



Brief Notes on Removal of Director

Applicability : Listed Entities

Compliances Covered : Companies Act, 2013 and SEBI LODR, 2015 read with circulars of SEBI & Stock Exchanges

Financial Year : 2023-24

Note: This assignment is prepared on basis of General Meeting called by the Requisitionists via sending a special notice to the Company for the Removal of Director under section 100 and 115 of Companies Act, 2013 read with rules made thereunder.

It may be noted that few other alternatives methods are also available for 'Removal of Directors' under the provisions contained in Companies Act, 2013 and may be adopted if circumstances/ provisions would permit so.

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Procedure for Removal of Director

Step-1: Special Notice: Requisitionists send a special notice for proposing for removal the Director to the Company.

Step-2: Issue Board Meeting's Notice: Issue 07 days' notice (shorter notice, if any) for convening Board Meeting along with a copy of special notice to the director concerned.

Step-3: Convene Board Meeting: Hold a Board Meeting to approve decision regarding for removal of the Director, approve notice of calling a General Meeting and Director's representation [if any].

Step-4: Issue General Meeting's Notice: Issue notice of General Meeting and the Special Notice issued by the Requisitionists and Director's representation [if any]. **[Intimating OOBH is available at the General Meeting]**

Step-5: Convene General Meeting: Hold General Meeting and pass Special Resolution for removal of Director after providing Opportunity of being heard to concerned director.

Compliances of Board Meeting

Pre Board Meeting

Step-1: Intimation to Stock Exchange (s) regarding Special notice received by the Company

SI. N.	Particulars	Due Date	Applicable Provision
1.	The Company shall submit intimation of special notice received from Requisitions to Stock Exchange(s). [Pdf mode]	Within 24 hours from received of notice	Reg. 30(1) and reg. 30 (6)

Step-2: Host disclosure on Website of the Company

SI. N.	Particulars	Due Date	Applicable Provision
1.	Host disclosure submitted to Stock Exchange(s) on website of the Company under Section Regulation 30 - Material Event .	Within 2 working days of change in content	Reg. 46 (2)(w) read with reg. 30(8)

Step-3: Issue Board Meeting's Notice:

SI. N.	Particulars	Applicable Provision
1.	The Company will issue 7 days' notice (shorter notice, if any) for convening Board Meeting along with a copy of special notice received from requisitionists.	Sec. 173 read with SS-1

Post Board Meeting

Step-1: Outcome of Board Meeting

Sl. N.	Particulars	Due Date	Applicable Provision
1.	Submission of Outcome of Board Meeting to Stock Exchange(s). [Pdf mode]	Within 30 minutes from the conclusion of Board Meeting.	Reg. 30 (6) read with sub-para 7 of para A of Schedule III & SEBI Circular dated 13.07.2023

Step-2: Host disclosure submitted to Stock Exchanges on Website of the Company

Sl. N.	Particulars	Due Date	Applicable Provision
1.	Host disclosure submitted to Stock Exchange(s) on website of the Company under Section Regulation 30 - Material Event .	Within 2 working days of change in content	Reg. 46 (2)(w) read with Reg. 30(8)

Compliances of General Meeting

Pre General Meeting

Step-1: Advertisement in Newspaper for convening General Meeting through Video Conferencing

SI. N.	Particulars	Due Date	Applicable Provision
1.	Advertisement in newspapers regarding GM being held through AV/OAVM facility.	Before sending the notices and financial statements etc.	MCA General Circulars dated 08.04.2020 & 13.04.2020

Step-2: Intimation of newspaper publication/advertisement to Stock Exchange(s)

SI. N.	Particulars	Due Date	Applicable Provision
1.	Intimation of newspaper publication/advertisement in respect of confirmation of dispatch of notice to Stock Exchange(s). [Pdf mode]	Within 12 hours of advertisement in newspaper.	Reg. 30 (6) read with sub-para 12 of para A of Schedule III & SEBI Circular dated 13.07.2023

Step-3: Issue General Meeting notice along with explanatory statements to Members

SI. N.	Particulars	Due Date	Applicable Provision
1.	The Company shall issue General Meeting notice along with explanatory statements and special notice received from Requisitions to Stock Exchange(s).	Within 21 days from receipt of valid requisition.	Sec. 100 and 101 read with rule 18 of Companies (Management & Administration) Rules, 2014.

Step-4: Submission of General Meeting's notice to Stock Exchange(s)

SI. N.	Particulars	Due Date	Applicable Provision
1.	The Company shall submit notice of General Meeting to Stock Exchange(s). [Pdf mode]	Within 12 hours of issuance of notice to shareholders.	Reg. 30 (6) read with sub-para 12 of para A of Schedule III & SEBI Circular dated 13.07.2023

Step-5: Submission of General Meeting's notice to Stock Exchange(s)

SI. N.	Particulars	Due Date	Applicable Provision
1.	The Company shall submit notice of General Meeting to Stock Exchange(s). [XBRL mode]	Within 24 hours of submission of PDF filing	Stock Exchanges Circulars

Step-6: Host disclosure on Website of the Company

SI. N.	Particulars	Due Date	Applicable Provision
1.	Host notice of General Meeting on website of the Company.	Forthwith after it is sent to the members.	Sec. 108 and rule 20 of Companies (Management & Administration) Rules, 2014 read with Reg. 44 and 47.

Step-7: Advertisement in Newspaper immediately on completion of dispatch of notice

SI. N.	Particulars	Due Date	Applicable Provision
2.	Advertisement in newspapers for the meeting.	Immediately on completion of dispatch of notices.	Sec. 108 and rule 20 of Companies (Management & Administration) Rules, 2014 read with Reg. 44 and 47.

Step-8: Intimation of newspaper publication/advertisement to Stock Exchange(s)

SI. N.	Particulars	Due Date	Applicable Provision
1.	Intimation of newspaper publication/ advertisement in respect of confirmation of dispatch of notice to Stock Exchange(s). [Pdf mode]	Within 12 hours of advertisement in newspaper.	Reg. 30 (6) read with sub-para 12 of para A of Schedule III & SEBI Circular dated 13.07.2023

Step-9: Upload Disclosures made to Stock Exchanges under Reg. 30 on Company's website

SI. N.	Particulars	Due Date	Applicable Provision
1.	Host disclosure submitted to Stock Exchange(s) on website of the Company under Section Regulation 30 - Material Event .	Within 2 working days of change in content	Reg. 46(2) and 47 read with Reg. 30(8)

Step-10: Intimation of e-voting facilities provided by the Company through Depository

SI. N.	Particulars	Due Date	Applicable Provision
1.	The Company shall authorize at least one depository as a Designated Depository (DP) to send SMS /email alerts to all the demat account holders.	Atleast 02 days prior to the date of the commencement of e-voting.	As per Depository (NSDL) Circulars. However SEBI Master Circular dated 11.07.2023, provides for AGM only. [Chapter-VI, Section-VI-C]

Step-11: Submission of proceedings of General Meeting to Stock Exchange(s)

SI. N.	Particulars	Due Date	Applicable Provision
1.	The Company shall submit proceedings of General Meeting to Stock Exchange(s). [Pdf mode]	Within 12 hours of conclusion of General Meeting.	Reg. 30 (6) read with sub-para 13 of para A of Schedule III & SEBI Circular dated 13.07.2023

Step-12: Upload outcome of General Meeting submitted to Stock Exchanges on Company's website

SI. N.	Particulars	Due Date	Applicable Provision
1.	Host disclosure submitted to Stock Exchange(s) on website of the Company under Section Regulation 30 -Material Event .	Within 2 working days of change in content	Reg. 46(2) and 47 read with Reg. 30(8).

Step-13: Submission of Voting Result along with the report of the scrutinizer to Stock Exchange(s)

SI. N.	Particulars	Due Date	Applicable Provision
1.	The Company shall submit voting result along with the report of the scrutinizer to Stock Exchange(s). [XBRL mode only]	Within 02 working days of conclusion of its General Meeting,	Reg. 44 (3) read with NSE circular dated 17.10.2023

Step-14: Upload Disclosures made to Stock Exchanges on Company's website

SI. N.	Particulars	Due Date	Applicable Provision
1.	Upload Voting Result on Company's website	Within 2 working days of change in content	Sec. 108 of Companies Act, 2013 read with Rule 20 read with Reg. 46 (2) read with Reg. 44

Step-15: Submission of e-form DIR-12 to Registrar of Companies (RoC)

SI. N.	Particulars	Due Date	Applicable Provision
1.	The Company shall submit e-form DIR-12 to Registrar of Companies (RoC).	Within 30 days of passing OR/SR for removal of Director.	Sec. 170 read with rule 18 of Companies (Appointment and Qualifications of Directors) Rules, 2014

Step-16: Submit form MGT-14 to Registrar of Companies (RoC) for passing Special Resolution

SI. N.	Particulars	Due Date	Applicable Provision
1.	The Company shall submit form MGT-14 to Registrar of Companies (RoC) for passing special resolution.	Within 30 days of the resolution passed by shareholders.	Sec. 117(3) read with rule 24 of Companies (Management and Administration) Rules, 2014

Step-17: Updation of Master data on MCA Website: After approval of e-form DIR-12 by MCA, the Master data of the Company will be updated accordingly.

Points to be noted

1. **Calling of Extraordinary General Meeting: Section 100**

- (2) The Board shall, at the requisition made by,—
- (a) in the case of a company having a share capital, such number of members who hold, on the date of the receipt of the requisition, not less than one-tenth of such of the paid-up share capital of the company as on that date carries the right of voting;
 - (b) in the case of a company not having a share capital, such number of members who have, on the date of receipt of the requisition, not less than one-tenth of the total voting power of all the members having on the said date a right to vote,
- call an extraordinary general meeting of the company within the period specified in sub-section (4).
- (3) The requisition made under sub-section (2) shall set out the matters for the consideration of which the meeting is to be called and shall be signed by the requisitionists and sent to the registered office of the company.
- (4) If the Board does not, within twenty-one days from the date of receipt of a valid requisition in regard to any matter, proceed to call a meeting for the consideration of that matter on a day not later than forty-five days from the date of receipt of such requisition, the meeting may be called and held by the requisitionists themselves within a period of three months from the date of the requisition.
- (5) A meeting under sub-section (4) by the requisitionists shall be called and held in the same manner in which the meeting is called and held by the Board.
- (6) Any reasonable expenses incurred by the requisitionists in calling a meeting under sub-section (4) shall be reimbursed to the requisitionists by the company and the sums so paid shall be deducted from any fee or other remuneration under section 197 payable to such of the directors who were in default in calling the meeting.

2. **Circulation of Members' Resolution: Section 111**

- (1) A company shall, on requisition in writing of such number of members, as required in section 100,—
- (a) give notice to members of any resolution which may properly be moved and is intended to be moved at a meeting; and
 - (b) circulate to members any statement with respect to the matters referred to in proposed resolution or business to be dealt with at that meeting.
- (2) A company shall not be bound under this section to give notice of any resolution or to circulate any statement unless—
- (a) a copy of the requisition signed by the requisitionists (or two or more copies which, between them, contain the signatures of all the requisitionists) is deposited at the registered office of the company,—

- (i) in the case of a requisition requiring notice of a resolution, not less than six weeks before the meeting;
- (ii) in the case of any other requisition, not less than two weeks before the meeting; and
- (b) there is deposited or tendered with the requisition, a sum reasonably sufficient to meet the company's expenses in giving effect thereto:

Provided that if, after a copy of a requisition requiring notice of a resolution has been deposited at the registered office of the company, an annual general meeting is called on a date within six weeks after the copy has been deposited, the copy, although not deposited within the time required by this sub-section, shall be deemed to have been properly deposited for the purposes thereof.

- (3) The company shall not be bound to circulate any statement as required by clause (b) of sub-section (1), if on the application either of the company or of any other person who claims to be aggrieved, the Central Government, by order, declares that the rights conferred by this section are being abused to secure needless publicity for defamatory matter.
- (4) An order made under sub-section (3) may also direct that the cost incurred by the company by virtue of this section shall be paid to the company by the requisitionists, notwithstanding that they are not parties to the application.

3. Special Notice: Sec. 115 & Rule 23 Companies (Management and Administration) Rules, 2014

- (1) A **special notice** required to be given to the company shall be signed, **either individually or collectively** by such number of members holding **not less than one percent of total voting power** or **holding shares on which an aggregate sum of not less than five lakh rupees** has been paid up on the date of the notice.
- (2) The notice referred to in sub-rule (1) shall be sent by members to the company not earlier than three months but at least fourteen days before the date of the meeting at which the resolution is to be moved, exclusive of the day on which the notice is given and the day of the meeting.
- (3) The company shall immediately after receipt of the notice, give its members notice of the resolution at least seven days before the meeting , exclusive of the day of dispatch of notice and day of the meeting , in the same manner as it gives notice of any general meetings.
- (4) Where it is not practicable to give the notice in the same manner as it gives notice of any general meetings, the notice shall be published in English language in English newspaper and in vernacular language in a vernacular newspaper, both having wide circulation in the State where the registered office of the Company is situated and such notice shall also be posted on the website, if any, of the Company.
- (5) The notice shall be published at least seven days before the meeting, exclusive of the day of publication of the notice and day of the meeting.

4. Removal of Directors: Section 169

- (1) A company may, by **ordinary resolution**, remove a director, not being a director appointed by the Tribunal under section 242, before the expiry of the period of his office after giving him a reasonable opportunity of being heard:

Provided that an independent director re-appointed for second term under sub-section (10) of section 149 shall be removed by the company only by passing a special resolution and after giving him a reasonable opportunity of being heard:

Provided further that nothing contained in this sub-section shall apply where the company has availed itself of the option given to it under section 163 to appoint not less than two thirds of the total number of directors according to the principle of proportional representation.

Date: July 11, 2023

Chapter VI-C [e-voting facility provided by listed entities] [Page No. 36-37]

Applicability : All Listed Entities

Subject: Master circular for compliance with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 by listed entities

Compliances:

Under Regulation 44(1) of LODR Regulations, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/ retail shareholders is at a negligible level.

The aforementioned facilities shall be available to all individual shareholders holding the securities in demat mode. ESPs may continue to provide the facility of e-voting as per the existing process to all physical shareholders and shareholders other than individuals' viz. institutions/ corporate shareholders.

All listed companies are advised to notify the above process available to demat account holders for e-voting in the notice sent to the shareholders.

The aforesaid provisions shall be in addition to the requirements of the Companies Act, 2013 and the rules made thereunder.

Depository shall send a confirmatory SMS to the shareholders that the vote has been cast based on the confirmation received from the ESP.

The listed entity shall provide the details of the upcoming AGMs requiring voting to the Depository. The depository shall send SMS/email alerts in this regard, to the demat account holders, at least 2 days prior to the date of the commencement of e-voting.

Depository may advise the demat account holders to update their mobile number and email ID in order to access the e-voting facility.

Available on: https://www.sebi.gov.in/legal/master-circulars/jul-2023/master-circular-for-compliance-with-the-provisions-of-the-securities-and-exchange-board-of-india-listing-obligations-and-disclosure-requirements-regulations-2015-by-listed-entities_73795.html

Date: October 17, 2023

Applicability : All Listed Entities

Effective Date: November 01, 2023

Subject: Mandatory Filing of Voting Results in XBRL Mode

This is in reference to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 which requires the listed entities to submit the Voting Results within two working days of conclusion of its General Meeting in the format specified by SEBI.

Currently, the listed entities are filing the Voting Results of the General Meeting both in the PDF and XBRL format. To facilitate ease of compliance for the listed entities, it has been decided to discontinue the PDF reporting format of the Voting Results submission and continue the filings in the XBRL format only.

The prescribed XBRL format for filing the Voting Results is available at the below mentioned path:

Path:- NEAPS> Compliance > Event Based Compliances > Voting Result

The listed entities are requested to submit voting result disclosure only in XBRL form on the following path:

Path:- NEAPS > Compliance > Common XBRL Upload > Voting Results

It is pertinent to note that the Voting Results shall be filed mandatorily by all the listed entities through the XBRL mode only with effect from November 01, 2023. Further, submission of Voting Results in the XBRL form will only be treated as compliance under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and no other form of filing (including PDF form) will be treated as compliance.

Link of the above circular:

<https://nsearchives.nseindia.com/web/sites/default/files/inline-files/MANDATORY%20FILING%20OF%20VOTING%20RESULTS%20IN%20XBRL%20MODE.pdf>

Date: June 30, 2023

Applicability : All Listed Entities

Subject: Filing of announcements in XBRL format on BSE listing Centre

Compliances:

- **Disclosure under Regulation 29 of SEBI LODR:**

- Prior Intimation of the Board Meeting.

- **Disclosure under Regulation 30 of SEBI LODR:**

- Change in directors, key managerial personnel (Managing Director, Chief Executive Officer, Chief Financial Officer, Company Secretary etc.), Auditor, Compliance Officer and Share transfer agent;
- Outcome of Board Meeting for Dividend, Buyback, Bonus Issue and decision on voluntary delisting by the listed entity;
- Acquisition(s) (including agreement to acquire), Scheme of Arrangement (Amalgamation/Merger/Demerger/Restructuring), or sale or disposal of any unit(s), division(s) or subsidiary of the listed entity or any other restructuring.

Currently, as a part of compliance all listed entities are required to submit the disclosures in PDF mode as per the provisions of Regulation 30 of the SEBI (LODR) Regulations. Further, all listed entities would be required to submit the filings in XBRL mode within 24 hours of submission of the said PDF filing.

At a later stage (date to be informed separately) Exchange will shift to only XBRL submission.

It may be noted that, XBRL utility for the above-mentioned subjects is available in XBRL section of the Listing Centre.

Available on:

<https://www.bseindia.com/markets/MarketInfo/DispNewNoticesCirculars.aspx?page=20230630-12>

NSE Circular No: NSE/CML/2023/11

Date: January 27, 2023

Applicability : All Listed Entities

Subject: Filing of announcements in XBRL format on NSE Electronic Application Processing System (NEAPS) platform

Compliances:

- **Disclosure under Regulation 29 of SEBI LODR:**
 - Prior Intimation of the Board Meeting.

- **Disclosure under Regulation 30 of SEBI LODR:**
 - Change in directors, key managerial personnel (Managing Director, Chief Executive Officer, Chief Financial Officer, Company Secretary etc.), Auditor, Compliance Officer and Share transfer agent;
 - Outcome of Board Meeting for Dividend, Buyback, Bonus Issue and decision on voluntary delisting by the listed entity;
 - Acquisition(s) (including agreement to acquire), Scheme of Arrangement (Amalgamation/ Merger/ Demerger/Restructuring), or sale or disposal of any unit(s), division(s) or subsidiary of the listed entity or any other restructuring.

Currently, as a part of compliance all listed entities are required to submit the disclosures in PDF mode as per the provisions of Regulation 30 of the SEBI (LODR) Regulations. Further, all listed entities would be required to submit the filings in XBRL mode within 24 hours of submission of the said PDF filing.

At a later stage (date to be informed separately) Exchange will shift to only XBRL submission.

It may be noted that, XBRL utility for the above-mentioned subjects is available in XBRL section of the Listing Centre.

Available on:

https://static.nseindia.com/s3fs-public/inline-files/Circular%20Filing%20of%20announcements%20in%20XBRL%20format%20on%20NSE%20Electronic%20Application%20Processing%20System%20%28NEAPS%29%20platform._0.pdf

Date: June 30, 2023

Applicability : All Listed Entities

Subject: Filing of announcements in XBRL format on BSE listing Centre

Further to Exchange notice dated January 27, 2023, bearing no: 20230127-37 on the captioned subject for submitting corporate announcements under certain subjects, please note that the following announcements subjects filed under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR) will be available in XBRL format with effect from April 01, 2023: ('effective date'):

Compliances:

• **Disclosure under Regulation 30 of SEBI LODR:**

- Issuance or forfeiture of securities, split or consolidation of shares, buyback of securities, any restriction on transferability of securities or alteration in terms or structure of existing securities including forfeiture, reissue of forfeited securities, alteration of calls, redemption of securities etc.;
- Agreements (viz. shareholder agreement(s), joint venture agreement(s), family settlement agreement(s) (to the extent that it impacts management and control of the listed entity), agreement(s)/treaty (ies)/contract(s) with media companies) which are binding and not in normal course of business, revision(s) or amendment(s) and termination(s) thereof.
- Fraud/defaults by promoter or key managerial personnel or by listed entity or arrest of key managerial personnel or promoter.
- One time settlement with a bank
- Resolution plan/ Restructuring in relation to loans/borrowings from banks/financial institutions (Inter-Creditors Agreement).
- Corporate Debt Restructuring.
- Notices of Shareholders Meeting

Currently, as a part of compliance all listed entities are required to submit the disclosures in PDF mode as per the provisions of Regulation 30 of the SEBI (LODR) Regulations. Further, all listed entities would be required to submit the filings in XBRL mode within 24 hours of submission of the said PDF filing.

At a later stage (date to be informed separately) Exchange will shift to only XBRL submission.

- It may be noted that, XBRL utility for the above-mentioned subjects is available in XBRL section of the Listing Centre.

This is issued in furtherance of BSE notice dated January 27, 2023, ref no: 20230127-37.

Available on:

<https://www.bseindia.com/markets/MarketInfo/DispNewNoticesCirculars.aspx?page=20230630-12>

NSE Circular No: NSE/CML/2023/28

Date: March 31, 2023

Applicability : All Listed Entities

Subject: Filing of announcements in XBRL format on NSE Electronic Application Processing System (NEAPS) platform

Further to our circular dated January 27, 2023, bearing ref no: NSE/CML/2023/11 on the captioned subject for submitting corporate announcements under certain subjects, please note that the following announcements subjects filed under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR) will be available in XBRL format with effect from April 01, 2023: ('effective date'):

Compliances:

• **Disclosure under Regulation 30 of SEBI LODR:**

- Issuance or forfeiture of securities, split or consolidation of shares, buyback of securities, any restriction on transferability of securities or alteration in terms or structure of existing securities including forfeiture, reissue of forfeited securities, alteration of calls, redemption of securities etc.;
- Agreements (viz. shareholder agreement(s), joint venture agreement(s), family settlement agreement(s) (to the extent that it impacts management and control of the listed entity), agreement(s)/treaty (ies)/contract(s) with media companies) which are binding and not in normal course of business, revision(s) or amendment(s) and termination(s) thereof.
- Fraud/defaults by promoter or key managerial personnel or by listed entity or arrest of key managerial personnel or promoter.
- One time settlement with a bank
- Resolution plan/ Restructuring in relation to loans/borrowings from banks/financial institutions (Inter-Creditors Agreement).
- Corporate Debt Restructuring.
- Notices of Shareholders Meeting

Currently, as a part of compliance all listed entities are required to submit the disclosures in PDF mode as per the provisions of Regulation 30 of the SEBI (LODR) Regulations. Further, all listed entities would be required to submit the filings in XBRL mode within 24 hours of submission of the said PDF filing.

At a later stage (date to be informed separately) Exchange will shift to only XBRL submission.

- It may be noted that, XBRL utility for the above-mentioned subjects is available in XBRL section of the Listing Centre.

This is issued in furtherance of NSE circular dated January 27, 2023, ref no: NSE/CML/2023/11.

Available on:

https://static.nseindia.com//s3fs-public/inline-files/NSE_Circular_31012023_0_1.zip

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Date: June 30, 2023

Applicability : All Listed Entities

Subject: Circular on use of Digital Signature Certificate (DSC) for announcements submitted by listed companies

In accordance with Regulation 10 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 (LODR), all listed companies are required to file the reports, statements, documents, filings and any other information with the recognized Stock Exchange(s) on the electronic platform as specified by the Board or the recognized Stock Exchange(s). Accordingly, Bombay Stock Exchange has provided for its electronic platform viz. BSE listing Centre for listed companies to file the above documents.

BSE, have decided to make it mandatory to file announcements under various SEBI Regulations using **digital signature certification (DSC)** to the Stock Exchange **except** for following disclosures/events:

- Outcome of Board meeting which includes only financial result.
- Any disclosure in which document(s) issued by entity/ies other than listed company is/are included.
(For e.g., Auditors certificate, NCLT / other court's order, Credit Rating, etc.);
- Newspaper advertisement.
- Any other disclosure(s) as specified by Stock Exchanges from time to time.

Available on:

<https://www.bseindia.com/markets/MarketInfo/DispNewNoticesCirculars.aspx?page=20230630-12>

Applicability : All Listed Entities

Sub: Circular on use of Digital Signature Certificate (DSC) for announcements submitted by listed companies

In accordance with Regulation 10 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 (LODR), all listed companies are required to file the reports, statements, documents, filings and any other information with the recognized Stock Exchange(s) on the electronic platform as specified by the Board or the recognized Stock Exchange(s). Accordingly, National Stock Exchange has provided electronic platform viz. National Stock Exchange Electronic Application Processing System (NEAPS) and the Digital Portal for listed companies to file the above documents.

NSE, have decided to make it mandatory to file announcements under various SEBI Regulations using digital signature certification (DSC) to the Stock Exchange **except** for following disclosures/events:

- Outcome of Board meeting which includes only financial result.
- Any disclosure in which document(s) issued by entity/ies other than listed company is/are included.
(For e.g., Auditors certificate, NCLT / other court's order, Credit Rating, etc.);
- Newspaper advertisement.
- Any other disclosure(s) as specified by Stock Exchanges from time to time.

Available on:

https://static.nseindia.com/s3fs-public/inline-files/NSE_CIRCULAR_05072023_EQUITY.zip

Practical Case for study purpose: Removal of Non-Executive Director and Independent Director of M/s **Tata Motors Limited** on 23.11.2016, may be referred for better understanding and more clarity purpose.

[Source: Filing available on BSE and NSE website]

Thank you so much & best wishes for future

Sharing is caring...

Shree Radhe Krishna...