

ICSI (Employee Company Secretaries Identification Number Guidelines), 2019

(as approved by the Council in its 261st (Special) Meeting held on 27th June, 2019 and further amended by the Council in its 263rd, 266th, 271st and 284th Meeting held on 23rd September, 2019, 9th January, 2020, 26th September, 2020 and 9-10th March, 2022 respectively)

In exercise of the powers conferred by clause (1) of Part II of the Second Schedule to the Company Secretaries Act, 1980 as amended by the Company Secretaries (Amendment) Act, 2006, the Council of the Institute of Company Secretaries of India hereby issues the following Guidelines:-

1. Short Title

These Guidelines shall be called the ICSI (Employee Company Secretaries Identification Number) Guidelines, 2019 or the ICSI (ECSIN) Guidelines, 2019.

2. Objective

The Council of the Institute has issued the ICSI (Employee Company Secretaries Identification Number) Guidelines, 2019, for regulation of the members in employment, which provides for generation of eCSIN by the members of the Institute (working in any capacity except those exempted), thereby enabling the Institute in identifying the members in employment and facilitating maintenance of employment record of the members.

3. Applicability

- (a) These Guidelines came into force on October 1, 2019. The amended Guidelines shall come into effect from August 5, 2022.
- (b) These Guidelines shall be applicable to members entering into any employment irrespective of their designation including the engagement on contractual basis, retainership in the nature of employment, whether in India or Outside India.

4. Registration for eCSIN

- (a) The members in employment with an active membership shall register at the designated website.
- (b) The member shall visit the website, <https://stimulate.icsi.edu/ecsinn> or any other designated website as may be approved by the Council and register to create a login id and password by providing the membership number, date of birth, phone number, email id, Aadhaar Number issued by The Unique Identification Authority of India (UIDAI), Permanent Account Number (PAN) issued by The Income Tax Department and such other particulars as may be mandated by the Institute.
- (c) The login credentials would be verified/communicated through email or SMS or by any other electronic mode.
- (d) No fee/document is required for registering on the eCSIN website.

5. eCSIN Generation

- (a) eCSIN shall be generated by the member at the time of issuing the consent letter/acceptance letter or date of appointment and on the date of relieving from the organization.

Provided that the eCSIN shall be generated not later than 30 days from issuing the consent letter/acceptance letter or date of appointment /relieving, as the case may be.

Provided further that in case of change in Employer pursuant to an order of the NCLT/ Regional Director consequent upon a scheme of Compromise, Arrangements & Amalgamation or any other restructuring by the company, a request for updating eCSIN details addressed to the Secretary, ICSI shall be sent within 30 days of effective date of Scheme as per the order of the NCLT / Regional Director at ecsin@icsi.edu in the prescribed format with complete details.

Explanation:

For the purpose of this Clause,

- (i) The consent letter means the consent letter to be given in terms of the provisions of Section 203 of the Companies Act, 2013 and Rule 8 and Rule 8A of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 for appointment of Company Secretary.
- (ii) In case of appointment other than as Company Secretary under Section 203 of the Companies Act, 2013, it shall mean the acceptance letter.
- (iii) In case of appointment where no acceptance letter was issued, the date of appointment shall be treated as the date of consent letter / acceptance letter.
- (iv) A member can generate only one eCSIN for one employer at the time of appointment and shall generate cessation of the same only on cessation of that employment.
- (v) Any change in designation within the same organization for which eCSIN was generated shall be updated within 15 days from the date of such change.
- (vi) In case of deputation of a member for a limited period, a request for change in place of posting for active eCSIN shall be sent along with supporting documents to the Secretary, ICSI at ecsin@icsi.edu.
- (b) The eCSIN shall be an eighteen-digit system generated random unique alphanumeric number.
- (c) No fee/document is required for generating eCSIN on the website.
- (d) eCSIN shall be shared only on registered email id of the member or through any other electronic mode. The active eCSIN shall also be reflected in the member's search/member's directory on the ICSI website.
- (e) Name of the member, ICSI Membership No., Name of the Employer/Organisation, CIN of the Company or any other registration number in case of employer other than a Company, Employee Designation, Registered Office Address, Address of Place of

Posting, official email id, official phone number, website of employer, date of consent letter, date of appointment, total annual emoluments, reason for cessation of employment, date of resignation letter and date of actual cessation from employment on the date of eCSIN generation, as may be applicable, shall be disclosed at the time of generation of eCSIN.

6. Generation of Second eCSIN

- (a) A member of the Institute shall hold office as a Company Secretary or KMP only in one company at a time.

Provided that member having designation as Company Secretary or KMP of a Holding Company shall only be eligible for appointment as Company Secretary or KMP in one of its Subsidiary Company which can either be an immediate subsidiary or a step down subsidiary.

- (b) In case of appointment as Company Secretary or KMP in a Subsidiary Company on the basis of the appointment in the Holding Company as per the provisions of Clause 6(a) above, a request for generation of Second eCSIN, addressed to the Secretary, ICSI shall be sent within 15 days of appointment in the Subsidiary Company at ecsin@icsi.edu in the prescribed format with complete details along with a self-attested copy of the appointment letter or board resolution passed by the Subsidiary Company.
- (c) The eCSIN for appointment in the Holding Company has to be generated first before sending the request for the generation of Second eCSIN for the Subsidiary Company.
- (d) Members who are already appointed in more than one Subsidiary Company or holding appointment not in accordance with Clause 6(a) of these Guidelines shall take necessary steps for the compliance of these Guidelines within three months of the coming into effect of the revised Guidelines or such other date as may be specified by the ICSI.

7. Quoting eCSIN

- (a) eCSIN generated at the time of issuing the consent letter/ acceptance letter /relieving letter shall be quoted along with the ICSI membership number on such letter by members entering into / relieving from any employment as a Company Secretary, KMP or otherwise.
- (b) In case e-form DIR-12 or such other form as may be prescribed under the Companies Act, 2013 and rules made thereunder is being filed with respect to the appointment or cessation of employment of any member, the consent letter / acceptance letter / relieving letter containing the eCSIN as per Clause 5(a) of these Guidelines, as the case may be, shall be attached to such form.

8. Exemptions

These Guidelines shall not apply to members who are -

- (a) Sitting Members of Parliament or of any State or UT Legislative Assembly
(b) Serving Members of Judiciary/Tribunals and Quasi-Judicial Bodies

- (c) Serving Members of Civil Services and allied disciplines
- (d) Serving Members of Armed Forces and Paramilitary forces
- (e) Serving Diplomats
- (f) Registered with any registered Bar Council of India
- (g) Holding Certificate of Practice issued by ICSI or any other professional bodies such as ICAI, ICAI-Cost, etc. in India
- (h) In self-employment or in their own business as Partner or Proprietor.

Provided that the members employed in Central Government, State Government(s), Regulatory Bodies, Government Organizations, Central/State PSU or with any Statutory Bodies such as ICAI, ICSI, ICAI-Cost, Institute of Insolvency Professionals Agencies, Registered Valuer Organisations, Banks, Financial Institutions, Stock Exchanges or any other autonomous body are required to generate/cessate eCSIN as per Clause 5(a) of these Guidelines.

Provided further that the Council of ICSI may at any time, if it considers necessary add/modify categories of Members to this Clause.

9. Monitoring

- (a) A member shall update any change in the particulars of eCSIN *viz.* change in designation, change in date of consent letter or date of appointment, on the eCSIN website within 15 days from the date of such change.
- (b) For seeking change in the particulars of Employer, CIN/PAN, Registered Office Address, Address of Place of Posting or any other detail required on eCSIN website, a request shall be sent along with supporting documents to the Secretary, ICSI at ecsin@icsi.edu.
- (c) Prospective Employers, Regulatory Bodies and other stakeholders may at any time verify the authenticity of eCSIN by visiting the designated website.
- (d) In case of employment of newly admitted members, where the date of appointment is prior to the date of receiving membership, the date of appointment for the purpose of eCSIN generation shall be the date of receiving membership of the Institute.

10. Consequences of Violation

- (a) Any non-compliance or defective compliance with these Guidelines shall render the member liable for action under the Company Secretaries Act, 1980 read with First and Second Schedule to the Company Secretaries Act, 1980.
- (b) eCSIN shall be mandatorily required at the time of renewal of membership of a member who is in employment to ensure the compliance of Regulation 3 of the Company Secretaries Regulations, 1982.

11. Confidentiality

The data uploaded by the members at the time of generation of eCSIN shall be confidential and not be construed as 'information' under the Right to Information Act, 2005 except for the information accessible to the public at large on the website of the Ministry of Corporate Affairs or on the ICSI website or on the designated eCSIN website.

12. Residuary Provisions

- (a) The Secretary, ICSI in consultation with President, ICSI may allot, exempt, alter or otherwise deal with generation of eCSIN under these Guidelines on a request of a member in special circumstances which may be required under the prevailing law or otherwise.
- (b) The Secretary, ICSI in consultation with President, ICSI may *suo motu* generate eCSIN in respect of any member or class of members including the members exempted under Clause 8 of these Guidelines.

Provided that the Secretary, ICSI may ask for any document while exercising powers provided under this Clause.

13. Condonation of Delay

The members in respect of whose employment eCSIN is not generated, shall generate the same within three months of the coming in force of these revised guidelines, or such other date as may be specified by the ICSI. Any failure in compliance shall render the member liable for action as per Clause 10 of these Guidelines.

Provided that the Professional Development Committee may frame standard operating procedures and modalities or any scheme due to any specific circumstances to condone the delay on such terms and conditions as it may deem fit and proper and in case of such condonation, the members shall not be liable for consequences of violation as mentioned in Clause 10 of these Guidelines.

Provided further that the Professional Development Committee may condone the delay on such terms and conditions as it may deem fit and proper in case of member in respect of whose employment eCSIN is not generated within the timelines prescribed under these Guidelines.

14. Removal of Difficulty

If any difficulty arises with respect to the observance / interpretation of these Guidelines, or some unforeseeable circumstances occur which have not expressly been provided for in these Guidelines, then the Secretary, ICSI shall decide the matter in consultation with President, ICSI and pass such orders as may appear necessary or expedient for carrying out the objectives of these Guidelines.

Provided that all matters dealt with under this Clause shall be placed before the Professional Development Committee for information or ratification, as the case may be.