**Annexure – II**

(On the letter head of the Issuer)

The Managing Director Date:

National Stock Exchange of India Limited

Exchange Plaza

Bandra Kurla Complex

Bandra (E)

Mumbai-400051

Dear Sir,

Securities & Exchange Board of India (SEBI) has provided comprehensive guidelines on sale of shares through Offer for Sale (OFS) mechanism vide circular no. CIR/MRD/DP/18/2012 dated July 18, 2012, Circular no. CIR/MRD/DP/04/2013 dated January 25, 2013,Circular no. CIR/MRD/ DP/17/2013 dated May 30, 2013, to facilitate offer for sale of shares by promoters / non-promoters of companies through a separate window. In order to encourage retail participation in OFS, enable other large shareholders to use the OFS mechanism and to expand the universe of the companies to use this framework, SEBI has further modified the OFS framework vide Circular no. CIR/MRD/DP/24/2014 dated August 8, 2014 and CIR/MRD/ DP/32/2014 dated Dec 01, 2014.

In view of the above I/ We \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ wish to offer our shares for sale of \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ (no. of shares) Equity Shares of face value Rs. (amount) each to meet the minimum public shareholding requirements as issued by SEBI.

In this connection, I / We wish to avail the Offer for Sale facility provided by the Exchange for offering shares based on the above SEBI guideline. I/ We, therefore, request you to kindly allow us to use NSE screen based facilities and oblige. Please find attached details regarding Offer for Sale as enclosed in Annexure I.

I/We shall undertake to comply with all terms and condition of Offer for Sale (OFS) scheme mentioned in the Exchange Circular \_\_\_\_\_\_\_\_\_\_\_\_ dated \_\_\_\_\_\_\_\_ and any other circular issued by the Exchange or SEBI in this regards regard from time to time.

I/We shall ensure compliance with the requirements specified in the above SEBI circular and such other requirements as may be specified from time to time by Securities and Exchange Board of India (SEBI)

For providing the above mentioned services, we shall pay a sum of Rs. \_\_\_\_\_\_\_\_\_\_\_\_\_in advance to NSE.

I/We shall execute, sign, and subscribe, to such documents, papers, agreements, covenants, bonds and/or undertakings as may be required by NSEIL from time to time.

Thanking you.

Yours faithfully

For (name of the issuer)