

**CIRCULAR**

SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8

January 25, 2022

**To**

**All registered Registrars to an Issue and Share Transfer Agents (RTAs)**

**All Recognized Stock Exchanges**

**All Listed Companies through Recognized Stock Exchanges**

**All Recognized Depositories**

**All Depository Participants (DPs) through Depositories**

Dear Sir / Madam,

**Subject: Issuance of Securities in dematerialized form in case of Investor Service Requests**

1. As an on-going measure to enhance ease of dealing in securities markets by investors, it has been decided that listed companies shall henceforth issue the securities in dematerialized form only (vide Gazette Notification no. SEBI/LAD-NRO/GN/2022/66 dated January 24, 2022) while processing the following service request.

- i. Issue of duplicate securities certificate;
- ii. Claim from Unclaimed Suspense Account;
- iii. Renewal / Exchange of securities certificate;
- iv. Endorsement;
- v. Sub-division / Splitting of securities certificate;
- vi. Consolidation of securities certificates/folios;
- vii. Transmission;
- viii. Transposition;

2. The securities holder/claimant shall submit duly filled up [Form ISR-4](#) (to be hosted on the website of the Issuer Companies and the RTAs) as per the format attached to this circular along with the documents / details specified therein. For item nos. iii to viii in paragraph 1 above, the RTA / Issuer Companies shall obtain the original securities certificate(s) for processing of service requests.
3. The RTA / Issuer Companies shall verify and process the service requests and thereafter issue a 'Letter of confirmation' in lieu of physical securities certificate(s), to the securities holder/claimant within 30 days of its receipt of such request after removing objections, if any.
  - a. The 'Letter of Confirmation' shall be valid for a period of 120 days from the date of its issuance, within which the securities holder/claimant shall make a request to the Depository Participant for dematerializing the said securities.
  - b. The RTA / Issuer Companies shall issue a reminder after the end of 45 days and 90 days from the date of issuance of Letter of Confirmation, informing the securities holder/claimant to submit the demat request as above, in case no such request has been received by the RTA / Issuer Company.
  - c. In case the securities holder/claimant fails to submit the demat request within the aforesaid period, RTA / Issuer Companies shall credit the securities to the Suspense Escrow Demat Account of the Company.
  - d. The operational guidelines are detailed in the **Annexure – A** to this circular.
4. The common norms stipulated in [SEBI/HO/MIRSD/MIRSD\\_RTAMB/P/CIR/2021/655 dated November 03, 2021](#) and [SEBI/HO/MIRSD/MIRSD\\_RTAMB/P/CIR/2021/687 dated December 14, 2021](#) shall be applicable for all service requests listed above.
5. Stock Exchanges and Depositories are advised to:

- a) make necessary amendments to the relevant bye-laws, rules and regulations, operational instructions, as the case may be, for the implementation of the above circular; and
  - b) bring the provisions of this circular to the notice of their constituents and also disseminate the same on the website.
6. This circular is being issued in exercise of powers conferred under Section 11 (1) of the Securities and Exchange Board of India Act, 1992 to protect the interests of investors in securities and to promote the development of, and to regulate the securities market read with Regulation 101 of SEBI (Listing Obligations and Disclosure Requirements), 2015.
7. This circular is available on SEBI website at [www.sebi.gov.in](http://www.sebi.gov.in) under the categories “Legal Framework -> Circulars”.
8. The Circular shall come into force with immediate effect.

Yours faithfully,

**Aradhana Verma**  
**Deputy General Manager**  
**Market Intermediaries Regulation and Supervision Department**  
**Tel. No. 022-2644 9633**  
**Email id - [aradhanad@sebi.gov.in](mailto:aradhanad@sebi.gov.in)**

(to circular no. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated January 25, 2022 on Issuance of Securities in dematerialized form in case of Investor Service Requests)

**Operational guidelines for dematerialization of securities received for processing investor's service request**

1. The operational guidelines for issuance of securities in dematerialized form in case of investor service requests are as under;
  - a. After verifying and processing the request, the RTA / Issuer Companies shall intimate the securities holder/claimant about its execution / issuance of new certificate as may be applicable, by way of issuing Letter of Confirmation ("letter") (Format at **Annexure B**) in lieu of Share certificate/s provided by such securities holder/claimant.
  - b. The letter shall, inter-alia, contain details of folio and demat account number (if available) of the securities holder/claimant.
  - c. The letter shall be sent by the RTA / Issuer Companies through Registered / Speed Post to the securities holder/claimant. Additionally, the RTA/Issuer Companies may send such letter through e-mail with e-sign and / or digital signature.
  - d. Within 120 days of issue of the letter, the securities holder/claimant shall submit the demat request, along with the original letter or a copy of the email with e-sign and / or digital signature, as the case may be, to the Depository Participant (DP).
  - e. The RTA / Issuer Companies shall issue a reminder after the end of 45 days and 90 days from the date of issuance of Letter of Confirmation, informing the securities holder/claimant to submit the demat request as above, in case no such request has been received by the RTA / Issuer Company.

- f. In case of the securities which are required to be locked in, the RTA while approving / confirming the demat request, shall incorporate / intimate the Depository about the lock-in and its period.
- g. In case of non-receipt of demat request from the securities holder/claimant within 120 days of the date of Letter of Confirmation, the shares will be credited to Suspense Escrow Demat Account of the Company.
- h. The RTA shall retain the physical securities as per the existing procedure and deface the certificate with a stamp “Letter of Confirmation Issued” on the face / reverse of the certificate, subsequent to processing of service request mentioned in paragraph 1 of this circular.
- i. Depository Participant shall generate the demat request on the basis of Letter of Confirmation and forward the same to the Issuer Company / RTA for processing the demat request.
- j. The format of the Letter of Confirmation is given at **Annexure- B**.

(to circular no. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated January 25, 2022 on Issuance of Securities in dematerialized form in case of Investor Service Requests)

RTA / ISSUER COMPANY NAME AND ADDRESS

Name:

Date:

Address:

Dear Sir/Madam,

**LETTER OF CONFIRMATION**

**Sub: Issuance of Securities in dematerialized form in case of Investor Service Requests**

**Name of the Company:**

We refer to the request received from you for issuance of securities in your name. We would like to inform you that the request has been approved as detailed below:

Name of first holder & PAN Joint holder 1 & PAN Joint holder 2 & PAN	
Number of shares	
Folio Number	
Certificate numbers	
Distinctive numbers	
Lock-In	Yes or No. If yes, lock-in from ___/___/___ till ___/___/___ (DD/MM/YYYY)

As you may be aware, SEBI vide Gazette Notification no. SEBI/LAD-NRO/GN/2022/66 dated January 24, 2022, has mandated that the shares that are issued pursuant to investor service request shall henceforth be issued in demat mode only and hence the security certificates (wherever applicable) are retained at our end.

Accordingly, within 120 days of this letter, please request your Depository Participant (**DP**) to demat these shares using the Dematerialization Request Form (**DRF**). Please fill the DRF with the details mentioned in this letter, sign it and present this letter in original to your DP along with the DRF for enabling your DP to raise a Demat Request Number (**DRN**). In case you do not have a demat account, kindly open one with any DP. Please note that you can open Basic Service Demat Account at minimal / nil charges.

Please note that **this letter is valid only for a period of 120 days** from the date of its issue within which you have to raise demat request with the DP as above. Any request for processing demat after the expiry of aforesaid 120 days will not be entertained and as per the operating guidelines issued by SEBI, the subject shares shall be transferred to a Suspense Escrow Demat Account of the company.

Thanking you,

Yours faithfully,

For ABCD Limited (RTA)

Authorised Signatory

# Form ISR-4

(see circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated January 25, 2022 on Issuance of Securities in dematerialized form in case of Investor Service Requests)

## Request for issue of Duplicate Certificate and other Service Requests

(for Securities - Shares / Debentures / Bonds, etc., held in physical form)

Date: \_\_\_/\_\_\_/\_\_\_\_\_

### A. Mandatory Documents / details required for processing all service request:

I / We are submitting the following documents / details and undertake to request the Depository Participant to dematerialize my / our securities within 120 days from the date of issuance of Letter of Confirmation, received from the RTA/Issuer Company (tick ✓ as relevant, refer to the instructions):

- Demat Account No. (If available):           
Provide Client Master List (CML) of your Demat Account from the Depository Participant\*
- Provide the following details, if they are not already available with the RTA (see [SEBI circular dated November 03, 2021](#) in this regard)

PAN	Specimen Signature
Nomination / Declaration to Opt-out	

\* (Your address, e-mail address, mobile number and bank details shall be updated in your folio from the information available in your CML). You can authorize the RTA to update the above details for all your folios. In this regard, please refer to and use [Form ISR-1](#) in [SEBI circular dated November 03, 2021](#).

### B. I / We request you for the following (tick ✓ relevant box)

<input type="checkbox"/> Issue of Duplicate certificate	<input type="checkbox"/> Claim from Unclaimed Suspense Account
<input type="checkbox"/> Replacement / Renewal / Exchange of securities certificate	<input type="checkbox"/> Endorsement
<input type="checkbox"/> Sub-division / Splitting of securities certificate	<input type="checkbox"/> Consolidation of Folios
<input type="checkbox"/> Consolidation of Securities certificate <input type="checkbox"/>	<input type="checkbox"/> Transmission
<input type="checkbox"/> Transposition ( <i>Mention the new order of holders here</i> )	

### C. I / We are enclosing certificate(s) as detailed below\*\*:

Name of the Issuer Company	
Folio Number	
Name(s) of the security holder(s) as per the	1. 2.

certificate(s)	3.
Certificate numbers	
Distinctive numbers	
Number & Face value of securities	

\*\* Wherever applicable / whichever details are available

**D. Document / details required for specific service request:**

- I.  Duplicate securities certificate
- II.  Claim from Unclaimed Suspense Account

Securities claimed	(in numbers) (in words)
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- III.  Replacement / Renewal / Exchange of securities certificate  
(that is defaced, mutilated, torn, decrepit, worn out or where the page on the reverse is fully utilized)
- IV.  Endorsement
- V.  Sub-division / Splitting of securities certificate
- VI.  Consolidation of securities certificate/Folios
- VII.  Transmission
- VIII.  Transposition

*Provide / attach original securities certificate(s) for request for item numbers III to VIII above.*

**Declaration:** All the above facts stated are true and correct to best of my / our knowledge and belief.

	Security Holder 1 / Claimant	Security Holder 2	Security Holder 3
Signature	✓	✓	✓
Name	✓	✓	✓
Full address	✓		
PIN	✓ <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/>	<input type="checkbox"/> <input type="checkbox"/>	<input type="checkbox"/> <input type="checkbox"/>

After processing the service request, the RTA shall issue a 'Letter of Confirmation' to the securities holder/claimant, which is valid only for 120 days. Using this 'Letter of Confirmation', the securities holder/claimant shall request the DP to dematerialize the securities, failing which the securities shall be credited to the Suspense Escrow Demat Account of the Company.