



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)

o/c

ICSI: PP&FS: 2025



February 17, 2025

Smt. Nirmala Sitharaman

Hon'ble Union Minister

Ministry of Finance and Ministry of Corporate Affairs

Respected Madam,

Sub: Request for seeking inclusion of the profession of 'Company Secretary' within the meaning of the Company Secretaries Act, 1980 in the definition of "Accountant" given under Section 515(3)(b) of The Income-Tax Bill, 2025

About ICSI

The Institute of Company Secretaries of India (ICSI) is a premier professional body established under an Act of Parliament, namely, The Company Secretaries Act, 1980 to regulate and develop the profession of Company Secretaries.

A Company Secretary, is a competent professional who undergoes exhaustive exposure provided by the ICSI through exhaustive study, examinations, rigorous training and continuing professional development programmes. A Company Secretary in practice after obtaining certificate of practice from ICSI undertakes various certification and audit services viz. internal audit, concurrent audit, secretarial audit etc.

Submission

As your goodself is aware that the ecosystem of taxation laws in India has changed significantly with various amendments that have been taken place recently. Further, the new Income Tax Bill, 2025 could be seen as a roadmap to facilitate India's vision of becoming a USD 5 trillion economy by 2027 and a developed nation by 2047. In this direction, ICSI as pioneer in promoting good governance has been partnering in various initiatives of the Government of India.

The Union Budget 2025-26 is structured around four engines of growth: Agriculture, MSMEs, Investment and Exports and transformative reforms, due to which would be spurring growth across various sectors viz manufacturing, IT, service sectors, MSMEs etc. demanding skilled professionals to make India a developed country. In continuation, industries and businesses require more qualified professionals for taxation and compliance purpose preventing dependency on any single profession and ensuring a competitive, quality-driven tax ecosystem, specifically in Tier 2 and Tier 3 cities to meet these requirements.

Vision

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

Motto

सत्यं वद। धर्मं चर। इष्टकारं कुरु। तृप्तोः कोपेते। तस्यु कुरु। इष्टं।

Mission

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Connect with ICSI

ICSI House, 22, Institutional Area, Lodi Road, New Delhi-110 003
tel 011- 4534 1000 fax +91-11-2462 6727 email info@icsi.edu website www.icsi.edu





Here, we wish to submit that there is a need to widen the availability of professionals which will ensure timely tax filings, reducing compliance bottlenecks, and avoidance of repeated tax filing extensions, benefiting both businesses and the Government.

It is worth mentioning here that, a Company Secretary being an expert in corporate and tax laws, CS professionals bring high-quality interpretation and regulatory compliance, strengthening tax governance. Enabling CS professionals in tax practice will create wider pool of professionals for businesses, especially in smaller cities. Therefore, we request your goodself to kindly consider **to include the profession of Company Secretaries in the definition of “Accountant” given under Section 515(3)(b) of The Income-Tax Bill, 2025.**

Furthermore, this is a long pending issue for inclusion of Company Secretary at par with other professionals in the definition of “accountant”. In this regard, we would like to draw your kind attention towards various Reports of Parliamentary Standing Committee wherein it was suggested/recommended by the Committee to include other professionals in the definition of ‘accountant’.

Committee/Report	Suggestion/ Recommendation
<p>49th Report of Department related Parliamentary Standing Committee on Finance (SCF) dated 9th March, 2012 on Direct Tax Code 2010</p> <p>https://prsindia.org/files/bills_acts/bills_parliament/2010/SCR_DTC_Bill_2010.pdf</p> <p>Page No. 336 Para No. 17.9</p>	<p>The ICSI had suggested the Committee to include Company Secretary in the definition of “accountant” and</p> <p>The Committee observed as under:</p> <p>“The Committee observe that the Ministry’s reasoning for non-inclusion of related professionals in the definition of accountant is a very strict construction of the term. In the view of the Committee, the suggested amendment may provide the Small and Medium Enterprises (SMEs) a wider and cost-effective scope for selection of professionals and will be an important initiative towards simplified tax compliance regime. The Ministry may therefore re-consider the suggestion to widen the scope of the definition of “accountant”.</p>
<p>Direct Tax Code ‘2013’ (DTC)</p> <p>https://incometaxindia.gov.in/Documents/direct-taxes-code-2013-31032014.pdf</p> <p>Page No. 202 Para No. 320 (2)</p>	<p>The extracts of the DTC 2013 are reproduced as under:</p> <p>“accountant” means a chartered accountant within the meaning of the Chartered Accountants Act, 1949 and who holds a valid certificate of practice under sub-section (1) of section 6 of that Act, and shall include-</p> <p>(i) a company secretary within the meaning of the Company Secretaries Act, 1980;</p> <p>(ii) a cost accountant within the meaning of the Cost and Works Accountants Act, 1959; or</p>



	(iii) any person having such qualifications as the Board may prescribe, for the purposes specified in this behalf.
122 nd Report of the Department Related Parliamentary Standing Committee on Commerce on Ease of Doing Business dated 21 st December, 2015 https://sansad.in/getFile/rsnew/Committee_site/Committee_File/ReportFile/13/13/122_2024_2_16.pdf?source=rajyasabha Page No. 22 Para No. 8.19	The relevant extracts of the 122 nd Report are reproduced as under: “The Committee notes the response of the Government that a proposal to give certain rights to the Cost Accountants and Company Secretaries under the definition of ‘accountant’ under the Income Tax Act is under consideration. It recommends that the definition of ‘accountant’ under the Income Tax Act may be expanded so that people representing the companies’ cases may also include non-Chartered Accountants viz. cost accountants, company secretary, income tax experts, practicing advocates, etc. ”

We further wish to inform your goodself that the Company Secretaries have been authorized to issue various certification and conduct audit under various legislations issued by various Authorities which is attached as **Annexure I**.

The curriculum of Company Secretaryship Course includes, inter-alia, detailed study of Direct Taxation, Indirect Taxation and Financial Accounting as under:

CS Executive Programme (New Syllabus)

- Corporate Accounting and Financial Management [Group 1 Paper 4]
- Tax Laws and Practice [Group 2 Paper 7]

CS Professional Programme

- Goods and Services Tax (GST) & Corporate Tax Planning [Group 2, Paper 7.2]

Thus, vast exposure is provided to the Company Secretaries in the areas of taxation and accounts, enabling them to acquire proficiency in taxation and other related subjects.

The students of Company Secretaryship Course, after passing the Professional Programme examination, have to undergo compulsory training of **Corporate Leadership Development Programme (CLDP)**. The CLDP also includes the training on GST and Practical Aspects of Direct Taxes. The Institute has following Certificate Courses in the areas of taxation for its members enabling them to acquire practical insight in taxation.

- **PMQ Course on Direct Taxes (Post Membership Diploma)**
- Certificate Course on GST
- Certificate Course on Corporate Tax & VAT in UAE



In view of the various recognitions available to Company Secretaries and the detailed coverage of the Accounting and Taxation papers in the curriculum of Company Secretaryship Course, it is submitted that Company Secretaries are very well conversant with the technicalities of the accountancy and taxation and are at par with other professionals.

In light of the above, we request your goodself to *include the profession of 'Company Secretary' within the meaning of the Company Secretaries Act, 1980 in the Definition of "Accountant" given under Section 515(3)(b) of The Income-Tax Bill, 2025 which may read as under:*

"accountant" means a chartered accountant as defined in section 2(1)(b) of the Chartered Accountants Act, 1949, who holds a valid certificate of practice under section 6(1) of that Act, **or a company secretary as defined in section 2(1)(c) of the Company Secretaries Act, 1980, who holds a valid certificate of practice under Section 6 (1) of that Act**, or any person having such qualifications as the Board may prescribe, for the purposes specified in this behalf.

We shall be pleased to provide any further information as may be desired by your good self.

We look forward to an opportunity for a personal meeting at any time and place convenient to your good self for explaining our submissions.

Thanking you,

Yours faithfully,

(CS Dhananjay Shukla)
President, The ICSI



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Annexure I

Various recognition accorded to Company Secretary in Practice

- a) The Company Secretaries in Practice have been authorized to appear as an authorized representative under host of legislations including GST Law, TRAI Act, 1997, Trade Marks Act, 1999, Companies Act, 2013, Competition Act, 2002, Special Economic Zones Act, 2005, SEBI Act, 1992, Real Estate (Regulation and Development) Act, 2016 Central Excise Act, 1944, Customs Act, 1962, Service Tax and State VAT legislations and are acting as extended arms of the regulatory mechanism.
- b) Company Secretaries are specifically recognised as Registered Valuer for valuation of asset class of Securities or Financial Assets under the Companies (Registered Valuers and Valuation) Rules, 2017 notified by the Ministry of Corporate Affairs on October 18, 2017.
- c) Company Secretaries are allowed to conduct internal audit under section 138 of the Companies Act, 2013.
- d) Company Secretaries in Practice are recognized to oversee all the compliances relating to issue of depository receipts and to provide compliance report to be placed at the Board meeting to be held immediately after closure of all formalities of the issue of depository receipts (Rule 4 of the Companies (Issue of Global Depository Receipts) Rules, 2014.
- e) Company Secretaries in Practice are authorised to conduct internal audit of Registrar to an Issue and Share Transfer Agent, Stock Brokers/Trading Members/Clearing Members, Credit Rating Agencies, Investment Advisers, Research Analysts.
- f) Certificate in the form of PAS-6, for every unlisted public company in respect of Reconciliation of Share Capital i.e. reconciliation of total issued capital, listed capital and capital held by depositories in dematerialized form under sub-rule (8) of rule 9A of the Companies (Prospectus and Allotment of Securities Rules, 2014.
- g) Certificate regarding Reconciliation of Share Capital i.e. reconciliation of total issued capital, listed capital and capital held by depositories in dematerialized form under Regulation 76 of the SEBI (Depositories and Participants) Regulations, 2018.
- h) Company Secretaries in Practice are authorised to conduct Concurrent Audit in case of Demat Account Opening, Control and Verification of Delivery Instruction Slips.
- i) Company Secretary can act as a Customs Broker under sub -clause (ii) clause (h) sub-regulation (1), regulation (5) of Customs Brokers Licensing Regulations, 2018.
- j) The Company Secretaries in Practice are authorized to issue various Certificates under various Regulations issued by the IFSCA, SEBI, Reserve Bank of India under Foreign Exchange Management Act, 1999, Companies Act, 2013 etc.

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