



भारतीय प्रतिभूति  
और विनिमय बोर्ड

**Securities and Exchange  
Board of India**

**DEPUTY GENERAL MANAGER**

**Market Intermediaries Regulations and Supervision Department – III**

**Tel No: 022 - 26449312**

MIRSD-3/ SS/RTA/32265/2016

November 28, 2016

Chairman, Registrars Association of India  
C/o Universal Capital Securities Pvt. Ltd,  
21, Shakti Niwas, Opp. Satya Saibaba Temple,  
Mahakali Caves Road, Andheri(East)  
Mumbai-400093

**Kind Attn: Mr. Millind Mondkar, Chairman, Registrars Association of India**

**Subject: Format Tripartite agreement between the Issuer Company, Existing Registrar to an Issue and Share Transfer Agent and New Registrar to an Issue and Share Transfer Agent as per Regulation 7(4) of SEBI (Listing obligation and Disclosure requirement) Regulation, 2015.**

Dear Sir,

1. As per Regulation 9A(1)(b) of SEBI (Registrar to an Issue and Share Transfer Agent) Regulation 1993 : *"Without prejudice to its obligations under any other law for the time being in force, it shall enter into a legally binding agreement with the body corporate or the person or group of persons for or on whose behalf it is acting as a registrar to an issue or a share transfer agent stating therein the allocation of duties and responsibilities between itself and such body corporate or person or group of persons, as the case may be"* . Accordingly vide circular dated October 11, 1994 draft Bipartite Agreement was prescribed by SEBI.
2. As per Regulation 7(4), SEBI (Listing Obligations and Disclosure Requirements) Regulations, *"in case of any change or appointment of a new share transfer agent, the listed entity shall enter into a tripartite agreement between the existing share transfer agent, the new share transfer agent and the listed entity, in the manner as specified by the Board from time to time."*
3. The format of Tripartite Agreement has been prepared in consultation with Registrar Association of India (RAIN) and some issuer companies. Format of the Tripartite Agreement is placed at Annexure-A.
4. Further, RAIN and all SEBI registered Registrar to an Issue and Share Transfer Agent(s) are advised to publish the format of tripartite agreement on their respective websites.

Yours faithfully,

**Medha Sonparote**

**Encl:- As above**

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