

Rahul Gautam

Tushaar Gautam

Date: March 27, 2019

The Managing Director,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

The Managing Director,
National Stock Exchange of India Limited,
Exchange Plaza, Plot No. C/1, G Block,
Bandra Kurla Complex, Bandra (East),
Mumbai – 400 051

Dear Sir/Madam,

Subject: Offer for Sale of equity shares of Sheela Foam Limited (the “Company”) by Rahul Gautam (“Seller I”) and Tushaar Gautam (“Seller II”) (together, the “Sellers”), through the stock exchange mechanism.

We, the Sellers, refer to the notice dated March 26, 2019 (“**Notice**”) sent by the us, whereby the Seller I and Seller II proposed to sell up to 32,58,106 equity shares and 9,75,658 equity shares, of face value of Rs. 5 each, representing 6.68% and 2.00% of the total paid up equity share capital of the Company, respectively, (aggregating to 42,33,764 equity shares representing 8.68% of the total paid up equity share capital of the Company, collectively referred to as the “**Base Offer Size**”) on March 27, 2019 (“**T Day**”) (for non-Retail Investors only) and on March 28, 2019 (“**T+1 Day**”) (for Retail Investors and for Non-Retail Investors who choose to carry forward their un-allotted bids), with an option to additionally sell 4,87,828 equity shares and 4,87,828 equity shares representing 1.00% and 1.00% of the total paid up equity share capital of the Company, respectively, (aggregating to 9,75,656 equity shares representing 2.00% of the total paid up equity share capital of the Company, collectively referred to as the “**Oversubscription Option**” and in event the Oversubscription Option is exercised, the equity shares forming part of the Base Offer Size and the Oversubscription Option will, collectively, hereinafter be referred to as “**Offer Shares**”, collectively representing 10.68% of the total paid up equity share capital of the Company on December 31, 2018, in accordance with the SEBI OFS Circulars and the notices and circulars issued by the BSE and NSE, from time to time, in this regard (such offer for sale hereinafter referred to as the “**Offer**”).

In this regard, we wish to intimate BSE and NSE that Seller I and Seller II intend to exercise the Oversubscription Option to the extent of 4,87,828 (1.00%) equity shares and 4,87,828 (1.00%) equity shares of the Company in addition to 32,58,106 (6.68%) equity shares and 9,75,658 (2.00%) equity shares forming part of the Base Offer Size, respectively. Accordingly, the Offer Shares will cumulatively be 52,09,420 (10.68%) equity shares of the Company.

All capitalised terms used herein but not defined shall have the meaning ascribed to them in the Notice filed with the Stock Exchanges.

Rahul Gautam

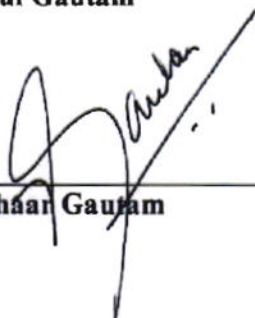
Tushaar Gautam

Thanking You,

Yours faithfully,



Rahul Gautam



Tushaar Gautam