



Central Depository Services (India) Limited

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COMMUNIQUÉ TO DEPOSITORY PARTICIPANTS

CDSL/OPS/DP/POLCY/2023/27

January 12, 2023

SEBI CIR - PERTAINING TO 'SECURITY AND COVENANT MONITORING'

DPs are advised to refer SEBI circular no. **SEBI/HO/DDHS/RACPOD1/CIR/P/2023/0002** dated **January 05, 2023**, regarding **Monitoring and Periodical reporting of the compliance with the requirements pertaining to 'Security and Covenant Monitoring' system hosted by Depositories [refer Annexure]**.

DPs are advised to take note of the same.

Queries regarding this communiqué may be addressed to: CDSL – Helpdesk Emails may be sent to: helpdesk@cdslindia.com and telephone numbers (022) 2305-8624, 2305-8639, 2305-8642, 2305-8663, 2305-8640, 2300-2041, 2300-2033 or 08069144800.

Sd/-

Nilesh Shah
Asst. Vice President – Operations

CIRCULAR

SEBI/HO/DDHS/RACPOD1/CIR/P/2023/0002

January 05, 2023

To,

Issuers who have listed and/ or propose to list Non-Convertible Securities, Securitised Debt Instruments, Security Receipts, Municipal Debt Securities or Commercial Paper; Recognized Stock Exchanges;

All Debenture Trustees registered with SEBI;

All Credit Rating Agencies registered with SEBI;

All Depositories registered with SEBI

Madam/ Sir,

Sub: Monitoring and Periodical reporting of the compliance with the requirements pertaining to 'Security and Covenant Monitoring' system hosted by Depositories

1. SEBI vide Circular SEBI/HO/MIRSD/MIRSD_CRADT/CIR/P/2021/618 dated August 13, 2021 specified the manner of recording of charges by Issuers and manner of monitoring and other responsibilities of stakeholders for 'Security and Covenant Monitoring' using Distributed Ledger Technology (DLT). Further, vide circular SEBI/HO/MIRSD/CRADT/CIR/P/2022/38 dated March 29, 2022 the Operating Guidelines of the said system using DLT, including roles and responsibilities of the various stakeholders involved, were specified.
2. Depositories shall ensure periodic monitoring regarding compliance with the requirements of various circulars pertaining to 'Security & Covenant Monitoring System' issued by SEBI from time to time, including the circulars dated August 13, 2021 and March 29, 2022, and shall also bring to the notice of SEBI, any instances of non-compliance, on a quarterly basis, not later than one month from the end of the quarter, in the format specified as under:

| ISIN | Stakeholders involved & their status of compliance | Reference to the provision of the relevant circulars pertaining to non-compliance | Reasons/ remarks for such non-compliance | Date of compliance / expected date of compliance |
|------|--|---|--|--|
|------|--|---|--|--|

| | | | | |
|------------------------------------|--|--|--|--|
| <Name of the Issuer> | | | | |
| <Name of the Debenture Trustee> | | | | |
| <Name of the Credit Rating Agency> | | | | |

3. **Applicability:** The provisions of this circular shall come in force from April 01, 2023.
4. This circular is issued in exercise of the powers conferred upon SEBI under Section 11 (1) of the Securities and Exchange Board of India Act, 1992 read with the provisions of Regulation 2A of the Securities and Exchange Board of India (Debenture Trustees) Regulations, 1993, Regulation 55 of the Securities and Exchange Board of India (Issue And Listing Of Non-Convertible Securities) Regulations, 2021, Regulation 29 of the Securities and Exchange Board of India (Issue and Listing of Municipal Debt Securities) Regulations, 2015, Regulation 48 of SDI Regulations, 2008 and Regulation 20 of SEBI (Credit Rating Agencies) Regulations, 1999 to protect the interest of investors in securities and to promote the development of, and to regulate, the securities market.
5. This circular is available on SEBI website at www.sebi.gov.in under the categories “*Legal Framework*” and “*Circulars*”.

Yours faithfully,

Pradeep Ramakrishnan
General Manager
Department of Debt & Hybrid Securities
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