Info Capsule

Monday, August 11, 2025

President
CS Dhananjay Shukla
Vice President
CS Pawan G Chandak

APPLICATIONS OPEN FOR 10TH ICSI CSR EXCELLENCE AWARDS

LAST DATE FOR SUBMISSION 14TH AUGUST, 2025

NO PARTICIPATION FEES!

AWARD CATEGORIES

ONE AWARD EACH TO BEST CORPORATE IN THE FOLLOWING CATEGORIES:	
CATEGORY	GROSS ANNUAL TURNOVER
LARGE	≥ ₹ 5, 000 CR
MEDIUM	< ₹ 5, 000 CR AND > ₹ 1, 000 CR
SMALL & EMERGING	≤ ₹ 1, 000 CR

PLEASE VISIT: https://icsi.edu/home/cg_award/10th_icsi_csr_awards_2025/

❖ *Views/ Comments sought by Regulators*

Consultation paper on providing flexibilities to Large Value Funds for Accredited Investors ("LVFs") under SEBI (AIF) Regulations (August 08, 2025)

SEBI has placed this Consultation Paper with the objective to seek comments on the following proposals:

1. Provide below mentioned relaxations / flexibilities to LVFs:
   a. Reduction of the minimum investment amount from INR 70 crores to INR 25 crore.
   b. Exemption from
      i. following the standard template of PPM
      ii. mandatory requirement of annual audit of the terms of PPM
      iii. responsibility of members of investment committee set up by Manager of AIF to approve decisions of AIF and
      iv. NISM certification requirement for key investment team of Manager.
   c. Removal of restriction on maximum number of investors in LVFs.
2. Providing option to existing AIF schemes to avail the benefits available to the LVFs, and converting themselves as LVF schemes, subject to meeting conditions specified by SEBI including appropriate investor consent.

The public comments are invited on the above mentioned proposals which shall be submitted on or before August 29, 2025.

For details:
https://www.sebi.gov.in/reports-and-statistics/reports/aug-2025/consultation-paper-on-providing-flexibilities-to-large-value-funds-for-accredited-investors-lvfs-under-sebi-aif-regulations_95957.html

Consultation Paper on proposals to facilitate participation by resident Indians in Foreign Portfolio Investors (FPIs) (August 08, 2025)

SEBI has placed this Consultation Paper with the objective to seek comments from the public on the following proposals aimed to facilitate participation by resident Indians in FPIs:

- To enable Retail Schemes based in International Financial Services Centres(IFSCs) in India with resident Indian non-individuals as Sponsor/Manager to register as FPIs.
- To align the contribution limits under SEBI (Foreign Portfolio Investors) Regulations, 2019 (hereinafter referred to as 'FPI Regulations') with IFSCA (Fund Management) Regulations, 2025 (hereinafter referred to as 'IFSCA (FM) Regulations, 2025') for resident Indian non-individuals in funds setup in IFSCs.
- To allow Indian Mutual Funds to be constituents of FPIs.

The public comments are invited on the above mentioned proposals. The comments or suggestions should be submitted latest by August 29, 2025.

For details: https://www.sebi.gov.in/reports-and-statistics/reports/aug-2025/consultation-paper-on-proposals-to-facilitate-participation-by-resident-indians-in-foreign-portfolio-investors-fpis-_95953.html

Consultation Paper on introduction of "Single Window Automatic & Generalised Access for Trusted Foreign Investors (SWAGAT-FI)"framework for FPIs and FVCIs (August 08, 2025)

SEBI has placed this Consultation Paper with the objective to seek public comments on proposals to improve ease of investments by simplifying on boarding and ongoing compliances for a specific set of Foreign Portfolio Investors (FPIs) –viz., Government-owned funds and certain regulated Public Retail Funds - that are objectively verified as belonging to a low-risk category. SEBI proposes a new framework—SWAGAT-FI (Single Window Automatic & Generalised Access for Trusted Foreign Investors) with the following objectives:

1. Provide easier investment access to objectively identified and verified low risk foreign investors.
2. Enable a unified registration process across multiple investment routes for such entities.
3. Reduce repeated compliance and documentation for such entities.

Considering the implications of the aforementioned matters on the market participants, public comments are invited on the above mentioned proposals. The comments or suggestions should be submitted latest by August 29, 2025.

For details: https://www.sebi.gov.in/reports-and-statistics/reports/aug-2025/consultation-paper-on-introduction-of-single-window-automatic-and-generalised-access-for-trusted-foreign-investors-swagat-fi-framework-for-fpis-and-fvcis_95955.html

Consultation Paper on introduction of separate type of AIF scheme for only Accredited Investors (August 08, 2025)

This consultation paper of SEBI is placed to seek comments of stakeholders on a proposal to provide the option of AIF schemes consisting of only Accredited Investors, with a lighter-touch regulatory framework than a regular AIF. Pooled investment vehicles play the role of channelizing risk capital towards capital formation. AIFs, being privately pooled investment vehicles, connect sophisticated investors having higher risk appetite than retail investors with enterprises in need of such high-risk capital. In comparison to other pooling vehicles like Mutual Funds, AIFs give more flexibility to investors and fund managers and are intended to take on relatively higher risk. It is proposed to focus on strengthening the accreditation process. The public comments are invited on the proposal and should be submitted latest by August 29, 2025.

For details: https://www.sebi.gov.in/reports-and-statistics/reports/aug-2025/consultation-paper-on-introduction-of-separate-type-of-aif-scheme-for-only-accredited-investors_95951.html

❖ *ESG Update*

Atlantica Sustainable Infrastructure Ltd.

- In 2024 the Company updated its Green Finance Framework to issue green finance instruments to finance or refinance renewable energy infrastructure, as well as transmission lines dedicated to supplying renewable energy to the grid. The Framework is aligned with strategy and the use of proceeds will contribute to the advancement of the United Nations Sustainable Development Goals (SDGs) of Affordable and Clean Energy. In 2024, the Company issued $1,245 million in Green Senior Notes under our updated framework.
- Biodiversity initiatives: The Company restored the impact and dependencies on nature. In 2024, it invested $176 thousand in Spain for maintaining all the areas reforested in previous years, covering a total surface of 339 hectares. Maintenance includes irrigation, straightening, cleaning of tree pits, and replacing damaged trees. In 2024, it invested $22 thousand in Colombia in the reforestation of approximately 12 hectares with native species, including epiphytes, recognised for their significant ecological benefit.

For details: https://atlantica.com/wp-content/uploads/documents/2024-ESG-Report_VF.pdf

❖ *Capital Market and Securities Laws*

Transaction charges paid to Mutual Fund Distributors (August 08, 2025)

Paragraph 10.5 read with paragraph 10.4.1.b of SEBI Master Circular for Mutual Funds dated June 27, 2024 (Master Circular) allows Asset Management Companies (AMCs) to pay to the distributor transaction charges, subject to a minimum subscription amount of INR 10,000/-brought in by such distributors. SEBI, vide this circular, has done away with this requirement of the charges or commission, as prescribed under the paragraph 10.4.1.b and paragraph 10.5 of Master Circular.

For details:
https://www.sebi.gov.in/legal/circulars/aug-2025/transaction-charges-paid-to-mutual-fund-distributors_95950.html

Review of Framework for conversion of Private Listed InvIT into Public InvIT (August 08, 2025)

Chapter 14 of the Master Circular for Infrastructure Investment Trusts (InvITs) dated May 15, 2024 provides the framework for conversion of private listed InvIT into public InvIT. Based on the recommendations of the Hybrid Securities Advisory Committee ("HySAC"), the provisions pertaining to Minimum unit holding for sponsor/ sponsor group and Lock-in have been modified as prescribed in Chapter 14 of the Master Circular.

For details:
https://www.sebi.gov.in/legal/circulars/aug-2025/review-of-framework-for-conversion-of-private-listed-invit-into-public-invit_95943.html

❖ *Reserve bank of India*

Financial inclusion is about literacy, not just access (August 09, 2025)

Reserve Bank of India Deputy Governor Swaminathan Janakiraman said financial inclusion initiatives, such as conducting Re-KYC camps, go beyond providing banking access-they empower customers through financial literacy. Speaking at the Financial Inclusion Saturation programme organised by city-headquartered Indian Bank in Tiruvallur district, Janakiraman emphasised the significance of such events, which enable the public to complete Re-KYC (Know Your Customer) without visiting bank branches in person. In a press release issued by Indian Bank, the RBI Deputy Governor said, "Financial inclusion is not just about providing banking access but also about enabling individuals to improve their lives through financial literacy and contribute to the country's economic growth."

For details:
https://economictimes.indiatimes.com/news/economy/finance/financial-inclusion-is-about-literacy-not-just-access-rbi-deputy-governor/articleshow/123205758.cms

❖ *Business and Economy*

Comprehensive land reforms needed for India to become manufacturing hub (August 10, 2025)

Industry body CII pitched for comprehensive land reforms such as the formation of a GST-like Council to enable coordinated and consensus-based reforms and uniform stamp duty rates of 3 to 5 per cent across the country for India to become a global manufacturing hub. While protectionism and trade wars pose a challenge, India's stable policy framework, strong industrial capabilities, large domestic market and a young workforce, coupled with its reputation as a trusted and capable partner among many nations, set it up as an attractive investment destination, it stated. The Confederation of Indian Industry (CII) has proposed establishing Integrated Land Authorities in each state, and also advocated full digitisation of the conversion process, besides suggesting rationalisation of stamp duty rates to a uniform range of 3 to 5 per cent across states. It also recommended that states should move to a conclusive titling system that ensures clear ownership.

For details:https://economictimes.indiatimes.com/news/economy/policy/comprehensive-land-reforms-needed-for-india-to-become-manufacturing-hub-cii/articleshow/123216397.cms

❖ *Pronouncement*

May 9, 2025	**K. Mangayarkarasi & Anr. versus N.J. Sundaresan & Anr.**	**Supreme Court Special Leave Petition (Civil) no. 13012 of 2025,**

Trademark disputes involving *in personam* issues relating to license agreement are arbitrable

The dispute arose between two factions of a Coimbatore-based family over the ownership and usage rights of the popular "Sri Angannan Biriyani Hotel" trademark. The petitioners had filed a civil suit in the Commercial Court, Coimbatore, seeking a permanent injunction against the Respondent/defendant from using the trademark, and ₹20 lakhs in damages for alleged infringement.

However, the Respondent argued that the dispute stemmed from the Trademark Assignment Deed, which contained an arbitration clause. Thus, they filed an application under Section 8 of the Arbitration and Conciliation Act, 1996, seeking referral to arbitration. Commercial Court allowed the application, holding the dispute to be arbitrable as it arose from contractual assignment deeds. High Court upheld the order, rejecting arguments about fraud and non-arbitrability.

Aggrieved by the Commercial Court's and High Court's decision to refer the dispute to the arbitration, the Appellant/plaintiff moved to the Supreme Court.

The key issues in this case were (i) whether all trademark disputes are non-arbitrable and (ii) What is the scope of court's role under Sections 8 and 11(6A) in referral to arbitration.

The Apex Court referred *SBI General Insurance Co. Ltd. v. Krish Spinning reported in 2024 SCC OnLine SC 1754* and observed that under Section 11(6A) of the Arbitration Act, the *referral court's role is confined to determining the existence of an arbitration agreement.* Once such an agreement is found, it would be inappropriate for the referral court to encroach upon the arbitral tribunal's jurisdiction, which is empowered to decide on matters such as the validity of claims, full and final settlement, and issues of frivolity or dishonesty in litigation are areas that fall squarely within the tribunal's domain .

The court said that *"Once there is an arbitration agreement between the parties, a judicial authority before whom an action is brought covering the subject-matter of the arbitration agreement is under a positive obligation to refer parties to arbitration by enforcing the terms of the contract. There is no element of discretion left in the court or judicial authority to obviate the legislative mandate of compelling parties to seek recourse to arbitration"*.

In Vidya Drolia v. Durga Trading Corporation reported in (2021) 2 SCC 1, the Apex Court had held that the grant and issue of patents and registration of trademarks are matters that fall within the sovereign or government functions and have *erga omnes* effect.

The Court in the present case observed that "*Prima facie, the nature of disputes sought to be raised by the petitioners cannot be considered as actions in rem. The assumption that all matters relating to trademarks are outside the scope of arbitration is plainly erroneous. Undisputedly, these disputes, although, involving the right to use trademarks, are arbitrable as they relate to rights and obligations inter se the parties to a licence agreement."*

Accordingly, the Court dismissed the petition, holding that the trademark disputes between the parties, having arisen under assignment deeds, were arbitrable.

For details: https://api.sci.gov.in/supremecourt/2025/18603/18603_2025_13_29_61686_Judgement_09-May-2025.pdf

ICSI (Management and Development of Company Secretaries in Practice) Guidelines, 2023

About the Book

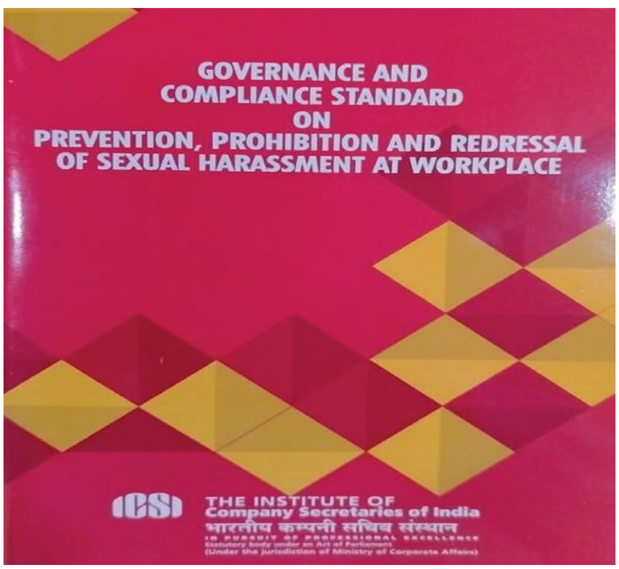
These Guidelines aim to facilitate the Company Secretary in Practice by consolidating all relevant Guidelines as applicable to Company Secretary in Practice along with the processes involved therein in a coherent manner that ensures ease of reference and enhanced comprehension; right from applying for the PCS Orientation Programme and enrolling as Company Secretary in Practice to running successful Practice.

Year of Publication: 2023

Price: Rs. 200/-

Weblink for Purchase:
https://smash.icsi.edu/Scripts/ECart/Default/ItemWiseECartSearchOnlineBooks.aspx?ItemId=307

GOVERNANCE AND COMPLIANCE STANDARD ON PREVENTION, PROHIBITION AND REDRESSAL OF SEXUAL HARRASSMENT AT WORKPLACE



About the Book

This Standard aims to enhance the implementation of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ("PoSH Act"), by harmonizing workplace practices.

It provides standardized procedures for Internal Committee meetings, complaint and inquiry processes, and training/ capacity building programs for employees/ Internal Committee members. The Standard also offers guidance on drafting gender-neutral PoSH policy, promoting inclusivity.

Year of Publication: 2024
Price: Rs 90/-

Weblink for Purchase:
https://smash.icsi.edu/Scripts/ECart/Default/ItemWiseECartSearchOnlineBooks.aspx?ItemId=346

Market Watch

Stock Market Indices as on 11.08.2025	
S & P BSE Sensex	80,604.08 (+0.93%)
Nifty 50	24,585.05 (+0.91%)

Foreign Exchange Rates as on 11.08.2025
(https://m.rbi.org.in//scripts/ReferenceRateArchive.aspx)

INR / 1 USD	INR / 1 EUR	INR / 1 GBP	INR/ 1 JPY
87.57	102.17	117.96	.59

Prepared by Directorate of Academics

For any suggestions, please write to