

19/48



UTTAR PRADESH

BY 178012

**Sub Lease Deed**

This Sub Lease Deed is entered and executed at Noida, Uttar Pradesh on this 18<sup>th</sup> day of June 2014.

**BETWEEN**

M/S MMR INFRASTRUCTURE DEVELOPERS Pvt. Ltd., a company incorporate under the provisions of the Indians Companies Act, 1956 having its registered office at A-14, Ring Road, Lajpat Nagar, New Delhi-110024 and Corporate Office at B-11, sector-S7, Noida-201301 acting through its authorized signatory Mr. Dushyant Kumar Sharma authorized vide Board Resolution dated 17-06-2014 hereinafter referred to as "First Party" (Which its successors in interest assigns and legal representatives of the FIRST PARTY/ Lessee (now Sub lesser).

**AND**

M/S MMR Infrastructure Developers Pvt. Ltd.

For MMR Infrastructure Developers Pvt. Ltd.  
  
 Authorized Signatory

M/S MORPHEUS DEVELOPERS PVT. LTD., a company duly Incorporated and validity existing under the Companies Act 1956, having its registered office at H.No-1, Shiv Mandir Wali Gali, Maujpur, Delhi-110032 through its authorized signatory Mr. Mr. Prithvi Raj Kasana authorized vide Board Resolution dated 16-06-2014, hereinafter referred to as the "Second Party", which expression shall unless repugnant or contrary to the context hereof, be deemed to mean and include its successors, administrators, assignees, representatives and authority holders) of the SECOND PART/ Sub lessee.

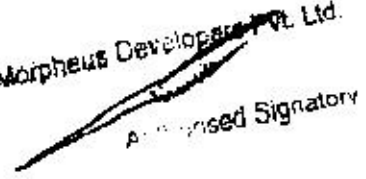
That the execution of lease deed of Plot No. GH-16A, Sector-01, Greater Noida having land area 42420.17 sqm (as per lease plan attached as annexure A.) was done on 07-06-2013 Between Greater Noida Industrial Development Authority (GNIDA) & M/S MMR Infrastructure Developers Private Limited which was registered in the office of S.R. Sadar, G.B. Nagar on 07-06-2013 vide doc no 13888.

The lease hold right of plot area 42420.17 sqm from above plot no GH-16A is now being transferred by parent company M/S MMR Infrastructure Developers Private Limited to its 90% Subsidiary company M/S Morpheus Developers Private Limited with all rights and liabilities for total consideration of Rs. 18,22,34,682/- only which have been duly received by parent company which is duly acknowledged. The GNIDA has already granted permission vide

For MMR Infrastructure Developers Pvt. Ltd.

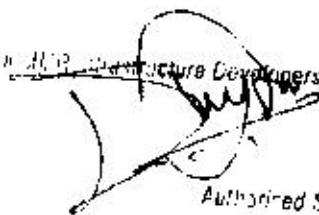


For Morpheus Developers Pvt. Ltd.  
Authorized Signatory



letter no GNIDA/Builders/2013/671 dated 01 Nov/13 to execute the Sub Lease Deed in favour of Subsidiary Company M/S Morpheus Developers Private Limited for implementation, development and marketing of the units (plots/flats), developed/constructed on this Sub Lease property on following terms and conditions:-

1. M/S Morpheus Developers Private Limited (Subsidiary Company) shall be solely responsible for all assets and liabilities of above plot area 42420.17sqm as Sub Lessee.
2. All terms & conditions of Brochure/Allotment/Lease Deed shall be binding on the Subsidiary Company as was applicable on Lessee/ Allottee.
3. The Subsidiary Company shall be liable for implementation of State Government Orders issued by the Tax and Registration department of Uttar Pradesh Except as mentioned here in this document no. 13888 shall continue to have full force and effect.

  
M/S Morpheus Developers Pvt. Ltd.  
Authorized Signatory

For Morpheus Developers Pvt. Ltd.

Authorized Signatory

Since M/S Morpheus Developers Private Limited is 90% Subsidiary Company of M/S MMR Infrastructure Developers Private Limited and this transfer is being effected purely between above parent and Subsidiary Company, That's why exemption from stamp duty on this Sub Lease Deed is being claimed under Notification No. M-599/X-501, dated 25-03-1942.

The Certificate of registrar of Companies Uttar Pradesh/ Uttrakhand, Kanpur No. Roc/misc/holding Subsidiary/1013 Dated 13-06-2014 is being annexed with this Sub Lease Deed.

M/S MMR Infrastructure Developers Pvt. Ltd.  
  
Authorized Signatory

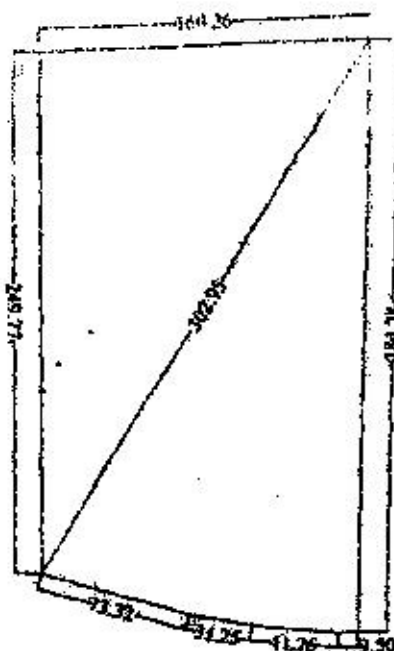
For Morpheus Developers Pvt. Ltd.  
  
Authorized Signatory

Annexure - 'A'

PRODUCED BY AN AUTODESK EDUCATIONAL PRODUCT PLOT NO.- GH. 16A

24.0M WIDE ROAD

PLOT GH-16



75.00 M WIDE COMMERCIAL BELT  
80.00 M WIDE ROAD

75.00 M WIDE GREEN BELT  
60.00 M WIDE ROAD

Manager (Builders)

Greater Noida Indl. Dev. Authority

For Morphus Developers Pvt. Ltd.

Authorised Signatory

AREA=42420.17 SQM

THE DEVELOPMENT WORK IS IN PROGRESS LEASE PLAN OF THIS SECTOR IS BEING PREPARED ON URGENT DEMAND  
IF PLOT HAVING EXTRA DECREASE AFTER COMPLETION OF SITE DEVELOPMENT

POSSESSION TAKEN OVER ALLOTTEE

SIGN POSSESSION HANDLED OVER



**LEASE PLAN OF  
PLOT NO.-GH.16A  
SECTOR- 01  
GREATER NOIDA**

PROJ. DEPTT	<i>[Signature]</i> ASST. MANAGER	<i>[Signature]</i> MANAGER	<i>[Signature]</i> SR. MANAGER
LAND. DEPTT	<i>[Signature]</i> LECHPA	<i>[Signature]</i> NAYAB TAREEL DAR	<i>[Signature]</i> TAREEL DAR
LAW. DEPTT	<i>[Signature]</i> A.L.G.	<i>[Signature]</i> MANAGER	<i>[Signature]</i> SR. MANAGER
PLANNING DEPTT	<i>[Signature]</i> SR. PLANNING MANAGER	<i>[Signature]</i> SR. EXECUTIVE	<i>[Signature]</i> SR. EXECUTIVE

GREATER NOIDA INDUSTRIAL DEVELOPMENT AUTHORITY  
PRODUCED BY AN AUTODESK EDUCATIONAL PRODUCT



**ग्रेटर नोएडा औद्योगिक विकास प्राधिकरण**  
10a, ग्रेटर नोएडा, नोएडा, उत्तर प्रदेश  
नोएडा-201307

संख्या- ग्रे/नोएडा/2013/ 677  
दिनांक : 1 अक्टूबर 2013

सेवा में,

M/s. MMR Infrastructure Developers Pvt. Ltd.  
MMR House, B-11, Sector-57  
Noida-201307 (U.P.)

M/s. Morpheus Developers Pvt. Ltd.  
154, 5<sup>th</sup> Floor, Tower-A, The Corentium  
A-41, Sector 62, Noida-201301 (U.P.)

**विषय:** निम्नलिखित आवासीय/ग्राम इन्फ्रास्ट्रक्चर प्रोजेक्ट परिसर (G/H-15A, सीक्टर-57, ग्रेटर नोएडा) की संपत्ति/संपत्ति का विभाजन, विकास एवं मार्केटिंग अपनी 90% सहायक कंपनी के माध्यम से करने की स्वीकृति (विषयगत)

प्रति,

कृपया अपने आदेश-सूचक दिनांक 25.10.2013 का संदर्भ ग्रहण करें, जिसमें हम आपको M/s. MMR Infrastructure Developers Pvt. Ltd. को आवंटित निम्नलिखित आवासीय/ग्राम इन्फ्रास्ट्रक्चर परिसर- सीक्टर-01, ग्रेटर नोएडा, क्षेत्रफल 42420.17 वर्ग मीटर का क्रियाचक्र, विकास एवं मार्केटिंग प्रोजेक्ट अपनी 90% Equity Owned Subsidiary Company M/s. Morpheus Developers Pvt. Ltd. के माध्यम से करने की स्वीकृति प्रदान करने के लिए जाने का अनुरोध किया गया है।

उपरोक्त के क्रम में अवगत कराया है कि ग्रेटर नोएडा औद्योगिक विकास प्राधिकरण की 88वीं वीथी बैठक दिनांक 27.08.2013 के मस संख्या 85/22 में अनुमोदित नीति एवं मुख्य कार्यवाहक अधिकारी, ग्रेटर नोएडा के अनुमोदित दिनांक 31.10.2013 के क्रम में आपको निम्नलिखित आवासीय/ग्राम इन्फ्रास्ट्रक्चर परिसर- सीक्टर-01, ग्रेटर नोएडा का क्रियाचक्र, विकास एवं मार्केटिंग अपनी 90% Equity Owned Subsidiary Company M/s. Morpheus Developers Pvt. Ltd. के माध्यम से करने की स्वीकृति इस शर्त के साथ प्रदान की जाती है कि -

1. आवंटित परिसर की सभी Assets एवं Liability को समस्त विनियमों के अंतर्गत M/s. Morpheus Developers Pvt. Ltd. (सहायक कंपनी) को देगी।
2. योजना के होश/मास्टप्लान/सीजलीड की समस्त नियम एवं शर्तें आवंटित/मार्केटिंग की सभी सहायक कंपनी पर लागू होंगी।
3. सहायक कंपनी को हर एक निर्माण विभाग द्वारा जारी की जाने वाली शर्तों का अनुपालन करना होगा।
4. सहायक कंपनी में गूल आवंटित कंपनी/संस्था की संस्थापिता 80 प्रतिशत है। समस्त 10 प्रतिशत बंधन अन्य प्रयोक्तों के मस में परिवर्तित करने हेतु प्राधिकरण को प्रस्तावित परिसर सत पर निर्माण सहायक कंपनी द्वारा करना होगा।

कृपया उपरोक्त के क्रम में किसी भी कार्य जिस में कार्यवाही/निर्माण करने का कार्य करें।

सचिव  
ग्रेटर नोएडा  
(सचिव)

गोपनीय  
कारपोरेट कार्य मंत्रालय  
कॉर्पोरेट कंपनियों रजिस्ट्रार, उ.प्र. एवं  
उत्तराखण्ड  
10/499-बी, ऐलंगन, खलसी लाइन,  
कानपुर - 208002 (उ.प्र.)  
वेबसाइट / Website :  
[www.mca.gov.in](http://www.mca.gov.in)  
ई-मेल / E-mail :

[roc.kanpur@mca.gov.in](mailto:roc.kanpur@mca.gov.in)

No. ROC/Misc/holding subsidiary/ 1013

M/s. MORPHEUS DEVELOPERS PRIVATE LIMITED,  
1, Main Road, Maujpur,  
Delhi-110053

Sub: Request for issue of letter regarding Holding/Subsidiary Company


Sir,

With reference to your letters dated 12.06.2014 on the subject cited above, I am to state that M/s MMR INFRASTRUCTURE DEVELOPERS PRIVATE LIMITED having its Registered Office at A-14, Ring Road, Lajpat Nagar IV New Delhi - 110 024 is holding 9,00,000 Equity Shares of Rs.10/- each totalling Rs.90,00,000/- i.e. 90 % shares in M/s MORPHEUS DEVELOPERS PRIVATE LIMITED having its Registered Office at 1, Main Road, Maujpur, Delhi -110053. The issued, subscribed and paid up capital of M/s MORPHEUS DEVELOPERS PRIVATE LIMITED is Rs.10,00,000/- divided into 10,00,000 Equity Shares of Rs.10/- each and as such as on date M/s MORPHEUS DEVELOPERS PRIVATE LIMITED is a subsidiary company of M/s. MMR INFRASTRUCTURE DEVELOPERS PRIVATE LIMITED.

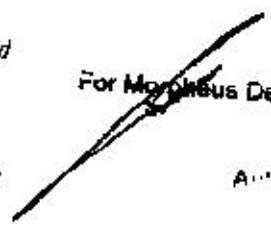
This letter is issued on the basis of Letter No. ROC/Misc/3374 dated 10.06.2014 issued by the Registrar of Companies, NCT of Delhi & Haryana, letter dated 12.06.2014 of M/s. Morpheus Developers Private Limited, affidavit dated 02.06.2014 filed by Shri Sant Raj Kasana, Director of M/s Morpheus Developers Private Limited and affidavit dated 12.06.2014 filed by Shri Mohit Singh Raghav, Director, M/s MMR Infrastructure Developers Private Limited and Certificate dated 12.06.2014 from M/s Amit Agrawal & Associates, Company Secretaries (CP No. 3647), Delhi.

In terms of the provisions of Section 399 of the Companies Act, 2013, the required information/documents can also be accessed from the Ministry's website [www.mca.gov.in](http://www.mca.gov.in) or certified copy of the said documents can also be obtained on payment of the prescribed fee. Also refer to the provisions of Section 2(87) of the Companies Act, 2013 in the matter.

M/s MMR Infrastructure Developers Pvt Ltd

  
Authorized Signatory

For Morpheus Developers Pvt. Ltd.

  
Authorized Signatory

GOVERNMENT OF INDIA  
MINISTRY OF CORPORATE AFFAIRS  
OFFICE OF REGISTRAR OF COMPANIES,  
U.P. & UTTARAKHAND  
10/499-B, Allenganj, Khalsi Line,  
Kanpur - 208002 (U.P.)  
फोन / Phone : 0512 - 2550688 / 2540363  
फैक्स / Fax : 0512 - 2540423

Dated 13.6.2014

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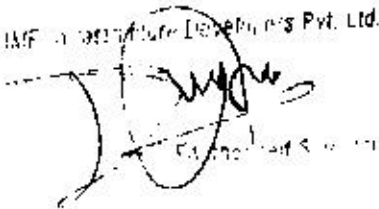
This letter is issued on the request of the concerned authority/company. In case, this letter is produced for the purpose of exemption from payment of revenue, the concerned department may take appropriate action on the merits of the case under the relevant laws, rules, regulations and due diligence without prejudice to the facts mentioned in this letter.

Yours faithfully,

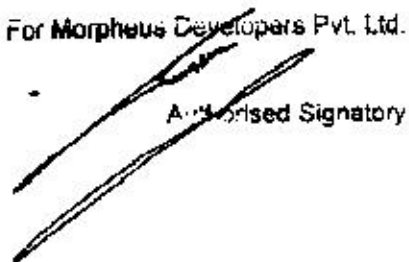
(S.P. KUMAR)

REGISTRAR OF COMPANIES  
UP & UTTARAKHAND  
KANPUR.

For MAF Infrastructure Developers Pvt. Ltd.



For Morpheus Developers Pvt. Ltd.



Authorized Signatory



WHEREAS IN WITNESS whereof this Sub Lease Deed has been entered into and conclude on the later of the dated on which any of the parties have put their respective hands, as signified below:-

First Part/ Lessee (now Sub Lessee)

Witness

1. Rakech Singh, S/o - Sh. R.K. Singh,  
R/o - 12/2, Barn Road,  
Shikra Suncity, Indrapuram,  
Ghaziabad.

2. Atkash S/o - Abdul Rasheed,  
R/o - A-403, Gamma-2,  
Greater Noida, G.B. Nagar,

For Morpheus Developers Pvt. Ltd.

Second Part/ Sub Lessee



आज दिनांक 18/06/2014 को

वर्ग में 1 जिल्द में 16160

पृष्ठ में 245 से 260 पर क्रमांक 19148

रजिस्ट्रीकृत किया गया।

रजिस्ट्रीकरण अधिकारी के हस्ताक्षर

(तेज सिंह यादव)

उपनिबन्धक सदर

गौतमबुद्धनगर

18/6/2014











## पट्टा गृहीता

Registration No. : 19148

Year : 2014

Book No. : 1

0201 गौरीपत्तन कनलप्राप्तिद्वारा पृथ्वी कराना  
म हीराव कान्ना  
पकान मन्ना 1900 बंदिर बरली नी मोजपुः दिस्ली





रा.केश. सिंह

## आर के सिंह

५५

12/2 गैर रोड शिप्रा सन सिटी इन्द्रापुरम गा0बाद यू पी

य श्री

## अकाश

अब्दुल रशीद

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ई-403 ए गा.वा-01 ग्रेटरनोएडा

६. वाक्षः भवतु मार्गसिद्धिं च विज्ञानं अमृतं निश्चयानुगाः निश्चयं गये च ।



याच्ये

उपनिबन्धक सदस्य

गौतमबुद्धनगर

18/6/2014





34

12/06/14

संस्था का नाम व पता

संस्था का नाम व पूरा पता

संस्था की स्थापना

संस्था का नाम व पूरा पता

संस्था का नाम व पूरा पता

संस्था का नाम व पूरा पता

संस्था का नाम व पूरा पता

पदनाम

Registration No 19148

Year 2014

Book No.

001 संस्था का नाम व पूरा पता

संस्था का नाम व पूरा पता

संस्था का नाम व पूरा पता

