

IV 283/1/1-2019 14-11



उत्तर प्रदेश UTTAR PRADESH

FC 584655



CONSORTIUM AGREEMENT

THIS CONSORTIUM AGREEMENT is made and executed at Gorakhpur on 3rd day October 2019.

BETWEEN

Aishpra Lifespaces a Partnership Firm, having its Registered Office 2nd Floor Baldev Plaza, Golghar, Gorakhpur- 273001 (hereinafter referred to as the ALS) through its Authorised Signatory, Shri Atul Saraf, duly authorized vide Letter dated 03-10-2019.

For Aishpra Life Spaces

V.S. Textiles & Finance Pvt. Ltd.

B.N. TEXTILES & INVESTMENTS PVT. LTD.

AISSHPRA LIFE SPACES PVT. LTD.

Authorized Signatory

Director

DIRECTOR





उत्तर प्रदेश UTTAR PRADESH

FC 584654

B.N. Textiles and Investment Pvt. Ltd. a company incorporated under the provisions of companies Act, 2013, having its Registered Office at 277, BB Ganguly Street, 5th Floor, Room No. 505, Kolkata-700012 (West Bengal) (hereinafter referred to as the "BN.") through its Authorised Signatory Shri Atul Saraf, duly authorised vide Board Resolution dated 03-10-2019.

AND

V.S. Textiles and Finance Pvt. Ltd. a Company incorporated under the provisions of Companies Act, 2013, having its Registered Office at 277, BB Ganguly Street, 5th Floor, Room No. 505, Kolkata-700012 (West Bengal) (hereinafter referred to as the "VS") through its Authorised Signatory Shri Niskam Anand duly authorized vide Board Resolution dated 03-10-2019.

AND

Aishpra Life Spaces Pvt. Ltd. a Company incorporated under the provisions of Companies Act, 2013 having its Registered Office at Saraf Sadan, Chak Jalal, Gandhi

For Aishpra Life Spaces

[Signature]
Authorized Signatory

[Signature]
B.N. TEXTILES & INVESTMENTS PVT. LTD.

[Signature]
V.S. Textiles and Finance Pvt. Ltd.

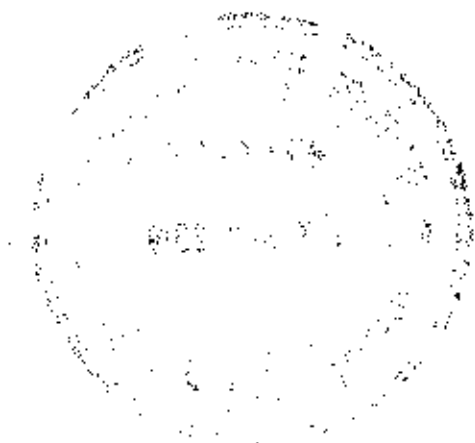
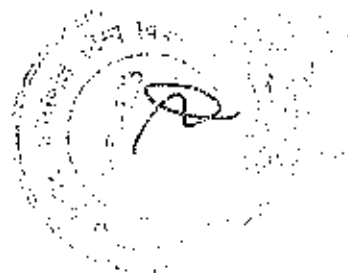
[Signature]
Director

[Signature]
AISHPRA LIFE SPACES PVT. LTD.
DIRECTOR

[Signature]
Director

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उत्तर प्रदेश UTTAR PRADESH

FC 584653

Nagar, Gorakhpur-273001 (hereinafter referred to as the "ALSPL.") through its Authorised Signatory Shri Vikas Kejriwal duly authorized vide Board Resolution dated 03-10-2019.

BN, VS, ALS, ALSPL hereinafter to as the "OWNER" (which expression unless repugnant to the context or meaning thereof, be deemed to include its nominees, successors, wholly owned subsidiaries and the permitted assigns)

WHEREAS all the above mentioned parties entered and executed this CONSORTIUM AGREEMENT to form a Consortium of Developer Companies with the object of submitting the proposal for the development of various Complexes including but not limited to integrated Township in the State of Uttar Pradesh for selection of Private Developer for development of various complexes including but not limited to integrated Township in the State of Uttar Pradesh.

NOW THIS CONSORTIUM AGREEMENT AND ITS TERMS AND CONTIONS ARE WITNESSETH AS UNDER.

1. LEAD MEMBER

For Aishpra Life Spaces

Authorized Signatory



B.N. TEXTILES & INVESTMENTS



V.S. Textiles & Investment Pvt. Ltd.

Director



AISHPRA LIFE SPACES PVT. LTD.



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उत्तर प्रदेश UTTAR PRADESH

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- 1.1 All the Consortium member, have mutually decide to appoint M/s Aisshpra Life Spaces as Private Developer as Lead member.

2. AIM AND SCOPE OF CONSTRIMUM AGREEMENT

- 2.1 The sole aim of this Consortium Agreement is for the development of the various properties.

- 2.2 The Lead Member shall prepare and submit a joint proposal for the selection of the Developer Consortium to design, develop, finance, construct, sell, operate and maintain the said Properties.

3. SHAREHOLDING BASIS IN CONSORTIUM

- 3.1 ALS shall act as a lead member of the Consortium.

- 3.2 The Shareholding of the members of the consortium shall be decided as per the Partnership Deed of ALS

For Aisshpra Life Spaces

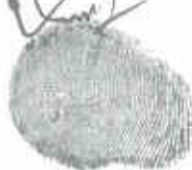
[Signature]

Authorized Signatory



B.N. TEXTILES & INVESTMENTS PVT. LTD.

[Signature]



V.S. Textiles & Finance Pvt. Ltd.

[Signature]



Director

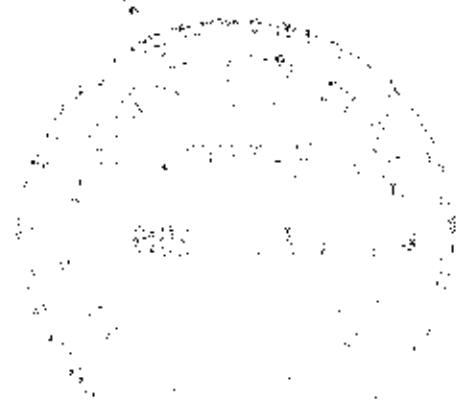
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4. PROJECT MANAGEMENT STRUCTURE AND ROLES OF THE MEMBERS:

- 4.1 ALS as Private Developer as per definition of Gorakhpur Development Authority will arrange for land and finances for the project.
- 4.2 All members will bring their Lands & finance in consortium for the purpose of the project.

5. FUNDING AND BASIS OF SHARING THE EXPENDITURE AND REMUNERATION:

- 5.1 Up to the Allotment of the Project, all cost & land relating to the Project shall be borne by the consortium members.
- 5.2 The Consortium shall raise loans from the Financial Institution/Banks for the project and any shortfall in the financing of the Project shall be arranged by the consortium Lead member as mutually agreed by the members of consortium.

For Aisshpra Life Spaces

B.N. TEXTILES & INVESTMENTS PVT.

V.S. Textiles & Finance Pvt.Ltd.

AISSHPRA LIFE SPACES PVT. LTD.

Authorised Representative

Director

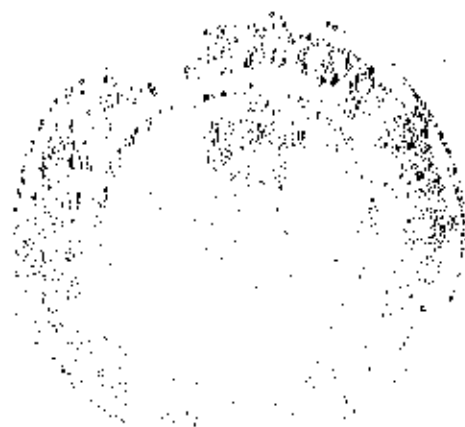
Director

DIRECTOR

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उत्तर प्रदेश UTTAR PRADESH

FC 584650

- 5.3 Upon completion of the Project any Profit/loss shall be shared by the Consortium members as per the Partnership deed of ALS.

6. GENERAL TERMS AND CONDITIONS

- 6.1 **Governing Law:** This Consortium Agreement shall in respect be construed in accordance with the Laws of India, as amended from time to time and in the event of conflict between the provisions of this Consortium Agreement and the said laws the later shall prevail.
- 6.2 **Force Majeure:** None of the members shall be held in default in the performance of the obligation under this Consortium Agreement, in such circumstances of force majeure, that is to say, circumstances shall include, but without any Limitation to war, civil commotion, riots, act of God, Government action. In the event of force majeure, the member of the Consortium Agreement undertakes to consult each other.
- 6.3 **Settlement of Disputes:** All members agree to settle amicably all disputes arising out of or concerning this consortium Agreement. In the event of the members failing

For Aisshpra Life Spaces

B.N. TEXTILES & INVESTMENTS PVT. LTD.

V.S. Textiles & Investments Pvt. Ltd.

Authorized Signatory

Director

Director

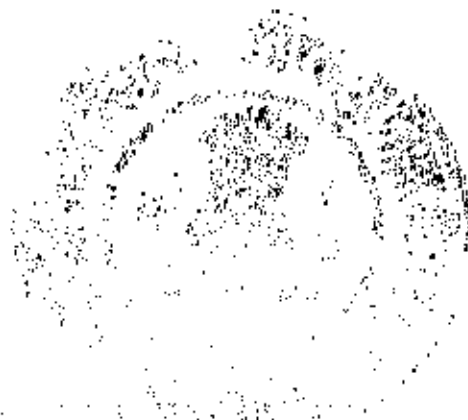
For Aisshpra Life Spaces PVT. LTD. DIRECTOR

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उत्तर प्रदेश UTTAR PRADESH

FC 584649

to amicably resolve any dispute in the foregoing manner, the matter shall be referred to the arbitrator to be decided mutually, whose decision shall be binding.

6.4 Waiver: The waiver of any member of any breach of any terms of this Consortium Agreement shall not prevent the subsequent enforcement of that term, and shall not be deemed to be waiver of any subsequent breach.

6.5 Totality: This Consortium Agreement embodies the entire understanding of the members and there are no promises. Terms, conditions or obligations, oral or written, expressed or implied other than those contained herein, and variation, modification or alteration of any of the provisions of this Consortium Agreement shall be binding on either party unless reduced to writing and signed by them or their duly authorized representatives as amendment to this Consortium Agreement. This Consortium Agreement also supersedes all previous communications and other consortium agreement between the members written or oral of this project.

6.6 Confidentially: All members shall be under obligation not to disclose any information of terms of this Consortium Agreement to any Third Party. All documents and information exchanged between the members, for the purpose of the

For Allshira Life Spaces

BN. TEXTILES & INVESTMENTS PVT. LTD.

V.S. Textiles & Finance Pvt. Ltd.













आवेदन सं०: 2019009500308-12

अनुबंध विभाग/प्रयोग पत्र

बही सं०: 3

रजिस्ट्रेशन सं०: 283

मार्च/2019

प्रतिफल- 0 स्टाम्प शुल्क- 1000 वाजारी मूल्य- 0 पंजीकरण शुल्क- 500 प्रतिनिधिकरण शुल्क- 60 योग- 560

श्री एश्वर लाइफस्पेशेस द्वारा पार्टनर द्वारा
अतुल सराफ अधिकृत पदाधिकारी/ प्रतिनिधि

पुत्र श्री बालकृष्ण सराफ

व्यावसाय : व्यापार

निवासी: सराफ सदन, गाँधी नगर, गोलघर, गोरखपुर

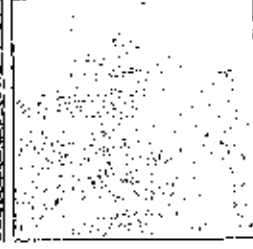
श्री, एश्वर लाइफस्पेशेस द्वारा पार्टनर द्वारा

अतुल सराफ अधिकृत
पदाधिकारी/ प्रतिनिधि

जे यह लेखपत्र इस कार्यालय में दिनांक 03/10/2019

एवं 03:00:07 PM बजे

निबंधन हेतु पेश किया।



रजिस्ट्रेशन अधिकारी के हस्ताक्षर

मीरा मन्त्र (एन)

उन निबंधक : सदर द्वाितीय

गोरखपुर

03/10/2019

रजत श्रेष्ठ-- कनिष्ठ सहायक (निबंधन)

निबंधक लिपिक



उत्तर प्रदेश UTTAR PRADESH

FC 584648

project, shall be treated as strictly confidential by the other members and shall not be shared by any other outside agency except the Government of Uttar Pradesh.

- 6.7 **Notices:** Any notice required pursuant to this Consortium Agreement shall be give in writing and shall be delivered by hand under acknowledgement or send by facsimile to the party at the address appearing in the beginning of the Consortium Agreement.
- 6.8 **Modification Amendment:** The terms and conditions of this Consortium Agreement may be modified/amended as may be stipulated by the Government of Uttar Pradesh and mutually agreed by the consortium members.

Validity

- 6.9 (i) Termination of consortium agreement: This Consortium Agreement shall be terminated upon the complaints of the party.
- (ii) The consortium agreement shall be valid and enforceable till the completion of the Project.

For Aisshpra Life Spaces

Authorized Signatory



B.N. TEXTILES & INVESTMENTS PVT. LTD.

Authorized Signatory



V.S. Textiles & Finance Pvt.Ltd.

Authorized Signatory



Director

AISSHPRA LIFE SPACES PVT. LTD.
DIRECTOR



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आवेदन सं०: 201900950030832

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वही सं०: 4

रजिस्ट्रेशन सं०: 283

निष्पादन लेखपत्र वाद सुनने व समझने मजबूत व प्राप्त धनराशि व प्रतीतिनुसार अंकन

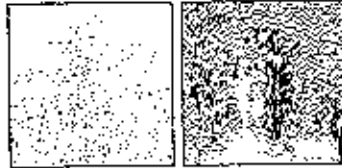
प्रथम पक्ष: 1

श्री एश्रा लडफ स्पेशल द्वाारा पार्टनर के द्वारा अतुल सराफ,
पुत्र श्री बालकृष्ण सराफ

निवासी: सराफ सदन, गाँधी नगर, मोहापुर, गोरखपुर

व्यवसाय: व्यापार

द्वितीय पक्ष: 1



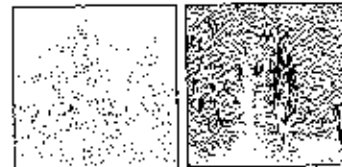
श्री बी०एन० टेक्सटाइल्स एण्ड इन्वेस्टमेन्ट प्रा०लि० द्वारा

निदेशक के द्वारा अतुल सराफ, पुत्र श्री बालकृष्ण सराफ

निवासी: सराफ सदन, गाँधी नगर, मोहापुर, गोरखपुर

व्यवसाय: व्यापार

द्वितीय पक्ष: 2



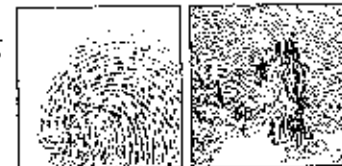
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निदेशक के द्वारा निष्कात आनन्द, पुत्र श्री जगदीश आनन्द

निवासी: ए - 8, राख नगर कॉलोनी, मोहापुर, गोरखपुर

व्यवसाय: व्यापार

द्वितीय पक्ष: 3



श्री एश्रा लडफ स्पेशल प्रा०लि० द्वारा निदेशक के द्वारा

चित्रास केजरीवाल, पुत्र श्री श्यामसुन्दर केजरीवाल

निवासी: इलू०जेड० 106/136, निकट राजेंसि गार्डन

एकस्टेन्सन, वेस्ट दिल्ली

व्यवसाय: व्यापार



ने निष्पादन स्वीकार किया। निम्नी पहचान

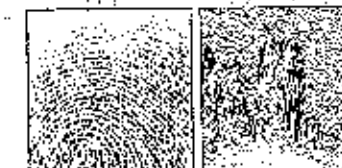
पहचानकर्ता: 1

श्री नीलोत्पल रे, पुत्र श्री मनोज कुमार रे

निवासी: 40, विन्ध्यवासिनी नगर, चैक रोड, गोरखपुर

व्यवसाय: अन्य

पहचानकर्ता: 2



श्री रमन जी चौधरी, पुत्र श्री राम प्रसाद चौधरी

निवासी: एम०एन० 33 सुदीचिहार कालोनी, गोरखपुर

व्यवसाय: अन्य



उत्तर प्रदेश UTTAR PRADESH

FC 584647

6.10 Miscellaneous/Liability:

Nothing in this shall be construed providing for the sharing of profit & losses arising out of the efforts of any of the members, except as may be provided for in any resultant sub-contract or Consortium Agreement between members. In no event shall the members of this Consortium Agreement have any obligation or liability to the other nor shall any remedy be available to the other members, except as expressly written herein. No party shall be liable for any financial compensation arising out of the termination of this Consortium Agreement, to other members of this Consortium Agreement. No party shall be liable to the other party/members for any indirect, incidental, special or consequential damages however caused, whether as a consequence of the negligence of the one member or otherwise.

For Aishwarya Life Spaces

Authorized Signatory



B.N. TEXTILES & INVESTMENT

Director



K.S. Textiles & Finance Pvt. Ltd.

Director



AISSHWARYA LIFE SPACES PVT. LTD.

Director

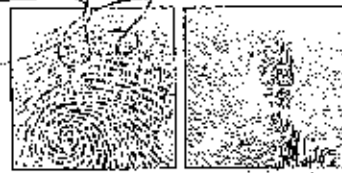


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[Signature]



रजिस्ट्रीकरण अधिकारी के कार्यालय

सीमा मन्त्र (प्र०)

उप निबंधक : सदन दक्षिणी

सांख्यिक

रजत गोष्ठि कमिटी अध्यक्ष

(निर्वाहक)

निबंधक : सीमा

ने की प्रत्यक्ष भाग साक्षिों के निशान अंगुलि निबन्धनुसार

लिए गए हैं।

टिप्पणी :



उत्तर प्रदेश UTTAR PRADESH

FC 584646

IN WITNESS WHEREOF the members have executed this Consortium Agreement on the day, month and the year first hereinabove written in presence of the following witnesses:

For Aishwarya Life Spaces

B.N. TEXTILES & INVESTMENTS (PVT.) LTD. Finance Pvt.Ltd.

Authorized Signatory

Director

Director

WITNESSES:

1. NITOPAL RAY S/o. Lali Monoj Kumar Ray
40, Vindbarini Nagar, Bank Road, Gorakhpur
2. Raman Ji Choudhary S/o Ramprasad
Surya Vikar Colony, C.K.B.

Drafted & Typed by

A.N. Shukla

Advocate

Date 03/10/2019

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आवेदन सं०: 201900950030842

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1-10-19

वही संख्या 4 जिल्द संख्या 258 के पृष्ठ 39 से 58 तक क्रमांक
283 पर दिनांक 03/10/2019 को रजिस्ट्रीकृत किया गया।



रजिस्ट्रीकरण अधिकारी के हस्ताक्षर

03/10/2019
मीरा मल्ल (प्र०)

उप निबंधक : सदर द्वितीय

गोरखपुर

03/10/2019



गोरखपुर जिल्लाको रजिस्ट्रार कार्यालय, गोरखपुर
को ०३/१०/२०१९ को रजिस्ट्रार कार्यालय, गोरखपुर

गोरखपुर जिल्लाको रजिस्ट्रार कार्यालय, गोरखपुर
को ०३/१०/२०१९ को रजिस्ट्रार कार्यालय, गोरखपुर