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Invitation of Nominations for National Corporate Social Responsibility (CSR) Awards 2020 Notified 24.12.2019



Ministry of Corporate Affairs, Government of India has instituted National Corporate Social Responsibility (CSR) Awards to recognize companies that have made a positive impact on the society through their innovative & sustainable CSR initiatives. The National CSR

Awards seek to-

- Recognize the companies that have positively impacted both business and society by taking a strategic approach to CSR through collaborative program.
- Recognize the companies that are leading transformation by integrating sustainability in their core business model.
- Recognize companies for implementing measures for conservation and sustainable management of the biodiversity and ecosystem in the value chain.
- Identifying innovative approaches and employing application and technologies that will help to build a robust CSR programs to further the cause of inclusive and sustainable development.

The Ministry of Corporate Affairs has instituted National CSR Award (NCSRA) to recognize corporate social responsibility (CSR) for inclusive growth and sustainable development. This Award seeks to recognize the companies that have made a transformative impact on society. The NCSRA seeks to recognize outstanding projects in following three categories:

- Four awards for excellence in CSR, based on CSR spend
- Five awards for CSR projects in Aspirational Districts / difficult terrains
- Eleven awards for CSR projects in National Priority Areas.

Three awards, one each in above three categories are reserved for Micro, Small and Medium Enterprises (MSMEs)

In accordance with the Scheme of National CSR Awards the following have been designated to make nominations under different categories as mentioned above:

- Ministries/ Departments of Govt of India
- State Governments & Union Territory Administration
- Professional institutions: ICSI, ICAI, ICMAI - National Level Trade and Industry Chambers

MCA Notifies Special Courts in state of Uttarakhand and Union Territories of J&K, Ladakh Notified 19.12.2019

The Central Government, with the concurrence of the Chief Justice of the High Court of Jammu and Kashmir, hereby makes the following amendments in the Jurisdiction as Special Court for the purposes of trial of offences punishable under the Companies Act, 2013 with imprisonment of two years or more in terms of section 435 of the Companies Act, 2013, vide



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notification of the Government of India, Ministry of Corporate Affairs, number S.O. 1796(E), dated, the 18th May, 2016.

Sl. No.	Existing Court	Jurisdiction as Special Court
"1	Courts of Additional Sessions Judges Anticorruption, Jammu and Srinagar	Union territory of Jammu and Kashmir".

The Central Government, with the concurrence of the Chief Justices of the High Court of Uttarakhand, Nainital and High Court of Jammu and Kashmir, hereby designates the following Courts mentioned in column (2) of the Tables below as Special Courts and for the purpose of providing speedy trial of offences punishable with imprisonment of two years or more as per clause (a) of sub-section (2) of section 435 of the said Act, namely:-

Table 1

Sl. No.	Court	Jurisdiction as Special Court
1	Court of IV Additional District and Session Judge, Dehradun	State of Uttarakhand
2	Principal Sessions Judge, Leh	Union territory of Ladakh

(b) for the purpose of providing speedy trial of other offences as mentioned in clause (b) of sub-section (2) of section 435 of the said Act, namely:-

Table 2

Sl. No.	Court	Jurisdiction as Special Court
1	Court of II Additional Chief Judicial Magistrate, Dehradun	State of Uttarakhand
2	Sub-Judge/Special Mobile Magistrates, Jammu and Srinagar	Union territory of Jammu and Kashmir
3	Chief Judicial Magistrate, Leh	Union territory of Ladakh

MCA amends the National Company Law Tribunal (Salary, Allowances and other terms and conditions of service of President and other Members) Rules, 2015.



As per the notification dated 23rd September 2019, the following rule 15 shall be stand as follows :-

Conditions of service of Judicial Member –

Where a serving Judge of a High Court is appointed as a Judicial Member, the service conditions, unless specifically provided in these rules, shall be as contained in the High Court Judges (Salaries and Conditions of Service) Act, 1954 and the rules made thereunder:

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Provided that the service conditions, other than specifically provided in these rules, after his due date of retirement from service as a Judge of the High Court or expiry of the lien period, whichever is later, for the remaining period of his term of office shall be same as may, for the time being, be applicable to other employees of the Government of India of a corresponding status.

Posting and transfer of Members- (1) Initial posting of a Member shall be done by the Central Government in consultation with the President.

(2) Subsequent transfers to different Benches shall be done by the President having regard ordinarily to the following:—

(a) the capacity or otherwise of the Member for the purpose of his posting, including his efficiency, disposal and other relevant factors;

(b) a Member save and except for sufficient and cogent reasons shall not be posted at a place where he had earlier been practising as an Advocate or a Chartered Accountant, Company Secretary or Cost Accountant, as the case may be;

(c) a Member may not be posted at a place where any of his parents, spouse or other close relation is practising as an Advocate or a Chartered Accountant, Company Secretary or Cost Accountant in Company Law matters;

(d) save and except for sufficient and cogent reasons, the Member shall not be posted at a place for a period exceeding three years, and ordinarily, a Member may not be posted at a place where he was earlier posted unless a period of two years has elapsed;

(e) ordinarily a Member shall not be transferred before completion of three years at a station except on administrative grounds or on personal request basis.

(3) Transfer on personal request basis shall include considerations such as serious medical grounds, serious dislocation in children's education, unavoidable family responsibilities; however consideration of transfer on personal request shall be subject to consideration of factors enumerated in sub-rule (2).

(4) Transfer on administrative grounds shall be made only in consultation with the Central Government.”.

Ministry of Corporate Affairs extends the last date of filing Form PAS -6

Extension of last date of filing of Form PAS-6

The Ministry on received representations regarding extension of the last date of filing of Form PAS-6 under rule 9A(8) of the Companies (Prospectus and Allotment of Securities) Rules, 2014 has notified on 28.11.2019 that the time limit for filing Form PAS-6 without additional fees for the half-year ended on 30.09.2019 will be sixty days from the date of deployment of the form on the website of the Ministry.

Ministry of Corporate Affairs extends the last date of filing Form AOC 4 (Financial Statement) and MGT-7

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(Annual Return) under the Companies Act, 2013- UT of J&K and UT of Ladakh

The Ministry of Corporate Affairs on receiving requests from various stakeholders stating the disturbances in internet services due to which the normal work was affected in the UT of J&K and UT of Ladakh. Therefore it has been notified on 28.11.2019 to extend the due date for filing of e-forms AOC-4, AOC-4 (CFS) AOC-4 XBRL and e-form MGT-7 upto 31.01.2020, for companies having jurisdiction in the UT of J&K and UT of Ladakh without levy of additional fee.

Ministry of Corporate Affairs extends the last date of filing Form NFRA- 2

National Financial Reporting Authority



The Ministry of Corporate Affairs has received several representations regarding extension of the last date of filing of Form NFRA-2, which is required to be filed under rule 5 of the National Financial Reporting Authority Rules, 2018 and it was stated on 27.11.2019 that the time limit for filing Form NFRA-2 will be 90 days from the date of deployment of this form on the website of National Financial Reporting Authority (NFRA)

MCA notifies Insolvency and Bankruptcy (Application to Adjudicating Authority for Insolvency Resolution Process for Personal Guarantors to Corporate Debtors) Rules, 2019.



These rules shall apply to the insolvency resolution process for personal guarantors to corporate debtors. The rule shall come into force from 1st December 2019.

http://mca.gov.in/Ministry/pdf/ResolutionandBankruptcy%20Rules_19112019.pdf

MCA notifies the Second Amendment in Companies Meetings of the Board And its Powers Rules 2014.

MCA notified on 18.11.2019 the Companies (Meetings of Board and its Powers) Rules, 2014, in rule 15, in sub-rule (3), in clause (a), which states the revised limits of transactions for the company to enter into any contract or arrangement with a related party for which the prior approval of the company by Special Resolution shall be required. The rule after amendment stands as follows:

- (i) sale, purchase or supply of any goods or material, directly or through appointment of agent, amounting to ten percent or more of the turnover of the company.
- (ii) selling or otherwise disposing of or buying property of any kind, directly or through appointment of agent, amounting to ten percent or more of net worth of the company.

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(iii) leasing of property any kind amounting to ten per cent or more of the turnover of the company

(iv) availing or rendering of any services, directly or through appointment of agent, amounting to ten percent or more of the turnover of the company.

Notification of Categories of Financial Service Providers

The insolvency resolution and liquidation proceedings of the following categories of financial service providers shall be undertaken in accordance with the provisions of the Insolvency and Bankruptcy Code, 2016 read with the Insolvency and Bankruptcy (Insolvency and Liquidation Proceedings of Financial Service Providers and Application to Adjudicating Authority) Rules, 2019 and the applicable Regulations:

S.no	Category of Financial Service Provider	Appropriate Regulator [clause (a) of sub-rule (1) of rule 3 of the Rules]	Dealing with third-party assets (rule 10 of the Rules)
1	Non-banking finance companies (which include housing finance companies) with asset size of	Reserve Bank of India	To be notified separately

	Rs.500 crore or more, as per last audited balance sheet.		
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Insolvency and Bankruptcy (Insolvency and Liquidation Proceedings of Financial Service Providers and Application to Adjudicating Authority) Rules, 2019.

These rules shall come into force on the date of their publication in the Official Gazette i.e. 15th November 2019. These rules shall apply



to such financial service providers or categories of financial service providers, as may be notified by the Central Government under section 227, from time to time, for the

purpose of their insolvency and liquidation proceedings under these rules. Please find the link of the rules below:

http://mca.gov.in/Ministry/pdf/InsolvencyBankruptcy_15112019.pdf

Update on "Identification and flagging of Disqualified Directors due to default in Annual filing for FY 2015-16 to 2017-18"

Registrar of Companies (ROC) are in process of identification and flagging of Directors disqualified under Section 164(2) of Companies Act, 2013 for their default of non-filing of financial statement or annual return for continuous period of 3 financial years from FY 2015-16 to FY 2017-18. In this regard, all defaulting directors are hereby cautioned to find the pending statutory returns & do necessary compliances as per the provisions of Companies Act, 2013. Otherwise, action will be initiated under Section 164 of Companies Act, 2013 and Rule made thereunder. The DINs of such Directors are not allowed to be used for filing of e-forms on MCA 21 portal.



Central Government makes the amendment in the notification published vide G.S.R 832(E), dated the 3rd November, 2015.

With effect from 30st October 2019, the Central Government, in the said notification substitutes the following Regional Director to discharge the functions conferred upon them by the Companies Act, 2013 or delegated to them by the Central Government under that Act for the respective jurisdiction.

Office and location	Jurisdiction
(1) Regional Director, North Region Directorate, Headquarter at New Delhi.	States of Haryana, Punjab, Jammu and Kashmir, Himachal Pradesh, Uttar Pradesh,

	Uttarakhand and Union Territory of Chandigarh and National Capital Territory of Delhi.
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MCA issue further amendment in the notification published vide number S.O.831 (E), dated the 24th March, 2015

With effect from 31st October, 2019 powers conferred by section 454 of the Companies Act, 2013 (18 of 2013) read with the Companies (Adjudication of Penalties) Rules, 2014, the Central Government hereby substitutes the following Registrars of Companies as adjudicating officers for the purposes of this Act in respect of jurisdictions indicated against each Registrar.

Designation	States/ Union territories under his jurisdiction
Registrar of Companies-cum-Official Liquidator, Jammu	Union territory of Jammu and Kashmir and Union territory of Ladakh”

Notification dated 30.10.2019 for Registrar of Companies Jammu



Effective from 31st October 2019, the Central government notifies the Registrar of Companies Jammu shall have jurisdiction in

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respect of Union territory of Jammu and Kashmir and Union territory of Ladakh, for the purpose of registration of companies and discharging the functions under the aforesaid Act.

Relaxation of additional fees and extension of last date for Annual Compliances

Registrar of Companies through General Circular on 29.10.2019 granted extension for filing of financial statements for the financial year ended 31.03.2019 on account of various factors. The extended due date for filing of e-forms AOC-4, AOC-4 (CFS) AOC-4 XBRL by companies shall be upto 30.11.2019 and e-form MGT-7 upto 31.12.2019 without levy of additional fee.

Relaxation of additional fees and extension of last date of filing of form IEPFA- 1A and IEPF- 2

Registrar of Companies through notification dated 25.10.2019 has decided to relax the additional fee payable by the companies on filing form IEPFA- 1A up to 31.12.2019 and form IEPF- 2(for the purpose of filing Statement of unclaimed and unpaid amounts) up to 30.11.2019. After the expiry of due date, the additional fees shall be payable.

Central Government to notify the Indian Institute of Corporate Affairs Manesar (Haryana)



The Central Government hereby notifies on 22.10.2019 the Indian Institute of Corporate Affairs at Manesar (Haryana), as an Institute to create and maintain a data bank containing names, addresses and qualifications of persons who are eligible and willing to act as independent directors, for the use of the company making the appointment of such directors. This notification shall come into force with effect from the 1st day of December, 2019.

MCA issue Notification to amend the Companies (Accounts) Rules, 2014



Companies (Accounts)
Amendment Rules, 2014

In the Companies (Accounts) Rules, 2014, the amended rule 8 stands as follows:

Matters to be included in Board's report -

- (i) the financial summary or highlights;
- (ii) the change in the nature of business, if any;
- (iii) the details of directors or key managerial personnel who were appointed or have resigned during the year;
- (iiia) a statement regarding opinion of the Board with regard to integrity, expertise and experience (including the proficiency) of the independent directors appointed during the year
- (iv) the names of companies which have become or ceased to be its Subsidiaries, joint ventures or associate companies during the year;
- (v) the details relating to deposits, covered under Chapter V of the Act,-(a) accepted during the year; (b) remained unpaid or unclaimed

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as at the end of the year; (c) whether there has been any default in repayment of deposits or payment of interest thereon during the year and if so, number of such cases and the total amount involved- (i) at the beginning of the year; (ii) maximum during the year; (iii) at the end of the year; (vi) the details of deposits which are not in compliance with the requirements of Chapter V of the Act; (vii) the details of significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future; (viii) the details in respect of adequacy of internal financial controls with reference to the Financial Statements.

Central Government makes the Companies (Creation and Maintenance of databank of Independent Directors) Rules, 2019 effective from 1st December 2019.



Creation and maintenance of data bank– The institute shall create and maintain a databank of persons willing and eligible to be appointed as independent directors, and such databank shall be an online databank

which shall be placed on the website of the institute. The data bank referred shall contain the details in respect of each person included in the data bank to be eligible and willing to be appointed as independent director. The information available in the data bank shall be provided only to companies required to appoint independent director after paying a reasonable fees to the institute. A person whose name is included in the data bank, may restrict his

personal information to the institute, to be disclosed in the data bank. Any individual whose name appears in the data bank, shall make changes in his particulars within thirty days of such change through web based framework made available by the institute for this purpose.

A disclaimer shall be conspicuously displayed on the website hosting the data bank that a company must carry out its own due diligence before appointment of any person as an independent director. The institute, shall with the prior approval of the Central Government, fix a reasonable fee to be charged from :—

- (a) individuals for inclusion of their names in the data bank of independent directors; and
- (b) companies for providing the information on independent directors available on the data bank.

The link for the Rules is mentioned below:

http://mca.gov.in/Ministry/pdf/CmplnpdtDirectorsRules_22102019.pdf

Notification for Companies (Appointment and Qualification of Directors) Fifth Amendment Rules, 2019

Appointment and
Qualification of Directors



The said rules shall be effective from 1st December 2019. In the Companies (Appointment and Qualification of Directors) Rules, 2014 (hereinafter referred to as the principal rules), rule 6

shall be as follows: –

- 6. Compliances required by a person eligible and willing to be appointed as an independent director.– (1) Every individual –

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(a) who has been appointed as an independent director in a company, on the date of commencement of the Companies (Appointment and Qualification of Directors) Fifth Amendment Rules, 2019, shall within a period of three months from such commencement; or

(b) who intends to get appointed as an independent director in a company after such commencement, shall before such appointment, apply online to the institute for inclusion of his name in the data bank for a period of one year or five years or for his life-time, and from time to time take steps as specified in sub-rule (2), till he continues to hold the office of an independent director in any company: Provided that any individual, including an individual not having DIN, may voluntarily apply to the institute for inclusion of his name in the data bank.

(2) Every individual whose name has been so included in the data bank shall file an application for renewal for a further period of one year or five years or for his life-time, within a period of thirty days from the date of expiry of the period upto which the name of the individual was applied for inclusion in the data bank, failing which, the name of such individual shall stand removed from the data bank of the institute: Provided that no application for renewal shall be filed by an individual who has paid life-time fees for inclusion of his name in the data bank.

(3) Every independent director shall submit a declaration of compliance of sub-rule (1) and sub-rule (2) to the Board, each time he submits the declaration required under sub-section (7) of section 149 of the Act.

(4) Every individual whose name is so included in the data bank under sub-rule (1) shall pass an online proficiency self-assessment test conducted by the institute within a period of one year from the date of inclusion of his name in the data bank, failing which, his

name shall stand removed from the databank of the institute: Provided that the individual who has served for a period of not less than ten years as on the date of inclusion of his name in the databank as director or key managerial personnel in a listed public company or in an unlisted public company having a paid-up share capital of rupees ten crore or more shall not be required to pass the online proficiency self-assessment test: Provided further that for the purpose of calculation of the period of ten years referred to in the first proviso, any period during which an individual was acting as a director or as a key managerial personnel in two or more companies at the same time shall be counted only once.

MCA further makes Rules to amend the Companies (cost records and audit) Rules, 2014.



These rules shall be deemed to come into force on the 1st day of April, 2018. The companies who have already filed their Cost Audit Report in form CRA-4 for the financial year 2018-19 with the Central

Government before the publication of this notification are not required to file their Cost Audit Report for the said financial year. In the Annexure in Form CRA-1 in paragraph 7. Overheads, for sub-paragraphs (m), (q), (r) and (s), the following sub-paragraphs shall respectively be substituted, namely:- "(m) Overheads shall be classified according to functions, viz., works, administration, selling and distribution. Works overheads, also known as Production Overheads, Operation Overheads, Factory Overheads or Manufacturing Overheads, shall be the indirect costs involved in the

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production of a product or in providing service. Administrative overheads shall be the aggregate of cost of resources consumed in activities relating to general management and administration of an organization. Selling and Distribution overheads shall be the aggregate of cost of resources consumed in the selling and distribution activities of the organization.”

“(q) In case of leased assets, if the lease is an operating lease, the entire rentals shall be included in the respective overheads. If the lease is a financial lease, the finance cost portion shall be segregated and treated as part of finance costs.”

“(r) Selling and Distribution Overheads, the benefits of which are expected to be derived over a long period, shall be amortized on a rational basis.”;

“(s) Any demurrage or detention charges or penalty levied by the transportation or other authorities in respect of distribution activity shall not form part of Selling and Distribution Overheads.”

(ii) the paragraph 8. Administrative Overheads shall be omitted;

(iii) in paragraph 9. Transportation Cost, for sub-paragraph (k), the following shall be substituted, namely:-

“(k) Records for transportation costs for exempted goods, taxable goods cleared for export shall be maintained separately.”

(iv) in paragraph 28. Cost Statements, for sub-paragraphs (a) and (c), the following shall respectively be substituted, namely:-

“(a) Cost statements (monthly, quarterly and annually) showing quantitative information in respect of each goods or service under reference shall be prepared showing details of available capacity, actual production, production as per excise records, production as per GST records, capacity utilization (in-house), stock purchased for trading, stock and other adjustments, quantity available for sale, wastage and actual sale, total quantity of outward supplies as per cost records and total outward supplies as per GST records during current financial year and previous year.”;

“(c) Cost statements (monthly, quarterly and annually) in respect of reconciliation of indirect taxes showing details of total clearances of goods or services, assessable value/ taxable value, duties or taxes paid, CENVAT or VAT or Service Tax or GST Credit utilized, duties or taxes recovered and interest or penalty paid.”;

(b) in Form CRA-3, in Annexure to the Cost Audit Report,-

(l) in Part-A,-

(a) in table 2. General Details of Cost Auditor,

(i) for item 11, the following shall be substituted, namely:-

“(11) SRN number of Form CRA-2”;

(ii) for item 12, the following shall be substituted, namely:-

“12(a) Number of audit committee meeting(s) during the year for which Cost Auditor was invited

12(b) Number of audit committee meeting(s) attended by cost auditor during year”;

(b) in table 4. PRODUCT/ SERVICE DETAILS (for the company as a whole),-

(i) or the words “Total Net revenue from Operations”, the words “Total Net Operational Revenue of Manufactured Product or Service” shall be substituted and thereafter two new rows shall be inserted, namely:-

“Other Operating Incomes of Company
Total Operating Incomes of Company”;

(ii) for the words “Exceptional, Extra Ordinary and Other Comprehensive Income, if any”, the following shall be substituted, namely:- (i) Exceptional and Extra Ordinary income (ii) Other Comprehensive Income, if any”; (iii) for the words “Excise/ Service Tax” the words “Excise / Service Tax/ GST” shall be substituted;

MCA amends Notification Companies (Incorporation) Rules 2014

In the Companies (Incorporation) Rules, 2014 (herein after referred to as the said rules) the amended rules stand as follows:

Rule 8A (1) (b)- Undesirable names

Save as provided in section 35 of the Trade Marks Act, 1999 (47 of 1999), the name includes a trade mark registered under the Trade Marks Act, 1999 and the rules framed thereunder in the same class of goods or services in which the activity of the company is being carried out or is proposed to be carried out, unless the consent of the owner of the trade mark, as the case may be, has been obtained and produced by the promoters.

Rule 25A (1) (iii) - Active Company Tagging Identities and Verification

The following event based information or changes shall be accepted by the Registrar from such companies marked as "ACTIVE-non-compliant", unless " e-Form ACTIVE" is filed

- (i) SH-07 (Change in Authorized Capital);
- (ii) PAS-03 (Change in Paid-up Capital);
- (iii) DIR-12 (changes in Director except in case of :
 - (a) cessation of any director or (b) appointment of directors in such company where the total number of directors are less than the minimum number provided in clause (a) of sub-section (1) of section 149 on account of disqualification of all or any of the director under section 164 (c) appointment of any director in such company where DINs of all or any it's director(s) have been deactivated (d) appointment of director(s) for implementation of the order passed

by the Court or Tribunal or Appellate Tribunal under the provisions of this Act or under the Insolvency and Bankruptcy Code, 2016
(iv) INC-22 (Change in Registered Office);
(v) INC-28 (Amalgamation, de-merger)

Amendment to Companies (Meetings of Board and its Powers) Rules, 2014



MCA issues notification on 11.10.2019 in the Companies (Meetings of Board and its Powers) Rules, 2014, in rule 11, in sub-rule (2), the amended rule stands as follows:

For the purposes of clause (a) of sub-section (11) of section 186 (Loan and Investment by Company) the expression business of financing industrial enterprises shall include, with regard to a Non-Banking Financial Company registered with Reserve Bank of India, "business of giving of any loan to a person or providing any guaranty or security for due repayment of any loan availed by any person in the ordinary course of its business".

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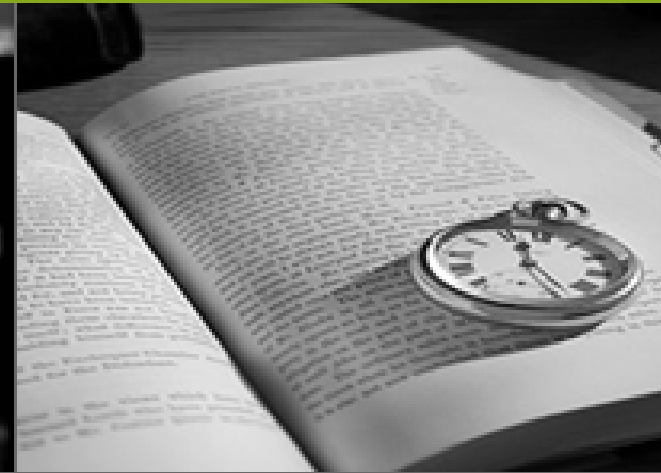
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