

Nepal Derivative Exchange Limited

CHANGE IN DESIGNATED DIRECTOR BODY CORPORATE

CHECKLIST

Sr.No.	Annexure	Particulars	Compliance(Yes /No)
1	A1	Application for change in designated director	
2	A2	Certified copy of Board resolution for change in designated director	
3	A3	Details of directors (After change)	
4	A4	No other membership Undertaking (for newly appointed designated director	
5	A5	Declaration by Directors	
6	A6	Undertaking by Directors	
7	A7	Undertaking for no change in control	
8	-	Certified true copy of PAN Card of the incoming designated director	
9	-	Bio-data of incoming designated director with complete details of Education & Experience and Residence proof of incoming designated director	

Please feel free to call /write to us for queries, if any:

Membership Department
Nepal Derivative Exchange Ltd.
NDEX Complex, Subidhanagar, Tinkune
Kathmandu-35, Nepal
Email: membership@ndex.com.np
Website: <http://www.ndex.com.np>
Tel No. : +977-01-4469999/4462438

**APPLICATION FOR CHANGE IN DESIGNATED DIRECTOR
(On the Company letterhead of Trading Member)**

Date:

To,
Membership Department
Nepal Derivative Exchange Ltd.
NDEX Complex, Subidhanagar, Tinkune
Kathmandu-35, Nepal

Dear Sir/Madam,

I, _____ (name of the continuing designated directors) hereby inform the Exchange about the resignation of Mr. / Mrs. _____ (name of the resigning director) and appointment of new director _____ (name of incoming designated director).

The board resolution accepting the resignation of _____ (name of resigning designated director) and accepting _____ (name of incoming designated director) as designated director is attached here with along with the necessary documents as required by the Exchange.

We, _____, the member of the Exchange hereby seek your approval for change in designated director.

FOR _____ (name of the company)

(Signature of the existing designated director)

**Suggested format of Board Resolution for change in designated director
(On the letterhead of Trading Member)**

Certified True Copy of the Extracts of the Minutes of the Meeting of the Board of Directors of _____ (name of the company), which was duly convened and where proper quorum was present, held on _____ (dated of meeting), at _____ (address where the meeting was held).

“RESOLVED THAT the resignation of Mr. / Ms. / Mrs. _____ as designated director of the company be and is hereby accepted.”

“RESOVLED FURTHER THAT in accordance with the requirement of **Nepal Derivative Exchange Limited (NDEX)** Mr. / Ms. / Mrs. _____ be and is hereby appointed as Designated Director of the Company.”

“RESOLVED FURTHER THAT Mr. / Ms. / Mrs. _____ (name of the continuing designated directors) and Mr. / Ms. / Mrs. _____ (name of the new designated director) whose signatures are appended below be and are hereby authorized to sign jointly or severally all documents / agreements on behalf of the company.

“RESOLVED FURTHER THAT Mr. / Ms./ Mrs. _____, Designated Director (name of the continuing designated director) of the Company be and is hereby authorized severally to sign and file all necessary forms, returns and documents as may be required statutorily in connection with the above matter and to take all such actions and do all such things from time to time in this regard.”

FOR _____ (name of the company)

(Signature of the authorized signatory)

**Specimen Signatures of Authorized Signatories
(On the letterhead of the Member)**

Name of Authorised Signatory	Specimen Signature

(On the letterhead of the Member)

Date:

To
 Membership Department
Nepal Derivative Exchange Ltd.
 NDEX Complex, Subidhanagar, Tinkune
 Kathmandu-35, Nepal

DETAILS OF DIRECTORS AS ON _____ (After change)

S.NO	Name	Father Name	Date of Birth	Educational Qualification	DIN/ PAN	Residential Address Mobile Telephone	Share holding			Directorships/ controlling shareholding in other cos
							No	Amt	% of total	
1										
2										
3										
4										

NOTES:

@ Designation of the Director must match with the details of Directors.

Identify at least two designated directors (A designated director has to be Under Graduate/Graduate/Post Graduate/ Professional and possesses requisite experience pertaining to derivatives or commodities Future Market).

1. Authorized Signatory
(Designated Director)

2. Authorized Signatory
(Designated Director)

Company Stamp

Place:

(On the letterhead of the Member)

Format of Undertaking – Corporate Entity

(To be given by the Member on his letterhead and to be signed by the Incoming Designated Director and put the Company Stamp)

Date:

To
Membership Department
Nepal Derivative Exchange Ltd.
NDEX Complex, Subidhanagar, Tinkune
Kathmandu-35, Nepal

Dear Sir/ Madam,

I, _____ (name of incoming designated director), have been newly appointed as designated director in _____ (Trade name of the Member) who is the existing member of the Nepal Derivative Exchange Limited (NDEX).

I hereby confirm that I am not Proprietor / Designated Director in any other entity having the membership of the NDEX.

Further I / We confirm that I / We satisfy the eligibility criteria in terms of provisions of the Rules, Bye-Laws, Business Rules and Circulars issued from time to time if any of the NDEX.

I / We declare that the information given above is true.

Yours faithfully,

For (Name of the Member)

Signature of the Incoming Designated Director
Name:

(Company Stamp)

Place:-

(On the letterhead of the Member)

Date:

To
Membership Department
Nepal Derivative Exchange Ltd.
NDEX Complex, Subidhanagar, Tinkune
Kathmandu-35, Nepal

Dear Sir/Madam,

I/We hereby confirm/undertake that _____ (Trade Name of the Member) and _____ (Name of Designated Director) _____, (Name of the Designated Director) and constituents of dominant promoter group:

- A) Are not debarred/suspended/declared defaulters by NDEX Rules and Byelaws.
- B) Are not connected with any of the defaulting/ suspended member of any Stock Exchange/Commodity Exchange.
- C) There are no complaints/disciplinary action against us and any recognized Stock Exchange/ any recognized Commodity Exchange.
- D) Have no investigation/ enquiry by us any recognized Commodity Exchange is pending against us or undertaken against us.

In case of any action/complaints/investigation/enquiry by any Regulatory Agency/Stock Exchange/Commodity Exchange in future, I/We undertake to intimate the Exchange immediately.

I/We declare that the information given above is true.

Yours faithfully

For (Name of the Member)

1. Authorized Signatory
(Designated Director)

2. Authorized Signatory
(Designated Director)

Company Stamp
Place

(On the letterhead of the Member)

Format of Undertaking

(To be given by the Member on his letterhead and to be signed by existing designated director as well as by the incoming designated director under the company stamp of the company)

Date:

To
 Membership Department
Nepal Derivative Exchange Ltd.
 NDEX Complex, Subidhanagar, Tinkune
 Kathmandu-35, Nepal

Dear Sir/Madam,

We hereby propose to appoint Mr. / Mrs. / Ms. _____ as a designated director of our company. The details and information with respect to said designated director is as follows:

1	Name	
2	Father/Husbands name	
3	Nationality	
4	Residence Address	
	Tel. No. :	
	Mobile No.:	
	Email:	
5	Office Address	
	Tel. No. :	
	Mobile No.:	
	Fax No.:	

	Email:	
6	Date of Birth and Age	
7	PAN No	

Signature of Existing Designated Director
With Company Stamp of co. Director

Signature of New incoming Designated
With Company stamp of co. Director

	Educational Qualification		
	Experience (in details)		
	Shareholding in any other companies		
	Interests in any other company as a Director		
	<p>p) Have ever been engaged as principal or employee in any business other than that of securities</p> <p>Note: If yes, please enclose relevant details with this form.</p>		

We hereby declare that the undertakings for Trading Membership/Trading cum Clearing Membership/Institutional Trading-cum-Clearing Membership/Professional Clearing Members submitted by the Member will continue to remain enforceable and binding after the change in

Designated Director of the Company.

We also confirm that the above stated undertakings have been read and understood by us. I/We further declare that the information given above is true.

Yours faithfully,

For (Name of the Member)

Signature of Existing Designated
Director with Company stamp

Signature of New incoming Designated
Director with Company stamp

(On the letterhead of the Member)

Format of Undertaking

(To be given by the Member on his letterhead and to be signed by existing designated director as well as by the incoming designated director under the Company stamp of the company)

Date:

To
Membership Department
Nepal Derivative Exchange Ltd.
NDEX Complex, Subidhanagar, Tinkune
Kathmandu-35, Nepal

Dear Sir/Madam,

We hereby propose to appoint Mr. / Mrs. / Ms. _____ as a designated director of our company _____ (name of the member).

We hereby certify that this change in designated director is not accompanied by / associated with a change in shareholding */ management* / control */ dominant promoter group (DPG)*.

Thanking you

Yours faithfully

Signature of Existing Designated

Signature of New incoming Designated

Director with Company stamp

Director with Company stamp

Place: