

Power to specify procedures, etc. and issue clarifications

37. For the purposes of implementation of these regulations and matters incidental thereto, the Board may specify norms, procedures, processes, manners or guidelines as specified in these regulations, by way of circulars to recognised stock exchanges and listed companies.

Repeal and Savings.

38. (1) On and from the commencement of these regulations, the Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 shall stand repealed.

(2) Notwithstanding such repeal, anything done or any action taken or purported to have been done or taken including any observation made in respect of inspection, any enquiry or investigation commenced or show cause notice issued in respect of the said Regulations shall be deemed to have been done or taken under the corresponding provisions of these regulations.

(3) After the repeal of Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993, any reference thereto in any other regulations made, guidelines or circulars issued thereunder by the Board shall be deemed to be a reference to the corresponding provisions of these regulations.

SCHEDULE I

FORM A

[Regulation 4]

**APPLICATION FOR REGISTRATION AS
REGISTRARS TO AN ISSUE AND SHARE TRANSFER AGENTS**

NAME OF THE APPLICANT

NAME OF THE PRINCIPAL OFFICER AND DESIGNATION

TELEPHONE NO. _____

INSTRUCTION:

1. APPLICANT MUST SUBMIT A COMPLETED APPLICATION FORM TOGETHER WITH SUPPORTING DOCUMENTS TO THE SECURITIES AND EXCHANGE BOARD OF INDIA.
2. ALL COLUMNS OF THE APPLICATION SHOULD BE FILLED IN. IN CASE A COLUMN IS NOT RELEVANT OR NOT APPLICABLE, THIS SHOULD BE SPECIFIED.
3. INFORMATION WHICH NEEDS TO BE SUPPLIED IN MORE DETAILS MAY BE WRITTEN ON SEPARATE SHEETS WHICH SHOULD BE ATTACHED TO THE APPLICATION FORM.
4. ORIGINAL COPY OF FORM DULY SIGNED SHOULD BE SUBMITTED.

PART - I**GENERAL INFORMATION****1. APPLICANTS DETAILS**

1.1 Name of the Applicant _____

1.2 Address of Applicant _____

Pin Code _____ Telephone No. _____

1.3 Address of the applicant for Correspondence:

Pin Code _____ Telephone No. _____

1.4 Address of Branch Offices (in India & Abroad) of the applicant, if any:

(a) _____

(b) _____

(c) _____

(d) _____

1.5 Whether any other application under Securities and Exchange Board of India Act, 1992 has been made for grant of Certificate, if so, details thereof:

2. ORGANISATION STRUCTURE:

2.1 Objective of the organisation.

(attach the extracts from relevant documents like, Partnership deed, Charter, Memorandum of Association, and Articles of Association in support of objectives of the organisation.)

2.2 Date and Place of Incorporation / Establishment of the organisation of the applicant.

Day Month Year Place

2.3 Status of the applicant (specify whether public/private, others. If listed, name of the stock exchange and latest share price: high & low).

2.4 Organisation Chart stating the functional responsibility at various levels.

2.5 Particulars of all Mangers / Officers / Directors:-

[Name, Qualification, Experience, Date of Appointment, Other directorship (Name & Date of Appointment), Previous positions held.]

2.6 Number of employees

(General and for specific Intermediaries activity)

2.7 Name and activities of associate companies / concerns carrying out on activities of a registrar to issue and share transfer agent.

Name Address/ Phone nos. Type of activity Status

2.8 Please give list of major shareholders (holding 5% or more voting rights) and percentage of their shareholdings.

3. DETAILS OF INFRASTRUCTURAL FACILITIES

3.1 Office Space (mention the extent of area available)

3.2 Office Equipment (mention the details of electronic office equipment, typewriters, telecommunications equipment etc.)

3.3 Whether Data Processing capacity facility is available (a) In house or (b) outside, please give details.

3.4 Computer facility:

(a) Hardware Configuration

(b) Software Environment

4. BUSINESS PLAN (FOR THREE YEARS)

(a) History, Major achievements and present activity

(b) Projected Profitability (Next three years)

(Physical targets, Modus Operandi to achieve targets, Resultant Income)

5. FINANCIAL INFORMATION

5.1 Capital structure

		(Rs. In lakhs)
Current Year	Subsequent second year (estimated)	Subsequent third year (estimated)
(a) Paid up Capital		
(b) Free reserves (excluding revaluation reserves)		
(c) Total (a) + (b)		
(d) Loans (Details)		

5.2 Deployment of Resources

		(Rs. In lakhs)
Current Year	Subsequent second year (estimated)	Subsequent third year (estimated)
(a) Fixed Assets		
(b) Plant & Machinery and office equipment		
(c) Investment (Details Should be given separately)		
(d) Others		

5.3 Net Profit for the last three financial years

		(Rs. In lakhs)
First Year	Second Year	Third year

5.4 Estimated profit from various sources.

		(Rs. In lakhs)
Current Year	Subsequent second year (estimated)	Subsequent third year (estimated)

5.8 Please enclose three years of audited annual accounts and where unaudited reports are submitted, give reasons.

5.9 Name and Address of Principal Bankers

5.10 Name and Address of the Auditors (Internal, External & Tax auditor, if any).

(As applicable)

6 OTHER INFORMATION

6.1 Details of all pending disputes:

Nature of dispute	Name of the party	Names & Places of Court / Tribunal where disputes are pending
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6.2 Indictment of involvement in any offence relating to moral turpitude / economic offences in the last three years.

6.3 Any significant awards or recognition, collective grievances against the services rendered by the company.

6.4 Any other information considered relevant to the nature of services rendered by the company.

6.5 Name of two references.

(For applicants other than institutions & corporate bodies)

Part II

7. BUSINESS INFORMATION

7.1 Describe present activities and proposed activity in case of new organisation.

7.2 Existing / proposed facilities for redressal of Investor Grievances.

(Furnish number and type of complaints received, follow-up with the companies, average time taken in resolving the complaints and overall system of handling complaints.)

7.3 Enclose a copy of typical contract to be entered with the issuer.

7.4 Details of facilities for processing of application, collection and dispatch of documents, refund orders, allotment letters, space for safe custody of refund orders, certificates, reconciliation with the collecting banks.

8. EXPERIENCE

8.1 Experience in handling the activities during the last three years. (Name of the corporate body, particulars of issues handled, size of issues etc.)

8.2 Experience in other financial services (period, area, and commencement of activity).

DECLARATION

THIS DECLARATION MUST BE SIGNED BY PRINCIPAL OFFICER

I / We hereby apply for GRANT OF CERTIFICATE OF REGISTRATION by the Board, I/ We warrant that I/We will carry out my /our duties in accordance with the Act, Rules and Regulations.

I/We warrant that I/We have truthfully and fully answered the questions above and provided all the information which might reasonably be considered relevant for the purposes of my/our grant of Certificate for registration and I/We will promptly notify the Board of any changes in the information during the period that my / our registration is being considered and if my/our registration is accepted, thereafter.

I/We understand that misleading or attempting to mislead the Board shall render the applicant liable to disciplinary proceedings.

I/We certify that the above information and information supplied in the application form is true, complete and correct.

For and on behalf of

(Name of Applicant)

PLACE

Date

FORM B

[Regulation 10]

Certificate of Registration

I. In exercise of powers conferred by sub-section (1) of section 12 of the Securities and Exchange Board of India Act, 1992, read with the rules and regulations made thereunder the Board hereby grants a certificate of registration to _____ as registrars to an issue and share transfer agent subject to the conditions in the rules and in accordance with the regulations to carry out the activities as specified therein.

II. Registration Code for Registrar to an Issue and Share Transfer Agent is _____

III. This certificate of registration shall be valid unless it is suspended or cancelled by the Board.

Date:

By Order

For and on behalf of

Securities and Exchange Board of India