

**Listing Requirements**

**Secondary Listing- Exclusively Listed on Regional Stock Exchange**

**Norms for Companies from Dissemination Board seeking listing under Direct Listing Norms with MSEI**

Norms for Direct Listing of the companies which have been moved to the Dissemination Board of nation-wide Stock Exchange/s and applying for Direct Listing in accordance with SEBI Circular CIR/MRD/DSA/05/2015 dated April 17, 2015 & SEBI/HO/MRD/DSA/CIR/P/2016/110 dated October 10, 2016

|  |  |  |
| --- | --- | --- |
| **Sr. No.** | **Norms Heading** | **Norms for companies which have been moved to the Dissemination Board by exiting / De-recognized Regional Stock Exchange** |
| **1.** | **Issued and Paid up capital** | The applicant Company shall have minimum **issued and** **paid-up equity** capital of **Rs. 3 crore**. However in case of NBFC company the minimum issued and **paid-up equity** capital of **Rs. 5 crore** is required. |
| **2.** | **Net worth requirement** | The net worth of the applicant Company as on date of application shall be at **least Rs. 3 crore**. However in case of NBFC company the **net worth of Rs. 5 crore** is required**.** |
| **3.** | **Distributable Profits** | The applicant Company shall have distributable profits\* in at least one out of the immediately preceding three financial years.  **\*Distributable Profit** would be as defined in Section 2(35) of the Companies Act, 2013 |
| **4.** | **Appearing on Dissemination Board** | Name of the company must be appearing on the Dissemination Board of any recognized Nationwide Stock Exchange as defined. |
| **5.** | **Public Shareholding** | The company shall be in compliance with Regulation 38 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 with regard to Minimum level of public shareholding. |
| **6.** | **No. of public shareholders** | Minimum 200 public shareholders |
| **7.** | **Signing with both the depositories** | The company must enter into an agreement with both the depositories’ copies of the same to be submitted with ISIN activation letter |
| **8.** | **Trading in Compulsory Demat** | 100% of Promoters' Shareholding in demat mode is mandatory and  Minimum 50% of Public Shareholding in dematerialized mode, else trading and settlement of the securities of the company will permitted only on Trade-for-Trade basis till compliance of the above referred requirement. |
| **9.** | **Company website** | The company shall have its own functional website which is in compliance with (Regulation 46) of the (SEBI (Listing Obligation and Disclosure requirement) Regulation, 2015). |
| **10.** | **Site/ E-site Visit** | An e-site/site visit of the registered/corporate office of the company will be done by the Exchange before providing listing approval to the company. The expenses of the site visit shall be borne by the applicant company. |

**Kindly note of the following with respect to filling of Listing Application:**

* All the pages of the documents submitted to the Exchange must bear rubber stamp of Company and initials of Managing Director/Company Secretary.
* All resolutions / reports/ agreements / undertakings should be certified to be true copy.
* Use extra sheets/annexures (duly stamped and initialed) if required in case the space provided is inadequate.
* No details on the form should be left blank. Please strikethrough, if, not applicable.
* The Exchange reserves the right to ask for more documents in addition to mentioned herein.
* Listing Application letter to be printed on the letter head of the applicant.
* **MSE has the right to change / modify / delete any or all the listing norms with or without giving any prior intimation to the company. The companies are required to submit documents and comply with the extant norms.**
* **Kindly note that the application submitted to the Exchange for listing and mere fulfilling the eligibility criteria does not amount to grant of approval by MSE for listing.**
* **The Exchange may reject application for new listing at any stage if the information submitted to the Exchange is found to be incomplete / incorrect / misleading / false or for any contravention of Rules, Bye-laws and Regulations of the Exchange, Listing Agreement, Guidelines / Regulations issued by statutory authorities or for any reason in the interest of Investors and market integrity.**
* **The Exchange may also reject the application if the company is found not fulfilling internal MSE standards.**
* **The Company needs to comply with all applicable laws, regulations, circulars, notifications, guidelines, etc., as may be issued by statutory/ regulatory authorities from time to time.**

**COVERING LETTER FOR DIRECT LISTING**

*All pages on applicant letter head duly signed by Managing Director / Company Secretary with rubber stamp*

|  |  |  |  |
| --- | --- | --- | --- |
| **Sr.**  **No.** | **Norms** | **Position** | **Complied**  **YES / NO** |
|  | The minimum issued, paid up and listed equity capital of the applicant company shall not be less than Rs.3 crores at the time of making application.  However in case of NBFC company the minimum issued, paid-up and listed equity not be less than Rs.5 crores at the time of making application. | The company’s issued, paid up and listed capital at the time of making application:   |  |  | | --- | --- | | Issued Capital |  | | Paid up Capital |  | | Listed Capital |  |   . |  |
|  | The net worth of the applicant company (after adjusting against the accumulated losses, if  any) shall not be less than Rs.3 crores at the time of making application.  However in case of NBFC company the networth shall not be less than Rs.5 crores at the time of making application | |  |  | | --- | --- | | Networth\* |  |   \*Note: Net worth certificate from Statutory Auditor to be provided. |  |
|  | Distributable Profit in last one out of the last three financial years immediately preceding the year in which listing application has been made. | |  |  | | --- | --- | | **Financial year** | **Distributable Profit\***  (Rs. in Crores) | |  |  | |  |  | |  |  |   \*Note: The company would be required to submit a certificate from a Statutory Auditor certifying the Distributable Profits. |  |
|  | The company must enter into an agreement with both the depositories’ copies of the same to be submitted with ISIN activation letter. |  |  |
|  | Listed on recognized Stock Exchange (please mention the names and date of listing). |  |  |
|  | The company shall be in compliance with Regulation 38 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 with regard to minimum level of public shareholding. | \_\_\_\_\_% as per the shareholding pattern for the quarter ended \_\_\_\_\_. |  |
|  | No. of public shareholders (Minimum 200) |  |  |
|  | 100% promoter shareholding in demat form and minimum 50% of the public shareholding should be held in demat form. | |  |  |  | | --- | --- | --- | | Particulars | No. of Shares & % | % in demat form | | Promoters |  |  | | Public |  |  | |  |  |  | |  |
| 9. | Details of appointment of Company Secretary | Name of the Company Secretary and date of appointment |  |
| 10. | Company contact details | Contact details of company officials. The contact details must include name, address, specimen signature, telephone number and registered mail id from company domain. |  |

**Thanking you,**

**Yours faithfully,**

**For <Company Name>**

**Managing Director / Company Secretary**

**Place**

**Date : <Company Seal>**

**Checklist and Documents Required for Secondary Listing – companies exclusively listed on Regional Stock Exchange(s)**

|  |  |  |
| --- | --- | --- |
| **Sr. No.** | **Particulars** | **Details of Applicant Company** |
|  | **Resolutions** |  |
|  | Certified true copy of the resolution passed by the Board of Directors for listing the securities of the company on Metropolitan Stock Exchange of India Ltd.  (Resolution must be passed within 1 year from the date of application and shall also provide the number of equity shares proposed to be listed on MSE, name of the stock exchange(s) on which it is/was listed.) |  |
|  | **Undertakings/Certificates** |  |
|  | Undertaking from the Managing Director / Company Secretary as per format enclosed as **Annexure I.** |  |
|  | **Other Documents** |  |
|  | Pursuant to SEBI Circular SEBI/HO/MRD/DSA/CIR/P/2016/110 dated October 10, 2016 read with SEBI Circular SEBI/HO/MRD/DSA/CIR/P/2017/27 dated March 27, 2017 the Exclusively Listed Companies on the Dissemination Board are required to indicate their intention to list their company on nationwide stock exchange to the respective designated stock exchange on whose Dissemination Board company is placed, on or before 30/06/2017.  In view of the same, the company is required to intimate the respective designated stock exchange regarding its intention to list at MSE and send the acknowledged copy of the intimation to MSE. |  |
|  | 1. Background of the promoters / promoting companies and shares held by them in the company. 2. Background of the group companies and shares held by them in the company. 3. Copy of PAN Card of each entity in Promoter & Promoter Group.   **Further, 100% of the promoter shareholding is required to be in demat form.** |  |
|  | Company should submit an updated Company Profile which must be certified by the Company Secretary / Managing Director of the Company which should interalia cover the following: All pages of Company Profile to be signed and duly stamped by the Company Secretary / Managing Director of the Company, with proper indexation, binding, date and page number as per **Annexure II.** |  |
|  | Listing application duly filled up as per **Annexure III**. |  |
|  | Two copies of Listing Agreement duly executed on non-judicial stamp paper of Rs. 100/-. |  |
|  | Certified true copy of Annual Report for the last 3 years, or in the case of new companies, for such period for which accounts have been prepared. |  |
|  | Certified true copy of Memorandum and Article of Association and a copy of the trust deed, in case of debenture issued and subscribed and debenture borrowings, if any. |  |
|  | Certified true copy of the following for the last four quarters as per the format prescribed in the SEBI (Listing Obligations and Disclosure Requirements) 2015 (as filed with the other Exchanges) :   * Shareholding Pattern# * Corporate Governance Report\* * Financial Results * Reconciliation of Share Capital Audit   **#Minimum no. Shareholders’ shall be 200.**  **\*If Corporate Governance Report is not applicable, kindly provide a confirmation stating the same.** |  |
|  | Original Copy of a certificate duly signed by Statutory Auditor certifying the book value per share of the company as per latest audited financials. |  |
|  | * Original Copy of certificate from statutory Auditor confirming the Net worth (as per the latest annual audited financials – including details of working) * Original copy of Certificate from Statutory Auditor confirming that applicant Company has distributable profits in at least one out of the immediately preceding three years (profit shall be computed as per Section 123 of Companies Act 2013 and shall also provide working for the same.) |  |
|  | Confirmation from Registrar and Share Transfer Agent in the below format:  Details of Shareholding as on latest quarter ended on\_\_\_\_\_\_\_\_   |  |  |  | | --- | --- | --- | | Particulars | Promoter & Promoter Group | Public | | CDSL |  |  | | NSDL |  |  | | Physical |  |  | | Total |  |  | | No. of Shareholders |  |  |   Along with the holding of Promoter & Promoter Group (Specifying names of each entity in the group & no. of shares held.)   |  |  |  |  | | --- | --- | --- | --- | | **Sr. No.** | **Name of each Promoter** | **No. of Shares Held** | **% of Holding** | |  |  |  |  | |  |  |  |  | |  |
|  | Certificate from Statutory Auditor as per **Annexure IV.** |  |
|  | Certificate from PCS that company has filed all the applicable NBFC compliances with RBI (applicable if company is an NBFC). |  |
|  | Certified true copies of tripartite agreements entered into by the company with the depositories i.e. NDSL and CDSL and registrars along with ISIN activation letter received from the depositories.  Kindly note that the tripartite agreements should be the executed copies. |  |
|  | Specimen of share certificate |  |
|  | Copies of all Prospectus or Statement in lieu of Prospectus issued by the Company at any time.  If the same is not available please provide an undertaking for the same. |  |
|  | Details of litigation, copy of show cause notices / Orders, if any, issued by any regulatory authority to Company / promoters and related correspondence thereof.  If the same is not applicable please provide an undertaking for the same. |  |
|  | Undertaking from the Managing Director/ Company Secretary stating that the following documents will be produced to the Exchange as and when called for by the Exchange:  **a)** Certified copies of agreements or other documents relating to  arrangements with or between-  i) Vendors and/ or promoters  ii) Underwriters and sub-underwriters  iii) Brokers and sub-brokers  **b)** Certified copies of agreements with  i) Managing agents and secretaries and treasurers  ii) Selling agents  iii) Managing Directors and technical directors  iv) General Manager, sales manager, manager or secretary  **c)** Certified copy of every letter, report, balance sheet, valuation contract, court order or other document, part of which is reproduced or referred to in the prospectus, offer for sale, circular or advertisement offering securities for subscription for sale, during the last 5 years  **d)** Certified copies of acknowledgment card or receipt of filing of offer document with SEBI |  |
|  | Details of default, if any, in respect of payment of interest and/or principal to the debenture /bond /fixed deposit holders if any by applicant Company / subsidiary / promoters / promoter group/ company (ies) promoted by the promoters/promoter group. If the same is not applicable please provide an undertaking for the same. |  |
|  | Details of Investor Grievances pending and status thereof, if any. If the same is not applicable please provide an undertaking for the same.  The Company should also submit confirmation for authentication on SEBI for SCORES. |  |
|  | Information Memorandum**\*** (IM) certified by the Managing Director/ Company Secretary (Hard copy as well as soft copy). IM is to be updated upto latest quarter. |  |
|  | Original Copy of Compliance Status Report from the Stock Exchange(s) where the securities of the applicant Company were listed stating that:   * Entire issued capital of the company is listed on the recognized stock exchange. * No investor complaints are pending against the company. * The securities proposed to be listed are not under suspension. * The company has made all the submissions required under relevant clauses of Listing Agreement/ SEBI (Listing Obligations and Disclosure Requirements) 2015. |  |
|  | If the Compliance Status Report as mentioned under point no. 24 above is not available *please submit the Last Listing/Trading approval received from the Regional Stock Exchange where the company is/was listed*.  Further, the company shall submit a Original Copy of confirmation from Practicing Chartered Accountant / Practicing Company Secretary stating that   * Entire issued capital consisting of \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ shares of face value \_\_\_\_\_\_\_\_\_\_\_\_ of the company was listed on the \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ stock Exchange since\_\_\_\_\_\_\_\_\_. * The company has not undergone any changes in their shareholding pattern or any change in control in accordance with SEBI circular No. CIR/MRD/DSA/05/2015 dated April 17, 2015. * Confirmation whether the company or the promoters or promoter group entities or the directors are have been debarred or disciplinary action taken by SEBI or a recognized stock exchange, if yes, then the name of the person/entity along with the period of debarment. * Confirmation, whether the proposed company is identified as ‘Vanishing” by MCA or RoC. * The securities proposed to be listed are not under suspension * The company has made all the submissions required under relevant clauses of Listing Agreement/ SEBI (Listing Obligations and Disclosure Requirements) 2015. |  |
|  | Details of the in principle approval received for which allotment/listing is pending.  If the same is not applicable please provide an undertaking for the same. |  |
|  | If name of the company including promoter company and / or any of its individual promoters, directors appear in defaulters list on website of SEBI, Watchout investors, Ministry of Corporate Affairs, the company would be required to give a suitable explanation / declaration for the same.  If not applicable an undertaking for the same should be provided on the Company’s Letter head duly signed by Managing Director / company’s Company Secretary. |  |
|  | Annual Filing forms for last 2 years including payment challans of AOC-4, MGT-7 and latest filed ADT-1. |  |
|  | * Processing fees of Rs. 7 Lacs + GST @ 18% & * Annual Listing fee + GST @ 18% as per respective fee slab   The Cheque/Demand Draft should be drawn in favor of “**Metropolitan Stock Exchange of India Limited**”.  If the Company has deducted TDS, please provide a break-up of the tax deducted; further also provide an undertaking stating that the company shall submit a TDS certificate for the same. |  |
|  | **Provide GSTIN details of the Company. If GST is not applicable then provide a confirmation on company’s letter head.** |  |
|  | Name and contact details of the personnel for co-ordination with respect to listing application |  |

*\*Information Memorandum shall be prepared as specified in Part E of Schedule VI of SEBI ICDR, Regulations 2018 & the amendments, thereof.*

Date: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Place: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Signature of Company Secretary / Authorized Signatory

Please note all the aforesaid documents should also be also mailed at[listing@msei.in](mailto:listing@msei.in)

|  |  |  |
| --- | --- | --- |
| **Annual Listing Fees (Slab Rate)** | | |
| **S. No.** | **Paid-up Share Capital (Rs. In Crores)** | **Rs.** |
| **1** | Upto Rs.20 Crores | 55,000 |
| **2** | Above Rs. 20 Crores and upto Rs.50 Crores | 90,000 |
| **3** | Above Rs. 50 Crores and upto Rs.100 Crores | 110,000 |
| **4** | Above Rs. 100 Crores and upto Rs.250 Crores | 135,000 |
| **5** | Above Rs. 250 Crores and upto Rs.500 Crores | 210,000 |
| **6** | Above Rs. 500 Crores and upto Rs.750 Crores | 335,000 |
| **7** | Above Rs. 750 Crores and upto Rs.1000 Crores | 485,000 |
| **8** | Above Rs. 1000 Crores and upto Rs.2500 Crores | 635,000 |
| **9** | Above Rs. 2500 Crores | 12,60,000 |

**Annexure I**

**This letter should be submitted on the letterhead of the Applicant Company**

Undertaking from the Managing Director or Company Secretary

To,

Head- Listing & Compliance

**Metropolitan Stock Exchange of India Ltd. (MSEI)**

Building A, Unit 205A, 2nd Floor,

Piramal Agastya Corporate Park,

L.B.S Road, Kurla West,

Mumbai - 400 070.

Dear Sir/Madam,

We hereby confirm that:

* The Company has complied with all the eligibility criteria of the Exchange.
* The Company has complied with all the conditions prescribed under Rule 19 (2) (a) of Securities Contracts (Regulation) Rules, 1957 with respect to provisions required under Articles of Associations. Further the provisions of the Memorandum and Articles of Association are not inconsistent with the clauses of the Listing Agreement or SEBI (Listing Obligations and Disclosure Requirements) 2015 or any other Applicable Law, Rules or Regulations.
* 50% of the Non-Promoter Shareholding is held in dematerialized form and there are no restrictive clauses in the Articles of Association of the Company.

(if the same is not complied kindly give an undertaking stating that the company shall intimate all the Non-promoter shareholders to dematerialize their physical shareholding, so as to comply with the SEBI requirement )

* There has not been any material disciplinary action taken by any Recognized Stock Exchange or regulatory authorities (eg SEBI, RBI, ROC, CLB, etc) against the company, directors, promoter(s) / group company(ies) or any other company(ies) promoted by the same promoter(s). (In case of any action, provide the details of the same). Further, none of them have been debarred from accessing capital market directly or indirectly, by Securities Exchange Board of India (SEBI).
* The Company has not defaulted on any of the Compliances with the Exchanges on which it is Listed in last 3 years or has not been delisted or suspended in the past by any Exchange on which it is Listed.
* The Company has not been referred to the Board for Industrial and Financial Reconstruction (BIFR).
* The Company does not form part of Vanishing Companies database of Ministry of Corporate Affairs (MCA).
* The Company has not received any winding up petition accepted by a Court/ NCLT.
* There is no In-Principle/ Listing application pending on the Exchange where it is currently/ was previously listed.
* The Company hereby undertakes to file all of its disclosure / submission required under various clauses of Listing agreement or SEBI (Listing Obligations and Disclosure Requirements) 2015 or any other rules / regulations / circulars / guidelines through the electronic medium immediately, as made available by the Exchange from time to time.
* The Company hereby undertakes that there are no partly-paid up shares existing in the company.
* The Company hereby undertakes that it has not undergone any material changes in their shareholding pattern which suggests change of control in accordance with SEBI circular No. CIR/MRD/DSA/05/2015 dated April 17, 2015.
* The Company has done Annual Filing with the Registrar of Companies for the preceding two financial years.
* Neither the Company nor any of its promoters or any of the Directors of the Company, are declared as willful defaulters or are categorized as a wilful defaulter by any bank or financial institution or consortium thereof in accordance with the guidelines on willful defaulters issued by the Reserve Bank of India.

Date: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Place: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

**Signature of Managing Director / Company Secretary**

**Annexure II**

(on the letterhead of the Applicant Company)

* 1. Profile and brief history of the company since incorporation giving details of its activity including reorganization, reconstruction or amalgamation
  2. Present Business activities of the company and the percentage of revenue generated from the said business activities
  3. Key events, Milestones and Achievements since incorporation.
  4. Awards and Accreditations (if any)
  5. Capital evolution to be shown under capital structure including shares issued for cash, consideration other than cash, whether issued at premium or discount, shares forfeited etc.
  6. Amendments to Memorandum of Association since incorporation

|  |  |  |
| --- | --- | --- |
| Sr. No. | Date of shareholders resolution | Nature of Amendment |
|  |  |  |

* 1. List of top 10 shareholders alongwith the number of shares held.
  2. Details of outstanding convertible instruments including warrants pending conversion.
  3. Details of group/ subsidiary companies which are listed on the stock exchange and their market price volume data available for the latest calendar month, wherever applicable
  4. Details of cases pending against the company / Promoters / Directors

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| Sr. No. | Name of the entity | Civil cases | Criminal Cases | Tax cases | Cases filed by SEBI |
| 1 | Company |  |  |  |  |
| 2 | Company Promoters |  |  |  |  |
| 3 | Company Directors |  |  |  |  |
| 4 | Group Company |  |  |  |  |

* 1. Statement containing particulars of the dates of and parties to all material contracts, agreements (including agreements for technical advice and collaboration), concessions and similar other documents (except those entered into in the ordinary course of business carried on or intended to be carried on by the company) together with the brief description of terms, subject matter and general nature of the documents, if applicable
  2. Statement containing particulars of any commission, brokerage, discount or other special terms including an option for the issue of any kind of securities granted to any person, if applicable.

**Annexure III**

**This letter should be submitted**

**On the letter head of Applicant Company**

Date\_\_\_\_\_\_\_

**The Head - Listing & Compliance**

**Metropolitan Stock Exchange of India Ltd. (MSEI)**

Building A, Unit 205A, 2nd Floor,

Piramal Agastya Corporate Park,

L.B.S Road, Kurla West,

Mumbai - 400 070.

Dear Sir / Madam,

In conformity with the listing requirements of Metropolitan Stock Exchange of India Ltd. (MSEI), we hereby apply for admission of the following securities of the Issuer for dealings on the MSEI (Please tick, wherever applicable):

◼ **Equity** ◼ **Debentures** ◼ **Warrants**

**◼**Any Other (Please specify)

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Further, we undertake to be bound by all requirements, terms and provisions and conditions relating to listing of securities as contained in the Rules, Bye-Laws and Regulations of Metropolitan Stock Exchange of India Ltd. (MSEI), Securities and Exchange Board of India (SEBI) and any other applicable law, rules and regulations.

Yours faithfully,

**Company Secretary/ Authorized Signatory**

Name: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Designation: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Date: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

**These details should be submitted**

**On the letter head of Applicant Company**

**Company Details**

(For issuers listing on the MSEI for the first time)

|  |
| --- |
| **1. Name of the applicant Company:** |
| **2. Type of Company:** |
|  |
| **3. Date of incorporation:** |
| **4. Place of incorporation:** |
| **5. PAN No. of the Company:** |
| **6. CIN of the Company:** |
| **7. Industry/ Sector:** |
| **8. Place of location of plant:** |
| **9. Major products of the Company:** |
|  |
| **10. ISIN Code (As provided by the Depository):** |
| **11. Names of the Stock Exchanges where the Company is / was Listed :** |
| **12. Address of Registered Office:** |
|  |
|  |
| Tel (STD Code): Fax: |
| **13. Address of Corporate Office:** |
|  |
|  |
| Tel (STD Code): Fax: |
| **14. Website:** |
| **(Kindly note website should be updated as per SEBI (LODR) Regulations, 2015 and Companies Act, 2013)** |
| **15. Email (for Exchange Communication):** |
| **16. Email (for Investor Grievances):** |
| **17. Address of Communication (Corporate/ Registered office):** |
|  |
| **18. Name and Address of Registrars and Transfer Agents:** |
| Name of Contact Person: |
| Tel (STD Code): |
| Mobile: Fax: |
| Email: Website: |
| **19. Name of the all the Statutory Auditors:** |
| Name of the Partners: |
| Tel (STD Code): |
| Mobile: Fax: |
| Email: Website: |
| **20. Has any security of the issuer been delisted from any Exchange, before? If so give**  **particulars:** |
| **21. Name(s) of the depositories with whom issuer has executed Tripartite Agreement:** |
|  |
|  |
| **22. Name along with PAN and Contact Details of the Promoter & Promoter Group:**   |  |  |  |  |  | | --- | --- | --- | --- | --- | | **Sr. No** | **Name of Promoters** | **PAN** | **Mobile Number** | **Email Id** | |  |  |  |  |  | |  |  |  |  |  | |  |  |  |  |  | |  |  |  |  |  | |  |  |  |  |  | |  |  |  |  |  | |  |  |  |  |  | |
|  |
| **23. Name of the Company Secretary (Compliance officer):** (this filed is mandatory, further the company should also provide the mobile number of Company Secretary (Compliance officer) |
| Tel (Direct): Mobile: |
| Email:  (Kindly provide Form DIR 12 and Challan filed with Register of Companies for appointment of Company Secretary.) |
| **24. Details of Directors and Key Managerial Personnel** |
| |  |  |  |  |  |  |  | | --- | --- | --- | --- | --- | --- | --- | | **Sr. No** | **Name of Directors** | **Category \*** | **DIN** | **PAN** | **Mobile No.** | **Email Id** | |  |  |  |  |  |  |  | |  |  |  |  |  |  |  | |  |  |  |  |  |  |  | |  |  |  |  |  |  |  | |  |  |  |  |  |  |  | |  |  |  |  |  |  |  | |  |  |  |  |  |  |  | |

**\*Independent / Executive / Non-Executive/ CEO / CFO / Chairperson / MD / WTD / Non-Executive**

**Details of Dividend and Cash Bonuses if any, paid during the last five years** (Whether as a public or private company)

|  |  |  |  |
| --- | --- | --- | --- |
| **Year** | **Percentage (%)** | **Amount per share** | **Total Amount (Rs.)** |
|  |  |  |  |
|  |  |  |  |
|  |  |  |  |
|  |  |  |  |
|  |  |  |  |
|  |  |  |  |
|  |  |  |  |
|  |  |  |  |
|  |  |  |  |
|  |  |  |  |
|  |  |  |  |
| Particulars of the dividends or interest in arrears if any | | | Please provide the same |

**History of Share Capital & Other Securities**(Kindly provide for each Listed Security Separately)

| **Sr. No.** | **Type of Issue (Bonus/Preferential Allotment/IPO)** | **Date of Allotment** | **No. of shares** | **Issue price** | | **Distinctive Numbers** | |
| --- | --- | --- | --- | --- | --- | --- | --- |
| **Nominal Value** | **Premium** | **From** | **To** |
|  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |

**Details of shares forfeited**

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
| **Sr. No.** | **Details of shares forfeited** | **Date of forfeiture** | **No. of shares** | **Issue price** | | **Distinctive Numbers** | |
| **Nominal Value** | **Premium** | **From** | **To** |
|  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |

**These details should be submitted**

**On the letter head of Applicant Company**

**Security Details**

|  |  |  |
| --- | --- | --- |
| **Share Capital Details (Equity)** | |  |
| 1 | **Authorised Share Capital** |  |
|  | Total Amount |  |
|  | No. of shares |  |
|  | Nominal value per share |  |
|  | Total Nominal value |  |
| 2 | **Subscribed and paid up share capital** |  |
|  | No. of shares subscribed |  |
|  | Nominal value per share |  |
|  | Amount paid up per share |  |
|  | Total nominal value |  |
|  | Total paid up value |  |
|  | Amount of calls in arrears |  |
|  | Amount paid up on forfeited shares |  |
| 3 | **Issued Share Capital** |  |
|  | No. of shares |  |
|  | Nominal value per share |  |
|  | Total nominal value |  |
| 4 | **Listed Share Capital** |  |
|  | No. of shares |  |
|  | Nominal value per share |  |
|  | Total nominal value |  |
| 5 | **Forfeited Share Capital** |  |
|  | No. of shares |  |
|  | Nominal value per share |  |

**Security details in respect of which Listing Application is being made**

|  |
| --- |
| **Equity Shares** |
| 1. Proposed Symbol (max 10 characters): |
| 2. Number of shares: |
| 3. Nominal value per share: |
| 4. Paid up value per share: |
| 5. Total nominal value: |
| 6. Total paid up value: |
| 7. Distinctive numbers: |
| 8. ISIN Code for fully paid up shares: |
| 9. Details of shares under lock in: |
| No. of shares: Distinctive numbers: |
| Name of Shareholders: Date up to which shares are under lock in: |
| Provide a separate excel file with the above details: |
|  |
| **Debentures/ Preference Shares/ Warrants etc.** |
| 1. Number of Securities: |
| 2. Nominal value per Securities: |
| 3. Paid up value per Securities: |
| 4. Total nominal value: |
| 5. Total paid up value: |
| 6. Distinctive numbers: |
| 7. ISIN Code: |
| 8. Details of securities under lock in |
| No. of securities: Distinctive numbers: |
| Date up to which securities are under lock in: |
| 9. Coupon Rate: |
| 10. Date of Allotment: |
| 11. Interest Payment Dates: |
| 12. Date(s) of Redemption: |
| 13. Redemption Amount: |
| 14. Credit Rating: |
| 15. Rating Agency: |
| 16. Put/Call option or Early redemption date: |
| 17. Remarks: |
| 18. Terms of Conversion/ Redemption: |
| 19. Date of conversion (in case of convertible security): |

## Distribution Schedule

Certified Schedule of Distribution

Name of Issuer \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Distribution of \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_as on\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Kind of Security\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Total Nominal value Rs. \_\_\_\_\_\_\_\_\_\_\_\_ Nominal Value of each share/unit Rs.\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Total number of shares/unit \_\_\_\_\_\_\_\_\_\_\_\_\_\_ Paid up value per share/unit Rs.\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Distinctive Nos. from \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ to \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

**Distribution of Holdings**

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| Share or Debenture holding of nominal value | Share/Debenture Holders | | Share/Debenture Amount | |
| Rs. Rs. | Number | % to Total | Rs. | % to Total |
| (1) | (2) | (3) | (4) | (5) |
| Upto - 5000 |  |  |  |  |
| 5001 - 10000 |  |  |  |  |
| 10001 - 20000 |  |  |  |  |
| 20001 - 30000 |  |  |  |  |
| 30001 - 40000 |  |  |  |  |
| 40001 - 50000 |  |  |  |  |
| 50001 - 100000 |  |  |  |  |
| 100001 and above |  |  |  |  |
| **TOTAL** |  |  |  |  |

**Holdings of Office Bearers**

|  |  |  |
| --- | --- | --- |
| **Names of Directors, Managing Director, Chairman, President, Secretary & Manager** | **Official relationship to the Issuer** | **Number of shares/ debentures** |
|  |  |  |
|  |  |  |
|  |  |  |
|  |  |  |
|  |  |  |
|  |  |  |

**Details of Lock-in schedule**

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| **Number of securities** | **Category of Shareholders** | **Distinctive Range** | | **Date up to which shares are under lock- in** | |
|  |  | **From** | **To** | **From** | **To** |
|  |  |  |  |  |  |
|  |  |  |  |  |  |
|  |  |  |  |  |  |
|  |  |  |  |  |  |
|  |  |  |  |  |  |

Date: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Place: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

**Signature of Company Secretary/Authorized Signatory**

**Annexure IV**

**This letter should be submitted on the letterhead of the Statutory Auditor**

**To,**

**The Head - Listing & Compliance**

**Metropolitan Stock Exchange of India Ltd. (MSEI)**

Building A, Unit 205A, 2nd Floor,

Piramal Agastya Corporate Park,

L.B.S Road, Kurla West,

Mumbai - 400 070.

We, (Name of Statutory Auditors) of (Name of the Company), hereby confirm that as on date none of the Directors/KMP/members of Promoter and Promoter group of the Company are disqualified to act as director by any regulatory authority including but not restricted to Ministry of Corporate affairs, SEBI, Serious Fraud Investigation Office and Income Tax Department.

|  |  |  |  |
| --- | --- | --- | --- |
| **Sr. No.** | **Name** | **Designation:**  **Director/KMP/Promoter** | **Whether Disqualified or Not** |
|  |  |  |  |
|  |  |  |  |
|  |  |  |  |
|  |  |  |  |
|  |  |  |  |
|  |  |  |  |
|  |  |  |  |

NEFT DETAILS

|  |  |
| --- | --- |
| **NEFT Details** | |
| **Beneficiary Name** | Metropolitan Stock Exchange of India Limited |
| **GSTIN** | 27AAFCM6942F1ZC |
| **PAN** | AAFCM6942F |
| **Beneficiary Account Number** | 00600340066971 |
| **Beneficiary Address** | Suren Road, Chakala, Andheri (East), Mumbai. |
| **Beneficiary Bank & Branch** | HDFC Bank Ltd, Nanik Motwani Marg, Fort, Mumbai. |
| **Account Type** | CC Account |
| **IFSC Code** | HDFC0000060 |