Brahmayya Bulletin

January 2023

Editorial

Over the past few years we have witnessed the global economy battling through challenges including but not limited to disruptions caused by COVID-19 pandemic, followed by Russian-Ukraine conflict, consequent inflationary conditions, slowdown in cross-border trades affecting overall growth across the globe. As the world is entering in a new calendar year, we hope that economies across the globe stand united and overcome these challenging circumstances.

In order to achieve its inflationary targets and growth prospects, the GoI has been proactively taking various measures. The GoI:

- Launched Marine Logistics Portal allowing multiple service providers in the exports and imports business to come together under one platform to reduce the cost of logistics.
- Issued Sovereign Green Bonds to implement environmental projects
- Allowed UPI access to NRIs subject to their foreign mobile numbers linked to their domestic bank accounts
- Launched National Green Hydrogen Mission with a financial outlay of INR 19,744 Crores to promote production and use of green hydrogen.

The Economic Survey 2022-23 was tabled the in parliament on 31st January 2023. Despite the worldwide economic slowdown, the Indian economy has emerged as fastest growing major economy by various international agencies and has been able to grow at 7% for FY 2022-23 supported by major growth drivers such as higher capital expenditure, increased private consumption expenditure and credit growth to MSME sector.

The survey further projected a baseline GDP growth of 6.50% in FY 2023-24 supported by enhanced credit growth and capital investments and various initiatives by the Government including but not limited to PM GatiShakti, the National Logistics Policy and the Production-Linked Incentive Schemes.

With budget 2023 round the corner and considering the expectations of the corporates for relaxations in tax rates to boost demand and the lower earning class of consumers for upward revision in slabs and enhanced deductions/reliefs to increase their disposable income, we hope that the Government brings out a well-balanced growth oriented budget meeting the needs of its stakeholders without deviating significantly from the fiscal deficit targets.

Ministry of Corporate Affairs (MCA)

General Circular No. 01/2023 F.No. Policy-17/150/2022-CL-V-MCA–Dated 9th January 2023

Total of 45 (Nos.) Company e-forms has been introduced by the Ministry of Corporate Affairs in MCA 21 version 3.0. Additional 15 days extension has been provided without any levy of late fees for forms which are falling due for filing within 7th January 2023 to 22nd January 2023.

General Circular No. 02/2023 F.No. Policy-02/01/2023-CL-V-MCA–Dated 9th January, 2023

Physical submission of Form GNL-2 and MGT-14 related to Prospectus has been allowed with due signature including the forms in electronic media along with an undertaking, that once the forms are enabled on Portal, the Company will file the form online with applicable fees during the period 7th January 2023 to 22nd January 2023.

Notification No. G.S.R. 41 (E) F.No. 01/35/2013-CL-V Dated 19th January, 2023

Companies (Appointment and Remuneration of Managerial Personnel) Amendment Rules, 2023, has been notified along with updated version of e-form MR-1 and MR-2.

Notification No. G.S.R. 39(E) F.No. 01/35/2013-CL-V Dated 19th January, 2023

Companies (Authorised to Register) Amendment Rules, 2023 has been notified, amending form URC-1. The clause related to the written consent or No Objection Certificate from secured creditors of the applicant has been substituted with **No Objection Certificate from secured creditor along-with charge holder, if applicable.**

Notification No. G.S.R. 40(E) F.No. 01/19/2013-CL-V-Pt-I Dated 20th January 2023

Companies (Accounts) Amendment Rules, 2023 has been notified with the updated version of e-Form AOC-5.

Notification No. G.S.R. 36(E) F.No. 01/11/2013-CL-V-MCA Dated 20th January, 2023

Companies (Registration of Foreign Companies) Amendment Rules, 2023, has been notified along with the Form FC-1, Form FC-2, Form FC-3 and Form FC-4.

Notification No. G.S.R. 45(E) F.No. 01/16/2013-CL-V-Pt-I Dated 20th January, 2023

Companies (Registration Offices and Fees) Amendment Rules, 2023 has been notified, inserting the new rule 8A, which specifies that, necessary e-forms shall be signed by Insolvency Resolution Professional or Resolution Professional or Liquidator of companies under insolvency or liquidation, as the case may be, and filed with the Registrar along with the fee as mentioned in Table annexed in these rules. Form GNL-2, Form GNL-3 and Form GNL-4, have also been substituted accordingly.

Notification No. G.S.R. 37(E) F.No. 01/21/2013-CL-V-Pt-I Dated 20th January, 2023

Companies (Prospectus and Allotment of Securities) Amendment Rules, 2023 has been notified and requirement of resolution copy in general meeting authorizing the issue of bonus shares has been omitted and accordingly PAS-2, PAS-3 and PAS-6 has been substituted.

Notification No. G.S.R. 44(E) F.No. 01/34/2013-CL-V-Pt-III Dated 21st January, 2023

Companies (Management and Administration) Amendment Rules, 2023 and updated version of e-Form MGT-3 has been notified.

Central Board of Direct Taxes (CBDT)

Notification No. 1/2023/DG IT(S)/ADG (S)-21 Reporting Portal/202 t /180 dated 5th January 2023

Notification 2 of 2021 dated 20th April 2021 required furnishing of Statement of SFT for interest income exceeding ₹ 5,000. By virtue of current notification, the information pertaining to Interest Income is to be reported for all account/deposit holders where any interest exceeds zero per account in the financial year excluding Jan Dhan Accounts.

Circular No. 1/2023/ F. No. 225/49/2021-ITA-II dated 6th January 2023

Considering the Covid-19 Pandemic, the time line for compliance u/s 54 to 54GB has been extended for period falling between 1st April 2021 to 28th February 2022 upto 31st March 2023.

Reserve Bank of India (RBI)

RBI/2022-23/160 A.P. (DIR Series) Circular 22 dated 4th January 2023

Changes has been implemented with respect to the reporting of foreign investment in Single Master Form on Foreign Investment Reporting and Management System (FIRMS). The Forms submitted will be auto-acknowledged and AD Bankers should verify the same within 5 working days. Other operational procedures has been explained on the basis of which FIRMS will process the forms.

RBI/2022-23/168 CO.CEPD.PRS.No.S1233/13-01-018/2022-2023 dated 23rd January 2023

The deadline for executing the revised locker agreement with existing customers has been extended in a phased manner upto December 31, 2023. Banks are advised to notify all the customers and ensure that atleast 50% and 75% of their existing customers have executed revised agreement by June 30 and September 30, respectively. Banks are advised to facilitate execution of the fresh /supplementary stamped agreements with their customers by taking measures such as arranging stamp papers, franking, electronic execution of agreement, e-stamping, etc. and provide a copy of the executed agreement to the customer. Where operations in lockers have been frozen for non-execution of agreement by January 1, 2023, the same should be unfrozen with immediate effect.

Securities and Exchange Board of India (SEBI)

Circular SEBI/HO/DDHS-RACPOD1/P/CIR/2023/001 dated 5th January 2023

The relaxation of time upto 30th September 2023 is provided for dispatching the physical copies by an entity which has issued listed non convertible securities under the requirement of Regulation 58 (1) (b) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 in compliance with Section 136 of the Companies Act, 2013. This relaxation is provided for dispatching the physical copies of the financial statements (including Board's report, Auditor's report or other documents required to be attached therewith) to the shareholders, for the Annual General Meetings (AGMs) conducted till September 30, 2023.

Circular SEBI/HO/CFD/PoD-2/P/CIR/2023/004 dated 5th January 2023

The relaxation of time upto 30th September 2023 is provided for dispatching the physical copies by an entity to its share holders under the requirement of Regulation 36 (1) (b) of 58 (1) (b) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 in compliance with Section 136 of the Companies Act, 2013. The relaxations has been provided for dispatching the physical copies of the financial statements (including Board's report, Auditor's report or other documents required to be attached therewith) to the shareholders, for the Annual General Meetings (AGMs) conducted till September 30, 2023.

Notification No. SEBI/LAD-NRO/GN/2023/112 dated 9th January 2023

Securities and Exchange Board India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 has been amended, which require that registrar to an issue and share transfer agent who has been granted a certificate of registration, to keep its registration in force, shall pay registration fee according to the following:

a. A Registrar to an issue and share transfer agent falling under category I will have to pay a fee of ₹ 2 Lakhs and 70 thousand.
b. A Registrar who falls under category II (to carry on the activity either as a registrar to an issue or as a share transfer agent) will have to pay a fee of ₹ 90 thousand.

Notification No. SEBI/LAD-NRO/GN/2023/115 Dated 17th January 2023

Securities and Exchange Board of India (Change in Control in Intermediaries) (Amendment) Regulations, 2023 has been notified wherein the definition of term Change in Control for the intermediaries which has been granted certificate under various regulations governing such intermediaries has been amended.

Circular SEBI/HO/MRD/MRD-PoD-3/P/CIR/2023/10 Dated 10th January 2023

In order to protect the interest of investors in securities and to promote the development of and to regulate the securities market, certain provisions related to framework on Offer for Sale of shares through Stock Exchange Mechanism has been modified.

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