

## Ace Derivatives and Commodity Exchange Limited

### CHANGE IN SHAREHOLDING PATTERN 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>(Present and proposed)</i>	
3	A3	Undertaking for relative support <i>(in case of any)</i>	
4	A4	Undertaking for corporate support <i>(in case of any)</i>	
5	-	Board resolution for change in shareholding pattern <i>(Details of changes to be mentioned in the resolution)</i>	
6	A5	Details of foreign holding <i>(If no foreign holding then submit with the details mentioned as "NA")</i>	
7	A6	Undertaking for foreign holding <i>(in case of any foreign holding)</i>	
8	A7	Declaration by Directors	

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

Membership Department  
**Ace Derivatives and Commodity Exchange Limited**  
 401, B Wing, Building no: 4, Infinity IT Park  
 Gen. A K Vaidya Marg  
 Malad East  
 Mumbai 400 097  
 E-mail: [membership@aceindia.com](mailto:membership@aceindia.com)

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

Date:

To,

Membership Department  
**Ace Derivatives and Commodity Exchange Limited**  
 401, B Wing, Building no: 4, Infinity IT Park  
 Gen. A K Vaidya Marg  
 Malad East  
 Mumbai - 400 097.

Dear Sir,

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:

<b>Sr. No.</b>	<b>Particulars of change</b>	<b>Applicable (Yes/No)</b>	<b>Proposed/post facto</b>
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.	New relative support added or existing support withdrawn		
10.	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 of Designated Director  
Name of Designated Director  
Rubber stamp

**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 (Present and Proposed)						
Sr. No.	Name of the shareholder	Relationship (specify relation – In case of indirect Support)	Present shareholding as on _____ (date)		Proposed shareholding as on _____ (date)	
			No. of shares	Percentage of Total	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.

Date: 1. \_\_\_\_\_ 2. \_\_\_\_\_

Place: Signature(s) of designated directors with their names and rubber stamp      Signature(s) of designated directors with their names and rubber stamp

**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

\*For arriving at the shareholding of persons constituting the Dominant Promoter Group the shareholding of close relatives, namely parents, spouse, children and their descendants, brothers, sisters and associates only may also be counted provided these relatives give an irrevocable, unconditional support in writing on the prescribed format of Exchange.

**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. \_\_\_\_\_ per share paid up, which constitutes \_\_\_\_\_ % of the total paid up capital of the company \_\_\_\_\_ Private Limited / Limited \_\_\_\_\_ 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:  
Address:

Signature:

Place:  
Date:

**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 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:

Address:

Signature:

Place:

Date:

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

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

**Date:**

To,

Membership Department  
Ace Derivatives and Commodity Exchange Limited  
401, B Wing, Building no: 4, Infinity IT Park  
Gen. A K Vaidya Marg  
Malad East  
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,

For (Trade Name)

Authorised Signatory  
(Name of Designated Director)  
Rubber Stamp

Authorised Signatory  
(Name of Designated Director)  
Rubber Stamp

**Format of Foreign Holding Undertaking**  
(on the Letterhead of the Member)

**Date:**

To,

Membership Department  
Ace Derivatives and Commodity Exchange Limited  
401, B Wing, Building no: 4, Infinity IT Park  
Gen. A K Vaidya Marg  
Malad East  
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.

Yours faithfully,

For (Name of the Member)

1. Authorised Signatory  
(Designated Director)

Name:

Rubber stamp

**(On the letterhead of the Member)**

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

To,

Membership Department  
Ace Derivatives and Commodity Exchange Limited  
401, B Wing, Building no: 4, Infinity IT Park  
Gen. A K Vaidya Marg  
Malad East  
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 defaulter by SEBI/FMC/RBI/ any recognized Stock Exchange / any recognized Commodity Exchange.

b. are not connected with any of the defaulting/debarred/suspended member of any Stock Exchange/ Commodity Exchange

c. there are no complaints/ disciplinary action against us at SEBI/FMC/RBI/ any recognized Stock Exchange / any recognized Commodity Exchange

d. no investigation / enquiry by SEBI/FMC/RBI/ any recognized Stock Exchange / any recognized 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.

Yours faithfully,

For (Name of the Member)

For (Name of the Member)

Authorised Signatory

Authorised Signatory

(Name of Designated Director)

(Name of Designated Director)

Rubber stamp

Place: