

Insolvency and Bankruptcy Board of India
7th Floor, Mayur Bhawan, Connaught Place, New Delhi-110001

Circular No: IPA/009/2018

19th April, 2018

To
All Registered Insolvency Professional Agencies
(By mail to registered email addresses and on website of the IBBI)

Dear Madam / Sir,

Subject: Annual Compliance Certificate for Insolvency Professional Agencies

The Insolvency and Bankruptcy Code, 2016 (Code), the IBBI (Insolvency Professional Agencies) Regulations, 2016, the IBBI (Model Bye Laws and Governing Board of Insolvency Professional Agencies) Regulations, 2016 and Guidelines, Circulars, and Directions issued thereunder cast several duties, responsibilities and obligations on the registered Insolvency Professional Agencies (IPAs). Section 196(1)(g) of the Code mandates the Insolvency and Bankruptcy Board of India (IBBI) to monitor performance of IPAs.

2. Keeping in view the institutional role of the IPAs, and to facilitate monitoring of both their performance and compliance of statutory requirements, and in the interest of transparency and accountability, the IBBI, in consultation with IPAs, has devised the format of **ANNUAL COMPLIANCE CERTIFICATE (Annexure A)** to be submitted by the IPAs to the IBBI and to be displayed on its website within 45 days of the closure of the financial year.

3. The IPAs are requested to submit the **ANNUAL COMPLIANCE CERTIFICATE** for the year 2017-18 to the IBBI and display the same on their respective websites by 15th May, 2018.

4. This circular is issued in exercise of the powers conferred under section 196 of the Insolvency and Bankruptcy Code, 2016.

Yours faithfully,

(Debajyoti Ray Chaudhuri)
Chief General Manager
Email: dr.chaudhuri.ibbi.gov.in

ON THE LETTER HEAD OF THE INSOLVENCY PROFESSIONAL AGENCY

ANNUAL COMPLIANCE CERTIFICATE FOR THE YEAR 2017-18

I hereby certify that _____ (write the name of the IPA here), having Registration No. _____ has complied with the applicable provisions of the Insolvency and Bankruptcy Code, 2016, the IBBI (Insolvency Professional Agencies) Regulations, 2016 and the relevant provisions of IBBI (Model Bye Laws and Governing Board of Insolvency Professional Agencies) Regulations, 2016 **for the year 2017-18**, as indicated in **Annexure A**.

2. I undertake that _____ (write the name of the IPA here), having Registration No. _____ shall comply with the applicable provisions of the Insolvency and Bankruptcy Code, 2016, the IBBI (Insolvency Professional Agencies) Regulations, 2016 and the relevant provisions of IBBI (Model Bye Laws and Governing Board of Insolvency Professional Agencies) Regulations, 2016, wherever it has not complied with fully, as indicated in **Annexure A**, by the dates indicated therein.

3. I verify that this certificate was placed before the Board of Directors of _____ (write the name of the IPA here), having Registration No. _____, in its meeting on

4. I verify that the above certification is true and correct to the best of my knowledge and belief.

(_____)

Managing Director / Chief Executive Officer

Date:

Place:

Annexure A

(Unless specifically indicated, the compliance relates to the year 2017-18. Hence the IPA needs to provide status for the year 2017-18)

Sl. No.	Section / Regulation / Clause	Does the IPA comply with the provision? (NA /YES / NO/ PARTIALLY)	Specific Details	Response to specific details	Reasons for Non-compliance / Partial Compliance	Likely date of Compliance
Part A: Compliances with Provisions of the Insolvency and Bankruptcy Code, 2016						
1	204(a)		How many members were admitted during the year? Do all of them meet the requirements of eligibility? Have all of them provided documents evidencing the qualification and experience required under Regulation 5 of the IBBI (Insolvency Professionals) Regulations, 2016?			
2	204(b)		How many standards of professional conduct does the IPA have at the end of 31 st March, 2018? How many standards were laid down prior to the current year? How many standards were laid down during the year?			
3	204(c)		Did the IPA monitor performance of its members during the year? How many members' performance did the IPA monitor during year? What are the parameters used for monitoring the performance of its members?			

			<p>How many members did not provide material required for monitoring performance?</p> <p>In case of how many members, did the IPA find performance unsatisfactory?</p> <p>What action was taken against the members whose performance was found unsatisfactory?</p>			
4	204(d)		<p>Does the IPA have a policy to safeguard the rights, privileges and interest of the members?</p> <p>What are the specific interventions the IPA did to safeguard the rights, privileges and interest of the members?</p>			
5	204(e)		<p>How many members did the IPA suspend during the year?</p> <p>How many memberships did the IPA cancel during the year?</p> <p>What was the most common violation of law for which a member was suspended or cancelled?</p>			
6	204 (f)		<p>How many grievances did the IPA receive during the year?</p> <p>How many grievances did the IPA redress during the year?</p> <p>How many grievances are pending for disposal at the end of the year?</p> <p>What was the most common type of grievance against members?</p> <p>What was the average time taken for disposal of grievances?</p>			
7	204(g)		<p>Whether the IPA has published details about its functions on its</p>			

			<p>website? At what frequency these details are updated?</p> <p>Whether the IPA has published the list of its members on its website? At what frequency the list is updated?</p> <p>Whether the IPA has published the performance of its members on its website? At what frequency these details are updated?</p>			
8	205		<p>Whether the bye-laws made by the IPA are consistent with the model bye-laws specified by the Board under section 196(2)?</p> <p>Whether the IPA has modified any provision in the Bye-laws during the year?</p> <p>Whether approval of the IBBI for change in bye-laws has been obtained?</p>			
Part B: Compliances with Provisions of the Insolvency and Bankruptcy Board of India (Insolvency Professional Agencies) Regulations, 2016						
9	3		Whether the IPA is a company registered under Section 8 of the Companies Act, 2013?			
10	3(a)		Whether the IPA's sole object is to carry on the functions of an insolvency professional agency under the Code?			
11	3(b)		Whether the IPA has its bye-laws and governance structure in accordance with the Insolvency and Bankruptcy Board of India (Model Bye-Laws and Governing Board of Insolvency Professional Agencies), 2016?			

12	3(c)		<p>Whether the IPA has a minimum net worth of ten crore rupees as on 31st March, 2018?</p> <p>What is the net worth of the IPA as on 31st March, 2018?</p>			
13	3(d)		<p>Whether the IPA has a paid-up share capital of five crore rupees as on 31st March, 2018?</p> <p>What is the paid-up share capital of the IPA as on 31st March, 2018?</p>			
14	3(e)		<p>Whether the IPA is under the control of person(s) resident outside India?</p> <p>List out the names of persons who are in control of the IPA as on 31st March, 2018?</p>			
15	3(f)		<p>Whether more than 49% of its share capital is held, directly or indirectly, by persons resident outside India?</p> <p>What is the share of resident Indians in shareholding of the IPA as on 31st March, 2018?</p>			
16	3(g)		<p>Whether the IPA is a subsidiary of a body corporate through more than one layer?</p>			
17	3(h)		<p>Whether the IPA is fit and proper person?</p> <p>Whether the promoters of the IPA are fit and proper persons?</p> <p>Whether the directors of the IPA are fit and proper persons?</p> <p>Whether every person holding more than 10% of its share capital as on 31st March, 2018 is a fit and proper person?</p>			

18	5(1)(b)		Does the IPA have adequate infrastructure to perform its functions under the law? Provide brief details infrastructure as on 31 st March, 2018 in terms of office premises, computing resources and human resources.			
19	5(1)(c)		Does the IPA have a Managing Director? Does the IPA have a Compliance Officer? How many persons with professional and relevant experience are in employment of the IPA?			
20	5(2)(a)		Any contravention of the Code, rules, regulations or guidelines noticed by the IPA during the year?			
21	5(2)(b)		How many people are engaged full time to ensure compliances?			
22	5(2)(c)		When did the IPA pay fee for 2017-18? What is the amount paid?			
23	5(2)(d)		How many persons hold more than 10% share capital, directly or indirectly, of the IPA?			
24	5(2)(e)		How many grievances did the IPA receive during the year?			
25	5 (3)		Is the certificate of registration valid as on 31 st March, 2018? When is the renewal of registration due?			

Part C: Compliances with Insolvency and Bankruptcy Board of India (Model Bye-Laws and Governing Board of Insolvency Professional Agencies) Regulations, 2016

26	3(2)		Whether the bye-laws provide for all matters specified in the model bye-laws?			
27	3(3)		Whether the bye-laws of the IPA are inconsistent with the model bye-laws? Whether there has been any change in the bye-laws during the year?			
28	3(4)		Whether the IPA has published its bye-laws on its website? When was this published? Whether the IPA has published composition of all its committees formed under the bye-laws on its website? When was this last updated? Whether the IPA has published all its policies created under the bye-laws on its website? When was it published for the first time? When was it updated last?			
29	4(1)		Whether the IPA amended its bye-laws during the year? Did it comply with the process for amendment provided in the regulations?			
30	5(1)		Whether the Governing Board of the IPA had a minimum of seven directors throughout the year? How many meetings of the Governing Board were held during the year? How many members of the Governing Board attended all meetings during the year?			

			How many members did not attend 50% of the meetings during the year? Please name them.			
31	5(2)		Whether more than half of the directors of the IPA are persons resident in India throughout the year? How many directors are non-resident Indians as on 31 st March, 2018?			
32	5(3)		Whether more than one fourth of the directors are insolvency professionals at any time during the year? How many directors of the IPA are insolvency professionals?			
33	5(4)		Whether more than half of the directors are independent directors at all times during the year? How many directors of the IPA are independent directors?			
34	5(5)		Whether every independent director of the IPA met the eligibility criteria specified in regulation 5(5) throughout the year? How many independent directors are insolvency professionals as on 31 st March, 2018?			
35	6		Is the Chairperson of the Governing Board an independent director throughout the year? How many meetings of the Governing Board did the Chairperson of the Governing Board chair during the year?			
Part D: Compliance with the Model Bye-laws of an Insolvency Professional Agency						

36	5(2)		Did the IPA carry on any function or activity other than activities and functions of an IPA during the year?			
37	6(1)		Whether IPA has maintained high ethical and professional standards in the regulation of its professional members during the year?			
38	6(2)(a)		Whether the IPA has ensured compliance with the Code and rules, regulations and guidelines issued thereunder governing the conduct of insolvency professional agencies during the year? Whether the IPA has ensured compliance with the Code and rules, regulations and guidelines issued thereunder governing the conduct of insolvency professionals during the year? Did any non-compliance come to the notice of the IPA?			
39	6(2)(b)		Whether the IPA has employed fair, reasonable, just, and non-discriminatory practices for the enrolment and regulation of its professional members?			
40	6(2)(c)		How many directions the IPA has issued to its professional members during the year? Whether the IPA has ensured compliance with the directions issued to its professional members?			
41	6(2)(d)		How many programmes did the IPA organise during the year to develop the profession of IPs: a. Seminars / Conferences b. Workshops			

			<p>c. Training</p> <p>How many IPs benefited from / participated in these programmes during the year?</p> <p>How many IPs did not participate in any of the programmes organised by the IPA?</p>			
42	6(2)(e)		<p>How many programmes did the IPA organise for continuing professional development of the profession of IPs during the year:</p> <p>a. Seminars / Conferences</p> <p>b. Workshops</p> <p>c. Training</p> <p>How many IPs benefited from / participated in these programmes during the year?</p> <p>How many IPs did not participate in any of the programmes organised by the IPA?</p> <p>Are the programmes in row 41 different from the programmes under row 42?</p>			
43	6(2)(f)		<p>What is the specific intervention the IPA did to ensure high standards of professional and ethical conduct of its members?</p> <p>Did the ethical standards of its members improve during the year? What is the matrix used to indicate improvement?</p>			
44	6(2)(g)		<p>What details did the IPA provide to the Board.</p>			
45	7(1)		<p>Whether any advisory committee has been constituted?</p>			

			<p>How many times the Committee met during the year?</p> <p>Whether the advices of the Advisory Committee were considered by the Governing Board of the IPA?</p> <p>Which specific advice, if any, was rejected by the Governing Board?</p>			
46	8(1)(a)		<p>How many Membership Committees did the IPA constitute during the year?</p> <p>How many meetings the Committee(s) had during the year?</p> <p>Whether the Chairpersons of the Committee(s) are independent directors of the IPA?</p>			
47	8(1)(b)		<p>Whether the IPA has constituted the Monitoring Committee?</p> <p>How many meetings the Committee had during the year?</p> <p>Whether the Chairperson of the Committee is an independent director of the IPA?</p>			
48	8(1)(c)		<p>How many Grievance Redressal Committees did the IPA constitute during the year?</p> <p>How many meetings the Committee(s) had during the year?</p> <p>Whether the Chairperson(s) of the Committee(s) are independent directors of the IPA?</p> <p>Did each of the Committees have at least one professional member at all times during the year?</p>			

			Please write the names of professional members who was / were member of the Committee during the year.			
49	8(1)(d)		<p>How many Disciplinary Committees did the IPA constitute during the year?</p> <p>How many meetings the Committee(s) had during the year?</p> <p>Whether the Chairpersons of the Committee(s) are independent directors of the IPA?</p> <p>Did the nominee of the IBBI attend all meetings of the Committee?</p>			
50	9		<p>How many members were enrolled during the year?</p> <p>How many of them were eligible for enrolment?</p>			
51	9		<p>Whether Governing Board provided additional eligibility requirement for enrolment as a professional member?</p> <p>Whether the additional eligibility requirements discriminate on grounds of religion, race, caste, gender, place of birth or professional affiliation?</p>			
52	10		<p>Number of applications received</p> <p>Number of applications accepted</p> <p>Number of applications rejected</p> <p>Number of applications pending</p> <p>Number of professional members as on 01.04.2017</p> <p>Number of professional members as on 31.03.2018</p>			

			Number of new members enrolled during the year Number of members who left the IPA during the year			
53	10(8)		How many appeals did the Membership Committee receive during the year?			
54	10(9)		How many appeals did the Membership Committee dispose of during the year? How many appeals did the Membership Committee dispose of within 30 days of receipt of the appeal?			
55	11		What is the fixed sum of money charged annually from each professional member? How many members did not pay the membership fee?			
56	12(1)		Whether the IPA has a register of its professional members containing their particulars as per clause 12(1)?			
57	14		Whether the IPA has a Code of Conduct that is consistent with and provides for all matters in the Code of Conduct as specified in the Insolvency and Bankruptcy Board of India (Insolvency Professionals) Regulations, 2016? How many members violated any provision of the Code of Conduct during the year?			
58	15		Whether the IPA has a Monitoring Policy to monitor the professional activities and conduct of professional members for their adherence to the provisions of the Code?			

59	16		<p>Whether the IPA has prescribed the manner and format for collecting information from professional members as IPs, including records of ongoing and concluded engagements?</p> <p>Did the IPA receive information from all members as required above?</p>			
60	16		<p>How many members submitted information in the prescribed format at least twice during the year?</p> <p>Has the IPA taken appropriate action against those members who did not submit the information?</p>			
61	17		<p>Did the Monitoring Committee review the information and records submitted by the members?</p>			
62	18		<p>Did the Monitoring Committee evaluate the performance of members?</p> <p>What is the assessment of the performance of the members, according to the Monitoring Committee?</p>			
63	20		<p>Whether the IPA has submitted a report to the IBBI?</p>			
64	21		<p>Whether the IPA has a Grievance Redressal Policy providing the procedure for receiving, processing, redressing and disclosing grievances against the Agency or any professional member of the Agency?</p> <p>Have the details of grievances been disclosed during the year?</p>			
65	21		<p>No. of grievances received:</p> <p>No. of grievances dismissed:</p>			

			<p>No. of grievances where mediation was initiated between parties for redressal of grievance:</p> <p>No. of matters referred to Disciplinary Committee:</p>			
66	24		<p>How many disciplinary proceedings were initiated by the IPA based on reference made by the Grievance Redressal Committee during the year?</p> <p>How many of them have been disposed of?</p> <p>How many disciplinary proceedings were initiated by the IPA based on monitoring of professional members during the year?</p> <p>How many of them have been disposed of?</p> <p>How many disciplinary proceedings were initiated by the IPA based on directions of the IBBI or any Court of Law during the year?</p> <p>How many of them have been disposed of?</p> <p>How many disciplinary proceedings were initiated by the IPA suo moto during the year?</p> <p>How many of them have been disposed of?</p>			
67	24(4)		<p>Whether all orders passed by the Disciplinary Committee have been placed on the website of the IPA within seven days from passing of the said order?</p>			

68	24(5)		<p>How much monetary penalty was imposed by the Disciplinary Committee during the year?</p> <p>How much of penalty imposed has been realised during the year?</p> <p>What is the highest penalty imposed on a member?</p>			
69	25(1)		<p>Whether the Governing Board of the IPA has constituted an Appellate Panel, as required?</p> <p>How many members are common to the Disciplinary Committee and the Appellate Panel?</p> <p>How many meetings of the Appellate Panel were held during the year?</p> <p>Did the IBBI Nominee attend all the meetings of the Appellate Panel?</p>			
70	25(2)		<p>How many appeals were received by the Appellate Panel during the year?</p> <p>How many appeals were disposed of by the Appellate Panel during the year?</p> <p>How many appeals were disposed of after 30 days of the receipt of the appeal?</p> <p>How many appeals were dismissed?</p> <p>How many appeals are pending for disposal as on 31st March, 2018?</p>			
71	26		<p>How many members applied for temporary surrender of professional membership during the year?</p>			

			<p>How many applications were accepted?</p> <p>How many applications were rejected?</p> <p>How many applications are pending, if any, as 31st March, 2018?</p>			
72	26(3)		How many members revived their membership during the year?			
73	26		Whether the details regarding applications accepted for temporary surrender of professional membership and revival of temporary surrendered membership, intimated to the IBBI?			
74	27		<p>How many applications were received for surrender of membership during year?</p> <p>How many applications were accepted?</p> <p>How many applications rejected?</p> <p>How many applications are pending, if any, as on 31st March, 2018?</p>			
75	30		How many members were expelled by the IPA during the year?			
Part E: Compliances with Circulars issued by the IBBI						
76	Circular 1		<p>How many members complied with the circular during the year?</p> <p>How many members did not comply with the circular?</p> <p>Have you taken action against the members who did not comply with the circular?</p>			

77	Circular 2		<p>How many members complied with the circular during the year?</p> <p>How many members did not comply with the circular?</p> <p>Have you taken action against the members who did not comply with the circular?</p>			
78	Circular 3		<p>How many members complied with the circular during the year?</p> <p>How many members did not comply with the circular?</p> <p>Have you taken action against the members who did not comply with the circular?</p>			
79	Circular 4		<p>How many members complied with the circular during the year?</p> <p>How many members did not comply with the circular?</p> <p>Have you taken action against the members who did not comply with the circular?</p>			
80	Circular 5		<p>How many members complied with the circular during the year?</p> <p>How many members did not comply with the circular?</p> <p>Have you taken action against the members who did not comply with the circular?</p>			
81	Circular 6		<p>How many members complied with the circular during the year?</p> <p>How many members did not comply with the circular?</p> <p>Have you taken action against the members who did not comply with the circular?</p>			

82	Circular 7		<p>How many members complied with the circular during the year?</p> <p>How many members did not comply with the circular?</p> <p>Have you taken action against the members who did not comply with the circular?</p>			
Part F: Compliances with the Additional Bye-laws and Circulars issued by the IPA						
83						
84						