

GOVERNMENT OF INDIA MINISTRY OF CORPORATE AFFAIRS

Central Registration Centre

Certificate of Incorporation

[Pursuant to sub-section (2) of section 7 and sub-section (1) of section 8 of the Companies Act, 2013 (18 of 2013) and rule 18 of the Companies (Incorporation) Rules, 2014]

I hereby certify that VARALIKA DEVELOPERS PRIVATE LIMITED is incorporated on this Fourth day of February Two thousand twenty-two under the Companies Act, 2013 (18 of 2013) and that the company is limited by shares.

The Corporate Identity Number of the company is U45309JH2022PTC018074.

The Permanent Account Number (PAN) of the company is AAICV5400G

The Tax Deduction and Collection Account Number (TAN) of the company is RCHV01324B

Given under my hand at Manesar this Fourth day of February Two thousand twenty-two .

DS MINISTRY OF CORPORATE AFFAIRS 10

Digital Signature Certificate SHIVARAJ C RANJERI ASST. REGISTRAR OF COMPANIES

For and on behalf of the Jurisdictional Registrar of Companies

Registrar of Companies

Central Registration Centre

Disclaimer: This certificate only evidences incorporation of the company on the basis of documents and declarations of the applicant(s). This certificate is neither a license nor permission to conduct business or solicit deposits or funds from public. Permission of sector regulator is necessary wherever required. Registration status and other details of the company can be verified on www.mca.gov.in

Mailing Address as per record available in Registrar of Companies office:

VARALIKA DEVELOPERS PRIVATE LIMITED

Plot No. 1147 RSP, Matasya House, Ayodhya Puri, Road No. 2, Lower Chutiya, Ranchi, Ranchi, Jharkhand, India, 834001

* as issued by the Income Tax Department

VARALIKA DEVELOPERS PVT. LTD.

Director

VARALIKA DEVELOPERS PVT. LTD

[Pursuant to Schedule I (see sections 4 and 5) to the Companies Act, 2013] FORM NO. INC-33

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(e-Memorandum of Association)

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* Table applicable to company	as notified under schedule I of the con		[a-	
Table applicable to company	as notified under schedule i of the con	npanies Act, 2013	A .	
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Table A- MEMORANDUM OF ASS	SOCIATION OF A COMPANY LIMITED BY	'SHARES		
	5. 1			
1. The Name of the Company is	VARALIKA DEVELOPERS PRIVATE LI	IMITED		41-
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W.M.				
2. The Registere 1 office of the comp	pany will be situated in the state of	Jharkhand-JH		
3.(a)The objects to be pursued by the	he company on its incorporation are			
rauonal nignways, onoges, tryovers, sev irrigation schemes, entertainment compli- fabrication, assen bly, structural or archit assets, liabilities, shares of any company To carry on all or any of the bus	acts entailing Build Operate Transfer (BOT) wers, canals, docks, wells, springs, dams, ra lex, industrial complexes, harbors, power pletectural work of any kind whatsoever in India y, firm, corporation engaged in similar busin sinesses in India or elsewhere as manufacture.	acecourses, watercoursents, reservoirs, emba a or abroad and for the ess and to develop la	rses, reclandaments at purpos nd, buildi	amation, water parks, and/or of construction, e to acquire, purchase ings and other properties
Jealers of all types of construction equip	oment, construction materials, equipment fac engineering equipment, Effluent Treatment P	cilitating constructions	engines	ring goods Equipment
To carry on the business of Buil	ilders, Engineers, General Construction, Civi reatment Plant and all other acts and thighs	il Contractors, Mecha as may be necessary	nical Con or incide	ractors, Design
. To carry on the business of con-	sultants, Advisor, supply of manpower in are	eas of activities as me	entioned i	n (1) to (5) above.
	r furtherance of the objects specified in			
. To carry all public works and	d enter into all types of private contracts in c	connection with the ma	ain object	s. **,
orporate or othe, undertaking that may so lovernment or Government departments	with any Government or Government depar seem conducive to the attainment of the con s or authorities or persons any rights, privileg cise, use or comply with any such arrangem	npany's main objects, ges. franchises and co	and to ol	ntain from any such
. To purchase, acquire and under	rtake all or any part of the business, property	y and liabilities of any	person o	company carrying on
	3 (A)			Page 1 o

IKA DEVELOPERS PVT. LTD

Director

VARALIKA DEVELOPERS PVI. LI

or proposing to carry on any business which this company is authorized to carry on or possessed of property suitable for the purpose of the company or which can be carried on in conjunction therewith.

- 4. To pay for any property, rights or privileges acquired by the company or for the services rendered or to be rendered in connection with the promotion of the business of the company or for acquisition of any property for the company or otherwise either wholly or partially in cash or in shar s, bonds, debentures or other securities of the company and to issue any shares either as fully paid up or with such amount credited as paid up thereon, as may be agreed upon and to charge any such bonds, debentures or other securities upon all or any part of the property of the company.
- 5. To sell, exchange, mortgage, let on lease, royalty or tribute, grant licenses, easements, options and other rights over and in any other manner deal with or dispose of the whole or any part of the undertaking, property assets, rights and effects of the company for such consideration as may be thought fit and in particular for cash or for stocks, shares, whether fully or partly paid up or securities of any other
- To collect and provide credit or other information, to organize information cells and data banks, relating to industrial, agricultural
 and other economic activities and to provide information for the development of industries to entrepreneurs and to provide any other
- 7. To enter into contracts of indemnity or guarantee and to guarantee the performance of any contract or obligation and the due payment and reparament of any debt or liability present or future or contingent on the performance of any contracts or obligations of any persons, firms or a many or body corporate.
- 8. To apply for, purchase or otherwise, acquire and protect, prolong and renew in any part of the world any patents, patent rights, brevets, inventior, trademarks, designs, licenses, protections, concessions, monopolies and the like conferring any exclusive or non-exclusive or limited right to their use or any secret or other information as to any invention, process or privilege which may seem capable of being used for any of the purposes of the Company and to use, exercise, develop or grant licenses or privileges in respect of or otherwise turn to account, the property rights and information so acquired and to carry on any business in any way connected therewith.
- 9. To establish, provide, maintain and conduct or otherwise subsidize research laboratories and experimental workshops, for scientific and technical research and experiments, to undertake and carry on scientific and technical researches, experiments and tests of all kinds, to promote studies and researches, both scientific and technical, investigations and inventions by providing, subsidizing, endowing or assisting laboratories, workshops, libraries, lectures, meetings and conference and by providing or contributing to the award of scholarships, prizes and reward, studies, researches, investigations, experiments, tests and invention of any kind that may be considered likely to assist any business which the company is authorized to carry on.
- 10. To insure with any other company, firm or persons against losses, damages and risks of all kinds that may affect the company.
- 11. To invest and deal with the surplus monies of the company not immediately required for the business to purchase or subscribe for shares and securities of any other company or to invest in any mode, to accumulate funds and to invest or purchase or lease any land, buildings, easeme...s, stock-in-trade or other properties which the company may think necessary for the purpose of its business.
- To procure the recognition of the Company under the laws of any place outside India.
- 13. To engage, employ, suspend and dismiss executives, engineers, agents, manager, superintendents, assistants, clerks, coolies and other servants and laborers and to remunerate any such person at such rate as shall be thought fit, to grant bonus, compensation, pension or gratuity to any such person or to his widow or children and generally to provide for the welfare of all the employees.
- 14. To form, incorporate or promote any company or companies, whether in India or elsewhere having amongst its or their objects the acquisition of all or any of the assets or control or development of the company or any other object or objects which in the opinion of the company could or might assist the company in the management of its business, the development of its properties and to apply all or any of the costs and expenses incurred in connection with any such promotion or incorporation.
- 15. Subject to the provisions of the Act, to amalgamate or to enter into partnership or into any arrangement for sharing profits, union of interest, Co-operation, joint venture, license or reciprocal concession or for limiting competition with any person or persons or company or companies carrying on or engaged in or about to carry on or engage in or being authorized to carry on or engage in any business or transaction which the company is authorized to carry on or engage in.
- 16. To adopt such means of making known the products of the company as may seem expedient and in particular by advertising in press, cinema, else aronic media such as television, internet etc. by circulars, posters, by purchase and exhibition of works of art or interest, by publication of brocks and periodicals and by granting prizes, rewards and donations.
- 17. To pay all the costs, charges and expenses of and incidental to the promotion and formation, registration and establishment of the Company and the issue of its capital including costs, charges, expenses of negotiations and contracts and arrangements made prior to and in application of the formation and incorporation of the Company.
- 18. To assist any other company under the same management within the meaning of the Companies Act, 2013 or any statutory modification thereof, in any manner and to any extent including the giving of loan and guarantees or the providing of securities of any kind whatsoever in connection with any loan given to the latter by any person, firm or body corporate.
- 19. To distribute among the members in specie any property of the company or any proceeds of the sale or disposal of any property of the company in the event of winding up, so that, no distribution amounting to a reduction of capital be made except with the sanction (if any) for the time being required by law

VARALIKA DEVELOPERS PVT. LTD. - / hang - for Mr.

VARALIKA DEVELOPERS PVT. LTD

- 20. To institute and to defend and suit, appeal, application for review or revision or any other application of any nature whatsoever, to take out executions, to enter into agreements of reference to arbitration and to enforce and where need be to contest any awards and for all such purpose to engage or retain counsels, attorneys and when necessary to remove them.
- 21. To open any kind of account in any Bank and to draw, make, accept, endorse, discount, negotiate, execute and issue bills of exchange, promissory notes, bills of lading, warrants, debentures and other negotiable or transferable instruments or securities.
- To engage, employ, suspend and dismiss executives, engineers, agents, manager, superintendents, assistants, clerks, coolles and other servants and laborers and to remunerate any such person at such rate as shall be thought fit, to grant bonus, compensation, pension or gratuity to any such person or to his widow or children and generally to provide for the welfare of all the employees.
- 23. To form, incorporate or promote any company or companies, whether in India or elsewhere having amongst its or their objects the acquisition of all or any of the assets or control or development of the company or any other object or objects which in the opinion of the company could or right assist the company in the management of its business, the development of its properties and to apply all or any of the costs and expenses incurred in connection with any such promotion or incorporation.
- 24. To improve, manage, work, develop, after, exchange, lease, mortgage, up to account abandon, or otherwise deal with all or any part of the property, rights and concessions of the Company.
- 25. To distribute any of the property of the Company amongst the members in specie or kind upon the winding up of the Company.
- 26. To create a Depreciation Fund, Reserve Fund, Insurance Fund, of any other Special Fund, whether for depreciation or for repairing, improving, extending or maintaining any of the property of the Company, or for any other purpose conducive to the interest of the Company.
- 27. To do all or any of the above things and all such things as are incidental or may be thought conducive to the attainment of the above object or any of them in any part of the world and as principals, agents, contracts, trustees or otherwise and by or through trustees, agents or otherwise and either along or in conjunction with others.
- 28. To carry on all kinds of agency business and to take part in the management, supervision or control of the business or operations of any other Company, association, firm or person (and to act as the agent, secretaries, or other of any such Company, association, firm or person) and in conjection therewith to appoint and remunurate any directors, accountants and other experts or agents.
- 29. To carry on the Retail business of FMCG Products and Dairy Products etc, by either establishing the Retail Stores by its own or in a Franchise Mode and to carry on the business of import, export, distribution of all merchandise, and to act as agents, stockiest, distributors for firms and companies in India and abroad.
- 30. To buy, sell, manufacture, refine, manipulate, import, export and deal wholesale and retail in commodities, substances, apparatus and things of all kinds, capable of being used or which can conveniently be dealt in by the Company in connection with any of its objects.
- 4.The liability of the member(s) is limited and this liability is limited to the amount unpaid, if any, on the shares held by them.

5.The share cap	tal of the company	is 1,000,0	00.00		rupees, divided into
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VARALIKA DEVELOPERS PVT. LTD.

Director

VARALIKA DEVELOPERS PVT. LTD.

Table F as notified under schedule I of the companies Act, 2013 is applicable to the company VARALIKA DEVELOPERS PRIVATE LIMITED A COMPANY LIMITED BY SHARES Che Che Cke If Articles of Associate I and the company means VARALIKA DEVELOPERS PRIVATE LIMITED (1) In these regulations (a) the Company means VARALIKA DEVELOPERS PRIVATE LIMITED (b) the office means the registered office of the company, (c) the act means the Companies Act, 2013 and any statutory modification thereof. (d) the seal means the common seal of the company, (e) the Director means the means the Directors of the Company and includes persons occupying the Director means the means the Directors of the Company and includes persons occupying the Directors of the Directors by whatever names called. (2) Unless the context otherwise requires, words or expressions contained in these regulations shall been same meaning as in the Act or any statutory modification thereof in force at the date at which these regulations of the Company and includes persons occupying the December of the Company and provided that which these regulations shall been same meaning as in the Act or any statutory modification thereof in force at the date at which these regulations the provided that which these regulations shall be an expression of the Company is a Private Company within the meaning of Section 2(68) of the Companies Act, 2013 and the control of the company is a Private Company within the meaning of Section 2(68) of the Company shall, for the purposes of this clause, be treated as a single member. Provided further that- (a) persons who are in the employment of the company, were members of the company while in the employment and have confined to be members after the employment ceased, shall not be included in the number of member for member in the employment of the company. Subject to the provisions of the Act and these Articles, the shares in the capital of the company within each proportion and on such terms and conditions and either at a premium or at par an		ursu	ant to	Schedule I (see Sections 4 and 5) to	
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(ii) Every certificate shall be under the seal and shall specify the shares to which it relates and the amount			FF FF FF (44 (14 (14 (14 (14 (14 (14 (14 (14 (14	(i) restricts the right to transfer its shares; (ii) limits the number of its members to two hundred: Provided that where two or more persons hold one or more shares in a company surposes of this clause, be treated as a single member. Trovided further that- (ii) persons who are in the employment of the company; and (iii) persons who, having been formerly in the employment of the company, were in (iii) hille in the employment and have continued to be members after the employment (iii) Prohibits any invitation to the public to subscribe for any securities of the comp Share capital and variation of rights Abject to the provisions of the Act and these Articles, the shares in the capital of its econtrol of the Directors who may issue, allot or otherwise dispose of the same of ersons, in such proportion and on such terms and conditions and either at a premiate as they may from time to time think fit. Every person whose name is entered as a member in the register of members is the month after the application for the registration of transfer or transmission or with additions of issue shall be provided, (a) one certificate for all his shares without assessed in the company.	jointly, they shall, for the nembers of the company t ceased, shall not be pany; the company shall be undor any of them to such hium or at par and at such thall be entitled to receive or after allotment or, within such other period as
paid-up thereon.			FF P (3 (1) (1) (1) (1) (1) (1) (1) (1) (1) (1)	(i) restricts the right to transfer its shares; (ii) limits the number of its members to two hundred: Provided that where two or more persons hold one or more shares in a company surposes of this clause, be treated as a single member. Trovided further that- (ii) persons who are in the employment of the company; and (iii) persons who, having been formerly in the employment of the company, were in (iii) hille in the employment and have continued to be members after the employment (iii) Prohibits any invitation to the public to subscribe for any securities of the comp Share capital and variation of rights Abject to the provisions of the Act and these Articles, the shares in the capital of its econtrol of the Directors who may issue, allot or otherwise dispose of the same of ersons, in such proportion and on such terms and conditions and either at a premiate as they may from time to time think fit. Every person whose name is entered as a member in the register of members is the month after the application for the registration of transfer or transmission or with additions of issue shall be provided, (a) one certificate for all his shares without assessed in the company.	jointly, they shall, for the nembers of the company t ceased, shall not be pany; the company shall be undor any of them to such hium or at par and at such thall be entitled to receive or after allotment or, within such other period as
(iii) In respect of any share or shares held in a			FF PF (((i) (ii) with one column (ii) with one column (iii) with one column (iii) with one column (iii) with one column (iii) with one column (iiii) with one column (iiiiiiiiiiiiiiiiiiiiiiiiiiiiiiiiiiii	(i) restricts the right to transfer its shares; (ii) limits the number of its members to two hundred: Provided that where two or more persons hold one or more shares in a company surposes of this clause, be treated as a single member. Provided further that- The provided further that employment of the company; and The provided further that employment of the public to subscribe for any securities of the company. The provided further that employment of the public to subscribe for any securities of the company. The provided further that the provisions of the Act and these Articles, the shares in the capital of the employment of the provisions of the Act and these Articles, the shares in the capital of the employment of the provisions of the Act and these Articles, the shares in the capital of the employment of the provisions of the Act and these Articles, the shares in the capital of the employment of the provisions of the Act and these Articles, the shares in the capital of the employment of the provisions of the Act and these Articles, the shares in the capital of the employment of the provisions of the Act and these Articles, the shares in the capital of the employment of the provisions of the Act and these Articles, the shares in the capital of the employment of the provisions of the Act and these Articles, the shares in the capital of the employment of the provisions of the Act and these Articles, the shares in the capital of the employment of the provisions of the Act and these Articles, the shares in th	jointly, they shall, for the members of the company t ceased, shall not be many; the company shall be undor any of them to such mium or at par and at such thall be entitled to receive a fafter allotment or, within such other period as of twenty rupees for each
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Campue Jung - & M.

Director

VARALIKA DEVELOPERS PVT. LTD.

Director

				more than any	· ·
	-			more than one certificate, and delivery of a certificate for a share to one of several sufficient delivery to all such holders	al joint holders shall be
		1		(I) If any share cortificate by	
				endorsement of transfer, then upon production and surrender thereof to the comp issued in lieu thereof, and if any certificate is lost or destroyed then upon proof the	further space on the back to
		1		* ISSUECT IN HELL THOROOF and if "C"	IdDV 3 DOW Contitions of many la
			3	Company and on execution of qual in the	Election of the
		1	1	company and on execution of such indemnity as the company deem adequate, a shall be given. Every certificate under this Article shall be issued on payment of	new certificate in lieu thereni
1			1	certificate.	venty rupees for each
				(II) The provisions of Articles (2) and (2) - I. II	
			0	Except as required by law, no person shall be recognised by the company as hold trust, and the company shall not be bound by, or be compelled in any way to	es of the company.
				trust, and the company shall not be be believed by the company as not	ing any share upon any
- 1		1 .	4	notice thereof) any equitable continued to the continued	Inise (even when having
		1	100	part of a share or (except only as by these	any interest in any fractional
1	1			respect of any share except an absolute right to	any other rights in
				(i) The company may exercise the name of the control of the registers	ed holder.
	Ш		-	provided that the rate per cent or the amount of the continues on some contented by sull	o-section (6) of section 40.
	9		- ml ₁ -	the manner required by that section and all section and all section and all section and all sections are sections are sections and all sections are sections.	be paid shall be disclosed in
-			5	(ii) The rate or amount of the commission shall not exceed the rate or amount pres	
	- 1			sub-section (6) of section 40.	cribed in rules made under
- 1				(III) The commission may be satisfied by the	
-				(iii) The commission may be satisfied by the payment of cash or the allotment of full (iii) the one way and partly in the other.	lly or partly paid shares or
	\cap $ $	П		(I) It at any time the share conitol is divided in the	
	-	ш	20	(ii) If at any time the share capital is divided into different classes of shares, the righ (unless otherwise provided by the terms of issue of the shares of that class) may, is section 48, and whether or not the company is being wound up, he varied with the	ts attached to any class
-			165	section 48, and whether or not the company is a solution of trial class) may, s	ubject to the provisions of
	- [6	inolders of three-fourths of the issued charge of the	consent in writing of the
1	i	- 1		a separate meeting of the holders of the above at the	special resolution passed at i
1	1	. 1			
				mutatis mutandis apply, but so that the necessary quorum shall be at least two pers	eneral meetings shall
-	-			third of the issued shares of the class in question.	ons holding at least one-
1] [7	The fights conterred upon the holders of the I	od an all a later and a
-	_	-1		unless otherwise expressly provided by the terms of issue of the shares of that class by the creation or issue of further shares ranking part passu the putth.	of other rights shall not,
	+			by the creation or issue of further shares ranking pari passu therewith.	s, be deemed to be varied
I] [\Box	8		n of an ordinar
		_	,	be issued on the terms that they are to be redeemed on such terms and in such mar before the issue of the shares may, by special resolution, determined	oner as the company
1	1	-		before the issue of the shares may, by special resolution, determine.	mor do the company
1				Lien	
-	+	-			
I			e 12	(i) The company shall have a first and paramount lien-	
		_	13	(a) on every share (not being a fully paid share), for all monies (whether prescalled, or payable at a fixed time, in respect of that share; and	sently payable or not)
	1.		-	called, or payable at a fixed time, in respect of that share; and	contry payable of flot)
			9	(b) on all shares (not being fully paid shares) standing registered in the name monies presently payable by him or his estate to the company.	of a single person for all
				monies presently payable by him or his estate to the company:	a single person, for all
				Provided that the Board of directors may at any time declare any share to be wholly corovisions of this clause.	or in part exempt from the
			li	(ii) The company?s lien, if any on a share at all	, and the most are
		_ .	· It	 (ii) The company?s lien, if any, on a share shall extend to all dividends payable and b ime to time in respect of such shares. 	onuses declared from
	1	7	7	The company may sell in such mapper on the Day Little To	# 6+ 4
		1	F	The company may sell, in such manner as the Board thinks fit, any shares on which the company may sell in such manner as the Board thinks fit, any shares on which the company is the company of the company of the company is the company of the comp	he company has a lien:
			10	(a) unless a sum in respect of which the line is a	
				(b) until the expiration of fourteen days after a nation in the symbol payable; or	
			p	(b) until the expiration of fourteen days after a notice in writing stating and der art of the amount in respect of which the lien exists as is presently payable, but here	nanding payment of such
	100		h	older for the time being of the share or the name of the place of the share or the name of the share of the share of the share of the share or the name of the share of th	given to the registered
	1	1	(i	older for the time being of the share or the person entitled thereto by reason of his de) To give effect to any such sale, the Board may authorise some person to transfer the urchaser thereof.	eath or insolvency.
Ш	L	- 1	· p	urchaser thereof	e shares sold to the
	1	1	1 (1	i) The purchaser shall be registered as the ball.	
	1		(ii	ii) The purchaser shall not be boand to see to the application of the	h transfer.
_	-		s	ii) The purchaser shall not be bo and to see to the application of the purchase money, nares be affected by any irregularity or invalidity in the proceedings in reference to the	nor shall his title to the
П			(i)	The proceeds of the sale shall be received by the	e sale.
	تا ا	1	2 ar	mount in respect of which the lien exists as is presently payable.	of such part of the
			- (ii	The residue, if any shall subject to a like lies for	78-
		-	be	fore the sale, be paid to the person entitled to the shares at the date of the sale.	sted upon the shares
-				The state of the s	
				Calls on shares	

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Page 2 of 10

Director

£ .				(i) The Board may, from time to time, make calls upon the members in respect of any monies unpaid on their shares (whether on account of the nominal value of the shares or by way of pre-
				(Conditions of allotment thorons made and the state of by way of premium) and not by the
			13	month from the date fived for the name of the nominal value of the share or be payable at less than one
				(II) Each member shall subject to receive
	.			isnares.
-	\dashv			(III) A call may be revoked or postponed at the tr
			14	A call shall be deemed to have been made at the time when the resolution of the Board authorizing the call was passed and may be required to be paid by instalments.
<u></u>	5		-	
L	-11	Ш	15	The joint holders of a share shall be jointly and severally liable to pay all calls in respect thereof.
10				(i) If a sum called in respect of a share is not paid before or on the day appointed for payment thereof, the
		_	16	time of actual payment at ten per continuous at the per continuous the continuous the day appointed for payment thereof to the
-	+			(ii) The Board shall be at liberty to well as a state of lower rate, it arry, as the Board may determine
]			on account of the pominal value of the personnel of a share becomes payable on allotment or at any fixed date, whether
			17	regulations, be deemed to be a call duly made and a sold promittin, small, for the purposes of these
		- 1	17	(ii) In case of non-navment of such our all the such
				(ii) In case of non-payment of such sum, all the relevant provisions of these regulations as to payment of interest and expenses, forfeiture or otherwise shall apply as if such sum had become payable by virtue of a call duly made and notified.
-		_	-	The Board-
E] [[(a) may, if it thinks fit, receive from any member willing
			18	uncalled and unpaid upon any shares held by him; and
			-	(b) upon all or any of the monies so advanced, may (until the same would, but for such advance, become otherwise direct, twelve per cent per annum, as may be accord upon the company in general meeting shall
				otherwise direct, twelve per cent per annum, as may be agreed upon between the Board and the member
	_			paying the sum in advance.
		- 1		
-	+	+		Transfer of shares
		1	10	(i) The instrument of transfer of any share in the company shall be executed by or on behalf of both the
				(i) The instrument of transfer of any share in the company shall be executed by or on behalf of both the transferor shall be deemed to remain a holder of the charge of th
	-		1	(i) The instrument of transfer of any share in the company shall be executed by or on behalf of both the transferor and transferee. (ii) The transferor shall be deemed to remain a holder of the share until the name of the transferee is entered in
		+	20	(i) The instrument of transfer of any share in the company shall be executed by or on behalf of both the transferor and transferor. (ii) The transferor shall be deemed to remain a holder of the share until the name of the transferee is entered in the register of members in respect thereof. The Board may, subject to the right of appeal conferred by section 58 decline to register-
	-	+	20 ((i) The instrument of transfer of any share in the company shall be executed by or on behalf of both the transferor and transferee. ii) The transferor shall be deemed to remain a holder of the share until the name of the transferee is entered in he register of members in respect thereof. The Board may, subject to the right of appeal conferred by section 58 decline to registeral) the transfer of a share, not being a fully paid share, to a person of whom they do not approve; or
	-		20 ((i) The instrument of transfer of any share in the company shall be executed by or on behalf of both the transferor and transferee. (ii) The transferor shall be deemed to remain a holder of the share until the name of the transferee is entered in the register of members in respect thereof. The Board may, subject to the right of appeal conferred by section 58 decline to registeral) the transfer of a share, not being a fully paid share, to a person of whom they do not approve; or be Board may decline to recognise any instrument of transfer unless-
			20 ((i) The instrument of transfer of any share in the company shall be executed by or on behalf of both the transferor and transferee. (ii) The transferor shall be deemed to remain a holder of the share until the name of the transferee is entered in he register of members in respect thereof. The Board may, subject to the right of appeal conferred by section 58 decline to registeral) the transfer of a share, not being a fully paid share, to a person of whom they do not approve; or be approved by the paid share, and the share and the company has a lien. The Board may decline to recognise any instrument of transfer unlessal the instrument of transfer is in the form as prescribed in rules made under sub-section (1) of section 56:
			20 ((17 17 18 18 18 18 18 18 18 18 18 18 18 18 18	(i) The instrument of transfer of any share in the company shall be executed by or on behalf of both the transferor and transferoe. ii) The transferor shall be deemed to remain a holder of the share until the name of the transferee is entered in the register of members in respect thereof. The Board may, subject to the right of appeal conferred by section 58 decline to registeral) the transfer of a share, not being a fully paid share, to a person of whom they do not approve; or he Board may decline to recognise any instrument of transfer unlessalten. The Board may decline to recognise any instrument of transfer unlessalten. The Board may decline to recognise any instrument of transfer unlessalten. The Board may decline to recognise any instrument of transfer unlessalten. The instrument of transfer is accompanied by the certificate of the shares to which it relates, and such other with the instrument of transfer is accompanied by the certificate of the shares to which it relates, and such other the instrument of transfer is proposed for the shares to make the transfer; and
			20 (((i) The instrument of transfer of any share in the company shall be executed by or on behalf of both the transferor and transferee. ii) The transferor shall be deemed to remain a holder of the share until the name of the transferee is entered in he register of members in respect thereof. The Board may, subject to the right of appeal conferred by section 58 decline to registeral) the transfer of a share, not being a fully paid share, to a person of whom they do not approve; or he Board may decline to recognise any instrument of transfer unlessal the instrument of transfer is in the form as prescribed in rules made under sub-section (1) of section 56; by the instrument of transfer is accompanied by the certificate of the shares to which it relates, and such other continuous than the same as the Board may reasonably require to show the right of the transferor to make the transfer; and any indiving not less than seven days.
			20 (((21 () (c) 21 ()	(i) The instrument of transfer of any share in the company shall be executed by or on behalf of both the transferor and transferee. (ii) The transferor shall be deemed to remain a holder of the share until the name of the transferee is entered in he register of members in respect thereof. The Board may, subject to the right of appeal conferred by section 58 decline to registeral) the transfer of a share, not being a fully paid share, to a person of whom they do not approve; or any transfer of shares on which the company has a lien. The Board may decline to recognise any instrument of transfer unlessal the instrument of transfer is in the form as prescribed in rules made under sub-section (1) of section 56; or in the instrument of transfer is accompanied by the certificate of the shares to which it relates, and such other contains the instrument of transfer is in respect of only one class of shares. The Board may reasonably require to show the right of the transferor to make the transfer; and any giving not less than seven days? previous notice in accordance with section 91 and rules made thereunder, at time determine:
			20 ((21 ((21 (c) 22 tc)	(i) The instrument of transfer of any share in the company shall be executed by or on behalf of both the transferor and transferee. (ii) The transferor shall be deemed to remain a holder of the share until the name of the transferee is entered in he register of members in respect thereof. The Board may, subject to the right of appeal conferred by section 58 decline to registeral) the transfer of a share, not being a fully paid share, to a person of whom they do not approve; or any transfer of shares on which the company has a lien. The Board may decline to recognise any instrument of transfer unlessal the instrument of transfer is in the form as prescribed in rules made under sub-section (1) of section 56; of the instrument of transfer is accompanied by the certificate of the shares to which it relates, and such other instrument of transfer is in respect of only one class of shares. In giving not less than seven days? previous notice in accordance with section 91 and rules made thereunder, or time determine: To vided that such registration shall not be supported for the shares to the source of the Board may from time provided that such registration shall not be supported for the such periods as the Board may from time provided that such registration shall not be supported for the such periods as the Board may from time provided that such registration shall not be supported for the such periods as the Board may from time provided that such registration shall not be supported for the such periods as the Board may from time provided that such registration shall not be supported to the supported to the such periods as the Board may from time provided that such registration shall not be supported to the such periods as the Board may from time provided that such registration shall not be supported to the such periods as the such registration and the such regi
			20 ((21 ((21 (c) 22 tc)	(i) The instrument of transfer of any share in the company shall be executed by or on behalf of both the transferor and transferee. ii) The transferor shall be deemed to remain a holder of the share until the name of the transferee is entered in he register of members in respect thereof. The Board may, subject to the right of appeal conferred by section 58 decline to registeral) the transfer of a share, not being a fully paid share, to a person of whom they do not approve; or he Board may decline to recognise any instrument of transfer unlessal the instrument of transfer is in the form as prescribed in rules made under sub-section (1) of section 56; by the instrument of transfer is accompanied by the certificate of the shares to which it relates, and such other continuous than the same as the Board may reasonably require to show the right of the transferor to make the transfer; and any indiving not less than seven days.
			20 ((() 21 (() () () () () () () () () () () () ()	(i) The instrument of transfer of any share in the company shall be executed by or on behalf of both the transferor and transferoe. (ii) The transferor shall be deemed to remain a holder of the share until the name of the transferee is entered in the register of members in respect thereof. The Board may, subject to the right of appeal conferred by section 58 decline to registeral) the transfer of a share, not being a fully paid share, to a person of whom they do not approve; or any transfer of shares on which the company has a lien. The Board may decline to recognise any instrument of transfer unlessalten. The Board may decline to recognise any instrument of transfer unlessalten. The instrument of transfer is accompanied by the certificate of the shares to which it relates, and such other widence as the Board may reasonably require to show the right of the transferor to make the transfer; and any instrument of transfer is in respect of only one class of shares. The giving not less than seven days? previous notice in accordance with section 91 and rules made thereunder, at time determine: The days in the aggregate in any year. Transmission of shares
			220 ((((((((((((((((((((((((((((((((((((i) The instrument of transfer of any share in the company shall be executed by or on behalf of both the transferor and transferee. (ii) The transferor shall be deemed to remain a holder of the share until the name of the transferee is entered in the register of members in respect thereof. The Board may, subject to the right of appeal conferred by section 58 decline to registeral) the transfer of a share, not being a fully paid share, to a person of whom they do not approve; or b) any transfer of shares on which the company has a lien. The Board may decline to recognise any instrument of transfer unlessal) the instrument of transfer is in the form as prescribed in rules made under sub-section (1) of section 56; b) the instrument of transfer is accompanied by the certificate of the shares to which it relates, and such other or widence as the Board may reasonably require to show the right of the transferor to make the transfer; and in giving not less than seven days? previous notice in accordance with section 91 and rules made thereunder, at time determine: Transmission of shares On the death of a member, the supplies that seven and for such periods as the Board may from time and forty-five days in the aggregate in any year.
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		2	(i) ships suppose the control of the	(i) The instrument of transfer of any share in the company shall be executed by or on behalf of both the transferor and transferee. (ii) The transferor shall be deemed to remain a holder of the share until the name of the transferee is entered in the register of members in respect thereof. The Board may, subject to the right of appeal conferred by section 58 decline to registeral) the transfer of a share, not being a fully paid share, to a person of whom they do not approve; or the Board may decline to recognise any instrument of transfer unlessal the instrument of transfer is in the form as prescribed in rules made under sub-section (1) of section 56; but he instrument of transfer is accompanied by the certificate of the shares to which it relates, and such other but he instrument of transfer is in respect of only one class of shares. The Board may reasonably require to show the right of the transferor to make the transfer; and but instrument of transfer is in respect of only one class of shares. The giving not less than seven days? previous notice in accordance with section 91 and rules made thereunder, are registration of transfers may be suspended at such times and for such periods as the Board may from time to time determine: Transmission of shares On the death of a member, the survivor or survivors where the member was a joint holder, and his nominee an forty-five days in the aggregate in any year. Transmission of shares On the death of a member, the survivor or survivors where the member was a joint holder, and his nominee nominees or legal representatives where he was a sole holder, shall be the only persons recognised by the mapany as having any title to his interest in the shares. Nothing in clause (i) shall release the estate of a deceased joint holder from any liability in respect of any are which had been jointly held by him with other persons. Any person becoming entitled to a share in consequence of the death or insolvency of a member may, upon the vidence being produced as may from tim
			220 ((((i))) ((i))	(i) The instrument of transfer of any share in the company shall be executed by or on behalf of both the transferor and transferee. (ii) The transferor shall be deemed to remain a holder of the share until the name of the transferee is entered in he register of members in respect thereof. The Board may, subject to the right of appeal conferred by section 58 decline to registeral) the transfer of a share, not being a fully paid share, to a person of whom they do not approve; or b) any transfer of shares on which the company has a lien. The Board may decline to recognise any instrument of transfer unlessal) the instrument of transfer is in the form as prescribed in rules made under sub-section (1) of section 56; b) the instrument of transfer is accompanied by the certificate of the shares to which it relates, and such other or instrument of transfer is in respect of only one class of shares. In giving not less than seven days? previous notice in accordance with section 91 and rules made thereunder, it time determine: Transmission of transfers may be suspended at such times and for such periods as the Board may from time in time determine: Transmission of shares On the death of a member, the survivor or survivors where the member was a joint holder, and his nominee an forty-five days in the aggregate in any year. Transmission of shares On the death of a member, the survivor or survivors where the member was a joint holder, and his nominee nominees or legal representatives where he was a sole holder, shall be the only persons recognised by the many as having any title to his interest in the share: Nothing in clause (i) shall release the estate of a deceased joint holder from any liability in respect of any are which had been jointly held by him with other persons. Any person becoming entitled to a share in consequence of the death or insolvency of a member may, upon the evidence being produced as may from time to five new the had been produced as may from time to five new the had been jointly held by him

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Director

	-			if the deceased or insolvent member had transforred the all
			25	(i) If the person so becoming entitled shall elect to be registered as holder of the share himself, he shall delive or send to the company a notice in writing signed by him stating that he so elects. (ii) If the person aforesaid shall elect to transfer the share, he shall testify his election by executing a transfer the share. (iii) All the limitations, restrictions and provisions of these regulations relating to the right to transfer and the registration of transfers of shares shall be applicable to any such notice or transfer as aforesaid as if the death member.
-			26	A person becoming entitled to a share by reason of the death or insolvency of the holder shall be entitled to the same dividends and other advantages to which he would be entitled if he were the registered holder of the share, except that he shall not, before being registered as a member in respect of the chose here.
				Forfeiture of shares
			27	If a member fails to pay any call, or instalment of a call, on the day appointed for payment thereof, the Board may, at any time thereafter during such time as any part of the call or instalment remains unpaid, serve a which may have accrued.
			28	(a) name a further day (not being earlier than the expiry of fourteen days from the date of service of the notice) on or before which the payment required by the notice is to be made; and (b) state that, in the event of non-payment on or before the day so named, the shares in respect of which the call was made shall be liable to be forfeited.
			29	If the requirements of any such notice as aforesaid are not complied with, any share in respect of which the notice has been given may, at any time thereafter, before the payment required by the notice has been made be forfeited by a resolution of the Board to the Board to the forfeited by a resolution of the Board to
			30	(i) A forfeited share may be sold or otherwise disposed of on such terms and in such manner as the Board thinks fit. (ii) At any time before a sale or disposal as aforesaid, the Board may cancel the forfeiture on such terms as it thinks fit.
			31	(i) A person whose shares have been forfeited shall cease to be a member in respect of the forfeited shares, but shall, notwithstanding the forfeiture, remain liable to pay to the company all monies which, at the date of (ii) The liability of such person shall cease if and when the company shall have received payment in full of all such monies in respect of the shares.
[32 II	(i) A duly verified declaration in writing that the declarant is a director, the manager or the secretary, of the company, and that a share in the company has been duly forfeited on a date stated in the declaration, shall be conclusive evidence of the facts therein stated as against all persons claiming to be entitled to the share; in the company may receive the consideration, if any, given for the share on any sale or disposal thereof and support of the share in favour of the person to whom the share is sold or disposed of; iv) The transferee shall thereupon be registered as the holder of the share; and on the share be affected by any irregularity or invalidity in the proceedings in reference to the forfeiture, sale or disposal of the share.
] [33 ti	he provisions of these regulations as to forfeiture shall apply in the case of nonpayment of any sum which, by the terms of issue of a share, becomes payable at a fixed time, whether on account of the nominal value of the hare or by way of premium, as if the same had been payable by virtue of a call duly made and notified.
				Alteration of capital
] (6	he company may, from time to time, by ordinary resolution increase the share capital by such sum, to be ivided into shares of such amount, as may be specified in the resolution.
			S (a (b ar (c	ubject to the provisions of section 61, the company may, by ordinary resolution,-) consolidate and divide all or any of its share capital into shares of larger amount than its existing shares;) convert all or any of its fully paid-up shares into stock, and reconvert that stock into fully paid-up shares of) sub-divide its existing shares or any of them into shares of smaller amount than its
i			(d	emorandum;) cancel any shares which, at the date of the passing of the resolution, have not been taken or agreed to be ken by any person.

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Director

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Director

Director

Page 4 of 10

		Where shares are converted into stock,- (a) the holders of stock may transfer the same or any man if	
		(a) the holders of stock may transfer the same or any part thereof in the same measurements are the same or any part thereof in the same measurements are transferred, or as near thereto as circumstances admit: Provided that the Board may from time to time for the same measurements.	the conversion have be
		Provided that the Board may, from time to time, fix the minimum amount of stock that such minimum shall not exceed the nominal amount of the shares from which the holders of stock shall, according to the amount of stock held by them, have the shares from which the shares from which the stock arose; but no such privilege or adventage.	the stock arose.
		dividends and profits of the company and in the assets on winding up) shall be company and in the asset of the company and in the company and in the asset of the company and in the company and in the asset of the company and in the company and in the asset of the company and in the company and in the asset of the company and in the compan	ther matters, as if they held of participation in the onferred by an amount of
7		words "share" and "shareholder" in those regulations shall include "stock" and "st	all apply to stock and the
- '	3	authorised and consent required by law,- (a) its share capital; (b) any capital redemption reserve accounts as	eject to, any incident
+		(c) any snare premium account.	
1 -	_	(i) The company in general meeting may upon the research	a starting
] [(i) The company in general meeting may, upon the recommendation of the Board, (a) that it is desirable to capitalise any part of the amount for the time being standi company?s reserve accounts, or to the credit of the, profit and loss account, or off (b) that such sum he accordingly set for the time being standingly set for the time being stand	ng to the credit of any of the erwise available for
	38	(b) that such sum be accordingly set free for distribution in the manner specified in members who would have been entitled thereto, if distributed by way of dividend a (ii) The sum aforesaid shall not be paid in cash but shall be applied, subject to the (A) paying up any opposite for	nd in the same proportions
		(A) paying up any amounts for the time being unpaid on any shares held by such n (B) paying up in full, unissued shares of the company to be allotted and distributed, and amongst such members in the proportions aforesaid; (C) partly in the way specified in sub-clause (A) and partly in that specified in sub-cl	credited as fully paid-up, t
		regulation, be applied in the paying up of unissued shares to be issued to members (E) The Board shall give effect to the resolution.	or the purposes of this of the company as fully
		(a) make all appropriations and applications of the undivided profits resolved to be a allotments and issues of fully paid shares if any; and (b) generally do all acts and things required by	l- apitalised thereby, and all
	39	(a) to make such provisions, by the issue of fractional certificates or by payment in c	ash or otherwise as it
	2	company providing for the allotment to them respectively, credited as fully paid-up, or company on their behalf, by the application thereto of their respective proportions of capitalised, of the amount or capy and of the amount of the amount or capy and of the amount of t	any further shares to the payment by the profits resolved to be
1	100	Buy-back of shares	members.
	40	Notwithstanding anything contained in these articles but subject to the provisions of so other applicable provision of the Act or any other law for the time being in force, the copy is a constant.	ections 68 to 70 and any ompany may purchase its
		General meetings	
		All general meetings other than annual general meeting shall be called extraordinary	general meeting.
1	42	i) The Board may, whenever it thinks fit, call an extraordinary general meeting. ii) If at any time directors capable of acting who are sufficient in number to form a que ny director or any two members of the company may call an extraordinary general m nanner, as nearly as possible, as that in which such a meeting may be called by the E	rum are not within India, eeting in the same
		Proceedings at general meetings	soard.
V	ARAI IL	A DEVELOPERS PVT. LTD.	Page 5 of 10
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5			1	(i) No business shall be transacted at any general meeting unless a quorum of members is present at the tim
			43	when the meeting proceeds to business. (ii) Save as otherwise provided herein the quorum for the great th
-		-	-	(ii) Save as otherwise provided herein, the quorum for the general meetings shall be as provided in section.
-			44	The chairperson, if any, of the Board shall preside as Chairperson at every general meeting of the company.
			45	If there is no such Chairperson, or if he is not present within fifteen minutes after the time appointed for holding the meeting, or is unwilling to act as chairperson of the meeting, the directors of the meeting the directors.
-				members to be Chairperson of the meeting.
		-	46	If at any meeting no director is willing to act as Chairperson or if no director is present within fifteen minutes after the time appointed for holding the meeting, the members present shall choose one of their members to be Chairperson of the meeting.
L				Adjournment of meeting
	7		47	(i) The Chairperson may, with the consent of any meeting at which a quorum is present, and shall, if so directed by the meeting, adjourn the meeting from time to time and from place to place. (ii) No business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.
			100	 (iii) When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in the case of an original meeting. (iv) Save as aforesaid, and as provided in section 103 of the Act, it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.
				Voting rights
	7			Subject to any rights or restrictions for the time haling to
	,		48	(b) on a poll, the voting rights of members shall be in proportion to his share in the paid-up equity share capital
] [A member may exercise his vote at a meeting by electronic means in accordance with section 108 and shall vote only once.
C				(i) In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders. (ii) For this purpose, seniority shall be determined by the order in which the names stand in the register of members.
		1	51	A member of unsound mind, or in respect of whom an order has been made by any court having jurisdiction in such committee or quardian may on a poll year by the committee or other legal guardian, and any
	L	1	52 t	aking of the poll.
	L	1		lo member shall be entitled to vote at any general meeting unless all calls or other sums presently payable by im in respect of shares in the company have been paid
		i .	04 If	No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at thich the vote objected to is given or tendered, and every vote not disallowed at such meeting shall be valid and such meeting shall be valid Any such objection made in due time shall be referred to the Chairperson of the meeting, whose decision hall be final and conclusive.
	22			Proxy
		1	5 le th	ne instrument appointing a proxy and the power-of-attorney or other authority, if any, under which it is signed a notarised copy of that power or authority, shall be deposited at the registered office of the company not see instrument proposes to vote, or, in the case of a poll, not less than 24 hours before the time appointed for a taking of the poll; and in default the instrument of proxy shall not be treated as valid.
		5	6	under section 105.
		57	pro	vote given in accordance with the terms of an instrument of proxy shall be valid, notwithstanding the evious death or insanity of the principal or the revocation of the proxy or of the authority under which the proxy was executed, or the transfer of the shares in respect of which the proxy is given: Provided that no mation in writing of such death, insanity, revocation or transfer shall have been received by the company at

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Director Director

VARALIKA DEVELOPERS PVT. LTD. Page 6 of 10

Director

55 60 61 62 63 64	The number of the directors and the names of the first directors shall be determined in writing by the subscribers of the memorandum or a majority of them The following shall be the first Directors of the Company, namely. 1. Vishal Ranjan 2. Kamlesh Kumar Singh (i) The remuneration of the directors shall, in so far as it consists of a monthly payment, be deemed to accident from day-to-day. (ii) In addition to the remuneration payable to them in pursuance of the Act, the directors may be paid all travelling, hotel and other expenses properly incurred by them— (a) in attending and returning from meetings of the Board of Directors or any committee thereof or general (b) in connection with the business of the company. The Board may pay all expenses incurred in getting up and registering the company. The company may exercise the powers conferred on it by section 88 with regard to the keeping of a foreign may thinks fit respecting the keeping of any such register. All cheques, promissory notes, drafts, hundis, bills of exchange and other negotiable instruments, and all receipts for monies paid to the company, shall be signed, drawn, accepted, endorsed, or otherwise executed determine. Every director present at any meeting of the Board or of a committee thereof shall sign his name in a book to be kept for that purpose. (i) Subject to the provisions of section 149, the Board shall have power at any time, and from time to time, to together shall not at any time exceed the maximum strength fixed for the Board by the articles. (ii) Such person as an additional director, provided the number of the directors and additional directors (ii) Such person shall hold office only up to the date of the next annual general meeting of the company but Act. Proceedings of the Board i) The Board of Directors may meet for the conduct of business, adjourn and otherwise regulate its meetings it thinks fit.
55 60 61 62 63 64	Interollowing shall be the first Directors of the Company, namely. 2.Kamlesh Kumar Singh (i) The remuneration of the directors shall, in so far as it consists of a monthly payment, be deemed to accident the company of the directors shall, in so far as it consists of a monthly payment, be deemed to accident the company of the company of the expenses properly incurred by them: (a) in attending and returning from meetings of the Board of Directors or any committee thereof or general (b) in connection with the business of the company. The Board may pay all expenses incurred in getting up and registering the company. The company may exercise the powers conferred on it by section 88 with regard to the keeping of a foreign register; and the Board may (subject to the provisions of that section) make and vary such regulations as it may thinks fit respecting the keeping of any such register. All cheques, promissory notes, drafts, hundis, bills of exchange and other negotiable instruments, and all as the case may be, by such person and in such manner as the Board shall from time to time by resolution determine. Every director present at any meeting of the Board or of a committee thereof shall sign his name in a book to be kept for that purpose. (i) Subject to the provisions of section 149, the Board shall have power at any time, and from time to time, to appoint a person as an additional director, provided the number of the directors and additional directors together shall not at any time exceed the maximum strength fixed for the Board by the articles. Shall be eligible for appointment by the company as a director at that meeting subject to the provisions of the Company as a director at that meeting subject to the provisions of the Company as a director at that meeting subject to the provisions of the Company as a director at that meeting subject to the provisions of the Company as a director at that meeting subject to the provisions of the Company as a director at that meeting subject to the provisions of the Co
55 60 61 62 63 64	Interollowing shall be the first Directors of the Company, namely. 2.Kamlesh Kumar Singh (i) The remuneration of the directors shall, in so far as it consists of a monthly payment, be deemed to accident the company of the directors shall, in so far as it consists of a monthly payment, be deemed to accident the company of the company of the expenses properly incurred by them: (a) in attending and returning from meetings of the Board of Directors or any committee thereof or general (b) in connection with the business of the company. The Board may pay all expenses incurred in getting up and registering the company. The company may exercise the powers conferred on it by section 88 with regard to the keeping of a foreign register; and the Board may (subject to the provisions of that section) make and vary such regulations as it may thinks fit respecting the keeping of any such register. All cheques, promissory notes, drafts, hundis, bills of exchange and other negotiable instruments, and all as the case may be, by such person and in such manner as the Board shall from time to time by resolution determine. Every director present at any meeting of the Board or of a committee thereof shall sign his name in a book to be kept for that purpose. (i) Subject to the provisions of section 149, the Board shall have power at any time, and from time to time, to appoint a person as an additional director, provided the number of the directors and additional directors together shall not at any time exceed the maximum strength fixed for the Board by the articles. Shall be eligible for appointment by the company as a director at that meeting subject to the provisions of the Company as a director at that meeting subject to the provisions of the Company as a director at that meeting subject to the provisions of the Company as a director at that meeting subject to the provisions of the Company as a director at that meeting subject to the provisions of the Company as a director at that meeting subject to the provisions of the Co
61 62 63 64	2.Kamlesh Kumar Singh (i) The remuneration of the directors shall, in so far as it consists of a monthly payment, be deemed to accide from day-to-day. (ii) In addition to the remuneration payable to them in pursuance of the Act, the directors may be paid all travelling, hotel and other expenses properly incurred by them— (a) in attending and returning from meetings of the Board of Directors or any committee thereof or general (a) in connection with the business of the company. The Board may pay all expenses incurred in getting up and registering the company. The company may exercise the powers conferred on it by section 88 with regard to the keeping of a foreign register; and the Board may (subject to the provisions of that section) make and vary such regulations as it may thinks fit respecting the keeping of any such register. All cheques, promissory notes, drafts, hundis, bills of exchange and other negotiable instruments, and all as the case may be, by such person and in such manner as the Board shall from time to time by resolution determine. Every director present at any meeting of the Board or of a committee thereof shall sign his name in a book to be kept for that purpose. (i) Subject to the provisions of section 149, the Board shall have power at any time, and from time to time, to appoint a person as an additional director, provided the number of the directors and additional directors to together shall not at any time exceed the maximum strength fixed for the Board by the articles. (ii) Such person shall hold office only up to the date of the next annual general meeting of the company but Act. Proceedings of the Board Proceedings of the Board
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	Act. Proceedings of the Board
	Proceedings of the Board
	i) The Board of Directors may meet for the conduct of
	i) The Board of Directors may meet for the conduct of
1 20	
65	is it thinks fit.
	II) A director may, and the manager or secretor, or the
	neeting of the Board.
66) Save as otherwise expressly provided in the Act, questions arising at any meeting of the Board shall be ecided by a majority of votes.
	ecided by a majority of votes.
	i) In case of an equality of votes, the Chairperson of the Board, if any, shall have a second or casting vote. the continuing directors may act notwithstanding any vacancy in the Board, the Board base of a second or casting vote.
^~	he continuing directors may act notwithstanding any vacancy in the Board; but, if and so long as their number reduced below the quorum fixed by the Act for a meeting of the Board; but, if and so long as their number of the Board; but, if and so long as their number of the Board; but, if and so long as their number of the Board; but, if and so long as their number of the Board; but it is and so long as their number of the Board; but it is an action of the Board; but it is an action of the Board; but it is a long to be action.
67	reduced below the quorum fixed by the Act for a meeting of the Board; but, if and so long as their number as act for the purpose of increasing the number of directors to that fixed for the purpose of increasing the number of directors to that fixed for the purpose.
	eneral meeting of the company but for as attacked to that fixed for the quorum, or of summoning a
1	The Board may elect a Chairporpore of the
68) If no such Chairperson is elected, or if at any meetings and determine the period for which he is to hold office. ter the time appointed for holding the meeting, the directors present with the property of the time appointed for holding the meeting, the directors present with the property of the prop
	ter the time appointed for holding the meeting, the directors present may choose one of their number to be nairperson of the meeting.
	nairperson of the meeting.
1.	The Board may, subject to the provisions of the Act, delegate any of its powers to committees consisting of the member or members of its body as it thinks fit.
69	ch member or members of its body as it thinks fit. Any committees of first body as it thinks fit.
ľ	Any committee so formed shall, in the exercise of the powers so delegated, conform to any regulations that be imposed on it by the Board.
10	A committee may elect a Chairparan of "
70 : 1	II IIU SUCII CIDAITDEISON is clooted on if at
a	If no such Chairperson is elected, or if at any meetings. If no such Chairperson is elected, or if at any meeting the Chairperson is not present within five minutes are the time appointed for holding the meeting, the members present may choose one of their members to be airperson of the meeting.
C	airperson of the meeting
1(1	A committee may meet and adjourn as it this to be
1 1	Questions arising at any mostly and
D	and all string at any meeting of a committee shall be determined by a maintain
-	Questions arising at any meeting of a committee shall be determined by a majority of votes of the members sent, and in case of an equality of votes, the Chairperson shall have a second or casting vote.
A	acts done in any meeting of the Roard as of
A n	sent, and in case of an equality of votes, the Chairperson shall have a second or casting vote. acts done in any meeting of the Board or of a committee thereof or by any person acting as a director, shall, nore of such directors or of any person acting as a director, shall, nore of such directors or of any person acting as aforesaid, or that they or any of them were disqualified, be valid as if every such director or such person had been duly appointed and any of them were disqualified, be
-	(i) ma (i) (ii) afte (i)

VARALIKA DEVELOPERS PVT. LTD.

VARALIKA DEVELOPERS PVT, LTD Page 7 of 10

Director

				Save as otherwise expressly provided in the Act and I ill	
			73	Save as otherwise expressly provided in the Act, a resolution in writing, signed to Board or of a committee thereof, for the time being entitled to receive notice of a committee, shall be valid and effective as if it had been passed at a meeting of the convened and held.	y all the members of the meeting of the Board or ne Board or committee, dui
				Chief Executive Officer, Manager, Company Secretary or Chief F	inancial Office
			74	Subject to the provisions of the Act,- (i) A chief executive officer, manager, company secretary or chief financial officer Board for such term, at such remuneration and upon such conditions as it may th executive officer, manager, company secretary or chief financial officer so appoir means of a resolution of the Board; (ii) A director may be appointed as chief executive officer, manager, company sec officer	may be appointed by the inks fit; and any chief ted may be removed by
			75	A provision of the Act or these regulations requiring or authorising a thing to be do chief executive officer, manager, company secretary or chief financial officer shall done by or to the same person acting both as director and as, or in place of, chief company secretary or chief financial officer.	
L	_			The Seal	2.63
		7	6	The Board shall provide for the safe custody of the seal. (ii) The seal of the company shall not be affixed to any instrument except by the at Board or of a committee of the Board authorised by it in that behalf, and except in directors and of the secretary or such other person as the Board may appoint for the directors and the secretary or other person aforesaid shall sign every instrument to company is so affixed in their presence.	the presence of at least two
L	1			Dividends and Reserve	
] [.7		he company in general meeting may declare dividends, but no dividend shall exceeds the Board.	
] [78		ubject to the provisions of section 123, the Board may from time to time pay to the ividends as appear to it to be justified by the profits of the company.	
		79	fo bu ma (ii)	The Board may, before recommending any dividend, set aside out of the profits of thinks fit as a reserve or reserves which shall, at the discretion of the Board, be which the profits of the company may be properly applied, including provision for requalizing dividends; and pending such application, may, at the like discretion, e usiness of the company or be invested in such investments (other than shares of the target of the company or be invested in such investments (other than shares of the company also carry forward any profits which it may consider necessary near aside as a reserve.	applicable for any purpose meeting contingencies or ither be employed in the ne company) as the Board of to divide, without setting of the company.
		80	(i) sha the ma (ii) reg (iii) sha issu divi	Subject to the rights of persons, if any, entitled to shares with special rights as to all be declared and paid according to the amounts paid or credited as paid on the e dividend is paid, but if and so long as nothing is paid upon any of the shares in the yold be declared and paid according to the amounts of the shares. No amount paid or credited as paid on a share in advance of calls shall be treated pulation as paid on the share. All dividends shall be apportioned and paid proportionately to the amounts paid of ares during any portion or portions of the period in respect of which the dividend is used on terms providing that it shall rank for dividend as from a particular date such	dividends, all dividends shares in respect whereof the company, dividends of for the purposes of this in credited as paid on the paid; but if any share is share shall rank for
		81	The by h	e Board may deduct from any dividend payable to any member all sums of money, nim to the company on account of calls or otherwise in relation to the shares of the	if any, presently payable
		82	war the pers	registered address or other monies payable in cash in respect of shares may be reant sent through the post directed to the registered address of the holder or, in the registered address of that one of the joint holders who is first named on the registered to such address as the holder or joint holders may in writing direct.	paid by cheque or e case of joint holders, to er of members, or to such
		83	mon	ies payable in respect of such share.	dends, bonuses or other
		84	Notice the r	ce of any dividend that may have been declared shall be given to the persons enti nanner mentioned in the Act.	tled to share therein in

VARALIKA DEVELOPERS PVT. LTD. Director

VARALIKA DEVELOPERS PVT. LTD age 8 of 10

	1 -	1	No dividend shall bear interest against the company.	
_	1 _	85	of the est against the company.	
		47	Accounts	-
		86	(i) The Board shall from time to time determine whether and to what extent and under what conditions or regulations, the accounts and books of the company, of the inspection of members not being directors. (ii) No member (not being a director) shall have any right of inspecting any accompany except as conferred by law or authorised by the Board or by the company.	r any of them, shall be open
9/	_		Winding up	y a general modulig.
J			Subject to the provisions of Chapter XX of the Act and rules made thereunder- (i) If the company shall be wound up, the liquidator may, with the sanction of a spontant and any other sanction required by the Act, divide amongst the membe whole or any part of the assets of the company, whether they shall consider the	ecial resolution of the
		87	(iii) For the purpose aforesaid, the liquidator may set such value as he deems fair divided as aforesaid and may determine how such division shall be carried out as (iii) The liquidator may with the literage of the liquidator may with the liquidator may be such as t	perty of the same kind or not, upon any property to be between the members or
_	1 % 10		(iii) The liquidator may, with the like sanction, vest the whole or any part of such a trusts for the benefit of the contributories if he considers necessary, but so that no to accept any shares or other securities whereon there is any liability.	ssets in trustees upon such member shall be compelled
			Indemnity	
		88	Every officer of the company shall be indemnified out of the assets of the companincurred by him in defending any proceedings, whether civil or criminal, in which juor in which he is acquitted or in which relief is granted to him by the court or the Tr	y against any liability

VARALIKA DEVELOPERS PVT. LTD.

Camim Mana

Director

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Page 9 of 10

		Subscriber Details					
S. NO	Name, Address, Description and Occupation		DIN/PAN/Passport Number		ace -	DSC	Dated
1	Vishal Ranjan, S/o Arun kumar Singh, R/o S/o Arun Kumar Singh, Q.No - 577 Sector -3/E, Near city Park, Post Office - Sector 3/D, Bokaro Steel City, Jharkhand - 827003, Business		08076381	Bokaro		100	*.*
						VISHAL Dokuly signed by Visheli RANJA RAMAN Date: N 2002/07/20	03/02/2022
2	Kamlesh Kumar Singh, S	umar Singh, S/o Dharamrai Singh, B/o		Dhanbad	114		***
- 1	Bhagatdih, Jharia, Dhanbad Jharkhand - 828109, Business			Bridinbad	Company of the Compan	Kumar Singh / Date 2022 25 on 1944 91 40330	03/02/2022
	V.	Sig	gned Before Me				
- H	Name	Address, Description a	- X	DIN/PAN/ Passport Number/ Iembership	Place	DSC	Dated
ACS	Giriraj Rathi	Rathi House, Main Bokaro-829144, Professi	Road Phusro, 47.	Number 393	Bokaro	Girir	03/02/2022
						aj Siraj kani Baty Satz 1022 02 03 Rathi	· 4,

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VARALIKA DEVELOPERS PVT. LTD.

Director

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