



SECRETARIAL & ROC COMPLIANCE PROFILE

MJ & Associates (Advocates & Consultants) is a professionally managed and result oriented law firm accompanied by the group of company secretaries with meticulous track record and sound financial and professional background, MJ & Associate provides the services in the Field of Corporate Laws, Securities Laws, Foreign Exchange Management Laws, Intellectual Property Laws. The firm undertakes Board Process Audits, Corporate Governance Audits, Secretarial Audits, Internal Audits on Functions and Activities, Corporate Actions / Transactions, based Due Diligence Audits. The firm also caters to various segments of business organizations, irrespective of their size, formand nature of business.

We have various involvement all through the secretarial field. We have significant involvement in Public Listed Companies, Private Companies, Public Sector Units, NBFCs (individual and gathering organizations), 100% Foreign Subsidiary Company with an assortment of customers in the secretarial administrations and business counseling disciplines.

1. Company Law Services for ease of doing Business in India :

We provide our Secretarial services/ Certifications Services for, Compliance of listed Companies/incorporation / formation of a companies or LLP, Joint Venture Company, wholly owned subsidiary of foreign company, not-for-profit company, issue of stock options, buy-back of shares, creation of charge for loan / bank facilities including following services:

- ✓ Incorporation of New Company in India / Overseas, LLP, Partnership Firm, Society, OPC, Section 8 Company;
- ✓ Secretarial Audit Services, LODR compliance certificates;
- ✓ Advisory and incorporation of Limited Liability Partnership [LLP];
- ✓ Periodical advisory and/or retainership for Private Company / LLP / Closely held Company / Listed Company / Joint Venture Company / Section 8 Company for Company law related matters;
- ✓ Search Report about Company as per Registry Records;
- ✓ Services related to Creation / Modification / Satisfaction of Charge;
- ✓ Secretarial issues relating to-holding of meetings, maintenance/filing of records/returns, Corporate Governance, ESOP, Buy back, Takeover, Insider Trading etc.;

- ✓ Conversion of Private Limited to Public Limited and vice-versa;
- ✓ Transfer and Transmission of shares and issue of Duplicate share certificates;
- ✓ Compliances related to Remuneration paid to Managing and Whole Time Directors;
- ✓ Compliances relating to transactions with interested directors and relatives, holding of office or place of profit by Directors and relatives.
- ✓ Preparation & Filing of periodical statutory forms for matters relating to Balance Sheet, Directors, Capital structure, Registered office, Alterations in Memorandum and Articles of Association with the regulating authorities with respect to Private and Public Companies, LLPs etc., as per applicable corporate events.
- ✓ Services relating to Winding up of companies
- ✓ Preparation and filing of documents for Striking off the Companies.

2. **FDI / FEMA Services:**

provide services to start-up as well existing business related to Foreign Direct Investment, Govt. approvals including FIPB, RBI for entry for business in India by foreign companies, set-up plants, projects, branch, representative office, compounding of offences including:

- ✓ Advisory for establishment of Business / Company in India or Abroad Suggesting beneficial modules / strategy;
- ✓ Advisory and Services to obtain necessary Govt. approvals India (FIPB or concerned Ministries) or Regulatory Authorities (RBI) for Projects, Company Formation, Technology Transfers;
- ✓ Approval / documentations for Technical Know-how / Brand Licensing;
- ✓ Investment related services;
- ✓ Establishment of Branch, Liaison Office, Representative Office in India;
- ✓ Advisory on making application to Govt. of India (FIPB or concerned Ministries) or Regulatory Authorities (RBI) for Projects, Company Formation, Technology Transfers;
- ✓ Procedures relating to Inbound and Outbound Foreign investments;
- ✓ Transfer of securities from person resident in India to person resident outside India or vice versa;
- ✓ Drafting of the Shareholders Agreement and Share Subscription Agreement outside India;
- ✓ Compounding of various offences under FEMA;
- ✓ Tax planning and other important aspects;

- ✓ Govt. policies / approval related guidance and
- ✓ Corporate Litigation matters

3. **CSR Management:**

We are providing Services to the clients related to the Designing CSR Policy, Supporting CSR Project governance and Reporting of CSR implementation agencies.

4. **Secretarial / Compliance Due Diligence:**

There are multiple laws and regulations that would apply to different kind of business and entities. A Secretarial / Compliance due diligence involves checking of applicability of various laws and regulations and adherence to these. There are certain laws that apply to all Companies like Company law and labour laws whereas as some are sector specific such as FDI in retail, insurance businesses etc. In a due diligence each of these would be reviewed in detail. Secretarial DD services includes;

- ✓ Due diligence prior to Merger, Takeover, Hive-off, Joint Venture;
- ✓ Overview of Company charter documents and other regulatory filings;
- ✓ Review of Minutes of the Meeting, Share allotment filings;
- ✓ Understanding of ESOP Scheme, Grant Documents and Cap Table;
- ✓ Overview of vendor contracts, partnership agreements and key-employment contracts;

5. **Corporate Restructuring Services:**

We provide company secretary services for merger & amalgamation, hive-off, business transfer, investment / funding including:

- ✓ Merger & Amalgamation;
- ✓ Hive-off;
- ✓ Business Transfer;
- ✓ Takeover;
- ✓ Step-down subsidiary;
- ✓ De-merger of division or business into separate company;
- ✓ Revival of defunct / sick companies and
- ✓ Joint venture / foreign collaborations / alliances.