



सत्यमेव जयते

GOVERNMENT OF INDIA

MINISTRY OF CORPORATE AFFAIRS

Office of the Registrar of Companies

H.No. 239, Road No. 4 Magistrate Colony, Doranda, Ranchi, Jharkhand, India, 834002

Corporate Identity Number: U45400JH2010PTC011144

SECTION 13(5) OF THE COMPANIES ACT, 2013

Certificate of Registration of Regional Director order for Change of State

M/s SHRI KALYANI REALCON PRIVATE LIMITED having by special resolution altered the provisions of its Memorandum of Association with respect to the place of the Registered Office by changing it from the state of West Bengal to the Jharkhand and such alteration having been confirmed by an order of Regional Director bearing the date 19/01/2018.

I hereby certify that a certified copy of the said order has this day been registered.

Given under my hand at Ranchi this Sixteenth day of March Two thousand eighteen.

DS MINISTRY
OF
CORPORATE
AFFAIRS 20

Prahlad Meena
Deputy Registrar of Companies
Registrar of Companies
RoC - Jharkhand

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

SHRI KALYANI REALCON PRIVATE LIMITED

Plot no. 3315, Mouza No.8, Near Shree Kalyani Saw Mill, Main Road Saraidhela,
DHANBAD, Dhanbad, Jharkhand, India, 828127



SHRI KALYANI REALCON PVT. LTD.

R.K. Goyal

Director

SHRI KALYANI REALCON PVT. LTD.

Pankaj Kumar Goyal

Director

(THE COMPANIES ACT, 2013)

(COMPANY LIMITED BY SHARES)

MEMORANDUM OF ASSOCIATION

OF

SHRI KALYANI REALCON PRIVATE LIMITED

- I. The name of the Corporation is "SHRI KALYANI REALCON PRIVATE LIMITED."
- II. The Registered Office of the Corporation will be situated in the STATE OF JHARKHAND

III (A) MAIN OBJECT TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:-

1. To carry on in India or elsewhere, either alone or jointly with one or more person, Government, local or other bodies, the business of sell, lease, let, mortgage or otherwise dispose off the land, building, flats or any other property and to construct, build, rebuild, alter, acquire, convert, improve, design, erect, establish, equip, develop, dismantle, pull down, turn to account, furnish, level, decorate, fabricate, install, finish, repair, maintain, search, survey, examine, test, inspect, locate, modify, own, operate, protect, promote, provide, participate, reconstruct, grout, dig, excavate, pour, renovate, remodel, undertake, contribute, assist, and and to act as civil engineer, administrator, contractor, subcontractor, turnkey-contractor and manager of all types of constructions and developmental or infrastructure work in all its branches such as roads ways, culverts, dams, bridges, railways, tramways, metro railways, water tanks, reservoirs, canals, wharves, warehouse, factories, buildings, structures, drainage & sewerage work, internal and external water distribution, and filtration systems tube well docks, harbours, piers, irrigation works, foundation work, flyovers, airports, runways, rock drilling, aqueducts, stadiums, hydraulic units, sanitary and plumbing work, power supply work, power stations, fire fighting, telephonic auditorium halls, shops, health & spa centers, holiday homes, flat and office block, guest houses, laundry, garage, including restaurant, chemist, hospitals, dharamshalas, bath, dressing rooms, swimming pools, museum.

To carry on the business of constructional engineers, builders, contractors, decorators, electricians, wood workers, and acquire, develop, buy, sell, real estate, multistoried, of other buildings, buildings materials and group housing schemes etc. and to carry on the business as proprietors of flats and buildings and buildings and to let on lease or otherwise apartments therein and to provide for the conveniences commonly provided in flats, suites and residential and business quarters. To carry on business as suppliers, traders, stockiest, agents of all kinds of goods & services and to import, export, purchase, sell and generally deal in and act as brokers, agents, stockiest, contractors, distribution, and suppliers of all kinds of buildings materials, marble, marble tiles, granite tiles, cement, and cement, products of every description or any of the business of mine owners, quarry properties and to search for win, get, crush, smelt, calcanei, concentrate, refine, dess, polish, amalgamate, manipulate, beneficiate and prepare for market or otherwise exploit, import, and to carry on any business relating to the winning and working of minerals relating to above items.

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

3. To enter into agreements and contracts within India or abroad with any individuals, firms, companies or other organizations for technical, financial or any other assistance for carrying out all or any of the objects of the Company.


4. To indemnify members, officers, directors, agents and servants of the Company against the proceedings, costs, damages, claims and demands in respect of anything done or ordered to be done by them for and in the interest of the Company, for any loss, damages or misfortunes, whatsoever which shall happen in the execution of the duties of the above persons or in relation thereto.

5. To train or pay the training cost in India or abroad of any of the Company's employees or any candidate in the interest of or for furtherance of the Company's objects.


6. To apply for or to purchase or otherwise acquire and to protect, prolong and renew trademarks, trade names, designs, secret process, patent rights, licenses, protections and concessions which may appear likely to be advantageous or useful to the Company, and to spend money in experimenting and testing and improving or seeking to improve any patents, inventions or rights which the Company may acquire or propose to acquire or develop.

7. To enter into partnership, merger or into any arrangements for sharing profits, union of interest, cooperation, joint venture, reciprocal concession or otherwise, with any person, firm or company carrying on or engaged in or about to carry on or engage in any

SHRI KALYANI REALCON PVT. LTD.

DIN - 00837112 
Director

SHRI KALYANI REALCON PVT. LTD.


DIN - 02616942 Director

business or transaction which this Company is authorized to carry on or engage in or any other allied business or undertaking or transaction which may seem capable of being carried on or conducted so as to directly benefit the Company and to lend money, to guarantee the contracts of or otherwise assist any person, firm or company and to take or otherwise acquire and hold shares and securities of any such person, firm or company, and to sell, hold, reissue with or without guarantee or otherwise deal with such shares and securities, but shall not carry on banking business as defined by the Banking Regulation Act, 1949.

8. To enter into any arrangement with the Government or State Authority or Municipal Authority or Local Authority or otherwise or any legal person, or company, in India or abroad, that may seem conducive to the Company's objects or any of them and to obtain from any such Government or State Authority, any rights, privileges, charter, contract, license and/or concessions which the company may think desirable and carry out, exercise and comply therewith.

9. To be interested in, promote and undertake the formation and establishment of such institutions, business pools, combines, syndicates, industrial trading or manufacturing as may be considered to be conducive to the interest of the company, to and acquire, promote or subsidize any industry or undertaking and to carry on any other allied business (industrial trading, manufacturing or other) which may seem to the Company capable of being conveniently carried on in connection with any of the main objects of the Company or otherwise calculated directly or indirectly to render any of the Company's properties or rights for the time being profitable.

10. To purchase or otherwise acquire and undertake the whole or any part of the business property, rights and liabilities of any persons, firm or company carrying on any business, and to purchase, acquire, apply to hold, sell and deal in shares, stock, debentures or debenture stock of such companies and to conduct, make or carry into effect any arrangements in regard to the winding up of the business of any such person, firm or company.

11. To build lease or otherwise acquire lands, buildings and other immovable property and to sell, lease, mortgage or hypothecate or otherwise dispose of all or any of the property and assets of the Company.

12. To amalgamate with any company or companies having objects altogether or in part similar to those of this Company.

13. To pay all the costs, charges and expenses of and incidental to the promotion and formation, registration and establishment of the Company and issue of its capital

SHRI KALYANI REALCON PVT. LTD.

DIN - 00837162

C. K. S.

Director

SHRI KALYANI REALCON PVT. LTD.

R. K. G. S.

DIN - 02666942

Director

cluding commission, brokers fee and charges in connection therewith, including costs, expenses of negotiations and contracts and arrangements made prior to and in anticipation of the formation and incorporation of the Company.

14. To remunerate or make donations by cash or other assets, or by the allotments of fully or partly paid up shares or by a call or option on shares, debenture, debenture-stock or securities of this or any other company, or in any other manner, whether out of the Company's capital, profits or otherwise to any person, firm or company for services rendered or to be rendered in introducing any property or business of the Company or placing or assisting to place or guaranteeing the subscription of any shares, debenture-stock or other securities of the Company or for any other reason which the Company may think proper subject to the provisions of the Companies Act, 2013.

15. To undertake and execute any trusts, the undertaking whereof may seem desirable either gratuitously or otherwise.

16. To draw, make, issue, accept and to endorse or discount any negotiable instruments, promissory notes, bills of exchange, bills of lading, delivery orders, warehouse-keepers certificates and other negotiable commercial or mercantile instruments connected with the business of the Company.

17. To open accounts with any individuals, firm or company or with any banks or financial institutions and to pay into and to withdraw moneys from such accounts.


18. To lend or deposit moneys, belonging to, or, entrusted to or at the disposal of the Company to such person or company and in particular to customers and others having dealing with the Company with or without security, upon terms as may be thought proper and to guarantee the performance of contracts by such person or company, but not to do the business of banking as defined in the Banking Regulations Act, 1949.


19. To borrow or raise money with or without security or to receive money or deposits at interest or otherwise, in such manner as the Company may think fit and in particular by the issue of debenture or debenture stock, perpetual or otherwise, including debenture or debenture-stock convertible to shares of this or any other company, and in security of any such money so borrowed, raised or received, to mortgage, pledge or charge the whole or any part of the property, assets or revenue of the Company, present or future, or pay off any such securities but shall not do banking business as defined by the Banking Regulation Act 1949.

20. To provide for the welfare of the employees or ex-employees of the Company and the

SHRI KALYANI REALCON PVT. LTD.

SHRI KALYANI REALCON PVT. LTD.

DIN - 00837162 
Director

 DIN - 02666942
Director

ives, widows, families, dependents or any other connections of such persons by building or contributing towards the building of houses or any other kind of dwelling or by grant of money, pensions, gratuity bonus, payment towards insurance or other payments or subscribing or contributing or adding or supporting provident funds or trust or conveniences and any other assistance as the Company may think fit.

21. Subject to the provisions of the Companies Act, 2013, to subscribe or contribute or otherwise to assist or to guarantee money to charitable institutions, benevolent religious institutions, or other institutions upon the winding-up of the Company.
22. To distribute the properties of the Company amongst the members in specie or in kind consequent upon the winding-up of the Company.
23. To buy, lease or otherwise acquire lands, buildings and other immovable property and to sell, lease, mortgage or hypothecate or otherwise dispose of all or any of the properties and assets of the Company as it may think fit.
24. To make experiments in connection with any business of the Company and to protect inventions of the Company by letters, patent or otherwise.
25. To purchase or otherwise acquire, build, erect, maintain, reconstruct and adopt any buildings, offices, workshops, showrooms, warehouses, factories, mills, plants, machinery, accessories and other things found necessary or convenient for the purpose of improving, adding to, altering, repairing and maintaining the buildings, machineries and the property for the time being of the Company.
26. Subject to the provisions of the Companies Act, 2013, to invest, apply for, acquire or otherwise employ moneys belonging to or entrusted to or at the disposal of the Company upon securities and shares with or without security, upon such terms as may be thought proper and from time to time vary such transactions in such manner as the Company may think fit.
27. To acquire, manufacture, purchase, deal in, sell or hire out motor vehicles, motor cycles, cycles, helicopters, aircrafts, boats, launches, shops, barges and the like, tractors, machinery and accessories thereof and/or to carry on the business of transportation of goods, animals, passengers by rail, road, air, sea or any other mode.
28. To make, sue or defend any suit in any law courts, tribunals and other authority and to enter into an arbitration agreement with any party and to appoint sole arbitrator(s) pleaders, advocates, legal representatives to defend any suit against the company and to expend

SHRI KALYANI REALCON PVT. LTD.

DIN - 00837162 *Cut*

Director

SHRI KALYANI REALCON PVT. LTD.

R.K.A. *21* DIN - 02666942

Director

Therefore.

29. To acquire, develop any land & construct thereon any layout, buildings, shelter, park and other amenities for dwelling and other civil amenities for the welfare of employee and land owner.

30. To undertake research work and to spend money on experimenting and testing and in improving or seeking to improve and giving publicity to the business and products of the company and its constituents and associates and popularize brands in Indian and foreign markets by means of press advertisement, pamphlets, hand bills, sponsored radio and Television programs or by publication of books periodicals and magazines, by purchase and exhibition of works of art, by granting rewards, prizes and donations by any other suitable means and by placing in the market any products which the company may propose to manufacture or to distribute any patent, invention, process, information or right, which the company may acquire on lease or propose to acquire.

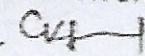
31. To place, to reserve or to distribute as bonus shares among the members or otherwise to apply as the Company may from time to time think fit, any money received by way of premium on shares or debentures issued at a premium by the Company and any money received in respect of forfeited shares and moneys arising from the sale of forfeited shares by the Company, subject to Section 78 of the Companies Act, 2013.

32. To buy all kinds of plant, equipment, machinery, apparatus, tools, utensils, commodities, substances, articles and things necessary or useful for carrying on the objects of the Company.


33. To enter into agreement with any company or persons for obtaining by grant of license or on such other terms of all types, formulae and such other rights and benefits, technical information, know-how and expert guidance and equipment and machinery and things mentioned herein above and to arrange facilities for training of technical personnel by them.

34. To establish, provide, maintain and conduct or otherwise, subsidize research laboratories and experimental workshops for scientific and technical research and experiments and to undertake and carry on with all scientific and technical research, experiments and tests of all kinds and to promote studies and research both scientific and technical investigation and invention by providing, subsidizing, endowing or assisting laboratories, workshops, libraries, lectures, meetings and conferences and by providing the remuneration to scientific and technical professors and teachers and to award, scholarships, prizes, grants and bursaries to students and to encourage, promote and reward studies, researches, investigations, experiments, tests and inventions of any kind that may be considered likely to assist the objects of the Company.

SHRI KALYANI REALCON PVT. LTD.

DIN - 00837162 
Director

SHRI KALYANI REALCON PVT. LTD.

 DIN - 02666942
Director

35. To acquire by concession, grant, purchase, license or otherwise either absolutely or conditionally and either alone or jointly with others land, buildings, machinery, plants, utensils, works, conveniences and such other movable and immovable properties of any description and any patents, trademarks, concessions, privileges, brevets, d'invention, licenses, protections and concessions conferring any exclusive or limited rights to any inventions, information which may seem necessary for any of the objects of the Company and to construct, maintain and alter any building or work, necessary or convenient for the business of the Company and to pay for such land, buildings, works, property or rights or any such other property and rights purchased or acquired by or for the Company by shares, debentures, debenture stock, bonds or such other securities of the Company or otherwise and manage, develop or otherwise dispose of in such manner and for such consideration as may be deemed proper or expedient to attain the main objects of the Company.
36. Subject to the provisions of the Companies Act, 2013 to amalgamate with any other Company having objects altogether or in part similar to those of this Company.
37. To enter into any arrangement with any Government or Authorities Municipal, local or otherwise or any person or company in India or abroad, that may seem conducive to the objects of the company or any of them and to obtain from any such Government, Authority persons or company any rights, privileges, charters, contracts, licences and concessions including in particular rights in respect of waterways, roads and highways, which the Company may carry out, exercise and comply therewith.
38. To apply for and obtain any order of Central/State or such other Authority for enabling the Company to carry on any of its objects into effect or for effecting any modifications of the Company's constitution or any other such purpose, which may seem expedient and to make representations against any proceedings or applications which may seem calculated directly or indirectly to prejudice the company's interests.
39. To do all other things that is incidental or conducive to the attainment or furtherance of aims and objectives of the company.
40. To undertake and transact all kinds of agency business.
41. To enter into partnership or into any arrangement for sharing profits, union of interests, co-operation, joint-venture, reciprocal concessions or otherwise with any person, or company carrying on or engaged in any business or transaction which this Company is authorised to carry on.

SHRI KALYANI REALCON PVT. LTD.

DIN - 00937162

Chit
Director

SHRI KALYANI REALCON PVT. LTD.

R. K. Goyal
DIN - 02666942
Director

2. To purchase or otherwise acquire and undertake the whole or any part of the business, property, rights and liabilities of any company, firms or person carrying on business which this Company is authorised to carry on or is possessed of rights suitable for the objects of this Company.

43. To do all or any of the above things as principals, agents, contractors, trustees or otherwise and by or through trustees, agents or otherwise and either alone or in conjunction with others and to do all such other things as are incidental or as may be conducive to the attainment of the objects or any of them.

(b) To do all or any of the above as principals or through its subsidiary / proprietorship firm of the company with any name of style of subsidiary / proprietorship firm.

44. To open accounts with any bank or financial institution and to draw make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, hundies, bills of lading, warrants, debentures and such other negotiable or transferable instruments of all types and to buy the same.

45. Subject to the provisions of the Companies Act, 2013 including the rules and regulations made therein and the directions issued by Reserve Bank of India to borrow, raise or secure the payment of money or to receive money as loan, at interest for any of the objects of the company and at such time or times as may be expedient, by promissory notes, bills of exchange, hundies, bills of lading, warrants or such other negotiable instruments of all types or by taking credit in or opening current accounts or over-draft accounts with any person, firm, bank or company and whether with or without any security or by such other means, as may deem expedient and in particular by the issue of debentures or debenture stock, perpetual or otherwise and in security for any such money so borrowed, raised or received and of any such debentures or debenture stock so issued, to mortgage, pledge or charge the whole or any part of the property and assets of the Company both present and future, including its uncalled capital, by special assignment 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 such securities provided that the Company shall not carry on the business of banking within the meaning of the Banking Regulation Act, 1949.

46. To advance money not immediately required by the Company or give credit to such persons, firms or companies and on such terms with or without security as may seem expedient and in particular to customers of and such others having dealings with the Company and to give guarantees or securities of any such persons, firms, companies as may appear proper or reasonable provided that the Company shall not carry on the business of banking, within the meaning of Banking Regulation Act, 1949.

SHRI KALYANI REALCON PVT. LTD.

DIN - 00837162

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Director

SHRI KALYANI REALCON PVT. LTD.

R. K. G.

DIN - 0266942

47. To improve alter, manage, develop, exchange, mortgage, enfranchise and dispose of, any part of the land, properties, assets and rights and the resources and undertakings of the Company, in such manner and on such terms as the Company may determine.
48. To remunerate any person or company, for services rendered or to be rendered in or about the formation or promotion of the Company or the conduct of its business, subject to the provisions of the Companies Act, 2013.
49. To create any depreciation fund, reserve fund, sinking fund, provident fund, super-annuation fund or any other such special fund, whether for depreciations, repairing, improving, extending or maintaining any of the properties and assets of the Company or for redemption of debentures or redeemable preference shares, worker's welfare or for any other such purpose conducive to the interest of the Company.
50. To provide for the welfare of employees or ex-employees (including Directors and other officers) of the Company and the wives and families or the dependents or connections of such persons, by building or contributing to the building of houses, or dwellings or chawls or by grants of money, pensions, allowances, bonus or other such payments or be creating and from time to time, subscribing or contributing to provident fund and other associations, institutions, funds or trusts, and/or by providing or subscribing or contributing towards places of instruction and recreation, hospitals and dispensaries, medical and such other attendances and assistance as the Company shall determine.
51. To undertake and execute any trusts, the undertaking of which may seem desirable, either gratuitously or otherwise, for the attainment of the main objects of the Company.
52. To procure the incorporation, registration or such other recognition of the Company in the Country, State or place outside India and to establish and maintain local registers and branch places of the main business in any part of the world.
53. To adopt such means of making known the business of the Company as may seem expedient and in particular by advertising over the internet or any other electronic media and also in print media in the press by circulars, by purchase and exhibition of works of art or interest, by publication of books and periodicals and by granting prizes, rewards or organizing exhibitions.
54. The company would obtain approval of the concerned authorities to carry on the objects of the company and the matters which are necessary for furtherance of the objects of the Company as given in this memorandum of association wherever required.

SHRI KALYANI REALCON PVT. LTD.

SHRI KALYANI REALCON PVT. LTD.

DIN-00837162

[Signature]
Director

R. K. G. J.

DIN-02666942
Director

The liability of the members is limited.

V. The Authorised share capital of the company is Rs.2500000/- (Rupees Twenty Five lacs), only divided into 2,50,000 (Two lacs and Fifty thousand) Equity shares of Rupees 10/- (Ten) each, Company has and shall have the power to increase or reduce the capital, to divide the Share Capital into several classes of Shares and stock and to attach thereto such preferential, qualified or special rights, privileges or obligations as may be determined by or in accordance with the regulations of the company and to vary, modify or abrogate any such rights, privileges or conditions in such manner as may be provided by or in accordance with the regulations of the Company.

FOR OR ON BEHALF OF SHRI KALYANI REALCON PRIVATE LIMITED

SHRI KALYANI REALCON PVT. LTD.
DIRECTOR



Director

Ganesh Kumar Goyal
DIN- 00837162

SHRI KALYANI REALCON PVT. LTD.
DIRECTOR



Director

Ramesh Kumar Goyal
DIN-02666942