

Bangalore

Certification

DEED of Representation Issue -
Acknowledgement of receipt

TÜV NORD CERT GmbH

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Germany

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TÜV®

Date
19.11.2009

DEED of Representation (Validation Statement)

„Wind Power Project by PMPL in Maharashtra“ Report No.: 532 172 08 – 08/472

„Wind Power Project by Patnaik Minerals Pvt. Ltd“ Report No.: 532 19708 – 08/473

„Natural Gas based Combined Cycle Power Project at Valatharavai Village, Ramanathapuram District, Tamil Nadu by Penna Electricity Limited“ Report No.: 53602008-08/310

„Apollo Wind Power Project in Gujarat managed by Enercon (India) Limited“
Report No.: 53153808-10 – 08/488

„Chol Charoen Group Wastewater Treatment with Biogas System I (Chacherngsao)“
Report No.: 53208309-09/311

The receipt of the above named certificates is authenticated:

(name, date, sign, stamp)

Headquarters
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Dipl.-Ing. Wolfgang Wielpütz

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Deutsche Bank AG, Essen
Bank Code: 360 700 50
Account No.: 0607895000
BIC (SWIFT-Code): DEUTDEDE
IBAN-Code: DE 26 3607 0050 0607 8950 00

DEED OF REPRESENTATION

BY

TÜV NORD CERT GMBH

THIS DEED OF REPRESENTATION is made on 2009-11-18

BY

TÜV NORD CERT GmbH

Langemarckstraße 20

45141 Essen

Germany

THIS DEED WITNESSES as follows:

1. INTERPRETATION

1.1 In this Deed:

"Project" means "Natural Gas based Combined Cycle Power Project at Valatharavai Village, Ramanathapuram District, Tamil Nadu by Penna Electricity Limited"

"**Validation Report**" means the report no 53602008-08/310 dated 2009-11-18 produced by the Validator to the effect that the Project meets the VCS Program requirements in accordance with the VCSA Rules;

"**Validator**" means an organisation approved by the VCSA to act as validator in respect of a Project against the VCSA Rules;

"**VCSA**" means the Voluntary Carbon Standard Association;

"**VCS Program**" means the Voluntary Carbon Standard Program as further described in the VCSA Rules;

"**VCSA Registry**" means a registry operating within the system established by the VCSA and holding a current registry approval from the VCSA, which provides an infrastructure for the issuance, holding, transfer, retirement and cancellation of voluntary carbon units; and

"**VCSA Rules**" means the Voluntary Carbon Standard 2007.1 and the Voluntary Carbon Standard Program Guidelines 2007, published by the VCSA on 18 November 2008, as such rules may be updated from time to time.

2. REPRESENTATIONS

2.1 I am the Validator in relation to the Project.

2.2 I hereby represent that:

2.2.1 I have validated the Project's compliance with the VCS Program requirements as set out in the VCSA Rules; and

2.2.2 All information which I have provided in the Validation Report is true and accurate in all material respects.

2.3 Notwithstanding any other provisions contained in the Validation Report, I hereby acknowledge that a VCSA Registry shall hold this Deed for the benefit of Accountholders holding VCUs relating to the Project at any given time.

3. **GOVERNING LAW AND JURISDICTION**

This Deed is governed by and interpreted in accordance with English law, and the English courts shall have exclusive jurisdiction to settle any dispute arising from or connected with this Deed including a dispute regarding the existence, validity or termination of this Deed or the consequences of its nullity.

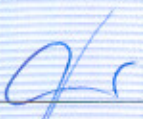
4. **COUNTERPARTS**

This Deed may be executed in any number of counterparts, each of which when executed and delivered is an original and all of which together evidence the same deed.

5. **DELIVERY**

This Deed is delivered on the date written at the start of the Deed.

EXECUTED by TÜV NORD CERT GmbH as a deed

	Signature of director
Eric Krupp	Name of director
	Signature of director/secretary
Samir Beqqal	Name of director/secretary

A circular blue ink stamp. The outer ring contains the text 'TUV NORD CERT GMBH' at the top and 'GERMANY' at the bottom. The inner circle contains the text 'TUV NORD' in a large font and 'VCSA CERTIFICATION PROGRAM' in a smaller font around the bottom edge.