

DHAMI AND ASSOCIATES

4. Regulatory & Compliance

- **FEMA / RBI Compliance:** For FDI, ODI, and ECB transactions.
- **ROC Filings & Company Law:** Compliance under Companies Act.
- **Secretarial Services:** Annual returns, minutes, resolutions.
- **SEBI & Stock Exchange Filings:** For listed entities.
- **Compliance for Gift City Entities:** Special Economic Zone advisory.

Regulatory & Compliance Services

In a highly regulated business environment, seamless compliance is not just a statutory requirement—it is a foundation for sustainable growth, credibility, and corporate governance. Our firm provides a **comprehensive suite of Regulatory & Compliance services**, helping businesses of all sizes—from start-ups to listed companies—stay aligned with Indian laws, evolving regulations, and global best practices. We serve as a trusted partner in navigating complex compliance landscapes, ensuring that our clients maintain both operational efficiency and legal security.

FEMA / RBI Compliance

India's cross-border transactions are governed by the **Foreign Exchange Management Act (FEMA), 1999**, and regulated by the **Reserve Bank of India (RBI)**. Non-compliance can attract severe penalties under FEMA's stringent rules. Our firm offers **end-to-end FEMA/RBI advisory and compliance services** for both inbound and outbound investments.

We assist with:

- **Foreign Direct Investment (FDI):** Structuring and compliance for equity investments, issue of shares to non-residents, Form FC-GPR, and annual returns (FLA/DI)
- **Overseas Direct Investment (ODI):** Assistance with setting up or acquiring overseas subsidiaries or JVs, reporting in Form ODI, and post-investment compliance
- **External Commercial Borrowings (ECB):** Structuring ECBs, registration, LRN filing, drawdown and repayment compliance, and filing Form ECB-2
- **Remittances and Repatriation:** Advisory on current/capital account transactions, NRI investments, and dividend/disinvestment repatriation
- **Compounding Applications:** Assistance in rectifying past non-compliance through RBI compounding process

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We work closely with clients and authorized dealers (AD Banks) to ensure all foreign exchange transactions are **in line with FEMA regulations, RBI Master Directions, and sector-specific caps**, providing risk-free, compliant structuring.

ROC Filings & Company Law Compliance

Companies incorporated in India are governed by the **Companies Act, 2013**, and are subject to ongoing compliance obligations before the **Registrar of Companies (ROC)** and Ministry of Corporate Affairs (MCA). Our firm provides full-spectrum **ROC and MCA compliance support** to private companies, public limited companies, LLPs, and Section 8 companies.

Our services include:

- Preparation and filing of **e-Forms (MGT-7, AOC-4, DIR-3 KYC, INC-22, PAS-3, etc.)**
- Assistance with **annual filings**, changes in directors or registered office, increase in capital, share transfers
- Advisory on **related party transactions, loans to directors, and other restricted transactions**
- Conversion of entity structure (e.g., from private to public company, LLP to company)
- Drafting **Board Resolutions, special resolutions, and AGM/EGM notices**
- **Maintenance of statutory registers** and records as per Companies Act

We also help in identifying and rectifying **non-compliances and defaults**, and offer **dormant company filings, strike-off applications, and revival under NCLT**, wherever applicable.

Secretarial Services

Efficient **corporate secretarial services** are vital for good governance and transparency in business. We provide practical and process-driven solutions tailored to the compliance needs of companies, LLPs, and foreign subsidiaries in India.

Key services include:

- Drafting and maintaining **minutes of Board meetings, General Meetings, and Committee meetings**
- Preparation and filing of **resolutions, declarations, and disclosures**
- Tracking and renewal of **DSCs and DIN compliance**
- Support in organizing **Annual General Meetings (AGMs)** and **Extraordinary General Meetings (EGMs)**

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- Advisory on **shareholder rights, director duties, and corporate governance**
- Liaising with MCA, ROC, RD, and NCLT on various approvals and legal filings

We provide **retainer-based services** to ensure year-round compliance, thus relieving promoters and company secretaries from routine filing burdens and enabling them to focus on business.

SEBI & Stock Exchange Filings (for Listed Entities)

Listed companies face heightened scrutiny under various laws enforced by the **Securities and Exchange Board of India (SEBI)** and respective stock exchanges (BSE/NSE). Our firm supports such entities in ensuring **compliance with SEBI (LODR) Regulations, SAST Regulations, and Insider Trading norms**.

Our SEBI & stock exchange compliance offerings include:

- Periodic and event-based disclosures under **SEBI LODR**
- Drafting and filing of **financial results, shareholding patterns, corporate announcements**
- Support with **Code of Conduct and Insider Trading Policy**
- Guidance on **Corporate Governance Reports, Related Party Transactions, and Board composition**
- Compliances related to **Preferential Allotments, Buybacks, Bonus Issues, and ESOPs**
- Coordinating with **RTA, Merchant Bankers, and Legal Counsel** for regulatory submissions

In case of non-compliance or penal action, we assist in **compounding applications, rectifications, and liaison with SEBI or stock exchanges** for resolution.

Compliance for GIFT City Entities (IFSC SEZ Units)

With India's **Gujarat International Finance Tec-City (GIFT City)** emerging as a global financial hub, we offer dedicated compliance services for businesses operating under the **International Financial Services Centre (IFSC)** regime. Entities in GIFT City enjoy tax and regulatory incentives but must comply with specialized frameworks laid down by SEZ authorities, IFSCA, and RBI.






Our offerings include:

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- **Entity setup advisory** – including IFSC registration, business structuring, and regulatory approvals
- **SEZ Unit and Developer Compliances** – including filing of SOFTEX, APR, and DTA transactions
- **IFSCA Regulations Advisory** – for banks, fintech companies, fund managers, and insurers
- **Tax advisory** on MAT/AMT applicability, tax holidays, and cross-border taxation
- **Compliance with RBI, SEZ Act, Customs & FEMA provisions** for IFSC entities

We support **financial institutions, fintech startups, fund structures, and NBFCs** seeking to establish a presence in the globally competitive and tax-efficient GIFT City ecosystem.

✓ Why Clients Trust Us for Compliance Services

-  **Accuracy & Timeliness:** We ensure clean, audit-ready records and zero missed deadlines
 -  **End-to-End Expertise:** Legal, tax, FEMA, ROC, SEBI — all under one umbrella
 -  **Advisory-Driven Compliance:** Focused not just on filing but on risk mitigation and optimization
 -  **Regulatory Liaison:** Direct coordination with MCA, RBI, SEBI, IFSCA, GIFT SEZ units
 -  **Industry Focus:** Start-ups, MSMEs, corporates, NBFCs, and listed companies across sectors
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