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CS Shyam Agrawal
Vice-Chairman, NIRC &
Chairman, TEFC, NIRC

Message

"When actions inspire others to dream more, learn more, do more and become more, a leader emerges."

Dear Students,

Congratulations to all of you for having taken up the challenge posed by this professional course. We appreciate your spirit and the goal you have set for yourself.

It is indeed a great honour to be writing for Student Bulletin as the Vice- Chairman & Chairman of TEFC Committee of our own Northern India regional Council (NIRC) of The ICSI. At the outset, I convey my sincere thanks & gratitude to my colleagues on the Regional Council for reposing trust and confidence in me and **electing me as a Vice –Chairman of NIRC & Chairman of Training & Education Facilities Committee (TEFC) of NIRC for the Year 2013.** I also wish to place on record my deep sense of gratitude and thanks to President & Vice-President of ICSI, past & present council members, ICSI, NIRC, Secretary, CEO of ICSI, all past committee members, past chairman of NIRC's chapters and senior members and members of NIRC ,students , HQ & NIRC Staff and many more for their distinguished contributions in the development of the profession and the activities of the NIRC and its chapters.

In January 2013 this TEFC Committee was constituted with fully young, energetic and dedicated team with punch line **"Students are the lifeline of the institute and the profession as well"**. During last few months we put our best efforts not only to organize regular student activities but also to introduce various new activities and following that we organized various mega events for the professional developments of students like: All India Essay Competitions, Student Conferences at various chapters, Foundation week celebration etc. and many more which were not only attended by a huge gathering but also graced and addressed by various political leaders, Hon'ble High Court Judges, eminent persons from the corporate world, academicians, senior civil servants and professionals among many others. We have also introduced the concept of Panel for selection of best faculties at OT classes, dedicated mail for student grievances, spelling bee and other various new constructive and healthy competitions among our students etc. We also feel proud to share with you that this is all because of your support and cooperation that we are getting the excellent results in all activities and in recent examination results also NIRC performed extremely well and above all NIRC has been also awarded number of times Best Regional Council Award at National Level by the ICSI.

Motivated by the grand success of various student conferences organized at various chapters of NIRC, this time NIRC has been chosen by The Institute of Company Secretaries of India, New Delhi to organize the **14th All India National Student Conference on the theme "Company Secretary: Imparting Wisdom, Empowering Lives"**. The theme and sub themes of this Conference is apt and in tune with the changing business and economic scenario of the world. During the course of this conference, the delegates will listen to the most-talented speakers of the country. We hope all delegates will be largely benefited by the indepth deliveries on various topics.

This Conference is being dedicated to the most desirable issues "Go Green, Save Water & Respect Nature". I hope the delegates would leave no stone unturned in maintaining the standard expected from them in this context.

Friends , although the year behind has been eventful and satisfying but the year ahead looks more challenging as well as full of opportunities. We see a much role for company secretaries in this emerging, vibrant and dynamic business and economic environment not only at national or international but also at local level. The Companies Act, 2013 has opened up a significant area of practice for company secretaries, Let us seize this opportunity to position and strengthen ourselves for a leadership role in guiding the government, industry and the clients.

We saw a dream, to provide the students a Newsletter which keeps them up to date with the latest and significant information on what's happening with the Institute. It is said that all our dreams can come true, if we have the courage to pursue them, and today our dream has come true in presenting you this Student Bulletin.

It is with great pride, enthusiasm, and anticipation that I invite you to read the inaugural issue of this Bulletin and is a matter of privilege and immense pleasure for me to be a part of it. Our goal is to create a new forum for exchange of information on all aspects of our profession. I sincerely hope that you find the Newsletter of benefit to you as a student. I look forward to our journey together as we develop this bulletin into its fullest potential.

Friends we have also constituted various functional committees of students at NIRC as well as chapter level and for which you are requested to volunteer & give your names for these committees.

I also sincerely request you to put your suggestions and feedback from time to time on the activities of NIRC.I assure you that we at NIRC would give importance to all your suggestions and considers them for implementation in the right perspective.

Last but not least, I would like to thank all the members of Training and Educational Facilities Committee specially convener Ms. Ishleen Kaur for the various ideas contributed by them to help to serve the students in a better way. My special thanks to Mr. T.R.Mehta , Ms. Alka Arora and team NIRC for their dedicated support.

Let me now conclude with this hope that with your support and cooperation we have no doubt we will progress, our students will have a brighter future and our profession will carry a further brand image and identity that we will be proud of. Friends, **we are one, we are strong and we will be so bright that we will together make the eternity to look at us with wonder.**

"People may doubt what you say, but they believe what you do"

We wish all of you a bright and prosperous career.

With best wishes,
CS Shyam Agrawal

14th All India Students Conference - 2013

Company Secretary - Imparting Wisdom, Empowering Lives

September 7, 2013, New Delhi

Introduction

The Indian Corporate sector, which has been growing at a rapid pace in the current decade, has been making significant contribution to the economic development of the country. The Indian economy is also on the increasing growth curve. Various technological changes are taking place and the business environment has undergone major changes over a period of time especially in terms of transparency, disclosures and stakeholders' expectations. It has opened new opportunities for professionals like Company Secretaries, in terms of capacity building, knowledge updation and skills development. With the passage of time expectations from the profession of Company Secretaries will also be growing and the Company Secretaries have to be well equipped to come upto the expectations of the stakeholders. A Company Secretary plays an important role in the growth of the Corporates through exercising his expertise by securing the compliance of all obligations entrusted to him and advising the company management accordingly. The Company Secretary is not only assisting the top management but also is an active part in corporate strategic planning and management of the company. They are trained in corporate law, finance, governance and strategy and are ideally qualified to work in a wide variety of business, executive, managerial and advisory roles. After appointment of a professional like Company Secretaries, lives of Corporates become very smooth as they take care of all the compliances relating to various laws applicable to the organization.

Keeping above in mind, the Northern India Regional Council of the Institute of Company Secretaries of India has selected the theme "Company Secretary-Imparting Wisdom, Empowering Lives". The conference is a mega National event and will be attended by the students from all corners of India. It is a great opportunity for learning, networking and enjoyment for the students.



THE INSTITUTE OF Company Secretaries of India

IN PURSUIT OF PROFESSIONAL EXCELLENCE

Statutory body under an Act of Parliament



CS S N Ananthasubramanian
President

Message

I am pleased to know that Northern India Regional Council of the Institute is organising 14th All India Students Conference - 2013 on the theme Company Secretary – Imparting Wisdom, Empowering Lives on Saturday, September 7, 2013 at Manekshaw Centre, Khyber Lines, Delhi Cantonment, New Delhi and bringing out a souvenir to commemorate the occasion.

Students are the future of the profession, the more they are knowledgeable, skilled and agile to confidently meet the demands of changing times, the better it would be for the growth and development of the profession. The Institute being alive to the expectations of the students allocates quality time, attention as well as resources in order to equip them to keep the flag of the profession high.

I extend my best wishes for the grand success of the Students Conference.

CS S N ANANTHASUBRAMANIAN

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CS Harish K. Vaid
Vice President

Message

Dear Shri Jindal,

I am happy to know that Northern India Regional Council of The Institute of Company Secretaries of India is organizing 14th All India India Students Conference on 7th September, 2013 at New Delhi.

The theme for the conference - **COMPANY SECRETARY – IMPARTING WISDOM, EMPOWERING LIVES** - is very relevant and I am sure the deliberation on the topic will be highly beneficial to the participants.

I wish the programme a grand success.

With Best Wishes,

CS HARISH K VAID

Shri M G Jindal
Chairman
NIRC of The ICSI
New Delhi

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**NORTHERN
INDIA
REGIONAL
COUNCIL**



**CS M.G. Jindal
Chairman**

Chairman's Communique

Dear Students,

It had been the endeavor of NIRC to organize various programs for the students and members. Apart from various training programs, NIRC is also organizing various competitions & Conferences for the benefit of students. This year, the Institute has given NIRC the responsibility to organize 14th All India Students' Conference-2013 and it will be attended by the students from all corners of India.

I am thankful to all of you for participating in the 14th All India Students' Conference-2013 organized by Northern India Regional Council of the Institute of Company Secretaries of India on the theme "**Company Secretary-Imparting Wisdom, Empowering Lives**" at Manekshaw Centre, New Delhi.

Company Secretary not only advises the Board on various compliance requirements and co-ordinates the policies of the Board into action, but also communicates the same to stakeholders. The position of Company Secretary is so vital that the Chairman and the Board always look to the Company Secretary for guidance on what their responsibilities are under the rules and regulations to which they are subject to and how these responsibilities can be discharged. CS is also conceived as an extended arm of the Government for the purpose of ensuring compliance of various laws by the companies hence it becomes his moral responsibility to update himself and work judiciously. Professionals can acquire the conceptual skill and practical knowledge only by having interaction with senior professionals and participating in the workshops, seminars and conferences. Keeping this in mind the theme & sub themes of 14th All India Students' Conference has been devised and conference has been structured to focus on these sub themes.

I express my sincere thanks & gratitude to CS Shyam Agrawal, Vice Chairman & Chairman TEFC, NIRC and all other colleagues in the Regional Council for their Cooperation & support in making the Conference a success.

I express my best wishes for success of the conference. I would like to say that at NIRC we give due importance to the satisfaction of the Stakeholders. It would be pleasure for me if you come forward with your suggestions and feedback for further improvements.

With Regards

CS MG Jindal

From the Editor

"The difference between the impossible and the possible lies in a person's determination."

Welcome to the first edition of what is hoped to be the foundation edition of Delhi Regional Council's very own student Bulletin. The intention of this Bulletin is to provide information about the Institute, its initiatives, student activities, student services and other articles of interest to students. I hope that the students will find the articles within this bulletin informative and beneficial.

We welcome your feedback on any aspect of the newsletter. So, please, do not hesitate to contact us with your comments and suggestions. They will surely help us in making this Bulletin more and more useful and desirable. We're off to a strong beginning, and envision great things for the future.

Let me close by offering my sincere thanks for everyone's support.

With best regards,

CS Ishleen Kaur Juneja

Convenor

TEFC-NIRC

Lighter Side of the Profession

CS Davender Kumar

An applicant was filling out a job application. When he came to the question, "Have you ever been arrested?" He answered, "No."

The next question, intended for people who had answered in the affirmative to the last one, was "Why?" The applicant answered it anyway: "Never got caught."

Employer to applicant: "In this job we need someone who is responsible."

Applicant: "I'm the one you want. On my last job, every time anything went wrong, they said I was responsible."

Several weeks after a young man had been hired, he was called into the personnel manager's office.

"What is the meaning of this?" the manager asked. "When you applied for the job, you told us you had 5 years' experience. Now we discover this is the first job you've ever had."

"Well," the young man said, "in your ad you said you wanted somebody with imagination."

ABOUT THE NIRC

Northern India Regional Council (NIRC) is one of the Four Regional Councils of the Institute of Company Secretaries of India (ICSI). It assumes importance as it is based in the Capital of the country where ICSI also has its Headquarters. NIRC-ICSI represents the States of Himachal Pradesh, Jammu & Kashmir, Haryana, Punjab, Rajasthan, Uttarakhand, Uttar Pradesh, Delhi and Union Territory of Chandigarh.

Has 30 Chapters situated at Agra, Ajmer, Allahabad, Alwar, Amritsar, Bareilly, Bhilwara, Chandigarh, Dehradun, Faridabad, Ghaziabad, Gurgaon, Jaipur, Jalandhar, Jammu, Jodhpur, Kanpur, Karnal-Panipat, Kota, Lucknow, Ludhiana, Meerut, Modinagar, Noida, Shimla, Sonapat, Srinagar, Udaipur, Varanasi and Yamuna Nagar and more than 10,000 members on the rolls and 1,55,000 students spread over different parts of the Region.

The ICSI-NIRC:

Arranges and provides oral coaching and training enabling students to qualify as Company Secretaries.

Runs Refresher Courses and Study Circle Meetings for the benefit of registered students and members within the Region.

Has the facility of a library and reading room for the use of the members and registered students.

Recommends books useful for candidates intending to appear for Foundation, Intermediate and Final Examinations of the Institute.

Makes representations to the Central Council in connection with matters of professional interest and offers suggestions for raising the standard and status of the profession.

Awards prizes to students securing the highest marks in the Region in various Examinations conducted by the Institute.

Brings out Monthly Newsletter and Publications for the benefit of Members.

Provides facilities for contact amongst members and registered students of the Institute in the Northern Region by meetings, arrangements of talks and lectures and for the acquisition and dissemination of useful information in connection with the profession of Company Secretaries.

Organizes workshop studies, symposia, seminars and other meetings on topics of current interest to Company Secretaries.

Holds Regional Conference/State Conferences annually in different parts of the Region.

Explores training facilities for the students and assists in securing suitable employment for qualified Company Secretaries.

Recommends formation of Chapters in areas of importance in the Region where sufficient members and registered students and available and evince interest in such formation.

Carries out research work on topics suggested by the Central Council.

Outshine your life, by polishing your Act.

Mr. Vijay Batra

International Motivator

Entire water of the sea can't sink a ship unless it gets inside the ship. Similarly, negativity of the entire world can't get you down, unless you allow it to get inside you.

Once I had gone to conduct a seminar in Amritsar, and during the lunch break, I stepped out to get some fresh air. While I was walking, I saw a man polishing shoes under a tree, and a line of people waiting to get their shoes polished. I was amazed how the man squatted on the ground was polishing the shoes. His whole body was in amazing harmony as he was handling the shoe with his left hand, and with his right hand he was handling the brush. I couldn't resist but get into the line to get my shoes polished as well.

Soon I realized that he was taking his time polishing the shoes, so I requested the four people standing ahead of me to allow me to break the line as I had to go back to start the seminar, and to my pleasure, all the four agreed, and soon I was right behind the man whose shoes were being polished.

When my turn came, I removed my shoes and started to witness an experience that left me immensely inspired. The man started with my left shoe, and soon I was mesmerised, as to how he was moving the shoe on his left and the brush in his right hand in amazing harmony. Soon I realized that he was using six brushes in succession, one by one, each brush for a different part of the shoe, and for different function. Watching him in action, I felt like he was playing the violin, not just polishing shoes. While I was mesmerised watching him working on my left shoe, I realized he had devoted more than five minutes, so I requested him to hurry up so he could start and finish with my right shoe as well, so I could get on my way. He looked up and smiled, and said "please allow me the pleasure to shine your shoes to the potential they have." I was stunned by his answer, and felt totally silent, and focused on watching the magic. When he finished my left shoes, and when he started with my right shoe, I didn't realize, as I was totally mesmerised by the passionate performance.

When he finished, he got me out of the trance, by thanking me for giving him the opportunity to polish my shoes. I was speechless. I asked him, how much did I owe him for his service? He said twelve rupees please. I gave him a fifty rupee note, and before I could even request him to keep the change, he gave me the change of Rs. Thirty eight and signalled the person behind to remove his shoes.

I quietly bowed my head to him, as he had resumed, his magic of polishing the next man's shoes. As I was walking back towards the hotel, where my seminar was being held, I looked back on numerous occasions just to catch as many glimpses of the wonderful man who had the magic in his hands.

The man had such an aura of positive energy, and the lines of eager customers lined in front of him came, not just to get their shoes polished but to get the inspiration. The man exemplified the Karam yog philosophy of being happy.

Practice makes you better, not perfect.

Mr. Vijay Batra
International Motivator

In life, every day one faces an opportunity to practice becoming better, instead of becoming bitter.

Recently I had to travel from Delhi to Kota in an overnight train, and for me to get to Kota was very important. I was wait listed in the train, and didn't get the confirmation. Since I had to reach Kota, I boarded the train, second A/C compartment with a general class ticket with the hope that the ticket collector will give me a berth.

When I met the ticket collector, I showed him the general class ticket and requested him if he could allot me a berth. The Ticket collector flatly refused me a possibility at that moment, and asked me to sit on a small bench by lavatory.

After sometime, I started feeling angry, for I was feeling helpless; thinking that travelling overnight sitting on the small bench would be a very unpleasant ordeal. As minutes passed by, I started to feel more and more upset; the smell of the lavatory was also making me feel more and more upset.

Then my mobile phone rang, and it was my wife calling. I knew she was calling to enquire, whether I had gotten a berth or not. I picked up the phone, and she asked me the question "have you gotten the berth." I was about to narrate my "misery" but I choose to tell her that all is well, and the whole railway system was doing its best to make me comfortable. As I said that things are fine, I started feeling better, then I remembered I was carrying the autobiography of Helen Keller "The story of my life." Helen Keller was a American lady born in 1880, and at a very young age had become blind and deaf, and with the help of a great teacher for the blind, had educated her self by learning to use her three remaining senses, smell, touch and taste to learn about the world and went on to live an inspiring life. The movie Black is based on her life, Rani Mukherjee plays Helen Keller and Amitabh Bachan played the role of Ann Sullivan, her teacher. I started reading the book, and with every page, I became more and more positive, and soon about two hours had passed, I was thinking if Helen Keller used her sense of smell to become more and more positive, why should I let the sense of smell to feel more and more negative?

Suddenly, the ticket collector was standing in front of me, while I was engrossed in reading the book. He told me that there was one berth empty, as the passenger who was supposed to board the train in Mathura and failed to show up. I was already, prepared to sit on the bench till Kota, but gladly took the berth and went off to sleep in a very positive frame of mind. I was woken up just before Kota by the same ticket collector with smile on his face. I thanked him and got off the train in Kota, feeling very positive and with a resolve, that practicing positive thinking makes you feel better and become better.

Life becomes better when we practice positive thinking. Have a great day, every day is an opportunity to practice positive thinking when we face challenges, or an opportunity to practice attitude of gratitude, for so we also have many days when we face favourable things.

Interview of Ms. Kirthana Nayak Sujir - All India Rank Holder of Foundation Program

- Q-1. On an average, How many hours did you study per day? And In how many attempts did you crack it?
Ans. I started preparing about a month before the exams. I spent an hour each on both the practical as well as the theoretical subjects. About a week before the exams I spent four hours on studying every day. I cracked it in my first attempt.
- Q-2. Do you prefer regular study?
Ans. Not really. Studying for about Five hours a week is good enough. But we need to take it seriously during the last few days of study.
- Q-3. Did you take any guidance for preparation?
Ans. I did not get any guidance of any sort. I preferred studying with my friends as I believe in team work. Besides, I got a lot of support from my family, especially my parents.
- Q-4. How did you prepare for your exams?
Ans. I referred the text books and the question papers from the previous year's which helped me a lot.
- Q-5. How you study on last day of Exam?
Ans. I try not to take a lot of stress and treat it just like any other day. I studied for about four hours on the previous days of the exams.
- Q-6. What was the key element of your strategy?
Ans. The key is to start preparing early so that it does not become hectic later on.
- Q-7. How do you spend your time when not studying?
Ans. I prefer the company of my friends and I practice singing whenever I find some time.
- Q-8. What are the elements required for success?
Ans. There is no short cut to success. The only way to achieve success is through hard work and perseverance. And yes, a little bit of luck as well.
- Q-9. Your message to the future CS aspirants.
Ans. I'd like to tell them that it's not that difficult if you start early and keep motivating yourself. Nothing is really hard. Once you make up your mind, you can achieve it easily.

Interview of Ms. Deepika Patra - All India Rank Holder of Foundation Program

- Q-1. On an average, How many hours did you study per day? And In how many attempts did you crack it?
Ans. This was my first attempt. After attending coaching classes daily for 4-5 hours, I studied at home for 2-3 hours. 2 months before the exam I started studying 6-7 hours at a stretch.
- Q-2. Do you prefer regular study?
Ans. Yes, definitely. In fact regular study has helped me a great deal in cracking the exams. I was a lot more confident because of it. And in a paper of MCQ pattern positive confidence can really boost your performance.
- Q-3. Did you take any guidance for preparation?
Ans. Yes, I used to take coaching classes. My teachers helped me solve all my doubts, and gain theoretical clarity.
- Q-4. how did you prepare for your exams?
Ans. I was very clear about my goals right from the beginning of the year. Though I did not think of securing the first rank, I always wanted to pass with very good marks. This attitude helped me built a strong morale and therefore I was sincere and worked hard right from the start.
I never kept any doubts pending in my mind; I would clear them immediately from my teachers.
- Q-5. How you study on last day of Exam?
Ans. The day before the exam is very crucial to your performance. Therefore it is necessary to be calm and relaxed. Exam anxiety is natural but if you are well prepared then no need to panic.
Through the year keep making small notes of all the important points of every chapter.
Refer to these notes on the last day before exams.
- Q-6. What was the key element of your strategy?
Ans. There were 4 papers to study for. In this situation the most difficult part is to allot time to each subject. For this I prepared a daily schedule and religiously stuck to it till the end. I preferred studying during night time as there are few distractions and complete silence.
- Q-7. How do you spend your time when not studying?
Ans. I am a voracious reader. I love reading, mainly fictions and it's a great stress buster for me. For Outdoors I usually go out for swimming as the months prior to the exam were very hot. Other than that I like playing badminton. I enjoy watching T.V as well but during exams I limit my viewing time. I personally do not like spending time on electronic social media.
- Q-8. What are the elements required for success?
Ans. Complete dedication and focus on your goal are the bare essentials of success. While hard work and perseverance may get you close, right attitude will definitely get you there.
- Q-9. Your message to the future CS aspirants.
Ans. Firstly, congratulations for choosing a bright career option. In terms of students aspiring to become CS the most demanding skill is that of very good communication skills both written and oral. Students must pay special attention in this respect. Integrity and ethics are very important elements in our field. The new companies' bill has opened up many new avenues for our profession and also placed many critical responsibilities for our shoulders. We have to make special effort in living up to these expectations. ALL THE BEST!!

Happiness @ Sharing & Caring

Mr. Suneel Keswani
Corporate Trainer

We all are surrounded by an era of Globalization in which the world is becoming smaller, but the markets are becoming bigger. Today Geography has become history & we are integrated through IT. But the flip side of this Globalization is that the world is becoming smaller & people mostly have become lonely. Even in Delhi Metro, Trains, Buses & Flight journey people hardly interact with each other.

At homes we find conflicts & splits. Earlier in Indian Marriage, divorce was an alien concept. Marriage meant life long (jab tak hai jaan) relationship. But now no longer it can be taken for granted. We have moved from Joint to Nuclear & now Electronic family (going single !!), but still happiness & peace eludes us. Now Bhagam Bhag !! has become the order of the day & life. In our childhood we had read the story of Rabbit & Tortoise race in which the moral of the story was : Slow & Steady always wins the race. Now speed is the new Mantra but in the process health, time & relationship have become a big casualty.

Well , wait a minute, I thought we were talking about happiness . Yes we still are, but incidentally through the path of more money which will enable me to have my latest I Phone, Electronic gadgets, Car, Home, Lifestyle products & my net worth related status/ image in the society. These milestones will be the source of eternal happiness. But alas !! happiness still eludes the vast majority of people. It's a comedy of errors.

If happiness was to be in proportion to the money earned / obtained, then the wealthy people should have got it, but its not so. Whenever you see your family old snaps, we often say - that was truly a happy phase of my life. So dear friend if you seek eternal happiness & peace of mind, begin your journey with knowing Thy Self & knowing Thy People.

Practical Suggestions :

1. Appreciate, Happiness is a state of mind & not an event for which people mostly wait. Like today when I got up in the morning, the choice of being Glad, Mad or Sad is with me, so I chose to be glad today. So can you...
2. Make a choice in life to always Smile. It generates positivity. Why to be sad & have wrinkles on your face when you can Smile & have dimples on your face. God has not given us a good or a bad life. We have only been given life, now its on to us to make it good or bad.
3. In Sharing & Caring the joy becomes unlimited. Remember when we were very young, well we still are !!! What I mean is when we were in school, every year we used to eagerly await our Birthday. The reason was very simple, have a great party with friends & family & await their gorgeous gifts. Felt very happy to receive but now over the years you may have realized that happiness lies in sharing, caring & giving. When you see the smiles on the faces of those young faces & your loved ones, it really makes your day. My suggestion is, try to make at least two people happy a day but please ensure that at least one of them is you. Purpose of life should be to live in harmony with nature & nurture others.
4. Before you become a great Professional become a fantastic human being. Kindness & Benevolence should be your virtue. It s nice to feel important but its more important to be nice. Serve the society & your profession as if this is your own big family. This feeling develops when you start seeing the Power of Oneness. In others achievements you see your own achievements.
5. Have an Attitude of Gratitude towards people who have helped & guided you in life. Most important Count your Blessings. The very fact you are alive today, supported well by your parents and born as a human being, what else you want...

Keep Smiling & Keep Shining.....

Interview of Ms. Shikha Agrawal - All India Rank Holder of Professional Program

- Q-1. On an average, How many hours did you study per day? And In how many attempts did you crack it?
- Ans. There is not any arithmetic involved as regards to number of hours one should study for achieving good marks. Studying for one hour with 100% concentration is far better than studying for 10 hours without a positive attitude and concentration. Hence the number of hours for which I used to study a day was relative to my targets of that day. If a chapter was scheduled to be finished on a day I finished it no matter it took two hours or 10 hours.
- Q-2. Do you prefer regular study ?
- Ans. Yes, consistency and regularity coupled with constant self motivation and determination is a must. I started my studies almost nine months before my exams and maintained a steady pace throughout so that I can finish off the entire course well before time and then I can revise the syllabus.
- Q-3. Did you take any guidance for preparation?
- Ans. Being a CA already, I did not require any additional professional coaching or guidance for exam preparation. I referred the institutes study material to prepare and later solved the past examination questions.
- Q-4. How did you prepare for your exams and the key element of your strategy ?
- Ans. Preparation for exams is compulsorily governed by a self drawn timetable wherein a specific but realistic duration is devoted to each subject. I try to complete that subject within that time frame. I don't resort to selective study and try to study the maximum syllabus. To study is of course to understand the concepts/basics and not to mug up the answers. Thus consistency and determination alongwith logical approach based on understanding the concepts is my strategy for preparation for any exam.
- Q-5. How you study on last day of Exam?
- Ans. No matter what & how much you studied in past one year, if you don't revise the same just before your exams, it becomes difficult to recall at the time of exam. Thus, I have developed the habit of highlighting the keywords or key steps in any problem or concept or making short notes separately of such keywords. I revise such highlighted words or catch notes day before the exam and it helps me to recall the entire concept.
- Q-6. How do you spend your time when not studying ?
- Ans. While studying, I take frequent short breaks and try to refresh my mind by doing things which I like eg. Listening to music, a slow walk on terrace or talking to a good friend or may be a movie once in a while. I also cook sometimes to release stress.
- Q-7. Your message to the future CS aspirants ?
- Ans. Spoken by many great people time and again, a longlasting success has no shortcuts. Thus, in order to achieve success on any front in life, consistent hardwork, dedication and a positive and strong attitude are the key elements. Success makes it a point to escape from such people who make excuses to escape hardwork. Apart from hardwork, a continuous self motivation and optimism is also a must to keep alive and strengthen the achiever within us. Thus I request all my fellow students to proceed to gain knowledge with determination and self belief and for sure, the success will be theirs, because success searches the hardworking and knowledgeable and not the lazy.

Interview of Ms. Surabhi Pasari - All India Rank Holder of Executive Program

- Q-1. On an average, How many hours did you study per day? And In how many attempts did you crack it?
- Ans. Daily, i studied around 3-4 hours and from 2 months before the exam i increased it to 10-12 hours.i cracked it in first attempt.
- Q-2. Do you prefer regular study?
- Ans. Yes,i prefer doing regular studies as it prepares you for your exam and when you keep in regular touch with studies you don't feel any kind of pressure before the exam.
- Q-3. Did you take any guidance for preparation?
- Ans. Yes,i had joined coaching classes in kanpur which guided me in preparing for my exams.
- Q-4. how did you prepare for your exams?
- Ans. I had prepared a time table allotting equal time to every subject and fixed my target chapters for everyday.
- Q-5. How you study on last day of Exam?
- Ans. While preparing for the exams i used to mark important points and revised those points before the exam.
- Q-6. What was the key element of your strategy?
- Ans. My strategy was to complete my everyday's target and not to delay it and to study according to my schedule.
- Q-7. How do you spend your time when not studying ?
- Ans. I watch television in order to refresh my mind play some indoor games with my sibling.
- Q-8. What are the elements required for success?
- Ans. Hard work, will-power and determination.
- Q-9. Your message to the future CS aspirants.
- Ans. Study with commitment and sincerity and have faith in god. Put in hardwork, give your best and leave everything else on god as he will give you what you deserve.

Company Secretaries – Role, Recognition and Responsibilities under New Companies Law

– Ranjeet Pandey, FCS, LLB
Regional Council Member & Past Chairman, NIRC-ICSI

The New Company Law has been passed by both houses of the Parliament and notified in the Official Gazette. Once the new law will be made applicable, it will provide ample opportunities and recognitions to the Company Secretaries both in employment and in practice, which is compiled herein.

1. **Company Secretaries in Definitions:**

The Company Secretaries / Secretaries are recognized in the Definitions as Section 2 (24) defines “**company secretary**” or “**secretary**”, Section 2(25) defines the term “**company secretary in practice**”. The Company Secretaries are also included into the definition of “**expert**” under Section 2(38) and “**Key Managerial Personnel (KMP)**” under Section (51).

2. **Registration of Companies:**

Introduction of concept of **One Person Company (OPC)** will provide an opportunity to sole proprietors particularly young entrepreneurs to shift their business into more structured form of Business Entities. This will provide the Business Opportunity to the practicing Company Secretaries to guide them to do their business in more structure ways. This will also open-up employment opportunities for the Company Secretaries.

A declaration by professionals under Section 7 of the Act, at the time of registration of a company that all the requirements of the Act in respect of registration and matters precedent or incidental thereto have been complied with is retained in the New Law with more stringent requirement of Compliances, as furnishing of any false or incorrect particulars of any information or suppression of any material information, of which professional or Director is aware in any of the documents filed with the Registrar in relation to the registration of a company, they shall be liable for action for fraud under section 447.

3. **E-Governance:**

The Company Secretary will be playing very crucial role in implementation of E-Governance as proposed under various provisions of the Act. The initiatives of e-Governance in new law will be maintenance and inspection of documents in electronic form, option of keeping of books of accounts in electronic form, financial statements to be placed on company's website, holding of board meetings through video conferencing/other electronic mode; voting through electronic means.

4. **Function of Company Secretary as Key Managerial Personnel (KMP):**

The Company Secretary is now recognized as a Key Managerial Personnel and the definition of Company Secretary now prescribes the functions the Company Secretary which are as under:

Report Compliance with the provisions Companies Act, the rules made thereunder **and other laws applicable to the company;**

To ensure compliance of applicable **secretarial standards;**

To discharge such **other duties as may be prescribed.**

5. **Disclosures & Company Secretary:**

The disclosures and reporting under new law has been made more transparent and the Company Secretaries are made responsible for compliance and reporting the said disclosures to the Board of Directors. Some of the documents under which the disclosures will be made are as under:

- a) **Annual Return:** Compulsory Annual Return Certification for Listed Company or by Company having prescribed paid-up capital or turnover by practicing member of profession under Section 92(1) of the Act.
- b) A return to be filed with the Registrar with respect to change in the number of shares held by promoters and top ten shareholders (to ensure audit trail of ownership) by a listed company.
- c) **Board's report:** Board's Report has been made more comprehensive and more informative.
- d) Disclosure of related party transactions are made more transparent and it will be responsibility of Company Secretary to comply the provision and make proper disclosure to the Board and Shareholders

6. **Secretarial Audit (Section 204)**

Compulsory Secretarial Audit has been introduced for certain Class of Companies as prescribed under Section 204. The Secretarial Auditors qualification, reservation or adverse remark or disclaimer made in the Report is required to be commented upon by the Directors under Section 134(3)(f) of the Act.

Power and Duties of Secretarial Auditor similar to Statutory Auditors and shall have access of all records. The Secretarial Auditor shall also have power to Report Fraud to Central Government [Section 143(12)].

However, for any wrong Certification Secretarial Auditors shall be subject to minimum penalty of Rupees 1 Lacs, which may extend to Rupees 25 lacs.

7. **Secretarial Standards Introduced [Section 118(10)]**

For the first time, the Secretarial Standards with respect General and Board Meetings specified by the Institute of Company Secretaries of India has been introduced and provided statutory recognition. It shall be one of the functions of the Company Secretary to ensure compliance of the applicable Secretarial Standards.

8. **Internal Audit (Section 138)**

Prescribed class of companies shall be required to appoint an internal auditor to conduct internal audit of the functions and activities of the company and Company Secretaries are now eligible under the category of “**such other professional**” to conduct the Internal Audits of the Companies.

9. **Signing of financial statement (Section 134)**

The financial statement, including consolidated financial statement, if any, shall be signed on behalf of the Board atleast by the Chairperson of the company authorised by the Board or by two directors out of which one shall be managing director and the Chief Executive Officer, if he is a director in the company, the Chief Financial Officer **and the company secretary of the company**, wherever they are appointed, or in the case of a One Person Company, only by one director, for submission to the auditor for his report thereon.

10. **Appearance before National Company Law Tribunal (NCLT) and NCLAT**

The Company Secretaries are now made eligible to appear before NCLT and NCLAT for legal representation of aggrieved person and any other matter or dispute relating to Governance and functioning of the Company. The Company Secretaries will also be eligible professional to file or defend Class Action Suit for providing relief to the effected person.

11. **Company Liquidators (Section 275)**

The Tribunal may appoint Provisional Liquidator or the Company Liquidator from a panel maintained by the Central Government consisting of Company Secretaries, Chartered Accountants, Advocates and Cost Accountants.

On an appointment as provisional liquidator or Company Liquidator, such liquidator is required to file a declaration in the prescribed form disclosing conflict of interest or lack of independence in respect of his appointment, if any, with the Tribunal.

12. **Professional assistance to Company Liquidator (Section 291)**

The Company Liquidator may, with the sanction of the Tribunal, appoint one or more professionals including Company Secretaries to assist him in the performance of his duties and functions under the Act.

13. **Mediation and Conciliation Panel (Section 442)**

The Central government shall maintain a panel of experts to be called Mediation and Conciliation Panel for mediation between the parties during the pendency of any proceedings before the Central Government or the Tribunal or the Appellate Tribunal under this Act.

14. **Registered Valuers (Section 247)**

The Central Government shall maintain a register of valuers and the valuer shall be a person having such qualification and experience and registered as a valuer in such manner and on such terms and conditions as may be prescribed. The Company Secretary being included in the definition of “Expert” are entitled to carry out valuation for the Companies.

The new Law, its implementation and Challenges:

The new law will through up challenges before the professional which may be categories as under:

Relearning the New Law.

Adaptation of New Process.

Adaptation of Information Technology and Related Laws.

Knowledge of CPC, CrPC and Law of Evidence.

Learning Art of Drafting & Pleadings.

Learning Art of Appearance.

Knowledge of Court Procedure.

The new law will provide ample opportunities to the Company Secretaries and also through some challenges before the profession. This profession has proved in past that it has capabilities to face the challenges and rise to the occasion, this time also we will rise to the occasion and converse the challenges into greater opportunities for ourselves.

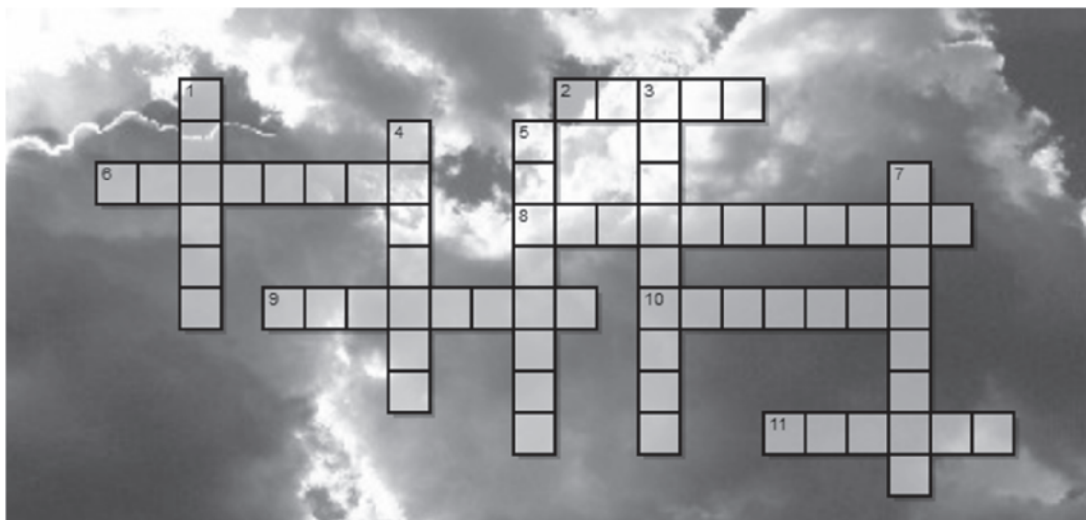
Crossword

Down

- 1 Having committed a crime
- 3 A sworn statement in writing made especially under oath or on affirmation before an authorized magistrate or officer
- 4 A proceeding of relative formality at which evidence and arguments may be presented on the matter at issue to be decided by a person or body having decision-making authority
- 5 One who has or is entitled or legally appointed to the care and management of the person or property of another
- 7 An agreement between two or more parties that creates in each party a duty to do or not do something and a right to performance of the other's duty or a remedy for the breach of the other's duty

Across

- 2 Any act, expression, omission, or concealment calculated to deceive another to his or her disadvantage
- 6 Something presented at a judicial or administrative proceeding for the purpose of establishing the truth or falsity of an alleged matter of fact
- 8 The process of resolving a dispute or a grievance outside of the court system by presenting it to an impartial third party or panel for a decision that may or may not be binding
- 9 The killing of one human being by another
- 10 The crime or tort of threatening or attempting to inflict immediate offensive physical contact or bodily harm that one has the present ability to inflict and that puts the victim in fear of such harm or contact



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