



INDIALAW

ADDENDUM

AS ON 16TH OCTOBER 2020

TO TITLE CERTIFICATE DATED 13TH DECEMBER 2019

AND

ENCUMBRANCE CERTIFICATE DATED 13TH DECEMBER 2019

SUBMITTED TO

KALPATARU RETAIL VENTURES PRIVATE LIMITED

This Addendum has been issued by INDIALAW LLP, pursuant to the instructions received from Kalpataru Retail Ventures Private Limited (“**Kalpataru**”), to the Title Certificate dated 13th December, 2019 (“**Original Title**”) and Encumbrance Certificate dated 13th December, 2019 issued by us in respect of all those pieces and parcels of freehold land bearing CTS Nos. 94/A admeasuring 303.8 sq. mtrs. (approx.), 94/B admeasuring 3314.6 sq. mtrs. (approx.), 94/C admeasuring 3207.2 sq. mtrs. (approx.) and 94/D admeasuring 5459.4 sq. mtrs. (approx.), all together approximately admeasuring 12,285 sq. mtrs., lying being and situated at Village Wadhwan, Taluka Borivali, Kandivali (hereinafter to be referred as “**the said Land**”).

With reference to the Mortgage created vide Indenture of Mortgage dated 22nd February, 2018, as referred in Point 4.1 of the said Original Title, Kalpataru has now provided us, with a photocopy of the Deed of Re-conveyance dated 24th June, 2020 registered before the Sub-Registrar of Assurances at Borivali-2 under Sr. No. BRL-2/3211/2020, executed between JM Financial Credit Solutions Limited and Kalpataru and on perusal thereof, we understand that,

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the mortgage created and facilities availed by Kalpataru vide aforesaid Indenture of Mortgage dated 22nd February, 2018 have been fully repaid and that, the charge created over land bearing Survey No. 94/B, 94/C and 94/D totally admeasuring 11,711.7 sq. mtrs. forming a part of the said Land is released and the same is re-conveyed in favour of Kalpataru.

Further, Kalpataru has provided us with a photocopy of the Debenture Trust Deed dated 12th March, 2020 registered before the Sub-Registrar of Assurances at Borivali-6 under Sr. No. 3223/2020, executed between (i) Kalpataru, (ii) Vistra ITCL (India) Ltd., (iii) Kalpataru Ltd. and (iv) Mr. Parag Munot, and on perusal thereof, we understand that, Kalpataru has granted and assigned by the way of exclusive first charge, mortgage and security, land bearing Survey No. 94/B admeasuring 3,182.7 sq. mtrs., 94/C admeasuring 3069.6 sq. mtrs. and 94/D admeasuring 5459.4 sq. mtrs. totally admeasuring 11,711.7 sq. mtrs. forming a part of the said Land along with the present and future buildings, erections and construction thereon (save and except the sold units more specifically mentioned therein) and the receivables from the present and future projects thereon (i.e. the proceeds from unsold units and balance sale proceeds to be received from sold units) in favour of Vistra ITCL (India) Ltd. for certain consideration and other terms and conditions mentioned therein.

Further, we have been provided with the photocopies of Letter dated 16th March, 2020 bearing Ref. No. 372/KRVPL/VITCL(I)L/19-20/6 and Letter dated 6th August, 2020 bearing Ref. No. 372/KRVPL/VITCL(I)L/19-20/12, both issued by Kalpataru to Vistra ITCL (India) Ltd, and on perusal thereof we understand that, the originals of the Debenture Trust Deed dated 12th March, 2020 and the Deed of Re-conveyance dated 24th June, 2020 *interalia* are handed over by Kalpataru in the custody of Vistra ITCL (India) Ltd. Hence, we have issued this Addendum only upon perusal of photocopies provided to us.

We have conducted search at the Sub-Registrar of Assurances at Borivali vide Search Receipts dated 3rd October, 2020 bearing Sr. No. MH005116602202021E, MH005117702202021E, MH005118121202021E, MH005118315202021E for the period of two years i.e. from 2019-2020 in

respect of the said Land and have not found any other encumbrances/adverse entries other than those mentioned herein above.

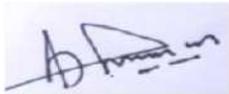
Further, we have conducted ROC Search at the official portal of MCA vide Search Receipts dated (i) 1st October, 2020 bearing Sr. No. U72622806 and (ii) 5th October, 2020 bearing Sr. No. U72761604 in the name of Kalpataru and have not found any other encumbrances/adverse entries other than those mentioned herein above.

We have also conducted online litigation search on the official portal of Hon'ble High Court of Bombay in the name of Kalpataru for the period of two years i.e. from 2019 to 2020 and have found no pending litigation in its name. Further, we have been informed by Kalpataru vide email dated 15th October, 2020 that, the said Land is not subjected to any pending litigation matter.

In view of whatever is stated hereinabove and in the said Original Title, we understand that, Kalpataru Retail Ventures Pvt. Ltd. has a clear, valid and marketable right, title and interest as owner of the said Land.

This Addendum is issued in pursuance of the said Original Title and Encumbrance Certificate both dated 13th December, 2019 and shall be read and construed in accordance with the same, for all times and purposes.

Yours truly



Shiju P.V.

Senior Partner

INDIALAW LLP

Date: 16th October, 2020

Place: Mumbai