



वसुधैव कुटुम्बकम्
ONE EARTH • ONE FAMILY • ONE FUTURE



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)

WESTERN
INDIA
REGIONAL
COUNCIL



e-Focus
ICSI-WIRC
e-Newsletter
Nov - Dec
2022



Disclaimer:

You are receiving this e-Newsletter as you are a member of ICSI. Views expressed in this newsletter are of authors and not necessarily of ICSI or WIRC of ICSI. ICSI or WIRC of ICSI does not verify authenticity of legal provisions contained in this Newsletter. Neither Authors, Editors, Publishers nor Printers and Distributors would be liable in any manner to any person by reason of any mistake or omission in this newsletter or for any action taken or omitted to be taken or advice rendered or accepted on the basis of this work. All rights reserved. All claims, Disputes or Complaints will be subject exclusively to Jurisdiction of Courts/Forums/Tribunal at Mumbai only.

WIRC of ICSI Premises:

13, 56 & 57, Jolly Maker Chambers No. 2 (1st & 5th Floors), Nariman Point, Mumbai-400021. E-mail: wiro@ICSI.edu,
Phone No.: 022-61307900/61307901/61307902

INDEX

CHAIRMAN COMMUNIQUE - 2022	4
QUICK BITES FOR THE MONTH	7
ARTICLE - 1) FAIR MARKET CONDUCT AND STRUCTURED DIGITAL BASE.....	9
ARTICLE - 2) RE - DRAWING RULES UNDER POSH IMPLEMENTATION METHODOLOGIES IN VIRTUAL WORKSPACE.....	17
ICSI- WIRC PROGRAM ACTIVITIES FOR NOVEMBER 2022.....	24
ICSI- WIRC STUDENT ACTIVITIES FOR NOVEMBER 2022.....	26
ICSI- WIRC PROGRAM ACTIVITIES FOR DECEMBER 2022.....	27
ICSI- WIRC STUDENT ACTIVITIES FOR DECEMBER 2022.....	28
IMPORTANT LINKS OF ICSI	31
GUIDELINES AND DECLARATION.....	33
CSBF.....	35

CHAIRMAN COMMUNIQUE - 2022

I Will Be Demitting My Office As A Chairman, ICSI-WIRC For The Year 2022. I Am Thankful To You All For Giving Such A Wonderful Opportunity To Serve The Profession As Chairman, WIRC. During The Year 2022 WIRC Has Conducted Various Programs For Students And Members Viz.:

Profession Recognition and Brand Building

Presence Of Eminent and Magnificent Personalities Sebi, Dil Limited, Samara India, Tata Consulting Engineers Limited, Reliance Industries Limited, IBBI, Cipla Ltd, Co-Founder Partner of Law Firm Bulwark Solicitors, Adani Transmission Ltd, Sun Pharma, BSE Ltd., Aditya Birla Fashion and Retail Limited, Global Insurance Brokers Pvt. Ltd., STCI Primary Dealer Limited, Adani Group, Were Invited During Various Events by WIRC.

Members Programs

- Joint Program Organized With Various Institutions Like Bombay Stock Exchange Ltd., IBBI, Etc.
- Programs Were Conducted on The Various Topics Like LLP Amendments Act, Insolvency Bankruptcy Code Series, Discussion on CA, CWA And CS (Amendments) Act, 2022, Company Law Discussion Series, Trending Issues in Corporate Law, Discussion on The Nitty-Gritty of Shareholders' Agreement - Private Equity Investor's Perspective, Critical Aspects of LODR And Related Compliances for Listed Entities, One Day Corporate Summit, Related Party Transaction, Capital Market Program, FEMA, Etc.

Study Circle Meetings at 71 Places In The Western Region

CSBF INITIATIVE

- WIRC Promoted Rs. 1 Per Day Contribution Scheme.

Donation Of Rs.2,50,000/- To CSBF.

- ✓ Akam Celebration Webinar Activities With MNLU, Mumbai and Dr. D. Y. Patil Vidyapeeth (Deemed to Be University)
- ✓ Group Discussion on New Syllabus 2023, Round Table Discussions, IBBI discussion Paper
- ✓ Student Month Celebration
- ✓ Joint Programs with Chapters of WIRC of ICSI
- ✓ Capital Markets Week 2022
- ✓ Appreciation and acknowledge The Chapters for their Good Performance

Student Programs:

- 18 Batches Organized For 15 Days Classroom Mode Executive Development Program
- 28 Batches Organized For One Day Orientation Program For Executive Students
- 5 Batches Organized For Management Skill Orientation Program
- 5 Batches Organized For Train Of The Trainer Program
- Joint Program Organized With Various Institutions Like Maharashtra National Law University Of Mumbai, Dr. D. Y. Patil Vidyapeeth Pune (Deemed To Be University)

Mega Placement Drive

- Two Mega Placement Drive Organized For Newly Registered Members Of ICSI For Placement In Corporate And Firms.
- Four Training Mela Organized For Student Of Executive Development Program.
- Three Campus Placement Organized for The MSOP Students for Placement in Corporate and Firms.

Classroom Teaching:

Career Awareness Programs and Career Fairs:

321 Career Awareness Programs Conducted Exceeding The Targets Of 150
And Participated In 4 Career Fair Events.

- ✓ Teacher's Conference For Degree And Junior College
- ✓ Hr Conclave
- ✓ Study Centre Mou With Yashwant Memorial Trust And Ghanshyamdas Saraf College
- ✓ Academic Collaboration Mou With Dr. D. Y. Patil Vidyapeeth (Deemed To Be University)
- ✓ WIRC Convocation 2022 Two Rounds
- ✓ Gst Day Celebration, Womens Day Celebrartion, Secretarial Standard, Pcs Day Celebration, Student Regional Conference, Annual Regional Conference, Pcs Conference, Plantation Drive
- ✓ Free Sessions For Students Of ICSI And College

I am available to you all to serve the Profession and I am fully dedicated to make CS Profession "A Preferred Profession".

CS Rajesh Tarpara

Chairman - 2022

ICSI-WIRC

QUICK BITES FOR THE MONTH

Topic: New bank locker rules from Jan 1: Check details on new rules, rent, compensation for locker holders

As per RBI's new guidelines, which were declared on August 8, 2021, and came into effect on January 1, 2022, it is the banks' responsibility to ensure the safety and security of the premises where the safe deposit vaults are placed.

1. Banks will be eligible to pay in case of any loss of locker content resulting from the bank's negligence, as per the new RBI guidelines.
2. Customers can get up to 100 times the bank charges if the valuables stored in the vaults are robbed or destroyed due to fire or building collapse.
3. "It is the responsibility of banks to take all steps for the safety and security of the premises in which the safe deposit vaults are housed. It has the responsibility to ensure that incidents like fire, theft/ burglary/ robbery, dacoity, and building collapse do not occur in the bank's premises due to its own shortcomings, negligence, and by any act of omission/commission. As banks cannot claim that they bear no liability towards their customers for the loss of contents of the locker, in instances where the loss of contents of the locker is due to incidents mentioned above or attributable to fraud committed by its employee(s), the banks' liability shall be for an amount equivalent to one hundred times the prevailing annual rent of the safe deposit locker."
4. The RBI has said that it is mandatory for banks to install CCTV to monitor the locker rooms. Besides, it has also asked the banks to keep the data of CCTV for 180 days. This will help in checking if any discrepancy occurs.
5. RBI has also noted that banks make the availability of lockers public by displaying the information on a display board within the bank. The customers

should be apprised of the list of empty lockers, the waiting list for the locker, and the number on the waiting list.

6. SMS alerts

In order to protect customers from fraud, the RBI directed that the respective banks should send SMS and e-mails every time a customer accesses his locker. This alert will protect customers from fraud.

7. Rent of locker

The banks can now demand a term deposit at the time of allocation of a locker that would be taken as the rent for three years.

For existing locker holders, banks cannot insist on such Term Deposits or from those who have satisfactory operative accounts.

Source:

<https://m.rbi.org.in//Scripts/NotificationUser.aspx?Id=12146&Mode=0>

FAIR MARKET CONDUCT AND STRUCTURED DIGITAL DATABASE (SDD)

By CS Tanmay Pethkar

A fair and efficient securities market is one of the essential components of economic growth of any country. Fair market condition is necessary to ensure confidence, trust, and integrity in securities market. Fair market conduct can be ensured by prohibiting, preventing, detecting, and punishing such market conduct that leads to ‘market abuse’. Market abuse is generally understood to include market manipulation and insider trading and such activity erodes investor confidence and impairs economic growth.

In India, the Securities and Exchanges Board of India (“SEBI”) is mandated to protect the interests of investors in securities and to promote the development of, and to regulate the securities market. To fulfill its duty, SEBI has been given legislative, executive and quasi-judicial powers under the SEBI Act, 1992. Over the last 30 years, SEBI, using the aforesaid powers, has made various regulations and taken stringent surveillance, investigation and enforcement measures to ensure market integrity, fair market conduct by market participants and to protect the interest of investors.

The Supreme Court in its judgment in *N Narayanan v Adjudicating Officer, SEBI* has noted that while the Indian capital market has witnessed tremendous growth by increased participation of the public, ‘market abuse’ is a common practice in the securities market. The Hon’ble Court appreciated that investors’ confidence in the capital market could be sustained only by ensuring investors’ protection. The Securities and Exchange Board of India Act, 1992 (the “SEBI Act” or “the Act”) and the regulations made thereunder are intended to check market abuse and protect the interest of the investors

in the securities market. The SEBI Act in Section 12A prohibits manipulative and deceptive devices as well as insider trading. Section 11 (2) of the Act empowers SEBI to take measures to prohibit fraudulent and unfair trade practices and to prohibit insider trading.

To curb the misuse of Unpublished Price Sensitive Information (UPSI) and to prohibit the trading of securities by the insiders having UPSI the SEBI had introduced SEBI (Prohibition of Insider Trading) Regulations, 2015 (herein after referred as "PIT Regulations"). But the backdrop of the recent leakage of crucial financial numbers over various messaging and social media website/apps and increasing instances of insider trading and financial frauds in the securities market, the SEBI has constituted a Committee under the leadership of T. K. Viswanathan, Ex-Secretary General, Lok Sabha & Ex-Law Secretary (T. K. Viswanathan Committee) and the committee submitted its report on 'Fair Market Conduct' on August 09, 2018 ("Report") suggesting amendments to the SEBI (Prevention of Insider Trading) Regulations, 2015 ("PIT Regulations"). The Committee suggested an important amendment in the PIT regulations which includes the maintenance of Structured Digital Database (SDD). But before understanding about the Structured Digital Database (SDD) under PIT regulations one must understand the basis of these regulations. Following is the glimpse of the PIT Regulations:

PIT Regulations

SEBI PIT Regulations means Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 notified by Securities Exchange Board of India (SEBI) for prohibition and monitoring of the Insider Trading activities, specially in the listed entities.

1. Applicability of SEBI (Prohibition of Insider Trading) Regulations, 2015.

- Listed entities. (Both equity and debt listed)
- Proposed to be listed companies.
- Intermediaries.
- Fiduciaries

These individuals Fiduciaries / institutions are specifically included as by virtue of their role they may have access to UPSI of listed Company.

2. Key terminologies under PIT regulations.

- Connected Person:
 - any person who is or has during the six months prior to the concerned act been associated with a company, directly or indirectly, in any capacity including by reason of frequent communication with its officers or by being in any contractual, fiduciary or employment relationship or by being a director, officer or an employee of the company or holds any position including a professional or business relationship between himself and the company whether temporary or permanent, that allows such person, directly or indirectly, access to unpublished price sensitive information or is reasonably expected to allow such access.
- Insider:
 - Connected person.
 - Any person in possession of or having access to UPSI (rightly or wrongly).
- Unpublished Price Sensitive Information:
 - Information relating to company or its securities,
 - directly or indirectly
 - not generally available, but if available shall materially affect price of securities.

➤ Ordinarily includes:

- Financial results
- Dividends
- Change in capital structure
- Changes in KMP
- Mergers, de-mergers, acquisition, delisting, expansion etc.

- Trading

Includes:

- Buying
- Selling
- Dealing
- Agreeing to subscribe, buy, sell or deal in any securities

- Designated Person

Person who has been designated by the Company as to have access to UPSI in the Company. Designated person is determined based on*functions and **seniority.

*For Eg. Accounts department by virtue of their function shall have access to financial statements even before approval. In the same way Secretarial department by virtue of their function shall have access to Board Minutes/AGM Minutes even before finalisation.

**Eg-first two layers of organisational ladder are presumed to always have access to UPSI.

Inclusive list of designated persons is as follows:

- Employees of the Company.
- Employees of material subsidiaries or as designated by Board of Directors.
- Promoter of the Company.
- CEO and employees two level below CEO/COO/MD of Company.

- Support staff of the Company/intermediary/fiduciaries eg. Secretarial Staff, IT staff having access to UPSI.

Structural Digital Database (SDD)

- The concept of SDD was introduced keeping in mind that as when the information starts taking shape of a price-sensitive information i.e. UPSI and such information is likely to “materially” affect the prices of the securities of the company when published, sharing of such information shall be recorded in the Database to maintain the integrity of information.
 - The intent of maintaining SDD is that the flow of sharing of UPSI is recorded.
 - For Eg. If sales department of the Company is about to get major order for any customer. Head of the sales department may need to share the information with other departments internally as well as externally. This being an UPSI which may materially affect the price of shares. The head of sales department in this case shall make an entry into the SDD mentioning the details of the persons to whom the information is shared.
3. Who are required to maintain SDD [Regulation 3(5) of SEBI (PIT) Regulations 2015]?
- Board of Directors
 - Head of Organisation/Department required to handle unpublished price sensitive information (UPSI) and required to maintain SDD.
 - Sharing of an unpublished price sensitive information internally or externally is the trigger for recording the same in the SDD.
4. What details to be recorded?

Accordingly, every entity which has issued securities which are listed are required to maintain separate SDD internally by an organisation for recording details of.

- a. The UPSI shared and person with whom such UPSI is shared
- b. The UPSI shared and the persons who have shared such UPSI with the intermediary/ fiduciary/ entity.

in accordance with Regulation 9A (2)(d) of the PIT Regulations, 2015 and as required under Schedule C of the said Regulations. SDD shall also be maintained by the intermediary/ fiduciary /entity for unlisted companies for which securities are proposed to be listed.

Irrespective of whether an UPSI is shared internally or externally, necessary recording should be made in SDD.

5. What is intention of making SDD?

The intent of maintaining SDD is that the flow of sharing of UPSI is recorded. SDD needs to contain the names of the person(s) with whom UPSI has been shared. This means that entry should be made upon sharing the information to ensure that the same is not missed subsequently and captures the event.

6. Can SDD be outsourced?

The Database shall not be outsourced and shall be maintained with adequate internal controls and checks such as time stamping and audit trails to ensure non-tampering of the database. The same is prerequisite for compliance with Regulation 3(5) & 3(6) of PIT Regulations, 2015. Entries once made in SDD, cannot be altered or modified and should be non-tampered. Any modification/alteration of entries once made is not permitted. If any entry made needs to be altered, then a separate entry can be made citing reference to the earlier one with full corrected details and the reasons for correction.

7. Can external software be purchased for maintenance of SDD?

Yes, A software can be used to maintain the SDD. However, the same must be maintained internally.

8. Can SDD be maintained on excel sheets or word document?

No, SDD cannot be maintained on excel sheets or word document as each entry needs to be made on the day of sharing of information and the same should be time stamped.

9. Who shall have access to insert the details of UPSI in the Database? Regulation 3(5) and 3(6) of PIT Regulations, 2015 mandates that the Board of Directors or the head(s) of the organisation of every person required to handle unpublished price sensitive information shall ensure that the Database is maintained as per the requirements of the PIT Regulations, 2015. Therefore, putting a system in place to capture and record the SDD, in terms of the PIT Regulations, 2015 is to be implemented by the Board of Directors or the head(s) of the organisation of every such person. Further, the Board of Directors or the head(s) of the organisation of every such person is also required to determine who is to be given access to the same. One important aspect of the SDD is that knowledge of UPSI should be available to a person only on 'need to know' basis. Further, the identity of the person accessing the database is required to be established for the purpose of audit trail.

CONCLUSION

The maintenance of a structured digital database for UPSI ensures that the listed entity and their fiduciaries tracks the movement of UPSI, the persons with access to UPSI, their significant relationships and confidentiality agreements signed by them. In case of education of employees/HODs of the Company, the Company Secretary/ Compliance Officer plays an important role. He/ She need to educate the heads of various departments along with the top management of the Company which are generally in possession of UPSI regarding the need for and importance of recording of

transactions in the database and the consequence of not recording of the same.

Appropriate maintenance of SSD shows the commitment of the Company towards the Fair Market Conduct. This requirement will create the habit which in turn encourage self-regulation, transparency, and accountability regarding protection of insider information.

RE-DRAWING RULES UNDER POSH IMPLEMENTATION METHODOLOGIES IN VIRTUAL WORKSPACE

By CS Shreshthi Surana

After the outrage of unprecedented coronavirus, virtual workspace has become the new normal. Many corporates have made perpetual changes in their working style and committed to virtual work systems to certain extent.

Sadly, hardships of working women have not reduced but found to have increased in few sectors. According to a joint survey by Southeast Asia, Freedom of Expression Network (SafeNet), and Never Okay Project, it was found that 86 of 315 respondents claimed they were sexually harassed while working from home.

The Prohibition of Sexual Harassment Act 2013 (or POSH) was implemented to ensure safe and secure work environment for women and avoid sexual harassments. Sexual harassment, as defined in the section 2(n) POSH Act is ‘any unwelcome, sexually determined physical, verbal, or non-verbal conduct’.

While the matter of concern is now going to include safety of women working from home-” Virtual Harassment” is an emerging term to be looked upon.

NOTIONAL EXTENSION OF DEFINITION

As per Section 3 of the POSH Act,2013 No woman should be subjected to sexual harassment at any workplace. The phrase “ workplace” must be interpreted in a broader sense and the extent of application should be widened.

Courts have given broader interpretation of the term “workplace” by providing that notional extension may be applied to an employer’s premises to encompass a region that a worker passes and re-passes on his way to and from the real place of work as held in *Saurashtra Salt Manufacturing Co. v. Bai Valu Raja & Ors.*

Such widened interpretation shall depend on facts and circumstances of the case for which a set of standard rules can be applied:

1. Proximity to one’s workplace;
2. Management control over the location/residence where a working woman resides; and
3. The dwelling must be an extension of or adjacent to the workplace

DEEMED INCLUSION OF TECHNOLOGY

Considering the rapid developments in technology and digitalisation, the Courts have held in *Saurabh Kumar Mallick v Comptroller and Auditor General of India and Anr* that it is the need of hour to consider technology in the sexual harassment sphere.

With so many advancements and recent trends in the era of information technology, it is highly imperative to consider interpretations extending and applying to virtual workspaces and redrawing rules therewith.

THE WHY?- REASONS

As per the strong patriarchal mindset, sexual harassment in most circumstances have meant physical touch. The gist of sexual harassment complaints is POSITION OF POWER and taking undue advantage of overwhelming sense of job insecurity after the outrage of Covid-19. For the abuser, virtual communication provides ANONYMITY that can lead people to act in ways they would not do so and get away with in person.

DEEMED SEXUAL HARASSMENT

Any of the below activities in relation to sexual behaviour or act shall be a case of deemed sexual harassment:

1. preferential treatment in employment
2. detrimental treatment in employment
3. threat about the present or future employment status
4. creating an intimidating or offensive or hostile work environment
5. Humiliating treatment likely to affect health or safety

INSTANCES OF VIRTUAL SEXUAL HARASSMENT

1. Deliberately scheduling meeting of non-urgent nature post work hours on frequent basis.
2. Inappropriate dressing by employee while on meet with woman employee.
3. Insisting woman employee to turn on camera during meeting when not necessary.
4. Taking screenshots of women employees without their consent during meeting
5. Sharing sexually explicit photos without consent.
6. Sending sexually indicative messages on any digital platform eg: facebook, whatsapp,instagram etc.
7. Inappropriate or sexist jokes
8. Managers compelling employees to join in 'night suit' virtual parties
9. Sharing sexually explicit photos,videos, signs, symbols without consent
10. Commenting or spreading rumours on character of woman employee
11. Eve teasing, innuendos and taunts, physical confinement against one's will or any such act likely to intrude upon one's privacy; Persistent watching, following, contacting of a person

12. Repeatedly asking to socialize during off-duty hours or continued expressions of sexual interest against a person's wishes

The list of instances and experiences has no end and might keep surprising us with the statistics of such cases globally.

JUDICIAL PRECEDENTS

1. Saurabh Kumar Mallick v. Comptroller and Auditor General Of India

The Delhi Court applied the principle of notional extension to broaden the concept of "workplace" as "extended workplace". Hence the employee's home becomes notional office for the purpose of this act

2. Jaya Kodate v. Rashtrasant Tukdoji Maharaj Nagpur University

The Bombay High Court gave a liberal interpretation to broaden the the scope of workplace to be beyond literal physical workplace. The legislative intent is to provide safety and security to women at all workplaces, that is why the definition of workplace is deliberately kept wide under the act.

3. Ayesha Khatun vs. The State of West Bengal and Ors.

The Calcutta High Court while analysing the term 'workplace' in the background of the Vishakha guidelines, stated that 'workplace' cannot be given a restricted meaning and instead it should be given a broader meaning so that the guidelines can be be applied where its application is needed even beyond the compound of the 'workplace' for removal of any obstacle of like nature which prevents a working woman from attending her place of work.

STRATEGIES TO BE IMPLEMENTED

Employers should consciously take up employee-education as a priority in order to make them aware and alert.

WHAT TO DO?	HOW TO DO?
EDUCATE: Employers should consciously take up employee-education as a priority in order to make them aware and alert.	<ol style="list-style-type: none"> 1. Make a Anti-Sexual Harassment Policy 2. Make it a part of Employment Contracts and Induction Programmes
TRAINING: Practical demonstration and real training will be a vital step in preventing cases of sexual harassment	<ol style="list-style-type: none"> 1. Showcase examples of sexual harassment that can happen online 2. Conduct awareness programmes and workshops 3. Seminars and Trainings
RULES: The need for standards and rules is irreplaceable in any workspace. It acts as a major preventive action	<ol style="list-style-type: none"> 1. Make guidelines for virtual meetings during and after work hours. 2. Strict Code Of Conduct as to language, mode of communication and sharing of personal information 3. Dressing Étiquettes during virtual meetings
MONITORING: Keeping a continuous check on the work environment shall act as a watchdog on employees work and behaviour.	<ol style="list-style-type: none"> 1. Continuous monitoring of employees electronic communication. 2. Permitting messages and calls only on official platforms. 3. Recording of virtual meetings and checking them on a sample basis periodically.

<p>REDRESSAL: Grievance Redressal Mechanism at employer level can ensure a strong checkpoint to avoid such cases at initial stage and uninterrupted reporting to concerned authorities.</p>	<ol style="list-style-type: none"> 1. Display contact details of members of Internal Complaint Committee 2. Make it simple and safe to report Harassment 3. State a detailed process on how to report complaint 4. Assistance to aggrieved employee on priority 5. Timely redressal and action
--	---

IMPLEMENTATION AT CORPORATE LEVEL:

Online Women Harassment has been included in the definition of “workplace harassment” by the Rajasthan High Court (“Court”) in the recent case of Sanjeev Mishra vs Bank of Baroda. In order to prevent cases of sexual harassment at corporate level, implementing safeguards and aligning them with company’s working pattern is very crucial. Here’s how you can do so

1. INCLUSIONS IN POLICY

Companies should update and include “work from home” explicitly in their rules on sexual harassment.

2. ACTION ORIENTED HR

Companies must train their workers how to handle issues and complaints while working remotely. HR must take action and avoid sweeping the issue under the rug.

3. SENSITISATION SEMINARS

To help employees and workers in navigating this unfamiliar area, sensitisation seminars should resume. Companies must define their obligation as employers and demonstrate to workers where the line between work and personal life should be drawn.

4. TEST MESSAGE BOUNDARIES

Employees must be aware of the dangerous repercussions of boundary-crossing text messages. Commenting in person may not have the same connotations as one sent by text.

5. RULE OF ZERO TOLERANCE

Encourage senior management to set an example of zero tolerance for Women's Harassment. This implies that they should serve as role models for other workers by creating a safe and secure atmosphere for women to work in, taking complaints seriously, and supporting any changes that could result from online sexual Harassment.

6. ENCOURAGE REPORTING

Employers should make it simple and safe to report harassment. They must provide several ways for people to report issues, such as a web form, an email address, and a phone number. Also, encourage staff to report instances of online sexual harassment.

Sexual Harassment is a kind of unlawful gender discrimination, and online and offline sexual Women Harassment are crimes. Both types of sexual Harassment have the potential to injure the victim seriously, and people who are harassed in this way may experience emotional anguish. Women's Harassment that occurs online can occur without face-to-face contact between the harasser and the victim.

The paradigm shift in work culture from physical spaces to virtual platforms after the advent of Covid-19 has definitely led to a remarkable upgradation in the corporate world. At the same time, the complexities and challenges of existing acts and laws are at their peak. It's the need of the hour that employers pull their socks and take up the safety and security of employees as a basic and foundation segment of workplaces.

ICSI- WIRC Program Activities for November 2022
(Workshops /Seminar / Professional Development Programmes)

Sl. No.	Activities Conducted	Description			
01	ICSI-WIRC Organized Half Day Program on Untangling the Provisions Around CSR	<p>ICSI-WIRC in the month of November organized Half Day Program on Untangling the Provisions Around CSR on 10.11.2022 at ICSI-WIRC, Nariman Point, Mumbai.</p> <p>Sessions were conducted on the following key areas –</p> <table> <tr> <td>10.11.2022</td><td>Untangling the Provisions Around CSR</td><td>CS Gaurav Sainani Partner –Legalixir PCS</td></tr> </table> <p>This Program was through Physical mode received an overwhelming response and was attended by 32 delegates.</p>	10.11.2022	Untangling the Provisions Around CSR	CS Gaurav Sainani Partner –Legalixir PCS
10.11.2022	Untangling the Provisions Around CSR	CS Gaurav Sainani Partner –Legalixir PCS			
02	ICSI-WIRC Organized Half Day Program on Appearance Before NCLT, SEBI & SAT	<p>ICSI-WIRC in the month of November organized Appearance Before NCLT, SEBI & SAT on 19.11.2022 at ICSI-WIRC, Nariman Point, Mumbai.</p> <p>Session was conducted on the following key area –</p> <table> <tr> <td>19.11.2022</td><td>Appearance before NCLT, SEBI & SAT</td><td>Dr. (CS) S K Jain Practising Company Secretaries Mumbai</td></tr> </table> <p>This Program was through Physical mode received an overwhelming response and was attended by 30 delegates.</p>	19.11.2022	Appearance before NCLT, SEBI & SAT	Dr. (CS) S K Jain Practising Company Secretaries Mumbai
19.11.2022	Appearance before NCLT, SEBI & SAT	Dr. (CS) S K Jain Practising Company Secretaries Mumbai			
03	ICSI-WIRC Organized Half Day Program on Half Day Program on Directors' Responsibilities, Liabilities under Companies ACT, 2013 & Some Judicial Precedents	<p>ICSI-WIRC in the month of November organized Half Day Program on Directors' Responsibilities, Liabilities under Companies ACT, 2013 & Some Judicial Precedents on 21.11.2022 at ICSI-WIRC, Nariman Point, Mumbai.</p> <p>Session was conducted on the following key area –</p> <table> <tr> <td>21.11.2022</td><td>Directors' Responsibilities, Liabilities under Companies ACT, 2013 & Some Judicial Precedents</td><td>CS Anoop Deshpande CS & Compliance Officers Sun Pharmaceuticals Limited</td></tr> </table> <p>This Program was through Physical mode received an overwhelming response and was attended by 14 delegates.</p>	21.11.2022	Directors' Responsibilities, Liabilities under Companies ACT, 2013 & Some Judicial Precedents	CS Anoop Deshpande CS & Compliance Officers Sun Pharmaceuticals Limited
21.11.2022	Directors' Responsibilities, Liabilities under Companies ACT, 2013 & Some Judicial Precedents	CS Anoop Deshpande CS & Compliance Officers Sun Pharmaceuticals Limited			
04	ICSI-WIRC jointly with	ICSI-WIRC in the month of November organized jointly with Aurangabad Chapter organized Half Day Conference on 24.11.2022 at Aurangabad Chapter Seminar Hall, First Floor, Friends			

	Aurangabad Chapter organized Half Day Conference	Colony, Co- operative housing society, Kokanwadi, Padampura Signal, Station Road, Aurangabad – 431001. Session was conducted on the following key area –			
		<table> <tr> <td>24.11.2022</td><td>NPO's : Modes & Methods of Operations Under Companies Act & Income Tax Act</td><td>CS (CA) Ranganayaki Rangachari, Practicing Company Secretary Mumbai</td></tr> </table>	24.11.2022	NPO's : Modes & Methods of Operations Under Companies Act & Income Tax Act	CS (CA) Ranganayaki Rangachari, Practicing Company Secretary Mumbai
24.11.2022	NPO's : Modes & Methods of Operations Under Companies Act & Income Tax Act	CS (CA) Ranganayaki Rangachari, Practicing Company Secretary Mumbai			
		This Program was through Physical mode received an overwhelming response and was attended by 37 delegates.			
05	ICSI-WIRC Organized Half Day Program on Half Day Program on Recent changes in foreign inbound investment & foreign outbound investment	ICSI-WIRC in the month of November organized Half Day Program on Recent changes in foreign inbound investment & foreign outbound investment on 25.11.2022 at Auditorium, North Block Business Centre, 09th Floor Cipla R&D, Lal Bahadur Shastri Rd, Chandan Nagar, Vikhroli West, Mumbai. Session was conducted on the following key area –			
		<table> <tr> <td>25.11.2022</td><td>Recent changes in foreign inbound investment & foreign outbound investment</td><td>CS Sachin Mishra Head-Legal & Company Secretary Tata Consulting Engineers Limited</td></tr> </table>	25.11.2022	Recent changes in foreign inbound investment & foreign outbound investment	CS Sachin Mishra Head-Legal & Company Secretary Tata Consulting Engineers Limited
25.11.2022	Recent changes in foreign inbound investment & foreign outbound investment	CS Sachin Mishra Head-Legal & Company Secretary Tata Consulting Engineers Limited			
		This Program was through Physical mode received an overwhelming response and was attended by 47 delegates.			

ICSI- WIRC Student Activities for November 2022
(Career Awareness Program / Campus Placement / Student Study Circle)

Sl. No.	Activities Conducted	Description
01	Career Awareness Session in Nagindas Khandwala College, Malad, Mumbai	ICSI-WIRC in the month of November conducted Career Guidance Session in Nagindas Khandwala College on 17 th November, 2022. WIRO Staff took the session in 3 batches. This sessions was conducted through Physical mode and was attended by 150 Students.
02	Career Awareness Session in N. G. Acharya & D. K. Marathe College, Chembur, Mumbai	ICSI-WIRC in the month of November conducted Career Guidance Session in N. G. Acharya & D. K. Marathe College, Chembur, Mumbai on 25 th November, 2022. WIRO Staff took the session in 12 batches. This sessions was conducted through Physical mode and was attended by 700 Students.
03	Campus Placement Drive at WIRO, Mumbai	ICSI-WIRC in the month of November conducted Campus Placement for CS Members at WIRO, Mumbai on 1 st November, 2022. This placement was conducted through Physical mode.
04	Session for Students: How to prepare for examinations at T. K. Tope College, Parel, Mumbai	ICSI-WIRC in the month of November conducted Session for Students: How to prepare for examinations on 5 th November, 2022. CS Vanita Sawant took the session. This sessions was conducted through Physical mode and was attended by 50 students.

ICSI- WIRC Program Activities for December 2022
(Workshops / Seminar / Professional Development Programmes)

Sl. No.	Activities Conducted	Description			
01	ICSI-WIRC Organized Program on Landmark Judgements in Oppression & Mismanagement	<p>ICSI-WIRC in the month of December organized Program on Landmark Judgements in Oppression & Mismanagement on 17.12.2022 at Mayor Hall, Andheri (W) Mumbai.</p> <p>Sessions were conducted on the following key areas –</p> <table border="1"> <tr> <td>17.12.2022</td><td>Landmark Judgements in Oppression & Mismanagement</td><td>CS Ashish Lalpuria Practising Company Secretary</td></tr> </table> <p>This Program was through Physical mode received an overwhelming response and was attended by 36 delegates.</p>	17.12.2022	Landmark Judgements in Oppression & Mismanagement	CS Ashish Lalpuria Practising Company Secretary
17.12.2022	Landmark Judgements in Oppression & Mismanagement	CS Ashish Lalpuria Practising Company Secretary			

ICSI- WIRC Student Activities for December 2022

(Career Awareness Program / ODOP / EDP / Student Study Circle)

Sl. No.	Activities Conducted	Description
01	ICSI-WIRC 24 th Classroom Mode Executive Development Program (EDP)	ICSI-WIRC in the month of December organized 24 th Classroom Mode EDP from 31.12.2022 to 14.01.2023 at Auditorium, 56 & 57, 5 th Floor, Jolly Maker Chamber No.2, Nariman Point, Mumbai – 400 021. This Program was conducted through Physical mode and was attended by 30 participants.
02	ICSI-WIRC 57 th One Day Orientation Program for Executive Level (ODOP)	ICSI-WIRC in the month of December organized 57 th One Day Orientation Program for Executive Level (ODOP) on 4 th December, 2022 at Auditorium, 56 & 57, 5 th Floor, Jolly Maker Chamber No.2, Nariman Point, Mumbai – 400 021. This Program was conducted through Physical mode and was attended by 45 participants.
03	ICSI-WIRC 58 th One Day Orientation Program for Executive Level (ODOP)	ICSI-WIRC in the month of December organized 58 th One Day Orientation Program for Executive Level (ODOP) on 4 th December, 2022 at Auditorium, 13, 1 st Floor, Jolly Maker Chamber No.2, Nariman Point, Mumbai – 400 021. This Program was conducted through Physical mode and was attended by 49 participants.
04	Career Awareness Session in Dr. Babasaheb Ambedkar College of Arts, Science and Commerce, Chembur	ICSI-WIRC in the month of December conducted Career Guidance Session in Dr. Babasaheb Ambedkar College of Arts, Science and Commerce, Chembur, Mumbai. WIRC Staff took the session in 27 batches on 7 th December, 2022. This sessions was conducted through Physical mode and was attended by 1200 Students (appx.).

05	Career Awareness Session in Manohar Joshi College of Arts, Science and Commerce, Sion West	ICSI-WIRC in the month of December conducted Career Guidance Session in Manohar Joshi College of Arts, Science and Commerce, Sion West, Mumbai. WIRO Staff took the session in 5 batches on 8 th December, 2022. This sessions was conducted through Physical mode and was attended by 250 Students (appx.).
06	Career Awareness Session in D J Doshi Gurukul English Medium High School and Junior College, Ghatkopar	ICSI-WIRC in the month of December conducted Career Guidance Session in D J Doshi Gurukul English Medium High School and Junior College, Ghatkopar, Mumbai. WIRO Staff, CS Raj Jakhotia and CS Neha Jagad took the session in 20 batches on 8 th December, 2022. This sessions was conducted through Physical mode and was attended by 1000 Students (appx.).
07	Career Awareness Session in Shriniwas Bagarka College, Andheri	ICSI-WIRC in the month of December conducted Career Guidance Session in Shriniwas Bagarka College, Andheri, Mumbai. WIRO Staff, CS Raj Jakhotia and CS Neha Jagad took the session in 29 batches on 9 th December, 2022. This sessions was conducted through Physical mode and was attended by 1500 Students (appx.).
08	Career Awareness Session in Karandikar College, Dahanu	ICSI-WIRC in the month of December conducted Career Guidance Session in Karandikar College, Dahanu on 10 th December, 2022. WIRO Staff, CS Raj Jakhotia and CS Neha Jagad took the session in 30 batches. This sessions was conducted through Physical mode and was attended by 1500 Students (appx.).
09	Career Awareness Session in Thakur	ICSI-WIRC in the month of December conducted Career Guidance Session in Thakur Polytechnic, Kandivali East, Mumbai on 19 th December, 2022. WIRO Staff, CS Raj Jakhotia and CS Neha Jagad took the session in 20 batches.

	Polutechnic, Kandivali East	This sessions was conducted through Physical mode and was attended by 1000 Students (appx.).
10	Career Awareness Session in L N College, Borivali	ICSI-WIRC in the month of December conducted Career Guidance Session in L N College, Borivali, Mumbai on 20 th December, 2022. WIRO Staff and CS Neha Jagad took the session in 8 batches. This sessions was conducted through Physical mode and was attended by 400 Students (appx.).
11	Career Awareness Session in Nirmala College, Malad	ICSI-WIRC in the month of December conducted Career Guidance Session in Nirmala College, Malad, Mumbai on 21 st December, 2022. WIRO Staff took the session in 5 batches. This sessions was conducted through Physical mode and was attended by 250 Students (appx.).
12	Career Awareness Session in Maheshwari Vidyalaya, Ghatkopar	ICSI-WIRC in the month of December conducted Career Guidance Session in Maheshwari Vidyalaya, Ghatkopar, Mumbai on 21 st December, 2022. WIRO Staff took the session in 3 batches. This sessions was conducted through Physical mode and was attended by 150 Students (appx.).
13	Career Awareness Session in Suvidya English School, Andheri	ICSI-WIRC in the month of December conducted Career Guidance Session in Suvidya English School, Andheri, Mumbai on 22 nd December, 2022. WIRO Staff took the session in 2 batches. This sessions was conducted through Physical mode and was attended by 100 Students (appx.).
14	Session for Students: How to prepare for examinations at Thakur Polytechnic, Kandivali East, Mumbai	ICSI-WIRC in the month of December conducted Session for Students: Stress Management on 10 th December, 2022. CS Anand Kankani took the session. This sessions was conducted through Physical mode and was attended by 50 students.

IMPORTANT LINKS OF ICSI

<i>Employee Company Secretary Identification Number(eCSIN)</i>	PORTAL	https://ecsin.ICSIn.edu/
	GUIDELINES	https://ecsin.ICSIn.edu/PDF/eCSIN-Guidlines.pdf
	FAQ	https://ecsin.ICSIn.edu/PDF/UserManual_eCSIN_FAQ.pdf
	HELPDESK	https://smash.ICSIn.in/Scripts/Complaint/ComplaintForm.aspx
<i>Unique Document Identification Number (UDIN)</i>	PORTAL	https://udin.ICSIn.edu/
	GUIDELINES	https://udin.ICSIn.edu/PDF/UdinGuidelines.pdf
	FAQ	https://udin.ICSIn.edu/PDF/UDIN_FAQ.pdf
	HELPDESK	https://smash.ICSIn.in/Scripts/Complaint/ComplaintForm.aspx
<i>Students Counor</i>	<i>ICSIn STUDENTS CORNOR</i>	https://www.ICSIn.edu/students/academic-portal/
	<i>Examination</i>	https://www.ICSIn.edu/students/examination/
	<i>CONTINUOUS PROFESSIONAL EDUCATION GUIDELINES</i>	https://www.ICSIn.edu/media/webmodules/CPE_Gls.pdf
	<i>Media</i>	https://www.ICSIn.edu/media-centre/media-centre-new/
	<i>STUDY MATERIAL FOR STUDENTS</i>	https://www.ICSIn.edu/student/study-material-os/ https://www.ICSIn.edu/new-syllabus/
	<i>Students Article</i>	https://www.ICSIn.edu/students/academic-portal/articles/
	<i>Secretarial Standards Board</i>	https://www.ICSIn.edu/ssb/home/
<i>ICSIn Guidance Notes</i>		https://www.ICSIn.edu/guidance_notes/

<i>Important Links</i>	https://www.ICSI.edu/facilities/important-links/
<i>Placement Portal</i>	https://apps.ICSI.edu/PlacementApp/
<i>Calendar Events</i>	https://www.ICSI.edu/calendar_events/
<i>Blood Bank Portal</i>	https://www.ICSI.in/bloodbank/
<i>Certified Course</i>	https://www.ICSI.edu/certificate-course/
<i>Chartered Secretary</i>	https://www.ICSI.edu/journals-bulletins/chartered-secretary/
<i>PORTAL</i>	https://www.ICSI.edu/home/
<i>WHATS NEW</i>	https://www.ICSI.edu/whats_new_ICSI/
<i>REPRESENTATIONS</i>	
<i>COUNCIL DECISIONS</i>	
<i>PRESS RELEASE</i>	
<i>MEMBER SEARCH</i>	https://stimulate.ICSI.edu/memTemp/MemberSearch
<i>Guidelines</i>	https://www.ICSI.edu/profile/guidelines/
<i>Insurance</i>	https://ICSI.newindia.co.in/Account/frmCSCustomerLogin.aspx
<i>CSBF</i>	https://www.ICSI.edu/csbf/home/
<i>FAQ on CSBF</i>	https://www.ICSI.edu/media/website/FAQs%20on%20CSBF.p df
<i>Pch Direct link</i>	https://www.ICSI.in/StudentMemberPages/CreditCertificateWL .asp
<i>Fees status</i>	https://www.ICSI.edu/member/fees-status/

GUIDELINES FOR MEMBERS CONTRIBUTING ARTICLES TO BE PUBLISHED IN e-FOCUS

Western India Regional Council (“WIRC”) of The Institute of Company Secretaries of India (“ICSI”) is pleased to bring out a monthly magazine for corporate executives and other professionals, viz., “FOCUS” under the guidance of its newly formed Editorial Board. However, the Editorial Board wouldn’t be able to succeed in releasing e-FOCUS unless all the members of ICSI put in some efforts to make release of e-FOCUS a success. What better than writing articles for e-FOCUS and getting a ‘FOCUSSED’ recognition! “Start writing, no matter what. The water does not flow until the faucet is turned on.” – Louis L’Amour Well, if the above quote inspires you and you decide to author an article to be published in e-FOCUS, following are a few guidelines for authoring the articles for e-FOCUS (“Guidelines for e-FOCUS articles”).

The article must be original contribution of the author

The article must be an exclusive contribution for FOCUS. The article must not have been published elsewhere and must not have been or must not be sent elsewhere for publication, in the same or substantially the same form.

The article should ordinarily have 2500 to 4000 words. A longer article may be considered if the subject so warrants. An article can be jointly written by not more than two (2) members. Case studies and research-based articles with empirical data which would be of practical relevance to the company secretaries are welcome. Unless a particular theme is provided by WIRC, articles on topics related to management, international trade, finance, tax and other related areas may be written and submitted for e-FOCUS.

Copyright of the article published in e-FOCUS shall vest with ICSI. However, in the event the article is hosted on some website/portal through ICSI or is reproduced elsewhere, prior intimation of the same shall be given to the author.

Extensive reproduction from other published works should be avoided. If the article contains any extracts from any other published work, reference to the original source should be given by way of foot notes. If prior permission of the original writer/publisher is required, it should be duly obtained by the author. The author alone would be responsible for the consequences arising from failure to do so.

ICSI or the Editorial Board of e-FOCUS has the sole discretion to accept/reject an article for publication in e-FOCUS or to publish it with modification and editing, as it considers appropriate.

The article submitted for e-FOCUS shall be accompanied by a ‘Declaration-cum-Undertaking’ by the author(s) in the format as prescribed below.

Any contravention of the aforesaid guidelines and breach of the undertaking furnished by the authors would be viewed seriously by ICSI and ICSI is entitled to take necessary action as it may deem fit in such cases.

Looking Forward Your Contribution



DECLARATION-CUM-UNDERTAKING



I, _____ have read and understand the Guidelines for e-FOCUS and affirm that: The article titled as “ _____ ” as sent by me for publication in e-FOCUS is my original contribution and no portion of it has been adopted from any other source.

The above article is an exclusive contribution for e-FOCUS and has neither been nor would be sent elsewhere for publication.

The copyright in respect of my aforesaid article shall vest with ICSI and that if I intend to make use of the article in any other manner, I shall obtain prior permission from ICSI and shall abide by the conditions as may be imposed by ICSI, including without limitation disclosure of the original source i.e., e-FOCUS and its copyright owner.

The views expressed in my aforesaid article are mine and I solely shall be responsible for the views expressed in the article.

I undertake that I:

1. comply with the Guidelines for e-FOCUS;
2. shall abide by the decision of the Institute, i.e., whether this article will be published and / or will be published with modification / editing; and
3. shall be liable for any breach of this ‘Declaration-cum Undertaking’.

Signature of Author

Date:



**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)

**Safeguarding and
caring for your well being**



COMPANY SECRETARIES BENEVOLENT FUND

Saathi Haath Badhana
साथी हाथ बढाना

CSBF

**COMPANY SECRETARIES
BENEVOLENT FUND**

What exactly is CSBF?

The Company Secretaries Benevolent Fund (CSBF) is a Society registered under the Societies Registration Act, 1860 and is recognized under Section 12A of the Income Tax Act, 1961.

The CSBF was established in the year 1976 by the ICSI, for creating a security umbrella for the Company Secretaries and/or their dependent family members in distress.

The amount of ₹7,50,000 (in the case of death of a member under the age of 60 years) has been increased to ₹10,00,000

The subscription amount is being increased from ₹10,000 to ₹12,500 soon

The amount of ₹40,000 per child (provided in case of death of member under the age of 60 years) for education of minor child (upto two children) has been increased to ₹50,000

The amount of ₹60,000 (provided for reimbursement of medical expenses) has been increased to ₹75,000.

Is it the right time to enrol in CSBF?

CSBF is the protection you and your family need to survive the many ups and downs in life, be it a serious illness or a road accident which derails your plans for the future.

Is it a requirement?

Yes, as your dependents need the protection. Your dependents be it your parents, your spouse, or your children will have to bear the brunt of paying off your home/education personal loans and even for managing day-to-day expenses without your contribution. If you do not want to leave behind such a situation in your absence, enrol in CSBF today.

Advantages of enrolling into CSBF

1 To ensure that your immediate family has some financial support in the event of your unfortunate demise

2 To finance your children's education and other needs

3 To ensure that you have extra resource during serious illness or accident

4 Subscription/Contribution to CSBF qualifies for deduction under Section 80G of the Income Tax Act, 1961

Become a proud Member of CSBF by making a one-time online subscription of ₹10,000/- (to be changed soon) through Institute's web portal (www.icsi.edu) along with Form 'A' available at link <https://www.icsi.edu/csbff/home> duly filled and signed.

Decide Now! Decide Wise!

Connect with ICSI

www.icsi.edu | [f](#) [t](#) [in](#) [v](#) [p](#) | Online Helpdesk : <http://support.icsi.edu>