



Vision

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

Motto

सत्यं वद। धर्मं चर। इष्टार्थं कुरु। तृप्तये। श्रेयते। इत्युक्त्वा।

Mission

"To develop high calibre professionals facilitating good corporate governance"

Thursday, January 18, 2024

Info Capsule

President

CS Manish Gupta

Vice President

CS B Narasimhan

❖ ESG

ESG, technology theme to dominate India Inc acquisitions in 2024 (January 18, 2024)

Top Indian companies are in talks for acquisitions in the new year, especially in the renewable energy, electric vehicle, and battery storage segments, as environmental, social, and corporate governance, and technology themes are expected to dominate corporate boardrooms in 2024, say bankers.

For details:

https://www.business-standard.com/industry/news/esg-technology-theme-to-dominate-india-inc-acquisitions-in-2024-124011700792_1.html

❖ Banking

Second Schedule to the Reserve Bank of India Act, 1934 - Norms for inclusion (January 17, 2024)

Subsequent to release of the Revised Regulatory Framework for Urban Co-operative Banks (UCBs) on July 19, 2022, revised categorization norms for UCBs for regulatory purposes was notified vide circular DOR.REG.No.84/07.01.000/2022-23 dated December 01, 2022 and the criteria for classifying a UCB as Financially Sound and Well Managed (FSWM) have been revised vide circular DOR.REG.No.85/07.01.000/2022-23 dated December 01, 2022. It has now been decided to revise the eligibility norms for inclusion of UCBs in the Second Schedule to the Reserve Bank of India Act, 1934 to bring them in conformity with the Revised Regulatory Framework.

For details:

<https://www.rbi.org.in/Scripts/NotificationUser.aspx?Id=12601&Mode=0>

❖ International Financial Services Centres Authority (IFSCA)

FAQs on Registration of a Fund Management Entity (FME) and Authorisation of a Scheme or Fund under IFSCA (Fund Management) Regulations, 2022 (January 17, 2024)

IFSCA has uploaded Frequently Asked Questions (FAQs) on Registration of a Fund Management Entity (FME) and Authorization of a Scheme or Fund under IFSCA (Fund Management) Regulations, 2022 updated till January 17, 2024, on its website.

These FAQs are not the interpretation of law. For full particulars of laws governing fund management in IFSCs, please refer to the Acts / Regulations/Guidelines/Circulars appearing under the 'Legal' section of IFSCA website. In case of any disparity between these FAQs and the provisions of relevant Acts/regulations/rules, the later shall prevail.

For details:

<http://tinyurl.com/2duw6f32>

❖ *Legal News*

Department of Revenue, Ministry of Finance, invites suggestions on draft 'Indian Stamp Bill, 2023' from public within a period of 30 days (January 17, 2024)

The Department of Revenue, Ministry of Finance, Government of India, has prepared a draft 'Indian Stamp Bill, 2023' to align it with modern stamp duty regime. Once enacted, the Bill shall replace the Indian Stamp Act, 1899.

As a part of pre-legislative consultative process, the draft 'Indian Stamp Bill, 2023' has been uploaded on the website of 'D/o Revenue' [<https://dor.gov.in/stamp-duty/>] for inviting suggestions from public in a prescribed proforma within a period of 30 days.

PROFORMA FOR SENDING SUGGESTIONS/COMMENTS/VIEWS

S. No.	Section No. of the draft Bill	Title of the Section	Proposed modification, if any	Remarks/comments

A link for the copy of said bill is as under:

<https://dor.gov.in/sites/default/files/stamp%20duty%202023.pdf>

The suggestions/ comments on the draft Bill may be shared at the following email id – sunil.kmr37@nic.in in either MS Word (or compatible format) or machine-readable PDF format.

For details:

<https://pib.gov.in/PressReleasePage.aspx?PRID=1997072>

❖ *Terminology*

Extended Producer Responsibility (EPR)

A policy approach that holds producers accountable for the environmental impacts of their products throughout their life cycle, including their end-of-life disposal. EPR encourages producers to take responsibility for the collection, recycling, or safe disposal of their products.

❖ *Market Watch*

Stock Market Indices as on 18.01.2024	
S & P BSE Sensex	71,186.86 (-313.90)
Nifty 50	21,462.25 (-109.70)

Foreign Exchange Rates as on 18.01.2024 (https://m.rbi.org.in/scripts/ReferenceRateArchive.aspx)			
INR / 1 USD	INR / 1 EUR	INR / 1 GBP	INR/ 1 JPY
83.12	90.63	105.53	0.56

❖ **Pronouncement**

17/01/2024	Avanti Metals Private Limited (Appellant) Vs. Alkesh Gupta (Respondent)	National Company Law Appellate Tribunal at Chennai (Appellate Jurisdiction) Company Appeal (AT) (CH) NO. 87/2023 (IA No. 1099 / 2023)
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Shares of any member in a Company are required to be transferred in the mode and manner provided for under the Articles of Association of the Company and it is bound to meet the requirements of the Article

Hon'ble NCLAT inter alia observed that is seen from the Section 44 of the Companies Act, 2013, shares are construed as movable property governed by the Articles of Association of the Company and Article 8.15 mandates that a Succession Certificate is required for the transmission of the shares. When Section 44 of the Act provides that shares of any member in a Company are required to be transferred in the mode and manner provided for under the Articles of Association of the Company, the sole Respondent is bound to meet the requirements of the said article 8.15..... (Para 10)

Further, NCLAT held that the 'Succession Certificate', specifies the 'debts' and 'securities' entitles a 'legal heirs' not only to receive the 'Interest' or 'Dividends' but also to 'negotiate' or 'transfer' them, as per decision in 'Themappa Chettiar' Vs. 'Indian Overseas Bank', reported in (1943) 13 Comp. Cas. 202 (Madras). In regard to disputes pertaining to 'Will', parties are expected to get that dispute settled from a 'Competent Court of Law' as per decision in 'C. Rajesh Kapoor' Vs. 'Tirupati Balaji Hotels P. Ltd.', reported in (2017) 204 Comp. Cas 303. If the 'Probate' Proceedings are pending in 'Civil Court' then the 'Petitioner' under the 'Companies Act' for 'rectification of register' will not be 'maintainable'. In the facts of the attendant matter on hand, the Company can effect 'transfer of shares', on the basis of 'Succession Certificate', as per Section 370 of the 'Indian Succession Act, 1925'.

Prepared by Directorate of Academics

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

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