Event / Stage	Unsecured Debentures	Convertible Debentures (FCD/PCD)	Non-Convertible Debentures (NCDs)
Compliance at Issue Event	• Board resolution & shareholder approval (Sec 180/71) • File form PAS-3/ROC • Credit rating disclosure • No asset charge registration needed • Form MGT-14 must be filed with the Registrar of Companies (RoC) within 30 days of passing the relevant Special Resolution in a general meeting or the Board Resolution (if applicable)	• Special Resolution at general meeting for conversion terms • both public and private companies must file Form MGT-14 within 30 days of the general meeting. • Set precise conversion ratio/price & timeline • Comply with FEMA / ICDR guidelines for equity allotment	• Appoint Debenture Trustee • via private placement, Form MGT-14 is required to be filed with the Registrar of Companies (RoC) within 30 days of passing the relevant Board Resolution or Special Resolution • If the issuance of NCDs exceeds the borrowing limits under Section 180(1)(c), a special resolution passed at a general meeting requires a separate MGT-14 filing. If the borrowing is within the pre-existing approved limits, a general meeting special resolution is not needed. • the company shall appoint the debenture trustee before the issue of prospectus or letter of offer for subscription of its debentures and not later than sixty days after the allotment of the debentures, execute a debenture trust deed to protect the interest thereon; Creation of charge In case of NBFC, the charge or mortgage may be created on any movable property • **Asset Charge (CHG-9)**: Create a charge on assets within 30 days of execution if secured File prospectus/Information Memorandum/GIDs • Stock exchange listing compliances (if listed) Obtain mandatory credit rating if listing on stock exchanges.
Compliance at Redemption Event	• Repay principal on due date in cash • Obtain no-dues / clearance from holders • Intimate Registrar of Companies (RoC) on extinguishment only on carried	• Execute conversion into equity shares (FCD/PCD) a new or separate special/specific resolution (such as a fresh alteration of capital or specific private	• Maintain Debenture Redemption Reserve (DRR) as per rules • File form PAS-3 Notify Debenture Trustee & clear payment • Debenture Trustee.**Charge**

	an option for conversion into shares and a Special Resolution was passed at a general meeting to affect that conversion/redemption	placement/allotment approvals depending on the exact terms structured during the redemption event), a corresponding MGT-14 is required within 30 days of that meeting • Allot shares and file return of allotment (PAS-3) • Pay cash for any un-converted/partial cash-back portion	**Satisfaction (CHG-4)**: File within 30 days of full redemption to release asset security charges. Submit redemption/completion certificate to exchange/regulator
Compliance at Terms Changes	• Consent of majority/specified threshold of unsecured holders • Board resolution for interest/tenure alterations • Update internal registers e-Form MGT-14 must be filed with the Registrar of Companies (RoC) within **30 days** of passing a relevant special resolution or entering into an agreement to change the terms of unsecured debentures	• Shareholder approval (Special Resolution) if altering conversion formulas • Revise agreement with investors • File necessary regulatory forms for capital structure alterations Under the Ministry of Corporate Affairs rules in India, filing **Form MGT-14** is required within **30 days** of passing a Special Resolution or executing an agreement if the changes to the convertible debentures alter core terms requiring shareholder approval (such as varying shareholder/debenture-holder rights, altering the Memorandum or Articles of Association, or modifying a private placement/conversion structure).	• Consent from Debenture Trustee & meeting of debenture holders filing Form MGT-14 is required within **30 days** of passing a relevant shareholder Special Resolution or executing a formal modification agreement if the change in terms of non-convertible debentures involves altering the Articles of Association (AoA), varying security holder rights under specific thresholds, or passing special placement approvals • Regulatory/Stock exchange intimation for coupon/maturity amendments • Execution of supplemental deed/modification agreement