

I 2064



उत्तर प्रदेश UTTAR PRADESH

AB 544091

LEASE DEED

This Deed of Lease is made on this 31st day of July, 2009

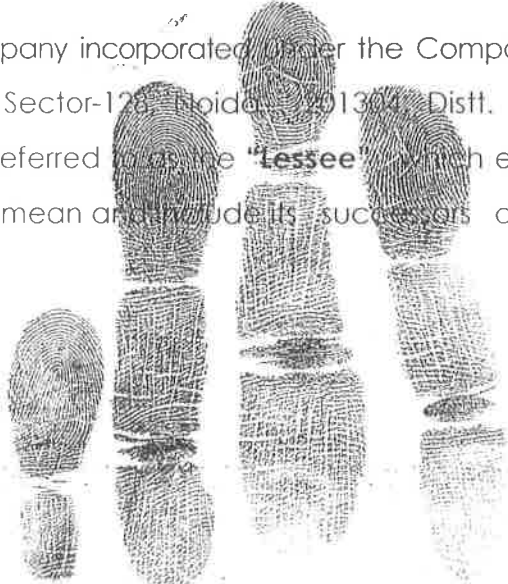
Between



Yamuna Expressway Industrial Development Authority (YEA), a statutory body constituted under the U.P. Industrial Area Development Act, 1976 and having its principal office at A-1, First Floor, Commercial Complex, Sector Beta-II, Greater Noida, Distt. Gautam Budh Nagar, U.P., India (hereinafter referred to as the "**Lessor**" which expression shall, unless repugnant to the context, mean and include its administrators, successors and assigns) of First Part,

And

Jaypee Infratech Limited, a company incorporated under the Companies Act, 1956 having its Registered Office at Sector-128, Noida-201304, Distt. Gautam Budh Nagar, (U.P.) India (hereinafter referred to as the "**Lessee**" which expression shall, unless repugnant to the context, mean and include its successors and assigns) of Second Part.



राजेन्द्र कुमार
उप मुख्य कार्यपालक अधिकारी
यमुना एक्सप्रेस-वे औ० वि० प्राधिकरण
सेक्टर-बीटा-II, ग्रेटर नोएडा



WHEREAS

- (1) (a) By Concession Agreement dated 07.02.2003 (**the Concession Agreement**) entered into between Taj Expressway Industrial Development Authority, (subsequently renamed as Yamuna Expressway Industrial Development Authority vide GoUP Notification No. 1165/77-4-08-65N/08 Lucknow dated 11 July, 2008) and Jaiprakash Industries Ltd. (**Concessionaire**), now known as Jaiprakash Associates Ltd. (**JAL**), the Lessor granted concession to the Concessionaire to develop, design, engineer, finance, procure, construct, manage, operate and maintain the Taj Expressway, (since renamed as Yamuna Expressway vide GoUP Notification No.1165/77-4-08-65N/08 Lucknow dated 11 July, 2008), including collection and retention of toll fee.
- (b) In terms of Clause 18.1 of the Concession Agreement, and the directive of YEA vide its letters dated November 6, 2006 and February 15, 2007, the Concessionaire incorporated a Special Purpose Vehicle (SPV) for the implementation of the Project under the name of Jaypee Infratech Ltd. All the rights and obligations of the Concessionaire under the Concession Agreement were transferred to the SPV by Assignment Agreement dated 19.10.2007 duly executed by and amongst the Lessor, the Lessee and the Concessionaire followed by Project Transfer Agreement dated 22.10.2007 executed between the Concessionaire and the Lessee by which all assets, rights and privilege and all liabilities, obligations and duties relating to the Yamuna Expressway Project have been transferred to the Lessee.
- (2) The Lessor has also agreed under the Concession Agreement to transfer to the Lessee as part of consideration thereunder 25 million square meters of land (the "Land for Development") together with, inter alia, all buildings structures, to be constructed thereon, along the proposed Expressway for commercial, amusement, industrial, institutional and residential development subject to the terms and conditions specified therein.

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- (3) The Lessor and the Lessee have further agreed under the Concession Agreement that the Land for Development for the purposes stated above, shall be provided by Lessor at five or more locations of which one location shall be in Noida or Greater Noida with an area of 5 million square metres.
- (4) The Lessor, in part discharge of its obligations under the Concession Agreement for provision of land, transferred 1175.89 acres of land to the Lessee in villages Sultanpur, Asgarpur, Sadarpur Majra Baktawarpur, Rohillapur, Sahpur Goverdhanpur Khadar, Shahpur Goverdhanpur Bangar, Wazidpur, Badauli Khadar and Gejha Tilpatabad **(Transferred Land)**, for a lease period of 90 (ninety) years.
- (5) The Transferred Land, included 34.58 acres (14.00 hectares) of land in village Badoli Khadar in Sector-151, Noida as per details given in Schedule-I through Lease Deed Dated 31.03.09 which is annexed hereto as ANNEXURE-I.

The Lessor vide its letter No. वाई ई ए / भूलेख / 2067/ 2009 dated 27.07.09 (annexed hereto as ANNEXURE-II) desired to take back the aforesaid 34.58 acres (14.00 hectares) of land in village Badoli Khadar in Sector-151, Noida and in its place proposed to transfer equal area of land in Village Badoli Bangar and Village Badoli Khadar in Sector - 151, Noida, more particularly described in letter No. नौएडा भूलेख / 09/2136 dated 24.07.09 of NOIDA enclosed with the said letter of YEA dated 27.07.09.

Accordingly, a Surrender Deed for transferring the above land back to the Lessor was executed on 31.07.09, which is annexed hereto as ANNEXURE-III.

- (6) Consequently the Lessor has agreed to provide on lease and the Lessee has agreed to take on lease 34.58 acres (14.00 hectares) of land, in villages - Badoli Bangar and Badoli Khadar in Sector 151, Noida as per details given in Schedule-II attached hereto **(Alternate Land)** in exchange of the Surrendered Land. The said 34.58 acres (14.00 hectares) of Alternate Land consists of 25.77 acres (10.4338 hectares) of land in village Badoli Bangar and 8.81 acres (3.5662 hectares) of land in Village Badoli Khadar in Sector-151, Noida as per details given in Schedule-III A and III B attached hereto **(Demised Land)**.

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IN WITNESS WHEREOF THE **Lessor** and the **Lessee** 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

Yamuna Expressway Industrial Development Authority

by the hand of **Shri Rajendra Kumar Singh**, its **Dy. CEO**



राजेन्द्र कुमार

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यमुना एक्सप्रेस-वे औ० वि० प्राधिकरण
सेक्टर-बीटा-II, ग्रेटर नोएडा

(Rajendra Kumar Singh)

SIGNED AND DELIVERED by

Jaypee Infratech Limited

by the hand of **Shri Sameer Gaur**,
its **Director in Charge**

FOR JAYPEE INFRA TECH LIMITED



(Sameer Gaur)
Director -in-Charge

(Sameer Gaur)

Witness :

① Ankit Kumar Ad

Ankit Manglik
② Shri Anil Kumar
R/o C-28, Sec P-3
Greater Noida

आज दिनांक 06/08/2009 को

बही सं 1 जिल्द सं 1648

पृष्ठ सं 377 से 506 पर क्रमांक 2064

रजिस्ट्रीकृत किया गया ।


सत्यवीर सिंह (प्रभारी)

उप-निबंधक तृतीय

नौएडा

6/8/2009

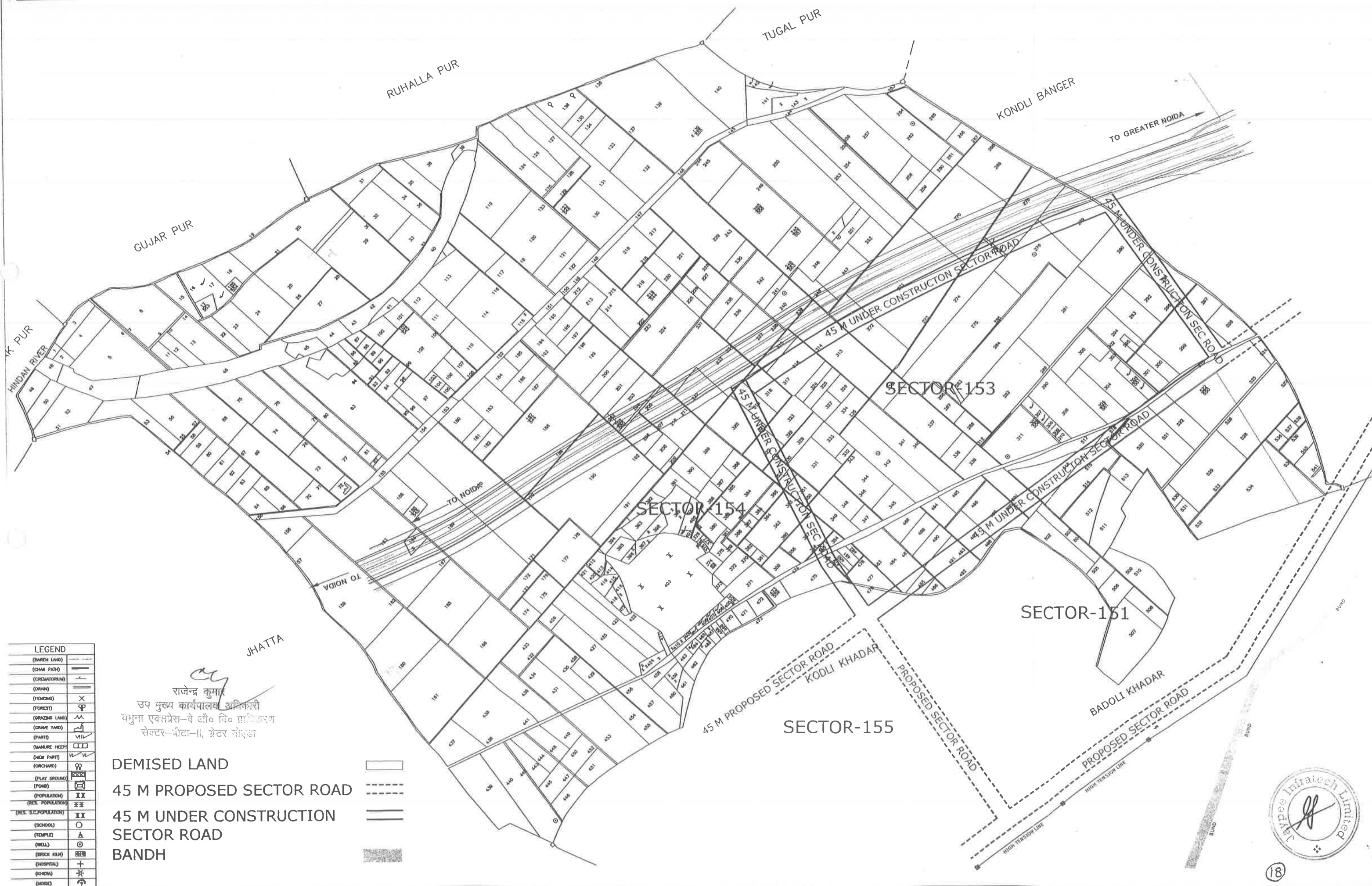


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cc

VILLAGE-BADOLI BANGAR

TEHSIL-SADAR, DISTT.-GAUTAM BUDH NAGAR (U.P.)

SCHEDULE-III A

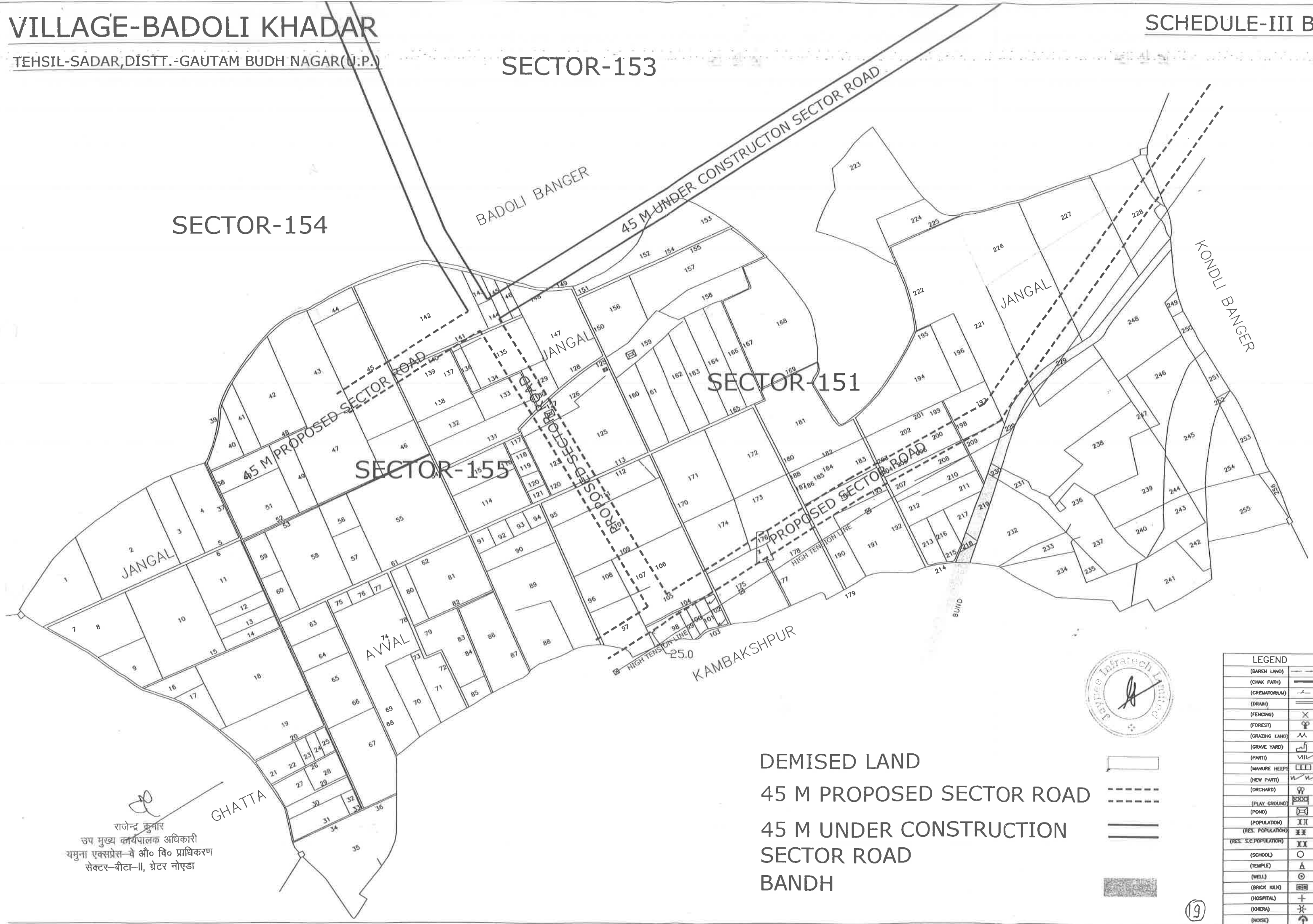


SECTOR-153

SECTOR-154

SECTOR-151

SECTOR-155



DEMISED LAND

45 M PROPOSED SECTOR ROAD

45 M UNDER CONSTRUCTION
SECTOR ROAD

BANDH



LEGEND	
(BAREH LAND)	---
(CHAK PATH)	---
(CREMATORIUM)	---
(DRAIN)	---
(FENCING)	X
(FOREST)	⊗
(GRAZING LAND)	AA
(GRAVE YARD)	⊕
(PARTI)	VII
(MANURE HEAPS)	⊞
(NEW PARTI)	W
(ORCHARD)	⊞
(PLAY GROUND)	⊞
(POND)	⊞
(POPULATION)	⊞
(RES. POPULATION)	⊞
(SCHOOL)	○
(TEMPLE)	⊞
(WELL)	⊞
(BRICK KILN)	⊞
(HOSPITAL)	+
(DODRA)	⊞
(HOUSE)	⊞

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