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उत्तर प्रदेश UTTAR PRADESH

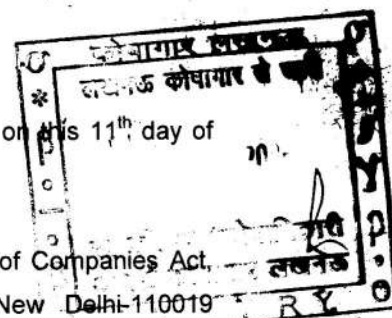
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CONSORTIUM AGREEMENT

This Consortium Agreement is made and executed at Lucknow on this 11th day of August 2006

BETWEEN

Omaxe Limited, a Company incorporated under the provisions of Companies Act, 1956, having its Registered Office at 7, L.S.C., Kalkaji, New Delhi-110019 (hereinafter referred to as the "OL") through its Authorised Signatory, Shri V.K.Tripathi, duly authorised vide Board Resolution dated 10.07.2006



For UDAL PROPERTIES PRIVATE LIMITED

Auth. Signatory/Director

For ADVAY PROPERTIES PRIVATE LIMITED

Auth. Signatory/Director

For Forever Housing & Property

Authorised Signatory/Director

For Paradise on Earth Properties Pvt. Ltd.

Authorised Signatory/Director

For Shining Home Infrastructure Pvt. Ltd.

Auth. Signatory/Director

For OMAXE LIMITED

Authorised Signatory

For AMOD BUILDERS PRIVATE LIMITED

Auth. Sign./Director

For AGASTHYA PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For ADVAITA PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For Interactive Buildtech Private Limited

Auth. Signatory/Director

For Sunlife Properties Private Limited

Auth. Signatory/Director

AND

Udal Properties Pvt. Ltd., a Company incorporated under the provisions of Companies Act, 1956, having its Registered Office at 1512-1513, Nand Vihar, Dilshad Garden, New Delhi (hereinafter referred to as the "UPPL") through its Authorised Signatory Shri Mukesh Goel, duly authorised vide Board Resolution dated 15.07.2006

For UDAL PROPERTIES PRIVATE LIMITED

Auth. Signatory/Director

For AMOD BUILDERS PRIVATE LIMITED

Auth. Sign./Director

For ADVAY PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For AGASTHYA PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For Forever Housing & Properties Pvt. Ltd.

Authorised Signatory/Director

For ADVAITA PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For Paradise on Earth Properties Pvt. Ltd.

Authorised Signatory/Director

For Interactive Buildtech Private Limited

Auth. Signatory/Director

For Shining Home Infrastructure Pvt. Ltd.

Auth. Signatory/Director

For Sunlife Properties Private Limited

Auth. Signatory/Director

For ... LIMITED

Signature

Authorised Signatory

Signature

मान्डेय
एडवाकेट
लाखनऊ

Signature

AND

Amod Builders Pvt. Ltd., a Company incorporated under the provisions of Companies Act, 1956, having its Registered Office at 61, Basant Avenue, Amritsar, Punjab (hereinafter referred to as the "ABPL") through its Authorised Signatory Shri Atul Khanna, duly authorised vide Board Resolution dated 16.07.2006

For CDAL PROPERTIES PRIVATE LIMITED

Auth. Signatory/Director

For AMOD BUILDERS PRIVATE LIMITED

Auth. Sign./Director

For ADVAY PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For AGASTHYA PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For Forever Housing & Properties Pvt. Ltd.

Authorised Signatory/Director

For ACVAITA PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For Paradise on Earth Properties Pvt. Ltd.

Auth. Sign./Director

For Interactive Buildtech Private Limited

Auth. Signatory/Director

For Shining Home Infrastructure Pvt. Ltd.

Auth. Signatory/Director

For Sunlife Properties Private Limited

Auth. Signatory/Director

For OMAXE LIMITED

Authorised Signatory

Praveen K. I

Sam

AND

Advay Properties Pvt. Ltd., a Company incorporated under the provisions of Companies Act, 1956, having its Registered Office at 61, Basant Avenue, Amritsar, Punjab (hereinafter referred to as the "APPL-2") through its Authorised Signatory Sri Mukesh Goel, duly authorised vide Board Resolution dated 15.07.2006

For UDAL PROPERTIES PRIVATE LIMITED

Auth. Signatory/Director

For AMOD BUILDERS PRIVATE LIMITED

Auth. Sign./Director

For ADVAY PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For AGASTHYA PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For Forever Housing & Properties Pvt. Ltd.

Authorised Signatory/Director

For ADVAITA PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For Paradise on Earth Properties Pvt. Ltd.

Authorised Signatory/Director

For Interactive Buildtech Private Limited

Auth. Signatory/Director

For Shining Home Infrastructure Pvt. Ltd.

Auth. Signatory/Director

For Sunlife Properties Private Limited

Auth. Signatory/Director

Bharat Pal

For ADVAY PROPERTIES PRIVATE LIMITED

Emp 2

Authorised Signatory

[Signature]

AND

Agasthya Properties Pvt. Ltd., a Company incorporated under the provisions of Companies Act, 1956, having its Registered Office at 61, Basant Avenue, Amritsar, Punjab (hereinafter referred to as the "APPL-1") through its Authorised Signatory Shri Atul Khanna, duly authorised vide Board Resolution dated 16.07.2006

For UDAL PROPERTIES PRIVATE LIMITED

Auth. Signatory/Director

For ADVAY PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For Forever Easement Pvt. Ltd.

Authorised Signatory/Director

For Paradise on Earth Properties Pvt. Ltd.

Authorised Signatory/Director

For Shining Home Infrastructure Pvt. Ltd.

Auth. Signatory/Director

Shavut Pal

For OMAKE LIMITED

Authorised Signatory

For AMOD BUILDERS PRIVATE LIMITED

Auth. Sign./Director

For AGASTHYA PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For ADVAITA PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For Interactive Buildtech Private Limited

Auth. Signatory/Director

For Sunlife Properties Private Limited

Auth. Signatory/Director

[Signature]

AND

Forever Housing and Properties Pvt. Ltd., a Company incorporated under the provisions of Companies Act, 1956, having its Registered Office at D-518-519, Gali No.1, Kali Kothi, Ratia Marg, Sangam Vihar, New Delhi-110062 (hereinafter referred to as the "FHPPL") through its Authorised Signatory Shri Mukesh Goel, duly authorised vide Board Resolution dated 15.07.2006

For UDAL PROPERTIES PRIVATE LIMITED

Auth. Signatory/Director

For AMOD BUILDERS PRIVATE LIMITED

Auth. Sign./Director

For AGASTHYA PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For ADVAITA PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For Forever Housing & Properties Pvt. Ltd.

Authorised Signatory/Director

For Interactive Buildtech Private Limited

Auth. Signatory/Director

For Paradise on Earth Properties Pvt. Ltd.

Authorised Signatory/Director

For Sunlife Properties Private Limited

Auth. Signatory/Director

For Shining Home Infrastructure Pvt. Ltd.

Auth. Signatory/Director

Mukesh Goel

For CHETNA ESTATE

Chetna

AND

Advaita Properties Pvt. Ltd., a Company incorporated under the provisions of Companies Act, 1956, having its Registered Office at 61, Basant Avenue, Amritsar, Punjab (hereinafter referred to as the "APPL-3") through its Authorised Signatory Shri Atul Khanna, duly authorised vide Board Resolution dated 16.07.2006

For UDAL PROPERTIES PRIVATE LIMITED

Auth. Signatory/Director

For AMOD BUILDERS PRIVATE LIMITED

Auth. Sing./Director

For AGASTHYA PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For ADVAITA PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For Paradise on Earth Properties Pvt. Ltd.

Authorised Signatory/Director

For Interactive Buildtech Private Limited

Auth. Signatory/Director

For Shining Home Infrastructure Pvt. Ltd.

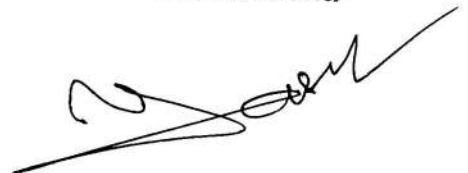
Auth. Signatory/Director

For Sunlife Properties Private Limited

Auth. Signatory/Director

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Cm/2



AND

Paradise on Earth Properties Pvt. Ltd., a Company incorporated under the provisions of Companies Act, 1956, having its Registered Office at D-518-519, Gali No.1, Kali Kothi, Ratia Marg, Sangam Vihar, New Delhi-110062 (hereinafter referred to as the "PEPPL") through its Authorised Signatory Shri Mukesh Goel, duly authorised vide Board Resolution dated 15.07.2006

For UDAL PROPERTIES PRIVATE LIMITED

Auth. Signatory/Director

For ADVAY PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For Forthright Properties Pvt. Ltd.

Auth. Sign./Director

For Paradise on Earth Properties Pvt. Ltd.

Authorised Signatory/Director

For Shining Home Infrastructure Pvt. Ltd.

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For AMOD BUILDERS PRIVATE LIMITED

Auth. Sign./Director

For AGASTHYA PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For ADVAITA PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For Interactive Buildtech Private Limited

Auth. Signatory/Director

For Sunlife Properties Private Limited

Auth. Signatory/Director

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AND

Interactive Buildtech Pvt. Ltd., a Company incorporated under the provisions of Companies Act, 1956, having its Registered Office at D-518-519, Gali No.1, Kali Kothi Ratia Marg, Sangam Vihar, New Delhi-110062 (hereinafter referred to as the "IBPL") through its Authorised Signatory Shri Atul Khanna, duly authorised vide Board Resolution dated 16.07.2006

For UDAL PROPERTIES PRIVATE LIMITED

Auth. Signatory/Director

For ADVAY PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For Paradise on Earth Properties Pvt. Ltd.

Authorised Signatory/Director

For Shining Home Infrastructure Pvt. Ltd.

Auth. Signatory/Director

Bhanu Patel

For OMAXE LIMITED

Auth. Signatory

For AMOD BUILDERS PRIVATE LIMITED

Auth. Sign./Director

For AGASTHYA PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For ADVAITA PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For Interactive Buildtech Private Limited

Auth. Signatory/Director

For Sunlife Properties Private Limited

Auth. Signatory/Director

[Signature]

AND

Shining Home Infrastructure Pvt. Ltd., a Company incorporated under the provisions of Companies Act, 1956, having its Registered Office at D-8B, Gali No.19, Madhu Vihar, New Delhi -110092 (hereinafter referred to as the "SHIPL") through its Authorised Signatory Shri Mukesh Goel, duly authorised vide Board Resolution dated 15.07.2006

For UDAL PROPERTIES PRIVATE LIMITED

Auth. Signatory/Director

For ADVAY PROPERTIES PRIVATE LIMITED

Auth. Signatory/Director

For Forever Housing & Properties Pvt. Ltd.

Authorised Signatory/Director

For Paradise on Earth Properties Pvt. Ltd.

Authorised Signatory/Director

For Shining Home Infrastructure Pvt. Ltd.

Auth. Signatory/Director

Bharat Pd

For OMAXE LIMITED

Auth. Signatory

For AMOD BUILDERS PRIVATE LIMITED

Auth. Sign./Director

For AGASTHYA PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For ADVAITA PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For Interactive Buildtech Private Limited

Auth. Signatory/Director

For Sunlife Properties Private Limited

Auth. Signatory/Director

Signature

AND

Sunlife Properties Pvt. Ltd., a Company incorporated under the provisions of Companies Act, 1956, having its Registered Office at D-518-519, Gali No.1, Kali Kothi Ratia Marg, Sangam Vihar, New Delhi-110062 (hereinafter referred to as the "SPPL") through its Authorised Signatory Shri Atul Khanna, duly authorised vide Board Resolution dated 16.07.2006

For ADVAY PROPERTIES

Auth. Sign./Director

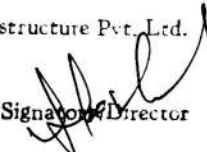
For ADVAY PROPERTIES

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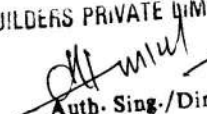


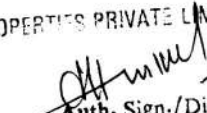
For Paradise on Earth Properties Pvt. Ltd.

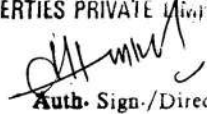
Authorised Signatory/Director

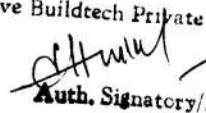
For Shining Home Infrastructure Pvt. Ltd.

Auth. Signatory/Director

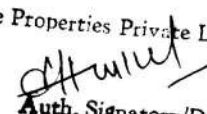
Bharat Pal

For AMOD BUILDERS PRIVATE LIMITED

Auth. Sign./Director

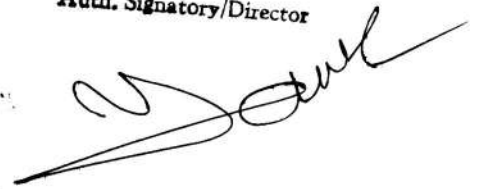
For AGASTHYA PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For ADVAITA PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For Interactive Buildtech Private Limited

Auth. Signatory/Director

For Sunlife Properties Private Limited

Auth. Signatory/Director

For PRADYUMN INFRA

AND

Mr. Yash Pal, son of Shri Girraj, resident of Village Bhawana, Post Amrauli, Tehsil Palwal, Distt. Faridabad, Haryana (hereinafter referred to as the "YP")

For UNAL PROPERTIES PRIVATE LIMITED

Auth. Signatory/Director

For ADVAY PROPERTIES PRIVATE LIMITED

Auth. Signatory/Director

For Paradise on Earth Properties Pvt. Ltd.

Authorised Signatory/Director

For Shining Home 1 Real Estate Pvt. Ltd.

Auth. Signatory/Director

Bharat Pal

For OMAXE LIMITED

Authorised Signatory

For AMOD BUILDERS PRIVATE LIMITED

Auth. Sign./Director

For AGASTHYA PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For ADVAITA PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For Interactive Buildtech Private Limited

Auth. Signatory/Director

For Sunlife Properties Private Limited

Auth. Signatory/Director

[Signature]

AND

Mr. Bharat Pal, son of Shri Dharamveer alias Dharampal, resident of Village & Post Bhaindowli, Tehsil Hodal, Distt. Faridabad, Haryana (hereinafter referred to as the "BP")

For ADVAY PROPERTIES PRIVATE LIMITED

For Forever Housing & Properties Pvt. Ltd.

Authorised Signatory/Director

For Paradise on Earth Properties Pvt. Ltd.

Authorised Signatory/Director

For Shining Home Infrastructure Pvt. Ltd.

Auth. Signatory/Director

Bharat Pal

For OMAXE LIMITED

Authorised Signatory

For AMOD BUILDERS PRIVATE LIMITED

Auth. Sign./Director

For AGASTHYA PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For ADVAITA PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For Interactive Buildtech Private Limited

Auth. Signatory/Director

For Sunlife Properties Private Limited

Auth. Signatory/Director

OL, UPPL, ABPL, APPL-1, APPL-2, APPL-3, YP, BP, FHPPL, PEPPL, SHIPL, IBPL, SPPL hereinafter referred 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.

For UNAL PROPERTIES PRIVATE LIMITED

Auth. Signatory/Director

For AMOD BUILDERS PRIVATE LIMITED

Auth. Sign./Director

For AGASTHYA PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For ADVAITA PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For Forever Housing & Properties Pvt. Ltd.

Authorised Signatory/Director

For Interactive Buildtech Private Limited

Auth. Signatory/Director

For Paradise on Earth Properties Pvt. Ltd.

Authorised Signatory/Director

For Sunlife Properties Private Limited

Auth. Signatory/Director

For Shining Home Infrastructure Pvt. Ltd.

Auth. Signatory/Director

Shant Pal

Singh

3
NOW THIS CONSORTIUM AGREEMENT AND ITS TERMS AND CONDITIONS
ARE WITNESSETH AS UNDER:

1. LEAD MEMBER

- 1.1 All the Consortium member, have mutually decided to appoint M/s Omaxe Limited as Private Developer and Lead member.

For UDAL PROPERTIES PRIVATE LIMITED

Auth. Signatory/Director

For ADVAY PROPERTIES PRIVATE LIMITED

Auth. Signatory/Director

For Paradise on Earth

For Paradise on Earth

For Shining Home Infrastructure Pvt. Ltd.

Auth. Signatory/Director

Bhavit Pal

For OMAXE LIMITED

1/12
Authorised Signatory

For AMOD BUILDERS PRIVATE LIMITED

Auth. Sign./Director

For AGASTHYA PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For ADVAITA PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For Interactive Buildtech Private Limited

Auth. Signatory/Director

For Sunlife Properties Private Limited

Auth. Signatory/Director

Signature

2. AIM AND SCOPE OF CONSORTIUM 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.

For UDAL PROPERTIES PRIVATE LIMITED

Auth. Signatory/Director

For ADVAY PROPERTIES PRIVATE LIMITED

For Forever Housing & Properties Pvt. Ltd.

Authorised Signatory/Director

For Paradise on Earth Properties Pvt. Ltd.

Authorised Signatory/Director

For Shining Home Infrastructure Pvt. Ltd.

Auth. Signatory/Director

Bhargava Patel

For OMAXE LIMITED

Authorised Signatory

For AMOD BUILDERS PRIVATE LIMITED

Auth. Sign./Director

For AGASTHYA PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For ADVAITA PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For Sunlife Properties Private Limited

Auth. Signatory/Director

3. SHAREHOLDING BASIS IN CONSORTIUM

- 3.1 Omaxe Ltd. shall act as a lead member of the Consortium. ~~The other members of the consortium also gives general Power of Attorney in favour of Omaxe Ltd in relation of the said Project through this consortium agreement.~~
- 3.2 The Shareholding of the members of the consortium shall be mutually decided later on.

For UDAL PROPERTIES PRIVATE LIMITED

Auth. Signatory/Director

For ADVAY PROPERTIES PRIVATE LIMITED

Auth. Signatory/Director

For P. S. P. Properties Private Limited

Auth. Signatory/Director

For Paradise on Earth Properties Pvt. Ltd.

Authorized Signatory

For Shining Home Infrastructure Pvt. Ltd.

Auth. Signatory/Director

Shantel Pal

For AMOD BUILDERS PRIVATE LIMITED

Auth. Sign./Director

For AGASTHYA PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For ADVAITA PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For Interactive Buildtech Private Limited

Auth. Signatory/Director

For Sunlife Properties Private Limited

Auth. Signatory/Director

For OMAXE LIMITED

Authorized Signatory

4. PROJECT MANAGEMENT STRUCTURE AND ROLES OF THE MEMBERS:

Omaxe Ltd. as Private Developer as per definition of Lucknow Development Authority and arrange for land and finances for the project.

For UDAL PROPERTIES PRIVATE LIMITED

Auth. Signatory/Director

For AMOD BUILDERS PRIVATE LIMITED

Auth. Sign./Director

For UDAL PROPERTIES PRIVATE LIMITED

For AGASTHYA PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For Forever Housing & Properties Pvt. Ltd.

Authorised Signatory/Director

For ADVAITA PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For Paradise on Earth Properties Pvt. Ltd.

Authorised Signatory/Director

For Interactive Buildtech Private Limited

Auth. Signatory/Director

For Shining Home Infrastructure Pvt. Ltd.

Auth. Signatory/Director

For Sunlife Properties Private Limited

Auth. Signatory/Director

For OMAXE LIMITED

Authorised Signatory

Bhagat Pal

5. FUNDING AND BASIS OF SHARING THE EXPENDITURE AND REMUNERATION

5.1 Upto the Allotment of the Project in the name of Consortium, all cost relating to the Project shall be borne by the consortium.

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 contributed by the consortium members in, the ratio of their shareholding.

5.3 Upon completion of the Project any Profit and loss shall be shared by the Consortium members in ratio of their shareholding.

For UDAL PROPERTIES PRIVATE LIMITED

Auth. Signatory/Director

For ADVAY PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For Sunrise Housing Pvt. Ltd.

For Paradise on Earth Properties Pvt. Ltd.

Authorised Signatory/Director

For Shining Home Infrastructure Pvt. Ltd.

Auth. Signatory/Director

Bharat Pal

For SURESH PROPERTIES

19/12

For AMOD BUILDERS PRIVATE LIMITED

Auth. Sign./Director

For AGASTHYA PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For ADVAITA PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For Interactive Buildtech Private Limited

Auth. Signatory/Director

For Sunlife Properties Private Limited

Auth. Signatory/Director

Signature

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 undertake to consult each other.


For ADVAY PROPERTIES PRIVATE LIMITED


Auth. Sign./Director

For ADVAY PROPERTIES PRIVATE LIMITED


Auth. Sign./Director

For Paradise on Earth Properties Pvt. Ltd


Authorised Signatory/Director

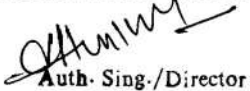
For Shining Home Infrastructure Pvt. Ltd.


Auth. Signatory/Director

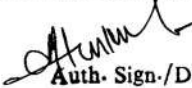
For Forever Housing & Properties Pvt. Ltd.


Authorised Signatory/Director

For AMOD BUILDERS PRIVATE LIMITED


Auth. Sign./Director

For AGASTHYA PROPERTIES PRIVATE LIMITED


Auth. Sign./Director

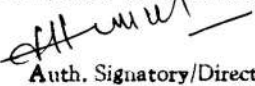
For ADVAITA PROPERTIES PRIVATE LIMITED


Auth. Sign./Director

For Interactive Buildtech Private Limited


Auth. Signatory/Director

For Sunlife Properties Private Limited


Auth. Signatory/Director



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 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.

For UDAL PROPERTIES PRIVATE LIMITED

Auth. Signatory/Director

For ADVAY PROPERTIES PRIVATE LIMITED

Auth. Signatory/Director

For Forever Housing & Properties Pvt. Ltd.

Authorised Signatory/Director

For Paradise on Earth Properties Pvt. Ltd.

Authorised Signatory/Director

For Shining Home Infrastructure Pvt. Ltd.

Auth. Signatory/Director

Bharat Pal

For OMAXE LIMITED

Authorised Signatory

For AMCO BUILDERS PRIVATE LIMITED

Auth. Sign./Director

For AGASTHYA PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For ADVAITA PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For Interactive Buildtech Private Limited

Auth. Signatory/Director

For Sunlife Properties Private Limited

Auth. Signatory/Director

- 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 authorised 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 for this project.

For UDAL PROPERTIES PRIVATE LIMITED

Auth. Signatory/Director

For ADVAY PROPERTIES PRIVATE LIMITED

Auth. Signatory/Director

For Forever Housing & Properties Pvt. Ltd.

Authorised Signatory/Director

For Paradise on Earth Properties Pvt. Ltd.

Authorised Signatory/Director

For Shining Home Infrastructure Pvt. Ltd.

Auth. Signatory/Director

Bhav Pal

For OMAXE LIMITED

19/2
Authorised Signatory

For AMOD BUILDERS PRIVATE LIMITED

Auth. Sign./Director

For AGASTHYA PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For ADVAITA PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For Interactive Buildtech Private Limited

Auth. Signatory/Director

For Sunlife Properties Private Limited

Auth. Signatory/Director

- 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 this 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.

For UDAL PROPERTIES PRIVATE LIMITED

Auth. Signatory/Director

For ADVAY PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For Advaitha Properties Pvt. Ltd.

Authorized Signatory/Director

For Paradise On Earth Properties Pvt. Ltd.

Auth. Signatory/Director

For Shining Home Infrastructure Pvt. Ltd.

Auth. Signatory/Director

Bharat Lal

For OMAXE LIMITED

Authorized Signatory

For AMOD BUILDERS PRIVATE LIMITED

Auth. Sign./Director

For AGASTHYA PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For ADVAITHA PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For Interactive Buildtech Private Limited

Auth. Signatory/Director

For Sunlife Properties Private Limited

Auth. Signatory/Director

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भागीदारी विवेक

भागीदारी को ध्वस्त
श्री / श्रीमती ओमेक्स लि. द्वारा अधि. हस्ता. वी. के. त्रिपाठी
पुत्र / पत्नी श्री जी. के. त्रिपाठी
पेशा नौकरी
निवासी स्थानी 1/360, वास्तुखण्ड गोमती नगर, लखनऊ
अस्थाप्री पता
वे ग्रह लेखपत्र इस कार्यालय दिनांक 11/8/2006 समय 5:40PM
वजे निदम्यन हेतु पेश किया।

100.00 20 120.00 1,000

फ्रीड रजिस्ट्री नकल व प्रति शुल्क योग शब्द लगभग

11/8



ओ. पी. सिंह
उप निबन्धक (द्वितीय)
लखनऊ
11/8/2006

निष्पादन लेखपत्र बाद सुनने व समझने धन्यम्

भागीदार
श्री/श्रीमती ओमेक्स लि. द्वारा
अधि. हस्ता. वी. के. त्रिपाठी
पुत्र/पत्नी श्री जी. के. त्रिपाठी
पेशा नौकरी
निवासी 1/360, वास्तुखण्ड गोमती नगर, लखनऊ

11/8



श्री/श्रीमती उदय प्रापटीज
प्रा. लि. डा. अधि. हस्ता. मुकेश गोयल
पुत्र/पत्नी श्री स्व. दयाराम गोयल
पेशा नौकरी
निवासी म. नं. 534/2, सेक्टर-9, इन्दिरा
नगर, लखनऊ

11/8



श्री/श्रीमती अदय प्रापटीज
प्रा. लि. डा. अधि. हस्ता. मुकेश गोयल
पुत्र/पत्नी श्री स्व. दयाराम गोयल
पेशा नौकरी
निवासी म. नं. 534/2, सेक्टर-9, इन्दिरा
नगर, लखनऊ



श्री/श्रीमती फारएवर डा. एन्ड प्रापटीज
प्रा. लि. डा. अधि. हस्ता. मुकेश गोयल
पुत्र/पत्नी श्री स्व. दयाराम गोयल
पेशा नौकरी
निवासी म. नं. 534/2, सेक्टर-9, इन्दिरा
नगर, लखनऊ



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.

For UDAL PROPERTIES PRIVATE LIMITED

Auth. Signatory/Director

For AMOD BUILDERS PRIVATE LIMITED

Auth. Sign./Director

For AGASTHYA PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For ADVAITA PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For Interactive Buildtech Private Limited

Auth. Signatory/Director

For Paradise on Earth Properties Pvt. Ltd.

Authorised Signatory/Director

For Shining Home Infrastructure Pvt. Ltd.

Auth. Signatory/Director

For Sunlife Properties Private Limited

Auth. Signatory/Director

Bhurat Pal

For CHANDRA LIMITED

5/12/2

Authorised Signatory

[Handwritten signature]

श्री/श्रीमती पैराडाइज आन अर्थ प्रापर्टीज
प्रा.लि.द्रा.अधि.हस्ता.मुकेश गोयल
पुत्र/पत्नी श्री स्व.दयाराम गोयल
पेशा नौकरी
निवासी म.नं.534/2,सेक्टर-9,इन्दिरा
नगर,लखनऊ



श्री/श्रीमती शाहुनिंग होम इन्व्हेस्टमेन्ट
प्रा.लि.द्रा.अधि.हस्ता.मुकेश गोयल
पुत्र/पत्नी श्री स्व.दयाराम गोयल
पेशा नौकरी
निवासी म.नं.534/2,सेक्टर-9,इन्दिरा
नगर,लखनऊ



श्री/श्रीमती आमोद बिल्डर्स
प्रा.लि.द्रा.अधि.हस्ता.अतुल खन्ना
पुत्र/पत्नी श्री स्व.आर.सी.खन्ना
पेशा नौकरी
निवासी 12,कारपोरेश फ्लैट महानगर लखनऊ



श्री/श्रीमती अगस्तया प्रापर्टीज
प्रा.लि.द्रा.अधि.हस्ता.अतुल खन्ना
पुत्र/पत्नी श्री स्व.आर.सी.खन्ना
पेशा नौकरी
निवासी 12,कारपोरेश फ्लैट महानगर लखनऊ



श्री/श्रीमती अदयिता प्रापर्टीज
प्रा.लि.द्रा.अधि.हस्ता.अतुल खन्ना
पुत्र/पत्नी श्री स्व.आर.सी.खन्ना
पेशा नौकरी
निवासी 12,कारपोरेश फ्लैट महानगर लखनऊ



श्री/श्रीमती इन्ट.बिल्डटेक
प्रा.लि.द्रा.अधि.हस्ता.अतुल खन्ना
पुत्र/पत्नी श्री स्व.आर.सी.खन्ना
पेशा नौकरी
निवासी 12,कारपोरेश फ्लैट महानगर लखनऊ



श्री/श्रीमती सनसाइप प्रापर्टीज
प्रा.लि.द्रा.अधि.हस्ता.अतुल खन्ना
पुत्र/पत्नी श्री स्व.आर.सी.खन्ना
पेशा नौकरी
निवासी 12,कारपोरेश फ्लैट महानगर लखनऊ



Validity

6.9 (i) Termination of consortium agreement: This Consortium Agreement shall be terminated upon the arrival of the first of the following events:

- a. Rejection of our proposal by the Government of Uttar Pradesh.
- b. Upon Completion of the project.

(ii) The consortium agreement shall be valid and enforceable till the completion of the Project.

For UDAL PROPERTIES PRIVATE LIMITED

Auth. Signatory/Director

For ADVAY PROPERTIES PRIVATE LIMITED

Auth. Signatory/Director

For Forever Housing & Properties Pvt.,

Authorised Signatory/Director

For Paradise on Earth Properties Pvt. Ltd.

Authorised Signatory/Director

For Shining Home Infrastructure Pvt. Ltd.

Auth. Signatory/Director

Shruti RL

For AMOD BUILDERS PRIVATE LIMITED

Auth. Sign./Director

For AGASTHYA PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For ADVAITA PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For Interactive Buildtech Private Limited

Auth. Signatory/Director

For Sunlife Properties Private Limited

Auth. Signatory/Director

19/3

[Handwritten signature]

श्री/श्रीमती यशपाल
पुत्र/पत्नी श्री गिरिराज
पेशा नौकरी
निवासी ग्राम भवाना पो.अमरौली जि.फरीदाबाद

श्री/श्रीमती भारत पाल
पुत्र/पत्नी श्री धरमपाल
पेशा नौकरी
निवासी ग्राम व पोस्ट मैन्डोली तह.होडल
जि.फरीदाबाद

ने निष्पादन स्वीकार किया ।

जिनकी पहचान श्री हरीराम
पुत्र श्री स्व.गया प्रसाद
पेशा व्यापार
निवासी दुगावौ, लखनऊ
व श्री के.एल.पान्डेय
पुत्र श्री स्व.आर.एन.पान्डेय
पेशा व्यापार
निवासी सी-1, गहमर कुंज धिनहट, लखनऊ

ने की ।

प्रत्यक्षतः भद्र साक्षियों के निशान अंगूठे नियमानुसार लिये गये हैं ।



ओ.पी. सिंह
उप निबन्धक (द्वितीय)
लखनऊ
11/8/2006

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 [illegible]
Auth. Sign./Director

For ADVAY PROPERTIES
Auth. Sign./Director

For Forever Housing & Properties Pvt. Ltd.
Authorised Signatory/Director

For Paradise on Earth Properties Pvt. Ltd.
Authorised Signatory/Director

For Shining Home Infrastructure Pvt. Ltd.
Auth. Signatory/Director

Bharat Pal

For OMAXE LIMITED
Authorised Signatory

For AMOD BUILDERS PRIVATE LIMITED
Auth. Sign./Director

For AGASTHYA PROPERTIES PRIVATE LIMITED
Auth. Sign./Director

For ADVAITA PROPERTIES PRIVATE LIMITED
Auth. Sign./Director

For Interactive Buildtech Private Limited
Auth. Signatory/Director

For Sunlife Properties Private Limited
Auth. Signatory/Director

भागीदार

Registration No

314

Year : 2006

Book No.

4

0101 ओमेक्स लि.प्रारा अधि.हस्ता.वी.के.त्रिपाठी

जी.के.त्रिपाठी

1/360,वास्तुखण्ड गोमती नगर,लखनऊ

नौकरी



0102 उदल प्रापर्टीज प्रा.लि.द्रा.अधि.हस्ता.मुकेश गोयल

स्व.दयाराम गोयल

म.नं.534/2,सेक्टर-9,इन्दिरा नगर,लखनऊ

नौकरी



0103 अदवय प्रापर्टीज प्रा.लि.द्रा.अधि.हस्ता.मुकेश गोयल

स्व.दयाराम गोयल

म.नं.534/2,सेक्टर-9,इन्दिरा नगर,लखनऊ

नौकरी



0104 फारएवर हा.एन्ड प्रापर्टीज प्रा.लि.द्रा.अधि.हस्ता.मुकेश गोयल

स्व.दयाराम गोयल

म.नं.534/2,सेक्टर-9,इन्दिरा नगर,लखनऊ

नौकरी



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:

नोट: चारा 3.1 में सतर 2 से अंतिम भाग के सतर 3, 4 पूरी करी है।

WITNESSES:

1. चरन राम पुरा होंगवाय
Charan Ram

2. K. L. Pandey
C-1, Sahingate
Chinhate

For UDAL PROPERTIES PRIVATE LIMITED

Auth. Signatory/Director

For ADVAY PROPERTIES

For Paradise on Earth Properties Pvt. Ltd.

Authorised Signatory/Director

For Shining Home Infrastructure Pvt. Ltd.

Auth. Signatory/Director

Shivratel

For OMAXE LIMITED

Authorised Signatory

For AMOD BUILDERS PRIVATE LIMITED

Auth. Sign./Director

For AGASTHYA PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For ADVAITA PROPERTIES PRIVATE LIMITED

Auth. Sign./Director

For Interactive Buildtech Private Limited

Auth. Signatory/Director

For Sunlife Properties Private Limited

Auth. Signatory/Director

भागीदार

Registration No

314

Year :

2006

Book No.

4

0105 पैसाडाइज आन अर्थ प्रापर्टीज प्रा.लि.द्रा.अधि.हस्ता.मुकेश गोयल

स्व.दयाराम गोयल

म.नं.534/2,सेक्टर-9,इन्दिरा नगर,लखनऊ

नौकरी



0106 शाईनिंग होम इन्सफेक्चर प्रा.लि.द्रा.अधि.हस्ता.मुकेश गोयल

स्व.दयाराम गोयल

म.नं.534/2,सेक्टर-9,इन्दिरा नगर,लखनऊ

नौकरी



0107 आमोद बिल्डर्स प्रा.लि.द्रा.अधि.हस्ता.अतुल खन्ना

स्व.आर.सी.खन्ना

12,कारपोरेश फ्लैट महानगर लखनऊ

नौकरी



0108 अगस्त्या प्रापर्टीज प्रा.लि.द्रा.अधि.हस्ता.अतुल खन्ना

स्व.आर.सी.खन्ना

12,कारपोरेश फ्लैट महानगर लखनऊ

नौकरी



रजिस्ट्रेशन अधिनियम-1908 की धारा 32-ए, के अनुपालन
हेतु फिंगर्स प्रिन्ट्स

प्रस्तुतकर्ता/विक्रेता का नाम व पता :- V. K. Tripathi

बायें हाथ के अंगुलियों के चिन्ह :-



दाहिने हाथ के अंगुलियों के चिन्ह :-

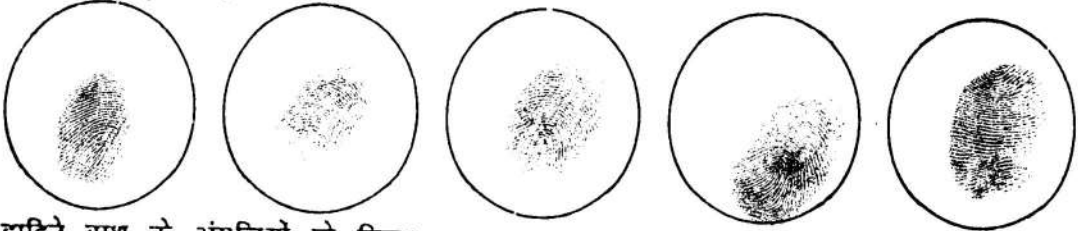


विक्रेता/क्रेता का नाम व पता :-

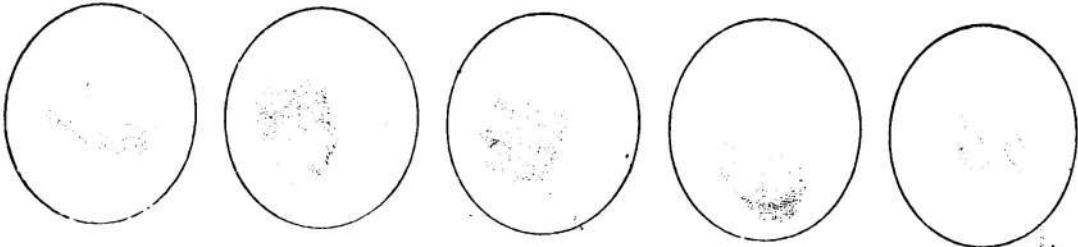
प्रस्तुतकर्ता/विक्रेता/क्रेता के हस्ताक्षर

Mukesh Goel

बायें हाथ के अंगुलियों के चिन्ह :-



दाहिने हाथ के अंगुलियों के चिन्ह :-



विक्रेता/क्रेता के हस्ताक्षर

भागीदार

Registration No

314

Year :

2006

Book No.

4

0109 अदविता प्रापर्टीज प्रा.लि.द्रा.अधि.हस्ता.अतुल खन्ना

स्व.आर.सी.खन्ना

12,कारपोरेश फ्लैट महानगर लखनऊ

नौकरी



0110 इन्ट.बिल्डटेक प्रा.लि.द्रा.अधि.हस्ता.अतुल खन्ना

स्व.आर.सी.खन्ना

12,कारपोरेश फ्लैट महानगर लखनऊ

नौकरी



0111 सनलाइप प्रापर्टीज प्रा.लि.द्रा.अधि.हस्ता.अतुल खन्ना

स्व.आर.सी.खन्ना

12,कारपोरेश फ्लैट महानगर लखनऊ

नौकरी



0112 यशपाल

गिरिराज

ग्राम भवाना पो.अमरौली जि.फरीदाबाद

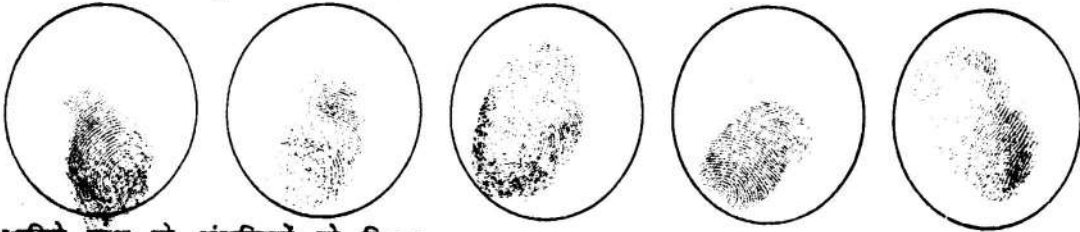
नौकरी



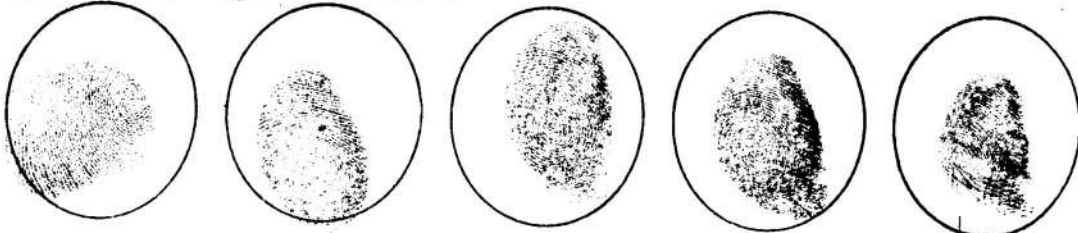
२ रजिस्ट्रेशन अधिनियम-1908 की धारा 32-ए, के अनुपालन
हेतु फिंगर्स प्रिन्ट्स

प्रस्तुतकर्ता/विक्रेता का नाम व पता :- अनुल खन्ना

बायें हाथ के अंगुलियों के चिन्ह :-



दाहिने हाथ के अंगुलियों के चिन्ह :-

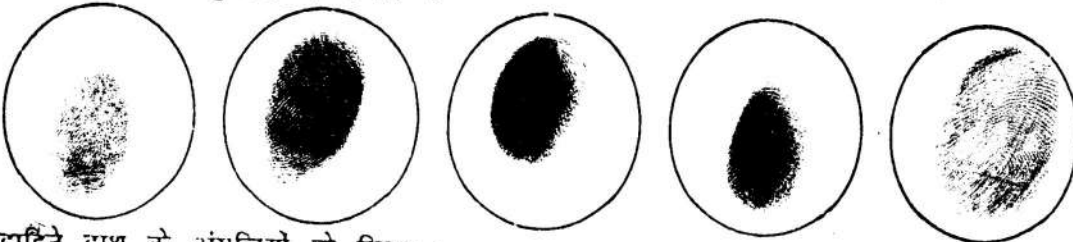


विक्रेता/क्रेता का नाम व पता :-

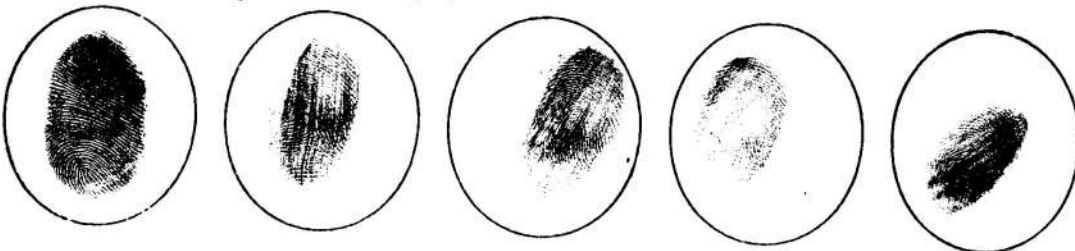
प्रस्तुतकर्ता/विक्रेता/क्रेता के हस्ताक्षर

अशपाल पुष्प गिरिजा

बायें हाथ के अंगुलियों के चिन्ह :-



दाहिने हाथ के अंगुलियों के चिन्ह :-



विक्रेता/क्रेता के हस्ताक्षर

Paul

भागीदार

Registration No 314

Year : 2006

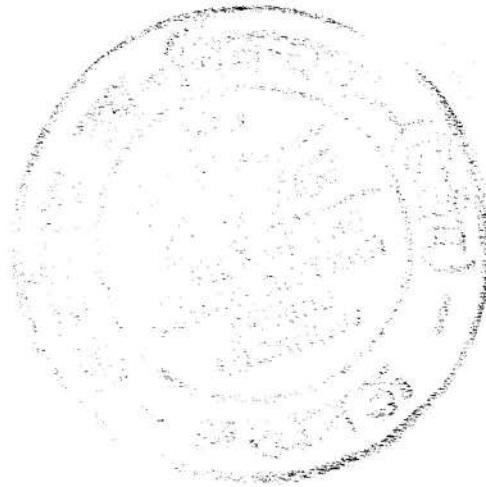
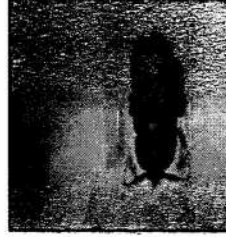
Book No. 4

0113 भारत पाल

धरमपाल

ग्राम व पोस्ट मैन्डोली तह.होडल जि.फरीदाबाद

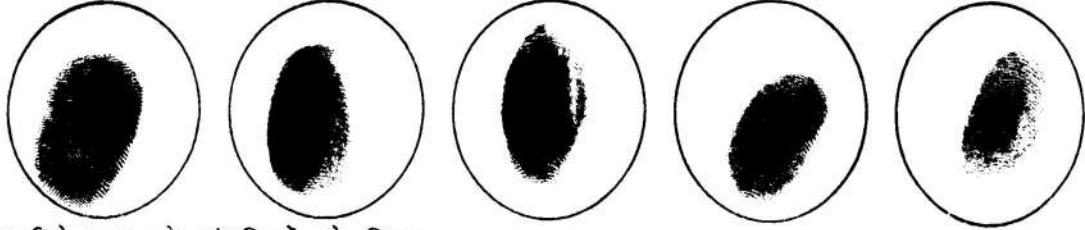
नौकरी



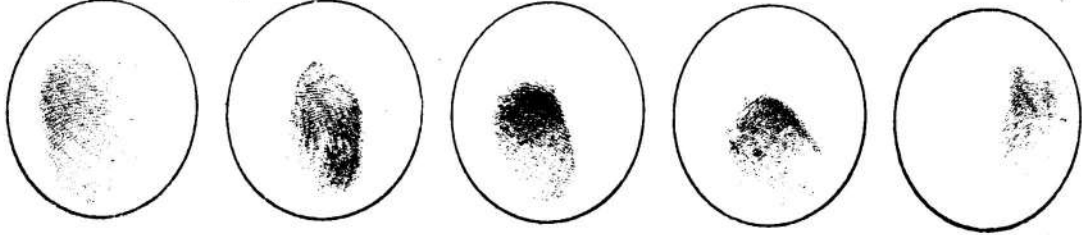
रजिस्ट्रेशन अधिनियम-1908 की धारा 32-ए, के अनुपालन
हेतु फिंगर्स प्रिन्ट्स

प्रस्तुतकर्ता/विक्रेता का नाम व पता :- शारदपाल पुष्प धर्म शर्मा

बायें हाथ के अंगुलियों के चिन्ह :-



दाहिने हाथ के अंगुलियों के चिन्ह :-

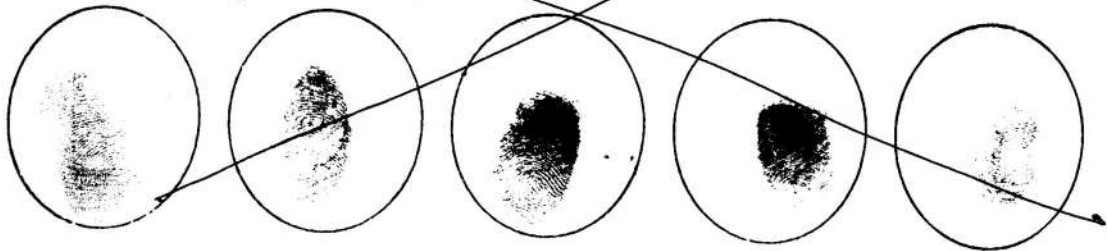


विक्रेता/क्रेता का नाम व पता :- Shardul
प्रस्तुतकर्ता/विक्रेता/क्रेता के हस्ताक्षर

बायें हाथ के अंगुलियों के चिन्ह :-



दाहिने हाथ के अंगुलियों के चिन्ह :-



विक्रेता/क्रेता के हस्ताक्षर