

FREQUENTLY ASKED QUESTIONS
ON
LISTING OF COMMERCIAL PAPERS (CPs)

As per Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 (NCS Regulations) read with Operational Circular for issue and listing of Non-convertible Securities, Securitised Debt Instruments, Security Receipts, Municipal Debt Securities and Commercial Paper dated August 10, 2021

These FAQs are only in the nature of guidance to explain certain terms / concepts. However, for full particulars of law governing Listing on Commercial Papers please refer to Acts/Regulations/Guidelines/Circulars as applicable under the Legal Framework

Q1.) Is listing of CPs mandatory?

A.) Listing of CPs are only mandatory for those CP issuers who are seeking investments from Mutual Funds as per SEBI/HO/IMD/DF2/CIR/P/2019/104 dated October 01, 2019.

Q2.) What are timelines for listing of CPs?

A.) As per NSE circular Ref. No.: NSE/CML/2019/34 dated January 14, 2020, the issuer should ensure that listing of CPs on the Exchange is done within one day from receipt of payment from Investor(s).

Q3.) Whether in-principle approval of the Exchange(s) is required for listing of CPs ?

A.) In-principle approval from the Stock Exchange(s) is not required for listing of CPs.

Q4.) What is the market lot / Allotment value for listed CPs?

A.) The market lot and allotment value for listed CPs would be Rs.5 Lakhs and in multiples of Rs.5 Lakhs only.

Q5.) Will it suffice if the ISIN of the CP proposed to be listed is activated only in one depository?

A.) No. The ISIN with respect to the CPs to be listed is required to be activated in both the depositories viz. NSDL and CDSL.

Q6.) In case of CPs, the securities are credited to the investors by the Depositories. What documents would be required to be given to the Exchange in this regard for listing?

A.) Confirmation/Declaration from the Issuer stating that the securities have been credited to the demat account of the investors is required to be provided to the Exchange at the time of making listing application.



Q7.) Is the Issuer required to provide the List of Allottees?

A.) The Issuer is required to provide the List of Allottees on the NEAPS portal.

Q8.) What disclosures with respect to financial information is required to be made by the issuer in the disclosure document for listing of CPs?

A.) The issuer is required to provide audited financials for last three years which shall not be older than six months from the date of application for listing, for example if the issuers approach the Exchange for listing in the month of October, then the issuer would be required to provide the audited financials for last three years and also the financials for stub period after March.

Q9.) What are disclosures with respect to credit rating is required to be made by issuer in the disclosure document for listing of CPs?

A.) As per SEBI Operational Circular dated August 10,2021, the issuers are required to declare in the disclosure document that the rating is valid as at the date of issuance and listing.

Q10.) Is the Issuer of CPs required to execute a fresh listing agreement with the Exchanges? If so, what would be the format of the agreement?

A.) A new Issuer, who does not have any of the securities listed on the Exchange and seeking listing on the Exchange for the first time, is required to execute Uniform Listing Agreement with the Exchange.

Issuer whose other securities are listed on the Exchange and seeking listing of CPs on the Exchange for the first time, is required to include CPs in 'Securities applied for listing' under 'Information about the Company and Securities' forming part of Uniform Listing Agreement and submit the same to the Exchange along with a covering letter.

Q11.) Is the issuer of CP required to pay any other fees to the Exchange other than listing fees?

A.) Yes, in terms of Chapter II of SEBI (Issue and Listing of Non-Convertible Securities) Regulations 2021, the issuer is required to pay Rs.5000/- along with the applicable taxes to the Designated Stock Exchange towards SEBI fees at the time of listing of CPs.

Q12.) Is GST applicable on SEBI fees?

A.) Yes, as per SEBI circular dated July 18, 2022, issuers are required to pay GST on SEBI fees with effect from July 18, 2022.

Q13.) Where and how is the payment towards processing fees/SEBI fees required to be paid to the Exchange?

A.) The Company is required to pay the requisite fees in the same virtual account where the Company had paid the annual listing fees.

Q14.) Where should the Company file the listing application with the Stock Exchange?

A.) The Company is required to file for listing application on NEAPS Portal. The link for the same is <https://neaps.nseindia.com/NEWLISTINGCORP/>

Q15.) Where can issuer find list of documents to be submitted for filing application to Stock Exchange?

A.) The Company may please refer the respective checklist available on the NSE website at the below link:
<https://www.nseindia.com/companies-listing/raising-capital-debt-private-placement-process>

Q16.) What should be the record date for the CPs?

A.) The record date will be one working day before maturity. Intimation to be given to the Stock Exchange(s) before 3 working days from the record date.

Q17.) Will SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 applicable for exclusively listed Commercial Papers on the Stock Exchange?

A.) No, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is not applicable for exclusively listed Commercial Papers but need to comply as per the SEBI Operational Circular dated August 10, 2021 and as amended from time to time for Commercial Paper. Further issuers who have listed their Specified Securities, Non-convertible Securities, Non-Convertible Debt Securities (NCD's), Non-Convertible Redeemable Preference Shares (NCRPS) or both shall additionally comply with the above SEBI circular along with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Q18.) Where are the contact details of the Exchange officers available on the NEAPS in case of any queries with respect to the application?

A.) The contact details of the Exchange Officers are available on the NEAPS portal on the following path:
NEAPS>HELP>CONTACT US

Kindly Note: We request the issuer to coordinate with the IPA as well as the depositories to enable us to expedite the listing approval.