

THE COMPANIES ACT , 1956

(COMPANY LIMITED BY SHARES)

MEMORANDUM OF ASSOCIATION

OF

PINE DEVELOPERS PRIVATE LIMITED

1. The name of the company is PINE DEVELOPERS PRIVATE LIMITED.
2. The Registered Office of the Company will be situated in the State of Bihar.
3. The objects for which the Company is established are:
(A) The Main 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, consultants and to acquire, export, trade or otherwise deal in any and every kind of articles, products and materials used for building and other allied works whether for own use or for sale or disposal within India or abroad.

2. To plan, design, construct, erect, repair, remodel, demolish, develop, improve, furnish, manage, and maintain buildings, structures, houses, highways, streets, railways, waterways, electrical works, tunnels, canals, drainage works, power houses and to do other similar constructions, levelling or paving work, excavating or digging work, and to deal, purchase, acquire, take on lease or exchange, manage, develop, construct multistoried or single storied buildings, residential and/or commercial complex for purpose of resale, renting out, leasing out and/or investment and to act as valuers, appraisers, referees and assessors, to investigate into the conditions of building and other structures of all kinds and to supply efficient and honest arbitrators amongst its personnel.

(B) The objects Incidental or Ancillary to the attainment of the above main objects are :-

1. To acquire by purchase, lease, exchange, grant or otherwise either absolutely or conditionally and either alone or jointly with others any land building or any kind of property movable, or immovable and patents, trademarks technical know-how, drawings, privileges, easements, concessions, and any other right/rights and to deal with dispose mortgage, sell, underlet, lease out, realise rents or otherwise turn to account all or any of the properties or rights of the company whether movable or immovable including all or every description of machinery, apparatus or appliances and to hold, use, manage, cultivate, work, make, construct, equip, maintain, alter, fabricate, improve, carry on or develop the undertaking and assets of any kind or any part thereof.

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2. To form, incorporate or promote any company or companies, whether in India or else where, for the acquisition of all or any of the assets or control or management to this Company or any other object or objects which in the opinion of the company could or might directly or indirectly assist the Company in the management of its business or the development of its properties or otherwise prove advantageous of the Company and to pay all or any of the costs and expenses incurred in connection therewith and to remunerate person or company for work done in any of such promotion or incorporation.
3. To pay (in cash or otherwise or by allotment of fully or partly paid-up shares or by option of shares, debentures, or securities of this or any other company or in any manner whether out of the company's capital or profits or otherwise) all costs, charges and expenses of and incidental to the promotion, formation, registration and establishment of the company and to remunerate any person/persons or company for services rendered or to be rendered, in the company or for any other persons which the company considers proper.
4. Subject to the provisions of the Act, to place, to reserve, or to distribute as dividends or bonus shares among the members or otherwise to apply as the company may from time to time think fit, any money received by way of premium on shares or debentures issued at a premium by the company and any money received in respect of dividends accrued on forfeited shares and money arising from the sale by the company of forfeited shares.
5. Subject to the Banking Regulation Act, directions of RBI & Sec. 58A of the companies Act. 1956, to obtain, finance, deposit or loan and borrow, receive or raise money in such manner as the company may think fit including by the issue of debenture (perpetual or otherwise) convertible bonds from one or more financial institutions including Bihar State Financial Corporation, Bihar State Credit and investment Corporation, Industrial development Bank of India, Life Insurance Corporation, Unit Trust of India and/or from any Bank, company, body corporate, Trust, Firm, Person, Individual, Government, Shareholder, Directors or from any other source/sources and to secure the repayment of any sum borrowed or raised or owing by mortgage, charge or lien upon all or any of the property or assets of the company (both present and future) including its uncalled capital and also by similar mortgage charge or lien to secure and guarantee the performance by the company or any other person, company and body corporate as the case may be in connection with the business of the company subject to the directions of Reserve Bank of India from time to time.
6. To open any kind of account in any bank, to draw, make, accept endorse and negotiate cheques, promissory notes, bills of exchange hundies and other negotiable instruments in connection with the business of the company.
7. Subject to the provisions of the act, to amalgamate with any other company whose objects are similar or which includes objects similar to these of this company, whether by sale or purchase or otherwise.

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8. To distribute in the case of winding up of the company any property of the company or any proceeds of sale or disposal of any property of the company amongst the members in specie or kind but 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.
9. To invest, lend and deal with the money of the company not immediately required upon such securities or investments, to such persons and in such manners as may from time to time be determined but the company shall not do the business of banking.
10. To enter into partnership or into arrangement for sharing profits, any union or interest, joint venture, reciprocal concession or co-operation with any person, firm company or association carrying on or engaged in or being authorised to carry on or engage in the business or transaction capable of being conducted so as directly or indirectly to benefit this company.
11. To insure with any other company, firm or persons against losses, damages and risks of all kinds which may affect the company provided that nothing herein contained shall empower the company to carry on the insurance, accident assurance, fire assurance, employers liability assurance, industrial assurance, motor assurance or any business of assurance or re-insurance within the meaning of Insurance act, 1938 or any Act amending, extending or re-enacting the same.
12. To establish, provide, maintain and conduct research and other laboratories, workshop, training and other institution for the training, education and to provide for the delivery and holding of lectures, demonstrations, exhibitions, classes, meetings and conferences in connection therewith, and to develop new manufacturing technology technical know-how in the field of food and allied product industry and other activities, the company is authorised to do.
13. To acquire and undertake all or any part of the business, property and liability of any person or company carrying on or proposing to carry on any business which this company is authorised to carry on or possessed of property suitable for the purpose of the company or which to capable of being conducted so as directly or indirectly to benefit the company.
14. To enter into any arrangement and to take all necessary or proper steps with Government or with other authorities of state, Central, Local, municipal or otherwise of any place including govt. and semi govt. statutory or corporate body in which the company may have interests and to carry on any negotiations or operations for the purpose directly or indirectly carrying on the objects of the company or effecting any modification in the constitution of the company or furthering its interest.
15. Subject to the provisions of section 293 A of the companies Act, 1956 or aid, pecuniarily or otherwise, any association, body or movement having for its object the solution, settlement or surmounting of industrial or labour problems or troubles or the promotions of industry or trade, provided that the company shall not act as Trade Union.

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16. To subscribe or guarantee money for any national, charitable, benevolent, public, general or useful object or for exhibitions subject to the provisions of section 293 A of the companies Act, 1956.
17. To apply for and take out, purchase or otherwise acquire any patents, patent right or inventions, copyright or secret processes, which may be useful for the company's objects and to grant licence to use the same.
18. To establish and maintain branches, receiving offices, distributing centres and to enter into contracts or agency agreement with any other persons, firms, company association for the establishment and maintenance of such branches receiving offices and distributing centres for the efficient carrying on the business of the Company.
19. To take or otherwise acquire and hold shares, stock and securities in the Company having objects altogether or in part similar to those of this Company, or carrying on any business capable of being conducted so as directly or indirectly to benefit this Company, and sell, hold, re-issue, with or without guarantee or otherwise deal with the same.
20. To guarantee the performance of any contract or obligations the payment of money and interest on any case in which such guarantee may be considered likely, directly or indirectly to further the objects of the Company or the interest of its shareholders and generally to give guarantees and indemnities.
21. Subjects to the provisions of the Companies Act, to adopt such means or making known the products and activities of the Company as may seem expedient and in particular by advertising in the press, by circulars, hand bills, hoardings, banner, slides, by purchase and exhibition of works of art or interest by the editing and publication of books and periodicals and by granting rewards and donations.
22. To establish and support, or aid in the establishment and support of association, institutions, funds, trusts, and conveniences its predecessors in business or the dependents or connection of such persons and to grant pensions, allowances and to make payments towards insurance.
23. To issue any share or securities which the Company has the power to issue by way of security to any person or by way of indemnity to any person whom the Company has agreed or is bound to indemnify against any debt or liability or against any costs, losses, expenses out of the funds of the Company.
24. To institute, contend, compound or abandon any legal proceeding by or against the Company and also to compound and allow time for payment or satisfaction of any debts due and of any claims or demands by or against the Company or to expose to arbitration and observe and perform the awards.
25. To enter into technical and/or financial collaboration with Indian, foreign companies, institutions, firms, body corporate, trusts, governments etc for the manufacture, erection and installation of electrical and mechanical tools, implements and equipments and for any of the purposes of the Company.

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26. To create, execute, grant or issue any mortgage, debenture or bonds, either at par, premium or discount and either redeemable, secured upon all or any part of the undertaking, rights and properties of the company present and future including uncalled capital or the unpaid call of the company.

27. Subject to the provisions of the Act, to frame, modify, alter, amend or add to its Memorandum of Association and/or Articles of Association and to comply with all legal requirements in that connection.

28. Subject to the Act, to execute and to carry out agreements of sole selling agency or similar agreements and appoint sub-agents, commission agents, distributing agents and/or brokers in connection with the business of the Company.

29. To buy, sell, transact, store, import, export, refine, manipulate and otherwise deal in any articles of whatever description including stores and raw materials for all or any of the objects of the Company.

30. To collect, process, fabricate, dispose of and deal in any or all by products and slag from the main or subsidiary process and manufacture of the Company.

31. To apply for, tender, purchase or otherwise acquire any contracts, sub-contracts, licences and concessions for or in relation to the objects or business herein mentioned or any of them and to undertake, execute, carry out, dispose of or otherwise turn to account the same.

32. To sell or dispose of the undertaking of the company or any part thereof for such consideration as the Company may think fit.

33. To deal with such other thing or things as are incidental or conducive to the attainment of main object of the Company.

(C) Other Objects not included in (A) and (B) above for which the Company is established are :-

1. To carry on the business of and to finance in and develop public awareness regarding finance schemes of Govts. bank and various corporations and purchase, sell, develop, take in exchange or on lease, hire or otherwise acquire, whether for investment or otherwise land and flats and buildings and to let on lease or otherwise apartments there in and to provide for the conveniences commonly provided in flats, suit and residential and business apartments, housing and act as consultant there of.

2. To carry on the business of the proprietors or managers of theatres, places and halls, studios and cinematographic shows and exhibition both silent and talkie, and to permit the company's premises to be used for such other purposes as may seem expedient.

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3. To carry on the business of making/preparing feature films, T.V. films, T.V. Serials, documentary films and to act as Distributors, Exporters and Importers of films and other accessories as may be required in connection with the preparation/making of such films.
4. To carry on the business of hotel, restaurant, cafe, tavern, beerhouse, restaurant room and lodging house keepers, licensed victualler, wine, beer and spirit merchants, brewers, maltsters, distillers and manufacturers of aerated mineral and artificial waters and other drinks, purveyors, caterers for public amusements generally coach, cab, carriage and motor car proprietors, livery, stable and garage keepers, jobmasters, farmers, dairymen, ice merchants, importers and brokers of food live and dead stock, colonial and foreign produce of all descriptions, hair dressers, perfumers, chemists, proprietor of clubs, baths, dressing rooms, laundries reading, writing and newspaper rooms, libraries grounds and places of amusement, recreation, sports, entertainment and instruction of all kinds, tobacco and cigar merchants, agents for railway and shipping companies and carriers, theatrical and opera-box office proprietors and general agents and any other business which can be conveniently carried on in connection therewith.
5. To buy, sell, import, export, manufacture, process, convert, grind, treat and deal in merchandise commodities and articles of all kinds and to carry on business as traders, importers exporters and to act as purchasing, selling or commission agents.
6. To carry on business of manufacturers dealers, importers exporters, buyers, sellers, merchants, contractors, brokers, commission agents, moulders, fabrications, processors, growers, makers, stockists agents distributors and laundries of all kinds of plastic P.V.C, polystyrene, polystyrene, plasticizers polymer synthetic, rubber elastomers synthetic resins, plastics letexes and article goods and products of all kinds of home appliances, sports goods & others.
7. To establish, purchase, or otherwise acquire, run conduct and operate a cold storage, dry storage, warehouse, bonded warehouses for the preservation, storage and treatment of merchandise, machinery, food products, farm products, and all other articles.
8. To establish and run business service centre and provide data processing/ computer, fax, telephone, typewriting, photo-copying, conference halls, sitting chambers and other allied facilities and services to industrial, Governmental business and other types of customers.
9. To carry on the business of and to purchase, sell, import, export, manufacture and deal in silk, cotton, woolen, garments, cloths, leather, jute, steel in any form or shape or size, minerals, metals & metal ores, pharmaceuticals, medical, chemical preparations and compounds Herbs & Herbal medicines, drugs and formulations, surgical, scientific equipments, appliances, accessories of all types and descriptions, electrical & engineering items, household appliances, fertilizers, Nuts & resins,

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perfumes, cosmetics, plywood & Jewellery, Cane furnitures, lamp-shades, Handicrafts, Antiques, Upholdstory, carpets, media items, utensils, Rubber & Synthetic items, Computer Software & Hardware, Televisions other electric items and merchandise commodities & articales of all kinds description of the aforesaid wheather manufactured or not both of foreign or indigenous manufacturers.

10. To carry on the business of manufactreers of and dealars in all kinds and classes of paper board, paper procutts and pulp.

11. To carry on the business as producers, manufacturers, processors, converters refiners, makers, bottlers, stockists, dealers, importers, exporters, traders, retailers, agents, buyers or sellers of oxygen, acetylene, amonia, nitrogen, hydrogan, helium and other types and kinds of gases required for or used in industries, agriculture, clinics, hospitals, regeigeration, aviation, transport vehicles, space rockets and crafts, communication, object and media, power plants, domestic or public lighting, heating, cooling or cooking purposes and to service, repair, manufacture, market or deal in machinery, plants, spares, cyliners containers, gadgets, appliances and acessories required for, working, on, using or producing any of such gases and products.

12. To manufacture, process, import, export, buy and deal in Vanaspati oils, dehydrated vegetable oils, oils made or processed from seeds, cotton seeds, coconut products, plantations, haoticulture, agriultre and forest produce and oil cakes and sops and lubricants made from such oils or as by products thereof.

13. To carry on all or any of the business of manufacturers of and dealers in organic and inorganic chemicals, petrochemicals, fertilizers, manures, pesticides, calcium carbide, ethyl alcohol, coaltar, hymedicines, ointment, essences, acids, toilet, requisutes, soaps, detergents, cosmetics, perfumes, dyes, paints, colours, pigments varnishes, inks, explosives, ammunition, fuels, oils, grease, lubricants, vegetable oils and cotton seed oils.

14. To carry on the business of setting up computer centres for carrying out development and training work in computar Hardware & software and to carry on the business of developing and marketing such software.

15. TO carry on business of manufacturers, fabricators, processors, producers, growers, makers, inporters, exporters, buyers, sellers, suppliers, stockists, agents, merchants, distributors and concessionairs of and dealers in synthetic rubber, elastomers, synthetic resins, carbon black, rubber latex, plastic latexes and formulations there of including reclaimed rubber, natural rubber, resins, compounds and other products, nylon and rubber tyres and tybes, tyre valves petro-chemicals, calcium carbides styronne, butaniene, ethylene, ethyl-alcohol, hydrocarbons, petroleum fractions, inorganic chemicals, organic chemicals, fine chaemicals including photographic chemicals, paints, varnishes and enamels,

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coke even by-products, coaltar, distillation products like naphthalene, anthracene, benzene, phenol, and the like pathalic anhydrid, asbestos paper and special joining material, graphite and silicon carbide, dlectrodes, welding rods, calcine, petroleum coke, salt and allide productes, caustic soda, fertilizer, chlorine, thermosetting and thermoplastic plastics and compounding agents and additives caprp lactum and allied chemicals, amines and plasticizers, enzymes, acids, amonio acids, sulphates and other synthetc chemical substances basic, intermediate, finished or otherwise and all types of drugs and pharmaceuticals.

16. To produce manufacture, purchase, refine, prepare, process, inport, ex-port, sell and generally deal in cement, portland cement, slag cement, alumina cement, asbestos cement or any other types of cement, lime and lime stone and by products thereof, cement-pipes, sheets and other building materials, refrac-tories, fire bricks, furnace lining bricks, acidic, basic and netural, insulation boards, wall boards, plasters, motor, marble, mosaic & any type of polished stone, stone chips, stone crusher, stone ornaments, tiles and the like.

17. To carry on the business of exporters and inporters, function as Export House and deal in all varieties of commodities and for this purpose to also engage in ancillary serveces such as shipping, forwarding, road transport, inland transport.

18. To carry on the business of manufactures, fabricators, processors, producers, growers, makers, importers, exporters, buyers, sellers, suppliers, stockist, agents, merchants, distributors and concessionaires of and dealers in flour, cakes, pastry, cornflaks, bread, biscuits, chocolates, confectionery, sweets, fruit drops, sugar, glucose, chewing gums, milk, cream, ice-cream, aerated or mineral waters, fruit, juices, wines, liquors and other alcoholic drinks, and fermentation products, canned fruit products; milk and malted food, cigarettes, cigars, protein foods, maize products, butter, ghee cheese and other dairy products, pickles, jams, jellies, sausages, cider, poultry and eggs, pulses, spices, oils, powder and condensed milk, honey, freash and dehydrated vegetalies coffee, tea, coca seeds, processsed seeds, concentrate for cattleeor poultry feed, fruits and all kinks of processed foods as well as materials required or used for preparation of food articles.

19. To carry on the business of firm financing whether by ayste of purchase, profit sharing, royalty or percentage commission or on any other terms and to carry on the business of investment, financing and leasing.

20. To trade and invest in shares, debentures, bonds, stocks and other securities of any other company, Government, semi-government and others wheter in India or abroad.

21. To own establish, take on hire or lease on otherwise acquire petrol pumps workshops and service stations to deal with petrol, high speed diesel, kerosine oil and evry kind of other lubricant and to buy sell supply or otherwise deal in all kinds and varieties of transport vehicle, spares

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and accessories thereof and other articles requires for maintain and running of transport vehicles.

22. To carry on the business of Transporter of Goods and passengers by Road, River, Sea and Air either with its own or to take on hire or lease or otherwise acquire lorries, buses, oil tankers, taxis, cars, ships, aircrafts and the like and to run the same on hire and manage transport services.

23. To carry on business of manufacturer, dealer, agent in solar cell, Batteries and any type of energy to be produced from unresourceable energy such as gobar gas, bio-gas, bio-mass and like other for the benefit of the company and for others.

24. To appoint any company or any person, firm, foreign or Indian to act as collaborators technical or otherwise for the purpose of carrying out any pay any remuneration in the shape of either royalty and/or monthly remuneration and/or fully paid up shares commission on net profits of the company and/or any other terms and conditions as may be mutually agreed upon between the company and such collaborator or collaborators.

IV. The liability of members is limited.

V. The Authorised Share Capital of the Company is Rs.5,00,000/- (Rs. Five Lacs) divided into 50,000 (Fifty Thousand) Equity Shares of Rs. 10/- each with power to increase or reduce the same and to divide the shares in the capital of the company for the time being into several classes and to attach there to such preferential qualified and specified privileges and/or conditions as may be determined by or in accordance with the regulation of the company and very, modify and/or abrogate any such right privilege or condition in such manner as may for the time being be provided by the regulation of the Company and subject to the provisions of the Companies Act, 1956.

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