

Corporate Financial Reporting and Analysis:
Disclosure Requirement as per SEBI and
Stock Exchanges

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SEBI Objectives

1. Protect the Interest of Investors
2. Regulate the Activities of Capital Markets
3. Promote the growth of Capital Markets

SEBI Disclosure Guidelines regarding Investor
Protection:

A. IPO related disclosure in Prospectus

1. Promoters track record
2. Co's Assets and Liabilities
3. Risk factors highlights
4. Minimum promoters contribution
5. Pricing and allotment methods
6. Underwriting agreement
7. Projected growth of company for next 5 yrs.

B. Prescribes Financial Statement Format for other Cos.

1. SEBI prescribes audit standards
2. External auditors audit FS accordingly

Regulation of Capital Market Activities and
Disclosures

1. Mutual Fund Companies
2. Merchant Banking Activities
3. Venture Capital Companies
4. Broking Firms Activities
5. Portfolio Management Companies
6. Non-Banking Finance Companies (NBFCs)

Promoting the Growth of Capital
Market and Disclosures

- Investors' awareness programmes and related disclosure by the companies
- Overseas issues of GDR (Global Depository Receipts), ADR (American Depository Receipts), ECB (European Convertible Bonds) etc.
- FIIs related disclosures
- Introduction the D-mat Trading System and related disclosures
- Depositories system and related disclosures

Disclosure required as per Stock Exchanges
Stock Exchanges function as "Self Regulatory
Organizations (SROs)"

It means that stock exchanges have their own system of regulation of listed companies and these listed companies are required to ensure the compliance the laws and bye-laws as laid down and make disclosure accordingly.

- Submit the Report on Corporate Governance:
The listed companies are required to submit the compliance report of corporate governance with the stock exchange

Statement of Investor Complains

1. The listed companies are required to provide the information to the stock exchange regarding the complaints filed by the investors with them.
2. The nature of complaints
3. The status of the complaints whether resolved or pending

Disclosure of Shareholding Pattern

The listed companies are required to submit the report regarding shareholding pattern of each class of securities before and after listing periodically

Compliance Status of Reconciliation of Shares and Capital Audit

The listed companies are required to submit report on Reconciliation of Share Capital audit report by done by qualified chartered accountant.

Disclosure of Related Party Transactions

The listed companies are required to submit the consolidated financial statement informing the related party transactions in the format specified by the stock exchanges

Annual Report

The listed companies are required to provide the annual report along with the information of annual general meeting. The company is also required to upload the annual report on its website and send a copy of it to the shareholders

Annual Secretarial Compliance Report

The listed companies are required to supply a compliance report regarding the fulfillment of SEBI guidelines and compliance of the provisions of Companies Act in the functioning of the company on annual basis.

Disclosure of Price Sensitive Information

The listed companies are required to intimate to the stock exchanges about the material events within the company which are likely to have a significant impact on the market price of the company.

Outcome of Board Meeting

The listed companies are required to inform to the stock exchanges regarding the important decisions and taken and resolutions passed in the annual general meeting of the company.

Declaration of Dividend and Dividend Distribution Policy

The listed companies are required to provide the information to stock exchange about dividend proposed and distributed to the shareholders along with the dividend distribution policy and other relevant information such as dividend reserve created by the company, issue of bonus share etc.

Voting Results

The listed companies are required to provide the information to the stock exchange regarding the voting results of annual general meeting in a prescribed format within forty eight hours of such annual general meeting.

Maintaining the Website of the Company

The listed company is required to maintain its website containing the information as prescribed by the stock exchange, incorporate the changes and update the website time to time and disseminate the information the stock exchange.