



Central Depository Services (India) Limited

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COMMUNIQUE TO DEPOSITORY PARTICIPANTS

CDSL/OPS/DP/2258

January 17, 2011

FORMAT FOR APPLICATION TO SEBI FOR OPENING OF WHOLLY OWNED SUBSIDIARIES OR ENTERING INTO JOINT VENTURES IN OTHER COUNTRIES

SEBI has issued a format for application for opening of Wholly Owned Subsidiaries or entering into Joint Ventures in other countries, a copy of which is attached [see **Annexure-A**].

DPs are advised to note the above and ensure compliance, as directed.

Queries regarding this communiqué may be addressed to **CDSL – Helpdesk** on (022) 2272-8642, 2272-8427, 2272-8624, 2272-8693, 2272-8625, 2272-8639, 2272-8663, 2272-1261, or 2272-2075. Emails may be sent to: helpdesk@cdslindia.com.

sd/-

Ramkumar K.
Vice President – Operations

FORMAT FOR APPLICATION TO SEBI FOR OPENING OF WHOLLY OWNED SUBSIDIARIES OR ENTERING INTO JOINT VENTURES IN OTHER COUNTRIES

(Applicable for Stock Brokers, Bankers to an Issue, Merchant Bankers, Registrar to an Issue and Share Transfer Agents, Underwriters, Depository Participants, Debenture Trustees and Credit Rating Agencies)

SEBI receives applications from intermediaries for granting NOCs for setting up joint ventures, subsidiaries etc. Depending on the information submitted by the intermediaries, SEBI seeks further information/clarifications. This process takes some time to grant such NOCs.

In order to streamline the entire process, a format has now been devised so that the intermediaries send all the relevant information at the time of application itself. This will enable SEBI to process the applications expeditiously.

FORMAT FOR APPLICATION TO SEBI FOR OPENING OF WHOLLY OWNED SUBSIDIARIES OR ENTERING INTO JOINT VENTURES IN OTHER COUNTRIES

Please read the instructions carefully before filling up the Application:

- 1. Fill in all the particulars as are applicable clearly.**
- 2. The information should be complete in all respects.**
- 3. Please attach the relevant enclosure.**
- 4. In case, the applicant is a Stock Broker/Depository Participant, the application may be submitted directly to SEBI along-with NOC obtained from all the Stock Exchanges/Depositories, where the applicant is a member/participant.**

I GENERAL INFORMATION:

1	Details of all registrations of the applicant company and its group/associate entities in India or abroad:	1. Name of the entity (Earlier name, if any) 2. Type of Intermediary 3. Registration Number 4. Date of Registration 5. Validity of Registration
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2	Networth of applicant company based on the latest audited results (in Rs. Cr.)	
3	Names of Promoters / Directors / Key Personnel of the applicant company	
4	a) Details of regulatory action taken/initiated/pending, if any, against the <i>applicant/group/associate entities/promoters/ directors/key personnel/principal officer</i> of the applicant company (in India/abroad) b) Provide corrective measures taken in respect of pending/completed actions initiated by SEBI during the last 5 years Note: If the intermediary has already submitted details of corrective measures to SEBI in the past in case of the above, only a copy of the same may be provided.	
5	Any fee remaining unpaid to SEBI by applicant/ associates/its sub-brokers	
6	Amount of proposed investment/end investment (converted in Indian Rupees)	
7	Whether the applicant is setting up a Wholly Owned subsidiary (WOS) or a Step Down Subsidiary (SDS) or entering into Joint Venture (JV) or acquiring stake in an existing company for the purpose of setting up SDS or making further investments through the JV/WOS/SDS	
8	Details of the Overseas Subsidiary (provide relevant details in case of equity participation in existing foreign company or joint venture with a foreign company)	a) Name of the foreign entity b) Country of Incorporation c) Overseas Regulatory Authority which regulates the entity d) Purpose for setting up the WOS/SDS/JV/Equity Participation e) Nature of activities

II UNDERTAKING

- a. Pursuant to setting up Wholly Owned Subsidiary (WOS)/ investment in step down subsidiary, we shall maintain Networth for each category of registration as per SEBI Act, 1992 & Regulations/ circulars issued there under and bye laws/ rules/ regulations/ circulars etc. issued by respective stock exchanges/Depositories.

Signature

Name

Designation

Place:

Date:

III. ENCLOSURE

- a. Certificate of Networth, duly certified by a Chartered Accountant.