

Restriction on transfer of physical shares & Procedure for Demat of shares

Amendment to Regulation 40 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 with respect to mandatory Dematerialization for transfer of securities

The amendment to Regulation 40 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 vide Gazette notification dated June 08, 2018 has mandated that transfer of securities shall be carried out in Dematerialized form only.

According to the above notification and BSE & NSE Circulars, request for effecting transfer of securities shall not be processed by the Company unless the securities are held in the Dematerialized form with the depository with effect from December 05, 2018. Copies of Circulars are attached as Annexure 1 and 2. **Therefore Registrars and Transfer Agent and Company will not be accepting any request for transfer of shares in physical form with effect from December 05, 2018.** However, this restriction shall not be applicable to the request received for transmission or transposition of physical shares.

Registered Post intimation has already been sent to Shareholders who are still holding Mindteck (India) Limited shares in Physical form. Hence, Shareholders of Mindteck (India) Limited are accordingly requested to get in touch with any Depository Participant having registration with SEBI to open a Demat account.

Dematerialization offers flexibility along with security and convenience. Holding share certificates in physical format carried risks like certificate forgeries, loss of important share certificates, and consequent delays in certificate transfers. Dematerialization eliminates these hassles by allowing investors to convert their physical certificates into electronic format. Shares in the electronic format are held in a Demat account.

Benefits of Dematerialization

- It allows you to conveniently manage your shares and transactions from anywhere
- Stamp duty is not levied on your electronic securities
- When you open a Demat account, it provides paperless transactions of securities.
- You can hold your Securities of all the Companies in one Demat Account.
- Once you convert your physical shares in Demat, all future Corporate benefits like Bonus Shares and Right Issue of Shares would automatically credit to your Demat Account.
- Nominal holding charges are levied.

You may also visit web site of depositories viz. NSDL or CDSL or any Depository Participant for further understanding about the Demat procedure:

NSDL website: <https://nsdl.co.in/faqs/faq.php> (Dematerialization)

CDSL website: <https://www.cdslindia.com/investors/open-demat.aspx>

Shareholders, holding shares in physical form are requested to arrange the Dematerialization of the said shares at earliest to avoid any inconvenience in future for transferring those shares.

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FOR YOUR READY REFERENCE THE CIRCULARS ISSUED BY STOCK EXCHANGES ARE REPRODUCED BELOW.

Annexure 1

Circular issued by National Stock Exchanges of India Ltd

Ref No: NSE/CML/2018/26

9th July, 2018

The Company Secretary All
Listed Companies Dear
Madam/Sir,

Subject: Amendment to Regulation 40 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 with respect to mandatory Dematerialization for transfer of securities

This has reference to Gazette notification issued by SEBI on June 8, 2018 notifying SEBI (LODR) 4th amendment Regulation, 2018, regarding mandatory Dematerialization for transfer of securities. A Copy of Notification is attached for your perusal.

Pursuant to the aforesaid amendment to SEBI (LODR) Regulation, 2015 Listed Companies and their Registrars and Transfer Agents (RTAs) are advised to ensure that shares which are lodged for transfer are mandatorily in Dematerialized form with effect from December 05, 2018.

As Advised by SEBI, you are required to put in place a mechanism including but not limited to the following in order to spread awareness about the proposed change:

1. To take special efforts through their RTAs to send letter under Registered/Speed post to the holders of physical certificates appraising them about the amendment and sensitise them about the impact of the regulation on the transfer of shares held by them in physical form w.e.f December 5, 2018.
2. RTAs may also be advised to send two reminders, preferably at a gap of 30 days, to such shareholders who continue to hold their shares in physical form, advising them to get the same Dematerialized
3. Listed Companies shall prominently place information on their website intimating the investors about the proposed change and provide appropriate guidance on how to Dematerialize their shares.
4. Listed companies should ensure that the signature cards of all the holders of physical securities are handed over to its RTA at the earliest.

You are requested to take necessary actions as mentioned above.

Yours faithfully,
For National Stock Exchange of India Limited
Kautuk Upadhyay Chief
Manager

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Annexure 2

Circular issued by BSE Limited

LIST/COMP/15/2018-19

5th July, 2018

To

All the Listed Companies, Dear

Sir / Madam,

Subject: **Amendment to Regulation 40 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 with respect to mandatory dematerialization for transfer of securities**

The amendment to Regulation 40 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 vide Gazette notification dated June 8, 2018 has mandated that transfer of securities would be carried out in Dematerialized form only. **Accordingly, Listed Companies and their Registrars and Transfer Agents (RTAs) are hereby advised that, with effect from December 5, 2018, it should be ensured that shares which are lodged for transfer shall be in Dematerialized form only.**

In order to implement the aforementioned Amendment in the Regulation and as advised by SEBI, all the Listed Companies are hereby directed to carry out the following actions:

- 1) To take special efforts through their RTAs to send letter under Registered/Speed post to the holders of physical certificates appraising them about the amendment and sensitise them about the impact of the regulation on the transfer of shares held by them in physical form w.e.f December 5, 2018.
- 2) RTAs may also be advised to send two reminders, preferably at a gap of 30 days, to such shareholders who continue to hold their shares in physical form, advising them to get the same Dematerialized
- 3) Listed Companies shall prominently place information on their website intimating the investors about the proposed change and provide appropriate guidance on how to Dematerialize their shares.
- 4) Listed companies should ensure that the signature cards of all the holders of physical securities are handed over to its RTA at the earliest.

All listed companies are requested to take note of above and comply accordingly. Companies may also report compliance with these requirements by end September 2018 to the Exchange, in a specified format that will be sent out shortly.

Abhijit Pai
Dy. Gen. Manager
Listing Compliance

Shyam Bhagirath
Associate Manager
Listing Compliance