

February 09, 2017

Tamil Nadu Generation and Distribution Corporation Limited,
NPKRR Maaligai, 144-Anna Salai,
Chennai-600002

Dear Sir,

Please find enclosed our letter of guarantee No.1120ILG003217 dated 09.02.2017 for an amount of ₹ 50,20,000 /- (Rupees Fifty Lakhs Twenty Thousand Only), valid till 30.04.2020 and issued at the request of M/s. WAPCOS Ltd. by this office under the joint signatures of:

- (1) Mr. Yugal Kumar, Chief Manager; and
- (2) Ms. Anshul Bansal, Manager, (L.S.C. by Geeta Yadav, Officer)

The message of the said letter of guarantee has been transmitted through SFMS gateway to your bank. It is advised that in your own interest, you may verify the genuineness of above letter of guarantee from your bank.

Yours faithfully,


Manager

Encl: Bank Guarantee



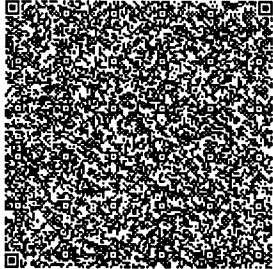
सत्यमेव जयते

INDIA NON JUDICIAL

Government of National Capital Territory of Delhi

e-Stamp

Certificate No. : IN-DL296985861733400
 Certificate Issued Date : 17-Dec-2016 11:51 AM
 Account Reference : IMPACC (IV)/ di960303/ DELHI/ DL-DLH
 Unique Doc. Reference : SUBIN-DL960303597374191024770
 Purchased by : PUNJAB NATIONAL BANK ECE HOUSE K G MARG
 Description of Document : Article Bank Guarantee
 Property Description : Not Applicable
 Consideration Price (Rs.) : 0
 (Zero)
 First Party : PUNJAB NATIONAL BANK ECE HOUSE K G MARG
 Second Party : Not Applicable
 Stamp Duty Paid By : PUNJAB NATIONAL BANK ECE HOUSE K G MARG
 Stamp Duty Amount(Rs.) : 100
 (One Hundred only)



Please write or type below this line

dt- 09.02.2017

To,
Tamil Nadu Generation and Distribution Corporation Limited,
“NPKRR Maaligai”, 144-Anna Salai,
Chennai -600002.

This Stamp paper forms an Integral Part of the Bank Guarantee No. 1120JLG003217
 for **Rs.50,20,000.00 (Rupees Fifty Lakhs Twenty Thousand Only).**

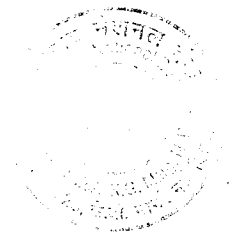
कृते पंजाब नेशनल बैंक
 For PUNJAB NATIONAL BANK
 मु० प्रबन्धक/Chief Manager
 ई.सी.ई हाऊस, 28, केजी.मार्ग, नई दिल्ली
 ECE House 28, K. G. Marg New Delhi

For Punjab National Bank

Statutory Alert:

1. The authenticity of this Stamp Certificate should be verified at "www.shcilestamp.com". Any discrepancy in the details on the Certificate and as available on the website renders it invalid.
2. The onus of checking the legitimacy is on the users of the certificate.
3. In case of any discrepancy please inform the Competent Authority.

110001
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Bank Guarantee No 1120116003214

Date 09.02.2017

To,
Tamil Nadu Generation and Distribution Corporation Limited,
"NPKRR Maaligai", 144-Anna Salai,
Chennai -600002.

Dear Sir,

In consideration of the Tamil Nadu Generation and Distribution Corporation Limited (hereinafter referred to as the 'Owner' which expression shall unless repugnant to the context or meaning there of include its successors, administrators and assigns) have awarded to M/s WAPCOS Limited having its Registered Office at 5th Floor, Kailash Building, 26, K. G Marg, New Delhi – 110001 (hereinafter referred to as the 'Consultant by issue of Owner's Letter of Intent No. **CE/R-APDRP/SE1/A4/EE/IPDS/F.PMA-LOI/D.27/17** dated **31.01.2017** and the same having been unequivocally accepted by the Contractor/Consultant resulting into a contract valued at Rs.10,92,00,000.00 (Rupees Ten Crore Ninety Two Lakhs Only) + prevailing service tax for '**Appointment of Project Management Agency for the implementation of IPDS in the state of Tamil Nadu**' and the Contract/Consultant having agreed to provide a Contract Performance Guarantee for the faithfully performance of the entire contract equivalent to 5% (per cent) of the said value of the contract to the Owner.

We, Punjab National Bank, branch office at ECE House, 28-A, K.G.Marg, New Delhi-110001 and having its head office at 7, BCP, New Delhi (hereinafter referred to as the 'Bank', which expression shall, unless repugnant to the context or meaning thereof, include its successors, administrators, executors and assigns) do hereby guarantee and undertake to pay the Owner, on demand any and all monies payable by the Contractor/Consultant

कृते पंजाब नेशनल बैंक
For PUNJAB NATIONAL BANK

सु प्रबन्धक/Chief Manager
ई.सी.ई. हाऊस, 28, कि.जी. मार्ग, नई दिल्ली
ECE House 28, K.G. Marg, New Delhi

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PA-25340

Ls. Dattayadar
Punjab National Bank
ECE House
New Delhi-110001
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dt- 09.02.2017

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to the extent of **Rs.50,20,000.00 (Rupees Fifty Lakhs Twenty Thousand Only)** as aforesaid at any time upto **30.04.2020** without any demur, reservation, contest, recourse or protest and/or without any reference to the Contractor/Consultant any such demand made by the Owner on the Bank shall be conclusive and binding notwithstanding any difference between the Owner and Contractor/Consultant or any dispute pending before any court, tribunal or any other authority. The Bank undertakes not to revoke this guarantee during its currency without previous consent of the Owner and further agrees that the guarantee herein contained shall continue to be enforceable till the Owner discharges this guarantee. The Owner shall have the fullest liberty without affecting in any way the liability of the Bank under this guarantee from time to time to extend the time for performance of the contract by the Contractor/Consultant. The Owner shall have the fullest liberty, without affecting this guarantee, to postpone from time to time the exercise of any powers vested in them or of any right which they might have against the contractor/Consultant, and to exercise the same at any time in any manner, and either to enforce or to forbear to enforce any covenants, contained or implied, in the Contract between the Owner and the Contractor/Consultant or any other course of or remedy or security available to the Owner. The Bank shall not be released of its obligations under these presents by any exercise by the Owner of its liberty with reference to the matters aforesaid or any of them or by reason of any other acts of omission or commission on the part of the Owner or any other indulgence shown by the Owner or by any other matters or thing whatsoever which under law would, but for this provision, have the effect of relieving the Bank.

बहुते पंजाब नैशनल बैंक
For PUNJAB NATIONAL BANK

मु० प्रबन्धक/Chief Manager
ई.सी.ई हाऊस, 28, के.जी. मार्ग, नई दिल्ली
ECE House 28, K. G. Marg New Delhi

Keenwale
PA-25340

Senior Manager
Punjab National Bank
C.E. House
110001
Delhi-110001

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dt - 09.02.2017

The Bank also agrees that the Owner at its option shall be entitled to enforce this Guarantee against the Bank as a principal debtor, in the first instance without proceeding against the Contractor/Consultant and notwithstanding any security or other guarantee that the Owner may have in relation to the Contractor/ Consultant liabilities.

Notwithstanding anything contained herein above our liability under this guarantee is restricted to **Rs.50,20,000.00 (Rupees Fifty Lakhs Twenty Thousand Only)** and it shall remain in force upto and including **30.04.2020** and shall be extended from time to time for such period (not exceeding one year), as may be desired by M/s WAPCOS Limited whose behalf this guarantee has been given.

Notwithstanding anything contained herein:

1. Our liability under this guarantee shall not exceed **Rs.50,20,000.00 (Rupees Fifty Lakhs Twenty Thousand Only)**.
2. This bank guarantee shall be valid up to **30.04.2020**; and
3. Our liability to make payment shall arise and we are liable to pay the guaranteed amount or any part thereof under this guarantee only and only if you serve upon us a written claim or demand in terms of the guarantee on or before **30.04.2020**.

Dated this 09th Day of February 2017..... - at New Delhi

WITNESS:

(Authorised Signatories of the Bank)

1.

.....

.....

(Signature)

(Signature)

कृते पंजाब नेशनल बैंक
For PUNJAB NATIONAL BANK

सु. प्रशासक (सि. ए. ए.)
ई. सी. ई. ऑफिस
ए. सी. ई.

Jeanshile
PA-25340

Jeanshile
PA-25340
CONFIDENTIAL
Delhi-110001
Delhi-110001

11201LG003217

dt - 09.02.2017

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.....

(Name)

.....

(Name)

.....

(Official address)

.....

(Designation with Bank Stamp)

.....

Attorney as per Power of Attorney No/Signature no.

Dated.....

2.

..... (Signature)

..... (Name)

..... (Official address)

Use
Devi Yadav
.....
Punjab National Bank
..... Senior Manager
E.C.E. House
..... दिल्ली-110001
..... New Delhi-110001

व्यक्ति पंजाब नेशनल बैंक
For PUNJAB NATIONAL BANK
.....
मुख्य प्रबन्धक/Chief Manager
ई.सी.ई हाऊस, 25, के.जी. मार्ग, नई दिल्ली
E.C.E House 25, K.G. Marg, New Delhi-110001
Devi Yadav
PA-25340