



**Acknowledgement of Stamp Duty payment for  
Memorandum of Association**

**Name of office of RoC :** Registrar of companies , Jharkhand

**State/ Union Territory :** Jharkhand

**Serial Number (SRN) :** D06525166

**Payment Date :** 11/10/2013

**Value in Rupees :** 63.00

**Value in Words :** Rupees sixty three only

**Date of Generation :** 28/10/2013

**Corporate Identity Number (CIN) :** U45200JH2013PTC001714

**Company Name :** GRUNE HOMES PRIVATE LIMITED

**Company Address :** 2ND FLOOR,SWAMI BUILDING,, MAIN ROAD,BISTUPUR,  
JAMSHEDPUR - 831001,  
Jharkhand, INDIA

**THE COMPANIES ACT, 1956**  
**COMPANY LIMITED BY SHARES**

**Memorandum of Association**

**OF**

- I. The name of the Company is GRUNE HOMES PRIVATE LIMITED
- II. The Registered Office of the Company will be situated in the State of JHARKHAND
- III. The objects for which the company is established are the following:
  - A) THE MAIN OBJECTS OF THE COMPANY TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE :
    1. To act as **builder, promoters and developers of land, building sites, township** and other building complexes and to undertake and execute building complexes, factories, godowns, flats, blocks, offices, shops, malls, godowns, garages, cinemas, theatre, hotels, resorts, restaurants, motels or structures of whatsoever and in connection therewith to act as contractors for execution of land and building projects of all kinds and otherwise as contractors for execution construction and completion of all sorts of projects and in connection therewith to act as engineers, architects, draughts men, interior decorators and generally to deal in immovable properties of all descriptions and tenures by purchase and sale or otherwise as may be necessary or though proper and to undertake and execute maintenance contractors for Multistoried and other building, townships and other complexes of and in connection therewith and also otherwise to act as manager, caretakers, engineers, advisors, estate agents, selling and purchasing agents and brokers for lands, buildings, factories, godowns, flats, blocks, offices, shops malls, godowns, garages, cinemas, theatre, hotels, resorts, restaurants, motels, or structures of whatsoever construction materials, furniture, fixtures, equipments and appliances.
    2. To **engage in business of real estate for the benefit** of its members, customers and general public and ill particular of purchase, sale and trading of land and/or buildings and owning, buying, selling, developing, hiring, letting, sub-letting, maintaining, allotting, transferring allotment, administering, exchanging, mortgaging, accepting, mortgage, renting, leasing, subleasing, surrendering, accepting lease, tenancy or sub-tenancy, constructing, reconstructing, repairing, maintaining, extending, altering or demolishing land, buildings, tenements; blocks flats, apartments, offices, godowns, garages and building site through its agency of through contractor and purchasing ,holding in stock or selling materials and trading in construction materials and building accessories, electrical, sanitary, plumbing and other fixtures, fittings equipment, plant machinery,-tools and appliances including furniture, fixtures, household goods and decoration materials.

**B. THE OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECTS OF THE COMPANY ARE :**

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|---|-----|--|
| <i>Construct and superintend buildings, offices, structures</i> | 1.  | To purchase, acquire, build, construct, alter, maintain, enlarge, equip, pull down, remove or replace, and to manage and control any buildings, offices, factories, mills, laboratories, shops, machinery equipments, apparatus, engines, roadways, trolleyways, reservoirs, water-courses, electric works, renovate and decorate and other works and conveniences, which may seem calculated directly or indirectly to advance the main objects of the Company, and to join with any other person or body corporate in doing any of these things.   |
| <i>Import and purchase of machinery.</i>                        | 2.  | To import and purchase any machinery, implement, apparatus equipments, material, articles and stores and to do all things for attaining the main objects of the Company.   |
| <i>Purchase, lease exchange of property etc.</i>                | 3.  | To purchase, or tenancy or in exchange hire, take options over or otherwise acquire any estate or interest whatsoever and to hold, develop, plan, improve, work, cultivate, deal with, and turn to account concessions, grants, decrees, licenses, privileges, claims, options, property, real or personal, or rights of powers of any kind which may appear to be necessary or convenient for attaining the main objects of the Company and to purchase, charter, hire, build or otherwise acquire crafts, cars, vans or vehicles of any description and to employ the same in the business of the Company. |
| <i>Technical information and know-how.</i>                      | 4.  | To acquire from any person, firm or body corporate or unincorporate, whether in India or elsewhere, technical information, know-how, processes, engineering and operating data, plans, layouts and blue prints useful for the design, erection and operation of plants, machineries or apparatus required for attaining the main objects of the Company and to acquire any grant or licence and other rights and benefits in connection therewith.   |
| <i>To grant allowances to employees</i>                         | 5.  | To grant allowances, salaries, gratuities, pensions and bonuses to employees or ex-employees of the Company or dependents of such persons, and to support and to subscribe to any charitable or other institutions, and to create and subscribe to any Provident or Benefit Fund for the employees of the Company or of any other Company under the Secretaryship or management of the Company.  |
| <i>Disposal of undertaking and property of Company</i>          | 6.  | To sell, exchange, mortgage, royalty or tribute, grant licences, assessments, 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 effects of the Company for such consideration as may be thought fit and in particular for stocks, shares, whether fully or partly paid-up, or securities of any other Company.   |
| <i>Payment for property and services</i>                        | 7.  | To pay for any rights or property services acquired by the Company and to remunerate any person, firm or body corporate for rendering services to the Company either by cash payment or by allotment to him or them of shares or securities of the Company as paid-up in full or in part or otherwise.   |
| <i>Advances, deposits and loans</i>                             | 8.  | To lend and advance money, out of own surplus fund of the Company not immediately required either with or without security and give credit to such persons (including government) and upon such terms and conditions as the Company may think fit but not amounting to Banking business as defined under the Banking Regulation Act, 1949.   |
| <i>Commercial obligation</i>                                    | 9.  | To undertake commercial obligations, transactions and operations for achievement of the main objects of the Company.   |
| <i>Guarantee and surety</i>                                     | 10. | To guarantee the performance of any contract or obligations of and the payment of money unsecured or secured of and interest on, any debentures, debenture stock or securities of any company, corporation, firm or person in any case in which guarantee may be considered likely directly or indirectly to further the main objects of the Company and in the above context to act as Sureties.  |

- Investment* 11. To invest any moneys of the Company out of own surplus fund of the Company not immediately required in such investments as may be thought proper.
- Borrowing* 12. Subject to the provisions of law in force & the rules framed thereunder & directives issued by R.B I. for the time being, to receive money and borrow or raise money in such manner as the Company shall think fit, and in particular by the issue of debentures or debenture-stock perpetual or otherwise and to secure the payment of any money borrowed, 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 a similar mortgage, charge or lien to secure and guarantee the performance by the company or any other person or Company as the case may be but not amounting to banking business as defined under the Banking Regulation Act, 1949.
- Negotiable instrument* 13. To draw, make, accept, endorse, discount, negotiate, execute and issue bills of exchange, promissory notes, bills of lading, warrants and other negotiable or transferable instrument or securities.
- Patents, etc.* 14. To apply for purchase or otherwise acquire and protect, prolong and renew in any part of the world, any patents, patent rights, brevets d'invention, trade marks, designs, licenses, protections, 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, grant licenses or privileges in respect of or otherwise turn to account the property, rights and information acquired.
- Improvement of patents and other rights* 15. To expend money in experimenting on and testing and in improving or seeking to improve any patents, rights, invention, discoveries, process or information of the company or which the company may acquire or propose to acquire.
- Research laboratories colleges and provision of lectures* 16. To establish, provide, maintain research centres and laboratories, training colleges, schools and other institutions for the training education and instruction of students and others who may desire to avail themselves of the same and to provide for the delivery and holding of lectures, demonstrations, exhibitions, classes, meetings and conferences in connection therewith.
- Acquire and undertake business* 17. To acquire and undertake all or any part of the business property and liabilities 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 can be carried on in conjunction therewith or which is capable of being conducted so as directly or indirectly to benefit the Company in India or outside.
- Registration of Company outside India* 18. To procure affiliation to or registration or recognition of the company in or under the laws of any place in or outside India and to open branches of the company at any place whether in India or outside India.
- Promotion* 19. To form incorporate or promote any company or companies, whether in India or outside having amongst its or their objects the acquisition of all or any of the assets or control or development of the Company or any other object or objects which in the opinion of the Company could or might directly or indirectly assist the Company in the development of its properties or otherwise prove advantageous to the Company and to pay all of the costs and expenses incurred in connection with any such promotion or incorporation and to remunerate any person or company in any manner it shall think fit for services rendered or to be rendered.
- Amalgamation and Partnership* 20. Subject to the provisions of the Companies Act, 1956 or any re-enactment thereof for the time being enforce, to amalgamate with Company(s) or to enter into partnership or into any arrangement for sharing profits, union of interests, co-operation, joint venture or reciprocal concession with any person or persons, Company or Companies, carrying on or engaged, in or about to carry on or engage, in or being authorised to carry on or engage in any business or transaction which the company is authorised to carry on or engage in or which can

carried on or in conjunction therewith or which is capable of being conducted so as directly or indirectly to benefit the Company.

- Governments and other concessions and to promote and oppose legislation* 21. To enter into any arrangements and to take all necessary or proper steps with Government or with other authorities supreme, national, local, municipal or otherwise of any place in which the Company may have interest and to carry on any negotiations or operations for the purpose of directly or indirectly carrying out the objects of the company or effecting any modifications in the constitution of the company or furthering the interests of its members and to oppose any such steps taken by any other company, firm or person which may be considered likely directly, or indirectly to prejudice the interests of the company or its members and to promote or assist the promotion, whether directly or indirectly, of any legislation which may appear to be in the interest of the company and to oppose and resist, whether directly or indirectly, and legislation which may seem disadvantageous to the company to obtain from and such Government authority or any company by lawful means any charters, contracts, decrees, rights, grants, loans, privileges or concessions which the company may think fit desirable to obtain and carry out, exercise and comply with any such arrangements, charters, decrees, rights, privileges or concessions.
- Publicity* 22. To adopt such means of making known the products/services of the company as may seem expedient and in particular by advertising in the press or any other media by purchase, exhibition or reproduction of works of art or interest, by publication of books, pictures and periodicals and by granting prizes, awards and donations, or in such other manner as the company may deem desirable.
- Trusts* 23. To undertake and execute any trust, the undertaking of which may seem to the company desirable, and either gratuitously, or otherwise and vest any real or personal property rights or interests acquired by or belonging to the company in any person or company on behalf of or for the benefit of the company and without any declared trust in favour of the company.
- Establishment of association connected with company or for benefit of employees of company* 24. To apply the assets of the company in any way in or towards the extension, of any association, institution or fund in any way connected with any particular trade or business or with trade or commerce generally and particularly with the trade, including an association, institution or fund for the protection of the interest of masters, owners and employees against loss by bad debts, strikes, combinations, fire, accidents otherwise or for the benefit of any clerk, workman or others at any time employed by the Company or any of its predecessors in business or their families or dependents and whether or not in connection with other persons or classes of persons and in particular or friendly, co-operative and other societies, reading rooms, churches, chapels, temples schools and hospitals and to grant gratuities, pensions and allowances and to contribute to any fund raised by public or local subscription for any purposes whatsoever.
- Aid to Labour and other industrial associations* 25. To aid, any association, body or movement having for an object of the solution, settlement, or surmounting of industrial or labour problems or troubles or the promotion to industry or trade.
- Donations* 26. Subject to the provisions of the Companies Act, 1956 to subscribe or guarantee money for any national, charitable, benevolent, public, general or useful object or for any exhibition subject to the compliance of Central and State laws.
- Provident fund institution* 27. To establish and maintain procure the establishment and maintenance of any contributory or non-contributory pension or superannuation funds for the benefit of and give or procure the giving of donations, gratuities, pensions, allowances or emoluments to any person who is or was at any time in the employment or service of the company, or of any company which is a subsidiary of the company or is allied to or associated with the company or with any such subsidiary company, or who are or were at any time Directors or officers of the company or for any such other company as aforesaid, and the wives, widows, families and dependents of any such

persons, and also establish and subsidise and subscribe to any Institutions, associations, clubs or funds considered to be for the benefit of or to advance the interest well-being of the company or of any such other company as aforesaid and make payments to or towards the Insurance of any such person as aforesaid and do any of the matters aforesaid either alone or in conjunction with any such other Company as aforesaid subject to the Compliance of Central and State laws.

*Distribution in specie*

28. Subject to the provisions of any law for the time being in force to distribute amongst the members in specie any property of the Company, or any proceeds of sale or disposal of any property of the company in the event of winding-up.

*Programmes for rural development, social and economic welfare.*

29. To undertake, carryout, promote and sponsor rural development including programme for promoting the social and economic welfare of or the upliftment of the people in any rural area and to include any expenditure or any programme of rural development and to assist in the execution and promotion thereof either directly or through an independent agency or in any other manner. Without prejudice to the generality of the foregoing. "Programme of rural development" shall also include any programme for promotion of the social and economic welfare of or the upliftment of the people in any rural area which the Directors consider as likely to promote and assist rural development and that the words "rural area" shall include such areas as may be regarded as rural area under the Income Tax Act, 1961, or any other law relating to rural development for the time being in force or as may be regarded by the Directors as rural areas and the Directors may at their discretion in order to implement any of the above mentioned objects or purposes transfer without consideration or at such fair or concessional value as the Directors may think fit and divert the ownership of any property of the Company to or in favour of any public or Local body or Authority or Central or State Government or any Public Institution or Trust or Fund as the Directors may approve.

*Promotion and growth of national economy etc.*

30. To undertake, carry out, promote and sponsor or assist any activity for the promotion and growth of the national economy and for discharging what Directors consider to be social and moral responsibilities of the company to the public or any section of the public as also any activity which the Directors consider likely to promote national welfare or social, economic or moral uplift of the people or any section of the people and in such manner and by such means as the Directors may think fit and the directors may without prejudice to the generality of the foregoing, undertake, carry out, promote and sponsor any activity for publication of any books, literature, newspapers etc. or for organising lecturers or seminars likely to advance these objects or for giving merit awards, scholarship or any other assistance to deserving students or other scholars or persons to enable them to pursue their studies or academic pursuits or researches and for establishing, conducting or assisting any institution, fund, trust etc. having any one of the aforesaid objects or purposes transfer without consideration or at such fair or concessional value as the Directors may think fit and divert the ownership of any property of the Company to or in favour of any public or Local Body or authority or Central or State Government or any Public institution or Trust or Fund as the Directors may approve.

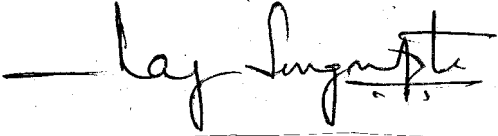
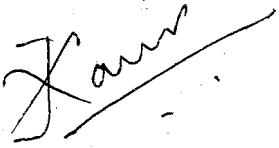
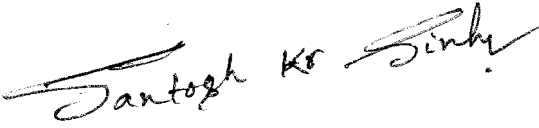
*To do all things incidental*

31. To buy, sell, purchase, repair, alter, improve, exchange, let out, import, export and deal in all factories, works, plant, machinery, tools, utensils, appliances, apparatus, products, materials, substances, articles and things capable of being used in any business which this Company is competent to carry on or which may seem capable of being profitable to deal with in connection therewith and to experiment with, render marketable and deal in all products or residual and by products incidental or to be obtained in any of the business carried on by the Company and to do all such other things as may be deemed incidental or conducive to the attainment of the main objects of the Company or any of them.

## (C) THE OTHER OBJECTS FOR WHICH THE COMPANY IS ESTABLISHED ARE:

1. To manage, land, building and other properties whether belonging to the Company or not and to collect rents and income and to supply tenants and occupiers and others refreshments attendance, light, waiting rooms, teaching rooms, meeting rooms, electric conveniences and other advantages.
  2. To acquire and carry on in India or elsewhere the business of iron, steel (including alloy steel) and metal founders, processors, turners, forgers, drawers, rollers, and re-rollers of steel shafting's, bars, rods, flats squares, hexagonal catagonals in different shapes and sizes from scraps billets, ingots including wire nails, screws metal, hinges plates, sheets, strips, hoops, rounds, circles angles, and to alloy steel, stainless steel, any other products from steel, brass, coppers, lead, zinc, nickel, and any other ferrous and non-ferrous metals of all sizes, specification and descriptions including ingot casting in electric and furnace and to act as exporters and importers and dealers in all such merchandise and to carry on the business of importers, exporters, commission and bill discount agent, wholesale, retail dealers and manufacturers of and in men's, women's and children's clothing and wearing apparel of every kind, nature and description including shirts, bush-shirts, pajamas suits, vests, under wears, socks, stockings, sweaters, laces, suits, foundation garments for ladies dresses, brassieres, maternity belts, knee caps, coats, panties, nighties and all kinds of readymade garments and of hosiery goods, blankets, shawls, tweeds, linens, carpets, durries, mats, rugs, namodas, flannels and all other articles of woolen and worsted materials and of all articles similar to the foregoing or any of them or connected, therewith, whether in India or abroad and to carry on the business of and to preserve, manage, clean, commercialize, handle, fabricate, organize, operate, promote, establish, manipulate, dispose, acquire, undertake, contractor, subcontractor, provider, consignor, franchiser, own, equip of multipurpose cold storage for distill, sterilize, rectify, pasteurize, formulate all vege foods and also act as a freezing house, refrigeration houses, multipurpose cold storage house of all kind of vegetarian and non-vegetarian foods, crops and commodities such as vegetables, sea foods, marine products, fish and processed fish, meat, eggs and all type of poultry products, fishery products, agro farming and diary farming products.
  3. To carry on in India or elsewhere the business of trading, distributing, selling, buying resale, transport, store, forward, dispose, handle, manipulate, market, supply and to act as agent, broker, representative, consultant, adatia, stockiest, liasioner, middleman, job worker or otherwise to deal in all types, descriptions, tastes, uses and packs of consumer food items, their by products, ingredients, derivatives, residues including foods and vegetables, packed foods, powders, pastes, liquids, drinks and all type of beverages, juices, jams, jelly, squashes, pickles, sausages, concentrates, extracts, essences, flavors, syrups, sarbats, flavored drinks, health and diet drinks, extruded foods, frozen foods, dehydrated foods, precooked foods, canned foods, preserved foods, health foods, fast foods, cream, cheese, butter, biscuits, breads, cakes, pastries, confectionery, sweets, chocolates, toffees, breakfast foods, protein foods, die tic products, strained baby foods, instant foods, cereal products, table delicacies and other items whether natural, artificial or synthetic of a character similar or analogous to the foregoing and to carry on the business as manufacturers, importers, exporters, dealers, agents, distributors of yarn, fibers, clothes, synthetic materials, hosiery goods, readymade garments, leather goods on its own account or on commission and to carry on the business as manufacturers, importers, exporters, dealers, agents, distributors of creams, scents, detergents, perfumes, soaps, lotions, toilet goods, agro chemicals, patricides and to carry on the business as manufacturers, importers, exporters, dealers, agents, distributors of bottles, gloves, surgical clothes, cylinders, packing materials, utensils, cutlery, table wares, gases and other articles required for clinics and hospitals and also to carry on the business as financial consultants, stock broker and investment business and to conduct the business of acquiring, dealing in, developing and managing hospitality services including hotels, resorts, bars, restaurants, catering services, fight kitchens, travel & transport services, public utilities, entertainment & amusement establishments including discotheques, health care services including beauty parlors, cold storage facilities, dry-cleaning & laundry services, communication an business support services including conference facilities, other tourism support services including time sharing facilities and any other business or activity which can be conveniently carried on in connection with such business.
- IV. The liability of the member is limited.
- V. The Authorised Share Capital of the Company is Rs. 25,00,000 (Rupees Twenty Five Lacs) divided into 2,50,000 Equity Shares of Rs.10 /- (Rupees Ten) each with power to increase and reduce the capital of the company and to divide or subdivide the shares in capital for the time being into several classes and to attach thereto respectively such preferential qualified or special rights, privileges or conditions as may be determined by or in accordance with the Article 5 of the Company for the time being and to modify or abrogate of any such rights privileges or conditions in such manner as may be permitted by Act, or provided by the Articles of the Company for the time being.

We the several persons, whose names & addresses are given 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 Company set opposite to our respective names :

Signature, Names, Father's Name Addresses, Descriptions and Occupation of Subscribers	Number of Equity Shares taken by each Subscriber	Names, Addresses, Description & Occupation of the Witness
RAJIV SENGUPTA S/O. SRI. M. K. SENGUPTA 2ND FLOOR, SWAMY BUILDING MAIN ROAD, BISTUPUR JAMSHEDPUR, JHARKHAND BUSINESS.  	90,000 (Ninety thousand only)	<p style="text-align: center;"><b>Witness to All The Signatories</b></p> <hr/> CA JAGJIT KAUR SWAMY BUILDING, MAIN ROAD, BISTUPUR, JAMSHEDPUR - 831001 JHARKHAND (CHARTERED ACCOUNTANT)
SANTOSH KUMAR SINGH S/O LAL BABU SINGH 345, B-BLOCK, NORTH LAYOUT  SONARI, JAMSHEDPUR - 831001 JHARKHAND BUSINESS	10,000 (Ten thousand only)	
  TOTAL	1,00,000 (One lakh Only)	

Jamshedpur, DATED : 10<sup>th</sup> Day of October, 2013