

Restriction on transfer of physical shares & Procedure demat of shares

Amendment to Regulation 40 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 with respect to mandatory dematerialization for transfer of securities

The amendment to Regulation 40 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 vide Gazette notification dated June 8, 2018 has mandated that transfer of securities would be carried out in dematerialized form only.

According to the Circular, request for effecting transfer of securities shall not be processed unless the securities are held in the Dematerialized form with the depository with effect from 5th December, 2018. **Therefore Registrars and Transfer Agent and Company will not be accepting any request for transfer of shares in physical form with effect from 5th December, 2018.** This restriction shall not be applicable to the request received for transmission or transposition of physical shares.

Shareholders are accordingly requested to get in touch with any Depository Participant having registration with SEBI to open a Demat account.

You may also visit web site of depositories viz. NSDL or CDSL for further understanding about the demat procedure:

NSDL website: <https://nsdl.co.in/faqs/faq.php> (dematerialization)

CDSL website: <https://www.cdslindia.com/investors/open-demat.aspx>

Shareholders, holding shares in physical form are requested to arrange the dematerialization of the said shares at earliest to avoid any inconvenience in future for transferring those shares.

FOR YOUR READY REFERENCE THE CIRCULARS ISSUED BY STOCK EXCHANGES ARE REPRODUCED BELOW.

Circular issued by National Stock Exchanges of India Ltd

Ref No: NSE/CML/2018/26 9th July, 2018

The Company Secretary
All Listed Companies

Dear Madam/Sir,

Subject: Amendment to Regulation 40 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 with respect to mandatory dematerialization for transfer of securities

This has reference to Gazette notification issued by SEBI on June 8, 2018 notifying SEBI (LODR) 4th amendment Regulation, 2018, regarding mandatory dematerialization for transfer of securities. A Copy of Notification is attached for your perusal.

Pursuant to the aforesaid amendment to SEBI (LODR) Regulation, 2015 Listed Companies and their Registrars and Transfer Agents (RTAs) are advised to ensure that shares which are lodged for transfer are mandatorily in dematerialized form with effect from December 05, 2018.

As Advised by SEBI, you are required to put in place a mechanism including but not limited to the following in order to spread awareness about the proposed change:

1. To take special efforts through their RTAs to send letter under Registered/Speed post to the holders of physical certificates appraising them about the amendment and sensitise them about the impact of the regulation on the transfer of shares held by them in physical form w.e.f December 5, 2018.
2. RTAs may also be advised to send two reminders, preferably at a gap of 30 days, to such shareholders who continue to hold their shares in physical form, advising them to get the same dematerialized
3. Listed Companies shall prominently place information on their website intimating the investors about the proposed change and provide appropriate guidance on how to dematerialize their shares.
4. Listed companies should ensure that the signature cards of all the holders of physical securities are handed over to its RTA at the earliest.

You are requested to take necessary actions as mentioned above.

Yours faithfully,

For National Stock Exchange of India Limited

Kautuk Upadhyay
Chief Manager

Circular issued by BSE Limited

LIST/COMP/15/2018-19 5th July, 2018

To

All the Listed Companies,

Dear Sir / Madam,

Subject: Amendment to Regulation 40 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 with respect to mandatory dematerialization for transfer of securities

The amendment to Regulation 40 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 vide Gazette notification dated June 8, 2018 has mandated that transfer of securities would be carried out in dematerialized form only.

Accordingly, Listed Companies and their Registrars and Transfer Agents (RTAs) are hereby advised that, with effect from December 5, 2018, it should be ensured that shares which are lodged for transfer shall be in dematerialized form only.

In order to implement the aforementioned Amendment in the Regulation and as advised by SEBI, all the Listed Companies are hereby directed to carry out the following actions:

- 1) To take special efforts through their RTAs to send letter under Registered/Speed post to the holders of physical certificates appraising them about the amendment and sensitise them about the impact of the regulation on the transfer of shares held by them in physical form w.e.f December 5, 2018.
- 2) RTAs may also be advised to send two reminders, preferably at a gap of 30 days, to such shareholders who continue to hold their shares in physical form, advising them to get the same dematerialized
- 3) Listed Companies shall prominently place information on their website intimating the investors about the proposed change and provide appropriate guidance on how to dematerialize their shares.
- 4) Listed companies should ensure that the signature cards of all the holders of physical securities are handed over to its RTA at the earliest.

All listed companies are requested to take note of above and comply accordingly. Companies may also report compliance with these requirements by end September 2018 to the Exchange, in a specified format that will be sent out shortly.

Abhijit Pai Shyam Bhagirath

Dy. Gen. Manager Associate Manager
Listing Compliance Listing Compliance

S.K.D.C. Consultants Limited

CIN: U74140TZ1998PLC008301

"Kanapathy Towers", 3rd Floor, 1391/A-1, Sathy Road, Ganapathy Post, Coimbatore-641006
Phone : 0422-4958995, 2539835 / 836 Email: info@skdc-consultants.com

To

By Regd. Post/Speed Post

Dear Shareholder,

Pursuant to SEBI Circular SEBI /HO/MIRSD/DOP1/CIR/P/2018/73 dated April 20, 2018, we request you to furnish the following documents to us within 21 days from the date of this letter.

1. Self attested copy of PAN card(s) of sole/joint holder(s) of shares,
2. Bank Details Form along with original cancelled cheque leaf with the name of the sole/first holder printed on cheque leaf or copy of Bank Passbook attested by your Bank Manager.

We also request you to furnish your E-Mail ID and Phone / Mobile number. This would facilitate the company to support the Green Initiative measure launched by Ministry of Corporate Affairs and provide speedy communication.

Thanking you,

For S.K.D.C. Consultants Limited

Sd/-

R. Syamala

Authorised Signatory

Please note that w.e.f. 05.12.2018, transfer of shares in physical mode will not be processed as per amendment to SEBI (LODR) Regulations 2015. You are advised to demat your shares.

—✂— Cut here —

Bank Details Form

Shareholders must fill this form and return it along with required documents.

To

S.K.D.C. Consultants Limited

"Kanapathy Towers", 3rd Floor, 1391/A-1, Sathy Road, Ganapathy Post, Coimbatore-641006

I/We hereby give my/our Bank Details.

Folio No..... UNIT:

Name PAN*

Second holder..... PAN*

Third holder..... PAN*

** Bank Account No.		Bank Name, Branch & Address of the Bank	
<input type="text"/>		<input type="text"/>	
Bank Account Type (Tick applicable type)		<input type="text"/>	
<input type="checkbox"/> SB <input type="checkbox"/> CA <input type="checkbox"/> CC <input type="checkbox"/> OD		<input type="text"/>	
MICR Code (9 Digit)		IFSC	
<input type="text"/>		<input type="text"/>	

Sole / First holders Contact details

Phone /Mobile E-mail ID.....

I/We hereby declare that the particulars given are true, correct and complete.

Signature(s)

First / Sole Shareholder

Second Holder

Third Holder

Attach (i) *self attested photocopy of PAN Card(s)
(ii) ** Original Cancelled Cheque with your name printed on the Cheque

Transfer of physical shares can not be processed after 5th December 2018.

SEBI has notified vide Notification [No. SEBI/LAD-NRO/GN/2018/24](#) that except in case of transmission or transposition of securities, requests for effecting the transfer of securities shall not be processed unless the securities are held in the dematerialised form with a depository. Essentially, physical shares can not be transferred after 5th December 2018.

Hence Shareholders holding shares in Physical Form are advised to Dematerialise their Shares.

- Shareholder(s) who are not having DEMAT Account should open a DEMAT account with a Depository Participant (DP), registered with NSDL or with CDSL.
- For list of DPs Click on the links. https://nsdl.co.in/dps_search.php or <https://www.cdslindia.com/dp/dplist.aspx>
- Thereafter, shareholder(s) to submit physical share certificate(s) along with Dematerialisation Request Form (DRF) to their respective DP.
- The DP will intimate the Registrar & Transfer Agent (RTA) of the Company of the request submitted by the shareholder(s) through the electronic system of NSDL/CDSL.
- The DP will also submit the share certificate(s) and the DRF, submitted by shareholder(s) to the Registrar & Transfer Agent (RTA) of the Company.
- The Registrar & Transfer Agent (RTA) of the Company after validation of the request will update the Register of Members and confirm to the Depository.
- The Depository will ensure credit to respective DEMAT account.

THE GAZETTE OF INDIA

EXTRAORDINARY

PART – III – SECTION 4

PUBLISHED BY AUTHORITY

NEW DELHI, JUNE 8, 2018

SECURITIES AND EXCHANGE BOARD OF INDIA

NOTIFICATION

Mumbai, the 8th of June, 2018

SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) (FOURTH AMENDMENT) REGULATIONS, 2018

No. SEBI/LAD-NRO/GN/2018/24. — In exercise of the powers conferred by section 11, sub-section (2) of section 11A and section 30 of the Securities and Exchange Board of India Act, 1992 (15 of 1992) read with section 31 of the Securities Contracts (Regulation) Act, 1956 (42 of 1956), the Board hereby makes the following regulations to further amend the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, namely,—

1. These regulations may be called the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Fourth Amendment) Regulations, 2018.
2. These regulations shall come into force on the one hundred and eightieth day from the date of its publication in the Official Gazette.
3. In the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, -

- (i) in regulation 7, in sub-regulation (2), the words “both physical and electronic” shall be omitted.
- (ii) in regulation 40, in sub-regulation (1), -
- a. the symbol “.” shall be substituted with the symbol “:”;
- b. the following proviso shall be inserted, namely, -
- “Provided that, except in case of transmission or transposition of securities, requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialized form with a depository.”
- (iii) in Schedule VII, in clause A, sub-clause (2) shall be omitted.

sd/-

AJAY TYAGI
CHAIRMAN
SECURITIES AND EXCHANGE BOARD OF INDIA

Footnote:

1. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 were published in the Gazette of India on 2nd September 2015 vide No. SEBI/LAD-NRO/GN/2015-16/013.
2. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, were subsequently amended on:

- a) December 22, 2015 by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2015 vide notification no. SEBI/LAD-NRO/GN/2015-16/27.
- b) May 25, 2016 by Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2016 vide notification no. SEBI/LAD-NRO/GN/ 2016-17/001.
- c) July 08, 2016 by Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Second Amendment) Regulations, 2016 vide notification no. SEBI/ LAD-NRO/GN/2016-17/008.
- d) January 4, 2017 by Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2016 vide notification no. SEBI/ LAD-NRO/GN/2016-17/025.
- e) February 15, 2017 by Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2017 vide notification no. SEBI/LAD/NRO/GN/2016-17/029.
- f) March 6, 2017 by the Securities and Exchange Board of India (Payment of Fees and Mode of Payment) (Amendment) Regulations, 2017 vide Notification No. LAD-NRO/GN/2016- 17/037 read with March 29, 2017 by Securities and Exchange Board of India (Payment of Fees and Mode of Payment) (Amendment) Regulations, 2017 vide notification no. SEBI/LAD/NRO/GN/2016-17/38.
- g) May 9, 2018 by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 vide notification SEBI/LAD-NRO/GN/2018/10.
- h) May 30, 2018 by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Second Amendment) Regulations, 2018 vide notification no. SEBI/LAD-NRO/GN/2018/13.
- i) June 01, 2018 by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2018 vide notification no. SEBI/LAD-NRO/GN/2018/21.
