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And Applied Sub-Registrar Rojganj, Jalpaiguri

JUL 2008

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DEED OF CONVEYANCE

THIS INDENTURE IS MADE ON THIS THE 21ST DAY OF JULY 2008.

Deis

R.P. WAREHOUSE & TEA INDUSTRIES LTD.

N. J. STAMP

SL NO. 425 DATED 30/06/08

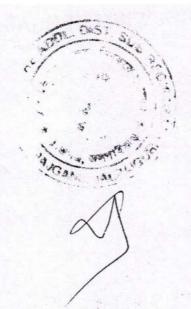
NAME R. P. Warehouse & Tea Industries Ltd.

OF Sevoke Road, Siliguri

RS 5000/ (RS five thousand ONLY)

8. Dag.

SANKAR DAS STAMP-VENDOOR SILIGURI-COURT UNO.714/RM of 1999



Identified by me Mantigh Barmer Slo-Mahini Barmer VIII- Salugara East P.S-Bhahtinggar P.O. Salugara Dist-Jalpaigun

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: 2 :

Area : 3 Kathas 12 Chattaks 16 Sq.ft.

Plot No. : 112

Khatian No. : 188

Mouza : Dabgram

J.L. No. : 2

Sheet No. : 5

P.S. : Bhaktinagar

District : Jalpaiguri

Consideration : Rs.5,00,000.00

BETWEEN

R.P. WAREHOUSE & TEA INDUSTRIES LIMITED, a Private Limited Company, registered under the Companies Act, 1956, bearing Certificate of Incorporation No. 33184 of 1980, Dtd. 15-12-1980, having its Office at Third Mile, Sevoke Road, Siliguri, P.O. - Salugarah, P.S. - Bhaktinagar, in the District of Jalpaiguri, represented by its Director-SRI ANIL KUMAR AGARWAL, son of Sri Masani Lal Agarwal, hereinafter called the "PURCHASER" (which expression shall unless excluded by or repugnant to the context be deemed to include its Directors, executors, successors-in-office, representatives, administrators and assigns) of the "FIRST PART". (I.T. PAN No.AABCR1871Q)

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R.P. WAREHOUSE & TEA INDUSTRIES LTD.

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AND

1. SMT. SWAPNA NAYAK, wife of Late Brindaban Nayak, 2. SMT. MAMATA MUHURI, wife of Sri Joy Muhuri and daughter of Late Brindaban Nayak, 3. SRI BAPI NAYAK, son of Late Brindaban Nayak and 4. SRI DIPAK NAYAK, son of Late Brindaban Nayak, all are Hindu by faith, Indians by Nationality, Nos. 1 to 2 House-wives by occupation Nos. 3 to 4 Business by occupation, residing at Salugara, P.O. - Salugara, P.S. - Bhaktinagar, in the District of Jalpaiguri, hereinafter called the "VENDORS" (which expression shall unless excluded by or repugnant to the context be deemed to include their heirs, executors, successors, representatives, administrators and assigns) of the "

AND

SRI SEBENDRA NATH ROY, son of Late Bhabakanta Singh, Hindu by faith, Indian by Nationality, Business by occupation, residing at Salugara, P.O. - Salugara, P.S. - Bhaktinagar, in the District of Jalpaiguri, hereinafter called the "CONFIRMING PARTY" (which expression shall unless excluded by or repugnant to the context be deemed to include his heirs, executors, successors, representatives, administrators and assigns) of the "THIRD PART".

WHEREAS one Sebendra Nath Roy, son of Late Bhaba Kanta Singh (legal heir of the recorded owner), had transferred for valuable consideration and made over physical possession of all that piece or parcel of land measuring 12 Kathas, forming part of Plot Nos.112 and 113, recorded in Khatian No.188, situated within Mouza- Dabgram, J.L. No. 2, Pargana Baikunthapur, Sheet No. 5, P.S. - Bhaktinagar, Registry Office and District - Jalpaiguri, unto and in favour of Sri Brindaban Nayak, son of Late Raghunath Nayak, by virtue of Sale Deed, Dtd.06-12-1976, being Document No.9851 for the year 1976, registered in the Office of the Dist.Sub-Registrar, Jalpaiguri.

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R.P. WAREHOUSE & TEA INDUSTRIES LTD.

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AND WHEREAS abovenamed Brindaban Nayak, died intestate leaving behind his wife — SMT. SWAPNA NAYAK, daughter — SMT. MAMATA MUHURI, wife of Sri Joy Muhuri, sons— SRI BAPI NAYAK and SRI DIPAK NAYAK, as his only legal heirs to inherit the aforesaid land measuring 12 Kathas.

AND WHEREAS by way of inheritance abovenamed SMT. SWAPNA NAYAK, SMT. MAMATA MUHURI, SRI BAPI NAYAK and SRI DIPAK NAYAK, (The Vendors of these present), became the sole absolute and exicusive owners of the aforesaid land measuring 12 Kathas, having permanent, heritable and transferable right, title and interest therein.

AND WHEREAS the vendors have now firmly and finally decided to sell and have offered for sale to the purchaser all that piece or parcel of land measuring 3 Kathas 12 Chattaks 16 Sq.ft. out of the aforesaid land, more particularly described in the Schedule given hereinunder, for a consideration of Rs.5,00,000.00 (Rupees five lakhs) only.

AND WHEREAS SRI SEBENDRA NATH ROY, son of Late Bhabakanta Singh, was a minor when the land was transerred unto and in favour of Brindaban Nayak and now since today he is major, he has been made Confirming Party in these present to confirm the aforesaid sale made unto and in favour of Brindaban Nayak.

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R.P. WAREHOUSE & TEA INDUSTRIES LTD.

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AND WHEREAS SRI SEBENDRA NATH ROY (Confirming party of these present), have agreed to execute this sale deed together with the vendor, declaring that he accepts and admits the transfer made by his brother on his behalf, by virtue of the aforesaid Sale Deed No.9851 for the year 1976. He also declares that he has got no right, title and interest in the said land and the vendors are fully entitled to transfer the same.

AND WHEREAS the purchaser being in need of land in that area, have agreed to purchase the said land measuring 3 Kathas 12 Chattaks 16 Sq.ft., more particularly described in the Schedule given hereinunder for a consideration of Rs.5,00,000.00 (Rupees five lakes) only, considering it to be the highest prevailing market price, free from all encumbrances and charges what spever.

THIS INDENTURE OF SALE WITNESSETH that in pursuance of NOW the aforesaid offer, acceptance and in consideration of Rs.5,00,000.00 (Rupees five lakhs) only paid by the purchaser to the vendors, the receipt of which is acknowledged by the vendors by execution of these presents and grants full discharge to the purchaser from the payment thereof and the vendors do hereby assign, sell, grant, convey and transfer absolutely and forever the said below Schedule property and makes over possession thereof unto and in favour of the purchaser peaceably and quietly together with all right, title, hereditaments, easements, liberties, appurtenances, etc., whatsoever in any way belonging to or purported to belong or which was/were so long being enjoyed by the vendors therewith with permanent heritable and transferable right, title and interest therein without any objection, claim, interference or interruption from the vendors or any person claiming under them subject to the payment of land revenue and other taxes to the Superior Landlord-now the Govt. of West Bengal and/or such other authorities as law may provide from time to time in future.

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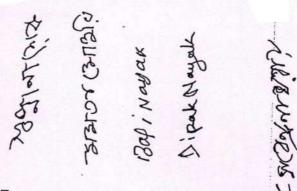
The vendors declare that the interest which they professes to transfer hereby subsists as on the date of these present and the vendors have not previously transferred, mortgaged, contracted for sale or otherwise the said below Schedule property or any part thereof in favour of any other party or person/s and the property hereby transferred, expressed or intended so to be transferred suffers from no defect of title and that the recitals made hereinabove and hereinafter are all true and in the event of contrary the vendors shall be liable to make good the loss or injury which the purchaser may suffer or sustain resulting therefrom.

The vendors further covenant with the purchaser that if for any defect of title or for any act done or suffered to be done by the vendors, the purchaser is deprived of ownership or of possession of the Schedule property or any part thereof in future, the vendors shall forthwith return to the purchaser the full or proportionate part of the consideration money as the case may be together with interest from the date of such deprivation of ownership or compensation to the purchaser for any other loss or injury which the purchaser may suffer or sustain in consequence thereof.

The vendors further undertake to take all actions and to execute all documents as may be required to be done or executed for fully assuring right, title and interest of the purchaser to the below Schedule property conveyed at the cost of the purchaser.

Olice Adv

R.P. WAREHOUSE & TEA INDUSTRIES LTD.



: 7 :

SCHEDULE

All that piece or parcel of vacant land measuring 3 (Three) Kathas 12 (Twelve) Chattaks 16 (Sixteen) Sq.ft., forming part of Plot No.112, recorded in Khatian No.188, situated within Mouza-Dabgram, J.L. No. 2, Pargana - Baikunthapur, Sheet No. 5, P.S. - Bhaktinagar, Registry Office and District - Jalpaiguri:

The said land as sketched in the site plan enclosed herewith forms part of these present and the same is bound and butted as follows:-

By North: Land and House of Biva Jaiswal and 6 Feet wide passage,

By South : Land of R.P. Warehouse & Tea Industries Limited,

By East : Land and godown of Sri Kamal Tiwari,

By West : Land and house of Biva Jaiswal.

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R.P. WAREHOUSE & TEA INDUSTRIES LTD.

IN WITNESSES WHEREOF THE VENDORS AND CONFIRMING PARTY IN GOOD HEALTH AND CONSCIOUS MIND HAVE PUT THEIR SIGNATURES ON THIS DEED OF SALE ON THE DAY, MONTH AND YEAR FIRST ABOVE WRITTEN.

WITNESSES

1: Mantogh Borman
Slo Mahini Borman
Vill & Salugary Eist
R.O. Salugary
Pis. Bhaltinger

stxt-Julpeniguri
2. Robit-Singh
Slo Vikoamaditya Singh
Haiderpara Siligni
Past - Sevake Road
PS - Bhaktinger

Dust . Jalpeniguri

The contents of this document has been gone through and understood personally by the vendors and the purchaser.

Dibny Haday Bob! Norday 29131208 BULDES

VENDORS

BA DOGUNDAN

CONFIRMING PARTY

Drafted, readover and explained by me and typed in my office.

K.K.Kedia
Advocate, Siliguri
E.No. F/6/92.

R.P. WAREHOUSE & TEA INDUSTRIES LTD.



Finger Prints of SMT SWAPNA NAYAK (VENDORD)

	Thumb	Fore Finger	Middle Finger	Little Finger
LEFT HAND				
RIGHT HAND				



	Thumb	Fore Finger	Middle Finger	
LEFT HAND				
RIGHT				

इत्राम्हा हलाहाह

SIGNATURE

R.P. WAREHOUSE & TEA INDUSTRIES LTD.

All Azant DIRECTOR



Finger Prints of SRI BAPI NAYAK (VENDOR)

	Thumb	Fore Finger	Middle Finger	Little Finger
LEFT HAND				
RIGHT HAND				
		All War		

Bali Nayak

SIGNATURE



Finger Prints of SRI DIPAK NAYAK (NENDOR)

	Thumb	Fore Finger	Middle Finger	Ring Finger	Little Finger
LEFT HAND	14 (8) (6).				
RIGHT HAND					

R.P. WAREHOUSE & TEA INDUSTRIES LTD.



Thumb Fore Finger Middle Finger Ring Finger Little Finger

LEFT HAND

RIGHT HAND

CHAMINT

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SRI ANIL KUMAR AGARWAL, DIRECTOR OF Finger Prints of R.R. WAREHOUSE & TEA INDUSTRIES LTD. (PURCHASER)

		Fore Finger	Middle Finger	Ring Finger	Little Finger
EFT HAND	T-1				
RIGHT HAND		3.5			

R.P. WAREHOUSE & TEA INDUSTRIES LTD.

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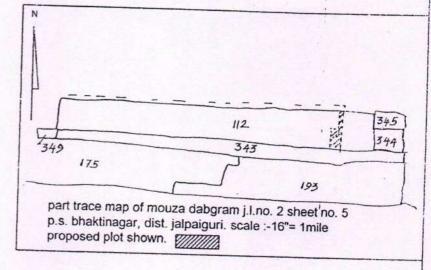
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E OF THE PURCHASER. .WARE HOUSE & TEA INDUSTRIES LTD. EVOKE ROAD, P.S. BHAKTINAGAR. DIST. DARJEELING.

LAND SCHEDULE :-MOUZA :- DABGRAM J.LNO.: - 2 SHEET NO.:-5 KHATIAN NO.:-188 PLOT NO.: - 112(P) PARGANA ;- BAIKUNTHAPUR, P.S.: - BHAKTINAGAR, DIST. :- JALPAIGURI.

NAME OF THE SELLERS.

- 1) SMT. SWAPNA NAYAK W/O. LATE BRINDABAN NAYAK.
- 2) SMT. MAMATA MUHURI.
- 3) SRI BAPI NAYAK.
- 4) SRI DIPAK NAYAK. SL. NO. (2 TO 4) S/0. & D/0. LATE BRINDABAN NAYAK. ALL OF SALUGARA, P.O.SALUGARA, P.S. BHAKTINAGAR. DIST. DARJEELING



AREA: -2716.00 SFT OR 3 KATHA12 CHATTAK-16 SFT. OR 0.0624 ACRES

22/2/14/51%

सम्बद्ध त्या हुं 13 afi Nayak Lipak Mayak

> SIGNATURE OF THE SELLERS. DRAWN BY:

LAND & HOUSE OF BIVA JASWAL 34 -AND & GODOWN OF SRI KAMAL TIWARI -AND & HOUSE OF BIVA JASWAL .9-,02 -34'-11" LAND OF R.P. WARE HOUSE & TEA INDUSTRIES LTD.

SITE PLAN SCALE :- 1"=20'-0"

PROPOSED PLOT SHOWN.



R.P. WAREHOUSE & TEA INDUSTRIES LTD.

Department of Finance (Revenue) ,Directorate of Registration and Stamp Revenue Government of West Bengal Office of the A. D. S. R. RAJGANJ, District- Jalpaiguri Signature / LTI Sheet of Serial No. 02509 / 2008, Deed No. (Book - I , 02528/2008) inature of the Presentant

Photo	Finan P.		
	ringer Print	Signature with date	
		21/04/2008	
	Photo	Photo Finger Print	

SI No	gnature of the person(s) admit D. Admission of Execution By	Status	Photo	r:	
1	Swapna Nayak			Finger Print	Signature
	Address -Salugara Salugara Jalpaiguri	Self			2807141 (515)
				LTI	2525
2	Mamata Muhuri		21/07/2008	21/07/2008	3576
	Address -Salugara Salugara Jalpaiguri	Self		LTI	होड्डाम्ड ४०म्बर्ड
3			21/07/2008	21/07/2008	3577
3	Bapi Nayak Address -Salugara Salugara Jalpaiguri	Self			Bofi Novak
			21/07/2000	LTI	3578
. [Dipak Nayak	Self	21/07/2008	21/07/2008	
)	Address -Salugara Salugara Jalpaiguri	Sell			Dipak Hayak
				LTI	
		1	21/07/2008	21/07/2008	3579
		- 1/3/			

R.P. WAREHOUSE & TEA INDUSTRIES LTD.

(Dhruba Dasgupta)

Government of West Bengal Department of Finance (Revenue) ,Directorate of Registration and Stamp Revenue Office of the A. D. S. R. RAJGANJ, District-Jalpaiguri Signature / LTI Sheet of Serial No. 02509 / 2008, Deed No. (Book - I , 02528/2008)

nature of the person(s) admitting the Execution at Office. o. Admission of Execution By

Sebendra Nath Roy Address -Salugara Salugara Jalpaiguri

Confirming Party

Status

Photo

21/07/2008

Finger Print

21/07/2008

Signature

Signature of Identifier with Date

Mantogh Barmon 108

Name of Identifier of above Person(s)

Mantosh Barman PS-Bhaktinagar, Salugara East Salugara Jalpaiguri

(Dhruba Dasgupta)

Rojesti, Jaisaigun

R.P. WAREHOUSE & TEA INDUSTRIES LTD.

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Government Of West Bengal Office of the A. D. S. R. RAJGANJ RAJGANJ

Endorsement For deed Number :I-02528 of :2008 (Serial No. 02509, 2008)

Jn 21/07/2008

Certificate of Admissibility(Rule 43)

Admissible under rule 21 of West Bengal Registration Rule, 1962 duly stamped under schedule 1A Article number :23 of Indian Stamp Act 1899, also under section 5 of West Bengal Land Reforms Act, 1955; Court fee stamp paid Rs. 10.00/-

Payment of Fees:

Fee Paid in rupees under article : A(1) = 13717/on:21/07/2008

Certificate of Market Value(WB PUVI rules 1999)

Certified that the market value of this property which is the subject matter of the deed has been assessed at Rs- 1247707/-

Certified that the required stamp duty of this document is Rs 62385 /- and the Stamp duty paid as: Impresive Rs-5000

Deficit stamp duty

Deficit stamp duty 1.Rs 30000/- is paid, by the draft number 391035, Draft Date 05/07/2008 Bank Name STATE BANK OF INDIA, Siliguri, recieved on :21/07/2008. 2.Rs 27390/- is paid, by the draft number 391034. Draft Date 05/07/2008 Bank Name

Presentation(Under Section 52 & Rule 22A(3) 46(1))

Presented for registration at 14.20 hrs on :21/07/2008,at the Office of the A. D. S. R. RAJGANJ

by Swapna Nayak, one of

Admission of Execution(Under Section 58)

Execution is admitted on 21/07/2008 by

- 1. Swapna Nayak, wife of Late Brindaban Nayak, Salugara Salugara Jalpaiguri, Thana Bhaktinagar, By caste Hindu, by Profession : House wife
- 2. Mamata Muhuri, wife of Joy Muhuri , Salugara Salugara Jalpaiguri , Thana Bhaktinagar, By caste Hindu, by Profession :House wife
- 3. Bapi Nayak, son of Late Brindaban Nayak, Salugara Salugara Jalpaiguri, Thana Bhaktinagar, By caste Hindu, by Profession :Business
- 4. Dipak Nayak, son of Late Brindaban Nayak , Salugara Salugara Jalpaiguri , Thana Bhaktinagar, By caste Hindu, by Profession : Business
- 5. Sebendra Nath Roy, son of Late Bhabakanta Singh, Salugara Salugara Jalpaiguri, Thana Bhaktinagar, By caste Hindu, by Profession : Business

Identified By Mantosh Barman, son of Mohini Barman Salugara East Salugara Jalpaiguri Thana: Maktinagar, by caste Hindu, By Profession: Others.

Raigeni, Jaineleur

[Dhruba Dasgupta]

ADDITIONAL DISTRICT SUB-REGISTRAR

OFFICE OF THE ADDITIONAL DISTRICT SUB-REGISTRAR OF RAJGANJ Govt. of West Bengal

Page: 1 of xx

R.P. WAREHOUSE & TEA INDUSTRIES LTD.

Government Of West Bengal Office of the A. D. S. R. RAJGANJ RAJGANJ

Endorsement For deed Number :I-02528 of :2008 (Serial No. 02509, 2008)

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Raigony, Japana

2 1 JUL 2008

[Dhruba Dasgupta]
ADDITIONAL DISTRICT SUB-REGISTRAR
OFFICE OF THE ADDITIONAL DISTRICT SUB-REGISTRAR OF RAJGANJ
Govt. of West Bengal

Page: 2 of xx

R.P. WAREHOUSE & TEA INDUSTRIES LTD.

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ertificate of Registration under section 60 and Rule 69.

Registered in Book - I CD Volume number 8 Page from 4053 to 4070 being No 02528 for the year 2008.



(Dhruba Dasgupta) 21-July-2008 ADDITIONAL DISTRICT SUB-REGISTRAR Office of the A. D. S. R. RAJGANJ West Bengal



R.P. WAREHOUSE & TEA INDUSTRIES LTD.

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