



भारतीय प्रतिभूति और विनिमय बोर्ड  
Securities and Exchange Board of India

CIRCULAR

SEBI/HO/CFD/DIL2/CIR/P/2021/0000000659

November 18, 2021

To

All Recognized Stock Exchanges (except Commodity Exchanges)

All Recognized Depositories

Issuer Companies

Merchant Bankers and Brokers registered with SEBI

Registrars to an Issue

Dear Sir / Madam,

**Sub: Schemes of Arrangement by Listed Entities**

1. SEBI vide Circular No. SEBI/HO/CFD/DIL2/CIR/0/2021 dated November 16, 2021 notified changes to the Master Circular No. SEBI/HO/CFD/DIL1/CIR/P/2020/249 dated December 22, 2020.
2. In this regard, an addendum to the aforesaid Circular dated November 16, 2021 is placed at Annexure 1.
3. Applicability of this Circular: This Circular shall be applicable for all the schemes filed with the stock exchanges from the date of the Circular.
4. The recognized stock exchanges are directed to bring the provisions of this circular to the notice of the listed companies and also to disseminate the same on their website
5. This circular is issued in exercise of powers conferred by Section 11(1) of the Securities and Exchange Board of India Act, 1992 and Regulations 11, 37 and 94 read with Regulation 101(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Rule 19(7) of Securities Contracts (Regulation) Rules, 1957 to protect the interests of investors in securities and to promote the development of, and to regulate the securities market.



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6. A copy of this circular is available on SEBI website at [www.sebi.gov.in](http://www.sebi.gov.in) under the categories "Legal Framework/Circulars".

Yours faithfully,

**Yogita Jadhav**  
**General Manager**  
**Corporation Finance Department**  
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# भारतीय प्रतिभूति और विनिमय बोर्ड Securities and Exchange Board of India

Annexure

Addendum - Amendment to PART-I of Circular No. SEBI/HO/CFD/DIL1/CIR/P/2020/249 dated December 22, 2020 ('the circular')

## 1. Insertion of Part I Para A 2(k)

*No Objection Certificate (NOC) from the lending scheduled commercial banks/financial institutions/debenture trustees.*

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