

(THE COMPANIES ACT, 2013)

PRIVATE COMPANY LIMITED BY SHARES

*Memorandum*

*And*

*Articles of Association*

OF

**SWASTI INFRA DEVELOPERS PRIVATE LIMITED**



GOVERNMENT OF INDIA  
MINISTRY OF CORPORATE AFFAIRS

Central Registration Centre

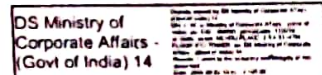
## Certificate of Incorporation

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

I hereby certify that SWASTI INFRA DEVELOPERS PRIVATE LIMITED is incorporated on this Twenty second day of September Two thousand sixteen under the Companies Act, 2013 and that the company is limited by shares.

The CIN of the company is U70109JH2016PTC009178.

Given under my hand at Manesar this Twenty second day of September Two thousand sixteen .



Pranay Chaturvedi

Central Registration Centre  
For and on behalf of the Jurisdictional Registrar of Companies

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

SWASTI INFRA DEVELOPERS PRIVATE LIMITED

16 PUSHPANJALI APARTMENT, ROAD NO. 7,, VIDHYAPATI TOWER,  
RAMNAGAR, KADMA, JAMSHEDPUR, Purba Singhbhum, Jharkhand, India,  
831 005



THE COMPANIES ACT, 2013  
PRIVATE COMPANY LIMITED BY SHARES  
Memorandum of Association

Of

**SWASTI INFRA DEVELOPERS PRIVATE LIMITED**

- I. The name of the Company is **SWASTI INFRA DEVELOPERS 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:-
  - [A] **THE OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:**
    - I. To carry on in India or elsewhere the business of builders, developers, contractors, designers, engineers, consultants, advisors and brokers of all types of land, buildings and structures, including houses, flats, apartments, offices, godowns, warehouses, shops, factories, sheds, hospitals, hotels, malls, roads, bridges, holiday resorts, recreation & sports complexes, shopping cum residential complexes, residential townships, all kind of leisure & industrial parks, convention centres, rural & urban infrastructural developments and to develop, erect, install, alter, improve, and, establish, renovate, pull down, recondition, protect, participate, enlarge, repair, demolish, remove, replace, maintain, manage, buy, sell, lease, let on hire, commercialize, turn to account, fabricate, handle

and control all such buildings & structures and to purchase, sell or maintain or deal in all types of land, immovable properties for development, investment, or for resale and to act as broker, buyer and dealer of land and any other immovable properties whether real or otherwise.

**114] MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III [A] ARE:**

1. To do all such things, which are necessary, suitable or proper for the accomplishment of any of the main objects of the company.
2. 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 in-directly 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.
3. To pay for any rights or property acquired by the Company and to remunerate any person, firm or body corporate 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.
4. To undertake financial and commercial obligations, transaction and operation for achievement of the main objects of the Company and to take all steps and proceedings that may be found necessary, generally to uphold and protect the interests and rights of the company for the attainment of the main objects of the company.
5. 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 to and in the above context to act as Sureties.
6. To invest any moneys of the Company in such investments (excluding own shares or stock in Company) as may be thought proper and hold, sell or otherwise deal with such investments.
7. Subject to provisions of law in force & the rules framed there under & directives issued by R.B.I for the time being, to receive money on deposit or loan 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 of any obligation undertaken by the Company or any other person or Company and not to carry in chit-fund business.

8. To draw, make, accept, endorse, discount, negotiate, execute and issue bills of exchange, promissory notes, bills of lading, warrants, debentures and other negotiable or transferable instrument or securities.
9. To apply for purchase or otherwise acquire and protect, prolong and renew in any part of the world, any patents, patent rights, brevets invention trade marks, designs, licenses, protections, concessions and the like conferring and exclusive or non-exclusive or limited rights 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's acquired.
10. To expend money in experimenting or 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.
11. To establish, provide, maintain and conduct research and other 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, meeting and conferences in connection therewith.
12. To procure the registration or recognition of the company in or under the laws of any place outside India and to open branches of the company at any place whether in India or outside India.
13. To acquire and undertake the whole or any part of the business, property or liabilities of any person, firm or body corporate, carrying on or proposing to carry on any business which the company is authorized to carry on, or having property suitable for the purposes 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.
14. Subject to the provisions of the Companies Act, 2013 or any re-enactment thereof for the time being in force, 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 be carried on or in conjunction therewith or which in capable of being conducted so as directly or indirectly to benefit the Company.
15. 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 directly or indirectly carrying out the objects of the company of effecting any modifications in the constitution of the Company or furthering the interest 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 interest of the company or its members promoter and to promote or assist the promotion, whether directly or indirectly or any legislation which may appear to be in 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 any 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.

16. To adopt such means of making known the products 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 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.
17. 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.
18. To aid, peculiarly or otherwise 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.
19. Subject to the provisions of the Companies Act, 2013 to subscribe or guarantee money for any national, Charitable, benevolent, public, general or useful object or for any exhibition subject of the compliance of Central and State laws.
20. 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 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 or any such persons, and also establish and subsidies and subscribe to any institution, associations, clubs or funds considered to be for the benefit or to advance the interest and 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 and of the matters aforesaid either alone or in conjunction with any such other Company as aforesaid subject to the Compliance of Central State Laws.
21. Subject to the provisions of any law for the time being in force 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.
22. To undertake, carry out, promote and sponsor rural development including programme for promoting the social and economic welfare of or the uplift of the people in any rural area and to include any expenditure or any programme or rural development and to assist execution and promotion thereof either directly or through an independent agency or in any other manner. Without prejudice to the generally of the foregoing, "Programme of rural development" shall also include any programme for promotion of the social and economic welfare of or the uplift or the people in any 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 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.

23. To undertake, carryout, 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 on the people or any section of the people and in such manner any by such means as the Director may think fit and the directors may without prejudice to the generally if the foregoing, undertake, carry out, promote and sponsor any activity for publication of any books literature, newspapers etc. or for organizing lecturers or seminars likely to advance these objects or for giving merit awards, scholarship, loans or any other assistance to deserving students or other scholars or persons to enable them to procure 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 to or state Government or any Public institution or Trust or Fund as the Directors may approve.
  24. To buy, sell, purchase, repair, alter, improve, exchange let out on hire import, export and deal in all factories, works plant, machinery, tools, utensils, appliances, apparatus, products, materials, substances, articles and things capable or being used in any business which this Company is competent to carry on or which may seem capable of being profitable deal with in connection therewith & to, experiment with, render marketable and deal in all products or residual and by products incidental or to obtained in any or the business carried on by the Company and to do all such other things as may be seemed incidental or conducive to the attainment of the main objects of the Company or any of them.
  25. To carry on in India or in any part of the world all incidental acts and things necessary for the attainment of any of the objects under these presents.
  26. The objects incidental or ancillary to the attainment of the main objects of the company as aforesaid shall also be incidental or ancillary to the attainment of other objects of the company herein mentioned.
- IV. The liability of the members is limited and this liability is limited to the amount unpaid if any, on the shares held by them.
- V. The Authorised Share Capital of the company is Rs. 100,00,000.00 (Rupees One Hundred Lakhs Only) divided into 10,00,000 (Ten Lakhs) equity shares of Rs. 10/- (Rupees Ten only) each.

We the several persons, whose names and addresses and descriptions are subscribed, 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 to our respective names.

Names, Addresses, Father's Name, description and occupation of subscribers	Total Number of Equity shares to be taken by each subscriber	Signature of subscribers	Signature, Names, Addresses, descriptions and occupations of witnesses
<b>USHA RANI</b> H/7, Mediant Vihar, Adityapur, Jamshedpur, Post Code 831013 Dr. Brahmaand Mishra Business	20,000 (Twenty Thousand)		<p style="text-align: center;"><b>MANISH KUMAR KEDIA</b>                      CHARTERED ACCOUNTANT, M.No.-400443                      2/8, H.S. TOWER 'L' ROAD, BISTUPUR, JAMSHEDPUR-831001</p> <p>( I witness to subscribers who have subscribed and signed in my presence on 22/08/2016 at Jamshedpur, further I have verified their identity details (ID) for their identification and satisfied myself of their identification particulars as filled in)</p>
<b>RABINDRA KUMAR JHA</b> 102, Vidya pati Tower, Pradipnagar Wilson Estate, Road No. 7, Ramnagar, Jamshedpur, Jharkhand- 831011 S/o Laxmi Kant Jha Business	20,000 (Twenty Thousand)		
<b>TOTAL</b>	40,000 (Forty Thousand)		

Dated : 22/08/2016

Place: JAMSHEDPUR



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PRIVATE COMPANY LIMITED BY SHARES  
Articles of Association  
Of  
**SWASTI INFRA DEVELOPERS PRIVATE LIMITED**

*Interpretation*

I. (1) In these regulations—

- (a) "Company" means SWASTI INFRA DEVELOPERS PRIVATE LIMITED.
- (b) "Office" means the registered office of the company.
- (c) "the Act" means the Companies Act, 2013,
- (d) "the seal" means the common seal of the company.
- (e) "private company" means a company having a minimum paid-up share capital of one lakh rupees or such higher paid-up share capital as may be prescribed, and which by its articles,—