

### Proposed Measures by Ministry of Corporate Affairs (MCA) & SEBI for COVID-19

**Note to reader:** The government's stance on the measures to deal with COVID-19 are evolving everyday as the situation develops very fast. The details set out below are therefore subject to change.

No.	Measure	Details
1.	Board meetings through Audio-Visual (AV) means	<p>A. Until June 30, 2020, the MCA has permitted the board of directors to approve certain matters, that were erstwhile allowed to be approved at physical meetings only, by way of meetings held through AV means. These matters include:</p> <ol style="list-style-type: none"> <li>Approval of annual financial statements,</li> <li>Approval of board's report,</li> <li>Approval of prospectus,</li> <li>Audit committee meeting for considering financial statements, and</li> <li>Approval of matters related to amalgamation, merger, demerger, acquisition and takeover.</li> </ol> <p>B. In this regard, the Companies (Meetings of Board and its Powers) Amendment Rules, 2020 have been amended and can be accessed here - <a href="http://www.mca.gov.in/Ministry/pdf/Rules_19032020.pdf">http://www.mca.gov.in/Ministry/pdf/Rules_19032020.pdf</a>.</p>
2.	MCA Advisory on WFH	<p>A. The MCA has 'strongly advised' Indian companies/LLPs to implement WFH policies as a temporary measure till March 31, 2020 (including conduct of internal meetings by video conference/phone/electronic/computer means).</p> <p>B. The advisory can be accessed here - <a href="http://www.mca.gov.in/MinistryV2/homepage.html">http://www.mca.gov.in/MinistryV2/homepage.html</a>.</p>
3.	New e-Forms for companies/LLPs	<p>A. The MCA has indicated deployment of a new eForm CAR (Company Affirmation of Readiness towards COVID-19) to be filed by companies/LLPs to affirm their readiness towards the COVID-19 threat.</p> <p>B. The MCA is yet to declare details like, content of the eForm, deadlines or penalties for failure to file etc.</p> <p>C. The MCA has recommended companies/LLPs to file this eForm as soon as it is deployed.</p>
4.	Relaxation of compliances under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	<p>A. SEBI has extended timelines by 21 – 45 days (depending upon the compliance) for quarterly and half-yearly filings to be made by listed companies with the Stock Exchanges. These include:</p> <ol style="list-style-type: none"> <li>Compliance Certificate on Share Transfer,</li> <li>Statement of Investor Complaints,</li> <li>Corporate Governance Report,</li> <li>Shareholding Pattern, and</li> <li>Financial Statements.</li> </ol> <p>B. The SEBI circular can be accessed here - <a href="https://www.sebi.gov.in/legal/circulars/mar-2020/relaxation-from-compliance-with-certain-provisions-of-the-sebi-listing-obligations-and-disclosure-requirements-regulations-2015-due-to-the-covid-19-virus-pandemic_46360.html">https://www.sebi.gov.in/legal/circulars/mar-2020/relaxation-from-compliance-with-certain-provisions-of-the-sebi-listing-obligations-and-disclosure-requirements-regulations-2015-due-to-the-covid-19-virus-pandemic_46360.html</a></p>

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