Name of the person/entity proposing comments	Indian Association of Investment Professionals (CFA Society India)
Category (Listed Entity / MII / Market	Association of Investment Professionals
Email id	advocacy@iaipirc.org
Contact no.	91 99021 17087 (Ravi Gautham, CFA)

Sr. No.	**Proposal**	**Confirmity to Proposal**	**Comments**	**Rationale**
1	The denomination of face value of privately placed NCDs or NCRPS shall be reduced to Rs. 10,000, along with appointment of merchant banker.	Partially Agree	market by reducing the denomination amount of face value of privately placed NCDs or NCRPS. We agree with this proposal and believe this is the right step in improving access for retail participants. This along with the online bond platform regulation can help boost retail participation in the bond market. We also believe that the appointment of a merchant banker for such issuance is a step to help protect the interests of retail investors. But, we have certain concerns regarding the efficacy of this measure and accordingly, we have some suggestions to build further protection for retail investors. 1. SEBI may allow this process only for a company already having a debt issuance history and outstanding so that the retail investors have some history to fall back on and understand the debt issuer. Also, we may limit the issuance with the lower denomination as a limited percentage (such as 10%) of their debt outstanding. 2. Merchant bankers should be asked also to underwrite the issue so that merchant bankers have some skin in the game. A minimum holding period may be prescribed for merchant bankers before allowing downselling on online bond platforms. 3. Similar to equity IPO, the merchant banker should certify that they have completed due diligence and signoff on the authenticity of data in the offer letter.	Private placement market was largely institutional in nature till now and involved sophisticated investors so investor protection measures could have been relatively relaxed. But, the same needs to be tightened for retail investors.We have seen that there have been cases of retail investors facing the brunt. We believe that we need to be cautious that this may not end up like a deemed public offering through the private placement route. When we look at this proposal in conjunction with the Online bond trading platform SEBI regulation, the reduction in face value gives a boost to such participants easing access for retail investors.
2	A merchant banker shall be appointed in case of issuance of SDIs with face value of Rs. 10000.	Agree	We agree with the standardization of face value for SDIs. However, the mere appointment of merchant banker may bot be enough to protect the retail investor's interest. We have certain suggestions to improve the protection which we have explained above.	

3	Issuers may insert a QR code in the offer document, scanning of which opens a web-link for the audited financials for the last three FYs and for the stub period, hosted on the Exchange website.	Agree	We agree with SEBI proposal.	
4	Issuers, instead of providing the information as on date for the current FY, the information may be provided till up-to the latest quarter of the current FY	Agree	We agree with this proposal as this will help investors decide their trades basis the latest data.	
5	The record date or the shut period shall be 15 days before the due date of payment of interest/ redemption.	Partially Agree	We agree that there is a need for standardization for record date or shut period. However, we believe that record date or shut period needs to be reduced further to 3 days.	The financial ecosystem has become efficient, so we believe we can reduce
6	The format of the due diligence certificates under Regulation 40 and 44 of NCS Regulations is appropriate.		No Comments	
7	The listed entities may be provided with the discretion to publish financial results in the newspapers.	Agree	While we agree that this is a step in the right direction, considering the digital media is becoming mainstream. But, we believe that this should be uniformly applied across capital markets i.e. debt to equity.	
8	The proposed framework of fast track public issue of debt securities is appropriate.		No Comments	
9	The proposed eligibility norms for the issuers delineated at para 3.2.2 is adequate.		No Comments	
10	The number of days that the draft offer document shall be kept open for public comments may be fixed at two working days for fast track public issue.		No Comments	
11	The proposed disclosures in GID and KID as per para 3.2.4 are adequate.		No Comments	
12	A fast track public issue of debt securities shall be kept open for a minimum of 1 working day as opposed to that of minimum 3 working days in case of a regular public issue.		No Comments	
13	The requirement of minimum subscription in case of banks and entities in financial sector, when undertaking fast track public issue of debt securities may be done away with.		No Comments	

14	In case of fast track public issue of debt securities, the retention limit of over subscription may be fixed at a maximum of five times of base issue size.	Partially Agree	We agree with the proposal but would request SEBI to mandate disclosure of the maximum amount which issuer may retain in that particular issue.	This will help the investors can price that possibility in while calculating the rate for the issue.
15	The timeline for listing in case of fast track public issue of debt securities shall be T+3, as opposed to T+6 for a regular public issue		No Comments	
16	The terms and conditions specified for the framework for fast track public issuance and listing of debt securities is adequate.		No Comments	

Strongly Agree