



19.09.2016

Mr. P. Swaminathan  
B2, Terracotta, New No.10, old No. 13  
2nd Crescent Park  
Gandhinagar,  
Adyar,  
Chennai - 600020.

Dear Sir,

Sub: Appointment of Independent Director

I am pleased to inform you that you are appointed as an independent director of the Operational Energy Group India Limited. This letter sets out the terms of your appointment as under

**Term of appointment**

Your appointment has been made pursuant to the provision of Section 149 of the Companies Act, 2013 and the rules made there under. You shall hold office for five years up to 2021 Annual General Meeting of the Company.

You may resign by giving prior notice in writing at any time and under the Company's Act, your Appointment may cease in certain prescribed circumstance.

**Role of Independent Director**

You are required to carry out the duties and functions to be performed by independent director under the Companies Act, 2013 and any other duties as may be assigned by the board from time to time.

The terms and conditions of the employment shall remain as per the company policy.

**Operational Energy Group India Limited**

(S. Ramesh)  
Executive Chairman & Managing Director  
DIN: 00052842

**Registered Office :**  
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