



N G RAO & ASSOCIATES
CHARTERED ACCOUNTANTS

Off: +91-40-4240 8813
Mobile : 98480 18791
98491 35573
95421 87777

To,

The Board of Directors
Orient Green Power Company Limited
Bascon Futura SV, 4th Floor, No. 10/1,
Venkatanarayana Road, T. Nagar,
Chennai – 600 017, Tamil Nadu, India

Sumedha Fiscal Services Limited
6A Geetanjali, 6th Floor,
8B Middleton Street,
Kolkata – 700071, India

Saffron Capital Advisors Private Limited
605, Centre Point, Sixth Floor,
Andheri - Kurla Road, J.B. Nagar Andheri (East),
Mumbai - 400 059, India

(Sumedha Fiscal Services Limited and Saffron Capital Advisors Private Limited referred to as the “Lead Managers”)

Dear Sirs,

Sub: Proposed rights issue of equity shares of Rs. 10 each (the “Equity Shares”) of Orient Green Power Company Limited (the “Company” and such offering, the “Issue”)

We, M/s. N G Rao & Associates, Chartered Accountants, have been requested to provide confirmations on certain matters in relation to the Unaudited Consolidated financial results of the company as at December 31, 2023 and Restated Audited Consolidated financial statements for the financial years ended March 31, 2023, March 31, 2022 and March 31, 2021 proposed to be included in the draft letter of offer to be filed by the company.

We confirm that while providing this certificate, we have complied with the Code of Ethics issued by the Institute of Chartered Accountants of India. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, ‘Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements,’ issued by the ICAI.

We have verified the restated consolidated financial statements for the financial years ended March 31, 2023, March 31, 2022 and March 31, 2021, each reviewed by the statutory auditor, restated in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“SEBI ICDR Regulations”) (the “Restated Audited Financial Statements”) and in accordance with Indian Accounting Standards (“Ind As”) read with Section 133 of the Companies Act, 2013 read with the requirements of the Companies Act, 2013. We have also verified the limited reviewed unaudited consolidated financial results of the company as at and for the quarter and nine-month period ended December 31, 2023, pursuant to the requirements of regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, as amended.

H.No. 6-3-1186/A/6, (New No. 325),
2nd Floor, Chinna Balreddy Building,
Adjacent Lane to ITC Kakatiya Hotel,
Begumpet, Hyderabad-500 016.

Flat No.203, D.No. 48-10-20,
Veeramachaneni Building,
New Govt Hospital Road,
Gunadala, Vijayawada - 520 004

H.No. 8-22-5/1, FF3,
Neeladri Towers, Pattabi
Street, Gandhi Nagar,
Kakinada - 533 004.

Flat No.104, Sai Thirumala
Enclave, Lalitha Nagar,
Behind Lalitha Temple,
Visakhapatnam-530016

Email : nageswararaog207@gmail.com / nageswararaog@rediffmail.com



This is to certify that, based on the unaudited consolidated financial results for the quarter and nine-month period ended December 31, 2023, and restated consolidated financial statements for the fiscals 2023, 2022 & 2021, instances of delay (Entity wise) in repayment of loans have been presented in the following table:

Particulars	As at December 31, 2023		As at March 31, 2023		As at March 31, 2022		As at March 31, 2021	
	Amount	Delay in	Amount	Delay in	Amount	Delay in	Amount	Delay in
	(₹ in lakhs)	days	(₹ in lakhs)	days	(₹ in lakhs)	days	(₹ in lakhs)	days
Orient Green Power Company Limited <i>(The Company)</i>	-	Nil	-	Nil	-	Nil	-	Nil
Amrit Environmental Technologies Private Limited <i>Loan from IL & FS</i>	2,652	Yet to be Settled*	2,652	Yet to be Settled*	2,652	Yet to be Settled*	2,652	Yet to be Settled*
Beta Wind Farm Private Limited <i>Loan from various banks under consortium</i>	-	Nil	-	Nil	-	Nil	3,414	82
Bharath Wind Farm Limited	-	-	-	-	-	-	-	-
Clarion Wind Farm Private Limited	-	Nil	-	Nil	-	Nil	-	Nil



Particulars	As at December 31, 2023		As at March 31, 2023		As at March 31, 2022		As at March 31, 2021	
	Amount	Delay in	Amount	Delay in	Amount	Delay in	Amount	Delay in
	(₹ in lakhs)	days	(₹ in lakhs)	days	(₹ in lakhs)	days	(₹ in lakhs)	days
Gamma Green Power Private Limited	-	Nil	-	Nil	-	Nil	-	Nil
Vjetro Elektrana Crno Brdo d.o.o.	-	Nil	-	Nil	-	Nil	-	Nil

*This loan was due to be paid on June 28, 2019, and the payment was defaulted by Amrit Environmental Technologies Private Limited, one of the subsidiaries. Thereafter, the company submitted a one-time settlement proposal with IL&FS for repayment of the Loan and the same was recommended by IL&FS and filed before NCLT agreeing to a one-time settlement of Rs. 3,000 lakhs. Upon payment of the aforementioned settlement amount, IL&FS had agreed to waive all remaining dues including present and future interest dues. The aforementioned settlement has now been filed before the National Company Law Tribunal, Mumbai for approval. Upon approval, the company shall proceed to pay the settlement amount to IL&FS in accordance with the one-time settlement.

We confirm that while providing this certificate, we have complied with the Code of Ethics issued by the Institute of Chartered Accountants of India. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, 'Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements,' issued by the ICAI.

We conducted our examination of the information given in this certificate (including the annexures thereto) in accordance with the 'Guidance Note on Reports or Certificates for Special Purposes' and 'Guidance Note on the Reports in Company Prospectuses (revised 2019)' issued by the Institute of Chartered Accountants of India ("ICAI"), as revised from time to time, to obtain a reasonable assurance that such details are in agreement with the books of accounts and other relevant records provided to us, in all material respects; the aforesaid Guidance Notes require that we comply with the ethical requirements of the 'Code of Ethics' issued by the ICAI, as revised from time to time.

We confirm that the information above is true, fair, correct, accurate, not misleading and without omission of any matter that is likely to mislead, and adequate to enable investors to make a well-informed decision.





This certificate is issued for the purpose of the Issue, and can be used, in full or part, for inclusion in the draft letter of offer, letter of offer and any other material used in connection with the Issue (together the "Offer Documents"). We hereby consent to the aforementioned details being included in the Offer Documents and consent to the submission of this certificate as may be necessary, to the Securities and Exchange Board of India, any regulatory / statutory authority, relevant recognized stock exchanges where the Equity Shares are proposed to be listed, or any other authority as may be required and/or for the records to be maintained by the Lead Managers in connection with the Issue and in accordance with applicable law, and for the purpose of any defense the Lead Managers may wish to advance in any claim or proceeding in connection with the contents of the offer documents.

This certificate may be relied on by the Company, the Lead Managers and the legal counsel in relation to the Issue.

We undertake to update you in writing of any changes in the abovementioned position until the date the Equity Shares issued pursuant to the Issue commence trading on the recognized stock exchanges. In the absence of any communication from us till the Equity Shares commence trading on the recognized stock exchanges, you may assume that there is no change in respect of the matters covered in this certificate.

Yours faithfully,

For and on behalf of N G Rao & Associates
Chartered Accountants
Firm Registration Number: 009399S
UDIN: 24220629BKEZMV2973

Kiran Parsa

Kiran Parsa
Partner
Membership No. 220629
Hyderabad,
Date: 08 May, 2024



Encl: As above

CC:

Legal Counsel to the Issue

T&S Law

Unit Number 15, Logix Technova,
Block B, Sector 132, Noida – 201 304,
Uttar Pradesh, India.