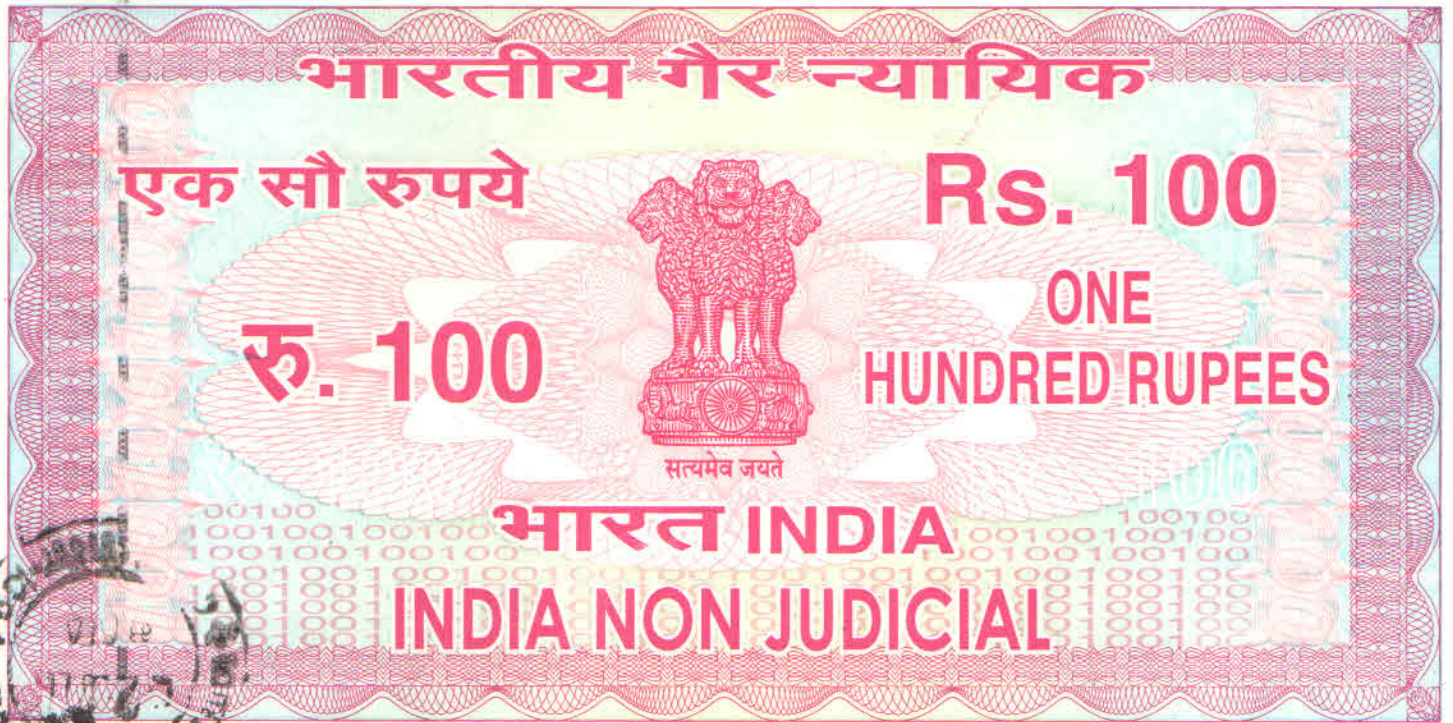


Annexure 5: Power of Attorney and Certified Copy of Board Resolution





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AT 149021

10111
25 SEP 2014

Gita Power & Infrastructure Private Limited

M. THIRUVENGADAM
STAMP VENDOR
L.No. C-4-13531/75
37, K.B. DASAN ROAD,
CHENNAI-600 018.

POWER OF ATTORNEY

The Board of Directors of Gita Power & Infrastructure Private Limited, a Company Registered and Incorporated under the Companies Act, 1956 and having its Registered Office at No:6, Sardar Patel Road, Guindy, Chennai- 600032 vide resolution dated 30.07.2014, do hereby nominate, constitute and appoint Mr.Sunil Singh S/o Hari Shanker Singh aged 40 years and Mr.Jitendra Agarwal S/o Pushkar Raj Agarwal aged 27 years as lawful attorney for all or any of the following acts or things:

1. To sign & execute necessary documents, declarations, affidavits, undertakings & all other documents required in respect of any matter relating to obtaining of power trading license from Central Electricity Regulatory Commission, New Delhi & to do all other acts, deeds & things that may be necessary for achieving the purpose mentioned herein on behalf of the Company.



(Signature)
N. RAJENDIRAN, M.A.M.E.S., B.L.
Advocate & Notary
No: 1, Jothramalingam II Cross Street
West Marambalam, Chennai-600 033

Page 1 of 2
For GITA POWER & INFRASTRUCTURE (PVT. LTD.)
(Signature)
Director

2. And generally to do all acts, deeds & things in connection with above matters as the attorney shall think fit & proper as fully and effectively as the Company could do for itself.
3. And the Company do hereby and at all times and hereafter shall ratify & confirm all & whatever act/s or deed/s or thing/s the said attorney shall lawfully do or cause to be done by virtue of these presents.
4. To appear, represent & present on behalf of the Company before the Central Electricity Regulatory Commission, New Delhi for achieving the purpose stated here in.

In the witness where of the Company has put its seal on this 26th Day of September, 2014.



[Handwritten signature]

Accepted,

[Handwritten signature: Sunil Kumar Singh]

Sunil Singh

[Handwritten signature: Jitendra Agarwal]

Jitendra Agarwal



[Handwritten signature: N. Rajendiran]
N. RAJENDIRAN, M.A., M.Ed., B.L.
Advocate & Notary
No. 1, Jothiramalingam II Cross Street,
West Mambalam, Chennai-600 033.





GITA POWER & INFRASTRUCTURE PVT. LTD.

CIN : U40100TN2008PTC068233

EXTRACT FROM THE MINUTES OF BOARD OF DIRECTORS MEETING OF GITA POWER & INFRASTRUCTURE PRIVATE LIMITED HELD ON 30.07.2014 AT NO. 6, SARDAR PATEL ROAD, GUINDY, CHENNAI – 600 032 AT 11.00 A.M

APPLYING FOR TRADING LICENSE FROM CENTRAL ELECTRICITY REGULATORY COMMISSION

The Board after some discussions passed the following resolutions:

“RESOLVED that the company do apply before Central Electricity Regulatory Commission, New Delhi for the Grant of Inter-State Trading License in Category III in accordance with CERC Regulations, 2009 and in this regard, Mr.Sunil Singh and Mr.Jitendra Agarwal, Authorised Signatories of the Company are hereby authorized severally to execute, sign and submit necessary documents, declarations, affidavits, undertakings and other documents before CERC and generally appear, represent and present on behalf of the Company and to do such acts and things as may be necessary on matters connected with obtaining the power trading license from CERC.”

//Certified True Copy//

For **GITA POWER & INFRASTRUCTURE PRIVATE LIMITED,**

SUDHIR SINGHI

Director.



New No. 6, Sardar Patel Road, Guindy, Chennai-600 032.
Phone : +91 44 4291 1222 Fax : +91 44 4291 1209

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