



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, 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”)

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”).

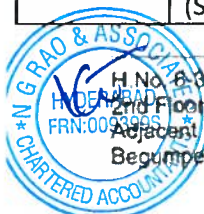
We, M/s. N G Rao & Associates, Chartered Accountants, based on our review of all relevant documents of the company, confirm the following details in connection with sales and purchases between the Company and its Subsidiaries where such sales or purchases exceed in value in the aggregate of 10% of the total sales or purchases of the Company during the fiscals 2023, 2022 and 2021 and for the nine-month period ended December 31, 2023:

Financial year	Name(s) of the related party and nature of relationship	Nature of contracts/ arrangements / transactions	Duration of the contracts/ arrangements / transactions	Salient terms of the contracts/ arrangements/ transactions	Date(s) of approval by the Board, if any	Amount Received / (paid) as advances, if any (Rs. In Lakhs)	Transactions (Amount in Lakhs)
April 1, 2023 to December 31, 2023							





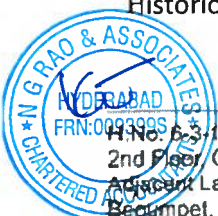
Financial year	Name(s) of the related party and nature of relationship	Nature of contracts/ arrangements / transactions	Duration of the contracts/ arrangements / transactions	Salient terms of the contracts/ arrangements/ transactions	Date(s) of approval by the Board, if any	Amount Received / (paid) as advances, if any (Rs. In Lakhs)	Transactions (Amount in Lakhs)
1	Beta Wind Farm Private Limited (Subsidiary)	Windmill Operation and Maintenance services provided to subsidiary	For a period of one year. The contract may be extended for further periods as mutually agreed by the parties	OGPL Provide Operation and Maintenance services to windmills of various locations across Andhra Pradesh, Tamil Nadu, Gujarat and Karnataka	30.01.2023	NIL	1,614
2022-23							
1	Beta Wind Farm Private Limited (Subsidiary)	Windmill Operation and Maintenance services provided to subsidiary	For financial year 2022-23. The contract may be extended for further periods as mutually agreed by the parties.	OGPL Provide Operation and Maintenance services to windmills of various locations across Andhra Pradesh, Tamil Nadu, Gujarat and Karnataka	19.01.2022	NIL	2,343
2021-22							
1	Beta Wind Farm Private Limited (Subsidiary)	Windmill Operation and Maintenance services provided to subsidiary	For financial year 2021-22. The contract may be extended for further periods as mutually agreed by the parties.	OGPL Provide Operation and Maintenance services to windmills of various locations across Andhra Pradesh, Tamil Nadu, Gujarat and Karnataka	05.02.2021	NIL	2,978
2020-21							
1	Beta Wind Farm Private Limited (Subsidiary)	Rental Income received from subsidiary	For the financial year 2020-21. The	Sharing of resources	30.01.2020	Nil	143



Financial year	Name(s) of the related party and nature of relationship	Nature of contracts/ arrangements / transactions	Duration of the contracts/ arrangements / transactions	Salient terms of the contracts/ arrangements/ transactions	Date(s) of approval by the Board, if any	Amount Received / (paid) as advances, if any (Rs. In Lakhs)	Transactions (Amount in Lakhs)
		Reimbursements of expenses received from Subsidiary	contract may be extended for further period as mutually agreed by the parties.			Nil	-
		Management and consultancy Service Fees provided to Subsidiary		Management service fee paid		Nil	-
		Windmill Operation and Maintenance services provided to subsidiary	For a financial year 2020-21. The contract may be extended for further periods as mutually agreed by the parties.	OGPL Provide Operation and Maintenance services to windmills of subsidiary at various locations across Andhra Pradesh, Tamil Nadu, Gujarat and Karnataka		Nil	2,947

We have verified the unaudited consolidated financial results for the period ended December 31, 2023, which is subjected to limited review by the statutory auditor in pursuance to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended. We have also verified the restated audited consolidated financial statements of the company as at and for the fiscals 2023, 2022 and 2021, each reviewed by the statutory auditor in accordance with the Companies Act, 2013 and the Indian Accounting Standards ("IND AS") and restated in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the "SEBI ICDR Regulations") and the examination report dated July 27, 2023. (the "Restated Audited Consolidated Financial Statements").

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.



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,
Neeladi Towers, Pattabi
Street, Gandhi Nagar,
Kakinada - 533 004.

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



All capitalized terms not defined hereinabove shall have the same meaning as defined in the Offer Documents.

We undertake to inform you promptly, in writing of any changes, within our knowledge, to the above information until the Equity Shares commence trading on the relevant stock exchanges, pursuant to the Issue. In the absence of such communication from us, the above information should be considered as updated information until the Equity Shares commence trading on the stock exchanges, pursuant to the Issue.

This certificate may be relied upon by the Lead Managers and the legal counsels appointed in relation to the Issue. This certificate is for information and for inclusion in the draft letter of offer and the letter of offer (the "Offer Documents") and other documents to be issued by the Company in relation to the Issue.

We hereby consent to the aforementioned details being included in the Offer Documents and submission of this certificate as may be necessary, to any regulatory authority and/or for the records to be maintained by the Lead Managers in connection with the Issue and in accordance with applicable law.

Yours faithfully,

For & on behalf of N G Rao & Associates
Chartered Accountants
Firm Registration Number: 009399S
UDIN: 24220629BKEZNC8805

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.