

## **POLICY FOR ISSUANCE OF DUPLICATE SHARE CERTIFICATES**

### ***1. PREFACE***

- i. Section 46 of the Companies Act, 2013 read with Rule 6 of Companies (Share Capital & Debentures) Rules, 2014 deals with the provisions relating to the issue of Duplicate Share Certificates.
- ii. **Worldwide Leather Exports Limited** (“the Company”), proposes to establish a procedure for issuing duplicate share certificates and to formulate a policy for the same.

### ***2. CIRCUMSTANCES IN WHICH DUPLICATE SHARE CERTIFICATE MAY BE ISSUED***

A duplicate certificate of shares may be issued, if such certificate —

- (a) is proved to have been lost or destroyed; or
- (b) has been defaced, mutilated or torn and is surrendered to the company.

### ***3. SCOPE OF THE POLICY***

All the shareholders of the Company shall be covered under this Policy.

### ***4. PROCEDURE FOR OBTAINING DUPLICATE SHARE CERTIFICATE***

- i. The shareholder has to send the information about the loss of share Certificates quoting his/her/their folio number and details of the lost share certificates, if available to the Company/Registrar & Share Transfer Agents. This application shall state the full disclosure of the shares for which the duplicate share certificate is desired.
- ii. Simultaneously, a complaint has to be lodged with the police regarding loss of share certificates and the below mentioned documents have to be submitted by the shareholder to the Company:
  - a) Acknowledgment copy of the FIR filed with the police.
  - b) Duly signed Indemnity Bond as per the format prescribed by the Company for issue of duplicate share certificate, executed on a Non-Judicial Stamp Paper of Rs.100/-witnessed by two persons.
  - c) An Affidavit as per the format given in prescribed by the Company on a Non-Judicial Stamp Paper of Rs.20/-duly verified in the presence of First Class Magistrate or a Notary Public.3.

### ***5. PUBLICATION OF GENERAL NOTICE IN NEWSPAPER***

- i. In case of loss of share certificates are valuing Rs.10,000/-or more, a general notice shall be published in a newspaper circulating in the place of the registered office of the company intimating the public about the loss of the share certificate and of the company's proposal to consider issue of a duplicate share certificate, in lieu of the one that is lost, in case no objection is received by the company within a prescribed time.
- ii. The expenses of the publication of the general notice shall be borne by the Shareholder.

### ***6. CONDITIONS FOR ISSUE OF DUPLICATE SHARE CERTIFICATE***

The duplicate share certificate shall be not issued in lieu of those that are lost or destroyed, without the prior consent of the Board/Stakeholders Relationship Committee and without payment of such fees as

## **WORLDWIDE LEATHER EXPORTS LIMITED**

the Board/Stakeholders Relationship Committee thinks fit, not exceeding Rupees fifty per certificate and on such reasonable terms, such as furnishing supporting evidence and indemnity and the payment of out-of-pocket expenses incurred by the company in investigating the evidence produced, as referred in this Policy.

Provided that the Board/Stakeholders Relationship Committee may waive off such conditions or submission of such documents, on case to case basis and depending upon the circumstances, as it deems fit in its absolute discretion.

### **7. TIME LIMIT FOR ISSUE OF DUPLICATE SHARE CERTIFICATE**

The Duplicate Share Certificate shall be issued within thirty days, from the date of submission of complete documents with the company.

### **8. ISSUE OF DUPLICATE SHARE CERTIFICATE**

- i. On proper compliance of the above mentioned formalities from the shareholder, and after expiry of the period specified in the general notice, if any and if the company does not receive any objection to its proposal, wherever applicable, the proposal for issue of duplicate share certificate shall be placed at a meeting of Board or Stakeholders Relationship Committee.
- ii. The proposal shall be approved by way of a resolution, which will, *inter alia*, include approval for issue of new share certificate and shall authorize two directors and Secretary or any other person specified to sign the share certificate and affix common seal, if any in their presence.
- iii. The following words shall be written on the face of the duplicate share certificate "Duplicate issued in lieu of share certificate No..." and the word "Duplicate" will be stamped or printed prominently in bold letters on the face of the share certificate.

### **9. REGISTER OF RENEWED & DUPLICATE SHARE CERTIFICATES**

- i. Particulars of duplicate share certificates issued shall be entered in the Register of Renewed and Duplicate Share Certificates maintained in Form No. SH.2 as per Companies Act, 2013 and the rules made there under indicating the name of the person to whom it is issued, the number and date of the issue of the share certificate in lieu of which the new certificate is issued, and the necessary changes indicated in the Register of Members by suitable cross-references in the "Remarks" column.
- ii. The register shall be kept at the registered office of the company or at such other place where the Register of Members is kept and it shall be preserved permanently and shall be kept in the custody of the company secretary of the company or any other person authorized by the Board for the purpose.
- iii. All the entries in the Register shall be authenticated by the Company Secretary or some other person duly authorized by the Board or the Committee of directors for the purpose of sealing and signing the share certificate.

### **10. INTIMATION TO STOCK EXCHANGE**

Intimation shall also be given to all stock exchanges where the shares of the company are listed regarding issue of duplicate share certificate and cancellation of old share certificate.

### **11. DISSEMINATION OF POLICY**

The policy shall be disclosed on the website of the company.

***This Policy was approved by the Board of Directors at its meeting held on October 29, 2015 and the first modification to this policy has been made on November 13, 2018.***

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### ***12. AMENDMENTS***

The Company reserves its right to amend or modify this Policy in whole or in part, at any time without assigning any reason whatsoever. However, no such amendment or modification will be binding on the shareholders unless the same is not communicated in the manner described as above.

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***Date: 13/11/2018***

***Place: New Delhi***

***Abhishek Jain***  
***Joint Managing Director***

***This Policy was approved by the Board of Directors at its meeting held on October 29, 2015 and the first modification to this policy has been made on November 13, 2018.***