

Date: 03<sup>rd</sup> October 2015

From:

**Lodha Elevation Buildcon Private Limited**

412, Floor – 4, 17G Vardhaman Chamber,  
Cawasji Patel road, Horniman Circle,  
Fort, Mumbai – 400 001

**Simtools Private Limited,**

412, Floor – 4, 17G Vardhaman Chamber,  
Cawasji Patel road, Horniman Circle,  
Fort, Mumbai – 400 001

To:

**M/s. Trilokesh City Developers LLP,**

C – 109, Hind Saurashtra Industrial Estate,  
85/86, M.V. Road, Marol Naka,  
Andheri (East), Mumbai – 400 059

**Re:** (1) Agreement to Sell dated 23<sup>rd</sup> September 2015 between Lodha Elevation Buildcon Pvt. Ltd. and Simtools Pvt. Ltd. and Trilokesh City Developers LLP and Voltas Ltd.  
(2) Leave and License Agreement dated 02<sup>nd</sup> September 2014, between Lodha Elevation Buildcon Pvt. Ltd. and Simtools Pvt. Ltd. and Willis Processing Services (India) Private Limited.

1. We refer to the captioned Agreement to sell dated 23<sup>rd</sup> September 2015 entered into and executed *inter alia* by and between the Lodha Elevation Buildcon Private Limited (“**Seller**”) and Simtools Private Limited (“**Simtools**”) and the Trilokesh City Developers LLP (“**Purchaser**”) and Voltas Ltd. (“**Confirming Party**”).
2. We hereby agree that the Novation agreement for Novation and assignment of the Leave and License agreement in favour of M/s Trilokesh City Developers LLP, by Lodha Elevation Buildcon Pvt. Ltd. and Simtools Pvt. Ltd. and Willis Processing Services (India) Pvt. Ltd. as mutually agreed between themselves will be executed within a period of 10 days from the date of due receipt of payment of final tranche of the total consideration under the captioned Agreement to Sell.
3. We hereby agree to transfer the license fees in respect of the said Unit (i) for the ongoing month on a pro-rata basis received by Lodha Elevation Buildcon Pvt. Ltd. and/or Simtools Pvt. Ltd. within a period of 5 business days from the date of receipt of balance amounts under the captioned Agreement to Sell including the final tranche of the total consideration and (ii) fully in future, if received by Lodha Elevation Buildcon Pvt. Ltd. and/or Simtools Pvt. Ltd. within 5 business days of receipt of future rent. The account details of the Purchaser is as follows:

Account Name: Trilokesh City Developers LLP

Account No: 7511649957

Bank Name: Kotak Mahindra Bank

Branch: Turner Road, Bandra West, Mumbai

IFSC Code: KKBK0000654



4. We hereby agree to provide copy of the registered deed of reconveyance from PNB and also complete all Registrar of Companies related charge release procedure on the underlying unit i.e. 7<sup>th</sup> Floor, Wing A & B, Lodha i Think Techno Campus, off. Pokhran Road No. 2, Behind TCS, Close to Eastern Express Highway, Thane (West) – 400 607 within a period of 3 months of sale of last unit in the property.

Yours truly,

For Lodha Elevation Buildcon Pvt. Ltd.



[Signature]

For and on behalf of Lodha Elevation Buildcon Private Limited

Name: Surendran Nair

Designation: Authorised Signatory

**For Simtools Private Limited**



[Signature]

For and on behalf of Simtools Private Limited

Name: Surendran Nair

Designation: Authorised Signatory

CC:

Aditya Birla Finance Ltd.

10<sup>th</sup> Floor, Classic Pentagon,

Western Express Highway, Near Bisleri,

Andheri East, Mumbai 400 099

