knowledge on the part of the Transferee or any of its agents, representatives, officers or employees. Each of the recitals shall be treated as representation and warranty of the Transferors. All representations, warranties, obligations, covenants and indemnities of the Transferors under this Transfer Deed shall be joint and several.

4. <u>INDEMNIFICATION</u>

The Transferors hereby, jointly and severally, agree and undertake that they shall, at all times, keep and hold the Transferee and its directors, officers and employees fully indemnified, saved, defended and harmless, from and against all claims, suits, actions, proceedings, and all costs, charges, expenses, fines, penalties, prosecutions, losses, damages, liabilities and demands which the Transferee may bear, incur or suffer, and, or, which may be made, levied or imposed on the Transferee, and, or, claimed from the Transferee, due to or by reason or virtue of (i) any defect in or want of title or in relation to the marketability or possession or quiet enjoyment of the Land or any part thereof; (ii) any legal, quasi-legal, administrative, claims, actions, notices, litigations, arbitrations, mediation, conciliation, garnishee or other proceedings of any nature whatsoever against or with respect to the Land or any portion thereof or against the Transferors relating to the Land; (iii) any of the representations, warranties, assurances and other terms and conditions of this Transfer Deed being found to be false, untrue and, or, misleading in any manner whatsoever; and, or, (iv) breach of the Transferors' obligations, covenants and undertakings under this Transfer Deed; and, or, (v) Transferors having suppressed or concealed any facts, documents or information from the Transferee.

5. <u>COSTS & EXPENSES</u>

The stamp duty, transfer duty, registration fee, and all other costs related to the Transfer Deed shall be borne by the Transferee.

6. MISCELLANEOUS

The Transferors and the Transferee confirm that they have passed necessary board resolutions for the purposes of giving effect to the transactions contemplated herein and a copy of such resolutions is annexed herewith at Annexure A.

The stamp duty is remitted on the present instrument of Transfer deed as the transaction of Transfer is entered among the 100% wholly owned subsidiary companies (here-in-after referred to as Transferors and Transferee) of a common holding company, M/s. Shrey Promoters Private limited in pursuance to the Notification no. 1 dated 16-01-1937 issued by governor general in council and made applicable to the state of Uttar Pradesh vide notification no. M.599/X-501 dated 25-03-1942 issued by the Finance Department of State of Uttar Pradesh and Notification no. S.V.K.N.-5-4720/11-2009-500(129)/2009 dated 10-09-2009 issued by Kar Evam Nibandhan Anubhag-5, State Government of Uttar Pradesh. The said notification have not been cancelled and are still in existence till date and the exemptions under the said notifications are applicable. The Transferors and Transferee companies are limited by shares as defined under the Companies Act, 1956. The 100% share capital of Transferors and Transferee are beneficially hold by common holding company, M/s. Shrey Premoters Private Limited and the Transferors and Transferee companies have obtained certificates in this regard from the Registrar of Companies, State of Uttar Pradesh, Kanpur, Uttar Pradesh, enclosed herewith. Hence, no stamp duty is being paid on this document.

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SITE PLAN

KHASRA No. - 2243, 2244, 2246, 2380, 2381, 2382, 2383, 2384, 2385, 2388,

2396, 2399, 2400, 2401, 2402, 2403 & 2406.

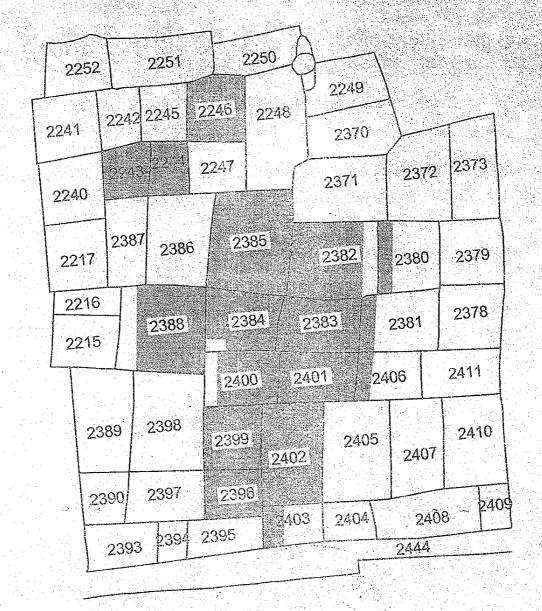
VILLAGE

:- SHAHPUR BAMHETA.

PARGANA

:- DASNA,

TEHSIL & ZILA :- GHAZIABAD.



TOTAL LAND AREA = 3.8490 Hectare.

SELLER:-

PURCHASER:-

Madeday



In terms of the provisions of Section 610 of the Companies Act, 1956, the required information/documents can also be accessed from the Ministry's website 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 4 of the Companies Act, 1956 in the matter.

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Yours faithfully,

(S.P. Kumar)
Registrar of Companies
UP & Uttarakhand
Kanpur.

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भारत सरकार कारधोरेट कार्य मंत्रालय कार्यालय कम्पनी रजिस्ट्रार, उ.प्र. एवं उत्तराखण्ड 10/499-बी, ऐलनगंज, खलासी लाइन, कानपुर – 208002 (उ.प्र.) वेबसाइट/ Website:

www.mca.gov.in

ई—मेल / E-mail : roc.kanpur@mca.gov.in

No. ROC/Misc/holding subsidiary/ 3575

M/s. GEMS BUILDCON PRIVATE LIMITED 17-B, MGF House, Asaf Ali Road, New Delhi- 110 002

GOVERNMENT OF INDIA MINISTRY OF CORPORATE AFFAIRS OFFICE OF REGISTRAR OF COMPANIES, U.P. & UTTARAKHAND 10/499-B, Allenganj, Khalasi Line, Kanpur – 208002 (U.P.)

फोन / Phone : 0512 - 2550688 / 2540383

फैक्स / Fax :

0512 - 2540423

Dated 70 /- 2014

Sub: Request for Certificate for Holding-Subsidiary (100% wholly owned subsidiary-holding) relationship of M/s. Gems Buildcon Private Limited and M/s. Shrey Promoters Private Limited and their shareholding pattern.

Sir,

I have to refer to your letter dated 14.01.2014 on the subject cited above and to state that as per Registrar of Companies, NCT of Delhi & Haryana's letter No. ROC/Misc/9481 dated 10.01.2014 M/s. Gems Buildcon Private Limited was incorporated on 29.06.2005 and as per Annual Return made upto 27.09.2013 filed with their office on 24.11.2013, the followings are the shareholders of the company —

a)M/s. Shrey Promoters Private Limited (SPPL) : 9,900 Shares b)M/s. Vitality Conbuild Private Limited as nominee of SPPL : 100 Shares

: 10000 Shares

In view of above holding, the captioned company i.e. M/s. Gems Buildcon Private Limited becomes a subsidiary of Shrey Promoters Private Limited (SPPL), which alongwith its nominee is holding entire share capital of the captioned company.

The above information is based upon the letter No. ROC/Misc/9481 dated 10.01.2014 issued by the Registrar of Companies, NCT of Delhi & Haryana, New Delhi, request letter dated 14.01.2014 of M/s. Gems Buildcon Private Limited and affidavits submitted by Mr. Anurag Singhal, Authorised Representative of M/s. Gems Buildcon Private Limited & Mr. Chintan Dewan, Authorised Representative of M/s. Shrey Promoters Private Limited, a certificate dated 13.01.2014 regarding holding subsidiary issued by the Company Secretary in practice Shri Don Banthia (C.P. No. 12613) and copy of resolution dated 25.11.2013 submitted by M/s. Gems Buildcon Private Limited and also as per Annual Return made upto 27.09.2013 filed with Registrar of Companies, NCT of Delhi & Haryana, New Delhi as mentioned by the concerned ROC in the abovementioned letter.

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Yours faithfully,

(S.P. Kumar)
Registrar of Companies
UP & Uttarakhand
Kanpur.

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भारत सरकार कारपोरेट कार्य मंत्रालय कार्यालय कम्पनी रजिस्ट्रार, उ.प्र. एवं उत्तराखण्ड 10/499—बी, ऐलनगंज, खलासी लाइन, कानपुर – 208002 (उ.प्र.) वेबसाइट/ Website:

www.mca.gov.in

ई-मेल / E-mail:

roc.kanpur@mca.gov.in

No. ROC/Misc/holding subsidiary/ 3582

M/s. GYAN JYOTI ESTATES PRIVATE LIMITED 17-B, MGF House, Asaf Ali Road, New Delhi- 110 002 GOVERNMENT OF INDIA MINISTRY OF CORPORATE AFFAIRS OFFICE OF REGISTRAR OF COMPANIES, U.P. & UTTARAKHAND 10/499-B, Allenganj, Khalasi Line,

Kanpur - 208002 (U.P.) फोन / Phone : 0512 - 2550688 / 2540383

फैक्स / Fax : 0512 - 2540423

Dated 20-0/- 2014

Sub: Request for Certificate for Holding-Subsidiary (100% wholly owned subsidiary-holding) relationship of M/s Gyan Jyoti Estates private Limited and M/s. Shrey Promoters Private Limited and their shareholding pattern.

Sir,

I have to refer to your letter dated 14.01.2014 on the subject cited above and to state that as per Registrar of Companies, NCT of Delhi & Haryana's letter No. ROC/Misc/9482 dated 10.01.2014 M/s. Gyan Jyoti Estates Private Limited was incorporated on 27.06.2005 and as per Annual Return made upto 27.09.2013 filed with their office on 24.11.2013, the followings are the shareholders of the company —

a)M/s. Shrey Promoters Private Limited (SPPL) : 9,900 Shares b)M/s. Vitality Conbuild Private Limited as nominee of SPPL : 100 Shares

: 10000 Shares

In view of above holding, the captioned company i.e. M/s. Gyan Jyoti Estates Private Limited becomes a subsidiary of Shrey Promoters Private Limited (SPPL), which alongwith its nomlnee is holding entire share capital of the captioned company.

The above information is based upon the letter No. ROC/Misc/9482 dated 10.01.2014 issued by the Registrar of Companies, NCT of Delhi & Haryana, New Delhi, request letter dated 14.01.2014 of M/s. Gyan Jyoti Estates Private Limited and affidavits submitted by Mr. Anurag Singhal, Authorised Representative of M/ Gyan Jyoti Estates Private Limited & Mr. Chintan Dewan, Authorised Representative of M/s. Shrey Promoters Private Limited, a certificate dated 13.01.2014 regarding holding subsidiary issued by the Company Secretary in practice Shri Don Banthia (C.P. No. 12613) and copy of resolution dated 25.11.2013 submitted by M/s Gyan Jyoti Estates Private Limited and also as per Annual Return made upto 27.09.2013 filed with Registrar of Companies, NCT of Delhi & Haryana, New Delhi as mentioned by the concerned ROC in the abovementioned letter.

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In terms of the provisions of Section 610 of the Companies Act, 1956, the required information/documents can also be accessed from the Ministry's website 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 4 of the Companies Act, 1956 in the matter.

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.

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भारत सरकार कारपोरेट कार्य मंत्रालय कार्यालय कम्पनी रजिस्ट्रार, उ.प्र. एवं उत्तराखण्ड

10/499-बी, ऐलनगंज, खलासी लाइन,

कानपुर - 208002 (उ.प्र.) वेबसाइट / Website :

www.mca.gov.in

New Delhi- 110 002

ई-मेल / E-mail:

roc.kanpur@mca.gov.in

No. ROC/Misc/holding subsidiary/ 3 € / €

17-B, MGF House, Asaf Ali Road,

M/s. GYANKUNI CONSTRUCTIONS PRIVATE LIMITED

GOVERNMENT OF INDIA MINISTRY OF CORPORATE AFFAIRS OFFICE OF REGISTRAR OF COMPANIES,

U.P. & UTTARAKHAND

10/499-B, Allenganj, Khalasi Line, Kanpur - 208002 (U.P.)

फोन / Phone : 0512 - 2550688 / 2540383

फैक्स / Fax : 0512 — 2540423

Dated 20-0/- 2014

Sub: Request for Certificate for Holding-Subsidiary (100% wholly owned subsidiary-holding) relationship of M/s. Gyankunj Constructions Private Limited and M/s. Shrey Promoters Private Limited and their shareholding pattern.

Sir,

I have to refer to your letter dated 14.01.2014 on the subject cited above and to state that as per Registrar of Companies, NCT of Delhi & Haryana's letter No. ROC/Misc/9402 dated 09.01.2014 M/s. Gyankunj Constructions Private Limited was incorporated on 27.06.2005 and as per Annual Return made upto 27.09.2013 filed with their office on 24.11.2013, the followings are the shareholders of the company -

a)M/s. Active Promoters Private Limited (APPL) : 9,900 Shares b)M/s.Vitality Conbuild Private Limited as nominee of APPL:

: 10000 Shares

The Shareholding of M/s. Active Promoters Private Limited, as per Annual Return made upto 27.09.2013 filed with ROC Delhi on 23.11.2013, is as follows:-

g) M/s. Shrey Promoters Private Limited (SPPL)

h) M/s. Vitality Conbuild Private Limited

(nomine of SPPL)

: 19,900 Shares

100 Shares

Total .20,000 Shares

In view of above holding, the captioned company i.e. M/s. . Gyankunj Constructions Private Limited becomes a subsidiary of Shrey Promoters Private Limited (SPPL), which through Active Promoters Private Limited is holding entire share capital of the captioned company.



The above information is based upon the letter No. ROC/Misc/9402 dated 09.01.2014 issued by the Registrar of Companies, NCT of Delhi & Haryana, New Delhi, request letter dated 14.01.2014 of M/s. Gyankunj Constructions Private Limited and affidavits dated 14.01.2014 submitted by Mr. Chintan Dewan, Authorised Representative of M/s. Gyankunj Constructions Private Limited & Mr. Chintan Dewan, Authorised Representative of M/s. Shrey Promoters Private Limited, a certificate dated 13.01.2014 regarding holding subsidiary issued by the Company Secretary in practice Shri Don Banthia (C.P. No. 12613) and copy of resolution dated 25.11.2013 submitted by M/s. Gyankunj Constructions Private Limited and also as per Annual Return made upto 27.09.2013 of M/s. Gyankunj Constructions Private Limited filed with Registrar of Companies, NCT of Delhi & Haryana, New Delhi as mentioned by the concerned ROC in the abovementioned letter and copy of Annual Return of M/s. Active Promoters Private limited attached with the letter dated 14.01.2014.

In terms of the provisions of Section 610 of the Companies Act, 1956, the required information/documents can also be accessed from the Ministry's website www.mca.gov.in or certified copy Section 4 of the Companies Act, 1956 in the matter.

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,

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भारत सरकार कारपोरेट कार्य मंत्रालय कार्यालय कम्पनी रजिस्ट्रार, उ.प्र. एवं उत्तराखण्ड 10/499—बी, ऐलनगंज, खलासी लाइन, कानपुर — 208002 (उ.प्र.) वेबसाइट/ Website : www.mca.gov.in ई—मेल/ E-mail :

roc.kanpur@mca.gov.in

No. ROC/Misc/holding subsidiary/3585

M/s. LEGEND BULIDCON PRIVATE LIMITED 17-B, MGF House, Asaf Ali Road, New Delhi- 110 002

GOVERNMENT OF INDIA

IMINISTRY OF CORPORATE AFFAIRS

OFFICE OF REGISTRAR OF COMPANIES,

U.P. & UTTARAKHAND

10/499-B, Allenganj, Khalasi Line,

Kanpur – 208002 (U.P.)

फोन/ Phone : 0512 — 2550688/2540383

फैक्स / Fax : 0512 - 2540423

Dated 20.0/, 2014

Sub: Request for Certificate for Holding-Subsidiary (100% wholly owned subsidiary-holding) relationship of M/s Legend Buildcon private Limited and M/s. Shrey Promoters Private Limited and their shareholding pattern.

Sir,

I have to refer to your letter dated 14.01.2014 on the subject cited above and to state that as per Registrar of Companies, NCT of Delhi & Haryana's letter No. ROC/Misc/9473 dated 10.01.2014 M/s. Legend Buildcon Private Limited was incorporated on 22.07.2005 and as per Annual Return made upto 27.09.2013 filed with their office on 24.11.2013, the followings are the shareholders of the company —

a)M/s. Shrey Promoters Private Limited (SPPL) : 9,900 Shares b)M/s. Vitality Conbuild Private Limited as nominee of SPPL : 100 Shares

: 10000 Shares

In view of above holding, the captioned company i.e. M/s. Legend Buildcon Private Limited becomes a subsidiary of Shrey Promoters Private Limited (SPPL), which alongwith its nominee is holding entire share capital of the captioned company.

The above information is based upon the letter No. ROC/Misc/9473 dated 10.01.2014 issued by the Registrar of Companies, NCT of Delhi & Haryana, New Delhi, request letter dated 14.01.2014 of M/s. Legend Buildcon Private Limited and affidavits submitted by Mr. Anurag Singhal, Authorised Representative of M/s. Legend Buildcon Private Limited & Mr. Chintan Dewan, Authorised Representative of M/s. Shrey Promoters Private Limited, a certificate dated 13.01.2014 regarding holding subsidiary issued by the Company Secretary in practice Shri Don Banthia (C.P. No. 12613) and copy of resolution dated 25.11.2013 submitted by M/s. Legend Buildcon Private Limited and also as per Annual Return made upto 27.09.2013 filed with Registrar of Companies, NCT of Delhi & Haryana, New Delhi as mentioned by the concerned ROC in the abovementioned letter.

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In terms of the provisions of Section 610 of the Companies Act, 1956, the required information/documents can also be accessed from the Ministry's website www.mca.gov.in or certified provisions of Section 4 of the Companies Act, 1956 in the matter.

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Yours faithfully,

(S.P. Kumar)
Registrar of Companies
UP & Uttarakhand
Kanpur.

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भारत सरकार कारपोरेट कार्य मंत्रालय कार्यालय कम्पनी रिजस्ट्रार, उ.प्र. एवं उत्तराखण्ड 10/499—बी, ऐलनगंज, खलासी लाइन, कानपुर — 208002 (उ.प्र.) वेबसाइट/ Website :

www.mca.gov.in

ई-मेल / E-mail : roc.kanpur@mca.gov.in

No. ROC/Misc/holding subsidiary/ 3593

M/s. LOGICAL ESTATES PRIVATE LIMITED 17-B, MGF House, Asaf Ali Road, New Delhi- 110 002

GOVERNMENT OF INDIA MINISTRY OF CORPORATE AFFAIRS OFFICE OF REGISTRAR OF COMPANIES, U.P. & UTTARAKHAND

10/499-B, Allenganj, Khalasi Line, Kanpur – 208002 (U.P.)

फोन / Phone : 0512 - 2550688 / 2540383

फैक्स / Fax : 0512 - 2540423

Dated 20 1 2014

Sub: Request for Certificate for Holding-Subsidiary (100% wholly owned subsidiary-holding) relationship of M/s Logical Estates private Limited and M/s. Shrey Promoters Private Limited and their shareholding pattern.

Sir,

I have to refer to your letter dated 14.01.2014 on the subject cited above and to state that as per Registrar of Companies, NCT of Delhi & Haryana's letter No. ROC/Misc/9480 dated 10.01.2014 M/s. Logical Estates Private Limited was incorporated on 23.11.2001 and as per Annual Return made upto 27.09.2013 filed with their office on 26.11.2013, the followings are the shareholders of the company —

a)M/s. Shrey Promoters Private Limited (SPPL) : 9,900 Shares b)M/s. Vitality Conbuild Private Limited as nominee of SPPL : 100 Shares

: 10000 Shares

In view of above holding, the captioned company i.e. M/s. Logical Estates Private Limited becomes a subsidiary of Shrey Promoters Private Limited (SPPL), which along with its nominee is holding entire share capital of the captioned company.

The above information is based upon the letter No. ROC/Misc/9480 dated 10.01.2014 issued by the Registrar of Companies, NCT of Delhi & Haryana, New Delhi, request letter dated 14.01.2014 of M/s. Logical Estates Private Limited and affidavits submitted by Mr. Chandeep Kumar , Authorised Representative of M/s. Logical Estates Private Limited & Mr. Chintan Dewan, Authorised Representative of M/s. Shrey Promoters Private Limited, a certificate dated 13.01.2014 regarding holding subsidiary issued by the Company Secretary in practice Shri Don Banthia (C.P. No. 12613) and copy of resolution dated 25.11.2013 submitted by M/s. Logical Estates Private Limited and also as per Annual Return made upto 27.09.2013 filed with Registrar of Companies, NCT of Delhi & Haryana, New Delhi as mentioned by the concerned ROC in the abovementioned letter.

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Yours faithfully,

(S.P. Kumar)
Registrar of Companies
UP & Uttarakhand
Kanpur.

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भारत सरकार कारपोरेट कार्य मंत्रालय कार्यालय कम्पनी रजिस्ट्रार, उ.प्र. एवं उत्तराखण्ड 10/499—बी, ऐलनगंज, खलासी लाइन, कानपुर — 208002 (उ.प्र.) वेबसाइट/ Website:

<u>www.mca.gov.in</u> ई-मेल / E-mail:

roc.kanpur@mca.gov.in

No. ROC/Misc/holding subsidiary/ 3578

M/s. ROSE GATE ESTATES PRIVATE LIMITED 17-B, MGF House, Asaf Ali Road, New Delhi- 110 002

GOVERNMENT OF INDIA
MINISTRY OF CORPORATE AFFAIRS
OFFICE OF REGISTRAR OF COMPANIES,
U.P. & UTTARAKHAND
10/499-B, Allenganj, Khalasi Line,

Kanpur – 208002 (U.P.)

फोन / Phone : 0512 - 2550688 / 2540383

फैक्स / Fax : 0512 - 2540423

Dated 20 /. 2014

Sub: Request for Certificate for Holding-Subsidiary (100% wholly owned subsidiary-holding) relationship of M/s Rose Gate Estates private Limited and M/s. Shrey Promoters Private Limited and their shareholding pattern.

Sir,

I have to refer to your letter dated 14.01.2014 on the subject cited above and to state that as per Registrar of Companies, NCT of Delhi & Haryana's letter No. ROC/Misc/9479 dated 10.01.2014 M/s. Rose Gate Estates Private Limited was incorporated on 27.06.2005 and as per Annual Return made upto 27.09.2013 filed with their office on 23.11.2013, the followings are the shareholders of the company —

a)M/s. Shrey Promoters Private Limited (SPPL) : 9,900 Shares b)M/s. Vitality Conbuild Private Limited as nominee of SPPL : 100 Shares

: 10000 Shares

In view of above holding, the captioned company i.e. M/s. Rose Gate Estates Private Limited becomes a subsidiary of Shrey Promoters Private Limited (SPPL), which alongwith its nominee is holding entire share capital of the captioned company.

The above information is based upon the letter No. ROC/Misc/9479 dated 10.01.2014 issued by the Registrar of Companies, NCT of Delhi & Haryana, New Delhi, request letter dated 14.01.2014 of M/s. Rose Gate Estates Private Limited and affidavits submitted by Mr. Chandeep kumar, Authorised Representative of M/s. Rose Gate Estates Private Limited & Mr. Chintan Dewan, Authorised Representative of M/s. Shrey Promoters Private Limited, a certificate dated 13.01.2014 regarding holding subsidiary issued by the Company Secretary in practice Shri Don Banthia (C.P. No. 12613) and copy of resolution dated 25.11.2013 submitted by M/s. Rose Gate Estates Private Limited and also as per Annual Return made upto 27.09.2013 filed with Registrar of Companies, NCT of Delhi & Haryana, New Delhi as mentioned by the concerned ROC in the abovementioned letter.

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In terms of the provisions of Section 610 of the Companies Act, 1956, the required information/documents can also be accessed from the Ministry's website 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 4 of the Companies Act, 1956 in the matter.

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.

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