
DEED OF REPRESENTATION

BY

SGS UNITED KINGDOM LIMITED

THIS DEED OF REPRESENTATION is made on 05/07/2011

BY

SGS United Kingdom Limited, an entity accredited by the United Nations Framework Convention for Climate Change (UNFCCC) to undertake validation services in the sector in which the project is undertaken.

Correspondence Address: SGS House 217-221 London Road Camberley Surrey GU15 3EY United Kingdom (as **VVB**)

THIS DEED WITNESSES as follows:

1. INTERPRETATION

1.1 In this Deed:

"Project" means 5.5 MW Bundled Wind Power Project by WMI Cranes Ltd; (UN reference 2682); The project activity involves the installation of 07 wind mills consisting of 02 WTGs of 1.25 MW capacity each, 02 WTGs of 0.6 MW each and 03 WTGs of 0.6 MW capacity each to generate electricity in the states of Maharashtra, Tamil Nadu and Gujarat sites respectively. The generated electricity is being supplied to NEWNE (Integrated Northern Eastern Western North Eastern) and Southern Regional Grid.

"Validation Report" means the report no. CCP.VOL0783, dated 04/07/2011 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 2007.1, 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.

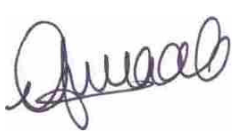
5. DELIVERY

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

EXECUTED by SGS United Kingdom Limited as a deed



Signature of Authorised Signatory
Siddharth Yadav,
Global Technical Manager



Signature of Authorised Signatory
Gaelle Quessada, Global Quality Manager