

Amita Desai & Co., Company Secretaries, Mumbai

Things to do from April, 2021 under the CA 2013

All companies and compliance officer need to ensure following from April, 2021 for compliances under the Companies Act, 2013

1. Ensure to have **Accounting Software** from FY 2021-22 which has feature of Audit Trails;
2. Auditors to flag any transaction that is **changed, tweaked or deleted by the company**
3. Details of valuation done for **OTS and while taking loan** to be disclosed in Directors Report from FY 2020-21
4. **CARO 2020** will be effective from FY 2021-22 where in Auditors are required to give more disclosures
5. Definition of **small company** is altered wef 01 April 2021 as a company whose paid up capital is less than 2 crore and turnover is less than 20 crore.
6. **CSR Policy** to be revised and CSR Committee Terms of Reference to be modified in Board Meeting
7. Auditors to investigate/ flag accounting entries dealing with **related parties**.
8. **EGM can be thru Video Conferencing facilities till 30th June 2021**
9. Board can pass certain **resolutions thru Video Conferencing facilities till 30th June, 2021** which otherwise to be passed only in Meeting held with physical presence.
10. Companies to take on Record **Form MBP-1** given by the Directors and KMPs disclosing his interest and concern in any company (ies), body corporate(s), firm(s) or other association of individual other entities including shareholding more than 2% shareholding of body corporate either singly or along with other director (along with the list of his relatives).he Director need to disclose
 - (a) Name of company (ies) where he is Director or member holding more than 2% shareholding of that company, either himself or along with other Director;
 - (b) Name of Body Corporate (s) in which he is holding more than 2% shareholding of that Body Corporate, either himself or along with other Director;
 - (c) Name of Body Corporate(s) in which he is a promoter, manager, Chief executive Officer of that Body Corporate(s);
 - (d) Name of Firm (s) in which he is partner ;
 - (e) Name of any other entity(ies) in which he is partner, owner or member.
11. Companies to take on record **Form DIR -8** received from the Directors confirming whether he has incurred any disqualification for his appointment or re-appointment
12. Company to confirm is all the Directors have filed **Form DIR -3 KYC** before 30 September, 2021
13. Company to file following Forms with RoC
 - (a) **Form MSME-1** by 30th April, 2021
 - (b) **Form DPT-3** by 30th June 2021
 - (c) **Form CSR-1** from 01st April, 2021 for its own Section 8 company, Registered Trust or Registered Society having Section 12A and Section 80G registration under the Income Tax Act, 1961
 - (d) **Form CFSS-2020** by 30th June 2021 for forms / returns filed under the Company Fresh Start Scheme 2020

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Compliances with stock exchange as per SEBI (LODR) 2015

Listed entity to file following information/ returns/ documents with stock exchanges as per SEBI (LODR) 2015

1. **Regulation 7 (3)**- Submission of Compliance Certificate duly signed by both the Compliance Officer and Authorized Representative of RTA Certifying that compliances of all activities in relation to both physical and electronic share transfer facility are maintained by RTA or by Company in house—by 30th April, 2021
2. **Regulation 13 (3)**--Statement giving the number of investor complaints pending at the beginning of the quarter, those received during the quarter, disposed off during the quarter and those remaining unresolved at the end of the quarter--- by 21st April, 2021
3. **Regulation 23 (3) (c) and (d)** -Audit Committee to review on quarterly basis the details of Related Party Transactions entered in to by listed entity pursuant to omnibus approval given.
4. **Regulation 23(9)**-- Disclose Related Party Transactions on a consolidated basis, in the format specified in the relevant accounting standards for annual results and publish the same on its website ---within 30 days from the date of publication of its standalone and consolidated financial results for the half year.
5. **Regulation 24 A**- Disclose Annual Secretarial Compliance Report (SCR) in XBRL and pdf format – in 60days from end of FY – 30th May 2021
6. **Regulation 27 (2) (a)**--Quarterly Compliance Report on Corporate Governance.—by 15th April, 2021
7. **Regulation 29 (1) (a)**-- Prior intimation for the date of Board Meeting in which Financial results vizquarterly, half yearly, or annual, as the case may be, is due to be considered. – two days prior to relevant BM date
8. **Regulation 30 (6)**—Disclose information as soon as reasonably possible and not later than 24 hours from the occurrence of event or information mentioned under. Part A of Schedule III —in 24 hours
9. **Regulation 31 (1)**- a statement showing holding of securities and shareholding pattern separately for each class of securities—by 21st April 2021

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10. **Regulation 33 (3) (d)**--Annual Audited Standalone Financial Result for the financial year along with the audit report and (statement on impact of Audit Qualification applicable only for audit report with modification opinion) provided that if listed entity has subsidiaries, it shall while submitting annual audited standalone financial result also submit annual audited consolidated financial result along with auditor report and (statement on impact of Audit Qualification applicable only for audit report with modification opinion) --- by 30th May 2021
**Along with the extent and nature of security created and maintained with respect its secured listed non-convertible debt securities*
11. **Regulation 40 (9)** --Certificate from a practicing company secretary certifying that all certificates have been issued within 30 days of the date of lodgement for transfer, sub-division, consolidation, renewal, exchange or endorsement of calls/allotment monies by share transfer agent and/or the in-house share transfer facility, as the case may be—by 30th April, 2021.
12. **Regulation 47 (1) (a)**-Publish Notice in newspaper about meeting of Board of Directors where financial results shall be discussed ---simultaneously with the submission of the same to Stock Exchange
13. **Regulation 47 (1) (b)**-- Publish a copy of the financial results which were submitted to the Stock Exchange—in 48 hours from conclusion of Board Meeting
14. **Regulation 52 (2) (a)** -Un-audited financial result shall be accompanied by limited review report prepared by statutory auditors of the listed entity- with in 45 days from the end of the half year –15th May 2021
**Along with the extent and nature of security created and maintained with respect its secured listed non-convertible debt securities*
15. **Regulation 57 (2)**- An undertaking on annual basis stating that all documents and intimations required to be submitted to Debenture Trustees in terms of Trust Deed and Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008.

Disclaimer

This legal update is not intended for solicitation or advertising. This is of a general nature for knowledge sharing only. It is not to be construed as legal opinion.

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