

दिल्ली DELHI

G 992893

**Deed of Adherence**

THIS DEED OF ADHERENCE is made on the 27<sup>th</sup> day of May of 2009.

BETWEEN:

(1) Mr. Ishaan Suri, (hereinafter referred to as the "Acceding Party") of the **First Part**,

AND

(2) Mr. Gautam Suri, of the **Second Part**.

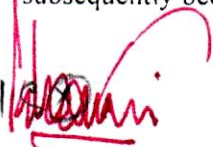

WHEREAS:

(A) This Agreement is supplemental to the Shareholders Agreement dated 4<sup>th</sup> December, 2007 ("**Agreement**") executed between Indivision India Partners, the Promoters and Interarch Building Products Private Limited ("**Company**").

WITNESSETH:

The Acceding Party hereby confirms that Mr. Gautam Suri (the "**Transferor**") has agreed to transfer to it the Shares mentioned in the Schedule hereto (the "**Transfer Shares**").

The Acceding Party hereby confirms that it has been supplied with a copy of the Agreement and hereby covenants with and in favour of all present Parties to the Agreement (whether original or by accession), and also for the benefit of all persons who subsequently become Parties thereto, that with effect from the date hereof, it will assume,

  
  
G.S(x)

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Mr. Gurtam Sivi  
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S/O, D/O, W/O  
Purpose  
Through  
Add  
127 MAY 2009

RAJINDER SINGH  
E. No. 216  
Parliament Street, N

*[Handwritten signature]*

fulfill and discharge all obligations and liabilities attached to the Transfer Shares on or after 27<sup>th</sup> May' 2009 and that it will observe, perform and be bound by all the terms of the Agreement.

3. Each of the Parties hereto acknowledges and agrees that as of the date of signing this Deed of Adherence, the Acceding Party shall become a party to, shall be bound by, and shall enjoy the rights and benefits available to the Transferor which are attached to the Transfer Shares under the Agreement.
4. Words and expressions in this Deed of Adherence shall have the same meaning as in the Agreement.
5. The initial address and other details of the Acceding Party for the purposes of Article 17 of the Agreement shall be:  
  
**A-1/6, Vasant Vihar, New Delhi-110057.**
6. This Deed shall be governed by and construed in accordance with the Laws of India.

IN WITNESS WHEREOF the Parties hereto have executed this document on the date appearing at the head hereof.

Signed by Ishaan Suri on behalf of [**Acceding Party**]



\_\_\_\_\_  
**Authorized Signatory**

Signed by Gautam Suri on behalf of [**Continuing Shareholder (s)**]



\_\_\_\_\_  
**Authorized Signatory**