**Annexure I**

**Format of the confirmation to be submitted on the letter head of the company:**

**To,**

**National Stock Exchange of India Limited**

**‘Exchange Plaza’. C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051.**

Dear Sir/Madam,

**Sub: Application for In-principle approval for Migration from SME Platform of Other Stock Exchange to Capital Market Segment (Main Board) of National Stock Exchange of India Limited.**

In connection with above application for in-principle approval, we hereby confirm and certify that:

1. There are provisions in Articles of Association of the company relating to listing requirement as per Securities Contracts (Regulations) Rule, 1957 & any amendment thereof.

1. The Company has made disclosures for all material Litigation(s) / dispute(s) / regulatory   action(s) to the stock exchanges where its shares are listed in adequate and timely manner for past three years (Including promoters/promoting company(ies), group companies, director of the applicant company).

1. There were no SOP fines levied on the Company/ Promoting Company/ Group Company/ Subsidiary Company (if listed) in the past three years w.r.t. ICDR & LODR Regulations. (if any, provide details)

1. The applicant company, its promoters/ promoting company (ies), group companies, companies promoted by the promoters/promoting company (ies) has not been compulsorily delisted or suspended in the past.

1. The company has adhered to the provisions of (as amended from time to time):
   1. SEBI (Listing Obligations & Disclosure Requirements) Regulation 2015
   2. Securities Contracts (Regulations) Act, 1956
   3. Securities Contracts (Regulations) Rule, 1957
   4. Companies Act 1956 / Companies Act 2013,
   5. Securities and Exchange Board of India Act, 1992, any rules and/or regulations framed under the act, and also any circular, clarifications, guidelines issued/amended by SEBI from time to time.

1. The paid-up equity capital of the applicant is not less than 10 crores\* and the capitalisation of the applicant's equity is not less than 25 crores\*\* (along with working).

1. The applicant Company has not referred to the Board of Industrial & Financial Reconstruction (BIFR) &/OR no proceedings have been admitted under Insolvency and Bankruptcy Code against the issuer and Promoting companies
2. No winding up petition against the company is admitted by a NCLT.

1. The networth\*\*\* of the company is at least 75 crores
2. Total number of public shareholders on the last day of preceding quarter from date of application is at least 1000.

1. The company/entity has positive cash accruals (earnings before interest, depreciation and tax) from operations for each of the 3 financial years preceding the migration application and has positive profit after tax in the immediate preceding financial year of making the migration application to Exchange.

1. The migration is being made in compliance with SEBI (Issue of Capital and Disclosure Requirements) Regulations 2018 as amended thereof.
2. The Company complies with the applicable provisions of SEBI (LODR) Regulations, 2015 and shall ensure compliance with the provisions of SEBI (LODR) Regulations, 2015 applicable to the companies listed on Main Board, upon migration to Main Board.

1. All the entities falling under promoter and promoter group shall be disclosed separately in all the

Shareholding Patterns submitted to Exchange even in case of ‘Nil’ shareholding.

Yours faithfully,

**(Name and Designation)**

**Date:**

***\* For this purpose, the post issue paid up equity capital for which migration is sought shall be taken into account. \*\* For this purpose, capitalisation will be the product of the price (average of the weekly high and low of the closing prices of the related shares quoted on the stock exchange during 3 months preceding the application date) and the post issue number of equity shares.***

***\*\*\* Net Worth – as defined under SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018***

***\*\*\*\* Promoters mean one or more persons with minimum 3 years of experience in the same line of business and shall be holding at least 20% of the post issue equity share capital individually or severally***