

F. No. 12/03/2018-CSR (Part File)
Government of India
Ministry of Corporate Affairs

5th Floor, 'A' Wing, Shastri Bhawan,
Dr. R.P. Road, New Delhi-110001.

Dated: 04.04.2018

OFFICE ORDER

Subject: Constitution of Steering Committee on Corporate Social Responsibility (CSR) to review the functioning of CSR enforcement & to recommend a uniform approach for its enforcement.

Pursuant to the orders of the Hon'ble Minister of Corporate Affairs for constitution of Steering Committee on CSR, a Committee on CSR is hereby constituted under the Chairmanship of Shri. Manmohan Juneja, RD (WR) to review the functioning of CSR enforcement & to recommend a uniform approach for its enforcement. The members of the Steering Committee shall be as under:-

SI. No.	Name of Officer	Role
1.	Shri Manmohan Juneja, Regional Director (Western Region)	Chairman
2.	Shri Sanjay Shorey, JD (Legal)	Member
3.	Shri N.K. Dua, JD (Policy)	Member
4.	Shri Shashi Raj Dara, JD (e-gov)	Member
5.	Nominee of RoC, Delhi	Member
6.	Nominee of RoC, Mumbai	Member
7.	Nominee from Institute of Chartered Accountants of India	Member
8.	Nominee from Institute of Company Secretary of India*	Member
9.	Nominee from Institute of Cost Accountants of India	Member
10.	Nominee from ASSOCHAM	Member
11.	Nominee from PHDCCI	Member
12.	Smt. Seema Rath, DD (CSR)	Convener

* In addition they are to provide logistic support for meeting.

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The Committee may co-opt any other member as special invitee.

2. TERMS OF REFERENCE (TOR) OF THE STEERING COMMITTEE FOR CSR:

- (a) To revisit Schedule VII of Companies Act, 2013, on the basis of references received from stakeholders including ministries and department of Centre and State, Hon'ble Member of Parliament, Hon'ble Member of State Legislatures and Civil Societies;
- (b) To revisit guidelines for enforcement of CSR provisions and basis including structure of Centralized Scrutiny and Prosecution Mechanism (CSPM);
- (c) To examine the role and function of NFCSR under IICA
- (d) To recommend the requirement of human and logistic resources for effective CSPM which would include:
 - (i) Methodologies for monitoring compliance of the provisions of Section 135 of the Companies Act, 2013.
 - (ii) To suggest measures keeping in view legal and technical issues arising while formulating for CSPM.
 - (iii) Any other matter

3. The Committee shall finalize its report after inviting comments of general public through National CSR Data Portal. The Steering Committee would have to submit their recommendation within 60 days to the Ministry from the date of its constitution.

4. Further, it has been approved that accordingly in order to aid and assist the Steering Committee, following two sub-committees are also formed for identification of issues and deliberations thereof as mentioned below:

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(A) Legal sub-committee for CSR:

SI. No.	Name	Role
1.	Shri Sanjay Shorey, JD (Legal)	Chairperson
2.	Smt. Seema Rath, DD (CSR-Cell)	Member
3.	Nominee of RoC, Delhi	Member
4.	Nominee of RoC, Mumbai	Member
5.	Nominee from CDM	Member
6.	Shri Vedant Ojha, AD (CSR-Cell)	Member cum Convener

Terms of Reference (TOR) for Legal sub-committee:

- i. Criteria to identify responsibility for non-compliance of CSR provisions.
- ii. To draft standard Show Cause Notice (SCN) to be issued electronically.
- iii. Templates for reply for SCN to be received electronically.
- iv. Standard sanction letter for prosecution to the RoCs.
- v. To revisit/review all circular(s) issued till date for CSR provisions.
- vi. To examine power to withdraw prosecutions, in case filed or to provide immunity from prosecution in case after issuance of SCN when the company becomes compliant of CSR provisions.
- vii. To propose manpower requirement for CSPM.
- viii. Any other item.

(B). Technical sub-committee for CSR :

Sl. No.	Name	Role
1.	Shri Shashiraj Dara, JD (e-gov)	Chairperson
2.	Shri Sanjay Gupta, JD	Member
3.	Shri Bhaskar Subramaniam, Infosys	Member
4.	Nominee from CDM	Member
5.	Nominee of RoC, Delhi & Mumbai	Member

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Terms of Reference (TOR) for Technical sub-committee:

- (i) To verify the data consistency of National CSR Data Portal.
- (ii) To identify procedure to extract the list of eligible CSR companies from the MCA21 Registry /CDM Portal as per section 135(1) of the Act.
- (iii) Mechanism for issuance of standard SCNs and receiving the reply for the same electronically and managing the exercise (issuance, maintenance, storage and information sharing with CSR Cell/RoCs/RDs).
- (iv) Identification of additional items for re-visiting the e-forms keeping in view the queries and suggestions of stakeholders including parliamentarians and other Ministries/ departments.
- (v) Categorization and auto generation of reports for non-compliant companies by forming different templates.
- (vi) To segregate companies which are CSR compliant
- (vii) Year-wise data in excel format/CSV format be made available to CSR Cell.
- (viii) To facilitate process for RoCs to proceed with the prosecutions along with SCNs, replies received and Ministry's approval for penal action u/s 134(8) of Companies Act, 2013.
- (ix) To modify AOC-4 (XBRL & non-XBRL) w.r.t. KYCs and other information regarding constitution of CSR Committee and its meeting held.
- (x) Any other item

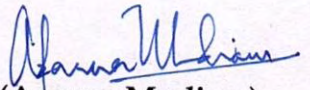
5. These 2 sub-committee shall submit their reports within 30 days to the Steering Committee from the date of its constitution.

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6. The following guidelines may be adhered while discharging the work assigned to the Committee:-

- (i) The Committee may invite any person (s) of appropriate stature having Acknowledge expertise with the Companies Act and the prosecutions filed thereunder;
- (ii) The Committee(s) are free to meet on Saturday(s) & Sunday(s) to expedite and complete their task;
- (iii) To meet at any place in India.

The Committee(s) are free to visit any office under their jurisdiction to complete their work.


(Aparna Mudiam)
Assistant Director - CSR

To

All Committee Members.

Copy to:-

- 1) PS to Hon'ble Minister of Corporate Affairs
- 2) PS to MOS(CA)
- 3) PS to Secretary (CA)
- 4) PS to DGCoA.
- 5) PS to JS(G)/JS(K)/JS(AC)/DDG(Stat.)/DII(SBG)/DII(DPO)/DII(BM)
- 6) e-gov Cell for placing on MCA website under 'News and Updates'.
- 7) CDM team to upload on CSR Portal.
- 8) All Officers, MCA.