

APPLICATION FOR APPROVAL OF CHANGES IN DESIGNATED DIRECTORS

(All documents to be submitted in 2 sets)

(On letterhead of member)

Date:

The Membership Department
MCX Stock Exchange Limited
Exchange Square, Suren Road,
Andheri (East),
Mumbai – 400 093.

Dear Sir / Madam,

Ref : SEBI Regn No _____

We, _____, trading / trading cum clearing member / clearing member of the Exchange hereby seek your prior approval for changes in designated directors as per the details given below:

Sr.	Particulars of Changes	Applicable (Yes/No/NA)
1	Appointment of Designated Director	
2	Resignation of Designated Director	
3	Re-designation from Designated Director to Non-designated Director	
4	Re-designation from Non-designated Director to Designated Director	

Further, we confirm that:

1. The Incoming director is not a sub-broker / Authorised Person of any other member of the Exchange.
2. The incoming designated director is not a designated director of another member of MCX Stock Exchange Limited.
3. There will be atleast two designated directors at all points of time.
4. The designated directors will possess at least two years of experience pertaining to securities market.
5. a) Change in designated directors is not accompanied by change in shareholding and control #

b) Change in designated directors is accompanied by following changes in shareholding and also change in control #

c) Change in designated directors is accompanied by following changes in shareholding but no change in control #

Please state the changes in brief for point (5) (b) or (c) above (as applicable):-

6. a) There is no change in the list of directors with respect to last list of directors submitted to the Exchange at the time of admission as member # **or**

b) There is no change in the list of directors with respect to last approved list of directors given by the Exchange vide its approval letter Ref No _____ dated _____ #

Strike out whichever is inapplicable

The following documents are submitted by us in regard to this application:

Sr.	Particulars of Document	Submitted (Yes/No/ NA)
1.	Confirmations of the member as per Annexure DD-1 enclosed	
2.	Additional details of the incoming designated director/s as per Annexure DD-2 Certified true copies of PAN Card enclosed*	
3.	Certified true copy of proof of educational qualification and Experience certificates (suggested format of experience certificate enclosed for reference)	
4.	Details of present directors as on _____ as per Annexure DD-3 to be certified by a practising Chartered Accountant	
5.	Details of proposed directors as per Annexure DD-4	
6.	Certified true copy of Board Resolution	

*** Copy of PAN Card has to be self attested**

We hereby seek prior approval from SEBI for change in status and constitution as stated in SEBI circular MIRSD/MSS/Cir-30/13289/03 dated July 09, 2003 under rule 4 C of SEBI (Stock Brokers & Sub Brokers) Rules & Regulations, 1992 read with Regulation 6A1(c) of the SEBI (Stock Brokers & Sub Brokers) Regulations, 1992.

For any further communication in this regard, please contact the undersigned or Mr. / Ms. / Mrs. _____ (Name and Designation) on _____ (contact numbers) / email id _____

For _____ (Name of Member)

Signature of Designated Director / Authorised signatory
Name of the Designated Director / Authorised signatory

Place:

© Authorised Signatory as intimated to the Exchange or as per Board Resolution enclosed

Annexure DD-1

(To be given on the letterhead of the member)

To,
MCX Stock Exchange Ltd.
Exchange Square, Suren Road
Andheri (East), Mumbai - 400093

We hereby solemnly confirm that:

1. We are not connected with any defaulter / expelled member of any Stock Exchange. We further declare that none of the shareholders or directors of our company are connected with any defaulter or expelled member of any Stock Exchange (If connected - details enclosed)
2. There is no complaint / arbitration /disciplinary proceeding pending against us. (In case of pendency – details enclosed)
3. There is no investigation / inquiry by any exchange pending against us or any of our directors/shareholders. (In case of pendency – details enclosed)
4. As on date, we, as a member of the MCX Stock Exchange Limited (MCX-SX) have paid fees, as applicable, to SEBI.
5. I have paid full fees along with interest in respect of all erstwhile entities, if any.
6. The incoming director is eligible to be appointed as designated director and meets the eligibility criteria specified under the Securities Contracts (Regulation) Act, 1956

For _____ (Name of Member)

Signature of Designated Director / Authorised signatory@
Name of the Designated Director / Authorised signatory

Date:

Place:

@ Authorised Signatory as intimated to the Exchange or as per Board Resolution enclosed

Annexure DD-2

(To be given on the letterhead of the member)

To,

MCX Stock Exchange Ltd.
Exchange Square, Suren Road
Andheri (East), Mumbai - 400093

Dear Sir/ Madam,

We propose to appoint Mr./Mrs./Ms. _____ as a designated director of our company and we have also ensured that he is not disqualified for being member of a stock exchange under the provisions of SCRR.. The details and information with respect to said director is as follows:

- 1) Name :
- 2) Residence Address :
- 3) Contact No. :
- 4) Age :
- 5) Educational Qualification:
- 6) Experience :
- 7) Shareholding in M/s. _____ (member):
- 8) Interests in any other company as a Director:
- 9) Following information about the new director: (please mention Yes/No and If 'Yes' then please provide the details)
 - (i) Are any court case/s pending against the new director?
 - (ii) Has any disciplinary action been taken by any stock exchange against him or the member in which he held the offices of a director and which had been a member of a stock exchange If so, please give details in a separate sheet.
 - (iii) Has ever been adjudged bankrupt or have any receiving order been made against them or have been proved to be insolvent at any time?
 - (iv) Has ever been involved in litigations, suits or proceedings connected with securities market and economic offences or have been involved in any financial liability of contingent or unascertained nature ?
 - (v) Has ever been at any time convicted of any offence (including economic offences) involving fraud or dishonesty or financial irregularities or any warning censor or any penalty has been imposed by Regulatory agencies such as SEBI, RBI, Department of Company affair nor any other such Regulatory body ?

- (vi) Has ever been / is a member of any other Stock Exchange?
- (vii) Has ever been at any time denied / rejected for membership of any stock exchange or commercial organisation?
- (viii) Whether held the offices of the Director in any company which had been a member of a stock exchange and which has been ever been suspended / expelled / declared a defaulter on any other stock exchange or commercial organisation and whether any economic offence or any warning censor or any penalty has been imposed by any Regulatory agencies such as SEBI, RBI, Department of Company affair nor any other such Regulatory body against such company?
- (ix) Has ever been engaged as principal or employee in any business other than that of securities?

For _____ (Name of Member)

Signature of Designated Director / Authorised signatory@
Name of the Designated Director / Authorised signatory

Date:

Place:

@ Authorised Signatory as intimated to the Exchange or as per Board Resolution enclosed

ANNEXURE DD-3

DETAILS OF DIRECTORS AS ON _____
(On letter-head of member)

Sr No	Name \$	Father Name \$	Designation @	Date of Birth	Education	PAN Number	Residential Address & Telephone/ Mobile Nos./ Email ID/ Fax No.	Designated directors (Yes/No) #	Share holding			Directorships/ controlling shareholding in other cos.
									No.	Amt	% of total	
1												
2												
3												
4												

NOTES:

- @ Please clearly state whether the Director is a Managing Director or Wholetime Director or Executive Director or Non-Executive Director or Executive Chairman or Non-Executive Chairman.
- # Identify at least two designated directors (A designated director is one who is a graduate by qualification (or CA, ICWA or CS) and possesses at least 2 years of experience pertaining to capital market. They, essentially, look after the stock market operations of a member entity. Every member corporate should have at least 2 such directors who meet the aforesaid norms.)
- \$ All initials to be expanded.

We confirm that the change in directors is not accompanied with change in shareholding / control of the member

For ----- (Name of the member)

For----- (Name of the member)

Signature of Designated Director
Name of the designated director
Rubber stamp of the member
Date:
Place:

Signature of Designated Director
Name of the designated director

CERTIFICATE

This is to certify that the shareholding in _____ as given above, based on my/ our scrutiny of the books of accounts, records and documents is true and correct to the best of my/our knowledge and as per information provided to my/our satisfaction.

Place:

For (Name of Accounting Firm)

Date:

Name of Partner/Proprietor
Chartered Accountant
Membership Number
Rubber Stamp

ANNEXURE DD-4

DETAILS OF PROPOSED DIRECTORS

(On letter-head of member)

Sr No	Name \$	Father Name \$	Designation @	Date of Birth	Education	PAN Number	Residential Address & Telephone/ Mobile Nos./ Email ID/ Fax No.	Designated directors (Yes/No) #	Share holding			Directorships/ controlling shareholding in other cos.
									No.	Amt	% of total	
1												
2												
3												
4												

NOTES:

- @ Please clearly state whether the Director is a Managing Director or Wholetime Director or Executive Director or Non-Executive Director or Executive Chairman or Non-Executive Chairman.
- # Identify at least two designated directors (A designated director is one who is a graduate by qualification (or CA, ICWA or CS) and possesses at least 2 years of experience pertaining to capital market. They, essentially, look after the stock market operations of a member entity. Every member corporate should have at least 2 such directors who meet the aforesaid norms.)
- \$ All initials to be expanded.

We confirm that the change in directors is not accompanied with change in shareholding / control of the member

1) For ----- (Name of the member)

Signature of Designated Director/Authorised signatory as intimated to the Exchange or as per Board Resolution enclosed
Name of the designated director /Authorised signatory

2) For----- (Name of the member)

Signature of Designated Director/Authorised signatory as intimated to the Exchange or as per Board Resolution enclosed
Name of the designated director /Authorised signatory

Rubber stamp of the member
Date:
Place:

(Suggested format of Experience Certificate to be issued on letter head of the issuer of the certificate)

TO WHOMSOEVER IT MAY CONCERN

This is to certify that Mr./ Ms. / Mrs. _____ was working with us from _____ to _____ for a period of _____ years and _____ months in the capacity of _____ (state the Designation)

His area of dealings and operations was as follows (Give brief description)

For _____ (Name of the issuer of the certificate)

Name of person signing the certificate

Designation of the person signing the certificate

Date :

Place: