



Consultation Paper on interim recommendations of the expert committee for facilitating ease of doing business and harmonization of the provisions of ICDR and LODR Regulations

January 11, 2024

Background

SEBI, pursuant to its press release dated **October 4, 2023**, invited suggestions from the public and regulated entities to simplify, ease and reduce the cost of compliance under various SEBI regulations, including **SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR Regulations" or "LODR")** & **SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("ICDR Regulations" or "ICDR")**. The comments received from the public are being deliberated in the Working Groups formed by the Expert Committee.

Brief

INTERIM RECOMMENDATIONS OF THE EXPERT COMMITTEE

The Expert Committee has given its recommendations on the following aspects

LODR Regulations

- Applicability of the regulations on the basis of market capitalization
- Limit of membership and chairmanship of committees for a director
- Filling up of vacancies of key managerial personnel
- Timeline for prior intimation of board meetings
- Gap between meetings of the Risk Management Committee

ICDR Regulations

- Inclusion of equity shares received on conversion or exchange of fully paid-up Compulsory Convertible Securities and depository receipts for the purpose of Minimum Promoters' Contribution
- Non-individual shareholders to be permitted to contribute towards Minimum Promoters' Contribution without being identified as a promoter
- Thresholds for increase or decrease in issue size triggering re-filing of draft offer documents
- Flexibility to extend the bid/offer closing date on account of force majeure events minimum by one day instead of present requirement to extend by minimum three days

Note - The comments / suggestions along with rationale should be sent only by **email to consultationcfid@sebi.gov.in** in the prescribed format, no **later than February 01, 2024**



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