

Applicability of Various Sections of Companies Act, 2013 as amended by Companies (Amendment) Act, 2017

Sr. No	Section	Compliances as per Companies act, 2013	Threshold limit for applicability
1	2(6)	Associate Company	<p>In relation to another Company, means a company in which that other company has a significant influence, but which is not a subsidiary company of the company having such influence and includes a joint venture company.</p> <p>(a) "significant influence" means control of at least 20% of total voting power, or control of or participation in business decisions under an agreement;</p> <p>(b) "joint venture" means a joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the arrangement.</p>
2	2(85)	Small Company	<p>Company other than Public Company having: Paid up Share Capital which does not exceed Rs. 50 Lakhs or such higher amount as may be prescribed which shall not be more than Rs. 10 crores AND Turnover as per profit and loss account for the immediately preceding financial year does not exceed Rs. 2 crores or such higher amount as may be prescribed which shall not be more than Rs. 100 crores</p> <p>Provided that above shall not apply to— (A) a holding company or a subsidiary company; (B) a company registered under section 8; or (C) a company or body corporate governed by any special Act;</p>
3	73	Public Deposit	<p>Public Company is eligible to accept deposit from persons other than its members which having:</p> <ul style="list-style-type: none"> • Net worth is 100 crores or more, or, • Turnover is 500 crores or more and <p>which has obtained the prior consent of the Company in General Meeting by means of a special resolution and also filed the same with ROC before making any invitation to the Public for acceptance of Deposits.</p>

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4	90	Significant Beneficial Interest	<p>Every individual, acting alone or together, or through one or more persons or trust and persons resident outside India holds beneficial interest of not less than 10 % or more , in shares of the Company or right to exercise or actual exercising of significant influence or control over company as defined in sec 2(27) of the Act is required to make declaration to the Company in form BEN-1</p> <p>Every company shall file a return of significant beneficial owners of the company and changes therein with the Registrar containing names, addresses and other details as may be prescribed within such time, in Form BEN-2 within 30 days from the date of receipt of declaration by it.</p>
5	92	Annual Return Certification by CS (MGT 8)	<p>All Listed Companies or All Companies with:</p> <ul style="list-style-type: none"> • Paid up Capital of Rs. 10 crores or more or • Turnover of Rs. 50 crores or more
6	92	Annual Return in Form MGT 7 Certified by PCS or CS	Applicable to all Companies (exemption to One Person Company and Small Company)
7	108	E voting rights	<p>Every listed company and A company having not less than 1000 shareholders</p>
8	133	IND AS	<p>(i) Any Company and its holding, subsidiary, joint venture or associate company may comply with the Indian Accounting Standards (Ind AS) for financial statements for accounting periods beginning on or after 1st April, 2015, with the comparatives for the periods ending on 31st March, 2015, or thereafter;</p>

(ii) The following companies shall comply with the Ind AS for the accounting periods beginning **on or after 1st April, 2016**, with the comparatives for the periods ending on 31st March, 2016, or thereafter, namely:-

(a) companies whose equity or debt securities are listed or are in the process of being listed on any stock exchange in India or outside India and having **Net worth of Rs. 500 crore or more;**

(b) companies other than those covered by sub-clause (a) of clause (ii) and having **net worth of Rs. 500 crore or more;**

(c) holding, subsidiary, joint venture or associate companies of companies covered by (a) and (b) stated above as the case may be; and

(iii) The following companies shall comply with the Indian Accounting Standards (Ind AS) for the accounting periods beginning on or after **1st April, 2017**, with the comparatives for the periods pending on 31st March, 2017, or thereafter, namely:

(a) companies whose equity or debt securities are listed or are in the process of being listed on any stock exchange in India or outside India and having net worth of less than rupees five hundred crore;

(b) companies other than those covered in clause (ii) sub-clause (a) of clause (iii), that is, **unlisted companies having net worth of Rs 250 Crores or more but less than Rs 500 Crores or more;**

(c) holding, subsidiary, joint venture or associate companies of companies covered under clause (a) and (b) above, as the case may be:

Exceptions:

Companies whose securities are listed or are in the process of being listed on SME exchange or on the Institutional Trading Platform without initial public offering in accordance with the provisions of Chapter XC of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009.

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9	134	Risk Management Policy	<p>Applicable to all Companies</p> <p>(Directors of the Company are required to provide statement indicating development and implementation of a Risk Management Policy in its Board Report provided every year)</p>
10	135	CSR	<p>All Companies having:</p> <ul style="list-style-type: none"> • Net Worth of Rs.500 crores or more, or, • Turnover Rs. 1000 crores or more, or, • Net Profit of Rs.5 crores or more
11	137	XBRL	<ul style="list-style-type: none"> • Companies listed with Stock Exchanges in India and their Indian Subsidiaries; • Companies having Paid up Capital of Rs 5 Cr or more; • Companies having Turnover of Rs. 100 Crores or above; • All Companies which are required to prepare their financial statements in accordance with Companies (Indian Accounting Standards) Rules 2015. <p>Further the companies mentioned above which have filed their financial statements shall continue to file their financial statements and other documents though they may not fall under the class of companies specified therein in succeeding years</p> <p>Also the companies which have filed their financial statements under the erstwhile rules, namely the Companies (Filing of Documents and Forms in Extensible Business Reporting Language) Rules, 2011, shall continue to file their financial statements and other documents though they do not fall under the class of companies specified therein</p>

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12	138	Internal Audit	<p>i. every listed company;</p> <p>ii. every unlisted public company having–</p> <ul style="list-style-type: none"> • paid up share capital of Rs. 50 crores or more; or • turnover of Rs. 200 crores or more; or • O/s loans or borrowings from banks or PFI exceeding Rs. 100 crores or more; • O/s deposits of Rs. 25 crores or more; and <p>iii. every private company having–</p> <ul style="list-style-type: none"> • turnover of Rs. 200 crores or more; or • O/s loans or borrowings from banks or PFI exceeding Rs. 100 crores or more
13	139(2)	Rotation of Auditors	<p>Every Listed Company; and</p> <p>a. All unlisted public Companies having paid up capital of Rs. 10 crores or more or</p> <p>b. All Private Limited Company having paid up share capital of Rs. 50 crores or more;</p> <p>c. All companies having paid up capital below threshold limit mentioned in (a) and (b) above, but having public borrowing from Financial Institutions, banks, or public deposits of Rs 50 Crores or more</p>
14	143	CARO	<ul style="list-style-type: none"> • All listed Companies • All Public Companies • All Private Companies if Paid up Capital + Reserve exceeds Rs.1 crore or Borrowing from Banks & Public FI exceeds Rs. 1crore or Total revenue defined under Schedule III (including revenue from discontinuing operations) exceeds Rs. 10 crores
15	143	Cash Flow Statement	<p>All Companies Except OPC, Dormant Company, Small Company and Private Company (In case of Start-up Company)</p>

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16	148	Cost Audit	<p>Every company specified in item (A) of Rule 3 Companies (Cost Records and Audit), 2014 shall get its cost record audited in accordance with these rules if:</p> <ul style="list-style-type: none"> • The overall annual turnover of the Company from all its products and services during immediately preceding FY is Rs. 50 crores or more and • Aggregate turnover of the individual product/s or service/s for which cost records are required to be maintained is Rs. 25 crores or more. <p>Every company specified in item (B) of Rule 3 shall get its cost record audited</p> <ul style="list-style-type: none"> • The overall annual turnover of the Company from all its products and services during immediately preceding FY is Rs.100 crores or more and • Aggregate turnover of the individual product/s or service/s for which cost records are required to be maintained is Rs. 35 crores or more.
17	149	Woman Director	<p>Every Listed Company; Every Other Public Company with Paid up Capital of Rs. 100 Crores or more OR Turnover of Rs. 300 Crores or more</p>
18	149(6)	Independent Directors	<p>Every listed company shall have at least 1/3rd of the total number of directors as independent directors.</p> <p>As per SEBI Listing Obligations and Disclosure Requirements (LODR), where a chairperson is an Executive Director, majority of the Directors shall be Independent. Whereas, when the chairperson is a Non-Executive Director, atleast half of the Board shall consists of Independent Director.</p> <p>Following companies shall have atleast 2 directors as independent directors: All Public Companies having:</p> <ul style="list-style-type: none"> • Paid-up Share Capital of Rs. 10 crores or more, or, • Turnover Rs. 100 crores or more, or, • In aggregate, have O/s loans, debentures and deposits of more than Rs.50 crores

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19	177	Vigil Mechanism	<p>Every Listed Company and the Companies belonging to the following class or classes</p> <p>a. The Companies which accepts deposits from public;</p> <p>b. The Companies which have borrowed money from Banks and Public Financial Institution in excess of Rs. 50 Crores</p>
20	177	Audit Committee (For Public and Listed Companies)	<p>Every Listed Public Company and, All Public Companies having:</p> <ul style="list-style-type: none"> • Paid-up Share Capital of Rs. 10 crores or more, or, • Turnover Rs. 100 crores or more, or, • In aggregate, have O/s loans, debentures and deposits of more than Rs.50 crore
21	178	Nomination & Remuneration Committee (for Public and Listed Companies)	<p>Every Listed Public Company and, All Public Companies having:</p> <ul style="list-style-type: none"> • Paid-up Share Capital of Rs. 10 crores or more, or, • Turnover Rs. 100 crores or more, or, • In aggregate, have O/s loans, debentures and deposits of more than Rs.50 crore
22	178	Stakeholder Relationship Committee	<p>Board of Directors of a Company which consist of more than 1000 Shareholders, Debenture-holders, Deposit holders and any other Security holders at any time during a financial year shall constitute a Stakeholder Relationship Committee</p>

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23	188	Related Party Transactions	<p>Any transaction with Related Party as defined under section 2 (76) read with Section 188 (1) of the Companies Act requires a prior approval of the Company by a resolution if it exceeds thresholds mentioned below:</p> <p>a) Contracts or arrangements with respect to clauses (a) to (e) of Section 188(1) with Criteria as mentioned below:</p> <ul style="list-style-type: none"> • Sale, purchase or supply of any goods or materials, whether directly or through any agent, amounting to 10% or more of the turnover of the company or Rs. 100 crores, whichever is lower; • Selling or otherwise disposing of or buying property of any kind, directly or through any agent, amounting to 10% or more of the net worth of the company or Rs. 100 crores, whichever is lower; • Leasing of property of any kind, amounting to 10% or more of net worth of the company or 10% or more of the turnover of the company or Rs. 100 crores, whichever is lower; • Availing and rendering of any kind of services, directly or through appointment of agent, amounting to 10% or more of the turnover of the company or Rs.50 Crores, whichever is lower; <p>b) Appointment to any office or place of profit in the Company, its subsidiary or Associate Company at a monthly remuneration exceeding 2.5 Lakhs</p> <p>c) Remuneration for under writing the subscription of any security or derivatives thereof, of the Company exceeding 1 % of the net worth.</p> <p>In case of Wholly Owned Subsidiary (WOS) the resolution passed by the Holding Company shall be sufficient for the purpose of entering into the transactions between the WOS and Holding Company.</p> <p>As per Regulation 23 (2) of SEBI (LODR) 2015, all related party transactions shall require prior approval of the audit committee</p>

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24	203	KMP- MD or CEO or Manager (in absence WTD) or CFO	<ul style="list-style-type: none"> • Every Listed Company • Every public Company with Paid up Capital of Rs. 10 crores or more
25	203	KMP- Company Secretary	Every Company with Paid up Capital of Rs. 5 Crores or more
26	204	Secretarial Audit	Every Listed Company and other public companies with Paid up Capital of Rs. 50 Crores or more or Turnover of Rs. 250 Crores or more
27	The Sexual harassment of Women at work place (Prevention, Prohibition and Redressal) Act 2013	Sexual Harassments policy under The Sexual harassment of Women at work place (Prevention, Prohibition and Redressal) Act 2013	Applicable to workplace having more than 10 Employees