**DECLARATIONS**

We hereby undertake / declare / confirm that:

1. No enquiry/investigation/ has been initiated against the applicant or any of the promoter shareholders/ directors by any Stock Exchange/SEBI/ any other regulatory authority.
2. No disciplinary action/adjudication/prosecution or any other action has been pending/ taken against us or any of our associate company or any of our directors/promoter shareholders by any stock exchange/SEBI/any other regulatory authority. *(If Yes, please provide complete details alongwith the details of corrective steps taken)*
3. No action in respect of deviations in our stock broking operations has been initiated against us by the stock exchange pursuant to inspection/audit, etc. *(If Yes, please provide complete details alongwith the details of corrective steps taken)*
4. We have not, at any point, introduced any fake / forged/ stolen shares in the market.
5. The applicant/ its Directors/ Promoters/ Associates have not been convicted of any offence involving fraud or dishonesty.
6. Necessary infrastructure like adequate office space, equipment and man power to effectively discharge my/our activities is available with us.
7. As long as the corporate is engaged in stock broking/ as a clearing member of any recognized Stock Exchange / Clearing Corporation in India, it will engage itself in only such business as a member of a recognized Stock Exchange / Clearing Corporation is permitted to engage in under the Securities and Contracts (Regulation) Rules, 1957 (SCRR), and the Rules, Bye-laws & regulations of the Stock Exchange/ Clearing Corporation. We are aware and acknowledge that if we engage in any other business the Exchange/ Clearing Corporation will be entitled to take disciplinary action (including fine, suspension &/or expulsion) against us/ ●We are exempted from the provisions of Rule 8(1)(f) & 8(3)(f) of SCRR. (●Strike-off whichever is not applicable)
8. We, M/s. (Name of the Applicant) and our Directors/ Promoters is/ are not debarred by SEBI from accessing/associating Capital Markets.
9. We are ‘fit and proper person’ as per SEBI (Intermediaries) Regulations, 2008 and confirm the following in this regard:
10. the applicant or its whole-time director has not been convicted by a Court for any offence involving moral turpitude, economic offence, securities laws or fraud;
11. no order for winding up has been passed against the applicant ;
12. the applicant or its whole-time director, has not been declared insolvent and has been discharged;
13. no order, including an order of suspension of certificate of registration, restraining, prohibiting or debarring the applicant or its whole-time director from dealing in securities in the capital market or from accessing the capital market has been passed by SEBI or any other regulatory authority wherein a period of three years from the date of the expiry of the period specified in the order has not elapsed;
14. no order canceling the certificate of registration of the applicant has been passed by SEBI on the ground of its indulging in insider trading, fraudulent and unfair trade practices or market manipulation wherein a period of three years from the date of the order has not elapsed;
15. no order withdrawing or refusing to grant any license / approval to the applicant or its whole-time director which has a bearing on the capital market, has been passed by SEBI or any other regulatory authority wherein a period of three years from the date of the order has not elapsed;
16. the applicant is financially sound;
17. there is no other reason, recorded in writing by SEBI, which in the opinion of SEBI, renders such applicant or its whole-time director unfit to operate in the capital market.
18. Our Directors /Promoters / Associates2 are not ‘Politically Exposed Persons’1 (PEP). If yes, please provide following details:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| **Sr.** | **Full Name of the PEP** | **PAN of PEP** | **Address of the PEP** | **Details of Function / position held by PEP** | **Date since when position held as PEP** | **Relationship of PEP with Member** |
|  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |

**Note:**

1. *As per SEBI master circular IProSD/AML/CIR-1/2010 dated February 12, 2010, ‘Politically Exposed Persons’ (PEP) are individuals who are or have been entrusted with prominent public functions in a foreign country, e.g., Heads of States or of Governments, senior politicians, senior government/judicial/military officers, senior executives of state-owned corporations, important political party officials, etc.*
2. *‘Associate’ has the same definition as given under Section 2(1)(b) of the SEBI (Intermediaries) Regulations, 2008.*
3. *A revised undertaking stamped & signed by two directors or authorised signatory(ies) as per Board Resolution mentioning names and designations need to be submitted as and when there is change in any of the details submitted vide current undertaking.*
4. We shall ensure that the Compliance Officer appointed by us will obtain the required Certification (s) as prescribed by SEBI/ Clearing Corporation from time to time.
5. We have disclosed and reported all the details in regard to inquiry / investigation, if any, that has been conducted by any authorities including government agencies against applicant / promoters / directors etc., during past 10 years and the findings of the concerned agencies available with us have been disclosed fully along with this application.
6. We shall pay the required fee and deposits to the Clearing Corporation and submit the necessary documents as required by the Clearing Corporation for our seeking the clearing membership of the Clearing Corporation and as required from time to time.
7. We will notify the Clearing Corporation within 15 days of any change in information provided in the application.
8. We have as of date cleared all our dues to SEBI in respect of all the SEBI registrations that we hold including SEBI fees, etc. and that we do not have any dues to SEBI outstanding for payment in respect of all our SEBI registrations, if applicable.
9. We also confirm to abide by the provisions of the Securities and Exchange Board of India Act, 1992 and the rules, regulations, guidelines, notifications, circulars, and any other directions as may be passed by the Securities and Exchange Board of India from time to time, issued thereunder and applicable to us, and all other relevant laws including guidelines issued by the Reserve Bank of India and the Government of India.
10. We further undertake to abide by the provisions of Memorandum & Articles of Association and the Rules, Bye-Laws, Regulations, Business-Rules, Circular, Notifications and office orders, issued by the Clearing Corporation from time to time. We conform to be liable for all contracts and transactions in the Clearing Corporation entered by us or by our authorized representatives and comply with all requirements of the Clearing Corporation relating to settlement thereof and also confirm to abide by all decisions of the Clearing Corporation with respect to the operation of the Clearing Corporation and would perform accordingly in meeting our financial, regulatory and operational responsibility as decided by the Clearing Corporation from time to time.
11. The information given in this form is true, correct and complete to the best of our knowledge and information and there is no misstatement or misrepresentation or suppression of facts in connection with this application or breach of any undertaking or condition of admission to clearing membership or of trading cum clearing membership that entails rejection of application. In the event of any information furnished found to be false, misleading or suppression of facts; our certificate of registration is liable to be cancelled by the Clearing Corporation / SEBI without assigning any reasons whatsoever.
12. There is no financial liability which is due and payable in terms of the Act, the Securities Contracts (Regulation) Act, 1956 or rules and regulations there under *(If Yes, please provide complete details)*

1. Applicant has not been subjected to disciplinary proceedings under the rules, and bye-laws of a stock exchange/ clearing corporation, or enforcement action under securities laws, with respect to his business as a stock-broker involving either itself or any of its directors or employees. *(If Yes, please provide complete details alongwith the details of corrective steps taken)*
2. There is no outstanding fee payable by any of the associates of the applicant as member of any stock exchanges/ clearing corporation.
3. Neither the applicant nor any of its directors have been declared defaulters by any stock exchange/ clearing corporation or are associated with any stock brokers/ clearing members/person/entity who have been declared defaulters by any stock exchange/ clearing corporation in India.
4. The applicant is eligible to be admitted as the member of Clearing Corporation as per provisions of SC(R)A, SC(R)R, bye-laws of the Clearing Corporation and circulars issued by Government of India and SEBI.

Stamp:

Date:

Place:

Sign: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Name of the signatory: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Note: Should be signed by the two directors (*who have signed the Application form*)