# MEMORANDUM OF ASSOCIATION & ARTICLES OF ASSOCIATION

M/S JASWINDAR HARJINDER DEVELOPERS PRIVATE LIMITED CIN-U45309JH2022PTC019426
ADD: H NO 1, ROAD NO 2, ZONE NO 4,, BIRSANAGAR, SUNDEY JAMSHEDPUR, Purba Singhbhum, Jharkhand, India, 831019



#### GOVERNMENT OF INDIA MINISTRY OF CORPORATE AFFAIRS

Central Registration Centre

#### Certificate of Incorporation

[Pursuant to sub-section (2) of section 7 and sub-section (1) of section 8 of the Companies Act, 2013 (18 of 2013) and rule 18 of the Companies (Incorporation) Rules, 2014]

I hereby certify that JASWINDAR HARJINDER DEVELOPERS PRIVATE LL'MITED is incorporated on this Sixth day of October Two thousand twenty-two under the Companies Act, 2013 (18 of 2013) and that the company is limited by shares.

The Corporate Identity Number of the company is U45309JH2022PTC019426.

The Permanent Account Number (PAN) of the company is AAFCJ7797K

The Tax Deduction and Collection Account Number (TAN) of the company is RCHJ01863B

Given under my hand at Manesar this Sixth day of October Two thousand twenty-two.



Digital Signature Certificate
PANKAJ SRIVASTAVA
DEPUTY REGISTRAR OF COMPANIES
For and on behalf of the Jurisdictional Registrar of Companies
Registrar of Companies
Central Registration Centre

Disclaimer: This certificate only evidences incorporation of the company on the basis of documents and declarations of the applicant(s). This certificate is neither a license nor permission to conduct business or solicit deposits or funds from public. Permission of sector regulator is necessary wherever required. Registration status and other details of the company can be verified on <a href="https://www.mca.gov.in">www.mca.gov.in</a>

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

JASWINDAR HARJINDER DEVELOPERS PRIVATE LIMITED H NO 1, ROAD NO 2, ZONE NO 4, BIRSANAGAR, SUNDEY, JAMSHEDPUR, Purba Singhbhum, Jharkhand, India, 831019



<sup>\*</sup> as issued by the Income Tax Department

[Pursuant to Schedule I (see sections 4 and 5) to the Companies Act, 2013] FORM NO. INC-33

### SPIC C+MOA

(e-Memorandum of Association)

* Table applicable to company as notified under schedule I of the companies Act	, 2013 A
Table A- MEMORANDUM OF ASSOCIATION OF A COMPANY LIMITED BY SHARES	
1. The Name of the Company is JASWINDAR HARJINDER DEVELOPERS PRIVATI	ELIMITED
2.The Registered office of the company will be situated in the state of Jharkhar	nd-JH
3.(a)The objects to be pursued by the company on its incorporation are	
1) To acquire, buy, purchase, lease, develop, renovate, improve, maintain, exchange or otherw hereditaments, flats, garages, houses, halls, godowns, shops, warehouses, office premises, mills, factories, chawls, dwelling houses, residential accommodation or other immovable properties and to turn the same to account as may be expedient and in particular by laying out and preparing land for building purposes and preparing building site by planting, paving, draining and cultivating land and by demolishing, constructing, reconstructing, altering, improving, furnishing, maintaining, administering, equipping or subdividing properties by leasing or otherwise disposing of the same and to enter into contracts and agreements with builders, tenants, occupiers, either in India or in any part of the world to purchase, sell, deal in land, estates, houses or other landed properties of any tenure whether freehold, leasehold or otherwise and to act as promoters, organizers and developers of land, estates, property, cooperative housing societies, residential housing schemes, shopping centres, commercial complex, farm houses, holiday resorts, hotels, swimming pools, amusement parks and to finance with or without security for the same and to deal with and improve such properties either as owner or as agents and to join any other person, partnership firm or company in carrying the	rise own property, estate, land, buildings,

- 2) To carry on the business of developing, maintaining, and operating construction and development of housing projects either individually or as a joint venture with any other company / firm / individual / consultant whether local or foreign.
- 3) To engage in the business of purchasing, procuring, selling, importing, exporting, and trading all forms of construction materials, home decor materials and all type of materials used in construction, home décor or interior designer and other ancillary services on a commercial basis, either individually or on a joint venture basis.
- 4) To carry on in India or elsewhere the business of contractors and agents, carriers and merchants anywhere in the world and to deal with all kinds of immovable properties, freehold or leasehold or having any other right, interest or shares attached to them whether belonging to the Company or not.
- 3.(b)Matters which are necessary for furtherance of the objects specified in clause 3(a) are
- 1) To do all such things which are incidental and ancillary to the attainment of main business of the company.
- 2) To enter into and execute agreements, memorandum of understandings, deeds and arrangements for setting up strategic business

alliances, associations, partnerships, joint-ventures and tie-ups with other parties, Indian or Foreign, for providing services in the field of traditional goods for fulfillment of the main objects.

- 3) To purchase or otherwise acquire and takeover as a going concern, all such businesses as may be in conformity with the objects of the Company, carried on any Body Corporate whether in India or abroad, and all or any of the assets of the business, and with a view thereto to enter into and carry into effect with or without modification(s), any agreements, Memorandums of Understanding (MOUs), letters of arrangements and such other necessary documents.
- 4) To apply for purchase or otherwise acquire, any patent, trademark, brevets reinvention, license, concessions, protections, rights, privileges conferring any exclusive or non-exclusive or limited rights to any secret or other information as to any invention which may seem capable of being used for any of the purposes of the company or the acquisition of which may seem directly or indirectly of use or benefit to the company or may appear likely to be advantageous or useful to the company and to use, exercise develop or grant license, privileges in that respect or otherwise turn to account the property, right or information so acquired and to assist encourage, and spend money in making experiment, tests improvements of any invention, patent and right, which the company may acquire or propose to acquire.
- 5) To establish a national and international network of people, projects and laboratories dedicated to bringing the benefits of the most advanced information and communication technologies, other allied disciplines and emerging knowledge fields to the common man and the needy people.
- 6) To foster creativity and research skills and combine these abilities with entrepreneurship by facilitating technical know-how transfers and technology transfers to enable and implement sustainable culturally appropriate solutions for the people.
- 7) To provide for the welfare of employees or ex-employees (including Directors and ex- Directors) of the company and wives and families or the dependants or connections of such persons by building or contributing to the building of dwelling house or quarters, to grant money, pensions, gratuities, allowances, bonuses, profit sharing bonuses or benefits or any other payments, by creating and from time-to-time subscribing or contributing to provident fund, institutions, funds, profits sharing or other schemes, or trusts and by providing or subscribing or contributing towards place of instruction and recreation, hospital and dispensaries, medical and other attendance or assistance as the company shall think fit.
- 8) To acquire and take over the whole or any part of the business property and liabilities of any person or persons, firm, company or corporation carrying on business which this Company is authorized to carry on or liquidate and wind up such business.
- 9) To enter into any partnership or joint venture or any arrangement for sharing profits and losses, upon of interest, joint ventures, reciprocal concession or otherwise with any person or persons, firm or concern or corporation carrying on or engaged in or about to carry on or engage in any business or enterprise which this Company is authorized to carry on or engage in and to take or otherwise acquire and hold shares or stock in or securities or and to subsidize or otherwise assist any such Company and to sell, hold, re-issue with or without guarantee or otherwise deal with such shares, stock or securities.
- 10) To enter into agreements and contracts within India or abroad with any individuals. Companies or other organizations for technical, financial or any other assistance for carrying out all or any of the objects of the Company.
- 11) To send out to foreign countries, employees, Directors or any such persons for investigating possibilities of any business, trade or for procuring and buying any machinery or establishing trade connections or participating in trade exhibitions or promoting the business or interest of the Company and to pay all expenses incurred in this connection.
- 12) 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.
- 13) To enter into any arrangement with the Government or State Authority or Municipal or Local or otherwise that may seem conducive to the Company's objects or any of them and to obtain firm any such Government or State Authority, any rights, privileges and concessions which may seem conducive to the Company's objects or any of them.
- 14) To be interested in, promote and undertake the formation and establishment of such institutions, business pools, combines, syndicates, as may be considered to be conductive to the interest of the company, to and acquire, promote or subsidize any industry or undertaking and to carry on any other allied business 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.
- 15) 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, which this Company is authorized to carry on an to purchase, acquire, apply to hold, sell and deal in shares, stock, debentures or debenture? stock of any such person firm or Company 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.
- 16) To pay all the costs, charges and exposes of and incidental to the promotion and formation, registration and establishment of the Company and issue of its capital including 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.
- 17) To distribute the properties of the Company amongst the members in specie or in kind consequent upon the winding-up of the Company.
- 18) To buy, build, lease or otherwise acquire lands, buildings and other immovable property and to sell, lease, mortgage or hypothecate of otherwise dispose of all or any of the properties and assets of the Company may think fit.

[19] Subject to the provisions of the Companies Act, 2013, to invest, apply for, acquire or otherwise employ moneys belongings to 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. 4. The liability of the member(s) is limited and this liability is limited to the amount unpaid, if any, on the shares held by them. rupees, divided into, 5. The share capital of the company is 1.000,000.00 rupees each .and shares of 10.00 100,000.00 Equity We, the several persons, whose names and addresses are subscribed, are desirous of being formed 6 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 against our respective names: I, whose name and address is given below, am desirous of forming a company in pursuance of this memorandum of association and agree to take all the shares in the capital of the company (Applicable in case of one person company):

S.No.			Subscriber Details	T			i -	
	Name, Address, Description and	Occupation	DIN/PAN/Passport Number	No. of s	shares	DSC	Dated	
	JASWINDAR KOUR D/O NIRMAL SIN ROAD NO 2, POST OFFICE RD, ZON BIRSANAGAR, JAMSHEDPUR, JHARI	E NO-4,	BCEPK6431Q	5,000	Equity	JASWI Jagned by JASWINDAR NDAR NOUR 2022/10/06 KOUR 13:16:20	05/10/22	
2	OCCUPATION - BUSINESS HARJINDER SINGH S/O SIMRAT SIN	GH, ADDRESS - H	BHHPS4733F	5,000	Equity	HARJI signed by HARJINDER	05/10/22	
	NO 12, ROAD NO 02, ZONE 04, BIRS GOVINDPUR, JAMSHEDPUR, JHARK OCCUPATION - BUSINESS				Preference	NDER SINGH 202210.05 SINGH 13:16:42 +05:30'	M.	
		and the second s		10,000.0	Equity		2	
	Total Sha	res taken			Preference			
		: S	Signed before Me					
Name		Address, Descripti	ion and Occupation	Numb	ership	DSC	Dated	_
ACMA	ABHISHEK KUMAR DAN	D102/1 UTTARAYAI MUKUL BOSE ROAE NAKTALA, KOLKAT/ 700047 PRACTICING MANAGEMNET ACC	A WEST BENGAL G COST AND	46532		ABHIS signed by HEK AUMAR KUMA Char. R DAN 133122-10, 133122-10, 13312	05/10/22	
			Set.					

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Check Form

[Pursuant to Schedule I (see Sections 4 and 5) to the Companies Act, 2013)] FORM NO. INC-34

## SPICe+AOA

(e-Articles of Association)

*Table	F F	as n	otified under schedule I of the companies Act, 2013 is applicable to the company
			JASWINDAR HARJINDER DEVELOPERS PRIVATE LIMITED
	`		A COMPANY LIMITED BY SHARES
not appl icab	ck if alter	Articl e No	Description
le			Interpretation
		1	<ul> <li>(1) In these regulations- <ul> <li>(a) "the Act" means the Companies Act, 2013,</li> <li>(b) "the seal" means the common seal of the company.</li> </ul> </li> <li>(2) Unless the context otherwise requires, words or expressions contained in these regulations shall bear the same meaning as in the Act or any statutory modification thereof in force at the date at which these regulations become binding on the company.</li> </ul>
			Share capital and variation of rights
		11 1	Subject to the provisions of the Act and these Articles, the shares in the capital of the company shall be under the control of the Directors who may issue, allot or otherwise dispose of the same or any of them to such persons, in such proportion and on such terms and conditions and either at a premium or at par and at such time as they may from time to time think fit.
		2	(i) Every person whose name is entered as a member in the register of which it within two months after incorporation, in case of subscribers to the memorandum or after allotment or within one month after the application for the registration of transfer or transmission or within such other period as the conditions of issue shall be provided,—  (a) one certificate for all his shares without payment of any charges; or  (b) several certificates, each for one or more of his shares, upon payment of twenty rupees for each certificate after the first.  (ii) Every certificate shall be under the seal and shall specify the shares to which it relates and the amount
			paid-up thereon.  (iii) In respect of any share or shares held jointly by several persons, the company shall not be bound to issue more than one certificate, and delivery of a certificate for a share to one of several joint holders shall be sufficient delivery to all such holders
		3	(i) If any share certificate be worn out, defaced, mutilated of torn of it there of the company, a new certificate may be endorsement of transfer, then upon production and surrender thereof to the company, a new certificate in lieu thereof, and if any certificate is lost or destroyed then upon proof thereof to the satisfaction of the issued in lieu thereof, and if any certificate is lost or destroyed then upon proof thereof to the satisfaction of the company and on execution of such indemnity as the company deem adequate, a new certificate in lieu thereof shall be given. Every certificate under this Article shall be issued on payment of twenty rupees for each
			(ii) The provisions of Articles (2) and (3) shall mutalis mutalis mutalis apply to describe any share upon any
		4	trust, and the company shall not be bound by, or be compened in any share, or any interest in any fractional notice thereof) any equitable, contingent, future or partial interest in any share, or any interest in any fractional notice thereof) any equitable, contingent, future or partial interest in any share, or any interest in any fractional notice thereof any other rights in part of a share, or (except only as by these regulations or by law otherwise provided) any other rights in
		5	(i) The company may exercise the powers of paying commission below the provided that the rate per cent or the amount of the commission paid or agreed to be paid shall be disclosed in the manner required by that section and rules made thereunder.  The company may exercise the powers of paying commission paid or agreed to be paid shall be disclosed in the provided that the rate per cent or the provided that the commission shall not exceed the rate or amount prescribed in rules made under

	1	1	(iii) The commission may be satisfied by the payment of cash or the allotment of fully or partly paid shares or
			partly in the one way and partly in the other.
-	-	-	(i) If at any time the share capital is divided into different classes of shares, the rights attached to any class
			(i) If at any time the share capital is divided into different classes of shares, the rights attached to any class
			(unless otherwise provided by the terms of issue of the shares of that class) may, subject to the provisions of
			section 48, and whether or not the company is being wound up, be varied with the consent in writing of the
		6	holders of three-fourths of the issued shares of that class, or with the sanction of a special resolution passed at
			a separate meeting of the holders of the shares of that class.
			(ii) To every such separate meeting, the provisions of these regulations relating to general meetings shall
			mutatis mutandis apply, but so that the necessary quorum shall be at least two persons holding at least one-
			third of the issued shares of the class in question.
	+	+	The rights conferred upon the holders of the shares of any class issued with preferred or other rights shall not,
		7	unless otherwise expressly provided by the states of any class issued with preferred or other rights shall not,
		/	unless otherwise expressly provided by the terms of issue of the shares of that class, be deemed to be varied
	-		by the creation or issue of further shares ranking pari passu therewith.
	[		Subject to the provisions of section 55, any preference shares may, with the sanction of an ordinary resolution,
		8	be issued on the terms that they are to be redeemed on such terms and in such manner as the company
			before the issue of the shares may, by special resolution, determine.
			Lien
F1			(i) The company shall have a first and paramount lien-
L_J			(a) on every share (not being a fully paid share), for all monies (whether presently payable or not)
,			called, or payable at a fixed time, in respect of that share; and
			(b) on all shares (not being fully paid shares) standing registered in the name of a single person, for all
		9	monies presently payable by him or his estate to the company:
		3	
			Provided that the Board of directors may at any time declare any share to be wholly or in part exempt from the provisions of this clause.
			(ii) The company?s lien, if any, on a share shall extend to all dividends payable and bonuses declared from
			time to time in respect of such shares.
			The company may sell, in such manner as the Board thinks fit, any shares on which the company has a lien:
			Provided that no sale shall be made-
		10	(a) unless a sum in respect of which the lien exists is presently payable; or
			(b) until the expiration of fourteen days after a notice in writing stating and demanding payment of such
			part of the amount in respect of which the lien exists as is presently payable, has been given to the registered
			holder for the time being of the share or the person entitled thereto by reason of his death or insolvency.
,			(i) To give effect to any such sale, the Board may authorise some person to transfer the shares sold to the
			purchaser thereof.
		- 11	(ii) The purchaser shall be registered as the holder of the shares comprised in any such transfer.
			(iii) The purchaser shall not be bound to see to the application of the purchase money, nor shall his title to the
			shares be affected by any irregularity or invalidity in the proceedings in reference to the sale.
	-		(i) The proceeds of the sale shall be received by the company and applied in payment of such part of the
		12	amount in respect of which the lien exists as is presently payable.
			(ii) The residue, if any, shall, subject to a like lien for sums not presently payable as existed upon the shares
			before the sale, be paid to the person entitled to the shares at the date of the sale.
			Calls on shares
			(i) The Board may, from time to time, make calls upon the members in respect of any monies unpaid on their
			shares (whether on account of the nominal value of the shares or by way of premium) and not by the
			conditions of allotment thereof made payable at fixed times:
			Provided that no call shall exceed one-fourth of the nominal value of the share or be payable at less than one
		13	month from the date fixed for the payment of the last preceding call.
			(ii) Each member shall, subject to receiving at least fourteen days? notice specifying the time or times and
			place of payment, pay to the company, at the time or times and place so specified, the amount called on his
			shares.
			(iii) A call may be revoked or postponed at the discretion of the Board.
			A call shall be deemed to have been made at the time when the resolution of the Board authorizing the call
		14	was passed and may be required to be paid by instalments.
			was passed and may be required to be paid by installieflits.
			The joint holders of a share shall be jointly and severally liable to pay all calls in respect thereof.
		15	
			(i) If a sum called in respect of a share is not paid before or on the day appointed for payment thereof, the
			person from whom the sum is due shall pay interest thereon from the day appointed for payment thereof to the
لـــا			
			time of actual payment at ten per cent per annum or at such lower rate, if any, as the Board may determine.
l l			(ii) The Board shall be at liberty to waive payment of any such interest wholly or in part.

			(i) Any sum which by the terms of issue of a share becomes payable on allotment or at any fixed date, whether
			on account of the nominal value of the share or by way of premium, shall, for the purposes of these regulations, be deemed to be a call duly made and payable on the date on which by the terms of issue such
			sum becomes payable.  (ii) In case of non-payment of such sum, all the relevant provisions of these regulations as to payment of interest and expenses, forfeiture or otherwise shall apply as if such sum had become payable by virtue of a call duly made and notified.
	'n		The Board- (a) may, if it thinks fit, receive from any member willing to advance the same, all or any part of the monies
			and unneid upon any shares held by him; and
		18	(b) upon all or any of the monies so advanced, may (until the same would, but for such advance, become
	-	27.0	presently payable) pay interest at such rate not exceeding, unless the company in general meeting shall otherwise direct, twelve per cent per annum, as may be agreed upon between the Board and the member
			paying the sum in advance.
			Transfer of shares
			(i) The instrument of transfer of any share in the company shall be executed by or on behalf of both the
		19	transferor and transferee. (ii) The transferor shall be deemed to remain a holder of the share until the name of the transferee is entered in
			the register of members in respect thereof
			The Board may subject to the right of appeal conferred by section 58 decline to register-
	$  \cup  $	20	(a) the transfer of a share, not being a fully paid share, to a person of whom they do not approve; or (b) any transfer of shares on which the company has a lien.
-			The second of th
			1/2) the instrument of transfor is in the form as prescribed in rules made under sup-section (1) of section 50,
		21	(a) the instrument of transfer is in the form as presented in the form as presented in transfer is accompanied by the certificate of the shares to which it relates, and such other evidence as the Board may reasonably require to show the right of the transferor to make the transfer; and
			I/a) the instrument of transfer is in respect at only one class of spaces.
			To a siving not less than seven days? previous notice in accordance with section 91 and rules made thereunder,
		00	the registration of transfers may be suspended at such times and for such periods as the Board may from time to time determine:
		22	Provided that such registration shall not be suspended for more than thirty days at any one time or for more
			than forty-five days in the aggregate in any year.
			Transmission of shares
			(i) On the death of a member, the survivor or survivors where the member was a joint holder, and his nominee or nominees or legal representatives where he was a sole holder, shall be the only persons recognised by the
		23	language having any title to his interest in the shares
		23	(ii) Nothing in clause (i) shall release the estate of a deceased joint holder from any liability in respect of any
			labora which had been jointly held by him with other persons.
			(i) Any person becoming entitled to a share in consequence of the death or insolvency of a member may, upon such evidence being produced as may from time to time properly be required by the Board and subject as
			hereinafter provided, elect, either-
		24	(a) to be registered himself as holder of the share: Or
			(a) to be registered himself as holder of the share as the deceased or insolvent member could have made.  (b) to make such transfer of the share as the deceased or insolvent member could have made.  (ii) The Board shall, in either case, have the same right to decline or suspend registration as it would have had,
			list the deceased or insolvent member had transferred the share petore his death of insolvency.
	<b>†</b>		(i) If the person so becoming entitled shall elect to be registered as holder of the share himself, he shall deliver
			or send to the company a notice in writing signed by him stating that he so elects.  (ii) If the person aforesaid shall elect to transfer the share, he shall testify his election by executing a transfer of
			the chara
		25	with a limitations, rostrictions and provisions of these regulations relating to the right to transfer and the
			registration of transfers of shares shall be applicable to any such notice or transfer as aforesaid as if the death or insolvency of the member had not occurred and the notice or transfer were a transfer signed by that
			wa engla out
	+	-	A necessity and the a share by reason of the death or insolvency of the holder shall be entitled to the
			leaves dividende and other advantages to which he would be entitled if he well the registered holder of the
			same dividends and other advantages to which he would be with the work of the share, be entitled in share, except that he shall not, before being registered as a member in respect of the share, be entitled in respect of it to exercise any right conferred by membership in relation to meetings of the company:
		26	In the Hand the Deard may at any time dive notice requiring any such below to be regional or
			It is the transfer the chard and it the notice is not complied with within hincly days, the board may
			thereafter withhold payment of all dividends, bonuses or other monies payable in respect of the share, until the requirements of the notice have been complied with.
1	1	1	requirements of the flotice have been complication.

		Forfeiture of shares
	27	If a member fails to pay any call, or instalment of a call, on the day appointed for payment thereof, the Board may, at any time thereafter during such time as any part of the call or instalment remains unpaid, serve a notice on him requiring payment of so much of the call or instalment as is unpaid, together with any interest which may have accrued.
	28	The notice aforesaid shall-  (a) name a further day (not being earlier than the expiry of fourteen days from the date of service of the notice) on or before which the payment required by the notice is to be made; and  (b) state that, in the event of non-payment on or before the day so named, the shares in respect of which the call was made shall be liable to be forfeited.
	29	If the requirements of any such notice as aforesaid are not complied with, any share in respect of which the notice has been given may, at any time thereafter, before the payment required by the notice has been made, be forfeited by a resolution of the Board to that effect.
	30	(i) A forfeited share may be sold or otherwise disposed of on such terms and in such manner as the Board thinks fit. (ii) At any time before a sale or disposal as aforesaid, the Board may cancel the forfeiture on such terms as it thinks fit.
	31	<ul> <li>(i) A person whose shares have been forfeited shall cease to be a member in respect of the forfeited shares, but shall, notwithstanding the forfeiture, remain liable to pay to the company all monies which, at the date of forfeiture, were presently payable by him to the company in respect of the shares.</li> <li>(ii) The liability of such person shall cease if and when the company shall have received payment in full of all such monies in respect of the shares.</li> </ul>
	32	(i) A duly verified declaration in writing that the declarant is a director, the manager or the secretary, of the company, and that a share in the company has been duly forfeited on a date stated in the declaration, shall be conclusive evidence of the facts therein stated as against all persons claiming to be entitled to the share; (ii) The company may receive the consideration, if any, given for the share on any sale or disposal thereof and may execute a transfer of the share in favour of the person to whom the share is sold or disposed of; (iii) The transferee shall thereupon be registered as the holder of the share; and (iv) The transferee shall not be bound to see to the application of the purchase money, if any, nor shall his title to the share be affected by any irregularity or invalidity in the proceedings in reference to the forfeiture, sale or disposal of the share.
	33	The provisions of these regulations as to forfeiture shall apply in the case of nonpayment of any sum which, by the terms of issue of a share, becomes payable at a fixed time, whether on account of the nominal value of the share or by way of premium, as if the same had been payable by virtue of a call duly made and notified.
		Alteration of capital
	34	The company may, from time to time, by ordinary resolution increase the share capital by such sum, to be divided into shares of such amount, as may be specified in the resolution.
	35	Subject to the provisions of section 61, the company may, by ordinary resolution,-  (a) consolidate and divide all or any of its share capital into shares of larger amount than its existing shares;  (b) convert all or any of its fully paid-up shares into stock, and reconvert that stock into fully paid-up shares of any denomination;  (c) sub-divide its existing shares or any of them into shares of smaller amount than is fixed by the memorandum;  (d) cancel any shares which, at the date of the passing of the resolution, have not been taken or agreed to be taken by any person.
	36	Where shares are converted into stock,-  (a) the holders of stock may transfer the same or any part thereof in the same manner as, and subject to the same regulations under which, the shares from which the stock arose might before the conversion have been transferred, or as near thereto as circumstances admit:  Provided that the Board may, from time to time, fix the minimum amount of stock transferable, so, however, that such minimum shall not exceed the nominal amount of the shares from which the stock arose.  (b) the holders of stock shall, according to the amount of stock held by them, have the same rights, privileges and advantages as regards dividends, voting at meetings of the company, and other matters, as if they held the shares from which the stock arose; but no such privilege or advantage (except participation in the dividends and profits of the company and in the assets on winding up) shall be conferred by an amount of stock which would not, if existing in shares, have conferred that privilege or advantage.  (c) such of the regulations of the company as are applicable to paid-up shares shall apply to stock and the words "share" and "shareholder" in those regulations shall include "stock" and "stock-holder" respectively.  The company may, by special resolution, reduce in any manner and with, and subject to, any incident
	37	authorised and consent required by law,-  (a) its share capital;

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			(b) any capital redemption reserve account; or (c) any share premium account.
	· ·		Capitalisation of profits
	· .	38	(i) The company in general meeting may, upon the recommendation of the Board, resolve- (a) that it is desirable to capitalise any part of the amount for the time being standing to the credit of any of the company?s reserve accounts, or to the credit of the, profit and loss account, or otherwise available for distribution; and (b) that such sum be accordingly set free for distribution in the manner specified in clause (ii) amongst the members who would have been entitled thereto, if distributed by way of dividend and in the same proportions. (ii) The sum aforesaid shall not be paid in cash but shall be applied, subject to the provision contained in clause (iii), either in or towards- (A) paying up any amounts for the time being unpaid on any shares held by such members respectively; (B) paying up in full, unissued shares of the company to be allotted and distributed, credited as fully paid-up, to and amongst such members in the proportions aforesaid; (C) partly in the way specified in sub-clause (A) and partly in that specified in sub-clause (B); (D) A securities premium account and a capital redemption reserve account may, for the purposes of this regulation, be applied in the paying up of unissued shares to be issued to members of the company as fully paid bonus shares; (E) The Board shall give effect to the resolution passed by the company in pursuance of this regulation.
		39	(i) Whenever such a resolution as aforesaid shall have been passed, the Board shall- (a) make all appropriations and applications of the undivided profits resolved to be capitalised thereby, and all allotments and issues of fully paid shares if any; and (b) generally do all acts and things required to give effect thereto. (ii) The Board shall have power- (a) to make such provisions, by the issue of fractional certificates or by payment in cash or otherwise as it thinks fit, for the case of shares becoming distributable in fractions; and (b) to authorise any person to enter, on behalf of all the members entitled thereto, into an agreement with the company providing for the allotment to them respectively, credited as fully paid-up, of any further shares to which they may be entitled upon such capitalisation, or as the case may require, for the payment by the company on their behalf, by the application thereto of their respective proportions of profits resolved to be capitalised, of the amount or any part of the amounts remaining unpaid on their existing shares; (iii) Any agreement made under such authority shall be effective and binding on such members.
			Buy-back of shares
		40	Notwithstanding anything contained in these articles but subject to the provisions of sections 68 to 70 and any other applicable provision of the Act or any other law for the time being in force, the company may purchase its own shares or other specified securities.
			General meetings
		41	All general meetings other than annual general meeting shall be called extraordinary general meeting.
		42	(i) The Board may, whenever it thinks fit, call an extraordinary general meeting. (ii) If at any time directors capable of acting who are sufficient in number to form a quorum are not within India, any director or any two members of the company may call an extraordinary general meeting in the same manner, as nearly as possible, as that in which such a meeting may be called by the Board.
			Proceedings at general meetings
		43	(i) No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business.  (ii) Save as otherwise provided herein, the quorum for the general meetings shall be as provided in section 103.
		44	The chairperson, if any, of the Board shall preside as Chairperson at every general meeting of the company.
		45	If there is no such Chairperson, or if he is not present within fifteen minutes after the time appointed for holding the meeting, or is unwilling to act as chairperson of the meeting, the directors present shall elect one of their members to be Chairperson of the meeting.
		46	If at any meeting no director is willing to act as Chairperson or if no director is present within fifteen minutes after the time appointed for holding the meeting, the members present shall choose one of their members to be Chairperson of the meeting.
			Adjournment of meeting

			(i) The Chairperson may, with the consent of any meeting at which a quorum is present, and shall, if so
		TE .	directed by the meeting, adjourn the meeting from time to time and from place to place.
			(ii) No business shall be transacted at any adjourned meeting other than the business left unfinished at the
		47	meeting from which the adjournment took place.
		47	(iii) When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in
			the case of an original meeting.
`			(iv) Save as aforesaid, and as provided in section 103 of the Act, it shall not be necessary to give any notice of
			an adjournment or of the business to be transacted at an adjourned meeting.
			Voting rights
			Subject to any rights or restrictions for the time being attached to any class or classes of shares,-
	$\neg$		(a) on a show of hands, every member present in person shall have one vote; and
	Ш	48	(b) on a poll, the voting rights of members shall be in proportion to his share in the paid-up equity share capital
			of the company.
			A member may Cercise his vote at a meeting by electronic means in accordance with section 108 and shall
		49	vote only once.
			(i) In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders.
		50	(ii) For this purpose, seniority shall be determined by the order in which the names stand in the register of
			members.
			A member of unsound mind, or in respect of whom an order has been made by any court having jurisdiction in
		51	lunacy, may vote, whether on a show of hands or on a poil, by his committee or other legal guardian, and any
	البا	ŲΙ	such committee or quardian may, on a poll, vote by proxy.
			Any business other than that upon which a poll has been demanded may be proceeded with, pending the
		52	taking of the poll.
			No member shall be entitled to vote at any general meeting unless all calls or other sums presently payable by
		53	him in respect of shares in the company have been paid
			517.
			(i) No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at
	Ш		which the vote objected to is given or tendered, and every vote not disallowed at such meeting shall be valid
		54	for all purposes.  (ii) Any such objection made in due time shall be referred to the Chairperson of the meeting, whose decision
			shall be final and conclusive.
			Proxy
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		the section 98 with regard to the keeping of a foreign							
		The company may exercise the powers conferred on it by section 88 with regard to the keeping of a foreign register; and the Board may (subject to the provisions of that section) make and vary such regulations as it may thinks fit respecting the keeping of any such register.							
	62	May thinks fit respecting the keeping of any such register.  All cheques, promissory notes, drafts, hundis, bills of exchange and other negotiable instruments, and all receipts for monies paid to the company, shall be signed, drawn, accepted, endorsed, or otherwise executed, as the case may be, by such person and in such manner as the Board shall from time to time by resolution determine.							
	63	Every director present at any meeting of the Board or of a committee thereof shall sign his name in a book to be kept for that purpose.							
	64	i) Subject to the provisions of section 149, the Board shall have power at any time, and from time to time, appoint a person as an additional director, provided the number of the directors and additional directors ogether shall not at any time exceed the maximum strength fixed for the Board by the articles.  ii) Such person shall hold office only up to the date of the next annual general meeting of the company bushall be eligible for appointment by the company as a director at that meeting subject to the provisions of the company as a director at the provisions of the company as a director at the meeting subject to the provisions of the company as a director at the provisions of the company as a director at the provisions of the company as a director at the provisions of the company as a director at the provisions of the company as a director at the provisions of the company as a director at the provisions of the company as a director at the provisions of the company as a director at the provisions of the company as a director at the provisions of the company as a director at the provisions of the company as a director at the provisions of the company as a director at the provisions of the company as a director at the provisions of the company as a director at the provisions of the company as a director at the provisions of the company as a director at the provisions are the provisions and the provisions are the provisions at the provisions are the provisions at the provisions are the provisions are the provisions at the provisions are the provi							
		Proceedings of the Board							
_		(i) The Board of Directors may meet for the conduct of business, adjourn and otherwise regulate its meetings,							
	65	as it thinks fit.  (ii) A director may, and the manager or secretary on the requisition of a director shall, at any time, summon a meeting of the Board.							
$\Box$	00	(i) Save as otherwise expressly provided in the Act, questions arising at any meeting of the Board Shall be							
	66	I any snall have a second of the Roard it any snall have a second of casting vote.							
	67	The continuing directors may act notwithstanding any vacancy in the Board; but, if and so long as their number is reduced below the quorum fixed by the Act for a meeting of the Board, the continuing directors or director may act for the purpose of increasing the number of directors to that fixed for the quorum, or of summoning a general meeting of the company, but for no other purpose.							
	68	(i) The Board may elect a Chairperson of its meetings and determine the period for which the is to hold office.  (ii) If no such Chairperson is elected, or if at any meeting the Chairperson is not present within five minutes after the time appointed for holding the meeting, the directors present may choose one of their number to be							
	69	(i) The Board may, subject to the provisions of the Act, delegate any of its powers to committees consisting of such member or members of its body as it thinks fit.  (ii) Any committee so formed shall, in the exercise of the powers so delegated, conform to any regulations that may be imposed on it by the Board.							
	70	(i) A committee may elect a Chairperson of its meetings.  (ii) If no such Chairperson is elected, or if at any meeting the Chairperson is not present within five minutes after the time appointed for holding the meeting, the members present may choose one of their members to be Chairperson of the meeting.							
	71	(i) A committee may meet and adjourn as it thinks fit.  (ii) Questions arising at any meeting of a committee shall be determined by a majority of votes of the members are and in case of an equality of votes, the Chairperson shall have a second or casting vote.							
	72	All acts done in any meeting of the Board or of a committee thereof or by any person acting as a director, shair, notwithstanding that it may be afterwards discovered that there was some defect in the appointment of any one or more of such directors or of any person acting as aforesaid, or that they or any of them were disqualified, be as yalid as if every such director or such person had been duly appointed and was qualified to be a director.							
	73	Save as otherwise expressly provided in the Act, a resolution in writing, signed by all the members of the Board or of a committee thereof, for the time being entitled to receive notice of a meeting of the Board or committee, shall be valid and effective as if it had been passed at a meeting of the Board or committee, duly convened and held.							
		Chief Executive Officer, Manager, Company Secretary or Chief Financial Officer							
	74	means of a resolution of the Board; (ii) A director may be appointed as chief executive officer, manager, company secretary or chief financial officer.							
	75	A provision of the Act or these regulations requiring or authorising a thing to be done by or to a director and chief executive officer, manager, company secretary or chief financial officer shall not be satisfied by its being done by or to the same person acting both as director and as, or in place of, chief executive officer, manager, company secretary or chief financial officer.							

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			The Seal
		76	i) The Board shall provide for the safe custody of the seal. (ii) The seal of the company shall not be affixed to any instrument except by the authority of a resolution of the Board or of a committee of the Board authorised by it in that behalf, and except in the presence of at least two directors and of the secretary or such other person as the Board may appoint for the purpose; and those two directors and the secretary or other person aforesaid shall sign every instrument to which the seal of the company is so affixed in their presence.
			Dividends and Reserve
		77	The company in general meeting may declare dividends, but no dividend shall exceed the amount recommended by the Board.
		78	Subject to the provisions of section 123, the Board may from time to time pay to the members such interim dividends as appear to it to be justified by the profits of the company.
		79	(i) The Board may, before recommending any dividend, set aside out of the profits of the company such sums as it thinks fit as a reserve or reserves which shall, at the discretion of the Board, be applicable for any purpose to which the profits of the company may be properly applied, including provision for meeting contingencies or for equalizing dividends; and pending such application, may, at the like discretion, either be employed in the business of the company or be invested in such investments (other than shares of the company) as the Board may, from time to time, thinks fit.  (ii) The Board may also carry forward any profits which it may consider necessary not to divide, without setting them aside as a reserve.
		80	<ul> <li>(i) Subject to the rights of persons, if any, entitled to shares with special rights as to dividends, all dividends shall be declared and paid according to the amounts paid or credited as paid on the shares in respect whereof the dividend is paid, but if and so long as nothing is paid upon any of the shares in the company, dividends may be declared and paid according to the amounts of the shares.</li> <li>(ii) No amount paid or credited as paid on a share in advance of calls shall be treated for the purposes of this regulation as paid on the share.</li> <li>(iii) All dividends shall be apportioned and paid proportionately to the amounts paid or credited as paid on the shares during any portion or portions of the period in respect of which the dividend is paid; but if any share is issued on terms providing that it shall rank for dividend as from a particular date such share shall rank for dividend accordingly.</li> </ul>
		81	The Board may deduct from any dividend payable to any member all sums of money, if any, presently payable by him to the company on account of calls or otherwise in relation to the shares of the company.
			(i) Any dividend interest or other monies payable in cash in respect of shares may be paid by cheque or warrant sent through the post directed to the registered address of the holder or, in the case of joint holders, to the registered address of that one of the joint holders who is first named on the register of members, or to such person and to such address as the holder or joint holders may in writing direct.  (ii) Every such cheque or warrant shall be made payable to the order of the person to whom it is sent.
			Any one of two or more joint holders of a share may give effective receipts for any dividends, bonuses or other monies payable in respect of such share.
			Notice of any dividend that may have been declared shall be given to the persons entitled to share therein in the manner mentioned in the Act.
		85	No dividend shall bear interest against the company.
			Accounts
		86	(i) The Board shall from time to time determine whether and to what extent and at what times and places and under what conditions or regulations, the accounts and books of the company, or any of them, shall be open to the inspection of members not being directors.  (ii) No member (not being a director) shall have any right of inspecting any account or book or document of the company except as conferred by law or authorised by the Board or by the company in general meeting.
	0.		Winding up
`		87	Subject to the provisions of Chapter XX of the Act and rules made thereunder- (i) If the company shall be wound up, the liquidator may, with the sanction of a special resolution of the company and any other sanction required by the Act, divide amongst the members, in specie or kind, the whole or any part of the assets of the company, whether they shall consist of property of the same kind or not. (ii) For the purpose aforesaid, the liquidator may set such value as he deems fair upon any property to be divided as aforesaid and may determine how such division shall be carried out as between the members or different classes of members.

			the whole or any part of such assets in trustees upon such
			(iii) The liquidator may, with the like sanction, vest the whole or any part of such assets in trustees upon such trusts for the benefit of the contributories if he considers necessary, but so that no member shall be compelled to accept any shares or other securities whereon there is any liability.
,			Indemnity
		88	Every officer of the company shall be indemnified out of the assets of the company against any liability incurred by him in defending any proceedings, whether civil or criminal, in which judgment is given in his favour or in which he is acquitted or in which relief is granted to him by the court or the Tribunal.
			Others
			Company The Company is a Private Company within the meaning of Sub-section (68) of Section 2 of the Companies Act, 2013 and shall have a minimum paid-up capital as may be prescribed by the Companies Act, 2013, and which by its articles -
-			(i) Restricts the right to transfer its shares; (ii) except in case of One Person Company, limits the number of its members to two hundred:
			Provided that where two or more persons hold one or more shares in a company jointly, they shall, for the purposes of this clause, be treated as a single member:
			Provided further that-
			A. Persons who are in the employment of the company; and B. Persons who, having been formerly in the employment of the company, were members of the company while in that employment and have continued to be members after the employment ceased, Shall not be included in the number of members; and
			(iii) prohibits any invitation to the public to subscribe for any securities of the company.
		89	Director The Company shall have not less than two and not more than Fifteen Directors including all kinds of Directors.
	.		The first Directors of the Company are:  1. JASWINDAR KOUR  2. HARJINDER SINGH
			The directors are permanent director and are not liable to retire by rotation and shall cease to be directors in case of death, resignation or disqualification.
			Private Placement of Securities Without prejudice to the provisions of section 26 and section 42, a company may, subject to the provisions of this section, make private placement through issue of a private placement offer letter.
			Private Placement" means any offer of securities or invitation to subscribe securities to a select group of persons by a company or sophisticated investors (other than by way of public offer) through issue of a Private Placement Offer Letter and which satisfies the conditions specified in this section.
			The offer of securities or invitation to subscribe securities, shall be made to such number of persons not exceeding fifty (50) or such higher number as may be prescribed, [excluding Qualified Institutional Buyers and employees of the company being offered securities under a scheme of employees stock option as per provisions of clause (b) of sub-section (1) of section 62], in a financial year and on such conditions (including the form and manner of Private Placement) as may be prescribed.

	•			Subscriber Details				6
S. NO	Name, Address	s, Descript	i זיח and Occupation	DIN/PAN/Passport Plac		e	DSC	Dated
	JASWINDAR KOUF ROAD NO 2, P BIRSANAGAR, 831004, OCCUPA	OST OFFI			JAMSHEDPUR		NDAR (COUR )2022-10.08 (OUR 13:19.43 -09590	05/10/2022
2	HARJINDER SINGI H NO 12, ROAD	H S/O SIMI NO 02, ZO PUR, JAMS	RAT SINGH, ADDRESS ONE 04, BIRSANAGAR, SHEDPUR, JHARKHAND SINESS		JAMSHEDP		HARJIN Digitally signed by HARJING PARTIES PAR	05/10/2022
			S	igned Before Me		,		
	Name		Address, Description	and Occupation	DIN/PAN/ Passport Number/ Membership Number	Place	DSC	Dated
ACN	ABHISHEK DAN	KUMAR	D102/1 UTTARAYAI SAHID MUKUL BOSE F IAKTALA, KOLKATA 700047 PRACTICING MANAGEMNET ACCOL	ROAD, RAMGARH, WEST BENGAL G COST AND	46532	JAMSHE DPUR	ABHIS HEK Collection of the Co	05/10/2022



