**Annexure A**

*(On the letterhead of the applicant)*

 Date

To,

The Managing Director

AMC Repo Clearing Limited

Unit No-503, Windsor,

Off CST Road, Kalina,

Santacruz East,

Mumbai-400 098.

Subject: Application for Clearing Membership

Dear Madam/Sir,

We, \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, are desirous to become the **Clearing Member (CM**) in the Repo Segment of AMC Repo Clearing Limited (“**AMC Repo**” or “**Clearing Corporation**”) and we hereby undertake to submit all requisite details as per the application form.

We give an undertaking that we adhere to all the provisions of prescribed guidelines related to Know Your Customer (KYC) norms/ Anti- Money Laundering (AML) Standards/Combating the Financing of Terrorism (CFT)/Obligation of Authorised Persons under Prevention of Money Laundering Act, (PMA), 2002, as amended from time to time and on a continual basis. We are also aware that any violation of any of the KYC norms would attract penal provisions under PMLA and other guidelines.

We hereby undertake to abide by the rules, regulations, and Byelaws of the clearing corporation.

We also hereby undertake to abide by acts, regulations, guidelines, and circulars issued by regulators from time to time.

Thanking You,

Your Sincerely

(Name of the authorized signatory)

(Designation)

**Application Form for Membership of AMC Repo Clearing Limited**

1. **APPLICANT DETAILS:**

| **Sr.** | **Particulars** | **Details to be filled in** |
| --- | --- | --- |
| 1. | Legal Entity name of Applicant (name as per PAN Card) |  |
| 2. | Constitution of Organization (Corporate body, Banks, Primary Dealer etc.-Please specify) |  |
| 3. | Permanent Account No. (PAN) of the Applicant  |  |
| 4. | TAN of the Applicant |  |
| 5. | Date of Incorporation/ Registration, as applicable (DD/MM/YYYY) | Please attached copy of incorporation/Registration |
| 6. | Corporate Identity No. (CIN), if applicable/ Registration Certificate  | Please attached copy of CIN/Registration Certificate |
| 7. | Legal Entity Identifier (LEI) | Please attached copy of LEI certificate |
| 8. | Whether admitted as a Trading Member/ Clearing Member of any other Stock Exchange/ Clearing Corporation. (Please provide the copy of the certificate of registration) | Please mention the SEBI registration no. |
| 9. | Details of Shareholders (holding more than 5% Shareholding/ Voting Rights in the Applicant) and Promoters (**Attach a separate annexure, if required.)** | Name of Shareholders,No. of Shares held,% Shareholding/Voting Rights  |
| 10. | Details of Registration with any other Regulatory Authority | Regulator Name, Details of Registration,Registration No.- Validity |
| 11. | MOA containing stock broking/ clearing member activity under main objects wherever applicable. |  |
| 12. | Details of Membership Fees of Rs. 50000/- | Members have to provide a membership fee of Rs. 50000/- along with application. |

1. **OFFICE DETAILS:**

|  |  |  |
| --- | --- | --- |
| **Type of office** | **Registered Office** | **Correspondence Office** |
| Address |  |  |
| City |  |  |
| District  |  |  |
| State/Union Territory |  |  |
| Pin code  |  |  |
| STD Code |  |  |
| Contact No. |  |  |
| E-mail ID |  |  |
| Website |  |  |

1. **PERSONNEL DETAILS:**

Details of the Chief Executive Officer /Managing Director, Compliance Officer and Other Directors:

|  |  |
| --- | --- |
| **Particulars** | **CEO/Managing Director** |
| Name |  |
| Designation |  |
| Date of Appointment |  |
| Contact. No. |  |
| E-mail ID |  |
| PAN |  |

|  |  |
| --- | --- |
| **Particulars** | **Compliance Officer** |
| Name |  |
| Qualification |  |
| Contact. No. |  |
| E-mail ID |  |
| PAN |  |
| Date of appointment |  |
| Experience |  |
| Correspondence address |  |
| Certification details |  |

| **Particulars** | **Designated Directors** |
| --- | --- |
| Name |  |
| Qualification |  |
| Category |  |
| PAN |  |
| DIN |  |
| Details of Interest in the Applicant |  |
| Details of Directorship in Other entities |  |
| Contact. No. |  |
| E-mail ID |  |

\*Please enclose separate annexure providing details of all the Directors

IV.ASSOCIATES DETAILS

Disclosure of PAN and Other details:

| Sr. | Category | Name of person/entity | PAN | Address |
| --- | --- | --- | --- | --- |
| 1 | Promoters(Provide additional details such as, Address, Telephone No., Email etc.) |  |  |  |
| 2 | Information of group entities-promoters, other group entities, holding companies step down subsidiaries, whether they are registered with SEBI or any other regulatory authority:Name of Regulator:Details of Registration:Registration No.:Validity: |  |  |  |

**\*Separate annexure can be provided for details of related party and associate details**

1. Whether the applicant/ its directors or any associate of the applicant is/are associated with any recognized Stock Exchange(s) / Clearing Corporation(s) or have any other direct/indirect interest\* in securities market?

YES / NO: In case yes, kindly provide the following details: (you may attach a separate sheet, if required, duly signed.

|  |  |  |
| --- | --- | --- |
| **Sr.** | **1** | **2** |
| Name of the person interested |  |  |
| Name of the entity interested |  |  |
| Nature of Interest |  |  |
| Relationship with the applicant |  |   |
| Type of organization |  |  |
| Type of the intermediary # |  |   |
| Name of the Exchange/ Clearing Corporation, if applicable |   |   |
| Legal Entity Name, if applicable |  |  |
| Trading Segments, if applicable |   |   |
| Authority granting registration |   |   |
| Registration No. |  |  |
| Registration Date |  |  |

 (#) Merchant Banker, Portfolio Manager, Registrar to Issue & Share Transfer Agent, Banker to an Issue, Mutual Fund, Venture Capital, Underwriter, Debenture Trustee, FII, Investment Advisor, Research Analyst, Authorised Person, Remisier etc.

(\*) The member is deemed to have direct/indirect interest in the following conditions:

1. Where he is individual, he or any of his relative being a broker/any intermediary, he or any of his relative being a partner in a broking firm/any intermediary, he or any of his relative being a director in a broking company/any intermediary or he or any of his relative clubbed together holding substantial equity in any broking company/any intermediary engaged in capital market.
2. Where it is partnership firm/ company/ limited liability partnership, the relative(s) of partner(s)/director(s) in the firm(s)/corporate body/ limited liability partnership being a broker/any intermediary or being partners(s)/ director(s) in any broking/intermediary engaged in capital market.
3. Relative shall mean husband, wife, brother, unmarried sister or any linear ascendant or descendant of any individual.
4. Whether there are any instances of violation or non-adherence to any securities market related regulations by the applicant entity/directors or its associate(s) / group companies in India or abroad or any associate of the applicant as indicated in above point 2. YES / NO:

If yes, whether any action has been taken by Exchange/Clearing Corporation/SEBI or other regulatory agency in this regard. If yes, kindly state the nature of violation, action initiated/ taken and by which authority, and the details of corrective steps taken thereon. Further, kindly provide the following information as an annexure.

* 1. Top 10 monetary penalties in case of foreign entities and all monetary penalties in case of Indian entities, imposed against the applicant or any associate of the applicant (for irregularities/ violations in the financial services sector or for defaults in respect of shareholders / debenture holders and depositors, by any financial regulatory body or government authority or settlement arrived with any financial regulatory body during the last five years and details thereof). Penalties awarded for economic offences may be disclosed only in case of the applicant.
	2. Details of all cases of suspensions and cancellation of certificate of registration (for irregularities / violations in financial services sector or for defaults in respect of shareholders, debenture holders and depositors) of the applicant or any associate of the applicant shall be disclosed for the last 10 years.

All disclosures on penalties and action taken as per (a) and (b) above against foreign entities may be limited to the jurisdiction of the country where the principal activities (in terms of income / revenue) of the applicant / associate companies are carried out or where the headquarters is situated.

1. Is the applicant entity listed on any stock exchange?

YES / NO: In case yes, kindly provide following details:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| Sr. | Name of Stock Exchange where listed | Date since when Listed  | Current Status (Active/ Suspended/ Delisted | Date of Suspension/ Delisting, if applicable |
|  |  |  |  |  |

1. **FINANCIAL DETAILS**
2. Applicants Net-worth \_\_\_\_\_\_\_\_\_\_\_ (*Rs.in Lakhs*):
3. Name and address of the bankers and the facilities availed from such banks. (Please enclose reference letters from each bank)

Affix photo and also sign across the photo

Affix photo and also sign across the photo

Stamp:

Date:

Place:

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

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

Note: Should be signed by the directors/ Authorised Signatories

**DOCUMENTS/INFORMATION FOR MEMBER REGISTRATION**

| **Sr.** | **Documents Required** | **Important Points/Formats** | **Remarks** |
| --- | --- | --- | --- |
| 1. | Annual Accounts | CA certified Balance Sheet and Profit & Loss Account along with the schedules annexed thereto to be given as on the date of Net worth Certificate. (Latest Annual Report in case of listed entity) |  |
| 2. | Certificate of Chartered Accountant w.r.t Net worth- duly certified by CA, on the letterhead of certifying CA. | As per Annexure A – 3To be given as per the format prescribed by the Clearing CorporationAs per L.C. Gupta net worth computation.If the applicant is regulated by sectoral regulator other than SEBI, the net worth may be computed in the manner as specified by such sectoral regulator. | The figures reported in Computation of net worth should tally with the relevant figures as reported in the Balance Sheet. |
| 3. | Board ResolutionTo enable and to authorize the applicant entity to apply to Clearing Corporation for clearing membership of \_\_\_\_\_\_\_\_\_\_\_\_\_\_, as applicable.To mention the names and designation of authorized signatory(ies) and whether jointly/severally, etc.Board Resolution is to be prepared specifying the Enablement activity and should be signed by at least two directors. | As per Annexure A – 4  |  |
| 4. | Copy of SEBI Registration certificate. | Certified true copy |  |
| 5. | Group structure. | the latest group corporate structure of the applicant’s group of companies. (including the principal activities and the country of incorporation of each of these companies) | Name of group companies, PAN, CIN etc. |
| 6. | Copy of GST Form/Certificate to be provided |  |  |
| 7. | PAN Details | To provide certified copy of the PAN card of the applicant entity. PAN details of Directors/ Authorized signatories and PAN details of the entities disclosed in Associates details |  |
| 8. | Bio data of all designated directors/ Authorized signatories | On the letter head of the company.Company’s stamp to be put on Bio-data and should include Age & Education Details of the directors/ Authorized signatories. |  |
| 9. | Details of experience of at least two designated directors | To be on the letterhead of the entity certifying the experience and the same should be dated:The directors should possess at least 2 years of experience in:* dealing in securities business or
* as an investment consultant or
* as a portfolio manager or
* any other Securities Market related activities (clearly mention along with Capacity /Role, Period)
 |   |
| 10. | Certificate of Incorporation, MOA and AOA | Certified true copy.  |  |
| 11. | Membership Fees  | Admission fees: Rs. 50,000/- (One time) (plus applicable tax) less TDS | NEFT (to be transferred in ARCL bank account) |
| 13. | Declaration | On the Applicant letterhead |  |
| 14 | Certification of Membership Module Examination  | NISM-Series-III A: Securities Intermediaries Compliance (Non-Fund) Certification Examination |  |
| 15. | SEBI fees | Rs. 50,000/- (Annually) (plus applicable tax) | NEFT (to be transferred in ARCL bank account) |

**Applicant Checklist for ARCL registration documents**

| **Sr. No.** | **Documents Name** | **Tick the Box** |
| --- | --- | --- |
| 1 | Application Form |   |
| 2 | Board Resolution |   |
| 3 | Certificate from Chartered Accountant |   |
| 4 | Annual accounts |   |
| 5 | Copy of SEBI Registration Certificate |   |
| 6 | Group Structure |   |
| 7 | Copy of PAN |   |
| 8 | Copy of GST Certificate |   |
| 9 | Bio data of all designated directors/ Authorized signatories |   |
| 10 | Details of experience of at least two designated directors |   |
| 11 | Certificate of Incorporation, MOA and AOA |   |
| 12 | Membership fees of Rs. 50000/- paid to ARCL (GST @18% and TDS) |   |
| 13 | Member Declaration |   |
| 14 | Shareholding pattern |   |
| 15 | Net worth Certificate |   |
| 16 | All documents have companies stamp and with initials on all the pages |  |
| 17 | Details are provided for latest financial year wherever applicable |  |
| 18 | Certification of Membership Module Examination -NISM III |  |
| 19 | SEBI fees of Rs. 50000/- paid to ARCL (GST @18% and **NO** TDS) |  |