NSE Clearing

Circular

NSE Clearing Limited

(Formerly known as National Securities Clearing Corporation Limited)

Department : CAPITAL MARKET SEGMENT

Download Ref No: NCL/CMPT/47391 Date : February 18, 2021

Circular Ref. No: 073/2021

All Members/Custodians/PCMs,

Sub: Settlement Calendar for Takeover Offer under Tender Offer scheme by Prime Focus Limited

With reference to SEBI Circular no. CFD/DCR2/CIR/P/2016/131 dated December 09, 2016 and NSE/CMTR/ 45269 dated August 06, 2020 regarding 'Revised Mechanism for acquisition of shares through Stock Exchange pursuant to Tender-Offers under Takeovers, Buy Back and Delisting' and circular no. NSE/CMTR/47377 dated February 18, 2021 regarding "Takeover Offer under Tender Offer scheme by Prime Focus Limited". Members are requested to note the Settlement Calendar for the above offer:

Settlement Type	Settlement No.	Trade Start date	Trade End date	Obligation Download*	Settlement Date*
X	2021018	23-Feb-2021	08-Mar-2021	22-Mar-2021	23-Mar-2021

* In case of delay in receipt of Acceptance details from RTA or delay in funds pay-in by buying trading member, Clearing Corporation may notify revised settlement schedule.

Instructions:

1. Demat shares will be tendered only by placing Early Pay-in of Shares, through the early pay-in mechanism of the depositories.
2. On the trade end date, Early pay-in of shares shall be made latest by 03:00 p.m. for order acceptance up to 03:30 p.m.
3. Securities and Funds pay-out shall be made post receipt of pay-in of funds on Settlement day.
4. Tender Offer Acceptance Report will be provided to members detailing out the orders that are accepted, partially accepted and rejected. Reason codes for Rejection / Partial Allocation will also be provided in the report. The list of rejection reasons is provided in Annexure I.
5. The applicable Securities Transaction Tax (STT) shall be collected on respective settlement day.

For all other details, members are requested to refer to the scheme document as referred above in the first paragraph.

For any further clarifications and queries kindly contact the help desk team.

For and on behalf of
NSE Clearing Limited

Sunil Bhatia
Chief Manager

Telephone No	**Fax No**	**Email id**
Toll Free no: 1800 266 00 50	022-26598269	securities_ops@nsccl.co.in

Annexure I

List of rejection code for partial or non acceptance of Orders in tender Offer

NSCCL CODE	REASON	APPLICABILITY
01	JOINT HOLDER NOT SIGNED ON TRANSFER DEED	ALL OFFERs
02	OTHER COMPANY CERTIFICATE	ALL OFFERs
03	SIGNATURE DIFFER SOLE / FIRST HOLDER	ALL OFFERs
04	SIGNATURE DIFFER JOINT HOLDER /S	ALL OFFERs
05	TRANSMISSION NOT COMPLETED	ALL OFFERs
06	TRANSFER DEED NOT RECEIVED	ALL OFFERs
07	INVALID TRANSFER DEED	ALL OFFERs
08	MARKET PURCHASE WITHOUTVALID BROKER NOTE	ALL OFFERs
09	ORIGINAL SHARE CERTIFICATE NOT RECEIVED	ALL OFFERs
10	DEATH CERTIFICATE NOT RECEIVED	ALL OFFERs
11	DEATH CERTIFICATE NOT ATTESTED	ALL OFFERs
12	POA NOT REGISTERED WITH REGISTRAR	ALL OFFERs
13	STOP TRANSFER	ALL OFFERs
14	OLD SHARE CERTIFICATE	ALL OFFERs
15	ALLOTMENT ON PROPORTIONATE BASIS	ALL OFFERs EXCEPT DELISTING
16	SHARES NOT ELIGIBLE AS ON RECORD DATE	BUY BACK OFFER
17	DEMAT A/C & NAME MISMATCH	BUY BACK OFFER
18	EXCESS SHARES TENDER THAN ELIGIBILITY	BUY BACK OFFER
19	BIDDED ABOVE EXIT PRICE	DELISTING OFFER
20	DUPLICATE BID	ALL OFFERs
21	BIDDED QUANTITY MORE THAN PHYSICAL QUANTITY RECEIVED	ALL OFFERs
22	PHYSICAL SHARES BIDDED BUT CERTIFICATE NOT RECEIVED	ALL OFFERs
23	PHYSICAL SHARES RECEIVED AFTER CLOSE OF BID WINDOW	ALL OFFERs
24	FORM NOT RECEIVED	ALL OFFERs
25	PAN MISMATCH	ALL OFFERs
26	MISCELLANEOUS	ALL OFFERs