## **FC-GPR**

(To be filed by the company through its Authorised Dealer Category – I bank with the Regional Office of the RBI under whose jurisdiction the Registered Office of the company making the declaration is situated as and when shares / convertible debentures are issued to the foreign investor, along with the documents mentioned in item No. 4 of the undertaking enclosed to this Form)

Permanent Account Number (PAN) of the investee company given by the Income Tax Department	
Date of issue of shares / convertible debentures	

No.	Particulars	(In Block Letters)
1.	Name of the Investee Company	
	Address of the Registered Office of the Investee Company with City, District and State clearly mentioned	
	Telephone	
	Fax	
	E-mail	
	State	
	Registration No. given by Registrar of Companies and Date of Incorporation	
	Whether existing company or new company (strike off	Existing company / New company
	whichever is not applicable)	(Brownfield) (Greenfield)

	If existing company, give	
	registration number allotted by	
	RBI for FDI, if any	
	Telephone	
	Fax	
	e-mail	
	e-man	
2.	Description of the main business	
	activity	
	3.0	
	NIC Code <sup>70</sup>	
	Location of the project and NIC	
	code for the district where the	
	project is located	
	a) Detailed address including	
	Name, City, District and State	
	b) Code for District <sup>71</sup>	
	,	
	c) Code for State	
	Percentage of FDI allowed as	
	per FDI policy (Sectoral Cap	
	under FDI Policy)	
	State whether FDI is allowed	Automatic Route / Approval Route
	under Automatic Route or	μ <sub>γ</sub>
	Approval Route (strike out	
	whichever is not applicable) If	
	under Approval Route, give	
	SIA/FIPB approval No. with date	
3	to be given. Indian address, if a	collaborator* (Details of foreign residence
	Name	,
	- Name	
	Addross	
	Address	

 <sup>&</sup>lt;sup>70</sup> In terms of AP (DIR Series) Circular No 5 dated July 17, 2014, NIC 2008 codes may be reported
 <sup>71</sup> The list of State and District Codes may be downloaded from our website <a href="www.rbi.org.in/Notifications/FEMA/State">www.rbi.org.in/Notifications/FEMA/State</a> and District Code

<sup>\*</sup> If there is more than one foreign investor/collaborator, separate Annex may be included for items 3 and 4 of the Form.

Countr	У
investi	tution / Nature of the ng Entity
	fy whether
	Individual
	Company (PI specify if erstwhile OCB)
3.	
4.	FVCI <sup>#</sup>
	Foreign Trust
	Private Equity Fund
	Pension / Provident Fund
8.	Sovereign Wealth Fund (SWF) <sup>72</sup>
9.	Partnership /
	Proprietorship Firm
	Financial Institution
	NRIs / PIO
12.	Others (please specify)]
Date o	f incorporation

4	Partic	ulars of Shares / Convertibl	e Debentures/	Others Issued
(a)	Nature	and date of issue		
		Nature of issue	Date of issue	Number of shares/ convertible debentures/Others
	01	IPO / FPO		
	02	Preferential allotment / private placement		
	03	Rights		
	04	Bonus		
	05	Conversion of ECB		
	06	Conversion of royalty (including lump sum payments)		
	07	Conversion against import of capital goods by units in SEZ		

72 SWF means a Government investment vehicle which is funded by foreign exchange assets, and which manages those assets separately from the official reserves of the monetary authorities.

# The investment/s is made by FVCI under FDI scheme in terms of Schedule I to Notification No. FEMA 20/2000-RB dated May 3, 2000

	08	ESOPs							
	09	Share Swap	)						
	10	Others (plea		<u>')</u>					
		Total		/					
(b	Тур	e of security i	ssued		ı		I.		
)	No	Nature of	Numbe	Mati	urit	Face	Premiu	Issu	Amoun
		Security	r	у		valu	m	е	t of
						е		Price per shar	inflow*
								e	
	01	Equity							
	02	Compulsoril							
		y Convertible Debentures							
	03	Compulsoril							
	03	y Convertible Preference shares							
	04	Others (please specify)							
		Total							

i) In case the issue price is greater than the face value, please give break up of the premium received.

ii) \* In case the issue is against conversion of ECB or royalty or against import of capital goods by units in SEZ, a Chartered Accountant's Certificate certifying the amount outstanding on the date of conversion

(c)	Break up of premium	Amount
	Control Premium	
	Non competition fee	
	Others <sup>@</sup>	
	Total	

<sup>&</sup>lt;sup>®</sup> please specify the nature

(d)	<b>Total inflow</b> (in Rupees) on account of issue of shares / convertible debentures to non-residents (including premium, if any) vide	
	(i) Remittance through AD: (ii) Debit to NRE/FCNR A/c with Bank (iii) Others (please specify)	
	Date of reporting of (i) and (ii) above to RBI under Para 9 (1) A of Schedule I to Notification No. FEMA 20/2000-RB dated May 3, 2000, as amended from time to time.	
(e)	Disclosure of fair value of shares issue	d**
	We are a listed company and the market value of a share as on date of the issue is*	
	We are an un-listed company and the fair value of a share is*	

<sup>\*\*</sup> before issue of shares

<sup>\*(</sup>Please indicate as applicable)

5. <b>P</b>	ost is	ssue pattern of shareholding								
			Equity			Compulsoril convertible Preference Shares/ Debentures				
Investor category		No. of shares	Amount (Face Value) Rs.	%	No. of shares	Amount (Face Value) Rs.	%			
a)	Non-	-Resident								
	01	Individuals								
	02	Companies								
	03	FIIs								
	04	FVCIs <sup>#</sup>								
	05	Foreign Trusts								
	06	Private Equity Funds								
	07	Pension/ Provident Funds								
	08	Sovereign Wealth Funds								
	09	Partnership/ Proprietorship Firms								
	10	Financial Institutions								
	11	NRIs/PIO								
	12	Others (please specify)								
		Sub Total								
b)	Resi	dent								
Tot	al									

<sup>\*</sup> The investment/s is/are made by FVCI under FDI scheme in terms of Schedule I to Notification No. FEMA 20/2000-RB dated May 3, 2000

## DECLARATION TO BE FILED BY THE AUTHORISED REPRESENTATIVE OF THE INDIAN COMPANY: (Delete whichever is not applicable and authenticate)

We hereby declare that:

- 1. We comply with the procedure for issue of shares / convertible debentures as laid down under the FDI scheme as indicated in <u>Notification No. FEMA 20/2000-RB dated 3<sup>rd</sup> May 2000</u>, as amended from time to time.
- 2. The investment is within the sectoral cap / statutory ceiling permissible under the Automatic Route of RBI and we fulfill all the conditions laid down for investments under the Automatic Route namely (strike off whichever is not applicable).
  - a) Shares issued on rights basis to non-residents are in conformity with Regulation 6 of the RBI Notification No FEMA 20/2000-RB dated 3<sup>rd</sup> May 2000, as amended from time to time.

OR

b) Shares issued are bonus.

OR

c) Shares have been issued under a scheme of merger and amalgamation of two or more Indian companies or reconstruction by way of de-merger or otherwise of an Indian company, duly approved by a court in India.

OR

d)Shares are issued under ESOP and the conditions regarding this issue have been satisfied

3.	Shares	have	been	issued	in	terms	of	SIA	/FIPB	approval
No					date	ed				

4 The foreign investment received and reported now will be utilized in compliance with the provision of a Prevention of Money Laundering Act 2002 (PMLA) and Unlawful Activities(Prevention) Act, 1967 (UAPA). We confirm that the investment complies with the provisions of all applicable Rules and Regulations.

5. We enclose the following documents in compliance with Paragraph 9 (1) (B) of Schedule 1 to Notification No. FEMA 20/2000-RB dated May 3, 2000:

- (i) A certificate from our Company Secretary certifying that
  - (a) all the requirements of the Companies Act, 2013 have been complied with;
  - (b) terms and conditions of the Government approval, if any, have been complied with;
  - (c) the company is eligible to issue shares under these Regulations; and
  - (d) the company has all original certificates issued by authorised dealers in India evidencing receipt of amount of consideration in accordance with paragraph 8 of Schedule 1 to Notification No. FEMA 20/2000-RB dated May 3, 2000.
- (ii) A certificate from SEBI registered Merchant Banker / Chartered Accountant indicating the manner of arriving at the price of the shares issued to the persons resident outside India.
- 6. Unique Identification Numbers given for all the remittances received as consideration for issue of shares/ convertible debentures/others (details as above), by Reserve Bank.

	R			
	R			
(Signature of the Applicant)*:				
(Name in Block Letters) :		_		
(Designation of the signatory)				
Place:				
Date:				
(* To be signed by Managing Director/Director/	Secretary of the Comp	oany)		

## CERTIFICATE TO BE FILED BY THE COMPANY SECRETARY OF THE INDIAN COMPANY ACCEPTING THE INVESTMENT:

(As per Para 9 (1) (B) (i) of Schedule 1 to Notification No. FEMA 20/2000-RB dated May 3, 2000)

In respect of the abovementioned details, we certify the following:

- 1. All the requirements of the Companies Act, 2013 have been complied with.
- 2. Terms and conditions of the Government approval, if any, have been complied with.
- 3. The company is eligible to issue shares / convertible debentures/others under these Regulations.
- 4. The company has all original certificates issued by AD Category I banks in India, evidencing receipt of amount of consideration in accordance with paragraph 8 of Schedule 1 to Notification No. FEMA 20/2000-RB dated May 3, 2000.

(Name & Signature of the Company Secretary) (Seal)

R	T										<u> </u>		<u> </u>		
	R	R	R	R	R	R	R	R	R	R	R	R	R	R	R