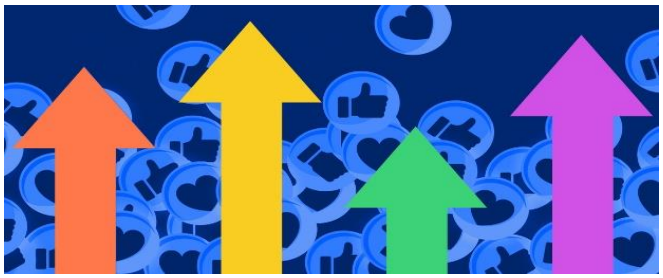
iComply

Editorial

It is a well-known axiom in cricket that to play every ball on its merit is the secret to playing a long match winning innings. Read more…

OPINION:

What is Hot in Company Law?



Our free to use website www.ca2013.com has the unique distinction of providing an integrated view of the Companies Act, LODR and IB code. Read more…

Compliance calendar

Due dates for Professional tax, Goods and Service Tax, Companies Act, 2013 among others has been captured for your ready reference. View the list…

Gist of Regulatory Changes in Companies Act, 2013, SEBI (LODR), 2015 and Insolvency & Bankruptcy Code, 2016 in the month of March, 2021

Fourteen Regulatory changes in Companies Act, 2013, SEBI (LODR), 2015 and Insolvency & Bankruptcy Code, 2016 were made in the month of March.
View the list…

What's New in BLISS?

BLISSPLUS and BLISSLISTED:

1. Admin-defined Records for Customized Viewer and Director Role

BLISS, BLISSPLUS and BLISSLISTED

1. Meeting-based Action Tracker view
2. User-friendly Agenda Item sequencing

Read more…

What Makes Our Corporate Law Site www.ca2013.com site Go Viral?

by Shankar Jaganathan

We launched our free-to-use website CAIRR, with the url www.ca2013.com on October 5, 2015 on a hunch that corporate law would continue be in a state of flux for the near future Read more…

BLISS Tips for the Month

#161: BLISS enables users to download and/or email only Selected Agenda Items from a Meeting Document
#162: Avoid last minute rush with BLISS: Pre-plan for the list of compliances related to a particular Agenda Item
#163: All In One Place: Store all your meeting related documents in one place in BLISS
#164: Get auto filled Declaration of Interest and Intimation by the Directors in form MBP 1 and DIR 8 (Re-circulation)
#165: CAIRR, our free to use website reaches 11 Million Page Views

CimplyFive's Report on Directors Induction & Familiarization Programs of Nifty 50 Companies releasing on April 7th, 2021



 Copyright © 2021, CimplyFive

Editorial

It is a well-known axiom in cricket that to play every ball on its merit is the secret to playing a long match winning innings. Likewise, in business and profession too, treating every new year as a new beginning and working as best as we can is vital for sustained success. As we start this new financial year 2021-22, Team CimplyFive wishes every one of you a year filled with success, prosperity, and BLISS.

We could not release our Report on Directors' Induction and Familiarization Programs in March, as initially planned. This Report is now scheduled for release in the week beginning on April 5th. This Report has some interesting findings that we think will engage all minds interested in good governance. We look forward to your continued feedback and critique as always to enhance the quality of our research reports.

In March 2021, our free to use website www.ca2013.com crossed 11 million page views. The 11th million view was reached in just 74 days compared to 776 days it took for the first million. In this issue, we have included an article on what makes this website unique and why we believe its viewership and popularity will continue to grow. Along with this, our other regular features like –**Gist of Changes in the Companies Act, 2013** and **Statutory Compliance Calendar** are also included in this Issue.

Please share your feedback on this newsletter with us at contact@cimplyfive.com, we look forward to it.

Happy reading,
Shankar Jaganathan
Editor of iComply
April 5, 2021

OPINION:

What is Hot in Company Law?

Our free to use website www.ca2013.com has the unique distinction of providing an integrated view of the Companies Act, LODR and IB code. Our site crossed 11 **million page-views** on March 26, 2021 and it attracts over 3000 users accessing around 10000 pages a day. Listing of the most viewed sections in the Companies Act, LODR and IB code in the month of March 2021 here is based on visitors to our site.

For the Month of March 2021
Top 5 Chartbusters in the Companies Act, 2013

Rank in Feb	Change in Rank	Rank in March	Section reference	Section title
1	↔	**1**	**135**	Corporate Social Responsibility
2	↔	**2**	**62**	Further issue of share capital
3	↔	**3**	**149**	Company to have board of directors
4	↔	**4**	**188**	Related party transactions
N	↑	**5**	**179**	Powers of Board

One new section entered the top 5 ranks, replacing Sections 173.

LODR Top 5 Chartbuster Regulations

Rank in Feb	Change in Rank	Rank in March	Regulation reference	Regulation Title
1	↔	**1**	30	Disclosure of events or information
2	↔	**2**	17	Board of Directors
N	↑	**3**	33	Financial Results
N	↑	**4**	23	Related Party Transactions
N	↑	**5**	34	Annual Report

Two regulations have retained their top 5 ranks with three new entrant replacing Regulation 18, 47 and Regulation 2

 Copyright © 2021, CimplyFive

IB Code Top 5 Chartbusters

Rank in Feb	Change in Rank	Rank In March	Section reference	Section Title
N	↑	**1**	59	Voluntary liquidation of corporate persons
3	↑	**2**	3	Definitions
1	↓	**3**	5	Definitions
N	↑	**4**	7	Initiation of corporate insolvency resolution process by financial creditor
N	↑	**5**	11	Persons not entitled to make applications

Three new sections are new entrants. They have replaced sections 5, 1 and 2.

What Makes Our Corporate Law Site www.ca2013.com site Go Viral?

by Shankar Jaganathan

We launched our free-to-use website CAIRR, with the url www.ca2013.com on October 5, 2015 on a hunch that corporate law would continue be in a state of flux for the near future and with listed companies being regulated by two authorities MCA and SEBI, an integrated view was not just desirable but essential. The past five years have validated our hunch as the time for a million-page view crashed from 776 days for the first million to just 74 days for the 11th million that we crossed on March 26, 2021. Over 4200 viewers enrolled to receive our updates that we mail whenever there is a change in the mandates, further validates our value add.

As we seek to build on the current momentum, we see five elements contribute to this rapid growth in viewership:

1. **Focused view despite heightened flux** in corporate law consisting of the Companies Act, LODR and IB Code
   - 600+ changes in the last five years consisting of Amendments, Clarifications and Notifications,
   - 62% of change in the Company law, LODR 15% and IB code contributing 22%.
   - In each of the last 4 years there was more than 100 changes.

   Daily and predictable updates to the site with a clear display of 'Valid As On date' helps practicing professionals and corporate practitioners use www.ca2013.com as their sole reference site. Our team prides itself on the fact that this site is updated on each working day by 11 AM for all changes made till the previous day. Barring the odd day when the quantum of change is so humungous that it takes more than a few hours to effect it, on these occasions we inform the views with an 'update in progress' message.

2. **Two regulations in one view:** Two authorities regulating the same activity translates to the viewer needing to constantly refer to the two regulations to ensure the nature of compliance that is required in law. Our site provides all the 60+ interlinkage points between the Companies Act and LODR to provide viewers a seamless view of their compliance requirements, where in a single click, the viewer can move from Companies Act to LODR and vice-versa to stay updated.

   Example of some of the most used integrations are:
   - LODR17-Section 169 relating to Board of Directors.
   - LODR 18-Section 177 and 178 relating to Audit Committee & NRC.
   - LODR 23 -Section 188 relating to Related Party Transactions.
   - LODR 42-Section 123 relating to dividend.

   Corporate professionals like Directors, Venture capitalists, Private equity investors and Senior executives in CFO team, who may not be specialists in corporate law find our site a valuable reference point for a quick check on the applicable provisions,

as they get a comprehensive view covering both the compliance requirements in one place.

3. **Comprehensive view:** An Act by itself conceals more than it reveals. For a comprehensive view, a section in the Act needs to be read along its connected Rules, Notifications, Circulars, Registers, Returns and Schedules. For instance, Section 149 related to Board of Directors is connected to 4 rules, 19 notifications, 5 circulars and 1 schedule. Our site www.ca2013.com, provides a comprehensive view by providing hypertext in the Act to connect all the relevant Rules, Notifications, Circulars, Registers, Returns and Schedules so that the view gets the comprehensive view.

   Practitioners benefit from this comprehensive view as the can see what is permitted to be done, the process by which it must be done and the registers or returns that need to be updated/filed to complete the transactions end-to-end.

4. **Search Facility**: The Companies Act, 2013 is vast with 470 sections, 51 rules that are like mini-acts and eight schedules. Given this voluminous content, our site www.ca2013.com provides a search feature, whereby entering a key word, all the relevant sections that contain the key words are pulled up for display.

   Viewers save substantial time by using the search feature to pull out the relevant section or rules that they need without wasting any time.

5. **Accuracy:** All the four features mentioned above would be of little use if the content is inaccurate. With around 4000 users each day, our site comes under intense scrutiny and has stood the test of time. But we are human. In 2020-21, four errors of missing words or phrases were pointed out to us using our email id contact@cimplyfive.com. All these errors after verification were corrected within 3 hours of it being brought to our notice. We assure our viewers that any error brought to our notice will be corrected in the shortest time possible. Our target is to have zero error and on the odd occasion it creeps in, correct it the same day.

Our viewers are assured of accurate information in our website. With a personal assurance from CimplyFive team, that in the less likely event of any error, it will be corrected in the shortest period of time after it is highlighted to us.
Please visit and explore our site www.ca2013.com if you have not already done it. If you are our regular user, we thank you for your patronage and request you to share this with your professional colleagues.

What's New in BLISS?

BLISSPLUS and BLISSLISTED:

1. **Admin-defined Records for Customized Viewer and Director Role:** The CS / Admin of the company can now choose if the user with Customized Viewer / Director role would view 'Meeting Scheduler' and 'Other Compliances' tabs. The Admin can also specify the period for which both, Records (Documents created in BLISS) and Past Records (Prior records uploaded in BLISS) to be visible to the Customized Viewer / Director. Customized Viewer role is generally assigned to Auditors or for due-diligence. *This feature provides greater control to the Company Secretary, eases sharing the required documents during Audits (Customized Viewer Role), and ensures sharing documents with the Directors, based on their specification or need.*

BLISS, BLISSPLUS and BLISSLISTED:

1. **Meeting-based Action Tracker view:** The user can now set filters for Event-Based Action Trackers triggered for a specific Meeting by entering the meeting date. The result shows the Action Tracker pending for the selected meeting and indicates the Agenda Item for which it is triggered. *This feature makes BLISS more user-friendly and enables the Secretarial Team to plan their activity to optimise their time.*
2. **User-friendly Agenda Item sequencing:** Users can now define the sequence for an Agenda item when they drag and drop the Agenda item/s from the repository of pre-drafted resolutions. The selected Agenda item gets inserted in the chosen sequence without requiring the users to move it to the desired position. *This feature eases the Agenda creation process and makes BLISS more user-friendly.*

Board Leaders Integrated Software Solutions



BLISSPLUS

BLISS LISTED

BLISSGLOBAL

BLISSDOCS

CIMPLYBEST

BLISSTAT

CAIRR LODR Integrated

BLISS is a Cloud hosted software that automates the routines, provides an e-repository, timely alerts and a real-time dashboard, all aimed at ensuring compliance and good corporate governance. By doing so, it provides complete peace of mind to the Board of Directors and assurance to professionals by providing them with real-time compliance status with respect to the Companies Act,2013

BLISSPLUS is an advanced variant of BLISS with multiple premium features like Directors view, facility to store past Secretarial records, automated compliance tracker for size-based compliance under the Companies Act,2013

BLISSLISTED An advanced variant of BLISSPLUS for Listed Companies with Companies Act,2013 and SEBI's LODR 2015 compliances integrated to provide a single point compliance automation, risk manager & e-repository for secretarial records including past secretarial records.

BLISSGLOBAL is a cloud hosted key document management solution with Action Tracker that provides master data capture of the entity, e- repository for document management, Automated Tracker for managing event based and calendar-based activities.

BLISSDOCS is an Android/IOS based Board app for Directors which provides secure access to Board documents on Tablets/mobile phones, enhancing Directors productivity and making the Board meetings efficient & effective

CimplyBest is a tailormade software for Indian Corporates in conducting Corporate Board Evaluation which will optimize Board's Time & Effort with confidentiality assured.

BLISSTAT Is a cloud hosted custom built software to automate Direct Tax assessment processes and provide a comprehensive action tracker enabling workflow automation with a e-repository for storing all tax assessment records.

CAIRR is a free to use website from CimplyFive that provides at your fingertips, an integrated view of the Companies Act, 2013, IB Code, 2015 and LODR, 2015. The site and app is updated daily at 10AM for changes in the Act & Regulations. For more details, please visit www.ca2013.com

 Copyright © 2021, CimplyFive

Compliance Calendar

April 13th	GSTR 1 (Jan-Mar, 2021) - Return with details of all outward supplies
April 15th	Pay PF contribution for March
	ESIC payment for March
April 18th	CMP 08 – A special statement-cum-challan filed by composition dealer to deposit payments
April 20th	Professional Tax payment
April 20th, 22nd, 24th	GSTR 3 B (based on turnover and principal place of business)
April 30th	Annual PF Return
	TDS payment

Gist of regulatory changes in Companies Act, 2013, SEBI (LODR), 2015, SEBI (PIT), 2015 and Insolvency & Bankruptcy Code, 2016 in the month of March, 2021

- **04.03.2021**

IBBI notifies Insolvency and Bankruptcy Board of India (Liquidation Process) (Amendment) Regulations, 2021

Through this amendment, the requirement, as specified in Regulation 31(2), to announce the filing of list of stakeholders with the Adjudicating Authority through public announcement in newspapers in the manner specified in Regulation 12(3) is done away with. Now, the same shall be by way of filing on the electronic platform of the Board for dissemination on the Board's website.

This amendment is applicable for every ongoing liquidation process and those commencing on or after 04/03/2021.

IBBI notifies the Mode, timeline and format for filing of list of stakeholders under the IBBI (Liquidation Process) Regulations, 2016

Regulation 31(5)(d) of the Liquidation Process Regulations requires that the liquidator shall file the list of stakeholders on the electronic platform of the Board for dissemination on its website. The Board, therefore, has made available an electronic platform at www.ibbi.gov.in for filing of list of stakeholders. The platform permits multiple filings by the liquidator as and when the list of stakeholders is updated by the liquidator.

The insolvency professionals are directed to file the list of stakeholders of the respective corporate debtor under liquidation and modification thereof, in the prescribed format, within three days of the preparation of the list or modification thereof, as the case may be. The filings due as on the date of circular shall be filed within 15 days of this circular. It is to be noted that the same format shall be used for filing the list of stakeholders with the Adjudication Authority as required under Regulation 31(2) of the Liquidation Process Regulations.

- **05.03.2021**

MCA notifies the commencement of the provision with respect to abridged Annual Return for One Person Company and Small Company under the Companies Act, 2013

MCA has notified the provision that empowers Central Government to prescribe abridged form of annual return for One Person Company, small company and such other class or classes of companies.

MCA amends Companies (Management and Administration) Rules, 2014

Key highlights of the amendment are as follows:

1. MCA introduces e-Form MGT-7A (Abridged Annual Return) which shall be filed by OPCs and Small Companies from the financial year 2020-21 onwards.
2. MCA revises e-Form MGT-7 which shall be filed by companies other than the OPCs and Small Companies. Revised form requires the Company to provide detailed information with respect to break of the share capital, stock exchanges where the shares are listed, Registrar and Transfer Agents, etc.
3. Requirement to attach the extract of Annual Return to e-Form MGT-7 by the Companies that doesn't have a website has been dispensed with
4. MCA has re-introduced the explanation to the proviso to Rule 20(2) on facilitation of electronic voting by a Listed Company to conduct General Meetings, defining the criteria for the cut-off date, secured system, agency etc.

MCA amends Companies (Incorporation) Rules, 2014

MCA amends e-Form INC-35 AGILE-PRO (Application for registration of Goods and Service Tax Identification Number (GSTIN), Employee State Insurance Corporation (ESIC) registration, Employees' Provident Fund organisation (EPFO) Registration and Profession Tax Registration and Opening of Bank Account) to facilitate Aadhar authentication of the Authorised Signatory/Primary Owner/Office Bearer, as the case may be, for GSTIN registration.

- **15.03.2021**

IBBI amends Insolvency and Bankruptcy Board of India (Insolvency Resolution Process for Corporate Persons) Regulations, 2016

Through this amendment -

- a creditor shall now update its claim with the Interim Resolution Professional/ Resolution Professional (IRP/RP), as and when the claim is satisfied, partly or fully, from any source in any manner, after the insolvency commencement date.
- Where the mandated activity as indicated in 40(1A) of the said Rule is not complete by the date specified therein, the IRP/RP, as the case may be, shall file Form CIRP 7 within three days of the said date, and continue to file Form CIRP 7, every 30 days, until the said activity remains incomplete

- **18.03.2021**

MCA notifies the commencement of provision related to remuneration of non-executive directors in case of inadequate/nil profits

MCA has notified the provision that non-executive director, including an independent director, can be remunerated by the Company in case of inadequate/nil profit, subject to the ceiling prescribed under Schedule V of the Companies Act, 2013 and its Rules.

MCA prescribes limits for yearly remuneration payable to non-executive directors in case of inadequate/nil profits

Through this notification, MCA has amended Schedule V of the Companies Act, 2013 and prescribed the ceiling for yearly remuneration payable to non-executive directors including Independent Directors in case of inadequate/nil profits, based on the effective capital of the Company.

The Central Government establishes Central Scrutiny Centre (CSC) to scrutinize Straight Through Processes (STP) e-forms filed by the Companies with effect from 23/03/2021

Through this notification, MCA notifies the establishment of CSC, which shall function under the administrative control of the e-governance Cell of MCA, to scrutinize the STP e-forms filed under the Companies Act, 2013 and its Rules and forward its findings to the concerned jurisdictional Registrar of Companies for further necessary action under the said Act and its Rules.

IBBI notifies the format for reporting of status of ongoing corporate insolvency resolution processes (CIRPs) through Form CIRP 7

Regulation 40B of CIRP regulations require filing of Form CIRP 7 within three days of due date of completion of any activity stated in the said regulation, and continue to file Form CIRP 7 every 30 days, until the said activity remains incomplete. The Form CIRP 7, whose format is prescribed in the said circular, shall be available for filing three days prior to the due date. This circular is applicable for all the processes ongoing as on the date of this circular.

- **24.03.2021**

MCA relaxes penal provisions with respect to Unpaid Dividend Account and Valuation by a Registered Valuer as per the Companies Amendment Act, 2020

Through this notification, MCA has relaxed penal provisions under the Companies Act, 2013 with respect to contravention of the provisions of-

1. Section 124 – dealing with transfer of money to Unpaid Dividend Account and

2. Section 247 – dealing with valuation undertaken by the Registered Valuer

MCA amends Companies (Accounts) Rules, 2014 with effect from 01/04/2021

Key highlights of the amendment are as follows-

1. Where the books of account and other relevant books and papers are maintained in electronic mode using an accounting software, the Company shall ensure that for the financial year commencing on or after the 1st day of April, 2021, such software has a feature of recording audit trail of each and every transaction, creating an edit log of each change made in books of account along with the date when such changes were made and ensuring that the audit trail cannot be disabled
2. Board's report to include the following information-
   a. the details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 during the year along with their status as at the end of the financial year.
   b. the details of difference between amount of the valuation done at the time of one time settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof.

MCA amends Companies (Audit and Auditors) Rules, 2014 with effect from 01/04/2021

Through this amendment, MCA now requires auditors report to include declaration by the auditors regarding:

- validation of the management representation on investment/lending/receipt of funds to or from any other person(s) or entity (ies), including foreign entities ("Intermediaries") in the manner as specified in the said notification
- compliance with Section 123 of the Companies Act, 2013 with respect to declaration and payment of dividend during the year
- availability of the Audit Trail recording feature in the accounting software, if any, used by the Company to maintain its books of accounts and affirm that the same has been operated throughout the year for all transactions recorded in the software and the audit trail feature has not been tampered with and the audit trail has been preserved by the company as per the statutory requirements for record retention

The amendment has also dispensed with the provision to include the compliance with respect to disclosure of holdings and dealings in Specified Bank Notes during the demonetization period indicated in the said Rules.

MCA amends Schedule III of the Companies Act, 2013 with effect from 01/04/2021

Through this notification, MCA has amended the formats of Balance Sheet and Profit and Loss statements as prescribed in the Schedule III under the Companies Act, 2013, requiring additional and detailed disclosures of several new items under different heads. Important highlights of the amendment are as follows:

A. Some of the key items to be disclosed in the Notes to Accounts under the Balance Sheet section in the formats prescribed therein:

- shareholding pattern of the promoters for each class of shares.
- Trade Payables ageing schedule to MSME and others, including disputed amounts, if any, classified under 'Less than 1 year/1-2 years/2-3 years/More than 3 years'
- Trade Receivables Ageing Schedule in the prescribed format classifying them for outstanding periods falling under 'Less than 6 months/6 months-1 year/1-2 years/2-3 years/more than 3 years'
- Disclose the details of the fund usage where the borrowings from banks and financial institutions haven't been used for the specific purpose for which it was taken at the balance sheet date
- Details of all the immovable property (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) whose title deeds are not held in the name of the company in format given below and where such immovable property is jointly held with others to be given to the extent of the company's share.
- Loans or Advances in the nature of loans are granted to promoters, directors, KMPs and the related parties (as defined under Companies Act,

2013,) either severally or jointly with any other person, that are:

(a) repayable on demand or

(b) without specifying any terms or period of repayment

- Capital Work In Progress (CWIP) Ageing Schedule and CWIP Completion Schedule, whose completion is overdue or has exceeded its cost compared to its original plan.
- Intangible Assets under Development and Intangible assets under development completion schedule, whose completion is overdue or has exceeded its cost compared to its original plan. - Details of proceedings against the Company on account on Benami Property held
- Prescribed details if the Company is declared Wilful Defaulter by RBI
- Transactional relationship with Struck Off Companies, if any

B. Some of the Key additional Information to be disclosed in the Profit and Loss section: Companies to disclose details of CSR and trading/investments in Crypto Currency or Virtual Currency, if any

 Copyright © 2021, CimplyFive

About CimplyFive

Vision

Leverage research and technology to eliminate procedural non-compliance risk for entities regulated by the Indian Companies Act, 2013.

Mission

Provide a cost-effective, secure web-based, menu driven, subscription services that provides curated resolutions, timely alerts and informative dashboards to free the management bandwidth for pursuing business goals



CAIRR

Contact us at:

Email: contact@cimplyfive.com
Phone: 080-2332-4212
www.cimplyfive.com

To view the previous issues of *iComply* click here

 Copyright © 2021, CimplyFive