



# 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:2023

October 3, 2023

**Shri Pramod Rao**

Executive Director

Department of Debt and Hybrid Securities (DDHS)

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 with respect to General Meetings of Listed Entities who have listed their Non-convertible Securities under Regulation 58 (1) of the SEBI (LODR) Regulations, 2015**

This has reference to Circular issued by the MCA vide General Circular No. 09/2023 dated September 25, 2023 allowing companies to conduct their general meetings through Video Conferencing (VC) or Other Audio-Visual Means (OAVM) and relaxations of the requirement of sending physical copies of Annual Report to the shareholders. We also would like to refer to similar relaxation provided by SEBI with regard to dispatching the hard copies of the Annual Report to the shareholders, the details of which are as under for ready reference:

Sl. No.	Circular	Particulars
<b>Ministry of Corporate Affairs (MCA)</b>		
1.	<b>General Circular No. 09/2023 dated September 25, 2023</b>	Allows companies whose AGMs are due in the year 2023 or 2024, to conduct their AGMs through VC or OAVM on or before 30 <sup>th</sup> September, 2024 in accordance with the requirements laid down in Para 3 and Para 4 of the General Circular No. 20/2020 dated 05 <sup>th</sup> May, 2020.
<b>Para 3 (A) (III) of the MCA Circular dated May 5, 2020</b>		
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.		
<b>Para 4 of the MCA Circular dated May 5, 2020</b>		

### Vision

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

### Motto

सत्यं वद। धर्मं चर। *Speak the truth. abide by the law.*

### Mission

"To develop high calibre professionals facilitating good corporate governance"

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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.

**Securities & Exchange Board of India (SEBI)**

2.	<b>SEBI Circular No.</b> Circular No.: SEBI/HO/DDHS/DDHS-ACPOD1/P/CIR/2023/001 Dated: 05.01.2023	Relaxation upto September 30, 2023 regarding requirements of Regulation 58 (1)(b) of the Listing Regulations which prescribes that an entity with listed non-convertible securities shall send a hard copy of statement containing the salient features of all the documents, as specified in Section 136 of Companies Act, 2013 and rules made thereunder to those holders of non-convertible securities who have not registered their email address(es) either with the listed entity or with any depository
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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 of the Entities who have listed their Non- convertible Securities under Regulation 58 (1) of the SEBI (LODR) Regulations, 2015. 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 Manish Gupta)**  
President, The ICSI