

HIMURJA
(HP Govt. Energy Development Agency)
Urja Bhawan, Kasumpti, Shimla-171 009.

No. HIMURJA/SHP- 11586
To

Dated: 16.10.2023

M/s Cliff Finvest Pvt. Ltd,
Head Office at Village- 1-41, DLF Industrial Area,
Phase-I, Faridabad, Haryana -121003

Subject:- Tripartite Agreement for change in name for Thaltu Khorh -I (5.00MW) & Thaltu Khorh-II (5.00 MW) Small Hydro Electric Projects District Mandi Himachal Pradesh


Sir,

This has reference to Tripartite Agreement for change in name of firm for execution of Thaltu Khorh -I 5MW & Thaltu Khorh-II (5MW) by M/s Thind Power Pvt. Ltd in District Mandi (HP.) signed by you with H.P Govt. on 16th October, 2023. Enclosed please find one set each of Tripartite Agreement in original along with annexure for information and record at your end.

This may be treated as most urgent and receipt of this letter may kindly be acknowledged.

Yours sincerely,

Encl:- A/A


16.10.2023

~~Encl~~ No. - 11587 to 11600

Dt. 16.10.2023

Project Director Cum
Dy CEO, HIMURJA

Copy of TA of Thaltu Khorh-I (5MW) & Thaltu Khorh -II (5MW) in District Mandi (HP.) in respect of Thaltu Khorh -I 5MW & Thaltu Khorh-II (5MW) M/s Cliff Finvest Pvt. Ltd to M/s Thind Power Pvt. Ltd forwarded to the following for information & record at their end please.

1. The Secretary (NES), to the Govt. of HP., Shimla-171002 a/w one set of TA in original.
2. The Secretary (MPP & Power), to the Govt. of H.P., Shimla-171002.
3. The Secretary (Revenue), to the Govt. of H.P., Shimla-171002.
4. The Secretary (Home), to the Govt. of H.P., Shimla-171002.
5. The Pr. Chief Conservator of Forest, Forest Department, Talland, Shimla-171001.
6. The Director, Directorate of Energy, Shanti Bhawan, Phase-III, Sector-VI, New Shimla (H.P)-171009.
7. The Deputy Commissioner, Mandi (HP).
8. The Managing Director, HPTCL, Himfed Bhawan, Panjari, Shimla-171004.
9. The Chief Engineer (SO& P), HPSEBL, Vidyut Bhawan, Shimla-171004.
10. The Member Secretary, PCB, BCS-III, New Shimla (H.P)-171009.
11. The Director (SHP), MNRE, Block No. 14, CGO Complex, Lodhi Road, New Delhi-110003.
12. The Director-cum-Warden of Fisheries, Himachal Pradesh, Bilaspur, District Bilaspur (H.P.).
13. The Labour Commissioner-cum-Director, Employment H.P., HIMRUS Building, Near HIMLAND Hotel, Shimla (H.P.).
14. The Project Officer, HIMURJA, Mandi (HP) with a direction to ensure regular monitoring & compliance.


16.10.2023
Project Director Cum
Dy CEO, HIMURJA,



हिमाचल प्रदेश HIMACHAL PRADESH

D 503148

**AGREEMENT FOR CHANGE IN NAME
FOR IMPLEMENTATION OF**

**Thaltu Khorh -II (5.00 MW) HYDRO ELECTRIC PROJECT IN DISTRICT MANDI
HIMACHAL PRADESH**

THIS TRIPARTITE AGREEMENT is made on 16th day of the month of October, 2023 (Two Thousand Twenty Three) between THE GOVERNMENT OF HIMACHAL PRADESH through the Special Secretary (NES), to the Government of HP-cum-Chief Executive Officer (HIMURJA), having its office at URJA Bhawan, Block 8-A, SDA Complex, Kasumpti, Shimla (HP)-171009, (hereinafter referred to as the "Government" or "First Party", which expression shall unless repugnant to the context or meaning thereof includes its successors, assigns and legal representatives) being Party of the FIRST PART,

AND

M/s Cliff Finvest Pvt. Ltd. a firm incorporated and registered under the companies Act, 1956, having its Registered/Head Office at Village- 1-41, DLF Industrial Area, Phase-I, Faridabad, Haryana -121003 (hereinafter referred to as the "Second Party") which expression shall, unless repugnant to the context or meaning thereof, include its successors, administrators and assigns, through Sh. Pawan Kumar Kohli, Director of company who is duly authorized on behalf of company vide resolution No. nil, dated 6-3-2023, to execute this Agreement, of the SECOND PART.


Special Secretary (NES)
to the Govt. of H.P.-
cum-CEO HIMURJA
Shimla-171 009

For Cliff Finvest Pvt. Ltd.


Director

For THIND POWER PVT. LTD.


Director/Authorized Signatory

AND

M/s Thind Power Pvt. Ltd, incorporated and registered under the companies Act, 2013, having its Registered/Head Office at 701-R, Mall Road, Model Town, Jalandhar, Punjab, India 144003(hereinafter referred to as the "Third Party") which expression shall, unless repugnant to the context or meaning thereof, include its successors, administrators and assigns, through Sh.Sanjay Kumar Spaheia, Authorized Signatory, who is duly authorized by the competent authority of the Company resolution No. nil, dated 14-10-2023, to execute this Agreement, of the OTHER PART.

WHEREAS, the Government had issued consent letter on 15-09-2015 for the exclusive time bound right for the preparation of Project Report for small Hydro Project **Thaltu Khorh -II (5.00 MW)** in District Mandi, Himachal Pradesh (hereinafter referred to as project) TC was accorded by DoE for 5.00MW capacity vide letter no DoE /CE (Energy) TC-Thaltu Khor-II /2023-1789-97.dated 30-5-2023 ; and

WHEREAS, the Project is envisaged on Thaltu Khorh Nallah, a tributary of Uhl river of Beas River Basin, District Mandi (HP) between the elevations $\pm 1725.50\text{m}$ to $\pm 1572.25\text{m}$; and

WHEREAS the Second Party intends to transfer/assign all assets, liabilities, obligations, rights, privileges, benefits and statutory/non statutory clearances obtained of the project, to the Third Party, accrued to it under consent; and

WHEREAS, the Third Party has agreed to accept and take over all the assets, liabilities, obligations, rights, benefits and statutory/non statutory clearances obtained arising out of the consent dated 15-9-2015 issued by the State Government to the Second Party; and

WHEREAS, the Government has been approached by the Second Party for transfer of all its rights, obligations and statutory/non-statutory clearances obtained in favour of Third Party as per provisions of Swaran Jayanti Energy Policy, 2021 and subsequent amendments thereof; and

WHEREAS, the First Party has consented the approval accorded vide letter no. NES-F (2)-184/2015 dated 5th October 2023 to the change in name of the executants Company from M/s Cliff Finvest Pvt. Ltd to M/s Thind Power Private Ltd and transfer of all assets, liabilities, rights, obligations, benefits and statutory/non statutory clearances obtained by the Second party, to Third Party arising out of the consent dated 15-9-2015 issued by the First Party; and

WHEREAS, the Third Party has deposited the requisite fee amounting to Rs 2,50,000/- only on account of change in name through RTGS mode (UTR No. PUNBR52023101019825071 dt. 10-10-2023; and


Special Secretary (NES)
to the Govt. of H.P.-
cum-CEO HIMURJA
Shimla-171 009

For Cliff Finvest Pvt. Ltd.


Director

For THIND POWER PVT. LTD.


Director/Auth. Signatory

WHEREAS, the Third Party has established Registered Office/Head Office 701-R, Mall Road, Model Town, Jalandhar, Punjab, India 144003 ; and

WHEREAS, the Third Party has agreed to accept the conditions of Swaran Jayanti Energy Policy 2021 and subsequent amendments thereof for which Implementation Agreement shall be signed separately with the new entity; and

NOW THIS AGREEMENT WITNESSED AS UNDER AMONG THE PARTIES HERETO AS FOLLOWS:

- i) That the Government hereby grants its consent to transfer/assign all the assets, liabilities, obligations, privileges, statutory/non-statutory clearances obtained and benefits of the project by the Second Party to the Third Party arising out of the consent, dated 15-9-2015 with the unequivocal acceptance of Third Party of all the assets, rights, liabilities, obligations, privileges including benefits and statutory/non-statutory clearances obtained and benefits arising out of above mentioned consent dated 15-9-2015. Third Party i.e. M/s Thind Power Private Ltd shall ensure that share holdings as approved by the Government vide letter no. NES-F (2)-184/2015 dated 5th October 2023 and provisions laid down in the Swaran Jayanti Energy policy 2021. If at a later date, it comes to the notice of the Government that this condition has been violated without prior approval of the First Party, First Party shall have the right to terminate the Tripartite Agreement (TA), to forfeit the security furnished by the Third Party and the project with all its capital and infrastructural assets shall vest with the Government.
- ii) That the Government hereby releases the Second Party of all the obligations under the Consent dated 15-9-2015 mentioned above and agrees to be bound to the Third Party in terms thereof.
- iii) That the Third Party hereby agrees that it shall be bound and liable for all the liabilities, obligations and execution of the project on the terms and conditions specified in the Consent, dated 15-9-2015 to the Government.
- iv) All the terms and conditions of the Consent, dated 15-9-2015 shall remain the same save and except as provided herein above and wherever expression of "Company" "Generating Company" or second party appear in the Consent, dated 15-9-2015 the same shall be read, construed, mean and deemed to be referred to as the Third Party.
- v) That the Third Party agrees to perform the Consent dated 15-9-2015 as if they were the original party of aforesaid Consent, dated 15-9-2015 in place of Second Party.

In witness whereof the parties have set their hands as under:

For and on behalf of

for and on behalf of

for and on behalf of

Government of H.P.

M/s Cliff Finvest Pvt. Ltd

M/s Thind Power Pvt. Ltd,


Special Secretary (NES)
to the Govt. of H.P.-
cum-CEO HIMURJA
Shimla-171 009

For Cliff Finvest Pvt. Ltd.

Director

For THIND POWER PVT. LTD.

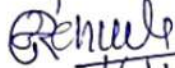
Director/Auth. Signatory


Special Secretary (NES)
(Sh. G. S. Singh)
cum- CEO HIMURJA
Shimla-171 009

For Cliff Finvest Pvt. Ltd.
Sh. Pawan Kumar Kohli
Director


For THIND POWER PVT. LTD.
(Sh. Sanjay Kumar Spal) Auth. Signatory
Director/ Auth. Signatory

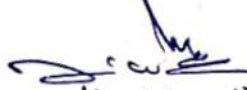
WITNESSED BY:-


1. 
R.K. Sharma
PM Hydne


2.


P.D. Sharma

① 
Sidhant Negi
(8794543100)
VPO Banari Teh Palampur
Dist Kangra (HP)

① 
Sidhant Negi
(8794543100)
VPO Banari Teh
Palampur Dist
Kangra (HP)

② 
Nishant Sharma (9816408589)
S/o Lt. Col. Inder Prakash Sharma
Ward No. 11, M.N.-138
Session House
Shastri Nagar Kullu (HP)


Nishant Sharma (9816408589)
W.N.-11, M.N.-138
Session House
Shastri Nagar
Dist Kullu (HP)