**LETTER OF ACCEPTANCE BY THE COMPANY TO AN UNDERWRITER**

M/s . .......................

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Dear Sir,

**Sub: Underwriting of……… shares offered by A B Co Ltd for public subscription**

Please refer to your letter dated……………..on the captioned subject

2. We admit you as an underwriter of……………..ordinary shares in our company at a commission at the rate of ……………..%, upon the terms and conditions laid down in your said letter.

**3. The draft of the prospectus to be delivered to the Registrar of Companies . …………….. is enclosed. The shares shall be offered for subscription by the public on the…………….. day of……………..20……………..on the terms of the prospectus.**

Yours faithfully,

For A B Co Ltd,

Secretary

Encl: As above