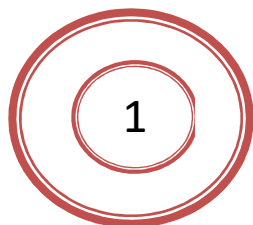


WEEKLY UPDATES ON COMPANY LAW ,SEBI AND RBI

Week 51 – December 18 – December 24, 2017

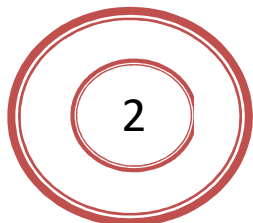


Companies Act 2013 during the week

Rules - 0; Circulars - 0; Notifications – 0; Orders- 0; Important Notices - 0

S.No	Date of Issue	Rules/Circular/ Notification/order	Contents thereof	Gist thereof

GENERAL IMPORTANT NOTICES	Remarks
-	-



SEBI during the week

Act -0; Rules -0 ; Regulations-0; General Orders – 0; Guidelines- 0;

Master Circulars-0; Circulars – 3; Press Release - 0

S.No	Date of Issue	Act/rules/circulars....	Subject & Link	Gist thereof
1	19.12.2017	Circular No.: SEBI/HO/CFD/CMD/C IR/P/2017/128	Disclosure of holding of specified securities and Holding of specified securities in dematerialized form	<p>Regulation 31 of the SEBI (LODR) Regulations deals with disclosure of shareholding pattern and the manner of maintaining shareholding in dematerialised form.</p> <p>Clause 2(c) of the circular dated 30th November 2015, mandated that the Promoter and the Promoter group shareholding must be accompanied by their PAN and should be consolidated on the basis of PAN and folio number to avoid multiple disclosures of shareholding of the same person.</p> <p>The said clause is amended to include</p> <p>public shareholder and non-public non-promoter shareholder</p>

2	20.12.2017	<p align="center">Circular No.: IMD/FPIC/CIR/P/2017/129</p>	Investments by FPIs in Government Securities	<p>Limits for January – March 2018 quarter for FPI investment shall be enhanced to</p> <table border="1" data-bbox="1442 300 2074 1074"> <thead> <tr> <th>Type of Instrument</th> <th>Upper cap as on December 2017 (Rs. In Crores)</th> <th>Revised Upper Cap from January 01, 2018 (Rs. In Crores)</th> </tr> </thead> <tbody> <tr> <td>Government Debt - General</td> <td>1,89,700</td> <td>1,91,300</td> </tr> <tr> <td>Government Debt - Long Term</td> <td>60,300</td> <td>65,100</td> </tr> <tr> <td>SDL - General (State Development Loans)</td> <td>30,000</td> <td>31,500</td> </tr> <tr> <td>SDL - Long Term</td> <td>9,300</td> <td>13,600</td> </tr> </tbody> </table>	Type of Instrument	Upper cap as on December 2017 (Rs. In Crores)	Revised Upper Cap from January 01, 2018 (Rs. In Crores)	Government Debt - General	1,89,700	1,91,300	Government Debt - Long Term	60,300	65,100	SDL - General (State Development Loans)	30,000	31,500	SDL - Long Term	9,300	13,600
Type of Instrument	Upper cap as on December 2017 (Rs. In Crores)	Revised Upper Cap from January 01, 2018 (Rs. In Crores)																	
Government Debt - General	1,89,700	1,91,300																	
Government Debt - Long Term	60,300	65,100																	
SDL - General (State Development Loans)	30,000	31,500																	
SDL - Long Term	9,300	13,600																	
3	22.12.2017	<p align="center">Circular No.: SEBI/HO/CFD/DCR1/CIR/P/2017/131</p>	Exemption application under Regulation 11 (1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011	Regulation 11(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 SAST Regulations), gives power to the Board to grant exemption from the obligation to make an open offer for acquiring shares. Further, as per Regulation															

			<p>https://www.sebi.gov.in/legal/circulars/dec-2017/exemption-application-under-regulation-11-1-of-sebi-substantial-acquisition-of-shares-and-takeovers-regulations-2011-37083.html</p>	<p>11(3) of SAST Regulations, the acquirer shall file an application with the Board, supported by a duly sworn affidavit, giving details of the proposed acquisition and the grounds on which the exemption has been sought.</p> <p>In order to ensure uniformity of disclosures in such applications, it has been decided to provide a standard format for filing of application with SEBI. The instructions and details in this regard are given at Annexure - A.</p>
--	--	--	--	--

3

RBI during the week

Notifications - 1; Master Directions – 2; Master Circulars – 0; Circular - 0; Press Release - 0

S.No	Date of Issue	Notifications/Master Directors/Master Circulars	Subject & Link	Gist thereof
1	19.12.2017	Notification	Submission of Financial Information to Information Utilities under Insolvency Bankruptcy Code, 2016	<p>TO,</p> <p>All Scheduled Commercial Banks (Including RRBs), Small Finance Banks, Local Area Banks, All Co-operative Banks, All NBFCs and All India Financial Institutions</p> <p>Insolvency and Bankruptcy Code has mandated that a financial creditor shall submit financial information and information relating to assets in relation to which any security interest has been created, to an information utility (IU)</p> <p>National E-Governance Services Limited</p>

				<p>(NeSL) is the first registered IU.</p> <p>All financial creditors regulated by RBI are advised to adhere to the relevant provisions of IBC, 2016 and IBBI (IUs) Regulations, 2017 and immediately put in place appropriate systems and procedures to ensure compliance to the provisions of the Code and Regulations</p>
2	20.12.2017	Master Direction	Master Direction – Reporting under Foreign Exchange Management Act, 1999 (Updated as on December 20, 2017)	<p>The Reserve Bank has prescribed various reports and forms under FEMA to be submitted by/ through Authorised Persons/ Authorised Dealer Category – I Banks/ Authorised Banks.</p> <p>The reports have been compiled and updated for easier reference.</p>
3	22.12.2017	Master Direction	Master Direction- Compounding of Contraventions under FEMA, 1999 (Updated as on December 22, 2017)	<p>Delegation of power to Regional Offices</p> <p>In supersession of the earlier <u>Notification No. FEMA 20/2000-RB dated May 3, 2000</u>, the Reserve Bank has issued Foreign Exchange Management (Transfer or Issue of Security by a Person Resident Outside India) Regulations, 2017 notified vide <u>Notification No. FEMA 20(R)/ 2017-RB dated November 07, 2017</u>. Accordingly, the compounding powers have been delegated to the Regional</p>

				<p>Offices of the Reserve Bank of India to compound the following contraventions of <u>FEMA 20(R)/ 2017-RB</u>:</p> <table border="1"> <thead> <tr> <th>FEMA Regulation</th> <th>Brief Description of Contravention</th> </tr> </thead> <tbody> <tr> <td>Regulation 13.1(1)</td> <td>Delay in reporting inward remittance received for issue of shares.</td> </tr> <tr> <td>Regulation 13.1(2)</td> <td>Delay in filing form FC(GPR) after issue of shares.</td> </tr> <tr> <td>Regulation 13.1(3)</td> <td>Delay in filing the Annual Return on Foreign Liabilities and Assets (FLA).</td> </tr> <tr> <td>Paragraph 2 of Schedule I</td> <td>Delay in issue of shares/refund of share application money beyond 60 days, mode of receipt of funds, etc.</td> </tr> <tr> <td>Regulation</td> <td>Violation of pricing guidelines for</td> </tr> </tbody> </table>	FEMA Regulation	Brief Description of Contravention	Regulation 13.1(1)	Delay in reporting inward remittance received for issue of shares.	Regulation 13.1(2)	Delay in filing form FC(GPR) after issue of shares.	Regulation 13.1(3)	Delay in filing the Annual Return on Foreign Liabilities and Assets (FLA).	Paragraph 2 of Schedule I	Delay in issue of shares/refund of share application money beyond 60 days, mode of receipt of funds, etc.	Regulation	Violation of pricing guidelines for
FEMA Regulation	Brief Description of Contravention															
Regulation 13.1(1)	Delay in reporting inward remittance received for issue of shares.															
Regulation 13.1(2)	Delay in filing form FC(GPR) after issue of shares.															
Regulation 13.1(3)	Delay in filing the Annual Return on Foreign Liabilities and Assets (FLA).															
Paragraph 2 of Schedule I	Delay in issue of shares/refund of share application money beyond 60 days, mode of receipt of funds, etc.															
Regulation	Violation of pricing guidelines for															

				11	issue/transfer of shares.
				Regulation 2(v) read with Regulation 5	Issue of ineligible instruments
				Regulation 16.B	Issue of shares without approval of RBI or Government, wherever required.
				Regulation 13.1(4)	Delay in submission of form FC-TRS on transfer of shares from Resident to Non-Resident or from Non-resident to Resident.
				Regulation 4	Receiving investment in India from non-resident or taking on record transfer of shares by investee company.
					Along with application an undertaking (as

				<p>per annexure iii) that they are not under any enquiry/ investigation/ adjudication by any agency such as Directorate of Enforcement, CBI etc as on the date of the application and to inform to the Compounding Authority/RBI immediately, in writing, if any enquiry/investigation/adjudication proceedings are initiated by any agency against the applicant after the date of filing the compounding application but on or before the date of issuance of the compounding order to enable the Bank to complete the compounding process within the time frame.</p> <p>Pre-requisites of Compounding:</p> <p>Cases of contravention, such as, those having serious contravention suspected of money laundering, terror financing or affecting sovereignty and integrity of the nation or where the contravener fails to pay the sum for which contravention was compounded within the specified period in terms of the compounding order, shall be referred to the Directorate of Enforcement for further</p>
--	--	--	--	--

				<p>investigation and necessary action under FEMA, 1999 or to the authority instituted for implementation of the Prevention of Money Laundering Act 2002, or to any other agencies, for necessary action as deemed fit.</p> <p>6.4 In case where adjudication has been done by the Directorate of Enforcement and an appeal has been filed under section 17 or section 19 of FEMA, 1999, no contravention can be compounded in terms of Rule 11 of Foreign Exchange (Compounding Proceedings) Rules, 2000. The applicant shall confirm in the undertaking required to be furnished as per Annex III along with the compounding application that they have not filed any appeal under section 17 or section 19 of FEMA, 1999.</p> <p>6.6 In terms of the proviso to rule 8 (2) of Foreign Exchange (Compounding Proceedings) Rules, 2000 inserted vide GOI notification dated February 20, 2017, if the Enforcement Directorate is of the view that the compounding proceeding relates to a serious contravention</p>
--	--	--	--	---

				suspected of money laundering, terror financing or affecting sovereignty and integrity of the nation, the Compounding Authority shall not proceed with the matter and shall remit the case to the appropriate Adjudicating Authority for adjudicating contravention under section 13.
--	--	--	--	---



Flat No.7, Door No.10 Madhans,
South Canal Bank Road,
Mandavelipakkam Chennai 600028.

mail@akshayamcorporate.com

www.akshayamcorporate.com;Land Line:044-43533080

The Information Contained herein is of general nature and is not intended to address the circumstances of any particular individual or entity. The views expressed here are solely those of the author in his private capacity.