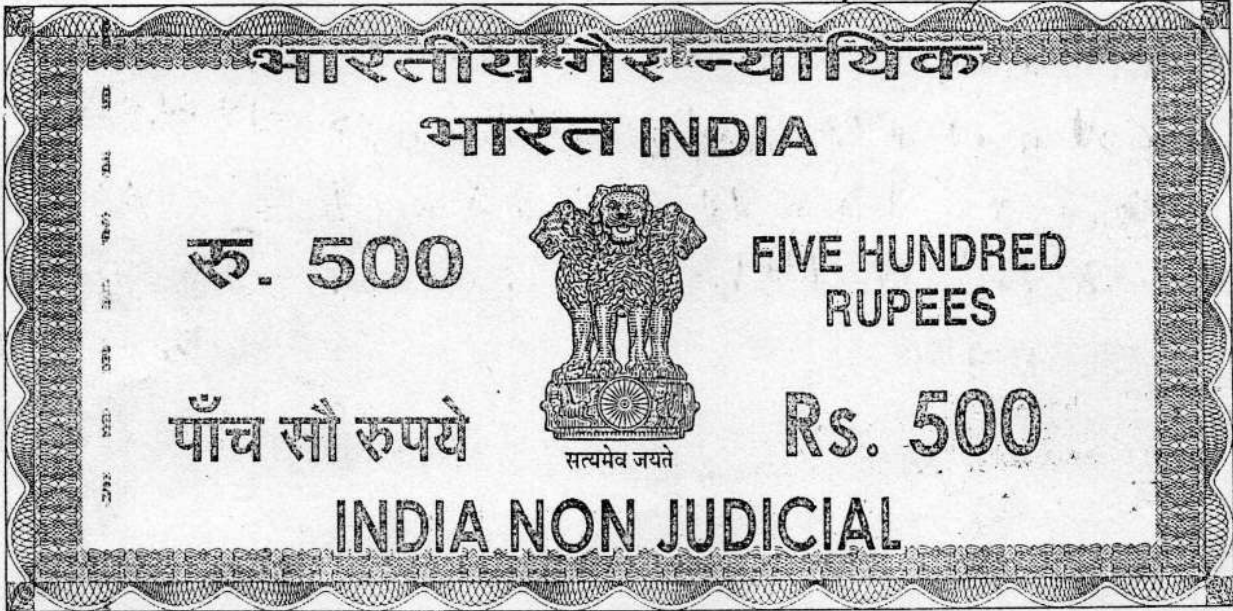


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पश्चिमबङ्ग पश्चिम बंगाल WEST BENGAL

155566

Admissible under Rule 21 duty
 Stamped under the Indian Stamp
 (W. B. & Assam) Act, 1887.
 Also under Section 5 of the
 W.B. & Assam 1907 Schedule IA 23.
 Rate Rs. 10.00
 In C.F.S.

Manish Somani

The Remaining Stamp Duty
 of Rs. 4000 accepted in
 B.C.D. No. 015195
 dt. 20/04/06 of SBI
 SBI C.V.R.L. Code. 0184
 Addl. Dist. Sub-Registrar
 Rajganj, Jalpaiguri

DEED OF CONVEYANCE

40% Stamp Duty & Regn. Fees
 Exempted Notification No. 1289-ET
 dt. 31.03.2006

Manish Somani
 Addl. Dist. Sub-Registrar
 Rajganj, Jalpaiguri
 27.9.06.

Realised P. Fees Rs. 10/- in
 CFS & DEED - STAMP/DUTY of
 Rs. 27840/- in B.C. & D. No. 57840/-
 0120-032909 26/9/06
 0120-032898 26/9/06
 of SBI 0184 and DEFICIT
 REGISTRAR'S FEES Rs. 7953/-
 Vide Misc. Receipt No. 214/06
 dt. 27.9.06
Manish Somani
 Addl. Dist. Sub-Registrar
 Rajganj, Jalpaiguri 27.9.06.

R.P. WAREHOUSE & TEA INDUSTRIES LTD.
 DIRECTOR
Atul Arora



पश्चिमबङ्ग पश्चिम बंगाल WEST BENGAL

155567

Manish Somani

: 2 :

THIS INDENTURE IS MADE ON THIS THE 21ST DAY OF APRIL 2006.

R.P. WAREHOUSE & TEA INDUSTRIES LTD.

DIRECTOR

At. Arora

*File in
Date*



पश्चिमबङ्ग पश्चिम बंगाल WEST BENGAL

155568

Manish Somani

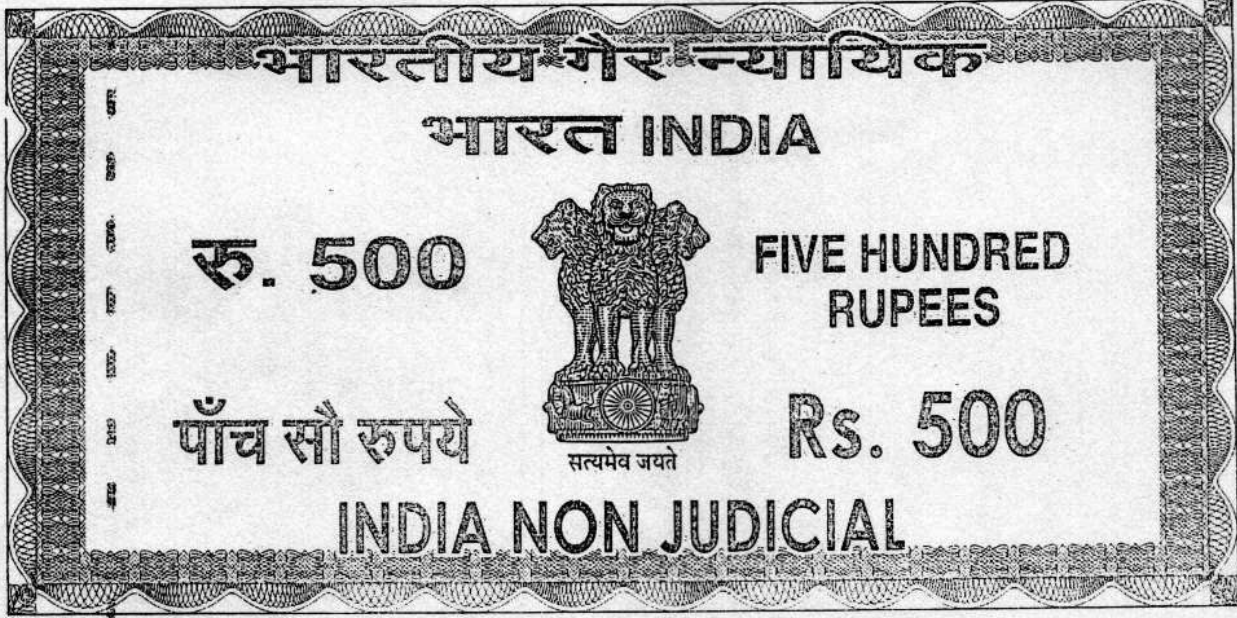
: 3 :

Area : 19.5 Kathas
Plot No. : 114/194
Khatian No. : 635/2
Mouza : Dabgram
J.L. No. : 2
Sheet No. : 5
P.S. : Bhaktinagar
District : Jalpaiguri
Consideration : Rs.5,50,000.00

Alia
20/11

R.P. WAREHOUSE & TEA INDUSTRIES LTD.

Alia
DIRECTOR



पश्चिमबङ्ग पश्चिम बंगाल WEST BENGAL

155569

Manish Sononi

: 4 :

BETWEEN

Alai
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R.P. WAREHOUSE & TEA INDUSTRIES LTD.

Al Aram
DIRECTOR



पश्चिमबङ्ग पश्चिम बंगाल WEST BENGAL

155570

Manish Somani

: 5 :

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 6, Lyons Range, Fifth Floor, Kolkata-700001, branch Office at Third Mile, Sevoke Road, 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 " ONE PART ".

R.P. WAREHOUSE & TEA INDUSTRIES LTD.

DIRECTOR

Anil Agarwal

At
an



पश्चिमबङ्ग पश्चिम बंगाल WEST BENGAL

155571

Manish Sonani

: 6 :

A N D

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del.*

R.P. WAREHOUSE & TEA INDUSTRIES LTD.

DIRECTOR

All Arant



पश्चिमबङ्ग पश्चिम बंगाल WEST BENGAL

155572

Manish Somani

: 7 :

SRI MANISH SOMANI, son of Sri Vijay Kumar Somani, Hindu by faith, Indian by Nationality, Business by occupation, residing at Sevoke Road, Siliguri, P.O. and P.S.- Siliguri, in the District of Darjeeling, hereinafter called the "VENDOR" (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 " OTHER PART " .

*Ch. in
D.H.*

R.P. WAREHOUSE & TEA INDUSTRIES LTD.

Al. Arant
DIRECTOR



पश्चिमबङ्ग पश्चिम बंगाल WEST BENGAL

155573

Manish Somani

: 8 :

WHEREAS one Smt. Rupeswari Roy alias Bewa was the absolute and exclusive owner of all that piece or parcel of land measuring 4.60 Acres, forming part of Plot Nos. 114 and 114/194, recorded in Khatian No. 635/2, situated within Mouza - Dabgram, J.L. No. 2, Pargana - Baikunthapur, Sheet No. 5, P.S. - Bhaktinagar, in the District of Jalpaiguri.

Claim
on

R.P. WAREHOUSE & TEA INDUSTRIES LTD.

Atul Arora
DIRECTOR

Manish Somani

: 9 :

AND WHEREAS abovenamed Smt. Rupeswari Roy alias Bewa had transferred for valuable consideration and made over physical possession of all that piece or parcel of land measuring 1.66 Acres out of the aforesaid land, unto and in favour of Sri Dharai Singh Roy and Sri Gama alias Gamen Singh Roy, both sons of Late Pancham Singh Roy, by virtue of Sale Deed, Dtd.09-04-1956, being Document No.3049 for the year 1956, registered in the Office of the District Sub-Registrar, Jalpaiguri.

AND WHEREAS abovenamed Sri Dharai Singh Roy and Sri Gama alias Gamen Singh Roy thereafter had transferred for valuable consideration and made over physical possession of the aforesaid land measuring 1.66 Acres, unto and in favour of Sri Shyamal Mukherjee, son of Late Kanak Bhusan Mukherjee, by virtue of two separate Sale Deeds, Dtd. 21-07-1980, being Document Nos.3354 and 3356 for the year 1980, entered in Book No. I, Volume Nos. 39 and 35, Pages 22 to 29 and 151 to 158, respectively, registered in the Office of the Additional District Sub-Registrar, Jalpaiguri.

AND WHEREAS abovenamed Sri Shyamal Mukherjee thereafter had transferred for valuable consideration and made over physical possession of all that piece or parcel of land measuring 0.773 Acres out of the aforesaid land, unto and in favour of Smt. Dropadi Devi Mitruka, wife of Sri Neem Chand Mitruka, by virtue of Sale Deed, Dtd. 18-12-1999, being Document No.5452 for the year 1999, entered in Book No. I, Volume No. 66, Pages 165 to 172, registered in the Office of the District Sub-Registrar, Jalpaiguri.

AND WHEREAS abovenamed Smt. Dropadi Devi Mitruka thereafter had transferred for valuable consideration and made over physical possession of all that piece or parcel of land measuring 25 Kathas out of the aforesaid land, unto and in favour of SMT. KABITA BANSAL, wife of Sri Rakesh Bansal, by virtue of Sale Deed, being Document No.1872 for the year 2004, registered in the Office of the Dist. Sub-Registrar, Jalpaiguri.

AND WHEREAS abovenamed SMT. KABITA BANSAL, thereafter had transferred for valuable consideration and made over physical possession of all that piece or parcel of land measuring 19.5 Kathas out of the aforesaid land, unto and in favour of SRI MANISH SOMANI, son of Sri Vijay Kumar Somani, by virtue of Sale Deed, Dtd.14-06-2004, being Document No.485 for the year 2004, registered in the Office of the Addl. Dist. Sub-Registrar, Rajganj.

Manish Somani

R.P. WAREHOUSE & TEA INDUSTRIES LTD.

DIRECTOR

Manish Somani

Manish Somani

: 10 :

AND WHEREAS by virtue of the aforesaid Sale Deed SRI MANISH SOMANI, (Vendor of these present), became the sole absolute and exclusive owner of the aforesaid land measuring 19.5 Kathas, more particularly described in the Schedule given hereinunder, having permanent, heritable and transferable right, title and interest therein.

AND WHEREAS the vendor has now firmly and finally decided to sell and have offered for sale to the purchaser the aforesaid land measuring 19.5 Kathas, more particularly described in the Schedule given hereinunder, for a consideration of Rs.5,50,000.00 (Rupees five lakhs fifty thousand) only.

AND WHEREAS the purchaser being in need of land in that area, have agreed to purchase the said land measuring 19.5 Kathas, more particularly described in the Schedule given hereinunder for a consideration of Rs.5,50,000.00 (Rupees five lakhs fifty thousand) only, considering it to be the highest prevailing market price, free from all encumbrances and charges whatsoever.

NOW THIS INDENTURE OF SALE WITNESSETH that in pursuance of the aforesaid offer, acceptance and in consideration of Rs.5,50,000.00 (Rupees five lakhs fifty thousand) only paid by the purchaser to the vendor, the receipt of which is acknowledged by the vendor by execution of these presents and grants full discharge to the purchaser from the payment thereof and the vendor do hereby assign, sell, grant, convey and transfer absolutely and forever the said below scheduled 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 vendor therewith with permanent heritable and transferable right, title and interest therein without any objection, claim, interference or interruption from the vendor or any person claiming under him 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.

Manish Somani
B.S.

R.P. WAREHOUSE & TEA INDUSTRIES LTD.

Manish Somani
DIRECTOR

Manish Somani

: 11 :

The vendor declares that the interest which he professes to transfer hereby subsists as on the date of these present and the vendor has not previously transferred, mortgaged, contracted for sale or otherwise the said below scheduled 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 vendor shall be liable to make good the loss or injury which the purchaser may suffer or sustain resulting therefrom.

The vendor further covenants with the purchaser that if for any defect of title or for any act done or suffered to be done by the vendor, the purchaser is deprived of ownership or of possession of the scheduled property or any part thereof in future, the vendor 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 of possession and the vendor shall further pay adequate compensation to the purchaser for any other loss or injury which the purchaser may suffer or sustain in consequence thereof.

The vendor 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 scheduled property conveyed at the cost of the purchaser.

SCHEDULE

All that piece or parcel of land measuring 19.5 Kathas, forming part of Plot No. 114/194, recorded in Khatian No.635/2, situated within Mouza- Dabgram, J.L. No. 2, Pargana - Baikunthapur, Sheet No.5, P.S. - Bhaktinagar, Registry Office and District - Jalpaiguri.

Manish Somani

R.P. WAREHOUSE & TEA INDUSTRIES LTD.

DIRECTOR

Manish Somani

: 12 :

The said land is bound and butted as follows :-

By North : Land of the purchaser of these present,

By South : Sold land of Smt. Neelam Mittal and Ranjana Mittal,

By East : Land of the purchaser of these present,

By West : Land of the purchaser of these present.

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

WITNESSES

1. Manav Kumar Somani
S/o Vijay Kumar Somani
Levok Road
Siliguri.
2. Vipray U. Somani
S/o Lt. M. C. Somani,
Bencur Road
Siliguri.

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

Manish Somani

VENDOR

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

Kamal K. Kedia

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

R.P. WAREHOUSE & TEA INDUSTRIES LTD.

All Arant
DIRECTOR



Manish Somani

Manish Somani

FINGER PRINTS OF SRI MANISH SOMANI (VENDOR)

| | THUMB | FORE FINGER | MIDDLE FINGER | RING FINGER | LITTLE FINGER |
|------------|-------|-------------|---------------|-------------|---------------|
| LEFT HAND | | | | | |
| RIGHT HAND | | | | | |



Manish Somani

SIGNATURE

R. P. Ware House & Tea Industries Ltd

Anil Kumar Agarwal

(PURCHASER)

Director

| | THUMB | FORE FINGER | MIDDLE FINGER | RING FINGER | LITTLE FINGER |
|------------|-------|-------------|---------------|-------------|---------------|
| LEFT HAND | | | | | |
| RIGHT HAND | | | | | |

R. P. Ware House & Tea Ltd.

Anil Kumar Agarwal

SIGNATURE

Director

R.P. WAREHOUSE & TEA INDUSTRIES LTD.

DIRECTOR

Anil Kumar Agarwal

47



OFFICE OF THE
ADJ. DIST. REGISTRAR
ARIZONA TERRITORY
TAMPA
FLORIDA