

Application for Change in Member Affiliation of sub broker
(Kindly read the instructions before filling the application)

Date: _____

To,

Membership Compliance Department,
National Stock Exchange of India Limited,
Exchange Plaza,
Bandra-Kurla Complex,
Bandra (East), Mumbai – 400 051

Sub: Application for Change in Member Affiliation of sub broker

Dear Sir/Madam,

Please find enclosed the application along with the required documents for change in member affiliation of sub broker (name).....with SEBI registration number currently affiliated with trading member (name)

An amount of Rs. 1,000 /- plus applicable service tax can be debited from our Exchange Dues Account towards processing fees.

Thanking You,

Yours Faithfully,
For (name of affiliating trading member)

Sd/-

Director/Authorised Signatory

Instructions for submission of Application for change in affiliation of Trading Member

The procedure to be followed in case of change in sub-broker affiliation is as follows:

- (a) Application for change in affiliation to be submitted to the Exchange through the broker with whom affiliation is being sought.
- (b) A processing fee of Rs. 1,000/- plus applicable service tax would be charged to the trading member for whom the affiliation is sought. This would be billed on the first of subsequent month w.e.f June 1, 2009 for each application.
- (c) The Exchange shall ensure and confirm that there is no complaint(s) / action(s) is /are pending against the sub-broker seeking change in affiliation and the sub-broker has no outstanding fee against it.
- (d) The Exchange shall forward the application complete in all respects to SEBI along with its recommendation (Annexure 2).
- (e) SEBI shall take the change in affiliation on record and effect the changes on the sub-broker certificate.
- (f) The modified certificate shall be dispatched to the Exchange to be handed over to the broker / sub-broker.
- (g) The sub-broker seeking change in affiliation shall be eligible to do business with the old broker till the application is granted approval by SEBI. Thereafter, on grant of approval by SEBI the Exchange shall ensure that affiliation of the sub-broker is changed to new broker with immediate effect.

The documents to be submitted for seeking approval for change in affiliation by the sub-brokers in various scenarios are specified in the table given below:

S.No	Scenarios	Remarks	Documents to be submitted by the applicant
	(A)	(B)	(C)
(i)	A sub-broker intends to discontinue business with one broker and start business with another broker by changing Affiliation.	<ul style="list-style-type: none"> • The sub-broker shall submit the application for change in affiliation to the Exchange through the broker with whom affiliation is being sought and Exchange shall forward the application to SEBI along-with its recommendation. 	(a) Application Form for registration as a Sub-Broker with SEBI. (b) Recommendation Letter by the Member with whom affiliation is sought. (c) Certified true copy of the agreement between the broker and sub-broker.. (d) Letter from Sub-broker seeking change in affiliation (On the letterhead of Sub-broker). (e) No objection Certificate from the existing member (On the letter head

			<p>of existing Trading member).</p> <p>(f) Undertaking from Sub-broker confirming that there is no complaint /action pending against them (On the letterhead of Sub-broker).</p>
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			<p>(g) Original SEBI Certificate. (In case original SEBI Certificate is lost/ misplaced by sub-broker, affidavit by the sub-broker (on stamp paper of appropriate value) indemnifying SEBI from possible harm along with a copy of FIR/ police complaint lodged by the sub-broker).</p> <p>(h) Undertaking to the Exchange by the new Trading Member (On the letterhead of new Trading Member)</p> <p>(i) Declaration to the Exchange by the new Trading Member (confirming that the sub-broker has not introduced or dealt with fake, forged, stolen, counterfeit, etc. shares and securities in the market) (On the letterhead of new Trading Member)</p>
(ii)	A broker merges / amalgamates with another broker or is acquired by another broker.	<ul style="list-style-type: none"> • The sub-broker affiliated to merging / amalgamating / acquired broker entities may either choose to surrender registration or affiliate with the incoming entity or any other broker. • The broker must ensure 	<p>(a) Application Form for registration as a Sub-Broker with SEBI.</p> <p>(b) Recommendation Letter by the Member with whom affiliation is sought.</p> <p>(c) Certified true copy of the agreement between the broker and sub-broker..</p> <p>(d) Letter from Sub-broker seeking change in affiliation (On the</p>

		<p>that all the sub-brokers affiliated to it submit the application for change in affiliation or surrender within a period of 15 days.</p> <ul style="list-style-type: none"> • The application for surrender of certificate of registration of sub-broker 	<p>letterhead of Sub-broker).</p> <p>(e) No objection Certificate from the existing member (On the letter head of existing Trading member).</p> <p>(f) Undertaking from Sub-broker confirming that there is no complaint /action is pending against them (On the letterhead of Sub-broker).</p>
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		<p>shall be submitted to the exchange through the existing broker whereas the application for change in affiliation of sub-broker shall be submitted to the exchange through the broker with whom affiliation is being sought. The exchange shall forward the application for surrender / change in affiliation to SEBI for approval.</p>	<p>(g) Original SEBI Certificate. (In case original SEBI Certificate is lost/ misplaced by sub-broker, affidavit by the sub-broker (on stamp paper of appropriate value) indemnifying SEBI from possible harm along with a copy of FIR/ police complaint lodged by the sub-broker).</p> <p>(h) Undertaking to the Exchange by the new Trading Member (On the letterhead of new Trading Member)</p> <p>(i) Declaration to the Exchange by the new Trading Member (confirming that the sub-broker has not introduced or dealt with fake, forged, stolen, counterfeit, etc. shares and securities in the market) (On the letterhead of new Trading Member)</p>
(iii)	A broker applies for surrender.	<ul style="list-style-type: none"> • Sub-brokers affiliated to a broker who has applied for surrender of registration may apply for change in affiliation to another broker or apply for 	<p>(a) Application Form for registration as a Sub-Broker with SEBI.</p> <p>(b) Recommendation Letter by the Member with whom affiliation is sought.</p>

		<p>surrender.</p> <ul style="list-style-type: none"> The broker must ensure that all the sub-brokers affiliated to it submit the application for change in affiliation or surrender at the time broker applies for surrender. The application must be submitted through 	<p>(c) Certified true copy of the agreement between the broker and sub-broker..</p> <p>(d) Letter from Sub-broker seeking change in affiliation (On the letterhead of Sub-broker).</p> <p>(e) No objection Certificate from the existing member (On the letter head of existing Trading member).</p> <p>(f) Undertaking from Sub-broker confirming that there is no complaint</p>
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		<p>the exchange.</p> <ul style="list-style-type: none"> The application for surrender of certificate of registration of sub-broker shall be submitted to the exchange through the existing broker whereas the application for change in affiliation of sub-broker shall be submitted to the exchange through broker with whom affiliation is being sought. Exchange shall forward the application for surrender / change in affiliation to SEBI for approval 	<p>/action is pending against them (On the letterhead of Sub-broker).</p> <p>(g) Original SEBI Certificate. (In case original SEBI Certificate is lost/ misplaced by sub-broker, affidavit by the sub-broker (on stamp paper of appropriate value) indemnifying SEBI from possible harm along with a copy of FIR/ police complaint lodged by the sub-broker.</p> <p>(h) Undertaking to the Exchange by the new Trading Member (On the letterhead of new Trading Member)</p> <p>(i) Declaration to the Exchange by the new Trading Member (confirming that the sub-broker has not introduced or dealt with fake, forged, stolen, counterfeit, etc. shares and securities in the market) (On the letterhead of new Trading Member)</p>
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(iv)	A broker undergoes	<ul style="list-style-type: none"> Sub-brokers affiliated to a 	(a) Application Form for
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<p>change in control or change in status and constitution / sale / transfer / transmission</p>	<p>broker who has undergone change in control/change in status or constitution / transfer/ sale/ transmission , may apply</p> <p>for change in affiliation to another broker or apply for surrender</p> <ul style="list-style-type: none"> • The broker undergoing change must ensure that all the sub-brokers 	<p>registration as a Sub-Broker with SEBI.</p> <p>(b) Recommendation Letter by the Member with whom affiliation is sought.</p> <p>(c) Certified true copy of the agreement between the broker and sub-broker..</p> <p>(d) Letter from Sub-broker seeking change in affiliation (On the letterhead of Sub-broker).</p> <p>(e) No objection Certificate from the existing member (On the letter head</p>
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	<p>affiliated to it submit the sub-brokers' application for change in affiliation or surrender after the issuance of prior approval to the broker and before the registration of the incoming broking entity. The application must be submitted through the exchange.</p> <ul style="list-style-type: none"> • Incase the broker expires, the sub-brokers may change their affiliation within a period of six months from the date on which the broker ceases to exist or the registration will be deemed cancelled. • The application for surrender of certificate of 	<p>of existing Trading member).</p> <p>(f) Undertaking from Sub-broker confirming that there is no complaint /action is pending against them (On the letterhead of Sub-broker).</p> <p>(g) Original SEBI Certificate. (In case original SEBI Certificate is lost/ misplaced by sub-broker, affidavit by the sub-broker (on stamp paper of appropriate value) indemnifying SEBI from possible harm along with a copy of FIR/ police complaint lodged by the sub-broker.)</p> <p>(h) Undertaking to the Exchange by the new Trading Member (On the letterhead of new Trading Member)</p> <p>(i) Declaration to the Exchange by the new Trading Member (confirming that the sub-broker has not introduced or dealt with fake, forged, stolen, counterfeit, etc. shares and securities in the market) (On</p>
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		<p>registration of subbroker(s) shall be submitted to the exchange through the existing broker whereas the application for change in affiliation of sub-broker shall be submitted to the exchange through the broker with whom affiliation is being sought. The exchange shall forward the application for surrender / change in</p>	<p>the letterhead of new Trading Member)</p>
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		<p>affiliation to SEBI for approval</p>	
(v)	<p>SEBI takes punitive action against the broker like cancellation / debarred from securities market or the broker is declared a defaulter or expelled from exchange.</p>	<ul style="list-style-type: none"> • Sub-brokers affiliated to a broker against whom punitive action has been taken, may apply for change in affiliation to another broker or apply for surrender. The subbrokers must apply for change in affiliation or surrender through the exchange within a period of one (1) month from the date of the SEBI order. • The application for surrender of certificate of registration of subbroker(<ul style="list-style-type: none"> (a) Application Form for registration as a Sub-Broker with SEBI. (b) Recommendation Letter by the Member with whom affiliation is sought. (c) Certified true copy of the agreement between the broker and sub-broker.. (d) Letter from Sub-broker seeking change in affiliation (On the letterhead of Sub-broker). (e) No objection Certificate from the existing member (On the letter head of existing Trading member). (f) Undertaking from Sub-broker confirming that there is no complaint /action is pending against them (On the

		<p>s) shall be submitted to the exchange through the existing broker whereas the application for change in affiliation of sub-broker shall be submitted to the exchange through the broker with whom affiliation is being sought. The exchange shall forward the application for surrender / change in affiliation to SEBI for approval</p>	<p>letterhead of Sub-broker). (g) Original SEBI Certificate. (In case original SEBI Certificate is lost/ misplaced by sub-broker, affidavit by the sub-broker (on stamp paper of appropriate value) indemnifying SEBI from possible harm along with a copy of FIR/ police complaint lodged by the sub-broker). (h) Undertaking to the Exchange by the new Trading Member (On the letterhead of new Trading Member) (i) Declaration to the Exchange by the new Trading Member (confirming that the sub-broker has not introduced or dealt with fake, forged, stolen, counterfeit, etc. shares and securities in the market) (On the</p>
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			letterhead of new Trading Member)
(vi)	The broker or the sub-broker terminates the agreement.	<ul style="list-style-type: none"> • In case the broker or the sub-broker terminates the agreement, the sub-broker may apply for change in affiliation or surrender registration. • In case the sub-broker intends change in affiliation and broker does not issue NOC, the sub-broker may apply for 	<p>(a) Application Form for registration as a Sub-Broker with SEBI. (b) Recommendation Letter by the Member with whom affiliation is sought. (c) Certified true copy of the agreement between the broker and sub-broker.. (d) Letter from Sub-broker seeking change in affiliation (On the letterhead of Sub-broker). (e) No objection Certificate from</p>

		<p>change in affiliation after completion of one month from the date of termination of agreement with the proof of request to the broker for NOC.</p> <ul style="list-style-type: none"> • In case the sub-broker terminates the agreement, the sub-broker shall submit an application to the exchange for surrender of certificate of registration as sub-broker and enclose proof of service of notice for termination of agreement with the broker. • In case the sub-broker is not traceable or does not 	<p>the existing member (On the letter head of existing Trading member). (In case the existing member does not issue NOC, the sub-broker may apply for change in affiliation after completion of one month from the date of termination of agreement with the proof of request to the broker for NOC)</p> <p>(f) Undertaking from Sub-broker confirming that there is no complaint /action is pending against them (On the letterhead of Sub-broker).</p> <p>(g) Original SEBI Certificate. (In case original SEBI Certificate is lost/ misplaced by sub-broker, affidavit by the sub-broker (on stamp paper of appropriate value) indemnifying SEBI from possible harm along with a copy of FIR/ police complaint lodged by the</p>
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		<p>either apply for change in affiliation or surrender after termination of agreement by the broker, the broker may submit an application for surrender of registration along with proof of service of notice to the sub-broker after a period of one month from the date of termination of agreement.</p>	<p>sub-broker).</p> <p>(h) Undertaking to the Exchange by the new Trading Member (On the letterhead of new Trading Member)</p> <p>(i) Declaration to the Exchange by the new Trading Member (confirming that the sub-broker has not introduced or dealt with fake, forged, stolen, counterfeit, etc. shares and securities in the market) (On the letterhead of new Trading Member)</p>
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(vii)	Broker undergoes a change in name.	<ul style="list-style-type: none">• The sub-brokers may only submit certificate of registration in original for the change in affiliating broker's name to be recorded on certificate.	<ul style="list-style-type: none">• The sub-brokers may only submit certificate of registration in original for the change in affiliating broker's name to be recorded on certificate.
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FORM B
SECURITIES AND EXCHANGE BOARD OF INDIA
(Stock Brokers and Sub-Brokers) Regulations 1992
(Regulation 11)
APPLICATION FORM FOR REGISTRATION AS A SUB-BROKER
WITH SECURITIES AND EXCHANGE BOARD OF INDIA

1. Name of applicant sub-broker:
2. Trader name of sub-broker, firm, corporate body.
3. Form of organisation - sole proprietorship, partnership, corporate body. Please give names of proprietor, all partners, directors etc.

4. Educational qualifications of proprietor, partners, directors etc.

<u>Name</u>	<u>Status</u>	<u>Qualifications</u>
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5. Name of the member-broker and the Stock Exchange to which applicant is affiliated.
6. Date of acquiring sub-broker ship
7. Infrastructural arrangements - indicate fax, telex, phones, number of offices and residential numbers. Also indicate the number of employees.
Office Address
Phone No
Telex No
Fax No
Residential phone nos. of proprietor, partners, directors etc.
8. Number of branch offices and their location with phone, telex and fax numbers

I certify that the information given in this application form is true to the best of my/our knowledge and belief.

Recommendation letter from the stock broker to whom I/we am/are affiliated and two references, including one from the banker as required are enclosed.

Signature _____
Date _____

2.)

FORM C
SECURITIES AND EXCHANGE BOARD OF INDIA
(Stock Brokers and Sub-Brokers) Regulation 1992

RECOMMENDATION LETTER BY THE MEMBER WITH
WHOM AFFILIATION IS SOUGHT

To,
The National Stock Exchange

Dear Sirs,

I/We understand that _____ son of _____ aged ___ years, residing at _____ and attached to me at _____ for carrying on the shares and securities business as a sub-broker. I/we confirm that _____ is transacting business through me for a period from _____ and he is a fit and proper person to be registered as a sub-broker.

I/We also confirm that he is known to me/us for well over ____ years and he has got good financial background, moral character and integrity. He has been transacting business frequently and was meeting the market commitments as and when they arise.

I/We hereby recommend his application for granting registration for carrying on shares and securities business as sub-broker. I/We also wish to state that whatever the information that has been submitted is true to the best of my/our knowledge and if at a later date if any material information comes to my/our knowledge subsequent to the submission of this application, I/We undertake to keep informed about the same.

I/We member/s of _____ Exchange hereby agree to recommend the above mentioned applicant.

Yours faithfully

Signature of Member/s

3.)

STOCK BROKER AND SUB-BROKER AGREEMENT

This Agreement entered into this _____ day of _____ 200_ at _____ between _____, Member of the _____ Stock Exchange, ordinarily carrying on business in sale and purchase of shares and securities in the name and style of _____ from _____ (hereinafter referred to as "the stock broker") and having his/its office/registered office at (address), which expression shall, unless repugnant to the context or meaning thereof, be deemed to mean and include his/her heirs, executors, administrators and legal representatives/the partners for the time being of the said entity, the survivor or survivors of them and their respective heirs, executors, administrators and legal representatives/its successors, as the case may be, of the One Part;

And

_____ an entity desiring to start business as a sub broker in shares and securities in the name and style of _____ (hereinafter referred to as "the subbroker".) and having his/its office/registered office at (address), which expression shall, unless repugnant to the context or meaning thereof, be deemed to mean and include his/her heirs, executors, administrators and legal representatives/the partners for the time being of the said entity, the survivor or survivors of them and their respective heirs, executors, administrators and legal representatives/its successors, as the case may be, of the Other Part;

WHEREAS the said stock broker is a member of _____ Stock Exchange {(hereinafter referred to as "the said exchange")} and also holds a certificate of registration granted under Rule 4 of the Securities and Exchange Board of India (Stock Brokers and Sub-Brokers) Rules, 1992 (hereinafter referred to as "the said Rules) & the Securities and Exchange Board of India (Stock Brokers and Sub-Brokers) Regulations, 1992 (hereinafter referred to as "the said Regulations"); bearing SEBI Registration Number.-----

AND

WHEREAS the sub-broker is desirous of affiliating to the stock broker and is hereby eligible for making an application for seeking recognition of the stock exchange and for grant of a certificate of registration under rule 5 of the said rules;

WHEREAS in terms of item (C) (4) the Code of Conduct for sub brokers prescribed under of Schedule II read with regulation 15 (1) (c) and regulation 17(1) (m) of the Securities and Exchange Board of India (Stock Brokers and Sub-brokers) Regulations, 1992, the stock broker and the sub-broker are required to enter into an agreement with each other specifying the scope of their authority & responsibility, in relation to the business of dealing in securities between them; AND

WHEREAS the sub-broker has declared:

(a) that he/it is presently affiliated as a sub broker with the stock broker(s) of the following stock exchanges other than the said exchange:

Name of the affiliated stock broker	Name of the stock exchange	SEBI Registration number of the stock broker	SEBI Registration number of the sub broker

and the broker(s) mentioned under column (1) of the above table has/have given 'No Objection Certificate(s)(NOC)' to the present Sub-broker to get affiliated to the stock broker & seek recognition with the said exchange and registration with SEBI.

(b) that he is not affiliated to any other stock broker of the said exchange; and

(c) that he/it has direct/indirect interest in the stock brokers/ sub brokers of stock exchange detailed hereunder:

Name & SEBI Reg. No. of Broker(s) directly or indirectly related to the subbroker	Name & SEBI Reg. No. of sub broker(s) directly or indirectly related to the sub broker	Name & SEBI Reg. No. of broker(s) with whom the sub broker mentioned at column (2) is affiliated	Name of the stock exchange	Nature of interest (i.e. as director or shareholder) Also state % of shareholding

Note 1: A Sub-broker is deemed to have direct/indirect interest in other Sub-broker (Stock Broker) for purposes of this clause, in the following circumstances:

- (i) Where he is an individual, he or any of his relatives being a Sub-broker (Stock Broker), he or any of his relative being partner in a Sub-Broking firm (Stock Broking Firm), he or any of his relative being a director in a Sub-broking Company (Stock Broking Company) or he or any of his relatives clubbed together holding substantial equity in any Sub-broking Company.
- (ii) Where it is Partnership Firm/Company, the relative(s) of partners/directors in the Firm/Company being a Sub-broker (Stock Broker) or being partner(s)/director(s) in a Sub-broking Firm/Company (Stock Broking Firm/Company) or the same set of shareholders holding substantial equity in other Sub-broking(Stock Broking) entity.

Note 2 : Relative for the above purpose shall mean husband, wife, brother, unmarried sister or any linear ascendant or descendent of an individual.

NOW THEREFORE this agreement witnesseth as follows:

1. The stock broker and the sub broker hereby acknowledge and confirm that the sub broker is affiliated to the stock broker and that the sub-broker shall within the scope of the authority given under these presents, be entitled to act as a 'sub-broker' within the meaning and subject to SEBI (Stock Brokers & Sub-Brokers) Rules, 1992 and SEBI (Stock Brokers & Sub-Brokers) Regulations 1992 (the said "Rules" and "Regulations" respectively) as amended from time to time, for assisting the client in buying, selling or dealing in securities through the stock broker.
2. The stock broker and the sub broker agree that irrespective of the date of agreement, the sub broker will commence business only after receipt of registration certificate from SEBI, continue business during currency of the certificate and will stop business as a sub broker from the date of termination of the agreement.
3. The stock broker agrees that he/it shall not, except with the previous consent of the sub-broker, commit on the latter's behalf transactions in securities in excess of the amount mutually agreed upon in writing from time to time. The sub broker also agrees that he/it shall not commit transactions in securities through the stock broker in excess of the amount mutually agreed upon in writing from time to time.
4. The stock broker agrees that he/it shall not resort to unfair means of weaning away the clients of the sub broker.
5. The stock broker and the sub broker agree to share the brokerage/commission between them in terms of their mutual understanding. Provided however, the brokerage/commission payable to the sub-broker shall not exceed one and one half percent of the value of transactions carried out by the sub broker for clients.
6. The stock broker agrees to maintain a separate record including accounts in respect of the dealings in securities entered into on behalf of the individual client's dealing, with bifurcation showing the details by each of the sub brokers.
7. If any dispute arises between the stock broker and the sub-broker, the same shall as far as possible be settled with the help of the officials of the said exchange and if no such settlement is possible the parties hereby agree to refer such dispute to arbitration in accordance with the Rules, Bye-laws and Regulations of the said exchange. The stock broker and the sub-broker hereby agree that they shall cooperate with the said exchange officials and provide all relevant documents in their possession or control so as to expedite the settlement or adjudication through arbitration process.
8. The sub-broker shall inform the stock broker of any proposed material change in its status and constitution, before seeking prior approval for the same from SEBI.
9. The sub broker agrees not to carry on securities business either directly or through his/its relatives otherwise than on behalf of the stock broker.
10. The sub-broker agrees not to issue any documents like bill, confirmation memo, statement of funds/securities in any other capacity except as authorized by the stock broker.

11. The sub broker agrees to produce copies of transactions of Statement of DP and bank accounts belonging to himself/itself and his/its relatives whose accounts have been registered with the stock broker on demand.
12. The sub broker agrees that the stock broker be authorized to establish additional internal controls like deposit, verification of identity of clients registered, review of transactions in respect of clients contributing large volumes, power to scrutinize the documents relating to the authorized person, etc., at any time during the period of the agreement in force.
13. The sub broker agrees that he would display at each of his branch, in prominent location, Display Board provided by the Trading Member which would contain guidelines to investors including particulars of Trading Member, Compliance Officer Details, manner of payment/receipt of funds and securities.
14. In case of receipt of complaint/s from the investors revealing activities by the sub broker otherwise than the manner authorized by Trading Member, the sub broker agrees that the stock broker would be entitled to withhold money due to the sub-broker, till the complaints are resolved.
15. The sub broker agrees that the stock broker would be entitled to establish any other additional control that it desires to ensure safe and secure dealing of investors with the sub broker.
16. The stock broker and the sub-broker shall be entitled to terminate this agreement without giving any reasons to the other party after giving notice in writing of not less than one month to the other party at its respective address mentioned below. Provided however that, in the event of the sub broker terminating the agreement and/or termination of the sub broker by the stock broker, for any reason whatsoever, all his clients shall be deemed to be the direct clients of the stock broker and all clauses in the tripartite agreement between the stock broker, the sub broker and client governing the client and stock broker shall continue to be in force as it is, unless any client intimates to the stock broker or the stock broker intimates to the client his/its intention to terminate the agreement by giving a notice in writing of not less than one month.
17. Where the stock broker has terminated his/its agreement with the sub broker, the stock broker shall inform the relevant stock exchange (s).
18. This agreement shall forthwith stand terminated;
 - if the stock broker for any reason ceases to be a member of the stock exchange including by cessation of membership by reason of the stock broker's, death, resignation, expulsion or having being declared a defaulter or if the certificate issued by the Board is cancelled;
 - upon the demise/insolvency of the sub-broker or the cancellation of his/its registration with the Board or /withdrawal of recognition of the sub-broker by the stock exchange.
19. On termination of the agreement by the stock broker, it shall be the duty of the stock broker to collect and forward the registration certificate of the sub-broker to SEBI through the stock exchange along with all the fees in arrears in respect of the sub broker's registration as required under Part II of schedule III of SEBI (Stock Broker and Sub-broker) Regulations 1992 and the sub-broker agrees to cooperate with the stock broker in carrying out the said duty.

20. In the event of surrender of the sub broker registration, the affiliating broker shall ensure that investors/general public are informed about surrender of registration of the sub broker. A public advertisement to that effect shall be required to be issued by the stock broker in a local newspaper where the sub broker's Registered office, Head Office/Corporate office is situated and another in English daily news paper with wide circulation.

IN WITNESS WHEREOF, the parties hereto have set their hands and signatures on the day, month and year first above written.

4.)

(On the letterhead of the Sub-broker)

Letter from Sub-broker seeking change in affiliation.

To,
Securities and Exchange Board of India
SEBI Bhavan,
Plot No. C4-A,
G Block, Bandra-Kurla Complex,
Mumbai – 400 0051

Date:

Dear Sir,

Sub: Change in affiliation.

I / We -----, Proprietor / all Partners / All Director of ----- (Trade Name of Sub-broker) (SEBI Reg. No. -----) having registered office at -----, am/are affiliated to ----- (Existing Member name), member of the National Stock Exchange of India Ltd.

I/We wish to disaffiliate from the said trading member M/s. _____. Further, I/We wish to affiliate myself / ourselves with M/s. _____(name of trading member with whom affiliation is being sought) being a member of the Exchange.

In view of the above, you are requested to change my/our affiliation from _____(name of existing trading member) to _____ (name of the trading member with whom affiliation is being sought).

Yours faithfully,

Signature of Director/Partner/Individual

5.)

(On the letterhead of the Existing Trading Member)

No objection Certificate from the existing member.

To,
Securities and Exchange Board of India
SEBI Bhavan,
Plot No. C4-A,
G Block, Bandra-Kurla Complex,
Mumbai – 400 0051

Date:

Dear Sir,

Sub : Change in affiliation of Sub-broker.

I/We would like to state that I/We have no objection on _____ (name and registration no. of the sub-broker) being affiliated with some other trading member.

Yours faithfully,
For(name of trading member)

Authorised Signatory
(Name & Designation)
SEBI Registration No.

6.)

(On the Letterhead of the Sub-broker)

Undertaking from Sub-broker confirming that there is/are no pending complaint(s)/action(s)/outstanding fees

To,
National Stock Exchange of India Ltd.
Exchange Plaza
Bandra Kurla Complex
Bandra (East)
Mumbai-400051.

Date

I / We -----, Proprietor / all Partners / All Director of ----- (Trade Name of Sub-broker) (SEBI Reg. No. -----) having registered office at -----, affiliated to ----- (Existing Member name), member of the National Stock Exchange of India Ltd. confirm that there is/are no complaint(s) or action(s) pending against me/us /any of our partners/any of our directors.

Further we confirm that there are no outstanding fee payable to SEBI.

For M/s-----

Signature
Name
Proprietor / All Partners / All Directors

7.)

Affidavit in case of lost/misplacement of SEBI Certificate

**DEED OF INDEMNITY cum AFFIDAVIT
(on stamp paper of appropriate value)**

THIS DEED of INDEMNITY cum AFFIDAVIT made on this _____ the day of 200__ by M/s. _____(name of Sub-broker) having registration no._____ affiliated with _____(name of trading member), a Trading Member of the National Stock Exchange of India Ltd (“NSEIL”) give this INDEMNITY cum AFFIDAVIT at _____ IN FAVOUR of **Securities and Exchange Board of India.**, (hereinafter called as “SEBI” which expression shall unless repugnant to the context or meaning thereof include its successors, assigns and legal representatives)

WHEREAS

1. I /we have sought to change my/our affiliation from _____(name of existing trading member) to _____(name of trading member with whom affiliation is being sought)being member of the Stock Exchange and have applied for the same.
2. I/we are required to submit the original SEBI Registration Certificate(s) for forwarding to SEBI through NSEIL to change my / our affiliation.
3. I / we have misplaced / lost our SEBI Registration Certificate(s).
4. As required by SEBI, I/we therefore am/are willing to execute this Indemnity cum Affidavit for the purpose of facilitating change of affiliation by SEBI without the original certificate of registration.

NOW IN CONSIDERATION OF SEBI permitting us to furnish the application for change of affiliation without the original certificate of registration, I/WE UNCONDITIONALLY AND IRREVOCABLY UNDERTAKE AND AGREE

- a) To deliver the original SEBI Registration Certificate to SEBI as soon as the same is found, recovered or possessed by us.

- b) That I agree to protect, indemnify and keep indemnified SEBI harmless from and against all claims, demands, actions, proceedings, losses, damages, liabilities, costs, charges, expenses or obligations which may be brought or commenced against them or which they may or may have to bear, pay or suffer directly or indirectly as a result of such loss or damage arising as a result of any other person claiming to be the holder of the said SEBI Registration Certificate bearing Registration No. _____
- c) That this Undertaking shall be binding upon our successors, legal representatives and assigns.
- d) That we shall execute, sign, and subscribe, to such other documents, papers, agreements, covenants, bonds, and / or undertakings as may be prescribed or required by SEBI from time to time.

IN WITNESS WHEREOF, this Deed of Indemnity cum Affidavit is executed on this the _____ day of _____ 20__.

Signed and delivered

For M/s. (name of sub-broker)

Name and Designation

in the presence of

WITNESSES

Signature

(1) Name :
ADDRESS

Signature

(2) NAME :
ADDRESS

Before me
Notary

8.)

(On the letterhead of new Trading Member)

Undertaking to the Exchange by the new Trading Member

To,
National Stock Exchange of India Ltd.
Exchange Plaza
Bandra Kurla Complex
Bandra (East)
Mumbai-400051.

Dear Sirs,

Sub. : Registration of my/our Sub-broker M/s. _____

I/We hereby undertake to comply with and abide by all the requirements of SEBI (Stock Brokers and Sub-Brokers) Regulation 1992 as well as all the requirements of NSEIL in this regard as may be laid down from time to time.

I/We further undertake to ensure the settlement and honour of all the deals entered into by us as the trading member of the exchange which orders/deals may have originated from M/s. _____ whom we are recommending to NSEIL/SEBI to be accorded recognition as our sub-broker.

In the event of failure or otherwise of M/s. _____ to settle and honour the deals entered into by the said sub-broker i.e. M/s. _____ through me/us, we shall be liable to discharge the obligations/liabilities arising out of the said transactions.

Yours faithfully

Signature of the trading member
(SEBI Regn.No.: _____)

9.)

(On the letterhead of new Trading Member)

Declaration to the Exchange by the new Trading Member

The Membership Department
National Stock Exchange of India Ltd. (NSEIL)
Exchange Plaza
Bandra Kurla Complex
Bandra (East)
Mumbai-400051.

Dear Sir,

Sub: Registration of my/our Sub-broker M/s._____.

This has reference to our recommendation of M/s. _____ as our sub-broker to the NSEIL for registration of their application with the SEBI.

In this regard, I/We hereby declare and confirm that M/s. _____ has not, at any time in the course of his/their business with us, introduced or otherwise dealt with fake, forged, stolen, counterfeit, etc. shares and securities in the market.

I/We further undertake that if at a later date any additional material information in this regard comes to my knowledge, I/We shall forthwith communicate the same to the Exchange in writing.

Date: _____

Place: _____

Name, Signature & Seal *

(SEBI Regn. no. _____)

* Should be signed by the Proprietor/Partner/Director of trading member

10.)

(On the letterhead of new Trading Member)

Details by the new trading member

To,
The Membership Department
National Stock Exchange of India Ltd.
Exchange Plaza
Bandra Kurla Complex
Bandra (East)
Mumbai-400051.

Dear Sir,

Sub.:

This has reference to our recommendation of M/s._____ as our sub-broker to the NSEIL for registration of their application with the SEBI.

In this regard, I/We hereby declare and confirm that M/s._____ has in the course of his/their business with us, introduced or otherwise dealt with fake, forged, stolen, counterfeit etc. shares and securities in the market, details of which are as follows :

Security Details	Exchange on which introduced	Settlement No. (period)
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No. of shares	Amount	Reasons for return
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Action taken., whether defect rectified(Give details)	Explanation given by sub-broker applicant (Give details)
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I/We further undertake that if at a later date any additional material information in this regard comes to my/our knowledge, I/We shall forthwith communicate the same to the Exchange in writing.

Date: _____

Place: _____

Name, Signature & Seal *
(SEBI Regn. no. _____)

* Should be signed by the Proprietor/Partner/Director of trading member

