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| **List of details/documents required for grant of In-principle approval under Regulation 28(1) of SEBI (LODR) Regulations, 2015 for issue of equity shares underlying Global Depository Receipts (GDRs) / American Depository Receipts (ADRs)**  |
| **Sr. No.** | **List of Documents/ details to be submitted** | **Yes/No/Not Applicable** |
| 1 | Certified true copy of the resolution passed by the Board of Directors approving the issue of the GDRs/ADRs |   |
| 2 | Copy of the notice convening the AGM/EGM of shareholders along with the explanatory statement annexed thereto where the proposal for the issue is put for approval |   |
| 3 | Certified copy of the special resolution passed by the shareholders at the AGM/EGM approving the issue of the GDRs/ADRs  |   |
| 4 | Confirmation by the issuer in the format enclosed as Annexure I |   |
| 5 | Draft Offering Document for the proposed issue of the GDRs/ADRs  |   |
| 6 | Processing fees of Rs. 1,50,000 + GST after deducting TDS (if applicable) |  |

**General Instructions:**

1. Submit the Listing Application only on NEAPs (NSE Electronic Application Processing System) on the following URL: [**https://neaps.nseindia.com/NEWLISTINGCORP/**](https://www.connect2nse.com/LISTING/)
2. If a particular field/detail in the application forms is not applicable, please mention the same as 'Not Applicable'
3. The Exchange reserves the right to ask for documents other than those mentioned above.
4. All the confirmation should be given on the letter head of the Company.
5. The fee payment is to be made through Virtual account allotted to the Company.
6. Generally, the Exchange reverts to the company with the queries/approval on the application within T+3 working days. However, additional days may be required on case-to-case basis.
7. Documents/details provided must be duly certified by the Company Secretary/Compliance officer/Authorized person.
8. Satisfactory response to the queries raised by the exchange shall be submitted on immediate basis which in any way shall not be later than 30 calendar days. Exchange reserves the right to return the applications if not responded satisfactorily within 30 days.
9. For further clarifications please reach to the concern Exchange Officer. The details (contact no and E-mail Id) are available to NEAPS portal.

Path: - NEAPS >> Help >> Contact us

**Annexure-I**

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

 Date

To,

National Stock Exchange of India Ltd,

Exchange Plaza, Bandra Kurla Complex,

Bandra (East), Mumbai– 400051

Dear Sir/Madam,

**Sub: In-principle approval under Regulation 28(1) of SEBI (LODR) Regulations, 2015 for issue of equity shares underlying ADRs/ GDRs**

We hereby, confirm the following: -

1. The equity shares so issued/arising on conversion of any convertible instrument so issued shall rank pari passu with the existing shares of the company in all respects including dividend.
2. The issuer is, and the issue shall be, in compliance with extant laws relating to issuance of DRs, including requirements prescribed in SEBI circular no SEBI/HO/MRD/DOP1/CIR/P/2019/106 dated October 10, 2019, the Companies Act, 2013, the Foreign Exchange Management Act, 1999 (‘FEMA’), Prevention of Money-Laundering Act, 2002, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and rules & regulations made thereunder and other applicable laws in this regard, as amended from time to time
3. The permissible securities are not issued to a foreign depository for the purpose of issuing depository receipts at a price less than the price applicable to the corresponding mode of issue of such securities to domestic investors under the applicable laws.
4. The issuer has entered into necessary arrangements with Custodian, Indian Depository and Foreign Depository.
5. The Issuer is eligible to come out with the issue in terms of Reg. 34(1) of SEBI (Delisting of Equity Shares) Regulations, 2021.
6. The issuer, any of its promoters, promoter group or directors or selling shareholders are not debarred from accessing the capital market by SEBI.
7. Any of the promoters or directors of the issuer is a promoter or director of any other company, which is not debarred from accessing the capital market by SEBI.
8. The issuer or any of its promoters or directors is not a wilful defaulter.
9. Any of its promoters or directors is not a fugitive economic offender.

Yours faithfully,

(Name and Designation)

**List of details/ documents required for grant of In-principle approval for listing of equity shares allotted underlying GDRs/ADRs**

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| **Sr. No.** | **List of Documents/ details to be submitted** | **Yes/No/Not Applicable** |
| 1 | Certified true copy of the Board Resolution for allotment of shares underlying GDR/ADR |   |
| 2 | Certified true copy of the shareholding pattern of the company, pre and post issue of shares in the format given as per Regulation 31 (1) of the SEBI (LODR) Regulations, 2015 as on the date of allotment |   |
| 3 | Certificate from Practicing Chartered Accountant/ Practicing Company Secretary/ Statutory Auditors of the Company stating that:1. The company has received the entire consideration payable prior to the allotment of shares.
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| 1. The floor price for the proposed issue of GDRs/ADRs of (Name of the Company), based on the pricing formula prescribed by FEMA/ Ministry of Finance/ RBI, has been worked out at Rs. \_\_. The workings for arriving at such floor price has been attached herewith.
2. The issue is in compliance with SEBI circular no SEBI/HO/MRD/DOP1/CIR/P/2019/106 dated October 10, 2019 as amended from time to time
 |
| 4 | Offering Document giving the terms and conditions regarding GDRs/ADRs |   |
| 5 | Certificate from the issuer confirming that:1. the shares issued rank pari-passu with the existing equity shares of the Company including dividend.
2. In case the issue is under ‘Automatic Route’, confirmation on compliance of RBI master circular on Foreign Investment July 2, 2007 as amended from time to time.
3. The Issuer is eligible to come out with the issue in terms of Reg. 34(1) of SEBI (Delisting of Equity Shares) Regulations, 2021.
 |   |
| 6 | Copy of the letter received from the overseas stock exchange granting approval for listing of ADRs/GDRs |   |
| 7 | Additional listing fees as may be applicable. |   |

**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 fee payment is required to be made through Virtual account allotted to the Company.
4. The Exchange reserves the right to ask for documents other than those mentioned in the checklist.
5. Satisfactory response to the queries raised by the exchange shall be submitted on immediate basis which in any way shall not be later than 30 calendar days. Exchange reserves the right to return the applications if not responded satisfactorily within 30 days.