

**Ace Derivatives and Commodity Exchange Limited**  
**CHANGE IN SHAREHOLDING PATTERN NOT INVOLVING CHANGE IN DPG**  
**BODY CORPORATE**

**Checklist**

Sr. no.	Annexure	Particulars	Compliance (Yes/No.)
1	A1	Application for change in shareholding pattern	
2	A2	Shareholding pattern and DPG <i>(After change)</i>	
3	A3	Undertaking for relative support <i>(in case of any change in no. of shares of constituent of DPG)</i>	
4	A4	Undertaking for corporate support <i>(in case of any change in no. of shares of constituent of DPG)</i>	
5	A5	Shareholding pattern of Body corporate supporting in DPG <i>(in case of any)</i>	
6	-	Board resolution for change in shareholding pattern <i>(Details of changes to be mentioned in the resolution)</i>	
7	A6	Details of foreign holding <i>(If no foreign holding then submit with the details mentioned as "NA")</i>	
8	A7	Undertaking for foreign holding <i>(in case of any foreign holding)</i>	
9	A8	Declaration by Directors	
10	A9	Declaration for no change in control	
11		Shareholding pattern, DPG, undertaking for support in DPG, Details of foreign holding and Undertaking for foreign holding of holding company <i>(in case of any)</i>	

Please feel free to call /write to us for queries, if any:

Membership Department  
**Ace Derivatives and Commodity Exchange Limited**  
 6th Floor- Zone II, Kotak Infinity, Building No. 21,  
 Infinity IT Park, General A K Vaidya Marg,  
 Dindoshi, Malad (E), Mumbai – 400 097  
 E-mail: [membership@aceindia.com](mailto:membership@aceindia.com)

**APPLICATION FOR CHANGE IN SHAREHOLDING PATTERN**  
(On the letterhead of the company)

To,

Membership Department  
**Ace Derivatives and Commodity Exchange Limited**  
 6th Floor- Zone II, Kotak Infinity, Building No. 21,  
 Infinity IT Park, General A K Vaidya Marg,  
 Dindoshi, Malad (E), Mumbai – 400 097  
 Reference: Member ID: \_\_\_\_\_

We, \_\_\_\_\_, the member of the Exchange hereby seek your approval for changes in the Shareholding Pattern/ Dominant Promoter Group of the Member Company/ holding company, \_\_\_\_\_ (as applicable) as per the details given below:

Sr. No.	Particulars of change	Applicable (Yes/No)	Proposed/post facto
1.	Issue of equity shares		
2.	Transfer of equity shares		
3.	Transmission of shares		
4.	Issue of bonus shares		
5.	Split/consolidation of equity shares		
6.	ESOP's, GDR's etc.		
7.	Buy back of equity shares		
8.	Conversion of bonds/ preference shares to equity shares		
9.	Any other changes, please specify		

**Details of post-facto changes:**

Sr. No.	Particulars of change	Date of change	Remarks, if any

In case of any clarification, Name of the contact person: \_\_\_\_\_  
 Telephone No \_\_\_\_\_ Mobile No \_\_\_\_\_ email  
 id \_\_\_\_\_

For \_\_\_\_\_ (Name of Member)

Signature and seal of the member

Authorised Signatory

Place: \_\_\_\_\_

Date: \_\_\_\_\_

**SHAREHOLDING PATTERN AND DETAILS OF DOMINANT PROMOTER GROUP  
(FOR CORPORATES)  
(ON COMPANY'S LETTER HEAD)**

Share Holding Pattern of \_\_\_\_\_ (Name of the Entity) as on \_\_\_\_\_ (Date)

Paid up capital: Rs. \_\_\_\_\_ (In figures)

Paid up capital: Rs. \_\_\_\_\_ (In words)

Face value of each equity share (or any other instrument): Rs. \_\_\_\_ (In figures)  
Rs. \_\_\_\_\_ (In words)

Details of shareholding pattern and Dominant Promoter Group				
Sr. No.	Name of the shareholder	Relationship (specify relation – In case of indirect Support)	Present shareholding (after the change) as on _____ (date)	
			No. of shares	Percentage of Total
<b>DPG – Direct</b>				
1				
2				
3				
<b>DPG Indirect (support)</b>				
1				
2				
3				
<b>Non DPG</b>				
1				
2				
3				

Please take signatures and stamp of Designated Director & Chartered Accountant on this page

**NOTE:**

- # Give similar details thereof separately only in case of indirect support taken through the body corporate
- # Give similar details thereof separately in case of holding company
- @ Persons holding 5% or more of the paid up capital should be shown separately and not clubbed in Others.

Signature and seal of the member

Signature and seal of the member

Authorised Signatory

Authorised Signatory

Place: \_\_\_\_\_

Date: \_\_\_\_\_

### **AUDITOR'S CERTIFICATE**

This is to certify that the Shareholding in \_\_\_\_\_ (name of the entity) as given above is based on my/ our scrutiny of the books of accounts, records and documents. Further, the proposed shareholding pattern and dominant promoter group as given above is based on the board resolution as provided by the management. The above statements are true and correct to the best of my/our knowledge and as per information provided to my/our satisfaction.

Date:

For (Name of Accounting Firm)

Place:

Name of the Partner/Proprietor

Membership Number

Rubber stamp of firm

**Annexure A3**

Undertaking from Relative of Persons constituting DPG (Dominant Promoter Group)

**{Each relative is to submit separate copy of this disclosure in the form of Annexure}**

I, Mr./Ms./Mrs. \_\_\_\_\_, son / daughter / wife of \_\_\_\_\_ resident of \_\_\_\_\_ declare that

I am the absolute owner of \_\_\_\_\_ (Number of shares) Shares of Rs. \_\_\_\_\_ each of Rs. \_\_\_\_\_ each which constitutes \_\_\_\_\_ % of the total paid up capital of the company \_\_\_\_\_ as on this date.

I state that I shall irrevocably and unconditionally support in respect of my shareholding Mr/ Mrs \_\_\_\_\_, a shareholder in the above mentioned company. I further state that I have no objection to my above mentioned shareholding being clubbed with the shareholding of Mr. / Mrs. \_\_\_\_\_ who is my \_\_\_\_\_ (give relationship with the latter) 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 Ace Derivatives and Commodity Exchange Limited before selling or otherwise transferring my part or whole of my above mentioned shareholding.

Date: \_\_\_\_\_ Signature: \_\_\_\_\_

Place: \_\_\_\_\_ (Name of the Relative of Persons constituting DPG)

WITNESS BY:

Name: \_\_\_\_\_ Name: \_\_\_\_\_  
Address: \_\_\_\_\_ Address: \_\_\_\_\_

Signature: \_\_\_\_\_ Signature: \_\_\_\_\_

Place: \_\_\_\_\_ Place: \_\_\_\_\_  
Date: \_\_\_\_\_ Date: \_\_\_\_\_

**Note:** For arriving at shareholding of person constituting the dominant promoter group the dominant promoter's parents, spouse, children and their descendants, brothers and sisters only may be counted as specified / close relatives provided these relatives give an irrevocable, unconditional support in writing in the prescribed format.

**UNDERTAKING FROM CORPORATES SUPPORTING DPG  
(Dominant Promoter Group)**

We, M/s \_\_\_\_\_ Limited, incorporated as a company under the Companies Act, 1956 and having its registered office at \_\_\_\_\_ do state as under:

(a) As per the existing norms of Ace Derivatives and Commodity Exchange Limited (Ace) the shareholding of Mr. / Ms \_\_\_\_\_\* in our company in direct proportion to our shareholding in the Member company, may be reckoned for the purpose of arriving at the dominant group in M/s. \_\_\_\_\_ (Name of Member Company).

(b) We are having \_\_\_\_\_% shareholding in the Member Company and Mr. / Ms \_\_\_\_\_ dominant promoters of the Member Company along with his / her specified relative's i.e. \_\_\_\_\_ are having \_\_\_\_\_% shareholding in our company.

© Mr. / Ms \_\_\_\_\_\* have requested Ace Derivatives and Commodity Exchange Limited to consider their shareholding in our company in the permissible proportion to arrive at the dominant shareholding in the Member Company and also requested us to give an irrevocable undertaking extending unconditional support to Mr. / Ms \_\_\_\_\_(Name of the Dominant Promoters of the Member Company) to enable Ace Derivatives and Commodity Exchange Limited to consider aforesaid as dominant group

(d) We hereby extend our unconditional and irrevocable support to Mr. / Ms \_\_\_\_\_ (Name of the Dominant Promoters of Member company) for the purpose of determining the dominant promoter group in the said member company.

(e) We also undertake to give prior information to Ace Derivatives and Commodity Exchange Limited before effecting any change in the shareholding of Mr. / Ms \_\_\_\_\_\*

Date: \_\_\_\_\_ Signature: \_\_\_\_\_

Place: \_\_\_\_\_ Name of the Director: \_\_\_\_\_

WITNESS BY:

Name: \_\_\_\_\_ Name: \_\_\_\_\_

Address: \_\_\_\_\_ Address: \_\_\_\_\_

Signature: \_\_\_\_\_ Signature: \_\_\_\_\_

Place: \_\_\_\_\_ Place: \_\_\_\_\_

Date: \_\_\_\_\_ Date: \_\_\_\_\_

\* Name of Dominant Promoters of the member company along with their specified relatives having shareholding in the corporate giving the undertaking.

**(On letter-head of the body corporate)**

To,  
 Membership Department  
**Ace Derivatives and Commodity Exchange Limited**  
 6th Floor- Zone II, Kotak Infinity, Building No. 21,  
 Infinity IT Park, General A K Vaidya Marg,  
 Dindoshi, Malad (E), Mumbai – 400 097

**Shareholding pattern of M/s \_\_\_\_\_ as on \_\_\_\_\_**

Paid Up Capital Rs. \_\_\_\_\_

Equity/ Preference (Please indicate and use separate sheets for equity/ preference shares)

Sr. No.	Name of the shareholder	Number of shares held	Face value per share	Amount Paid up (Rs. in lacs)	% of total
1					
2					
3					
4					
5					
Others					
<b>TOTAL</b>					<b>100%</b>

**Note:**

1. Each page of this annexure is to be signed and stamped by CA / CS

Signature and seal of the body corporate      Signature and seal of the body corporate

Authorised Signatory

Authorised Signatory

Place:

Date:

**CERTIFICATE**

*(To be given by a practicing Chartered Accountant/Company Secretary)*

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

Place:

For (Name of the firm)

Date:

Name of the Partner / Proprietor

Membership Number

Rubber stamp



**Details of foreign holding**  
(On letter head of the member)

To,  
Membership Department  
**Ace Derivatives and Commodity Exchange Limited**  
6th Floor- Zone II, Kotak Infinity, Building No. 21,  
Infinity IT Park, General A K Vaidya Marg,  
Dindoshi, Malad (E), Mumbai – 400 097

Dear Sir,

**Subject: Details of foreign holding**

Foreign holding details as required by the Exchange are furnished as follows:

Name of the Applicant					
Sr. No	Name of Foreign holder	Nature/Type of Foreign holder **	No. of Shares held	Amount paid up in Rs.	% of holding
1					
2					
3					
4					

\* In case your company is a subsidiary company, then the foreign holdings of your (ultimate) parent/holding company is also to be furnished  
\*\* Please specify whether the holder is 1) Foreign Company 2) Foreign Individual 3) Non-Resident Indian (NRI) 4) Overseas Corporate Body (OCB) 5) Foreign Institutional Investor (FII) 6) Person of Indian Origin (PIO) 7) Non Resident – Limited Liability Partnership

We undertake to intimate and update the Exchange as and when there is any change in the aforesaid information.

Thanking you,

Yours faithfully,

Signature and seal of the member

Signature and seal of the member

Authorised Signatory

Authorised Signatory

Place: \_\_\_\_\_

Date: \_\_\_\_\_

**Format of Foreign Holding Undertaking**

(on the Letterhead of the Member)

To,

Membership Department  
**Ace Derivatives and Commodity Exchange Limited**  
6th Floor- Zone II, Kotak Infinity, Building No. 21,  
Infinity IT Park, General A K Vaidya Marg,  
Dindoshi, Malad (E), Mumbai – 400 097

Dear Sir,

“We hereby confirm and undertake all the necessary approvals for allotment of shares to foreign shareholders have been obtained from the appropriate/relevant authorities including that of Foreign Investment Promotion Board (FIPB) to deal in commodities futures contracts by us”.

I/We declare that the information given above is true.

Thanking you,

Yours faithfully,

Signature and seal of the member

Signature and seal of the member

Authorised Signatory

Authorised Signatory

Place: \_\_\_\_\_

Date: \_\_\_\_\_

(On the letterhead of the Member)

To,  
Membership Department  
**Ace Derivatives and Commodity Exchange Limited**  
6th Floor- Zone II, Kotak Infinity, Building No. 21,  
Infinity IT Park, General A K Vaidya Marg,  
Dindoshi, Malad (E), Mumbai – 400 097

Dear Sir,

“I/We hereby confirm/undertake that \_\_\_\_\_ (Trade Name of the Member) and \_\_\_\_\_ (Name of Designated Directors) \_\_\_\_\_ (Name of Designated Directors) and constituents of dominant promoter group

- a. Are not debarred/suspended/declared defaulters by SEBI/FMC/RBI/any recognized Stock Exchange/Commodity Exchange
- b. Are not connected with any of the defaulting/ suspended member of any recognized Stock Exchange/Commodity Exchange.
- c. There are no complaints/disciplinary action against us at SEBI/FMC/RBI/any recognized Stock Exchange/Commodity Exchange.
- d. Have no investigation/ enquiry by SEBI/FMC/RBI/any recognized Stock Exchange/Commodity Exchange is pending against us or undertaken against us.

In case of any action/complaints/investigation/enquiry by any Statutory Agency/Regulatory Agency/Stock Exchange/Commodity Exchange or any statutory body in future, I/We undertake to intimate the Exchange immediately.

I/We declare that the information given above is true.

Thanking you,

Yours faithfully,

Signature and seal of the member

Signature and seal of the member

Authorised Signatory

Authorised Signatory

Place: \_\_\_\_\_

Date: \_\_\_\_\_

**Declaration for No Change in control**  
(On letterhead of the Member)

To,  
Membership Department  
**Ace Derivatives and Commodity Exchange Limited**  
6th Floor- Zone II, Kotak Infinity, Building No. 21,  
Infinity IT Park, General A K Vaidya Marg,  
Dindoshi, Malad (E), Mumbai – 400 097

Dear Sir,

We hereby confirm /undertake that:

1. There is no change in percentage of shares held by the Dominant Promoter Group due to change in shareholding pattern of the company.
2. There is no addition or deletion of constituents of Dominant Promoter Group due to change in shareholding pattern of the company.
3. There is no change in management or change in control due to change in shareholding pattern of the company.

In case of any such change in future we undertake to intimate the Exchange immediately.

We declare that the information given above is true.

Thanking you,

Yours faithfully,

Signature and seal of the member

Signature and seal of the member

Authorised Signatory

Authorised Signatory

Place: \_\_\_\_\_

Date: \_\_\_\_\_