

AGREEMENT

This Deed is made and executed on this 17th day of April' 2007

Between

Jetropha Mission Cell, a wing of Uttar Pradesh State Government, represented by Shri P. S. Ojha, State Co-ordinator, office at #512, Vth Floor, Yojna Bhawan, Lucknow, U.P.

(Hereinafter called the **First Party** which expression shall mean and include his heirs successors-in-interest assigns and deputies)

AND


M/s. Nandan Biomatrix Limited (incorporated in A.P., India under company Act 1956 vide number 01-33147) represented by **Mr. Phaneesh Mudigonda**, Director whose registered office is situated at Plot No. 46, Road No. 13, Banjara Hills, Hyderabad – 500034, A.P., India.


(Hereinafter called the **Second Party** which expression shall mean and include his heirs successors-in-interest assigns and deputies)

AND WHEREAS the First Party is keen to have large-scale cultivation of biofuels plantations in the state of U.P. by converting un-utilized lands and by finding out interested Farmers and Corporates throughout the State.

AND WHEREAS the Second Party is an integrated company engaged in Research & Development and Agriculturisation of Medicinal Plants and having 10 years of experience in the field of Cultivation, Consultancy and Formulations with a unique Franchisee system to co-ordinate the projects throughout the country.

AND WHEREAS the Second Party represented and the First Party recognized that the Second Party is capable of supporting the First Party in accomplishment of above task. In continuation of the said effort, the First Party through the District Magistrate, Kanpur Dehat, U.P. has allotted about 100 acres of land at Vill Kumbhi of Kanpur Dehat, U.P. for setting up of Nursery Production Center, etc. on a long-term basis.


(पी० एस० ओजा)
राज्य समन्वयक
“जेट्रोफा मिशन सेल”
नियोजन विभाग, उ०प्र० शासन

For NANDAN BIOMATRIX LIMITED

DIRECTOR

AND WHEREAS in furtherance thereof the First Party has brought about a consortium of several Stake Holders having independent, impeccable capabilities and to join hands with the state govt. of U.P. in the above said tasks.


AND WHEREAS the Second Party has agreed to work in conscience with all the other stake holders such as Bharat Petroleum Ltd., Shappoorji Pallonji Ltd., Biotech Park Lucknow and other Research & development institutes, universities of the state govt. of U.P.

In the process the First Party has organized a meeting of all the stake holders wherein the project execution modalities have been thoroughly discussed and the role & responsibilities of each stake holder has been in-principle decided.

AND WHEREAS the First Party has assured the Second Party of the following supports for smooth functionality of the bio-fuels project in the state of Uttar Pradesh.

NOW THIS DEED WITNESSETH THAT:

- 1) In the aforesaid land of 100 acres at Vill Kumbhi, Kanpur Dehat, U.P., the Second Party shall establish the research & development unit, nursery production center & demonstration block. The First Party has assured to facilitate suitable administrative support together with applicable all sorts of facilitation from the state govt. of Uttar Pradesh.
- 2) The Second Party will develop suitable site specific varieties suiting the identified cultivation areas in the state of U.P. and also ventures to replicate the research & development efforts which have been conducted by the Second Party in the state of Andhra Pradesh.
- 3) The First Party shall arrange for local institutional support from their reputed organizations such as Biotech Park, Agricultural Universities, R&D Units in U.P. for furtherance of the research work of Second Party in the area.
- 4) The Second Party with the above support is aiming at developing a catchment area of 2,00,000 Hectares per year for the next five years with a total target of 1,000,000 Hectares in the state of Uttar Pradesh.


(पी० एस० गोला)
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for NANDAN BIOMATRIX LIMITED
DIRECTOR

5) Once the required catchment area is developed, the Second Party with the active contribution of stake holders in the consortium will establish a trans-esterification unit (refinery unit) to manufacture bio-fuels as per the global standards.

6) The produce from the entire attachment area developed will be bought back by the Special Purpose Vehicle (SPV) constituted for the purpose by the Second Party for meeting the raw material requirement for the refinery units.

7) For meeting the task mentioned in Para (5) & (6) above, the Second Party requires the First Party to render required facilitations in framing the policy by the Govt. of U.P. in terms of identification of the farmers, procurement of seeds for farmers, facilitate any license if required, to reduce the unhealthy competition and other mal-practices in the trade to the Second Party for establishment of such refinery units in the State.

8) The First Party also assures to develop smooth relationship between the stake holders and shall act as an effective co-coordinator for accomplishment of desired task.

IN WITNESS WHEREOF the parties hereto have subscribed their hands to these presents on the day and year first above written:

Witnesses:

1. 
2. 



First Party

(पी० एच० बी०)

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“जेट्रोका मिशन सेल”

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FOR NAMAN BIOMATRIX LIMITED
DIRECTOR

Second Party