

September 3, 2009

**The Managing Director/ Executive Director/ Administrator of all the Stock Exchanges**

Dear Sirs,

**Sub.: Amendments to Equity Listing Agreement**

1. The matters relating to issue of capital and the manner of disclosure of such and other matters incidental thereto have been provided in the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 (hereinafter referred to as "the ICDR Regulations"). The ICDR Regulations have been notified on August 26, 2009.
2. It has been decided to incorporate the provisions of clause 3.5.3 of the SEBI (Disclosure and Investor Protection) Guidelines, 2000 (since rescinded) in the equity listing agreement, as these provisions pertain to compliance of listing conditions by a listed issuer.
3. Accordingly, it has been decided to amend clause 19 of the equity listing agreement, by inserting a sub-clause after sub-clause (c), as under:

*"(d) that in case of a further public offer to be made through the fixed price route, the company shall notify the stock exchange, at least 48 hours in advance, of the proposed meeting of its Board of Directors convened for determination of issue price."*

4. This circular is issued in exercise of powers conferred by sub-section (1) of section 11 of the Securities and Exchange Board of India Act, 1992, to protect the interest of investors in securities and to promote the development of, and to regulate the securities market. This circular is available on SEBI website at [www.sebi.gov.in](http://www.sebi.gov.in) under the categories "Legal Framework" and "Issues and Listing".

Yours faithfully,

Neelam Bhardwaj