

**ICSI
(MANAGEMENT AND
DEVELOPMENT OF COMPANY
SECRETARIES IN PRACTICE)
GUIDELINES, 2023**

As approved by the Council in its 301st Meeting held on 6th September, 2023 and amended in 312th (Annual) Meeting held on 8th - 9th October, 2024 and further amended in 315th Meeting held on 18th - 19th March, 2025



**THE INSTITUTE OF
Company Secretaries of India**

भारतीय कम्पनी सचिव संस्थान

IN PURSUIT OF PROFESSIONAL EXCELLENCE

Statutory body under an Act of Parliament

(Under the jurisdiction of Ministry of Corporate Affairs)

CHAPTER II

PCS ORIENTATION PROGRAMME

2.1 Introduction

Regulation 10(1) of the Regulations provide that *a member, after successful completion of Orientation Programme in such manner and mode as may be determined by the Council, may apply to the Institute in the appropriate form for issue of a certificate of practice entitling him to practice as a Company Secretary anywhere in India.* Accordingly, the PCS Orientation Programme (POP) has been adopted as a step towards obtaining the Certificate of Practice.

2.2 Objective

The objective of this Programme is to:

- (i) Guide the member in establishing a successful and thriving Practice with special focus on developing skills and building expertise in rendering services to the stakeholders;
- (ii) Devise uniform structure for holding Orientation Programme for members who are desirous of obtaining Certificate of Practice.

2.3 Modalities of POP

- (i) Modalities of POP in e-learning mode are as under:
 - a) POP shall be available throughout the year to facilitate the member to undergo self-paced learning.
 - b) The duration shall be 10 hours.
 - c) The lectures shall be linked to coverage provided for under Para 2.7 of this Chapter.
 - d) The member shall be allowed to begin the next lecture, only on completion of previous lecture.
 - e) The member shall undergo MCQ based examination after completion of all the lectures.
 - f) A member will get maximum three attempts to appear and

qualify in the MCQ based examination and the minimum time gap between two attempts shall be 2 hours. Based on the score being 50% or more in the MCQ based examination, the member shall be awarded Certificate of Completion. Member has to complete the POP within 30 (thirty) days of registration in the e-learning mode.

- (g) If member is unable to complete the POP within 30 (thirty) days of registration or clear the MCQ based examination in three attempts, he has to again register on payment of fees, as prescribed under Para 2.4 of this Chapter.

(ii) Modalities for POP in Physical mode:

- a) The Regional Councils, Diamond and Platinum grade Chapters of the Institute may organize POP in physical mode, on charging such fees as prescribed in Para 2.4 of this Chapter.
- b) The duration of the POP shall be 5 hours per day for two days.
- c) The lectures shall be linked to coverage provided for under Para 2.7 of this Chapter.
- d) The members shall not be required to undergo MCQ based examination as the Certificate of Completion obtained in physical mode shall be deemed as POP Completion Certificate.
- e) The Regional Councils or the eligible chapters at its discretion may allow the existing Certificate of Practice holders to participate in the POP.

2.4 Fees

- (i) The fees for POP in e-learning mode shall be Rs. 750/- (excluding applicable GST). The Council may increase or decrease the fees on recommendation of the Practicing Company Secretary Committee of the Institute.
- (ii) Subject to the validity of the Certificate of Completion, the fees paid for POP in e-learning mode shall form part of the fees for Certificate of Practice and the remaining fee shall be paid at the time of applying for the Certificate of Practice.

- (iii) The fees for POP in physical mode shall be the fees decided by the Regional Council or the Chapter Management Committee which shall not exceed Rs 2000/- (excluding applicable GST).
- (iv) The fees charged by the Regional Council or Diamond/Platinum grade Chapter shall not be adjusted towards the fees of Certificate of Practice.
- (v) A Member falling under Para 2.10 of this Chapter shall pay full fee at the time of applying for Certificate of Practice.
- (vi) A member who has obtained POP Completion Certificate from physical mode shall have to pay Rs. 750/- (excluding applicable GST) as exemption fees and such payment shall form part of the fees for Certificate of Practice, the remaining fee shall be paid at the time of applying for the Certificate of Practice.
- (vii) The fees for POP shall be non-refundable and non-adjustable. However, Regional Council or Diamond/Platinum grade Chapter may allow refund and adjustments, if deem fit.

2.5 Faculty

- (i) POP being focused on hand holding of the Company Secretaries in Practice, only Company Secretaries in Practice having at least 10 years of experience shall be the faculty for the POP. Industry experts or experts from other relevant fields may also be invited as faculty to interact with the participants, so as to provide the view of stakeholders' expectations.
- (ii) Database of Peer Reviewers and Quality Reviewers may be utilised for identifying the faculty.

2.6 Reference Material

Each participant shall be provided with the soft copy or access to the soft copy of background material which shall essentially comprise of:

- (i) The Company Secretaries Act, 1980;
- (ii) The Company Secretaries Regulations, 1982;
- (iii) Peer Review Manual;
- (iv) Quality Review Manual;
- (v) Manual on Secretarial Audit;

- (vi) ICSI (Management and Development of Company Secretaries in Practice) Guidelines, 2023;
- (viii) SS-1 and SS-2 alongwith the Guidance Notes;
- (viii) Other Publications useful for Practicing Company Secretaries, as may be approved by Competent Authority.

2.7 Structure & Coverage of Programme

- (i) The POP shall cover the following topics:

COVERAGE OF PCS ORIENTATION PROGRAMME (10 hours - 2 hours each)
Setting up of Practice and strategizing for growth <ul style="list-style-type: none">● Establishing Infrastructure;● Networking and use of social media including Ethical conduct;● Financial schemes;● Converting Challenges into Opportunities;● Team Building and Mega Firms;● Soft skills and Professional etiquettes;● Time Management and Use of Technology;● Continuous Learning Programme and Team Building;● Partnership Firm- Do's & Don'ts, Mutual Agency & Trust, Decision-Making & Revenue Sharing.
Overview of major areas of Practice & New opportunities for Practicing Company Secretaries <ul style="list-style-type: none">● Representation Services: Authorities - NCLT/NCLAT/RD/ROC/OL/SEBI/SAT/RBI/Consumer Forum/CCI/TRAI/TDSAT/IRDA etc;● Advisory Services: Setting up of new business, Acquisition, Corporate Restructuring, Closure, Stakeholders Management, Board Management, Fund Raising - Equity & Debt, Business Advisory viz. Capital, ESOP;● Specialised Services: Insolvency Professional, Liquidator, Registered Valuer, Arbitrator, Mediator & Conciliator, ESG & Social Auditor.

Guidelines for Company Secretary in Practice

- ICSI Unique Document Identification Number (UDIN) Guidelines, 2019;
- ICSI Guidelines for Attire and Conduct of Company Secretaries, 2020;
- ICSI (Continuous Professional Education) Guidelines, 2019;
- ICSI (Management and Development of Company Secretary in Practice) Guidelines, 2023;
- ICSI Auditing Standards CSAS-1 to CSAS-4.

Appearance before Quasi-Judicial Authorities & Art of Advocacy

Essentials of Practice

- Professional Code of Conduct for Company Secretaries;
- Overview of Peer Review and Quality Review;
- Overview of Disciplinary Mechanism;
- Nuances of PMLA;
- Management of Cash flow, Component of fee and Proposal Management;
- Interaction with Clients, Invoicing and Billing.

- (ii) The Practicing Company Secretaries Committee of the Institute may revise the structure, fees, modalities and coverage of the POP, as and when required.

2.8 Certificate of Completion

- (i) Certificate of Completion for the participants of POP in e-learning mode shall be auto generated on completion of the course.
- (ii) In cases where POP is organised in physical mode, Certificate of Completion shall be sent by Regional Office to the member in electronic mode.
- (iii) Certificate of Completion obtain either is physical or e-learning mode shall be valid for a period of 90 (Ninety) days and member has to apply for Certificate of Practice within 90 days from obtaining the same.

- (iv) In case of failure to apply for Certificate of Practice within 90 (ninety) days of obtaining the Certificate of Completion, such Certificate of Completion shall stand invalid and member shall be required to reappear for the POP after payment of the applicable fees.

2.9 CPE Credits

CPE Credit shall be awarded in accordance with ICSI (Continuous Professional Education) Guidelines, 2019, for the POP conducted in physical mode.

2.10 Exemptions

The requirement of undergoing POP before making an application for Certificate of Practice shall not apply to:

- (i) A member with Post qualification experience of 15 years or more (as Company Secretary either deleted)¹;
- (ii) A member who has surrendered Certificate of Practice not more than two years prior to applying for Certificate of Practice again.

1. Words deleted 'as Company Secretary either in employment or Practice' by the Council in its 312th (Annual) Meeting held on 8th-9th October, 2024