

MEMORANDUM OF ASSOCIATION

&

ARTICLE OF ASSOCIATION

OF

**SHIVALIK ARCHITECTURAL PLANNING PRIVATE LIMITED
JAMSHEDPUR, JHARKHAND.**



प्रारूप 1
पंजीकरण प्रमाण-पत्र

कॉर्पोरेट पहचान संख्या : U70102JH2010PTC014309

2010 - 2011

मैं एतद्वारा सत्यापित करता हूँ कि मैसर्स

SHIVALIK ARCHITECTURAL PLANNING PRIVATE LIMITED

का पंजीकरण, कम्पनी अधिनियम 1956 (1956 का 1) के अंतर्गत आज किया जाता है और यह कम्पनी प्राइवेट लिमिटेड है।

यह निगमन-पत्र आज दिनांक सोलह जुलाई दो हजार दस को मेरे हस्ताक्षर से पटना में जारी किया जाता है।

Form 1
Certificate of Incorporation

Corporate Identity Number : U70102JH2010PTC014309

2010 - 2011

I hereby certify that SHIVALIK ARCHITECTURAL PLANNING PRIVATE LIMITED is this day incorporated under the Companies Act, 1956 (No. 1 of 1956) and that the company is private limited.

Given under my hand at Patna this Sixteenth day of July Two Thousand Ten .

(O P SHARMA)

कम्पनी रजिस्ट्रार /Registrar of Companies

बिहार एंड झारखण्ड
Bihar and Jharkhand

कम्पनी रजिस्ट्रार के कार्यालय अभिलेख में उपलब्ध पत्राचार का पता :

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

SHIVALIK ARCHITECTURAL PLANNING PRIVATE LIMITED

H.NO. 202 D ROAD, WEST LAYOUT SONARI,

JAMSHEDPUR - 831011,

Jharkhand, INDIA

THE COMPANIES ACT, 1956

COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

OF

SHIVALIK ARCHITECTURAL PLANNING PRIVATE LIMITED

- I. The name of the Company is SHIVALIK ARCHITECTURAL PLANNING 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. **MAIN OBJECTS OF THE COMPANY TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION:**
 1. To Carry on the business of Promotion & Development of Land and property for the purpose of Building, Apartment, Showrooms, Flats, Resorts, Hotels, Motels, Restaurants, Holiday Resorts, business, School, Hospitals, Nursing Home, Shops, Market Complex, Offices, & Clubs etc.

: 2 :

2. To carry on the business of properties and estate and for that purpose to acquire , purchase , lease , exchange , buy , sell , develop , hire or otherwise lands, buildings of any tenure or description and any estate , factories , assessments, forests, orchards , gardens , firms , or other interest in the real estate rights over or connected with land so situated and to turn the same to account as may seem expedient and in particular by preparing building sites and by construction , reconstruction, altering , improving , decorating and furnishing buildings , hotels , restaurants , Cinemas, theatres , residential flats, office space , industrial estate., workshops , factories , warehouse , hospitals , Schools and convenience of all kinds by consolidating , subdividing properties and sell ,let , lease , sublease or otherwise dispose of and grant rights over the real properties as also on behalf of other parties as broker or commission agents.

OTHER OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECTS OF THE COMPANY ARE :

1. To Carry on the business of Construction in Civil, Mechanical, Earthwork , Electrical, Fabrication , Erection , Track Lining , Signaling & Telecommunication jobs and to apply for tender, Purchase or otherwise acquire any Contracts , Sub-Contracts ,Licenses and concession for in relation to the objects or business herein mentioned or any other.
2. To import and purchase any machinery , implement , apparatus , equipment , material , articles and stores and to do all thing for developing the property and resources of the estates and land in such manner as the company may think fit.
3. To purchase, take on lease , or tenancy on in exchange hire take options over otherwise acquire for any estate or interest whatsoever and to hold , develop , plant , improve , work , cultivate ,deal with to do business of bricks used in building construction or otherwise either by purchase or manufacture, to do the business of Stone Chips by establishing crusher machines and by taking the land on lease from the government for extracting the Stones and turn to account concessions, grants, decrees , licenses , privileges , claims ,options , leases ,property real or personal , or rights of power of any kind which may appear to be necessary or convenient for attaining the main objects of the company.
4. To acquire from any person , firm or body corporate or unincorporate whether in India or elsewhere technical information , know how, process, engineering , manufacturing and operating data , plants , layouts and blue prints useful for the design , erection and operation of Plants, machinery's or apparatus required for attaining the main objects of the company and to acquire any grant or license and other rights and benefits in connection therewith.

: 3 :

5. To do other things ancillary to main business that may seem to the Company capable of being conveniently carried on in connection with the main objects or calculated directly or indirectly to enhance the value of or render profitable any of the Company's property or right of which it may be advisable to undertake with a view to improving, developing, rendering, valuable or turning to account any property, real or personal, belonging to Company or which the Company may be interested and to do all or any of the above things, either as principals agents, trustees, contractors or otherwise and either alone or in conjunction with other and either through agents, sub- contractors, trustees or otherwise.
6. To open Current Account or other Accounts with any bank , merchant bank to pay money into and draw money from Accounts.
7. To amalgamate, enter into foreign or Indian technical. And/or financial collaboration, Partnership or enter into any arrangement for sharing profits, union of interest co-operation, joint venture or reciprocal concession, or for limiting competition with any individual, person company carrying on or engaged in or about to carry on or engage in business or transaction which the Company is authorized to carry on or engage in.
8. To take otherwise acquire, and hold shares in any other company having objects altogether or in part similar to those of this Company
9. To undertake or the formation management, supervision or control of the business operations of the other company, firm or person.
10. To purchase, Sale, resale and to deal in land, house and other property of any interest therein, and to create, sell and deal in freehold and leasehold ground rents.
11. To pay for preliminary and pre-incorporation expenses of the Company.
12. To undertake obligation of every kind and description and also to undertake trusts of all kinds for the purpose or the business of the Company.

13. To promote and form and to take interest in and take hold and dispose of shares in other companies for all or any of the object mentioned in this memorandum, to transfer to any such company, any property of this company and to take or otherwise acquire, hold and dispose of shares debentures and other securities in or of such company and to subsidies or otherwise assist any such company.
14. To receive money on deposit or loan and borrow and raise particular by the issue of debentures or debentures stock (perpetual or otherwise) and to secure the repayment 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 as the case may be, subject to the provisions of section 58-A of the companies act 1956 and R.B.I directives, but shall not carry on the business of banking as defined in the Banking Regulation Act, 1949.
15. To purchase acquire or undertake or take over the whole or any part of the business, profession, goodwill, property, contracts, agreements, rights, privileges, effects and liabilities of any person firm or company carrying on.
16. To enter into any arrangement with any governments or authorities that may seem conducive to the attainment of the company's objects or any of them, and to obtain from any such government or authority any right, privileges, licences and concession which the company may consider necessary or desirable to obtain and to carry out, exercise, use or comply with any such arrangement, rights, privileges or concession.
17. To sell, mortgage, exchange, grant, leases, licences, easements and other rights in respect of, improve, manage, develop and to account or deal with in any manner the whole of the property, assets, investments, undertaking, rights and effects of the company or any part thereof, for such consideration as may be thought fit, including shares, debentures or securities of any other company, whether partly paid up or fully paid up.

18. To establish or concur in establishing or promoting any company or companies for the purpose of acquiring all or any of the property, rights, and liabilities of the company.
19. To draw, make, accept, endorse, discount, negotiate, execute and issue bills of exchange, promissory notes and other negotiable or transferable instruments.
20. To open current, saving, overdraft or fixed accounts with any Bank, Bankers, shroff or merchant and to operate the same.
21. To distributes amongst the members of the company in specie or in kind any property of the company or any proceeds sale or disposal of any property of the company in the events of winding up to the company, subject to the provision of the Companies Act.
22. To hold, administer, sell, realize, invest, dispose of and deal with the monies and property, both real and personal and to carry on, manage, sell, realize, dispose of and deal with my business, comprised included in any estate of which the company is executor or administrator, or in any trust of which the company is manager, treasurer and agent
23. To take such steps as may be necessary to give the company the same rights and privileges in any part of the world as are possessed by local companies or partnership of a similar nature.
24. To carry on business or branch of a business whether in India or outside India which this Company is authorized to carry on by means or through the agency of any subsidiary company at companies, and to enter into any arrangement with such subsidiary company for taking the profits and bearing the losses of any business or branch so carried on, or for financing any such subsidiary company or guaranteeing its liabilities or to take any other arrangement which may seem desirable with reference to any business or branch so carried on including power it any time and either temporarily or permanently to close any such branch or business.
25. To take part in the management, supervision and conduct and control of the business or operation of any company, undertaking and for that purpose to appoint and remunerate the Directors, trustee, accountants or other experts or agent.

27. To alternate, transfer, gifts, sell, donate, settle or dispose of any property of the company with or without consideration to any person including any trust whether public or private, discretionary or specific, either by revocable or irrevocable transfer or settlement and such terms and conditions as the Board of Directors may deem fit.

(C) OTHER OBJECTS:

1. To carry on the business of consultants and advisors to individual, bodies corporate, societies, undertaking, institutions, associations, government, local authorities and other relating to the administration, organization, finance production, storage and marketing, sales and management of industry and business and generally to carry on the business of industrial and business consultants.
 2. To carry on the business on the business of financial Consultants, Property Consultants, Industrial services and recruitments, market research consultants business transfer agent and valuers and indenting and all kind of agency business.
 3. To maintain and carry on a general connection agency for creditors and other claimants in the collection and settlement of their debts and claims.
- IV. The liability of the members is Limited.
- V. The authorized share capital of the company is Rs 5,00,000 (Five Lac Only) divided into 50000 (Fifty Thousand Only) Equity shares of Rs. 10/- (Rupees Ten Only) each, with power to increase or decrease the same in accordance with the provisions of the Companies Act 1956.

We, the several persons, whose names and addresses 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 our respective names.

Signature , Name, Addresses , Description & Occupation Of each Subscribers	Number of Equity Shares Taken by Each subscribers	Name , Addresses, description & occupation of witness & his Signature
Sd/- Ashok Kumar Singh Ashok Kumar Singh S/o Late Chottu Singh H.No. 202, D Road West Layout, Sonari Jamshedpur 831011 (Business)	5000 (Five Thousand Only)	WITNESS TO ALL THE SIGNATORIES: Sd/- Jagdish Khandelwal JAGDISH KHANDELWAL S/O Ramanand Khandelwal 303, Varsha Villa, Q Road, Bistupur, Jamshedpur 831001 (Chartered Accountants)
Sd/- Pardeep Kumar Thacker Pradeep Kumar Thacker S/o Hansraj Mulji Thacker P.O.- Barbil, P.S.- Barbil Dist. Keonjhar, Orissa 758035 (Business)	5000 (Five Thousand Only)	
Sd/- Ujjawal Kumar Ujjawal Kumar Singh S/o Vijay Naryan Singh Rajeshwari Villa NH-33, Baliguma, Mango Jamshedpur 831012 (Business)	5000 (Five Thousand Only)	
TOTAL	15000 (Fifteen Thousand only)	

Place : Jamshedpur

Date :