

**PRESCRIBED FORMAT OF APPLICATION TO BE SUBMITTED BY THE COMPANY ON ITS
LETTERHEAD.**

Date:

Head – Listing Compliance
BSE Limited,
P.J. Tower, Dalal Street,
Fort, Mumbai – 400 001.

Dear Sir,

Sub: Application for revocation of suspension in trading of equity shares.

1. We are a listed company on the BSE Limited since < >. The trading in equity shares of the company was suspended w.e.f. < > due to < >. As we have now complied with all the Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we request you to consider revocation of suspension in trading of the equity shares of our company.
2. We are furnishing herewith the details as required in Annexure 1
3. We confirm that company is in compliance with all the norms for revocation of suspension stipulated on the BSE's website. Company further agrees to submit any further documents/clarifications that may be required by the Exchange and shall also comply with all the condition that may be imposed by the Exchange for revocation of suspension in the securities of the company.

Yours faithfully,

(Managing Director/ Company Secretary)

Encl:

DOCUMENTS ENCLOSED WITH THE APPLICATION (To be numbered serially)

Sr. No.	Document	Page Nos.	
		From	To
1.	Brief details pertaining to our company as per format of Fact Sheet given as Annexure I		
2.	Compliance certificate obtained from the practicing company secretary/ statutory auditor on compliance w.r.t. Regulations 17 to 27 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“LODR”) as per format enclosed as Annexure II		
3.	Details of PAN/ DIN of the company/directors/promoters/ compliance officers as per format enclosed as Annexure III		
4.	Confirmation/undertaking to be submitted by Director/ Managing Director/Company Secretary/ Compliance Officer of the Company as per format enclosed in Annexure IV		
5.	Information Memorandum containing all the disclosures that are applicable for abridged prospectus as provided in Part E of Schedule VI of SEBI (ICDR) Regulations, 2018		
6.	Prescribed format of authorization letter to be submitted by the company on its letterhead enclosed in Annexure V		

Note:

1. The application forms should be submitted duly completed in all respects. Kindly note that all pages of the documents/details provided should be serially numbered, stamped and certified by the authorized signatory of the company.
2. The Exchange reserves the right to modify and ask for additional documents / clarifications depending on a case to case basis. Approval for revocation of suspension of the company will be subject to compliance with the Regulatory requirements and other Exchange requirements.
3. If a particular field / detail in the application form are not applicable, please mention NA against the said field. If the space provided in the Application form is insufficient, the company may attach separate certificates providing the details for the same along-with the Application form.

Fact Sheet

(To be submitted on letterhead of company and signed by the Managing Director / Company secretary)

Name of the Company				
CIN				
Scrip Code				
Group				
ISIN				
Registered Office Address				
Tel. Nos & Fax No. Email:				
Website address of the company				
Email id for investor grievance				
Name and address of the Registrar and Transfer Agent of the company				
Tel. Nos & Fax No. Email:				
Details of Suspension	Date of suspension			
	Reason			
Promoters & Promoter Group	Name	Address		
Details of Board of Directors - along with DIN & PAN – (Status Whether Independent/ Non-Independent Executive/ Non-Independent Non-Executive) (indicate Chairman, CEO, CFO, separately)	Name	Designation	DIN	PAN
Name of the Director (s) who are taking executive decisions and running the affairs of the company.				
Details of Directors disqualified as per MCA (if any)	Name	Designation	DIN	PAN
Details of company secretary & Compliance Officer (appointed as per Regulation 6 of LODR)	Name			
	Contact Nos.			
	Mobile No.			
	E-mail Id			
Brief details of the Company's				

business and its current activities	
No. of employees	
No. of shareholders	
Group Companies/Associated Listed companies	
Name Change/ Change in business, if any	
Whether the shares of the company are in compulsory demat form. If yes provide SEBI Circular no. and date notifying the company for trading in compulsory demat. If no, kindly provide the reason for the same and efforts made by the company to start trading in its equity shares in demat form.	
Details of change in management/ takeover of the company during the period of suspension, if any	
Details of Changes in the promoter holding after suspension till date, if any	
Whether the company has been referred to NCLT under Insolvency and Bankruptcy Code	
Name of other Exchanges where the company is listed	

Capital details	Issued capital	Listed Capital	Reasons for difference (if any)
No. of shares			
Face Value			
Total Capital (Rs.)			

Calls in arrears, if any	Promoter	Public	Total
No. of shares			
Amount due			

Shareholding Pattern (latest as on _____)	No. of shares	% of total share-holding	No of shares in demat	% of demat	No of Shares Pledged	% of pledged shares
Promoter and Promoter Group						
Public Shareholding						
Shares held by custodians against DRs issued by the						

company						
TOTAL						

Shareholding of the promoter group as on March 31 for each year since its suspension	Year (as on March 31 st)	No. of shares	% of total shareholding	Shares pledged	
				No.	%

Financial performance for last 3 years	Rs. in lacs		
	Mar _____	Mar _____	Mar _____
Sales			
Income from operations			
Total Income			
Expenditure			
Profit before Tax			
Provisions for Tax			
Profit after Tax			
Equity Share Capital			
Acc. Profit / (loss)			
Networth of the company as per formula prescribed under the ICDR Regulations 2009			

Yours faithfully,

(Managing Director/ Company Secretary)

Date:

ANNEXURE II

(Compliance report in respect of the requirements of Regulations 17 to 27 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 to be submitted by a Statutory Auditor / Practicing Company Secretary on their letterhead)

To,
 Head – Listing Compliance
 Bombay Stock Exchange Limited,
 P.J. Towers, Dalal Street,
 Mumbai – 400 001.

We confirm that the company satisfies the following conditions as stipulated in the Regulations 17 to 27 of the SEBI (Listing Obligations and Disclosure Requirements) regulations, 2015, as given hereunder:

Sr. No.	Requirements	Compliance		
i)	The Board of directors of the company has a composition of executive and non-executive directors with not less than fifty percent of the board of directors comprising of non-executive directors	Complied/ Not complied Total Board Members: Executive Members: Non-executive Members:		
	The names of the directors and their status	Name of the Director	Executive/ Non-Executive	Independent/ Non Independent
ii)	Where the Chairman of the Board non-executive director, at least one-third of the Board should comprise of independent directors and in case he is an executive director, at least half of the Board should comprise of independent directors. Where the non-executive Chairman is a promoter of the company or is related to any promoter or person occupying management positions at the Board level or at one level below the Board, at least one-half of the Board of the company shall consist of independent directors.	Name of the Chairman of the Board with Status of Chairman “Executive/ Non-executive/ Promoter”: Independent members: Non-independent members:		
	The independent director as mentioned at sub-clause (ii) above, is the non-executive director who complies with the following:			

a	apart from receiving director's remuneration, does not have any material pecuniary relationships or transactions with the company, its promoters, its directors, its senior management or its holding company, its subsidiaries and associates which may affect independence of the director	We confirm that none of the independent director of the company have any material pecuniary relationships or transactions with the company, its promoters, its directors, its senior management or its holding company, its subsidiaries and associates
b	is not related to promoters or persons occupying management positions at the board level or at one level below the board	We confirm that none of the independent director of the company are related to promoters or persons occupying management positions at the board level or at one level below the board
c	has not been an executive of the company in the immediately preceding three financial years	We confirm that none of the independent director has been an executive of the company in the immediately preceding three financial years
d	is not a partner or an executive or was not partner or an executive during the preceding three years, of any of the following: i) the statutory audit firm or the internal audit firm that is associated with the company, and ii) the legal firm(s) and consulting firm(s) that have a material association with the company.	We confirm that none of the independent director is a partner or an executive or was not partner or an executive during the preceding three years, of any of the following: i) the statutory audit firm or the internal audit firm that is associated with the company, and ii) the legal firm(s) and consulting firm(s) that have a material association with the company.
e	is not a material supplier, service provider or customer or a lessor or lessee of the company, which may affect independence of the director.	We confirm that none of the independent directors is a material supplier, service provider or customer or a lessor or lessee of the company
f	is not a substantial shareholder of the company i.e. owning two percent or more of the block of voting shares.	We confirm that none of the independent directors own two percent or more of the block of voting shares of the company
g	is not less than 21 years of age.	We confirm that none of the independent directors are less than 21 years of age.

We also confirm that **none of the independent directors named below** would qualify within the definition of promoter/ promoter group as given in SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009:

- 1.
- 2.
- 3.

Further, the company is in compliance with requirement of the Audit Committee the Shareholders / Investors Grievance Committee. The composition of the said committees is as under:

Composition of Audit Committee

Sr. No.	Name of the Members	Status whether Independent/ Non-Independent (Including Chairman of the Committee)
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1.		
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Composition of Nomination Committee

Sr. No.	Name of the Members	Status whether Independent/ Non-Independent (Including Chairman of the Committee)
1.		

Composition of Risk Management Committee

Sr. No.	Name of the Members	Status whether Independent/ Non-Independent (Including Chairman of the Committee)
1.		

Composition of the Shareholders / Investors Grievance Committee.

Sr. No.	Name of the Members	Status whether Independent/ Non-Independent (Including Chairman of the Committee)
1.		

Name of the Company Secretary/ Statutory Auditor:

Membership No:

Date:

ANNEXURE III

Format of the confirmation to be submitted by the Managing Director/Company Secretary on the letter head of the company:

To,
Head – Listing Compliance
Bombay Stock Exchange Limited,
P.J. Towers, Dalal Street,
Mumbai – 400 001.

Dear Sir,

Details of PAN/ DIN of the company/directors/promoters/ compliance officers to be submitted by the Managing Director/ Company Secretary on the letter head of the company:

i) Details of PAN of the company

Sr. No.	Name of the company	PAN of the company

ii) Details of the PAN of the promoters, Directors and Compliance Officer

Sr. No.	Name of the entities	Category (Promoter/ Director/ Compliance officer)	PAN of the entity	DIN (for Directors)

Managing Director/ Company Secretary
Date:

Format of the confirmation/Undertaking to be submitted by **Director/ Managing Director/Company Secretary/ Compliance Officer** of the Company on the letter head of the company:

UNDERTAKING

As a pre-condition to the revocation of suspension in trading of the securities of the Company, the Company unconditionally undertakes as under:

1. That the Company will keep itself updated of all the amendments to the SEBI (LODR) Regulations 2015;

The company shall comply with the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable regulations /guidelines/circulars/notices/ directions requirements and conditions as may be issued by SEBI / Exchange from time to time. Kindly upload/mail scanned copies in “pdf” / XBRL format as applicable for compliances to:

- a) Listing Centre: <http://listing.centre.com> , for any assistance in this regard please contact Mr. Mangesh Tayde / Mr. Amol Hosalkar on Tele no. 22728846 / 22728390 or email to listing.crd@bseindia.com
- b) Email to bse.revocation@bseindia.com or corp.relations@bseindia.com

Further, the Company agrees to abide by the Exchange Circular Dated 11 March 2016 DCS/COMP/33/2015-16 in relation to the Mandatory filing of compliances / information in Electronic Mode as stated above. Compliances / Submissions made through Fax, E-mail or Physical Mode i.e. through hand delivery/ Post / courier shall not be considered as submission to the Exchange and would be subject to the attendant penal actions.

2. That all communication/ intimation to the Exchange will be on the letterhead of the Company and signed by the signatory authorized to communicate the same.
3. That the Company will communicate in future
 - all price sensitive information
 - all press releases made by the company
- ❖ to the Exchange, which may have a bearing, either directly or indirectly, on the share price of the company,
- ❖ if issued as a press release then, prior to releasing the same to any media, wire agencies and its own website.
4. Where BSE is the non-regional Exchange, the compliance with Listing Agreement with BSE will be in addition to the compliance that is required to be complied pursuant to the Listing Agreement signed with the Regional Stock Exchange of the Company.
5. That there are no cases/ inquiries, under any act, pending against the Company, Designated Directors and Senior Officers of the Company. (If so, please give details)

6. That the Chairman, Managing Director or Designated Directors have never been prosecuted under any law. (If so, please give details)
7. That the Company has not violated any Rules, Regulations of SEBI, particularly SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 1997.
8. That the company will attend all investor grievances promptly.
9. That the Company agrees to comply with all the regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 henceforth, failing which the Exchange is free to take any action as it may deem fit.
10. We hereby declare that all the filings/ reports made with the Stock Exchange (BSE) and Registrar of Companies are the same with respect to the contents and information contained in these filings/reports.
11. The Company or its promoters or whole time directors are not in violation of the provisions of Regulation 24 of the SEBI Delisting Regulations, 2009.
12. We hereby confirm that the company, its promoters, its directors are not in violation of the restrictions imposed by SEBI under SEBI circular no. SEBI/HO/MRD/DSA/CIR/P/2017/92 dated August 01, 2017.
13. The promoters or directors of the company are not fugitive economic offender as defined under SEBI (ICDR) Regulations, 2018.

Director/ Managing Director/Company Secretary/ Compliance Officer

Date:

Annexure V

Prescribed format of authorization letter to be submitted by the company on its letterhead.
(where other than company personnel are handling revocation formalities)

Date:

Head – Listing Compliance
BSE Limited,
P.J. Tower, Dalal Street,
Fort, Mumbai – 400 001.

Dear Sir,

Sub: Letter of Authority

We for and on behalf of _(name of company)_ hereby authorize _(name of consultant) to liaison and coordinate with BSE Ltd wrt to the following issue/s :

I) Issue Details:

Type of Issue (e.g. Revocation/ Amalgamation/ Arrangement, Preferential, Bonus, Rights, etc.)	Approval Sought For (pls specify)
	i) In-principle (/Revocation) ii) Listing / Revocation iii) Trading

II) Contact Details:

	Company	Consultant
Name & Designation of Contact Person		
Telephone Nos. (landline & mobile)		
Email – id		

III) Documents Enclosed in support of authorization:

- Certified copy of resolution passed by the Board of Directors authorizing the appointment of _____ as consultant. (where consultant is not a registered intermediary)
- Copy of Registration Certificate of SEBI for registered intermediary

(whichever is applicable)

I / We hereby confirm that:

- no disciplinary action has been taken by SEBI against (name of consultant)_____ in the past 1 year.
- the information provided in the application and enclosures is true and correct.

Yours faithfully,

Name and Signature

(Managing Director/ CEO/ Company Secretary/ Compliance Officer)

Encl :