

- (ii) सेबी (गैर-परिवर्तनीय विमोचनीय अधिमान शेयरों का निर्गम और सूचीकरण) विनियमन, 2013 के अनुसार निजी नियोजन के आधार पर गैर परिवर्तनीय विमोचनीय अधिमान शेयरों के निर्गमीकरण को सूचीबद्ध किया है; या
- (iii) उपर्युक्त (i) और (ii) दोनों श्रेणियां।
- (ख) निजी कंपनियाँ जिन्होंने अपनी गैर-परिवर्तनीय निजी ऋण प्रतिभूतियों को निजी नियोजन के आधार पर सेबी (ऋण प्रतिभूतियों का निर्गम और सूचीकरण) विनियमन, 2008 के अनुसार मान्यता प्राप्त स्टॉक एक्सचेंज में सूचीबद्ध किया है;
- (ग) सार्वजनिक कंपनियाँ जिन्होंने अपने इक्विटी शेयरों को किसी मान्यता प्राप्त स्टॉक एक्सचेंज में सूचीबद्ध नहीं कराया है परन्तु जिनके इक्विटी शेयर अधिनियम की धारा 23 की उप-धारा (3) में यथा-विनिर्दिष्ट अधिकार क्षेत्र के स्टॉक एक्सचेंज में सूचीबद्ध हैं।

[फा. सं. 1/13/2013-सीएल-V, पार्ट 1]

के. वी. आर. मूर्ति, संयुक्त सचिव

नोट: मूल नियम, दिनांक 31 मार्च, 2014 की सा.का.नि संख्या 238(अ) के द्वारा भारत के राजपत्र, असाधारण, भाग II, खण्ड 3, उप-खण्ड (i) में प्रकाशित किए गए थे और 1 फरवरी, 2021 की सा.का.नि. संख्या 92(अ) द्वारा अन्तिम बार संशोधित किए गए।

MINISTRY OF CORPORATE AFFAIRS

NOTIFICATION

New Delhi, the 19th February, 2021

G.S.R. 123(E).—In exercise of the powers conferred by the proviso to clause (52) of section 2 read with sub-sections (1) and (2) of section 469 of the Companies Act, 2013 (18 of 2013), the Central Government hereby makes the following rules further to amend the Companies (Specification of definitions details) Rules, 2014, namely: -

1. Short title and commencement.—(1) These rules may be called the **Companies (Specification of definitions details) Second Amendment Rules, 2021.**
- (2) They shall come into force with effect from the 1st day of April, 2021.
2. In the Companies (Specification of definitions details) Rules, 2014, after rule 2, the following rule shall be inserted, namely:-

“2A. Companies not to be considered as listed companies.- For the purposes of the proviso to clause (52) of section 2 of the Act, the following classes of companies shall not be considered as listed companies, namely:-

 - (a) Public companies which have not listed their equity shares on a recognized stock exchange but have listed their –
 - (i) non-convertible debt securities issued on private placement basis in terms of SEBI (Issue and Listing of Debt Securities) Regulations, 2008; or
 - (ii) non-convertible redeemable preference shares issued on private placement basis in terms of SEBI (Issue and Listing of Non-Convertible Redeemable Preference Shares) Regulations, 2013; or
 - (iii) both categories of (i) and (ii) above.
 - (b) Private companies which have listed their non-convertible debt securities on private placement basis on a recognized stock exchange in terms of SEBI (Issue and Listing of Debt Securities) Regulations, 2008;

- (c) Public companies which have not listed their equity shares on a recognized stock exchange but whose equity shares are listed on a stock exchange in a jurisdiction as specified in sub-section (3) of section 23 of the Act.”.

[F. No. 1/13/2013-CL-V, Part I]

K.V.R. MURTY, Jt. Secy.

Note : The principal rules were published in the Gazette of India, Extraordinary, Part II, Section 3, Sub-section (i), *vide* number G.S.R. 238(E), dated the 31st March, 2014 and lastly amended *vide* number G.S.R. 92(E), dated the 1st February, 2021.