



भारतीय सनदी लेखाकार संस्थान

(संसदीय अधिनियम द्वारा स्थापित)

THE INSTITUTE OF CHARTERED ACCOUNTANTS OF INDIA

(Set up by an Act of Parliament)

PR/G/295/2023/DD/437/2023/DC/2059/2025

[DISCIPLINARY COMMITTEE [BENCH-II (2025-2026)]]

[Constituted under Section 21B of the Chartered Accountants Act, 1949]

ORDER UNDER SECTION 21B (3) OF THE CHARTERED ACCOUNTANTS ACT, 1949
READ WITH RULE 19(1) OF THE CHARTERED ACCOUNTANTS (PROCEDURE OF
INVESTIGATIONS OF PROFESSIONAL AND OTHER MISCONDUCT AND CONDUCT
OF CASES) RULES, 2007

[PR/G/295/2023/DD/437/2023/DC/2059/2025]

In the matter of:

Ms. Seema Rath

The Registrar of Companies,
37/17, Westcott Building, The Mall,
Kanpur, Uttar Pradesh – 208001.

.....Complainant

Versus

CA. Gulam Gauhar Warsi (M No. 460377)

B-1/238, Sector – G,
Jankipuram,
Lucknow, Uttar Pradesh – 226021.

.....Respondent

Members Present: -

CA. Charanjot Singh Nanda, Presiding Officer (in person)

CMA. Chandra Wadhwa, Government Nominee (through video conferencing)

CA. Mahesh Shah, Government Nominee (in person)

CA. Pramod Jain, Member (in person)

CA. Ravi Kumar Patwa, Member (in person)

Date of Hearing : 02nd December 2025

Date of Order : 15th December 2025



भारतीय सनदी लेखाकार संस्थान

(संसदीय अधिनियम द्वारा स्थापित)

THE INSTITUTE OF CHARTERED ACCOUNTANTS OF INDIA

(Set up by an Act of Parliament)

PR/G/295/2023/DD/437/2023/DC/2059/2025

1. That vide Findings under Rule 18(17) of the Chartered Accountants (Procedure of Investigations of Professional and Other Misconduct and Conduct of Cases) Rules, 2007, the Disciplinary Committee was, inter-alia, of the opinion that **CA. Gulam Gauhar Warsi (M No. 460377), Lucknow** (hereinafter referred to as the 'Respondent') is GUILTY of Professional Misconduct falling within the meaning of Item (7) of Part I of the Second Schedule to the Chartered Accountants Act, 1949.
2. That pursuant to the said Findings, an action under Section 21B (3) of the Chartered Accountants (Amendment) Act, 2006 was contemplated against the Respondent and communication was addressed to him thereby granting opportunity of being heard in person / through video conferencing and to make representation before the Committee on 2nd December 2025.
3. The Respondent was present before the Committee on 02nd December 2025 through video conferencing and made his verbal representation on the Findings of the Disciplinary Committee, inter-alia, stating that at the time of execution of professional assignment, he was in initial stage of his professional career. There was no mala fide intention on his part. It was just a pure error and clerical mistake. He also requested the Committee to take a lenient view in the case.
4. The Committee considered the reasoning as contained in the Findings holding the Respondent Guilty of Professional Misconduct vis-à-vis verbal representation of the Respondent.
5. Keeping in view the facts and circumstances of the case and material on record including verbal representation on the Findings, the Committee noted that the Respondent had pleaded 'Guilty' to the charge alleged against him before it at the time of hearing held on 19th September 2025. Admittedly, unauthenticated Financial Statements audited by him for the FY 2021-22 were uploaded through e-Form AOC – 4 certified by him which even did not contain his UDIN as per mandatory requirement of ICAI. Thus, the Committee held that the Respondent not only failed to ensure compliance of Section 134 of the Companies Act, 2013 but also of Rule 8 of the Companies (The Registration Offices and Fees) Rules, 2014.
6. Hence, professional misconduct on the part of the Respondent is clearly established as spelt out in the Committee's Findings dated 18th November 2025 which is to be read in consonance with the instant Order being passed in the case.
7. Accordingly, the Committee was of the view that ends of justice will be met if punishment is given to the Respondent which is in commensurate with his Professional Misconduct.

2

Ms. Seema Rath, Registrar of Companies, Kanpur Vs CA. Gulam Gauhar Warsi (M No. 460377), Lucknow

B



भारतीय सनदी लेखाकार संस्थान

(संसदीय अधिनियम द्वारा स्थापित)

THE INSTITUTE OF CHARTERED ACCOUNTANTS OF INDIA

(Set up by an Act of Parliament)

PR/G/295/2023/DD/437/2023/DC/2059/2025

8. Thus, the Committee, keeping in view the facts and circumstances of the case, material on record and representation of the Respondent before it, ordered that CA. Gulam Gauhar Warsi (M No. 460377), Lucknow be Reprimanded under Section 21B(3)(a) of the Chartered Accountants Act 1949.

Sd/-

(CA. CHARANJOT SINGH NANDA)
PRESIDING OFFICER

Sd/-

(CMA. CHANDRA WADHWA)
GOVERNMENT NOMINEE

Sd/-

(CA. MAHESH SHAH)
GOVERNMENT NOMINEE

Sd/-

(CA. PRAMOD JAIN)
MEMBER

Sd/-

(CA. RAVI KUMAR PATWA)
MEMBER

सत्यापित होने के लिए प्रमाणित / Certified to be True Copy

अंजू ग्रोवर / Anju Grover

सहायक सचिव / Assistant Secretary

अनुशासनात्मक निदेशालय / Disciplinary Directorate

भारतीय सनदी लेखाकार संस्थान

The Institute of Chartered Accountants of India

आई.सी.ए.आई. भवन, सी-1, सेक्टर-1, नोएडा-201301 (उ.प्र.)

ICAI Bhawan. C-1, Sector-1, Noida-201301 (U.P.)

CONFIDENTIAL

DISCIPLINARY COMMITTEE [BENCH – II (2025-26)]
[Constituted under Section 21B of the Chartered Accountants Act, 1949]

Findings under Rule 18(8) of the Chartered Accountants (Procedure of Investigations of Professional and Other Misconduct and Conduct of Cases) Rules, 2007

Ref. No. [PR/G/295/2023/DD/437/2023/DC/2059/2025]

In the matter of:

Ms. Seema Rath
The Registrar of Companies,
37/17, Westcott Building, The Mall,
Kanpur, Uttar Pradesh – 208001.

...Complainant

Versus

CA. Gulam Gauhar Warsi (M No. 460377)
B-1/238, Sector – G,
Jankipuram,
Lucknow, Uttar Pradesh – 226021.

...Respondent

MEMBERS PRESENT:

CA. Charanjot Singh Nanda, Presiding Officer (in person)
CMA Chandra Wadhwa, Government Nominee (in person)
CA. Mahesh Shah, Government Nominee (in person)
CA. Pramod Jain, Member (in person)
CA. Ravi Kumar Patwa, Member (through Video Conferencing)

Date of Final Hearing: 19th September 2025

PARTIES PRESENT:

Respondent : CA. Gulam Gauhar Warsi (M.No. 460377) (through VC)

1. BACKGROUND OF THE CASE:

- 1.1 In the extant case, Directorate General of Corporate Affairs directed to conduct the limited inspection u/s 206(5) of the Companies Act, 2013, against 76 Producer Companies (registered in Uttar Pradesh) on the basis of reference received from Registrar of Companies, Central Registration Centre vide letter dated 16.12.2021 throughout India. The crux of the reference was that the Companies were incorporated by attaching fake Producer Certificates certified by a professional as the incorporation documents of the said Companies.
- 1.2 It was observed during the course of said inspection that certain Producer Companies have filed their Financial Statements for financial year ended 31.03.2022 in e-Form AOC-4, but in the attachments of the said e-Forms, the Financial Statements and the Director's Reports attached with said e-Forms were not signed by the Directors of the respective Companies.

- 1.3 The Name of the Companies in which the Financial Statements and the Director's Reports were not signed by the Directors, and the e-Forms AOC-4 have been certified by the Respondent are as follows: -

S. No.	Name of the producer Companies
1	CSC INITIALS FARMER PRODUCER COMPANY LIMITED
2	UMAR SAIED FARMER PRODUCER COMPANY LIMITED
3	CSC SHAHABAD HARDOI FARMER PRODUCER COMPANY LIMITED
4	CSC KISHAN JAGRITI FARMER PRODUCER COMPANY LIMITED
5	CSC KRISHAK FARMER PRODUCER COMPANY LIMITED
6	CSC GOPALPUR FARMER PRODUCER COMPANY LIMITED
7	NANHA BIBIPUR FARMER PRODUCER COMPANY LIMITED
8	JMPB FARMER PRODUCER COMPANY LIMITED
9	TURK FARMER PRODUCER COMPANY LIMITED
10	ACUMEN FARMER PRODUCER COMPANY LIMITED
11	CSC BANGARMAU FARMER PRODUCER COMPANY LIMITED
12	TANDIYAWAN HARDOI FARMER PRODUCER COMPANY LIMITED
13	HASANGANJ FARMER PRODUCER COMPANY LIMITED
14	NICHLAUL FARMER PRODUCER COMPANY LIMITED

2. **CHARGES IN BRIEF:**

S. No.	Charge(s)	Prima Facie Opinion of the Director (Discipline)	Applicable Item of the Schedule to the Chartered Accountants Act 1949
1.	The e-Form AOC-4 of the above-mentioned 14 Companies had been certified/verified by the Respondent without due diligence knowing that the Financial Statements audited by the Respondent and Directors Reports were not signed by the Directors of the respective Companies.	Guilty	Item (7) of Part I of the Second Schedule

3. **THE RELEVANT ISSUES DISCUSSED IN THE PRIMA FACIE OPINION DATED 08th APRIL 2025 FORMULATED BY THE DIRECTOR (DISCIPLINE) IN THE MATTER IN BRIEF, ARE GIVEN BELOW: -**

3.1 **With respect to charge that the Respondent without due diligence knowing that the Financial Statements audited by him and Director's Reports were not signed by the Directors of the respective Companies allegedly certified/ verified the e-Form AOC-4:**

- 3.1.1 Section 134 of the Companies Act 2013 read with Rule 8 of the Companies (The Registration Offices and Fees) Rules, 2014, provides that the Financial Statements of the Company are required to be signed on behalf of the Board of Directors either by the Chairperson of the Company where he was authorized by the Board or by two Directors out of which one shall be Managing Director and the Chief Executive Officer, if he was a Director in the Company, the Chief Financial Officer and the Company Secretary of the Company, wherever they are appointed, for submission to the auditor for his report thereon.

- 3.1.2 However, Financial Statements of these 14 Companies for the financial year ended on 31.03.2022 attached with e-Forms AOC – 4, were not signed by the Directors of respective Companies and were signed only by the Respondent as the auditor of the said Companies on 22/09/2022.
- 3.1.3 The Respondent brought on record Financial Statements of these 14 Companies signed by the Directors of the Companies. The e-Form AOC-4 of these Companies were also certified by the Respondent. Thus, the declaration given by Respondent while certifying e-Form AOC – 4 were factually wrong as records were not signed by the required Officers of the Companies.
- 3.1.4 The Respondent in his written submissions as well as Affidavit dated 07.05.2024 accepted that due to oversight, his staff had uploaded the unsigned Financial Statements with the Registrar of Companies.
- 3.1.5 The Respondent also brought on record Affidavits of the Directors of the Companies dated 06.05.2024 and Mr. Akhilesh Patel, Accounts Manager of Respondent Firm to confirm the said fact.
- 3.1.6 Upon perusal of these audited financial statements, later submitted by the Respondent containing the signatures of the Directors of the Companies, it was noted that UDIN was not mentioned therein by the Respondent (signed on 22/09/2022). UDIN was applicable in respect of certification(s) by the members of the Institute w.e.f. 01.07.2019.
- 3.2 Accordingly, the Director (Discipline) in his Prima Facie Opinion held the Respondent GUILTY of Professional Misconduct falling within the meaning of Item (7) of Part I of the Second Schedule to the Chartered Accountants Act, 1949. The said Item of the Second Schedule to the Act, state as under:

"Item (7) of Part I of Second Schedule:

Professional misconduct in relation to chartered accountants in practice:

A Chartered Accountant in practice shall be deemed to be guilty of professional misconduct, if he—

(7) does not exercise due diligence, or is grossly negligent in the conduct of his professional duties;"

- 3.3 The Prima Facie Opinion formed by the Director (Discipline) was considered by the Disciplinary Committee at its meeting held on 19th August 2025. The Committee on consideration of the same, concurred with the reasons given against the charge(s) and thus, agreed with the Prima Facie opinion of the Director (Discipline) that the Respondent is **GUILTY** of Professional Misconduct falling within the meaning of Item (7) of Part I of the Second Schedule to the Chartered Accountants Act, 1949 and accordingly, decided to proceed further under Chapter V of the Chartered Accountants (Procedure of Investigations of Professional and Other Misconduct and Conduct of Cases) Rules, 2007.

4. DATE(S) OF WRITTEN SUBMISSIONS/PLEADINGS BY PARTIES:

- 4.1 The relevant details of the filing of documents in the instant case by the parties are given below:

S. No.	Particulars	Dated
1.	Date of Complaint in Form 'I' filed by the Complainant	03 rd August 2023
2.	Date of Written Statement filed by the Respondent	13 th January 2024
3.	Date of Rejoinder filed by the Complainant	01 st February 2024
4.	Date of Prima Facie Opinion Formed by Director (Discipline)	08 th April 2025
5.	Written Submissions by the Respondent after Prima Facie Opinion	18 th September 2025
6.	Written Submissions filed by the Complainant after Prima Facie Opinion	Not Submitted

5. **WRITTEN SUBMISSIONS FILED BY THE RESPONDENT:**

- 5.1 The Respondent vide letter dated 18th September 2025, inter-alia, submitted as under:-
- Due to unintentional oversight, financial statements without required signatures of respective Directors were attached with annual returns (AOC -4) by his staff.
 - Immediate corrective measures were taken to ensure that such oversights do not recur in the future, and the Respondent has reinforced internal review processes which include stricter checks to avoid such mistakes.
 - The Respondent had already communicated this issue to the Assistant Registrar Companies, Ministry of Corporate Affairs (MCA), providing with the necessary clarification regarding the inadvertent omission.
 - In view of this incident, the Respondent implemented the following corrective actions within his firm:
 - Enhanced training programs for staff to emphasize the importance of due diligence in document verification.
 - Improved internal controls to ensure that all necessary signatures are diligently checked and verified before submission.
 - This is not a case where his action caused any serious fraud or where any specific errors were pointed out in Audit Reports which make it untrue or misleading. It was unintentional oversight error, which at best can be classified as mere negligence and not absolute gross negligence falling within the meaning of Item (7) of Part I of the Second Schedule to the Chartered Accountants Act, 1949.
 - A deficiency did exist in his act committed as alleged in the subject matter of the complaint. However, it may be kindly treated as an unintentional mistake which at best may please be pardoned.
 - This is his first disciplinary case and the error was committed in the nascent stage of his budding professional career.

6. **BRIEF FACTS OF THE PROCEEDINGS:**

- 6.1 The details of the hearing(s) fixed and held/adjourned in said case is given as under:

S. No.	Particulars	Date of meeting(s)	Status
1.	1 st Hearing	19.09.2025	Heard and concluded.

- 6.1.1 On the day of hearing held on 19th September 2025, the Committee noted that the Respondent was present before it through video conferencing. However, there was no representation from the Complainant Department when the case was taken up for hearing. Since the Respondent was present before it, the Committee decided to proceed ahead with the hearing in the case. Thereafter, the Respondent were administered on Oath. The Committee enquired from the Respondent as to whether he was aware of the charge(s) alleged against him to which he replied in the affirmative. He also **pleaded Guilty** to the charge(s) levelled against him.
- 6.1.2 Looking into the fact that the Respondent pleaded guilty to the charge(s) levelled against him, the Committee, in terms of the following provisions of Rule 18(8) of the Chartered Accountants (Procedure of Investigations of Professional and Other Misconduct and Conduct of Cases) Rules, 2007, decided to conclude the hearing in the case and arrive at its Findings:

"18. Procedure to be followed by the Committee

(8) If the Respondent pleads guilty, the Committee shall record the plea and take action as per provisions under Rule 19."

7. FINDINGS OF THE COMMITTEE: -

- 7.1 The Committee noted that the sole charge alleged against the Respondent is that the e-Form AOC-4 for the alleged 14 Companies for the Financial Year 2021-2022 had been allegedly certified/verified by the Respondent without due diligence knowing that the Financial Statements of the said Companies audited by him and Directors' Reports were not signed by the Directors of the respective Companies.
- 7.2 The Committee further noted that the Respondent **pleaded 'Guilty'** to the charge alleged against him before it at the time of hearing held on 19th September 2025.
- 7.3 The Committee noted that the Respondent, was associated with the alleged 14 Companies for the Financial Year 2021-2022 in dual capacity, one as the Statutory Auditor and another as the certifying professional for e-Form AOC-4.
- 7.4 The Committee also noted that the alleged 14 Companies had filed e-Form AOC-4 for the Financial Year 2021-2022 with the Financial Statements signed by the Respondent as the Statutory Auditor of the said Companies without being signed by the Directors of the respective 14 Companies as stated hereunder:

S.No.	NAME OF THE COMPANY	DATE OF SIGNATURES BY THE RESPONDENT AS STATUTORY AUDITOR	DATE OF SIGNATURES BY DIRECTORS
1	CSC INITIALS FARMER PRODUCER COMPANY LIMITED	22-09-2022	NIL
2	UMAR SAIED FARMER PRODUCER COMPANY LIMITED	22-09-2022	NIL
3	CSC SHAHABAD HARDOI FARMER PRODUCER COMPANY LIMITED	22-09-2022	NIL

4	CSC KISHAN JAGRITI FARMER PRODUCER COMPANY LIMITED	22-09-2022	NIL
5	CSC KRISHAK FARMER PRODUCER COMPANY LIMITED	22-09-2022	NIL
6	CSC GOPALPUR FARMER PRODUCER COMPANY LIMITED	22-09-2022	NIL
7	NANHA BIBIPUR FARMER PRODUCER COMPANY LIMITED	22-09-2022	NIL
8	JMPB FARMER PRODUCER COMPANY LIMITED	22-09-2022	NIL
9	TURK FARMER PRODUCER COMPANY LIMITED	22-09-2022	NIL
10	ACUMEN FARMER PRODUCER COMPANY LIMITED	22-09-2022	NIL
11	CSC BANGARMAU FARMER PRODUCER COMPANY LIMITED	22-09-2022	NIL
12	TANDIYAWAN HARDOI FARMER PRODUCER COMPANY LIMITED	22-09-2022	NIL
13	HASANGANJ FARMER PRODUCER COMPANY LIMITED	22-09-2022	NIL
14	NICHLAUL FARMER PRODUCER COMPANY LIMITED	22-09-2022	NIL

- 7.5 The Committee took into view the provisions of Section 134 of Companies Act along with Rule 8 of the Companies (The Registration Offices and Fees) Rules, 2014 which provides as follows:

Section 134 of the Companies Act 2013: -

"(1) The financial statement, including consolidated financial statement, if any, shall be approved by the Board of Directors before they are signed on behalf of the Board at least by the chairperson of the company where he is authorised by the Board or by two directors out of which one shall be managing director and the Chief Executive Officer, if he is a director in the company, the Chief Financial Officer and the company secretary of the company, wherever they are appointed, or in the case of a One Person Company, only by one director, for submission to the auditor for his report thereon".

Rule 8 of the Companies (The Registration Offices and Fees) Rules, 2014

8. Authentication of documents. -

(1) An electronic form shall be authenticated by authorised signatories using digital signature.

(2) Where there is any change in directors or secretaries, the form relating to appointment of such directors or secretaries has to be filed by an continuing director or the secretary of the company.

(3) The authorised signatory and the professional, if any, who certify e-form shall be responsible for the correctness of the contents of e-form and correctness of the enclosures attached with the electronic form. (emphasis added)

(4) Every person authorised for authentication of e-forms, documents or applications etc., which are required to be filed or delivered under the Act or rules made there under, shall obtain a digital signature certificate from the Certifying Authority for the purpose of such authentication and such certificate shall not be valid unless it is of class II or Class III specification under the Information Technology Act, 2000 (21 of 2000).

(5) The electronic forms required to be filed under the Act or the rules thereunder shall be authenticated on behalf of the company by the Managing Director or Director or Secretary of the Company or other key managerial personnel.

(6) Scanned image of documents shall be of original signed documents relevant to the e-forms or forms and the scanned document image shall not be left blank without bearing the actual signature of authorised person. (emphasis added)

(7) It shall be the sole responsibility of the person who is signing the form and professional who is certifying the form to ensure that all the required attachments relevant to the form have been attached completely and legibly as per provisions of the Act, and rules made thereunder to the forms or application or returns filed. (emphasis added)

7.6 The Committee observed that admittedly unauthenticated Financial Statements audited by him for the FY 2021-22 were uploaded through e-Form AOC – 4 certified by the Respondent, which even did not contain UDIN of the Respondent as per mandatory requirement of ICAI. The Respondent in his submissions admitted that due to an unintentional oversight by his staff, the unsigned Financial Statements were filed with the e-Form AOC – 4. The Committee was of the view that the responsibility for ensuring compliance with statutory requirements rests with the Respondent as he was the Statutory Auditor of the said 14 Companies and had also certified the e-Form AOC – 4 in respect of the said Companies and such delegation without adequate supervision constitutes professional negligence at his end. Hence, the Respondent not only failed to ensure compliance of Section 132 of the Companies Act, 2013 but also of Rule 8 of the Companies (The Registration Offices and Fees) Rules, 2014.

7.7 Accordingly, the Committee in terms of Rule 18(8) of Chartered Accountants (Procedure of Investigations of Professional and Other Misconduct and Conduct of Cases) Rules, 2007 recorded the plea of guilt of the Respondent and decided to hold him **Guilty** of Professional Misconduct falling within the meaning of Item (7) of Part I of the Second Schedule to the Chartered Accountants Act, 1949.

8. CONCLUSION:

In view of the Findings stated in the above paras, vis-à-vis material on record, the Committee gives its charge wise Findings as under:

Charges (as per PFO)	Findings	Decision of the Committee
Para 2 as above	Para 7.1 to 7.7 as above	Guilty- Item (7) of Part I of the Second Schedule

9. In view of the above observations, considering the oral and written submissions and material on record, the Committee held the Respondent **GUILTY** of Professional Misconduct falling within the meaning of Item (7) of Part I of the Second Schedule to the Chartered Accountants Act, 1949.

Sd/-
(CA. CHARANJOT SINGH NANDA)
PRESIDING OFFICER

Sd/-
(CMA. CHANDRA WADHWA)
GOVERNMENT NOMINEE

Sd/-
(CA. MAHESH SHAH)
GOVERNMENT NOMINEE

Sd/-
(CA. PRAMOD JAIN)
MEMBER

Sd/-
(CA. RAVI KUMAR PATWA)
MEMBER

DATE : 18th November 2025
PLACE: NEW DELHI

प्रमाणित होने के लिए / Certified to be True Copy
Prover
अपु बंसल / Apu Bansal
सहायक सचिव / Assistant Secretary
अनुशासनिक निदेशक / Disciplinary Directorate
भारतीय चरितेताकता के संस्थान
The Institute of Chartered Accountants of India
आई.सी.ए.आई. भवन, सी-1, सेक्टर-1, नोएडा-201301 (उ.प्र.)
ICAI Bhawan, C-1, Sector-1, Noida-201301 (U.P.)