

Ref.No: NSE/LIST/82470

August 03, 2016

The Company Secretary and Compliance Officer,
CIL Nova Petrochemicals Limited
Survey No. 396 (P), 395/4 (P),
Moraiya Village, Sarkhej - Bavla Highway,
Tal. Sanand, Ahmedabad-382210

Kind Attn.: Mr. Chintan N. Amlani,

Dear Sir,

Sub: Proposed Rights Issue of (*) equity shares of Rs. 10/- each.

This is with reference to your draft letter of offer for the issue of [●] fully paid-up equity shares of face value of Rs.10/- each (The "Rights Equity Shares"), for cash at a price of Rs. [●] per equity share including a share premium of Rs. [●] per equity share aggregating upto Rs. 2,000 lacs to existing equity shareholders on a rights basis in the ratio of [●] fully paid-up equity share for every [●] fully paid-up equity share held on the record date, i.e. [●], 2016 ("The Issue"). The issue price of each equity share is [●] time of the face value of the equity share.

The Draft Letter of Offer appears to be in order subject to the compliance of the relevant guidelines issued by the Ministry of Finance, Government of India, RBI, SEBI, applicable provisions under the SCRA and rules framed there under, Companies Act, 2013.

You have been permitted to use the name of the National Stock Exchange of India Limited in the Letter of Offer in respect of the proposed rights issue provided the Company prints the Disclaimer Clause as given below in the offer document after the SEBI disclaimer clause.

"As required, a copy of this letter of offer has been submitted to National Stock Exchange of India Limited (hereinafter referred to as NSE). NSE has given vide its letter Ref. No. NSE/LIST/82470 dated August 03, 2016 permission to the Issuer to use the Exchange's name in this letter of offer as one of the stock exchanges on which this Issuer's securities are proposed to be listed. The Exchange has scrutinized this letter of offer for its limited internal purpose of deciding on the matter of granting the aforesaid permission to this Issuer. It is to be distinctly understood that the aforesaid permission given by NSE should not in any way be deemed or construed that the letter of offer has been cleared or approved by NSE; nor does it in any manner warrant, certify or endorse the correctness or completeness of any of the contents of this letter of offer; nor does it warrant that this Issuer's securities will be listed or will continue to be listed on the Exchange; nor does it take any responsibility for the financial or other soundness of this Issuer, its promoters, its management or any scheme or project of this Issuer.

Every person who desires to apply for or otherwise acquire any securities of this Issuer may do so pursuant to independent inquiry, investigation and analysis and shall not have any claim against the Exchange whatsoever by reason of any loss which may be suffered by such person consequent to or in connection with such subscription /acquisition whether by reason of anything stated or omitted to be stated herein or any other reason whatsoever."



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You may insert the following lines in the advertisements instead of the entire disclaimer clause:

"It is to be distinctly understood that the permission given by NSE should not in any way be deemed or construed that the letter of offer has been cleared or approved by NSE nor does it certify the correctness or completeness of any of the contents of the letter of offer. The investors are advised to refer to the letter of offer for the full text of the 'Disclaimer Clause of NSE'".

Please also note that the approval given by us should not in any way be deemed or construed that the prospectus / offer document has been cleared or approved by NSE; nor does it in any manner warrant, certify or endorse the correctness or completeness of any of the contents of this prospectus / offer document nor does it warrant that the rights issue will be listed or will continue to be listed on the Exchange; nor does it take any responsibility for the financial or other soundness of the Company, its promoters, its management or any scheme or project.

This in-principle approval shall be valid upto the validity of the final SEBI observation.

Thanking you,

Yours faithfully,
For National Stock Exchange of India Limited

Kautuk Upadhyay
Manager



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August 03, 2016

cc:

Book Running Lead Manager to the Issue: HEM Securities Limited 14/15, KhatauBldg, 1st Floor, 40 Bank Street, Fort, Mumbai: 400001 Tel.: + 91 22 4906 0000 Fax.: +91 22 2262 5991	Registrar to the Issue: Link Intime India Private Limited C-13, Pannalal Silk Mills Compound L.B.S. Marg Bhandup (West), Mumbai 400 078, India Tel: +91 22 6171 5400; Fax: +91 22 2596 0329
Depositories:	
National Securities Depository Limited 4th Floor, Trade World, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai – 400 013.	Central Depository Services Limited P. J. Towers, 28th Floor, Dalal Street, Mumbai – 400 023.