

Bombay Chartered Accountants' Society

Corporate & Allied Laws Committee

Chairman: CA. Chetan Shah

Convenors: CA. Zubin Billimoria, CA. Bhavesh Gandhi & CA. Harsh Dedhia

Programme Co-ordinators: CA. Zubin Billimoria, CA. Preeti Oza & CA. Hiren Mehta

Company Law Conclave - 2019

New challenges have been brought forth since the enactment of the Companies Act 2013. It has deeply impacted the entire gamut of Indian businesses and strategies adopted around it and functioning of business managers. On one hand it is promoting best governance practices and effective compliances and transparency. However, on the other hand legislation is bit stringent on compliance side for activities like fund raising, investments, related party transactions and general compliances for small companies. Since enactment there have been several changes - liberal, stringent, directive towards improved and enhanced compliance.

The profession in practice & in industry, the company secretary, the CEOs & the Directors have been grappling with this ever changing law and have been raising a number of issues:

- a) Restrictions on loans & advances.
- b) How does one interpret the notification issued u/s. 185 for private limited companies?
- c) Are Independent Directors truly independent?
- d) How NFRA will affect the CA professionals?
- e) What are the Board room Dynamics that one should be aware off?
- f) Significant beneficial ownership – how to file the declarations & up to what level one needs to go to prove beneficial ownership?
- g) How will the penal provisions recently enacted have an impact?

Though Companies Act 2013 has thrown some challenges to core function of audit but it has opened up new avenues of professional engagements.

To dwell upon some of the important aspects of the Companies Act 2013, BCAS has organized a two-day Company Law Conclave with focus on sharing of knowledge and experience.

Days & Dates	Friday & Saturday, 15th & 16th March 2019	
Venue	The Orchid Hotel , 70-C, Nehru Road, Near Mumbai Domestic Airport, Vile Parle (E), Mumbai – 400099	
Time	9:30 am to 6:00 pm	
Fees	Member - Rs 6,490/-	Non-Member - Rs 7,670/-
	(Inclusive of course materials, GST, Breakfast, Lunch & Rs 50/- towards BCAS Foundation)	

Sr. No.	Topics	Speakers, Moderators and Panelists
Day- 1 : Friday, 15th March - 19		
1	Inaugural remarks by President-BCAS Keynote address by Chief Guest	CA Sunil Gabhawalla CA Nilesh Vikamsey (Past President of ICAI)
2	a) Implications arising out of recent amendments requiring significant beneficial ownership declarations b) Issue of Securities and Acceptance of Deposits including recent guidelines on mandatory dematerialization	CA Bhavesh Vora (C&AL Committee Member of BCAS, Past President of CTC; President of 'Investor Education and Welfare Association' - an Association recognized by Regulator)
3	(a) Loans, borrowings and Investments (b) Related Party Transactions (c) Foreign Companies - establishing Liaison / project / branch office in India	CA Manish Sampat (VP of BCAS)

<p>4</p>	<p>a) Panel discussion: - Recent Trends of actions from: Regulators such as SEBI, stock exchanges, MCA With respect to: Audit Committees, Auditors, Directors including Independent Directors</p> <p>b) Dawn of proxy advisory firms in India: role and responsibility</p>	<p>(a) Moderator: CA Sandeep Shah C&AL Committee Members of BCAS (engaged with ICAI in various capacities, Vice President of the Indo African Chamber of Commerce and Industries)</p> <p style="text-align: center;"><u>Panelist</u></p> <p>CA Manmohan Juneja (RD, western region, MCA)</p> <p>CA Shailesh Haribhakti (Independent Director)</p> <p>CA Dolphy D’Souza (Member of several standard setting and regulatory committees on IFRS, Ind AS and Indian GAAP)</p> <p>(b) Mr. J. N. Gupta (ex-SEBI, Founder of Stakeholders Empowerment Services)</p>
<p>5</p>	<p>Corporate insolvency (winding up) in IBC era - An Overview</p>	<p>CA Avil Menezes (empanelled with various public sector, private sector and co-operative banks for providing services as Insolvency Professional)</p>

DAY- 2 : Saturday, 16th March - 19

6	<p>Accounts, Audit and CSR</p> <ul style="list-style-type: none"> - Financial statements – AS / IND AS; - Re-opening of financial statements; - Audit and Auditors (including resignations); - Responsibilities of an Auditor - Other services; - NFRA; - Declaration of Dividend; - CSR provisions; 	<p>CA P. R. Ramesh (Member: SEBI Committee on Disclosures and Accounting Standards; Committees and working group of RBI; IRDA Standing Committee; Special Invitee NACAS)</p>
7	<p>(a) Panel discussion: Role and responsibilities of Directors including Independent Directors, Corporate Governance incl. Conflicts of Interest, Directors' potential liabilities on Insolvency</p>	<p>Moderator: CA Nawshir Mirza (Board member of various listed companies, professional bodies and Chambers of Commerce)</p> <p align="center"><u>Panelists</u></p> <p>Mr. Shailesh Rajadhyaksha (ex-CS of TCS)</p> <p>Mr. Uday Chitale (Director at ICICI Bank & accredited mediator on the panel of experts of CEDR (UK))</p> <p>Eminent faculty</p>
8	<p>Schemes of Compromises, Arrangements and Amalgamations</p> <p>(a) Procedural aspects</p> <p>(b) Some Peculiar illustrations</p>	<p>Adv. Sanjay Asher (Senior Partner of Crawford Bayley & Co. Solicitors & Advocates)</p> <p>CS B. Ranganathan (Executive VP, Edelweiss Financial Services Ltd.)</p>

Date :	
Enrolment Form	
Company Law Conclave 2019	
Name :	
Address :	
E-mail :	Mobile :
BCAS Membership. No. (If Applicable) :	
Fees: Member - Rs 6,490/-	Non-Member - Rs 7670/-
GSTN:	
Please provide your GST Provisional ID with a copy of certificate at the time of transaction. No amendment will be made in the Invoice or Receipt on a later date.	
Tel. (O) :	Tel. (R/M) :
Food Preference (Tick any one preference): Veg, Jain	
Cash/Draft/ Cheque no :	
Drawn on : _____ Bank	
Dated :	
Amount Rs.	

Date:

Signature of Participant

Note:

Payment Mode can be: Cheque / Demand Draft / Cash or Electronic Card (at BCAS office only).

Please mention your name and membership number (if applicable) on the reverse side of the cheque/ Demand Draft. Kindly note that the cash counter timings are from 10.30 a.m. to 5.30 p.m. on Monday to Saturday. The lunch time is 1.30 p.m. to 2 p.m. Participants are requested to co-operate in this regard.

The Cheque/ DD will be in the name of "**Bombay Chartered Accountants' Society**". Your participation will be confirmed only after the realization of payment at BCAS, for which a receipt will be provided for your reference.

Cancellation Policy: Kindly note that no refund will be given in case of cancellation for any reason and no substitute will be allowed, once the enrolment form is submitted