

UNDERSTANDING THE CLAUSE WISE AMENDMENTS / MODIFICATIONS BETWEEN CARO 2016 and CARO 2020

BY

CA.VISHWANATHAN SUBRAMANIAN

H.O.: Swagat Bhavan, Near Indian Oil, Opp. MSEB Colony, Station Road, Vasai (East), Dist. Thane - 401202.

Tel.:(+91) 9307655120 - Tele-fax.:0250-2390170 • Email.: rsp.vasai@gmz | co

ORDER APPLICABLE FROM WHEN.

Audit Reports that would be provided after conducting the audit for the FY 2021-2022 onwards.

ORDER APPLICABLE FOR WHICH COMPANIES.

Audit Reports that would be provided after conducting the audit for the FY 2021-2022 onwards,

Applicable to all the Companies with the below mentioned specific exceptions.

- One Person Company Sec 2(62) of the Companies Act, 2013.
- Small Company Sec 2(62) of the Companies Act, 2013.
- Banking Companies Sec 5 of the Banking Regulation Act, 1949.
- > Companies Registered for Charitable Purposes Sec 8 of the Companies Act, 2013
- Insurance Companies Registered as per IRDA.
- Private Companies with the below mentioned conditions
 - Whose gross receipts or revenue (including revenue from discontinuing operations) is less than or equal to Rs 10 crore in the financial year.
 - Whose paid up share capital plus reserves is less than or equal to Rs 1 crore as on the balance sheet date (i.e. usually at the end of the FY)
 - ❖ Not a holding or subsidiary of a Public company.
 - ❖ Whose borrowings is less than or equal to Rs 1 crore at any time during the FY.



CLA	LD NUSE IO	NEW CLAUSE NO	CARO 2016	CARO 2020	KEY DIFFERENCES
CLALI	SF PFR	TAINING TO	FIXED ASSETS / PROPERTY PLANT	& FOLLIPMENTS	
	i)(a)	3(i)(a)(A)	whether the company is maintaining proper records showing full particulars, including quantitative details and situation of Fixed Assets	whether the company is maintaining proper records showing full particulars, including quantitative details and situation of Property Plant	as Property Plant & Equipment. Further this clause has been
	-	3(i)(a)(B)		whether the company is maintaining proper records showing full particulars of Intangible Assets	
3(i	i)(b)	3(i)(b)		Equipment have been physically verified by the management at reasonable intervals; whether any material discrepancies were noticed	as Property Plant & Equipment.



OLD CLAUSE	NEW CLAUSE						
NO	NO	CARO 2016	CARO 2020	KEY DIFFERENCES			
CLAUSE PER	CLAUSE PERTAINING TO FIXED ASSETS / PROPERTY PLANT & EQUIPMENTS. (Cont)						
3(i)(c)	3(i)(c)		immovable properties (other than	specifically excluded. Also format has been specified for disclosure of details of immovable properties for which title is not held by the Company. Earlier there was no format specified for reporting.			
-	3(i)(d)		whether the company has revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year and, if so, whether the revaluation is based on the valuation by a Registered Valuer; specify the amount of change, if change is 10% or more in the aggregate of the net carrying value of each class of Property, Plant and Equipment or intangible assets				



OLD CLAUSE NO	NEW CLAUSE NO	CARO 2016	CARO 2020	KEY DIFFERENCES	
CLAUSE PER	CLAUSE PERTAINING TO FIXED ASSETS / PROPERTY PLANT & EQUIPMENTS. (Cont)				
-	3(i)(e)		whether any proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder, if so, whether the company has appropriately disclosed the details in its financial statements		
CLAUSE PER	TAINING TO	INVENTORY & WORKING CAPITAL	LIMITS		
	3(ii)(a)	whether physical verification of inventory has been conducted at reasonable intervals by the management and whether any material discrepancies were noticed and if so, whether they have been properly dealt with in the books of account	whether physical verification of inventory has been conducted at reasonable intervals by the management and whether, in the opinion of the auditor, the coverage	specifically requested with regards to the coverage and procedure of the inventory verification. Further a limit of 10% has been specified for the discrepancies for each class of inventory and its treatment in the books of accounts. Further this clause has been further	



OLD CLAUSE NO	NEW CLAUSE NO	CARO 2016	CARO 2020	KEY DIFFERENCES
CLAUSE PER	TAINING TO	INVENTORY & WORKING CAPITAL	LIMITS (Cont)	
	3(ii)(b)		whether during any point of time of the year, the company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets; whether the quarterly returns or statements filed by the company with such banks or financial institutions are in agreement with the books of account of the Company, if not, give details	
CLAUSE PER	TAINING TO	LOANS & ADVANCES MADE BY THE	COMPANY	
3(iii)		whether the company has granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. If so,	has made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties, if so	covered now it also includes investments, guarantee or security and advances. Earlier the recipient was restricted to Company, Firm, LLP & other



OLD CLAUSE NO	NEW CLAUSE NO	CARO 2016	CARO 2020	KEY DIFFERENCES
CLAUSE PER	TAINING TO	LOANS & ADVANCES MADE BY THE	COMPANY (Cont)	
-	3(iii)(a)		(a) whether during the year the company has provided loans or provided advances in the nature of loans, or stood guarantee, or provided security to any other entity [not applicable to companies whose principal business is to give loans], if so, indicate	
-	3(iii)(a)(A)		(A) the aggregate amount during the year, and balance outstanding at the balance sheet date with respect to such loans or advances and guarantees or security to subsidiaries, joint ventures and associates;	
-	3(iii)(a)(B)		(B) the aggregate amount during the year, and balance outstanding at the balance sheet date with respect to such loans or advances and guarantees or security to parties other than subsidiaries, joint ventures and associates	



OLD CLAUSE NO	NEW CLAUSE NO	CARO 2016	CARO 2020	KEY DIFFERENCES
CLAUSE PER	RTAINING TO	LOANS & ADVANCES MADE BY THE	COMPANY (Cont)	
3(iii)(a)	3(iii)(b)			been changed on account of new clauses being introduced in CARO 2020
3(iii)(b)	3(iii)(c)		the nature of loans, whether the	been changed on account of new clauses being introduced in CARO
3(iii)(c)	3(iii)(d)	(c) if the amount is overdue, state the total amount overdue for more than ninety days, and whether reasonable steps have been taken by the company for recovery of the principal and	(d) if the amount is overdue, state the total amount overdue for more than ninety days, and whether reasonable steps have been taken by the	been changed on account of new clauses being introduced in CARO 2020



OLD CLAUSE NO	NEW CLAUSE NO	CARO 2016	CARO 2020	KEY DIFFERENCES
CLAUSE PER	TAINING TO	LOANS & ADVANCES MADE BY THI	COMPANY (Cont)	
	3(iii)(e)		(e) whether any loan or advance in the nature of loan granted which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties, if so, specify the aggregate amount of such dues renewed or extended or settled by fresh loans and the percentage of the aggregate to the total loans or advances in the nature of loans granted during the year [not applicable to companies whose principal business is to give loans]	
	3(iii)(f)		(f) whether the company has granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment, if so, specify the aggregate amount, percentage thereof to the total loans granted, aggregate amount of loans granted to Promoters, related parties as defined in clause (76) of section 2 of the Companies Act, 2013	



OLD	NEW			
CLAUSE	CLAUSE			
NO	NO	CARO 2016	CARO 2020	KEY DIFFERENCES

CLAUSE PERTAINING TO LOANS & ADVANCES TO DIRECTORS

3(iv) 3(iv)

in respect of loans, investments, guarantees, in respect of loans, investments, No Change and security whether provisions of section 185 guarantees, and security, whether and 186 of the Companies Act, 2013 have provisions of sections 185 and 186 of been complied with. If not, provide the details the Companies Act have been complied thereof.

CLAUSE PERTAINING TO ACCEPTANCE OF DEPOSITS BY COMPANIES

3(v) 3(v)

in case, the company has accepted deposits, in respect of deposits accepted by the Amounts deemed to be whether the directives issued by the Reserve company or amounts which are deposits have been covered Bank of India and the provisions of sections 73 deemed to be deposits, whether the under the new CARO 2020 to 76 or any other relevant provisions of the directives issued by the Reserve Bank Companies Act, 2013 and the rules framed of India and the provisions of sections thereunder, where applicable, have been 73 to 76 or any other relevant complied with? If not, the nature of such provisions of the Companies Act and contraventions be stated; If an order has been the rules made thereunder, where passed by Company Law Board or National applicable, have been complied with, if Company Law Tribunal or Reserve Bank of not, the nature of such contraventions India or any court or any other tribunal, be stated; if an order has been passed whether the same has been complied with orby Company Law Board or National not? Company Law Tribunal or Reserve Bank of India or any court or any other tribunal, whether the same has been complied with or not



OLD CLAUSE NO	NEW CLAUSE NO	CARO 2016	CARO 2020	KEY DIFFERENCES
CLAUSE PE	RTAINING	TO COST ACCOUNTING RECORDS		
3(vi)	3(vi)		records has been specified by the Central Government under sub-	_
CLAUSE PE	RTAINING	TO DEPOSIT OF UNDISPUTED STATUTORY I	DUES	
3(vii)(a)			depositing undisputed statutory dues including Goods and Services Tax, provident fund, employees' state insurance, income-tax, salestax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities and if not,	added in CARO 2020



OLD CLAUS NO	SE CLAUSE NO	CARO 2016	CARO 2020	KEY DIFFERENCES
CLAUSE	PERTAINING T	O DISPUTED STATUTORY DUES		
3(vii)(b)	3(vii)(b)	•	sub-clause (a) have not been deposited on account of any dispute, then the amounts involved and the forum where dispute is pending shall be mentioned (a mere	
-	3(viii)		whether any transactions not recorded in the books of account have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961 (43 of 1961), if so, whether the previously unrecorded income has been properly recorded in the books of account during the year	



OLD CLAUSE NO CLAUSE PE	NEW CLAUSE NO RTAINING T	CARO 2016 O REPAYMENT OF LOANS AND BORROWI	CARO 2020 NGS	KEY DIFFERENCES
3(viii)	3(ix)(a)	whether the company has defaulted in repayment of loans or borrowing to a financial institution, bank, Government or dues to debenture holders? If yes, the period and the amount of default to be reported (in case of defaults to banks, financial institutions, and Government, lender wise details to be provided).	whether the company has defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender, if yes, the period and the amount of default to be reported as per the	made more broader by specifying any lender. Further specific format for reporting has been provided. Earlier there was no format specified for
_	3(ix)(b)		whether the company is a declared wilful defaulter by any bank or financial institution or other lender	
-	3(ix)(c)		whether term loans were applied for the purpose for which the loans were obtained; if not, the amount of loan so diverted and the purpose for which it is used may be reported	2020. Earlier this was part of



OLD CLAUSE NO	NEW CLAUSE NO	CARO 2016	CARO 2020	KEY DIFFERENCES
CLAUSE PEI	RTAINING T	O REPAYMENT OF LOANS AND BORROWI	NGS (Cont)	
_	3(ix)(d)		whether funds raised on short term basis have been utilised for long term purposes, if yes, the nature and amount to be indicated;	
-	3(ix)(e)		whether the company has taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures, if so, details thereof with nature of such transactions and the amount in each case	
	3(ix)(f)		whether the company has raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies, if so, give details thereof and also report if the company has defaulted in repayment of such loans raised	



OLD CLAUSE NO	NEW CLAUSE NO	CARO 2016	CARO 2020	KEY DIFFERENCES
		0	CARO 2020	RET DIFFERENCES
CLAUSE PE	RTAINING T	O PUBLIC OFFERS		
3(ix)	3(x)(a)		initial public offer or further public offer (including debt instruments) during the year were applied for the purposes for which those are raised,	provided in a separate clause in CARO 2020. Further there has been a change in the clause number
CLALISE DE	RTAINING T	O PREFERENTIAL ALLOTMENTS		
3(xiv)	3(x)(b)	whether the company has made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and if so, as to whether the requirement of section 42 of the Companies Act, 2013 have been complied with and the amount raised have been used for the purposes for which the funds were raised. If not, provide the details in respect of the amount involved and nature of non-compliance	preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year and if so, whether the requirements of section 42 and section 62 of the Companies Act, 2013 have been complied with and	2020. Earlier this was part of clause 3(xiv) of CARO 2016. Further section 62 has been added in CARO 2020



OLD CLAUSE	NEW CLAUSE			
NO	NO	CARO 2016	CARO 2020	KEY DIFFERENCES
CLAUSE PE	RTAINING T	O FRAUD & WHISTLE BLOWER		
3(x)	3(xi)(a)	whether any fraud by the company or any fraud on the Company by its officers or employees has been noticed or reported during the year; If yes, the nature and the amount involved is to be indicated;	or any fraud on the company has been noticed or reported during the	
	3(xi)(b)		whether any report under subsection (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government	
-	3(xi)(c)		whether the auditor has considered whistle-blower complaints, if any, received during the year by the company	2020
CLAUSE PE	RTAINING T	O NIDHI COMPANY		
3(xii)	3(xii)(a)	whether the Nidhi Company has complied with the Net Owned Funds to Deposits in the ratio of 1: 20 to meet out the liability and whether the Nidhi Company is maintaining ten per cent unencumbered term deposits as specified in the Nidhi Rules, 2014 to meet out the liability	complied with the Net Owned Funds to Deposits in the ratio of 1: 20 to meet out the liability	•



OLD CLAUSE	NEW CLAUSE				
NO	NO	CARO 2016	CARO 2020	KEY DIFFERENCES	
CLAUSE PE	RTAINING T	O NIDHI COMPANY (Cont)			
-	3(xii)(b)		whether the Nidhi Company is maintaining ten per cent. unencumbered term deposits as specified in the Nidhi Rules, 2014 to meet out the liability	clauses in the new CARO 2020	
-	3(xii)(c)		whether there has been any default in payment of interest on deposits or repayment thereof for any period and if so, the details thereof		
CLAUSE PE	RTAINING T	O REPORTING OF TRANSACTIONS WITH I	RELATED PARTIES		
3(xiii)		whether all transactions with the related parties whether all transactions with the No Change are in compliance with sections 177 and 188 of related parties are in compliance Companies Act, 2013 where applicable and the with sections 177 and 188 of details have been disclosed in the Financial Companies Act where applicable Statements etc., as required by the applicable and the details have been disclosed in the financial statements, etc., as required by the applicable accounting standards			
CLAUSE PE	RTAINING T	O INTERNAL AUDIT			
-	3(iv)(a)		whether the company has an internal audit system commensurate with the size and nature of its business	New Clause added in CARO 2020	
-			whether the reports of the Internal Auditors for the period under audit were considered by the statutory auditor	2020	



OLD CLAUSE NO	NEW CLAUSE NO	CARO 2016	CARO 2020	KEY DIFFERENCES
		O NON CASH TRANSACTIONS	CANO 2020	RET DITTERLINCES
3(xv)	3(xv)	whether the company has entered into any non- cash transactions with directors or persons connected with him and if so, whether the provisions of section 192 of Companies Act, 2013 have been complied with	into any non-cash transactions with directors or persons connected with	
CLAUSE PE	RTAINING T	O NON BANKING FINANCIAL COMPANIES	(NBFC).	
3(xvi)		_	be registered under section 45-IA of	numbering changed with a further sub clause.
	3(xvi)(b)		whether the company has conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934	



OLD CLAUSE	NEW CLAUSE					
NO CLAUSE DE	NO STAINING T	CARO 2016	CARO 2020	KEY DIF	FERENCI	ES
	3(xvi)(c)	O NON BANKING FINANCIAL COMPANIES	whether the company is a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India, if so, whether it continues to fulfil the criteria of a CIC, and in case the company is an exempted or unregistered CIC, whether it continues to fulfil such criteria	2020	added in	CARO
-	3(xvi)(d)		whether the Group has more than one CIC as part of the Group, if yes, indicate the number of CICs which are part of the Group		added in	CARO
-	3(xvii)		whether the company has incurred cash losses in the financial year and in the immediately preceding financial year, if so, state the amount of cash losses	2020	added in	CARO
-	3(xviii)		whether there has been any resignation of the statutory auditors during the year, if so, whether the auditor has taken into consideration the issues, objections or concerns raised by the outgoing auditors	2020	added in	CARO



OLD	NEW			
CLAUSE	CLAUSE			
NO	NO	CARO 2016	CARO 2020	KEY DIFFERENCES
CLAUSE PER	RTAINING T	O GOING CONCERN		
	3(xix)		on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, the auditor's knowledge of the Board of Directors and management plans, whether the auditor is of the opinion that no material uncertainty exists as on the date of the audit report that company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date	
CLAUSE PER	RTAINING T	O CORPORATE SOCIAL RESPONSIBILITY (C	CSR)	
	3(xx)(a)		whether, in respect of other than ongoing projects, the company has transferred unspent amount to a Fund specified in Schedule VII to the Companies Act within a period of six months of the expiry of the financial year in compliance with second proviso to sub-section (5) of section 135 of the said Act	2020



OLD CLAUSE NO	NEW CLAUSE NO	CARO 2016	CARO 2020	KEY DIFFERENCES
CLAUSE PEI	RTAINING T	O CORPORATE SOCIAL RESPONSIBILITY (C	CSR) . Cont	
	3(xx)(b)		whether any amount remaining unspent under sub-section (5) of section 135 of the Companies Act, pursuant to any ongoing project, has been transferred to special account in compliance with the provision of subsection (6) of section 135 of thesaid Act;	
GENERAL C	LAUSE			
	3(xxi)		whether there have been any qualifications or adverse remarks by the respective auditors in the Companies (Auditor's Report) Order (CARO) reports of the companies included in the consolidated financial statements, if yes, indicate the details of the companies and the paragraph numbers of the CARO report containing the qualifications or adverse remarks	



OLD CLAUSE NO	NEW CLAUSE NO	CARO 2016	CARO 2020	KEY DIFFERENCES
CLAUSE PE	RTAINING T	O MANAGERIAL REMUNERATION		
3(xi)		whether managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act? If not, state the amount involved and steps taken by the company for securing refund of the same		Clause removed from CARO 2020.



ANNEXURE 1

Description of the Property	Gross Carrying Value	Held in name of	Whether promoter, director or their relative or employee.	range	Reason for not being held in name of then Company - (also indicate dispute if any)

BACK



ANNEXURE 2

Lender wise details to be provided in case of defaults to banks, financial institutions and Govt.	Nature of borrowing, including debt securities	Name of lender	Amount not paid on due date	Whether principal or interest.	No. of days delay or unpaid.	Remarks (if any)
3.1.3. 2.2.3		wise details to be provided in case of defaults to banks, financial				





THANK YOU

