

Date: 14 December 2017

To,
OSD (Group Housing Project)
New Okhla Industrial Development Authority
Sector- 6, NOIDA – 201301,
District Gautam Budh Nagar
Uttar Pradesh

Subject: Permission to mortgage some projects of Supertech Capetown on plot GH-01/A, Sector 74, Noida.

Ref: (1) the lease deed dated 07 October 2010 for lease over Plot No. GH-01/A, Sector 74, NOIDA.
(2) the sub-division letter dated 08 December 2017 issued by NOIDA to Supertech Limited.

Altico Capital India Limited (a non-banking finance company registered with the RBI) ("Lender") has sanctioned a term loan of Rs. 430,00,00,000 (Rupees Four Hundred and Thirty Crore) ("Facility") to Supertech ORB Project Private Limited ("Supertech ORB"), a wholly owned subsidiary of Supertech Limited, vide its sanction letter dated 16 August 2017.

The Facility shall be secured by a mortgage of:

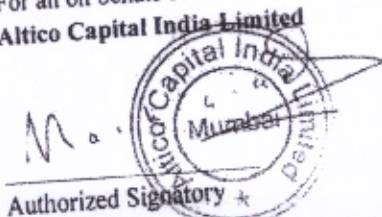
- (a) the land parcel admeasuring 31,310.97 sq. mts. ("Sub Divided Land") located on Plot No. GH-01/A, Sector 74, NOIDA sub-divided in favour of Supertech ORB;
- (b) residential towers ("Residential Projects") being built by Supertech ORB on the Sub Divided Land including: (i) Opulent and Brilliant, totalling approximately 1,263,040 square feet of saleable area; (ii) Cape Castle 1 and Cape Castle 2, totalling approximately 497,524 square feet of saleable area; and (iii) Residential towers Capelux, comprising towers Cape Berry 5, Cape Berry 6 and Cape Silver 11, totalling approximately 537,822 square feet of saleable area;
- (c) identified commercial area totaling 47,506 square feet ("Commercial Area") of saleable area in the central wing of North Eye Tower being developed by Supertech Limited on Plot No. GH-01/A, Sector 74, NOIDA; and
- (d) the land admeasuring 2097.86 square meters on Plot No. GH-01/A, Sector 74, NOIDA reserved as per approved layout for a senior secondary school ("School") with a total FAR of 16,287 square meters by Supertech Limited.

A permission to mortgage over project land of Supertech Capetown on Plot No. GH-01/A, Sector 74, NOIDA was given to L&T Infrastructure Finance Limited ("L&T") by you vide letter no. NOIDA/GHP/GH-01-A-74/2017/5166 dated 25 October 2017 (attached). We have obtained the NOC of L&T vide letter dated 13 December 2017 to create our mortgage (attached).

We therefore, request you to kindly issue a permission to mortgage for creation of mortgage over the Sub Divided Land, the Residential Projects, the Commercial Area and the School in favour of Altico Capital India Limited.

Yours faithfully,

For an on behalf of
Altico Capital India Limited


Authorized Signatory

Altico Capital India Ltd (formerly known as Altico Capital India Pvt Ltd)
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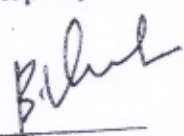
AGREED AND ACCEPTED

We, L&T Housing Finance Limited (as the Lenders' Agent), have perused the letter dated 12th December, 2017 *inter alia* from Supertech Limited and Supertech ORB Project Private Limited ("Request Letter"). Subject to the terms and conditions of the Request Letter, we, as the Lenders' Agent, hereby convey the consents received from the Lenders, for the following:

- (a) for allowing the Company 1 to issue guarantee for the Proposed Facility for the benefit of the Proposed Lender;
- (b) to permit transfer of the Residential Project Land together with rights, interest and title in the Residential Project to SOPPL;
- (c) to permit creation of charge and mortgage over the Company 1's assets and properties in relation to the Residential Projects, Commercial Project and the School Project, comprising part of the Proposed Mortgage Properties, and the other assets, for the benefit of the Proposed Lender or any trustee or agent acting on its behalf;
- (d) for allowing the transfer of floor area ratio utilized/ to be utilized for construction and development of the Residential Projects aggregating to 1,45,237 square meters from the Company 1 to SOPPL;
- (e) for allowing the Company 1 to amend its Charter to the extent permitted by the Loan Agreement ; and
- (f) to permit the Company 1, Mr. R. K Arora and Mr. Mohit Arora to take such actions which may be incidental and ancillary to the above including the execution of all documents, attorneys, deeds and writings and filing of all forms and opening and operationalizing all accounts.

Save as expressly provided in this letter, the Loan Agreement remains and shall continue to remain in full force and effect.

For L&T Housing Finance Limited
(in its capacity as the Lenders' Agent).


Authorized Signatory

Date: 13th December 2017



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