

**AMITA DESAI & CO. Company Secretaries , Mumbai Cell 09820177691**

<b>Sr. No.</b>	<b>Compliances as per Companies Act, 2013.</b>	<b>Applicability</b>
1	Internal Auditors (Section 138)	(1) All Listed Companies (2) All Public Limited Company-- Having paid up capital of Rs.50 Crore and above or Turnover of Rs.200 Crore and above and Loan outstanding is more than Rs.100 Crore (3) All Private Limited Company- Having Turnover pf Rs.200 Crore and above or loan outstanding is more than Rs.100 Crore
2	Alteration of AOA (Section 14)	Alteration of AOA shall be subject to the provision of Companies Act, 2013 and the condition contained in its memorandum, if any, a company by a special resolution may alter its Articles.
3	Secretarial Audit (Section 204)	(1) All Listed Companies (2) All Public Limited Company-- Having paid up capital of Rs.50 Crore and above or Turnover of Rs.250 Crore and above
4	Certification of Form MGT 8 by PCS on Complaine of Company Law (Section 92)	All listed company and any company having Paid up Capital of More than Rs. 10 Crores or Turnover More than Rs. 50 Crores
5	Annual Return in Form MGT 7 Certification by CS	All listed Company , all public limited company and all private limited company having paid uo capital of more than 50 Lac and turnover of more than 2 crore exemption for One Person Company and Small Company
6	Women Director (Section 149)	All Listed Companies and All Public Limited Company having paid Up share Capital of Rs.100 Crore and above and Turnover or Rs.300 Crore and above
7	Vigil Mechanism(Section 177)	All Listed Companies, All companeis accepting public deposits and borrowings of more than Rs.50 Crore

8	Corporate Social Responsibility (CSR) (Section 135)	All Companies having Networth of Rs.500 Crore or Turnover of Rs.1000 Crore and Net Profit of more than Rs.5 Crore
9	Audit Committee (Section 177)	All Listed Company and Public Company having Paid up Capital More than Rs 10 Crores or Turnover More than 100 Crores or O/s Loans/Borrowing/Debentures/Deposits More than 50 crores as per last audted Balance Sheet
10	Nomination & Remuneration Committee (Section 178)	All Listed Company and Public Company having Paid up Capital More than Rs 10 Crores or Turnover More than 100 Crores or O/s Loans/Borrowing/Debentures/Deposits More than 50 crores as per last audited Balance Sheet
11	CARO	All Public Companies/All listed Companies Paid up Capital + Reserve Rs. 50 lacs or more or Turnover of Rs. 5 Crores or more or Borrowing from Banks and Public FI exceeding Rs. 25 Lacs
12	Cash Flow Statement (Section 2(40))	All companies except OPC, Small Company and Dormant Company
13	Independent Directors (Section 149)	All listed Companies and Public Limited Company having Paid up Capital exceeding Rs 10 Crores or Turnover of 100 Crore or more or outstanding loans/Debentures/Deposits of 50 Crore or more ( must have minimum 2 Independent Director)
14	KMP- MD or CEO , CFO or Manager (in absence WTD) (Section 203)	All Listed Companies and Public Company having paid up capital of Rs. 10 Crores or more

15	KMP- Company Secretary (Section 203)	All Listed Companies and every company having Paid up Capital of Rs. 5 Crores or more
16	Rotation of Auditors (Section 139)	All Listed Companies , all Public Limited Company having paid up capital of Rs. 10 crores or more and all Private Limited Company having paid up capital having public borrowing from financial institutions, banks, or public depositories of Rs 50 Crores or more
17	XBRL	All Listed Company and every company with Paid up Capital of Rs 5 Crores or more or Turnover of Rs. 100 Crores or more

18	Related Party Transactions (Section 188)	<p>A Company may enter into any contract or arrangement with related party with prior approval of the Company by a special resolution for the following thresholds mentioned below:</p> <p>a) Contracts or arrangements with respect to clauses (a) to (e) of Section 188(1) and involves:</p> <ol style="list-style-type: none"> <li>1. Sale, purchase or supply of any goods or materials, whether directly or through any agent, exceeding 10% of the turnover of the company or Rs. 100crore, whichever is lower;</li> <li>2. Selling or otherwise disposing of or buying property of any kind, directly or through any agent, exceeding 10% of the net worth of the company or Rs. 100 crore, whichever is lower;</li> <li>3. Leasing of property of any kind, exceeding ten percent of net worth of the company or 10% of the turnover of the company or Rs. 100 Hundred crore, whichever is lower;</li> <li>4. Availing and rendering of any kind of services, directly or through appointment of agent, exceeding 10% of the turnover of the company or Rs.50 Crore, whichever is lower;</li> <li>5. Holding place of profit--- Rs.2.5 Lac pm or Rs.30 Lacs pa and</li> <li>6. Service of Underwriting ---- exceeding 1% of Net Worth of the Company</li> </ol>
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19	<p>Cost Auditor (Section 148) and The Companies (Cost Records and Audit) Rules, 2014</p>	<p><b>Class A-</b> Companies engaged in production of goods in Strategic Sectors -          If the Company Net worth is Rs.500 Crore or More OR          Turnover of the company is Rs. 500 Crore or more</p> <p><b>Class B-</b> Industries regulated under a sectoral Regulator or Ministry or Department of Central Government -</p> <p>1.In the case of a multi-product or a multi services company, Cost audit will apply if the individual turnover of such specific product or services is Rs. 100 Crore or more</p> <p>2. In the case of a company producing any one specific product or service specified, Cost audit will apply if the net worth of the company is Rs.500 Crore or more or Turnover of such product or service Rs.100 Crore or more</p> <p><b>Class C-</b> Companies operating in areas of public interest -1.In the case of a multi-product or a multi services company, Cost audit will apply if the individual turnover of such specific product or services is Rs. 100 Crore or more</p> <p>3. In the case of a company producing any one specific product or service specified, Cost audit will apply if the net worth of the company is Rs.500 Crore or more or Turnover of such product or service Rs.100 Crore or more</p> <p><b>Class D –</b> Companies (including foreign companies other than those having only liaison offices) engaged in the production, import and supply or trading of medical devices -1.In the case of a multiple product or devices company, Cost audit will apply if the individual turnover of such specific product or device is Rs. 10 Crore or more or 1/3rd of the turnover whichever is less</p> <p>4.In the case of a single product or devices company, Cost audit will apply if the net worth of the company is Rs. 150 Crore or more or turnover is Rs.25 Crore or more</p>
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