



Inside this edition

- Extension Clarification of holding of Annual General Meeting (AGM) through Video Conference (VC) or Other Audio-Visual Means (OAVM)
- Clarification on passing of Ordinary and Special resolutions by the companies under the Companies Act, 2013
- Relaxation on levy of additional fees in filing of forms AOC-4, AOC-4 (CFS), AOC-4 XBRL, AOC-4 Non-XBRL and MGT-7/MGT-7A for the financial year ended on 31.03.2021 under the Companies Act, 2013

& more...

Extension Clarification of holding of Annual General Meeting (AGM) through Video Conference (VC) or Other Audio-Visual Means (OAVM)

With reference to General Circular No. 20/2020 dated May 05, 2020 and General Circular No. 02/2021 dated January 13, 2021, MCA has allowed the



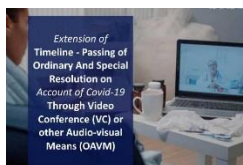
companies who are proposing to organise AGMs are in 2022 for the financial year ended/ending any time before/on 31.03.2022 through VC or OAVM as per the respective due dates by 30th

June, 2022 in accordance with the requirements laid down in Para 3 and Para 4 of the General Circular No. 20/2020 dated May 05, 2020.

Further, the MCA has clarified that this Circular shall not be construed as conferring any extension of time for holding of AGMs by the companies under the Companies Act, 2013 (the Act) and the companies which have not adhered to the relevant timelines shall be liable to legal action under the appropriate provisions of the Act

Clarification on passing of Ordinary and Special resolutions by the companies under the Companies Act, 2013

Via General circular no. 20/2021 dated 08.12.2021, MCA has given relaxation to the companies to conduct their EGMs through Video-Conference (VC) or

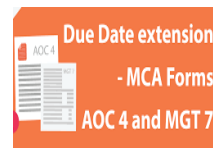


Other Audio Visual Means (OAVM) or transact items through postal ballot in accordance with the framework provided earlier up to June 30, 2022 via

general circular Nos. 14/2020 dated 08.04.2020, 17/2020 dated 13.04.2020, 22/2020 dated 15.06.2020, 33/2020 dated 28.09.2020 and 39/2020 dated 31.12.2020 and 10/2021 dated 23.06.2021.

Relaxation on levy of additional fees in filing of forms AOC-4, AOC-4 (CFS), AOC-4 XBRL, AOC-4 Non-XBRL and MGT-7/MGT-7A for the financial year ended on 31.03.2021 under the Companies Act, 2013

The MCA has relaxed the levy of additional fees for annual financial statement/return filings required to be done for the financial year ended on



31.03.2021. It has been provided that no additional fees shall be levied upto 15.02.2022 for the filing of e-forms AOC-4, AOC-4 (CFS), AOC-4 XBRL, AOC-4Non-XBRL and upto 28.02.2022 for filing of e-forms MGT-7/MGT-7A in

respect of the financial year ended on 31.03.2021 respectively.

Company law tribunal can't compel parties to settle dispute in insolvency proceedings under IBC, says SC

In a significant verdict, the Supreme Court on December 14, 2021 held that the National Company Law Tribunal (NCLT) cannot compel a party to settle a dispute under the Insolvency and Bankruptcy Code (IBC) as it is



empowered "only to verify whether a default has occurred or not". The top court referred to the provisions of the IBC and said that the NCLT and its

appellate body, NCLAT, had only two options available to either allow or reject the insolvency proceedings against the firm. A bench comprising Justices Shri D Y Chandrachud and Shri A S Bopanna set aside the verdicts of NCLT and NCLAT which had asked the company to try to settle the claims of homebuyers within a time frame and had dismissed the pleas for initiation of insolvency proceedings against Bharath Hi Tech Builders Pvt. Ltd.

SEBI circular for extension of implementation date of circulars

As per SEBI Mutual Funds Regulations, trustees and asset management companies (AMC) shall ensure that the assets and liabilities of each scheme are segregated and ring-fenced from other schemes of the mutual fund and bank accounts and securities accounts of each scheme are segregated and ring-fenced. Further, SEBI has extended the date of implementation of its circular dated September 27, 2021 and October 27, 2021 on "Risk Management Framework (RMF) for Mutual Funds" and on "Two-tiered structure for benchmarking of certain categories of Mutual Fund Schemes" respectively, to April 01, 2022.



Clarifications with respect to Circular dated November 03, 2021, on 'Common and simplified norms for processing investor's service request by RTAs and norms for furnishing PAN, KYC details and Nomination'

SEBI, vide its Circular dated November 03, 2021, has laid down the common and simplified norms for processing investor's service request by Registrars to an Issue and Share Transfer Agents (RTAs) and norms for furnishing PAN, KYC details and Nomination. Based on the representations received from the Registrars Association of India (RAIN), SEBI has provided clarity on certain provisions and on the applicability of the aforementioned circular.

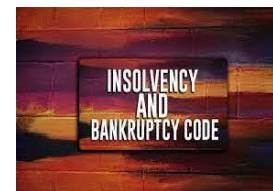
Restoration of relaxed timelines w.r.t. validity of observation letter pertaining to Mutual Funds

SEBI restored the validity period of "observation letter" issued by SEBI for launching new fund offerings (NFOs) by mutual funds to six months. This will come into force with immediate effect. SEBI, in March 2020, had extended the validity period of observation letter issued by it for the launch of NFOs from six months to one year from the date of SEBI letter. However, for all schemes (NFOs) where SEBI has already issued observation letter and NFOs are yet to be launched, the schemes shall be launched within one year from the date of SEBI observation letter.



Invitation of comments from public on proposed changes to the Corporate Insolvency Resolution and Liquidation Framework under Insolvency and Bankruptcy Code, 2016

Based on the issues raised in the Insolvency Law Committee and from various stakeholder consultations, the following changes are proposed to



the Code to further its objectives of time bound resolution of stressed assets while maximising its value and balancing the interests of all stakeholders and public comments are invited on the proposed changes:

1. Enabling a swift admission process
2. Streamlining avoidable transactions and wrongful trading
3. Time period for approval of resolution plans
4. Closure of the Voluntary Liquidation Process

CONTACT DETAILS:

Head Office

3rd floor, MJ Tower, 55 Rajpur Road, Dehradun

T +91.135.2743283, 2747084, 2742026

E info@vkalra.com

W www.vkalra.com

Branch Office

80/28 Malviya Nagar, New Delhi

E info@vkalra.com

W www.vkalra.com

For any further assistance contact our team at

kmt@vkalra.com

© 2022 Verendra Kalra & Co. All rights reserved.

This publication contains information in summary form and is therefore intended for general guidance only. It is not a substitute for detailed research or the exercise of professional judgment. Neither VKC nor any member can accept any responsibility for loss occasioned to any person acting or refraining from actions as a result of any material in this publication. On any specific matter, reference should be made to the appropriate advisor.

