

Central Depository Services (India) Limited

CDSL/OPS/DP/POLCY/2025/192

March 21, 2025

SEBI CIR - DISCLOSURE OF HOLDING OF SPECIFIED SECURITIES IN DEMATERIALIZED FORM

DPs are advised to refer to the SEBI Circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/35 dated March 20, 2025, regarding Disclosure of holding of specified securities in dematerialized form [refer Annexure].

DPs are advised to take note of the same.

Queries regarding this communiqué may be addressed to: CDSL – Helpdesk Emails may be sent to: <u>dprtasupport@cdslindia.com</u> and connect through our **IVR Number 022-62343333**.

For and on behalf of Central Depository Services (India) Limited

sd/-

Nilesh Shah Asst. Vice President



CIRCULAR

SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/35

March 20, 2025

To,

All listed entities All the Recognized Stock Exchanges All the Depositories

Madam / Sir,

Subject: Disclosure of holding of specified securities in dematerialized form

- 1. Regulation 31 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), deals with the disclosure of shareholding pattern and manner of maintaining shareholding in dematerialized format.
- Accordingly, SEBI vide Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 (as amended) ("the Circular"), prescribed formats for disclosure of holding of specified securities and shareholding pattern under Annexure 2 of section II-A of chapter II to the Circular.
- 3. Based on the requests received from Depositories, Stock Exchanges and in the interest of providing further clarity & transparency in the disclosure of shareholding pattern to the investors in the securities market, the Annexure 2 of section II-A of chapter II to the Circular is being partially modified as under:
 - a. Table I-IV of the shareholding pattern has been amended as under:
 - i. details of Non-Disposal Undertaking ('NDU'), Other encumbrances, if any and total number of shares pledged or otherwise encumbered including NDU shall be disclosed by the listed entities.
 - ii. It is clarified that underlying outstanding convertible securities also includes ESOPs i.e. the existing header of column X as "No. of Shares Underlying Outstanding convertible securities (including Warrants, ESOP etc.)
 - iii. adding one additional column in the existing shareholding pattern format to capture the details of total number of shares on fully diluted basis (including warrants, ESOP, Convertible Securities etc.)
 - b. Table II of the shareholding pattern has been amended as under:
 - i. A footnote has been added to the table II that provides the details of promoter and promoter group with shareholding "NIL".

Securities and Exchange Board of India

The revised formats of the aforementioned are placed at Annexure A.

- 4. Accordingly, the Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 stands modified to the extent as stated at paragraph no. 3 above.
- 5. The Stock Exchanges are accordingly advised to:
 - a. bring the provisions of this circular to the notice of all the companies whose securities are listed in the exchange and also to disseminate the same on the website of the stock exchange.
 - b. make amendments to the relevant bye-laws, rules and regulations for the implementation of the terms of this circular, if necessary.
- 6. The Depositories are also directed to update their systems to capture the abovementioned changes.
- 7. This Circular shall come into force with effect from the quarter ending June 30, 2025.
- 8. This Circular is issued in exercise of powers conferred under Section 11(1) of the Securities and Exchange Board of India Act, 1992 read with Regulation 31 and 101(2) of Listing Regulations.
- 9. A copy of this Circular is available at <u>www.sebi.gov.in</u> under the categories "Legal Framework→Circulars".

Yours faithfully,

Raj Kumar Das Deputy General Manager Corporation Finance Department Policy and Development-2 +91-22-26449253 rajkd@sebi.gov.in



Annexure A

Table I - Summary Statement showing holding of specified securities of the listed entity

Category (I)	Category of shareholder (II)	No. of shareh older (III)	No. of fully paid up equity shares held (IV)	Partly paid- up equity shares held (V)	shares underlyi ng Deposit	Total no. shares held (VII) = (IV)+(V) +(VI)	SCRR,	held No of V	er of Vo d in each securi (IX) oting Ri Class eg: Y	n clas ities) ghts To	Total as a % of	No. of Shares Underly ing Outstan ding converti ble securiti es (includi ng Warrant s, ESOP etc.) (X)	Total No of shares on fully diluted basis (including warrants, ESOP, Convertibl e Securities etc.) (XI)=(VII+X)	Shareholdi ng, as a % assuming full conversion of convertible securities (as a percentage of diluted share capital) (XII) = (VII)+(X) As a	(a) 1 S	ed in res	Sha plec (X No. (a)	ber of ares dged IV) As a % of total share s held (b)	Dis Unde	Non- sposal ertaking XV) As a % of total shar es held (b)	encur i	Other mbrances, if any (XVI) As a % of total shares held (b)	or end (XIV	al Number f Shares cumbered (XVII) = /+XV+XVI) As a % of total shares held (b)	Number of equity shares held in dematerialized form (XVIII)
												(^)		% of (A+B+C2)											
(A)	Promoter & Promoter Group																								
(B)	Public																				NA				
(C)	Non Promoter- Non Public																				NA				
(C1)	Shares underlying DRs						NA														NA				
(C2)	Shares held by Employee Trusts																				NA				
	Total																								



Table II - Statement showing holding of specified securities by the Promoter and Promoter Group

	Category & Name of the Shareholders (I)	Entity type Promoter or Promoter group (Promoter	PAN (III)	No. of share holder (IV)	No. of fully paid up equity shares held (V)	Partly paid- up equit y share s held (VI)	No. of shares underlyin g Depositor y Receipts (VII)	Total no. shares held <u>(VIII =</u> <u>V+VI+</u> <u>VII)</u>	Sharehold ing % calculate d as per SCRR, 1957 As a % of (A+B+C2) (IX)	hel	d in ea secu	ch clas rities K) ing	Total as a		Total No of shares on fully diluted basis (including warrants, ESOP, Convertibl	Total shareholdi ng, as a % assuming full conversio n of convertibl e	Loc sł (nber of :ked in nares XIV)	Sh ple	nber of nares edged XV)	Dis Und	lon- sposal ertakin (XVI)	encu nce ai	her mbra es, if ny VII)	en	I Number of Shares cumbered XVIII) = +XVI+XVII)	Number of equity shares held in demateri alized form (XIX)
		group would exclude promoter s) (II)								Clas s X	Clas s Y		% of Total Votin g right s	(includin 9 Warrants, ESOP etc.) (XI)	e Securities etc.) (XII)=(VIII+ XI)	securities (as a percentag e of diluted share capital) (XIII) = (VIII)+(XI) as a % of A+B+C2	No. (a)	As a % of total Share s held (b)	No. (a)	As a % of total share s held (b)	N o . (a)	As a % of total shar es held (b)	N o. (a)	As a% of tot al sh ar es he ld (b)	No (a)	As a % of total shares held (b)	
(1)	Indian																										
(a)	Individuals/H indu undivided Family																										
(b)	Name (xyz) Central Government/ State Government(s)																										
	Name (xyz)																										
(c)	Financial Institutions/ Banks																										
	Name																-										
(d)	(xyz) Any Other (specify)																										
	Name (xyz)																										



	Sub-Total (A)(1)																		
(2)	Foreign																		
(a)	Individuals (Non- Resident Individuals/ Foreign Individuals)																		
	Name (xyz)																		
(b)	Government																		
	Name (xyz)																		
(c)	Institutions																		
	Name (xyz)																		
(d)	Foreign Portfolio Investors																		
	Name (xyz)																		
(e)	Any Other (specify)																		
	Name (xyz)																		
	Sub-Total (A)(2)																		
	Total Shareholdin g of Promoter and Promoter Group (A)= (A)(1)+(A)(2) Dotaile of Sho		Inclaimed	mayba	givon h			or of all	aroboli	tors	utstandi	ng shares h	ld in demet/			t voting right	s which are fro	zon etc.	
			licialitieu	пау ре	given III	ere along Wit	Such as hullin	GI UI 51		Jers, U	นเจเสทนไ	ny shares h	eiu III ueiiidi/l	noiaineu SUS	Pense	n, voung ngm		2011 610.	



Note:

- PAN would not be displayed on website of Stock Exchange(s). The term "Encumbrance" has the same meaning as assigned under SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended from time to time.
- 1) 2) 3) Details of promoter and promoter group with shareholding "NIL" can be accessed from here.



Table III - Statement showing holding of specified securities by the Public shareholders

	Category & Name of the Shareholders (I)	PAN (II)	shareh	No. of fully paid up equity shares held (IV)	shares held	No. of shares underly ing Deposit ory Receipt s	Total no. shares held (<u>VII</u> <u>=IV+V+</u> <u>VI</u>)	Shareholdi ng % calculated as per SCRR, 1957 As a % of (A+B+C2)	No		th clas rities () ing	s of	No. of Shares Underlyi ng Outstand ing converti ble	Total No of shares on fully diluted basis (includin g	Total sharehold ing, as a % assuming full conversio n of	Loc sh ()	nber of ked in ares XIII)	Sh ple	ares	Nor Dispo Under ing ()	osal rtak	enci anc a	her umbr es, if ny (VI)	Num Sh encu d () (XIV	ares	Number of equity shares held in dematerialize d form (XVIII)	Share	tegoriza shares (XIX) holding ares) un	(No. of
						(VI)		(VIII)	Cla ss X	CI as s Y	To tal	Votin g	securitie s (includin g Warrants , ESOP etc.) (X)	warrants , ESOP, Converti ble	convertibl e securities (as a percentag e of diluted share capital) (XII)		As a % of total Shar es held (b)		As a % of total shar es held (b)	N o. (a)	A s a % o f t o t a I s h a r e s h e I d (b)	N o . (a)	As a % of tot al sh ar es hel d (b)	N 0. (a)	As a % of total shar es held (b)		Sub- cate gory (i)	Sub- cate gory (ii)	Sub- cate gory (iii)
(1)	Institutions (Domestic)																				N	IA							
(a)	Mutual Funds																				N	IA							
	Name (Xyz)																				N	IA							
(b)	Venture Capital Funds																				N	IA							
	Name (Xyz)																				Ν	IA							
(c)	Alternate Investment Funds																				N	IA							
	Name (Xyz)																				N	IA							
(d)	Banks																				N	IA							
	Name (Xyz)																				Ν	IA							
(e)	Insurance Companies																					IA							
	Name (Xyz)																					IA							
(f)	Provident / Pension Funds																				N	IA							



(a) Asset A			1	-	1	1 1		-	r 1	 				1		
Nonetruction Nonetruction <td< td=""><td></td><td>Name (Xyz)</td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td>NA</td><td></td><td></td><td></td></td<>		Name (Xyz)											NA			
New (X2)	(g)	Reconstruction											NA			
Name (xy) Name (xy) <t< td=""><td></td><td>Name (Xyz)</td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td>NA</td><td></td><td></td><td></td></t<>		Name (Xyz)											NA			
Name (xy) Name (xy) <t< td=""><td>(h)</td><td>Sovereign Wealth Funds</td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td>NA</td><td></td><td></td><td></td></t<>	(h)	Sovereign Wealth Funds											NA			
inclusion		Name (Xyz)											NA			
Name (Xy) Name	(i)	NBFCs registered with											NA			
Institutions Image (xy_2) Image (xy_2) <td< td=""><td></td><td>Name (Xyz)</td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td>NA</td><td></td><td></td><td></td></td<>		Name (Xyz)											NA			
Name (Xy)	(j)	Other Financial											 NA			
(pecify) (model) <		Name (Xyz)											NA			
Name (Xyz) MA	(k)	(specify)														
(2) Institutions (Foreign Networks Image: Source (Foreign Vectory Image: Source (System) Imag		Name (Xyz)														
(Foreign) (Foreign) <t< td=""><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td>NA</td><td></td><td></td><td></td></t<>													NA			
Investment Investment <td>(2)</td> <td>(Foreign)</td> <td></td>	(2)	(Foreign)														
Name (Xyz) MA	(a)	Foreign Direct														
Investors Implementation Implementa		Name (Xyz)														
Name (Xyz) Name (Xyz) <td>(b)</td> <td>Foreign Venture Capital Investors</td> <td></td> <td>NA</td> <td></td> <td></td> <td></td>	(b)	Foreign Venture Capital Investors											NA			
Wealth Funds I <thi< th=""> I <thi< th=""> I <thi< td=""><td></td><td>Name (Xyz)</td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td></thi<></thi<></thi<>		Name (Xyz)														
(d) Foreign Portfolio Investors Category I Image: Solution of the	(c)	Wealth Funds														
Investors Category I Name (Xyz) Name (Xyz) Poreign Portfolio Investors Category II Name (Xyz)																
(e) Foreign Portfolio Investors Category II I </td <td>(d)</td> <td>Investors Category I</td> <td></td>	(d)	Investors Category I														
Portfolio Investors Category II Portfolio Investors Category II Image: Category I																
Name (Xyz) Name (Xyz) NA Image: Constraint of the state of	(e)	Portfolio Investors											NA			
Depositories (holding DRs) (balancing figure)		Name (Xyz)			1								NA			
	(f)	Depositories (holding DRs) (balancing											NA			
		Name (Xyz)											NA			[



(a)	Any Other		1			1	1			NA			
(g)	Any Other (specify)									NA			
	Name (Xyz)									NA			
	Sub-Total B(2)									NA			
(3)	Central					 				NA			
(-)	Government /												
	State												
	Government(s												
(a)	Central									NA			
	Government / President of												
	President of India												
	Name (Xyz)									NA			
(b)	State									NA			
	Government /												
	Governor Name (Xyz)	\vdash						 <u> </u>		NA			
(c)	Shareholding									NA			
(0)	by Companies or Bodies												
	or Bodies												
	Corporate where Central /												
	State												
	Government is												
	a promoter Name (Xyz)									NA			
	Sub-Total B(3)									NA			
(4)	Non-									NA			
(-)	institutions												
(a)	Associate									NA			
	companies / Subsidiaries												
	Name (Xyz)									NA			
(b)	Directors and									NA			
	their relatives												
	(excluding independent												
	directors and												
	nominee												
	directors) Name (Xyz)									NA			
(c)			 					 		NA			
(0)	Key Managerial Personnel												
	Name (Xyz)									NA			
(d)	Relatives of promoters									NA			
	other than												
	'immediate												
	relatives' of												



Securities and Exchange Board of India

I		1	1			г г	1						
	promoters												1
	disclosed under												
	'Promoter and												
	Promoter												
	Group'												
	category)												
	Name (Xyz)										NA		
$\langle \alpha \rangle$	Trusts where	 -						 -			NA		<u> </u>
(e)	any person										NA		
	belonging to												
	belonging to 'Promoter and												
	Promoter												
	Group'												
	category is												
	'trustee',												
	'beneficiary', or												
	author of the												1
	trust'												
	Name (Xyz)										NA		
(f)	Investor										NA		
	Education and												
	Protection												
	Fund (IEPF)												
	Name (Xyz)										NA		
(g)	Resident										NA		
	Individuals												
	holding nominal												
	share capital up												
	holding nominal share capital up to Rs. 2 lakhs												
	Name (Xyz)										NA		
(h)	Resident										NA		
	Individuals												
	holding nominal												1
	share capital in												1
	excess of Rs. 2												1
	lakhs			\vdash									 ┟───┤
	Name (Xyz)										NA		
(i)	Non Resident Indians (NRIs)										NA		1
	Name (Xyz)										NA		
(j)	Foreign										NA		┝───┤
07	Nationals	_											
	Name (Xyz)										NA		
(k)	Foreign Companies										NA		
	Name (Xyz)										NA		
(I)	Bodies										NA		├───┤
(1)	Corporate												
	Name (Xyz)										NA		
													<u> </u>



															-							
(m)	Any Other (specify)																	NA				
	Name (Xyz)																	NA				
	Sub-Total (B)(4)																	NA				
	Total Public Shareholding (B) = (B)(1) + (B)(2) + (B)(3)																	NA				
	+ B(4)																					
	ils of the shareho		Ū				U					rehold	ers, outsta	Inding shar	res held in (dema	at/uncla	imed suspense account, voting rights which	are frozen etc.			
(2) T (3) V (4) C orde (5) S (i) SI (ii) S	AN would not be d he above format n /.r.t. the informatio ategorization and prescribed in the ub-categorization of	eeds to n perta disclose above of share e repre ave ent	be discle ining to E ure of eac format. S es under esented b tered into	osed alon Depository ch shareh hareholdi column n oy a nomir o sharehol	g with the Receipt older cat ng under o. (XIX) v nee Direc der agre	e names of ts, the san tegory sho r any of th will be bas ctor on the eement wil	ne may be ould be ca le categor sed on sh e board of	e disclosed ir arried out in t ries shall be u areholding (r the listed en	n the res he order unique a no. of sh	pective prescr nd will ares) u	colum ibed in not be nder th	ins to the ab duplicate follow	ne extent in ove format ated under i ving sub-ca	formation a If a shareh multiple cate ategories:	vailable and older is fallin egories.	d the t ng un	balance Ider mo	o (XVII) are not applicable in the above format. to be disclosed as held by custodian. re than one category, then the same shall be clas d of the listed entity.	ssified in the cate	egory falli	ng first in	the



Table IV - Statement showing holding of specified securities by the Non-Promoter Non-Public shareholders

	Category & Name of the Shareholders (I)	PAN (II)	No. of shar ehol der (III)	No. of fully paid up equity share s held (IV)	Partly paid- up equity share s held (V)	No. of shares underlyi ng Deposit ory Receipt s (VI)	Total no. shares held <u>(VII =</u> IV+V+VI)	Shareholding % calculate d as per SCRR, 1957 As a % of (A+B+C2) (VIII)	ea	ch class	of secu (IX)	ts held in rities Total as a % of Total Voting	No. of Shares Underlyi ng Outstan ding converti ble securitie s (includi	Total No of shares on fully diluted basis (including warrants, ESOP, Convertible Securities etc.) (XI)=(VII+X)	Total shareholding, as a % assuming full conversion of convertible securities (as a percentage of diluted share capital) (XII)	Numb Locke shar (XII	ed in res	Numbe Shar pledg (XIV	es jed	Non-Di Under (X	taking	Oth encumb s, if a (XV	orance any	Tot Numb Shar encun ed (X\ (XIV+) VI	erof rese nbers (II) = s (V+X) c	Numb er of equity share s held in demat erializ ed form (XVIII)
									Class X	Class Y	Total	rights	ng Warrant s, ESOP, etc.) (X)			No. (a)	As a % of total Shar es held (b)	No. (a)	As a % of tot al sh are s hel d (b)	No. (a)	As a % of tota I sha res hel d (b)	No. (a)	As a % tot al sh ar es he ld (b)	No (a)	As a % of tot al sh ar es he ld (b)	
(1) Custodian/DR Holder																				NA	i.				
(a																					NA					
(i)	abc																				NA					
(ii) efg																				NA					
	Sub-Total (C1)																									
(2) Employee Benefit Trust / Employee Welfare Trust under SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021																				NA					
(a) Name (abc																				NA					
	Sub-Total (C2)																									
	Total Non Promoter - Non Public																				N/					



	Shareholding (C) = (C1) + (C2)																	
No																		
	PAN would not be d																	
(2)	The above format ne	eds to be	e disclosed a	along with	the name	es of the sh	nareholders holdir	ng 1% or	more that	an 1% of :	shares of th	ne listed en	tity. Columns no. (XIV) to (XVII) are	not applie	cable ir	in the above format.	

(3) W.r.t. the information pertaining to Depository Receipts, the same may be disclosed in the respective columns to the extent information available.



Table V- Statement showing details of significant beneficial owners

Sr. No		Details of the (I)	SBO	Details o	f the registere (II)	ed owner	Details of holding/ exerci SBO in the reporting co direct or indi (III)	mpany, whether	Date of creation / acquisition of significant beneficial interest [#] (IV)
	Name	PAN/ Passport No. in case of a foreign national ^{\$}	Nationality	Name	PAN / Passport No. in case of a foreign national	Nationality	Whether by virtue (a) Shares (b) Voting rights (c) Rights on distributable dividend or any other distribution (d) Exercise of control (e) Exercise of significant influence	e of: %%	

* In case the nature of the holding / exercise of the right of a SBO falls under multiple categories specified under (a) to (e) under Column (III), multiple rows for the same SBO shall be inserted accordingly for each of the categories.

This column shall have the details as specified by the listed entity under Form No. BEN-2 as submitted to the Registrar.

\$ PAN/ Passport number not to be disclosed on the website of the Stock Exchange(s).



Table VI - Statement showing foreign ownership limits

	Board approved limits	Limits utilized
As on shareholding date		
As on the end of previous 1st quarter		
As on the end of previous 2nd quarter		
As on the end of previous 3rd quarter		
As on the end of previous 4th quarter		