

AHMEDABAD STOCK EXCHANGE LTD. (ASE LTD.)

TERMS AND CONDITIONS FOR DEPOSIT BASED TRADING MEMBERSHIP RIGHT

1. **All the application for Deposit Based Trading membership right of Ahmedabad Stock Exchange Ltd. shall be accepted strictly in the prescribed Form and formats.**
2. Only those Individual/Corporate Members, who are eligible to be admitted to the Deposit Based Membership of Ahmedabad Stock Exchange Ltd. as per its Rules, The Securities Contracts (Regulations) Act, 1956 and Rules framed thereunder and guidelines issued by the Government/SEBI from time to time, can participate.
3. Any Individual/ Corporate member desiring to participate of the said membership right has to apply to “Assistant Manager (Membership & Arbitration), Ahmedabad Stock Exchange Ltd.” in the prescribed Application Form and pay Rs.3,00,000.00 as Admission cum processing fees (Rs.10000.00 shall be refundable processing fees, subject to necessary approvals) by way of Demand Draft/Pay-order drawn in favour of “ Ahmedabad Stock Exchange Ltd.”, payable at Ahmedabad.
4. Admission cum processing fees of unsuccessful applicant shall be refunded within 7 days of the determination of admission to Membership of the Exchange by the Screening Committee/Governing Board of ASE Ltd.
5. If a person, whose application is accepted, does not deposit the balance required deposits, as prescribed by Governing Board of ASE Ltd. in its meeting dtd.10.01.2007, within ONE month from the date of acceptance of the application, then his Admission cum processing fees of Rs.10000.00 will be forfeited and he will have no claim whatsoever for the Membership Right on the basis of the aforesaid application.
6. The Screening Committee/Governing Board shall have absolute powers to accept or reject any application without assigning any reasons thereof and to elect or refuse any person to be a Trading member of Ahmedabad Stock Exchange Ltd.
7. Any false information will automatically disqualify the applicant, and render the application invalid.
8. **Any admission considered by Screening Committee/ Governing Board shall be subject to necessary approval by SEBI under SEBI Act.**
9. All the applications shall be screened and weighted in terms of the guidelines prescribed by SEBI in respect of selection of members, through Public Notice and any criteria/conditions/procedures that may be determined by the Screening Committee, approved by SEBI for this purpose from time to time.
10. Incomplete application forms and/or non-fulfillment of minimum eligibility criteria under any Rules, guidelines, conditions or procedures in whatsoever manner, shall be subject to summary rejection by the Authorities.

NOTES FOR APPLICANTS

An applicant for Deposit Based trading membership is required to note the following and furnish all the documents.

1. Applications should be completed in all respects.
2. **Applications should be re-typed on A4 size paper/ on Company's letterhead provided all the contents remain intact.**
3. Bio-data of Proprietor/Partners/Directors should give detailed information on the nature of work and number of years experience in each position. (Specify number of years experience in activities related to securities market, banking services, financial services etc. with relevant details.)
4. Proposed organisation structure: Proposed organisation structure to be indicated by way of an organisation chart. The organisation chart should include inter-alia the names and designations of directors to be involved in the Capital Market segment. Kindly ensure that the detailed bio-data/certificates of all those to be involved in the Cash Segment are enclosed separately.
5. The Net worth should be computed as of March 31, _____ or later and presented in the prescribed format given in Annexure C-1, along with the computation sheet. For registered firms networth of each partner should also be submitted.
6. Details should be given of each item considered in the computation. Thus, details of investments, current assets, current liabilities, fixed assets including land and building, Debtors outstanding for more than 3 months etc. should be specifically stated. Even if the amount of any item involved in the computation is nil, it should be stated in the computation.
7. The Net worth certificate should be submitted as on the basis of audited balance sheet.
8. Duly completed application should be submitted alongwith the following
 - Account Payee Bank Draft / Cheque for Rs. 3,00,000/- payable at Ahmedabad.
 - Certificate of Incorporation, Memorandum & Articles of Association. Or Registered Partnership Deed
 - Networth Certificate in the format provided in Annexure C-1.
 - Current Shareholding/Sharing Pattern in the format provided in Annexure C-5.
 - Copies of the Balance Sheet for last 3 financial years.
 - Challans of Corporate Income Tax and Wealth Tax paid for the latest Assessment Year.
 - Copies of the latest Assessment Orders of Income Tax and Wealth tax.
9. List of investments valued at market price as on 31st March/as on date of application.
10. Proof of age and educational qualification of all the directors, should be duly attested by gazetted officer to be attached
11. Attested copies of Certificate of Incorporation, Memorandum of Association and Articles of Association. In the MOA, Stock-broking should be one of the main objects of the company.
12. Such documents as may be called for and be required by the Ahmedabad Stock Exchange Ltd. from time to time.
13. Attention of applicants is particularly drawn to the following provisions:
 - Any canvassing by an applicant shall debar his/her/its application from being considered for membership of the exchange.

The number of members to be admitted shall be at the sole discretion of the exchange.

6. Registered Office Address: _____

City _____
Pin _____
Tel. _____
Mobile No. _____
Telex _____
Fax _____
Email ID _____

Contact Person's Name _____

Designation _____

7. Address for Communication: _____

City _____
Pin _____
Tel. _____
Mobile No. _____
Telex _____
Fax _____
Email ID _____

Contact Person's Name _____

Designation _____

8. Main Dealing Office Address: _____

City _____
Pin _____
Tel. _____
Mobile No. _____
Telex _____
Fax _____
Email ID _____

Contact Person's Name _____

Designation _____

Usable carpet area of _____
The office (in sq. ft)

9. Are there any branch offices? (If yes, please give their address, telephone no, telex/fax, contact persons name, carpet area in a separate sheet.)

10. Net-worth in Rs. _____ Lakhs as on _____.

(The Network certificate has to be submitted in the format prescribed in Annexure C-1)

11. Are you engaged in any fund based activities, for eg:

- a) Leasing / Hire Purchase
- b) Lending
- c) Inter-corporate Deposits
- d) Loans and Advances
- e) Any other type of Lending
- f) Other activities (Please give full details)

12. Are you aware that on admission to the trading membership of the exchange you will have to sever connection with any business other than that of securities?

13. Level of Income in the last 3 years (expressed in terms of percentage and the corresponding amount in Rs. Lakhs) of the applicant from activities such as:

Activities	Income (Rs. In Lakhs)	Percentage of Total
a) Stock Broking b) Merchant Banking and related activities c) Fund based activities (such as Leasing /Hire Purchase / Lending/etc.) d) Others (Please specify)		

14. Do you pay Income Tax? If Yes, from when?

(Please attach a copy of the latest Income Tax Assessment Order)

15. Do you pay Wealth Tax? If Yes, from when?

(Please attach a copy of the latest Wealth Tax Assessment Order)

16. Details about availability of necessary infrastructure as per format prescribed in Annexure C-4.

17. Client Network:

(Please enclose a write-up about your client network in stock broking activities giving details of number of regular clients, their profile/category, geographical location, your income from stock broking activities in the respective locations, etc. for the last two years. Please attach proofs wherever possible)

18. Details of proposed organisation structure for dealing in the Capital Market.

19. Name and address of the bankers and the facilities availed from such banks.
(Please enclose reference letters from each bank)

20. Whether are any court case/s are pending against:
1. The applicant/partners/promoters/directors/staff
 2. The applicant, Directors/Promoters and staff who have been a promoter / principal / partner / director of any organisation in the past that has had any court case pending. (If yes, give details)
21. Whether any of the applicant/partners /promoters /directors / employees involved in any financial irregularities? (If yes, give details)
22. Has any disciplinary action been taken by any stock exchange against the applicant or any of the partners/promoters / directors / shareholders / employees of the applicant? If so, please give details in a separate sheet.
23. Please give full details if the applicant/partner / promoters/ shareholders / directors / any of the core staff who will be dealing in the Capital Market Segment:
- Has/have ever been adjudged bankrupt or have a receiver order been made against them or have been proved to be insolvent at any time?
 - Has/have compounded with its creditors for less than full discharge of debts?
 - Has/have ever been involved in litigations, suits or proceedings or have been involved in any financial liability of contingent or unascertained nature?
 - Has/have ever been at any time convicted of an offence involving fraud or dishonesty or financial irregularities?
 - Has/have ever been associated with or a trading member of or subscriber to or a shareholder or debenture holder of any other stock exchange?
 - Has/have ever been denied / rejected for membership of any stock exchange or commercial organisation? If yes, when
 - Has/have committed any act which renders it liable to be wound-up?
 - Has/have ever been suspended / expelled / declared a defaulter on any other stock exchange or he has been debarred from trading in securities by any Regulatory Authorities like RBI, SEBI etc.?
 - Has/have ever been engaged as principal or employee in any business other than that of securities?
 - Has/have had a provisional liquidator or receiver or official liquidator appointed to it by a competent court?

(If answers to question Nos. 21 - 23 are yes, please give complete details separately.)

Any misstatement or misrepresentation or suppression of facts in connection with this application for trading membership or breach of any undertaking or condition of

admission to trading membership entails rejection of application or expulsion of trading membership, including forfeiture of admission fees, to the extent specified as processing fees.

I/We hereby state that the abovementioned particulars are true, correct and complete to the best of my/our knowledge and information. I / We also state that no relevant material fact has been suppressed.

Signature:
Name:
Designation:

Signature:
Name:
Designation:

Date:
Place:

APPLICATION TO BE SIGNED BY :

- For Corporates: - Managing Director/Whole Time Director and:
- ◇ any other Whole Time director, or
 - ◇ any other directors authorised by the Board. (submit copy of the relevant Board resolution)

ANNEXURE-B1 (For Corporates)
FORMAT OF CERTIFICATE TO BE FURNISHED BY APPLICANT
ALONGWITH APPLICATION

From:

The name and address of the proposed trading member

To:

**The Managing Director,
Ahmedabad Stock Exchange Ltd.**

1st Floor, Kamdhenu Complex,
Panjarapole,
Ahmedabad-380 015

Dear Sir,

1. The net worth of the company, as on _____, computed and certified in the prescribed format as indicated in Annexure : C-1, is Rs. _____lakhs (net worth should be indicated as on 31st March of last financial year or later).
2. The company is not engaged as principal or employee in any fund based activity or any business other than that of securities, except as a broker or agent not involving any personal financial liability or for providing merchant banking, underwriting or corporate or investment advisory services, as permitted by SEBI. The company shall take prior approval from ASE Ltd. before forming any subsidiary or acquiring any other company.
3. Details of membership(s) in any stock exchange in the name of the company, its subsidiaries or any of the directors / dominant promoter group therein, are given in Annexure: C-2. It is further certified that none of these memberships has ever been suspended / expelled / penalised / declared defaulter or any other disciplinary action initiated there against by the concerned Stock Exchanges or any other regulatory authority except as detailed in Annexure: C-2.
4. **Details of MINIMUM TWO QUALIFYING/DESIGNATED DIRECTORS** and another director having minimum two years of direct experience in the securities market, as a sub-broker, authorised assistant or remisier are given in Annexure: C-3. (Such experience will include working as a dealer, in the back office or as a researcher with any individual or organisation operating in the securities market.)
 - Have passed a Certification Programme approved by SEBI. (Proof enclosed)
 - Shall clear a Certification Programme approved by SEBI before being allowed to commence operations in the Capital Market segment.

(Strike out whichever is not applicable)

5. We have adequate infrastructural facilities at Ahmedabad for the purpose of clearing & settlement. Details of the same and details of Authorised persons at this center are given in Annexure:C-4.
6. Attested copies of Certificate of Incorporation and Memorandum and Articles of Association of the company are enclosed. Copies of the audited Balance Sheets for last three financial years are also enclosed.
7. The share holding pattern of the company as on _____ is given in Annexure: C-5.
8. The list of persons forming part of dominant promoter group and their shareholding is given in Annexure: C-6. Besides, written unqualified and irrevocable support of their ____ (give number) close relatives for including their shareholding as on _____ (date given in (7) above) for the purpose of determining the dominant promoter group are enclosed in the prescribed format. Any change in the composition of the dominant promoter group would be effected only after taking prior approval of ASE Ltd..
9. After _____ (date given in (7) above), there has been no change in the Board of Directors of the undersigned, nor is it likely to be effected due to:
 - any direct or indirect transfer of shares or securities in the share capital of the company
 - any direct or indirect transfer of shares or securities in the share capital of any one or more companies or bodies corporate holding any part of the paid up capital of the company.*(Strike out whichever is not applicable and give complete details, wherever any change has taken / likely to be take place.)*
10. Any of the promoters or dominant shareholders of the company do not singly or jointly have an equity holding of 10% or more and/or any share in his/their own name and/or jointly with any of his/their close relatives in any other trading membership of the ASE Ltd.
11. In case, the company goes for a public issue, the Offer document / Prospectus shall be submitted to the Exchange for prior perusal, atleast 21 days before opening of subscription list.

We hereby state that the information given above is true, correct and complete to the best of our knowledge and information. We also state that no relevant material fact has been suppressed. We agree that in the event of any of the above statements being found false, incorrect or incomplete, we recognise that ASE Ltd. may take any action as it may deem fit, including termination of the trading membership. We also agree to provide ASE Ltd. with all such documents as may be called for and be required by ASE Ltd. from time to time.

We hereby undertake to inform ASE Ltd. about any change in the above mentioned facts within 15 days of the change taking place / coming to our knowledge, whichever is earlier.

Place:

Date:

** Signature(s)

** **TO BE SIGNED BY :**

Managing Director/Whole Time Director and/or any other Whole Time director, or any other directors authorised by the Board. (submit copy of the relevant Board resolution)

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF THE COMPANY IN THE BOARD MEETING HELD ON _____ AT THE REGISTERED OFFICE OF THE COMPANY @ _____ A.M.

APPLICATION FOR MEMBERSHIP WITH STOCK EXCHANGE:

Authorisation for making an application to the Stock Exchange and deal with in connection there with.

" RESOLVED THAT Mr./Ms. _____ and Mr./Ms. _____ of the company be and are hereby appointed to make a necessary application to the Stock Exchange."

" RESOLVED further that the Company do apply for the Membership of the Stock Exchange, Ahmedabad as Corporate Member pursuant to the Object clause of the Company and Mr./Ms. _____, Designated Director and Mr./Ms. _____, Designated Director, be and are hereby authorised to sign necessary application forms and documents as may be required in this regard and incidental thereto on behalf of the company."

For, _____

Director

Place: Ahmedabad

Date:

NOMINATION FORM (Applicable only in case of Sale/transfer/Nomination)

FROM:

NAME:

ADDRESS:

To:

Managing Director
Ahmedabad Stock Exchange Ltd.
Ahmedabad

Sir,

I/We, _____
(name of erstwhile Individual Trading member)

a trading member of Ahmedabad Stock Exchange Ltd., hereby nominate

(Name of the Transferee/ New Corporate entity)

as my/our successor and I/we hereby tender the resignation of my/our Trading
Membership Right in his/ their favour.

Dated this _____ day of _____ 200

Yours faithfully,

(Witness)

Signature of Nominator

(Witness)

Signature of Nominee

Note:

1. Trading Right Certificate of Mr./Ms./M/s. _____
is returned herewith/ not returned herewith as it is lost/misplaced.
2. SEBI Registration certificate No. _____ is enclosed.
3. Last annual subscription Rs. _____ paid on _____
4. Undertaking for SEBI Turnover fees is enclosed.

ANNEXURES TO THE CERTIFICATE TO BE FURNISHED ALONG WITH THE APPLICATION

- C-1:** Certificate of Net worth, along with computation.
- C-2:** Details of Stock Exchange Memberships, other than ASE Ltd..
- C-3:** Details of Directors/ Partners/ Proprietor.
- C-4:** Details of Infrastructure.
- C-5:** Share holding pattern of company./Sharing Pattern of the Firm.
- C-6:** Details of Dominant Promoter Group. (For Corporates)
- C-7:** Undertaking from relative(s) of person(s) constituting/supporting the dominant promoter group. (For Corporates)
- C-8:** Details of the Stock Exchanges in which applicant company is listed. (For Corporates)

The applicant shall submit the Certificate of Networth computed in accordance with the guideline given in the enclosed Annexure C-1. The Annexures C-1, C-5, C-6 and C-7 are to be certified by the Statutory Auditors.

Annexure: C-1

(For Corporates & Individuals)

Certificate dated _____ submitted by _____ to
ASE Ltd.

CERTIFICATE

This is to certify that the Net worth of M/s./Mr./Ms. _____ as on _____ as per the statement of computation of even date annexed to this report is Rupees _____ only).

We further certify that:

- M/s./Mr./Ms. _____ is not engaged in any fund-based activities or business other than that of securities. Existing fund based assets, if any have been divested from the books of account and have not been included for the purpose of calculation of net-worth.
- the computation of net-worth 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

Annexure C: 1A.

**Computation of Networth of Trading Member of Capital Market
Segment as part of Membership Requirements**

The method of computation of Net-worth is as follows:

Capital + Free Reserves

Less Non-allowable assets viz.,

- (a) Fixed Assets
- (b) Pledged Securities
- (c) Cost of membership Card
- (d) Non-allowable securities (unlisted securities),
- (e) Bad deliveries
- (f) Doubtful Debts and Advances*
- (g) Prepaid expenses, losses
- (h) Intangible Assets
- (i) 30% of Marketable securities

*Explanation:

Includes debts/advances overdue for more than three months or given to associates.

Annexure C – 1B.

Computation of Networth of Trading Members as part of Membership Requirements

The trading members are required to provide the Networth Certificate as per the format provided in Annexure C - 1

Notes:-

1. For computation of loans and advances as a component of current assets, all advances / loans other than those arising out of securities dealing have to be excluded. Only such loans and advances arising due to the securities dealings are to be included as current assets for the purpose of networth computation.
2. Valuation of fixed assets for the consideration of networth would have to be certified by government approved valuers and the value would hold good for 3 years unless a fresh valuation is submitted. Only those items of land & building that are in the name of the trading member as well as in the possession of the trading member shall be included under the head (I) - Land & Building component of the Fixed Assets. Those properties that are leased out by the trading member or taken on lease shall not be included for computation of networth. Fixed Assets other than Land & Building shall not be included for the purpose of computation of networth.
3. Valuation of unlisted investments would be at “fair value” of the said investment, i.e. the average of the “earning value” and the “break up value”. For this purpose: -
 - a) The “break up value” means the equity capital and reserves as reduced by intangible assets and revaluation reserves, divided by the number of equity shares of the investee company.
 - b) The “earning value” means the value of an equity share computed by taking the average of profits after tax as reduced by the preference dividend and adjusted for extra-ordinary and non-recurring items, for the immediately preceding three years and further divided by the number of equity shares of the investee company and capitalised at the following rate:-
 - In case of predominantly manufacturing company, eight percent;
 - In case of predominantly trading company, ten percent; and
 - In case of any other company, including an NBFC, twelve percent;
 - If, an investee company is a loss making company, the earning value will be taken at zero.(For e.g. EV for an NBFC with capitalization rate of 12%, is earning per share multiplied by 100/12)

4. Details of items comprising investments, current assets, current liabilities and long term liabilities should be given separately.
5. Current assets should exclude loans to related entities, bad and doubtful debts and debts outstanding for more than 3 months, advance against capital assets, pledged securities / assets, prepaid expenses, bad deliveries and also intangible assets.
6. Debtors should be distinguished as debtors arising from securities operations and others.
7. Value of membership card / Deposits with any other Stock Exchange is to be excluded for the purpose of computation of networth.
8. Advance / Investment with or debts due from persons notified under Special Court (Trial of Offences Relating to Transactions in securities) Act, 1992 are to be excluded for the purpose of computation of networth.

Annexure: C-2

Certificate dated _____

Submitted by _____ to ASE Ltd.

Details of other stock exchange memberships held by the applicant entity, holding company, subsidiary company, promoters, directors & partners as on _____

Sr. No.	Name	Relation @	Stock Exchange	Since (Specify the date)	Membership No.	Mode of Acquisition	Remarks
1							
2							
3							
4							
5							

Date:

Place:

Authorised Signatory/Director (s)

NOTES:

@ : Give details e.g. :

SELF for membership in the name of company, firm.

PARTNER, CHAIRMAN, WHOLE TIME DIRECTOR, DIRECTOR, HOLDING, SUBSIDIARY.

In case of Individuals, give details such as

FIRM in which the applicant is a partner; Details of other partners in the said firm, COMPANY in which the applicant has controlling interest.

: For each of these memberships, give details of disciplinary action, if any, taken by the Stock Exchange or any other regulatory authority in respect of these memberships with dates, providing details such as Expulsion/Suspension/Declared Defaulter/any other disciplinary action or enquiry against the member

Annexure: C-3

Certificate dated _____

Submitted by _____ to ASE LTD.

DETAILS OF DIRECTORS^ / PROPRIETORS AS ON _____ (date of application)

S r N o	Name \$	Experie nce (No. of years) @	Education (Graduate & above / Below graduate)	Quali- fication	Designate d director / (Yes/No) #	Equity Share holding *			Preference Shareholding *			Date of Birt h	Residenti al Address	Contact No.	Father's Name	Directorships /controlling shareholding in other cos.	
						No.	Amt	% Of total	No.	Amt	% Of Total						
1																	
2																	
3																	
4																	

NOTES:

^ Details of all directors (designated and non-designated (to be provided.

\$ All initials to be expanded (full name to be indicated)

@ Experience only in (i) securities market, (ii) as investment consultant, (iii) as portfolio manager, be indicated.

(1) Against each director, please state whether he is designated director or not by indicating 'Yes' or 'No'. Please mark director as designated director only if prior approval of SEBI / Stock Exchange is obtained.

(2) **There must be atleast two designated directors.** (A designated director shall be a graduate by qualification (or CA, ICWA, CS, etc) and possess atleast 2 years of experience in (i) securities market, (ii) as investment consultant, (iii) as portfolio manager. They, essentially, look after the stock market operations of a trading member entity).

(3) Please note that a trading member may have more than 2 designated directors.

(4) Any appointment or resignation of a Designated director requires prior approval of SEBI as per circular no. 355 dated 25th July 2003.

* Not applicable to trading members who are individuals

Date:

Place:

**Director / Compliance Officer
Name of the Person signing**

CERTIFICATE (for corporates only)

This is to certify that the details of directors / proprietor and their shareholding in _____ and the details of their Directorships / controlling shareholding in other companies, 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 Certifying Firm)

Date:

**Name of Partner/Proprietor
Chartered Accountant / Company Secretary
Membership Number**

Annexure: C-4

Certificate dated _____
Submitted by _____ to ASE Ltd.

DETAILS OF INFRASTRUCTURE / OFFICE

MAIN DEALING OFFICE : _____
ADDRESS : _____

CITY : _____
STATE: _____
PIN : _____ .

TELEPHONE : _____

FAX : _____

TELEX : _____

Carpet area of office : _____ sq. feet @

Ownership / Leased /

Others (specify) : _____ @

Contact Person / Authorised Signatory and designation:

OTHER OFFICE(S)

ADDRESS : _____

CITY : _____

STATE: _____

PIN : _____

TELEPHONE : _____

FAX : _____

TELEX : _____

Carpet area of office : _____ sq. feet @

Owned / Leased /

Others(specify) : _____ @

Contact Person / Authorised Signatory and designation :

@ : Give documentary reference

Annexure: C-5 (For Corporates)

Certificate dated _____

Submitted by _____ to ASEL

SHARE HOLDING PATTERN of _____ as on 31/ /200

EQUITY / PREFERENCE (Please indicate and use separate sheets for equity/preference shares)

Sr No.	Name \$	Number of shares held	Face value per share (Rs.)	Amt Paid up (Rs. In lakh)	% Of total
1					
2					
3					
4					
5					
Others					
TOTAL					100%

\$ All initials to be expanded (full name to be indicated)

NOTES:

1. In case of all bodies corporate in the dominant promoter group of the trading member entity, the details of their shareholding shall also be furnished in the same format as given above
2. In case of HUF, give names of Karta and co-parceners.
3. Persons holding 2% or more of the paid up capital should be shown separately and not clubbed in others.

Date:

Place:

**Director / Compliance Officer
Name of person signing**

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:

Date:

For (Name of Certifying Firm)

**Name of Partner/Proprietor
Chartered Accountant / Company Secretary
Membership Number**

Annexure: C-6 (for corporates)

Certificate dated _____

Submitted by _____ to ASEL

DETAILS OF DOMINANT GROUP as on 31/ /200

Sr. No.	Name of dominant shareholder	Person (s) supporting dominant shareholder	Relation	No. Of Shares Held	Total Amt Paid up @	% Of Total @		% Of Total
						Self	Relatives	
1	A							
		A1						
		A2						
2	B							
		B1						
		B2						
3	C							
TOTAL								

§ Please specify relation of person supporting dominant shareholder (e.g. WIFE, HUSBAND, BROTHER ETC.)

(If 'X' is dominant shareholder and 'Y' is extending relative support to 'X', then the relation of 'Y' to 'X' has to be provided in this column. For ex., if 'X' is 'Father' and 'Y' is 'Son', then this column should show 'Son')

@ For arriving at the shareholding of persons constituting the dominant group, the shareholding of close relatives, namely parents, spouse, children, brothers and sisters only may be counted provided these relatives have given an irrevocable, unconditional support in writing in the prescribed format to the Exchange.

Date:

Place:

Director / Compliance Officer

Name of person signing

CERTIFICATE

This is to certify that the details of shareholding pattern of the dominant group of _____ 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:

Date:

For (Name of Certifying Firm)

Name of Partner/Proprietor

Chartered Accountant / Company Secretary

Membership Number

IF APPLICABLE

Annexure: C-7

Certificate dated _____

Submitted by _____ to ASE Ltd.

**UNDERTAKING FROM RELATIVE OF PERSONS CONSTITUTING
DOMINANT PROMOTER GROUP**

I, Mr./Ms./Mrs. _____, son/daughter/wife of Mr. _____, resident of _____ state that I shall irrevocably and unconditionally support in respect of my entire shareholding, Mr. /Ms. _____, a shareholder in the above mentioned company. I further state that I have no objection to my entire shareholding being reckoned with the shareholding of Mr. _____, who is my _____ (give relation's with the letter) for the purpose of determining the dominant promoter group of the said company.

This support is irrevocable and I also undertake to give prior information to the Ahmedabad Stock Exchange Limited before selling or otherwise transferring any part or whole of my above mentioned shareholding.

WITNESS BY:

Signature :

Name :

Address :

Date :

SIGNATURE:

Name :

Place :

Date :

CERTIFICATE

This is to certify that the shareholding in _____ Limited 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:

Date:

For (Name of Certifying Firm)

Name of Partner/Proprietor

Chartered Accountant / Company Secretary

Membership Number

\$: For arriving at the shareholding of persons constituting the Dominant group, the shareholding of close relatives, namely parents, spouse, children and their descendants, brothers and sisters only may be counted provided these relatives give an irrevocable, unconditional support in writing on the prescribed format (Annexure C-7)

IF APPLICABLE

Annexure: C-7

Certificate dated _____
Submitted by _____ to ASE Ltd.

**UNDERTAKING FROM CORPORATES SUPPORTING
DOMINANT PROMOTER GROUP**

We, M/s. _____ Ltd., incorporated as a Company under the Companies Act, 1956 and having its registered office at: _____ do state as under:

1. As per the existing norms of ASE Ltd. (ASEL), the shareholding of Mr./Ms. _____* in our company in direct proportion to our shareholding in the Trading Member Company, may be reckoned for the purpose of arriving at the dominant group in M/s. _____ (Trading Member Company).
2. We are _____% shareholder of the Trading Member Company and Mr./Ms. _____, dominant promoters of the Trading Member Company along with his/her specified relatives i.e., _____ are having _____% shareholding in our company.
3. Mr./Ms. _____* have requested ASE Ltd. to consider their shareholding in our company in the permissible proportion to arrive at the dominant shareholders in the Trading Member Company and also requested us to give an irrevocable undertaking extending unconditional support to Mr./Ms. _____ (Name of the Dominant promoters of the Trading Member Company) to enable ASE Ltd. to consider the aforesaid as dominant group.
4. We hereby extend our unconditional and irrevocable support in favour of Mr./Ms. _____ (Name of the Dominant promoters of the Trading Member Company) for the purpose of the determining the dominant group in the said Trading Member Company.
5. We also undertake to give prior information to the ASE Ltd. before effecting any change in the shareholding of Mr./Ms. _____.*

WITNESS BY:

Signature :
Name :
Address :
Date :

SIGNATURE:

Name :
Place:
Date:

* Name of the Dominant Promoters/Shareholders of the Trading Member Company along with their specified relatives having shareholding in the corporate giving the undertaking.

Contd.

CERTIFICATE

This is to certify that the shareholding of M/s. _____ is/are as mentioned below, based on our scrutiny of the books of accounts, records and documents. We further certify that the information given above is true and correct to the best of our knowledge and as per information provided to our satisfaction.

Sl. No.	Name of the Share holder	No. of Shares	Paid up Share Capital	% Shareholding

Place:
Date:

For (Name of Certifying Firm)

Name of Partner/Proprietor
Chartered Accountant / Company Secretary
Membership Number

Note: The above certificate and Board resolution should be given along with the undertaking as given by corporates supporting the dominant promoter group.

BOARD RESOLUTION

Certified true copy of the Resolution passed at the meeting of the Board of Directors of _____ (Name of the Company) held on _____ (Date) at _____ (Venue).

Resolved that the company shall extend its unconditional and irrevocable support in favour of Mr./Ms. _____, for the purpose of determining the dominant group in M/s. _____ (Trading Member) and accordingly, execute necessary documents including an irrevocable undertaking to give effect to the same and submit it to ASE Ltd.. Resolved further that Mr./Ms. _____, Managing Director of the company be and is hereby authorised to execute necessary documents including such undertaking.

Certified to be true

For _____ **(Name of the Company)**

(Signature)

Name of Person Signing & Designation

To be submitted by corporates
Annexure: C-8
Certificate dated _____
Submitted by _____ to ASE Ltd.

Sr. No	Name of the Stock Exchange(s) on which company is listed	Listed since (date)
1		
2		
3		
4		

Date:

Place:

Authorised Signatory/Director (s)

(Only on Company's Letter Head)

Undertaking

We hereby confirm on behalf of the company that the Company will do the business only of the Stock Broking and it's allied activities i.e. Acting as underwriter, broker to the issue, dealer in securities, buying and selling of shares and securities, merchant banking, market makers, registrar to the issue, share transfer agents, investment business, portfolio management, investment counsel, fixed deposit brokers, financial consultants, financial and discount brokers, advisers/manager/co-manager to the issue and consultants to the issue and will not do any other business.

Chairman/Managing
Director

Designated
Director

Designated
Director

(Only on Company's Letter Head)

Undertaking

We hereby undertake to raise further working capital/authorized capital upto Rs. 50.00 lacs within stipulated time limit to meet with capital adequacy requirements of the Exchange from time to time, as well as in case of multiple memberships, capital requirements of other Stock Exchange(s) also.

Chairman/Managing
Director

Designated
Director

Designated
Director

(Only on Company's Letter Head)

Undertaking

We hereby undertake to company shall not allow change in the shareholding pattern of members of the Company which is not in consonance with the laid down requirements under Sub Rule 4(A) (iii) of Rule-8 of the Securities Contract (Regulation) Rules, 1957 and SEBI Circular No. MIRSD/MSS/Cir-30/13289/03 dated July 9, 2003. However, any change without affecting this limit may be done by us and in such event, we shall intimate to the Stock Exchange the shareholding pattern as on the last date of each quarter within a period of 30 days reckoned from the date of each quarter.

Chairman/Managing
Director

Designated
Director

Designated
Director

(Only on Company's Letter Head)

Undertaking

We hereby undertake not to make any change in qualifying/designated directors without prior approval of Ahmedabad Stock Exchange Ltd. as well as SEBI. As and when we make any change in our qualifying/designated directorship we will furnish all the details of personal Bio data of the incoming director/directors. These changes will be subject to approval of Screening committee and SEBI.

Chairman/Managing
Director

Designated
Director

Designated
Director

(Only on Company's Letter Head)

Undertaking

We hereby declare that the directors of the Company have no relationship with any of the employees of the Ahmedabad Stock Exchange Ltd.

Chairman/Managing
Director

Designated
Director

Designated
Director

(Only on Company's Letter Head)

Undertaking

I/We being the Designated director/directors of _____
undertake to sever all business connections on my/our election as a Designated
Director/Directors of the Company.

Designated
Director

Designated
Director

Board Resolution

Extract of the Minutes of the meeting of the Boar of Directors of the Company held on _____ at the Registered office of the Company _____

“RESOLVED THAT Shri _____ & Shri _____ be and are hereby appointed as qualifying/designated directors of the Company”

Signature of Shri _____
(Designated Director –1)

Signature of Shri _____
(Designated Director –2)

Signature of Designated Directors verified by Chairman/Managing Director: _____

Place:

Date:

(Only on Company's Letter Head)

Undertaking

I/We, _____ being the Designated director of _____ would like to state that I am/ we are not a director in any other Corporate Body which is a member or which has applied for membership of any Stock Exchange.

Designated
Director

Designated
Director

Undertaking

I shall being Trading Member undertake to severe all business connections on my election as a Trading Member of ASE Ltd.

(Signature of the Applicant Trading Member)

Place:

Date:

Declaration for vanishing companies directors

(on Rs.100 non-judicial stamp paper & Notarsed)

We, the directors of _____, having its
Registered office at _____ hereby
solemnly affirm and declare that neither the company nor any directors have been
debarred/ disallowed by SEBI in vanishing Companies.

Further, we hereby confirm that in case of the above information is found
false/incorrect, the decision of the Stock Exchange/ SEBI or any other competent
authority will be binding upon the company as well as its directors as per the
instruction whatsoever.

Name of the Directors

Signature

Date:

Place: Ahmedabad

Undertaking cum Declaration

(on Rs. 100.00 India non judicial stamp paper & notarized)

We, the undersigned directors of _____ having its Registered office at _____ hereby solemnly affirm and declare that, neither the company nor its any director/s have been convicted of any offence involving fraud or dishonesty and having no any type of past police record.

We, further hereby confirm that in case of the above information is found false/incorrect, the decision of ASE Ltd. and/or SEBI or any other competent authority will be binding upon the company as well as to the directors of the company, as per the instruction whatsoever.

Name of directors

Signature

Date:

Place: Ahmedabad

Undertaking

(on company's letter head)

We, the directors of _____ Registered office at
_____ hereby confirm and declared that:

- 1) We are not in any way associated/ connected with any of the defaulting member of the concerned Exchange.
- 2) No enquiry/ investigation is/was pending against the company/directors by the concerned Exchange.

Name of Directors

Signature

Date:

Place: Ahmedabad

Experience Certificate (only on Trading member's Letter head)

This is to certify that Mr./Ms. _____ is working with us as _____* for a period from _____ to _____.

I/we further certify that during his tenure, Mr./Ms. _____ was given adequate working experience of dealing in shares and securities, knowledge of stock broking activities relating to Settlement procedure, Pay-in and Pay-out, Bad deliveries, Margin calculation, client related working experience, computer operations and familiarity with Rules, Bye-laws and Regulations of Ahmedabad Stock Exchange Ltd.

I/we certify that he/she has acquired sufficient working experience in stock market related activities.

To the best of my/our knowledge, he/she bears good moral character.

For, _____

Proprietor/Partner/Director

Place: Ahmedabad

Date:

* Authorised person, Remiser, Sub-broker, Director