



Central Depository Services (India) Limited

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COMMUNIQUÉ TO REGISTRAR & TRANSFER AGENTS

CDSL/OPS/RTA/POLCY/2017/19

March 24, 2017

AMENDMENTS TO CDSL's ISSUER / RTA OPERATING INSTRUCTIONS – CHAPTER 6: COSTS, CHARGES AND DEPOSITS

Issuers/RTAs are advised to note that amendments have been effected in the Issuer/RTA Operating Instructions, **Chapter 6** – to incorporate the revised charges to bring the same in line with the services extended. The amendments in track change mode (refer **Annexure-A**) are attached herewith.

Issuers/RTAs are advised to note that the revised charges will be applicable from April 01, 2017. RTAs are advised to inform the clients (Issuers/Companies) accordingly.

Queries regarding this communiqué may be addressed to **CDSL – Helpdesk**: (022) 2272-8642, 2272-8427, 2272-8624, 2272-8693, 2272-8639, 2272-8625, 2272-1261 or 2272-8663. Emails may be sent to: helpdesk@cdslindia.com

sd/-

Nayana Ovalekar
Sr. Vice President - Operations

6 COSTS, CHARGES AND DEPOSITS

6.1 The Issuer/RTA shall, pay to CDSL such costs, charges and deposits as are specified herein, along with taxes as applicable at the prevalent rate. The costs, charges and deposits shall be subject to change or revision from time to time by CDSL. In the event of the Issuer or RTA failing to make payment of the costs, charges or deposits, as the case may be, by the due date mentioned in the bill, in addition to any other rights or remedies that may be available to CDSL against the Issuer or RTA, CDSL may

- i. Levy interest on such delayed payment or part thereof at the rate not exceeding 12% per annum.
- ii. stop providing details of BOs (BenPos) pertaining to ISIN of such Issuers or in case of RTA stop providing Benpos pertaining to all ISINs of all Issuers connected to such RTA as mentioned in the Bye-Laws and the Operating Instructions, in case the Issuer/RTA continues to make default in payment of the costs, charges or deposits and interest levied there on.
- iii. Not permit the issuer to use its infrastructure including for issue of further securities in electronic form.

6.2 Cost of Connectivity (Lease line/ VSAT) & Cancellation Charges:

Cost of connectivity with CDSL either through VSAT or Lease line and equipments to be purchased by the Issuers/RTAs would be informed by CDSL/connectivity service provider from time to time.

6.3 Annual charges to be paid by Issuers to CDSL:

Reference SEBI Circular no. CIR/MRD/DP/18/2015 dated December 9, 2015, Issuers to pay @ Rs. **11.00** (*) per folio (ISIN position) to CDSL, subject to a minimum as mentioned below:

Nominal value of admitted securities (₹)	Annual Custodial Charges payable by an Issuer to CDSL (₹) (*)
Upto 5 crore	9,000
Above 5 crore and upto 10 crore	22,500
Above 10 crore and upto 20 crore	45,000
Above 20 crore	75,000

The Issuers would be required to pay custody charges to CDSL with whom Issuers have established connectivity based on the average number of folios (ISIN positions) during the previous financial year or the minimum amount, as the case may be. The average number of folios (ISIN positions) for an Issuer shall be arrived at by dividing the total number of folios for the entire financial year by the total number of working days in the said financial year. However, temporary ISIN shall not be considered for the purpose of computing the annual charges. The payment of annual custodial charges shall be made, by 30th April of each financial year or within 30 days from the date of the bill, failing which, CDSL will charge penal interest subject to a maximum of 12% p.a. If an Issuer requires a breakup of number of folios day-wise or the detailed working used to arrive at the average number of folios, the request shall be made by way of form [see Annexure - 6.1]. CDSL will provide the data on payment of ₹1,000/-.

6.4 Extinguishment of securities as a consequence of buy back

A flat charge of ₹1000/- shall be levied for each request of extinguishment of securities.

6.5 Admission of certificates of deposit (CDs), issued in electronic form

A charge of ₹1,000 shall be levied for each allotment. In the alternative, Issuers of CDs will have an option to pay a lumpsum charge of ₹25,000/- towards allotment of all such issues for the financial year (April – March).

6.6 Admission of Commercial Papers (CPs), issued in electronic form

An annual charge of ₹10,000/- shall be levied for allotment of CPs for the financial year (April – March).

6.7 PSU dis-investments and offers-for-sale transactions

A charge @ 0.01% subject to a minimum of ₹5/- and maximum of ₹12/- per debit transaction or ₹500/- whichever is higher.

6.8 Corporate Action / IPO / FPO / NFO electronic transaction update

- A charge @ ₹10/- per credit and/or a charge of ₹10/- per debit to/from a BO account subject to a minimum of ₹1000/- per file. However, in case of split or consolidation or capital reduction only one side will be charged.
- Debits / Credits attempted to invalid BOIDs will attract charge.

- Additional fee up to ₹20,000/- will be levied for customized CA/IPO/NFO processing request.

6.9 Verification of BOIDs (CA / IPO / FPO / NFO)

- Re. 2/- per record, subject to a minimum charges per issue as mentioned below .

Sr. No.	Issue Size [In ₹]	Amount [₹]
1.	Upto 10 crore	10,000/-
2.	Above 10 crore and upto 100 crore	25,000/-
3.	Above 100 crore and upto 1000 crore	50,000/-
4.	Above 1000 crore	100,000/-

- Verification on invalid BOIDs will attract charge per issue.

6.10 Rectification of erroneous file(s) for processing of Corporate Action / IPO

A fee of ₹10/- per record, subject to a minimum of ₹1,000/- (per file).

6.11 Admission of Pass through certificates (PTCs)

A charge of ₹5,000/- shall be levied for processing all issues of PTCs under an ISIN.

6.12 Charges for reactivating of ISINs of securities of private limited and unlisted companies

A charge of 0.01% of the transaction value or face value or book value of the shares, whichever is higher, subject to a minimum of ₹10,000/- on private limited companies where the ISIN is frozen or unfrozen at CDSL, and on unlisted companies where such request is received from the company.

Transactions for this purpose would mean requests for transfer of shares and effecting debit / credit through a corporate action.

6.13 Charges for reprocessing the Application (for Issuers) :

For re-submission of returned applications, CDSL shall levy a re-processing charge of ₹1,000/-.

6.14 Charges for Change of RTA :

For effecting change of electronic RTA of any company, CDSL shall levy ~~a charge~~ as follows:- of ₹5,000/-.

Sr. No.	Issued Capital [*] [In ₹]	Amount [₹]
<u>1.</u>	<u>Upto 5 crore</u>	<u>10,000/-</u>
<u>2.</u>	<u>Above 5 crore and upto 10 crore</u>	<u>15,000/-</u>
<u>3.</u>	<u>Above 10 crore and upto 20 crore</u>	<u>20,000/-</u>
<u>4.</u>	<u>Above 20 crore</u>	<u>25,000/-</u>

–* The issued capital of fully paid up shares and partly paid up shares and/or capital of debt instruments of the Issuers serviced by the RTA

For re-submission of returned applications, CSDL shall levy a re-processing charge of ₹1,000/-.

6.15 Processing Fees for Issuers

A non-refundable processing fee of ₹20,000/- shall be payable by Issuers for admission of listed and/or unlisted securities. A non-refundable processing fee of ₹20,000/- shall be payable by Issuers for the removal of unlisted securities.

6.16 Admission of new Issuer/RTA (for RTA activity)

An intending Issuer / RTA shall be levied a one time interest free refundable deposit of ₹1,50,000/-.

6.17 Software Maintenance Charge

An Issuer / RTA shall be levied ₹40,000/- per annum as software maintenance charge. The fees would be pro-rated on a monthly basis for the first financial year.

6.18 Charges for re-installation of application software

Occasionally, due to certain problems in the hardware system or operating system, etc., CDSL engineers are required to re-install the CDSL application software. Re-installation could be required due to fault in hardware of the Issuer/RTA or due to malfunctions of their operating system or reasons attributable to fault / inappropriate use by users.

For all re-installations which are necessitated due to the above faults, CDSL shall levy charges as given below :

- 1) For all locations in Mumbai reachable by local train i.e. Virar, Kasara, Karjat, Khopoli and Panvel, a charge of ₹2,000/- plus actuals will be levied.

- 2) For all upcountry centers, a charge of ₹5,000/- plus actual travel, boarding and lodging expenses will be levied.

6.19 Charges for retrieval of old data

For retrieval of past data / reports as per the user requirement, the Issuer/RTA will be charged ₹5,000/- per request. If the data is required in a particular format, the Issuer/RTA will be charged ₹5,000/- plus cost incurred by CDSL for software development required for computation of such data.

6.20 Document Processing Fees for Admission of New Issuer/RTA (for RTA activity)

A one-time document processing fee of ₹20,000/- shall be levied.

6.21 Charges for re-processing the Application for New Issuer/RTA (for RTA activity):

For re-submission of returned applications, CDSL shall levy a re-processing fee of ₹20,000/- to RTAs.

6.22 Charges for BenPos generation

BenPos, in the normal course, is generated / distributed to all the Issuers/RTAs once a week (Friday) and as on end of the month or on set up, due to Corporate Action by company / statutory requirements. . If BenPos is requested on any other date/day other than the dates when it is generated in the normal course, a fee of ₹5,000/- per request per day up to 10,000 records and ₹10,000/- for records above 10,000 is levied on the Issuer/RTA.

6.23 Admission of additional equity shares of listed / proposed to be listed companies / units issued in NFO/Change in constitution of capital of the company including reduction of capital of the company, split, consolidation of shares etc.

- For processing documents submitted for admission of fresh capital/change in the constitution of the capital of the company including reduction of capital of the company, split, consolidation etc. for listed equity shares, CDSL shall levy a processing fee of ~~₹10,000/-~~ ₹20,000/-
- The fee is payable only once for a ESOS / ESOP / ASOP / Call Payments Issue (tranche), buy-back of shares and conversion of FCCBs / GDRs / ADRs.

6.24 BO ID Verification charges for ASBA Banks, syndicate members, etc.

For verifying BO ID, a charge of Re.1/- per record shall be levied.

6.25. Non- Extinguishment of securities

A non extinguishment fee of ₹. 100 per ISIN per day shall be charged to the Issuer in case the debt securities are not extinguished by the Issuer by the end of the month following the month in which the redemption was due unless the Issuer has decided to restructure or defer the redemption of securities and informed CDSL accordingly.

6.26 Annual Issuer Fees with respect to increase in capital during a financial year through Corporate Actions etc.

Annual Issuer Fees for the differential amount due to resultant increase in capital in a financial year as per the existing tariff structure approved by SEBI vide its Circular no. CIR/MRD/DP/18/2015 dated December 9, 2015

