

**WEEKLY UPDATES ON COMPANY LAW, SEBI, RBI AND IBC**

**Week 48 – November 25 to December 01, 2019**

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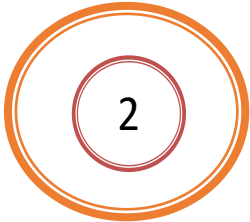
**Companies Act 2013 during the week**

**Rules - 0; Circulars - 2; Notifications –0; Orders- 0; Important Notices - 1**

<b>S. No</b>	<b>Date of Issue</b>	<b>Rules/Circular/ Notification/Order</b>	<b>Contents thereof</b>	<b>Gist thereof</b>
1	27/11/2019	Circular	Extension of the last date of filing of Form NFRA-2-reg.	<p>Taking into consideration of several representations regarding extension of the last date of filing of Form NFRA-2 , which is required to be filed under Rule 5 of the National Financial Reporting Authority Rules, 2018 following changes have been made:-</p> <p>The time limit for filing Form NFRA-2 will be 90 days from the date of deployment of this form on the website of National Financial Reporting Authority (NFRA).</p>

2	28/11/2019	Circular	Extension of last date of filing of Form PAS-6 reg.	Time limit for filing Form PAS-6 without additional fees for the half-year ended on 30.09.2019 will be sixty days from the date of deployment of this form on the website of the Ministry.
3	-----	Important Notice	-----	Registration of Independent Director's Databank will commence on 2 <sup>nd</sup> December, 2019 from 11.20 AM onwards.

S. No	NEWS ON MCA
1.	The exit of independent directors from India Inc. boards has gained momentum, with the number more than doubling in the first six months of this financial year. An estimated 291 independent members of boards of companies in the Nifty 500 resigned in the six months ended September compared with 126 a year earlier, according to <a href="http://nseinfobase.com">nseinfobase.com</a> , a joint initiative of the National Stock Exchange of India and PRIME Database that provides corporate data.
2	Education sector got the maximum funds of Rs 15,742 crore from the CSR expenditure made by corporates since 2014-15



### SEBI during the week

**Act -0; Rules -0; Regulations-0; General Orders – 0; Guidelines- 0;  
Master Circulars-0; Circulars – 1; Press Release –0; Others -0;**

S. No	Date of Issue	Act/rules/circulars.	Subject & Link	Gist thereof
1	28/11/2019	Circular	Framework for issue of Depository Receipts	<p>In the previous Circular published by SEBI in October 10, 2019, it provided that a Listed company shall be permitted to issue permissible securities or transfer Permissible Securities of existing holders, for the purpose of issue of DRs, only in Permissible Jurisdictions and said DRs shall be listed on any of the specified International Exchange(s) of the Permissible Jurisdiction.</p> <p>In this regard, through this notification, Stock Exchanges and Depositories are advised to:</p> <p>a) make necessary amendments to the relevant bye-laws, rules and regulations for the implementation of the above circular; and</p>

				<p>b) bring the provisions of this circular to the notice of the issuers, domestic custodians and also to disseminate the same on the website.</p>
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<b>S. No</b>	<b>NEWS ON SECURITIES EXCHANGE BOARD OF INDIA</b>
1.	Sebi also extended the Business Responsibility Report (BRR) requirement to top 1,000 companies, from 500 currently.
2	The Securities and Exchange Board of India (Sebi) will make it easier for unlisted companies looking to raise funds by selling debt securities on the stock exchange platform. The focus is on companies that have not listed their shares but want to list only their debt instruments, said two people privy to the development. Many firms have shied away from listing their debt securities as they had to comply with rules similar to equity listings on the exchanges.
3	The capital markets watchdog Sebi is looking at improving the norms governing related-party transactions for companies, according to the chairman.

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**RBI during the week**

**Notifications -; Master Directions –0; Master Circulars – 0 ; Circular -0 ;**

**Press Release – 0;**

S. No	Date of Issue	Notifications/Master Directors/Master Circulars	Subject & Link	Gist thereof

S. No	NEWS ON RESERVE BANK OF INDIA
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**IBC during the week**

**Notifications -2; Master Directions –0; Master Circulars – 0; Circular – 0;**

**Press Release – 1;**

S.No	Date of Issue	Notifications/Master Directors/Master Circulars	Subject & Link	Gist thereof
1	28/11/2019	Notification	Insolvency Professionals to act as Interim Resolution Professionals, Liquidators, Resolution Professionals and Bankruptcy Trustees (Recommendation) Guidelines, 2019	
2	28/11/2019	Press release	The IBBI amends the Insolvency and Bankruptcy Board of India (Insolvency Resolution Process for Corporate Persons) Regulations, 2016	The Insolvency and Bankruptcy Code, 2016 (Code) envisages corporate insolvency resolution process (CIRP) for reorganisation and insolvency resolution of corporate debtors. An insolvency professional conducts the CIRP and manages its operations during the CIRP. Keeping in view the responsibilities

				<p>of the IPs and the importance of CIRP, the Code casts an obligation on the IBBI and the IPA to monitor performance of IPs, and to collect, maintain and disseminate information and records relating to insolvency process of corporate debtors. It also casts an obligation on IPs to forward/submit certain information and records relating to CIRP to the IPA and IBBI.</p> <p>In the interest of transparency and accountability in conduct of CIRPs and conduct of the IPs, and to facilitate the IBBI, the IPAs and the IPs to discharge of their statutory obligations, the Amendment Regulations require the IPs to file a set of Forms, covering the life cycle of a CIRP, online on an electronic platform hosted on the website of the IBBI at <a href="https://www.ibbi.gov.in">https://www.ibbi.gov.in</a>. An IP shall be liable to action permissible under the Code, including refusal to issue or renew Authorisation for Assignment, for failure to file a Form or for inaccurate or delayed filing.</p>
3	01/12/2019	Notification	IBBI (Insolvency Resolution Process for Corporate Persons) (Third Amendment) Regulations, 2019	Through the Notification, IBBI provide for voting by authorised representative who shall cast his vote in respect of each financial creditor or on behalf of all financial creditors. Further, there is also a change in the components of resolution plan, thus, now the

				<p>resolution plan will also take care of the restructuring of the corporate debtor, by way of merger, amalgamation and demerger. Similarly, the mandatory contents of resolution plan now provide that the operational creditors shall be paid in priority over financial creditors and the financial creditors, who have a right to vote under the regulations and did not vote in favour of the resolution plan, they shall be paid in priority over financial creditors who voted in favour of the plan.</p> <p>Secondly, in the interest of transparency and accountability in conduct of Corporate Insolvency Resolution Process (CIRP), the Amendment Regulations require the Insolvency Professionals (IP) to file a set of forms, namely, IP1, CIRP1, CIRP2, CIRP3, CIRP4, CIRP5 and CIRP6 covering the life cycle of a CIRP.</p>
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S. No	NEWS ON INSOLVENCY AND BANKRUPTCY CODE
1	The Insolvency and Bankruptcy Code (IBC) is likely to undergo further changes, as sources say the Ministry of Corporate Affairs (MCA) would soon move amendments to the code, including protection for new buyers and tighter norms for home buyers in terms of taking developers to the NCLT.
2	Moody's Investor Service said that the recent amendments to the Insolvency and Bankruptcy Code to may way for the resolution of financial services providers is credit positive for banks.



S. No	GENERAL NEWS
1	Commerce and industry minister Piyush Goyal on Wednesday said the said 7,141 start-ups are recognised by the Department for Promotion of Industry and Internal Trade (DPIIT) in this fiscal till November 5.
2	At a key gathering of BRICS ministers and officials in Brazil last week, Commerce and Industry minister Piyush Goyal had flagged risks associated with the 'predatory pricing' strategies allegedly being adopted by companies in India. This brings us to the question of what is predatory pricing under Indian antitrust law, when does predation raise concerns and how should India tackle it. Another question that readers may raise is whether they have come across examples of possible predatory pricing in their day to day lives and is predatory pricing all that bad.
3	The Union cabinet approved the Labour Code on Industrial Relations 2019, allowing companies to hire workers on fixed-term contract of any duration. The code has retained the threshold on the worker count at 100 for prior government approval before retrenchment, but it has a provision for changing 'such number of employees' through notification. Fixed-term employment means a worker can be hired for any duration, three months or six months or a year depending on season and orders.
4	Indians' love affair with cash purchases shows little signs of abating. Especially when it comes to buying real estate. The incidence of high cash component in property sales in metros has come down sharply since 2016, but it continues to be rampant in smaller and even some bigger cities like Ahmedabad and Indore.
5	Ministry of micro, small and medium enterprises (MSME) has incurred expenditure of Rs 81 crore out of Rs 274 crore budget earmarked under four schemes — Procurement and Marketing Support scheme, Marketing Assistance Scheme, Coir Vikas Yojana, and International Cooperation Scheme between FY17 and FY19 and till October 2019 (for FY20) to boost marketing competitiveness of small businesses, according to the data shared by the MSME Minister Nitin Gadkari in Rajya Sabha
6	The government is in the process of launching 'Digital data based credit ratings' of Micro, Small and Medium Enterprises (MSME), to help entrepreneurs to get bank loans on the basis of these credit ratings, Union Minister Nitin Gadkari said. While speaking at a conference on 'Opportunities for MSME in Agriculture & Food processing' at Agrovision, Gadkari emphasized on building credibility by MSME's bytimely payment of loans and pitched for setting up more small scale businesses in rural areas.
7	Tata Group, LinkedIn, Vodafone, Mars and Kimberly Clark are among large companies adopting neuro research to gauge effectiveness of marketing, advertising and packaging, Nielsen consumer neurosciences president Joe Willke said.



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