****

**NATIONAL STOCK EXCHANGE OF INDIA LIMITED**

**Checklist for** **Intimation of Record date in case of Scheme of Arrangement**

**General Instructions:**

Once the Company submits an intimation for Record date, Exchange would seek documents as per the checklist from the Company. At present, the documents are required to be submitted through email in response to the email sent by the Exchange.

**Documents to be submitted to the Exchange at the time of Intimation of Record date in case of Scheme of Arrangement:**

|  |  |  |
| --- | --- | --- |
| **Sr. No.** | **List of documents** | **Yes/ No/ Not Applicable** |
| 1 | Notice of Record Date / Book Closure  |   |
| 2 | A brief note on the Scheme of Arrangement |  |
| 3 | Certified true copy of the NCLT Order |  |
| 4 | Certified true copy of the Scheme |  |
| 5 | An undertaking regarding the Changes in ISIN, if any  |  |
| 6 | Confirmation on the Compliance with the Observation Letter issued by the Exchange – **As per Annexure 1** |  |
| 7 | Details of pre and post net worth and share capital certified by Practicing Chartered Accountant **(As per Annexure 2**) (Applicable only if the company is under F&O segment) |  |

**\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_**

(Company Secretary)

Date:

**Note:**

1. All documents to be dated, duly signed and stamped. Name and Designation to be mentioned of all Signing Authorities
2. Exchange reserves right to call for original documents at any time in the future.
3. The Exchange may ask additional documents depending on the nature of case.

**(On the letter head of the Company)**

**Annexure – 1**

**CONFIRMATION**

We hereby confirm that the Company has complied with the Observation letter dated …………… issued by the Exchange for Scheme of …………………….

**\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_**

(Company Secretary)

Date:

**Annexure 2**

***<< On the letter head of Practicing Chartered Accountant>>***

**Market Capitalization:**

The Market Capitalization of the Company is …………….

**Pre-restructuring details:**

|  |
| --- |
| **Financial Details** |
| **Particulars** | **As on …/for the period ended….** | **Revenues** | **Total Assets** | **Total Liabilities** | **Net Worth** | **Analyst Valuations (If Available)** |
| Transferor Company |  |   |   |   |   |   |
| Transferee Company |  |   |   |   |   |   |
| Remarks (If any) |  |   |   |   |   |   |
| **Shareholding Details** |
| **Particulars** | **As on quarter ended….** | **Promoter & Promoter Group** | **Public** | **Non Promoter- Non Public** | **Total Shares** | **Free Float shares** |
| Transferor Company |  |   |   |   |   |   |
| Transferee Company |  |   |   |   |   |   |
| Remarks (If any) |  |   |   |   |   |   |

**Post-restructuring details:**

|  |
| --- |
| **Financial Details** |
| **Particulars** | **Revenues** | **Total Assets** | **Total Liabilities** | **Net Worth** | **Analyst Valuations (If Available)** |
| Transferor Company |   |   |   |  |  |
| Transferee Company |   |   |   |  |  |
| Remarks (If any) |   |   |   |  |  |
| **Shareholding Details** |
| **Particulars** | **Promoter & Promoter Group** | **Public** | **Non Promoter- Non Public** | **Total Shares** | **Free Float shares** |
| Transferor Company |   |   |   |  |  |
| Transferee Company |   |   |   |  |  |
| Remarks(If any) |   |   |   |  |  |

**Important Instructions:**

1. The formula for calculating market capitalization shall be **:**

 **No. of shares listed on the Exchange \* Closing price as on date of announcement of**

 **Record date**

1. **Pre-restructuring details**
* Financial details shall be provided on the basis of latest available audited financials
* Shareholding details shall be provided on the basis of latest shareholding pattern filed

 with the Exchange

1. The Formula for calculating the free float shares shall be:

**Investible Weight Factors \* Total No. of shares**

*(Note: For calculating Investible Weight Factors kindly refer* [*https://www.nseindia.com/products-services/indices-investible-weight-factors*](https://www.nseindia.com/products-services/indices-investible-weight-factors) *)*

1. Net Worth shall be calculated on the basis of relevant accounting standards