

**MEMORANDUM OF ASSOCIATION
of
SMARTHOUSING BUILDCON LIMITED**

**THE COMPANIES ACT, 2013
COMPANY LIMITED BY SHARES**

**MEMORANDUM OF ASSOCIATION
OF
SMARTHOUSING BUILDCON LIMITED**

1st. The name of the Company is SMARTHOUSING BUILDCON LIMITED.

2nd. The Registered Office of the Company will be situated in the State of Jharkhand.

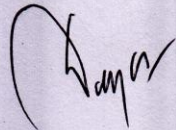
3rd. The objects for which the Company is established are:

(A) THE MAIN OBJECTS OF THE COMPANY TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:

1. To carry on the business of manufacturer, processor, refiners, exporters, importers, agents, buyers, sellers and dealers in all varieties of wire enamel, insulating varnishes, polyester resins, alkyd resins, fertilisers, pesticides plastics, polymers, plasticisess, petrochemical and their products such as dyes, drugs, medicines, cosmetics, waxes, perfumes, pharmaceuticals, and their by-products, derivatives, intermediates and compositions.

(B) MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE 3(A) ARE:

1. To purchase, own, establish, install, erect, equip, work, operate and maintain and alter, and to or otherwise handle any plant, machinery and equipment and to remove all or any of them, in or upon any lands, buildings or premises for the time being the property or in possession of the Company and/or to sell, replace and deal in the same.
2. To provide facilities for storage, warehousing, transport, carriage and distribution of the products mentioned above and of any other articles or merchandise connected with the Company's business.
3. To apply for tender, purchase or otherwise acquire any contracts, sub-contracts, licenses and concession for or in relation to the objects or business herein mentioned or any of them and to undertake, execute, carry out, dispose of or otherwise earn to account the same.
4. To employ officers, clerks, agents, field officers, canvassers, branch officers, auditors, laborers and other employees and brokers or commission agents and to pay or provide for the payment to them of such salaries, commission, brokerage or remuneration as may be found fit, expedient, necessary or desirable.



5. To carry on any other business (industrial, agricultural, trading, manufacturing, commercial or otherwise) which may seem to the Company capable of being conveniently carried on in connection with any of the objects or otherwise calculated directly or indirectly to render any of the Company's properties or rights for the time being profitable and also to acquire, promote, aid, foster, subsidise or acquire interest in any industry or undertaking in any country or countries whatsoever.

To open bank account

6. To open accounts with any bank or banks and to deposit moneys therein and to draw and endorse cheques on and to withdraw moneys from such accounts and generally operate upon same as may be required for purposes of the Company.

To insure property

7. To insure any of the persons, properties, undertakings contracts, guarantee or obligations or profits of the Company, of every nature and kind in any manner whatsoever.

To purchase property

8. To purchase, take or lease or in exchange, hire or otherwise acquire, any real and personal property and any rights or privileges which the Company may think necessary or convenient for the purpose of its business or which may enhance the value of any other property of the Company and in particular any land, buildings, easements, vehicles and stock-in-trade.

To promote Companies

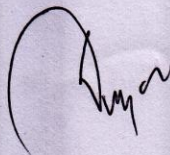
9. To be interested in, promote, assist, in the promotion or undertake the formation and establishment of business, firms, institutions or companies in India or elsewhere with objects wholly or partly similar to those of the company or for the purpose of acquiring all or any of the properties, rights and liabilities of the Company, or for any other purpose.

To acquire business

10. To acquire and take over as a going concern by purchase of, or on lease and to undertake, to carry on the whole or any part of the business together with the goodwill and trade name, property rights, and liabilities of any business, any part of the purposes of which is within the objects of the Company or which the Company is authorized to carry on and to pay for same by shares, debentures, debenture-stock, bonds, cash or otherwise and to conduct and carry on or liquidate and wind up any such business.

To enter into contracts

11. To enter into, make and perform contracts and arrangements, of every kind and description with corporate body, state or central government or any companies, firms or persons that may seem conducive to the company's objectives or any of them and to obtain from any such authority any rights, privileges, charters, contracts, concessions, licences or purchase and sale of any kind of goods, machinery, spare parts, securities, shares, stocks,



debentures, which the Company for the time being may think desirable to obtain and to carry out, exercise and comply with such arrangements, rights, privileges and concessions.

Sale or lease of undertaking

12. To lease, sublet, mortgage, charge, sell or otherwise dispose of any property of the company either absolutely or conditionally and in such manner and upon such terms and conditions in all respects as may be thought fit and to accept payment or satisfaction for the same in cash or otherwise.

To amalgamate, enter into partnership

13. To amalgamate, enter into partnership or into any agreement for sharing profits, union of interest, co-operation, joint ventures, or reciprocal concessions for limiting competition with any person or company carrying on or engaged in, or about to carry on or engage in any business or transaction which the Company is authorized to carry on or engage in or which can be carried on in conjunction therewith.

To build and construct works

14. To construct, maintain, develop, work, manage, carry out or control any offices, buildings, warehouses, factories, laboratories, garages, shops, stores and erections of every description and any roadways and other works and conveniences which the company may think directly or indirectly conducive to the objects of interest of the company and to contribute or otherwise assist or take part in the construction, improvement, maintenance, working management or development or carrying out or control thereof.

To receive money on deposit, lend and guarantee

15. To lend and advance money or give credit to such persons or companies and on such terms as may seem expedient, and in particular to customers and others having dealings with the Company, and to guarantee the performance of any contract or obligation and the payment of money of or by any such persons or companies, and generally to give guarantees and indemnities.

To borrow and mortgage

16. To make arrangement for financing the company's business activities and for the said purpose to secure loans or credits from any financial institution and/or Banks and/persons, firm or companies and for the said purpose to execute all such documents as may be required and to encumber, deal with or charge any properties and assets of the Company.

To accept bills

17. To draw, make, accept, endorse, discount, execute, issue, negotiate, assign and otherwise deal in cheques, drafts, bills of exchange, promissory notes, hundies, debentures, bonds, bills of lading, railway receipts, warrants and all other negotiable or transferable instruments.

To advertise

18. To adopt such means of making known the business of the company as may seem expedient and in particular by advertising in the press, radio, television, internet, by circulars, posters, by purchase and exhibition of works of art or interest, by publication of books, periodicals and by granting prizes, awards and donations.

To participate in exhibition

19. To encourage, organize, promote and participate in exhibition, trade fairs, demonstrations of any kind or variety, cinema or dramatic shows, clubs, associations, movements or activities of any kind or variety likely to promote the interests of the Company.

To establish and maintain agency

20. To establish branches or agencies whether by means of local boards or otherwise anywhere in India or elsewhere at any place or places throughout the world for the purpose of enabling the Company to carry on its business more efficiently and to discontinue and reconstitute any such branches or agencies.

To acquire membership

21. To acquire and secure membership, seat or privilege either in the name of company or its nominee or nominees in and of any association, exchange, market, club or other institution in India or any part of the world for furtherance of any business, trade or industry.

To provide for welfare of directors, employees

22. To provide for the welfare of the Directors, ex-Directors, employees or ex-employees of the company or its predecessors in business and the wives and families or the dependents or connections of such person by building of bonuses, dwellings or quarters or by grants of money, pensions, gratuities, allowances, bonuses, awards, profits-sharing or other schemes.

To make donations

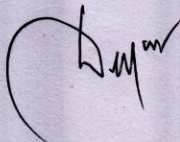
23. To subscribe or contribute or otherwise assist or to grant money to charitable, benevolent, religious, scientific, national, public, political, institutions, objects or purposes or for any exhibition.

Distribution of specie

24. To distribute any of the property of the Company among the member in specie or kind in the event of winding up and subject to the provisions of the Companies Act, 2013.

To acquire or apply for purchase of patents

25. To apply for purchase, or otherwise acquire, and protect and renew in any part of the world any patents, patent rights, copy-rights, trade marks, designs, licenses, concessions,



and the like, conferring any exclusive or limited right to their use, or any secret or other information as to any invention which may seem capable of being used for any of the purposes of the Company, or the acquisition of which may seem calculated directly or indirectly to benefit the Company, and to use, exercise, develop, or grant licenses in respect of, or otherwise turn to account the property, rights or information so acquired, and to expend money in experimenting upon, testing, or improving any such patents, inventions or rights.

To make arrangements with authorities

26. To enter into any arrangements with any Governments or authorities, supreme, municipal, local or otherwise, or any person or company that may seem conducive to the objects of the Company, or any of them, and to obtain from any such Government, authority, person or company any rights, privileges, charters, contracts, licenses, and concessions which the Company may think it desirable to obtain and to carry out, exercise and comply therewith.

To acquire technical information, technical know-how

27. To enter into collaboration and/or joint venture for sharing profits, for the setting up of industries and plants and/or for the supply of plant, machinery, tools, equipment, technical know-how, technical assistance, license, patents, instruments and things with any person or company or suppliers or other agents, and associates and/or local and/or foreign governments.

To apply for recognition as export house

28. To procure the Company to be registered or recognized in any part of the world and to apply for recognition as export house, apply for import entitlements, export incentive, drawbacks and exercise such other rights and undertaking in which the Company will be interested for its business.

To procure registration in other countries

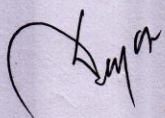
29. To get the company registered or incorporate or recognized in any part of the world in accordance with its laws for the time being at such place.

Preliminary and underwriting expenses

30. To pay out of the funds of the Company all expenses which the Company may lawfully pay with respect to the formation and registration of the Company or the issue of its capital, including brokerage and commissions for obtaining application for or taking, placing or underwriting or producing the underwriting of shares, debentures or other securities of the Company.

To refer to arbitration

31. To refer any dispute, claim or demand by or against the company to arbitration and observe and perform the awards.

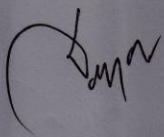


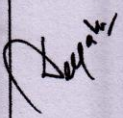
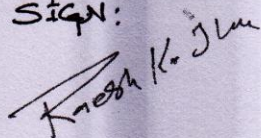
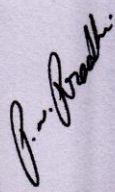
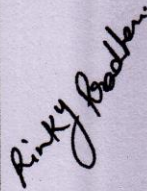
To act as or employ agents

32. To do all or any of the above things as principals, agents, consignors, consignees, contractors, trustees or otherwise and by or through trustees, agents or otherwise and either alone or in conjunction with others.

4th. The liability of the members is limited and this liability is limited to the amount unpaid, if any, on the shares held by them.

5th. The Authorised share capital of the company is Rs. 500000/- (Rupees Five Lakhs only), divided into 50000 (Fifty Thousand only) equity shares of Rs.10/- (Rupees Ten only) each.



Sl.No	Name, Address, Description, PAN and Occupation of the Subscribers	No. of equity shares taken by each Subscriber	Signature of the Subscriber	Signature, Name, Address, Description, PAN and Occupation of the Witness
1.	Mr. Deepak Kumar Chaudhury S/o P.N. Chaudhary Gama, B-690, Sahara City, Mangro, Jamshepur Jharkhand-831018 PAN-ADDPC0013D Occupation- Business	21500		I RAJESH KUMAR JHA S/o - Late S.N. Jha Witness to subscribers who have subscribed and signed in my presence on 10/08/2016 at Jamshepur further I have verified their identification and satisfied myself of their identification particulars as filled in. PAN: AGKPT6420B OCCUPATION: SERVICE Address: HN-145/2/3, BAGGERA COLONY, ROAD NO-4, JAMSHEDPUR JHARKHAND-831002 SIGN: 
2.	Mr. Parmanand Pradhan S/o - Mr. Laxmi Narayan Pradhan, 4, Asange P.O. Adityapur Industrial Area, Saraikela-Kharsa, Jharkhand-832109 PAN: AMSPP8050D Occupation- Business	12500		
3.	Mrs. Rinky Pradhan D/o Mr. Kartik Chandra Bera, Asange, Uparokha Near Hari Mandir, P.O. Adityapur, Saraikela Kharsa, Jharkhand - Pin-832109 PAN-18V8PP1589M Occupation:- Housewife	9000		
4.	Mr. Anil Prasad Gupta S/o Mr. Ram Prasad Gupta HN-182, Bagan Para Station Road, Lal Building Gankaria, Saraikela Kharsa, Jharkhand-832108 PAN: 832108 Occupation: BUSINESS	2500	