

Motto

Vision

"To be a global leader in promoting good corporate governance

सत्यं वद। धर्मं चर।

speak the truth abide by the law.

Mission

"To develop high calibre professionals facilitating ood corporate governance

Thursday, October 09, 2025

# Info Capsule

**President CS Dhananjay Shukla** 

Vice President **CS Pawan G Chandak** 

# NITI Aayog

NITI Unveils **Aayog** Groundbreaking Roadmap on AI **Inclusive** Societal Development (October 08, 2025)

NITI Aavog released "AI for Inclusive Societal Development," a pioneering study exploring how AI and frontier technologies can transform the lives of India's 490 million informal workers, who contribute nearly half of the nation's GDP but remain excluded from formal protections and opportunities. The study, developed with Deloitte, notes that AI alone cannot overcome systemic barriers; human intervention, focused investment, and an enabling ecosystem are essential. To address this, NITI Aayog proposes Mission Digital ShramSetu, aimed at making AI accessible and impactful for informal workers through AI. blockchain. immersive learning, and other technologies. The report stresses that inclusion requires coordinated action across government, industry, academia, and civil society.

### For details:

https://www.pib.gov.in/PressReleasePage. aspx?PRID=2176362

# Capital Market and Securities Laws

SEBI Circular-Review of Block Deal Framework (October 08, 2025)

SEBI has issued circular SEBI/HO/MRD/POD-III/CIR/P/2025/134 dated According October 08. 2025. to paragraph 1.2 of Chapter 1 of SEBI Master Circular dated December 30, 2024 for "Stock Exchanges and Clearing Corporations" contains provisions with respect to the Block Deal Framework on the stock exchange platform. Further, Paragraph 3.5 of SEBI Circular dated December 10, 2024 on "Enhancement in the scope of optional T+0 rolling settlement cycle in addition to the existing T+1 settlement cycle in Equity Cash Markets" prescribes for a block deal window under the optional T+0 settlement cycle in addition to the block deal windows under the T+1 settlement cycle. Based on the recommendations of the Working Group, deliberations in Secondary Market Advisory Committee of SEBI (SMAC) and public comments received, it has been decided to modify the existing Block Deal Framework. Accordingly, the provisions under Paragraph 1.2 of Chapter 1 of the abovementioned Master Circular and Paragraph 3.5 of SEBI Circular dated December 10, 2024 stand modified as under:

- i) Block deal is execution of large trades through a single transaction without putting either the buyer or seller in a disadvantageous position. The Stock Exchanges may set their trading hours between 08:45 AM to 05:00 PM and for the Block deal mechanism. exchanges stock are permitted to provide a separate trading window(s).
- ii) The Block Deal Framework will be subject to the certain conditions.

### For details:

https://www.sebi.gov.in/web/?file=https://www.sebi.gov.in/sebi\_data/attac hdocs/oct-2025/1759928647818.pdf#page=1&zoom=page-width,-15,842

# Views/Comments sought by Regulators

**Inviting comments on the Guidelines for Accessibility of Content** on platforms of publishers of Online Curated Content (OTT Platforms) for Persons with Hearing and Visual Impairment (October 07, 2025)

The Ministry of Information and Broadcasting proposes to introduce the following Guidelines for Accessibility of Content on platforms of publishers of Online Curated Content (OTT Platforms) for Persons with Hearing and Visual Impairment. Ministry of Information and Broadcasting solicits comments from General Public by 22.10. 2025. The comments may be submitted at the email address: digital[dash]mediamib[at]gov[dot]in in MS Word or PDF format by 22.10.2025.

For details: https://mib.gov.in/sites/default/files/2025-10/draft-guidelines-2.pdf

# \* ESG Update

# Hyundai

Hyundai operate the ESG Council, in which business divisions related to major pending ESG issues participate to discuss improvement measures and share information on improvement performance to manage ESG risks and performance and also encourage each organization to autonomously strive for ESG improvement by establishing a performance goal for each working-level division and reflecting the performance in KPIs, thereby building a culture of ESG.

# **Journey Towards Sustainability 2025**

- Sold 695,382 eco-friendly vehicles
- Increased the use of renewable energy at global sites by 69% compared to 2022
- Achieving a Life Cycle Assessment (LCA) rate of 40.9% for all vehicles sold and increased the volume of water reuse by 15.2% compared to 2022

#### For details:

https://www.hyundai.com/content/hyundai/ww/data/csr/data/000000053/attach/english/hmc-2025-sustainability-report-en-v13.pdf

# \* Ministry of Labour & Employment

# Ministry of Labour & Employment invites public feedback on Draft "National Labour & Employment Policy - Shram Shakti Niti 2025" (October 08, 2025)

The Ministry of Labour and Employment, Government of India, has released the draft National Labour & Employment Policy - Shram Shakti Niti 2025 for public consultation. The draft policy presents a renewed vision for a fair, inclusive, and future-ready world of work aligned with the national aspiration of Viksit Bharat @2047. The draft policy reflects extensive stakeholder consultations and emphasises cooperative federalism, evidence-based policymaking, and digital transparency. It provides a long-term framework for coordinated action among the Centre, States, industry, and social partners to ensure that the benefits of growth are shared widely and equitably. The draft National Labour & Employment Policy – Shram Shakti Niti 2025 is available on the websites of the Ministry of Labour & Employment, the Directorate General of Employment (DGE), and the National Career Service (NCS). Stakeholders, institutions, and members of the public are invited to submit their feedback, comments, and suggestions by 27th October 2025 at ddg-dget[at]nic[dot]in. Details of the draft policy are available on the link below: <a href="https://labour.gov.in/sites/default/files/draft\_-\_mole\_le\_policy\_-v1.0.pdf">https://labour.gov.in/sites/default/files/draft\_-\_mole\_le\_policy\_-v1.0.pdf</a>

For details: https://www.pib.gov.in/PressReleasePage.aspx?PRID=2176333

# \* Reserve Bank of India

# RBI's Verified WhatsApp Channel for Public Awareness (Addition of 2nd account) (October 08, 2025)

Reserve Bank of India (RBI) has been conducting public awareness campaigns across various media such as print, television, radio, digital platforms, and text messages under the 'RBI Kehta Hai' (RBI Says) initiative. Further expanding its outreach, Reserve Bank of India had launched its verified WhatsApp channel in April 2025 to disseminate public awareness messages and important updates. Through this initiative, the Reserve Bank aims to make vital financial information more accessible to the public in a simple, direct, and effective manner, thereby strengthening trust and resilience in the financial ecosystem. Citizens can now receive official updates from the Reserve Bank of India over WhatsApp through the verified accounts 99309 91935 (being added) and 99990 41935 (already in use). Users are advised to follow only the official Reserve Bank of India accounts that carry the blue tick verification mark. The Reserve Bank encourages citizens to stay informed and aware by following the verified WhatsApp channels and visiting the official website, <a href="https://www.rbi.org.in">www.rbi.org.in</a>

For details: https://www.rbi.org.in/Scripts/BS\_PressReleaseDisplay.aspx?prid=61392

### Pronouncement

January 01, 2025	Ulundurpet Expressways Pvt Ltd (Appellant)	NCLAT	
	Vs.	Company Appeal (AT) No.53/2024	
	Regional Director (Respondent)		

The question of reduction of share capital is treated as matter of domestic concern, i.e., it is the decision of the majority which prevails

#### **Brief Facts**

The Special Resolution for reduction was passed by 100% majority by the Appellant Company and Notices were given to the secured creditors but no one objected to the reduction of shares. Accordingly, a Company Petition was filed before Ld. NCLT for confirmation of the special resolution passed by the equity shareholders of the company in its EOGM and the Regional Director have no objection to the scheme. However, the Ld. NCLT in its wisdom had dismissed the said petition by refusing to confirm the special resolution. Therefore, Appellant appeal to the NCLAT.

### Judgement

Hon'ble NCLAT referred to the case of *Indian National Press (Indore) Ltd (1989) 66 Comp Cas 387 (MP)*, where in the Court held:

20 & 21. The need for reducing capital may arise in various ways, for example, trading losses, heavy capital expenses, and assets of reduced or doubtful value. As a result, the original capital may either have become lost or a company may find that it has more 01 resources than it can profitably employ. In either case, the need may arise to adjust the relation between capital and assets. The company has the right to determine the extent, the mode and incidence of the reduction of its capital. But the court, before it proceeds to confirm the reduction of capital, must see that the interests of the minority and that of the creditors are adequately protected and there is no unfairness to it, even though it is a domestic matter of the company. The power of confirming or refusing to confirm the special resolution of a company to reduce its capital is conferred on the court in order to enable it to protect the interest of person who dissented or even of persons who did not appear, except on the argument and hearing of the petitioner. In Reckitt Berickiser (India) Ltd (2005) 122 DLT 612 the Court held as follows: -

- 20. The principles, which can be distilled from the aforesaid judicial dicta, are summarised as under:
  - (i) The question of reduction of share capital is treated as matter of domestic concern, i.e., it is the decision of the majority which prevails.
  - (ii) If majority by special resolution decides to reduce share capital of the company, it has also right to decide as to how this reduction should be carried into effect.
  - (iii) While reducing the share capital company can decide to extinguish some of its shares without dealing in the same manner as with all other shares of the same class. Consequently, it is purely a domestic matter and is to be decided as to whether each member shall have his share proportionately reduced, or whether some members shall retain their shares unreduced, the shares of others being extinguished totally, receiving a just equivalent.
  - (iv) The company limited by shares is permitted to reduce its share capital in any manner, meaning thereby a selective reduction is permissible within the framework of law (see Re. Denver Hotel Co., 1893 (1) Chancery Division 495).
  - (v) When the matter comes to the Court, before confirming the proposed reduction the Court has to be satisfied that (i) there is no unfair or inequitable transaction and (ii) all the creditors entitled to object to the reduction have either consented or been paid or secured.

Most of the arguments of the objectors stand answered in view of the principles of law laid down in the aforesaid judgments. It is clear that majority shareholders have decided to reduce the share capital. Normally, decision of the majority is to prevail. It is also their right to decide the manner in which the shareholding is to be reduced and, in the process, they can decide to target a particular group (of course it is to be seen that this is not with mala fide and unfair motive which aspect is discussed hereinafter). Thus, considering the law above, NCLAT held that the company has a power to reduce its shareholding capital in any manner, it being a domestic issue. Thus, considering the fact none of the creditors ever raised any objection, even the Regional Director (Western Region) and the Registrar of Companies did not object to such reduction and also a special resolution dated 29.11.2022, having been passed by 100% majority of shareholders, we find there is no impediment to grant permission to the appellant for reduction of its shares by confirming the special resolution dated 29.11.2022. The impugned order is thus set aside and consequently the appeal stands allowed.

**For Details:** https://nclat.nic.in/display-board/view\_order

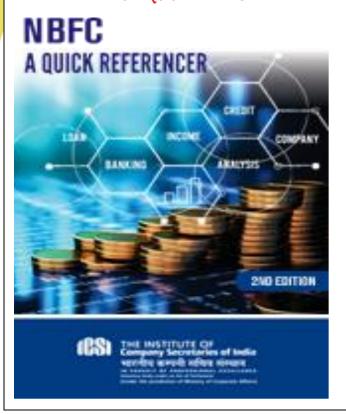
### \* Market Watch

Stock Market Indices as on				
09.10.2025				
S & P BSE Sensex	82172.10(+0.49%)			
Nifty 50	25181.80(+0.54%)			

$(C_{1}, C_{2}, C_{3}, C_{3},$	Foreign Exchange Rates as on 09.10.2025	
(https://m.rbi.org.in//scripts/ReferenceRateArchive.aspx)		

INR / 1 USD	INR / 1 EUR	INR / 1 GBP	INR/1 JPY
88.78	103.25	118.88	.58

# NBFC - A QUICK REFERENCER



### **About the Book**

NBFCs supplement banks in providing financial services to individuals and firms as well as company and provide multiple alternatives to transform an economy's savings into capital investment. NBFC sector to drive innovation, enhance financial accessibility, and contribute to a robust economic framework.

To dig deeper into the nuances of these financial institutions & to explore the myriad opportunities and challenges that lie ahead for NBFCs in this rapidly changing landscape, ICSI launched the revised version of the publication titled "NBFC - A Quick Referencer".

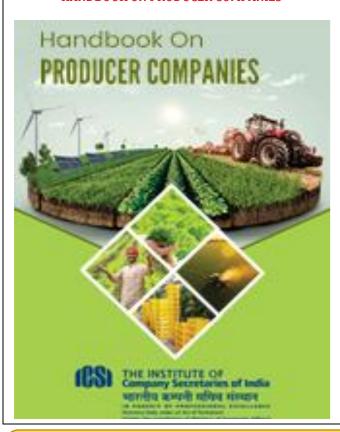
Year of Publication: 2024

Price: Rs. 275/-

### Weblink for Purchase:

https://smash.icsi.edu/Scripts/ECart/Default/ItemWiseECar tSearchOnlineBooks.aspx?ItemId=348

### HANDBOOK ON PRODUCER COMPANIES



# **About the Book**

In light of the rapid strides made by FPOs, exploring its various significant facets such as Incorporation, Organizational Structure and Administration, Taxation and Challenges facing them becomes paramount from both academic and research perspectives, the Institute brought out the publication titled "Handbook on Producer Companies".

This Handbook will act as the perfect guide for professionals in assimilating the essential dimensions of Producer Companies

Year of Publication: 2023

Price: Rs. 500/-

### Weblink for Purchase:

https://smash.icsi.edu/Scripts/ECart/Default/ItemWiseECa rtSearchOnlineBooks.aspx?ItemId=305

# Prepared by Directorate of Academics

For any suggestions, please write to academics@icsi.edu.

Disclaimer: Although due care and diligence have been taken in preparation and uploading this info capsule, the Institute shall not be responsible for any loss or damage, resulting from any action taken on the basis of the contents of this info capsule. Anyone wishing to act on the basis of the material contained herein should do so after cross checking with the original source.