

Ref No: NSE/CML/2012/01

February 10, 2012

The Company Secretary  
All Listed Companies

Dear Sir / Madam,

**Sub: Amendments to Equity Listing Agreement**

Securities and Exchange Board of India (SEBI) vide Circular no. CIR/CFD/DIL/1/2012 dated February 8, 2012 has issued a circular on amendments to the Equity Listing Agreement. In the said circular, SEBI has directed the Stock Exchanges to give immediate effect to the above mentioned amendments and appropriately amend the relevant clauses of Equity Listing Agreement in line with the text of the amendments.

As per the circular, it has been decided to amend following clauses of the Listing Agreement –

**Clause 40A – (Amended)**

Clause 40A has been amended which inter-alia includes following:

In addition to the existing methods which listed company can adopt to achieve minimum public shareholding, the listed company may also achieve the minimum level of public shareholding through Institutional Placement Programme (IPP) in terms of Chapter VIII-A of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended.

Further, sale of shares by promoters through stock exchanges shall be now carried out in terms of SEBI circular CIR/MRD/DP/05/2012 dated February 1, 2012 (copy of circular attached).

**Clause 43 & 43A – (Amended)**

Clause 43 & 43A has been amended which inter-alia includes following:

In order to enhance disclosure requirements, listed entities have been mandated to disclose utilization of funds raised upon conversion/ exercise of warrants issued along with public or rights issue of specified securities.

A copy of [SEBI circular](#) dated February 8, 2012 on the same is enclosed herewith for your reference and for necessary action at your end. The amended [Equity Listing Agreement](#) has also been placed on our website ([www.nseindia.com](http://www.nseindia.com)).

Yours faithfully,  
For National Stock Exchange of India Limited

Hari K  
Vice President

Encl: a) SEBI circular CIR/MRD/DP/05/2012 dated February 1, 2012.  
b) SEBI circular CIR/CFD/DIL/1/2012 dated February 8, 2012.