

Eligibility criteria for companies listed on the SME platform of other nationwide stock exchange, and desirous for listing on the mainboard of National Stock Exchange of India Ltd. (NSEIL)

1. Paid up Capital & Market Capitalisation

The paid up equity capital of the applicant shall not be less than 10 crores* and the capitalisation of the applicant's equity shall not be less than 25 crores**

** Explanation 1*

For this purpose, the post issue paid up equity capital for which migration is sought shall be taken into account.

*** Explanation 2*

For this purpose, capitalisation will be the product of the price (average of the weekly high and low of the closing prices of the related shares quoted on the stock exchange during 3 months preceding the application date) and the post issue number of equity shares.

2. Atleast three years track record of either

- i. the applicant seeking listing; or
- ii. the promoters****/promoting company, incorporated in or outside India or
- iii. Proprietary / Partnership firm and subsequently converted into a Company (not in existence as a Company for three years)

****Promoters mean one or more persons with minimum 3 years of experience in the same line of business and shall be holding at least 20% of the post issue equity share capital individually or severally

The company/entity should have positive cash accruals (earnings before interest, depreciation and tax) from operations for at least any 2 financial years out of 3 financial year preceding the application.

3. The applicant should have been listed on SME Platform for at least 2 Years.

4. Independent Due diligence Certificate:

The applicant shall submit to the Exchange an independent due diligence certificate not older than 3 months from the date of application.

The independent due diligence certificate from Independent Peer reviewed Auditors / SEBI registered Credit rating agencies shall inter-alia cover the below aspects:

- Brief snapshot of Entity.
- Profile of Promoter, Management & Ownership Structure. (To include details of litigation cases, serious criminal cases etc in the last one year)
- Business Profile Analysis, Operations Overview with a peer analysis and Project Details (If any).
- Due Diligence with Lender, Auditors, Customer and Suppliers.

- Profitability Analysis & Debt track record (period 3 yrs.)
- Status of utilization of IPO proceeds or any funds raised thereafter
- Compliance track record (including LODR, ICDR, PIT, SAST)
- Investor grievance redressal mechanism

5. Certificate to the Exchange in respect of the following:

- That the company has not referred to the Board of Industrial & Financial Reconstruction (BIFR) &/OR No proceedings have been admitted under Insolvency and Bankruptcy Code against the issuer and Promoting companies.
- The net worth* of the company should be positive
- The company has not received any winding up petition admitted by a NCLT

**Net Worth – as defined under SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018*

6. The applicant company desirous of listing its securities should also satisfy the Exchange on the following:

- The Company should have made disclosures for all material Litigation(s) / dispute(s) / regulatory action(s) to the stock exchanges where its shares are listed in adequate and timely manner.
- Cooling period of two months from the date the security has come out of trade-to-trade category or any other surveillance action, by other exchanges where the security has been actively listed.
- Redressal mechanism of Investor grievance
- PAN and DIN no. of Director(s) of the Company
- Change in Control of a Company/Utilisation of funds raised from public

Note:-

1. SME companies that have already migrated to the main board of any nationwide stock exchange and desirous to list on main board on NSE shall have meet the criteria specified for listing of securities of existing companies.
2. Kindly note that the application submitted to the Exchange for listing does not construe NSE's listing approval. The company shall use NSE's reference regarding listing only after the Exchange grants listing approval to the company. The Exchange reserves the right to reject application on any of the following grounds:
3. The Applicant does not conform to the eligibility requirements set out herein.
4. The application is not complete in all respects and/or does not conform to the requirements set out herein.
5. The application does not contain such additional information as may be required by NSE; and/or
6. The application is false and/or misleading in any manner.
7. Any other reason as NSE may deem fit.

The above criteria is applicable w.e.f January 21, 2021.