

EDITORIAL

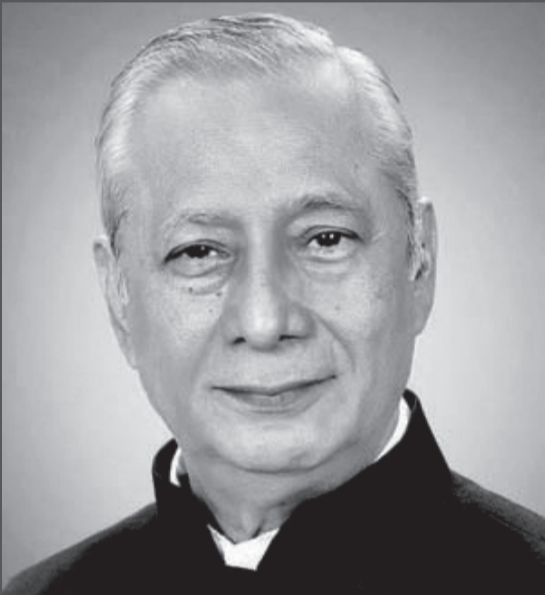


We are pleased to publish the fifth issue of the quarterly Legal Counsel News Bulletin with some important updates as a part of our continuing efforts to disseminate key information to the clients and other stakeholders.

NEW IMPORTANT LEGISLATIONS
(JULY 2020-SEPTEMBER 2020)

- Usage of Information and Communication Technology by Court Act, 2020
- Bangladesh Bank (Amendment) ACT, 2020
- Gazipur Development Authority Act, 2020
- Bangladesh Reference Institute for Chemical Measurement Act, 2020
- 4 other legislations in relation to research and establishment of 3 public universities.

GLORIOUS LIFE OF A LEGAL HERO



Mahbubey Alam (17 Feb 1949-27 Sep 2020)

The legal fraternity is deeply saddened by the demise of one of the most accomplished legal experts of Bangladesh, the longest-serving Attorney General Senior Advocate, Mr. Mahbubey Alam. This eminent jurist breathed his last on 27th September, 2020, nearly 4 (four) weeks after being diagnosed with COVID-19. Attorney General is the chief legal officer of the state appointed by the President under Article 64 of the Constitution of Bangladesh. He assumed the position on 13 January, 2009 and succeeded Advocate Salahuddin Ahmad.

Mr. Mahbubey Alam represented the state in a large number of landmark cases before the Supreme Court of Bangladesh, including the Bangabandhu murder case, 5th, 7th, 13th and 16th Constitutional Amendment cases, War Crimes cases etc. He also played a vital role in the BDR Mutiny case wherein the trial court gave the highest number of death sentences to 152 accused.

COMPANIES ACT, 1994: Bill to introduce One Person Companies



Amongst many of the endeavours of Government to strengthen and facilitate investments and businesses in Bangladesh, the recent proposal to amend the Companies Act, 1994 to include a third category of companies, namely, One Person Companies (OPCs) is a remarkable one.

A bill was presented in the National Parliament of Bangladesh on 07th September 2020 containing proposed amendments to the Companies Act, 1994 ('Bill'). If passed, Bangladesh will, for the first time, see introduction of OPCs, defined in the Bill as a company that only has one natural person as its shareholder. The Bill also requires that such one-person company include the words 'One Person Company' or 'OPC' at the end of its name.

The Bill proposes addition of a distinct Chapter 10A to the Act containing provisions on the formation, registration and management of OPCs. The chapter mentions, inter alia, that an OPC can be incorporated for any lawful object; one natural person can only register one OPC; the sole shareholder shall mention one natural person's name as a nominee in the Memorandum or Association, who, upon the death or incapacity of the shareholder, shall be deemed to be the shareholder of that OPC. The chapter also underscores that share transfers can only be done to another natural person.

The Bill proposes that the OPC must have a minimum paid-up capital of BDT 5 Million, and maximum BDT 100 Million, and shall maintain an annual turnover of at least BDT 20 Million, and up to BDT 1000 Million. Where the OPC exceeds these upper limits, they can be registered as private or public limited companies. The sole shareholder of the OPC shall be its director and s/he may appoint the manager, secretary and other employees as necessary. Most other regulatory, operational and auditing rules and regulations are same as that of private limited companies.

Despite having the definite advantage of having an OPC model over sole proprietorship model, some vagueness as to its broader purpose have been identified. Private limited companies do not have any minimum paid-up capital requirement, something that OPC has been attached with. If the broader purpose was to support small businesses and bring them under regulations, then the minimum paid-up capital set for OPCs of BDT 5 Million seems exaggerated. Even OPCs in India has minimum paid-up capital threshold of INR 0.1 Million.

Moreover, if introducing OPC was aimed at promoting and easing foreign investments, the requirement of a 'natural person' to be the shareholder may mean that foreign investors, who mostly invest through a parent company by incorporating a subsidiary company, shall not benefit from the proposed Bill after all. These points need to be assessed before the Bill is passed to bring these amendments to life.

Mr. Mahbubey Alam started his career as an Advocate with Bangladesh Bar Council in 1973 and was subsequently awarded permission to practice in the High Court Division of the Supreme Court of Bangladesh in January, 1975 and Appellate Division in 1980. He was enrolled as a 'Senior Advocate' of the Supreme Court of Bangladesh in 1998.

Before holding the highest Constitutional law office of the country, learned Senior Advocate Mr. Mahbubey Alam held the office of the Additional Attorney General for Bangladesh from 15 November, 1998 to 4 October, 2001. He served as the elected Secretary for the term 1993-1994 and as President for the term 2005-2006 of the Bangladesh Supreme Court Bar Association (SCBA). He also served as the elected Member of the Bangladesh Bar Council for the term 2004-2007.

Mr. Mahbubey Alam was born on 17 February, 1949 in Munshiganj district. He obtained his Bachelor of Arts with Honors in Political Science and Law and was awarded Masters of Arts in Public Administration from the University of Dhaka in 1968 and 1969, respectively. He earned his LL.B degree from the same university in 1972.

He was one of the finest lawyers Bangladesh has ever produced and was also equally known as a person of great attitude, compassion, politeness and skill. While we mourn his death, this renowned legal mind and his legacy shall inevitably be marked as an inspiring example for the whole nation for years to come and Bangladesh judiciary will be indebted to Mr. Mahbubey Alam for his great contributions to the country.

ON A SERIOUS NOTE

- How many lawyer jokes are there, anyway? Only three. The rest are true stories.
- Arrested on a robbery charge, our law firm's client denied the allegations. So, when the victim pointed him out in a lineup as one of four men who had attacked him, our client reacted vociferously.



DO YOU KNOW ?

- There is a provision in the Muslim Family Laws Ordinance, 1961 that the children of any pre-deceased son or daughter have rights to inherit the share of their father in the property of their grandfather equivalent to the share which such son or daughter would have received if they were alive.
- Non-judicial stamp papers (i.e. not related to a judgment in court or by a judge) are generally required to be used for execution of the documents like power of attorney, sale deed, rent agreement, affidavits, transfer of immovable property like building, land, mortgage or other important agreements, etc. The Stamp Act, 1899 prescribes the appropriate stamp value for different types of documents and instruments.

However, non-compliance with the requirement of stamp duty does not automatically render an agreement invalid. The only difficulty is, in case the matter has to resort to the court, the court may refuse to admit the agreement as evidence for want of compliance to the Stamp Act 1899. The court may, however, admit the agreement by imposing a fine. There may be a penal violation for intentionally depriving the government from the revenue by not using the appropriate stamp.

ECONOMY

It has been forecasted by numerous authoritative bodies and reputed organizations that coronavirus will not derail Bangladesh's raising potential economic growth. One of the leading global banks, namely, Standard Chartered PLC foresees faster recovery for Bangladesh than many other countries from the economic downfall caused due to the pandemic based on analysis of key indicators. The factors which gives Bangladesh a room for boosting includes balance of payment surplus, a healthy foreign exchange reserve, very low public debt-GDP ratio etc. Chief Economist of Standard Chartered for ASEAN and South Asia said that Bangladesh might be one of the two economies in the ASEAN and South Asian regions to mark a positive growth in the year 2020 despite the global recession. IMF has also projected that the GDP growth likely to be dropped to 2% in the fiscal year ending in June 2020 from 8.2% in the fiscal year 2019 is poised to rebound to 9.5% in the current fiscal year. They stated that they do not foresee any long-term scarring on the economy from the virus blow. According to Bloomberg Economics' projections, the pace of expansion in Bangladesh should accelerate in tandem with potential growth to 7.5 % by 2026. The Times of India in a recent publication made a comparison based on fourteen World Development Indicators (WDIs) and it was found that Bangladesh has outshone India and Pakistan in seven WDIs while India did it in six and Pakistan in one. All economic and social indicators show that Bangladesh is to pose a strong challenge to other rising economies in the world.

LEGAL COUNSEL NEWS

- ✓ After 5 months of virtual operation Legal Counsel has resumed office physically from August 16, 2020 by way of taking all necessary health safety precautions and all required measures. However, Work from Home (WFH) is also done in rotation basis.
- ✓ We have organized a webinar in association with Pulse Healthcare on “Mental Well-being of Professionals During Covid-19” for all professionals specially focusing on lawyers. <https://diz.ae/U5LCP>
- ✓ Legal Counsel’s webinar on ‘Digital Communication, Data Protection and Privacy’. Live Broadcasted at channel-I | 12 July, 2020. <https://diz.ae/19Hgd>
- ✓  Upon receipt of great response about the First Special Bulletin of COVID 19 published in April, we have published the Special Bulletin-2 on COVID-19 in September covering different aspects of law, health, technology, education etc. during the current crisis situation. Please download at : <https://legalcounselbd.com/special-bulletin2-covid-19>
- ✓ As a part of the continuing growth and capacity building, we are going forward with recruiting new lawyers and pursuing different internal and external capacity building courses and activities.
- ✓ Follow us at: [f https://diz.ae/ru5AN](https://diz.ae/ru5AN) [in https://diz.ae/DQZda](https://diz.ae/DQZda) [yt https://diz.ae/HAhzb](https://diz.ae/HAhzb)

PRO-BONO WORKS: PUBLICATIONS AND TV SHOWS (JULY 2020-SEPTEMBER 2020)

OUR PUBLICATIONS

- ✓ Child Custody law| Barrister Miti Sanjana, Partner of Legal Counsel, | The Daily Prothom Alo | 1 July, 2020. <https://diz.ae/u0BR6>
- ✓ Child Custody & Property law| Barrister Miti Sanjana, Partner of Legal Counsel | The Daily Prothom Alo | 15 July, 2020. <https://diz.ae/cQxhc>
- ✓ Divorce, Partition and Succession law| Barrister Miti Sanjana, Partner of Legal Counsel, | The Daily Prothom Alo | 5 August, 2020. <https://diz.ae/LWuwp>
- ✓ COVID-19 in Bangladesh | Barrister Miti Sanjana, Partner of Legal Counsel, | The Dhaka Tribune | 17 August 2020. <https://diz.ae/oRifz>
- ✓ Financial Fraud Laws | Barrister Miti Sanjana, Partner of Legal Counsel, | The Daily Prothom Alo | 2 September, 2020. <https://diz.ae/aCdTI>
- ✓ Bangladesh is the strong candidate for Japanese Investment | Barrister Miti Sanjana, Partner of Legal Counsel, | the Business Standard | 18 September, 2020. <https://diz.ae/QJIH5>
- ✓ Procedure for changing trademark | Barrister Omar H. Khan, Partner of Legal Counsel | The Daily Star | 22 September, 2020. <https://diz.ae/vTY8l>
- ✓ Hindu Divorce laws | Barrister Miti Sanjana, Partner of Legal Counsel, | The Daily Prothom Alo | 23 September, 2020. <https://diz.ae/F6tuP>
- ✓ Data Protection & Data Privacy | Barrister Miti Sanjana, Partner of Legal Counsel | The Dhaka Tribune | 24 September, 2020. <https://diz.ae/jXVBN>

OUR TV SHOWS AND INTERVIEWS

- ▶ Digital Security Laws | Barrister Miti Sanjana, Partner of Legal Counsel | DBC News | 6 July, 2020. <https://youtu.be/HDvEs86r0qo>
- ▶ Separation and retrenchment related employment laws | Barrister Miti Sanjana, Partner of Legal Counsel | Ekattor Tv | 8 July, 2020. https://youtu.be/j_4EILutfvw
- ▶ Digital communications and security Law | Barrister Miti Sanjana, Partner of Legal Counsel | BBC | 08 July, 2020. https://youtu.be/PMhw_xnWFbE
- ▶ Patriarchy and violence against women | Barrister Miti Sanjana, Partner of Legal Counsel | journalist, Harun Ur Rashid | 14 July, 2020. <https://youtu.be/auWIIc3xpZ4>
- ▶ Crime committed by hospital owners & related laws and the punishment | Barrister Miti Sanjana, Partner of Legal Counsel | DBC NEWS | 15 July, 2020. <https://youtu.be/lqBSrPi76ws>
- ▶ Hospital illegally established | Barrister Miti Sanjana, Partner of Legal Counsel | Ekattor TV | 19 July, 2020. <https://youtu.be/UshpHfc1jj0>
- ▶ Medical treatment related laws | Barrister Miti Sanjana Partner of Legal Counsel | DBC NEWS | Somadhan Sutra | 20 July, 2020. <https://youtu.be/ZOldXbzOJBc>
- ▶ #metoomovement and its effect in the society | Barrister Miti Sanjana, Partner of Legal Counsel | UK based organization, Shopsybury | 23 July, 2020. <https://diz.ae/XeZCZ>
- ▶ Online business laws | Barrister Miti Sanjana, Partner of Legal Counsel | DBC News | 10 August, 2020. https://youtu.be/_s-YZhStlPs
- ▶ Data Privacy & Data Protection | Barrister Miti Sanjana, Partner Legal Counsel along with other distinguished panelists | RTV | 22 August, 2020. <https://diz.ae/ojQYU>
- ▶ Impact of COVID-19 on SME business | Barrister Miti Sanjana, Partner of Legal Counsel | Channel i | 22 August, 2020. <https://diz.ae/VI9SB>
- ▶ Digital Security Act | Barrister Miti Sanjana, Partner of Legal Counsel | Somoy TV | 27 August, 2020. <https://diz.ae/MI7ud>
- ▶ Inheritance rights of Muslim women | Barrister Miti Sanjana, Partner of Legal Counsel | DBC News | 30 August, 2020. <https://youtu.be/bjFPckaxGEs>
- ▶ Hindu widows' right to agricultural lands of their husbands | Barrister Miti Sanjana, Partner of Legal Counsel | Ekattor TV | 3 September, 2020. <https://youtu.be/kW8jKtAAe94>
- ▶ Hindu widows' right to agricultural lands of their husbands | Barrister Miti Sanjana, Partner of Legal Counsel | DBC News | 7 September, 2020. <https://youtu.be/O7A4BPOF50Q>
- ▶ Partner of Legal Counsel, Barrister Miti Sanjana participated in the discussion amongst other including Mr. M.A Mannan, MP and Honorable Minister for Planning, Mr. Kamal Majumder, MP and Honorable State Minister for Industries in the Better Bangladesh Foundation (BBF) SMEs Digital Summit 2020. | 16 September, 2020. <https://diz.ae/YlvtP>
- ▶ Muslim Divorce & Maintenance Law | Barrister Miti Sanjana, Partner of Legal Counsel | DBC News | 28 September, 2020. <https://youtu.be/CTGxhe7olXw>
- ▶ Rape incident happened in MC College, Sylhet | Barrister Miti Sanjana, Partner of Legal Counsel | Ekattor TV | 28 September, 2020. <https://diz.ae/rzAJ9>
- ▶ Laws related to violence against women | Barrister Miti Sanjana, Partner of Legal Counsel | Independent Tv | 28 September, 2020. <https://youtu.be/ZoAOc3aqd1Y>