

COPY OF THE LEGAL TITLE DEED

- Copy of legal Title Deed reflecting the title of the promoter to the land on which development is proposed.
- Legally valid documents with authentication of such title, if such land is owned by another person.
- Separate copy of Annexure-11 is being attached herewith for kind reference.

1st Sub-Lease deed.

I 11798/13



उत्तर प्रदेश UTTAR PRADESH

22AA 186026

(1).

Stamp Duty Paid in Cash Certificate in favour of M/S GAURSON'S REALTECH PVT. LTD.
R/o D-25 Vashik Jhokh Delhi
In pursuance of the order of the Collector
No. 20/13, Dated 16/5/13 Passed under
section 10-A of the Stamp Act. It is certified that
an amount of Rs. 11,79,800/- Eleven Crore Seventy Lacs only
in words Rs. 11,79,800/-
has been Paid in Cash as stamp Duty in Respect

a Copy of which is annexed herewith.

16-5-2013

बज्रक

Date

Office-in-Charge
Treasury

P. Gauram Singh Nagar

16/5/13



For GAURSON'S REALTECH PVT. LTD.
For GAURSON'S REALTECH PVT. LTD.

Authorized Signatory
Authorized Signatory

Continued - 2



Gaursons Kaltech Pvt. Ltd.
Vivek Vihar Delhi.





उत्तर प्रदेश UTTAR PRADESH

C 338302

C 388302

-2-

SUB - LEASE DEED



THIS SUB - LEASE DEED is made on this 17th day of May 2013 at Noida.

For GAURSONS REALTECH PVT. LTD.

BY AND BETWEEN

Authorised Signatory

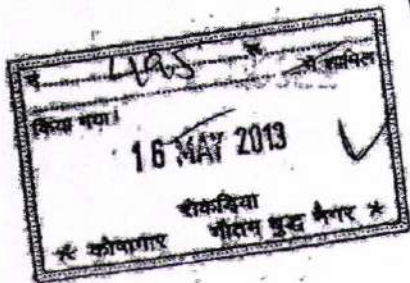
M/S. JAYPEE INFRATECH LIMITED, a company duly incorporated and validly existing under the provisions of the Companies Act, 1956 and having its registered office at Sector - 128, Noida - 201304, U.P [hereinafter referred to as the "Sub-Lessor" or "JIL"], which expression or term shall unless excluded by or repugnant to the context or

For GAURSONS REALTECH PVT. LTD.

Authorised Signatory



Confid. Page-3



M/s Gaursons Realtors [P] Ltd
Delhi



375,000,000.00 उप पट्टा विवर (90 वर्ष)
10,000.00 50 10,050.00 2,500

प्रतिफल सलियत औसत वार्षिक किराया फीस रजिस्ट्री
मैट्रिडिस्ट्रिक्ट रियल्टी प्रा. लि. द्वारा संदीप शिशोदिया
पुत्र श्री जे. ए. एस. शिशोदिया
व्यवसाय नीकरी
निवासी स्थानी डी-25 विवेक विहार दिल्ली-95
अस्थायी पता डी-25 विवेक विहार दिल्ली-95
ने यह लेख पत्र इस कार्यालय में दिनांक 22/5/2013 समय 12:13PM
बर्तमान में पेश किया।



रजिस्ट्रीकरण अधिकारी के हस्ताक्षर

(तेज सिंह यादव)
उपनिबन्धक सदर

गौतमबुद्धनगर

22/5/2013

निष्पादन लेख पत्र वद सुनने व सुनने पत्रपुन व प्राप्त धनराशि हू. प्रत्येकानुसार उक्त
पट्टा दावा

पट्टा मूहता

श्री प्रमोद कुमार अग्रवाल
प्रतिनिधि श्री जे. ए. एस. शिशोदिया
पुत्र श्री स्व. आर. पी. अग्रवाल

मैट्रिडिस्ट्रिक्ट रियल्टी प्रा. लि. द्वारा संदीप शिशोदिया
पुत्र श्री जे. ए. एस. शिशोदिया
पेशा नीकरी

ने निष्पादन स्वीकार किया।

विन्दी फुलन श्री अशोक खेडा

पुत्र श्री श्री. ए. पी. खेडा

पेशा नीकरी

निवासी सी-128 नौएडा जी. पी. नगर

व श्री ए. आर. पी. नौएडा

पुत्र श्री श्री. ए. आर. पी. नौएडा

पेशा

निवासी सी-128 नौएडा जी. पी. नगर

ने श्री ए. आर. पी. नौएडा

प्रत्येक मद्रासियों के निज्ञान अंगुलि चिह्नानुसार लिये गये हैं।



रजिस्ट्रीकरण अधिकारी के हस्ताक्षर

(तेज सिंह यादव)
उपनिबन्धक सदर

गौतमबुद्धनगर

22/5/2013



उत्तर प्रदेश UTTAR PRADESH

C 388303

C 388303

-3-

AND

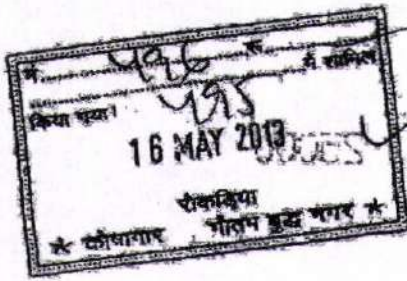
M/S. Gaursons Realtech Pvt Ltd, a company duly incorporated and validly existing under the provisions of the Companies Act, 1956 and having its registered office at D-25, Vivek Vihar, Delhi-110095 (hereinafter referred to as the "Sub-Lessee"), which expression or term shall, unless excluded by or repugnant to the context or meaning hereof, be deemed to include its legal heirs, executors, successors and legal representatives of the "SECOND PART".



For GAURSONS REALTECH PVT. LTD.

Authorized Signatory

Contd. Page-4



मददा दाता

Registration No.: 11798

Year: 2013

Book No.:

1

0101 प्रमोद कुमार अग्रवाल प्रतिनिधि सौ जेपी इन्फार्मेटिक्स लिमिटेड द्वारा सप्त

स्वतंत्रता दिवस 208888

सौ-128 नौपम नौपम नगर

नौपम





उत्तर प्रदेश UTTAR PRADESH

C 388304

C 388304

-4-

- The **Sub-Lessor** and the **Sub-Lessee** shall individually be referred to as the "**Party**" and collectively as the "**Parties**".

WHEREAS

The Government of U.P. constituted the Taj Expressway Industrial Development Authority, vide GoUP Notification No. 697 / 77 - 04 - 2001 - 3 (N)/2001 dated 24th April, 2001 under the U.P. Industrial Area Development Act 1976, (name changed to Yamuna Expressway Industrial Development Authority [hereinafter referred to as the "**Lessor**" or "**YEA**") vide GoUP Notification No. 1165 / 77 - 04 - 08 - 65N / 08 Lucknow dated 11th July, 2008], presently having its principal office at 1st Floor, Commercial Complex, Block-P-2, Sector-Omega-1, Greater Noida, District Gautam Budh Nagar-201308, U.P. for anchoring development of Taj Expressway (renamed as the Yamuna Expressway

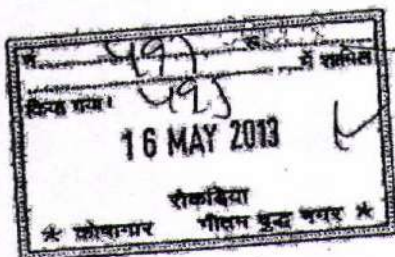
Km long Yamuna Expressway with service roads and associated facilities connecting Noida and Agra [hereinafter referred to as the "**Expressway**".



Contd. Page-5

For GAURSONS REALTECH PVT. LTD.

Authorised Signatory



पददा गृहीता

Registration No. : 11798

Year : 2013

Book No. :

1

0201 श्रीकदिया रियलटेक प्रा. लि. संदीप शिरोदिया
श्रीकदिया
डी-25 विवेक विहार दिल्ली-95
चौकरी



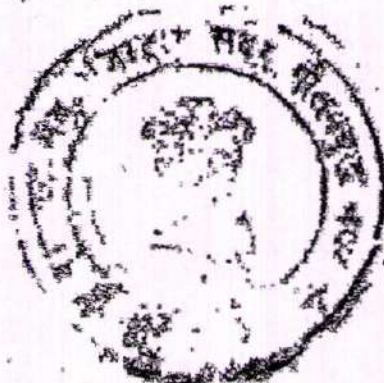


आज दिनांक 22/05/2013 को
वही सं. 1 जिल्द सं. 13251
पृष्ठ सं. 299 से 450 पर क्रमांक 11798
रजिस्ट्रीकृत किया गया।

रजिस्ट्रीकरण अधिकारी के हस्ताक्षर

(तेज सिंह यादव)

22/5/2013



IInd Sub-lease deed



सत्यमेव जयते

INDIA NON JUDICIAL
Government of Uttar Pradesh

e-Stamp

Certificate No.

IN-UP00143220503886L

CERTIFICATE LOCKED

Certificate Issued Date

03-Oct-2013 06:26 PM

Account Reference

NONACC (BK)/ upbobbk02/ NOIDA2/ UP-GBN

Unique Doc. Reference

SUBIN-UPUPBOBBK0200153110881550L



Property Description

50 ACERS LAND PARCEL OF VILL MIRJAPUR AND RAMPUR
BANGAR YAMUNA EXPRESSWAY INDUS.DEV. AUTH.
G.B.NAGAR

Consideration Price (Rs.)

250,00,00,000

(Two Hundred Fifty Crore only)

First Party

JAYPEE INFRATECH LIMITED

Second Party

GAURSONS REALTECH PVT LTD

Stamp Duty Paid By

GAURSONS REALTECH PVT.LTD

Stamp Duty Amount(Rs.)

12,50,00,000

(Twelve Crore Fifty Lakh only)



Please write or type below this line



For GAURSONS REALTECH PVT. LTD.

[Signature]
AUTHORISED SIGNATORY

0000039914

Statutory Alert:

1. The authenticity of this Stamp Certificate should be verified at "www.shoolestamp.com". Any discrepancy in the details on this Certificate and as available on the website renders it invalid.
2. The onus of checking the legitimacy is on the users of the certificate.
3. In case of any discrepancy please inform the Competent Authority.

P-24479/13



सत्यमेव जयते

INDIA NON JUDICIAL
Government of Uttar Pradesh

e-Stamp

Certificate No. : IN-UP00143852978326L
Certificate Issued Date : 04-Oct-2013 04:39 PM
Account Reference : NONACC (BK)/ upbobbk02/ NODA2/ UP-GBN
Unique Doc. Reference : SUBIN-UPUPBOBBK0200153965983797L

CERTIFICATE LOCKED

Property Description : 50 ACRES LAND PARCEL OF VILL MIRJAPUR AND RAMPUR
BANGAR SEC-19 JAYPEE SPORTS CITY(E) YEIDA G.B.NAGAR
Consideration Price (Rs.) : 250,00,00,000
(Two Hundred Fifty Crore only)
First Party : JAYPEE INFRA TECH LIMITED
Second Party : GAURSONS REALTECH PVT LTD
Stamp Duty Paid By : GAURSONS REALTECH PVT LTD
Stamp Duty Amount (Rs.) : 10,000
(Ten Thousand only)



Please write or type below this line.



For GAURSONS REALTECH PVT. LTD.

AUTHORISED SIGNATORY

0000039916

Statutory Alert:

1. The authenticity of this Stamp Certificate should be verified at 'www.shclstamp.com'. Any discrepancy in the details on this Certificate and as available on the website renders it invalid.
2. The onus of checking the legitimacy is on the users of the Certificate.
3. In case of any discrepancy please inform the Competent Authority.



SUB - LEASE DEED



THIS SUB - LEASE DEED is made on this 2nd day of Sept., 2013 at Noida.

BY AND BETWEEN

M/S. JAYPEE INFRATECH LIMITED, a company duly incorporated and validly existing under the provisions of the Companies Act, 1956 and having its registered office at Sector - 128, Noida - 201304, U.P

or term shall, unless excluded by or repugnant to the context or meaning hereof, be deemed to include its legal heirs, executors, successors and legal representatives of the "FIRST PART".

AND

M/S. Gaursons Realtech Pvt Ltd, a company duly incorporated and validly existing under the provisions of the Companies Act, 1956 and having its registered office at D-25, Vivek Vihar, Delhi-110095 (hereinafter referred to as the "Sub-Lessee"), which expression or term shall, unless excluded by or repugnant to the context or meaning hereof, be deemed to include its legal heirs, executors, successors and legal representatives of the "SECOND PART".

The **Sub-Lessor** and the **Sub-Lessee** shall individually be referred to as the "Party" and collectively as the "Parties".



WHEREAS

The Government of U.P. constituted the Taj Expressway Industrial Development Authority, vide GoUP Notification No. 697 / 77 - 04 - 2001 - 3 (N)/2001 dated 24th April, 2001 under the U.P. Industrial Area Development Act 1976, (name changed to Yamuna Expressway Industrial Development Authority [hereinafter referred to as the



For GAURSONS REALTECH PVT. LTD.

[Signature]
AUTHORISED SIGNATORY

500,000,000.00

सप पट्टा विलेख

(90 वर्ष)

10,000.00

50

10,050.00

2,500

एनिफल

मालियन

औसत वार्षिक किराया

फैस रजिस्ट्री

नकल व प्रति शुल्क

योग

शब्द लगभग

व्यवसाय नौकरी

निवासी स्थायी से0-128 नौएडा जी0बी0नगर

अस्थायी पता

ने यह लेखपत्र इस कार्यालय में

दिनांक 5/10/2013

समय 3:05PM

अने निबन्धन हेतु पेश किया।

रजिस्ट्रीकरण अधिकारी के हस्ताक्षर

(तेज सिंह यादव)

उपनिबन्धक सदर

गौतमबुद्धनगर

5/10/2013

निष्पादन लेखपत्र बाद सुनने व निबन्धन मन्तव्य व प्राप्त धनराशि रु. प्रलेखानुसार उक्त

पट्टा दाता

पट्टा गृहीता

श्री प्रमोद कुमार अग्रवाल
प्रतिनिधि से0 जेप्री इन्कॉर्पोरेट लि0 द्वारा समीर गौड़
पुत्र श्री स्व0 आर0 पी0 अग्रवाल
पुत्र/पत्नी श्री पेशा नौकरी

से0 गौड़संस रियल्टैक प्रा0 लि0 द्वारा सीलेन्द्र राय
पुत्र श्री एन0 एस0 राघव
पेशा नौकरी
निवासी डी-25 विवेक विहार दिल्ली-95

ने निष्पादन स्वीकार किया।

जिनकी पहचान श्री आशीष बाजपेयी

पुत्र श्री भरत बाजपेयी

पेशा नौकरी

निवासी से0-128 नौएडा जी0बी0नगर

व श्री राजीव यादव

पुत्र श्री महेन्द्र सिंह

पेशा नौकरी

निवासी डी-25 विवेक विहार दिल्ली

ने की।

प्रत्यक्षत बाद साक्षियों के निशान अंगुठे निबन्धानुसार लिखे गये हैं।

रजिस्ट्रीकरण अधिकारी के हस्ताक्षर

(तेज सिंह यादव)

उपनिबन्धक सदर

गौतमबुद्धनगर

5/10/2013

PROTAMCIS CERTIFICATION

"Lessor" or "YEA"] vide GoUP Notification No. 1165 / 77 - 04 - 08 - 65N / 08 Lucknow dated 11th July, 2008), presently having its principal office at 1st Floor, Commercial Complex, Block-P-2, Sector-Omega-1, Greater Noida, District Gautam Budh Nagar-201308, U.P. for anchoring development of Taj Expressway (renamed as the Yamuna Expressway vide GoUP Notification No. 1165/77-04-08-65N/08 Lucknow dated 11th July 2008) Project which, *inter alia*, includes construction of six-lane, 160 Km long Yamuna Expressway with service roads and associated facilities connecting Noida and Agra (hereinafter referred to as the "Expressway").

Concession Agreement between Taj Expressway Industrial Development Authority, and Jaiprakash Industries Ltd. (subsequently name changed to Jaiprakash Associates Ltd.), ("JAL"), the "Concessionaire" was granted concession for arrangement of finances, design, engineering, construction and operation of the Expressway, and to collect and retain toll from the vehicles using the Expressway during the term of the "Concession Period", which is 36 (thirty six) years commencing from the date of commercial operation of the Expressway plus any extensions thereto, in accordance with the Concession Agreement.

AND In terms of provisions of the Concession Agreement and the directives of YEA, the then Concessionaire i.e. "JAL", incorporated a Special Purpose Vehicle, namely Jaypee Infratech Limited ("JIL") for the implementation of the Expressway project. All the rights and obligations of JAL under the Concession Agreement were transferred to JIL by an Assignment Agreement dated 19.10.2007 duly executed by and amongst YEA, JIL and JAL followed by Project Transfer Agreement dated 22.10.2007 executed between JAL and JIL and therefore JIL is now the Concessionaire.

AND in terms of the provisions of the Concession Agreement to fulfill its obligations, YEA agreed to transfer on lease to JIL 25 (twenty five)



For GAURSONS REALTECH PVT. LTD.
AUTHORISED SIGNATORY

पददा दाता

Registration No.: 24479

Year: 2013

Book No.: 1

0101 प्रमोद कुमार अग्रवाल प्रतिनिधि श्री जेपी इन्फाटेक लि०द्वारा सम्



सो-128 नौएडा जी०पी०नगर

नौकरी



PROTECTED SIGNATURE

million square meters of land for commercial, amusement, industrial, institutional and residential development at five or more locations along the Expressway, including 5 (five) million square meters of land at Noida/Greater Noida.

AND Lessor, in part discharge of its obligations under the **Concession Agreement** for transfer of land for development, has earmarked 548.7635 Hectares of land at Mirzapur land parcel (hereinafter referred to as the "**Subject Land**") and has already transferred land admeasuring 529.3918 Hectares to JIL on lease for a period of ninety

months (hereinafter referred to as the "**Lease Deeds**") and necessary action is being taken by YEA to transfer balance 19.3717 Hectares of land to JIL.

AND YEA granted unfettered rights in favour of JIL to sub-lease the whole or any part of the **Subject Land**, whether developed or undeveloped, and whether by way of plots or constructed properties or give on leave and license or otherwise dispose of its interest in the **Subject Land** or part thereof to any person in any manner whatsoever, without requiring any consent or approval of YEA or of any other relevant authority.

AND JIL submitted Master Plan for Land Use, and Layout plan and other relevant plans for the development of the **Subject Land** admeasuring 548.7635 Hectares earmarked by YEA in respect to Mirzapur land parcel. YEA had earlier accorded "in principle" approval of the said plans and thereafter on obtaining various other clearances, the aforesaid plans have again been submitted by JIL to YEA for final approval and the same are under consideration of YEA.

AND on the premises and on the request of the Sub-Lessee, the Sub-Lessor has agreed to sub lease a plot of land in the **Subject Land** admeasuring 2,02,350.00 square metre (approximately 50.00 acres)



For GAURSONS REALTECH PVT. LTD.
AUTHORISED SIGNATORY

पद्मा गृहीता

Registration No. : 24479

Year : 2013

Book No. : 1

एलएसएस

डी-25 विवेक विहार दिल्ली-95

नीकरी



10/10/13

10/10/13

Sub-Lessor. The arbitration proceedings shall be conducted in accordance with the Arbitration & Conciliation Act, 1996 or any re-enactment or modification thereof for the time being in force and its decision shall be final and binding. The venue of arbitration shall be at Gautam Budh Nagar. The proceedings of arbitration shall be in English.

44. This **Sub-Lease Deed** shall be construed and interpreted in accordance with and governed by the laws of Union of India.
45. The local Court of Gautam Budh Nagar, Uttar Pradesh and Hon'ble High Court of Judicature at Allahabad shall have exclusive jurisdiction over all matters arising out of or relating to this **Sub-Lease Deed**,

IN WITNESS WHEREOF the Parties have caused these presents to be executed on their respective behalf on the day, month and year first hereinabove written in the manner hereinafter appearing:

SIGNED AND DELIVERED BY
the within named
Jaypee Infotech Ltd.

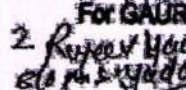


SIGNED AND DELIVERED BY
the within named
Gaursons Realtech Pvt Ltd



WITNESSES:


1. Ashish Vajpey & Pooja Vajpey
Flt - 12B/247, Noida & Bhopal

For GAURSONS REALTECH PVT. LTD.
2. 
Rakesh Yadav
AUTHORISED SIGNATORY

Enclosures: Annexure-I : Details of Lease Deeds.
Annexure-II : Schedule of Property
Annexure-III : Location Plan





धारा-32 भारतीय स्टाम्प अधिनियम का प्रमाणक

(क.सं. ०-१०/२०१३-१५)

धारा-31, भारतीय स्टाम्प अधिनियम, 1899 के सुसंगत प्राविधानों के अन्तर्गत मैसर्स गौडसन्स रियलटेक प्राइवेट लिमिटेड द्वारा प्रस्तुत आलेख में वर्णित सम्पत्ति स्थित ग्राम मिर्जापुर व रामपुर बांगरसेक्टर-19 (यमुना एक्सप्रेस-वे औद्योगिक विकास प्रा0) क्षेत्रफल-2,02,350 वर्गमीटर या 50 एकड़ के सम्बन्ध में आवश्यक विधिक कार्यवाही करने के उपरान्त, उपरोक्त वर्णित सम्पत्ति की कुल बाजार कीमत कलेक्टर स्टाम्प/अपर जिलाधिकारी(वि0/रा0) गौतमबुद्धनगर के आदेश दिनांक 30 सितम्बर, 2013 द्वारा अंकन-2,50,00,23,000/- रुपये अवधारित की गयी थी, जिसपर धारा-17 संपठित अनुच्छेद-23, अनुसूची-1ख, भारतीय स्टाम्प अधिनियम, 1899 तथा उत्तर प्रदेश स्टाम्प(सम्पत्ति का मूल्यांकन) नियमावली, 1997 के सुसंगत प्राविधानों के अन्तर्गत अंकन-12,50,01,150/-रु0 का स्टाम्प शुल्क देय पाया गया था जिसे इस लेखपत्र पर विधिपूर्वक पूर्ण अदा कर दिया गया है। अतएव यह लेखपत्र यथा विधि स्टाम्पित है।

धनराशि जमा की विवरण

निम्न वत है -

स्टाम्प सर्टिफिकेट नं०

IN-UP00143220503886L

डेट. 03/10/2013

R/- 12,50,00,00,00/- P.B.

2) स्टाम्प सर्टिफिकेट नं०

Sec-62, 1899

(संकेतित कार्य के पत्रास नमूने)

IN-UP00143852978326L

डेट. 04/10/2013

R/- 10,000/-

(अंकन दस हजार)



काज दिनांक 05/10/2013 को

वही सं 1 जिल्द सं 14222

पृष्ठ सं 85 से 134 पर क्रमांक 24479

रजिस्ट्रीकृत किया गया।

Y. V. RAMAIAH CHANDRANATHA

रजिस्ट्रीकरण अधिकारी के हस्ताक्षर

(तेज सिंह यादव)

उपनिबन्धक सदर

गौतमबुद्धनगर

6/10/2013

