

98/2011

35574

5

AXIS BANK LTD
SIDDHARTH BANDODKAR BHAVAN
P. SHIRGAONKAR ROAD, PANAJI



भारत 01205 NON JUDICIAL गोंवा
104634 JAN 10 2011

zero zero three five five seven four 17:03

D-5/STP(V)/C.R./35/2/2010-RD

R.0035574/-PB5740

सत्यमेव जयते
INDIA

STAMP DUTY

GOA



For AXIS BANK LTD.

Authorised Signatory
P. Shirgaonkar Road,
Panaji, Goa-403001.

NAME: MOHAMMAD IQBAL SHAIKH MOHIDIN
ADDRESS: VADDEM VASCOGOA
THROUGH:
SIGNATURE: [Signature]
RECEIPT NO. AXISB11187



92/11
Serial No. Presented in Office of the
Sub-Registrar of Mormugao
between the hours of 12-4 PM
on 11-11-2011

Received fees for	35580.00
Registration	60.00
Copying Charges	10.00
Copying endorsement	50.00
Total Rs	35700.00

A102

SUB-REGISTRAR
MORMUGAO

SUB-REGISTRAR
MORMUGAO

DEED OF CONVEYANCE

THIS DEED OF CONVEYANCE made at VASCO on this 15th
day of JANUARY, 2011 (15/01/2011)

BETWEEN

MOHIDIN RESORTS PRIVATE LIMITED (in liquidation) a
Company incorporated under the provisions of the
Companies Act, 1956 having its registered office at
Ground Floor, Salgaocar Building, P.B.No.12, Vasco
da Gama, Goa, 403802 having CIN
U55101GA1988PTC000863 and PAN AADCM4843M
represented herein by its Liquidator, Mr. Kevin
Olivera Fernandes, aged about 56 years, Indian
National, Company Secretary, having his office at
621/1, Attafondem, Moira, Goa 403507 (hereinafter
called "the Company" which expression shall unless
it be repugnant to the context or meaning thereof
be deemed to mean and include its successors and
assigns) of the ONE PART,

AND

MR. MOHAMMED IQBAL SHAIKH MOHIDIN, son of Mr.
SHAIKH MOHIDIN SHAIKH DAWOOD, aged about 50 years,
Indian Inhabitant and National, residing at Mubarak
Manzil, Near Pai Nursing Home, Vaddem, Vasco da
Gama, Goa, 403802 holding PAN card bearing
No.AHEPS4366E (hereinafter called the CONTRIBUTORY
or SHAREHOLDER which expression shall unless it be
repugnant to the context or meaning thereof be
deemed to mean and include his heirs, executors,
administrators, successors and assigns) of the
OTHER PART.



Whereas the company was incorporated under the provisions of The Companies Act, 1956 with the object of running a hotel business.

AND WHEREAS the Company was not able to set up the said business.

AND WHEREAS the Board of Directors of the Company at their meeting held on September 11, 2010 unanimously decided to recommend to the members of the Company that the Company be wound up voluntarily.

AND WHEREAS at the Board meeting held on September 11, 2010 the Board considered the Audited Balance Sheet of the Company as on September 10, 2010 and the Profit and Loss Account of the Company for the period from April 1, 2010 to September 10, 2010 and also the Statement of Affairs of the Company as on September 10, 2010 together with the Auditors Report thereon and after making a full enquiry into the affairs of the Company unanimously decided that the Company had no debts;

AND WHEREAS the Directors made the Declaration of Solvency in Form 149 of the Companies Court Rules, 1959 pursuant to the provisions of section 488 read with section 484 of The Companies Act, 1956, on September 11, 2010 duly verified by affidavit dated September 17, 2010 by all the Directors of the Company;



[Handwritten signature]

[Handwritten signature]

AND WHEREAS the Board of Directors convened an extraordinary general meeting of the members of the company on September 23, 2010 to consider the proposal to wind up the Company voluntarily and to appoint a Liquidator;

AND WHEREAS the extra ordinary general meeting of the Company was duly held on September 23, 2010 at the registered office of the Company and the necessary Special resolution was passed winding up the Company voluntarily and appointing Mr. Kevin Olivera Fernandes, Company Secretary, having his office at 621/1, Attafondem, Moira, Goa 403507 as the Liquidator of the Company, fixed his remuneration and authorised him to exercise all of the powers given by section 457 read with section 512 (1)(a) of the Companies Act, 1956 and generally to exercise all the powers granted to a Liquidator under any other provisions of the Act.

AND WHEREAS the Declaration of Solvency in Form 149 was intimated in the prescribed form to the Registrar of Companies, Goa, Daman & Diu on September 22, 2010.

AND WHEREAS the details of the Special Resolution passed winding up the Company voluntarily and appointing a Liquidator was intimated in the prescribed form to the Registrar of Companies, Goa, Daman & Diu on September 24, 2010.



21

AND WHEREAS the Liquidator intimated in the prescribed form his appointment to the Registrar of Companies, Goa, Daman & Diu on September 24, 2010.

AND WHEREAS the company advertised for the information of the general public in the Gomantak Times, Panaji issue dated September 28, 2010 the Special Resolution passed by the members of the Company at their meeting held on September 23, 2010 winding up the Company voluntarily and appointing a Liquidator;

AND WHEREAS the Company advertised for the information of the general public in the Official Gazette, Government of Goa, Series III dated September 30, 2010 the Special Resolution passed by the members of the Company at their meeting held on September, 23 2010 winding up the Company voluntarily and appointing a Liquidator;

AND WHEREAS the Liquidator advertised for the information of the general public in the Official Gazette, Government of Goa, Series III dated September 30, 2010 the Notice of appointment of Liquidator pursuant to section 516 of the Companies Act, 1956 in Form 151 of the Companies Court Rules, 1959;

AND WHEREAS the Company intimated the appointment of the Liquidator in the prescribed form to the Registrar of Companies, Goa, Daman & Diu on October 2, 2010;




A/

f

AND WHEREAS the Liquidator, by letter dated September 24, 2010 pursuant to the provisions of Section 178 of the Income Tax Act, 1961 notified the concerned Income Tax Officer, Ward I, Margao, Goa, being the Assessing Officer of the Company, of his appointment;

AND WHEREAS the Directors have submitted to the Liquidator the Statement of Affairs, the Lists annexed thereto, and the Balance Sheet of the Company as on September 23, 2010 in Form 57 of the Companies Court Rules, 1959 pursuant to the provisions of section 454 of the Companies Act, 1956 on October 25, 2010 duly verified by affidavit dated October 25, 2010 by all the Directors of the Company.



AND WHEREAS the company had issued, subscribed and paid up a Share Capital of Rs.13,44,400/- (Rupees Thirteen Lakhs Forty Four Thousand Four Hundred only) comprising of 13,444 (thirteen thousand four hundred forty four) Equity shares of the face value of Rs.100/- (Rupees One Hundred only) each and the shareholders/contributories as on the date of the winding up are:

- 1) Mr. Abdul Azim Shaikh Mohidin, H. No.198, Mohidin Villa, Airport Road, Chicalim, Goa - 403711 holding 1,211 Equity shares
- 2) Mr. Anwarali Shaikh Mohidin, H. No.198, Mohidin Villa, Airport Road, Chicalim, Goa - 403711 holding 1,211 Equity shares

- 3) Mr. Mohammed Iqbal Shaikh Mohidin, Mubarak Manzil, Near Pai Nursing Home, Vaddem, Vasco da Gama, Goa - 403802 holding 11,022 Equity Shares.

AND WHEREAS Article 38 of the Articles of Association of the Company provides, inter alia, that the Liquidator may with the sanction of a special resolution of the company and any other sanction required by the Act, divide amongst the members in species or kind, the whole or any part of the assets of the Company and for such purpose to set such value as he deems fair upon on any property to be divided and may determine how such division shall be carried out between members.

AND WHEREAS after necessary scrutiny of the affairs of the Company the Liquidator has determined that the Company has no debts and that the only asset held by the Company is the landed property admeasuring 14200 (fourteen thousand two hundred) square metres or thereabouts, comprised in survey No.13/5 of Dabolim Village (hereinafter referred to as the property or the said property) being a part of the larger immovable property named "Assoy", situated at Dabolim Village of Mormugao Taluka in the Chicalim Village Panchayat area, Goa and is more particularly described in the Schedule A hereunder written;

AND WHEREAS the said property has been sub divided into various plots of land, as approved by the Mormugao Planning and Development Authority at


 

Vasco da Gama - vide its development permission contained in its order bearing No.MPDA-9-M-83/10-11/296 dated 11.5.2010 granted under section 44 of the Town and Country Planning Act, 1974 and vide the approved plan a copy of which is annexed hereto, and in terms of the final NOC/development permission issued by the Village Panchayat of Chicalim - vide its letter bearing No. VP/CHI/90/Final-Sub.Div/NOC/2010-11/419 dated 7.6.2010;

AND WHEREAS in terms of the development permission granted by the authorities as aforesaid in respect of the said property, the total developable or saleable area is 11097 (eleven thousand ninety seven) square metres in the said property, after providing, in the said property, internal roads and open areas or spaces and the possession of the internal roads and open spaces has been earlier handed over or deemed to be handed over or surrendered to the Panchayat/local body;

AND WHEREAS the Income Tax Officer, Ward I, Margao, being the Assessing Officer of the Company in reply to the letters of the Liquidator and the Company, respectively dated 24.09.2010 and 21.10.2010, has by his letter bearing No. AADCM4843M dated 29.10.2010 stated that there is No Objection to voluntarily wind up the company in view of the undertaking given by the Directors of the Company to discharge any tax liability, that may arise in the case of the winding up of the Company;

AND WHEREAS at the meeting of the Contributories/Shareholders of the Company, (one of them being the Contributory herein, namely Mr. Mohammed Iqbal Shaikh Mohidin and the other two being Mr. Anwarali Shaikh Mohidin and Mr. Abdul Azim Shaikh Mohidin referred to hereinabove and all of them are hereinafter referred to as the contributories/shareholders) held on December 2, 2010, a special resolution was passed authorizing the Liquidator to divide the assets of the company, in specie, amongst the contributories/shareholders and to set such value as he deems fair upon any property to be so divided and further to determine the manner of division of the property/assets amongst the contributories/shareholders;



AND WHEREAS, the Liquidator has determined that the total subdivided area of land available for distribution is 11097 (Eleven thousand ninety seven) square metres the division of the assets shall be as follows:

- a) Mr. Abdul Azim Shaikh Mohidin: 1000 (One thousand) square metres,
- b) Mr. Anwarali Shaikh Mohidin: 1000 (One thousand) square metres, and
- c) Mr. Mohammed Iqbal Shaikh Mohidin: 9097 (Nine Thousand ninety seven) square metres.

AND WHEREAS, the following sub-divided plots of land totally admeasuring 9097 (nine thousand ninety seven) square metres in the said property, on a division of the assets of the company are being given to Mr Mohammed Iqbal Shaikh Mohidin:

Plot 1, Plot 2, Plot 3, Plot 4, Plot 5, Plot 6, Plot 7 and Plot 8 as marked in the annexed plan, and the Plot Reserved for Group Housing as marked in the annexed plan;

AND WHEREAS the aforesaid different sub divided plots of land totally admeasuring 9097 (nine thousand ninety seven) square metres are being, for the sake of convenience, conveyed and granted to the Contributory/Shareholder by 9 separate registered deeds of conveyance; the present deed of conveyance being one of such deeds of conveyance.

AND WHEREAS, by this Deed of Conveyance the sub-divided plot of land marked in the plan annexed hereto as **Plot 5 admeasuring 363 (three hundred sixty three)** square metres (hereinafter referred to as the said plot of land) is being conveyed to the Contributory/Shareholder Mr. Mohammed Iqbal Shaikh Mohidin.



NOW THIS DEED OF CONVEYANCE WITNESSETH AS FOLLOWS:

1. The preceding recitals shall form an integral part of this Deed.
2. In pursuance of the Special Resolution passed at the meeting of the Contributories/Shareholders of the Company held on 2nd December 2010 and for the consideration aforesaid, the Company doth hereby, grant, assure, release, convey and transfer unto the Contributory/Shareholder Mr. Mohammed Iqbal Shaikh Mohidin, free from encumbrances, charges, liens or defects in

title, ALL THAT PARCEL, piece or plot of land, being an approved sub-divided plot of land admeasuring **363 (three hundred sixty three)** square metres, delineated on the plan thereof hereto annexed and thereon shown surrounded by red coloured boundary lines and identified therein as **plot 5**, more particularly mentioned and described in the Schedule B hereunder written, the same being a part or portion of the said property comprised in survey No. 13/5 of Dabolim Village, hereinbefore mentioned more particularly described in the schedule A hereunder written, situate, lying and being at Dabolim Village of Mormugao Taluka, South Goa Revenue District, within the Chicalim Village Panchayat area, in the Registration Sub District of Mormugao of the Registration District of Goa, TOGETHER WITH all the trees, fences, hedges, water, water courses, ways, paths, passages, lights, commons, sewers, drains, rights, privileges, easements, advantages and appurtenances whatsoever to the said piece or parcel or plot of land or any part thereof belonging or in anyway appertaining or usually held or occupied therewith or reputed to belong or appurtenant thereto AND ALL the estate, right, title, interest, claim and demand whatsoever at law and in equity of the Company of, in and to the said piece, parcel or plot of land and every part thereof TO HAVE AND TO HOLD all the said piece, parcel or plot of land hereby conveyed, granted, released and assured or expressed so



37 4

to be with their appurtenances (all which are hereinafter referred to for the sake of brevity as "the said premises") unto and to the use and benefit of the Contributory/Shareholder forever, subject to the payment of all rates, taxes, assessments, dues and duties now or hereafter to become payable to the Government, local authority or any other public body in respect thereof.

3. The Company has this day put the Contributory/Share holder in vacant possession of the said piece, parcel or plot of land hereby conveyed as aforesaid.

4. It shall be lawful for the Contributory/Shareholder from time to time and at all times hereafter, peaceably and quietly to hold, possess and enjoy the said premises hereby conveyed with its appurtenances and to receive the profits thereof for his own use and benefit without any lawful eviction, interruption, claim or demand whatsoever from or by the Company or from or by any other person or persons or party lawfully or equitably claiming by, from, under or in trust for it.

5. The Company, shall at the cost and expenses of the Contributory/Shareholder, execute or cause to be executed such writings, deeds and assurances and do such things, matters and acts as may be reasonably necessary for



[Handwritten signature]

further and more perfectly transferring and granting assuring unto the Contributory/Shareholder the said premises.

6. The Company, is the absolute owner and has through the Liquidator full power, authority and right to transfer, grant and convey the said premises to the Contributory/Shareholder.
7. It is hereby declared and confirmed that the area comprised in the said premises hereby conveyed and transferred to the Contributory/Shareholder together with the areas comprised in plot 1, plot 2, plot 3, plot 4, plot 6, plot 7, plot 8 and the plot Reserved for Group Housing to be conveyed as aforesaid to him, namely a total area of 9097 (nine thousand ninety seven) square metres is in the ratio of his shareholding in the company.
8. The Company doth hereby deliver to the Contributory/Share holder herein, deeds, evidence and writings in original now in its possession and custody, relating to the title of the Company to the entire property bearing Survey No. 13/5 of Dabolim Village admeasuring 14200 (Fourteen thousand two hundred) square metres described in the Schedule A hereunder, a list in respect thereof is set out under the schedule C hereunder written with an understanding, declaration and undertaking by the said Shareholder/contributory that he



21 4

shall hold the said documents of title for the benefit of all or any of the other shareholder/contributories or any party claiming through or under them and shall at all times, at the cost and expense of such other shareholder/contributory or party, provide access to inspect, and permit them to take copies or obtain certified copies of the said documents of title without any hindrance.

9. The present market value of the said premises is **Rs.17,78,700/- (Rupees Seventeen Lakhs Seventy Eight Thousand Seven Hundred only)** and the stamp duty on this deed, in terms of the said market value, has been paid.

SCHEDULE A ABOVE REFERRED TO

All that landed property admeasuring 14,200 (fourteen thousand two hundred) square metres comprised in Survey No. 13/5 of Dabolim Village, being a part of the larger immovable property known as "Assoy", situated, lying and being at Dabolim Village of Mormugao Taluka, South Goa Revenue District, in the Registration sub district of Mormugao, Registration District of Goa and in the Chicalim Village Panchayat area and is bounded as under;

On or towards the North: By the property bearing Survey No.13/4 of Dabolim Village

On or towards the South: By the property bearing Survey No.13/7 of Dabolim Village

On or towards the East: By the property bearing Survey No.14 of Dabolim Village



[Handwritten signature]

On or towards the West: By the property bearing Survey No.13/6 of Dabolim Village

SCHEDULE B ABOVE REFERRED TO

(The plot of land conveyed and transferred in the name of the Contributory/Shareholder Shri. Mohammed Iqbal Shaikh Mohidin)

All that parcel, piece or plot of land, being an approved sub divided plot of land admeasuring **363 (three hundred sixty three)** square metres, delineated on the plan thereof hereto annexed and thereon shown surrounded by red coloured boundary lines and identified therein as **plot 5**, the same being a part or portion of the larger landed property comprised in survey No.13/5 of Dabolim Village more particularly mentioned and described in the Schedule A hereinabove written, situate, lying and being at Dabolim Village of Mormugao Taluka, South Goa Revenue District in the Registration Sub District of Mormugao of the Registration District of Goa and is bounded-

On or towards the North: by Plot No.6 bearing Survey No.13/4 of Dabolim Village,

On or towards the South: by Plot No.4 bearing Survey No.13/4 of Dabolim Village

On or towards the West: By 10mtr wide road.

On or towards the East: By property bearing Survey No.14 of Dabolim Village.



B)

8

SCHEDULE C ABOVE REFERRED TO

(List of Documents - in original delivered to the Contributory/Shareholder)

1. Deed of Sale dated 31.3.1989 Registered in the Office of the Sub Registrar of Mormugao on 8.12.1989 as registered No.469 at pages 479 to 494, book No.1, volume No.38 in respect of the landed property bearing survey No. 13/5 of Dabolim Village.
2. Indenture of acknowledgment and declaration dated 4.9.2010 registered in the office of the Sub Registrar of Mormugao on 18/10/2010 as registered no. 1926 at pages 138 to 146, book no.1, volume no.1181 in the office of the Sub Registrar of Mormugao in respect of the above landed property.
3. Order bearing No.MPDA-9-M-83/10-11/296 dt.11/5/2010 issued by the Mormugao Planning & Development Authority at Vasco da Gama containing the development permission in respect of the above landed property.
4. Letter bearing No.VP/CHI90/Final Sub DIV/NOC/2010 dated 7.6.2010 issued by the Village Panchayat of Chicalim, containing final NOC/Development Permission in respect of the above landed property.
5. Sub Division plan duly approved by the Mormugao Planning and Development Authority at Vasco da Gama in respect of the landed property bearing Survey No.13/5 of Dabolim Village.
6. Record of Rights in Form No. I & XIV in respect of the landed property comprised in Survey No. 13/5 of Dabolim Village.



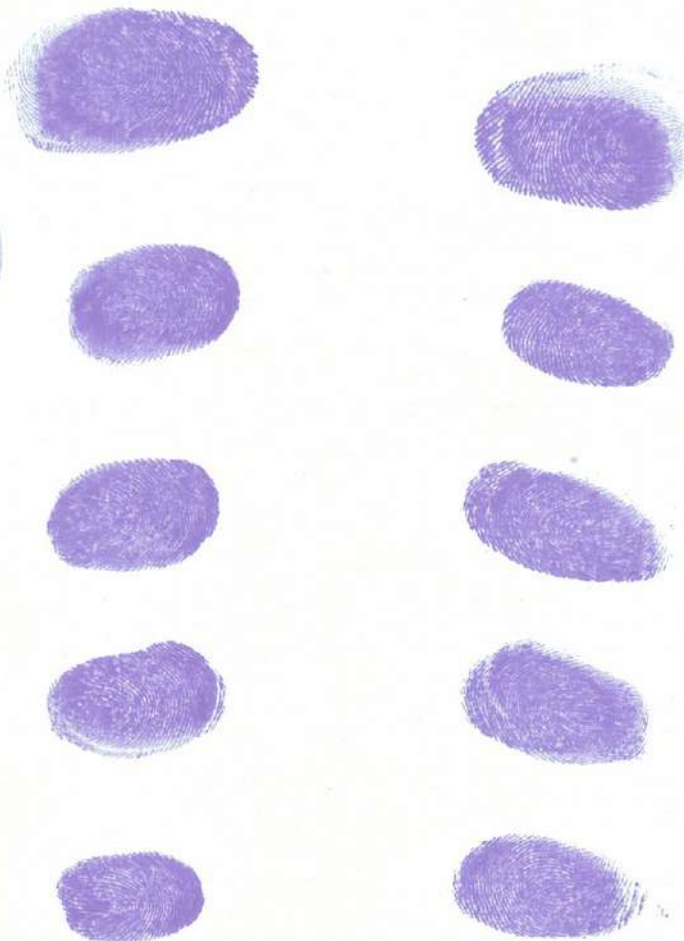
27

IN WITNESS WHEREOF the Company and the
Contributory/Share holder, have hereunto set and
subscribed their respective hands on the day and
the year first hereinabove written.

Signed and delivered by the
Within named Company
Mohidin Resorts Private Limited
(in liquidation) through its
Liquidator, Mr. Kevin Olivera Fernandes



Kevin Olivera Fernandes



(Handwritten marks)

Signed and delivered by the
Within named Contributory/Shareholder
Mr. Mohammed Iqbal Shaikh Mohidin



A 10 /



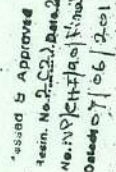
In the presence of

1. Shabana S. Shaikh
SHABANA S. SHAIKH

2. Pedro Sebastiao Fernandes
PEDRO SEBASTIAO FERNANDES

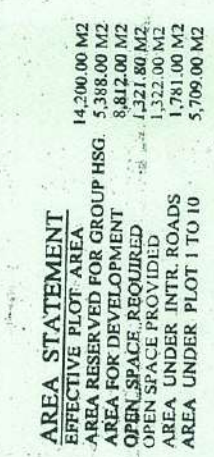
20

4



APPROVED FOR DEVELOPMENT PERMISSION

MEMBER SECRETARY



<p>OWNER'S SIGN</p> <p>For MOHIDIN RESORTS PVT. LTD.</p> <p><i>MF 12</i></p>	<p>ENGINEER</p> <p><i>Maria C. Connelove</i></p> <p>CONSULTING CIVIL ENGINEER PMD / ENGR / 154 / 90 MMC / TX / 55 MPDA / 48 / ENGR</p>	<p>DIRECTOR</p>
--	--	-----------------

SITE PLAN
1:500

98
 22 pages to 42
 Bank No. T Volume No. 1224
 20-01-2011

10
 10

① Mr. Mohammed Iqbal Shaikh
Mohidin, Son of Mr. Shaikh Mohidin
Shaikh Dawood, 50 years of age,
Indian National, and residing at
Mubarak Manzil, Near Tai Nursing
Home, Vaddem, Vasco-da-Gama, Goa

Executing party Labore

admits execution of the so-called
Conveyance

+ Amo

① Mohidin Resorts Private
Limited (in liquidation) 19th Jan 2011
Vasco-da-Gama, Goa.
represented by its Liquidator,
Mr. Kevin Oliveira Fernandes, 56 years of age, Indian
National, Company Secretary, having his office at
G-21, Attafondem, Madica, Goa.
Executing party admits the execution of deed of Conveyance

SUB-REGISTRAR
MORMUGAO

+ Fernandes

Avec. A Shaikh. known to me of
age 40 years Indian National

and known to the Sub-Registrar
states that he personally knows
the above executant and identifies
him

19th January 2011

SUB-REGISTRAR
MORMUGAO

98
 22 to 42
 1 page
 Book No. 7 Volume No. 1221
 20-01-2011
 41

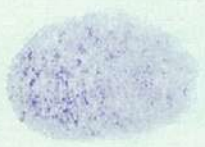


Note of Return:

this document will be returned On. 20/1/2011

SUB-REGISTRAR
 MORMUGAO

(1) Mr. Kevin Oliveira, 25 years of age, Brazilian National, Company Secretary, having his office at 111, Avenida da Liberdade, 1st floor, Vasco-da-Gama, (Mormugao), is a private



[Handwritten signature]

and known to the Sub-Registrar
 states that he personally knows
 the above applicant and hereby

20/1/11



104/20/11

AXIS BANK LTD
SIDDHARTH BANDOOR BHAVAN
P. SHIRGAONKAR ROAD, PANAJI

D-5/STP(V)/C.R./35/2/2010-RD

For AXIS BANK LTD.

C. P. A. P. A. S.
Authorized Signatory
P. Shirgaonkar Road,
Panaji, Goa-403001.



भारत 01203 NON JUDICIAL गोवा
171633 JAN 10 2011

zero zero three eight one two two 17:02

R.0038122/-PB5740

INDIA

STAMP DUTY

GOA

NAME: MOHAMMAD DOBAL SHAIKH MOHIDIN
ADDRESS: VADDEM VASCO GOA
THROUGH:
SIGNATURE: *[Signature]*
RECEIPT NO: AXISB11188

Serial No. 98/11
Presented in office of
Sub-Registrar of Mormugao
between the hours of 10.10 AM
and 12.15 PM on 19/1/11

Received from	38140.00
Registration	60.00
Copying of Photos	10.00
Copying endorsements	50.00
Total	38260.00

SUB-REGISTRAR
MORMUGAO

SUB-REGISTRAR
MORMUGAO

DEED OF CONVEYANCE

THIS DEED OF CONVEYANCE made at VASCO on this 15th
of JANUARY, 2011 (15/01/2011)

BETWEEN

MOHIDIN RESORTS PRIVATE LIMITED (in liquidation) a
Company incorporated under the provisions of the
Companies Act, 1956 having its registered office at
Ground Floor, Salgaocar Building, P.B.No.12, Vasco
da Gama, Goa, 403802 having CIN
U55101GA1988PTC000863 and PAN AADCM4843M
represented herein by its Liquidator, Mr. Kevin
Olivera Fernandes, aged about 56 years, Indian
National, Company Secretary, having his office at
621/1, Attafondem, Moira, Goa 403507 (hereinafter
called "the Company" which expression shall unless
it be repugnant to the context or meaning thereof
be deemed to mean and include its successors and
assigns) of the ONE PART,

AND

MR. MOHAMMED IQBAL SHAIKH MOHIDIN, son of Mr.
SHAIKH MOHIDIN SHAIKH DAWOOD, aged about 50 years,
Indian Inhabitant and National, residing at Mubarak
Manzil, Near Pai Nursing Home, Vaddem, Vasco da
Gama, Goa, 403802 holding PAN card bearing
No.AHEPS4366E (hereinafter called the CONTRIBUTORY
or SHAREHOLDER which expression shall unless it be
repugnant to the context or meaning thereof be
deemed to mean and include his heirs, executors,
administrators, successors and assigns) of the
OTHER PART.



Whereas the company was incorporated under the provisions of The Companies Act, 1956 with the object of running a hotel business.

AND WHEREAS the Company was not able to set up the said business.

AND WHEREAS the Board of Directors of the Company at their meeting held on September 11, 2010 unanimously decided to recommend to the members of the Company that the Company be wound up voluntarily.

AND WHEREAS at the Board meeting held on September 11, 2010 the Board considered the Audited Balance Sheet of the Company as on September 10, 2010 and the Profit and Loss Account of the Company for the period from April 1, 2010 to September 10, 2010 and also the Statement of Affairs of the Company as on September 10, 2010 together with the Auditors Report thereon and after making a full enquiry into the affairs of the Company unanimously decided that the Company had no debts;

AND WHEREAS the Directors made the Declaration of Solvency in Form 149 of the Companies Court Rules, 1959 pursuant to the provisions of section 488 read with section 484 of The Companies Act, 1956, on September 11, 2010 duly verified by affidavit dated September 17, 2010 by all the Directors of the Company;



21

AND WHEREAS the Board of Directors convened an extraordinary general meeting of the members of the company on September 23, 2010 to consider the proposal to wind up the Company voluntarily and to appoint a Liquidator;

AND WHEREAS the extra ordinary general meeting of the Company was duly held on September 23, 2010 at the registered office of the Company and the necessary Special resolution was passed winding up the Company voluntarily and appointing Mr. Kevin Olivera Fernandes, Company Secretary, having his office at 621/1, Attafondem, Moira, Goa 403507 as the Liquidator of the Company, fixed his remuneration and authorised him to exercise all of the powers given by section 457 read with section 512 (1)(a) of the Companies Act, 1956 and generally to exercise all the powers granted to a Liquidator under any other provisions of the Act.

AND WHEREAS the Declaration of Solvency in Form 149 was intimated in the prescribed form to the Registrar of Companies, Goa, Daman & Diu on September 22, 2010.

AND WHEREAS the details of the Special Resolution passed winding up the Company voluntarily and appointing a Liquidator was intimated in the prescribed form to the Registrar of Companies, Goa, Daman & Diu on September 24, 2010.



71

4

AND WHEREAS the Liquidator intimated in the prescribed form his appointment to the Registrar of Companies, Goa, Daman & Diu on September 24, 2010.

AND WHEREAS the company advertised for the information of the general public in the Gomantak Times, Panaji issue dated September 28, 2010 the Special Resolution passed by the members of the Company at their meeting held on September 23, 2010 winding up the Company voluntarily and appointing a Liquidator;

AND WHEREAS the Company advertised for the information of the general public in the Official Gazette, Government of Goa, Series III dated September 30, 2010 the Special Resolution passed by the members of the Company at their meeting held on September, 23 2010 winding up the Company voluntarily and appointing a Liquidator;

AND WHEREAS the Liquidator advertised for the information of the general public in the Official Gazette, Government of Goa, Series III dated September 30, 2010 the Notice of appointment of Liquidator pursuant to section 516 of the Companies Act, 1956 in Form 151 of the Companies Court Rules, 1959;

AND WHEREAS the Company intimated the appointment of the Liquidator in the prescribed form to the Registrar of Companies, Goa, Daman & Diu on October 2, 2010;



7

AND WHEREAS the Liquidator, by letter dated September 24, 2010 pursuant to the provisions of Section 178 of the Income Tax Act, 1961 notified the concerned Income Tax Officer, Ward I, Margao, Goa, being the Assessing Officer of the Company, of his appointment;

AND WHEREAS the Directors have submitted to the Liquidator the Statement of Affairs, the Lists annexed thereto, and the Balance Sheet of the Company as on September 23, 2010 in Form 57 of the Companies Court Rules, 1959 pursuant to the provisions of section 454 of the Companies Act, 1956 on October 25, 2010 duly verified by affidavit dated October 25, 2010 by all the Directors of the Company.

AND WHEREAS the company had issued, subscribed and paid up a Share Capital of Rs.13,44,400/- (Rupees Thirteen Lakhs Forty Four Thousand Four Hundred only) comprising of 13,444 (thirteen thousand four hundred forty four) Equity shares of the face value of Rs.100/- (Rupees One Hundred only) each and the shareholders/contributories as on the date of the winding up are:

- 1) Mr. Abdul Azim Shaikh Mohidin, H. No.198, Mohidin Villa, Airport Road, Chicalim, Goa - 403711 holding 1,211 Equity shares
- 2) Mr. Anwarali Shaikh Mohidin, H. No.198, Mohidin Villa, Airport Road, Chicalim, Goa - 403711 holding 1,211 Equity shares

(Handwritten signatures)

- 3) Mr. Mohammed Iqbal Shaikh Mohidin, Mubarak Manzil, Near Pai Nursing Home, Vaddem, Vasco da Gama, Goa - 403802 holding 11,022 Equity Shares.

AND WHEREAS Article 38 of the Articles of Association of the Company provides, inter alia, that the Liquidator may with the sanction of a special resolution of the company and any other sanction required by the Act, divide amongst the members in species or kind, the whole or any part of the assets of the Company and for such purpose to set such value as he deems fair upon on any property to be divided and may determine how such division shall be carried out between members.



AND WHEREAS after necessary scrutiny of the affairs of the Company the Liquidator has determined that the Company has no debts and that the only asset held by the Company is the landed property admeasuring 14200 (fourteen thousand two hundred) square metres or thereabouts, comprised in survey No.13/5 of Dabolim Village (hereinafter referred to as the property or the said property) being a part of the larger immovable property named "Assoy", situated at Dabolim Village of Mormugao Taluka in the Chicalim Village Panchayat area, Goa and is more particularly described in the Schedule A hereunder written;

AND WHEREAS the said property has been sub divided into various plots of land, as approved by the Mormugao Planning and Development Authority at

[Handwritten signature]

Vasco da Gama - vide its development permission contained in its order bearing No.MPDA-9-M-83/10-11/296 dated 11.5.2010 granted under section 44 of the Town and Country Planning Act, 1974 and vide the approved plan a copy of which is annexed hereto, and in terms of the final NOC/development permission issued by the Village Panchayat of Chicalim - vide its letter bearing No. VP/CHI/90/Final-Sub.Div/NOC/2010-11/419 dated 7.6.2010;

AND WHEREAS in terms of the development permission granted by the authorities as aforesaid in respect of the said property, the total developable or saleable area is 11097 (eleven thousand ninety seven) square metres in the said property, after providing, in the said property, internal roads and open areas or spaces and the possession of the internal roads and open spaces has been earlier handed over or deemed to be handed over or surrendered to the Panchayat/local body;

AND WHEREAS the Income Tax Officer, Ward I, Margao, being the Assessing Officer of the Company in reply to the letters of the Liquidator and the Company, respectively dated 24.09.2010 and 21.10.2010, has by his letter bearing No. AADCM4843M dated 29.10.2010 stated that there is No Objection to voluntarily wind up the company in view of the undertaking given by the Directors of the Company to discharge any tax liability, that may arise in the case of the winding up of the Company;

71

AND WHEREAS at the meeting of the Contributories/Shareholders of the Company, (one of them being the Contributory herein, namely Mr. Mohammed Iqbal Shaikh Mohidin and the other two being Mr. Anwarali Shaikh Mohidin and Mr. Abdul Azim Shaikh Mohidin referred to hereinabove and all of them are hereinafter referred to as the contributories/shareholders) held on December 2, 2010, a special resolution was passed authorizing the Liquidator to divide the assets of the company, in specie, amongst the contributories/shareholders and to set such value as he deems fair upon any property to be so divided and further to determine the manner of division of the property/assets amongst the contributories/shareholders;



AND WHEREAS, the Liquidator has determined that the total subdivided area of land available for distribution is 11097 (Eleven thousand ninety seven) square metres the division of the assets shall be as follows:

- a) Mr. Abdul Azim Shaikh Mohidin: 1000 (One thousand) square metres,
- b) Mr. Anwarali Shaikh Mohidin: 1000 (One thousand) square metres, and
- c) Mr. Mohammed Iqbal Shaikh Mohidin: 9097 (Nine Thousand ninety seven) square metres.

AND WHEREAS, the following sub-divided plots of land totally admeasuring 9097 (nine thousand ninety seven) square metres in the said property, on a division of the assets of the company are being given to Mr Mohammed Iqbal Shaikh Mohidin:

R1

4

Plot 1, Plot 2, Plot 3, Plot 4, Plot 5, Plot 6, Plot 7 and Plot 8 as marked in the annexed plan, and the Plot Reserved for Group Housing as marked in the annexed plan;

AND WHEREAS the aforesaid different sub divided plots of land totally admeasuring 9097 (nine thousand ninety seven) square metres are being, for the sake of convenience, conveyed and granted to the Contributory/Shareholder by 9 separate registered deeds of conveyance; the present deed of conveyance being one of such deeds of conveyance.

AND WHEREAS, by this Deed of Conveyance the sub-divided plot of land marked in the plan annexed hereto as **Plot 6 admeasuring 389 (three hundred eighty nine)** square metres (hereinafter referred to as the said plot of land) is being conveyed to the Contributory/Shareholder Mr. Mohammed Iqbal Shaikh Mohidin.



NOW THIS DEED OF CONVEYANCE WITNESSETH AS FOLLOWS:

1. The preceding recitals shall form an integral part of this Deed.
2. In pursuance of the Special Resolution passed at the meeting of the Contributories/Shareholders of the Company held on 2nd December 2010 and for the consideration aforesaid, the Company doth hereby, grant, assure, release, convey and transfer unto the Contributory/Shareholder Mr. Mohammed Iqbal Shaikh Mohidin, free from encumbrances, charges, liens or defects in

A1

A

title, ALL THAT PARCEL, piece or plot of land, being an approved sub-divided plot of land admeasuring **389 (three hundred eighty nine)** square metres, delineated on the plan thereof hereto annexed and thereon shown surrounded by red coloured boundary lines and identified therein as **plot 6**, more particularly mentioned and described in the Schedule B hereunder written, the same being a part or portion of the said property comprised in survey No. 13/5 of Dabolim Village, hereinbefore mentioned more particularly described in the schedule A hereunder written, situate, lying and being at Dabolim Village of Mormugao Taluka, South Goa Revenue District, within the Chicalim Village Panchayat area, in the Registration Sub District of Mormugao of the Registration District of Goa, TOGETHER WITH all the trees, fences, hedges, water, water courses, ways, paths, passages, lights, commons, sewers, drains, rights, privileges, easements, advantages and appurtenances whatsoever to the said piece or parcel or plot of land or any part thereof belonging or in anyway appertaining or usually held or occupied therewith or reputed to belong or appurtenant thereto AND ALL the estate, right, title, interest, claim and demand whatsoever at law and in equity of the Company of, in and to the said piece, parcel or plot of land and every part thereof TO HAVE AND TO HOLD all the said piece, parcel or plot of land hereby conveyed, granted, released and assured or expressed so



R/

J

to be with their appurtenances (all which are hereinafter referred to for the sake of brevity as "the said premises") unto and to the use and benefit of the Contributory/Shareholder forever, subject to the payment of all rates, taxes, assessments, dues and duties now or hereafter to become payable to the Government, local authority or any other public body in respect thereof.

3. The Company has this day put the Contributory/Share holder in vacant possession of the said piece, parcel or plot of land hereby conveyed as aforesaid.
4. It shall be lawful for the Contributory/Shareholder from time to time and at all times hereafter, peaceably and quietly to hold, possess and enjoy the said premises hereby conveyed with its appurtenances and to receive the profits thereof for his own use and benefit without any lawful eviction, interruption, claim or demand whatsoever from or by the Company or from or by any other person or persons or party lawfully or equitably claiming by, from, under or in trust for it.
5. The Company, shall at the cost and expenses of the Contributory/Shareholder, execute or cause to be executed such writings, deeds and assurances and do such things, matters and acts as may be reasonably necessary for



F1

further and more perfectly transferring and granting assuring unto the Contributory/Shareholder the said premises.

6. The Company, is the absolute owner and has through the Liquidator full power, authority and right to transfer, grant and convey the said premises to the Contributory/Shareholder.
7. It is hereby declared and confirmed that the area comprised in the said premises hereby conveyed and transferred to the Contributory/Shareholder together with the areas comprised in plot 1, plot 2, plot 3, plot 4, plot 5, plot 7, plot 8 and the plot Reserved for Group Housing to be conveyed as aforesaid to him, namely a total area of 9097 (nine thousand ninety seven) square metres is in the ratio of his shareholding in the company.
8. The Company doth hereby deliver to the Contributory/Share holder herein, deeds, evidence and writings in original now in its possession and custody, relating to the title of the Company to the entire property bearing Survey No. 13/5 of Dabolim Village admeasuring 14200 (Fourteen thousand two hundred) square metres described in the Schedule A hereunder, a list in respect thereof is set out under the schedule C hereunder written with an understanding, declaration and undertaking by the said Shareholder/contributory that he




21

4

shall hold the said documents of title for the benefit of all or any of the other shareholder/contributories or any party claiming through or under them and shall at all times, at the cost and expense of such other shareholder/contributory or party, provide access to inspect, and permit them to take copies or obtain certified copies of the said documents of title without any hindrance.

9. The present market value of the said premises is **Rs.19,06,100/- (Rupees Nineteen Lakhs Six Thousand One Hundred only)** and the stamp duty on this deed, in terms of the said market value, has been paid.

SCHEDULE A ABOVE REFERRED TO



All that landed property admeasuring 14,200 (fourteen thousand two hundred) square metres comprised in Survey No. 13/5 of Dabolim Village, being a part of the larger immovable property known as "Assoy", situated, lying and being at Dabolim Village of Mormugao Taluka, South Goa Revenue District, in the Registration sub district of Mormugao, Registration District of Goa and in the Chicalim Village Panchayat area and is bounded as under;

On or towards the North: By the property bearing Survey No.13/4 of Dabolim Village

On or towards the South: By the property bearing Survey No.13/7 of Dabolim Village

On or towards the East: By the property bearing Survey No.14 of Dabolim Village

[Handwritten marks]

On or towards the West: By the property bearing Survey No.13/6 of Dabolim Village

SCHEDULE B ABOVE REFERRED TO

(The plot of land conveyed and transferred in the name of the Contributory/Shareholder Shri. Mohammed Iqbal Shaikh Mohidin)

All that parcel, piece or plot of land, being an approved sub divided plot of land admeasuring **389 (three hundred eight nine)** square metres, delineated on the plan thereof hereto annexed and thereon shown surrounded by red coloured boundary lines and identified therein as **plot 6**, the same being a part or portion of the larger landed property comprised in survey No.13/5 of Dabolim Village more particularly mentioned and described in the Schedule A hereinabove written, situate, lying and being at Dabolim Village of Mormugao Taluka, South Goa Revenue District in the Registration Sub District of Mormugao of the Registration District of Goa and is bounded-

On or towards the North: by Plot No.7 bearing Survey No.13/4 of Dabolim Village,

On or towards the South : by Plot No.5 bearing Survey No.13/4 of Dabolim Village

On or towards the West : By 10mtr wide road.

On or towards the East: By property bearing Survey No.14 of Dabolim Village.



21

SCHEDULE C ABOVE REFERRED TO

(List of Documents - in original delivered to the Contributory/Shareholder)

1. Deed of Sale dated 31.3.1989 Registered in the Office of the Sub Registrar of Mormugao on 8.12.1989 as registered No.469 at pages 479 to 494, book No.1, volume No.38 in respect of the landed property bearing survey No. 13/5 of Dabolim Village.
2. Indenture of acknowledgment and declaration dated 4.9.2010 registered in the office of the Sub Registrar of Mormugao on 18/10/2010 as registered no. 1926 at pages 138 to 146, book no.1, volume no.1181 in the office of the Sub Registrar of Mormugao in respect of the above landed property.
3. Order bearing No.MPDA-9-M-83/10-11/296 dt.11/5/2010 issued by the Mormugao Planning & Development Authority at Vasco da Gama containing the development permission in respect of the above landed property.
4. Letter bearing No.VP/CHI90/Final Sub DIV/NOC/2010 dated 7.6.2010 issued by the Village Panchayat of Chicalim, containing final NOC/Development Permission in respect of the above landed property.
5. Sub Division plan duly approved by the Mormugao Planning and Development Authority at Vasco da Gama in respect of the landed property bearing Survey No.13/5 of Dabolim Village.
6. Record of Rights in Form No. I & XIV in respect of the landed property comprised in Survey No. 13/5 of Dabolim Village.



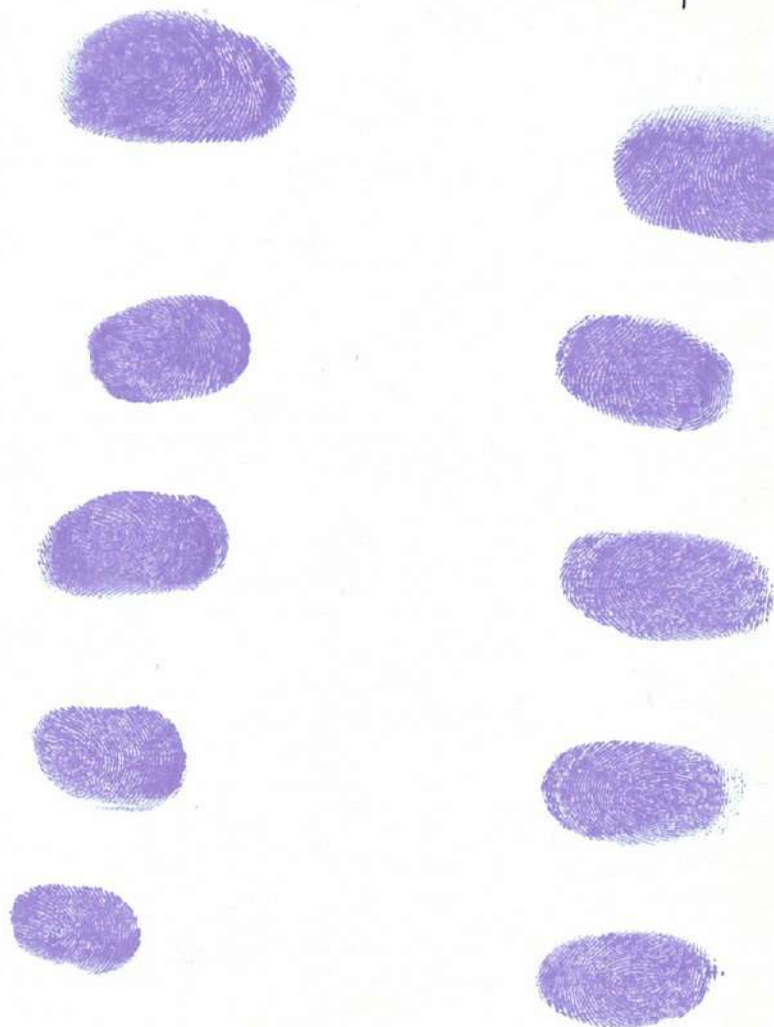
81

IN WITNESS WHEREOF the Company and the
Contributory/Share holder, have hereunto set and
subscribed their respective hands on the day and
the year first hereinabove written.

Signed and delivered by the
Within named Company
Mohidin Resorts Private Limited
(in liquidation) through its
Liquidator, Mr. Kevin Olivera Fernandes



Kevin Olivera Fernandes



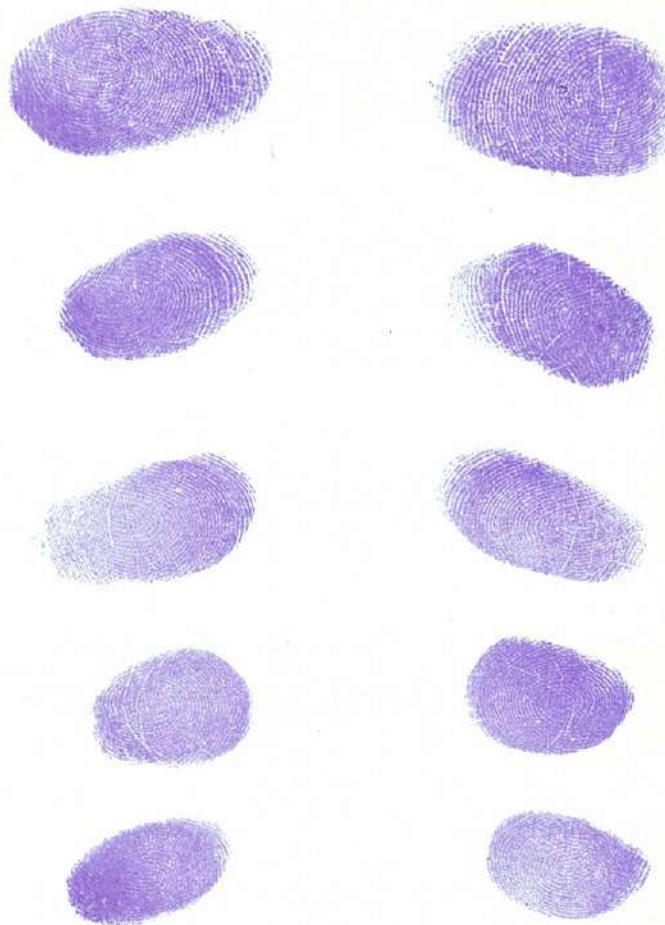
Handwritten mark

Handwritten mark

Signed and delivered by the
Within named Contributory/Shareholder
Mr. Mohammed Iqbal Shaikh Mohidin



Handwritten signature of Mr. Mohammed Iqbal Shaikh Mohidin



In the presence of

1. *Handwritten signature of Ghazala S. Shaikh*
GHABANA S. SHAIKH

2. *Handwritten signature of Pedro Sebastião Fernandes*
PEDRO SEBASTIÃO FERNANDES

Handwritten mark resembling the number 1 with a flourish

Handwritten mark resembling a stylized 'A' or 'H'



Issued & Approved

Resin. No. 2003/2010
No. NP/CH/90/1000
Date 07/06/2010

Secretary
V. P. Chicalim
Mormugao - Goa

2010-11-19

APPROVED FOR
DEVELOPMENT PERMISSION

Recd. Order No. 2003/2010
Date 07/06/2010

MEMBER SECRETARY



CROSS SECTION ROAD

AREA STATEMENT	
EFFECTIVE PLOT AREA	14,200.00 M ²
AREA RESERVED FOR GROUP HSG.	5,388.00 M ²
AREA FOR DEVELOPMENT	8,812.00 M ²
OPEN SPACE REQUIRED	1,321.80 M ²
OPEN SPACE PROVIDED	1,322.00 M ²
AREA UNDER INTR. ROADS	1,781.00 M ²
AREA UNDER PLOT 1 TO 10	5,709.00 M ²

PROPOSED SUB-DIV. (FINAL APPROVAL) OF
THE PROPERTY BEARING SURVEY NO. 13/5
OF DABOLIM VILLAGE, OF MORMUGAO
TALUKA.

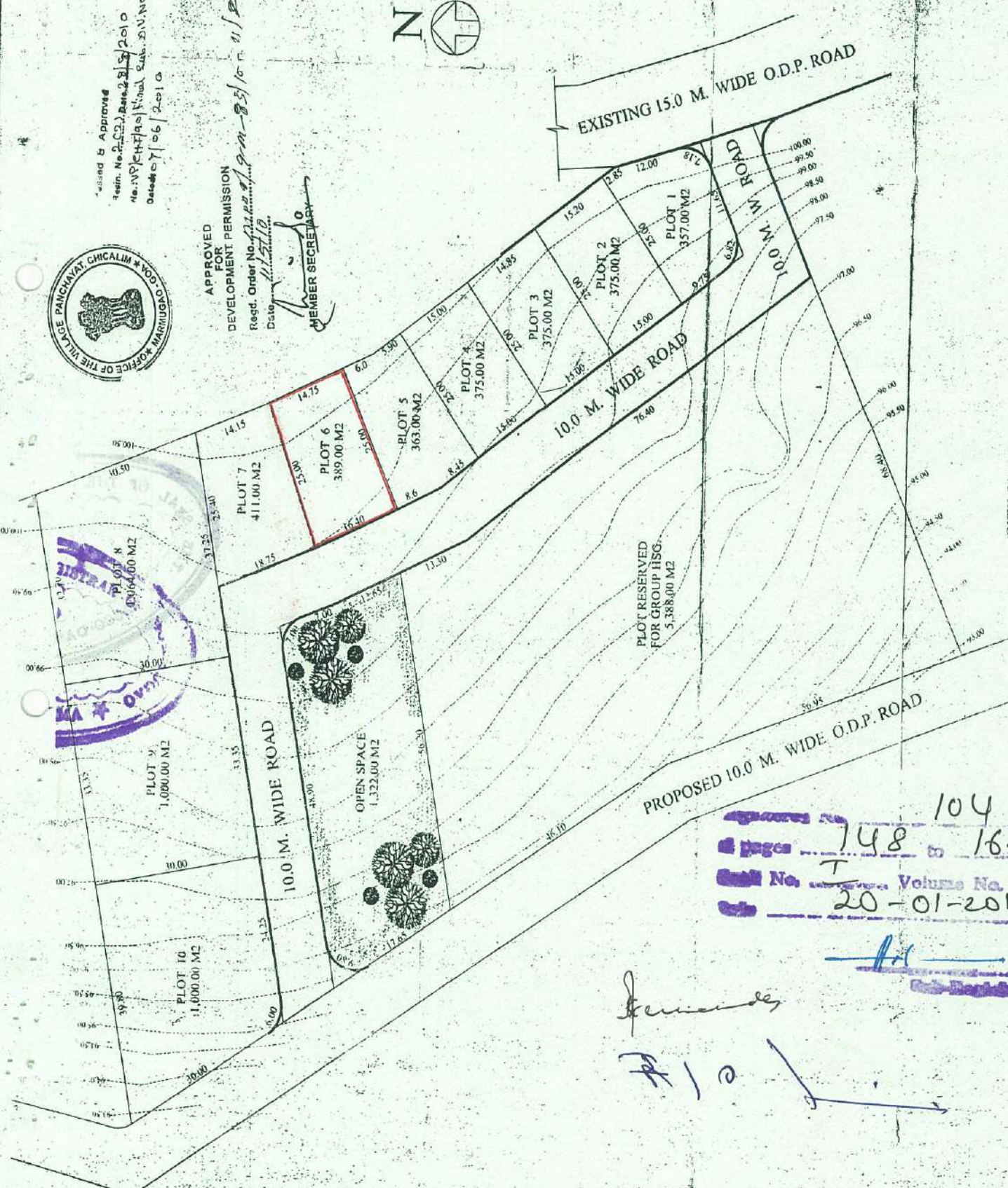
OWNER'S SIGN

For MOHIDIN RESORTS PVT. LTD.

DIRECTOR

ENGINEER

Maria C. Gondaloes
CONSULTING CIVIL ENGINEER
PMD/ENGR/124/90
MMC/15/56
MPDA/48/ENGR



104
148 to 168
T
No. 20-01-2011
Volume No. 1221

Signature

10

① Mr. Mohammed Iqbal Shaikh Mohidin, Son of Mr. Shaikh Mohidin Shaikh Dawood, 50 year - of age. Indian National, and residing at Mabarak Manzil, Near Pali Nursing Home, Vaddem, Vasco-da-Gama, Goa.

accusing party Labore
admits execution of the so called
Conveyance deed

10

① Mohidin Resorts 19th February 2011

Private Limited
(in Liquidation) Vasco -
da-Gama, Goa, represented
by its Liquidator, Mr. Kevin Olivera Fernandes,
58 year of age, Indian National, Company
Secretary, having his office at 62/11, Attatondem,
Mouva, Goa.

SUB-REGISTRAR
MORMUGAO

accusing party Labore
admits execution of the so called
Conveyance deed

Fernandes

Mr. Arun Shikh, married, major of age,
businessman. Indian National

and known to the Sub-Registrar
states that he personally knows
the above executant and identifies
him.

19th February 2011

104
pages 148 to 168
Volume No. 1221
20-01-2011



Note of Return:
This document will be returned on. 20/01/2011

SUB-REGISTRAR
MORMUGAO

7

भारत 01201 NON JUDICIAL गोवा
103631 JAN 10 2011



zero zero four zero two seven eight 17:01

R.0040278/- PB5740

सत्यमेव जयते
INDIA

STAMP DUTY

GDA

For **AXIS BANK LTD.**

Authorized Signatory
Suryaankar Road,
Panaji, Goa-403001.

NAME: MOHAMMAD IOBAL SHAIKH MOHIDIN
ADDRESS: VADDEM VASCO CO A
THROUGH:
SIGNATURE: *[Signature]*
RECEIPT NO: AXISB11191

RECEIVED 1971
Registration

ying (F)

copying endo elements

STAGE ONE

Total Wins

40280.00
60.00
10.00
50.00

SUB - REGISTRAR
MORMUGAO

presented at the Office of the
Sub-Registrar of Mumukshu
between the hours of 2-50 p m
12.55 19/1/2011
-d- pm -on- 19/1/2011

SUB - REGISTRAR
MORMUGAO

DEED OF CONVEYANCE

THIS DEED OF CONVEYANCE made at VASCO on this 15th day of JANUARY, 2011 (15/01/2011)

BETWEEN

MOHIDIN RESORTS PRIVATE LIMITED (in liquidation) a Company incorporated under the provisions of the Companies Act, 1956 having its registered office at Ground Floor, Salgaocar Building, P.B.No.12, Vasco da Gama, Goa, 403802 having CIN U55101GA1988PTC000863 and PAN AADCM4843M represented herein by its Liquidator, Mr. Kevin Olivera Fernandes, aged about 56 years, Indian National, Company Secretary, having his office at 621/1, Attafondem, Moira, Goa 403507 (hereinafter called "the Company" which expression shall unless it be repugnant to the context or meaning thereof be deemed to mean and include its successors and assigns) of the ONE PART,

AND

MR. MOHAMMED IQBAL SHAIKH MOHIDIN, son of Mr. SHAIKH MOHIDIN SHAIKH DAWOOD, aged about 50 years, Indian Inhabitant and National, residing at Mubarak Manzil, Near Pai Nursing Home, Vaddem, Vasco da Gama, Goa, 403802 holding PAN card bearing No.AHEPS4366E (hereinafter called the CONTRIBUTORY or SHAREHOLDER which expression shall unless it be repugnant to the context or meaning thereof be deemed to mean and include his heirs, executors, administrators, successors and assigns) of the OTHER PART.



1)

1

Whereas the company was incorporated under the provisions of The Companies Act, 1956 with the object of running a hotel business.

AND WHEREAS the Company was not able to set up the said business.

AND WHEREAS the Board of Directors of the Company at their meeting held on September 11, 2010 unanimously decided to recommend to the members of the Company that the Company be wound up voluntarily.

AND WHEREAS at the Board meeting held on September 11, 2010 the Board considered the Audited Balance Sheet of the Company as on September 10, 2010 and the Profit and Loss Account of the Company for the period from April 1, 2010 to September 10, 2010 and also the Statement of Affairs of the Company as on September 10, 2010 together with the Auditors Report thereon and after making a full enquiry into the affairs of the Company unanimously decided that the Company had no debts;

AND WHEREAS the Directors made the Declaration of Solvency in Form 149 of the Companies Court Rules, 1959 pursuant to the provisions of section 488 read with section 484 of The Companies Act, 1956, on September 11, 2010 duly verified by affidavit dated September 17, 2010 by all the Directors of the Company;



A1

k

AND WHEREAS the Board of Directors convened an extraordinary general meeting of the members of the company on September 23, 2010 to consider the proposal to wind up the Company voluntarily and to appoint a Liquidator;

AND WHEREAS the extra ordinary general meeting of the Company was duly held on September 23, 2010 at the registered office of the Company and the necessary Special resolution was passed winding up the Company voluntarily and appointing Mr. Kevin Olivera Fernandes, Company Secretary, having his office at 621/1, Attafondem, Moira, Goa 403507 as the Liquidator of the Company, fixed his remuneration and authorised him to exercise all of the powers given by section 457 read with section 512 (1)(a) of the Companies Act, 1956 and generally to exercise all the powers granted to a Liquidator under any other provisions of the Act.

AND WHEREAS the Declaration of Solvency in Form 149 was intimated in the prescribed form to the Registrar of Companies, Goa, Daman & Diu on September 22, 2010.

AND WHEREAS the details of the Special Resolution passed winding up the Company voluntarily and appointing a Liquidator was intimated in the prescribed form to the Registrar of Companies, Goa, Daman & Diu on September 24, 2010.



21

4

AND WHEREAS the Liquidator intimated in the prescribed form his appointment to the Registrar of Companies, Goa, Daman & Diu on September 24, 2010.

AND WHEREAS the company advertised for the information of the general public in the Gomantak Times, Panaji issue dated September 28, 2010 the Special Resolution passed by the members of the Company at their meeting held on September 23, 2010 winding up the Company voluntarily and appointing a Liquidator;

AND WHEREAS the Company advertised for the information of the general public in the Official Gazette, Government of Goa, Series III dated September 30, 2010 the Special Resolution passed by the members of the Company at their meeting held on September, 23 2010 winding up the Company voluntarily and appointing a Liquidator;

AND WHEREAS the Liquidator advertised for the information of the general public in the Official Gazette, Government of Goa, Series III dated September 30, 2010 the Notice of appointment of Liquidator pursuant to section 516 of the Companies Act, 1956 in Form 151 of the Companies Court Rules, 1959;

AND WHEREAS the Company intimated the appointment of the Liquidator in the prescribed form to the Registrar of Companies, Goa, Daman & Diu on October 2, 2010;



21 *

AND WHEREAS the Liquidator, by letter dated September 24, 2010 pursuant to the provisions of Section 178 of the Income Tax Act, 1961 notified the concerned Income Tax Officer, Ward I, Margao, Goa, being the Assessing Officer of the Company, of his appointment;

AND WHEREAS the Directors have submitted to the Liquidator the Statement of Affairs, the Lists annexed thereto, and the Balance Sheet of the Company as on September 23, 2010 in Form 57 of the Companies Court Rules, 1959 pursuant to the provisions of section 454 of the Companies Act, 1956 on October 25, 2010 duly verified by affidavit dated October 25, 2010 by all the Directors of the Company.




AND WHEREAS the company had issued, subscribed and paid up a Share Capital of Rs.13,44,400/- (Rupees Thirteen Lakhs Forty Four Thousand Four Hundred only) comprising of 13,444 (thirteen thousand four hundred forty four) Equity shares of the face value of Rs.100/- (Rupees One Hundred only) each and the shareholders/contributories as on the date of the winding up are:

- 1) Mr. Abdul Azim Shaikh Mohidin, H. No.198, Mohidin Villa, Airport Road, Chicalim, Goa - 403711 holding 1,211 Equity shares
- 2) Mr. Anwarali Shaikh Mohidin, H. No.198, Mohidin Villa, Airport Road, Chicalim, Goa - 403711 holding 1,211 Equity shares

21 A

- 3) Mr. Mohammed Iqbal Shaikh Mohidin, Mubarak Manzil, Near Pai Nursing Home, Vaddem, Vasco da Gama, Goa - 403802 holding 11,022 Equity Shares.

AND WHEREAS Article 38 of the Articles of Association of the Company provides, inter alia, that the Liquidator may with the sanction of a special resolution of the company and any other sanction required by the Act, divide amongst the members in species or kind, the whole or any part of the assets of the Company and for such purpose to set such value as he deems fair upon on any property to be divided and may determine how such division shall be carried out between members.



AND WHEREAS after necessary scrutiny of the affairs of the Company the Liquidator has determined that the Company has no debts and that the only asset held by the Company is the landed property admeasuring 14200 (fourteen thousand two hundred) square metres or thereabouts, comprised in survey No.13/5 of Dabolim Village (hereinafter referred to as the property or the said property) being a part of the larger immovable property named "Assoy", situated at Dabolim Village of Mormugao Taluka in the Chicalim Village Panchayat area, Goa and is more particularly described in the Schedule A hereunder written;

AND WHEREAS the said property has been sub divided into various plots of land, as approved by the Mormugao Planning and Development Authority at

A, A

Vasco da Gama - vide its development permission contained in its order bearing No.MPDA-9-M-83/10-11/296 dated 11.5.2010 granted under section 44 of the Town and Country Planning Act, 1974 and vide the approved plan a copy of which is annexed hereto, and in terms of the final NOC/development permission issued by the Village Panchayat of Chicalim - vide its letter bearing No. VP/CHI/90/Final-Sub.Div/NOC/2010-11/419 dated 7.6.2010;

AND WHEREAS in terms of the development permission granted by the authorities as aforesaid in respect of the said property, the total developable or saleable area is 11097 (eleven thousand ninety seven) square metres in the said property, after providing, in the said property, internal roads and open areas or spaces and the possession of the internal roads and open spaces has been earlier handed over or deemed to be handed over or surrendered to the Panchayat/local body;

AND WHEREAS the Income Tax Officer, Ward I, Margao, being the Assessing Officer of the Company in reply to the letters of the Liquidator and the Company, respectively dated 24.09.2010 and 21.10.2010, has by his letter bearing No. AADCM4843M dated 29.10.2010 stated that there is No Objection to voluntarily wind up the company in view of the undertaking given by the Directors of the Company to discharge any tax liability, that may arise in the case of the winding up of the Company;

21/4

AND WHEREAS at the meeting of the Contributories/Shareholders of the Company, (one of them being the Contributory herein, namely Mr. Mohammed Iqbal Shaikh Mohidin and the other two being Mr. Anwarali Shaikh Mohidin and Mr. Abdul Azim Shaikh Mohidin referred to hereinabove and all of them are hereinafter referred to as the contributories/shareholders) held on December 2, 2010, a special resolution was passed authorizing the Liquidator to divide the assets of the company, in specie, amongst the contributories/shareholders and to set such value as he deems fair upon any property to be so divided and further to determine the manner of division of the property/assets amongst the contributories/shareholders;



AND WHEREAS, the Liquidator has determined that the total subdivided area of land available for distribution is 11097 (Eleven thousand ninety seven) square metres the division of the assets shall be as follows:

- a) Mr. Abdul Azim Shaikh Mohidin: 1000 (One thousand) square metres,
- b) Mr. Anwarali Shaikh Mohidin: 1000 (One thousand) square metres, and
- c) Mr. Mohammed Iqbal Shaikh Mohidin: 9097 (Nine Thousand ninety seven) square metres.

AND WHEREAS, the following sub-divided plots of land totally admeasuring 9097 (nine thousand ninety seven) square metres in the said property, on a division of the assets of the company are being given to Mr Mohammed Iqbal Shaikh Mohidin:

A, f

Plot 1, Plot 2, Plot 3, Plot 4, Plot 5, Plot 6, Plot 7 and Plot 8 as marked in the annexed plan, and the Plot Reserved for Group Housing as marked in the annexed plan;

AND WHEREAS the aforesaid different sub divided plots of land totally admeasuring 9097 (nine thousand ninety seven) square metres are being, for the sake of convenience, conveyed and granted to the Contributory/Shareholder by 9 separate registered deeds of conveyance; the present deed of conveyance being one of such deeds of conveyance.

AND WHEREAS, by this Deed of Conveyance the sub-divided plot of land marked in the plan annexed hereto as **Plot 7 admeasuring 411 (four hundred eleven)** square metres (hereinafter referred to as the said plot of land) is being conveyed to the Contributory/Shareholder Mr. Mohammed Iqbal Shaikh Mohidin.



NOW THIS DEED OF CONVEYANCE WITNESSETH AS FOLLOWS:

1. The preceding recitals shall form an integral part of this Deed.
2. In pursuance of the Special Resolution passed at the meeting of the Contributories/Shareholders of the Company held on 2nd December 2010 and for the consideration aforesaid, the Company doth hereby, grant, assure, release, convey and transfer unto the Contributory/Shareholder Mr. Mohammed Iqbal Shaikh Mohidin, free from encumbrances, charges, liens or defects in

21

title, ALL THAT PARCEL, piece or plot of land, being an approved sub-divided plot of land admeasuring **411 (four hundred eleven)** square metres, delineated on the plan thereof hereto annexed and thereon shown surrounded by red coloured boundary lines and identified therein as **plot 7**, more particularly mentioned and described in the Schedule B hereunder written, the same being a part or portion of the said property comprised in survey No. 13/5 of Dabolim Village, hereinbefore mentioned more particularly described in the schedule A hereunder written, situate, lying and being at Dabolim Village of Mormugao Taluka, South Goa Revenue District, within the Chicalim Village Panchayat area, in the Registration Sub District of Mormugao of the Registration District of Goa, TOGETHER WITH all the trees, fences, hedges, water, water courses, ways, paths, passages, lights, commons, sewers, drains, rights, privileges, easements, advantages and appurtenances whatsoever to the said piece or parcel or plot of land or any part thereof belonging or in anyway appertaining or usually held or occupied therewith or reputed to belong or appurtenant thereto AND ALL the estate, right, title, interest, claim and demand whatsoever at law and in equity of the Company of, in and to the said piece, parcel or plot of land and every part thereof TO HAVE AND TO HOLD all the said piece, parcel or plot of land hereby conveyed, granted, released and assured or expressed so



3, 1

to be with their appurtenances (all which are hereinafter referred to for the sake of brevity as "the said premises") unto and to the use and benefit of the Contributory/Shareholder forever, subject to the payment of all rates, taxes, assessments, dues and duties now or hereafter to become payable to the Government, local authority or any other public body in respect thereof.

3. The Company has this day put the Contributory/Share holder in vacant possession of the said piece, parcel or plot of land hereby conveyed as aforesaid.

4. It shall be lawful for the Contributory/Shareholder from time to time and at all times hereafter, peaceably and quietly to hold, possess and enjoy the said premises hereby conveyed with its appurtenances and to receive the profits thereof for his own use and benefit without any lawful eviction, interruption, claim or demand whatsoever from or by the Company or from or by any other person or persons or party lawfully or equitably claiming by, from, under or in trust for it.

5. The Company, shall at the cost and expenses of the Contributory/Shareholder, execute or cause to be executed such writings, deeds and assurances and do such things, matters and acts as may be reasonably necessary for



31

further and more perfectly transferring and granting assuring unto the Contributory/Shareholder the said premises.

6. The Company, is the absolute owner and has through the Liquidator full power, authority and right to transfer, grant and convey the said premises to the Contributory/Shareholder.
7. It is hereby declared and confirmed that the area comprised in the said premises hereby conveyed and transferred to the Contributory/Shareholder together with the areas comprised in plot 1, plot 2, plot 3, plot 4, plot 5, plot 6, plot 8 and the plot Reserved for Group Housing to be conveyed as aforesaid to him, namely a total area of 9097 (nine thousand ninety seven) square metres is in the ratio of his shareholding in the company.
8. The Company doth hereby deliver to the Contributory/Share holder herein, deeds, evidence and writings in original now in its possession and custody, relating to the title of the Company to the entire property bearing Survey No. 13/5 of Dabolim Village admeasuring 14200 (Fourteen thousand two hundred) square metres described in the Schedule A hereunder, a list in respect thereof is set out under the schedule C hereunder written with an understanding, declaration and undertaking by the said Shareholder/contributory that he



21

shall hold the said documents of title for the benefit of all or any of the other shareholder/contributories or any party claiming through or under them and shall at all times, at the cost and expense of such other shareholder/contributory or party, provide access to inspect, and permit them to take copies or obtain certified copies of the said documents of title without any hindrance.

9. The present market value of the said premises is **Rs.20,13,900/- (Rupees Twenty Lakhs Thirteen Thousand Nine Hundred only)** and the stamp duty on this deed, in terms of the said market value, has been paid.

SCHEDULE A ABOVE REFERRED TO

All that landed property admeasuring 14,200 (fourteen thousand two hundred) square metres comprised in Survey No. 13/5 of Dabolim Village, being a part of the larger immovable property known as "Assoy", situated, lying and being at Dabolim Village of Mormugao Taluka, South Goa Revenue District, in the Registration sub district of Mormugao, Registration District of Goa and in the Chicalim Village Panchayat area and is bounded as under;

On or towards the North: By the property bearing Survey No.13/4 of Dabolim Village

On or towards the South: By the property bearing Survey No.13/7 of Dabolim Village

On or towards the East: By the property bearing Survey No.14 of Dabolim Village

R, J

On or towards the West: By the property bearing Survey No.13/6 of Dabolim Village

SCHEDULE B ABOVE REFERRED TO

(The plot of land conveyed and transferred in the name of the Contributory/Shareholder Shri. Mohammed Iqbal Shaikh Mohidin)

All that parcel, piece or plot of land, being an approved sub divided plot of land admeasuring **411 (four hundred eleven)** square metres, delineated on the plan thereof hereto annexed and thereon shown surrounded by red coloured boundary lines and identified therein as **plot 7**, the same being a part or portion of the larger landed property comprised in survey No.13/5 of Dabolim Village more particularly mentioned and described in the Schedule A hereinabove written, situate, lying and being at Dabolim Village of Mormugao Taluka, South Goa Revenue District in the Registration Sub District of Mormugao of the Registration District of Goa and is bounded-

On or towards the North: by Plot No.8 bearing Survey No.13/4 of Dabolim Village,

On or towards the South : by Plot No.6 bearing Survey No.13/4 of Dabolim Village

On or towards the West : By 10mtr wide road.

On or towards the East: By property bearing Survey No.14 of Dabolim Village.



R, J

SCHEDULE C ABOVE REFERRED TO

(List of Documents - in original delivered to the Contributory/Shareholder)

1. Deed of Sale dated 31.3.1989 Registered in the Office of the Sub Registrar of Mormugao on 8.12.1989 as registered No.469 at pages 479 to 494, book No.1, volume No.38 in respect of the landed property bearing survey No. 13/5 of Dabolim Village.
2. Indenture of acknowledgment and declaration dated 4.9.2010 registered in the office of the Sub Registrar of Mormugao on 18/10/2010 as registered no. 1926 at pages 138 to 146, book no.1, volume no.1181 in the office of the Sub Registrar of Mormugao in respect of the above landed property.
3. Order bearing No.MPDA-9-M-83/10-11/296 dt.11/5/2010 issued by the Mormugao Planning & Development Authority at Vasco da Gama containing the development permission in respect of the above landed property.
4. Letter bearing No.VP/CHI90/Final Sub DIV/NOC/2010 dated 7.6.2010 issued by the Village Panchayat of Chicalim, containing final NOC/Development Permission in respect of the above landed property.
5. Sub Division plan duly approved by the Mormugao Planning and Development Authority at Vasco da Gama in respect of the landed property bearing Survey No.13/5 of Dabolim Village.
6. Record of Rights in Form No. I & XIV in respect of the landed property comprised in Survey No. 13/5 of Dabolim Village.



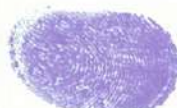
21

IN WITNESS WHEREOF the Company and the
Contributory/Share holder, have hereunto set and
subscribed their respective hands on the day and
the year first hereinabove written.

Signed and delivered by the
Within named Company
Mohidin Resorts Private Limited
(in liquidation) through its
Liquidator, Mr. Kevin Olivera Fernandes



Kevin Olivera Fernandes



1 *sk*

Signed and delivered by the
Within named Contributory/Shareholder
Mr. Mohammed Iqbal Shaikh Mohidin



[Handwritten signature]



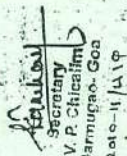
In the presence of

1. *[Signature]*
SHABANA S. SHAIKH

2. *[Signature]*
PEDRO SEBASTIAO FERNANDES

[Handwritten mark]

[Handwritten mark]



~~MEMBER SECRETARY~~

CROSS SECTION ROAD



EXISTING 15.0 M. WIDE O.D.P. ROAD

NOT RESERVED
FOR GROUP HSG.
5,388.00 M2

PROPOSED 10.0 M. WIDE O.D.P. ROAD

AREA STATEMENT
EFFECTIVE PLOT AREA
AREA RESERVED FOR GROUND
AREA FOR DEVELOPMENT
OPEN SPACE REQUIRED
OPEN SPACE PROVIDED
AREA UNDER INTR. ROADS
AREA UNDER PLOT 1 TO 10

PROPOSED SUB-DIV. (FINAL APPROVAL) OF
THE PROPERTY BEARING SURVEY NO. 13/5
OF DABOLIM VILLAGE, OF MORMUGAO
TALUKA.

REUB. BEHNKE

For MOHIDIN RESORTS PVT. LTD.

DIRECTOR

Maria C. Gonzalez
CONSULTING CIVIL ENGINEER
PWD / ENGR / 124 / 90
MMC / T5 / 56
MPDA / 48 / ENGR

① Mr. Mohammed Iqbal Shaikh
Mohidin, son of Mr. Shaikh
Mohidin Shaikh Dawood, 50 years.
Indian National, and residing at
Mubarak Manzil, Near Pai Nursing
Home, Vaddem, Vasco-da-Gama, Goa

Executing party 1-above

Admits execution of the so called
Conveyance deed

Rs 10

① Mohidin Resort
Private Limited

(in liquidation)
Vasco-da-Gama, Goa

represented by its Liquidator,

Mr. Kevin Oliveira Fernandes

56 years of age. Indian National, Company Secretary,
having his office at 62/1, Atalondem, Moira, Goa.

Executing party Admits the Execution of Deed of Conveyance.

19th January 2011

SUB-REGISTRAR
MORMUGAO

[Signature]

Arav A-shikh. named Major
age. businessman R/o Vasco da Gama
National and known to the Sub-Registra-
states that he personally know
he is a resident and identifies

19th January 2011

SUB-REGISTRAR
MORMUGAO

Registered No. 100
pages 64 to 84
Book No. I Volume No. 1221
20-01-2011



Note of Return

This document will be returned On. 20/01/2011


SUB-REGISTRAR
MORMUGAO



Sub-Registrar
Mormugao
Vasco-da-Gama

Stamp at the bottom left corner.

92
2011

AXIS BANK LTD
SIDHARTH BANDODKAR BHAVAN
P. SHIRGAONKAR ROAD, PANAJI

D-5/STP(V)/C.R./35/2/2010-RD

भारत 01200
155632



INDIA

NON JUDICIAL गीवा
JAN 10 2011

2010 one three zero zero zero zero 17:01

R.0130000/- PB5740

STAMP DUTY

GOA

For AXIS BANK LTD.

Authorised Signatory
P. Shirgaonkar Road,
Panaji, Goa-403001.

NAME: MOHAMMAD LOG BAL SHAIKH MORIDIN
ADDRESS: VADDEM VASCO GOA
THROUGH:
SIGNATURE:
RECEIPT NO: AXISB/1190

Serial No. 4111
Presented at the Office of the
Sub-Registrar of Mormugao
between the hours of 12-55
and 12-40 on 19/11/2011

1. 570

SUB-REGISTRAR
MORMUGAO

Received fees for
Registration 104000.00
Copying (Folio) 60.00
Copying endorsements 10.00
Total 104120.00

SUB-REGISTRAR
MORMUGAO

DEED OF CONVEYANCE

THIS DEED OF CONVEYANCE made at VASCO on this 15th
day of JANUARY, 2011 (15/01/2011)

BETWEEN

MOHIDIN RESORTS PRIVATE LIMITED (in liquidation) a
Company incorporated under the provisions of the
Companies Act, 1956 having its registered office at
Ground Floor, Salgaocar Building, P.B.No.12, Vasco
da Gama, Goa, 403802 having CIN
U55101GA1988PTC000863 and PAN AADCM4843M
represented herein by its Liquidator, Mr. Kevin
Oliveira Fernandes, aged about 56 years, Indian
National, Company Secretary, having his office at
621/1, Attafondem, Moira, Goa 403507 (hereinafter
called "the Company" which expression shall unless
it be repugnant to the context or meaning thereof
be deemed to mean and include its successors and
assigns) of the ONE PART,

AND

MR. MOHAMMED IQBAL SHAIKH MOHIDIN, son of Mr.
SHAIKH MOHIDIN SHAIKH DAWOOD, aged about 50 years,
Indian Inhabitant and National, residing at Mubarak
Manzil, Near Pai Nursing Home, Vaddem, Vasco da
Gama, Goa, 403802 holding PAN card bearing
No.AHEPS4366E (hereinafter called the CONTRIBUTORY
or SHAREHOLDER which expression shall unless it be
repugnant to the context or meaning thereof be
deemed to mean and include his heirs, executors,
administrators, successors and assigns) of the
OTHER PART.



21

Whereas the company was incorporated under the provisions of The Companies Act, 1956 with the object of running a hotel business.

AND WHEREAS the Company was not able to set up the said business.

AND WHEREAS the Board of Directors of the Company at their meeting held on September 11, 2010 unanimously decided to recommend to the members of the Company that the Company be wound up voluntarily.

AND WHEREAS at the Board meeting held on September 11, 2010 the Board considered the Audited Balance Sheet of the Company as on September 10, 2010 and the Profit and Loss Account of the Company for the period from April 1, 2010 to September 10, 2010 and also the Statement of Affairs of the Company as on September 10, 2010 together with the Auditors Report thereon and after making a full enquiry into the affairs of the Company unanimously decided that the Company had no debts;

AND WHEREAS the Directors made the Declaration of Solvency in Form 149 of the Companies Court Rules, 1959 pursuant to the provisions of section 488 read with section 484 of The Companies Act, 1956, on September 11, 2010 duly verified by affidavit dated September 17, 2010 by all the Directors of the Company;



71

AND WHEREAS the Board of Directors convened an extraordinary general meeting of the members of the company on September 23, 2010 to consider the proposal to wind up the Company voluntarily and to appoint a Liquidator;

AND WHEREAS the extra ordinary general meeting of the Company was duly held on September 23, 2010 at the registered office of the Company and the necessary Special resolution was passed winding up the Company voluntarily and appointing Mr. Kevin Oliveira Fernandes, Company Secretary, having his office at 621/1, Attafondem, Moira, Goa 403507 as the Liquidator of the Company, fixed his remuneration and authorised him to exercise all of the powers given by section 457 read with section 512 (1)(a) of the Companies Act, 1956 and generally to exercise all the powers granted to a Liquidator under any other provisions of the Act.

AND WHEREAS the Declaration of Solvency in Form 149 was intimated in the prescribed form to the Registrar of Companies, Goa, Daman & Diu on September 22, 2010.

AND WHEREAS the details of the Special Resolution passed winding up the Company voluntarily and appointing a Liquidator was intimated in the prescribed form to the Registrar of Companies, Goa, Daman & Diu on September 24, 2010.



A 1 f

AND WHEREAS the Liquidator intimated in the prescribed form his appointment to the Registrar of Companies, Goa, Daman & Diu on September 24, 2010.

AND WHEREAS the company advertised for the information of the general public in the Gomantak Times, Panaji issue dated September 28, 2010 the Special Resolution passed by the members of the Company at their meeting held on September 23, 2010 winding up the Company voluntarily and appointing a Liquidator;

AND WHEREAS the Company advertised for the information of the general public in the Official Gazette, Government of Goa, Series III dated September 30, 2010 the Special Resolution passed by the members of the Company at their meeting held on September, 23 2010 winding up the Company voluntarily and appointing a Liquidator;

AND WHEREAS the Liquidator advertised for the information of the general public in the Official Gazette, Government of Goa, Series III dated September 30, 2010 the Notice of appointment of Liquidator pursuant to section 516 of the Companies Act, 1956 in Form 151 of the Companies Court Rules, 1959;

AND WHEREAS the Company intimated the appointment of the Liquidator in the prescribed form to the Registrar of Companies, Goa, Daman & Diu on October 2, 2010;



21

8

AND WHEREAS the Liquidator, by letter dated September 24, 2010 pursuant to the provisions of Section 178 of the Income Tax Act, 1961 notified the concerned Income Tax Officer, Ward I, Margao, Goa, being the Assessing Officer of the Company, of his appointment;

AND WHEREAS the Directors have submitted to the Liquidator the Statement of Affairs, the Lists annexed thereto, and the Balance Sheet of the Company as on September 23, 2010 in Form 57 of the Companies Court Rules, 1959 pursuant to the provisions of section 454 of the Companies Act, 1956 on October 25, 2010 duly verified by affidavit dated October 25, 2010 by all the Directors of the Company.

AND WHEREAS the company had issued, subscribed and paid up a Share Capital of Rs.13,44,400/- (Rupees Thirteen Lakhs Forty Four Thousand Four Hundred only) comprising of 13,444 (thirteen thousand four hundred forty four) Equity shares of the face value of Rs.100/- (Rupees One Hundred only) each and the shareholders/contributories as on the date of the winding up are:


- 1) Mr. Abdul Azim Shaikh Mohidin, H. No.198, Mohidin Villa, Airport Road, Chicalim, Goa - 403711 holding 1,211 Equity shares
- 2) Mr. Anwarali Shaikh Mohidin, H. No.198, Mohidin Villa, Airport Road, Chicalim, Goa - 403711 holding 1,211 Equity shares

21

k

- 3) Mr. Mohammed Iqbal Shaikh Mohidin, Mubarak Manzil, Near Pai Nursing Home, Vaddem, Vasco da Gama, Goa - 403802 holding 11,022 Equity Shares.

AND WHEREAS Article 38 of the Articles of Association of the Company provides, inter alia, that the Liquidator may with the sanction of a special resolution of the company and any other sanction required by the Act, divide amongst the members in species or kind, the whole or any part of the assets of the Company and for such purpose to set such value as he deems fair upon on any property to be divided and may determine how such division shall be carried out between members.



AND WHEREAS after necessary scrutiny of the affairs of the Company the Liquidator has determined that the Company has no debts and that the only asset held by the Company is the landed property admeasuring 14200 (fourteen thousand two hundred) square metres or thereabouts, comprised in survey No.13/5 of Dabolim Village (hereinafter referred to as the property (or the said property) being a part of the larger immovable property named "Assoy", situated at Dabolim Village of Mormugao Taluka in the Chicalim Village Panchayat area, Goa and is more particularly described in the Schedule A hereunder written;

AND WHEREAS the said property has been sub divided into various plots of land, as approved by the Mormugao Planning and Development Authority at

21

Vasco da Gama - vide its development permission contained in its order bearing No.MPDA-9-M-83/10-11/296 dated 11.5.2010 granted under section 44 of the Town and Country Planning Act, 1974 and vide the approved plan a copy of which is annexed hereto, and in terms of the final NOC/development permission issued by the Village Panchayat of Chicalim - vide its letter bearing No. VP/CHI/90/Final-Sub.Div/NOC/2010-11/419 dated 7.6.2010;

AND WHEREAS in terms of the development permission granted by the authorities as aforesaid in respect of the said property, the total developable or saleable area is 11097 (eleven thousand ninety seven) square metres in the said property, after providing, in the said property, internal roads and open areas or spaces and the possession of the internal roads and open spaces has been earlier handed over or deemed to be handed over or surrendered to the Panchayat/local body;

AND WHEREAS the Income Tax Officer, Ward I, Margao, being the Assessing Officer of the Company in reply to the letters of the Liquidator and the Company, respectively dated 24.09.2010 and 21.10.2010, has by his letter bearing No. AADCM4843M dated 29.10.2010 stated that there is No Objection to voluntarily wind up the company in view of the undertaking given by the Directors of the Company to discharge any tax liability, that may arise in the case of the winding up of the Company;



21

AND WHEREAS at the meeting of the Contributories/Shareholders of the Company, (one of them being the Contributory herein, namely Mr. Mohammed Iqbal Shaikh Mohidin and the other two being Mr. Anwarali Shaikh Mohidin and Mr. Abdul Azim Shaikh Mohidin referred to hereinabove and all of them are hereinafter referred to as the contributories/shareholders) held on December 2, 2010, a special resolution was passed authorizing the Liquidator to divide the assets of the company, in specie, amongst the contributories/shareholders and to set such value as he deems fair upon any property to be so divided and further to determine the manner of division of the property/assets amongst the contributories/shareholders;

AND WHEREAS, the Liquidator has determined that the total subdivided area of land available for distribution is 11097 (Eleven thousand ninety seven) square metres the division of the assets shall be as follows:

- a) Mr. Abdul Azim Shaikh Mohidin: 1000 (One thousand) square metres,
- b) Mr. Anwarali Shaikh Mohidin: 1000 (One thousand) square metres), and
- c) Mr. Mohammed Iqbal Shaikh Mohidin: 9097 (Nine Thousand ninety seven) square metres.

AND WHEREAS, the following sub-divided plots of land totally admeasuring 9097 (nine thousand ninety seven) square metres in the said property, on a division of the assets of the company are being given to Mr Mohammed Iqbal Shaikh Mohidin:



21

↓

Plot 1, Plot 2, Plot 3, Plot 4, Plot 5, Plot 6, Plot 7 and Plot 8 as marked in the annexed plan, and the Plot Reserved for Group Housing as marked in the annexed plan;

AND WHEREAS the aforesaid different sub divided plots of land totally admeasuring 9097 (nine thousand ninety seven) square metres are being, for the sake of convenience, conveyed and granted to the Contributory/Shareholder by 9 separate registered deeds of conveyance; the present deed of conveyance being one of such deeds of conveyance.

AND WHEREAS, by this Deed of Conveyance the sub-divided plot of land marked in the plan annexed hereto as Plot 8 admeasuring 1064 (one thousand sixty four) square metres (hereinafter referred to as the said plot of land) is being conveyed to the Contributory/Shareholder Mr. Mohammed Iqbal Shaikh Mohidin.

NOW THIS DEED OF CONVEYANCE WITNESSETH AS FOLLOWS:

1. The preceding recitals shall form an integral part of this Deed.
2. In pursuance of the Special Resolution passed at the meeting of the Contributories/Shareholders of the Company held on 2nd December 2010 and for the consideration aforesaid, the Company doth hereby, grant, assure, release, convey and transfer unto the Contributory/Shareholder Mr. Mohammed Iqbal Shaikh Mohidin, free from encumbrances, charges, liens or defects in



71 4



title, ALL THAT PARCEL, piece or plot of land, being an approved sub-divided plot of land admeasuring 1064 (one thousand sixty four) square metres, delineated on the plan thereof hereto annexed and thereon shown surrounded by red coloured boundary lines and identified therein as plot 8, more particularly mentioned and described in the Schedule B hereunder written, the same being a part or portion of the said property comprised in survey No. 13/5 of Dabolim Village, hereinbefore mentioned more particularly described in the schedule A hereunder written, situate, lying and being at Dabolim Village of Mormugao Taluka, South Goa Revenue District, within the Chicalim Village Panchayat area, in the Registration Sub District of Mormugao of the Registration District of Goa, TOGETHER WITH all the trees, fences, hedges, water, water courses, ways, paths, passages, lights, commons, sewers, drains, rights, privileges, easements, advantages and appurtenances whatsoever to the said piece or parcel or plot of land or any part thereof belonging or in anyway appertaining or usually held or occupied therewith or reputed to belong or appurtenant thereto AND ALL the estate, right, title, interest, claim and demand whatsoever at law and in equity of the Company of, in and to the said piece, parcel or plot of land and every part thereof TO HAVE AND TO HOLD all the said piece, parcel or plot of land hereby conveyed, granted, released and assured or expressed so

R, k

to be with their appurtenances (all which are hereinafter referred to for the sake of brevity as "the said premises") unto and to the use and benefit of the Contributory/Shareholder forever, subject to the payment of all rates, taxes, assessments, dues and duties now or hereafter to become payable to the Government, local authority or any other public body in respect thereof.

3. The Company has this day put the Contributory/Share holder in vacant possession of the said piece, parcel or plot of land hereby conveyed as aforesaid.

4. It shall be lawful for the Contributory/Shareholder from time to time and at all times hereafter, peaceably and quietly to hold, possess and enjoy the said premises hereby conveyed with its appurtenances and to receive the profits thereof for his own use and benefit without any lawful eviction, interruption, claim or demand whatsoever from or by the Company or from or by any other person or persons or party lawfully or equitably claiming by, from, under or in trust for it.

5. The Company, shall at the cost and expenses of the Contributory/Shareholder, execute or cause to be executed such writings, deeds and assurances and do such things, matters and acts as may be reasonably necessary for



21

further and more perfectly transferring and granting assuring unto the Contributory/Shareholder the said premises.

6. The Company, is the absolute owner and has through the Liquidator full power, authority and right to transfer, grant and convey the said premises to the Contributory/Shareholder.
7. It is hereby declared and confirmed that the area comprised in the said premises hereby conveyed and transferred to the Contributory/Shareholder together with the areas comprised in plot 1, plot 2, plot 3, plot 4, plot 5, plot 6, plot 7 and the plot Reserved for Group Housing to be conveyed as aforesaid to him, namely a total area of 9097 (nine thousand ninety seven) square metres is in the ratio of his shareholding in the company.
8. The Company doth hereby deliver to the Contributory/Share holder herein, deeds, evidence and writings in original now in its possession and custody, relating to the title of the Company to the entire property bearing Survey No. 13/5 of Dabolim Village admeasuring 14200 (Fourteen thousand two hundred) square metres described in the Schedule A hereunder, a list in respect thereof is set out under the schedule C hereunder written with an understanding, declaration and undertaking by the said Shareholder/contributory that he



21

shall hold the said documents of title for the benefit of all or any of the other shareholder/contributories or any party claiming through or under them and shall at all times, at the cost and expense of such other shareholder/contributory or party, provide access to inspect, and permit them to take copies or obtain certified copies of the said documents of title without any hindrance.

9. The present market value of the said premises is Rs.52,00,000/- (Rupees Fifty Two Lakhs only) and the stamp duty on this deed, in terms of the said market value, has been paid.

SCHEDULE A ABOVE REFERRED TO

All that landed property admeasuring 14,200 (fourteen thousand two hundred) square metres comprised in Survey No. 13/5 of Dabolim Village, being a part of the larger immovable property known as "Assoy", situated, lying and being at Dabolim Village of Mormugao Taluka, South Goa Revenue District, in the Registration sub district of Mormugao, Registration District of Goa and in the Chicalim Village Panchayat area and is bounded as under;

On or towards the North: By the property bearing Survey No.13/4 of Dabolim Village

On or towards the South: By the property bearing Survey No.13/7 of Dabolim Village

On or towards the East: By the property bearing Survey No.14 of Dabolim Village



A, J

On or towards the West: By the property bearing Survey No.13/6 of Dabolim Village

SCHEDULE B ABOVE REFERRED TO

(The plot of land conveyed and transferred in the name of the Contributory/Shareholder Shri. Mohammed Iqbal Shaikh Mohidin)

All that parcel, piece or plot of land, being an approved sub divided plot of land admeasuring 1064 (one thousand sixty four) square metres, delineated on the plan thereof hereto annexed and thereon shown surrounded by red coloured boundary lines and identified therein as plot 8, the same being a part or portion of the larger landed property comprised in survey No.13/5 of Dabolim Village more particularly mentioned and described in the Schedule A hereinabove written, situate, lying and being at Dabolim Village of Mormugao Taluka, South Goa Revenue District in the Registration Sub District of Mormugao of the Registration District of Goa and is bounded-

On or towards the North: by the property bearing Survey No.13/4 of Dabolim Village,

On or towards the South : Partly by the ten metre wide internal road and partly by Plot 7, as marked in the annexed plan.

On or towards the West : By the plot marked as plot 9 in the annexed plan.

On or towards the East: By property bearing Survey No.14 of Dabolim Village.



A , *

SCHEDULE C ABOVE REFERRED TO

(List of Documents - in original delivered to
the Contributory/Shareholder)

1. Deed of Sale dated 31.3.1989 Registered in the Office of the Sub Registrar of Mormugao on 8.12.1989 as registered No.469 at pages 479 to 494, book No.1, volume No.38 in respect of the landed property bearing survey No. 13/5 of Dabolim Village.
2. Indenture of acknowledgment and declaration dated 4.9.2010 registered in the office of the Sub Registrar of Mormugao on 18/10/2010 as registered no. 1926 at pages 138 to 146, book no.1, volume no.1181 in the office of the Sub Registrar of Mormugao in respect of the above landed property.
3. Order bearing No.MPDA-9-M-83/10-11/296 dt.11/5/2010 issued by the Mormugao Planning & Development Authority at Vasco da Gama containing the development permission in respect of the above landed property.
4. Letter bearing No.VP/CHI90/Final Sub DIV/NOC/2010 dated 7.6.2010 issued by the Village Panchayat of Chicalim, containing final NOC/Development Permission in respect of the above landed property.
5. Sub Division plan duly approved by the Mormugao Planning and Development Authority at Vasco da Gama in respect of the landed property bearing Survey No.13/5 of Dabolim Village.
6. Record of Rights in Form No. I & XIV in respect of the landed property comprised in Survey No. 13/5 of Dabolim Village.



26

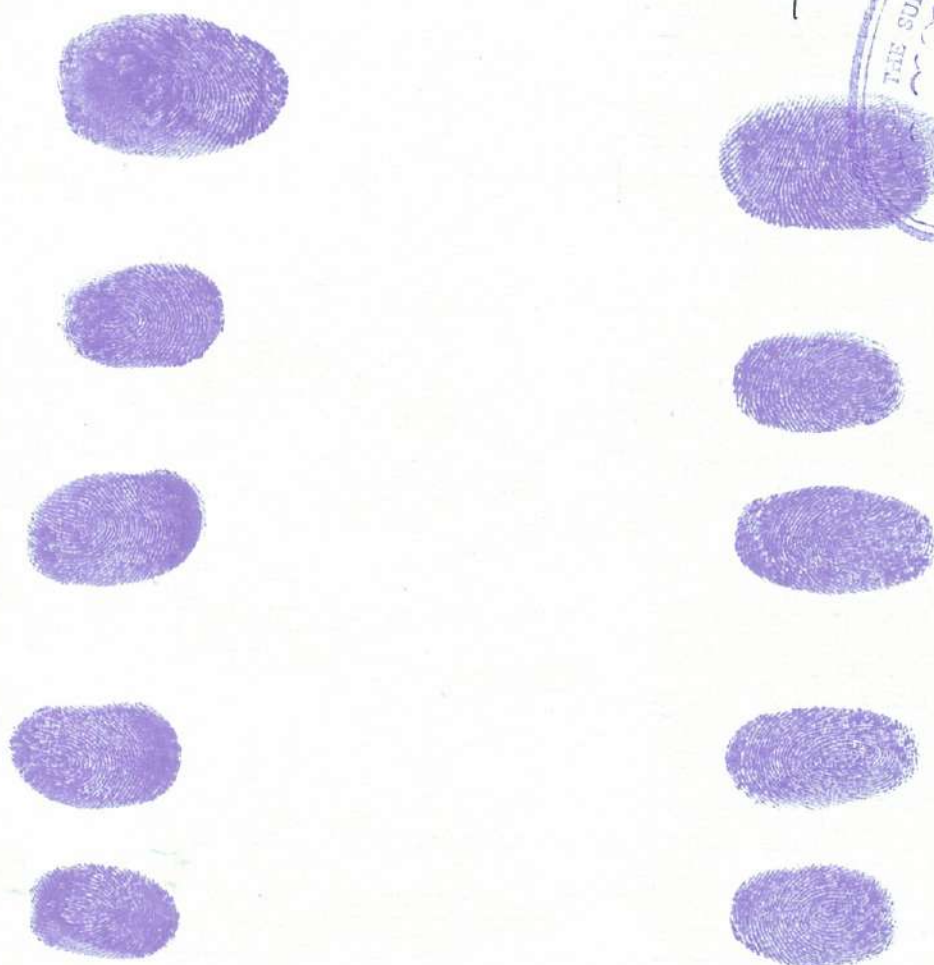
1

IN WITNESS WHEREOF the Company and the
Contributory/Share holder, have hereunto set and
subscribed their respective hands on the day and
the year first hereinabove written.

Signed and delivered by the
Within named Company
Mohidin Resorts Private Limited
(in liquidation) through its
Liquidator, Mr. Kevin Oliveira Fernandes



K. Fernandes



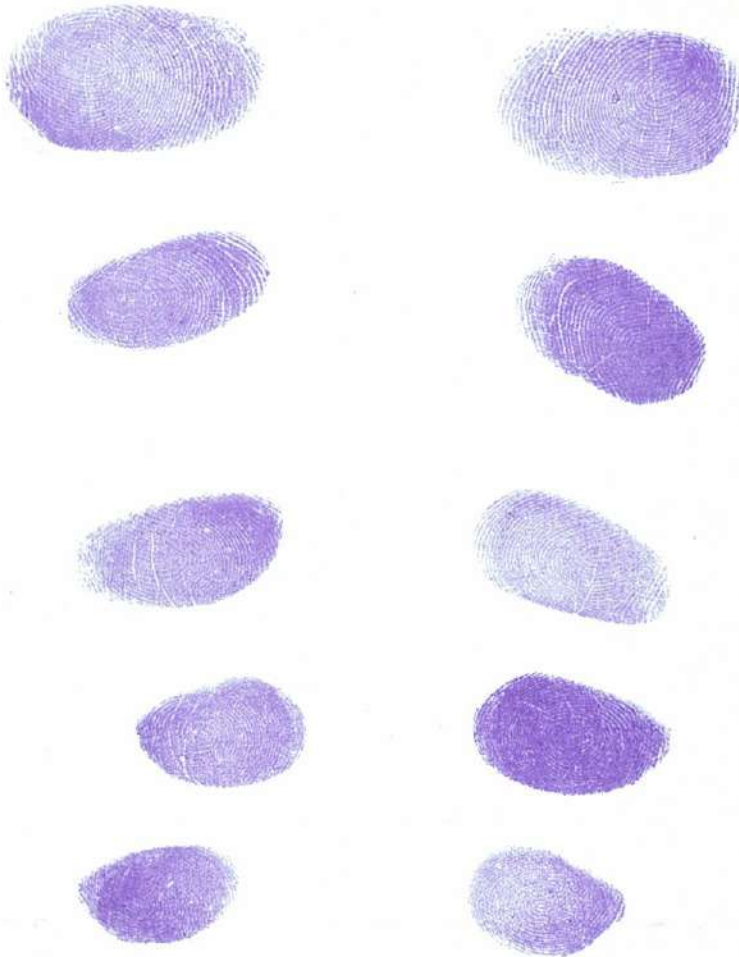
A,

K

Signed and delivered by the
Within named Contributory/Shareholder
Mr. Mohammed Iqbal Shaikh Mohidin



Handwritten signature in blue ink, appearing to read "M. I. Shaikh".



In the presence of

1. Shabana
SHABANA S. SHAIKH
2. Pedro
PEDRO SEBASTIAO FERNANDES

Handwritten initials or marks at the bottom of the page.



Checked & Approved
Resin. No. 232, Date 23/5/2010
No. 10547/90 Final Sub. DIV No. 10547/90
Date 07/06/2010

Secretary
V. P. Chicalim
Mormugao, Goa
Date 11/11/10



CROSS SECTION ROAD

APPROVED FOR
DEVELOPMENT PERMISSION

Regd. Order No. 11/5112
Date 11/5/10

MEMBER SECRETARY



EXISTING 15.0 M. WIDE O.D.P. ROAD

10.0 M. WIDE ROAD

PLOT RESERVED
FOR GROUP HSG.
5,388.00 M²

PROPOSED 10.0 M. WIDE O.D.P. ROAD

AREA STATEMENT
EFFECTIVE PLOT AREA 14,200.00 M²
AREA RESERVED FOR GROUP HSG. 5,388.00 M²
AREA FOR DEVELOPMENT 8,812.00 M²
OPEN SPACE REQUIRED 1,322.00 M²
OPEN SPACE PROVIDED 1,322.00 M²
AREA UNDER INTR. ROADS 1,781.00 M²
AREA UNDER PLOT 1 TO 10 5,709.00 M²

PROPOSED SUB-DIV. (FINAL APPROVAL) OF
THE PROPERTY BEARING SURVEY NO. 13/5
OF DABOLIM VILLAGE, OF MORMUGAO
TALUKA.

OWNER'S SIGN

For MOHIDIN RESORTS PVT. LTD.

Director

ENGINEER

For MOHIDIN RESORTS PVT. LTD.
Director
Maria C. Gonçalves
CONSULTING CIVIL ENGINEER
PMD / ENGR / 157 / 90
MMC / TS / 58
MPDA / 48 / ENGR

SITE PLAN
1:500

92
pages 1 to 21
Sheet No. T Volume No. 1221
20-01-2011

Amends
210

① Mr. Mohammed Iqbal Shaikh Mohidin,
Son of Mr. Shaikh Mohidin Shaikh Dawood,
50 year of age. Indian National, and residing
at Mubarak Manzil, Near Pali Nursing
Home, Vaddem, Vasco-da-Gama, Goa.

executing party 1-above

admits execution of the so called
Conveyance deed

210

19th January 2011

① Mohidin Resorts Private Limited
(in liquidation) Vasco-da-Gama,
Goa represented herein by its Liquidator, Mr. Kevin
Oliveira Fernandes, 65 years of age. National Indian,
Company Secretary, having his office at 621/1,
Attafondem, Moira, Goa.

executing party 1-above

admits execution of the so called
Conveyance deed

e. Fernandes



Ar. A. Shaikh
Ar. Vasco
Mural major of eye.
Indian National

and known to the Sub-Registrar
states that he personally knows
the above executant and identifies

19th January 2011

SUB-REGISTRAR
MORMUGAO

97
4 pages 1 to 21
Book No. 1221
Date 20-01-2011



Note of Return!

This document will be returned on 20/01/2011

SUB-REGISTRAR
MORMUGAO