

Members of the CDM Executive Board
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 Email uk@ecosecurities.com
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7 May 2008

Dear Members of the CDM Executive Board,

**Request for review – 1544 Dwarikesh 8 MW Bagasse-Based Power Generation Project,
 Bijnor, UP India**

Please find below our response to the issues raised as part of the request for review for this project.

- 1. The DOE is requested to describe how the prior consideration of CDM has been validated given the time gap between the project start date (December 2003) and validation (December 2006). In doing so the DOE should provide a detailed timeline of the project development from the date of the CDM consideration and should explain how the CDM income was considered necessary to proceed with the project activity.**

The CDM played an instrumental role in the development of the proposed project activity. A detailed timeline of the project development is outlined below:

Early 2003: The project developer's initial acquaintance with CDM through newspaper articles following COP 8 meetings in New Delhi, 23 October – 1 November 2002.

21st November 2003: The Board of DSIL meets to discuss proceeding with the project. One item up for discussion is proceeding with the project as a CDM project (ie seeking to benefit from the sale of carbon credits to Western Countries). The proposal is accepted and endorsed by the Board (see Annex I).

9th December 2003: Contract agreed between DSIL and Triveni Engineering and Industries Ltd., for the purchase of the 8 MW bleed cum extraction cum condensing system (see Annex II). This is considered as the starting date of the project activity when any real action on the project was undertaken.

3rd February 2004: Starting date of construction activities as evidenced by the contract signed between the project developer and A. K. Builders and Suppliers (see Annex III).

8th March 2004: Sanction letter of Rupee Term Loan (RTL) from IDBI, i.e. agreement from IDBI to grant a loan to DSIL for the project (see Annex IV). Prior to the issuance of this sanction letter, discussions were held with IDBI about the potential of the project to reduce

greenhouse gases and obtain carbon revenue. The project developer was unable to guarantee to IDBI the process of securing carbon revenue at that stage and given the uncertainty surrounding the emerging market, IDBI's preference was to not formally document these benefits within the loan agreement but to treat it as a speculative revenue stream that could reduce risks in the future.

4th June 2004: Sanction letter from Sugar Development Fund (SDF) i.e. notification from SDF to provide the additional financing required for the project (see Annex V).

18th November 2004: Commissioning and start of the project as evidenced from the minutes of the meeting held between the project developer and the technology provider, Triveni Engineering and Industries Ltd. (see Annex VI; The first two months of November and December 2004, the project ran on a trial basis to streamline generation and synchronization with grid. It is only in the third crushing season 2006-07 that the project is steadily generating power). Note that the 'prompt-start' deadline for projects (i.e. enabling early moving projects to claim credits retroactively from the date of operation, rather than the date of registration) was submission for registration prior to 31 December 2005. Dwarikesh Industries had been re-assured by industry participants that 12 months was sufficient time to get a project submitted for registration.

December 2004 - March 2005: Preliminary discussions held with CDM consultants for developing CDM documentation for the project (unfortunately no records have been found thus far).

July 2005 - October 2005: Discussions with Ernst & Young India, and an additional consultant regarding provision of consulting and brokerage services for CDM for the project¹.

November 2005: Discussions commence with Ms Ishani Chattopadhyay, Director, EcoSecurities India, at the time, for CDM services².

16th January 2006: Resolution passed during the meeting of the board of directors of the project developer to authorize a contract with EcoSecurities (see Annex VII).

12th April 2006: After subsequent negotiations between the project developer and EcoSecurities, an initial Emissions Reduction Purchase Agreement (ERPA) was signed (see Annex VIII).

25th August 2006: The project was initially submitted for validation as a large scale project because the small scale methodology was not applicable at the time. However, the project required a deviation in order to be applicable to the large scale methodology ACM0006. While discussions were ongoing about a deviation, ACM0006 was revised rendering the project inapplicable to the methodology.

29th December 2006: Following revisions to the small scale methodology AMS I.D., the project was recast as small scale and submitted for validation again in December 2006.

¹ See Emails dated 20/07/05, 22/08/05 and 06/10/05, Subject: Carbon Credit. Please note these have not been included as an Annex as permission has not been granted from the correspondents to make these publicly available. However copies have been made available to the DOE.

² Ms Chattopadhyay no longer works with EcoSecurities, therefore emails from this time period have not been located to date

23rd March 2007: The draft validation report for the project was received from the DOE outlining corrective actions and clarification requests. Prior to this date, there was continuous communication with the DOE and numerous updates to the PDD were sent to the DOE.

10th August 2007: Host country approval for the project received. Although the process for obtaining the host country approval was initiated around the time of validation submission in August 2006, it took considerable time for the Indian DNA to issue an approval. Additional documents were required and the DNA did not meet in a timely manner.

5th November 2007: Revised ERPA signed between DSIL and EcoSecurities following extensive discussions (see Annex IX).

4th January 2008: Annex I Letter of approval (LOA) received from the UK Department for Environment Food and Rural Affairs (DEFRA), the DNA of the UK.

17th January 2008: Project submitted for registration.

26th March - 26th April 2008: Project registration period.

We hope the timeline provided above sufficiently demonstrates the development of the proposed project activity and therefore adequately clarifies the review requested.

Yours sincerely

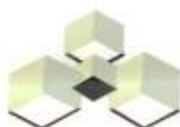


Belinda Kinhead
Head of Implementation
belinda.kinhead@ecosecurities.com
Direct line +44 (0) 1865 297 132
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Annexes:

- Annex I : Letter from the Chairman of Dwarikesh Sugar Industries Limited discussing CDM consideration and Board meeting minutes of Dwarikesh Sugar Industries Limited on 21/11/2003
- Annex II : Equipment purchase contract signed between Dwarikesh Sugar Industries Limited and Triveni Engineering & Industries Limited on 09/12/2003
- Annex III : Construction work order sent to A. K. Builders and Suppliers on 03/02/2004
- Annex IV : Sanction letter from IDBI on 08/03/2004
- Annex V : Sanction letter from SDF on 04/06/2004
- Annex VI : Minutes of the meeting held for erection and commissioning of the project with Triverni Engineering & Industries Limited on 10/11/2004
- Annex VII : Board meeting minutes of Dwarikesh Sugar Industries Limited on 16/01/2006
- Annex VIII : ERPA between EcoSecurities and Dwarikesh Sugar Industries Limited on 12/04/2006
- Annex IX : Revised ERPA signed between Dwarikesh Sugar Industries Limited and EcoSecurities on 05/11/2007

Annex I
Letter from Chairman of Dwarikesh Sugar Industries Limited discussing CDM consideration



DWARIKESH SUGAR INDUSTRIES LIMITED

Corp. Off.: 511, Maker Chambers V, 221, Nariman Point, Mumbai - 400 021. Tel.: 2283 2468, 2204 2945 • Fax : 2280 8650
 E-mail : dsilbom@dwarikesh.com Website : www.dwarikesh.com

2nd April, 2007

DNV
 103, Belview
 7, Haudin Road
Bangalore – 560 042

Dear Sir,

Dwarikesh Sugar Industries Ltd. has submitted a CDM project named 'Dwarikesh 8 MW Bagasse-based Power Generation Project' to your organization for validation. In this context, I understand that you require evidence of CDM consideration from the initial stages of the project.

This is to confirm that CDM was considered in the project planning and various discussions took place of the potential of our project to reduce greenhouse gases and contribute to environmental sustainability. Discussions were held with the Industrial Development Bank of India (IDBI) on 23.07.03 with reference to the potential carbon benefits of the project, such as additional revenue to the project. However, in 2003 the carbon market was still at a very early stage of development. We could not guarantee to IDBI how we would secure carbon revenue at that stage, and given the uncertainty surrounding the emerging market (e.g. the Kyoto Protocol was not yet ratified) IDBI's preference was not to formally document these carbon benefits within our loan agreement, but to be treated as a speculative revenue stream which could reduce risks in the future. The company decided to implement the project anticipating that it will accrue carbon benefits at a later date. After subsequent research and conference participations by our Chief General Manager(Corporate Affairs), Mr. J. R. Banka, we could formalize CDM development with EcoSecurities with a contract to sell carbon credits finally agreed in 01/2006 after several months of discussion.

IDBI was approached on 27.02.07 in order to document the aforementioned discussion but they have not complied with our request stating that it is not company policy to document briefing meetings held years ago.

Attached is a copy of the Board Resolution passed on 21 November 2003 along with a note from that meeting in relation to CDM. We do understand that we can not claim past carbon benefits and seek to claim emission reductions only after the registration of the project. I thank you for your continued patience during the validation process and I hope you will kindly accept this evidence of CDM consideration.

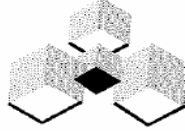
Thanking you,

Sincerely yours,



G R MORARKA
CHAIRMAN & MANAGING DIRECTOR

Board meeting minutes of Dwarikesh Sugar Industries Limited on 21/11/2003



DWARIKESH SUGAR INDUSTRIES LIMITED

Corp. Off.: 511, Maker Chambers V, 221, Nariman Point, Mumbai - 400 021. Tel.: 2283 2468, 2204 2945 • Fax : 2280 8650
E-mail : dsilbom@dwarikesh.com Website : www.dwarikesh.com

REF : DSIL/2006-07/410

July 29, 2006

To,
Ms. Noora Singh, CDM(Project Manager)
Mr. Heening Thiel, Business Development Manager,
76, Nariman Bhavan, Nariman Point,
Mumbai - 400 021.

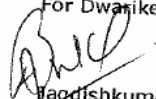
Madam,

Please find enclosed certified true copy of resolution passed in the meeting of Board of Directors of the company held on 21st November, 2003 and note in relation to clean development mechanism (CDM) which was placed before the meeting of the Board of Directors of the company held on 21st November, 2003 duly attested by Assistant Vice President (Taxation) and Company Secretary of the company Mr. B J Maheshwari.

You are kindly requested to receive and acknowledge the receipt.

Thanking you,

Yours Faithfully,
For Dwarikesh Sugar Industries Ltd


Jagdish Kumar R Banka
Chief General Manager(Corporate Affairs)
End : As above



DWARIKESH SUGAR INDUSTRIES LIMITED

Delhi Off.: B-104, Gulmohar Park, New Delhi - 110 049, Tel.: 2685 8774 / 2686 6034 Fax: 2651 1040
e-mail: dsildli@dwarikesh.com website - www. dwarikesh.com

NOTE IN RELATION TO CLEAN DEVELOPMENT MECHANISM (CDM) WHICH WAS PLACED BEFORE THE MEETING OF THE BOARD OF DIRECTORS OF THE COMPANY HELD ON 21ST NOVEMBER, 2003.

The Company is expanding its cogeneration capacity from 9 MW to 17 MW. The said expansion in capacity would make available surplus power from 2 MW to 8 mw for sale to Uttar Pradesh Power Corporation Limited (UPPCL).

The Company has already signed a Power Purchase Agreement (PPA) with U. P. Power Corporation Limited (UPPCL) in the year 2001 for supply of Power to State Grid on the rates agreed in the agreement and which is valid for a period of 10 years.

The Company shall also be eligible for Carbon Credit benefits under the Clean Development Mechanism (CDM) available under the Kyoto Protocol. Western Countries are bound to reduce the Carbon di Oxide levels and are supposed to follow the mechanism commonly referred as Clean Development Mechanism to bring down the Pollution level.

These Countries are broadly referred as Annexure - 1, who have an option to buy Certified Emission Reduction (CER) units to balance and fulfill their obligations under the Kyoto Protocol.

The Companies generating power from non-conventional fuel such as bagasse are eligible to obtain the Certified Emission Reduction (CER) units. Since Dwarikesh Sugar Industries Limited is generating power from bagasse, a non-conventional fuel and is supplying power to State Grid in terms of agreement entered with U. P. Power Corporation Limited (UPPCL). Dwarikesh Sugar Industries Limited will, therefore, be eligible to earn Certified Emission Reduction units.

Revenue from these Certified Emission Reduction (CER) units is accordingly accounted for in working out the viability and expansion of cogeneration project from 9 MW to 17 MW and the project would not have been viable but for the expected revenue receivable from sale of Certified Emission Reduction so generated.

Certified True Copy
For Dwarikesh Sugar Industries Ltd.

B. J. Maheshwari
Asst Vice President (Taxation)
& Company Secretary

Annex II
Equipment purchase contract signed between Dwarikesh Sugar Industries Limited and Triveni Engineering & Industries Limited on 09/12/2003



ARTICLE - 1

PREAMBLE

This Contract made and entered into this day of 14 December 2003 by and between M/s Dwarikesh Sugar Industries Ltd, having its registered Office at Dwarikesh Nagar, Tehsil Nagina, District Bijnor and Corporate Office, 511, Maker Chambers V, 221, Nariman Point, Mumbai - 400 021, hereinafter referred to as the PURCHASER which expression will unless repugnant to the context or contrary to the meaning thereof, include its executors, administration successors and permitted assigns of the one part.

AND

M/s Triveni Engineering & Industries Ltd, 12-A, Peenya Industrial Area, Peenya Bangalore - 560 058 having their registered Office "Deoband" District Saharanpur (U.P) hereinafter called the SELLER, which expression will unless repugnant to the context or contrary to the meaning thereof include its executors, administrators, successors and permitted assigns of the other part.

Whereas the Purchaser has a Sugar Plant at Dwarikesh Nagar, District Bijnor and proposes to install a new bleed cum extraction cum condensing system 8 MW Turbine in the same Sugar Plant at Dwarikesh Nagar, District Bijnor in the State of Uttar Pradesh.

And whereas the supplier has agreed to design, manufacture and supply bleed cum extraction cum condensing system 8 MW Turbine along-with its auxiliaries in accordance with the general & technical terms & conditions hereinafter set-forth.

**Annex III: Construction work order sent to A. K. Builders and Suppliers on
03/02/2004**



Dated: 03rd February 2004
Reference: DSIL: DN: CIVIL/0806

M/s A.K. Builders & Suppliers,
145, Ravinder Garden,
Sector-E, Aliganj,
Lucknow-226 024

Subject: Work Order for construction of Turbine Foundation, Extension of Powerhouse, Switchyard, Cooling Tower and Misc. Civil Work for our 8 MW Co-Generation Project.

Dear Sir,

This has reference to your quotation dated 01/01/04 and further negotiation held with Mr. Ashok Kumar Sharma at our Factory on 28/01/04 and your letter dated 30/01/04, we are pleased to award our work order, which is subject to fulfilment of the following conditions: -

1. Scope of the work

Scope of the work shall be construction of the turbine foundation, extension of powerhouse & switchyard, cooling tower and other misc. work relating to our Co-Generation Project.

2. Materials To Be Procured

All materials, consumables, equipments, testing appliances, tools and tackles, scaffolding necessary for the completion of the work shall be procured and supplied by you at your own cost except, cement, tor steel, structure steel, A.C. sheets, hooks bolts, which shall be provided by us free of cost. You will use the materials issued by us exclusively in our works and the property in these material would rest with the Company.

You shall use cement, steel and other materials as per the drawing and standard specification given by us. Reconciliation of cement tor steel and other materials will be done before settlement of the final bills.

3. Observance of Labour Laws

You shall be fully responsible for observance of all labour laws and other laws applicable during the execution of the work and shall indemnify and keep us indemnified against the effect of the non-observance of any such laws on your part. You shall be liable to make payment to all your employees and make compliance with all applicable labour laws. If we are held liable as Principal Employer to pay any amounts under the Provident Fund (PF) Act or ESI Act or any other legislation of Government or Court, decision in respect of the employees employed by you or your sub-contractor, then you shall reimburse any such amount or such contributions so paid by us.

4. Law Governing the Contract

This contract shall be governed by Indian Laws and Courts in District-Bijnor (U.P.) shall have jurisdiction.

DS

M. K. Khandelwal

Cont....2

Annex IV: Sanction letter from IDBI on 08/03/2004

Shri. V.S. Dhanraj



भारतीय औद्योगिक विकास बैंक

मुंबई शाखा कार्यालय
आर्च सी बी अर्च टॉवर, इन्डस्ट्रीली कॉम्प्लेक्स
कॉफे पारदे, मुंबई - 400 005.INDUSTRIAL DEVELOPMENT BANK OF INDIA
MUMBAI BRANCH OFFICE
IDBI TOWER, WTC COMPLEX,
COFFEE PARADE, MUMBAI-400 005.

Ref: No. 5731/IDBI/MBO/CF D/NMA/DSIL

March 08, 2004

The Managing Director,
Dwarikesh Sugar Industries Limited.,
No.511, Maker Chambers,
V, 221, Nariman Point,
Mumbai - 400 021,
Fax : 2280 8650

Dear Sir,

Sanction of Financial Assistance
RTL of Rs.825 Lakhs - under PFS
Change in Means of Finance

Please refer to your letter dated February 19, 2004 on the above subject. In this connection, we advise that considering the revision in Govt.'s Policy and increase in the funding (from 20% to 30%) from Sugar Development Fund in lieu of the Promoters Contribution (in Sugar Industry) by way of Soft Loan as Quasi Equity, IDBI is agreeable for change in the Means of finance as under:

MeF - Co-Gen Project Costing Rs.1100 Lakhs		
Ways of Means	Originally Envisaged	Revised (as approved now)
Promoter's Contribution	150 (13.64%)	110 (10%)
RTL by IDBI	730 (66.36%)	660 (60%)
Soft Loan from SDF	220 (20%)	330 (30%)
Total Project Cost	1100	1100

Accordingly, you may avail the funding of 30% from SDF and reduce your contribution to the extent of Rs.110 Lakhs (10% of the Project Cost). However, please note that the any shortfall in the promoter's contribution that may arise shall be met with the promoter's own resources.

Yours faith fully,

(N.M. Ambade).

Deputy General Manager,
Corporate Finance Department.

Encl: As above.

Annex V: Sanction letter from SDF on 04/06/2004

No. 7-11/2003-SDF
Government of India
Ministry of Consumer Affairs, Food & Public Distribution
Department of Food & Public Distribution

Krishi Bhavan, New Delhi.
Dated, the 4th June, 2004

To

The Deputy General Manager,
M/s: Dwarikesh Sugar Industries Limited,
Dwarikesh Nagar – 246 762,
District - Bijnor,
Uttar Pradesh.

**Subject : Sugar Development Fund - Loan for bagasse based
cogeneration power project.**

Sir,,

I am directed to refer to your loan application received vide letter No. DSIL: HO: 3 94/2003 dated 14th October, 2003 and to convey the approval of the Central Government under sub-rule (10) of rule 23 of the Sugar Development Fund Rules, 1983 to the grant of loan of Rs.3.30 crores (Rupees three crores and thirty lakhs only) to M/s. Dwarikesh Sugar Industries Limited, District Bijnor, Uttar Pradesh from the Sugar Development Fund for meeting the shortfall in promoter's contribution for implementing 8 MW co-generation power plant project at Dwarikesh Nagar, Village Bundki, Tehsil Nagina, Distt. Bijnor, Uttar Pradesh.

2. The loan sanctioned to M/s. Dwarikesh Sugar Industries Limited is subject to the following conditions:

(i) The essential details of the loan shall be those as specified in the Annexure to this letter;

(ii) The sugar undertaking shall utilize the amount of loan to meet liability on account of shortfall of promoter's contribution in the total project cost;

.....2/

Annex VI: Minutes of the meeting held for erection and commissioning of the project with Triveni Engineering & Industries Limited

Minutes of meeting held between M/S Dwarikesh Sugar Industries Limited & M/S Triveni Engineering and Industries Limited on dated 10.11.2004

Presents

DSIL

Mr. K P Gadia

Mr. AK Tyagi

Mr. Pankaj Sisodia,

Mr. Praveen Singh

TEIL

Mr. Gurnam Singh

Mr. M K Srivastava

Mr. V R Singh

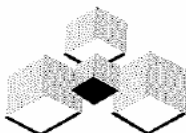
The following are discussed and agreed regarding erection and commissioning of 8000 KW TA set (SCG-3-26)

- Triveni engineers reached at Dwarikesh for erection and commissioning of TA Set
- Erection and Pre-commissioning activities have been completed
- Turbine was rolled on 4.11.2004 up to 1000 rpm about 15/20 minutes and same was stopped after observing shifting of steam separator
- Pipe line designer was called by DSIL on 06.11.2004 and support have been changed/shifted as per advised by M/s Procon
- After matching parallelty of main steam line n 09/11/04 in cold condition. The turbine was heated for rolling, but could not be rolled due to pipe line problem.
- TEIL requested to DSIL for proper designing of main, bleed and extraction pipe lines
- DSIL will inform to TEIL after proper designing and flange matching of all three lines
- M/s DSIL requested to M/s TEIL to come at Dwarikesh on 14/11/04 for commissioning of turbine.
- M/s TEIL representative leaving site on 10/11/04.

DWARIKESH SUGAR

M/S TRIVENI ENGG.& IND.

Annex VII: Board meeting minutes of Dwarikesh Sugar Industries Limited on 16/01/2006



DWARIKESH SUGAR INDUSTRIES LIMITED

Corp. Off.: 511, Maker Chambers V, 221, Nariman Point, Mumbai - 400 021. Tel.: 2283 2468, 2204 2945 • Fax : 2280 8650
E-mail : dsilbom@dwarikesh.com Website : www.dwarikesh.com

CERTIFIED COPY OF RESOLUTION PASSED IN THE MEETING OF BOARD OF DIRECTORS OF THE COMPANY HELD ON 16TH JANUARY 2006

TO AUTHORISE SIGNING AND EXECUTION OF CARBON CREDIT SALE AGREEMENT

The Chairman informed the Board that under the Kyoto Protocol the certain Western Countries are bound to reduce the Carbon Dioxide levels and are supposed to follow the mechanism commonly referred as "Clean Development Mechanism (CDM)" to bring down the pollution.

The Chairman further informed that the these Countries are broadly referred as Annexure - I which Countries have an option to buy Certified Emission reduction (CER) units to balance and fulfil their obligations under the Kyoto Protocol. These CERs can be bought from Developing Countries such as India, China etc.

The Chairman further informed that the Company has negotiated and finalised with EcoSecurities Group PLC for preparing the necessary documents, for verification of the request for CERs, for obtaining registration and carrying out all the activities including sale of CERs at a price mutually discussed and agreed.

A draft of the agreement was placed before the Board for its perusal.

The Salient features of the Agreement are :

1.	The Agreement will be for a period of 7 years till 31/12/2012.
2.	The Agreement pertains to the existing 17 MW based co-generation at Dwarikesh Nagar out of which around 8 MW is sold to State Grid and would be eligible for CER.
3.	The Company shall have option to sell 80% of the CER generated at an agreed rate of Euro 7 and shall have option to sell balance 20% of the CERs generated at a higher price, if possible. In such an event there would be sharing of profit equally between the company and the EcoSecurities.
4.	All the cost and expenses regarding preparation of project documents, validation, registration, initial verification and verification, certification etc. shall be born by EcoSecurities.
5.	EcoSecurities shall have first right of refusal in case of any further expansion or new project eligible for credits by the company.

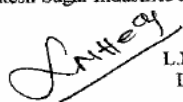
After discussions the following resolutions were unanimously passed:

Resolved that an Agreement be entered with EcoSecurities Group PLC, as per terms and conditions mentioned in the agreement.

Resolved further that Shri G. R. Morarka, Chairman & Managing Director, Shri M.G.Diwan, Shri K.P. Medhekar & Shri L.N. Heda, Directors, severally be and are hereby authorised to sign and execute the necessary agreement and other documents in this regard.

RESOLVED FURTHER that Shri G. R. Morarka, Chairman & Managing Director, Shri M.G.Diwan, Shri K.P. Medhekar & Shri L.N. Heda, Directors, severally be and are hereby authorised to do all such acts, deeds or things as may be required in this regard.

Certified True Copy
For Dwarikesh Sugar Industries Limited


L.N.Heda
Director

**Annex VIII: ERPA between EcoSecurities and Dwarikesh Sugar Industries
Limited on 12/04/2006**

DATED __ April 12 th_____,2006

CDM EMISSION REDUCTIONS

PURCHASE AGREEMENT

Relating to the 17 MW Bagasse based Cogeneration Project

by and between

Dwarikesh Sugar Industries Limited

and

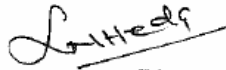
ECOSECURITIES GROUP PLC

reference. The decision of the Umpire appointed by them will be final and binding on the parties. Upon every or any such reference, the costs incidental to the reference and answer respectively will be the discretion of the Arbitrators or of the Umpire as the case may be who may determine the amount thereof, or direct the same to be shared as between Seller and Buyer and will direct by whom and to whom in what manner the same will be borne and paid.

4. Performance under the contract will be continued by the Seller during the arbitration proceedings, unless otherwise, directed in writing by the Buyer, or unless the matter is such that the contract can not possibly be continued until the decision of the arbitrators is obtained.
5. The place of arbitration shall be Mumbai. The appointing authority shall be the Secretary-General of the Permanent Court of Arbitration.

IN WITNESS WHEREOF, the Parties hereto have caused this Agreement to be duly executed as of the date first above written.

For DWARIKESH CAPITAL SERVICES LTD.



DIRECTOR.

By: L. N. Hedg
 Title: DIRECTOR
 Date: 12-04-2006
 Place: Mumbai



By: Eric Ardeno Serra
 Title:
 Date: 21 April 2006
 Place: Dublin, Ireland

**Annex IX: Revised ERPA signed between Dwarikesh Sugar Industries Limited
and EcoSecurities on 05/11/2007**

DATED November 5, 2007

CDM EMISSION REDUCTIONS

PURCHASE AGREEMENT

Relating to the 17 MW Bagasse based cogeneration Project

by and between

DWARIKESH SUGAR INDUSTRIES LIMITED

and

ECOSECURITIES GROUP PLC

ESGP ERPA buy (Standard) template v22 2007 August27



Section 15.13 Arbitration

The Parties agree that any difference or dispute arising under, out of or in connection with this Agreement that the Parties are unable to settle between themselves is to be resolved by arbitration in accordance with the rules for arbitration of disputes relating to natural resources and/or the environment of the Permanent Court of Arbitration, the number of arbitrators shall be three (3) and the place of arbitration shall be India. The language of arbitration is English. The appointing authority is the Secretary-General of the Permanent Court of Arbitration.

IN WITNESS WHEREOF, the Parties hereto have caused this Agreement to be duly executed as of the date first above written.

DWARIKESH SUGAR INDUSTRIES LIMITED



By: L. N. Heda
Title: Director

Date: _____

Place: _____



ECOSECURITIES GROUP PLC



By: **Robin Wohbe**
Title: **Compliance & Contracts Manager
EcoSecurities Group Plc**

Date: 8 November 2007

Place: Dublin, Ireland



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