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DEED OF REPRESENTATION

BY

DNV CLIMATE CHANGE SERVICES AS

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**THIS DEED OF REPRESENTATION** is made on 8 April 2011

**BY**

DNV Climate Change Services AS, Veritasveien 1, 1361 Høvik, Norway

**THIS DEED WITNESSES** as follows:

**1. INTERPRETATION**

1.1 In this Deed:

**"Project"** means 13.95 MW grid connected wind electricity generation in the State of Tamil Nadu. The project activity involves the installation of 6 WTGs of 1.5 MW, S82 type of Suzlon make and 3 WTGs of 1.65 MW, V82 type of Vestas make. The electricity generated from the Suzlon WTG's would be supplied to the Udayathoor site sub-station and the electricity generated from the Vestas WTG's would be supplied to the Veeranam site substation, through local transmission lines duly metered and measured at the individual dispatching transformers at each WTG. The generated electricity is transmitted exported to the state grid maintained by Tamil Nadu Electricity Board which is a part of southern regional electricity grid and an equal measure is imported to SRF's manufacturing units situated within the State of Tamil Nadu for their technical textile business (plants);

**"Validation Report"** means the report no. 2009-0281 dated 3 November 2009 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 and the Voluntary Carbon Standard Program Guidelines 2007, published by the VCSA on 19 November 2007, 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 DNV Climate Change Services AS as a deed

Michael Leh.

Signature of director

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Name of director

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Signature of director/secretary

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Name of director/secretary