

AMNESTY SCHEME 2020

On 10th November 2020, the Calcutta Stock Exchange (CSE) vide a notice (Ref No. CSE/LD/15115/2020 with subsequent notice dated 24th December 2020 (Ref No. CSE/LD/15156/2020) has introduced Amnesty Scheme 2020 for all the non-compliant listed companies suspended for less than 7 years for becoming active by complying all the regulatory compliances within 45 days from the date of issue of notice dated 24th December 2020.

In order to provide our readers, better clarity on the Scheme, we pick up some of the general questions for the purpose of understanding the features of the said scheme.

Q1: On whom the Amnesty Scheme 2020 is applicable?

A1: The Calcutta Stock Exchange vide its notice dated 12th March 2014 has released a list of companies for non-compliance of the listing agreement according to which such companies are suspended with effect from 21st March 2014.

The link for the said notice dated 12th March 2014: [Click Here](#)

The Amnesty Scheme 2020 is applicable on all the companies whose name are appearing on above list of companies.

Q2: On which companies Amnesty Scheme 2020 is not applicable?

A2: The non-compliant listed companies which are suspended for more than 7 years cannot avail the benefit of Amnesty Scheme 2020. However, these companies can also apply for revocation of suspension by duly complying with the norms and provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Q3: What is the tenure of this Scheme?

A3: The scheme shall be effective for a period of 45 working days from the date of issue.

Q3: What are the features of this Scheme?

A3: The features of the Amnesty Scheme 2020 are as follows:

- The non-compliant listed companies have to comply with only one-year listing compliances;
- No penalty shall be imposed except a penalty of Rs. 1000/- per day plus GST for non-compliance with the provisions of Regulation 13(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
Regulation 13(1) of SEBI LODR relates to pending investor's compliant.
- Payment of exact amount of outstanding Annual Listing Fees due with applicable tax to the exchange.
- Interest on outstanding listing fees shall be charged @ Rs. 5000/- p.a. plus GST for each year of default.
- Revocation Processing Fees of Rs. 20,000/- plus GST shall be charged.

Q4: What are the compliances that are required to be done for revocation of suspension status by non-compliant listed companies?

A4: A non-compliant listed company shall have to comply with the following mentioned points in order to revoke the suspension status:

- The companies are required to comply with the extant revocation norms and provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- Compliance certificate obtained from the practicing company secretary/statutory auditor on compliance of the listing agreement as per the format available on the CSE's website.
- Confirmation by the Managing Director of the company as per the format available on the CSE's website.
- Payment of revocation processing fees has to be made.
- Payment of all other pending dues of such companies, if any.

Q6: What are the documents/information that are required to be submitted for revocation of suspension status?

A6: A listed company seeking revocation from suspension is required to submit the following documents/information. The same is available on CSE's web-site www.cse-india.com

Sl. No.	Particulars	Remarks
1	Compliance w.r.t capital issued and listed capital	No difference between issued and listed capital. (If such a difference exists then the listing formalities for the said capital should be completed and listing approval obtained prior to submission of revocation application).
2	Execution of new Uniform Listing Agreement as per Reg. 109(1) of Listing Regulations, 2015	Execution of new Uniform Listing Agreement as per Reg. 109(1) of Listing Regulations, 2015. Listing Agreement to be executed on stamp paper of Rs. 100. A person who is duly authorised by the Board of Directors to sign the Listing Agreement can sign the Listing Agreement (LA). A certified true copy of the Board Resolution authorizing the said person to sign the LA is required to be submitted along with the Listing Agreement.
3	Number of quarters for which compliance to be done by companies	Four consecutive previous quarters
4	Regulations to be verified for compliance	Regulation 42- Book Closure/Record Date Regulation 34- Annual Report Regulation 31- Shareholding Pattern Regulation 33- Quarterly Results

		<p>Regulation 46- Email address of grievance redressal</p> <p>Regulation 7- Share Transfer Agent</p> <p>Regulation 7(3)- Compliance Certificate certifying maintaining physical & electronic transfer facility</p> <p>Regulation 13(3)- Statement of Investor compliants</p> <p>Regulation 40(9)- Certificate from Practicing Company Secretary</p> <p>Regulation 27(2)- Corporate Governance</p> <p>SAST Regulation 30(1) & 30(2)- Continual disclosure & event-based disclosure</p> <p>Compliance certificate obtained from the practicing company secretary/statutory auditor on compliance of the listing agreement as per the format available on the CSE's website.</p> <p>Confirmation by the Managing Director of the company as per the format available on the CSE's website.</p> <p>MGT 7 as filed with MCA with copy of challan</p>
5	Other points to be verified	<p>No outstanding exchange dues</p> <p>No pending Investor Compliants</p> <p>No compliants pending in SCORES</p> <p>No SEBI order debarring company or promoters</p>

		<p>No difference in issued and listed capital (if so same has to get listed)</p> <p>No adverse comment on the website (watchoutinvestors.com)</p> <p>Should not be a vanishing company as per data available on the MCA website</p>
6	Signing with the depositories	<p>Company should have signed with at least one depository.</p> <p>Provided that where the company has not signed with either/ both the depositories, it shall submit a letter from the relevant depository rejecting admission of the security in the depository.</p>
7	Payment of Fees	<p>Payment of applicable revocation fees of the exchange as under:</p> <ul style="list-style-type: none"> - Annual listing fees - Revocation Processing Fees - Interest on outstanding listing fees - Penalty for revocation <p>All the aforesaid charges are subject to applicable GST.</p>
8	Lock-in of entire promoters shareholding	<p>The entire promoter holding as per the information provided in the latest Shareholding Pattern submitted by the company, should be under lock-in for a period of 3 months from the date of commencement of trading, post resumption of trading as per SEBI circular dated May 03, 2018 regarding Standard Operating Procedure.</p> <p>(Specify the date up to which the shares have been locked in and submit the</p>

		necessary certificates from CDSL/NSDL/RTA)
9	Information Memorandum	Information Memorandum as provided for abridged prospectus as provided in Part E of Schedule VI of SEBI (ICDR) Regulations, 2018 to the extent applicable, as certified by the Company Secretary/MD of the company to be submitted for dissemination on the Exchange website at the time of revocation.
10	Change in number and holding if Promoters and Promoters Group	As per provisions of SEBI general order no. 1 of 2015 dated July, 20,2015 "clause 3(b) there should not be any transfer of shares by promoter/promoter group and directors from the date of the order till three months after the date of revocation of suspension."

All the pages of the documents/details provided should be serially numbered, stamped and certified by the authorised signatory of the company.

Q7: What are the consequences for non-availing the scheme?

A7: If any suspended company does not avail the scheme and continues with its suspended status on the CSE, then the exchange can take necessary action in consultation with the Securities and Exchange Board of India (SEBI).