



Department: Listing	Segment: Capital Market
Circular No: MSE/LIST/CIR/2025/526	Date: May 07, 2025

Subject : Clarification on the position of Compliance Officer in terms of regulation 6 of SEBI (LODR) Regulations, 2015.

To All Listed Companies/Stakeholders,

The Securities and Exchange Board of India (SEBI) has issued a circular No. **SEBI/HO/CFD/PoD-2/CIR/P/2025/47** dated April 1, 2025, Clarification on the position of Compliance Officer in terms of regulation 6 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Vide this circular it is clarified that the term 'level' used in regulation 6(1) refers to the position of the Compliance Officer in the organization structure of the listed entity. Therefore, 'one-level below the board of directors' means one-level below the Managing Director or Whole-time Director(s) who are part of the Board of Directors of the listed entity. This will be in line with regulation 2(1)(o) of the LODR Regulations read with section 2(51) of the Companies Act, 2013.

In case a listed entity does not have a Managing Director or a Whole-Time Director, then the Compliance Officer cannot be more than one-level below the Chief Executive Officer or Manager or any other person heading the day-day affairs of the listed entity.

The issued circular is available on SEBI's website mailto:https://www.sebi.gov.in/legal/circulars/apr-2025/clarification-on-the-position-of-compliance-officer-in-terms-of-regulation-6-of-the-sebi-listing-obligations-and-disclosure-requirements-regulations-2015_93186.html

A copy of the SEBI circular is available on the MSE website <https://www.msei.in/corporates/issuer-services/circulars-companies>.

All Listed companies and stakeholders are requested to take note and comply accordingly.

**For and on behalf of
Metropolitan Stock Exchange of India Limited**

**Mahendra Choudhari
AVP - Listing**

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