

Change in Shareholding Pattern of a Corporate Member –Involving Change in DPG

Instruction for filling-up documents related to Change in shareholding pattern-involving change in DPG

Sr. No	Document Ref. No	Particulars	Submitted (Yes /No)
(1)	CSHIC-1	Request letter on the letterhead of the Member for obtaining prior approval of the Exchange for change in shareholding pattern.	
i		Is letter submitted on the letterhead of the member	
ii		Is the letter dated	
iii		Is the letter signed under the rubber stamp of the company	
(2)	CSHIC-2	Debit Instruction for Rs. 5,000/- alongwith Service Tax @ 10.30% as Processing Charges as per Circular No. MCX/MEM/151/2007 dated April 20, 2007.	
3	CSHIC-3	Shareholding pattern and DPG (Present & Proposed) of the TCM company	
i		Shareholding pattern and DPG submitted is in the prescribed format of the Exchange	
ii		Shareholding Pattern and DPG submitted is on the letter head of the company.	
iii		Shareholding Pattern and DPG submitted is certified by the Designated Director under the rubber stamp of the company/Authorised signatories	
iv		Shareholding Pattern and DPG submitted is certified by Chartered Accountant along with rubber stamp of C.A. Firm.	
v		Shareholding pattern of those Corporates shareholders in the Member Company who are directly or indirectly supporting DPG to be submitted separately.	
vi		Persons holding 5% or more of the paid up capital are shown separately and not clubbed in Others.	
vii		The shareholding pattern is compared with the previous shareholding patterns and there is no change	
viii		Individual have been identified as Dominant Promoter Group (Maximum 4) (51%). (Refer circular no. 150 dated April 06, 2006)	
ix		In case of relative support (Indirect) (Annexure DPG 2) for forming DPG the Undertakings from the relative support are submitted in the prescribed format of the Exchange.	
x		The Undertaking from supporters (Annexure DPG 2) are signed by the supporter and witness by one person	

Sr. No	Document Ref. No	Particulars	Submitted (Yes /No)
xi		The Undertaking from supporters (Annexure DPG 2) submitted are certified by Chartered Accountant under the rubber stamp of C.A. Firm.	
xii		The DPG (Annexure DPG 1) is compared with the previous DPG (Annexure DPG 1) and there is no change.	
(4)	CSHIC-4	Certified true copy of the extracts of the board meeting / resolution from the TCM company for increase/ change in shareholding (mention the details)	
i		The Board Resolution contains all the details of increase/ change/ transfer of shares	
ii		The Board Resolution is submitted on the letterhead of the company and duly signed and stamped by the Designated Director	
5	CSHIC-5	In case where support is given to Proposed or Existing DPG by corporate / individuals, please provide the following :- a) Present Share holding, and DPG, b)Undertaking and Board resolution of corporate supporting DPG c) Undertaking of individual's supporting	
6	CSHIC-6	Details of foreign holding is submitted (In case there is no foreign holding, submit this annexure with "Not Applicable" mentioned therein)	
7	CSHIC-7	Undertaking of foreign holding is submitted (This undertaking is "Not Applicable" if member does not have foreign holding)	
8		The above mentioned details are also required to be submitted in case of holding company if any. (from Point no 3 to 7)	
9	CSHIC-8	Debarred Undertaking is submitted on the letterhead of the company (Annexure 9)	
i		Is Debarred Undertaking is in Format	
ii		Name of the member and name of the Designated Director mentioned in the first paragraph of the Undertaking.	
iii		Signed under the rubber stamp of the company/authorized signatories by the Designated Director.	
iv		The DPG Constituents mentioned in the undertaking	
v		Name of the Designated director is as per the records of the Exchange.	
vi		Date and Place should be mentioned in the Debarred Undertaking.	

Sr. No	Document Ref. No	Particulars	Submitted (Yes /No)
10	CSHIC-9	Undertakings and copies of Will, Affidavits in case of Transmission of shares is submitted.	
11		All documents submitted are signed by designated director or authorized signatory	

APPLICATION FOR CHANGE IN SHAREHOLDING PATTERN
(On the letterhead of the company)

Date:

To,
 Membership Department
 Multi-Commodity Exchange of India Ltd.
 Exchange Square, CTS no 255,
 Gundavali village, Suren Road
 Chakala, Andheri (East),
 Mumbai -400 093.

Dear Sir / Madam,

Reference: Member ID: _____

We, _____, the member of the Exchange hereby seek your approval for changes in the Shareholding Pattern/ Dominant Promoter Group of the Member Company/ holding company, _____ (as applicable) as per the details given below:

Sr. No	Particulars of change	Applicable (Yes / No / NA)	Proposed / Post- facto*
1	Issue of equity shares		
2	Transfer of equity shares among new/existing shareholders		
3	Transmission of shares		
4	Issue of bonus shares		
5	Right issue		
6	Split / Consolidation of equity shares		
7	ESOPs, GDRs, etc.		
8	Buy back of equity shares		
9	Issue of preference shares		
10	Redemption of preference shares		
11	Conversion of bonds/ preference shares to equity shares		
12	New relative support added or existing support withdrawn		
13	Any other changes, please specify		

Signature of Designated Director

Details of post-facto changes:

Sr. No.	Particulars of Change	Date of Change	Remarks, if any

In case of any clarification, Name of the contact person: _____

Telephone No _____ Mobile No _____ email id _____

For (Name of Member)

Signature of Designated Director

Name of Designated Director

Rubber stamp

DEBIT INSTRUCTION FOR CHARGES OF CHANGE IN SHAREHOLDING
(On the letterhead of the company)

Date:

Membership Department
Multi-Commodity Exchange of India Ltd.
Exchange Square, CTS no 255,
Gundavali village, Suren Road
Chakala, Andheri (East),
Mumbai 400 093.

Dear Sir / Madam,

Subject: **Debit Instruction**

This has reference to your circular no. 151 dated April 20, 2007.

We have applied for change in shareholding / Dominant Promoter Group of the company for which we authorize you to debit our settlement account no. _____ in _____ (Name of Bank) by Rs. _____ along with Service Tax @ 10.30% as processing charges for change in shareholding/ Dominant Promoter Group of the company.

For (Name of Member)

Signature of Designated Director
Name of the Signatory

Rubber stamp

**SHAREHOLDING PATTERN AND DETAILS OF DOMINANT PROMOTER GROUP (FOR CORPORATES)
(ON COMPANY'S LETTER HEAD)**

Share Holding Pattern of _____ (Name of the Entity) as on _____ (Date)

Paid up capital: Rs. _____ (In figures)

Paid up capital: Rs. _____ (In words)

Face value of each equity share (or any other instrument): Rs. ____ (In figures)

Rs. _____ (In words)

Details of shareholding pattern and Dominant Promoter Group (Present and Proposed)						
Sr. no.	Name	Relations hip (specify relation – In case of indirect Support)	Present shareholding as on _____ (date)		Proposed shareholding as on _____ (date)	
			No. of shares	Percentage of Total	No. of shares	Percentage of Total
DPG – Direct						
1						
2						
3						
DPG - Indirect (support)						
1						
2						
3						
Non DPG						
1						
2						
3						
Total						

Please take signatures and stamp of Designated Director & Chartered Accountant on this page

NOTE:

Give similar details thereof separately only in case of indirect support taken through the body corporate

Give similar details thereof separately in case of holding company

@ Persons holding 5% or more of the paid up capital should be shown separately and not clubbed in Others.

Date: 1. _____ 2. _____

Place: Signature(s) of designated directors with their names and rubber stamp Signature(s) of designated directors with their names rubber stamp

AUDITOR'S CERTIFICATE

This is to certify that the present Shareholding in _____ (name of the entity) as given above is based on my/ our scrutiny of the books of accounts, records and documents. Further, the proposed shareholding pattern and dominant promoter group as given above is based on the board resolution as provided by the management. The above statements are true and correct to the best of my/our knowledge and as per information provided to my/our satisfaction.

Date: For (Name of Accounting Firm)

Place: Name of the Partner/Proprietor
Chartered Accountant
Membership Number
Rubber stamp of firm

*For arriving at the shareholding of persons constituting the Dominant Promoter Group the shareholding of close relatives, namely parents, spouse, children and their descendants, brothers, sisters and associates only may also be counted provided these relatives give an irrevocable, unconditional support in writing on the prescribed format of Exchange.

Annexure – DPG-2:

Undertaking from Relative of Persons constituting DPG (Dominant Promoter /Partner Group)
{Each relative is to submit separate copy of this disclosure in the form of Annexure}

I, Mr/Ms/Mrs. _____, son / daughter / wife of _____ resident of _____ declare that

I am the absolute owner of _____ (Number of shares) Shares of Rs. _____ each of Rs. _____ per share paid up, which constitutes _____ % of the total paid up capital of the company _____ Private Limited / Limited _____ as on this date.

I state that I shall irrevocably and unconditionally support in respect of my shareholding

Mr/ Mrs _____, a shareholder in the above mentioned company. I further state that I have no objection to my above mentioned shareholding being clubbed with the shareholding of Mr / Mrs _____ who is my _____ (give relationship with the latter) for the purpose of determining the dominant promoter group of the said Company.

This support is irrevocable and I also undertake to give prior information to the Multi Commodity Exchange of India Limited before selling or otherwise transferring my part or whole of my above mentioned shareholding.

Date: Signature: _____

Place: (Name of the Relative of Persons constituting DPG)

WITNESS BY:

Name:

Address:

Signature:

Place:

Date:

AUDITOR'S CERTIFICATE

This is to certify that the shareholding of _____ as indicated above, based on my / our scrutiny of the books of accounts, records and documents is true and correct to the best of my/ our knowledge and as per information provided to my / our satisfaction.

Date: For (Name of Accounting Firm)

Place:

Name of the Partner/Proprietor
Chartered Accountant
Membership Number
Rubber stamp of firm

*For arriving at the shareholding of persons constituting the Dominant Promoter Group the shareholding of close relatives, namely parents, spouse, children and their descendants, brothers, sisters and associates only may also be counted provided these relatives give an irrevocable, unconditional support in writing on the prescribed format of Exchange.

Annexure – DPG-2:

UNDERTAKING FROM CORPORATES SUPPORTING DPG
(Dominant Promoter Group)

We, M/s _____ Limited, incorporated as a company under the Companies Act, 1956 and having its registered office at _____ do state as under:

(a) As per the existing norms of Multi Commodity Exchange of India Limited (MCX) the shareholding of Mr / Ms _____* in our company in direct proportion to our shareholding in the TCM Member company, may be reckoned for the purpose of arriving at the dominant group in M/s. _____ (TCM Company).

(b) We are _____% shareholder of the TCM Company and Mr / Ms _____ dominant promoters of the Trading Member Company along with his / her specified relative's i.e. _____ are having _____% shareholding in our company.

© Mr / Ms _____* have requested Multi Commodity Exchange of India Limited to consider their shareholding in our company in the permissible proportion to arrive at the dominant shareholders in the TCM Company and also requested us to given an irrevocable undertaking extending unconditional support to Mr / Ms _____ (Name of the Dominant Promoters of the TCM company) to enable Multi Commodity Exchange of India Limited to consider aforesaid as dominant group)

(d) We hereby extend our unconditional and irrevocable support in support of Mr / Ms _____ (Name of the Dominant Promoters of TCM company) for the purpose of the determining the dominant group in the said TCM company.

(e) We also undertake to give prior information to Multi Commodity Exchange of India Limited before effecting any change in the shareholding of Mr / Ms _____*

Date:

Signature: _____

Place:

Name of the Director:

WITNESS BY:

Name:

Address:

Signature:

Place:

Date:

- Name of Dominant Promoters of the TCM company along with their specified relatives having shareholding in the corporate giving the undertaking.

AUDITOR'S CERTIFICATE

This is to certify that the shareholding of M/s _____ is/are as mentioned below, based on our scrutiny of the books of accounts, records and documents.

We further certify that the information given above is true and correct to the best of our knowledge and as per the information provided to our satisfaction.

Sr. No	Name of Shareholder	No of Shares	Paid up Share Capital	% of share holding

Date:

For (Name of Accounting Firm)

Place:

Name of the Partner/Proprietor
Chartered Accountant
Membership Number
Rubber stamp of firm

Note: The above certificate and Board Resolution should be given along with the undertaking as given by corporates supporting the dominant promoter group.

BOARD RESOLUTION

(On the letterhead of the company)

(CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING OF THE BOARD OF DIRECTORS OF _____ (NAME OF COMPANY) HELD ON _____ (DATE) AT _____ (VENUE)

Resolved that the company do extend its unconditional and irrevocable support in favour of Mr / Ms _____ for the purpose of determining the dominant group in M/s _____ (Trading-cum-Clearing Member) and accordingly, execute necessary documents including an irrevocable undertaking to give effect to the same and submit it to Multi Commodity Exchange of India Limited (MCX).

Resolved further that Mr /Ms _____, Director(s) of the company be and is / are hereby authorised to execute necessary documents including undertakings as prescribed by Multi Commodity Exchange of India Limited from time to time.

Certified to be true

Signature of Chairman/Designated Director

Name of the Company

Name of the Signatory

Rubber stamp

Details of foreign holding
(On letter head of the member)

Date:

To,
Membership Department
Multi-Commodity Exchange of India Ltd.
Exchange Square, CTS no 255,
Gundavali village, Suren Road
Chakala, Andheri (East),
Mumbai 400 093.

Dear Sir,

Subject: Details of foreign holding

Foreign holding details as required by the Exchange are furnished as follows:-

Name of the Applicant					
Sr. No	Name of Foreign holder	Nature/Type of Foreign holder **	No. of Shares held	Amount paid up in Rs.	% of holding
1					
2					
3					
4					
<p>* In case your company is a subsidiary company, then the foreign holdings of your (ultimate) parent/holding company is also to be furnished</p> <p>** Please specify whether the holder is 1) Foreign Company 2) Foreign Individual 3) Non-Resident Indian (NRI) 4) Overseas Corporate Body (OCB) 5) Foreign Institutional Investor (FII) 6) Person of Indian Origin (PIO) 7) Non Resident – Limited Liability Partnership</p>					

We undertake to intimate and update the Exchange as and when there is any change in the aforesaid information.

Thanking you,

For (Trade Name)

Approved Signatory
(Name of Designated Director)
Rubber Stamp

Approved Signatory
(Name of Designated Director)
Rubber Stamp

Format of Foreign Holding Undertaking

(on the Letterhead of the Member)

Date:-

To,
Membership Department
Multi-Commodity Exchange of India Ltd.
Exchange Square, CTS no 255,
Gundavali village, Suren Road
Chakala, Andheri (East),
Mumbai 400 093.

Dear Sir,

“We hereby confirm and undertake all the necessary approvals for allotment of shares to foreign shareholders have been obtained from the appropriate/relevant authorities including that of Foreign Investment Promotion Board (FIPB) to deal in commodities futures contracts by us”.

I/We declare that the information given above is true.

Yours faithfully,

For (Name of the Member)

1. Authorised Signatory
(Designated Director)
Name:-

Rubber stamp

**Format of Undertaking
(On the letterhead of the Member)**

Date: _____

To,
Membership Department
Multi-Commodity Exchange of India Ltd.
Exchange Square, CTS no 255,
Gundavali village, Suren Road
Chakala, Andheri (East),
Mumbai 400 093.

Dear Sir,

"I/We hereby confirm/undertake that _____ (Trade Name of the Member) and _____ (Name of Proprietor/ Designated Directors/ Managing Partners/ Karta) _____ (Name of Proprietor/ Designated Directors/ Managing Partners/ Karta) and constituents of dominant promoter group

a. are not debarred/suspended/expelled/ declared defaulters by SEBI/FMC/RBI/ any recognized Stock Exchange / any recognized Commodity Exchange.

b. are not connected with any of the defaulting/debarred/expelled/suspended member of any Stock Exchange/ Commodity Exchange

c. there are no complaints/ disciplinary action against us at SEBI/FMC/RBI/ any recognized Stock Exchange / any recognized Commodity Exchange

d. no investigation / enquiry by SEBI/FMC/RBI/ any recognized Stock Exchange / any recognized commodity Exchange is pending against us or undertaken against us

e. the proprietor / Karta / Partners/ Directors of the member entity are not suspended/ expelled / declared defaulter/insolvent/bankrupt by any recognized Stock Exchange/ recognized Commodity Exchange

f. the proprietor/karta/Partners/Directors of the member entity are not involved in any type of money laundering activities.

g. the proprietor/Karta/Partner/Director of the member entity have not committed any act and / or have not any time convicted for any act involving threat to the public/national interest.

In case of any action/complaints/investigation/enquiry by any Statutory Agency/ Regulatory Agency/ Stock Exchange/ Commodity Exchange in future, I/ We undertake to intimate the Exchange immediately.

I/We declare that the information given above is true and any misstatement or misrepresentation or suppression of facts in connection with the above undertaking may entail rejection of our application or expulsion of our membership.

Yours faithfully,

For (Name of the Member)

1. Authorised Signatory
(Name of Designated Director/ Managing Partner/ Proprietor/ Karta)

2. Authorised Signatory
(Name of Designated Director/ Managing Partner/ Proprietor/ Karta)

Rubber stamp

Place:-