

FOREIGN EXCHANGE MANAGEMENT (TRANSFER OR ISSUE OF ANY FOREIGN SECURITY) REGULATIONS, 2004

ODB

Application for issue of ADRs/ GDRs on back to back basis for Overseas acquisitions

- (i) Name and address of the Indian Company :
- (ii) Status of Indian Company [public limited company, private limited company, public sector undertaking or others (please specify)] :
- (iii) Name of the Industrial Group/House to which the applicant company belongs :
- (iv) Date of incorporation :
- (v) Existing line(s) of activity (activities) :
- (vi) Financial particulars of the Indian company for the last three years :

(Rs. in crores)

<i>Financial year ended</i>	<i>Domestic Sales</i>	<i>Forex earnings by way of exports</i>	<i>Forex earnings (other than export of goods/services)</i>	<i>Net Profits/ (Loss)</i>	<i>Paid-up capital</i>	<i>Net worth</i>
(1)	(2)	(3)	(4)	(5)	(6)	(7)
_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____

- (vii) Particulars of the existing overseas JV/ WOS set up/acquired by the applicant company and its operational details for the last three years.

(Amount in foreign currency /million)

<i>Name of the Overseas concern and its location</i>	<i>Approval No. issued by RBI</i>	<i>Name of Foreign Currency</i>	<i>Amount of Investment</i>		
			<i>Equity</i>	<i>Loan</i>	<i>Guarantee</i>
(1)	(2)	(3)	(4)	(5)	(6)
_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____

<i>Average annual turnover</i>	<i>Amount repatriated to India</i>		<i>Exports realised</i>	<i>Profit (loss) during the last year</i>	<i>Net worth as per the last balance sheet</i>
	<i>Dividend</i>	<i>Other entitlements</i>			
(7)	(8)	(9)	(10)	(11)	(12)
_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____

- (vii) Amount of blanket approval limit being sought for and the justification therefor. (Please see the instructions)
- (viii) If the applicant company or its sister concern/promoters/directors are under Exporters' Caution List of the Reserve Bank or their affairs are under investigation by Directorate of Enforcement/other law enforcing agencies, the brief particulars thereof and the present position may be indicated here.

DECLARATION

It is hereby certified that the information furnished above is true and correct. It is further certified that all the legal and other regulations/requirements in India and the host country of acquisitions will be complied with when the transactions for the acquisitions are put through after obtaining necessary approval from the Reserve Bank.

Place.....

Stamp/Seal

.....

Signature of the authorised official

Date

Name

Designation

List of enclosures:

- | | |
|----|----|
| 1. | 4. |
| 2. | 5. |
| 3. | 6. |

INSTRUCTIONS FOR FILLING UP THE FORM ODB*

- The Form complete in all respects should be submitted in triplicate to the Chief General Manager, Reserve Bank of India, Exchange Control Department, Central Office, Overseas Investment Department, Amar Building, Mumbai-400 001.
- For foreign currency, SWIFT codes may be used.
- The application should be accompanied by a statement from a Chartered Accountant certifying that at least 80 per cent of the average turnover of the applicant company in the previous three financial years is from the specified activities/sectors (*viz.*, Information Technology and Entertainment Software, Pharmaceuticals and Biotechnology and other sectors as may be notified from time to time) or the applicant-company has an annual export earnings of at least Rs. 100 crores in the three previous financial years from these activities/sectors.
- If any specific acquisition deal has been negotiated, the details thereof including the name of the overseas company being acquired, its performance for the last three years, share exchange ratio, acquisition price, valuation report from the Investment Banker and the likely benefits to the acquiring company may also be furnished as an Annexure.
- A brief write-up incorporating, *inter alia*, the tentative business plan of overseas acquisitions, country of location of such foreign companies and their line of activity and financial and operational particulars, rough estimates of acquisition cost and the basis thereof, likely benefits to the applicant-company and the country from such acquisitions, such as, synergy between operations, dividend and other inflows, access to technology, incremental exports, etc. should be enclosed to this Form. The information furnished will be kept confidential.

*For revised version, see AP (DIR Series) (2002-03) Circular No. 107, dated 19-6-2003, given at end.