BEFORE THE BOARD OF DISCIPLINE

THE INSTITUTE OF COMPANY SECRETARIES OF INDIA

ICSI/DC: 170/2012

In the matter of complaint of complaint of professional or other misconduct filed by Shri T V Ranjit Kumar, (FCA), ACS–23765 against Dr. Baiju Ramachandran, ACS–16505 (CP No. 7071).

Coram: Sudhir Babu C, Presiding Officer
Umesh H Ved, Member
Sutanu Sinha, Member

ORDER

1. A complaint in Form I dated 21st December, 2012 was filed under Section 21 of the Company Secretaries Act, 1980 read with sub-rule (1) of Rule 3 of the Company Secretaries (Procedure of Investigations of Professional and other Misconduct and Conduct of Cases) Rules, 2007 (the Rules) by Shri T V Ranjit Kumar, (FCA), ACS-23765 (hereinafter referred to as the 'Complainant') against Dr. Baiju Ramachandran, ACS–16505 (CP No. 7071)(hereinafter referred to as the 'Respondent').

2. The Complainant has *inter-alia* alleged that the Respondent has filed Form EES, 2011 [Application for striking of the name of the company under the Easy Exist Scheme, (EES) 2011] for M/s. Kerala Garments Ltd., though, as per him the said scheme was not applicable to M/s. Kerala Garments Ltd. He further alleged that the Respondent did not inform him before taking up the assignment of filing the said form under EES.

3. Pursuant to sub-rule (3) of Rule 8 of the Rules, a copy of the complaint was sent to the Respondent *vide* letter dated 4th January, 2013 calling upon him to submit the written statement. The Respondent submitted the written statement dated 23rd January, 2013.

4. The Respondent denied all the averments made by the Complainant and stated that he has filed the said Form based on the instructions of M/s. Kerala Garments Ltd. The Respondent has also stated that the appointment of the Complainant as Statutory Auditor of M/s. Kerala Garments Ltd., is not registered with the ROC and therefore, the question of knowing about the appointment of the Complainant does not arise.

5. Pursuant to sub-rule (4) of Rule 8 of the Rules, a copy of the written statement of the Respondent was sent to the Complainant *vide* letter

dated 29th January, 2013 asking him to submit the rejoinder. The Complainant submitted the rejoinder dated 7th February, 2013, wherein he *inter-alia* has reiterated the contents given in the complaint and made some additional submissions.

6. Pursuant to Rule 9 of the Rules, the Director (Discipline) examined the complaint, written statement, rejoinder and other material on record and was of the *prima-facie* opinion that the Respondent has filed Form EES [Application for striking of the name of the company under the Easy Exist Scheme, (EES) 2011] with the ROC, Kerala for M/s. Kerala Garments Ltd. The said application was filed by the Respondent on the basis of the documents and information supplied to him by M/s. Kerala Garments Ltd. The role of the Respondent in this matter was to file the said Form with the ROC which he did upon the instructions and the documents given/ supplied to him by the said company and his understanding of the said Scheme. The Respondent *vide* letter 10th February, 2011 has informed the Special Officer regarding filing of the application with the ROC, Kerala. Hence, the Respondent is not guilty of professional or other misconduct under the First and/or the Second Schedule of the Company Secretaries Act, 1980.

7. The Director (Discipline) in his *prima-facie* opinion also stated that the Complainant had previously sent an information on this matter on 29th August, 2011 and stated that this complaint is clubbed with the earlier information received from the Complainant herein as the subject matter is substantially the same.

8. The Board on 3rd May, 2013 considered the *prima-facie* opinion of the Director (Discipline); material on record and agreed with the *prima-facie* opinion of the Director (Discipline) that the Respondent is not 'Guilty' of professional or other misconduct under the Company Secretaries Act, 1980 and closed the matter.

Accordingly, the complaint stands disposed-off.

(Sutanu Sinha)
Member

(Umesh H Ved)
Member

(Sudhir Babu C)
Presiding Officer

Date: 17th June, 2013
New Delhi