

THIS SERVICES CONTRACT (No.SEP: GSML: COGEN: EPC: 2000: 01B) is made and entered into at Mumbai on this 5th day of February 2001 between BSES Limited a Company formed and incorporated under the Indian Companies Act, 1913, (being Act No.VII of 1913) having its registered office at, Nagin Mahal, 6th floor, 82, Veer Nariman Road, Mumbai-400021, (hereinafter referred to as "the Service Provider" which expression shall, unless repugnant to the context or meaning thereof, include its successors, permitted assigns and transferces) as a party of the first part, and THE GODAVARI SUGAR MILLS LIMITED, a Company formed and incorporated under the Companies Act, 1956, having its registered office at, Fazalohoy Building, 45-47 Mahatma Gandhi Road, Fort, Mumbai 400 001, hereinafter referred to as "the Purchaser" (which expression shall, unless repugnant to the context or meaning thereof, include its successors and assigns) as a party of the second part;

WHEREAS the Service Provider is engaged in the business of generation, transmission and distribution of electricity, electrical and other construction activities and enjoys an excellent reputation for its expertise and goodwill,

AND WHEREAS the Purchaser plans to set up and operate a Co-generation Power Generating Station, with a gross capacity of 24 MW at Samccrwadi in the district of Bagalkot, which is proposed to be inter-connected to KPTCL grid at 197





- COMPLETION PERIOD shall be Successful Commissioning of the Plant within a period of 20 (Twenty) months from the Effective Date or such extended period as may be agreed between the parties.
- CONSULTANT shall mean Desein Pvt. Ltd. or any other person notified in writing by the Purchaser to the Service Provider.
- CONTRACT DRAWINGS shall mean and include the designs, plans, drawings, sketches, tracings and prints thereof and details which have been furnished by the Service Provider for the execution of this Contract.
- CONTRACT SPECIFICATIONS shall mean the specifications referred to in this Contract, and in the schedules, detailed design drawings, statements of technical data and the performance characteristics thereto, and all such Particulars as mentioned as such in this Contract and such other modifications required by the Purchaser relating to the Work.
- DIMENSIONS shall mean the extent of any linear measurement, area and volume (based on the metric system) as set out in the Quality Assurance Plan (QAP), and the approved drawings as referred to therein.

EFFECTIVE DATE shall be 26th January 2000.

- SERVICES PRICE shall mean the lump sum amount, which is fixed for performing the Work as set out in this Agreement and shall not be subject to any change except for variations in the rates of statutory duties and taxes as provided for under this Contract.
- EQUIPMENT shall mean and include all items of the Plant, i.e. its machinery, equipment, components, auxiliaries, accessories, commissioning and mandatory spares, consumables and special tools and tackles (other than servicion and commissioning tools and tackles) required to setup, erect and commission the Plant as more particularly set forth in Appendix I to achieve Successful Commissioning and handing over of the Plant to the Purchaser by the Service Provider.
- FINAL ACCEPTANCE CERTIFICATE shall mean the certificate required to be issued by the Purchaser as set forth in Article 9 herein.
- INSPECTOR or INSPECTING ENGINEER shall mean any person nominated by or on behalf of the Purchaser and/or Consultant to inspect and witness. Tests of the Equipment and/or Work in pursuance of stage and final inspections under this Contract.
- LATENT DEFECTS shall mean and include defects and/or deficiency (whether or not inherent or not visible), in the performance or rendering of Services and/or Work at the time of issuance of a Taking Over Certificate and which were undetected during the Warranty Period. Such defects after beigg



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FAX NO. : 360037

Nov. 30 2006 01:58PM

ANNEX 12

|| Shri Shivulingeshwar Prasanna ||

We request your presence to grace the occasion of .

"BHOOMI POOJA"

being conducted on

FOR 1 X 24 MW CAPTIVE CO-GENERATION POWER PLANT
Being Constructed For

M/s. GODAVARI SUGAR MILLS LTD, SAMEERWADI.

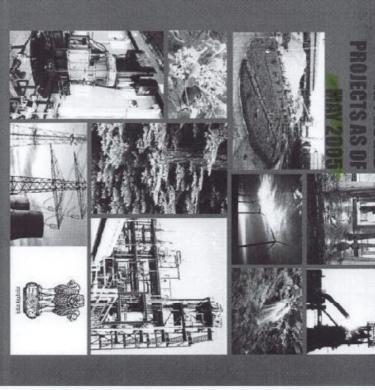
BSES Limited

EPC Business Group

Camp : GSM Ltd, Sameerwadi.

Ban: Ent. & Kanaga Tille

None (91-19 2418 2252 Fax (91-19 2418 2252



India: A Global Leader in CDM

The Intidian Generoment ratified the Kyolo Protocol in August 2002 and hereauther selabilished the National Clean Development Machinerism Authority (NCDMA) within the Ministry of Environment and Forests. The institution is Holias Designated National Authority responsible for going heat country approach for CDM projects India is playing an important rade in helping to stage the international rules concerning CDM through its representation on the CDM

Advantage India

- India one of the top suppliers of CERs in 2003 2006. (Source: Wold: Bank, Report: State and Trands of Carbon Marked 2004)
- Broad scepe of projects with varying sizes allows international buyers to widen their portfolio with reduced risks. A dynamic, transparent and speedy process of Indian DNA in according Host Country approval to eligible projects.
- Enhanced private sector participation, largely consultant driven with high intellectual capacity, Skilled human potential.
- Strong Firancial Markets and Intermediaries. Strong industrialized base and
- Huge potential in infrastructure and industrial development.
- English the language for business.
 Blisteral & Mullisateral capacity building initiatives leading to wide dissemination of information on CDM.

Opportunities for Investing in CDM by Sector

There are significant opportunities to generate CERs rolated to energy efficiency in all the industries including iron 5 seel and current sections. Small and Medium Enterprises (SMEs) which constitute more than 50% of Irolan industries offering ample scope of

adopting energy efficient latest technologies besides the unorganised sector such as brick Afre, plass and small foundries need nodernization.

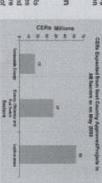
In the revewable energy sector, 74% of the 17 million potential CERs from lost country approved projects available to date came from biomass projects. Which and hydre energy projects also provide significant shares.

in the fugitive gases sector, the major opportunities are for HFC-23 destruction projects. No such projects, critering potentially very large quartities of CERs, have received host country approved to date. Additional opportunities in this sector are related to abstement of PFC gases, and memore in the industrial & municipal waste hendling and disposal sector.



as Fugitive Gasses (58%) as Eswayy-Efficiency & Fuel Switch (28%) as Receivable Energy (6%)

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For more information please contract:

For more information please contract:

National Clean Davidopment Mediantian (CDI), Almhely Michardy of Environment and Forests

115, Payaurent Beavan, COO Complex, Loth Rood, New Drill, India

116, Payaurent Beavan, COO Complex, Loth Rood, New Drill, India

117, Payaurent Beavan, COO Complex, Loth Rood, New Drill, India

118, Payaurent Beavan, COO Complex, Loth Rood, New Drill, India

119, Payaurent Beavan, COO Complex, Loth Rood, New Drill, India

119, Payaurent Beavan, COO Complex, Loth Rood, New Drill, India

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Indian National CDM Authority
Approved Projects Energy Efficiency and
Fossil Fuel Switch Sector (28)

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Indian National COM Authority
Approved Projects Energy Efficiency and
Fossil Fool Syltch Sector (28)

Indian National CDM Authority
Approved Projects Renewable Energy (45)

Indian National CDM Authority Approved Projects - Renewable Energy (45)

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ANNEX 13

Indian National CDM Authority
Approved Projects Renewable Energy (45)

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Indian National CDM Authority Approved Projects - Renewable Energy (45)

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Fuel switch from coal to borneless the process feed in	3 MW Wind power project at Chibrack rga datrict, Kamashaka	16.8 MW Environ funded Wind Power Project at Chitradurga District, Kamataka	58.2 MW Enercon Bundled Wind Power Poject at Juliatinus District, Rejection	36 TPE Blodwest protection from oil range. Anathra Practists	Generation of Biogas Prox sole dung for cooking, Kamataka	5 MNV Bundled: 85G CDM (Small Hycroelectic) Project. Utberechal	8 MW Bundled: \$50 CDM (Small Hydroelectric) Project. Ottoverchal	37 MAY Middle: Kofale Serull Hydroselectric project. Ortical	4,5 MW Maulië 3HF in Khenyess Villeges, Kengry Detrict, Himechyl Prodesti	5.0 MW Oshar SHPin Bihal Village, Chanba Distict, Himsebil Prodesh	6 MW Small Hydro Power project at Someanment Village. Decidings Teoris, Rechar district, Kernetista	9 MW rydel power project at Dreit Wage, Culti-Datrict, Himachill Produsti	19.25 MW BHP at Chunchi Doddi, Kunshasuns (Talut), Bangatine Rusal (Datrict), Kamstaka	18 MAV Jalapolt Grid obnitected Hydroxitectic project located at adaptit, Visiaktopatham, Andhin Pradish	29 MAY Hydroelectic Project located at Senat, Argui District in Orissa	6 MM Priver gamention from fice husts etc., Andres Pradesh	7.5 MW poultry litter based power plant, Karneteke	7.5 MW Power generator from mustand cop, con cobe, and sugar cena begasse waste. Rejection	7.5 MW Mustard Chip Residue based Power Project, Alums, Rejection	7.8 MW Secricity Sensorition from Wastant Crop Residues Kalgataru Power Terramission: Limited, Reasthan	24 MW biomass baseit project at Guarat Amouja Cements Limited Roper, Purjab	Project Name & Lecation
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Mr M. F. Bharsava	Mr P.N.S. Shaskar Rao	Mr Yogash Matro	Mr Yogesh Mehra	Mr N Sathish Kumar	Mr Ram Esteres	Mr. B.Sadasiva Raddy	Ult. R. Srintrasuk, Radell,	Mr.K. Smwass Ran	Mr Raghu Kanumuri	Mr M Keshev Reddy	Mr A.K Balakothnan	Nr P K Seed	MY D.S Roddy	Mr V SmyvauRao	Mr Y Smiravina	Mr Brinkyasa Rao	ntr Mylavaragu Raja Rao	Mr S.R Wighi	DrAjey Samha	M Ajay Muset	Mra'v Rao	Coydad Peninn
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Indian National CDM Authority Approved Projects - Fugitive gases (05) ANNEX 1

Approved Projects - Fugitive gases (05)

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78 Wethers	77 Ne-thans	76 PFG	75 HF C	74 HFC	Industrial Sector
Methane Extraction and fuel Conservation Project, TNPL, Kegitapuram, Tami Nadu,	Bicmethanation of municipal adid wester ours 5.8 MW electricity generation, Lucianow, Uttar Pradesh	PFC Emission Reduction in HSS Smelter at Indian Aluminium Limited, Himkud, Orlsee.	CHC Emission Reduction by Oxidation of HTC22 at Refligerent (HFC-22) reanufacturing facility of SRF Ltd., rejection	The mel oxidetion of HTC-23 at Gyarat Flunchemicals Ltd., Gujarat	Project Name & Location
Tamil Nadu Newsprist And Papers Limited	Enkers Engineers	Indian Aliminium Limited	SRF Limited	Guarst Ruorochenicals	Marrie of Project Sponsor
May-02	Jen-02	Dec/02	Apr-04	Deb/03	Project start date
May-03	Jun-00	Dac-05	May-05	Dec-04	completion date
441984	1,629,000	2.267,380	40,000,000	13,240,000	CERs until 2012
Mr Uday Sanker	Mr P Subrameni	Mr Mathew George	Wr Manoj Mehroira	Mr Deepak Asher	Cortact Person
91 4324 277027	91 44 2642 7557	91 33 22:47 2726	91 11 2685 7141	91 26 52:23 0357	Telephone Number
uadansenkingtonloo,b	enkem8kend3,vanLne	ĸ	mendmûsdimited.com	deepak sherffyaheo.com	Emil Address

Annex 13: Bagasse based cogeneration p	rojects in l	ndia
CDM projects registered at UNFCCC as or	1 6 Dec 200)6
Sri Renuka Sugars (SRS)	9.3	MW
Ganpati Sugars	15	MW
Ugar Sugars	16	MW
LHSF	12	MW
Pandurang SSK	9	MW
Rana Sugars		MW
Jamkhandi Sugars	12.3	MW
Triveni Engineering		MW
Rajshree Sugars		MW
Ajbapur Sugar - DCM Sriram	7.5	MW
Total CDM registered	137.1	MW
DNA approved project list as on May 2005		
Sri Renuka Sugars (SRS)	35.6	
Sri Chamundeswari Sugars		MW
Rajshree Sugars		MW
Triveni Engineering		MW
Bannari Amman Sugars, Nanjangud		MW
Bannari Amman Sugars, Satyamangalam		MW
Balrampur Chinni Mills		MW
Haidergarh Sugar Mills		MW
Ajbapur Sugar - DCM Sriram		MW
Dhampur Sugar Mills		MW
Total DNA approved but not registered	158.3	MW
Others not listed above		
The Godavari Sugar Mills Limited	24	MW
Total CDM project application	319.4	MW

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THE SOUTH INDIAN SUGAR MILLS ASSOCIATION (KARNATAKA)

" Farah Winsford", (1st Floor), 133/6, Infantry Road, Bangalore - 560 001.

Tele Fax : Direct

: 080-2286 2923

080-2286 2933

Email sisma_k@vsnl.het

daivan net

March 22, 2006

MOST IMMEDIATE ISSUES REQUIRING CONSIDERATION:

 Delayed payment by KPTCL/concerned ESCOM for co-generated power exported to the grid.

As of date more than Rs.107 erores are outstanding to be received by some of the cogeneration units from KPTCL/concerned ESCOM Broad details are furnished in the enclosed statement.

Utilization of the scheme of one-time financial assistance of the Govt. of India annunced in January 2004.

3 Purchase tax on sugarcane

If total withdrawal of purchase tax on sugarcane is not feasible, atleast it should be restored to the levels prevailing prior to 01/08/04. The details are as under

Period	10.5% and above recevery (Rs./MT)	below 10.5% reservery (Rs./MT)	Road cess (P.s./MT)	
Upto 31/07/04	55	40	5	
As increased from 01/8/04	6.5	50	10	

 Continuation of the scheme of payment of incentive of Rs. 15/- per MT from out of purchase tax to the sugarcane growers.

The scheme which was in operation for more than 20 years has not been continued beyond 01/10/2004. This needs to be reconsidered and renewed.

ANNEX 15

HE SOUTH INDIAN SUGAR MILLS ASSOCIATION (KARNATAKA)

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Direct

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March 22, 2006

SI No.	Name of the Factory	KPTCL/ESCOM	Total amount due (Rs Crores)	Remarks
1	ICI. Sugars	CESCOM	141	Jan & Feb 06 (inclusive of Rs 0.79 or old bal - 5% escalation.
2	Renuka Sugars	HESCOM	8,53	Sep 05 to Feb 06
1	Shamanur Sugars	KPTCL/BESCOM	34.65	Apr 05 to Sep 05 (KPTCL) Oct 05 to Feb 06 (RESCOM)
d	Godavari Sugars	HESCOM	18.34	Sep 05 to Mar 06
5	GEM Sugars	HESCOM	941	Nov 05 to Feb 06 and differential amount of Rs 77 85 lakhs
6	Ugar Sugar		14.87	Nov 05 to Feb 06
7	SCM Sugars		2.53	Plus Rs 2.39 crores interest on delayed payments
8	Bennari Amman	CESCOM		
0	Davangere			
10	Prabhulingeshwar Sugars	KPTCL /HESCOM	7.80	Jun 05 to Nov 05 - KPTCL Dec 05 to Feb 06 - HESCOM (includes Rs.2 10 towards rate difference)
11	Doodhaganga SSK		8,13	Nov 05 to Feb 06
12	Naranja SSK		1.14	Jan & Feb 06
13	Rvatara SSK		0.36	Feb 0h

Total of the available information = Rs. 106.67 crores.

ANNEX-16

: 011-29218393 Fax e-mail : info@desein.com website : www.desein.com

Phones: 91-11-51891400 91-11-29213762

DESEIN PRIVATE LIMITED

CONSULTING ENGINEERS DESEIN HOUSE, GREATER KAILASH - II, NEW DELHI-110 048

Fax # 022 2204 7297

Ref.: 1602/CC-20M/145 8th December, 2006

DGM (Co-Generation) The Godavari Sugar Mills Ltd. Fazalbhoy Building 45-47, M.G. Road, Fort Mumbai - 400 001

Subject

Job No. 1602 - Godavari Sugar Mills Limited 1x24 MW Co-generation Power Plant at Sameerwadi Karnataka - Declaration Certificate

Dear Sir,

Kindly refer to the discussion and as desired we are enclosing herewith Declaration Certificate for Co-gen Plant high lighting unique features for your reference & use.

> Very truly yours **DESEIN PRIVATE LIMITED** Consulting Engineers

> > S N MEHRA DIRECTOR



A Development Service for Industries & Utilities



Certificate No. 4/07/J

DECLARATION CERTIFICATE OF 24 MW CO-gen OF GSML AT KARNATAKA

- Plant has 130 TPH Capacity Bagasse Fired Boiler and was the highest capacity boiler installed in India during that time and also till 2005 and is the 1st co-gen to implement this in Karnataka.
- Boiler is provided with bypass damper system to limit the exit flue gas temp. below 140°C.
- 3. Pneumatic fuel distribution system is provided for efficient combustion.
- Boiler is provided with hydraulic driven twin traveling grate for efficient combustion and is the 4th co-gen to implement this feature in Karnataka.
- High efficiency Electro Static Precipitator are installed at the cost of 1.5 crores to control the dust emission below 150 mg / Nm³ and is the 4th co-gen to implement this in Karnataka.
- Starvation of fuel occurs during bagasse handling system problem or feeding problem which may lead to load fluctuations on TG or even tripping of plant, to avoid this 5 no's of silo's are installed with storage capacity of 10 minutes at full load.
- Co-gen boiler is provided with 70-meter height chimney to discharge the flue gas at this height.
- 8. Adopted high-pressure steam cycle of 66 ata 490 ± 5°C hence high grade metallurgy is used which increased the equipment cost. Due to adoption of high pressure / temp steam cycle. Specific steam consumption of turbine has comedown to 5.2 Tons / MW compare to 12.5 Tons / MW in sugar plant low pressure steam cycle. GSML is the 4th cogen to implement this in Karnataka.
- 9. 24 MW Co-gen Turbine is an double extraction condensing type machine with 9 ata uncontrolled extraction and 3 ata controlled extraction which facilitates the drawl of process steam from turbine to sugar plant without compromising full load of 24 MW on the turbine. Hence plant higher cycle efficiency and performance can be achieved. So during season and off-season Co-gen plant generation is same i.e. 24 MW but generally in other cogens season capacity will be less compared to offseason. GSML is the 1st cogen to implement this concept in Karnataka.





- For cooling the circulating water higher efficiency counter flow type. Induced Draught RCC cooling tower are installed.
- For better and efficient control of Plant Distributed Control System (DCS) has been installed and is the 2nd cogen to implement this in Karnataka.
- For effective control of turbine and export of power to the grid triple modular redundant governor has been installed.
- 14. For storage and handling of bagasse 170 TPH Capacity comprehensive Bagasse Handling System has been installed with a flexibility to operate with four (4) different paths to facilitate trouble free operation during season and off-season. The specially designed stack conveyor is installed alongwith mobile tripper, wing Conveyor with telescopic chutes for stacking of excess bagasse all along the length of 288.5 meters on either side of the stacking conveyor, hence bagasse can be stacked to a height of 10 meters. GSML is the 1st cogen to implement this in Karnataka and in India.
- To avoid fugitive emissions Dust Extraction System provided at transfer points in bagasse handling system and is the 1st cogen to implement this in Karnataka.
- Plant is provided with PLC operated 2 x 20 M³/hour capacity DM Plant to maintain recommended quality to make up water to the boiler and is the 1st cogen to implement this in Karnataka.
- 70 M³/hour capacity Condensate Polishing Unit installed to treat the return condensate from sugar plant which may otherwise lead to contamination of boiler water and is the 2nd cogen to implement this in Karnataka.
- Plant has well-equipped water treatment and instrumentation laboratory for efficient operation.
- Plant has 34 M³/hour well designed Effluent Treatment Plant separately for cogen only to discharge the effluent as per the KSPCB/CPCB norms and is the 1st cogen to implement this in Karnataka.
- 20. GSML has installed Switchyard having two bays with bus coupler facility and power is exported at 110 KV, which is a new system for the sugar unit which needs good technical personnel to operate the plant. This two bay switchyard with bus coupler is the 1st cogen to implement this in Karnataka.



