

Pradeep Kumar

Assistant General Manager

Corporation Finance Department

Phone: +91-22 26449000 (Extn.: 9337)

Fax: +91-22 26449022. Email: pradeepkumar@sebi.gov.in

भारतीय प्रतिभूति और विनिमय बोर्ड Securities and Exchange Board of India

CFD/PK/AT/OW / 10583/2013 May 03, 2013

S. G. Murali

Executive President & Chief Financial Officer **Tata Teleservices (Maharashtra) Limited**D-26/2 TTC Industrial Area
MIDC Sanpada P.O. Turbe
Navi Mumbai 400703

Dear Sir,

Sub: Proposal from Tata Teleservices (Maharashtra) Limited ("Company") seeking relaxation for increasing public shareholding pursuant to SEBI circular No. CIR/CFD/DIL/11/2012 dated August 29, 2012

- This is with reference to your letter dated April 24, 2013 and April 15, 2013 on the captioned subject.
- 2. In this regard, considering the facts of the case as stated in your letters, it has been decided to accede to your following requests:

Proposed Offer for sale (OFS)

- a. Relaxation from clause 7 (d) of SEBI Circular No. CIR/MRD/DP/ 18 /2012 dated July 18, 2012 regarding maximum allocation to a single investor, other than mutual funds and insurance companies, to be limited to 25% of the size of offer for sale.
- b. Relaxation from clause 1 (b) of aforesaid SEBI Circular dated July 18, 2012, regarding the requirement of a two week gap between successive OFS offers. However, there shall be a minimum of 3 days period between successive offers.
- c. Relaxation from clause 1 (b) of aforesaid SEBI Circular dated July 18, 2012, regarding the requirement of restriction to divest through the OFS route during the twelve weeks cool off period.

Sale on the floor of stock exchange

d. To allow the promoter(s)/promoter group of the Company to sell equity shares of the Company upto one per cent of the total paid up share capital of the Company on the floor of stock exchange.



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- 3. Aforesaid approval at point 2 (d) for selling of shares of the Company on the floor of stock exchange is subject to the following conditions:
 - a) Any such sale shall be undertaken in a bona fide manner to unrelated non-promoter entities through the regular market segment.
 - b) Company shall, at least one clear trading day prior to the start of sale, announce the following to the stock exchange(s) where the shares of the company are listed:
 - The intention of the promoter/promoter group to sell;
 - Details of promoter(s)/promoter group who proposes to disinvest their shareholding;
 - Total number of shares proposed to be disinvested and;
 - Period within which the disinvestment will be completed.
 - c) Company/promoter(s)/promoter group shall ensure compliance with the applicable provisions of the SEBI (Prohibition of Insider Trading) Regulation 1992 as amended from time to time.
- 4. The acceptance of your request is under SEBI circular No. CIR/CFD/DIL/11/2012 dated August 29, 2012, solely for the purpose of achieving minimum level of public shareholding as required under Securities Contracts Regulations (Rules), 1957 and it shall not be treated as a precedent.
- 5. Company is advised to intimate the contents of this letter to the stock exchanges in accordance with clause 36 of Listing Agreement.
- 6. Further, the Company is also advised to comply with the requirement of minimum public shareholding as mandated under the Securities Contracts (Regulation) Rules, 1957 within the stipulated timeline and intimate SEBI of the same.
- 7. This letter is being issued with the approval of the competent authority.

Yours faithfully,

Pradeep Kumar

Copy for information to:

The Managing Director and CEO Bombay Stock Exchange Ltd. Phiroze Jeejeebhoy Towers Dalal Street, Mumbai - 400001 The Managing Director
National Stock Exchange of India Ltd.
Exchange Plaza, Bandra Kurla Complex
Bandra (E), Mumbai – 400051