

FORM 35A

[Pursuant to section 395(4A)(a)(i)
of the Companies Act, 1956]

Information to be furnished in relation to any offer of a
scheme or contract involving the transfer of shares or any
class of shares in the transferor company to the transferee
company

Note - All fields marked in * are to be mandatorily filled.

1.(a). *Corporate identity number (CIN) of transferee company

(b). Global location number (GLN) of transferee company

2.(a) Name of the transferee company

(b) Address of the
registered office of the
transferee company

3(a). *Capital structure

Paid-up capital (in Rs.)

(b). Extent of shareholding of directors, managers, managing director of the transferee company

Shareholder's name	Share type	Number of shares	Value per share (Rs.)

(c). Extent of shareholding of directors, managers, managing director in the transferor company

Shareholder's name	Share type	Number of shares	Value per share (Rs.)

(d). *Offer made by any other person on behalf of the company ☐ Yes ☐ No

(e). State the interest of the other person in the company

4(a). *CIN of transferor company

(b). GLN of transferor company

5(a). Name of the transferor company

(b). Address of the
registered office of the
transferor company

6(a). *Capital structure

Paid-up capital

(in Rs.)

(b).Extent of shareholding of directors, managers, managing director of the transferor company

Shareholder's name	Share type	Number of shares	Value per share (Rs.)

(c). Extent of shareholding of directors, managers, managing director in the transferee company

Shareholder's name	Share type	Number of shares	Value per share (Rs.)

- 7.* The price or consideration offered for the purchase of the shares of the transferor company. If consideration is other than cash, full particulars thereof and where such consideration involves the allotment of shares in the transferee company, full particulars of the shares and the rights attached thereto shall be specified and the basis of valuation of the shares of the transferor company. In case where the consideration is the allotment of shares of the transferee company, full particulars of the valuation of the shares of the transferee company proposed to the allotted shall also be furnished.

- 8.* Form of consideration ☐ Cash ☐ Other than cash

9. Sources from which the transferee company proposes to pay for the acquisition of the said shares, if the consideration is cash.

- 10.* Reasons for which the offer has been recommended for acceptance by the members of the transferor company by its directors. Every recommendation to the members of the transferor company shall also contain a statement of the interests of its directors, managers, managing director in the transferee company.

Attachments

- 1.*Details of transfer of shares in the transferor company by its directors, manager, managing director in the two years preceding the offer
- 2.*Statement of valuation of shares by the transferor company
- 3.*Auditor's certificate regarding the offer
- 4.*Offer document shall contain a statement by or on behalf of transferee company disclosing the steps it has taken to ensure that necessary cash will be available
- 5.*Statement of valuation of shares by the transferee company
6. Optional attachment(s) - if any

Declaration

To the best of my knowledge and belief, the information given in this form and its attachments is correct and complete. I have been authorised by the board of directors' resolution dated * (DD/MM/YYYY) to sign and submit this form.

List of attachments

To be digitally signed by

Managing director or director or manager or secretary of the transferor company

Certificate

* I, Mr./Ms.

, *(designation) of (transferor company name) , as an auditor,

certify that the information contained in the offer or recommendation is correct.

Auditor (certifying person)

For office use only:

This e-Form is hereby registered

Digital signature of the authorising officer