

Ref No: NSE/CML/2013/02

January 18, 2013

The Company Secretary  
All Listed Companies

Dear Sir / Madam,

**Sub: Amendments to SEBI (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and Equity Listing Agreement**

Securities and Exchange Board of India (SEBI) vide Circular no. CIR/CFD/DIL/3/2013 dated January 17, 2013 has issued a circular on amendment to the Equity Listing Agreement which inter-alia provides for amendment to Clause 35B & insertion of Clause 35C with respect to SEBI (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999.

As per the circulars, it has been decided that existing Clause 35B shall be amended and new Clause 35C shall be inserted in Equity Listing Agreement.

A copy of circular dated January 17, 2013 is enclosed herewith for your reference and for necessary action at your end. The copy of the circulars is also available on the NSE website ([www.nseindia.com](http://www.nseindia.com)).

Yours faithfully,  
For National Stock Exchange of India Limited

Amit Kursija  
Manager

Encl: a / a.