

SCHEDULE I

FORM A

Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014

[See regulation 3]

Application for Grant of Certificate of Registration as Infrastructure investment trust

INSTRUCTIONS

1. This form is meant for use by the applicant for grant of certificate of registration as Infrastructure Investment Trust.
2. The applicant should complete this form, and submit it, along with all supporting documents to the Board.
3. This application form should be filled in accordance with these regulations.
4. The application shall be considered by the Board provided it is complete in all respects.
5. All answers must be legible and all the pages must be numbered with signature/ stamp on each page of the form.
6. Information which needs to be supplied in more detail may be given on separate sheets which should be attached to the application form and appropriately numbered.
7. The application must be signed and all signatures must be original.
8. The application must be accompanied by an application fee as specified in the Second Schedule to these regulations.

1. GENERAL INFORMATION

- (a) Name, address, telephone number(s), fax number(s), e-mail address of the InvIT
- (b) Name, direct line number, mobile number and e-mail of the contact person(s)
- (c) Whether the ²⁰⁷[applicant/ sponsor(s)/ investment manager/ project manager(s) or their associates or trustee] are registered with SEBI, RBI or any

²⁰⁷Substituted for "applicant or its associates or its sponsor(s)/trustee/ manager is/" by Securities and Exchange Board of India (Infrastructure Investment Trusts) (Amendment) Regulations, 2016, w.e.f 30.11.2016

other regulatory authority in any capacity along with the details of its registration

- (d) Details of infrastructure for conducting activities as an Infrastructure investment trust

2. DETAILS OF APPLICANT

- (a) Write-up on the activities of the applicant
- (b) Whether the Trust Deed is registered under the provisions of the Indian Registration Act, 1908
- (c) Whether the Trust Deed has its main objective as undertaking activity of InvIT and includes responsibilities of the Trustee in accordance with Regulation 9 (Enclose relevant extract of the Registered Trust Deed)
- (d) Whether any unit holder of the InvIT enjoys preferential voting or any other rights over another unit holder
- (e) Whether there are multiple classes of units of InvIT

3. DETAILS OF TRUSTEE

- (a) Name, address of registered office, address for correspondence and principal place of business, telephone number(s), fax number(s), e-mail address of the Trustee
- (b) Name, direct line number, mobile number and e-mail of the contact person(s).
- (c) Brief write up on the activities of the trustee
- (d) Details of registration as a Debenture Trustee
- (e) ²⁰⁸[***]
- (f) Details of infrastructure, personnel, etc. relevant to the activity as trustee of the InvIT
- (g) Identity and Address proof of the trustee and its directors
- (h) Whether the Trustee Company is registered with any regulatory authority other than SEBI in any capacity along with the details of its registration

4. DETAILS OF SPONSOR(S) (Provide details for every sponsor separately)

- (a) Name, address of registered office, address for correspondence and principal place of business, telephone number(s), fax number(s), e-mail address of the sponsor(s)
- (b) Name, direct line number, mobile number and e-mail of the contact person(s)
- (c) Legal status of the sponsor, date and place of incorporation/ establishment, wherever applicable

²⁰⁸Omitted "List of associates of the trustee "by Securities and Exchange Board of India (Infrastructure Investment Trusts) (Amendment) Regulations, 2016, w.e.f 30.11.2016

- (d) Details of the holding pattern and profile of the directors/partners including their professional qualification
- (e) Identity proof and address proof of the Sponsor, its directors or partners
- (f) Write up on the activities of the sponsor/its associates including past experience in development of infrastructure or fund management in the infrastructure sector
- (g) Whether the Sponsor has floated any InvITs previously, which are registered with SEBI. If yes, details of the same
- (h) Proposed holding of the sponsor in the InvIT on post-issue basis
- (i) Copies of the financial statements for the previous financial year
- (j) Net-worth certificate of sponsor(s) by a Chartered Accountant, not more than six months old from the date of application

5. DETAILS OF INVESTMENT MANAGER

- (a) Name, address of the registered office address for correspondence, telephone number(s), fax number(s), of the Investment Manager
- (b) Name, direct line number, mobile number and e-mail of the contact person(s).
- (c) Legal status, date and place of incorporation/ establishment, wherever applicable
- (d) Copy of Investment Management agreement
- (e) Write up on the activities of the Investment Manager including past experience in fund management/ advisory services or development in the infrastructure sector
- (f) List of Directors/ Members of Governing Board
- (g) Identity proof and address proof of the Investment Manager, its directors or partners
- (h) Shareholding/partnership interests and profile of the directors /partners
- (i) Details of the key personnel including experience and professional qualification
- (j) Copies of the financial statements for the previous financial year
- (k) Net-worth certificate of manager by a Chartered Accountant, not more than six months old from the date of application
- (l) Whether the Investment Manager has acted as manager to any InvIT previously, which are registered with SEBI. If yes, details of the same

6. DETAILS OF PROJECT MANAGER(s) (Provide details for every project manager separately)

- (a) Name, address of the registered office address for correspondence, telephone number(s), fax number(s), of the Project Manager
- (b) Name, direct line number, mobile number and e-mail of the contact person(s)
- (c) Legal status, date and place of incorporation/ establishment, wherever applicable
- (d) ²⁰⁹[***]
- (e) Write up on the activities of the Project Manager
- (f) Identity proof and address proof of the Investment Manager, its directors or partners

7. DETAILS OF BUSINESS PLAN AND INVESTMENT STRATEGY

- (a) Investment objective and investment style
- (b) Details of proposed initial offer ²¹⁰[***]
- (c) Brief details of the assets proposed to be held under InvIT
- (d) Details of leverage at ²¹¹[holdco/SPV(s)] and InvIT level (current and proposed)
- (e) Fee structure

8. DETAILS OF REGULATORY ACTION TAKEN IN THE PAST, IF ANY

- (a) Whether the ²¹²[InvIT or parties to the InvIT or their directors/members of governing board] are / were involved in any litigation connected with the securities market which may have an adverse bearing on the business of the applicant or any order has/ had been passed against them for violation of securities laws. (If Yes, provide details. If No, enclose a declaration to that effect).

²⁰⁹Omitted "Copy of Project Implementation Agreement" by Securities and Exchange Board of India (Infrastructure Investment Trusts) (Amendment) Regulations, 2016, w.e.f 30.11.2016

²¹⁰Omitted "including copy of the draft initial offer document/draft placement memorandum, as applicable" by Securities and Exchange Board of India (Infrastructure Investment Trusts) (Amendment) Regulations, 2016, w.e.f 30.11.2016

²¹¹Substituted for "SPV" by Securities and Exchange Board of India (Infrastructure Investment Trusts) (Amendment) Regulations, 2016, w.e.f 30.11.2016

²¹²Substituted for "applicant or any of its related party(ies)" by Securities and Exchange Board of India (Infrastructure Investment Trusts) (Amendment) Regulations, 2016, w.e.f 30.11.2016

- (b) Whether any disciplinary action has been taken by the Board or any other regulatory authority against the ²¹³[InvIT or parties to the InvIT or their directors/members of governing board] under any Act or the Regulations/guidelines made thereunder (If Yes, provide details. If No, enclose a declaration to that effect).
- (c) Whether ²¹⁴[InvIT or parties to the InvIT or their directors/members of governing board] has/ have been refused a certificate by the Board or its/ their certificate has been suspended at any time prior to this application. (If Yes, provide details. If No, enclose a declaration to that effect).

9. OTHER INFORMATION/DECLARATIONS

Declaration that the applicant, Sponsor(s), Investment Manager and Project Manager(s) are fit and proper persons based on the criteria specified in the Securities and Exchange Board of India (Intermediaries) Regulations, 2008.

DECLARATION STATEMENT (To Be Given As Below)

We hereby agree and declare that the information supplied in the application, including the attachment sheets, is complete and true.

AND we further agree that, we shall notify the Securities and Exchange Board of India immediately any change in the information provided in the application.

We further agree that we shall comply with, and be bound by the Securities and Exchange Board of India Act, 1992, and the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 and any other regulations, circulars or guidelines as may be notified or issued by the Securities and Exchange Board of India from time to time.

We further agree that as a condition of registration, we shall abide by such operational instructions/directives as may be issued by the Securities and Exchange Board of India from time to time.

²¹³Substituted for “applicant or any of its related party(ies)” by Securities and Exchange Board of India (Infrastructure Investment Trusts) (Amendment) Regulations, 2016, w.e.f 30.11.2016

²¹⁴Substituted for “applicant or any of its related party(ies)” by Securities and Exchange Board of India (Infrastructure Investment Trusts) (Amendment) Regulations, 2016, w.e.f 30.11.2016