



Ref: UGL/HR/EP65/2015/634

Date: 27th June, 2015

To,

Mr. Prithwi Chand Das

DIN: 07224038

Address: Ward No 25, East Milan Pally, Siliguri, West Bengal, India -734005

Dear Mr. Prithwi Chand Dass

I am pleased to confirm on behalf of the Board, that on the recommendation of its nomination & remuneration committee, you are being appointed as a Non-Executive Director with effect from 27th June, 2015. This letter of appointment sets out the terms and conditions covering your appointment which are as follows:

1. Appointment

- 1.1 You will be appointed as a Non-Executive Independent Director on the Board of Directors of the Company with effect from 27th June, 2015. Your term of appointment as agreed shall be for a term of five years *i.e. 27th June 2015 upto 26th June 2020.*
- 1.2 The term Independent Director should be construed as defined under the Companies Act, 2013 and the listing agreement.
- 1.3 The Company has adopted the provisions with respect to appointment and tenure of Independent Directors which is consistent with the Companies Act, 2013 and the Listing Agreement.
- 1.4 During your appointment, you are required to comply with all charters, policies, codes and procedures as then in force to the extent applicable to your role, as well as such other requirements or policies as the Board may from time to time specify. You will be provided with access to all such information to allow you to fulfill these obligations.

2. Status of Appointment

- 2.1 You will not be an employee of the Company and this letter shall not constitute a contract of employment.

3. Documentation

Subject to the Board's discretion, you will be provided with all documents, notices and any other information as a director of the Company receives in relation to Board meetings.



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well as any proposed written resolution of directors and documents relating to such written resolutions.

You will be sent all such notices and documents at the same time that they are sent to directors of the Company, unless the Company determines otherwise.

4. Confidentiality

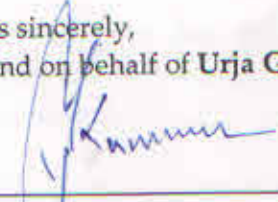
All information acquired during your appointment is confidential to the Company and should not be released, either during your appointment or following termination (by whatever means) to third party without prior clearance from the Chairman unless required by law or by the rules of any Stock exchange or regulatory body. On reasonable request, you shall surrender the documents and materials made available to you by the Company.

5. Governing Law

This agreement is governed by and will be interpreted in accordance with Indian law and your engagement shall be subject to the jurisdiction of the Indian courts.

If you are willing to accept these terms of appointment relating to your appointment as a Non- Executive Independent Director of the Company, kindly confirm your acceptance of these terms by signing and returning to us the enclosed copy of this letter.

Yours sincerely,
For and on behalf of Urja Global Limited



Yogesh Kumar Goyal
Whole Time Director
DIN: 01644763

Director

AGREE AND ACCEPT

I have read and understood the terms of my appointment as an Independent Director of the Company and I hereby affirm my acceptance to the same.

Signature:

Name: Mr. Prithwi Chand Dass
DIN: 07224038