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Ministry of Corporate Affairs vide notification dated January 24, 204, has issued Companies (Listing of equity shares in permissible jurisdictions) Rules, 2024

- MCA vide notification dated January 24, 204, has issued Companies (Listing of equity shares in permissible jurisdictions) Rules, 2024
- The MCA vide notification no. G.S.R. 61(E) dated 24-01-2024, has notified the Companies (Listing of equity shares in permissible jurisdictions) Rules, 2024. The regulations are being applied to unlisted public companies and listed public companies issuing securities for listing on approved stock exchanges in permissible jurisdictions, such as the IFSC (International Financial Services Centre). Furthermore, the Ministry of Corporate Affairs (MCA) lists some organizations that are not allowed to use these regulations, including firms limited by guarantee and Nidhi companies. The Notification marks a significant advancement within the corporate management and the securities listing regulations of India. These guidelines, which have their roots in the long history of equity share listing laws, represent a calculated reaction to the demands of globalization & the requirement to give Indian firms a formalized path towards cross-border listings

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Securities Exchange Board of India vide notification dated January 25, 2024, has issued Streamlining of Regulatory Reporting by Designated Depository Participants (DDPs) and Custodians

- SEBI vide notification dated January 25, 2024, has issued Streamlining of Regulatory Reporting by Designated Depository Participants (DDPs) and Custodians.
- In terms of Regulation 31(4) of SEBI (Foreign Portfolio Investors) Regulations,



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2019, and Regulation 20 of the SEBI (Custodian) Regulations, 1996 read with the provisions of Master Circular for Custodians dated April 27, 2023 (referred as Master Circular for Custodians) all DDPs and Custodians shall submit the reports specified by the Board from time to time.

- Reporting by DDPs under Clause 14(iii) of Part A of Master Circular for FPIs and DDPs shall be on monthly basis on SI portal. However, the DDPs shall continue to submit delay in intimation of certain material changes (excluding change in Name, Change in Senior Managing Official and Change in Beneficial owner not leading to change in Investor Grouping), within 2 working days from the receipt of intimation by FPI by email to misc-fpi@sebi.gov.in.
- These reports shall be submitted by DDPs and Custodians on the SI portal on monthly, quarterly, half yearly and annual basis as specified. The monthly and quarterly reports shall be uploaded within 15 calendar days from the end of each month and quarter, respectively. The other reports shall be uploaded as per timelines specified in the Master Circular.
- The notification is enclosed herewith.

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Securities Exchange Board of India vide notification dated January 25, 2024, has provided Extension of timeline for verification of market rumours by listed entities

- SEBI vide notification dated January 25, 2024, has provided Extension of timeline for verification of market rumours by listed entities.
- The proviso to Regulation 30(11) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“LODR Regulations”) inter-alia requires top 100 listed entities by market capitalization and thereafter the top 250 listed entities by market capitalization to mandatorily verify and confirm, deny or clarify market rumours from the date as may be specified by SEBI.



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Further, SEBI vide Circular no. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/162 dated September 30, 2023, has made the said provision applicable to top 100 listed entities by market capitalization from February 1, 2024 and to top 250 listed entities by market capitalization from August 1, 2024.

- It has been decided to extend the timeline for effective date of implementation of the proviso to regulation 30(11) of the LODR Regulations for top 100 listed entities by market capitalization, to June 1, 2024 and for top 250 listed entities by market capitalization, to December 1, 2024.
- The notification is enclosed.

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Hiren Meghji Bharani vs. Shankeshwar Properties Pvt. Ltd. through its Resolution Professional and Anr.

Shankeshwar Properties Pvt. Ltd (Corporate Debtor) borrowed an inter-corporate loan of Rs.7 cr. from Rupa Infotech & Infrastructure Pvt. Ltd. (Respondent No.2) at a 12% interest rate per annum, the inter-corporate loan was repayable upon demand after a period of 90 days and paid interest until 31.03.2016 with the last payment made on 04.07.2017 to the tune of Rs. 1 crore.

Respondent No.2 filed a CIRP petition under Section 7 of the Insolvency and Bankruptcy Code, 2016 against the Corporate Debtor, vide order dated 03.02.2023, the National Company Law Tribunal, Mumbai admitted the CIRP against the Corporate Debtor with a total outstanding debt of Rs.4.8 crore as per the issued Demand Notices.



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The present appeal was filed by the Suspended Director of Corporate Debtor against the order dated 03.02.2023, challenging the admission of Corporate Debtor in CIRP. The Appellant contended that the Inter-Corporate deposit of Rs. 7 crores was not stamped and that it was mandatorily required to be stamped to ascertain the existence of default. Further, it was the contention of the Appellant that the document could not be relied upon as evidence as per Section 34 and Article 5(h)(A)(iv) of the Maharashtra Stamp Act and thus no further evidence exists to provide the existence of the loan and further the default.

The Hon'ble National Company Law Tribunal, New Delhi dismissed the appeal and held that if there exists other material on record to prove the existence of default in the payment of debt then non-stamping of the document does not render the CIRP to be non-maintainable. The Appellate Tribunal relying on Supreme Court's recent decision in *Interplay Between Arbitration Agreements Under the Arbitration and Conciliation Act 1996 And the Indian Stamp Act 1899* held that Agreements which are not stamped or inadequately stamped are inadmissible in evidence under Section 35 of the Stamp Act, however, such agreements are not rendered void or void ab initio or unenforceable and since it's a curable defect, the unstamped document in the present case does not make the process of CIRP illegal if the document is not even relied upon evidence.

The Tribunal further went and held that the mere existence of other material on record is sufficient to prove the existence of default in payment of debt, and the contention that an unstamped agreement/instrument in question would not render the process of CIRP non-maintainable could not be accepted.

There existed no dispute to the existence of Rs. 7 crore, as the same was admitted to be payable in the audited financial statements made by the Corporate Debtor,



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shown as being an unsecured loan. Further, there was other material on record to show that the Corporate Debtor had admitted that it serviced the interest as per the terms of confirmation and undertaking till June 2017 and the NeSL Report also reflected the inter-corporate deposit as a loan wherein the date of default was 23.12.2015 with Rs.4,80,80,000/- being the total outstanding amount.

Thus, the Appeal was dismissed and the order of the National Company Law Tribunal, Mumbai was not set aside as it was right in holding that no dispute existed for the existence of debt and consequent default.

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