

APRIL 2026

NEWSLETTER

REGULATORY

- RBI
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RBI

1. Reporting under Foreign Exchange Management Act, 1999 – Returns pertaining to Foreign Exchange Management (Guarantees) Regulations, 2026

Notification No. RBI/2026-27/02, A.P. (DIR Series) Circular No. 01
Dated: 1st April, 2026

Vide this notification, the Foreign Exchange Management Act, 1999 read with Foreign Exchange Management (Guarantees) Regulations, 2026 has been updated with respect to reporting requirements for guarantees.

The amendment prescribes revised reporting framework and formats for submission of guarantee-related transactions.

Key Highlights

A person having the obligation to report a guarantee in terms of Regulation 7 of FEMA 8 (R) may use the following forms available on the RBI website:

- **Form GRN Issue** – For reporting issuance of guarantee
- **Form GRN Modification** – For reporting changes in guarantee terms (amount, tenure, pre-closure)
- **Form GRN Invocation** – For reporting invocation of guarantee

Reporting Mechanism

- Authorised Dealer (AD) banks shall submit the above returns to RBI through **Centralised Information Management System (CIMS)** within:
 - **30 days from the end of the respective quarter**
- For each guarantee reported:
 - A **Unique Guarantee Transaction Number (GTN)** shall be generated by the AD bank before submission

Late Submission Fees (LSF)

For the purpose of computation of Late Submission Fees for delayed reporting of '**Form GRN Invocation**', the amount involved in the delayed reporting (A) shall be the amount of liability created towards the surety on invocation.

For Delayed reporting of 'Form GRN Issue' and 'Form GRN Modification', 'A' shall be considered to be 'Nil' since these returns do not capture flows.

[Notification](#)

2. Guidelines to Facilitate Faster Cross-Border Inward Payments

Notification No. RBI/2026-27/08, CO.DPSS.ID.No.S20/06-08-017/2026-2027
Dated: 9th April, 2026

Vide this notification, RBI has issued guidelines to improve efficiency in cross-border inward payments, in line with [Payments Vision 2025](#)¹ and the [G20 roadmap](#)².

Key Guidelines

- Banks shall **inform customers immediately** upon receipt of inward remittance messages. Messages received after banking hours shall be informed at the **start of the next business day**.
- Banks shall **undertake reconciliation of nostro accounts on a near real-time or periodic basis**, instead of relying on end-of-day statements. The reconciliation interval should **not exceed one hour**.
- Banks shall endeavour to **credit inward remittances received during forex market hours on the same business day**, and those received after market hours on the **next business day**, subject to compliance with Foreign Exchange Management Act, 1999.
- Banks may implement **straight through processing (STP)** for crediting inward remittances to resident individual accounts, based on risk assessment and regulatory compliance.
- Banks shall endeavour to provide a **digital interface** for customers to facilitate foreign exchange transactions, including submission of documents and tracking of transactions.

Effective Date

*These directions shall come into force **six months from the date of the circular.***

¹ Payments Vision 2025: RBI has been providing strategic direction and implementation plan for structured development of the payment and settlement systems in India through periodic Payments Vision documents right from the year 2001. The Payments Vision 2025 has the core theme of 'E-Payments for Everyone, Everywhere, Everytime' (4Es) and aims to provide every user with safe, secure, fast, convenient, accessible and affordable e-payment options.

² G20 roadmap: The G20 Roadmap for Enhancing Cross-Border Payments, launched in 2020 by the Financial Stability Board (FSB) and endorsed by G20 Leaders, is a comprehensive plan aimed at making international payments faster, cheaper, more transparent, and more inclusive by 2027.

Notification

3. Master Direction - Reserve Bank of India (Non-resident Investment in Debt Instruments) Directions, 2025 – amendment

Notification No. RBI/2026-27/10, A.P. (DIR Series) Circular No. 06
Dated: 10th April, 2026

Reference is drawn to the Foreign Exchange Management (Debt Instruments) Regulations, 2019 and the Master Direction - Reserve Bank of India (Non-resident Investment in Debt Instruments) Directions, 2025.

RBI vide this notification has **updated and consolidated** the above Master Direction to incorporate various instructions issued over time relating to:

- Investment in debt instruments by Non-Resident Indians (NRIs)
- Use of such debt instruments as **collateral for exchange traded derivative contracts**

The revised framework consolidates earlier circulars and directions for **better clarity and ease of reference.**

Notification

SEBI

1. One-time relaxation with respect to validity of SEBI Observations

HO/49/11/11(123)2026-CFD-RAC-DIL2/I/8760/2026

Dated 7th April, 2026

Vide this notification, SEBI has granted a one-time relaxation regarding the validity of observation letters issued under the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 ('ICDR Regulations').

The key highlights of the circular are summarised below:

- As per the existing provisions, a public issue is required to be opened within 12 months and 18 months from the date of issuance of SEBI observations under the ICDR Regulations.
- SEBI has noted that issuers are facing challenges in mobilizing resources and accessing capital markets due to ongoing geopolitical tensions in the Middle East and subdued investor participation, leading to delays or withdrawal of issuance plans.
- Accordingly, SEBI has granted a one-time relaxation by extending the validity of observation letters expiring between April 1, 2026 and September 30, 2026, up to September 30, 2026.
- The extension is subject to submission of an undertaking by the Lead Manager confirming compliance with Schedule XVI of the ICDR Regulations, along with filing of the updated offer document with SEBI.

[Circular](#)

2. Relaxation from Applicability of SEBI Master Circular – Non-compliance with Minimum Public Shareholding (MPS)

HO/49/14/14(13)2026-CFD-POD2/ I/8772/2026

Dated 7th April, 2026

Vide this notification, SEBI has granted a one-time relaxation from the applicability of provisions under the SEBI Master Circular dated July 11, 2023 issued for compliance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in relation to Minimum Public Shareholding (MPS) requirements.

The key highlights of the circular are summarised below:

- SEBI Master Circular dated July 11, 2023 had, inter alia, prescribed actions for non-compliance with MPS requirements, including levy of fines, freezing of promoter shareholding, and other consequential actions by stock exchanges and depositories.
- SEBI has received representations highlighting difficulties faced by listed entities in achieving MPS compliance due to capital market volatility arising from ongoing geopolitical conditions.
- Considering the above, SEBI has granted a **one-time relaxation** for listed entities whose due date for compliance with MPS requirements falls between April 1, 2026 and September 30, 2026, whereby no penal action shall be taken under the Master Circular during this period.
- Further, any penal actions already initiated by stock exchanges or depositories against such entities for non-compliance during the period from April 1, 2026 till date shall be **withdrawn**.

[Circular](#)

3. Ease of doing business - mechanism for lock-in of pledged shares under SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018

HO/49/(17)2026-CFD-POD2/I/8965/2026

Dated 8th April, 2026

SEBI vide circular dated March 21, 2026 had amended the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 ('ICDR Regulations') to provide that specified securities on which lock-in cannot be created may instead be marked as "**non-transferable**" by depositories for the duration of the lock-in period.

To operationalise the above, depositories have issued a framework requiring issuers to comply with certain conditions, including incorporation of appropriate provisions in the Articles of Association, issuance of necessary intimations to

lenders/pledgees, and making suitable disclosures in the offer documents.

Depositories have also implemented the necessary **system and process changes** to facilitate this mechanism.

SEBI vide this Circular has accordingly advised Stock Exchanges, Depositories, Merchant Bankers and issuers to ensure compliance with the prescribed mechanism for lock-in of pledged shares.

[Circular](#)

4. NISM Certification for Social Impact Assessors

HO/49/14/11(12)2026-CFD-POD1/I/8806/2026

Dated 13th April, 2026

SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 ('ICDR Regulations') prescribe that a Social Impact Assessor, inter-alia, is required to qualify the certification program conducted by the National Institute of Securities Market (NISM) and hold a valid certificate.

Vide this circular, SEBI has specified that the required certification from NISM shall be '**NISM Series XXIII – Social Impact Assessors Certification Examination**'.

It is further specified that for renewal of the certification, the Social Impact Assessor shall either obtain the said certification examination **again** or complete the '**NISM Series XXIII – Social Impact Assessors Certification eCPE Program**'.

[Circular](#)

5. Review of requirement relating to registration for a Not-for-Profit Organization on Social Stock Exchange and minimum subscription requirement for issuance of Zero Coupon Zero Principal Instruments

HO/49/14/(10)2026-CFD-POD1/I/9380/2026

Dated 15th April, 2026

Vide this notification, the SEBI has introduced changes under the Social Stock Exchange (SSE) framework in consultation with the SSE Advisory Committee, under the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.

Key Highlights

- SEBI has extended the period for which a Not-for-Profit Organization (NPO) can remain registered on the Social Stock Exchange without raising funds from **two years to three years**, subject to approval of the SSE for the additional one-year extension.
- The minimum subscription requirement for issuance of **Zero Coupon Zero Principal (ZCZP) Instruments** has been reduced from **75% to 50%**, provided that the Social Stock Exchange is satisfied, through due diligence, that the funds raised can be meaningfully deployed in line with the stated objectives of the issue.
- In case of under-subscription, NPOs are required to disclose in the fund-raising document the manner of raising the balance funds and the potential impact on achievement of social objectives; however, if the minimum subscription threshold is not met, the funds shall be **refunded**.

[Circular](#)

6. Securities and Exchange Board of India (Alternative Investment Funds) (Amendment) Regulations, 2026

Notification No. SEBI/LAD-NRO/GN/2026/303

Dated 16th April, 2026

Vide this notification, SEBI has amended the Securities and Exchange Board of India (Alternative Investment Funds) Regulations, 2012. Following are the key amendments in the regulations:

1. In the third proviso to regulation 10(c), the words "two lakh" shall be substituted with the words "one thousand"

2. Amendment in Regulation 29,

a. in sub regulation (7), after the words “satisfying all liabilities”, the words and symbol “, subject to conditions as may be specified by the Board from time to time” shall be inserted.

b. after sub regulation (10) and before sub regulation (11), the following new sub regulation shall be inserted, namely, “(10A) An Alternative Investment Fund may be tagged as an inoperative fund, in such manner and subject to conditions as may be specified by the Board from time to time.”

[Regulation](#)

MCA

1. Companies (Registration Offices and Fees) Amendment Rules, 2026

Notification No. G.S.R. 300(E)
Dated 21st April 2026

MCA vide this notification has amended the Companies (Registration Offices and Fees) Rules, 2014 ('the rules').

As per the amendment the fee for filing Form No. DIR-3 KYC Web under Rule 12A of the Companies (Appointment and Qualification of Directors) Rules, 2014 will be as under:

Fee for Form No. DIR-3 KYC Web	Amount (Rs.)
(i) The form is filed within the timeline provided in the rules	NIL
(ii) The form is filed after the timeline referred to in serial number (i), or filed for reactivation of DIN	5,000
(iii) Form DIR-3-KYC Web filed again at any time for any change as provided in the rules	500 (for every filing)

[Notification](#)

Disclaimer:

This is not a complete listing of all circulars/notifications issued during the month. Instead, it is only a listing of some of the circulars/notifications that we considered important.



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