

DITENDRA MISHRA

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Advocate, High Court, Mumbai

Court : A.A.W.I. High Court, Room No. 18, Ground Floor, High Court, Fort, Mumbai - 400 032
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TITLE REPORT

Date :21st November, 2018

TO WHOMSOEVER IT MAY CONCERN

Re: ALL THAT pieces and parcels of non-agricultural freehold plot of land admeasuring 4771.70 square metres or thereabouts, bearing CTS Nos. 4958D, 4958D/1 to 124, corresponding to Survey No.292/11/B/2 (earlier Survey No. 292/11part)of Village Kolekalyan, Taluka Andheri, District Mumbai Suburban, situated at Manipada Road, Kalina, Santacruz (East), Mumbai 400 055 (hereinafter referred to as the "said Property").

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- (1) Klassik Vinyl Products LLP, a limited liability partnership registered under the Limited Liability Partnership Act, 2008, (formerly known as Klassik Vinyl Products Private Limited, a company registered under the Companies Act, 1956) having its registered office at A/43-44, Wagle Industrial Estate, Road No 11, Thane, has instructed me to investigate and issue a certificate of title certifying its title to the said Property.
 - (2) I have conducted investigation of title relying on the copies of (i) title documents and other records furnished to me; (ii) documents and writings executed in relation to the grant of rights and entitlements to Klassik Vinyl Products Private Limited to re-develop the Property; (iii) certain information, records, approvals, permissions and sanctions and documents in respect of the said Property and redevelopment thereof and other related matters; and (iv) the Search Report dated 26th May, 2017 and 28th August, 2018 (collectively referred to as the "Search Report") prepared by the search clerk Mr.MangeshNaik of Klassik Vinyl Products LLP, after having

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conducted the search in the Sub-Registrars offices at Mumbai, Bandra and Andheri (1 to 6) vide Search Receipt No. 14378/2016 for the period from 1968 to 2017 and for the period from 2017 to 2018 in the Sub-Registrar office at Mumbai, Bandra and Andheri (1 to 6) vide Search Receipt No.6225/2018 respectively, to ascertain the current title of the said Property for the purpose of issuing this Title Report.

(3) Based upon the aforesaid investigation, I have set out herein below a brief devolution of title in respect of the said Property, and certain relevant matters/facts concerning its redevelopment:

- (a) One ArdaseerHormarjeeWadia ("A. H. Wadia") was during his lifetime absolutely seized and possessed of and/or well and sufficiently entitled to several properties including the said Property being all that pieces and parcels of non-agricultural freehold land admeasuring 4771.70 square metres or thereabouts, bearing CTS Nos. 4958D, 4958D/1 to 124, corresponding to Survey No.292/11/B/2, (earlier Survey No. 292/11part) of Village Kolekalyan, Taluka Andheri, District Mumbai Suburban, situated at Manipada Road, Kalina, Santacruz (East), Mumbai - 400 055;
- (b) A.H. Wadia settled the said Property upon a public charitable trust created under name of "A.H. Wadia Trust", and registered under no.P.T.R.No. E-470 (Mumbai), ('Trust'). The said Trust was entitled to use the income generated from the said Property for charitable purposes, with the right to sell off the said Property either by public auction or private contract as the Trust may deem fit and proper;
- (c) A.H. Wadia died at Mumbai on 16th May, 1882 leaving behind his three testamentary documents being a Will dated 9th December, 1879, a Codicil thereto dated 22nd February, 1882 and a Will dated 9th May, 1882, (collectively referred to hereinafter as the "Testamentary Documents"), the

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probate of which Testamentary Documents was granted by the High Court of Judicature at Bombay in exercise of its Testamentary and Intestate Jurisdiction, on 23rd February, 1883, to his executors and trustees of the Trust under the said Testamentary Documents;

- (d) The said Property consists of various unauthorised tenement type structures/hutments occupied by various persons The Deputy Collector (ENC) and Competent Authority, Andheri, under the Maharashtra Slum Areas (Improvement, Clearance and Redevelopment) Act, 1971, by the Notification No. DC/ENC/A-16-Manipada, dated 26th September, 1977 and published in the Maharashtra Government Gazette dated 6th October, 1977, thereby declared inter-alia the said Property as the Slum Area;
- (e) The Deputy Collector (ENC) and Competent Authority, Andheri, under the Maharashtra Slum Areas (Improvement, Clearance and Redevelopment) Act, 1971, by the Notification No. DC/ENC/A-161-Manipada, dated 15th June, 1985 and published in the Maharashtra Government Gazette dated 11th July, 1985, thereby declared inter-alia that no person shall erect any building on the said Property except with the previous permission in writing from the competent authority;
- (f) On or about 2nd March, 2006, the trustees of the Trust passed a resolution to the effect that the said Property be sold on 'as is where is basis' by issuing a public noticed inviting offers from interested buyers. In pursuance to the said resolution, on or about 3rd April, 2006, the Trust issued public notice in local newspapers. Having received inadequate offers, again on or about 14th June, 2006, the Trust issued a fresh public notice, in response to which the Trust received several offers including an offer from Klassik Vinyl Products Private

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Limited. On or about 17th July, 2006, the trustees of the Trust passed a resolution to the effect that the offer from Klassik Vinyl Products Private Limited for purchase of the said Property on 'as is where is basis', be accepted subject to sanction of the Charity Commissioner and all other requirements under Section 36 of the Bombay Public Trust Act, 1950, as also of any other applicable law;

- (g) The Trust preferred an application (bearing no.149 of 2006) under Section 36(1) of the Bombay Public Trusts Act, 1950, to the Charity Commissioner for obtaining its sanction for the proposed sale of the said Property 'on as is where is basis', to Klassik Vinyl Products Private Limited, on the basis of its offer. Klassik Vinyl Products Private Limited also by its letter dated 4th January, 2007 gave justification to the Charity Commissioner for the offer made by it to the Trust for the purchase of the said Property. By an Order dated 28th March, 2007, the Charity Commissioner directed the Trust to invite earlier bidders to reoffer fixing the minimum bid price at the price offered by Klassik Vinyl Products Private Limited. Accordingly the earlier bidders reoffered and in response to the same Klassik Vinyl Products Private Limited also submitted its revised final offer ('Final Offer'). On or about 28th May, 2007, the trustees of the Trust passed a resolution to the effect that the Final Offer from Klassik Vinyl Products Private Limited for purchase of the said Property on 'as is where is basis', be accepted subject to the sanction of the Charity Commissioner. By an Order dated 6th June, 2007, passed in the said application no.149 of 2006, the Charity Commissioner, Maharashtra State, Mumbai, accorded his sanction under section 36 of the Bombay Public Trusts Act, 1950 for sale of the said Property on 'as is where is basis' to Klassik Vinyl Products Private Limited on the condition that the Trust shall within six months from the date of said order, execute an Indenture of Conveyance in favour of Klassik Vinyl Products Pvt. Ltd;

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- (h) By an Indenture of Conveyance dated 3rd December, 2007, executed between (1) JehangirAdiWadia, (2) MuncherjiNusserwanjiMuncherjiCama, (3) AdilJehangirWadia and (4) SherooJehangirWadia, therein referred to as the present Trustees of the Trust as the Vendors of the One Part and Klassik Vinyl Products Pvt Ltd as the Purchaser of the Other Part, the Trust sold, conveyed and transferred the right title and interest of the said Property, on as is where is basis, to Klassik Vinyl Products Pvt. Ltd, for the consideration and on terms and conditions as contained therein (hereinafter referred to as the 'Indenture of Conveyance'). The said Indenture of Conveyance, isduly registered with the Sub Registrar of Assurance, Andheri, Mumbai, on 23rd January,2008, under serial no. BDR-1-872-2008.
- (i) Pursuant to the said Indenture of Conveyance, an entry was made in the Property Register on or about 23rd December, 2008, whereby name of Klassik Vinyl Products Pvt Ltd was recorded as owner of the said Property;
- (j) The occupiers of the unauthorised tenement type structures and hutments on the said Property formed a proposed society in the name of 'Amrapali SRA Co-operative Housing Development Society(Proposed)(hereinafter referred to as "Proposed Society");
- (k) Klassik Vinyl Products Pvt Ltd submitted a proposal for development of the said Property under the slum rehabilitation scheme ('SR Scheme') to the Proposed Society. The Proposed Society considered the said proposal in its General Body Meeting and therein appointed Klassik Vinyl Products Pvt Ltd as Developers of the said Property;



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- (l) By a Development Agreement dated 9th October, 2010, (“Development Agreement”) executed between ‘Amrapali SRA Co-operative Housing Development Society (Proposed) therein and herein referred to as the Proposed Society of One Part and Klassik Vinyl Products Private Limited therein referred to as Developers of Other Part, the said Proposed Society through its proposed Chief Promoter and proposed office bearers appointed Klassik Vinyl Products Private Limited as Developers to undertake process of redevelopment of the said Property under the SR Scheme. The said redevelopment was to be undertaken by Klassik Vinyl Products Private Limited as per the provisions under regulation 33(10) and other applicable provisions of the Development Control Regulation (DCR) 1991, for the consideration and on the terms and conditions therein contained;
- (m) As per the Development Plan Remarks bearing no. CHE/1655/DPWS/H/E, dated 23rd February, 2011 issued by the Municipal Corporation of Greater Mumbai (“MCGM”) the said Property is situated in Residential Zone and is not affected by any public reservation;
- (n) The proposal for redevelopment of the said Property under the SR Scheme was submitted by Klassik Vinyl Products Pvt. Ltd as owner cum Developers to the Slum Rehabilitation Authority (“SRA”), and the scrutiny fees in respect thereof was paid and the SRA accepted the said proposal on 7th June, 2011;
- (o) By letter dated 20th March, 2014, Klassik Vinyl Products Pvt. Ltd. through its Architect, requested SRA to issue Letter of Intent for the SR Scheme. SRA issued Letter of Intent dated 15th September, 2014, bearing reference no. SRA/ENG/2547/HE/PVT/LOI. Klassik Vinyl Products Pvt. Ltd executed an Undertaking-Cum- Indemnity dated 4th October, 2014 in favour of the Chief Executive Officer, SRA, thereby indemnifying the SRA as regards the

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redevelopment of the said Property. The said Undertaking-cum-Indemnity is duly registered with the Sub Registrar of Assurance, Andheri -6 under serial No. BDR 17- 8866-2014;

- (p) The initial plans submitted to SRA by Klassik Vinyl Products Pvt. Ltd in respect of the Composite building No. 01 were approved by the SRA vide its letter dated 12th December, 2014 bearing reference no. SRA/ENG/3163/HE/PVT/AP;
- (q) SRA issued a revised Letter of Intent dated 14th January, 2016, for the SR Scheme, to Klassik Vinyl Products Pvt. Ltd;
- (r) Pursuant to Certificate of Registration on conversion dated 18th March, 2016, issued by the Government of India, Ministry of Corporate Affairs, Registrar, Mumbai, under LLP Identification No. AAF-9852, name of Klassik Vinyl Products Pvt. Ltd has been changed to Klassik Vinyl Products LLP. Consequently name of Klassik Vinyl Products LLP was duly recorded in the property card on 22nd August, 2016. Klassik Vinyl Products LLP informed SRA about the name change/conversion of Klassik Vinyl Products Private Limited to Klassik Vinyl Products LLP;
- (s) Klassik Vinyl Products LLP submitted to SRA amended plans for redevelopment of the said Property under the SR Scheme. By letter dated 23rd March, 2016 bearing no. SRA/ENG/3163/HE/PVT/AP, SRA approved the amended plans, on the conditions mentioned therein;
- (t) By entry dated 22nd August, 2016 in the Property Card, pursuant to change of name/conversion as aforesaid, name of Klassik Vinyl Products LLP is recorded as Owner of the said Property and the 7/12 extract in respect of the

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said Property also stands in name of Klassik Vinyl Products LLP as Owner of the said Property.

- (u) SRA issued Commencement Certificate dated 18th September, 2017 bearing reference no. SRA/ENG/3163/HE/PVT/AP for Composite Building No.1 (2 level part basement for services + plinth level as per the amended approved plan dated 23rd March, 2016;
- (v) SRA further issued a revised Letter of Intent dated 11th June, 2018. As per the said Letter of Intent dated 11th June, 2018, the area under road setback is to be deducted from the SRScheme;
- (w) SRA under its Intimation of Approval dated 21st June, 2018, bearing no. SRA/ENG/3163/HE/PVT/AP, approved the proposal of construction of building or work proposed to be erected or executed for Composite Building No.1 on the said Property;
- (x) SRA under its Intimation of Approval dated 21st June, 2018, bearing no. HE/PVT/0106/20110607/AP/S2 approved the proposal of construction of building or work proposed to be erected or executed for the Sale Building No.2 on the said Property;
- (y) SRA further re-endorse on 8th August, 2018, the plinth C.C for wings A, B, and C for Composite Building No.1 (2 level part basement for services + plinth level as per the amended approved plan dated 21st June, 2018).
- (z) The SRA issued the Commencement Certificate dated 15th September, 2018, bearing reference no. HE/PVT/0106/20110607/AP/S2 for Sale Building No.2

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(3 level basement + plinth level as per the approved plan dated 21st June, 2018).

- (4) It appears from the records and documents made available to me that under an Indenture of Mortgage dated 27th March, 2018 executed by Klassik Vinyl Products LLP (as Mortgagor therein) in favour of Axis Finance Ltd (as Mortgagee/Lender therein), a charge is created (exclusive first charge in favour of Axis Finance Ltd), in respect of pieces and parcels of identified non-agricultural land bearing CTS No.4958-D , 4958-D/1 to 124 admeasuring 3575.90 square metres or thereabouts (after excluding the area under road setback admeasuring 254.84 square metres and area not in possession admeasuring 50.85 square metres out of the total area admeasuring 3881.60 square metres) (referred to as 'Mortgaged Property' therein), by Klassik Vinyl Products LLP to secure the facility of Rs.50,00,00,000/- (Rupees Fifty Crores Only) obtained from Axis Finance Ltd. The possession of the Mortgaged Property i.e. the said Property continues to be with Klassik Vinyl Products LLP. Apart from perusal of the said Indenture of Mortgage, I also undertook an online search upon the website of MCA and based upon the search conducted in regards to the registered charges created by Klassik Vinyl Products LLP , there are no other registered charges in respect of the said Property, save and except the said charge referred to herein.
- (5) I have perused the Search Report referred to hereinabove in paragraph (2), to ascertain title of the said Property and have observed that no defects/encumbrances were found in respect of the said Property during the search.
- (6) I have been informed by Klassik Vinyl Products LLP that there are the following two pending litigations as stated hereunder and furnished copies thereof:



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- a. Civil Writ Petition (L) No. 33816 of 2017 filed in High Court of Bombay filed by Mr YogendraRamadhar Sing against Grievance Redressal Committee Mumbai Suburban and others.

On perusal of the said proceedings, it is observed that the said Petition is filed by the petitioner who is a slum dweller, wherein he is seeking stay of the implementation of the Order passed the Grievance Redressal Committee upholding the Order of the Deputy Collector which directed his eviction and demolition of his ineligible structure on the said Land. His structure was duly demolished by the Deputy Collector before the Writ came up for hearing. So now even though the Writ petition is currently pending, the same is infructuous qua Klassik Vinyl Products LLP .

- b. Special Civil Suit no. 2219 of 2017 filed in the City Civil Court, Dindoshi under Section 6 of the Specific Relief Act, filed by one of the descendants of one Chandrakant Shankar Kalamkar against Klassik Vinyl Products LLP.

On perusal of the said proceedings, it is observed that the plaintiffs have alleged that they were purported lessees of the erstwhile owners in respect of a small portion on the said land admeasuring 50 sq yards and have further falsely alleged that they were dispossessed of certain hutment structures standing thereon (It is submitted by the LLP that these hutments were occupied by entirely different persons and not the plaintiffs). The Plaint *inter alia* prays for restoration and handing over of the said small portion of land to the Plaintiffs. The suit is currently pending at the Notice of Motion stage but no adverse orders have been passed therein till date.

Apart from the perusal of the above said proceedings, I also undertook an online search upon the website of Hon'ble Bombay High Court (in respect of the aforesaid proceedings) and based upon such perusal and searches, and the representation by

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Klassik Vinyl Products LLP , it appears as on date there are no adverse orders that have been passed which adversely affect the re-development and/or the said Property.

- (7) On the basis of aforesaid investigation, the title of Klassik Vinyl Products LLP as owner of the said Property is good, marketable and free from encumbrances. Klassik Vinyl Products LLP is entitled to undertake the redevelopment of the said Property as owner cum Developers by implementing the SR Scheme as per the provisions of Regulation No.33 (10) of the DCR, by construction of Rehabilitation component and the Sale component as envisaged under the Development Agreement, and allot and sell on "ownership basis", and/or grant leases, licenses and/or tenancies, or otherwise transfer, deal with, alienate, or dispose of the Sale Component in accordance with the Development Agreement, applicable laws and regulations and the approvals and sanctions obtained and to be obtained in respect of the re-development.
- (8) In the circumstances and subject to what is stated hereinabove and on the basis of the documents and information provided to me and also based on the investigation of title of Owner's/Developer's title, I hereby certify that the title of Klassik Vinyl Products LLP as the Owner/Developer to the said Property is clear and marketable.

Yours truly,



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Advocate High Court