In ancient India, texts such as the **Rigveda** and **Manusmriti** emphasised the ethical use and redistribution of wealth in accordance with dharma. Social welfare activities were

*Company Secretary



primarily undertaken through religious and community institutions, including temple trusts, waqfs, gurudwaras, and churches, which played a vital role in supporting the poor, distressed, and marginalised sections of society.

During the pre-industrial and early industrial periods, CSR manifested largely as charity driven by religious beliefs, cultural values, and personal conscience. Indian merchants and traders supported society during famines, floods, and epidemics by providing food, shelter, and financial assistance.

The colonial era marked a shift towards more systematic social engagement by emerging industrial families. Prominent business houses such as the Tata, Birla, Godrej, and Bajaj began establishing educational institutions, hospitals, and public utilities. While these initiatives were philanthropic in nature, they also reflected an emerging sense of corporate citizenship.

The freedom movement further transformed CSR thinking through Mahatma Gandhi's philosophy of **Trusteeship**, which asserted that industrialists hold wealth in trust for society. Corporate participation during this period extended beyond charity to include nation-building efforts such as education, rural upliftment, social reform, and support for the independence movement.

Following independence, India adopted a mixed economic model with a dominant role for the public sector. Public Sector Undertakings (PSUs) were entrusted with developmental responsibilities, while the private sector operated within a tightly regulated environment.



CSR- Coverage

The limitations of state-led development, coupled with persistent poverty and inequality, gradually renewed expectations from the private sector. This transition gained momentum after the economic liberalisation of the 1990s, which expanded corporate capacity, global integration and stakeholder scrutiny. Indian companies increasingly engaged in structured social initiatives such as education, healthcare, skill development, and environmental sustainability, often in collaboration with non-governmental organisations.

PHASES OF CSR DEVELOPMENT

The evolution of CSR in India has been systematically explained in the book- **Beyond Business: From Merchant Charity to Corporate Citizenship**, by **Pushpa Sundar** (2000), it can be broadly divided into four phases.

The **first phase**, spanning from 1850 to 1914, was characterized by CSR driven by charity and philanthropy. During this period, CSR activities were influenced by religion, culture, family traditions, and the preliminary stages of industrialization. Practices such as dan, seva,



and zakat were deeply ingrained in Indian society. Merchants made large donations for building temples and extended support during famines and epidemics by providing food and financial aid. The late 19th century also saw the rise of industrial families engaged in philanthropic activities like constructing schools and hospitals.

The **second phase**, from 1914 to 1960, marked CSR driven by social development and was strongly influenced by India's freedom struggle. Business families established charitable trusts to promote education, scientific research, and training institutions, and actively supported social reforms such as abolition of untouchability, women empowerment, and rural development. Corporate participation during this phase was linked to the national movement for independence, as economic and social development was seen to challenge British rule.

The **third phase**, from 1960 to 1980, coincided with the emergence of a mixed economy in India. This period witnessed the growth of **Public Sector Undertakings (PSUs)** and the introduction of various legislations relating to corporate governance, labour welfare, and environmental protection. The regulatory framework and the License Raj curtailed the self-regulatory CSR *initiatives* of the private sector. Despite increased state intervention, poverty alleviation and economic development remained limited, leading to renewed expectations from the private sector. However, CSR initiatives during this phase failed to meet developmental expectations.

The **fourth phase**, beginning in the 1980s and continuing to the present, reflects a convergence of philanthropic and business-oriented approaches to CSR. With economic liberalization in the 1990s, India integrated with global markets, abolished licensing controls, and experienced rapid economic growth. As a result, Indian companies expanded significantly and began viewing CSR as a strategic and sustainable business tool rather than mere philanthropy. Corporates adopted a multi-stakeholder approach and became more actively involved in socio-economic development.

Additionally, as India emerged as a major manufacturing and production hub for multinational corporations, Indian companies engaged in exports were required to comply with international standards relating to labour, environment, and ethical practices, further strengthening the role and relevance of CSR in the Indian corporate landscape.

MODELS OF SOCIAL RESPONSIBILITY OPERATING IN INDIA

A study by **The Energy and Resource Institute (TERI)** explains that CSR in India operates through four distinct but interconnected models, each reflecting a different way in which businesses view their role in society.

The **Ethical Model** is inspired by Mahatma Gandhi's idea of *Trusteeship*. It views business leaders not as absolute owners of wealth, but as trustees who hold surplus wealth on behalf of society. According to this model, businesses should use their resources to uplift the poor and underprivileged, while maintaining ethical values and economic viability. In a country like India, where poverty and inequality are still unstable, this approach highlights the moral responsibility of corporates to contribute to social harmony, sustainable livelihoods and long-term societal welfare. Large corporations, because of their scale and influence, can bring about meaningful structural changes when guided by strong ethics and good governance.

The **Statist Model** emerged during the period when India adopted a socialist and mixed economy under Jawaharlal Nehru. In this approach, the responsibility of businesses is



largely defined by the State through laws, regulations, and public ownership. Labour welfare, community development, and employee protection were embedded in legislation, and Public Sector Undertakings (PSUs) became the main drivers of social responsibility. Even today, many public sector enterprises continue to follow this state-led approach to CSR.

The **Liberal Model**, encouraged by economist Milton Friedman, takes a contrasting view. It argues that the primary responsibility of a business is to generate profits for its shareholders, as long as it follows the law and ethical business practices. According to this perspective, spending corporate resources on social activities without shareholder consent interferes with economic freedom. Friedman famously stated that the “social responsibility of business is to increase its profits,” emphasizing efficiency, fair competition, and legality rather than direct social intervention.

The **Stakeholder Model**, proposed by Edward Freeman, broadens the scope of corporate responsibility beyond shareholders alone. It recognizes that a business impacts many stakeholders, including employees, customers, suppliers, government bodies, and local communities. This model encourages companies to balance profit-making with the interests and well-being of all these groups. By being responsive to stakeholder concerns, businesses become more resilient, build trust, and achieve stronger long-term performance, creating value not just for the firm but for society as a whole.

EVOLUTION OF CSR IN INDIA

Year	Event
2009	Corporate Voluntary Guidelines released to encourage corporates to voluntarily achieve high standards of Corporate Governance.
2011	Endorsement of United Nations Guiding Principles on Business & Human Rights by India.
2011	National Voluntary Guidelines on Social, Environmental and Economic Responsibilities of Business (NVGs) released to mainstream the concept of business responsibility.
2012	Securities and Exchange Board of India (SEBI) mandates top 100 listed companies by market capitalization to file Business Responsibility Reports (BRR) based on NVGs.
2013	Enactment of the Companies Act, 2013.
2014	Section 135 of the Companies Act, 2013 relating to Corporate Social Responsibility (CSR) comes into force.
2015	High Level Committee on CSR (HLC-2015) under the chairmanship of Shri Anil Bajjal makes recommendations on the CSR framework and stakeholder concerns.
2015	SEBI extends BRR reporting to top 500 companies by market capitalization.
2016	The Companies Law Committee (CLC) reviewed and incorporated key recommendations from the 2015 High-Level Committee (HLC-2015) on Corporate Social Responsibility (CSR) to refine the Companies Act, 2013.
2018	Second High-Level Committee on CSR constituted under the chairmanship of Shri Injeti Srinivas, Secretary, Corporate Affairs, to review the CSR framework and make recommendations to develop a more robust and coherent CSR regulatory and policy framework and underlying ecosystem.
2018	Committee on Business Responsibility Reporting constituted under the chairmanship of Shri Gyaneshwar Kumar Singh, Joint Secretary, Corporate Affairs.



2018	Zero Draft of National Action Plan on Business and Human Rights released by the Ministry of Corporate Affairs.
2019	National Guidelines on Responsible Business Conduct (NGRBC) released.
2019	SEBI extends BRR reporting to top 1,000 companies by market capitalization.
2020	Companies Amendment Act, 2020
2021	The Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021
2021	SEBI introduced the Business Responsibility and Sustainability Reporting (BRSR) framework, which officially replaced the older BRR.
2022	The Companies (Corporate Social Responsibility Policy) Amendment Rules, 2022

PRINCIPLES OF CSR

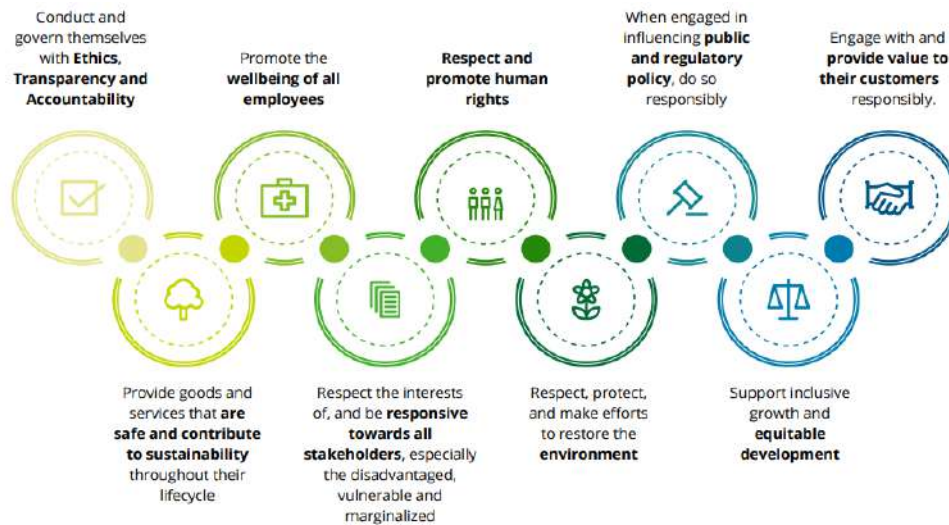
In 2009, the Ministry of Corporate Affairs (MCA), Government of India, issued the Voluntary Guidelines on Corporate Social Responsibility as a precursor towards mainstreaming the concept of business responsibility with the following core elements: i. Care for all Stakeholders ii. Ethical functioning iii. Respect for Workers' Rights and Welfare. iv. Respect for Human Rights, v. Respect for Environment vi. Activities for Social and Inclusive Development. The Guideline also covered the framework of implementation. In June 2011, the United Nations Human Rights Council (UNHRC) adopted the United Nations Guiding Principles on Business and Human Rights (UNGPs), which India has endorsed.

Accordingly, MCA released a set of new guidelines in 2011 titled the National Voluntary Guidelines on the Social, Environmental and Economic Responsibilities of Business (NVGs). These guidelines were expected to provide guidance to businesses on what constitutes responsible business conduct.

The nine principles by National Guidelines on Responsible Business Conduct are as follows:

1. Businesses should conduct and govern themselves with integrity and in a manner that is ethical, transparent and accountable.
2. Businesses should provide goods and service in a manner that is sustainable and safe.
3. Businesses should respect and promote the well-being of all employees, including those in their value chains.
4. Businesses should respect the interests of and be responsive to all its stakeholders.
5. Businesses should respect and promote human rights.
6. Businesses should respect and make efforts to protect and restore the environment.
7. Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent.
8. Businesses should promote inclusive growth and equitable development.
9. Businesses should engage with and provide value to their consumers in a responsible manner.





LEGISLATIVE FRAMEWORK OF CSR-THE COMPANIES ACT, 2013

The introduction of Corporate Social Responsibility (CSR) under the Companies Act, 2013 marked a paradigm shift in the approach towards corporate accountability in India. For the first time, social responsibility was given statutory recognition, making large and profitable companies active participants in the nation's socio-economic development. The CSR framework under the Act seeks to ensure that corporate growth is inclusive, sustainable, and aligned with national priorities.

CSR in India is primarily governed by Section 135 of the Companies Act, 2013, read with Schedule VII and the Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended from time to time. These provisions collectively lay down the criteria for applicability, governance structure, permissible activities, spending obligations, implementation mechanisms, and disclosure requirements relating to CSR.

Section 135 applies to every company which, during any financial year,

- I. Net worth of ₹500 crore or more, or
- II. Turnover of ₹1,000 crore or more, or
- III. Net profit of ₹5 crore or more,

as amended from time to time. Once a company falls within the ambit of Section 135, it is required to comply with CSR provisions, and such compliance continues until it ceases to meet the prescribed thresholds for three consecutive financial years.

Under Section 135(1), every eligible company is required to constitute a Corporate Social Responsibility Committee of the Board. The CSR Committee shall consist of three or more directors, out of which at least one shall be an Independent Director. However, specific relaxations are provided to certain companies covered under Rule 5 of the CSR Rules. As per Section 135(9) of the Companies Act, 2013, where the CSR expenditure does not exceed ₹50 lakh in a Financial Year, the constitution of a CSR Committee is not required, and the Board of Directors shall discharge the functions of the CSR Committee.

The CSR Committee plays a pivotal role in the CSR governance framework. In terms of Section 135(3), the Committee is responsible for formulating and recommending to the



Board a CSR Policy, which shall indicate the activities to be undertaken by the company as specified in Schedule VII of the Act. The Committee also recommends the amount of expenditure to be incurred on CSR activities and monitors the CSR Policy and projects from time to time.

The Board of Directors, under Section 135(4), is required to consider the recommendations of the CSR Committee and approve the CSR Policy. The Board must ensure that CSR activities are undertaken by the company in accordance with the approved policy and that the CSR expenditure is incurred as mandated. The Board is also responsible for disclosing the CSR Policy, Committee composition, and CSR projects in its Board's Report under Section 134 and on the company's website, if any.

As per Section 135(5), every eligible company is required to spend, in every financial year, at least 2% of the average net profits of the company made during the immediately preceding three financial years on CSR activities. Preference is to be given to local areas and areas around where the company operates. In case the company fails to spend the prescribed amount, the Board is required to specify the reasons for such failure in its report.

The CSR framework underwent a significant strengthening with the introduction of mandatory treatment of unspent CSR amounts under Section 135(6) and 135(7). Where the CSR amount relates to an ongoing project, the unspent amount must be transferred to a special account called the Unspent CSR Account within 30 days from the end of the financial year and spent within a period of 3 years from the date of such transfer. The unspent amount must be transferred to a fund specified in Schedule VII within six months from the end of the financial year. Non-compliance attracts statutory penalties.

The operational aspects of CSR are governed by the Companies (Corporate Social Responsibility Policy) Rules, 2014. These rules clarify that CSR activities must be undertaken in pursuance of the company's CSR Policy and shall not include activities undertaken in the normal course of business, except as specifically permitted under notified exceptions. Only activities undertaken within India qualify as CSR.

The rules permit CSR implementation either directly by the company or through eligible implementing agencies, such as Section 8 companies, registered trusts, or registered societies. Pursuant to the CSR Amendment Rules, 2021, such implementing agencies are required to register with the Ministry of Corporate Affairs by filing Form CSR-1 and obtain a unique CSR Registration Number prior to undertaking CSR activities.

The CSR Amendment Rules, 2021 further introduced important concepts such as administrative overheads, impact assessment, and set-off of excess CSR expenditure. Administrative overheads are capped at 5% of total CSR expenditure, and excess CSR spending may be set off against future CSR obligations for up to three succeeding financial years, subject to Board approval.

In order to ensure outcome-based CSR, companies having an average CSR obligation of ₹10 crore or more in the preceding three financial years are required to undertake independent impact assessments of CSR projects having outlays of ₹1 crore or more, as prescribed under Rule 8 of the CSR Rules.

Schedule VII of the Companies Act, 2013 provides an indicative list of activities that qualify as CSR. These include activities relating to eradicating hunger and poverty, promoting education, healthcare, environmental sustainability, protection of national heritage, rural development, contributions to government relief funds, and welfare of weaker sections of



society. The Schedule is to be interpreted liberally to advance the objectives of social development.

Overall, the CSR provisions under the Companies Act, 2013 establish a structured, transparent, and accountable framework that integrates social responsibility into corporate governance. By mandating spending, strengthening disclosures, and emphasizing impact assessment, the law ensures that CSR in India is not merely philanthropic, but a strategic and measurable contribution towards sustainable national development.

CSR IN INDIA- EMERGING POTENTIAL

Following the implementation of Section 135 of the Companies Act, 2013 and the Companies (Corporate Social Responsibility) Rules, 2014, corporate participation in activities relating to environmental protection, education, and other areas specified under Schedule VII has increased, contributing to measurable social and developmental interventions.

"Supposing I have come by a fair amount of wealth – either by way of legacy, or by means of trade and industry – I must know that all that wealth does not belong to me; what belongs to me is the right to an honourable livelihood, no better than that enjoyed by millions of others.

The rest of my wealth belongs to the community and must be used for the welfare of the community."

- Mahatma Gandhi

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The mandatory Corporate Social Responsibility (CSR) framework introduced under the Companies Act, 2013 requires eligible companies to allocate at least two per cent of their average net profits of the preceding three financial years towards CSR activities. This pioneering legislative initiative seeks to harness corporate resources, managerial capabilities, and technical expertise to address India's socio-economic and developmental challenges. Companies may undertake CSR activities directly or through eligible implementing agencies, focusing on areas such as education, healthcare, rural development, and other activities specified under Schedule VII of the Act.

The CSR regime has yielded several positive outcomes, including improved compliance levels, enhanced transparency in reporting, and increased investment in priority sectors, particularly education. However, the implementation of CSR continues to face challenges such as limited policy guidance, uneven geographical distribution of CSR funds, and a tendency among companies to favour short-term, visibility-driven projects over long-term, sustainable interventions.

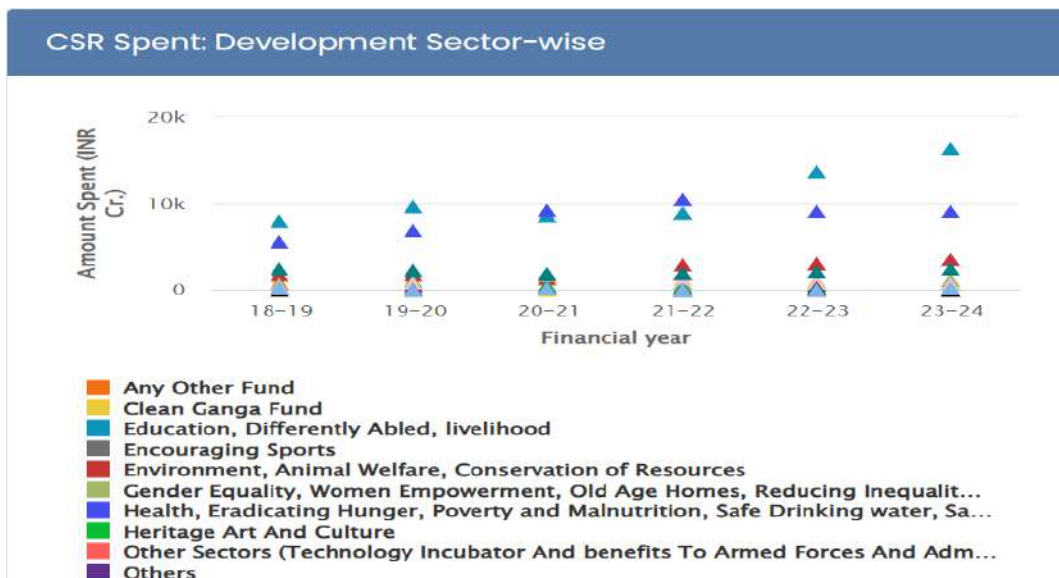
FY 2023-24

In India, a total of 27,188 companies spent Rs. 34,908.75 crores on CSR activities during the financial year 2023–24. These funds were directed towards initiatives across 14 sectors in all 40 States and Union Territories. During the same period, 59,633 CSR projects were implemented, reflecting significant corporate engagement in social development.

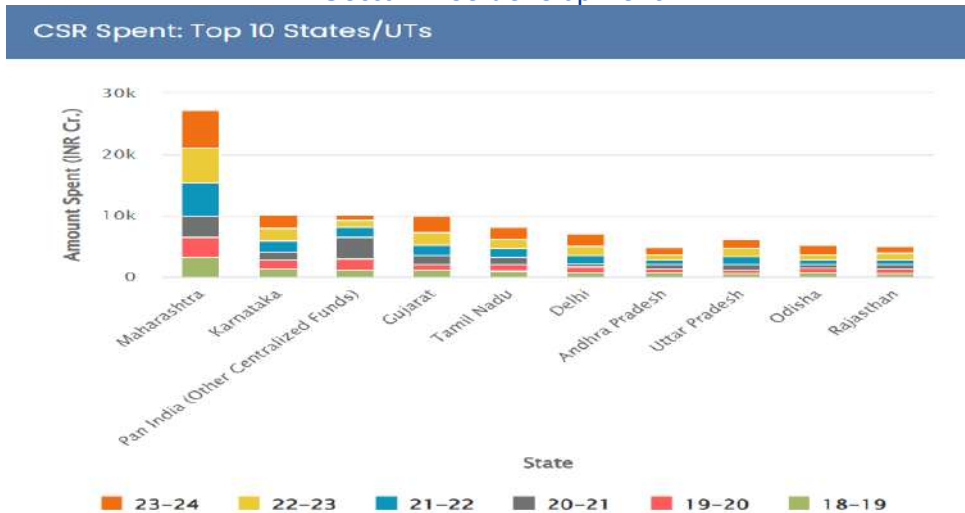
During the financial year 2022–23, 26,377 companies in India spent a total of Rs. 30,932.08 crores on CSR activities. This reflects an increase of approximately Rs. 3,976.67 crores in CSR expenditure compared to the previous year, indicating a positive growth trend in corporate social investment.



A pictorial representation of the sector-wise spent, top 10 states in CSR Spend, top 10 companies, CSR Spent by PSUs and Non-PSUs and Company wise CSR compliance for the FY 2018-19 to FY 2023-24 is as below;



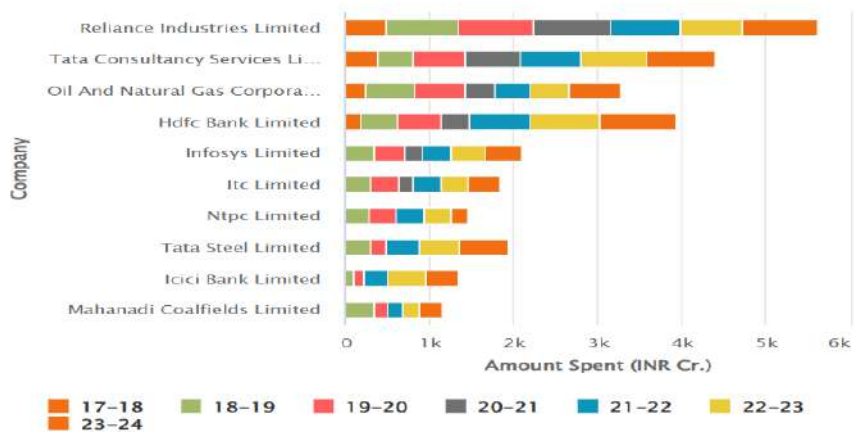
Sector-wise development



Top 10 states (based on amount spent)

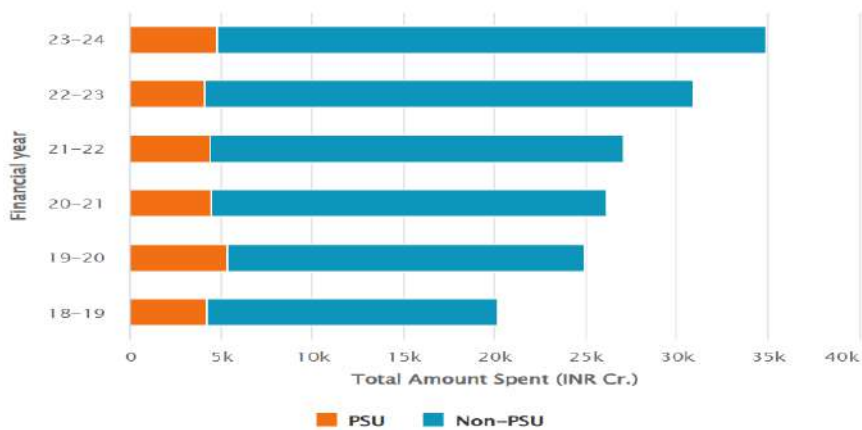


CSR Spent: Top 10 Companies



Top 10 Companies (based on the amount spent)

CSR Spent: PSU vs Non PSU Companies



Total amount spent by PSUs and Non-PSUs

Thus, while both the amount spent and the number of companies participating have shown an increasing trend over the years, it remains crucial to ensure that these CSR activities create a meaningful and measurable impact.

Decade of CSR: Growth, Scale, and Reach

CSR in India has increased significantly over the past decade, reflecting greater corporate participation in activities that demonstrate social responsibility and commitment to national development. This growth indicates that businesses are increasingly engaging in structured and purposeful CSR initiatives rather than ad hoc philanthropic efforts.

Based on CSR expenditure patterns, the top five sectors ranked according to the quantum of CSR spending are as follows:



1. Education, Differently-Abled Support and Livelihood Enhancement
2. Healthcare, Hunger, Poverty and Malnutrition Eradication
3. Environment, Animal Welfare and Conservation of Natural Resources
4. Rural Development
5. Prime Minister's National Relief Fund

It is evident that approximately 55–60 per cent of total CSR funds have consistently been utilised for education and allied activities, underscoring the sector's priority in corporate social spending. In recent years, CSR initiatives in the areas of sports development and heritage and cultural preservation have shown a gradual upward trend.

Environmental sustainability initiatives have gained greater traction following the increased emphasis on ESG frameworks and heightened climate awareness, particularly after 2018. However, CSR activities in India continue to be largely people-centric, with comparatively limited focus on asset creation, research, innovation, and technology-driven solutions.

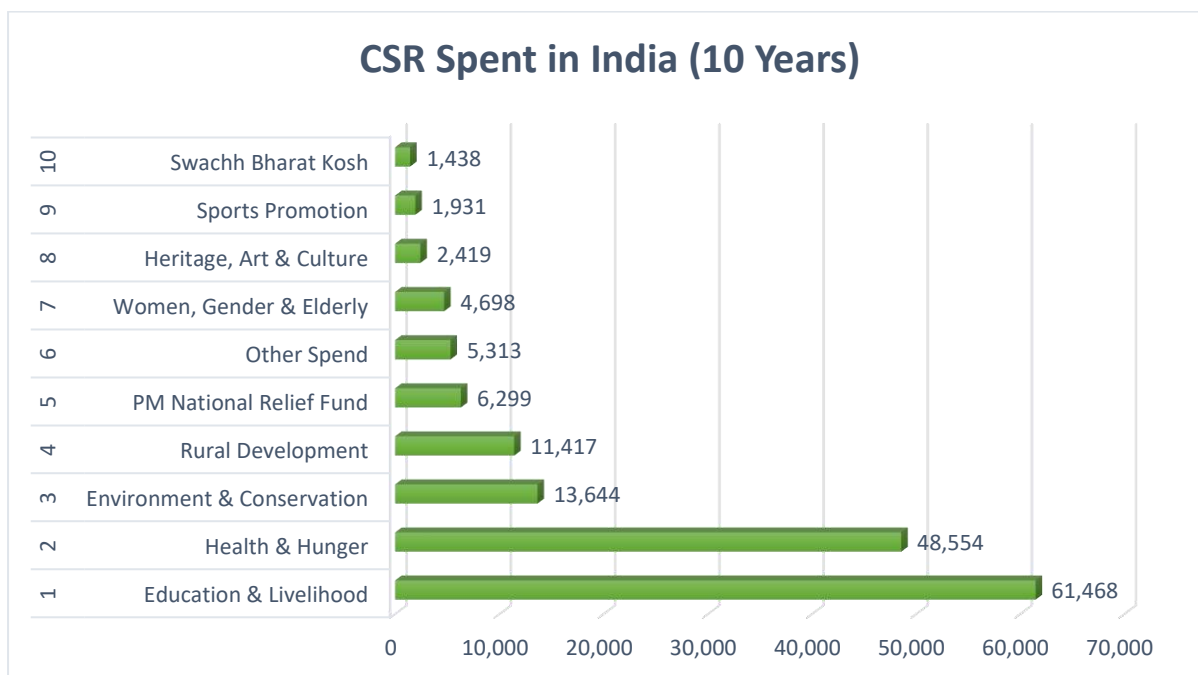
The cumulative CSR expenditure over the past decade is illustrated below.

Rank	Sector	CSR Spent (in Crores)	Percentage
1	Education & Livelihood	61,468	39.11
2	Health & Hunger	48,554	30.89
3	Environment & Conservation	13,644	8.68
4	Rural Development	11,417	7.26
5	PM National Relief Fund	6,299	4.01
6	Other Spend	5,313	3.38
7	Women, Gender & Elderly	4,698	2.99
8	Heritage, Art & Culture	2,419	1.54
9	Sports Promotion	1,931	1.23
10	Swachh Bharat Kosh	1,438	0.91

Sector wise CSR amount spent is shown as below:

(Amount in crores)





CSR SPENDING PATTERNS AND TRENDS

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Based on data available on the official Ministry of Corporate Affairs (MCA) website for the Corporate Social Responsibility (CSR) database at www.csr.gov.in, it is evident that the number of companies contributing towards CSR spending has steadily increased over the past five years.

The majority of CSR funds have been allocated to activities such as Education, Health and Hunger Eradication, Environment and Resource Conservation, Gender Equality, and the Preservation of Heritage, Art, and Culture.

Maharashtra has consistently been the highest contributor among states over the past five years, followed by Karnataka, Gujarat, and Tamil Nadu. This trend is largely due to the concentration of companies and industries in these states, where higher revenue generation leads to greater CSR applicability.

Based on the activities, importance is being given to the following sectors by the companies;

Education, Differently abled, Livelihood- It remains the top-funded sector (44% of total expenditure). Corporates invest in infrastructure, teacher training, digital learning, and scholarships.

Healthcare and Sanitation- Healthcare (29% of funding) focuses on hospitals, health camps, sanitation, and clean water access, and promoting preventive healthcare.

Rural Development- Targeting poverty reduction and inclusive growth (7% of funding), this sector focuses on infrastructure, essential services access, and sustainable agriculture, often working with existing government schemes.



Environment, Animal Welfare and Conservation of Resources- Growing in importance (10% of spending), this sector includes sustainability projects like water preservation, renewable energy, afforestation, waste management, and animal welfare.

Gender Equality, Women Empowerment, Old Age Homes, Reducing Inequalities- With a strong focus on gender equality, corporates are funding programs that promote women's education, skill development, and financial independence.

Encouraging Sports- Corporates are increasingly recognizing the role of sports in fostering discipline, teamwork, and leadership skills. CSR funds are being used to build sports infrastructure, support young athletes, and promote sporting activities, especially at the grassroots level.

Heritage Art & Culture- Preserving India's rich cultural heritage is an emerging focus area in CSR. Companies are investing in restoring heritage sites, promoting traditional arts, and supporting local artisans.

Prime Minister's National Relief Fund- Prime Minister's National Relief Fund (PMNRF) and other government relief funds have received substantial contributions from corporates, particularly in times of disaster or national emergencies. These funds are used for relief efforts and rehabilitation work for people affected by calamities.

The country as a whole focuses on developing sectors that contribute to the nation's economy. However, it is important to assess whether these expenditures actually create the intended impact.

STRUCTURAL AND PRACTICAL CHALLENGES IN IMPLEMENTING CSR IN INDIA

Despite a robust statutory framework, CSR implementation in India continues to face systemic, institutional, and capacity-related constraints. As India's statutory Corporate Social Responsibility (CSR) framework represents a significant milestone in the country's corporate governance and social development journey. Over the past decade, corporates, voluntary organizations, professionals, volunteers and regulatory authorities have collectively navigated several operational, structural, and policy-related challenges that continue to influence the effectiveness of CSR initiatives. Addressing these challenges in a systematic and timely manner is essential to strengthen the CSR ecosystem and ensure sustainable social impact.

Aligning CSR with the Business goals: Many businesses face challenges in aligning their CSR initiatives with core business objectives, which often discourages them from undertaking long-term projects aimed at environmental development and sustainability. To address this, companies should adopt a strategic approach by devising a structured CSR plan aligned with their budgeted CSR expenditure and identifying focus areas where meaningful and measurable impact can be created. Such alignment not only enhances the effectiveness of CSR initiatives but also leads to sustainable outcomes and long-term value creation.

Geographical Disparity in Spending: One of the foremost challenges lies in the **absence of long-term sectoral and geographical prioritization**. Establishing clearly defined sector-wise and location-based priorities for each rolling five-year block would enable better channelization of CSR funds and result in more focused and measurable social outcomes.



Voluntary Organizations have highlighted the need for a national-level capacity-building framework aimed at strengthening competencies in CSR project identification, design, implementation, monitoring, and evaluation. Enhancing institutional capacity at the grassroots level is critical for ensuring effective execution and long-term sustainability of CSR projects.

Corporates are increasingly encouraged to allocate a portion of CSR expenditure towards institutional strengthening of Voluntary Organizations, including support for capital assets, technology adoption, skilled manpower, and capacity development. Such investments would not only improve implementation quality but also reinforce the CSR delivery ecosystem over the long term.

There is also a growing expectation for enhanced **CSR allocation towards entrepreneurship development**, with a focus on job creation, livelihood generation, and inclusive economic growth. This aligns CSR initiatives more closely with national development priorities.

Lack of Stakeholder engagement: Despite having adequate funds and well-aligned objectives, many businesses face challenges in effectively engaging stakeholders in CSR activities. Employee participation, in particular, is often limited, with employees showing minimal interest in developmental initiatives. This challenge can be addressed by actively encouraging employee involvement in the planning and implementation of CSR activities, thereby fostering a sense of ownership, purpose, and shared responsibility within the organisation.

Lack of dissemination of needs: Another key concern is the **lack of structured dissemination of sectoral and regional needs**, which often leads to fragmented interventions. Clear identification and communication of social priorities at the sectoral and geographical levels would significantly improve the relevance and impact of CSR initiatives. From an operational perspective, the absence of standardized onboarding, due diligence, project selection, fund allocation, and reporting frameworks for Voluntary Organizations poses challenges for corporates in ensuring governance, transparency, and consistency. Standardization in these processes would greatly enhance efficiency and accountability.

Need for Accreditation and rating mechanism: To further strengthen trust and transparency, the **introduction of accreditation and rating mechanisms for Voluntary Organizations** is essential. Such systems would enable corporates to make informed partnership decisions and promote responsible practices within the CSR ecosystem.

Lack of Impact-driven approach: There is also a need to **reorient CSR policy** frameworks towards a **social impact-driven approach**, rather than a purely compliance- or policy-centric model. Emphasizing outcomes and measurable impact would improve the effectiveness of CSR investments.

Implementation Delays and Poor Planning: Implementation delays from late approvals and fund allocation cause companies to favor quick infrastructure over long-term community development.

Lack of strategic vision reduces CSR to charity, while absent long-term policies and duplicated efforts lead to unclear spending and competition instead of collaboration.

Monitoring of Long-Term CSR Projects: Sustainability of long-term projects also requires attention. A structured exit and handover framework for Voluntary Organizations is essential



to ensure continuity of benefits and prevent disruption when projects are concluded or transitioned.

Finally, the introduction of formal, structured CSR professional certification and academic courses would significantly enhance the quality of human resources in this domain, equipping professionals with specialized skills in governance, impact assessment, and CSR strategy.

These challenges can be addressed through continuous monitoring and measurement of the outcomes of CSR projects.

"Every organization has its own success metrics. Some measure the dollars invested, track participation in pro-social activities or benchmark against peers. At a deeper level, you can start to measure engagement."

-Nicole Campbell, CSR Expert

CONVERGENCE OF CSR AND ESG

CSR strategies underscore the need for businesses to build self-reliance and establish robust governance structures and risk-management frameworks capable of sustaining long-term value creation—an approach that increasingly aligns with its contemporary successor, Environmental, Social and Governance (ESG) principles.

Over the past decade, the concepts of CSR and ESG have gradually converged, as the scope of CSR initiatives and expenditure among large corporates has expanded beyond traditional social welfare to include environmental sustainability. Environmental initiatives, in particular, have assumed greater prominence, given the scale and urgency of the global climate crisis and their centrality to ESG frameworks. According to the India CSR Outlook Report 2023, approximately 23 per cent of Indian corporates prioritised environmental projects in their CSR fund allocation during the financial year 2022–23.

This convergence and complementarity between CSR and ESG—often interchangeably referred to as **sustainability**—was formally acknowledged in the *Guidelines on Corporate Social Responsibility and Sustainability for Central Public Sector Enterprises* issued by the *Department of Public Enterprises (DPE)* in December 2012, which came into effect from April 2013. These guidelines replaced two separate frameworks on CSR and sustainable development issued in 2010 and 2011, respectively. The DPE guidelines note that:

"Since corporate social responsibility and sustainability are so closely entwined, it can be said that corporate social responsibility and sustainability is a company's commitment to its stakeholders to conduct business in an economically, socially, and environmentally sustainable manner that is transparent and ethical."

In this context, ESG embeds the traditional ethos of CSR into an organisation's core business operations in a more integrated and pervasive manner, often with clearer links to long-term financial performance and risk mitigation. For companies to effectively align their CSR initiatives with business objectives, leadership must identify strategic focus areas, collaborate with appropriate stakeholders, and adopt robust mechanisms to measure, monitor, and report social and environmental impact.



CSR and ESG remain conceptually distinct. **ESG represents a standardised, metrics-driven framework** primarily aimed at performance evaluation, disclosure, and investment decision-making, whereas **CSR remains a broader, policy-oriented and often voluntary approach** rooted in corporate values and social commitment. Consequently, a company may demonstrate substantial CSR engagement without necessarily achieving strong ESG performance.

The integration of CSR and ESG enables organisations to combine positive social and environmental impact with economic performance, enhance governance standards, and strengthen credibility among investors and other financial stakeholders.

SUSTAINABLE DEVELOPMENT GOALS

The Sustainable Development Goals (SDGs), also known as the **Global Goals**, were adopted by the United Nations in 2015 as a universal call to action to end poverty, protect the planet, and ensure that by 2030 all people enjoy peace and prosperity.

The 17 SDGs are integrated—they recognize that action in one area will affect outcomes in others, and that development must balance social, economic and environmental sustainability.

Countries have committed to prioritize progress for those who're furthest behind.

- Goal 1: No Poverty
- Goal 2: Zero Hunger
- Goal 3: Good Health and Well being
- Goal 4: Quality Education
- Goal 5: Gender Equality
- Goal 6: Clean Water and Sanitation
- Goal 7: Affordable and clean energy
- Goal 8: Decent Work and economic growth
- Goal 9: Industry, Innovation and Infrastructure
- Goal 10: Reduced Inequality
- Goal 11: Sustainable cities and communities
- Goal 12: Responsible consumption and production
- Goal 13: Climate action
- Goal 14: Life below water
- Goal 15: Life on land
- Goal 16: Peace, justice and strong institutions
- Goal 17: Partnership for the goals



WIDENING THE CSR NET: A STRATEGIC SHIFT IN CORPORATE RESPONSIBILITY

On 5th December 2025, a series of amendment Bills were proposed in the Rajya Sabha with the objective of strengthening and modernising key legislative frameworks in response to emerging social, technological, and governance challenges. These bills collectively seek to update existing laws to ensure clearer protections, stronger enforcement mechanisms, and enhanced public accountability.

Among these, the proposed amendment to the Companies Act, 2013 focuses on revising the Corporate Social Responsibility (CSR) framework to make it more inclusive, robust, and governance-oriented. The bill seeks to lower the CSR applicability thresholds to companies having a

- I. Net worth of ₹100 crore, or
- II. Turnover of ₹500 crore, or
- III. Net profit of ₹3 crore,

thereby extending CSR obligations to medium-sized enterprises and significantly widening the base of corporate participation in social development.

The amendment also aims to strengthen CSR governance structures by mandating the constitution of a Board-level CSR Committee comprising at least one independent director and one director with demonstrable experience in CSR planning and implementation. This reflects a clear legislative intent to move beyond a compliance-centric approach and ensure expert oversight, strategic alignment, and accountability in CSR decision-making.

From a future-oriented perspective, the proposed changes are expected to enhance the depth, quality, and measurable impact of CSR initiatives across the country. By expanding the CSR net and embedding professional expertise within governance mechanisms, the amendment is likely to drive long-term, outcome-based social investments, better alignment with national development priorities, and increased stakeholder trust. In effect, the bill signals a shift towards a governance-led, impact-driven CSR regime, positioning CSR as a strategic tool for inclusive and sustainable economic development rather than a mere statutory obligation. The enactment of the same would significantly expand CSR coverage; however, their impact will depend on implementation capacity and regulatory clarity.

GLOBAL PRACTICE OF CSR

Several countries such as China, the United Kingdom, South Africa, and Indonesia have adopted progressive approaches by embedding elements of corporate social responsibility within their corporate governance frameworks. Their corporate statutes expressly require companies to consider social, environmental, and stakeholder-related responsibilities while conducting business. India, however, stands apart as the first country to introduce a statutory mandate requiring eligible companies to spend a prescribed portion of profits on CSR activities and to mandatorily report such initiatives under the Companies Act, 2013.

China

Under the Company Law of the People's Republic of China, 2006, companies are required to undertake "social responsibility" in the conduct of their business operations.

Indonesia

The Limited Liability Company Act, 2007 mandates companies operating in the natural resources sector to implement environmental and social responsibility initiatives.



United Kingdom

The UK Companies Act, 2006 emphasises long-term decision-making and requires directors to consider various CSR-related factors, including the interests of employees, suppliers, consumers, and the impact of business operations on the environment.

South Africa

The Corporate Law, 2008 mandates the establishment of a Social and Ethics Committee (commonly referred to as a CSR Committee) to oversee and implement CSR-related policies and practices.

European Union

The CSR Directive, 2014 (Non-Financial Reporting Directive) requires large companies and public-interest entities with more than 500 employees to disclose non-financial and sustainability related information. Approximately 11,700 large companies and groups across the EU fall within its scope.

Global Initiatives and Contributions in Education

A landmark study conducted by the Varkey Foundation in collaboration with UNESCO highlights a significant gap in education-related CSR funding at the global level. According to the 2013 report, Fortune Global 500 companies allocated approximately USD 2.6 billion—about 13% of their total CSR expenditure of USD 19.9 billion—towards education. The study further revealed that less than half of these companies supported educational initiatives, with CSR spending largely concentrated in areas such as healthcare and humanitarian assistance.

The report advocated for a global campaign encouraging companies to allocate at least 20% of their CSR budgets towards education, emphasising the strong linkage between investment in education, long-term business sustainability, and broader societal development.

MEASURING THE CSR IMPACT: WHETHER IT HAS YIELDED RESULTS

Summarising the above, the impact created by CSR projects in India and their implementation can be characterised by the following key features:

Wide Participation by Companies in CSR

Following the implementation of Section 135 of the Companies Act, 2013, CSR participation in India has shown a consistent upward trend. Data from the Ministry of Corporate Affairs (MCA) indicates that CSR spending increased from ₹30,932.08 crore in FY 2022–23 to ₹34,908.75 crore in FY 2023–24, reflecting a year-on-year growth of nearly ₹4,000 crore. Similarly, the number of companies participating in CSR implementation increased from 26,377 to 27,188 during the same period. This quantitative growth demonstrates enhanced CSR compliance across India.

Sector-wise Development through CSR

CSR expenditure in India has predominantly been directed towards socially critical sectors. Education and skill development, healthcare and hunger eradication, environmental



sustainability, gender equality, and the protection of heritage and culture have consistently attracted the highest allocations. In contrast, emerging areas such as climate resilience, innovation-led sustainability, and rural livelihood development continue to receive comparatively lower levels of funding.

State-wise Allocation of CSR Funds

Maharashtra has consistently emerged as the largest recipient of CSR funds, followed by Karnataka, Gujarat, and Tamil Nadu. However, CSR fund distribution across states remains uneven, indicating a concentration of funding in a limited number of states. Economically backward regions and aspirational districts receive a disproportionately smaller share of CSR funds, raising concerns about regional equity and the effectiveness of CSR in addressing grassroots development challenges.

Nature of CSR Impact: Short-term vs Long-term

It is evident that many companies and industries tend to focus on short-term CSR initiatives rather than investing in long-term projects. This short-term orientation often limits sustained development, continuous growth, and long-term sustainability, underscoring the need for companies to adopt a more strategic and long-term approach to CSR investments.

Regulatory Compliance Ensuring Transparency and Governance

The introduction of mandatory disclosures, CSR-2 filings, impact assessment requirements, and provisions related to unspent CSR accounts has significantly enhanced transparency and accountability in CSR implementation. Furthermore, the MCA's CSR portal has improved data accessibility, monitoring, and oversight of CSR activities across the country.

Impact Assessment: From Spending to Monitoring Outcomes

The introduction of mandatory CSR impact assessments for large-scale projects has marked a shift from an input-based focus on expenditure to outcome-based evaluation of CSR initiatives. Early assessments indicate positive outcomes in areas such as education enrolment, healthcare access, and livelihood generation. However, impact assessment practices remain uneven, as smaller companies often lack the technical expertise and standardized measurement frameworks required for rigorous evaluation.

WAY FORWARD: STRENGTHENING IMPACT-ORIENTED CSR

To ensure CSR delivers on its promise, companies must shift from **compliance-led spending** to **strategy-driven interventions**. This includes

- prioritising long-term projects,
- adopting standardized impact metrics,
- collaborating with government initiatives, and
- aligning CSR with national development goals such as SDGs.

Robust governance, stakeholder engagement, and continuous monitoring are essential to transforming CSR into a meaningful instrument of inclusive growth.



On the whole, CSR in India has substantially achieved its institutional and governance objectives and has delivered measurable social outcomes, though its transformative potential remains uneven across regions and sectors. However, to fully realise its transformative potential, CSR must continue evolving from compliance-driven spending to strategically aligned, outcome-focused, and regionally inclusive social investments. The challenge now lies in regional equity, long-term impact, and strategic depth.

CONCLUSION- CSR, A BALANCED ASSESSMENT

To conclude on an inspiring note, the words of **Bill Gates** aptly capture the underlying philosophy of corporate social responsibility:

"I believe that with great wealth comes great responsibility—a responsibility to give back to society and a responsibility to ensure that those resources are put to work in the best possible way to help those most in need."

This quote highlights the idea that wealth creation is intrinsically linked to social accountability, and that the true measure of business success lies not merely in profit generation, but in the extent to which value is returned to society.

While CSR in India has undoubtedly succeeded in mobilising substantial corporate resources for social development, its real success must be assessed not by the quantum of expenditure alone, but by the **quality, sustainability, and long-term impact** of the interventions undertaken.

Note:

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Landscape of Fintech in the present Geopolitics

Ms Shivani Sharma

"In a world where borders are political, but money is digital, the future of economies is being rewritten in real time."

The development of a nation is not defined by a single factor but by the collective strength of its institutional systems, the talent and adaptability of its young minds, and the relationships it cultivates beyond its borders. Together, these elements act as powerful catalysts in shaping not only economic growth but also the long-term resilience and direction of economies across the world. There was a time when finance was confined to paper records, physical money, and currency notes, functioning within clearly defined and largely manual boundaries. The integration of technology into this domain once appeared distant and improbable. Yet, over time, this integration has fundamentally transformed the financial landscape, giving rise to the concept of fintech.

As per the New Developments in Financial Markets report by the National Bureau of Economic Research, the global financial ecosystem is being fundamentally reshaped by digital innovation and the rise of financial technology. Between 2010 and 2021, fintech firms attracted more than \$1 trillion in investment, underscoring their growing influence in credit markets and financial inclusion. Digital footprints now rival traditional credit bureau scores in predicting creditworthiness, helping expand access to formal credit, particularly for the underserved. Fintech innovations such as Buy Now, Pay Later have seen global transaction volumes soar from \$50 billion in 2019 to nearly \$500 billion in 2024, illustrating the explosive growth and behavioral shift in how consumers engage with credit.

In the contemporary global landscape, the financial health of an economy acts as a decisive barometer in defining a country's financial standing on the international stage. India has experienced widespread growth across its financial markets, underscoring its evolving economic strength and global relevance with macro-economic confidence.

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In the context of macroeconomics and geopolitics, the architecture of the global economy is firmly anchored in political diplomacy, bilateral and multilateral agreements, trade policies, tariffs, capital flows, sectoral thresholds, and the movement of funds across borders. The positioning of global superpowers and emerging economies plays a decisive role in shaping the direction and intensity of foreign capital inflows within one another's markets. These geopolitical relationships, whether cooperative or competitive or collaborative, significantly influence investor confidence, cross-border investment strategies, and the broader stability of international financial systems.

A comparative view of global fintech ecosystems reveals that innovation does not operate in isolation but is deeply influenced by regulatory design, state priorities, and geopolitical strategy. India's fintech trajectory, driven by public digital infrastructure such as the Jan Dhan Aadhaar Mobile framework and UPI, demonstrates how technology backed by regulatory intent can enable financial inclusion and scale at an unprecedented level. With digital payment transactions rising from 21 billion in FY18 to 228 billion by FY25, India has positioned itself as a global leader in real time payments. At the same time, the presence of regulatory sandboxes across Indian financial regulators reflects a conscious effort to balance innovation with systemic stability. Similar patterns emerge globally, albeit through different models. The United States emphasizes innovation alongside stringent compliance and consumer protection, the United Kingdom focuses on regulatory coordination and competition driven oversight, while Singapore and China adopt structured, state guided approaches to fintech development. Together, these models underline a common reality that fintech has evolved into a strategic instrument of economic policy and geopolitical positioning, where regulatory maturity becomes as critical as technological advancement.

India's FinTech Momentum: Where Capital, Code, and Confidence Converge

India today stands at a decisive inflection point in its innovation journey. As one of the world's most dynamic startup ecosystems, the country has rapidly evolved from a cost-efficiency destination to a global laboratory for technology-led financial innovation. Investors are no longer merely backing ideas; they are backing integrated, scalable, and regulation-aligned FinTech architectures built for both domestic depth and global relevance.

Capital Votes First: What the Funding Numbers Reveal

India's FinTech sector ranked third globally in startup funding during H1 2025, reinforcing its position as a serious contender in the global innovation race. According to Tracxn's Geo Semi-Annual India FinTech Report H1 2025, the sector raised ₹7,593 crore (US\$ 889 million) during the period reflecting sustained investor confidence despite global capital tightening. What stands out is not just the headline figure, but where the money is flowing.

Early-Stage Resilience: A Strong Signal of Long-Term Conviction

Early-stage funding demonstrated notable resilience, rising 10% from H2 2024 to ₹3,083 crore (US\$ 361 million). This also marks a 9% year-on-year increase compared to H1 2024, underscoring investor belief in foundational innovation rather than a speculative scale.

Seed-stage investments stood at ₹779 crore (US\$ 91.2 million), indicating a continued appetite for first-principle problem-solving, particularly in areas such as payments infrastructure, digital lending, reg-tech, and embedded finance.



Beyond Growth: The Maturity Shift in India's FinTech Story

The current funding pattern highlights a subtle but critical transition in India's FinTech ecosystem from rapid user acquisition to structural depth and operational maturity. Investors are increasingly evaluating startups on their ability to:

- Integrate advanced technology with regulatory compliance
- Demonstrate governance readiness at scale
- Align with long-term profitability and ecosystem impact

This shift mirrors global investor behavior, where capital is selectively chasing execution capability, governance discipline, and cross-border scalability.

Governance as Infrastructure: The Silent Enabler of Scale

As technology deepens its footprint in finance, the role of regulators and corporate governance institutions becomes central. FinTech growth today is no longer just about innovation velocity; it is about trust architecture.

Flagbearers of corporate governance, boards, compliance professionals, and regulatory frameworks act as both protectors and enablers, ensuring that innovation does not outpace accountability. In this environment, governance is not a constraint; it is a competitive advantage.

Geopolitics Meets Code: Why Cross-Border Finance Can't Be Ignored

In an increasingly fragmented geopolitical landscape, cross-border finance has emerged as both an opportunity and a risk vector. Capital flows, data localization norms, foreign investment regulations, and anti-money laundering regimes are now deeply intertwined with technology design itself.

Indian FinTechs operating or aspiring to operate, globally must navigate:

- Cross-border payment regulations
- FEMA and overseas investment structures
- Data sovereignty and digital public infrastructure interoperability Those who master this intersection will not just scale- they will endure.

The Investor Lens Going Forward

The narrative is clear: India's FinTech ecosystem is no longer in its experimental phase. It is entering an era where capital rewards clarity, governance, and cross-border readiness. For investors, the opportunity lies not merely in spotting the next unicorn, but in identifying platforms that can sustain innovation under regulatory, geopolitical, and operational complexity. For founders, the mandate is sharper than ever: build fast but build right.

Artificial Intelligence as the New Financial Infrastructure

The emergence of artificial intelligence (AI) marks an incredible shift in the evolution of financial systems. What began as automation and data processing has now advanced into



predictive intelligence, real time decision making, and adaptive risk assessment. In fintech ecosystems globally, AI is no longer viewed as a support tool but as a core infrastructure shaping how financial services are designed, delivered, and governed.

As financial markets scale in complexity and speed, the ability to process vast data sets, identify patterns, and anticipate risks in real time has become indispensable. Artificial intelligence provides this capability, allowing financial institutions and fintech platforms to move beyond reactive compliance towards proactive governance.

Wealthtech and the Democratization of Intelligent Finance

In the wealth management landscape, artificial intelligence has been acting as a catalyst towards the rise of advanced wealthtech platforms which integrate data driven intelligence with personalized advisory frameworks. Capabilities such as algorithmic portfolio construction, robo advisory models, behavioral analytics, and automated rebalancing have materially reduced traditional entry barriers, enabling wider participation by retail and first-time investors.

For emerging economies, this convergence carries a certain significance. AI powered wealthtech platforms are expanding access to capital markets while delivering efficiency and scalability at a fraction of conventional costs. At the same time, as algorithmic models play an increasingly influential role in investment decision making, issues of fiduciary accountability, transparency, and suitability assume greater regulatory importance.

RegTech: Where Compliance Meets Intelligence

As innovation accelerates, regulatory complexity increases as well. This has led to the rapid evolution of regulatory technology, or regtech, as a solid pillar of modern financial ecosystems. AI-driven regtech solutions are transforming compliance from a manual, rule-based exercise into a dynamic, risk-focused function.

Through continuous monitoring, automated reporting, anomaly detection, and real time risk scoring, regtech platforms enable institutions to comply with evolving regulatory requirements across jurisdictions. In areas such as anti-money laundering, know your customer protocols, fraud detection, and data protection, artificial intelligence enhances both accuracy and efficiency while reducing compliance fatigue.

The Governance Imperative in an AI Driven FinTech Landscape

The integration of artificial intelligence into financial services introduces a new dimension of regulatory responsibility. Algorithmic bias, data privacy, explainability of automated decisions, and accountability frameworks are no longer theoretical concerns, but practical governance challenges.

In this context, regulatory alignment becomes as critical as technological capability. Compliance frameworks must evolve to address not only financial risk, but also ethical, operational, and systemic risks associated with AI-driven decision making.

This is where strong governance structures and compliance leadership play a decisive role. Professionals responsible for corporate governance act as institutional anchors, ensuring that innovation remains transparent, auditable, and aligned with regulatory intent.



Global Funding, GIFT City & Viksit Bharat

In this context, fintech assumes a critical role in advancing India's broader economic goals, including the objective of Viksit Bharat. By strengthening digital financial infrastructure, enhancing transparency, and enabling efficient mobility of capital, fintech has become a key enabler in attracting both domestic and foreign funding. Streamlined digital platforms, improved compliance frameworks, and real time settlement mechanisms have increased investor confidence and facilitated smoother inflows of foreign capital into Indian markets. At the same time, fintech driven solutions are increasingly aligned with sustainable development goals, supporting financial inclusion, responsible lending, and data driven governance. This convergence is further reinforced by the emergence of GIFT City as a global financial hub, designed to integrate international financial services with India's regulatory ecosystem. Together, these developments position fintech not merely as a sector of innovation, but as a strategic instrument supporting sustainable growth, global capital integration, and India's long term economic transformation.

Despite its transformative potential, the rapid expansion of fintech presents significant global challenges that demand regulatory and institutional attention. As financial systems become increasingly driven by algorithms, automation, and artificial intelligence, dependence on technology has grown substantially, often reducing the role of human judgement and contextual oversight. While automated models enhance efficiency and scale, excessive reliance on them may overlook qualitative assessments, ethical considerations, and emerging systemic risks that require human intelligence and regulatory intervention. Concerns surrounding algorithmic bias, data privacy, cyber vulnerabilities, and the opacity of automated decision making further heighten the need for robust oversight. In response, regulators across jurisdictions are increasingly focused on establishing frameworks that ensure accountability, transparency, and explainability within technology-driven financial systems. In this evolving landscape, effective regulation does not act as a barrier to innovation, but as a stabilizing force that safeguards trust, reinforces market integrity, and ensures that technological advancement remains aligned with broader economic and societal objectives.

Role of Compliance & Flagbearers of Corporate Governance: Company Secretaries & their vital contribution

In an era where financial innovation is advancing at a high speed, compliance and corporate governance have emerged as foundational pillars of sustainable growth. As fintech ecosystems expand across jurisdictions, integrate artificial intelligence, and navigate complex geopolitical realities, the need for robust governance frameworks becomes both inevitable and indispensable.

Company Secretaries occupy a pivotal position within this evolving landscape. Far from being limited to procedural compliance, they function as strategic custodians of governance, ensuring that innovation progresses within the boundaries of law, ethics, and institutional accountability. Their role extends across regulatory interpretation, risk assessment, board advisory, and stakeholder alignment, particularly in sectors such as fintech where regulatory frameworks continue to evolve alongside technology.

In technology driven financial models, Company Secretaries play a critical role in translating regulatory intent into compliance reality. They ensure adherence to evolving compliance requirements related to data protection, cross border transactions, foreign investment



norms, anti-money laundering frameworks, and digital governance standards. By instilling compliance into business strategy rather than treating it as a post facto obligation, they help organizations build credibility, investor confidence, and long-term resilience.

Moreover, as AI and automated decision making become central to financial services, Company Secretaries contribute to strengthening oversight mechanisms around transparency, accountability, and ethical governance. Their involvement in policy formulation, internal controls, and governance audits ensures that technological innovation remains auditable, explainable, and aligned with regulatory expectations.

Ultimately, a great nation is shaped by the collective strength of its citizens. When individuals channel their skills through knowledge, innovation, and responsible application, they possess the capacity to drive transformative change. Fintech holds the potential to revolutionize economies and positively influence

geopolitical relationships at scale. At the same time, stronger regulatory frameworks and disciplined compliance practices provide the stability and assurance necessary to enhance security, efficiency, and long-term trust within financial systems.

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