Schedule D
[see regulations 10 (1) and 18 (7)]
Grant of authorization for laying, building, operating or expanding CGD network

To,
M/s Indian Oil-Adani Gas Private Limited,
(Attn: Shri Bhashit Dholakia, Director),
C/o Adani Gas Limited,
306, SSR Corporate Park,
Sector 27-B, Delhi Mathura Road (NH -2),
Faridabad, Haryana -121003

Subject: Grant of Authorization to M/s Indian Oil-Adani Gas Private Limited for development of City Gas Distribution Network in the Geographical Area of Panipat District (Haryana).

Sir,

With reference to your application-cum-bid for grant of authorization for laying, building, operating or expanding the CGD network in Panipat District (Haryana), it has been decided to grant you the authorization subject to the Petroleum and Natural Gas Regulatory Board (Authorizing Entities to Lay, Build, Operate or Expand City or Local Natural Gas Distribution Networks) Regulations, 2008 and the following terms and conditions:

1. The Authorized Area for laying, building, operating or expanding the proposed CGD Network shall cover an area of 1260 square kilometers and as depicted in the enclosed drawing.

2. The activities of laying, building, operating or expansion of the CGD Network to commence within a period of 150 days from the date of this authorization.

For Indian Oil-Adani Gas Pvt. Ltd.
Director
3. The activities permitted above shall have to be completed as per the approved time schedule enclosed at Annexure 1. Any failure on the part of the entity in complying with the *milestones prescribed* in the time schedule shall lead to consequences as specified under regulation 16 of the Petroleum and Natural Gas Regulatory Board (Authorizing Entities to Lay, Build, Operate or Expand City or Local Natural Gas Distribution Networks) Regulations, 2008.

4. The entity shall design and install an optimal size of the infrastructure in terms of pipelines of various types including steel belting of the authorized area, online compressors of adequate capacity for compressing of natural gas into CNG, allied equipments and facilities in the CGD network as identified in its DFR depending upon the potential demand for natural gas. The infrastructure in the CGD network should be adequate to maintain uninterrupted flow of natural gas in the pipelines and be also able to maintain supplies at adequate pressure to online CNG stations.

5. The entity shall maintain an uninterrupted supply of natural gas to all categories of customers in the CGD network. In the event of any disruption in the supply of natural gas in the CGD Network, first priority shall be accorded to restoration of supplies to domestic PNG customers. In case of disruption of supply to domestic PNG customers for more than twelve hours, the entity shall compensate to the domestic customer on the following basis:-

(a) the normative volume of natural gas consumption for the first domestic PNG connection for cooking requirements based on last three months weighted average consumption per day to be applied for each day’s disruption and multiplied by ten;
(b) normative value of natural gas consumption shall be based on last three months' weighted average billing price of natural gas for supplies to the first domestic PNG connection for cooking requirements; and

(c) the value of compensation shall be equal to normative volume of natural gas consumption as per clause (a) multiplied by normative value as per clause (b) and shall be adjusted by allowing a credit to the domestic PNG Customer in the next billing cycle or in the next prepaid smart card in case of smart card metering.

In case the disruption of supplies is attributed to any fault of the domestic PNG customer, no compensation shall be payable by the entity.

6. The entity is allowed an exclusivity period under the Petroleum and Natural Gas Regulatory Board (Exclusivity for City or Local Natural Gas Distribution Networks) Regulations, 2008, in respect of the following:

(a) **300** months from the date of issue of this communication for laying, building and expansion of the CGD network; and

(b) **60** months from the date of issue of this communication in terms of an exemption from the purview of common carrier or contract carrier for the CGD network:

Provided that the entity meets the obligations in line with the Petroleum and Natural Gas Regulatory Board (Exclusivity for City or Local Natural Gas Distribution Networks) Regulations, 2008:

Provided further that the period of exclusivity allowed under sub-clause (a) or sub-clause (b) may be terminated before the expiry of the period.
mentioned above in line with the provisions under Petroleum and Natural Gas Regulatory Board (Exclusivity for City or Local Natural Gas Distribution Networks) Regulations, 2008.

7. The authorized entity shall be required to take prior approval from the Board for creation of any lien, charge or hypothecation of the CGD network to secure finances for the project and furnish details of utilization of funds. However, in case of raising funds from any financial institution or bank, the entity will be required to only inform the Board of the sanction of the funds within a period of seven days.

8. The entity shall submit a detailed and clear financial closure report to the Board within a period of one hundred and eighty days from the date of authorization issued by the Board under regulation 10 of Petroleum and Natural Gas Regulatory Board (Authorizing Entities to Lay, Build, Operate or Expand City or Local Natural Gas Distribution Networks) Regulations, 2008.

9. The entity shall publish the approved network tariff for transportation of natural gas as well as the compression charge for CNG in the CGD network in the authorized area which is also annexed to this schedule.

10. The entity shall publish the applicable retail selling price of PNG for all categories of customers and also for the purpose of invoicing in Rs./MMBTU.

11. The entity shall publish and display the retail selling price of CNG for the purpose of invoicing to CNG customers in Rs./Kg at all CNG dispensing stations.

For Indian Oil-Adani Gas Pvt. Ltd.

[Signature]

Director
12. The furnishing of performance bond of Rs 453.2 Crores (Rupees Four Hundred and Fifty Three Crores Twenty Lakhs Only) is a guarantee for timely commissioning of the project as per the prescribed targets in the bid and for meeting the service obligations during the operating phase of the project.

13. The entity shall abide by-

(a) the service obligations as specified under regulation 14 of the Petroleum and Natural Gas Regulatory Board (Authorizing Entities to Lay, Build, Operate or Expand City or Local Natural Gas Distribution Networks) Regulations, 2008;

(b) the service obligations specified under the Petroleum and Natural Gas Regulatory Board (Exclusivity for City or Local Natural Gas Distribution Networks) Regulations, 2008;

(c) the service obligations specified in Schedule-J to the Petroleum and Natural Gas Regulatory Board (Authorizing Entities to Lay, Build, Operate or Expand City or Local Natural Gas Distribution Networks) Regulations, 2008;

(d) the quality of service standards as specified under regulation 15 of Petroleum and Natural Gas Regulatory Board (Authorizing Entities to Lay, Build, Operate or Expand City or Local Natural Gas Distribution Networks) Regulations, 2008.

14. In case the authorization of the entity is terminated, the Board may assign the rights and obligations of the entity to any agency or another entity on such terms and conditions, as it may deem fit. Further, the entity may be required, as per the directions of the Board, to continue the operations of the CGD network at the same level till another agency or entity appointed by the Board takes over the full control of the CGD network.
15. The entity shall comply with the applicable provisions under the Petroleum and Natural Gas Regulatory Board (Authorizing Entities to Lay, Build, Operate or Expand City or Local Natural Gas Distribution Networks) Regulations, 2008, Petroleum and Natural Gas Regulatory Board (Determination of Network Tariff for City or Local Natural Gas Distribution Networks and Compression Charge for CNG) Regulations, 2008, Petroleum and Natural Gas Regulatory Board (Exclusivity for City or Local Natural Gas Distribution Networks) Regulations, 2008, relevant regulations for technical standards and specifications, including safety standards, any other regulations as may be applicable and the provisions of the Act.

16. The entity shall comply with any other term or condition which may be notified by the Board in public interest from time to time.

You are requested to confirm your acceptance by filling-in the acceptance of the grant of authorization provided below and return the same in original. (Please note that all pages along with the Annexure are to be initialed & stamped).

Yours faithfully,

K. Rajeswara Rao
OSD(R)

Dated: 1st April 2015

[Signature]

or Indianoil-Adani Gas Pvt. Ltd.
Director
Acceptance of the Grant of Authorization

I / We hereby accept the grant of authorization issued by the PNGRB vide letter ref. ______________________ dated ______________ and agree to comply with all the terms and conditions subject to which I/ We have been granted the authorization for laying, building, operating or expanding city or local natural gas distribution network in the authorized area of Panipat District (Haryana).

Date:
Place:

Signature of the Entity or Authorized Signatory

For Indian Oil-Adani Gas Pvt. Ltd.

Director
ANNEX 1 - GA of Panipat District (Haryana)

Minimum Work Programme as per BID

Minimum Work Program as per Regulations (to be completed during first five years of exclusivity)

<table>
<thead>
<tr>
<th>Inch- Kms of Pipeline to be Laid.</th>
<th>No. of Domestic PNG Connections</th>
</tr>
</thead>
<tbody>
<tr>
<td>650</td>
<td>11782</td>
</tr>
</tbody>
</table>

Year wise Break Up of targets

<table>
<thead>
<tr>
<th>Total Inch- Kms of Pipeline to be Laid.</th>
<th>Year 1 (20%)</th>
<th>Year 2 (50%)</th>
<th>Year 3 (80%)</th>
<th>Year 4 (90%)</th>
<th>Year 5 (100%)</th>
</tr>
</thead>
<tbody>
<tr>
<td>650</td>
<td>130.00</td>
<td>325.00</td>
<td>520.00</td>
<td>585.00</td>
<td>650.00</td>
</tr>
</tbody>
</table>

Year wise Break Up of targets

<table>
<thead>
<tr>
<th>Infrastructure for PNG Domestic Connections.</th>
<th>Year 1 (15%)</th>
<th>Year 2 (50%)</th>
<th>Year 3 (70%)</th>
<th>Year 4</th>
<th>Year 5 (100%)</th>
</tr>
</thead>
<tbody>
<tr>
<td>11782</td>
<td>-</td>
<td>1767</td>
<td>5891</td>
<td>8247</td>
<td>11782</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th></th>
<th>Rate</th>
</tr>
</thead>
<tbody>
<tr>
<td>Network Tariff (from 1-25 Years) Rs. per MMBTU</td>
<td>0.01</td>
</tr>
<tr>
<td>Compression Charge (from 1-25 Years) Rs. per Kg.</td>
<td>0.01</td>
</tr>
</tbody>
</table>

For Indian Oil-Adani Gas Pvt. Ltd.

[Signature]

Director