



**FC-GPR**

**PART - A**

*(To be filed by the company through its Authorised Dealer Category – I bank with the Regional Office of the RBI under whose jurisdiction the Registered Office of the company making the declaration is situated as and when shares / convertible debentures are issued to the foreign investor, along with the documents mentioned in item No. 4 of the undertaking enclosed to this Form)*

Permanent Account Number (PAN) of the investee company given by the Income Tax Department	<input type="text"/>
Date of issue of shares / convertible debentures	<input type="text"/>

No.	Particulars	(In Block Letters)
1.	Name	
	Address of the Registered Office	
	State	
	Registration No. given by Registrar of Companies	
	Whether existing company or new company (strike off whichever is not applicable)	Existing company / New company
	If existing company, give registration number allotted by RBI for FDI, if any	
	Telephone	
	Fax	
	e-mail	



2.	Description of the main business activity  NIC Code	
	Location of the project and NIC code for the district where the project is located	
	Percentage of FDI allowed as per FDI policy	
	State whether FDI is allowed under Automatic Route or Approval Route (strike out whichever is not applicable)	Automatic Route / Approval Route
3	<b>Details of the foreign investor / collaborator*</b>	
	Name  Address  Country  Constitution / Nature of the investing Entity [Specify whether 1. Individual 2. Company 3. FII 4. FVCI 5. Foreign Trust 6. Private Equity Fund 7. Pension / Provident Fund 8. Sovereign Wealth Fund (SWF) <sup>23</sup> 9. Partnership / Proprietorship Firm 10. Financial Institution 11. NRIs / PIO 12. Others (please specify)]  Date of incorporation	

4	<b>Particulars of Shares / Convertible Debentures Issued</b>
(a)	<b>Nature and date of issue</b>

\* If there is more than one foreign investor/collaborator, separate Annex may be included for items 3 and 4 of the Form.

<sup>23</sup> SWF means a Government investment vehicle which is funded by foreign exchange assets, and which manages those assets separately from the official reserves of the monetary authorities.



	<b>Nature of issue</b>	<b>Date of issue</b>	<b>Number of shares/ convertible debentures</b>
01	IPO / FPO		
02	Preferential allotment / private placement		
03	Rights		
04	Bonus		
05	Conversion of ECB		
06	Conversion of royalty (including lump sum payments)		
07	Conversion against import of capital goods by units in SEZ		
08	ESOPs		
09	Share Swap		
10	Others (please specify)		
	<b>Total</b>		

(b) **Type of security issued**

No.	Nature of security	Number	Maturity	Face value	Premium	Issue Price per share	Amount of inflow*
01	Equity						
02	Compulsorily Convertible Debentures						
03	Compulsorily Convertible Preference shares						
04	Others (please specify)						
	<b>Total</b>						

- i) In case the issue price is greater than the face value please give break up of the premium received.  
ii) \* In case the issue is against conversion of ECB or royalty or against import of capital goods by units in SEZ, a Chartered Accountant's Certificate certifying the amount outstanding on the date of conversion

(c)	<b>Break up of premium</b>	<b>Amount</b>
	Control Premium	
	Non competition fee	
	Others <sup>@</sup>	
	<b>Total</b>	

<sup>@</sup> **please specify the nature**

(d)	<p><b>Total inflow</b> (in Rupees) on account of issue of shares / convertible debentures to non-residents (including premium, if any) vide</p> <p>(i) Remittance through AD:  (ii) Debit to NRE/FCNR A/c with Bank _____  (iii) Others (please specify)</p>	
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	Date of reporting of (i) and (ii) above to RBI under Para 9 (1) A of Schedule I to Notification No. FEMA 20 /2000-RB dated May 3, 2000, as amended from time to time.	
(e)	<b>Disclosure of fair value of shares issued**</b>	
	We are a listed company and the market value of a share as on date of the issue is*	
	We are an un-listed company and the fair value of a share is*	

\*\* before issue of shares

\*(Please indicate as applicable)

5. Post issue pattern of shareholding							
		Equity			Compulsorily convertible Preference Shares/ Debentures		
Investor category		No. of shares	Amount (Face Value) Rs.	%	No. of shares	Amount (Face Value) Rs.	%
a)	<b>Non-Resident</b>						
	01 Individuals						
	02 Companies						
	03 FIs						
	04 FVCIs						
	05 Foreign Trusts						
	06 Private Equity Funds						
	07 Pension/ Provident Funds						
	08 Sovereign Wealth Funds						
	09 Partnership/ Proprietorship Firms						
	10 Financial Institutions						
	11 NRIs/PIO						
	12 Others (please specify)						
	<b>Sub Total</b>						
b)	<b>Resident</b>						
	<b>Total</b>						



**DECLARATION TO BE FILED BY THE AUTHORISED REPRESENTATIVE OF THE INDIAN COMPANY: (*Delete whichever is not applicable and authenticate*)**

We hereby declare that:

1. We comply with the procedure for issue of shares / convertible debentures as laid down under the FDI scheme as indicated in Notification No. FEMA 20/2000-RB dated 3<sup>rd</sup> May 2000, as amended from time to time.

2. The investment is within the sectoral cap / statutory ceiling permissible under the Automatic Route of RBI and we fulfill all the conditions laid down for investments under the Automatic Route namely (strike off whichever is not applicable).

a) Foreign entity/entities—(other than individuals), to whom we have issued shares have existing joint venture or technology transfer or trade mark agreement in India in the same field and Conditions stipulated in Press Note 1 of 2005 Series dated January 12, 2005 have been complied with.

**OR**

Foreign entity/entities—(other than individuals), to whom we have issued shares do not have any existing joint venture or technology transfer or trade mark agreement in India in the same field.

b) We are not an SSI unit.

**OR**

We are a SSI unit and the investment limit of 24 % of paid-up capital has been observed/ requisite approvals have been obtained.

c) Shares issued on rights basis to non-residents are in conformity with Regulation 6 of the RBI Notification No FEMA 20/2000-RB dated 3<sup>rd</sup> May 2000, as amended from time to time.

**OR**

Shares issued are bonus.

**OR**

Shares have been issued under a scheme of merger and amalgamation of two or more Indian companies or reconstruction by way of de-merger or otherwise of an Indian company, duly approved by a court in India.

**OR**

Shares are issued under ESOP and the conditions regarding this issue have been satisfied

3. Shares have been issued in terms of SIA /FIPB approval No. \_\_\_\_\_ dated \_\_\_\_\_



4. We enclose the following documents in compliance with Paragraph 9 (1) (B) of Schedule 1 to Notification No. FEMA 20/2000-RB dated May 3, 2000:

- (i) A certificate from our Company Secretary certifying that
  - (a) all the requirements of the Companies Act, 1956 have been complied with;
  - (b) terms and conditions of the Government approval, if any, have been complied with;
  - (c) the company is eligible to issue shares under these Regulations; and
  - (d) the company has all original certificates issued by authorised dealers in India evidencing receipt of amount of consideration in accordance with paragraph 8 of Schedule 1 to Notification No. FEMA 20/2000-RB dated May 3, 2000.
- (ii) A certificate from Statutory Auditors / Chartered Accountant indicating the manner of arriving at the price of the shares issued to the persons resident outside India.

5. Unique Identification Numbers given for all the remittances received as consideration for issue of shares/convertible debentures (details as above), by Reserve Bank.

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R																				

(Signature of the Applicant)\* : \_\_\_\_\_

(Name in Block Letters) : \_\_\_\_\_

(Designation of the signatory) : \_\_\_\_\_

Place:  
Date:

(\* To be signed by Managing Director/Director/Secretary of the Company)

**CERTIFICATE TO BE FILED BY THE COMPANY SECRETARY<sup>24</sup> OF THE INDIAN COMPANY ACCEPTING THE INVESTMENT:**

**(As per Para 9 (1) (B) (i) of Schedule 1 to Notification No. FEMA 20/2000-RB dated May 3, 2000)**

In respect of the abovementioned details, we certify the following :

<sup>24</sup> If the company doesn't have a full time Company Secretary, a certificate from a practising Company Secretary may be submitted.



1. All the requirements of the Companies Act, 1956 have been complied with.
2. Terms and conditions of the Government approval, if any, have been complied with.
3. The company is eligible to issue shares / convertible debentures under these Regulations.
4. The company has all original certificates issued by AD Category – I banks in India, evidencing receipt of amount of consideration in accordance with paragraph 8 of Schedule 1 to Notification No. FEMA 20/2000-RB dated May 3, 2000.

(Name & Signature of the Company Secretary) (Seal)

**FOR USE OF THE RESERVE BANK ONLY:**

**Registration Number for the FC-GPR:**

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**Unique Identification Number allotted to the Company at the time of reporting receipt of remittance**

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[Part- B of Annex I to A. P. (DIR Series) Circular No. 44 dated May 30, 2008]

### FC-GPR

#### PART-B

(i) This part of Form FC-GPR is to be submitted to the Director, Balance of Payment Statistical Division, Department of Statistics and Information Management, Reserve Bank of India, C-8, 3<sup>rd</sup> Floor, Bandra-Kurla Complex, Bandra (E), Mumbai – 400051; Tel: 2657 1265, 2657 2513, Fax: 26570848; email:surveyfla@rbi.org.in

(ii) This is an annual return to be submitted by 31<sup>st</sup> of July every year by all companies, pertaining to all investments by way of direct/portfolio investments/re-invested earnings/others in the Indian company made during the previous years (e.g. the information in Part B submitted by 31<sup>st</sup> July 2008 will pertain to all the investments made in the previous years up to March 31, 2008). The details of the investments to be reported would include all foreign investments made into the company which is outstanding as on the date of the balance sheet. The details of overseas investments in the company both under Direct / portfolio investment may be separately indicated. Please use end-March Market prices/exchange rates for compiling the relevant information.

Permanent Account Number (PAN) of the investee company given by the Income Tax Department		<input type="text"/>
No.	Particulars	(In Block Letters)
1.	Name  Address   State  Registration No. given by the Registrar of Companies	
2.	Name of the Contact Person: Tel. E-mail: Fax:	Designation:
3.	Account closing date:	
4.	Details of changes if any, with regard to information furnished earlier (Change in name of company / Change of location, activities, etc.)	
5.	Whether listed company or unlisted company	Listed / Unlisted





5.1	If listed,  i) Market value per share as at end-March ii) Net Asset Value per share as on date of latest Audited Balance Sheet	
5.2	If unlisted, Net Asset Value per share as on date of latest Audited Balance Sheet	

#### 6. Foreign Direct Investment (FDI)

	Amount in Lakhs of Rupees			
	Foreign Liabilities In India *		Foreign Assets Outside India &	
	Outstanding at end-March of Previous Year	Outstanding at end-March of Current Year	Outstanding at end-March of Previous Year	Outstanding at end-March of Current Year
6.0 Equity Capital				
6.1 Other Capital <sup>Ω</sup>				
6.2 Disinvestments during the year				
6.3 Retained earnings during the year <sup>+</sup>				

\* Please furnish the outstanding investments of **non-resident investors (Direct Investors)** who were holding **10 per cent or more** ordinary shares of your Company on the reporting date.

& Please furnish your total investments outside the country in each of which **your Company** held **10 per cent or more** ordinary shares of that non-resident enterprise on the reporting date.

<sup>Ω</sup> Other Capital includes transactions between the non-resident direct investor and investee / reporting company, relating to i) Short Term Borrowing from overseas investors, ii) Long Term Borrowing from overseas investors, iii) Trade Credit, iv) Suppliers Credit, v) Financial Leasing, vi) Control Premium, vii) Non-Competition Fee in case of transactions not involving issue of shares, viii) Non-cash acquisition of shares against technical transfer, plant and machinery, goodwill, business development and similar considerations and ix) investment in immovable property made during the year.

<sup>+</sup> Under foreign liabilities, for retained earnings (undistributed profit), please furnish the proportionate amount as per the share holding of non-resident investors (Direct investors). Similarly under foreign assets outside India, the retained earnings of your company would be proportionate to your shareholding of ordinary shares in the non-resident enterprise.



## 7. Portfolio and Other Investment

[Please furnish here the outstanding investments other than those mentioned under FDI above]

	Amount in Lakhs of Rupees			
	Foreign Liabilities In India		Foreign Assets Outside India	
	Outstanding at end-March of Previous Year	Outstanding at end-March of Current Year	Outstanding at end-March of Previous Year	Outstanding at end-March of Current Year
7.0 Equity Securities				
7.1 Debt Securities				
7.1.1 Bonds and Notes				
7.1.2 Money Market Instruments				
7.2 Disinvestments during the year				
8. Financial Derivatives (notional value)				
9. Other Investment				
9.1 Trade Credit				
9.1.1 Short Term				
9.1.2 Long Term				
9.2 Loans <sup>∞</sup>	Please see the note below			
9.3 Others				
9.3.1 Short Term				
9.3.2 Long Term				

<sup>∞</sup> **Note:** As the details of the Loans availed of by your company are collected through Authorised Dealers separately by Foreign Exchange Department of the Reserve Bank in ECB returns, the details of external loans availed by your company need not be filled in. However, the external loans extended by your company to non-resident enterprises other than WOS/JVs outside India should be reported under "Foreign Assets outside India".



10. Shareholding pattern as at end- March		Equity			Compulsorily convertible Preference Shares/ Debentures		
Investor category / Nature of investing entity		No. of shares	Amount (Face Value) Rs.	%	No. of shares	Amount (Face Value) Rs.	%
<b>a) Non-Resident</b>							
<b>01</b>	<b>Individuals</b>						
<b>02</b>	<b>Companies</b>						
<b>03</b>	<b>FIs</b>						
<b>04</b>	<b>FVCIs</b>						
<b>05</b>	<b>Foreign Trusts</b>						
<b>06</b>	<b>Private Equity Funds</b>						
<b>07</b>	<b>Pension/ Provident Funds</b>						
<b>08</b>	<b>Sovereign Wealth Fund (SWF)<sup>25</sup></b>						
<b>09</b>	<b>Partnership / Proprietorship Firms</b>						
<b>10</b>	<b>Financial Institutions</b>						
<b>11</b>	<b>NRIs/PIO</b>						
<b>12</b>	<b>Others (please specify)</b>						
<b>Sub Total</b>							
<b>b) Resident</b>							
<b>Total</b>							
11. Persons employed during the financial year ending March 31 <sup>®</sup>							
	Directly						
	Indirectly						
	Total						

Signature of the authorised Official : \_\_\_\_\_

Name (in block letters) : \_\_\_\_\_

Designation : \_\_\_\_\_

Place:

Date:

<sup>25</sup> SWF means a Government investment vehicle which is funded by foreign exchange assets, and which manages those assets separately from the official reserves of the monetary authorities.

<sup>®</sup> Please indicate the number of persons recruited by your company during the financial year for which the return is being submitted. Under "Directly", indicate the number of persons on the roll of your company, whereas under "Indirectly", indicate the number of persons otherwise engaged by your company during the year.