



**THE INSTITUTE OF
Company Secretaries of India**

भारतीय कम्पनी सचिव संस्थान

IN PURSUIT OF PROFESSIONAL EXCELLENCE
Statutory body under an Act of Parliament
(Under the jurisdiction of Ministry of Corporate Affairs)

ICSI:PP&FS:2024

September 25, 2024

Shri S V Murali Dhar Rao
Executive Director
Corporation Finance Department
Securities and Exchange Board of India

Respected Sir,

Sub: Request to dispense with the requirement for dispatch of physical copy of Notice and Annual Report and Proxy forms with respect to General Meetings of Listed Entities

This has reference to the various Circulars issued by the MCA & SEBI w.r.t granting of relaxations for holding General Meetings in physical form and dispensing of the requirement of sending physical copies of Annual Reports and notices to the stakeholders, details of which are as under for quicker reference:

Sl. No.	Circular	Particulars
Securities & Exchange Board of India (SEBI)		
1.	SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023	Relaxation from sending physical copies of financial statements (including Board's report, Auditor's report or other documents required to be attached therewith) to the shareholders, for the AGMs conducted till September 30, 2024.
2.	SEBI Master Circular dated July 11, 2023 on compliance with the provisions of the SEBI (Listing Obligations and Disclosure Requirements) (LODR) Regulations, 2015 by listed entities- (Section VI-J of the Master Circular).	Relaxed the applicability of regulation 36(1)(b) of the LODR Regulations for Annual General Meetings (AGMs) and regulation 44(4) of the LODR Regulations for general meetings (in electronic mode) held till September 30, 2023.
Ministry of Corporate Affairs (MCA)		
1.	General Circular No. 09/2024 dated September 19, 2024	Allowed companies whose Annual General Meetings (AGM) and EGM are due in the year 2024 or 2025, to conduct their AGMs through video Conference (VC) or other Audio-Visual Means (OAVM) or transact items through

Vision

"To be a global leader in promoting good corporate governance"

Motto

सत्यं वद। धर्मं चर। इष्टाक्रो फेद त्प्राक्ते. ब्रह्मैवेत्तु फेद त्वाक्।

Mission

"To develop high calibre professionals facilitating good corporate governance"

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	postal ballot in accordance with framework provided in the aforesaid Circulars up to September 30, 2025 in accordance with the requirements laid down in Para 3 and Para 4 of the General Circular No. 20/2020 dated May 5, 2020.
Para 3 (A) (III) of the MCA Circular dated May 5, 2020	
In view of the prevailing situations, owing to the difficulties involved in dispatching of physical copies of the Financial Statements (including Board's Report, Auditors Report or other documents to be attached herewith), such statements shall be sent only by email to the members, trustees for the debenture-holder of any debentures issued by the Company, and to all other persons so entitled.	
Para 4 of the MCA Circular dated May 5, 2020	
Other Compliances associated with the provisions relating to general meeting viz. making of disclosures, inspection of related documents/ registers by members, or authorisations for voting by bodies corporate, etc. as provided in the Act and the Articles of association of the Company are made through electronic mode.	

We, further, wish to draw your kind attention towards the recommendations of the SEBI Expert Committee for facilitating ease of doing business and harmonization of the provisions of ICDR and LODR regulations wherein it has been recommended to do away with the requirements to send annual reports to shareholders and proxy forms for general meetings held virtually.

In the above backdrop, we humbly request your goodself to kindly consider our submissions to dispense with the requirements of dispatching physical copies of Notices and Annual Reports to the stakeholders. Further, this will be an environment friendly initiative which will save enormous paper to be wasted afterwards.

We shall be pleased to provide any further information in this regard on hearing from your goodself.

Thanking You,

Yours faithfully



(CS B Narasimhan)
President, The ICSI