



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”)

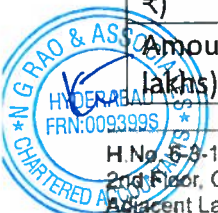
Dear Sirs,

**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 received a request from the Company to verify and certify the dividends declared by it in nine-month period ended December 31, 2023, and for the financial years ended on March 31, 2023, 2022 and 2021.

Based on the Limited Review of unaudited financial results of the company for the nine-month period ended December 31, 2023 and on the basis of examination of the Restated Audited Financial Statements for the fiscals 2023, 2022, and 2021 of the Company, we certify that the dividends declared by the Company were as follows:

| Particulars                      | Financial Performance                             |                                   |                                   |                                   |
|----------------------------------|---|-----------------------------------|-----------------------------------|-----------------------------------|
|                                  | For the nine-month period ended December 31, 2023 | For the year ended March 31, 2023 | For the year ended March 31, 2022 | For the year ended March 31, 2021 |
| Face value per share (in ₹)      | Rs 10   | Rs 10                             | Rs 10                             | Rs 10                             |
| Amount of Dividend (in ₹ lakhs)* | -   | -                                 | -                                 | -                                 |



| Particulars               | Financial Performance                             |                                   |                                   |                                   |
|---------------------------|---|-----------------------------------|-----------------------------------|-----------------------------------|
|                           | For the nine-month period ended December 31, 2023 | For the year ended March 31, 2023 | For the year ended March 31, 2022 | For the year ended March 31, 2021 |
| Dividend per share (in ₹) | -   | -                                 | -                                 | -                                 |
| Rate of dividend (%)      | -   | -                                 | -                                 | -                                 |
| Dividend Tax (%)          | -   | -                                 | -                                 | -                                 |

\* Excluding dividend distribution tax

On the basis of representation received from the management of the company, we further certify that no dividends have been declared by the Company from April 01, 2023, till the date of this certificate.

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 & on behalf of N G Rao & Associates  
Chartered Accountants  
Firm Registration Number: 009399S  
UDIN: 24220629BKEZMW5726



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.