

Kotteswari Jagathpathi

**169, Vannier Street
Choolaimedu, Chennai- 600094**

Date:

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

Dear Sirs,

Re: 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”).

I, Kotteswari Jagathpathi, hereby confirm that I am the Chief Financial Officer of the Company. I hereby consent to my name being included as the ‘Chief Financial Officer’ of the Company in the Draft Letter of Offer that the Company intends to file with the Securities and Exchange Board of India (the “SEBI”), BSE Limited and National Stock Exchange of India Limited, being the stock exchanges where the Equity Shares are proposed to be listed (the “Stock Exchanges”) and with any other regulatory authorities, and to be included in any other documents or related advertisements in respect of the Issue.

The following information in relation to me may be disclosed:

Name: Kotteswari Jagathpathi
Designation: Chief Financial Officer
Address: Bascon Futura SV, 4th Floor, No. 10/1,
Venkatanarayana Road, T. Nagar, Chennai – 600 017,
Tamil Nadu, India
Telephone:+91 444 901 5678;
E-mail: kotteswari.j@orientgreenpower.com

I further confirm that the above information in relation to me is true and correct.

Further, as on the date of this letter, I confirm that me and my immediate relatives do not hold any Equity Shares of the Company.

I confirm that I will immediately inform the Lead Managers appointed in respect of the Issue, in writing, of any changes to the above information until receipt of the final listing and trading approval from the stock exchanges of the Equity Shares offered in this Issue and commencement of trading on the Stock Exchanges. In the absence of any such communication from us, the above information should be taken as updated information until the commencement of listing and trading on the Stock Exchanges of the Equity Shares offered in this Issue.

I hereby authorize you to deliver this certificate to the SEBI, Stock Exchanges, and any other statutory, regulatory or governmental authority, as may be required. This certificate may be relied on by the Lead Managers and the legal advisor in relation to the Issue in conducting and documenting their investigation of the affairs of the Company in connection with the Issue and for the purpose of any defence the Lead Managers may wish to advance in any claim or proceeding in connection with the Issue.

I also consent to the extracts of this certificate being used for disclosure in the Draft Letter of Offer to be issued by the Company in relation to the Issue and other Issue related materials. This certificate may be produced in any actual or potential proceeding or actual or potential dispute relating to or connected with the Issue or otherwise in connection with the Issue.

All capitalized terms not defined herein would have the same meaning as attributed to it in the Draft Letter of Offer of the Company.

Yours faithfully,



Kotteswari Jagathpathi
Chief Financial Officer

Cc to:

Sumedha Fiscal Services Limited
6A Geetanjali, 6th Floor,
8B Middleton Street, Kolkata – 700 071,
West Bengal, India.

Saffron Capital Advisors Private Limited
605, Center 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**”)

Legal counsel to the Issue

T&S Law
Near VVIP Mall, Raj Nagar Extension,
Ghaziabad – 201 017,
Uttar Pradesh, India