



Listing Requirement

Secondary Listing

Criteria for Secondary Listing

- The company whose securities that are proposed for secondary listing shall not be suspended on any other Stock Exchange, having nationwide trading terminal, where they are listed, on account of non-compliance with the provision of the Listing Agreement.
- The company shall have minimum issued and paid-up equity capital of Rs. 3 crores and market capitalization of the company shall not be less than Rs. 10 crores. In case where issued and paid-up equity share capital is less than Rs. 3 crores, market capitalization should be at least Rs. 100 crores.

(Market Capitalization shall be computed by multiplying the outstanding number of equity shares with average closing price derived during last three months or whatever trading history is available).

- The issuer shall inter-alia comply with the following:
 - Companies Act, 1956
 - Securities Exchange Board of India Act, 1992
 - Securities Contracts (Regulations) Act, 1956
 - Securities Contracts (Regulations) Rules, 1957
 - Any other guidelines, circulars, regulations issued by any regulatory authority from time to time.
- In addition to the criteria mentioned above, the Exchange may also consider some additional factors for listing of securities on the Exchange.

Disclaimer: Over and Above the criterion as mentioned, the Exchange may use its discretion for Listing of Securities of the Issuer(s). Further, the Exchange strictly reserves its rights for grant of approvals.

Guidance Note

Listing Requirement for Secondary Listing has been divided in the following parts:

- Checklist and documents required for secondary listing
- Listing Application and Company Details
- Share Capital and Forfeited Shares History
- Dividend History
- Securities Information
- Distribution Schedule and Name of Share/ Debenture holders

You may like to take note of the following with respect to filling of Listing Application:

- All the pages of the documents submitted to the Exchange must bear rubber stamp of company and initials of Company Secretary.
- All resolutions/ reports/ agreements/ undertakings should be certified to be true copy.
- Use extra sheets/ annexures (duly stamped and initialed) if required in case the space provided is inadequate.
- No details on the form should be left blank. Please strikethrough, if, not applicable.
- The Exchange reserves the right to ask for more documents in addition to mentioned herein.
- Digital versions of the forms may be downloaded from the Corporate section of our website www.mcx-sx.com.
- You may tear the sheet and submit to the Exchange wherever applicable.
- Listing application letter to be printed on the letterhead of the applicant.

Check List and Documents Required for Secondary Listing

Resolutions

- | | |
|--|--|
| 1. Certified true copy of the resolution passed by the Board of Directors for listing the securities of the company on MCX Stock Exchange Limited and for affixing the Common Seal on the Listing Agreement. | <input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> NA |
|--|--|

Undertakings/Certificates

- | | |
|---|--|
| 2. Undertaking from the Company Secretary or Authorized Signatory as per format enclosed as Annexure I | <input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> NA |
|---|--|

Other Documents

- | | |
|--|--|
| 3. Background of the promoters / promoting companies, group companies. It should include business activities and details of listing on Stock Exchanges, if any | <input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> NA |
| 4. A brief history of the Company since its incorporation giving details of its business activities including any reorganization, reconstruction or amalgamation changes in its capital structure, (authorized, issued and subscribed) and debenture borrowings, if any. | <input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> NA |
| 5. Listing application duly filled up and Listing Agreement duly executed on non-judicial stamp paper of Rs. 100/- | <input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> NA |
| 6. Certified true copy of Annual Report for the last 5 years, or in the case of new companies, for such period for which accounts have been prepared | <input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> NA |
| 7. Certified true copy of Memorandum and Article of Association and a copy of the trust deed, in case of debenture issued and subscribed and debenture borrowings, if any. | <input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> NA |
| 8. Certified true copy of the following for the last four quarters as per the format prescribed in the Listing Agreement (as filed with the other Exchanges) : | |
| • Shareholding Pattern | <input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> NA |
| • Corporate Governance report | <input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> NA |
| • Financial Results | <input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> NA |
| • Reconciliation of Share Capital Audit | <input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> NA |
| 9. Certified true copies of tripartite agreements entered into by the company with the depositories and registrars. | <input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> NA |
| 10. Specimens of share certificates | <input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> NA |
| 11. Copies of all Prospectus or Statement in lieu of Prospectus issued by the Company at any time | <input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> NA |

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12. Details of litigation, copy of show cause notices/ orders, if any, issued by any regulatory authority to Company/ promoters and related correspondence thereof ☐ Yes ☐ No ☐ NA
-
13. Copies of all the material contracts/documents mentioned in Section 19 (f) (g) (h) and (i) of the Securities Contracts (Regulation) Rules, 1957 ☐ Yes ☐ No ☐ NA
-
14. Details of default, if any, in respect of payment of interest and/or principal to the debenture /bond /fixed deposit holders, if any. ☐ Yes ☐ No ☐ NA
-
15. Details of Investor Grievances pending and status thereof, if any ☐ Yes ☐ No ☐ NA
-

Date: _____

Place: _____

Signature of Company Secretary/ Authorised Signatory

Annexure I

This letter should be submitted on the letterhead of the Company

Undertaking from the Company Secretary or Authorized Signatory that:

- The Company has complied with all the eligibility criteria of the Exchange.
- The Company has complied with all the conditions prescribed under Section 19 (2) (a) of Securities Contracts (Regulation) Rules, 1957 with respect to provisions required under Articles of Associations. Further the provisions of the Memorandum and Articles of Association are not inconsistent with the clauses of the Listing Agreement or any other Applicable Law, Rules or Regulations.
- 100% Promoter Shareholding and 50% Non-Promoter Shareholding is held in dematerialized form and there are no restrictive clauses in the Articles of Association of the Company.
- There has not been any material disciplinary action taken by any Recognized Stock Exchange or regulatory authorities (eg SEBI, RBI, ROC, CLB, etc) against the company, directors, promoter(s) / group company(ies) or any other company(ies) promoted by the same promoter(s). (In case of any action, provide the details of the same.). Further, none of them have been debarred from accessing capital market directly or indirectly, by Securities Exchange Board of India (SEBI).
- The Company has not defaulted on any of the Compliances (including payment of Listing Fees) with the Exchanges on which it is Listed in last 3 years or has not been delisted or suspended in the past by any Exchange on which it is Listed.
- The Company is in compliance with clause 40A of the Listing Agreement.
- The Company has not been referred to the Board for Industrial and Financial Reconstruction (BIFR).
- The Networth of the Company has not been wiped out by accumulated losses resulting in a negative Networth.
- The Company has not received any winding up petition accepted by a court.
- The Company hereby undertakes to file all of its disclosure / submission required under various clauses of Listing agreement or any other rules / regulations / circulars / guidelines through the electronic medium immediately, as made available by the Exchange from time to time.

Date:_____

Place:_____

Signature of Company Secretary/ Authorised Signatory

This covering letter should be submitted on the letterhead of Applicant

The Head - Listing & Compliance

MCX Stock Exchange Limited (MCX-SX)
Exchange Square,
Suren Road, Chakala,
Andheri (East),
Mumbai - 400093

Date: _____

Dear Sir / Madam,

In conformity with the listing requirements of MCX Stock Exchange Limited (MCX-SX), we hereby apply for admission of the following securities of the Issuer for dealings on the MCX-SX (Please tick, wherever applicable):

☐ Equity

☐ Debentures

☐ Warrants

☐ Any Other (Please specify) _____

Further, we undertake to be bound by all requirements, terms and provisions and conditions relating to listing of securities as contained in the Rules, Bye-Laws and Regulations of MCX Stock Exchange Limited (MCX-SX), Securities and Exchange Board of India (SEBI) and any other applicable law, rules and regulations.

Your's faithfully

Company Secretary/ Authorised Signatory

Name: _____

Designation: _____

Date: _____

Company Details

(For issuers listing on the MCX-SX for the first time)

1. Name of the applicant Company:	
2. Type of Company:	
3. Date of incorporation:	
4. Place of incorporation:	
5. PAN No. of the Company:	
6. Industry/ Sector:	
7. Place of location of plant:	
8. Major products of the Company:	
9. ISIN Code (As provided by the Depository):	
10. Address of Registered Office:	
Tel (STD Code):	Fax:
11. Address of Corporate Office:	
Tel (STD Code):	Fax:
12. Website:	
13. Email (for Exchange Communication):	
14. Email (for Investor Grievances):	
15. Address of Communication (Corporate/ Registered office):	
16. Name and Address of Registrars and Transfer Agents:	
Name of Contact Person:	
Tel (STD Code):	
Mobile:	Fax:
Email:	Website:
17. Name of the all the Statutory Auditors:	
Name of the Partners:	
Tel (STD Code):	
Mobile:	Fax:
Email:	Website:

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18. Has any security of the issuer been delisted from any Exchange, before? If so give particulars:

19. Name(s) of the depositories with whom issuer has executed Tripartite Agreement:

Details of Key Managerial Personnel / Promoters

20. Name of the Promoters:

21. Name of the Chairperson:

DIN No:

PAN:

Tel (Direct):

Mobile:

Email:

22. Name of the Managing Director:

DIN No:

PAN:

Tel (Direct):

Mobile:

Email:

23. Name of the Chief Executive officer:

DIN No:

PAN:

Tel (Direct):

Mobile:

Email:

24. Name of the Chief Financial Officer:

DIN No:

PAN:

Tel (Direct):

Mobile:

Email:

25. Name of the Company Secretary (Compliance officer):

Tel (Direct):

Mobile:

Email:

26. Name of other Directors on the board along with their DIN No., PAN, Residential Address, Telephone No (Direct) and Email:

Details of Dividend and Cash Bonuses if any, paid during the last ten years (Whether as a public or private company)

Year	Percentage (%)	Amount per share	Total Amount (Rs.)
Particulars of the dividends or interest in arrears if any			Please provide the same

History of Share Capital & Other Securities

(Kindly provide for each Listed Security Separately)

Sr. No.	Security Description	Date of Allotment	No. of shares	Issue price		Distinctive Numbers	
				Nominal Value	Premium	From	To

Security Details

Share Capital Details (Equity)

1. Authorised Share Capital

Total Amount:

No. of shares:

Nominal value per share:

Total Nominal value:

2. Subscribed and paid up share capital

No. of shares subscribed:

Nominal value per share:

Amount paid up per share:

Total nominal value:

Total paid up value:

Amount of calls in arrears:

Amount paid up on forfeited shares:

3. Issued Share Capital

No. of shares:

Nominal value per share:

Total nominal value:

4. Listed Share Capital

No. of shares:

Nominal value per share:

Total nominal value:

5. Forfeited share Capital

No. of shares:

Nominal value per share:

Security details in respect of which Listing Application is being made

Equity Shares

1. Proposed Symbol (max 10 characters):
2. Number of shares:
3. Nominal value per share:
4. Paid up value per share:
5. Total nominal value:
6. Total paid up value:
7. Distinctive numbers:
8. ISIN Code for fully paid up shares:
9. Details of shares under lock in:

No. of shares:	Distinctive numbers:
Name of Shareholders:	Date up to which shares are under lock in:
Provide a separate excel file with the above details:	

Debentures/ Preference Shares/ Warrants etc.

1. Number of Securities:
2. Nominal value per Securities:
3. Paid up value per Securities:
4. Total nominal value:
5. Total paid up value:
6. Distinctive numbers:
7. ISIN Code:
8. Details of securities under lock in

No. of securities:	Distinctive numbers:
Date up to which securities are under lock in:	
9. Coupon Rate:
10. Date of Allotment:
11. Interest Payment Dates:
12. Date(s) of Redemption:
13. Redemption Amount:
14. Credit Rating:
15. Rating Agency:
16. Put/call option or Early redemption date:
17. Remarks:
18. Terms of Conversion/ Redemption:
19. Date of conversion (in case of convertible security):

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Details on shares forfeited

Sr. No.	Details of Shares forfeited	Date of forfeiture	No. of shares	Issue price		Distinctive Numbers	
				Nominal Value	Premium	From	To

Distribution Schedule

Certified Schedule Of Distribution

Name of Issuer _____

Distribution of _____ as on _____

Kind of Security _____

Total Nominal value Rs. _____ Nominal Value of each share/unit Rs. _____

Total number of shares/unit _____ Paid up value per share/unit Rs. _____

Distinctive Nos. from _____ to _____

Part I

Distribution of Holdings

Share or Debenture holding of nominal value		Share/Debenture Holders		Share/Debenture Amount	
Rs.	Rs.	Number	% to Total	Rs.	% to Total
(1)		(2)	(3)	(4)	(5)
Upto - 5000					
5001 - 10000					
10001 - 20000					
20001 - 30000					
30001 - 40000					
40001 - 50000					
50001 - 100000					
100001 and above					
Total					

Part II

Name of Share/Debenture holder and Shares/Debentures held by following, viz.

Name of Share/ Debenture Holder		No. of Shares or Debentures	% of total no. of Share/ Debenture capital
	(1)	(2)	(3)
1. Foreign Holdings	i. Foreign Collaborators		
	ii. Foreign Financial Institutions		
	iii. Foreign Nationals		
	iv. NRI (Persons holding Indian passport staying abroad) holding more than 1% of the equity capital **		
	v. Overseas Corporate Bodies **		
	Total		
2. Govt./Govt. Sponsored Financial Institutions	i. LIC of India		
	ii. UTI		
	iii. IFCI		
	iv. ICICI		
	v. IDBI		
	vi. GIC of India and its Subsidiaries		
	vii. Nationalized Banks		
	viii. Government Companies		
	ix. Central Government		
	x. State Governments		
	xi. State Financial Corporations		
	Total		
3. Mutual Funds			
	Total		
4. Bodies Corporate (not covered under (1) & (2))	i. Holding Company**		
	ii. Subsidiary Companies**		
	iii. Any Other Bodies Corporate in the same group / affiliates**		



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	iv. Other Bodies Corporate not in the same group/ not affiliated but holding more than 1% of the equity capital and not included in i, ii and iii above**		
	Total		
5. Directors and their relatives (as defined in Sec. 6 of the Companies Act, 1956)			
6. Top 100 individual shares/ debenture holders other than those listed above**			
7. Top 100 bodies corporate shares/ debenture holders other than those listed above**			
8. Others (please specify)			

**** Name, address, number of shares/debentures and % holdings of each body corporate / persons falling under above categories to be given as a separate annexure as per format given below.**

[illegible]

Part III

Holdings of Office Bearers

Names of Directors, Managing Director, Chairman, President, Secretary & Manager	Official relationship to the Issuer	Number of shares/ debentures

Details of Lock-in schedule

Number of Securities	Category of Shareholders	Distinctive Number Range		Date up to which shares are under lock- in	
		From	To	From	To

Date: _____

Place: _____

Signature of Company Secretary/ Authorised Signatory:

Contact Details

You may like to contact the Listing – Issuer Services team in case of any queries / suggestions and enquiry about listing on MCX Stock Exchange Limited (MCX-SX).

Contact Us

Listing - Issuer Services
Exchange Square, Suren Road,
Andheri (East),
Mumbai - 400093
Tel No: +91 22 6731 8949 | Fax: + 91 22 6726 9555
Mobile: + 91 91672 59201
Email Id: listing-issuerservices@mcx-sx.com
Web: www.mcx-sx.com

MCX-SX Offices

HEAD OFFICE: Exchange Square, Suren Road, Chakala, Andheri (E), Mumbai - 400 093.
Tel.: +91-22-6731 8949, Fax: +91-22-6726 9555. E-mail: listing-issuerservices@mcx-sx.com,
Url: www.mcx-sx.com.

Ahmedabad: 401, Sakar - 1, Nr. Gandhigram Railway station, Opp Nehru Bridge, Ashram Road, Ahmedabad - 380 009. Tel: +91-79- 6661 5888/6661 9888.

Bangalore: No: 206, 2nd Floor, Money Chambers, No: 6, K H Road, Bangalore – 560027.
Tel: +91-80-3296 2066, Fax: +91-80-4167 3707.

Chennai: Flat No: 1A & B, 1st Floor, Doshi Towers, EVR Salai, Kilpauk, Chennai – 600010.
Tel: +91-44-4395 0850, Fax No: +91-44-4395 0899.

Hyderabad: Flat No.201, Meridian Plaza, Besides Lal Bungalow, Ameerpet, Hyderabad - 500 016.
Tele/Fax: +91-40-4007 5037.

Indore: 403, Corporate House, A Wing, Near DAW University, RNT Marg, Indore (MP) – 452001,
Tel: +91-731-3206 669, Fax: +91-731-2524 206.

Jaipur: 212 Shekhawati Comp, 2nd Floor, Station Road, Jaipur - 302 001
Tel: +91-141-4011 930, Fax: +91-141-4011 930.

Kolkata: BNCCI House, 3rd Floor, 23, Sir R N Mukherjee Road, Kolkata - 700 001.
Tel: +91-33-2231 7253/54, Fax: +91-33-2231 7254.

Kanpur: NBHC Ltd, 1st floor, 7/43, D-2, Tilak Nagar, Near State Bank of India, Kanpur - 208 002.
Tel: +91-512-2533 079.

Ludhiana: 501, LSE Building, Feroze Gandhi Market, Ludhiana - 141 001. Tel: +91-161-3206 872.

New Delhi: MCX Stock Exchange, Mercantile House, 404-407, 4th Floor, K.G. Marg, Connaught Place, New Delhi - 110 001 Tel: +91-11-4300 3000, Fax: +91-11-4300 3030.

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