

7 February, 1998

From:
Modi Constructions.
5-4-187/ 3 & 4, M. G. Road
Secunderabad - 500 003.

To,
Shri. Bhawarlal Jain
7-2-705 to 709
Pot Market, Secunderabad - 500 003.

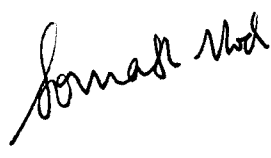
**Subject: Dissolution of Joint Venture dated 9/2/96 between Modi
Constructions & Bhawarlal Jain.
Relinquishing all rights, claims, title etc. by Modi Constructions
acquired under the Sale Agreement dated 11th January 1996
between Smt. K Padmabhai & Others, in favour of Bhawarlal Jain
for a consideration of Rs. 13,00,000/-.**

Dear Mr. Bhawarlal Jain,

As per our earlier discussions we hereby relinquish all our rights, title, claims etc., acquired under the Sale Agreement dated 11th January 1996 in your favour for a sum of Rs. 13,00,000/- (Rupees Thirteen Lakhs Only) and the Joint Venture Agreement dated 9/2/96 stands terminated/dissolved.

So far we have spent a sum of Rs. 13,17,322/- (Rupees Thirteen Lakhs Seventeen Thousand Three Hundred And Twenty Two Only) towards advance payment to the vendors, tenants, litigants, and construction expenses etc. A summary of the expenses is enclosed. Apart from the Rs. 13,00,000/- (Rupees Thirteen Lakhs Only) payable by you to us, all accounts upto this day will be treated as finally settled.

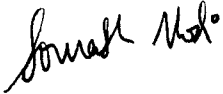
You are well aware of all the problems in the said land like encroachments, tenants, other claimants etc. We are relinquishing all our rights, claims, title etc under the said Sale Agreement/Joint Venture in your favour on an as-is-where-is basis. Under no circumstances will any objection be raised on this count.

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Further, we shall not be liable for any claims, damages etc., relating to the said sale agreement/Joint Venture. After this day you shall be liable for the risks and costs in relation to the said land. Please sign a copy of this letter for our records as confirmation of the above.

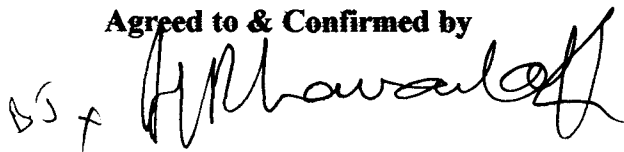
Thank you.

Yours faithfully,
for **MODI CONSTRUCTIONS.**



Sourabh Modi.

Agreed to & Confirmed by



Bhawarlal Jain

Place: Secunderabad

Date: 7th February 1998

MODI CONSTRUCTIONS
5-4-187/ 3 & 4, M. G. ROAD,
SECUNDERABAD - 500 003.

DETAILS OF EXPENDITURE AS ON 31/1/1998.

1. Under Agreement of Sale Dated 11 th January 1996 paid to Smt. K Padmabhai & Others	Rs. 10,00,000
2. Paid to Mr. Mahender Reddy for vacating the tenants	Rs. 1,70,000
3. Construction of compound wall, borewell & other Misc expenses.	Rs. 1,47,322

Total	Rs.13,17,322

Soman Modi