



भारतीय सनदी लेखाकार संस्थान
(संसदीय अधिनियम द्वारा स्थापित)
THE INSTITUTE OF CHARTERED ACCOUNTANTS OF INDIA
(Set up by an Act of Parliament)

[DISCIPLINARY COMMITTEE BENCH-IV (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.**

File No.: [PPR/G/67/2021-DD/28/INF/2021/DC/1902/2024]

In the matter of:

CA. Sumit Gupta (M. No. 513086),
56, Second Floor, M M Road,
Rani Jhansi Road,
New Delhi - 110055

.... Respondent

MEMBERS PRESENT:

1. CA. Prasanna Kumar D, Presiding Officer (In person)
2. Ms. Dakshita Das IRAS (Retd.), Government Nominee (In person)
3. Adv Vijay Jhalani, Government Nominee (In person)
4. CA. Mangesh P. Kinare, Member (In person)
5. CA. Satish Kumar Gupta, Member (Through VC)

DATE OF HEARING: 28th January 2026

DATE OF ORDER: 11th February 2026

1. That vide Findings dated 21st January 2026 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. Sumit Gupta (M. No. 513086)** (hereinafter referred to as the **Respondent**) is **GUILTY** of Professional and Other Misconduct falling within the meaning of Clause (2) of Part IV of First Schedule and Clause (7) of Part I of Second Schedule to the Chartered Accountants Act, 1949.



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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 an opportunity of being heard in person/ through video conferencing and to make representation before the Committee on 28th January 2026.

3. The Committee noted that on the date of hearing on 28th January 2026, the Respondent was present in person and made verbal submissions on the findings of the Committee. An opportunity was given for the submission of written representations; however, the Respondent failed to file any written response/submissions. The Committee noted that the Respondent, in his submissions, inter alia stated, as under: -

- He requested Committee to take a lenient and sympathetic view considering the facts and circumstances of the case.

4. The Committee considered the reasoning as contained in Findings holding the Respondent 'Guilty' of Professional and Other Misconduct vis-à-vis verbal submissions of the Respondent. The Committee noted that the issues/ submissions made by the Respondent as aforesaid have been dealt with by it at the time of hearing under Rule 18.

5. Thus, keeping in view the facts and circumstances of the case, material on record including verbal submissions of the Respondent on the Findings, the Committee observed that the Respondent issued a Review Report dated 13th November 2018 without holding a valid Peer Review Certificate, as required under Regulation 33(1)(d) of SEBI (LODR) Regulations, 2015, and that, being a professional, he was expected to be aware of and comply with the applicable legal provisions.

6. Hence, the Professional and Other Misconduct on the part of the Respondent is clearly established as spelt out in the Committee's Findings dated 21st January 2026 which is to be read in consonance with the instant Order being passed in the case.



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7. Accordingly, the Committee was of the view that the ends of justice would be met if punishment is given to him in commensurate with his Professional and Other Misconduct.

8. Thus, the Committee upon considering the seriousness of charge and the gravity of the matter, ordered that the Respondent i.e. CA. Sumit Gupta (M. No. 513086), New Delhi be REPRIMANDED, removed his name from the Register of Members for a period of one (01) month and also imposed a fine of Rs. 1,00,000/- (Rupees One lakh only) upon him, which shall be paid within a period of 60 (sixty) days from the date of receipt of the order.

Sd/-
(CA. PRASANNA KUMAR D)
PRESIDING OFFICER

Sd/-
(MS DAKSHITA DAS, I.R.A.S (RETD.))
GOVERNMENT NOMINEE

Sd/-
(ADV VIJAY JHALANI)
GOVERNMENT NOMINEE

Sd/-
(CA. MANGESH P. KINARE)
MEMBER

Sd/-
(CA. SATISH KUMAR GUPTA)
MEMBER

सत्यापित होने के लिए प्रमाणित / Certified to be True Copy


निशा शर्मा / Nisha Sharma
सहायक सचिव / Assistant Secretary
अनुशासनात्मक विदेशालय / Disciplinary Directorate
भारतीय सनदी लेखाकार संस्थान
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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 – IV (2025-2026)]

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

Findings under Rule 18(17) of the Chartered Accountants (Procedure of Investigations of Professional and Other Misconduct and Conduct of Cases) Rules, 2007.

File No: [PPR/G/67/2021-DD/28/INF/2021/DC/1902/2024]

In the matter of:

CA. Sumit Gupta (M. No. 513086),
56, Second Floor, M M Road,
Rani Jhansi Road, New Delhi - 110055

...Respondent

MEMBERS PRESENT:

CA. Prasanna Kumar D, Presiding Officer (In person)
Adv. Vijay Jhalani, Government Nominee (In person)
CA. Mangesh P Kinare, Member (In Person)
CA. Satish Kumar Gupta, Member (In person)

DATE OF FINAL HEARING : 07th November 2025

PARTIES PRESENT:

Respondent : CA. Sumit Gupta (In person)
**Counsel for Respondent : Adv. Arun Saxena (In person) along with
Adv. Rahul Kumar (In person)**

1. Background of the Case:

The Respondent firm had signed the Limited Review Report dated 13.11.2018 for the financial results of Fourth Dimension Solutions Ltd. (the "Company").

2. Charges in brief:

- 2.1 The Respondent in violation of Regulation 33(1)(d) of SEBI (Listing Obligations and Disclosures Requirements) ("LODR") Regulations 2015, had signed the Limited Review Report on the Financial results of the Company for the half year ended 30.09.2018 on 13th November 2018, without holding on such date a valid certificate issued by the Peer Review Board of ICAI.



3. The relevant issues discussed in the Prima Facie Opinion dated 13th March 2024 formulated by the Director (Discipline) in the matter, in brief, are given below:

3.1 It was noted that the Peer Review mechanism of ICAI was primarily directed towards maintenance as well as enhancement of the quality of assurance services and to provide guidance to members to improve their performance and quality of professional work so as to adhere to various statutory and other regulatory requirements. The process involved examination of the systems and procedures of the Practicing Units by another independent professional of similar standing called a Peer Reviewer and, upon completion of the review process, a Reviewer Report was submitted to the Peer Review Board of ICAI who in turn issued a certificate to the Practicing Units, which was called a 'Peer Review Certificate'. In the extant case, the Respondent Firm had offered itself for the peer review process to the Peer Review Department of ICAI on 07-09-2018 and the Reviewer Report was submitted in this respect on 22-02-2019 to the Peer Review Board and consequently, the Certificate was issued to the Respondent Firm w.e.f. 05-03-2019. Thus, it was apparent that between 07-09-2018 and 05-03-2019 the Respondent Firm was not holding any Peer Review Certificate.

3.2 However, meanwhile, the Respondent had issued a Review Report to the Company on its financials for the half year ended on 30-09-2018 on 13-11-2018 for onward submission to the Informant Department in compliance with Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular dated 05-07-2016, while according to sub-regulation (1)(d) of the above-mentioned Regulation 33, only an auditor holding a valid Peer Review Certificate could have issued such a Review Report. The relevant Regulation 33(1)(d) of SEBI (Listing Obligations and Disclosure Requirements) ("LODR") Regulations, 2015 read as below

"The listed entity shall ensure that the limited review or audit reports submitted to the stock exchange(s) on a quarterly or annual basis are to be given only by an auditor who has subjected himself to the peer review process of Institute of Chartered Accountants of India and holds a valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India."

3.3 On perusal of the above-mentioned Regulation, it was noted that the Regulation mandated listed companies to ensure that the limited review or audit reports submitted to the stock exchange(s) were to be given only by an auditor who had subjected himself to the peer

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review process of ICAI and held a valid certificate issued by the Peer Review Board of ICAI.

- 3.4 Regarding the validity of Peer Review Certificate, the Peer Review Board vide its decision dated 30-07-2018 taken in its meeting hoisted on the website of ICAI, is noted to have stated the following:

“As per decision of the Peer Review Board at its 56th meeting dated 30th July 2018, - 'Practice Unit cannot continue with the existing certificate, whose validity has expired. All documents signed by the PU during the intervening period (i.e. expiry of previous certificate and issuance of new certificate) will be invalid. Therefore, it is the responsibility of the Practice Unit to complete the Peer Review of the firm and submit all necessary documents at least 1 month before the date of expiry of the previous certificate.”

- 3.5 By virtue of decision dated 30-07-2018, it was clear that the 'Peer Review Board' set up by the Council of ICAI to conduct the peer review in terms of the 'Statement on Peer Review', has clarified that the Practising Unit were not entitled to continue their practice without any valid certificate and further the Board also clarified all the documents signed by members if any during the intervening period i.e. the period after expiry of previous certificate and before the issuance of new certificate, as invalid.
- 3.6 In view of the above facts on record, it was viewed that although it was the responsibility of the Company, before submitting any Review Report to the Informant Department, to ensure that it was audited by an auditor holding a valid Peer Review Certificate, the Respondent, being a professional, was reasonably expected to know the core provisions of the applicable Act and Regulations under which he was submitting his Report and ethically he was equally responsible to ensure that he held such valid certificate before issuing his Report to the Company for onward submission to the Informant Department. The Respondent, however, admittedly considering the prevailing practice norms amongst auditors, accepted the assignment and signed the Review Report of the Company on 13-11-2018 without holding any valid Peer Review Certificate on that day. Thus, this act of the Respondent was viewed as unbecoming of a Chartered Accountant.
- 3.7 Further, the Respondent was also viewed as having not performed his professional duty of issuing the Review Report diligently and, in spite of having an unambiguous Regulation

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33(1)(d) of the Informant Department at hand clearly specifying the eligibility of the auditor to perform such review work, he was noted to have taken the vague plea that corresponding to such Regulation 33(1)(d) there was no clarification by the Peer Review Board or by ICAI for its members or that the clarification was not hosted on the website. It was further viewed that, in terms of the clear requirement of Regulation 33(1)(d) of SEBI (Listing Obligations and Disclosure Requirements) ("LODR") Regulations, 2015, there was no ambiguity for which clarification was required. Even if it was assumed, for the sake of argument, that the Respondent had any confusion about the applicability of the provision, he, as a professional, before taking up the assignment, was required to resolve his reservations by seeking clarification from ICAI/Peer Review Board. However, no such efforts appeared to have been taken by the Respondent; rather, he accepted the Review assignment and submitted his Report to the Company on 13-11-2018 for onward submission to the Informant Department while not being eligible to perform the same in terms of Regulation 33(1)(d) of SEBI (Listing Obligations and Disclosure Requirements) ("LODR") Regulations, 2015.

3.8. Accordingly, the Director (Discipline) in his Prima Facie Opinion dated 13th March 2024 opined that the Respondent was prima facie **Guilty** of Professional and Other Misconduct falling within the meaning of Clause (2) of Part IV of First Schedule and Clause (7) of Part I of Second Schedule to the Chartered Accountants Act, 1949. The said items of the Schedule to the Act, states as under:

Clause (2) of Part IV of the First Schedule:

"A member of the Institute, whether in practice or not, shall be deemed to be guilty of other misconduct, if he

x x x x x x

(2) in the opinion of the Council, he brings disrepute to the profession or the Institute as a result of his action, whether or not related to his professional work."

Clause (7) of Part I of the Second Schedule:

"A chartered accountant in practice shall be deemed to be guilty of professional misconduct, if he-

x x x x x x

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

3.9 The Prima Facie Opinion formed by the Director (Discipline) was considered by the Disciplinary Committee in its meeting held on 29th August 2024. The Committee on consideration of the same, concurred with the reasons given against the charges and thus, agreed with the Prima Facie Opinion of the Director (Discipline) that the Respondent is **GUILTY** of Professional and Other Misconduct falling within meaning of Clause (2) of Part IV of First Schedule and Clause (7) of Part I of 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. **Dates of Written Submissions / Pleadings by the Parties:**

The relevant details of the filing of documents in the instant case by the parties are given below –

No.	Particulars	Dated
1.	Date of Information	16 th July 2020
2.	Date of Written Statement filed by the Respondent	26 th May 2022
3.	Date of Prima Facie Opinion formed by Director (Discipline)	13 th March 2024
4.	Written Submissions filed by the Respondent after PFO	-----

5. **Brief facts of the Proceedings:**

5.1 Details of the hearing(s)/ meeting(s) fixed and held/ adjourned in the said matter are given as under –

S.No.	Date of Meeting(s)	Status
1.	04 th August 2025	Oath taken by Respondent and adjourned
2.	07 th November 2025	Hearing concluded and Decision Taken

5.2 On the day of first hearing on 04th August 2025, the Committee noted that the Respondent along with his Counsel was present through VC and appeared before it. Being First hearing of the case, the Respondent was put on oath. The Respondent informed that he was aware of the charges against him and pleaded Not Guilty. In view of Rule 18 (9) of the Chartered Accountants (Procedure of Investigation of Professional and Other Misconduct

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and Conduct of Cases) Rules, 2007, the Committee adjourned the case to future date. With this, the case was part heard and adjourned.

- 5.3 On the final day of hearing on 07th November 2025, the Committee noted that Respondent along with his counsels was present in person and appeared before it. The Counsel of the Respondent stated that the allegation against the Respondent for issuing a limited review report without holding the required review certificate arose from an unintentional misinterpretation of the Peer Review (PR) requirements. He outlined the sequence of events showing that Respondent applied for Peer Review in September 2018 and believed that once the application was submitted and the process initiated, the certificate would be considered effective from the application date rather than the actual issuance date. He submits that the clarification note on this requirement (dated July 2018) was not available on the website at the relevant time. He added that the Respondent had no wrongful intent and have a spotless 15-year professional career.
- 5.4 Based on the documents/material and information available on record and the oral submissions made by the Respondent, and on consideration of the facts of the case, the Committee concluded the hearing in subject case and decided on the conduct of the Respondent.

6. FINDINGS OF THE COMMITTEE:

- 6.1 The Committee noted that there is only one allegation against the Respondent and same has been explained in para 2.1.
- 6.2 The Committee noted that the Respondent has stated in his written submission that prior to the date of clarification issued on 6th November 2019; the certification done by auditors during pendency of peer review certification could not be interpreted as violation of ICAI guidelines.
- 6.3 The Committee noted that the Respondent Firm had offered themselves for peer review process to the Peer Review department of ICAI on 07-09-2018 and his Reviewer Report was submitted in this respect on 22-02-2019 to the Peer Review Board and consequently, the Certificate was issued to the Respondent Firm w.e.f. 05-03-2019. Thus, it is apparent that between 07-09-2018 to 05-03-2019 the Respondent firm was not holding any Peer Review Certificate.

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- 6.4 The Committee further noted that the Respondent had issued a Review Report to the Company on its financials for the half year ended on 30-09-2018 on 13-11-2018 for onward submission to the Informant department in compliance with Regulation-33 of SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015 read with SEBI Circular Circular dated 05-07-2016, while according to Sub-Regulation (1)(d) of above mentioned Regulation 33, only the auditor holding a valid Peer Review Certificate could have issued such Review Report.

The relevant Regulation 33(1)(d) of SEBI (Listing Obligations and Disclosures Requirements) ("LODR") Regulations, 2015 reads as below:

"The listed entity shall ensure that the limited review or audit reports submitted to the stock exchange(s) on a quarterly or annual basis are to be given only by an auditor who has subjected himself to the peer review process of Institute of Chartered Accountants of India and holds a valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India."

- 6.5 The Committee also noted that regarding the validity of peer review certificate, the Peer Review Board vide its decision dated 30-07-2018 taken in its meeting hoisted on the website of ICAI, is noted to have stated the following:

"As per decision of the Peer Review Board at its 56th meeting dated 30th July 2018, - 'Practice Unit cannot continue with the existing certificate, whose validity has expired. All documents signed by the PU during the intervening period (i.e. expiry of previous certificate and issuance of new certificate) will be invalid. Therefore, it is the responsibility of the Practice Unit to complete the Peer Review of the firm and submit all necessary documents at least 1 month before the date of expiry of the previous certificate."

- 6.6 The Committee observed that the Respondent issued a Review Report on 13-11-2018 without holding a valid Peer Review Certificate, which was a mandatory requirement under Regulation 33(1)(d) of SEBI (LODR) Regulations, 2015. Although it was the responsibility of the Company to see that it is audited by an auditor holding a valid peer review certificate, but the Respondent being a professional, was reasonably expected to be aware of and comply with the applicable legal provisions.

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- 6.7 The Committee noted that the Respondent admitted to the act of issuing the Reports without holding the required review certificate, citing a misinterpretation of the relevant provisions and a lack of clarity regarding the effective date of the Peer Review certificate. The Respondent submitted that his actions were not intentional and were based on a misunderstanding of the procedural requirements. He emphasized his spotless career spanning 15 years and requested the Committee to take a lenient view of the matter.
- 6.8 The Committee noted that the Respondent's explanation regarding the timeline of events and his understanding of the effective date of the Peer Review certificate does not absolve him of the responsibility to ensure compliance with the prescribed rules and regulations. As a professional, the Respondent is expected to exercise due diligence and ensure adherence to the standards set forth by ICAI as well as applicable legal provisions. The Committee viewed that the issuance of a limited review report without holding the requisite peer review certificate constitutes contravention of the provisions of Regulation 33(1)(d) of SEBI (LODR) Regulations 2015. The Committee viewed that such an act on the part of the Respondent brought disrepute to the profession.
- 6.9 On the basis of above findings, the Committee was of the considered view that the submission of the limited Review Report without holding valid peer review certificate on that date is viewed as unbecoming of a Chartered Accountant and lack of due diligence in exercise of professional duty. Thus, the Committee held the Respondent Guilty in respect of this allegation.
- 6.10 In view of the above, the Committee held the Respondent Guilty of Professional and Other misconduct falling within the meaning of Clause (2) of Part IV of First Schedule and Clause (7) of Part I of Second Schedule to the Chartered Accountants Act, 1949.

7. Conclusion:

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

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Charges (as per PFO)	Findings	Decision of the Committee
Para 2.1 as given above	Paras 6.1 to 6.10 as given above	GUILTY – As per Clause (2) of Part IV of First Schedule and Clause (7) of Part I of Second Schedule

- 8 In view of the above observations, considering the oral submissions of the Respondent and material on record, the Committee held the Respondent **GUILTY** of Professional and Other misconduct falling within the meaning of Clause (2) of Part IV of First Schedule and Clause (7) of Part I of Second Schedule to the Chartered Accountants Act, 1949.

Sd/-

(CA. PRASANNA KUMAR D)
PRESIDING OFFICER

Sd/-

(ADV. VIJAY JHALANI)
GOVERNMENT NOMINEE

Sd/-

(CA. MANGESH P KINARE)
MEMBER

Sd/-

(CA. SATISH KUMAR GUPTA)
MEMBER

Date: 21st January 2026

Place: Noida

प्रमाणित होने के लिए प्रमाणित / Certified as a True Copy

मीन गुप्ता / Meenu Gupta

परिष्कृत कार्यकारी अधिकारी / Sr. Executive Officer
अनुशासनमूलक निदेशालय / Disciplinary Directorate
भारतीय सनदी लेखाकार संस्थान

The Institute of Chartered Accountants of India
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