

## NOTICES

Notice No.	20221121-6	Notice Date	21 Nov 2022
Category	Circulars Listed Companies	Segment	Debt
Subject	Scheme(s) of Arrangement by entities who have listed their Non-convertible Debt securities (NCDs)/ Non-convertible Redeemable Preference shares (NCRPS).		
Attachments	<a href="#">Scheme(s) of Arrangement.pdf</a>		
Content			

Dear Sir\Madam

The Securities and Exchange Board of India (SEBI) has issued circular no. SEBI/HO/DDHS/DDHS-RACPOD1/P/CIR/2022/156 dated November 17, 2022, regarding Scheme(s) of Arrangement by entities who have listed their Non-convertible Debt securities (NCDs)/ Non-convertible Redeemable Preference shares (NCRPS).

The newly inserted Regulation 59A of the Listing Regulations provides that the listed entity that has listed NCDs or NCRPS, which intends to undertake a scheme of arrangement or is involved in a scheme of arrangement shall file the draft scheme with Stock Exchange(s) for obtaining the No-Objection Letter, before filing such scheme with any court or Tribunal. Regulation 94 of the Listing Regulations requires the designated Stock Exchange to forward such draft schemes to SEBI in the manner prescribed by SEBI.

This circular contains the operational aspects with reference to scheme(s) of arrangement by entities who have listed their NCDs/ NCRPS. The details of the requirements to be complied with are given in **Annexures**.

The provisions of this circular shall be inserted as Chapter VIA of the LODR Operational Circular dated July 29, 2022.

The aforesaid circular is attached for reference.

All Listed companies are requested to take note and comply accordingly.

Ashok kumar Singh  
DGM-Listing Compliance

Nisha Mehta  
Sr. Manager-Listing Compliance

November 21, 2022