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Form 1

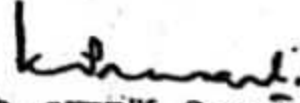
Certificate of Incorporation

Corporate Identity Number : U45202JH2006PTC012613

2006 - 2007

I hereby certify that PAWANSUT BUILDCON INDIA PRIVATE LIMITED is this day incorporated under the Companies Act, 1956 (No. 1 of 1956) and that the company is limited.

Given under my hand at Patna this EIGHTH day of SEPTEMBER TWO THOUSAND SIX.


के. प्रसाद/K. Prasad
Registrar of Companies
Bihar and Jharkhand
कम्पनी रजिस्ट्रार बिहार एवं झारखण्ड
Registrar of Companies, Bihar & Jharkhand

Common Seal

82. (i) The Board shall provide for the safe custody of the seal.
83. (ii) The seal of the company shall not be affixed to any instrument except by the authority of a resolution of the Board or of a committee of the Board Authorized by it in that behalf, and except in the presence of at least two directors and of the secretary or such other person as the Board may appoint for the purpose; and those two directors and the secretary or other person aforesaid shall sign every instrument to which the seal of the company is so affixed in their presence. The Company if so affixed. The share certificate will, however, be signed and Sealed in accordance with Rule prescribed by Central Government in this regard.

Dividends and Reserve

84. The company in general meeting may declare dividends, but no dividend shall exceed the amount recommended by the Board.
85. Subject to the provisions of section 123, the Board may from time to time pay to the members such interim dividends as appear to it to be justified by the profits of the company.
86. (i) The Board may, before recommending any dividend, set aside out of the profits of the company such sums as it thinks fit as a reserve or reserves which shall, at the discretion of the Board, be applicable for any purpose to which the profits of the company may be properly applied, including provision for meeting contingencies or for equalizing dividends; and pending such application, may, at the like discretion, either be employed in the business of the company or be invested in such investments (other than shares of the company) as the Board may, from time to time, think fit.
- (ii) The Board may also carry forward any profits which it may consider necessary not to divide, without setting them aside as a reserve.
87. (i) Subject to the rights of persons, if any, entitled to shares with special rights as to dividends, all dividends shall be declared and paid according to the amounts paid or credited as paid on the shares in respect whereof the dividend is paid, but if and so long as nothing is paid upon any of the shares in the company, dividends may be declared and paid according to the amounts of the shares.
- (ii) No amount paid or credited as paid on a share in advance of calls shall be treated for the purposes of this regulation as paid on the share.
- (iii) All dividends shall be apportioned and paid proportionately to the amounts paid or credited as paid on the shares during any portion or portions of the period in respect of which the dividend is paid; but if any share is issued on terms providing that it shall rank for dividend as from a particular date such share shall rank for dividend accordingly.

the board may deduct from any dividend payable to any member all sums of money, if any, presently payable by him to the company on account of calls or otherwise in relation to the shares of the company.

89. (i) Any dividend, interest or other monies payable in cash in respect of shares maybe paid by cheque or warrant sent through the post directed to the registered address of the holder or, in the case of joint holders, to the registered address of that one of the joint holders who is first named on the register of members, or to such person and to such address as the holder or joint holders may in writing direct.

(ii) Every such cheque or warrant shall be made payable to the order of the person to whom it is sent.

90. Any one of two or more joint holders of a share may give effective receipts for any dividends, bonuses or other monies payable in respect of such share.

91. Notice of any dividend that may have been declared shall be given to the persons entitled to share therein in the manner mentioned in the Act.

92. No dividend shall bear interest against the company.

Accounts

93. (a) The Board shall, from time to time, determine whether and to what extent and at what, times and places and under what conditions or regulation the accounts and books of the Company or any of them shall be open to the inspection of members (not being Director).

(b) No members (not being Director) shall have any right of inspecting any accounts or books of account of the Company except as conferred by law or authorized by the Board or by the Company in General Meeting.

94. The Directors shall in all respect comply with the provisions of Section 128, 134, 137, 206, 207 and 208, of the Act, and profits and Loss Account, Balance Sheet and Auditors Report and every other document required by law to annexed or attached as the case may be, to the Balance Sheet, to be sent to every member and debenture holder of the Company and every trustee for the holders of the debentures issued by the Company at least twenty one days before the date of Annual general meeting of the Company at which they are to be laid, subject to the provisions of section 136 of the Act.

- (i) The Board may, subject to the provisions of the Act, delegate any of its powers to committees consisting of such member or members of its body as it thinks fit.
- (ii) Any committee so formed shall, in the exercise of the powers so delegated, conform to any regulations that may be imposed on it by the Board.

76. (i) A committee may elect a Chairperson of its meetings.

(ii) If no such Chairperson is elected, or if at any meeting the Chairperson is not present within five minutes after the time appointed for holding the meeting, the members present may choose one of their members to be Chairperson of the meeting.

77. (i) A committee may meet and adjourn as it thinks fit.

(ii) Questions arising at any meeting of a committee shall be determined by a majority of votes of the members present, and in case of an equality of votes, the Chairperson shall have a second or casting vote.

78. All acts done in any meeting of the Board or of a committee thereof or by any person acting as a director, shall, notwithstanding that it may be afterwards discovered that there was some defect in the appointment of any one or more of such directors or of any person acting as aforesaid, or that they or any of them were disqualified, be as valid as if every such director or such person had been duly appointed and was qualified to be a director.

79. Save as otherwise expressly provided in the Act, a resolution in writing, signed by all the members of the Board or of a committee thereof, for the time being entitled to receive notice of a meeting of the Board or committee, shall be valid and effective as if it had been passed at a meeting of the Board or committee, duly convened and held.

Chief Executive Officer, Manager, Company Secretary or Chief Financial Officer

80. Subject to the provisions of the Act, —

(i) A chief executive officer, manager, company secretary or chief financial officer may be appointed by the Board for such term, at such remuneration and upon such conditions as it may think fit; and any chief executive officer, manager, company secretary or chief financial officer so appointed may be removed by means of a resolution of the Board;

(ii) A director may be appointed as chief executive officer, manager, company secretary or chief financial officer.

81. A provision of the Act or these regulations requiring or authorizing a thing to be done by or to a director and chief executive officer, manager, company secretary or chief financial officer shall not be satisfied by its being done by or to the same person acting both as director and as, or in place of, chief executive officer, manager, company secretary or chief financial officer.

the several persons, whose names, addresses and descriptions are subscribed hereunder, are desirous of being formed into a company in pursuance of this Articles of Association and we respectively agree to take the number of shares in the Capital of the Company set opposite our respective names.

S. No.	Name, Address, Occupation, Description and of Subscribers and his/her father's/husband's name.	No. of Equity Shares taken by each Subscriber.	Signature of the Subscribers	Name, address, occupation and description of the witness and his/her father's name.
1.	Anil Kumar C/o- B. Singh, Gauri Shankar Niwas Kusum Vihar, Morabadi, Ranchi, 834001 Business Ram Awadh Singh	5000	Sd.	Sd. Arun Kr. Kejariwal Chartered Accountant A. K. Kejariwal & Associates 2C, Sri Bimalanand Tower, Purulia Raod, Ranchi -834001 Shyam Sunder Kejariwal
2	Ajay Kumar 224 First Floor, Tirath Manslon Main Road, Ranchi, 834001 Business Ram Awadh Singh	5000	Sd.	
		10000		

Date : 04/09/2006

Audit

- as (a) The first Auditor of the Company shall be appointed by the Board of Directors within one month from the date of registration of the Company and the Auditors so appointed shall hold office until the conclusion of the first Annual General Meeting.
- (b) At first annual General Meeting the Company shall appoint an Auditor to hold Office from the conclusion of the Meeting till the conclusion of its sixth Annual General Meeting and thereafter till the conclusion of every six meeting.
- (c) The remuneration of the Auditor shall be fixed by the Company in the Annual General Meeting or in such manner as the Company in the Annual General Meeting may determine. In case of an Auditor appointed by the Board his remuneration shall be fixed by the Board.

Winding Up

96. Winding up when necessary will be done in accordance with the requirements of the Companies Act, 2013 or statutory modification thereto.

Secrecy

97. Subject to the provisions of law of land and the act, every manager, auditor trustee, member of a committee, officer servant, agent accountant or other persons employed in the business of the company shall, if so required by the Board of Directors before entering upon his duties, sign, declaration, pledging himself to observe strict secrecy respecting all transactions of the Company with its customers and the state of account with individuals and in matters relating thereto and shall by such declaration pledge himself, not to reveal any of the matters which may come to his knowledge in the discharge of his duties except when required to do so by the directors or by any court of law and except so far as may be necessary in order to comply with any of the provisions in these presents.

Indemnity

98. Every officer of the company shall be indemnified out of the assets of the company against any liability incurred by him in defending any proceedings, whether civil or criminal, in which judgment is given in his favor or in which he is acquitted or in which relief is granted to him by the court or the Tribunal.

59. No member shall be entitled to vote at any general meeting unless all calls or other sums presently payable by him in respect of shares in the company have been paid.

60. (i) No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is given or tendered, and every vote not disallowed at such meeting shall be valid for all purposes.

(ii) Any such objection made in due time shall be referred to the Chairperson of the meeting, whose decision shall be final and conclusive.

61. The instrument appointing a proxy and the power-of-attorney or other authority, if any, under which it is signed or a notarized copy of that power or authority, shall be deposited at the registered office of the company not less than 48 hours before the time for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote, or, in the case of a poll, not less than 24 hours before the time appointed for the taking of the poll; and in default the instrument of proxy shall not be treated as valid.

62. An instrument appointing a proxy shall be in the form as prescribed in the rules made under section 105.

63. A vote given in accordance with the terms of an instrument of proxy shall be valid, notwithstanding the previous 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 intimation in writing of such death, insanity, revocation or transfer shall have been received by the company at its office before the commencement of the meeting or adjourned meeting at which the proxy is used.

Board of Directors

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.

65. The following shall be the First Directors of the Company:

1. ANIL KUMAR
2. AJAY KUMAR

66. (i) The remuneration of the directors shall, in so far as it consists of a monthly payment, be deemed to accrue 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 –

(b) Generally, do all acts and things required to give effect thereto.

(ii) The Board shall have power—

(a) to make such provisions, by the issue of fractional certificates or by payment in cash or otherwise as it thinks fit, for the case of shares becoming distributable fractions, and

(b) to authorize any person to enter, on behalf of all the members entitled there to, into an agreement with the company providing for the allotment to them respectively, credited as fully paid up, of any further shares to which they may be entitled upon such capitalization, or at the case may require, for the payment by the company on their behalf, by the application thereto of their respective proportions of profits resolved to be capitalized, of the amount or any part of the amounts remaining unpaid on their existing shares;

(iii) Any agreement made under such authority shall be effective and binding on such members.

Buy-Back of Shares

46. Notwithstanding anything contained in these articles but subject to the provisions of sections 68 to 70 and any other applicable provision of the Act or any other law for the time being in force, the company may purchase its own shares or other specified securities.

General Meetings

47. All general meetings other than annual general meeting shall be called extraordinary general meeting.

48. (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 quorum are not within India, any director or any two members of the company may call an extraordinary general meeting in the same manner, as nearly as possible, as that in which such a meeting may be called by the Board.

Proceedings at General Meetings

49. (i) No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business.

(ii) Save as otherwise provided herein, the quorum for the general meetings shall be as provided in section 103.

50. The chairperson, if any, of the Board shall preside as Chairperson at every general meeting of the company.

51. 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 present shall elect one of their members to be Chairperson of the meeting.

52. 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.

Adjournment of Meeting

53. (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.

(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 and Proxy

54. Subject to any rights or restrictions for the time being attached to any class or classes of shares, —
(a) on a show of hands, every member present in person shall have one vote; and
(b) on a poll, the voting rights of members shall be in proportion to his share in the paid-up equity share capital of the company.

55. A member may exercise his vote at a meeting by electronic means in accordance with section 108 and shall vote only once.

56. (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.

57. A member of unsound mind, or in respect of whom an order has been made by any court having jurisdiction in lunacy, may vote, whether on a show of hands or on a poll, by his committee or other legal guardian, and any such committee or guardian may, on a poll, vote by proxy.

58. Any business other than that upon which a poll has been demanded may be preceded with, pending the taking of the poll.

- (a) in attending and returning from meetings of the Board of Directors or any committee thereof or general meetings of the company, or
(b) in connection with the business of the company.

67. The company may exercise the powers conferred on it by section 288 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 think fit respecting the keeping of any such register.
68. 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, as the case may be, by such person and in such manner as the Board shall from time to time by resolution determine
69. 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.
70. 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, as the case may be, by such person and in such manner as the Board shall from time to time by resolution determine

Proceedings of The Board

71. (i) The Board of Directors may meet for the conduct of business, adjourn and otherwise regulate its meetings, as it thinks fit.
(ii) A director may, and the manager or secretary on the requisition of a director shall, at any time, summon a meeting of the Board.
72. (i) Save as otherwise expressly provided in the Act, questions arising at any meeting of the Board shall be decided by a majority of votes.
(ii) In case of an equality of votes, the Chairperson of the Board, if any, shall have a second or casting vote.
73. The continuing directors may act notwithstanding any vacancy in the Board; but, if and so long as their number is reduced below the quorum fixed by the Act for a meeting of the Board, the continuing directors or director may act for the purpose of increasing the number of directors to that fixed for the quorum, or of summoning a general meeting of the company, but for no other purpose.
74. (i) The Board may elect a Chairperson of its meetings and determine the period for which he is to hold office.
(ii) If no such Chairperson is elected, or if at any meeting the Chairperson is not present within five minutes after the time appointed for holding the meeting, the directors present may choose one of their numbers to be Chairperson of the meeting.

(ii) The company may receive the consideration, if any, given for the share on any sale or disposal thereof and may execute a transfer of the share in favour of the person to whom the share is sold or disposed of.

(iii) The transferee shall thereupon be registered as the holder of the share.

(iv) The transferee shall not be bound to see to the application of the purchase money, if any, nor shall his title to the share be affected by any irregularity or invalidity in the proceedings in reference to the forfeiture, sale or disposal of the share.

39. The provisions of these regulations as to forfeiture shall apply in the case of non-payment 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 share or by way of premium, as if the same had been payable by virtue of a call duly made and notified.

Alteration of Capital

40. The company may, from time to time, by ordinary resolution increase the share capital by such sum, to be divided into shares of such amount, as may be specified in the resolution.

41. Subject to the provisions of section 61, the company may, by ordinary resolution, —

(a) Consolidate and divide all or any of its share capital into shares of larger amount than its existing shares;

(b) Convert all or any of its fully paid-up shares into stock, and reconvert that stock into fully paid-up shares of any denomination;

(c) sub-divide its existing shares or any of them into shares of smaller amount than is fixed by the memorandum;

(d) Cancel any shares which, at the date of the passing of the resolution, have not been taken or agreed to be taken by any person.

42. Where shares are converted into stock, —

(a) the holders of stock may transfer the same or any part thereof in the same manner as, and subject to the same regulations under which, the shares from which the stock arose might before the conversion have been transferred, or as near thereto as circumstances admit

Provided that the Board may, from time to time, fix the minimum amount of stock transferable, so, however, that such minimum shall not exceed the nominal amount of the shares from which the stock arose.

(b) the holders of stock shall, according to the amount of stock held by them, have the same rights, privileges and advantages as regards dividends, voting at meetings of the company, and other matters, as if they held the shares from which the stock arose; but no such privilege or advantage (except participation in the dividends and profits of the company and in the assets on winding up) shall be conferred by an amount of stock which would not, if existing in shares, have conferred that privilege or advantage.

(c) the instrument of transfer is in respect of only one class of shares.

28. On giving not less than seven days' previous notice in accordance with section 91 and rules made thereunder, the registration of transfers may be suspended at such times and for such periods as the Board may from time to time determine:

Provided that such registration shall not be suspended for more than thirty days at any one time or for more than forty-five days in the aggregate in any year.

Transmission of Shares

29. (i) On the death of a member, the survivor or survivors where the member was a joint holder, and his nominee or nominees or legal representatives where he was a sole holder, shall be the only persons recognized by the company as having any title to his interest in the shares.

(ii) Nothing in clause (i) shall release the estate of a deceased joint holder from any liability in respect of any share which had been jointly held by him with other persons.

30. (i) Any person becoming entitled to a share in consequence of the death or insolvency of a member may, upon such evidence being produced as may from time to time properly be required by the Board and subject as hereinafter provided, elect, either—

(a) to be registered himself as holder of the share; or

(b) to make such transfer of the share as the deceased or insolvent member could have made.

(ii) The Board shall, in either case, have the same right to decline or suspend registration as it would have had, if the deceased or insolvent member had transferred the share before his death or insolvency.

31. (i) If the person so becoming entitled shall elect to be registered as holder of the share himself, he shall deliver 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 of 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 or insolvency of the member had not occurred and the notice or transfer were a transfer signed by that member.

32. 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 share, be entitled in respect of it to exercise any right conferred by membership in relation to meetings of the company.

(c) Such of the regulations of the company as are applicable to paid-up shares shall apply to stock and the words "share" and "shareholder" in those regulations shall include "stock" and "stockholder" respectively.

43. The company may, by special resolution, reduce in any manner and with, and subject to, any incident authorized and consent required by law, —

- (a) Its share capital;
- (b) Any capital redemption reserve account; or
- (c) Any share premium account.

Capitalization of Profits

44. (i) The company in general meeting may, upon the recommendation of the Board, Resolve—

- (a) that it is desirable to capitalize any part of the amount for the time being standing to the credit of any of the company's reserve accounts, or to the credit of the profit and loss account, or otherwise available for distribution; and
- (b) that such sum be accordingly set free for distribution in the manner specified in clause (ii) amongst the members who would have been entitled thereto, if distributed by way of dividend and in the same proportions.

(ii) The sum aforesaid shall not be paid in cash but shall be applied, subject to the provision contained in clause (iii), either in or towards—

- (A) paying up any amounts for the time being unpaid on any shares held by such members respectively;
- (B) Paying up in full, unissued shares of the company to be allotted and distributed, credited as fully paid-up, to and amongst such members in the proportions afore said;
- (C) Partly in the way specified in sub-clause (A) and partly in that specified in sub-clause (B);
- (D) A securities premium account and a capital redemption reserve account may, for the purposes of this regulation, be applied in the paying up of unissued shares to be issued to members of the company as fully paid bonus shares;
- (E) The Board shall give effect to the resolution passed by the company in pursuance of this regulation.

45. (i) Whenever such a resolution as aforesaid shall have been passed, the Board shall—

- (a) make all appropriations and applications of the undivided profits resolved to be capitalized thereby, and all allotments and issues of fully paid shares if any; and

20. 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.
21. The joint holders of a share shall be jointly and severally liable to pay all calls in respect thereof.
22. (i) If a sum called in respect of a share is not paid before or on the day appointed for payment thereof, the person from whom the sum is due shall pay interest thereon from the day appointed for payment thereof to the time of actual payment at ten per cent per annum or at such lower rate, if any, as the Board may determine.
(ii) The Board shall be at liberty to waive payment of any such interest wholly or in part.
23. (i) Any sum which by the terms of issue of a share becomes payable on allotment or at any fixed date, whether on account of the nominal value of the share or by way of premium, shall, for the purposes of these regulations, be deemed to be a call duly made and payable on the date on which by the terms of issue such sum becomes payable.
(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.
24. The Board –
(a) may, if it thinks fit, receive from any member willing to advance the same, all or any part of the monies 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 presently payable) pay interest at such rate not exceeding, unless 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.

Transfer of Shares

25. (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.
26. The Board may, subject to the right of appeal conferred by section 58 decline to register –
(a) 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.
27. The Board may decline to recognize any instrument of transfer unless –
(a) 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 evidence as the Board may reasonably require to show the right of the transferor to make the transfer; and

Provided that the Board may, at any time, give notice requiring any such person to elect either to be registered himself or to transfer the share, and if the notice is not complied with within ninety days, the Board may thereafter withhold payment of all dividends, bonuses or other monies payable in respect of the share, until the requirements of the notice have been complied with.

Forfeiture of Shares

33. If a member fails to pay any call, or installment 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 installment remains unpaid, serve a notice on him requiring payment of so much of the call or installment as is unpaid, together with any interest which may have accrued.
34. The notice aforesaid shall—
- (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.
35. 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 that effect.
36. (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.
37. (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 forfeiture, were presently payable by him to the company in respect of the shares.
- (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.
38. (i) A duly verified declaration in writing that the declared 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.

Lien

15. (i) The company shall have a first and paramount lien –
- (a) on every share (not being a fully paid share), for all monies (whether presently payable or not) called, or payable at a fixed time, in respect of that share; and
 - (b) on all shares (not being fully paid shares) standing registered in the name of a single person, for all monies presently payable by him or his estate to the company;
- Provided that the Board of directors may at any time declare any share to be wholly or in part exempt from the provisions of this clause.
- (ii) The company's lien, if any, on a share shall extend to all dividends payable and bonuses declared from time to time in respect of such shares.
16. The company may sell, in such manner as the Board thinks fit, any shares on which the company has a lien:
- Provided that no sale shall be made –
- (a) unless a sum in respect of which the lien exists is presently payable; or
 - (b) until the expiration of fourteen days after a notice in writing stating and demanding payment of such part of the amount in respect of which the lien exists as is presently payable, has been given to the registered holder for the time being of the share or the person entitled thereto by reason of his death or insolvency.
17. (i) To give effect to any such sale, the Board may authorise some person to transfer the shares sold to the purchaser thereof
- (ii) The purchaser shall be registered as the holder of the shares comprised in any such transfer.
 - (iii) The purchaser shall not be bound to see to the application of the purchase money, nor shall his title to the shares be affected by any irregularity or invalidity in the proceedings in reference to the sale.
18. (i) The proceeds of the sale shall be received by the company and applied in payment of such part of the amount in respect of which the lien exists as is presently payable.
- ii) The residue, if any, shall, subject to a like lien for sums not presently payable as existed upon the shares before the sale, be paid to the person entitled to the shares at the date of the sale.

Calls on Shares

19. (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 premium) and not by the conditions of allotment thereof made payable at fixed times:
- Provided that no call shall exceed one-fourth of the nominal value of the share or be payable at less than one month from the date fixed for the payment of the last preceding call.
- (ii) Each member shall, subject to receiving at least fourteen days' notice specifying the time or times and place of payment, pay to the company, at the time or times and place so specified, the amount called on his shares.
 - (iii) A call may be revoked or postponed at the discretion of the Board.

Amended Articles of Association as included in Item No.04 in the Notice Convening Annual General Meeting dated 12th December 2020

THE COMPANIES ACT, 2013

COMPANY LIMITED BY SHARES

(INCORPORATED UNDER THE COMPANIES ACT, 1956)

ARTICLES OF ASSOCIATION

OF

PAWANSUT BUILDCON INDIA PRIVATE LIMITED

Preliminary

1. Subject as hereinafter provided the Regulations contained in Table 'F' in the Schedule I to the Companies Act, 2013 shall apply to the Company.

Interpretation

2. (1) In these Regulations: -

- (a) "Company" means PAWANSUT BUILDCON INDIA PRIVATE LIMITED.
- (b) "Office" means the registered office of the Company.
- (c) "Act" means the Companies Act, 2013, and any statutory modification thereof.
- (d) "Seal" means the Common Seal of the Company.
- (e) "Directors" means the Directors of the company and includes any persons occupying the position of directors by whatever name called.

- (2) Unless the context otherwise requires words or expressions contained in these Articles shall be the same meaning as in the Act, or any statutory modification thereof in force at the date at which these Articles become binding on the Company.

Private Company

3. The Company is a Private Company within the meaning of Section 2(68) of the Companies Act, 2013 and accordingly: -
 - (a) The right to transfer shares in the Company is restricted in the manner and to the extent hereinafter appearing
 - (b) The number of members of the Company (exclusive of persons who are in the employment of the Company, and persons who having been formerly in the employment of the Company, were members of the Company while in the employment and have continued to be members after the employment ceased) shall be limited to two hundred; provided that for the purpose of this definition where two or more persons jointly hold one or more shares in the Company, they shall, be treated as a single member, and
 - (c) No invitation shall be issued to the public or subscribe for any securities of the Company.

Share Capital and Variation of Rights

4. The Authorised Share Capital of the Company shall be such amounts and be divided into such shares as may, from time to time, be provided in Clause V of the Memorandum of Association with power to increase or reduce the capital in accordance with the Company's regulations and legislative provisions for the time being in force in that behalf with the powers to divide the share capital, whether original increased or decreased into several classes and attach thereto respectively such ordinary, preferential or special rights and conditions in such a manner as may for the time being be provided by the Regulations of the Company and allowed by law.
5. The shares shall be under the discretionary control of the Directors who may allot or otherwise dispose of the same or any of them to such persons, in such proportion and on such terms and conditions and either at a premium or at par and at such time as they may from time-to-time think fit.
6. The Company in general meeting may decide to issue fully paid-up bonus share to the member if so, recommended by the Board of Directors.
7. The certificate to share registered in the name of two or more person shall be delivered to first named person in the register and this shall be a sufficient delivery to all such holders.
8. (i) Every person whose name is entered as a member in the register of members shall be entitled to receive within two months after incorporation, in case of subscribers to the memorandum or after allotment or within one month after the application for the registration of transfer or transmission or within such other period as the conditions of issue shall be provided, —
 - (a) One certificate for all his shares without payment of any charges; or
 - (b) Several certificates, each for one or more of his shares, upon payment of twenty rupees for each certificate after the first.(ii) Every certificate shall be under the seal and shall specify the shares to which it relates and the amount paid -up thereon.

(iii) In respect of any share or shares held jointly by several persons, the company shall not be bound to issue more than one certificate, and delivery of a certificate for a share to one of several joint holders shall be sufficient delivery to all such holders.

9. (i) If any share certificate be worn out, defaced, mutilated or torn or if there be no further space on the back for endorsement of transfer, then upon production and surrender thereof to the company, a new certificate may be issued in lieu thereof, and if any certificate is lost or destroyed then upon proof thereof to the satisfaction of the company and on execution of such indemnity as the company deem adequate, a new certificate in lieu thereof shall be given. Every certificate under this Article shall be issued on payment of twenty rupees for each certificate.
- (ii) The provisions of Articles (8) and (9) shall *mutatis mutandis* apply to debentures of the company.
10. Except as required by law, no person shall be recognized by the company as holding any share upon any trust, and the company shall not be bound by, or be compelled in any way to recognize (even when having notice thereof) any equitable, contingent, future or partial interest in any share, or any interest in any fractional part of a share, or (except only as by these regulations or by law otherwise provided) any other rights in respect of any share except an absolute right to the entirety thereof in the registered holder.
11. (i) The company may exercise the powers of paying commissions conferred by sub-section (6) of section 40, provided that the rate percent or the amount of the commission paid or agreed to be paid shall be disclosed in the manner required by that section and rules made there under.
- (ii) The rate or amount of the commission shall not exceed the rate or amount prescribed in rules made under sub-section (6) of section 40.
- (iii) The commission may be satisfied by the payment of cash or the allotment of fully or partly paid shares or partly in the one way and partly in the other.
12. (i) If at any time the share capital is divided into different classes of shares, the rights attached to any class (unless otherwise provided by the terms of issue of the shares of that class) may, subject to the provisions of section 48, and whether or not the company is being wound up, be varied with the consent in writing of the holders of three-fourths of the issued shares of that class, or with the sanction of a special resolution passed at a separate meeting of the holders of the shares of that class.
- (ii) To every such separate meeting, the provisions of these regulations relating to general meetings shall *mutatis mutandis* apply, but so that the necessary quorum shall be at least two persons holding at least one third of the issued shares of the class in question.
13. The rights conferred upon the holders of the shares of any class issued with preferred or other rights shall not, unless otherwise expressly provided by the terms of issue of the shares of that class, be deemed to be varied by the creation or issue of further shares ranking *pari passu* therewith.
14. Subject to the provisions of section 55, any preference shares may, with the sanction of an ordinary resolution, be issued on the terms that they are to be redeemed on such terms and in such manner as the company before the issue of the shares may, by special resolution, determine.

38. To train or pay for the training in India or abroad of any of the Company's officers or employees or any other persons in the interest or for furtherance of the Company's objects.
39. To carry on any other business, industry or trade whether manufacturing commercial or otherwise that may seem to the Company capable of being conveniently carried on in connection with the above objects or calculated, directly, to enhance the value of or render profitable any of the Company's properties or rights or which it may be advisable to undertake with a view to improving, rendering valuable, or turning to account any property, real or personal, belonging to the Company or in which the company may be interested.
40. Subject to the provisions of the Gift Tax Act, 1951 and statutory amendments thereof, the Company has power to make and receive gifts either in cash or other movable or immovable properties.
41. To do all such other things as may be deemed incidental or conducive to the attainment of the above objects or any of them.
42. To manufacture and deal in paints, varnishes, printing inks, white lead products of white lead, colours, linseed oil, brushes, glass and all kinds of materials useful to painters, dyers, artists, and decorators conducive to the attainment of the objects of the Company.
43. To establish, purchase, or otherwise acquire, run, conduct and operate a cold storage, warehouse, dry storage and treatment of merchandise, machinery, food products, farm products and all other articles whether manufactured or not both of foreign or indigenous production or manufactures.
44. To carry on business as manufacturers and buyers and sellers of and dealers in wood makers, supplier of all kinds and in wood timbers, veneers, plywood, moulding, wooden and metal goods and products of all kinds, hard board, fibre board, card board, paper, rope, polish, tools of all kinds, grindstones, pins, screws, rings, bolts, fasteners, iron monger, hardware and similar goods.
45. To purchase or otherwise acquire any land, building or premises and to turn into account, develop, improve, alter, demolish or let out for the purpose of carrying on the business of hotel, coffee tavern, lodging, house-keepers and to carry the business of wine, spirit and liquor merchants, importers, exporters and manufacturers of aerated, mineral and artificial waters and other drinks whether intoxicating or not or caterers for public amusement or entertainment, proprietors of motor and other vehicles, garage proprietors, job-masters, refreshment-room keepers, farmers, dairymen and ice-merchants, victuallers, live and dead-stock and colonial and foreign produce of all descriptions, hair-dressers, perfumers, chemists, proprietors of clubs, baths,

securities of the Company or in or about the formation or promotion of the Company or the conduct of its business.

30. To create any depreciation fund, reserve fund, sinking fund, insurance fund, or 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 interests of the Company.
31. Subject to provisions of section 197 of the Companies Act, 2013 to indemnify members, officers, directors, agents and servants of the Company against proceeding, cost, damages, claims and demands in respect of anything done or ordered to be done by them for and in interest of the Company or any loss damage or misfortune whatever which shall happen in the execution of the duties of their offices or in relation thereto.
32. To distribute any of the property of the Company amongst the members in specie or in kind, in the event of winding up subject to provisions of the Companies Act, 2013.
33. To place to reserve or to distribute, subject to the provisions of Section 63 of the Companies Act, 2013 bonus shares amongst the member or otherwise to apply as the Company may from time-to-time think fit, any money received by way of premium on shares or received, in respect of dividends accrued on forfeited shares or from unclaimed dividends.
34. To do all or any of the above things in any part of the world either as principals, agents, contractors, trustees or otherwise and either by or in conjunction with others and to allow any property to remain out-standing in such agents or trustees, subject to the provisions of Section 187 of the Companies Act, 2013.
35. To make and enter into forward transactions permissible in raw materials, other goods, or merchandise and commodities as are required for the purposes of the Company.
36. To aid pecuniary or otherwise, any association, body or movement having for an object the solution, or settlement of industrial or labour problems or troubles or the promotion of industry or trade.
37. To subscribe and /or underwrite, purchase, or otherwise acquire and to hold, dispose off and deal in Shares, stocks, debentures, bonds, securities or obligations of any kind issued or guaranteed by any other company, Government, sovereign, ruler, Municipal, local or other authority or body, whether in India or elsewhere.

11. To purchase, take on lease, acquire in exchange or otherwise own, hold, occupy, manage control, construct, erect, alter, maintain, develop, pull down, improve, repair, renovate, work, build, plan, repair, sell, transfer, mortgage, charge, assign, let out, hire, sub let, sub lease all types of lands, plots, buildings, hereditaments, houses, quarters, offices, flats, shops, warehouses, constructions, tenements, roads, bridges, forests, estates, assets and properties, movable or immovable freehold or leasehold of whatever nature and description and wherever situated.
12. To acquire, construct, maintain, build, enlarge, improve, pull down work, alter, remove or replace, control and manage any work factories, warehouses and other works and conveniences which the Company thinks conducive to any of its objects, to contribute and take part in constructing, maintaining, carrying on, improving, working, controlling and managing any such works or conveniences.
13. To purchase or by any other means acquire and prolong and renew whether in India or elsewhere any Patents, Patent rights, brevets invention, licenses, protections and concessions which may appear likely to be advantageous or useful to the Company in connection with its business and to use and turn to account and manufacture under to grant licenses or privileges in respect of the same and to spend money in experimenting upon and testing and in improving or seeking to improve any such patents, inventions, or right which the company may acquire or propose to acquire.
14. To construct and develop residential or industrial colonies for the general advancement of the employees of the Company and also for letting out and selling on installment basis.
15. To pay for properties, rights to privileges acquired by this Company either in shares of the company or partly in shares or partly in cash or otherwise.
16. To purchase or otherwise acquire and undertake the whole or any part of the business property, rights and liabilities of any person, partnership firm or body corporate, carrying on, or proposing to carry on any business which this company is authorised to carry on or proposed of property or rights suitable for any of the purpose of the Company or which can be carried on in conjunction otherwise with or which is capable of being conducted so as directly or indirectly to benefit the company.
17. To enter into partnership or into any arrangements for sharing profits, union of interest, reciprocal concession or cooperation with any person, partnership or company having objects similar to those of this company and to promote and aid in promoting, constitute, form, organise companies, syndicates or partnership for the purposes of acquiring and undertaking any property and

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

1. To undertake, execute, abate on, assess, design, draft, inspect, estimate, survey, supervise, superintend works and contracts for works and contracts involving the design, supply, use, construction, installation, operation or maintenance of any structure, factory, workshop, plant, reactors, machinery, tools, utensils, apparatus, appliances, substances, materials and other articles and to carry out any ancillary or other work relating thereto
2. To buy, sell, manufacture, repair, alter and exchange, let on hire, export, import, and deal in all kinds of articles and things which may be required for the purposes of any of the business in this Memorandum contained, or commonly supplied or dealt in by persons or public bodies engaged in any such business or which may seem capable of being profitably dealt in, in connection with any of the said business, in which the company is authorised to carry on business.
3. To produce gas and electricity necessary for the purposes of the business of the Company and to process all products resulting from or ancillary to such production and making of gas to convert the same into saleable materials like coke, road tar, creosote oil, phenols, creosotes, carbolic acid and other chemicals or distilled products and by-products and to otherwise deal with and dispose of the same and to take all steps incidental or required in respect of the same.
4. To purchase or otherwise acquire any land, building or premises and to turn into account, develop, improve, alter, demolish, or let out for the purpose of carrying on any business which can be conveniently or usefully carried on in connection with the aforesaid objects of the company.
5. To purchase, take on lease, or otherwise acquire, either absolutely or for any limited interest any immovable or movable property or any rights or things in action for use in or in connection with any business of the Company, and in particular, but without limiting the generality of the words aforesaid, and lands, tenements or hereditaments in any part of the world, or any rights or privileges in connection therewith, and any patent rights or other similar privileges, and any licenses or authorities, whether in respect of any inventions or in respect of or over any property, and any trade marks, trade names or copy-rights, and the goodwill or connection of any business or undertaking, and the benefit of the services of any person or persons, and every other kind of benefit or advantage, whether personal or attaching to any real or personal property, and with a view thereto amass or acquire the benefit of any conditional or optional construct, maintain, and alter any buildings or works, necessary or convenient for the purpose of the Company.

dressing room, museum, reading writing and newspaper room, library, playgrounds, indoor and outdoor game, sport, recreation, exhibition, entertainment of all kinds, tobacco and cigarettes, theatrical, cinemas and opera box and any other business which can be conveniently or usefully carried on in connection with the aforesaid objects of the company.

46. To carry on the business as designers, fabricators, manufacturers, importers, exporters, contractors, constructors and erectors of buildings, plants and machineries of all kinds and to provide all service and facilities in connection therewith and to act as contractors for the supply of labour personnel and export manpower in India or any part of the world.
47. To sell, improve, manage, develop, exchange, lease, mortgage, dispose of turn or account or otherwise, deal with all or part of the undertaking property, investments and rights of the Company.

IV. The liability of the members is **limited**

V. The authorized Share Capital of the Company shall be **Rs.5,00,00,000/-** (Rupees Five Crores only) divided into 50,00,000 (Fifty Lakhs only) equity shares of Rs.10/- (Rupees Ten only) each with powers to increase, reduce, convert, sub-convert, sub-divide and consolidate the same and with power to issue any of the shares in the Capital original or increased with or subject to preferential, special or qualified rights or conditions as regards dividends, repayment of capital or otherwise in accordance with the provisions of the Companies Act, 1956 and Companies Act, 2013.

connected therewith and to carry on any other business that is customarily, usually and conveniently carried on therewith

3. To deal, purchase, acquire, take on lease or exchange, manage, develop, hold, cultivate, construct, build multi storied or single storied buildings, residential and/or commercial complexes, and to construct or build township, markets, dwelling houses, and/or buildings or conveniences thereof for purposes of resale, renting out, leasing out and or investment and to design, devise, decorate, plan, model, and to furnish labour, and all kinds of materials, to supervise construction or other work, to act as valuers, appraisers, referees and assessors to investigate into the conditions of buildings and other structural of all kinds and to supply efficient and honest arbitrators amongst its personnel.
4. To produce, manufacture, refine, prepare, process, purchase, sell, import, export or generally deal in sand, stone, marble, tiles, china ware, sanitary materials, pottery insulators, glass, linoleum, pipe tubes, tubular, structure, paints, adhesives, sheets roofing, furniture, fittings, electrical goods, water supply storage equipment, floor polish, door closet, concrete mixtures, elevators, and building or decorative materials and all type hardware and building materials used for construction or furnishing a building, electrical, sanitary, plumbing, and other fixtures, fittings, equipments, plant, machinery, tools and appliances, household goods and decoration materials and or investment and to design, devise, decorate, plan, model, and to furnish labour, and all kinds of materials, to supervise construction or other work, to act as valuers, appraisers, referees and assessors to investigate into the conditions of buildings and other structural of all kinds and to supply efficient and honest arbitrators amongst its personnel.
5. To acquire, buy, sell for purpose of investment or resale, and to traffic and speculate in land and house or other properties of any kind, tenure and any interest therein, and to acquire, sell, speculate and deal in freeholds and leaseholds, and to make advances upon the hypothecation, mortgage or security of land or house, or other property of any description, or any interest therein, and generally to deal in, traffic and speculate by way of sale, lease exchange or otherwise with land and house property and any other property of any description whether real or personal, movable or immovable.
6. To acquire, purchase or buy any land to construct theatres, Marriage Halls, Function Halls, Auditoriums etc. and to carry on the business connected therewith.
7. To work as a contractor for construction of Buildings, Roads, railway stations, Ports, Airport, Bridges and other infrastructures etc.

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abilities of this Company in advancing directly or indirectly the objects thereof

18. To lend, invest or otherwise employ or deal with moneys belonging to or entrusted to the company not immediately required, upon securities and shares or other movable or immovable property with or without security upon such terms and in such manner as may be thought proper and from time to time vary such transactions and investments in such manner as the Directors may think fit, provided that the Company will not carry on banking business, as defined under the Banking Regulation Act, 1949.
19. To borrow or raise or secure subject to provisions of the Act and directions issued by R.B.I. from time to time the payment of money or to receive money on deposit for business purposes of the Company at such time and in such manner as may be thought fit and in particular by the issue of debentures convertible into shares of this or any other company or perpetual annuities and in security for any such money so borrowed, raised or received or of any such debentures so issued to mortgage, pledge, or charge the whole or any part of the property, assets or revenues and profits of the company present or future including its uncalled capital by special assignments or otherwise or to transfer or convey the same absolutely or in trust and to give the lenders power of sale and other powers as may seem expedient and to purchase, redeem or pay off any such securities, provided that the company shall not carry on Banking business, as defined under Banking Regulation Act, 1949.
20. To obtain loans and finance from Government, Banks, financial corporations, Industrial Development Bank, other financing bodies and financiers, on such terms and conditions, as may be considered expedient by the Board of Directors.
21. 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 but not amounting to banking.
22. To draw, make accept, endorse, discount, negotiate, execute and issue cheques, bills of exchange, hundies, promissory notes, bills of lading, warrants, debentures, bonds and other negotiable or transferable instruments or securities whatsoever.
23. To purchase and otherwise acquire, maintain and hire, motor cars, jeeps, vans, buses, trucks or other vehicles, boats, launches, barges, and to maintain workshops for their repairs and maintenance.

We the several persons, whose names, addresses and descriptions are subscribed hereunder, are desirous of being formed into a company in pursuance of this Memorandum of Association and we respectively agree to take the number of shares in the Capital of the Company set opposite our respective names.

S. No.	Name, Address, Occupation, Description and of Subscribers and his/her father's/husband's name.	No. of Equity Shares taken by each Subscriber.	Signature of the Subscribers	Name, address, occupation and description of the witness and his/her father's name.
1	Anil Kumar C/o B. Singh, Gauri Shankar Nivas Kusum Vihar, Morabadi, Ranchi, 834001 Business Ram Awadh Singh	5000	-sd-	-sd- Anur K. Enjethwal Chartered Accountant A. K. Enjethwal & Associates 2C, Sri Bimalanand Tower, Purulia Road, Ranchi - 834001 Shyam Sunder Enjethwal
2	Ajay Kumar 224 First Floor, Teach Mansion Main Road, Ranchi, 834001 Business Ram Awadh Singh	5000	-sd-	
		10000		

Date : 04/09/2006

6. To apply for, purchase or otherwise acquire and protect, prolong and renew in any part of the world any patents, patent rights, invention, trade marks, designs, licences, protection, concessions 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 purpose 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 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.
7. To establish, provide, maintain and conduct, or otherwise subsidise schools, colleges, research laboratories and experimental workshop for scientific and technical researches, experiments and tests of all kinds, to promote studies and researches both scientific and technical, investigations and inventions by providing, subsidising, endowing or assisting laboratories, workshops, libraries, lectures, meetings and conferences and by providing or contributing to the remunerations of scientific or technical professors or teachers and by providing or contributing to the award of scholarships, prizes, grants to students, or otherwise and generally to encourage, tests, and inventions of any kind that may considered likely to assist any business which the Company is authorised to carry on.
8. To enter into any arrangement with any Government, Central, State, local or foreign authority, supreme, municipal, local or otherwise, or body corporate, firm or person, that may seem conducive to the Company's objects or any of them and to obtain from any such Government authority, body corporate, firm or person, any concessions, grants decrees rights, subsidies, loans, indemnities, sanctions, protection, charters, contracts, licenses, powers and privileges whatsoever, which the Company may think it desirable to obtain and to carry out, exercise and comply with same.
9. To promote and form and to be interested in and take, hold and dispose off shares in other companies having for its objects all or any of the objects mentioned in this Memorandum and to transfer to any such company any property of this company and to take or otherwise acquire, hold and dispose off shares, debentures and other securities in or for any such company or otherwise assist any such company.
10. To sell, exchange, mortgage, let on lease, royalty or grant licenses, easements, options and other rights over and in any other manner deal with or dispose off the whole or any part of the undertaking, property, assets, rights and effect of the Company for such consideration as may be thought fit and in particular for stocks, shares, debentures whether fully or partly paid up or securities of any other company having objects whole or in part similar to those of the Company or as may be approved by the shareholders.

**UNDER
THE COMPANIES ACT, 2013**

Company Limited by Shares

(INCORPORATED UNDER THE COMPANIES ACT, 1956)

MEMORANDUM OF ASSOCIATION

OF

PAWANSUT BUILDCON INDIA PRIVATE LIMITED

- I. The name of the Company is **PAWANSUT BUILDCON INDIA PRIVATE LIMITED**.
- II. The Registered Office of the Company shall be situated in the state of Jharkhand.
- III. The objects for which the Company is established are as follows:
 - (A) **THE OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:**
 1. To carry on the business of builders and contractors, civil, mechanical and electrical engineers and consultants and acquire, import, export, trade and otherwise deal in any or every kind of articles, products and materials used for building and other allied works whether of own use or for sale or disposal within India or abroad.
 2. To carry on the business of builders, contractors, dealers in and manufacturers of pre-fabricated and precast houses, buildings, erections and materials, tools, implements, machinery, and metalware in connection therewith or incidental thereto and to manufacture pre-stressed concrete products, structures, beams, pillars, girders and structural materials and to do the business of structural engineers, building and structural contractors and to carry out on contract or otherwise the construction of bridges, roads, tunnels, workshops, go-downs, dams, wharfs, water courses and reservoirs and other works

24. To apply or join in applying to any Government, Improvement Trust or other authority or body, Municipal, Local or otherwise in India or foreign countries and to obtain or in any way assist in obtaining any state government order or any Act of Government's laws, decrees, concessions, orders, rights or privileges or advantages that may seem conducive to the objects of this or any other company or for enabling this or any other company's constitution, to dipose any proceedings or applications which may seem sublated directly or indirectly to prejudice the interest of this or any other Company, to prose this or any other Company to be legalized if necessary in accordance with the laws of any other country, state or place in which it may propose to carry on, to establish and maintain any agencies of the Company and to open and keep a colonial or a foreign register or register or registers of this or any other Company in India or foreign register subject to the provisions of Companies Act, 1956 and Companies Act, 2013 and to allocate any number of these or any other shares in this Company to such register or registers.
25. To make donations to such persons or institutions as may be thought directly or indirectly conducive to any of the Company's objects or otherwise expedient and in particular to remunerate any person or corporation introducing business to this Company, section 182 of Companies Act, 2013.
26. To establish and support or aid in the establishment and support of associations, institutions, funds, trusts and conveniences for the benefit of the employees or ex-employees or of person having dealings with the Company or the dependents, relatives or connections of such persons and in particular friendly or other benefit societies and to grant pensions, allowances, gratuities and bonuses either by way of annual payments or by way of lump sum and to make payments towards insurance and to form and contribute to provident and benefit funds, to or for such persons.
27. To provide for the welfare of employees or ex-employees of the company and the wives, widows and families of the dependents or connections of such persons by building or contributing to the building of houses, dwellings or chawls and by providing or subscribing or contributing towards places of instruction and recreation, hospitals and dispensaries, medicals and other attendance and other assistance as the Company shall think fit.
28. To subscribe to or otherwise aid, any benevolent, charitable, national or other institutions or objects of a public character, or which have any moral or other claims to support or aid by the Company by reason of the locality of its operations or otherwise and to make donations to such persons and in such cases as may seem expedient subject to provisions of Companies Act, 2013.
29. To remunerate any person, firm, or body corporate for services, rendered or to be rendered in placing or assisting to place or guaranteeing of placing of any of the shares in the Company's capital or any debentures or other