

Nepal Derivative Exchange Limited

CHANGE IN NAME (BODY CORPORATE)

CHECKLIST

Sr. No.	Annexure	Particulars	Compliance (Yes /No)
1.	A1	Intimation Letter for change in name by the Member	
2.	A2	Undertaking cum indemnity by the Member	
3	A3	Board resolution on letterhead of the Member (To be submitted on new letter head of the company)	
4.	A4	Intimation of change in name in Members Own Account, Settlement and Depository accounts (To be submitted after the No Objection Certificate from the Exchange)	
5.	A5	Intimation of change in name in Members Depository accounts (To be submitted after the No Objection Certificate from the Exchange)	
6.	A6	Letter from Bank for change of name in Collaterals (To be submitted after the No Objection Certificate from the Exchange)	
8.		Copy of the Memorandum and Article of Association along with copy of ROC certificate approving the change of Name duly certified by designated directors	
9.		Certified true copy of PAN card with new name	

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/>

(Draft of letter of intimation of change in name to be given by the member on the Letterhead)

Date:

From,
M/s _____,

To,

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

Dear Sir/ Madam,

Sub: Change in name from _____ to _____

Please take note that the name of our Company has been changed from _____ to _____ with effect from _____. A certified true copy of certificate of modification issued by Registrar of Companies is enclosed for your reference and record.

We request you to kindly effect the said change in your system/records and enable us to continue our trading and related activities on the Exchange in our new name and entity. We hereby certify that this change of name of our entity is not accompanied by / associated with a change in Designated Director or shareholding pattern or management or control or dominant promoter group and the required net worth is maintained by us as per the norms of the Exchange. Further we undertake to comply with the formalities and documentation as may be required by the Exchange to record the said change in its records.

We undertake to forward a letter from _____(name and address of bank) confirming the securities issued in our earlier name and their enforceability pursuant to the change as aforesaid after approval of change of name by the Exchange. Please also find our undertaking cum indemnity favoring the Exchange in this regard.

Yours faithfully,

For M/s _____,

(Signature(s) of the Designated Director along with Company stamp)

From:
Name of Member (New Name)
Regd. Office Address

To

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

Undertaking cum Indemnity

WHEREAS we are the member of Nepal Derivative Exchange Limited under the name and style of “_____”. And whereas we have changed our name from _____ to _____ and have requested you to effect the said change in your records accordingly, for all purposes and to enable us to continue to function as members of the Exchange under our new name and style.

In consideration of our request for effecting change of name in your records, we hereby submit an unconditional irrevocable undertaking in favor of Nepal Derivative Exchange Limited (hereinafter referred to as the “Exchange “) that

- 1) We will honor all the past and present liabilities and obligations of M/s. (Old Name of the Member), a company incorporated under the Companies Act, 2063 in respect of our trades on the Exchange platform, including all liabilities and obligations that may arise in future which could be appropriated by the Exchange from the deposits, bank guarantees and relevant bank accounts of (New Name of the Member).
- 2) We shall not misuse our old name or entity and shall not mislead or misrepresent the Exchange or any other person whatsoever pursuant to the said change in name.
- 3) We shall remain bound by all our actions, trades, deeds and representations whatsoever in relation to the Exchange or its affiliates, carried out or done by us in our erstwhile entity/name and/or new entity/name and shall not hold the Exchange responsible in any manner whatsoever for such acts, deeds, trades and representations.

Signature(s) of the Designated Director or Authorized Signatory as per the Board Resolution
(Rubber stamp of the firm/ company)

- 4) We undertake to keep all our clients or constituents informed of the said change in name and agree and undertake to the Exchange that we shall continue to be responsible for all our actions done for and/or on behalf of our said clients or on our own behalf, in our erstwhile name/entity and shall be bound by the Byelaws, Rules and Business Rules of the Exchange in respect of all such actions and representations as if the same were and are done by us in our present name and style.
- 5) We undertake to notify the Bank whose guarantee has been provided as security on our behalf, as to the said change in our name and the rights of the Exchange by virtue of the said Bank Guarantee/s shall not in any way get affected by the said change and the subject bank Guarantee shall continue to be enforceable.
- 6) We shall indemnify the Exchange in case of any claims including that of third parties whatsoever arising out of or by virtue of our change in name as above and we hereby authorize the Exchange to hold and exercise any of its rights on all our monies and/or securities including Bank Guarantees held by the Exchange in our erstwhile name and style and to apply such monies or securities wherever necessary as if the same are held in our present name and style and we shall not dispute any such action of the Exchange in any manner whatsoever.

Signed on this _____ day of _____, 200_

For M/s _____

Signature(s) of the Designated Director or Authorized Signatory as per the Board Resolution

(Company stamp)

Signed in my presence,

(On the letterhead of the 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 _____ (date of meeting), at _____ (address where the meeting was held)

RESOLVED THAT pursuant to the change in the name of the company from _____ (old name) To _____ (new name) having been approved by Registrar of Companies _____ (mention region), dated _____ (date on which the change of name is approved by ROC as given in certificate) the company may approach the Nepal Derivative Exchange Limited (NDEX) requesting for incorporation of change of the company's name in its records.

The board appoints Mr./Ms.....and Mr./Ms. to be the authorized representatives of the company and they are hereby authorized to act as designated director on behalf of the company for all matters related to Nepal Derivative Exchange Limited and are hereby authorized to approach the Nepal Derivative Exchange Limited for the necessary action in this connection and also to execute on behalf of the company, an Undertaking cum Indemnity and/ or any other document/s in favor of Nepal Derivative Exchange Limited.

Further resolved that Mr./Ms. AND /OR Mr./Ms. of the company are also authorized to sign jointly, singly or severally all documents / agreements on behalf of the company for operations of Nepal Derivative Exchange Limited

It was further resolved that a copy of the above resolution be furnished to Nepal Derivative Exchange Limited, certified as True by Mr./Ms._____.

FOR _____ (name of the company)

(Signature of the authorized signatory)

(On the letterhead of the Member)

Specimen Signatures of Authorized Signatories:

Name of Authorised Signatory	Specimen Signature

ON BANK'S LETTERHEAD

To

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

Dear Sir/Madam,

Sub: Details of Bank Accounts.

Please note that the details of Bank Accounts opened with us are as follows:

Name of the Member –

Account Type	Branch	Account No.
NDEX Settlement Account		
NDEX Member Own Account		
NDEX Member Client Account		

Thanking you,

Yours Faithfully
(Authorized Signatory)

Letter to be given by the Member for intimating the Depository Details
(On the letterhead of the Member)

Date:

To

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

Dear Sir/ Madam,

Sub: Depository CM Pool Account Details (NEW / REVISED)

Clearing Member Code (CMID): _____

Clearing Member Name: _____

You are requested to please update my depository CM Pool account details as follows:

	DP Name	Pool Account ID
CDSL Pool Account		

Please find attached herewith account opening confirmation letter (Client Master List) as received from DP. You are requested to note our above mentioned details.

Yours faithfully,

Authorized Signatory

Note:

- 1) The letter is to be submitted on the letterhead of the member.
- 2) The letter is to be duly signed by the member.
- 3) The letter has to be complete in all respects (as per format)

(Letter to be given by the Bank to NDEX on its Letterhead)

Date:

To,

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

Dear Sir/Madam,

We invite your reference to the following Fixed Deposit/Bank Guarantee issued and charged by in favor of NDEX on behalf of M/s. _____.

Sr. No	FDR No/ BG NO.	Issue Date	Amount

We wish to inform you that the company intimated us about their change in name from _____ (Old name) to _____ (New name) and have requested us to confirm to you the continuation of the above stated FDR's and Bank Guarantees in their name issued in your favor.

In view of the aforesaid, we , hereby confirm that the FDRs and Bank Guarantees referred above and issued by us on behalf of _____ (Old name) shall be deemed to have been issued for and in the name of _____ (New name) and shall continue to be valid and enforceable in spite of the change in name as above and we undertake to honor any claim or demand from you on account of _____ (New name) either in the name of _____ (old name) or _____ (new name).

Thanking You

For _____ (Bank Name)

Authorized Signatory
Seal of the Bank