

Ref No: NSE/CML/2009/07

July 29, 2009

The Company Secretary
All Listed Companies

Dear Sir / Madam,

Sub: Amendments to the Equity Listing Agreement

Securities and Exchange Board of India (SEBI) vide Circular no. SEBI/CFD/DIL/LA/2/2009/21/7 dated July 21, 2009 has issued a circular on Amendments to the Equity Listing Agreement. In the said circular, SEBI has advised the Stock Exchanges to give effect to the above mentioned policy amendments and appropriately amend the relevant Clauses of the Equity Listing Agreement in line with the text of the amendment specified in the Annexure to the said Circular.

In the said circular, SEBI has decided to amend the Equity Listing Agreement to prohibit listed companies from issuing shares with superior rights as to voting or dividend vis-a-vis the rights on equity shares that are already listed.

In view of the above, it has been decided to append the contents of above mentioned SEBI circular as Clause 28A of the Equity Listing Agreement. The same shall be inserted to include as under:

Clause 28A - The company agrees that it shall not issue shares in any manner which may confer on any person, superior rights as to voting or dividend vis-à-vis the rights on equity shares that are already listed.

A copy of [SEBI circular](#) dated July 21, 2009 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).

Yours faithfully,
For National Stock Exchange of India Limited

Hari K
Asst. Vice President

Encl: [SEBI Circular](#)