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About Us

M/s. Chandrasekaran Associates, popularly and fondly known as CACS, is a Firm of Company Secretaries having practical experience spanning over 25 years. “We should deliver the best” is mantra of our Firm and our clients vouch for the same in view of our expertise and knowledge in a diverse field of services. We believe in “Preventive Mechanism and not post mortem exercise”.

We are headquartered in New Delhi, the governance capital of India with offices in Coimbatore, Gurgaon and Mumbai. We also operate with local teams of associates across India.

We have been offering our professional services to corporate giants and listed enterprises in several sectors such as Information Technology, Telecom, Manufacturing, Developers, Insurance, Fast Moving Consumer Goods, Hotel, Travel, Food, Pharma, Home Furnishers, Tobacco, Insurance besides public sector enterprises and therefore we are a sector agnostic Firm. The services of our Firm are utilized by several law firms and firms of accountants also for various assignments.

Vision & Mission

To become a leader in the area of services offered.

To provide quality services within a fixed frame of time. And providing client satisfaction with utmost confidentiality, diligence and care.

Range of Services

- **BUSINESS ENTITY - FORMATION/INCORPORATION/REGISTRATION:**
 - Incorporation and registration companies and Limited Liability Partnerships and regulatory compliances for them.
 - Assisting clients in setting up their overseas wholly owned subsidiaries and joint ventures.
 - Providing services to foreign clients for setting up their wholly owned subsidiaries, joint ventures, associate enterprises, branches and representative offices.
- **REGULATORY COMPLIANCES & CLEARANCES:**
 - Corporate compliance management services.
 - Regulatory, advisory and liaison services relating to corporate law, issue and listing of securities.
 - Securing clearances and approvals from Stock Exchanges and Securities and Exchange Board of India.
 - Securing Government/RBI Approvals for Foreign Direct Investments/External Commercial Borrowings.
 - Securing regulatory approvals from various Central and State Government organizations.
- **AUDIT SERVICES:**
 - Secretarial Audit
 - Internal Audit of Regulatory Compliances
 - Legal and Secretarial Due Diligence Audits for Banks and Corporates.
 - Advisory and Audits on Corporate Social Responsibility.
 - Setting up and Audits of Board Process and Corporate Governance Systems.
- **TRANSACTION ADVISORY SERVICES:**
 - Mergers, Acquisitions, Corporate Restructuring Scheme of Arrangements and Compromises
 - Advising/negotiating investment proposals/subscription/shareholder/joint venture agreements
- **REPRESENTATION SERVICES:**
 - Appearing before various Regulators, Adjudication Authorities, Registrar of Companies, Regional Director, Ministry of Corporate Affairs, Company Law Board, Competition Commission of India, National Company Law Tribunal, Trademark Tribunals, Intellectual Property Appellate Board, Securities Appellate Tribunals, and other quasi-judicial forum.

- INTELLECTUAL PROPERTY RIGHTS - TRADEMARKS AND COPYRIGHTS:
 - Search, Registration, Adoption, Assignment, Protection and Licensing of Trademarks and Copyrights.
- CORPORATE INSOLVENCY SERVICES:
 - Initiating the process of winding up of companies.
 - Advising Creditors and Making Petition for the winding up of Debtor companies.
 - Revival and Rehabilitation of Sick companies.

Formation, Registration and Incorporation of Business Entities

At CACS, we help you in easing the process of setting up your business in India. We assist you in uncovering answers to questions like: What is the best, most viable option for your company, your products, and yourself? Which is the path of least resistance, and more such questions.

Our team helps you understand the requirements for formally starting a company in India and the necessary formalities. For instance, if yours is a foreign firm, you are required to obtain government approval and address key legal formalities for incorporating a business in India or before forming a joint venture. Also, there are certain restrictions that apply to some specific sectors.

At CACS, One Roof Solution encompasses delivering quality client service, technical expertise and unique specialisations. The CACS team of experienced partners, professionals, and additional staff collaborates will address all your issues. Our strong sense of professionalism, commitment and loyalty comes with a genuine respect for each other, our clients and our communities. We aim to work together to solve problems and implement solutions in a timely manner, while acting with honesty and integrity at all times.




Regulatory Compliances and Clearances

With the advent of the Companies Act, 2013, there is a growing need for being cautious in regulatory compliances. There is a responsibility statement, the Board of Directors have to make to the shareholders in their Board's Report that the Company has set up a proper system for ensuring compliances and they are monitoring the same and it is adequate and is functioning effectively. The responsibility cannot be carried out unless the Board ensures through a combination of internal and external experts.

We, at CACS, offer end to end solutions in ensuring compliances in relating to certain laws and regulations. Companies Act, 2013, Securities Laws and the regulations issued from time to time by the Securities and Exchange Board of India [SEBI] under the SEBI Act, 1992 such as the regulations relating to Disclosure and Investor Protection, ESOP, TAKEOVER Code, Insider Trading Regulations.

Some regulations and guidelines prescribed under the Securities and Exchange Board of India Act, 1992 are:

1. Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
2. Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015
3. Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009
4. Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014
5. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008
6. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993
7. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 and
8. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998



We do specialize in advising our clients in complying with the provisions of the Foreign Exchange Management Act, 1999, [FEMA] the Regulations issued by Reserve Bank of India under FEMA, the Industrial Policy, Foreign Direct Investment Policy and also the regulations governing the Non Banking Financial Companies [NBFCs] especially the revised regulatory framework for NBFCs issued by RBI recently, regulations monitored by the Insurance Regulatory and Development Authority [IDRA] are some of those regulations in which CACS specializes.

At CACS, we address concerns of our clients and assure them complete freedom from risks arising from regulatory non compliances. We focus on concurrent advisory services in managing regulatory compliances under regulations/legislations.

Most regulators have their headquarters in New Delhi, including but not limited to, the Ministry of Finance, Ministry of Industry, Ministry of Corporate Affairs, Ministry of Commerce. In addition, the Securities and Exchange Board of India, the Reserve Bank of India and the National and Bombay Stock Exchanges are situated in Mumbai (also known as Bombay), the commercial capital of India. Our offices in both Mumbai and New Delhi work in sync to seamlessly cater to the needs of our clients in the securing of various valuable licenses and clearances.

Therefore, besides aiding and assuring clients in ensuring compliances and in setting up a robust compliance management system under the above laws, we also assist securing Government. Approvals and Clearances as listed down hereunder

I. Government Approvals:

1. Approvals from the Ministry of Corporate Affairs (New Delhi) and Offices of the Regional Director and the Registrar of Companies
2. Approvals of delay in the filing of various applications under the Companies Act, 2013
3. Appearance on compounding applications; Approvals from the Ministry of Industry (New Delhi) for industrial licenses

II. Approvals from the Ministry of Finance, New Delhi:

1. Approvals from the Foreign Investment Promotion Board (FIPB) for Foreign Direct Investment (FDI) in India
2. External Commercial Borrowings Approvals (ECB)



III. Approvals from Stock Exchanges (Mumbai and National Stock Exchanges):

1. Listing of securities including in principle approvals
2. Delisting of securities
3. Acquisition/Buyback of Securities
4. Employees Stock Option Schemes and Issue of Sweat Equity Shares
5. Redressal of investor grievances
6. Clearance of schemes of amalgamation

IV. Approvals from the Reserve Bank of India:

1. Non-Banking Finance Companies
2. Approvals, follow up under the FEMA/FDI
3. Setting up of Overseas Joint Ventures and Wholly Owned Subsidiaries
4. External Commercial Borrowings.
5. Establishment of Branch/Representative Offices for Foreign Business Entities.
6. Establishment of Joint Ventures, Associate and Wholly Owned Subsidiaries for Foreign Business Entities



Audit Services - Secretarial Audit

Secretarial audit was enacted vide Section 204 of the 2013 Companies Act. It is a process to check compliances made by the company under Corporate Law and other relevant laws, rules, regulations and procedures etc. Under this, the regulators monitor companies for compliances as required by the stated laws and processes. We, CACS associated in several companies at least for more than 15 years and most of them continue to avail our services in this field.

In today's complex business scenario, it is almost mandatory for every company to comply with hundreds of laws, rules and regulations. Any non-adherence to compliances can be risky for the company. In order to stay abreast, it is important for organizations to conduct periodical examination of work in order to point out errors in order to maintain a robust compliance mechanism system.

It is argued that regular inspection of records gives the authority the exact information of the company's compliance policy. For the uninitiated, only a member of the Institute of Company Secretaries of India, who holds a certificate of practice, can conduct a secretarial audit and furnish the official Secretarial Audit Report to the Company. Section 204(4) explains that, if a company or any officer of the company or the company secretary in practice, contravenes the provisions of the provision of the Act, the company, every officer of the company or the company secretary in practice, who is in default, shall be punishable with severe penal consequences.



Other Audits such as Internal Audit/ Due Diligence Audits

- Our services also include assisting in mergers, demergers, acquisitions, joint ventures, collaborations, Investments and other transactions, that comprise the acquisition of tangible and intangible properties.
- Our areas of preliminary evaluation span across legal, financial and managerial sectors. Our aim is to ensure that the objectives of our clients are perfectly met. For this, CACS addresses critical issues alongside the assessment of legal documents.
- We also undertake diligence audit for companies availing consortium or multiple banking arrangements.
- Over the years, we have provided our unique services across the country. We are a focused community of experienced and trained professionals, who directly handle all projects. Headquartered in Delhi, our team is equipped with necessary infrastructure and network to carry out services effortlessly and on time.

Transaction Advisory Services

Mergers and Acquisitions

We offer an in-depth understanding and expertise on legal and regulatory aspects of mergers and acquisitions. Over the years, we have understood that dealing with the regulatory aspects of the takeover codes of the SEBI requires a strong foothold in the legal comprehension and ability to make swift decisions, especially from the perspective of the acquirer or target, as the case may be. We are confident in the prowess of our teams' experience in tackling such situations from handling numerous cases and comprehensively focused studies.

Our team is adept in undertaking all matters that arise in most assignments, which includes the structuring of the deal, while synchronizing the objectives of the parties.

Over the years, we have realized that these issues play a pre-dominant part of negotiations where taxation plays a significant role in shaping the structure of the transaction.

Our Mergers and Acquisition practice includes:

- Study of options available to choose the best mode of acquisition
- Carrying out Due Diligence Audit
- Fixing of consideration
- Determination of Transaction Accounting Method and issues related to the same
- Drafting the necessary transaction documentation, such as the agreements on business acquisition, asset acquisition, share purchase and the Scheme of Merger or Demerger management of legal and regulatory compliances
- Valuation of enterprises, brands and businesses.



Negotiating Share Subscription and Shareholder Agreements

We do specialize in advising our clients in drafting and negotiating terms of subscription agreements right from term sheet or Letter of Intent or MOU stage and provide complete confidential support to our clients until consummating of the transaction.

Our experience in practice for more than two decades will help evaluate a clause in the agreement not only on the basis of statutory requirements and laws that apply to that subject but also in arriving at logical inferences and conclusions and accordingly assist and advise our clients to take a view on the impact of a clause such as an exit clause or drag along clause or pre-emptive rights clause or waterfall arrangements so that devoid of the jargons clients are able to focus what are their rights and obligations and whether there are risks and whether they are capable of being performed/achieved so that transaction is entered into after being fully aware of all the intricate aspects associated with the transactions.

Representation Services

We represent our clients before various Regulators such as the Registrar Of Companies, Regional Directors, Ministry of Corporate Affairs, Department of Industrial Policy and Promotion, Foreign Investment Promotion Board, SEBI, RBI, Registrar of Trademarks, Foreign Embassies and Adjudication Authorities under various laws, Company Law Board, Competition Commission of India, National Company Law Tribunal, Trademark Tribunals, Intellectual Property Appellate Board, Securities Appellate Tribunals, and other quasi-judicial forum.



Intellectual Property and Related Rights

- International Law has established minimum standards for the protection of the expression of ideas and creativity. These rights, are collective called 'Intellectual Property Rights'; it encompasses a wide set of concepts including, but not limited to copyright, patents, designs, trademarks and trade secrets. Enforceable by a court of law under Indian legislations that parallel with accepted international standards.
- Intellectual property, is an asset and add considerably to the normal value of goods and services. Apart from providing incentives for creators by attaching rights and monetary significance, it protects the originality of the product by creating value to the product, thereby helping build the image of the product.
- We provide several services for the protection of your intellectual property rights:
 - Conducting expansive Trademark searches
 - Drafting, filing and follow up of applications for Trademark and Copyright registration
 - Appearing before the official registry for Trademarks and Copyrights

Corporate Insolvency Services

We advise clients to take up works against defaulting debtor companies by invoking the relevant provisions of the Companies Act 1956/2013 and assist in drafting demand notices as per statutory requirements, in preparing and filing winding up petitions and in taking up all advisory works relating thereto. We assist debtor companies also in defending such notices and petitions.

CACS also assists companies which are interested in voluntary winding up and getting names of defunct companies struck off as per provisions of the Companies Act 1956/2013.

CACS also assists companies in getting registered as Dormant Companies the Companies Act 2013.

Partners

Dr. S. Chandrasekaran, Senior Partner

Dr. Chandrasekaran has over 25 years of experience in Company and Securities Law. For 13 years, he has led the practice at a Senior Executive level for corporate entities. He received his Doctorate on his thesis 'Investors' Protection Measures with Special Reference to the Role of SEBI'. He holds a Postgraduate Diploma in Financial Management and is a Graduate in Commerce and General Law.

His areas of expertise include:

- Corporate Compliance Management
- Corporate Governance
- Corporate Social Responsibility

Dr. Chandrasekaran is a prolific writer and speaker and his numerous articles have been published in newspapers and law journals.

He has also been:

- A Member of HR Sub-Committee for the Confederation of Indian Industries (CII) - Northern Region
- A Fellow Member of the Institute of Company Secretaries of India.
- Ex-Member of Editorial Advisory Board of the Institute of Company Secretaries of India.
- Member of Secretarial Standards Board (SSB) of the Institute of Company Secretaries of India.
- Member of Cost Audit and Assurance Board of Institute of Cost Accountants of India
- Co-Chairman of the Corporate Affairs Committee of the PHD Chamber of Commerce and Industry.
- Member with various Committees of the PHD Chamber of Commerce and Industry, ASSOCHAM, Head Office and Northern Region Office of the Institute of Company Secretaries of India.



Rupesh Agarwal, Partner

Rupesh Agarwal is having more than 15 years of experiences and heads the audits and corporate compliance management. He is Graduate in Law and Commerce; he is also an Associate Member of the Institute of Company Secretaries of India. He has unmatched experience in audits and regulatory compliances.

His areas of expertise include:

- Secretarial Audit
- Corporate Compliance Management Services
- Corporate Legal Due Diligence
- Trademarks & Copyrights
- Foreign Investment, Joint Venture, External Commercial Borrowings, FEMA and RBI related matters
- Corporate Restructuring
- Appearances/Representation before Regulatory Authorities such as Registrar of Companies, Regional Directors, Ministry of Corporate Affairs, Foreign Investment Promotion Board, Department of Industrial Policy and Promotion, Reserve Bank of India, Stock Exchanges, Registrar of Copyrights and Registrar of Trademarks.

Shashikant Tiwari, Partner

Tiwari plays an important role in the affairs of our New Delhi office under the able guidance and support of his seniors. Armed with a Postgraduate Diploma in Business Administration, he has over 3 years of experience in Corporate Secretarial compliances and approvals. He is also an Associate Member of the Institute of the Company Secretaries of India.

His areas of expertise include:

- Secretarial Audit
- Corporate Legal Due Diligence
- SEBI Regulations and Listing Compliances
- Taxation and Accounts



Lakhan Gupta, Partner

Lakhan Gupta is associated with our New Delhi office. He has over a year's experience in Corporate Secretarial Compliances. He is a Graduate in Commerce and is an Associate Member of the Company Secretaries of India.

His areas of expertise include:

- Secretarial Audit
- Foreign Investment, Joint Venture, External Commercial Borrowings, FEMA and RBI related matters
- SEBI Regulations and Listing Compliances

Janak C. Pandya, Advisory Partner

Janak C Pandya is the head of affairs at our Mumbai office. He has overall 33 years of experience out of which 14 years in Industry and 19 years in Practice, across a plethora of industries, including the multinational engineering company, GKW and the NASDAQ-listed US Software Company, IMR Global Limited. He is a Graduate in Commerce, a sharp writer with his work being published in many leading national business newspapers, journals and magazines in India. He is an Associate Member of both the Institute of Company Secretaries of India and the Institute of Cost & Works Accountants of India. He is also a lawyer by qualification.

His areas of expertise include:

- Corporate Management Consultancy
- Corporate Restructuring
- Corporate Due Diligence (for IPOs, ADR/GDR issues, Mergers & Acquisitions)
- Foreign Investment, Foreign Loans (ECB) and FEMA, RBI related assignments.
- Appearance before the Company Law Board (CLB), Securities and Exchange Board of India (SEBI), National and Mumbai Stock Exchanges (SEs), Reserve Bank of India (RBI).
- Documentation, including agreements.

Dr. K. S. Ravichandran, Advisory Partner

Prior to taking up the profession of Company Secretaries, he had served the Indian Air Force for 9 years in technical stream as a Trained Russian Radar Specialist. He holds a Diploma in Electronics and Radio Communication Engineering awarded by the Indian Air Force and a Diploma in Technology awarded by the Hindustan Aeronautics Limited. He was also a Lecturer in Commerce in Pasighat working for the Government of Arunachal Pradesh for short period.

Dr. Ravichandran, a Graduate in Law with a Masters in Commerce, earned his Doctorate from Alagappa University for his thesis titled 'A study on the Effectiveness of the Present System of Trial of Offences under the Companies Act, 1956 in protecting public interest'. He is a Fellow Member of the Institute of Company Secretaries of India and is also a Member of Secretarial Standards Board (SSB) of the Institute of Company Secretaries of India.

Dr. Ravichandran has more than 22 years of experience in Corporate Law and IPR related matters.

His areas of expertise include:

- Corporate Restructuring
- Protection of Intellectual Property and Alternative Dispute Resolution
- Appearance before all quasi-judicial bodies for matters on company law and intellectual property rights
- Drafting legal petitions, applications covering all Corporate Laws.

Dr. Ravichandran is also a prolific writer and speaker. His work has been published in many leading business newspapers, journals and magazines in India.

He has also authored several books such as the following:

1. Secretarial, Securities and Management Audit
2. Prosecution of Directors and Officers under Company Law relief and Remedies
3. A treatise on Corporate lending, Charges, Debt Recovery, Enforcement of security interest and winding up.
4. A treatise on the Law relating to Limited Liability Partnerships
5. Related Party Transactions under the Companies Act, 2013

He is a member of the INSOL, AIPPI and also Chartered Institute of Arbitrators.

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