

## **Syllabus for Company Secretary Discipline\***

1. Corporate Governance and Companies Act'2013 including the following:
  - i. Incorporation of Company, prospectus, allotment, shares and share capital
  - ii. Deposits
  - iii. Charges – Creation / Registration/ Modification etc.
  - iv. Annual Return, Director's Report
  - v. Memorandum and Article of Association
  - vi. Appointment and Qualification of Directors
  - vii. Appointment and Remuneration of Managerial Personnel
  - viii. Meeting of Board and its Committees
  - ix. Accounts & Audit
  - x. Registers and Records
  - xi. Related Party Transactions
  - xii. Declaration and Payment of Dividend
  - xiii. AGM/ EGM
  - xiv. Corporate Social Responsibility
  - xv. Schedules of Companies Act'2013
  - xvi. Non Compliances, Penalties and Adjudications
  - xvii. Setting up of Business, Corporate Restructuring, Liquidation and Winding up.
2. SEBI Regulations including the following:
  - i. SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015
  - ii. SEBI (Prohibition of Insider Trading) Regulations, 2015
  - iii. SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
  - iv. Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018
  - v. Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations 2018
  - vi. Securities and Exchange Board of India (Investor Protection and Education Fund) Regulations, 2009
3. Rules notified under Companies Act
  - i. Companies (Incorporation) Rules, 2014
  - ii. Companies (Corporate Social Responsibility Policy) Rules, 2014
  - iii. Companies (Accounts) Rules, 2014
  - iv. Companies (Audit and Auditors) Rules, 2014
  - v. Companies (Management and Administration) Rules, 2014
  - vi. Companies (Prospectus and Allotment of Securities) Rules, 2014
4. The Company Secretaries Act, 1980 along with Rules and Regulations
5. ICSI Code of Conduct
6. MCA and ROC Forms Filings
7. Secretarial Standards issued by ICSI
8. Capital Market & Securities Laws
9. Intellectual Property Rights
10. Economic & Commercial Laws
11. Insolvency and Bankruptcy Code

12. IEPF Rules
13. Corporate Accounting including Accounting Standards
14. Financial and Strategic Management
15. ESG Principles & Practices
16. Valuation and Business Modelling
17. Direct Taxes
18. Artificial Intelligence, Data Analytics & Cyber Security
19. Drafting, Pleadings and Appearances
20. The Company Secretaries Act, 1980 along with Rules and Regulations

**\*Note: The above syllabus is indicative in nature and not exhaustive.**