



Regulatory Compliance Calendar

ALTERNATIVE INVESTMENT FUND - CATEGORY III

Regulatory compliance requirements under the SEBI AIF Regulations,
Master Circular and various other laws

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Annual Compliance/Disclosure Requirements

RELEVANT REGULATION	COMPLIANCE REQUIREMENT	BY	TO	SUBMISSION DATE
→ Regulation 22(g)	<p>Reports providing the following information, as may be applicable to the AIF:-</p> <p>A. financial information of investee companies.</p> <p>B. material risks and how they are managed which may include:</p> <ul style="list-style-type: none"> i. concentration risk at fund level; ii. foreign exchange risk at fund level; iii. leverage risk at fund and investee company levels; iv. realization risk (i.e. change in exit environment) at fund and investee company levels; v. strategy risk (i.e. change in or divergence from business strategy) at investee company level; vi. reputation risk at investee company level; vii. extra-financial risks, including environmental, social and corporate governance risks, at fund and investee company level. 	Manager	Investors	Within 60 days of the end of the quarter or earlier as per the fund documents.
→ Regulation 23(6) of the AIF Regulations and Para 22.2.3 of the Master Circular	<p>Disclosure of details regarding valuation of the investment carried out based on valuation methodologies and approaches, old and new based on the changes in the valuation methodology and approach;¹</p> <p>Changes in accounting practices/policies, if any, of the investee company and the scheme of the AIF; and</p> <p>Details of impact of the aforesaid changes in terms of valuation of the investments of the scheme of the AIF.</p>	Manager	<ul style="list-style-type: none"> i. SEBI; and ii. Investors 	On consolidated basis within one month of end of each financial year

¹ Manager to also disclose reasons/factors both generic and specific, in case there is a deviation of more than 20% between two consecutive valuations or a deviation of more than 33% in a financial year, at an asset level.

RELEVANT REGULATION	COMPLIANCE REQUIREMENT	BY	TO	SUBMISSION DATE
→ Para 2.5.2; Para 17.2 of Master Circular (Annexure 15)	Any changes to the private placement memorandum (PPM) including modifications in terms or documents of the fund/scheme	Manager	i. SEBI; and ii. Investors	On consolidated basis within one month of end of each financial year
→ Para 2.4.2 of Master Circular	Audit of compliance with terms of PPM, to be conducted and the findings of audit along with corrective steps, if any to be communicated ²	Manager	i. Trustee; ii. Board of Directors or Designated Partners of the Manager; and iii. SEBI	Within six months from the end of the financial year
→ Para 2.4.3 of Master Circular	Submission of a certificate from a Chartered Accountant to the effect that no funds have been raised, instead of findings of audit of compliance with the terms of PPM	Manager	i. Trustee; ii. Board of Directors or Designated Partners of the Manager; and iii. SEBI	Within six months from the end of the financial year
→ Rule 4(2) of FEMA Regulations, 2019	Foreign Liabilities and Assets (FLA) return has to be filed with the RBI in lieu of all the foreign investments received and made in the previous year, including the current year	Manager	RBI	On or before the 15 July of the financial year following the previous financial year
→ Para 15.2 of Master Circular	Submission of a compliance test report (CTR)	Manager	i. Trustee; and ii. Sponsor	Within 30 days from the end of the financial year
→ Para 15.2.3 of Master Circular	In case of observations/ comments, on the CTR, intimation to be made	i. Trustee; and ii. Sponsor	Manager	Within 30 days of receipt of CTR
→ Para 15.2.3 of Master Circular	Submission of revised CTR with changes	Manager	i. Trustee; and ii. Sponsor	Within 15 days from date of receipt of observations/ comments, if any

² Requirement is not applicable to Angel Funds, Large Value Funds where each investor has provided a waiver to the fund from the requirement of PPM and annual audit of terms of PPM.

Half Yearly Compliance/Disclosure Requirements

RELEVANT REGULATION	COMPLIANCE REQUIREMENT	BY	TO	SUBMISSION DATE
→ Para 16.3.3 and Para 16.4 of the Master Circular (Annexure 14)	Reporting of all the necessary information including scheme-wise valuation and cash flow data for the schemes of AIF which has completed at least one year from the date of 'First Close'	Manager	Performance Benchmarking Agency	Within 45 days from the end of every half-year ending on 30th September and within 6 months from the end of every half-year ending on 31st March

Quarterly Compliance/Disclosure Requirements

RELEVANT REGULATION	COMPLIANCE REQUIREMENT	BY	TO	SUBMISSION DATE
→ Regulation 23(3)	Undertake calculation and disclosure of net asset value	Manager	Investors	Quarterly for close ended funds and not longer than a month for open ended funds
→ Para 17.4 of Master Circular	Compilation and submission of data on investor complaints	Manager	Investors	Within 7 days from the end of quarter
→ Para 15.1.1 of the Master Circular	Submission of quarterly report on the activities of the AIF	Manager	SEBI	Within 15 calendar days from the end of each quarter
→ Rule 3(F) read with Rule 8(3) of the PMLA Rules, 2005	Furnish information in respect of all purchase and sale by any person of immovable property valued at fifty lakh rupees or more that is registered by the AIF, as the case may be	Principle Officer	Director	Within 15 days of the end of the quarter

Monthly Compliance/Disclosure Requirements

RELEVANT REGULATION	COMPLIANCE REQUIREMENT	BY	TO	SUBMISSION DATE
→ Rule 4(10) of FEMA Regulations, 2019	Filing of Form InVI, when an AIF has issued units to a person resident outside India	Manager	RBI	Within 30 days from date of issue of units
→ Rule 4(11)(b) of FEMA Regulations, 2019	Filing of form DI, when the AIF making downstream investment in another Indian entity which is regarded as indirect foreign investment (as sponsor or manager is not Indian owned and controlled)	Manager	RBI	Within 30 days from the date of allotment of equity instruments
→ Rule 4(11)(a) of FEMA Regulations, 2019	Intimation when an AIF is making a downstream investment in another Indian entity even if equity instruments have not been allotted along with the modality of investment in new/existing ventures	Manager	Secretariat for Industrial Assistance, DPIIT	Within 30 days of the downstream investment
→ Rule 3(E) read with Rule 8(1) of the PMLA Rules, 2005	Reporting of all cash transactions including all cross-border wire transfers of the value of more than five lakh rupees or its equivalent in foreign currency where either the origin or destination of fund is in India	Principal Officer	Director	Within 15 days of the succeeding month

Event Based Compliance/Disclosure Requirements

RELEVANT REGULATION	COMPLIANCE REQUIREMENT	BY	TO	SUBMISSION DATE
→ Regulation 7(1)(c)	Submission of details, if any information or particulars previously submitted to SEBI are found to be false or misleading in any material particular, or if there is any material change in the information already submitted	Manager	SEBI	Immediately
→ Regulation 22(j)	Submission of information for systemic risk purposes (including the identification, analysis and mitigation of systemic risks)	Manager	SEBI	As and when required by the SEBI
→ Para 7.3.1 of Master Circular	Submission of report on utilisation of overseas investment limits	Manager	SEBI	Within 5 working days of such utilisation
→ Para 7.3.2(i) and (ii) of Master Circular	Reporting of un-utilised/partly utilised overseas investment limits within a period of 4 months from the date of SEBI approval (validity period)	Manager	SEBI	Within 2 working days after expiry of the validity period
→ Para 7.3.2(iii) of Master Circular	Reporting of surrender of overseas limit at any point of time within the validity period	Manager	SEBI	Within 2 working days from the date of decision to surrender the limit
→ Para 7.3.3 of the Master Circular	Furnishing of details of sale/divestment of the overseas investment	Manager	SEBI	Within three working days of the divestment
→ Regulation 21(1)	Disclosure of all conflicts of interests	i. Manager; and ii. Sponsor	Investors	As and when they arise or seem likely to arise
→ Regulation 22 (a) and 22 (b)	Disclosure of the following information: a. Financial, risk management, operational, portfolio, and transactional information regarding fund investments; b. Any fees ascribed to the Manager or Sponsor; and c. Any fees charged to the AIF or any investee company by an associate of the Manager or Sponsor.	Manager	Investors	Periodically

RELEVANT REGULATION	COMPLIANCE REQUIREMENT	BY	TO	SUBMISSION DATE
→ Regulation 22 (c), 22 (d) and 22 (e)	Disclosure of the following information: a. Any inquiries or legal actions by legal or regulatory bodies in any jurisdiction; b. Any material liability arising during the AIF's tenure; and c. Any breach of a provision of the placement memorandum or agreement made with the investor or any other fund documents.	Manager	Investors	As and when occurred
→ Regulation 24A(1)	Redressal of investor grievances	Manager	Investors	Promptly but not later than 21 calendar days from the date of receipt of such grievance
→ Para 5.3.4 of the Master Circular	Disclosure of conflicts of interest and their management, in accordance with Regulation 21, in the PPM and by separate correspondences	Manager	Investors SEBI	As and when conflict occurs As and when required by SEBI
→ Para 9.3.5 of the Master Circular	Any unhedged position, which shall result in gross unhedged positions across all credit default swap transactions, exceeding 25 percent of investable funds of the scheme should be taken only after intimation	Manager	Unitholders	As and when occurred
→ Para 5.2.13 of Master Circular	Report on the amount of leverage at the end of the day (based on closing prices)	Manager	Custodian	By the end of next working day
→ Para 20.12 of the Master Circular	Reporting of investor-wise KYC details of units held in Aggregate Escrow Demat Account, including name, PAN and bank account details, along with audit trail of the transactions ³	Manager	i. Depositories; and ii. Custodians	Monthly
→ Regulation 20(11) read with para 15.4 of the Master Circular	Reporting of data on investments of AIFs under custody	Custodian	SEBI	To be implemented

³ This compliance requirement shall apply only to (i) existing investors to whom units have already been issued by schemes of AIFs; and (ii) who have not provided their demat account details.

RELEVANT REGULATION	COMPLIANCE REQUIREMENT	BY	TO	SUBMISSION DATE
→ Regulation 20(19)	Report of any non-compliance with the provisions of the SEBI Act, rules, regulations, notifications, circulars, guidelines, instructions or any other directives issued by the SEBI	Compliance Officer	SEBI	As soon as possible but not later than seven working days from the date of observing such non-compliance
→ Para 15.2.4 of the Master Circular	Intimation of any violations of the AIF Regulations or circulars issued thereunder	Trustee/ Sponsor	SEBI	As soon as possible
→ Rule 9(1-A) of PMLA Rules, 2005	Filing an electronic copy of the client's KYC records	Manager	Central KYC Records Registry	Within 10 days after the commencement of an account-based relationship with the client
→ Rule 7(1) of PMLA Rules, 2005	Submission of a letter to the Office of the Director, Financial Intelligence Unit, India (FIU-IND) communicating the appointment and details of the principal officer and designated director	Manager	Director, Financial Intelligence Unit, India	Immediate
→ Rule 3(D) read with Rule 8(2) of the PMLA Rules, 2005	Reporting of all cash and suspicious transactions	Principal Officer	Director	Immediate
→ Regulation 12(4) read with Para 2.3 of the Master Circular	Declaration of the First Close of a scheme	Manager	SEBI	Within 12 months of the date of SEBI communication for taking the PPM of the scheme on record
→ Para 19.1.1 and 19.1.4 of Master Circular	Payment of fees in case of change in control of Manager/Sponsor and in case of change in Manager/Sponsor	Manager	SEBI	Within 15 days of effecting the proposed change
→ Para 5.5.1 of the Master Circular	Intimation in case the corpus of an open-ended scheme falls below twenty crore rupees	Manager	SEBI	Within 2 days of receiving request for redemption from the client

RELEVANT REGULATION	COMPLIANCE REQUIREMENT	BY	TO	SUBMISSION DATE
→ Paras 5.4.7 and 5.4.9 of the Master Circular	To communicate decision to suspend redemptions in particularly reason of suspension and planned action	Manager	i. SEBI; and ii. Investors	Within a reasonable period ⁴
	To communicate decision to resume normal operations including actions taken throughout the period of suspension			As soon as possible
→ Para 13.1.3 of the Master Circular	Disclosure of any change in key management personnel ⁵	Manager	i. SEBI; and ii. Investors	Within a reasonable period ⁶
→ Para 3.2.5 of the Master Circular	On approval from SEBI for change in category of AIF, a copy of revised PPM and other relevant information to be sent	Manager	Investors	As and when approval is received from SEBI
→ Para 5.1.3 of the Master Circular	Rectification of passive breach of concentration norms in case of market value of the investment of category III AIF in listed equity of an investee company exceeds the investment limit as specified under Regulation 15(1)(d)	Manager	-	Within 30 days of the breach
→ Para 5.2.14 of the Master Circular	Report of breach of leverage limits along with reasons of such breach.	Manager	Clients	Before 10 a.m on the next day
	Report of breach of leverage limits during the day	Manager	Custodian	End of day
	Confirmation of squaring off of the excess exposure (leverage beyond specified limits)	Manager	Clients	End of day
→ Para 9.3.1 of the Master Circular	Reporting details of credit default swap transactions	Manager	Custodian	By the next working day
→ Para 9.3.4 of the Master Circular	Reporting in case the amount of earmarked securities falls below the credit default swap exposure (breach)	Manager	Custodian	Same day as breach
	Reporting details of rectification of breach			By the end of next trading day

⁴ No specific timeline has been prescribed for compliance, therefore it is advisable to report within a reasonable period. Reasonable period is a subjective determination and varies based on the facts and circumstances of each matter.

⁵ KMP shall also include members of the key investment team for the purposes of the AIF Regulations.

⁶ No specific timeline has been prescribed for compliance, therefore it is advisable to report within a reasonable period. Reasonable period is a subjective determination and varies based on the facts and circumstances of each matter..

RELEVANT REGULATION	COMPLIANCE REQUIREMENT	BY	TO	SUBMISSION DATE
	Reporting of failure to rectify breach	Custodian	SEBI	Next working day
→ Para 23.1.14 of the Master Circular	Reporting of performance of Liquidation Scheme	Manager	Performance Benchmarking Agency	Within 45 days from the end of every half-year ending on 30th September and within 6 months from the end of every half-year ending on 31st March
→ Para 23.4.2 of the Master Circular	Reporting of compliance with the provisions of Chapter 23 of Master Circular upon exercising any of the options to distribute unliquidated investment by the AIF under Liquidation Scheme	Manager	SEBI	Quarterly
→ Para 23.4.3 of the Master Circular	Reporting of the value with regard to sale of unliquidated investments to liquidation scheme or distribution of unliquidated investments in-specie ⁷	Manager	Performance Benchmarking Agencies	In a timely manner
→ Para 24.1.2 of the Master Circular	Reporting of change in the internal policy in case of an investor, as part of contribution agreement or any other agreement signed with the AIF, had disclosed to the manager that, participation of the investor in an investment opportunity would be in contravention to the internal policy of the investor	Manager	AIF	Within 15 days of any change made

⁷ Suitable disclosure with regard to the same to also be made in the PPMs of subsequent schemes.

Glossary

TERM	DEFINITION
AIF	Alternative Investment Fund registered under the Securities and Exchange Board of India (Alternative Investment Fund) Regulations, 2012
AIF Regulations	The Securities and Exchange Board of India (Alternative Investment Fund) Regulations, 2012
DPIIT	Department for Promotion of Industry and Internal Trade
FEMA Regulations, 2019	Foreign Exchange Management (Mode of Payment and Reporting of Non-Debt Instruments) Regulations of 2019
KMP	Key Management Personnel
KIT	Key Investment Team
Manager	A person or entity who is appointed by the AIF to manage its investments
Master Circular	The Master Circular for AIFs dated May 7, 2024 bearing SEBI Circular No. SEBI/HO/AFD-1/AFD-1-PoD/P/CIR/2024/3
RBI	Reserve Bank of India
SEBI	The Securities and Exchange Board of India
SEBI Act	The Securities and Exchange Board of India Act, 1992
Performance Benchmarking Agency	An agency which benchmarks the performance of AIFs to help investors assess the performance of the industry
PMLA Rules, 2005	Prevention of Money Laundering (Maintenance of Records) Rules, 2005
PPM	Private Placement Memorandum
Unit	Represents the beneficial interest of the investor in the AIF
Unitholders	Any person who owns the units of the AIF

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This document covers certain (but not all) regulatory obligations of a typical Alternative Investment Fund under the Securities and Exchange Board of India (Alternative Investment Fund) Regulations, 2012, as amended and the circulars issued thereunder. This document does not address all potential regulatory reporting and compliance obligations applicable to AIFs, including, without limitation, obligations arising under: (i) Foreign Exchange Management Act, 1999, and the rules, regulations and circulars issued thereunder, (ii) direct and indirect tax statutes, and (iii) non-Indian regulatory regimes.

Please note that the information contained in this document is based on the position of the law as on October 22, 2024. Laws (or their interpretation thereof) may change over time. We assume no responsibility or obligations to update this document for such changes, which may affect the contents of this document.

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