**FORM A**

**SECURITIES AND EXCHANGE BOARD OF INDIA**

**(FOREIGN VENTURE CAPITAL INVESTORS) REGULATIONS, 2000**

**(*REGULATION 3*)**

**Application Form for Grant of Certificate of Registration as Foreign Venture Capital Investor with the Securities and Exchange Board of India.**

1. **Name, address, telephone no., telex no. and fax no. of the applicant. In case the applicant has a representative office in India, the particulars may also be given for that office**.

|  |  |  |  |
| --- | --- | --- | --- |
| Name |  | | |
| Address |  | | |
| Postal Code |  | Country |  |
| Telephone No. |  | Fax No |  |
| Email-Id |  | Web-Site |  |

Details of the representative office

|  |  |  |  |
| --- | --- | --- | --- |
| Address |  | | |
| Postal Code |  | Country |  |
| Telephone No. |  | Fax No |  |

1. **Please indicate whether the applicant belongs to any one or more of the following categories:**

|  |  |  |  |
| --- | --- | --- | --- |
| Pension Fund |  | Mutual Fund |  |
| Investment Trust |  | Investment Company |  |
| Investment Partnership |  | Asset Management Company |  |
| Investment Manager |  | Investment Management Company |  |
| Endowment Fund |  | University Fund |  |
| Charitable Institution |  | Any other Investment vehicle established outside India. |  |

1. **Details of the Applicant**
2. The date and place of incorporation of the applicant. (Details of statute under which incorporated).

|  |  |  |  |
| --- | --- | --- | --- |
| Date |  | Place |  |
| Statute |  | | |

1. Brief description of the principal activities of the applicant and the year of commencement of such activities.

|  |
| --- |
|  |

1. Brief description of the group, if any, to which the applicant belongs.

|  |
| --- |
| << *Disclose the details pertaining to the sponsor or the group to which it belongs. Also disclose the experience, approximate funds being managed by the sponsor/group, the registration particulars with any regulatory agency abroad, along with website details, if any, etc.>>* |

1. **Whether any of the following documents are submitted**?

|  |  |
| --- | --- |
| **Documents** | **Yes/No** |
| Copy of certificate of registration with home regulator; or |  |
| Copy of income tax return filed in the home country; or |  |
| Copy of bankers certificate fair track record of the applicant |  |

*<<Enclosing any one of the abovementioned documents is mandatory for registration>>*

1. Please also state whether there has been any instance of violation or non-adherence to the securities laws, code of ethics/conduct, code of business rules, for which the applicant, or its parent/ holding company or affiliate may have been subjected to economic, or criminal liability or suspended from carrying out its operations, or the registration has been revoked, temporarily or permanently. If no, submit an undertaking.

|  |
| --- |
|  |

1. Please indicate the names of the clients on whose behalf you propose to invest in India.

|  |  |  |
| --- | --- | --- |
| **S.No** | **Name of the Clients** | **Contact Information** |
|  |  |  |

1. Please indicate the manner in which you propose to conduct your investments in India i.e. whether through an establishment in India or through any other office outside India. Please give details, and also the name of the contact person/compliance officer.

Details of the Establishment/Office situated in India:

|  |  |  |  |
| --- | --- | --- | --- |
| Name |  | | |
| Address |  | | |
| Postal Code |  | Country |  |
| Telephone No. |  | Fax No |  |
| Email-Id |  | Web-Site |  |

Details of the Contact person/Compliance Officer:

|  |  |  |  |
| --- | --- | --- | --- |
| Name |  | | |
| Address |  | | |
| Telephone No. |  | Email-Id |  |

1. Name and address of the designated bank branch in India through whom investment is proposed to be made.

|  |  |  |  |
| --- | --- | --- | --- |
| Name |  | | |
| Address |  | | |
| Postal Code |  | Country |  |
| Telephone No. |  | Fax No |  |

1. **Details of Domestic Custodian**
2. Name, address, telephone no., telex no., and fax no. of the domestic custodian. Please also present the background information on the custodian, including volume of business handled, organisational infrastructure and the number of investment companies for which the domestic custodian is acting, or has acted, as custodian.

|  |  |  |  |
| --- | --- | --- | --- |
| Name |  | | |
| Address |  | | |
| Postal Code |  | Country |  |
| Telephone No. |  | Fax No |  |
| Background Information |  | | |
| Organisational Infrastructure |  | | |
| Number of Investment Companies under the Custodian |  | | |

1. Particulars of the agreement entered into with the domestic custodian.

|  |  |
| --- | --- |
| **Term** | **Description** |
|  |  |

<<*Enclose a copy of Letter from the Custodian for the purpose of custody of securities.>>*

**DECLARATION AND UNDERTAKING**

We hereby agree and declare that the information supplied in the application, including the attachment sheets, is complete and true.

AND we further agree that we will immediately notify the Securities and Exchange Board of India of any change in the information provided in the application.

We further agree that we shall comply with the provisions of the Act, and regulations issued thereunder and all other relevant laws.

We further agree that as a condition of grant of certificate of registration, we shall abide by

such operational instructions/ directives as may be issued by Securities and Exchange Board of India under the provisions of the Act from time to time.

For and on behalf of\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

(Name of the applicant)

Authorised Signatory \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

(Name) (Signature)

Date:

Place:

**ANNEXURE: DETAILS OF DIRECTORS OF THE APPLICANT**

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| **S.No** | **Name** | **Address** | **Phone No.** | **Email-Id** | **Brief Profile, including professional qualifications** |
|  |  |  |  |  |  |
|  |  |  |  |  |  |
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|  |  |  |  |  |  |

*<<Enclose Identity Proof and Address Proof of all the Directors of the Applicant>>*

**ANNEXURE: MEMORANDUM/ARTICLES OF ASSOCIATION OF THE APPLICANT**

*<<Enclose copy of Memorandum and Articles of Association or any other relvant Constitution Document of the applicant. The main objects of the applicant under the incorporation and constitution document shall permit the applicant to carry on the activity of venture capital.*>>

**ANNEXURE: STRUCTURE DIAGRAM OF THE APPLICANT**

**ANNEXURE: DETAILS OF THE INVESTMENT STRATEGY UNDER REGULATION 11(a)**

*<<The Investment strategy shall comply with the provisions stipulated in Regulation 11 and should disclose the sectors for investment and the approximate amount proposed to be invested in India along with the Life cycle of the Fund.>>*

**ANNEXURE: LETTER FROM THE CUSTODIAN**

**ANNEXURE: DECLARATION REGARDING REGULATORY ACTION**

Date: [●]

To ,

The Deputy General Manager

Division of Funds-1,

Investment Management Division,

Securities and Exchange Board of India

SEBI Bhavan, Plot No. C4-A, “G” Block,

BandraKurla Complex, Bandra (East)

Mumbai - 400051

Dear Sirs:

Re: **Application for registration of *[●Name of the Applicant*** *]***under the Securities and Exchange Board of India (Alternative Investment Funds) Regulations, 2012**

We hereby confirm and declare that:

1. There has not been any instance of violation or non-adherence to the securities laws, code of ethics/conduct, code of business rules, for which the applicant, or its parent/ holding company or affiliate may have been subjected to economic, or criminal liability or suspended from carrying out its operations, or the registration has been revoked, temporarily or permanently.
2. The applicant or any of its directors/ key managerial persons are/ were involved in any litigation connected with the securities market which may have an adverse bearing on the business of the applicant and any order has/ had been passed against them for violation of securities laws.
3. The Applicant or any of its directors has not/ have not been refused a certificate by the Board nor its/ their certificate has been suspended at any time prior to this application.
4. The Applicant is not registered or has filed for registration in any other capacity with the Securities and Exchange Board of India, Reserve Bank of India or any other regulatory authority in India. *<<If registered in any other capacity, provide details of the same>>*

For and on behalf of [●*Name of the Applicant*]

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

[●], Authorised Signatory

Place: [●]

Date: [●]

**ANNEXURE: DECLARATION BY THE COMPANY AND DIRECTORS**

**(Negative List under Third Schedule)**

Date: [●]

To,

The Deputy General Manager

Division of Funds-1,

Investment Management Division,

Securities and Exchange Board of India

SEBI Bhavan, Plot No. C4-A, “G” Block,

BandraKurla Complex, Bandra (East)

Mumbai - 400051

Dear Sirs:

**Re : Application for registration of [●*Name of the Applicant*] under the Securities And Exchange Board of India (Foreign Venture Capital Investors) Regulations, 2000**

We hereby declare and undertake that the Applicant, any of the directors, key managerial persons of the Applicant shall not make investment in any venture capital undertaking/domestic company engaged in the following sectors or activities:

1. Non-banking financial services which are not registered with the Reserve Bank of India and have not been categorized as Equipment Leasing or Hire Purchase companies.
2. Gold financing companies which are not engaged in gold financing for jewellery,
3. Activities not permitted under the Industrial Policy of Government of India.
4. Any other activity which may be specified by the Board in consultation with the Government of India from time to time.

For and on behalf of [●*Name of the Applicant*]

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

[●], Authorised Signatory

Place: [●]

Date: [●]

**ANNEXURE: DECLARATION OF FIT AND PROPER PERSON**

Date: [●]

To,

The Deputy General Manager

Division of Funds-1,

Investment Management Division,

Securities and Exchange Board of India

SEBI Bhavan,

Plot No. C4-A, “G” Block,

BandraKurla Complex

Bandra (East)

Mumbai - 400051

Dear Sirs:

**Re : Application for registration of [●*Name of the Applicant*] under the Securities And Exchange Board of India (Foreign Venture Capital Investors) Regulations, 2000**

We hereby declare and undertake that the principal officers, directors and the key management persons of the applicant:

1. are persons of integrity, reputation and character
2. have no convictions and restraint orders against them
3. are competent including financial solvency and net worth.

For and on behalf of [●*Name of the Applicant*]

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

[●], Authorised Signatory

Place: [●]

Date: [●]