

## DEBT – PUBLIC ISSUE

**Documents to be submitted on T+1 day (i.e. within 1 working days from the closure of the issue)**

<b>Sr. No</b>	<b>Particulars</b>
1.	Shelf Prospectus and/or Tranche Prospectus
2.	Confirmation from Lead Managers that devolvement notices have been sent to underwriters (applicable if the issue has devolved)
3.	Copies of all advertisements published in connection with the issue
4.	Reports about the business or transaction to which the proceeds of the securities are to be applied directly or indirectly.
5.	Certified true copy of all material contracts and documents mentioned in the Shelf/Tranche Prospectus.
6.	Copy of due-diligence certificate furnished to the Board by the Lead manager(s) as per Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021

### **General Instructions:**

1. Provide Material Contracts and Material documents in chronological order.
2. Agreements need to be stamped and dated.
3. Documents/details provided by the issuer must be duly certified by the Company Secretary/Compliance officer/Authorized person

## NSE is Designated Stock Exchange

### **Part A - Documents to be submitted on T+1 day (Before 6.00 p.m.)**

<b>Sr. No</b>	<b>Particulars</b>
1.	Proceeding of meetings of the Registrar, Merchant Banker(s) and the Issuer
2.	A statement of computation of the quantum of NCDs/Bonds available for allotment to the Employees, Shareholders, Institutional Bidders, Non-Institutional Bidders, HNIs, and Retail Bidders (wherever reservations have been made) along with Category wise breakup of the total applications received, allotted and rejected on technical grounds
3.	Basis of allotment
4.	Confirmation from Registrar as per Annexure – I
5.	Declaration from the Issuer that there is no injunction / prohibition order of a competent court of law on the issue or on a part of any particular category of the issue as per Annexure -II

#### **General Instructions:**

1. If a particular detail in the application form is not applicable, please mention the same as 'Not Applicable' along with the reason.
2. All the confirmation should be given on the letter head of the Company.
3. The Exchange reserves the right to ask for documents other than those mentioned in the checklist.

**Annexure I**  
**(On the letterhead of the Registrar)**

Date

To,  
National Stock Exchange of India Ltd,  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (East), Mumbai- 400051

**Sub: Confirmation w.r.t. public issue of Debt Securities/ Non-Convertible Redeemable Preference Shares of (Name of Issuer) of (No of NCDs/Bonds) of Face Value INR (Face Value) /- each**

**Dear Sir/Madam,**

We hereby, inter alia, confirm the following: -

- i. No other exception to rejected cases have been made except those mentioned in the Minutes
- ii. We have validated the electronic bid details with the depository's records for DP ID, client ID and PAN.
- iii. We have checked & verified all the final certificates issued by controlling branch and same have been found in order.
- iv. Details of withdrawal of applications, if any

Yours faithfully,  
(Name and Designation)

**Annexure II**  
**(On the letterhead of the Issuer)**

Date

To,  
National Stock Exchange of India Ltd,  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (East), Mumbai- 400051

**Sub: Confirmation w.r.t. public issue of Debt Securities/ Non-Convertible Redeemable Preference Shares of (Name of Issuer) of (No of NCDs/Bonds) of Face Value INR (Face Value) /- each**

**Dear Sir/Madam,**

We hereby, inter alia, confirm that there is no injunction / prohibition order of a competent court of law on the issue or on a part of any particular category of the issue.

Yours faithfully,  
(Name and Designation)  
Managing Director / Company Secretary

**NSE is not Designated Stock Exchange**

**Checklist of Public Issue of Debt Securities/ Non-Convertible Redeemable  
Preference Shares - T+1 (In case NSE is not Designated Stock Exchange)**

<b>Sr. No</b>	<b>Particulars</b>
1.	Proceeding of meetings of the Registrar, Merchant Banker(s) and the Issuer
2.	Signed Copy of Basis of Allotment

Date:

Place:

Authorised Signatory:

Name:

Designation:

**General Instructions:**

1. If a particular detail in the application form is not applicable, please mention the same as 'Not Applicable' along with the reason.
2. All the confirmation should be given on the letter head of the Company.
3. The Exchange reserves the right to ask for documents other than those mentioned in the checklist.

**Documents to be submitted on T+2 day (Before 11.30 a.m.)**

**Checklist of Public Issue of Debt Securities/ Non-Convertible Redeemable Preference Shares - T+2**

<b>Sr. no</b>	<b>Particulars</b>	<b>Submitted: Yes/No/NA</b>	<b>Remarks</b>
1.	Letter of Application & Listing Application (Appendix A / Appendix B respectively) (Also, provide Appendix B in excel format)		
2.	Listing Agreement duly executed on non-judicial stamp paper (for new issuers)		
3.	Confirmation from Issuer as per Annexure – I		
4.	Certified true copy of the resolution passed by the Board of Directors for allotment of securities (the resolution should specifically mention total number of Securities allotted/allocated by the issuer)		
5.	Certificate from Statutory Auditors/Practising Chartered Accountant /Practising Company Secretary stating that allotment has been made as per the basis of allotment approved by the Designated Stock Exchange.		
6.	ISIN Activation letters from both the Depositories		
7.	In case securities issued are under lock in, confirmation from the Depositories for the same (If any)		
8.	Debenture Trust Deed *		
9.	Confirmation from LPCC that the requisite amount towards Settlement Guarantee Fund is received		
10.	Confirmation from Registrar regarding: (i) the allotment of securities and the refund being made. (ii) completion of all formalities except demat credit		
11.	Certificate regarding compliance with the latest provisions of Regulation 17 to 27 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 relating to corporate governance ( <i>applicable for high-value debt listed entities</i> )		
12.	Merchant banker confirmation on disclosures:  In case any reference is given in Offer Document/ Placement Memorandum/GID/KID (including references to Trust Deed or covenants etc.) w.r.t. any disclosures mandatorily required to be given under the applicable SEBI Regulations, the said documents have been either appended or the		

	relevant disclosures have been included in the Offer Document/ Placement Memorandum/GID/KID itself.		
13.	Initial listing fees and Annual Listing fees plus applicable taxes.		

\*Debenture Trust Deed from Debenture Trustees need to be submitted, irrespective of whether the securities to be issued are secured or unsecured

Date:

Place:

Authorised Signatory:

Name:

Designation:

**Annexure – I**  
**(On the letterhead of the Issuer)**

Date:

To,  
National Stock Exchange of India Ltd,  
Exchange Plaza, C-1, Block – G,  
Bandra Kurla Complex, Bandra (E),  
Mumbai – 400 051

Dear Sir/Madam,

**Subject: Approval for listing of Debt Securities / Non-Convertible Redeemable Preference Shares amounting to INR \_\_\_\_\_ Cr.**

We hereby confirm the following:

a. The issuer and the issue is in compliance with Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021, applicable SEBI / Exchange Circulars/Guidelines, provisions of the Companies Act, 2013, rules prescribed thereunder and other applicable laws, in this regard, as amended from time to time and the debt securities/ non-convertible redeemable preference shares are eligible to be listed on the Exchange;

b. The issuer has executed necessary documents for the creation of the charge, where applicable, including the Trust Deed (details given below), within the time frame prescribed in the relevant regulations/act/rules etc. and submitted the certified true copy to the Exchange;

<b>Particulars</b>	<b>Amount (Rs. in crores)</b>	<b>Date</b>
Total Amount for which the trust deed is executed along with the date of execution and date of submission to the Exchange		
Less: Amount Utilized earlier along with dates		
Less: Current Issuance Amount		
Balance Amount unutilized		

c. The issuer has obtained permission/consent from the prior creditor for a second or pari passu charges being created, where applicable, in favour of the trustees to the proposed issue;

d. The offer document contains all the disclosures as required under Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 and applicable SEBI & Exchange Circulars/Guidelines thereof, Companies Act, 2013 and the rules made thereunder and other applicable laws in this regard, as amended from time to time;

i. In case any reference is given in Offer Document/ Placement Memorandum/GID/KID (including references to Trust Deed or covenants etc.) w.r.t. any disclosures mandatorily required to be given under the applicable SEBI Regulations, the said documents have been either appended or the relevant disclosures have been included in the Offer Document/ Placement Memorandum/GID/KID itself.

e. The issuer has deposited the requisite amount with the Designated Stock Exchange(s) towards Recovery Expenses Fund including current issue in terms of SEBI Circular No. SEBI/HO/MIRSD/CRADT/CIR/P/2020/207 dated October 22, 2020 and Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021, details as follows:

Name of Stock Exchange	Amount	Issue (Current Issue/ Previous / Outstanding Issue)	Mode of Deposit (Cash and/or Bank Guarantee)	Date of Deposit	UTR No. (in case of Cash Deposit)	Bank Guarantee Number	BG validity date

f. The issuer has obtained approval from the RBI for issue of securities to Non-Resident Indians (if any);

g. The Credit rating for the current issue is valid as at the date of issuance and listing;

h. The issuer is in compliance with Circular No. Repo/Risk/2023-24/02 dated April 26, 2023 issued by AMC Repo Clearing Limited and the Exchange Circular No. NSE/CML/2023/16 dated April 28, 2023 and any amendment thereto from time to time with respect to Contribution by Issuers to Core Settlement Guarantee Fund (Core SGF) of AMC Repo Clearing Limited;

Yours faithfully,  
Name and Designation

*(Note: Strike off whichever clause is not applicable and indicate the reasons for non-applicability)*

**Refer 'Guidance on REF' available on <https://www.nseindia.com/companies-listing/raising-capital-debt-privateplacement-process>**

**Documents to be submitted on T+2 days (Before 5 pm)**

**Checklist of Public Issue of Debt Securities/ Non-Convertible Redeemable Preference Shares - T+2**

<b>Sr. No</b>	<b>Particulars</b>	<b>Submitted: Yes/No/NA</b>	<b>Remarks</b>
1.	Credit Confirmation from the Depositories		
2.	Certificate from the Registrar reconciling the total securities allotted with the total securities credited, and the securities that have failed to be credited		
3.	List of Allottees along with number of NCDs applied, amount paid, bank account details, PAN number, Demat account details etc		
4.	Confirmation from the lead manager and Registrar that the allotment, credit of dematerialised debt securities, and refund or unblocking of application monies, as may be applicable, are done electronically.		

Date:

Place:

Authorised Signatory:

Name:

Designation:

**General Instructions:**

1. If a particular detail in the application form is not applicable, please mention the same as 'Not Applicable' along with the reason.
2. All the confirmation should be given on the letter head of the Company.
3. The Exchange reserves the right to ask for documents other than those mentioned in the checklist