

Following terms used in the documents will carry the meaning and interpretations as described below:

1. **"ACT" or "ELECTRICITY ACT, 2003"** shall mean the Electricity Act, 2003 and include any modifications, amendments and substitution from time to time;
2. **"AFFILIATE"** shall mean a company that, directly or indirectly,
 - i. Controls, or
 - ii. Is controlled by, or
 - iii. Is under common control with, a company developing a Project or a member in a Consortium developing the Project and control means ownership, directly or indirectly, of more than 50% (fifty percent) of the voting shares of such company or right to appoint majority Directors;
3. **"APPROPRIATE COMMISSION"** shall mean as defined in the PPA;
4. **"AUTHORISED REPRESENTATIVE OF THE PROCURER"** mean the agency carrying out the tendering / bidding process till the selection of the successful bidder, in accordance with the Guidelines. REC Power Development and Consultancy Limited (RECPDCL) is the Authorised Representative of the Procurer (DVC) in respect of this RfS.
5. **"BID" or "PROPOSAL"** shall mean the documents submitted by the Bidder towards meeting the techno-commercial and financial qualifying requirements, along with the price bid submitted by the Bidder as part of its response to the RfS issued by RECPDCL.
6. **"BIDDER"** shall mean Bidding Company (including a foreign company) or a Bidding Consortium submitting the Bid. Any reference to the Bidder includes Bidding Company/ Bidding Consortium, Member of a Bidding Consortium including its successors, executors and permitted assigns and Lead Member of the Bidding Consortium jointly and severally, as the context may require; foreign companies participating in the bidding process shall be registered as companies as per the rules of their country of origin;
7. **"BIDDING CONSORTIUM" or "CONSORTIUM"** shall refer to a group of Companies that collectively submit the response in accordance with the provisions of this RfS under a consortium agreement provided in the RfS;
8. **"BID CAPACITY"** shall mean aggregate project capacity of the Wind Power Project(s) as proposed by the Bidder;
9. **"CAPACITY UTILIZATION FACTOR (CUF)"** shall have the same meaning as provided in CERC (Terms and Conditions for Tariff determination from Renewable Energy Sources) Regulations, 2009 as amended from time to time;

For illustration, CUF shall be calculated based on the annual energy injected and metered at the Delivery Point. In any Contract Year, if 'X' MWh of energy has been metered out at the Delivery Point for 'Y' MW Project capacity, $CUF = (X \text{ MWh} / (Y \text{ MW} * 8766)) \times 100\%$.

It may be noted that in the above illustration, the capacity 'Y' MW shall refer to the Contracted Capacity in the terms of PPA.

10. **“CHARTERED ACCOUNTANT”** shall mean a person practicing in India or a firm whereof all the partners practicing in India as a Chartered Accountant(s) within the meaning of the Chartered Accountants Act, 1949.

For bidders incorporated in countries other than India, “Chartered Accountant” shall mean a person or a firm having a similar or equivalent practice as that of a chartered accountant in India in the respective country(ies) and designated/ registered under the corresponding statutes/ laws of the respective country as may be applicable;

11. **“COMPANY”** shall mean a body corporate incorporated in India under the Companies Act, 2013 or any law in India prior thereto relating to Companies, as applicable;
12. **“COMMERCIAL OPERATION DATE (COD)”** shall mean the date as defined in Clause No. 18, Section-III, Instructions to Bidders (ITB) of RfS Documents;
13. **“CONTRACTED CAPACITY”** shall mean the AC capacity in MW contracted with DVC for supply by the Wind Power Developer (WPD) to DVC at the Delivery Point from the Project, and shall be equal to the Project Capacity as defined;
14. **“CONTRACT YEAR”** shall mean the period beginning from the Effective Date and ending on the immediately succeeding 31st March and thereafter each period of 12 months beginning on 1st April and ending on 31st March provided that:
- (a) in the financial year in which the Scheduled Commissioning Date would occur, the Contract Year shall end on the date immediately before the Scheduled Commissioning Date and a new Contract Year shall commence once again from the Scheduled Commissioning Date and end on the immediately succeeding 31st March, and thereafter each period of 12 (Twelve) Months commencing on 1st April and ending on 31st March, and
 - (b) provided further that the last Contract Year of this Agreement shall end on the last day of the Term of this Agreement;
15. **“CONTROL”** shall mean the ownership, directly or indirectly, of more than 50% (fifty percent) of the voting shares of such Company or right to appoint majority Directors;
16. **“CONTROLLING SHAREHOLDING”** shall mean more than 50% of the voting rights in the Company/ Consortium or right to appoint majority Directors;
17. **“CENTRAL TRANSMISSION UTILITY (CTU)”** shall mean the Central Transmission Utility as defined in sub-section (10) of section 2 of the Electricity Act 2003;
18. **“DAY”** shall mean calendar day;
19. **“EFFECTIVE DATE”** shall mean the date of signing of PPA.
20. **“EQUITY”** shall mean Net Worth as defined in Companies Act, 2013
21. **“FINANCIAL CLOSURE” or “PROJECT FINANCING ARRANGEMENTS”** means

arrangement of necessary funds by the Wind Power Developer towards 100% Project Cost either by way of commitment of funds by the Company from its internal resources and/or tie up of funds through a bank/ financial institution by way of sanction of a loan or letter agreeing to finance;

22. **“GUIDELINES”** shall mean the “Guidelines for Tariff Based Competitive Bidding Process for Procurement of Power from Grid Connected RE Power Projects under the scheme for flexibility in Generation and Scheduling of Thermal/ Hydro Power Stations through bundling with Renewable Energy and Storage power” issued by the Ministry of Power Gazette Notification dated 27.08.2022, including subsequent amendments and clarifications thereof.
23. **“GROUP COMPANY”** of a Company means
- (a) a Company which, directly or indirectly, holds 10% (Ten Percent) or more of the share capital of the Company or;
 - (b) a Company in which the Company, directly or indirectly, holds 10% (Ten Percent) or more of the share capital of such Company or;
 - (c) a Company in which the Company, directly or indirectly, has the power to direct or cause to be directed the management and policies of such Company whether through the ownership of securities or agreement or any other arrangement or otherwise or;
 - (d) a Company which, directly or indirectly, has the power to direct or cause to be directed the management and policies of the Company whether through the ownership of securities or agreement or any other arrangement or otherwise or;
 - (e) a Company which is under common control with the Company, and control means ownership by one Company of at least 10% (Ten Percent) of the share capital of the other Company or power to direct or cause to be directed the management and policies of such Company whether through the ownership of securities or agreement or any other arrangement or otherwise;

Provided that a financial institution, scheduled bank, foreign institutional investor, Non-Banking Financial Company, and any mutual fund, pension funds and sovereign funds shall not be deemed to be Group Company, and its shareholding and the power to direct or cause to be directed the management and policies of a Company shall not be considered for the purposes of this definition unless it is the Project Company or a Member of the Consortium developing the Project;

24. **“INTER-CONNECTION POINT/ DELIVERY POINT/ METERING POINT”** shall mean the 220KV or above of ISTS Grid Substation (GSS), where the power from the wind power Projects are injected into the ISTS substation (including the dedicated transmission line connecting the wind power Projects with the substation system) as specified in the RfS document. Metering shall be done at this interconnection point where the power is injected into. For interconnection with grid and metering, the WPDs shall abide by the relevant CERC/ SERC Regulations, Grid Code and Central Electricity Authority (Installation and Operation of Meters) Regulations, 2006 as amended and revised from time to time.

25. **“JOINT CONTROL”** shall mean a situation where a company has multiple promoters (but none of the shareholders has more than 50% of voting rights and paid up share capital);
26. **“LEAD MEMBER OF THE BIDDING CONSORTIUM” or “LEAD MEMBER”:** mean the Member identified as the lead member in the consortium agreement having the shareholding of not less 51% in the Bidding Consortium.

Note: The shareholding of the Lead member in the Project Company (Special Purpose Vehicle) cannot be changed till 01 (One) year after the Commercial Operation Date (COD) of the Project;

27. **“LETTER OF AWARD” or “LOA”** shall mean the letter issued by REC Power Development and Consultancy Limited (RECPDCL) to the selected Bidder for award of the Project;
28. **“LIMITED LIABILITY PARTNERSHIP” or “LLP”** shall mean a Company governed by Limited Liability Partnership Act 2008 or as amended;
29. **“LLC”** shall mean Limited Liability Company;
30. **“MEMBER IN A BIDDING CONSORTIUM” or “MEMBER”** shall mean each Company in a Bidding Consortium. In case of a Technology Partner being a member in the Consortium, it has to be a Company;
31. **“MONTH”** shall mean calendar month;
32. **“NET-WORTH”** shall mean the Net-Worth as defined section 2 of the Companies Act, 2013;
33. **“PAID-UP SHARE CAPITAL”** shall mean the paid-up share capital as defined in Section 2 of the Companies Act, 2013;
34. **“PARENT”** shall mean a Company, which holds more than 50% voting rights and paid up share capital, either directly or indirectly in the Project Company or a Member in a Consortium developing the Project;
35. **“POOLING SUBSTATION/ POOLING POINT”** shall mean a point where more than one Project may connect to a common Transmission System. Multiple Projects can be connected to a pooling substation from where common transmission system shall be constructed and maintained by the WPD(s) to get connected to the ISTS substation. The voltage level for such common line shall be 220 kV or above. Further, the metering of the pooled power shall be done at the injection point, i.e. the ISTS substation. However, the voltage level of transmission system of individual projects up to the pooling substation may be at 33 kV and above. Sub-meters shall be installed at the pooling substation for metering and forecasting and scheduling of individual Projects. The losses in the common transmission system up to the injection point shall be apportioned to the individual Projects for the purpose of billing.

36. **DELETED**
37. **“PPA”** shall mean the Power Purchase Agreement signed between the Selected bidder and DVC according to the terms and conditions of the standard PPA enclosed with this RfS;
38. **“POWER PROJECT” or “WIND PROJECT” or “PROJECT”** shall mean the wind power generation facility having separate points of injection into the grid at interconnection/metering/delivery point at ISTS substation or in case of sharing of transmission lines, by separate injection at pooling point. Each project must also have separate control systems and metering. The Project shall include all units and auxiliaries and associated facilities, bay(s) for transmission system in the switchyard, dedicated transmission line up to the Delivery Point and all the other assets, buildings/structures, equipment, plant and machinery, facilities and related assets required for the efficient and economic operation of the power generation facility, whether completed or at any stage of development and construction or intended to be developed and constructed for the purpose of supply of power to DVC;
39. **“PROJECT CAPACITY”** shall mean the maximum AC capacity at the delivery point that can be scheduled on which the Power Purchase Agreement shall be signed;
40. **“PROJECT COMMISSIONING”**: The Project will be considered as commissioned if all equipment as per rated project capacity has been installed and energy has flown into grid, in line with the Commissioning procedures defined in the RfS/ PPA;
41. **“PROJECT DEVELOPER” or “DEVELOPER” or “WIND POWER DEVELOPER (WPD)”** shall mean the Bidding Company or a Bidding Consortium participating in the bid and having been selected and allocated a project capacity by RECPDCL (through a competitive bidding process), including the SPV formed by the selected bidder/ consortium for the purpose of setting up of project and signing of PPA with Damodar Valley Corporation;
42. **“PROJECT LOCATION”** shall mean the area identified by the WPD, comprising village(s), Tehsil(s)/Taluk(s) and District(s) within a State, where the Project is being implemented, anywhere in India;
43. **“PROCURER”** shall mean Damodar Valley Corporation (DVC).
44. **“RfS” or “RfS DOCUMENT” or “BIDDING DOCUMENT(S)” or “TENDER DOCUMENTS”** shall mean the “Request for Selection” document issued by RECPDCL including standard Power Purchase Agreement along with subsequent clarifications and amendments thereof vide RfS No. RECPDCL/Wind/DVC/2023-24/1132 dated 31/07/2023;
45. **“SCHEDULED COMMISSIONING DATE” or “SCD”** shall be the date as indicated in **Clause 17.2, Section-III** of the RfS;
46. **“SELECTED BIDDER” or “SUCCESSFUL BIDDER”** shall mean the Bidder selected pursuant to this RfS to set up the Project and supply electrical output as per the terms of PPA;

47. **DELETED**
48. **DELETED**
49. **“STATE TRANSMISSION UTILITY” or “STU”** shall mean the Board or the Government Company notified by the respective State Government under Sub-Section I of Section 39 of the Electricity Act, 2003;
50. **“TOE”** shall mean Tender Opening Event.
51. **DELETED**
52. **“ULTIMATE PARENT”** shall mean a Company, which owns more than 50% (Fifty Percent) voting rights and paid up share capital, either directly or indirectly in the Parent and Affiliates;
53. **“WEEK”** shall mean calendar week;
54. **“WIND POWER PROJECT” or “WIND POWER GENERATING SYSTEM/STATION”** shall mean the Wind Power Project that uses wind energy for conversion into electricity through a Wind Turbine Generator.