

भारतीय गैर न्यायिक

एक सौ रुपये

Rs. 100

रु. 100



सत्यमेव जयते

ONE
HUNDRED RUPEES

भारत INDIA
INDIA NON JUDICIAL

उत्तर प्रदेश UTTAR PRADESH

AR 009393

10 MAY 2011

Amendment to Supplemental Power Purchase Agreement

This Amendment to Supplemental Power Purchase Agreement entered into on 19th November 2011 at Lucknow, between:

Uttar Pradesh Power Corporation Limited, a Company registered under the Companies Act, 1956 having its Registered office at 14, Ashok Marg, Shakti Bhawan, Lucknow 226001 Uttar Pradesh, India (hereinafter referred to as the "UPPCL" which expression shall, unless repugnant to the context or meaning thereof, include its legal successors, permitted assigns and legal representatives) of the **FIRST PART :**

AND

Rosa Power Supply Company Limited, a company incorporated under the Companies Act, 1956, being a generating company within the meaning of section 2(28) of the Electricity Act, 2003 having its registered office at Administrative Block, Hardoi Road, Shahjahanpur 242 401, (hereinafter referred to as "ROSA" or the "Company", which expression shall, unless repugnant to the context of meaning thereof, include its legal successors, permitted assigns and legal representatives) of the **SECOND PART :**

(Each of the parties of the **FIRST PART** and **SECOND PART** are individually referred to as a "Party" and collectively as the "Parties").

[Handwritten Signature]
19/11
EX. C.E. (P.P.A.)



WHEREAS:

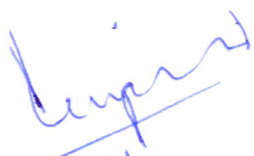
- A. UP Power Corporation Limited (UPPCL) is a holding company of their subsidiary DISCOMs namely Poorvanchal Vidyut Vitran Nigam, Madhyanchal Vidyut Vitran Nigam, Paschimanchal Vidyut Vitran Nigam and Dakchinanchal Vidyut Vitran Nigam. The aforesaid DISCOMs in their Board of Directors meeting dated 20.07.2010 have authorized UPPCL to enter into this agreement on their behalf and to do all other relevant and incidental things, as may be required.
- B. A Supplemental Power Purchase Agreement (SPPA) dated 11.09.2009 was signed between the Company and UPPCL for purchase of 50% of net electrical output not exceeding the contracted capacity from Unit III and Unit IV of Rosa TPP Stage II (2x300 MW) after approval from UP Electricity Regulatory Commission (UPERC) on 15.06.2009.
- C. Subsequently, the Company vide their letter dated 31.05.2011 offered the remaining 300 MW capacity of Rosa TPP Stage II to UPPCL based on similar terms and conditions as that of Rosa TPP Stage I thereby dedicating the entire 1200 MW Capacity of Stage I and Stage II to the State of Uttar Pradesh.
- D. Government of Uttar Pradesh vide G.O. dated 09.09.11 has decided to purchase remaining 300 MW capacity offered by the Company on the terms and conditions approved by UPERC and directed to enter into an agreement in the same manner as have been done earlier for 300 MW of Rosa TPP Stage II.

NOW, THEREFORE, in view of the foregoing premises and in consideration of the mutual covenants and agreements herein set forth and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged and intending to be legally bound hereby, the UPPCL and the Company entered into this **AMENDMENT TO SUPPLEMENTAL PPA** as follows :

1. The "Contracted Capacity" mentioned under Clause 1 : "Definition" of SPPA shall now mean 300 MW capacity each from Unit III & Unit IV.
2. Under Clause 5.1 of Clause 5 : "Sale & Purchase of Capacity and Energy" and at other places of SPPA "50% of net electrical output" wherever mentioned, shall now be modified to "100% of net electrical output".
3. The Clause 10.1 of Clause 10 : "Infirm Power" of SPPA is modified to the extent that UPPCL shall purchase entire infirm power from the date of synchronization of Unit III and IV to its commercial operation in accordance with prevailing UPERC (Terms and Conditions of Tariff) Regulations.
4. The Clause 12 : "Common Facilities" of SPPA is deleted. The entire cost of common facilities shall now be dedicated to the capital cost of Rosa TPP Stage II for the purpose of tariff determination.
5. The Clause 13.3 and 13.4 of SPPA under Clause 13 : "Termination" is deleted.

All other terms and conditions of SPPA dated 11.09.09 shall remain unaltered.

The above Amendment to Supplemental Power Purchase Agreement is subject to the approval of Hon'ble Uttar Pradesh Electricity Regulatory Commission (UPERC). The UPERC order approving this Amendment to Supplemental Power Purchase Agreement shall form part of this agreement.

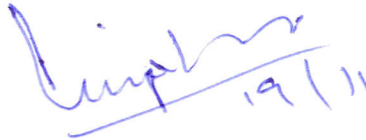

19/11
C.E. (P.P.A.)





IN WITNESS WHEREOF, the parties hereto have caused this agreement executed as of the day, month and year first above written in the presence of the witness who have signed in their presence and in the presence of each other.

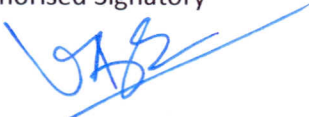
Signed and delivered by UP Power Corporation Limited (**the First Part**) by the hand of Shri R. K. Johar, Ex Chief Engineer - PPA



Witness: S P Pandey, Superintending Engineer, UPPCL



Signed and delivered by Rosa Power Supply Co. Ltd. (**the Second Part**) by the hand of Shri Vibhav Agarwal, Authorised Signatory



Witness: Sumeet Notani, Authorised Person - RPSCL

