

APPLICATION FORM FOR REGISTRATION WITH RBI UNDER SECTION 45-IA OF THE RBI ACT, 1934

FORM OF APPLICATION FOR CERTIFICATE OF REGISTRATION TO COMMENCE/CARRY ON THE BUSINESS OF A CORE INVESTMENT COMPANY BY A COMPANY

Name and address of registered office of the company
(in block letters)

By Registered Post A.D./Hand Delivery

To

The General Manager/Dy. General Manager*,
Department of Non-Banking Supervision
Reserve Bank of India,
Regional Office,

.....
(Place)

Dear Sir,

*Application for a Certificate of Registration to commence/carry *on the business of a Core Investment Company (CIC)*

We make this application in terms of sub-section (2) of section 45-IA of the Reserve Bank of India Act, 1934 for issue of a Certificate of Registration. The required documents/information as per the instructions are furnished.

We are desirous of commencing/carrying on* the business of a Non-Deposit taking Systematically Important Core Investment Company (NDSI-CIC). Hence, we hereby request you to kindly issue the necessary Certificate of Registration under sub-section (1) of section 45-IA of the Reserve Bank of India Act, 1934 to enable our company to commence/carry on* the business of a Non-Deposit taking Systematically Important Core Investment Company.

We declare that to the best of our knowledge and belief the information furnished in the statements/annexes enclosed hereto is true/correct and complete.

	Yours faithfully,
	Signature:
Date:	Name:
Place:	Designation:
	Company Seal:

Encl. :Sheets

*Strike out whichever is not applicable.

Note: The company is advised to refer to the Instructions and Checklist for CICs before filling up the Application form.

INSTRUCTIONS

(Fill up the application form strictly in accordance with these instructions)

Note: Please refer to the Master Circular – Regulatory Framework for Core Investment Companies (CICs) : DNBS (PD) CC No.237 / 03.02.001/ 2011-12 dated July 1,2011 for clarification on technical terms which are important for CICs for filling up the form e.g. Net Assets, Adjusted Net worth, ‘Companies in the group’, ‘Investment’ etc.

GENERAL

- (1) Application should be made in the prescribed form only. Wherever space is insufficient, information may be furnished in separate sheet/s.
- (2) Application along with enclosures duly completed should be duly filed, page numbered and submitted in duplicate to the Department of Non-Banking Supervision, Reserve Bank of India, Regional Office under whose jurisdiction the registered office of the company is situated.
- (3) A photocopy of the application as submitted may be kept with the company for its record.
- (4) Application should be signed by any of the following officials authorised by the Board of Directors, in this behalf (*viz.*, Chairman, Managing Director, Chief Executive Officer, Company Secretary, a whole-time Director or any other official).
- (5) Application should bear common seal of the company.

ANNEX I

- (6) In case the company has changed its name earlier, a list of all the earlier names of the company and date/s of change together with the names of Chief Executive Officer and Chairman at the time of change of name alongwith the reasons for such a change should be furnished.
- (7) If the company is registered with Reserve Bank of India as an NBFC, the letter in original advising registration should be enclosed.
- (8) If the company had been advised by Reserve Bank of India in the past that it did not require registration by virtue of being a Core Investment Company, the letter in original should also be enclosed.
- (9) If the company has ever defaulted in timely repayment of deposit and payment of interest, a list of all such pending cases and the action taken in respect of each case should be furnished. The company should also submit a list containing the details of all the court cases pending against it, including those pending in consumer forum.

ANNEX II

- (10) For filling up Annexure II, please refer to the guidelines to non-banking financial companies on prudential norms for income recognition, accounting standards, asset classification, provisioning for bad and doubtful debts, capital adequacy, concentration of credit/investment, etc.
- (11) The particulars/information to be furnished in Annex II of the application should be based on figures as disclosed in the latest annual audited Balance Sheet. However, in the case of a company incorporated after March 31 of the particular year on which the application is being made, such particulars/information should be based on the Balance Sheet as on a date falling within thirty days preceding the date of application and should be countersigned by the statutory auditor of the company.
- (12) The contents of Annexure II should be certified by the Statutory Auditors.

ANNEX III

- (13) Please ensure that names (spelling, etc.) and addresses (at item No.5 & 6) tally with DIN allotment letter. Please explain reasons for variations, if any, and support the claim of genuineness with a magistrate's certificate
- (14) 'Substantial interest' means holding of beneficial interest by an individual or his/her spouse or minor child, whether singly or taken together, in shares of a company/capital of a firm, the amount paid-up on which exceeds 10 per cent of the paid-up capital of the company or total capital subscribed by all the partners of a partnership firm.

IDENTIFICATION PARTICULARS

COMPANY CODE (to be filled by RBI)		
1.1	Name of the Company	
1.2	Whether the company had changed its name earlier? [Please see item (6) of instructions]	Yes/No
2	Date of incorporation	
2.1	Corporate Identification Number(CIN) allotted by RoC	
2.2	Permanent Account Number (PAN) of the Company	
3	Date of commencement of business	
4	State in which the company is registered	
5	Full Address of the Company	
(i)	Registered Office	
	Phone No:	Fax:
	Email	
(ii)	Corporate/Administrative* Office	
	Phone No:	Fax:
(iii)	No. of branches	
6	Status	(a) Public (b) Private (c) Deemed public (d) Other (to be specified)
7	Whether the company is already transacting the business of Core Investment Company as on date?	Yes / No
	If yes	
(i)	the date of commencement of such business	
(ii)	Ref no. and date of letter received from RBI advising the company that it was not required to register with RBI	
(iii)	If no such permission was obtained, reasons for not approaching RBI in the past	
8	Details of the Credit Information Bureau with which the company is accredited	
(i)	Name	
(ii)	Registered Address	
(iii)	Phone	
(iv)	Fax	
(v)	E-mail	
9 (i)	Total assets of the applicant company (in Rs. Crores)	

(ii)	Total asset size of other CICs in the group	<u>Name of the Company</u> Asset Size 1. 2.
(iii)	Other companies in the group	<u>Name of the Company</u> 1. 2. 3.
(iv)	Whether any of the group company is registered as an NBFC; if yes, give the name/s of the NBFC/s, CoR No., date, name of the Regional Office of RBI where it is registered	
(v)	Whether any of the group companies are regulated by other regulators such as SEBI, IRDA, FMC, etc.	Yes / No
(a)		
(b)	If yes, details of all such companies (please give the details in a tabular form)	
	(i) Name	
	ii) Address	
	iii) Nature of business	
	iv) Regulator	
	v) Approval/Certificate/Registration No.	
(c)	Action, if any, initiated/pending against the company by the regulator with details (strictures, penalties, adjudications, investigations etc)	
10	Whether the company is already registered as NBFC with RBI?	Yes / No
	If yes	
(i)	Registration No. date and name of the Regional Office of RBI where it is registered	
(ii)	Reference No. and date of RBI advice if the group company is a CIC and has been exempted from registration.	
(iii)	Classification as made by RBI	AFC/LC/IC/Other
(iv)	Whether the company has ever accepted deposits in the past?	Yes / No
(v)	If yes, whether the company has defaulted in the repayment of principal and/or payment of interest on deposits at any time? [Please see item (9) of instructions]	Yes / No
11	Name/s of Statutory Auditor/s of the company with address/es	
12.1	Name/s & Address/es of bankers of the company	
12.2	Whether the company has committed any default in repayment of any loan, advance or any other credit facility availed from any bank/NBFC / Financial Institution?	Yes/No
12.3	If yes, furnish full details, such as name of Bank/NBFC/ Financial Institution, Branch, type of facility, period and quantum of default, etc.	
13	Name and Designation of CEO/Authorised official	

Date		Signature	
Place		Name	
Company Seal		Designation	

ANNEX II

STATEMENT OF CAPITAL FUNDS AS ON*	
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**PART A
CAPITAL FUNDS -**

Sr No	Item Name	Item Code	Amount Rs (Rs. in Lakh)
i	Paid-up Equity Capital	111	
ii	Free reserves (Please see note 1 below)		
(a)	General Reserves	112	
(b)	Share Premium	113	
(c)	Capital Reserves (representing surplus on sale of assets held in separate account)	114	
(d)	Debentures Redemption Reserve	115	
(e)	Capital Redemption Reserve	116	
(f)	Credit Balance in P & L Account	117	
(g)	Other free reserves (to be specified)	118	
iii	Total (111 to 118)	120	
iv	Accumulated balance of loss	121	
v	Deferred Revenue Expenditure	122	
vi	Other Intangible Assets	123	
vii	Total (121 to 123)	130	
viii	Owned funds (120 - 130)	140	
ix	Investment in equity shares of (please see Note 2 below)		
(a)	Subsidiaries	141	
(b)	Companies in the same Group	142	
x	Investments in instruments compulsorily convertible to equity within 10 years from the date of issue (specify Instrument)	143	
xi	Total of 141+ 142 +143	144	
xii	The book value of debentures, bonds, outstanding loans and advances (including hire-purchase and lease finance) made to and deposits with [please see note (3) below]		
(a)	Subsidiaries	145	
(b)	Companies in the same Group	146	
xiii	Total of 144+145+146	147	

Note 1: 'Free reserves' shall include balance in share premium account, capital and debenture redemption reserves and any other reserves shown in the Balance-Sheet and created through an allocation out of profits but not being (a) a reserve created for repayment of any future liability or for depreciation on assets or for bad debts, or (b) a reserve created by revaluation of assets of the company.

2. Investments in instruments compulsorily convertible to equity include investment in fully convertible preference shares and debentures and/or convertible portion of partially convertible preference shares or debentures. Investments held either in investment account or stock-in-trade should be included under this item.

3. Debentures whether held in investment account or by way of stock-in-trade should be included under this item. Non-convertible debentures, non-convertible portion of partially convertible debentures and optionally convertible debentures should also be included under this item.

Part B
Net Assets

Sr No	Item Name	Item Code	Amount Rs (Rs. in Lakh)
	Investments in:		
(a)	Equity Shares of group companies	251	
(b)	Preference Shares of group companies	252	
(c)	Debentures of group companies	253	
(d)	Loans to group companies	254	
(e)	Others (specify)	255	
(f)	Fixed Assets	256	
(g)	Other Assets	257	
(h)	Net Assets (251 to 257)	260	

Note 1: Net assets excludes Cash and Bank balances, investment in money market instruments, money market MFs, advance payments of taxes and deferred tax payments.

Part C
Statement of Outside Liabilities

Sr No	Item Name	Item Code	Amount Rs (Rs. in Lakh)
(i)	Loans and Advances from Banks	361	
(ii)	CPs	362	
(iii)	NCDs	363	
(iv)	ICDs	364	
(v)	Guarantees issued	365	
(vi)	Others(Please Specify)	366	
(vii)	Total outside Liabilities (361 to 366)	370	

PART D
Adjusted Net Worth (Please see notes below)

i	Owned Funds (=Item Code 140 of Part A)	371	
ii	50% of the unrealized appreciation in the book value of quoted investments as ay the date of last audited Balance Sheet	372	
iii	Increase, if any, in the equity share capital since the date of the last audited Balance Sheet	373	
iv	Total (371 to 373)	380	
v	Diminution in the aggregate book value of quoted investments	381	
vi	Reduction, if any, in the equity share capital since the date of the last audited Balance Sheet	382	
vii	Adjusted Net Worth (= 380-381-382)	390	

Notes: For calculating the above,

- (A) Owned Funds shall be as defined in Non Banking Financial (Non Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007; and
- (B) Unrealized appreciation in the book value of quoted investments would be calculated as the excess of the aggregate market value of such investments over the book value of such investments; and
- (C) Diminution will be calculated as the excess of the book value of such investments over the aggregate market value of such investments.

PART E

Weighted Risk Assets - On-Balance Sheet and Off-Balance Sheet items

(a) Balance Sheet Items

Sr No	Item Name	Item Code	Amount (Rs. in lakh)	Risk Weight (%)	RWA
(i)	Cash and bank balances including fixed deposits and certificates of deposits with banks	411		0	
(ii)	Investments:				
	(a) Approved securities [Except at (c) below]	412		0	
	(b) Bonds of public sector banks	413		20	
	(c) Fixed deposits/certificates of deposits/ bonds of public financial institutions	414		100	
	(d) Shares and debentures/bonds/ commercial papers of all companies and units of all mutual funds	415		100	

(iii)	Current Assets:				
	(a) Stock-on-hire (net book value)	416		100	
	(b) Inter-corporate loans/deposits	417		100	
	(c) Loans and advances fully secured against deposits held	418		0	
	(d) Loans to staff	419		0	
	(e) Other secured loans and advances considered good	420		100	
	(f) Bills purchased/discounted	421		100	
	(g) Others (To be specified)	422		100	
(iv)	Fixed Assets (net of depreciation)				
	(a) Assets leased out (net book value)	423		100	
	(b) Premises	424		100	
	(c) Furniture & Fixtures	425		100	
(v)	Other Assets				
	(a) Income tax deducted at source (net of provision)	426		0	
	(b) Advance tax paid (net of provision)	427		0	
	(c) Interest due on Government securities	428		0	
	(d) Others (to be specified)	429		100	
	Total (A)	430		-----	

(b) Off-Balance sheet Items

Sr No	Item Name	Item Code	Amount (Rs. in lakh)	Credit Conversion Factor	Risk Weight (%)	RWA
(i)	Financial & other guarantees	431		100	100	
(ii)	Share/debenture underwriting obligations	432		50	100	
(iii)	Partly-paid shares/debentures	433		100	100	
(iv)	Bills discounted/rediscounted	434		100	100	
(v)	Lease contracts entered into but yet to be executed	435		100	100	
	Total (B)	440		-----		
	Total Risk Weighted Assets = (A) + (B)	450		-----		

Notes:

- (1) Netting may be done only in respect of assets where provisions for depreciation or for bad and doubtful debts have been made.
- (2) Assets which have been deducted from owned fund to arrive at net owned fund shall have a weightage of 'zero'.
- (3) While calculating the aggregate of funded exposure of a borrower for the purpose of assignment of risk weight, such non-banking financial companies may net off the amount of cash margin/caution money/security deposits (against which right to set-off is available) held as collateral against the advances out of the total outstanding exposure of the borrower.
- (4) The counterparty credit risk, arising out of exposure of CICs-ND-SI to CCIL on account of securities financing transactions (CBLOs) will carry a risk weight of zero, as it is presumed that the CCP's exposures to their counterparties are fully collateralised on a daily basis, thereby providing protection for the CCP's credit risk exposures.—The deposits / collaterals kept by CICs-ND-SI with CCIL will attract a risk weight of 20%.

Part F

Capital ratio	<u>Adjusted Net worth * 100</u> Total Risk Weighted assets	
Leverage Ratio	<u>Outside Liabilities</u> Adjusted Net worth	

Note: "Outside Liabilities" means total liabilities as appearing on the liabilities side of the Balance Sheet excluding 'paid-up capital' and 'reserves and surplus', instruments compulsorily convertible into equity shares within a period not exceeding 10 years from the date of issue but including all forms of debt and obligations having the characteristics of debt, whether created by issue of hybrid instruments or otherwise, and value of guarantees issued, whether appearing on the balance sheet or not.

Certified that the data/information furnished in this statement are in accordance with the guidelines issued by the Reserve Bank of India relating to income recognition, accounting standards, asset classification, provisioning for bad and doubtful debts, capital adequacy and concentration of credit and investments. They have been compiled from the books of account and other records of the company and to the best of my knowledge and belief they are correct.
For and on behalf of

Name of the Company _____

Date		Signature	
Place		Name	
Company Seal		Designation	

AUDITOR'S REPORT

We have examined the books of account and other records maintained by.....in respect of the capital funds, risk assets/exposures and risk asset ratio, etc., as on..... and report that to the best of our knowledge and according to the information and explanations given to us and as shown by the record examined by us, the figures shown in Parts A, B, C, D, E, and F of the statement are correct.

Date		Signature of the Auditor	
Place		Name	

ANNEX III

**INFORMATION ABOUT THE PROMOTERS, CHAIRMAN, MANAGING DIRECTOR,
DIRECTORS AND THE CHIEF EXECUTIVE OFFICER OF THE COMPANY**

Sr. No.	Particulars Required	Response
1	Name	
2	Designation	Chairman/Managing Director/ Director/Chief Executive Officer
3	Nationality	
4	Age (to be substantiated with date of birth)	
5	Business Address	
6	Residential Address	
7	E-mail address/ Telephone number	
8	PAN Number under Income Tax Act	
9	Director Identification Number (DIN)	
10	Social security number/Passport No.*	
11	Educational/professional qualifications	
12	Professional Achievement relevant to the job	
13	Line of business or vocation	
14	Any other information relevant to Directorship of the Company	
15	Name/s of other companies in which the person has held the post of Chairman/ Managing Director/Director/Chief Executive Officer	
16	Name/s of the regulators (RBI,SEBI,IRDA,PFRDA,NHB or any other foreign regulator) of the entities mentioned in which the Directors hold directorships	
17	Name/s of the company/ies ,if any, with which the Director is associated as Promoter, Managing Director, Chairman or Director with any NBFC including a Residuary Non-Banking Financial Company which has been prohibited from accepting deposits/prosecuted by RBI ?	
18	Detail of prosecution, if any, pending or commenced or resulting in conviction in the past against the Director and/or against any of the entities he is associated with for violation of economic laws and regulations	
19	Cases, if any, where the Director or relatives of the Director or the companies in which the Director is associated with, are in default or have been in default in the last 5 years in respect of credit facilities obtained from any entity or bank	
20	If the Director is a member of a professional	

	association/body, details of disciplinary action, if any, pending or commenced or resulting in conviction in the past against him/her or whether he/she has been banned from entry of any professional occupation at any time.	
21	Whether the Director attracts any of the disqualification envisaged under Section 274 of the Companies Act,1956	
22	Has the Director or any of the companies, he is associated with, been subject to any investigation at the instance of the Government Department of Agencies	
23	Has the Director at any time been found guilty of violations of rules/ regulations/ legislative requirements by Customs/ Excise/ Income Tax// Foreign Exchange/ Other Revenue Authorities , if yes, so give particulars	
24	Experience in the business of NBFC (number of years)	
25	Equity shareholding in the company	
(i)	No. of shares
(ii)	Face value	Rs.
(iii)	Percentage to total equity share capital of the company
26	Name/s of the companies, firms and proprietary concerns in which the person holds substantial interest (Please see item 14 of instructions)	
27	Names of the principal bankers to the concerns at 26 above	
28	Names of the overseas bankers *	
29	Whether number of directorships held by the Director exceeds the limits prescribed under Section 275 of the Companies Act,1956.	
		Signature :
	Date :	Name :
	Place:	Designation :
		Company Seal :

*** For foreign directors**

Note:

(i) Separate form should be submitted in respect of each of the Directors, by using photocopy of this format