

THE COMPANIES ACT, 1956
PRIVATE COMPANY LIMITED BY SHARES
MEMORANDUM OF ASSOCIATION
OF

LA-ELIXIR AASSHIYAN ESTATE DEVELOPERS PRIVATE LIMITED

- I. The name of the is "LA-ELIXIR AASHIYAN ESTATE DEVELOPERS PRIVATE LIMITED"
- II. The Registered office of the company will be situated in the state of Bihar.
- III. The objects for which the company is established are :
 - (A) THE MAIN OBJECT TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION :-
 1. To manage land, building and other properties whether belonging to the company or not and to collect rents and income, and to supply tenants and occupiers and other refreshment, attendance, light, waiting rooms, reading rooms, electric conveniences and other advantages, and to acquire by purchase, lease, exchange, hire or otherwise develop or operate land, buildings, any estate or interest in and hereditaments of any tenure or description including agricultural land, mines, quarries, farms, gardens and any estate or interest therein and any right over or connected with land, buildings so situated and construct, develop or to turn the same to account as may seem expedient and in particular by preparing building sites, flats, houses, apartments, commercial complexes, by constructing, reconstructing, altering, improving, decorating, furnishing and maintaining offices, rooms, flats, houses, restaurants, markets, workshop, mills, factories, warehouses, cold storage, wharves, godowns, hotels, hostels, gardens, swimming pools, play-grounds, building, works and conveniences of all kinds and selling, leasing, hiring, otherwise deal with or disposing of the same and to act as architects, consultants, designers, developers, builders, contractors, agents, merchants and dealers in architects, building estate requisities and materials.
 2. To cultivate, grow, produce deal in any agriculture, vegetable or fruit products, and to carry on the businesses of farmers, dairymen, milk contractors, dairy farmers, millers, surveyors and vendors of mild products, condensed milk and powdered milk, cream, cheese, butter, poultry, fruits, vegetables, cash crops and provisions of all kinds, growers of and dealers in corn, hay and straw, seedsmen, and nurserymen and to buy, sell, manufacture and trade in any goods usually traded in any of the above business or any other such business as staple foods and medicinal preparations from milk, vegetable and animal products or any substitute for any of them associated with the farming interests. To carry on the business of cultivators, growers, manufacturers, millers, grinders, rollers, processors, coldstorers, canners and preservers and dealers of food grains and other agricultural dairy, horticultural and poultry products, fruits vegetables herbs, medicines,

For LA-ELIXIR AASHIYAN ESTATE
DEVELOPERS PRIVATE LIMITED

Sippy Singh
Director

For LA-ELIXIR AASHIYAN ESTATE
DEVELOPERS PRIVATE LIMITED

Barua nand Singh
Director

For LA-ELIXIR AASHIYAN ESTATE
DEVELOPERS PRIVATE LIMITED

Sippy Singh
Director

flowers, drinks, fluids, gas and fresh and preserveable products and to carry on the business of manufacture of and trading in preserved, dehydrated, and of converted agricultural products, fruits and vegetables, provisions of fruits dairy products and articles and other derivatives of all kinds and descriptions.

3. To carry on business as importers, exporters, distributors, C&F agents, wholesale and retail dealers in scientific laboratory, technical, cement, pharmaceuticals, drugs, medicine, chemicals, pesticides, pressed glassware, kitchenware, bottles, flasks, stoppers tumblers, mirrors and other varieties of glassware, steel furnace, rolling mill plant for producing steel and alloy steel, billers, ferrous, and non-ferrous material, cold or hot rolling, forging, draining, fish, fish products, seafoods of all kinds, draining, fish, fish products, seafoods of all kinds, meats, eggs, poultry and foods of all description, men's, women's and children's clothing and wearing apparel of every kind, nature and description including shirts, pyjama, suits, vest, underwears, suits, foundation, garments for ladies dresses, brassiers, maternity belts, know caps, coats, panties, nighties, hosiery goods of every kind including consumer products of every nature etc.
4. To carry on the business as travel, tourist and booking agents or contractors and so arrange or provide for space, bookings, tickets, reservations to tourists and travelling public or for goods and livestock, for travel or carriage by roadways, ropeways, railways, airways, waterways and make arrangements with airlines shipping or other concerns engaged in any - carriage or transport of passengers, live - stocks or goods in any manner and to arrange for boarding, lodging, guides, cars, and other transport carriers and various facilities needed by tourists, travelling public, passengers and other person and concerns engaged in or desiring transport of goods, live-stocks or passengers.

(B) OBJECTS INCIDENTAL OR ANCILLARY TO ATTAINMENT OF THE MAIN OBJECTS :-

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| <ol style="list-style-type: none"> 1. To purchase, lease or take on lease, hire, construct, develop, let out, exchange, sale, word of deal in land, building, flats and to manufacture, assemble, export, import and deal in products and by products, raw the company is authorised to carry on business. 2. To acquire or otherwise undertake the whole or any part of the business, assets and liabilities of any person/persons or firm/firms or company/companies. 3. To promote, form or acquire any Company and to transfer to any such company any property of this Company. 4. Subject to the provisions of the Act, to amalgamate, enter into partnership or into any arrangement for sharing profits or losses, union of interest, cooperation, joint-venture, assistance or reciprocal concession or collaborate whether technical, financial or both with any person, firm or Company whether in India or outside carrying on or engaged in or about to carry on or engage in, any business or transaction which the Company is authorised to carry on or engage in, or which can be carried on in conjunction therewith or which is capable of being conducted so as to benefit the company or to take or otherwise acquire and hold shares, debentures or securities of any such other Company. 5. To invest and deal with the surplus money of the Company in such manner as may from time to time be determined by the directors. | <p>Construction manufacturing etc.</p> <p>Acquire and undertake business</p> <p>Promotion of Company</p> <p>Amalgamation and partnership</p> <p>Investment surplus money</p> |
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For LA-ELIXIR AASHIYAN DEVELOPERS PRIVATE LIMITED

Sippy Singh

For LA-ELIXIR AASHIYAN DEVELOPERS PRIVATE LIMITED

Bansu Randhawa

LA-ELIXIR AASHIYAN DEVELOPERS PRIVATE LIMITED

(Handwritten Signature)

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| <p>To sale, let, exchange or otherwise deal with the undertaking of the Company or any part thereof for such consideration as the Company may think fit and in particular for shares, debentures or securities or any similar to those of the Company.</p> | <p>Disposal of undertaking and property of Company</p> |
| <p>7. Subject to the provisions of the Act and directives issued by the RBI to receive on deposit at interest or otherwise lend money on mortgage of immovable property or on hypothecation or pledge of movable property or without any security to such persons or firms or body corporates on such terms as may seem expedient and to customers of and persons having dealings with the Company, but not amounting to any Banking business as defined under the Banking Regulation Act, 1949.</p> | <p>Lending money</p> |
| <p>8. To make, draw, accept, hold, endorse, issue and otherwise negotiate all kinds of negotiable or transferable securities and instruments including promissory notes, drafts, hundies, bills of exchange, bills of lading, debentures, and securities, issued by the State or Central Government in India or by any foreign Government and to carry on the business of share and stock brokers, but not do the business of Banking within the meaning of Banking Regulation Act, 1949.</p> | <p>Negotiable instrument</p> |
| <p>9. To borrow or raise or secure the payment of money in such manner as the Company shall think fit and by the issue of debentures perpetual or otherwise charges upon all or any of the Company's property, stock-in-trade and other movable or immovable assets and book debts and claims-inaction both present and future including its uncalled capital if any and to apply the same or any part thereof for all or any purpose of the company and to purchase, redeem or pay of any such securities.</p> | <p>Borrowing</p> |
| <p>10. To remunerate any person or company for services rendered or to be rendered in or about the formation or promotion of the company or conduct of its business or for otherwise assisting or rendering services directly or indirectly to the company.</p> | <p>Payment for services</p> |
| <p>11. To establish agencies or branches for the purchase and sale and manufacture goods of all description in India or elsewhere and to undertake the supervision of any company or companies having objects altogether or in part similar to those of this company.</p> | <p>Establishing agencies and branches</p> |
| <p>12. To manage, let, mortgage, sell, under let, or otherwise turn to account, or dispose of or deal with all or any part of the real or immovable and personal or movable property and rights of the company whenever and however acquired.</p> | <p>Properties</p> |
| <p>13. To open branches, sub office, depots and multiple shops in any state of India or outside India and to appoint agents, stockists, distributors, sub-distributors and brokers to procure orders, market or sell the products of the company or the goods of any other firm or company in which this company may be dealing.</p> | <p>Establishing business houses</p> |
| <p>14. To acquire from any person, firm or body corporate or unincorporate, whether in India or elsewhere, technical information know-how processes, engineering manufacturing, and operating data plans, layouts and blue prints useful for the design erection and operation of plant, machinery or apparatus required for attaining the main objects of the company and to acquire any grant of licence and other rights and benefits in connection therewith.</p> | <p>Technical information and know how</p> |
| <p>15. 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 render profitable any of the Company's property or which it may be advisable to undertake with a view to improving developing, rendering, valuable or turning to account any property</p> | <p>Carrying on of other business rights of</p> |

For LA-ELIXIR AASHIYAN
DEVELOPERS PRIVATE LIMITED

Sippy Singh
Director

For LA-ELIXIR AASHIYAN
DEVELOPERS PRIVATE LIMITED

Parvina Handa
Director

For LA-ELIXIR AASHIYAN
DEVELOPERS PRIVATE LIMITED

Director

deal or personnel belonging to the company or in 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 by through agents, sub contractors, trustees or otherwise.

16. To adopt such means of making known the products of the company as may seem expedient and in particular by advertising in the press or any other media by purchase, exhibition or reproduction of works of art of interest, by publication of books, pictures, and periodicals and by granting prizes, rewards and donations, or in such other manner as the company may deem desirable. Publicity
17. Subject to the provisions of the companies Act, 1956 to subscribe, to instal carry on medical assistance or hospital by investment or donation or guarantee money for any national, charitable, benevolent, public, general or useful objects or for any exhibition subject to the compliances of Central and State laws. Donations
18. Subject to the provisions of any law for the time being in force distribution among the members in specie any property of the Company, any proceeds of sale or disposal of any property of the company in the event of winding up. Distribution in species
19. To buy, repair, alter, improve, exchange, let out on hire, import, export and deal in all factories, works, plant, machinery, tools, utensils, appliances, apparatus products, materials substances, articles and things capable of being used in any business which articles and things capable of being used in any this company competent to carry on or which may seem capable of being profitable deal with in connection therewith and to experiment with, render marketable and deal in all products or residual any by products incidental to or obtained in any of the business carried on by the company and to do all such other things as may be deemed incidental or conducive to the attainment of the main objects of the Company or any of them. To do all things incidental

(C) OTHER OBJECTS NOT INCLUDED IN CLAUSES III (A) AND III (B) ABOVE

1. To render services as agents, commission agents, handling agents and in respect of after sales services, maintenance of machinery & equipments, order procurements for other parties, export, import, advisory services, liaison work and message, collection or delivery through any approved manner, represent foreign principals in India, for travel & vacation trip etc. Whether in India or abroad.
2. To carry on business of buyers, sellers, suppliers, merchants, traders, exporters, agents, representatives, dealers, producers, manufacturers, stockists, importers, packers, financiers or distributors of household, domestic, food articles, automobile, industrial component/ products, raw materials, commercial products & man made fibers, farm and forest products, goods, plant, machineries, equipments, apparatus, gadgets, appliances, accessories, spare parts or other merchandise including tea, coffee, jute and jute goods, textiles, cotton, cellulose or synthetic fibre, silk yarn, woolen goods, leather and leather goods, handicrafts, piece of arts, jewellery ornaments, marble & other stone, plastic, steel, rubber, chemical, engineering goods, metals, minerals, electronics, music and sports goods, cloth, dressed, garments, transport vehicles, food products, books, reading and educative materials, paper and paper products, tobacco and tobacco products.
3. To instal, run, hire, manufacture, purchase, sale, import, export and to deal in all kinds of computer hardware, software, to train, coach, form an institute of coaching (or school)

which may deal in any subject. To perform carry on the business of dish, Antenna and cable network. To produce, milk its derivatives by running dairy farm, poultry, Fisheries, Mushroom plantation, tree plantation etc. consumsibles, data processing machines, computers and other machinery items connected thereto and xerox machines, printers of all kinds and to deal in computerisation of accounts and other things connected there to and to run training centres in connection therewith and also to carry on the other things necessary for furthering and promoting business and also to act as commission agent in any of the above mentioned activities.

4. To carry on business as traders, dealers, whole-salers, retailers, makers, designers, combers, scourers, spinners, weavers, finishers, printers, dyers, and manufacturers, of readymade garments, yarns and fabrics of wool, cotton, jute, silk, rayon, nylon, terylene and other natural, synthetic, and / or manufactures of materials from the waste realised from the above mentioned products either on its own account or on commission and to carry on business as drapers and dealers of furnishing fabrics in all its branches as costumiers, readymade dress and mantle makers, silk mercers, makers and suppliers of clothing lingerie and trimmings of every kind, furriers, drapers, haberdashers, milliners, hosiers, gloves, lace - makers, feather dressers, felt makers, dealers in and manufacturer of yarns, fabrics and also to manufacture, deal in process natural starch and other sizing materials, substances of all kinds and compounds and others, substances either basic or intermediate required for the above mentioned product or products.
5. To carry on the business as printers, publishers, stationers, lithographers, electotypers, phonographers, printers, lithographers and engravers, die - sinkers, book binders, draftsman, paper and ink manufacturers envelope manufacturers, account book manufacturers, machine rules, numerical printers, bagmakers, cardboard manufacturers, ticket manufacturers, calenders and book - sellers dealers in playing, visiting, railway, festive, complimentary, wedding or other ceremonial cards or fancy cards valentines.
6. To acquire, improve, manage, work, develop, exercise all rights in respect of lease, sub-lease, mortgage, sell dispose of or turn to account and otherwise deal in property of all kinds movable and immovable, lands, buildings, undertaking, concession, licences, patents, business concerns and adventure.
7. To carry on the business of letting on hire or silling under hire purchase system of letting on hire or silling under hire purchase system or otherwise, on such terms and conditions as may be decided by the Board from time to time, automobiles and other vehicles of every kinds and description, material handling equipments and devices, plant machinery, tools, jigs and fixtures, office calculators, televisions, radios, transistors, electronic equipment of all kinds, fans, heaters coolers, airconditioners, refrigerators and other electrical appliances, telephones, and intercom systems, in any part of India or abroad.
8. i) To run, own manage, administer, Daignostic Centres, Nursing Homes, Sean Centers, Hospitals, Clinics, Dispensaries, Maternity Homes, Child Welfare and Family planning centre, Clinical Pathological testing laboratories, X-ray and ECG Clinics in India aborad.
ii) To acts Consultants and Advisers providing technical know-how technical services and allied services for the establishment operation and improvement of Nurshing Homes Hospitals, Clinics, Medical Institutions, Medical Centres, Diagnostic centres and Laboratories in India and aborad.

For LA-ELIXIR RASHMIYAN
DEVELOPERS PRIVATE LI

Sippy Singh
Director

For LA-ELIXIR RASHMIYAN LI
DEVELOPERS PRIVATE LI

Parmanand Singh

For LA-ELIXIR RASHMIYAN LI
DEVELOPERS PRIVATE LI

to carry on all or any of the business of transport, Ferry operators, oil tank operators, cartage and haulage contractors, Garages, Proprietors, service stations, spares and accessories shop, Owners and charters of road vehicles, aircrafts, ships, trucks, barges and boats of every description, Lighterage, Carriers of goods and passengers by road, rail, water or air carriers, cartage contractors, hauliers, warehousemen, store-keepers and jobmasters, And taxis, motor, omnibuses, tank lorries, coaches, Tankers, Tractors, combine harvesters, Trailers, trolleys and conveyances of all kinds and on such lines and routes as the company may think fit and to transport passengers and goods and generally to do business of common carriers, and to erect, hire, water work shops, garages, showroom, services stations, for display, repair, overhauling, assembly, coach or body building of motor cars, of tankers, tank lorries, heavy and medium motor vehicles, scooters, motorcycle, mopeds, vans, of any description and to carry on the business of electrical mechanical and automobile engineers.

B The liability of the members is limited.

C The **AUTHORISED SHARE CAPITAL** is Rs. 1,00,00,000/- (One crore) divided into 10,00,000 (Ten lacs) Equity Shares of Rs. 10/- (Rupees Ten) each with power to increase or reduce the share capital of the company as per provisions of the companies Act, 1956.

FOR LA BELLAH KASHYAP & CO.
DEVELOPERS PRIVATE LIMITED

Sippy Singh
Director

FOR LA BELLAH KASHYAP & CO.
DEVELOPERS PRIVATE LIMITED

Panorand Singh
Director

FOR LA BELLAH KASHYAP & CO.
DEVELOPERS PRIVATE LIMITED

Panorand Singh
Director

We, the several persons, whose names and addresses are subscribed here under are desirous of being formed into a Company in pursuance of this Memorandum of Association and we respectively agree to take the number of shares in the Capital of the Company set opposite to our respective names:

Name, Addresses Descriptions and Occupation of the subscribers	Amount of guarantee taken by each subs.	Signature of the Subscribers	Name, Address Description and the witness
Director Parmanand Sinha S/o Late Kendar Nathi Sinha Sector- 4/D, Q. No- 2104, BS. City	50000		Dinesh Kr. Aggarwal 227, Om Shubhum Tower, Neelam Bata Road, Faridabad. (C A)
Director Sippy Sinha W/o-S. N. Sinha Sector- 4/D, Q. No- 2104, BS. City Bokaro.	50000		
Director Prabir Sinha S/o Parmanand sinha Sector- 4/D, Q. No- 2104, BS. City	50000		

Total

Place :-

Date :-

For LA-ELIXIR AASHIYAN DEVELOPERS PRIVATE LIMITED

Sippy Singh
Director

For LA-ELIXIR AASHIYAN DEVELOPERS PRIVATE LIMITED

Parmanand Sinha
Director

For LA-ELIXIR AASHIYAN DEVELOPERS PRIVATE LIMITED

Prabir Singh
Director

(THE COMPANIES ACT, 1956)
 PRIVATE COMPANY LIMITED BY SHARES ARTICLES
 OF
 ASSOCIATION OF LA-ELIXIR AASHIYAN ESTATE DEVELOPERS PRIVATE LIMITED
 P R E L I M I N A R Y

1. The regulations contained in Table 'A' in the first Schedule to the companies Act, 1956, as amended from time to time so far as they are not hereinafter excluded, modified or altered and are applicable to a Private Limited Company shall apply to the Company. Table 'A' to Apply
2. Regulation No. 13 (1), 21, 22, 23, 27, 53, (2), 64, 66, 84, 98, and 99 of Table 'A' shall not apply to the Company. Table 'A' regulation excluded
3. The marginal notes here to shall not affect the construction here of and in these presents, unless there be something in the subject or context inconsistent.
- a) "The Act means the companies Act, 1956, and every statutory modification there for the time being in force.
- b) "The Company means LA-ELIXIR AASHIYAN ESTATE DEVELOPERS PRIVATE LIMITED,
- c) "The Board" or "Board of Directors" means the Board of Directors of the Company.
- d) "The Directors" means the Directors for the time being of the company.
- e) These presents "means and includes these Article of Association and any modification or alteration there of for the time being in force.
- f) "Special Resolution" has the same meaning assigned there of as under the Companies Act, 1956.
- g) "The Office" means the Registered office for the time being of the company.
- h) "The Register" means the Register of Members to be kept pursuant to Section 150 of the Act.
- i) "Month and Year" means English Calender month and year respectively.
- j) "In Writing" and "written" means and includes printing, lithography and other modes of reprinting or reproducing words in a visible form.
- k) "Words" denoting the Singular number shall include the plural number and vice versa and words importing the masculine gender shall include females and the words importing persons shall include Body Corporate, Firm, Association of firms and Societies registered under Societies Registration Act.

For LA-ELIXIR AASHIYAN ESTATE DEVELOPERS PRIVATE LIMITED

Srubby Singh
 Director

For LA-ELIXIR AASHIYAN ESTATE DEVELOPERS PRIVATE LIMITED

Parna and Sule
 Director

For LA-ELIXIR AASHIYAN ESTATE DEVELOPERS PRIVATE LIMITED

[Signature]
 Director

- i) "Debentures" includes Debenture Stocks.
- ii) "Dividend" includes bonus.
- iii) "Sections" referred to in these regulations means the section of the companies Act, 1956.
- iv) "Seal" means the common seal of the company.
- v) "Proxy" includes attorney duly constituted under Power of Attorney.
- vi) "The Registrar" means the Registrar of companies, Bihar.
- vii) "Articles" means these Articles of Association or as altered and modified from time to time according to law.

PRIVATE COMPANY

- 4. The company is a private company, within the meaning of Section p (35) & (1)(iii) of the companies Act, 1956 and accordingly:
 - (a) No invitation shall be issued to the public to subscribe for any shares in, or debentures of, the company.
 - (b) The number of the members of the company (exclusive of persons who are in the employment of the company and the 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 be limited to fifty, provided that for the purpose of this provision, where two or more persons hold one or more shares jointly in the company, they shall be treated as a single member.
 - (c) The right to transfer the share (5) of the company is restricted in the manner and to the extent here in after appearing.
- 5. The company may at any time by a special resolution convert itself into a public Company within the meaning and subject to the provisions of the Act.
- 6. The Authorised Share Capital of the company shall be such amount as may from time to time be authorised by the Memorandum. The company shall have the power to increase or reduce the capital for the time being of the company and or divide the shares in the capital into several classes with rights, privilege or condition as may be determined.

S H A R E S

- 7. The shares in the capital of the company for the time being shall be under the control of the Directors who may by unanimous approval of all directors 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 or (subject to compliance with the provisions of Section 79 of the Act) at a discount and at such time as they may from time to time think proper and with full power to give to any person the option to call for or be at a premium being exercisable at such times and such consideration as the Directors think fit.
- 8. (a) Subject to the restriction of these articles a share may be transferred by a member or other person entitled to transfer to any person selected by the transferor at a fair value but not share shall be transferred to a person who is not a member unless such person selected by the transferor, is approved by the Board of Directors unanimously as one of whom it is

For LA-ELIXAR AASHITAN...
DEVELOPERS PRIVATE LI...

Sippy Singh
Director

For LA-ELIXAR AASHITAN...
DEVELOPERS PRIVATE LI...

Parna Mondal

For LA-ELIXAR AASHITAN...
DEVELOPERS PRIVATE LI...

[Signature]

desirable in the interest of the company to admit to membership. In case the Board of Directors do not approve of the person selected by the transferor such shares shall be transferred to any person selected by the Board of Directors unanimously.

- (b) In case any difference arises between the proposing transferor and the purchaser as to the fair value of a share, the Board of Directors of the Company, shall fix out the fair value on the application of either party. Fair Value of Shares
- (c) The Directors may in their absolute discretion and without assigning any reason there for, decline to register any transfer of any share, whether or not is a full paid share. Decline to register any transfer
- (d) The company shall be entitled to register any shares in the name of any minor person if, fully paid up and allow the dividend there of to be collected by such person as it deems the guardian of such minor share holder. Minor shareholders
- 9. Not with standing anything contained contrary elsewhere in these Articles. Whenever any member of the company who is employed by the company as a full time Director or otherwise resigns or is dismissed from employment or is removed from such Directorship, the Board may at any time within 14 days after his resignation or dismissal or removal resolve that such member will demand transfer to his shares to any one nominated by the Board at a fair value to be fixed by the Auditors should the said member decline to transfer his share or shares the company may receive the purchase money and shall there upon cause the name of the person nominated by the Board to be entered in the register as the holder of the share or shares and shall hold the purchase money in trust for such member. The Board shall have the power to issue a fresh or duplicate share certificate or certificates to the person nominated by the Board as aforesaid and cancel the original shares certificate or certificates. The receipt to the company for the purchase money shall be a good discharge to the person nominated by the Board and after his name is entered in the register in purported exercise of the aforesaid powers the validity of the proceeding shall not be questioned by any person. Transfer of share of outgoing employees
- 10. Save as permitted by Section 77 of the Act, the funds of the company shall not be employed in the purchase of or lent on the security of the share (s) of the company. This Article shall not be deemed to affect the power of the company to enforce repayment of loans to members or to exercise a lien conferred by the Article hereafter. Company not to purchase its own shares
- 11. As regards all allotments made from time to time the company shall duly comply with the provisions of Section 75 of the Act. Return of allotment
- 12. With the previous authority of the company in general meeting and the sanction of the court and upon otherwise complying with Section 79 of the Act, the Board may issue at a discount share of a class already issued. Shares at a discount
- 13. Members who are registered jointly in respect of a share shall be severally as well as jointly liable for the payment of all instalments and calls in respect of such shares. Liability of member registered jointly in respect of shares.
- 14. Shares may by registered in the name of any person, company or oter body corporate. Not more than four persons shall be registered jointly as members in respect of any share. Who may be registered as members

For LA-ELIAB ANONITAD S.S.
DEVELOPERS PRIVATE LI.

Sippy Singh
Director

For LA-ELIAB ANONITAD S.S.
DEVELOPERS PRIVATE LI.

Parma ... of ...

For LA-ELIAB ANONITAD S.S.
DEVELOPERS PRIVATE LI.

...

CERTIFICATES

15. The certificate of title to shares and duplicates thereof when necessary shall be issued under the seal of the company which shall be affixed in the presence of (i) two Directors or a Director and a person acting on behalf of another Director under a duly registered power of attorney or two persons acting as attorneys for two Directors as aforesaid and (ii) the Secretary or some other person appointed by the Board for the purpose, all of whom shall sign such share certificate provided that if the Board permits of it, at least one of the aforesaid two Directors shall be a person other than a Managing or whole-time Director.

Certificate

CALLS

16. The Board may from time to time make such call on uniform basis as it thinks fit upon the member in respect of all moneys unpaid on the shares (whether on account of the nominal value of shares or on account of premium) held by them if the sum payable in respect of any call instalment be not paid on or before the day appointed for payment thereof the holder for the time being of the shares in respect of which the call shall have been made or the instalment shall be due, shall pay interest at the rate of 12 (twelve) percent per annum (or at such other rate as the Board may determine) from the day appointed for the payment thereof to the time of actual payment but the Board shall be at liberty to waive payment of the interest wholly or in part.

Power of the Board in respect of calls

FORFEITURE AND LIEN

17. If a member fails to pay any call or instalment of a call on or before the day appointed for the payment thereof the Board of Directors may at any time thereafter during such time as any call or instalment or any part thereof remains unpaid, serve a notice on such member requiring him to pay the sum together with interest that may have accrued as per Clause 16 of these Articles and any expenses that may have been incurred by the company by reason of such non-payment and the notice shall name a day (not being less than fourteen clear days from the date of such notice) and place or places on and at which the calls or instalments or any part thereof, interest and expenses are to be paid. The notice shall also state that in the event of non-payment on or before the day so named in the notice, the shares in respect of which the call was made will be liable to be forfeited.

If call on instalment not paid notice may be given

TRANSFER AND TRANSMISSION

18. Subject to the provisions of Sections 108 to 112 and 250 of the Act and statutory modifications thereof the transfer of share or shares shall be effected by a duly stamped instrument of transfer executed by the transferor and transferee in the form prescribed under the Act.

Mode of transfer

INCREASE AND REDUCTION OF CAPITAL

19. The company in general meeting may, from time to time, by ordinary Resolution increase the Capital by the creation of new shares of such amount and such classes as may be deemed expedient.

For LA-ELIXIR AASHIYAN
DEVELOPERS PRIVATE LIMITED

Sippy Singh

For LA-ELIXIR AASHIYAN
DEVELOPERS PRIVATE LIMITED

Pawan Kumar Singh

For LA-ELIXIR AASHIYAN
DEVELOPERS PRIVATE LIMITED

[Signature]

- Subject to these articles and to any special rights or privileges for the time being attached to any shares in the capital of the company then issued the new shares may be issued upon such terms and conditions and with such rights and privileges attached thereto, as the general meeting resolving upon the creation thereof shall direct and if no direction be given as the Board may determine and in particular such share may be issued with a preferential or qualified right to dividends and in the distribution of assets of the Company.
21. Before the issue of the any new share, the Company in general meeting may make provisions as to the allotment an issue of the new shares and in particular may determine to whom the same shall be offered in the first instance and whether at par or at a premium or subject to the provisions of Section 79 of the Act, at a discount.
22. Any capital raised by the creation of new shares shall be considered part of the then existing capital of the Company and shall be subject to the provisions herein contained with reference to call and instalments, transfer and transmission, forfeiture, lien and otherwise.
23. If, owing to any inequality in the number of new share to be issued and the number of shares held by members entitled to have the offer of such new shares, any entitled to have the offer of such new shares, any difficulty shall arise in the apportionment of such new shares or any of them amongst the members, such difficulty in the absence of any direction in the resolution creating the shares or by the Company in general meeting be determined by the Board.
24. The Company may, from time to time by Special Resolution, reduce its capital and any Capital Redemption Reserve Account or share Premium Account may be used in any manner and subject to any incident authorized and consent required by law.

On what conditions new shares may be issued

Provisions relating to the issue

How far new shares to rank with share

Inequality in number of new shares

Reduction of capital

ALTERATION OF CAPITAL

25. The resolution, whereby any share is sub-divided, may determine that, as between the holder of the shares resulting from such sub-division, one or more such shares shall have some preference or special advantage as regards dividend, capital, voting or otherwise over or as compared with the others or other subject, nevertheless, to the provisions of Section 96 of the Act.
26. Subject to the provisions of Section 100 to 105 (inclusive) of the Act, the Board may accept from any member the surrender of shares on such terms and conditions as shall be agreed to all or any of his shares.

Sub-division into preference and ordinary shares

Surrender of Shares

BORROWING POWER

27. The Director may from time to time, at their discretion borrow any sum or sums of money or make any arrangement for finance for the purpose of the company and may raise or secure the payment of such sum or sums or the financial arrangement in such manner and upon such terms and conditions in all respects as they think fit and in particular by making, drawing, accepting or endorsing on behalf of the company and promissory notes or bills of exchange or by issuing bonds, perpetual or redeemable, debentures or debenture stock or any mortgage, charge or other securities on the undertaking or the whole or any part of the

Director's power to borrow

For LA-ELI...
DEVELOPERS PRIVATE LTD.
Sippy Singh
Director

For LA-ELI...
DEVELOPERS PRIVATE LTD.
Parma...

For LA-ELI...
DEVELOPERS PRIVATE LTD.

property of the company both present and future including its uncalled capital for the time being.

GENERAL MEETING

28. The first Annual General Meeting shall be held by the Company within 18 months of its incorporation. First Annual general meeting
29. Subsequent Annual General Meetings shall be held by the Company in each year, but not more than 15 months shall elapse between the date of one annual general meeting and that of the next subject to the provisions of Section 166 of the Act.
30. At least twenty one days notice (exclusive of the day on which the notice is served but inclusive of the day for which it is given) specifying the place, the day and the hour of meeting and in case of special business the general nature of that business shall be given in manner hereinafter mentioned or in such other manner, if any, as may be prescribed by the Company in general meeting to such persons as are under the Act or the regulation of the Company entitled to receive such notice of the Company but the accidental omission to give notice or non-receipt of notice by any member shall not invalidate the proceeding at any general meeting. Notice of meeting

PROCEEDINGS AT GENERAL MEETING

31. Two members entitled to vote, present in meeting shall be a quorum at a general meeting and no business shall be transacted at a general meeting unless the quorum be present at the commencement of the business. Quorum
32. If within half an hour from time appointed for holding a meeting of the Company, a quorum is not present the meeting if called upon the requisition of a member, shall stand adjourned to the same day in the next week at the same time and place as the Board may determine. If at the adjourned meeting also quorum is not present within half an hour from the time appointed for holding the meeting the members present by a quorum. When quorum is not present meeting to be dissolved and when to be adjourned
33. No business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. Adjournment of meeting
34. a) Save as hereinafter provided, on a show of hands every member present in person shall have one vote and every person present either as a proxy, if he is not entitled to a vote in his own right or as a duly authorised representative of body corporate shall have one vote and upon a poll every member present in person or by proxy shall have one vote for every equity share held by him provided that no member will be entitled to vote so long as any dues on his/her shares remain unpaid. Vote of members
- (b) Save as hereinafter provided, on a poll, the voting right of member shall be as specified in Section 87 of the Act. Provided that a Company or body corporate shall vote by proxy so long as a resolution of its Board of Directors under the provisions of Section 187 of the act is in force and the representative named in such resolution is present at the general meeting at which the vote by proxy is tendered.
35. The instrument appointing a proxy shall be deposited at the office of the Company not less than forty-eight hours before the time of holding the meeting at which the person named in the instrument purports to vote in respect thereof and in default the instrument of proxy shall Instrument appointing a proxy to be deposited at the office

For LA-ELIJA AASHIYAN
DEVELOPERS PRIVATE LIMITED

Sippy Singh

For LA-ELIJA AASHIYAN
DEVELOPERS PRIVATE LIMITED

Parina mani Singh
Director

For LA-ELIJA AASHIYAN
DEVELOPERS PRIVATE LIMITED

as amended as stated.

A vote given in accordance with the terms of an instrument appointing a proxy shall be valid notwithstanding the previous death or insanity of the principal or revocation of the instrument or transfer of the share in respect of which the vote is given, provided no intimation in writing of the death, insanity, revocation or transfer of the share would have been received by the Company at the office before the vote is given. Provided nevertheless that the Chairman of any meeting shall be entitled to require such evidence as he may in his discretion think fit of the execution of an instrument of proxy and that the same has not been revoked.

When vote be valid though authority revoked

37. Every instrument appointing a proxy shall be retained by the Company and shall, as nearly as circumstances will admit, be in either of the forms in Schedule IX to the Act or a form as near thereto as circumstances admit.

Form of instrument appointing a proxy

DIRECTORS

38. Unless and until the company in general meeting shall otherwise determine by special resolution the number of Directors shall not be less than two and more than twelve.

Number of Directors

FIRST DIRECTORS

39. The persons herein after named are the First Directors of the company:

First Directors

1. MRS. SIPPY SINHA
2. MR. PARMANAND SINHA
3. MR. PRABIR SINHA

40. Unless otherwise determine by the company in general meeting, a director shall not be required to hold any share in the company as his qualification.

Share qualification

41. The Directors may at any time and from time to time appoint any member as a Director either to fill any casual vacancy or as addition to the existing Board but so that the maximum number as fixed by Article 38 hereof shall not at any time be exceeded. Any director so appointed shall hold office only until the next Annual General Meeting of the Company.

Additional Directors

42. Every Director shall be paid out of the funds of the company by way of remuneration for his services a specified monetary sum (as per section 310 of the act, or any amendment thereof) as the board may determine for each meeting of the board or committee thereof attended by him. He shall be further reimbursed all be expences incurred by him for attending such meeting.

Directors meeting fees

43. If any Director, being willing, shall be called upon to perform extra service or to make any special exertions in going or residing abroad for any of the purposes of the company or in giving special attention to the business of the company or as a member of a committee of the board, than the board may remunerate the Director so doing in such manner as it think and such remuneration may be either in addition to or in substitution for other remuneration which he may be entitled subject to provisions of the Act.

Remuneration for extra service

44. Subject to the provisions of Section 341 of the Companies Act, 1956 (Wherever applicable, the Board of Directors shall have power to appoint/re-appoint on or more of them to the

Managing whole time Directors

For LA-ELIXIR AASHITAN 2011 DEVELOPERS PRIVATE LIMITED

Sippy Sinha
Director

For LA-ELIXIR AASHITAN 2011 DEVELOPERS PRIVATE LIMITED

Parmanand Sinha
Director

For LA-ELIXIR AASHITAN 2011 DEVELOPERS PRIVATE LIMITED

Prabir Sinha
Director

... Managing Director Director or any of whole-time Director Directors Finance, Administration, Production, Marketing). To hold office for such term and for such remuneration as may be determined by the Board from time to time subject to the provision of Section 198 and 309 of the Zet. a Director who is in the whole-time employment of the Company may be paid remuneration either by way of monthly payment or at a specific percentage of the net profits of the company or partly in one way and partly in the other.

- 45. The directors shall elect one of them to be the Chairman to preside over the meetings of the Board of Directors.
- 46. The continuing directors may act notwithstanding any vacancy in their body but so that if the number falls below the minimum above fixed, the directors shall not except for the purpose of filling up vacancy act so long as the number is below the minimum.

Chairman of the Board

APPOINTMENT AND RETIREMENT OF DIRECTORS

- 47. No person other than a retiring Director shall be elected a Director (except a Directors appointed by the Board of Directors under the provisions of law) unless at least four days notice shall have been left at the registered office of the company in writing by himself of willingness to be elected.
- 48. Directors shall not be liable to retire by rotation unless otherwise decided by the General Meeting.
- 49. The company may by ordinary resolution remove and Director and appoint any person in his place.
- 50. The Board of Directors shall be entitled to exercise all such powers and to do all such acts and things as the Company is authorised to exercise and do provided that the Board shall not exercise any power or do any act or thing, which is directed or required by the Act or any other provisions of the Law or by the Memorandum of Association of the Company, or by the Articles to be Exercised or done by the Company in general meeting. No regulation made by the Company in general meeting shall invalidate any prior act or acts of the Board which would have been valid if that regulation have not been made.

Appointment of Directors other than a retiring Director

No Retirement by Rotation.

Removal of Directors

Powers and limitation of Directors

PROCEEDING OF DIRECTORS

- 51. The Board of Directors may meet for the despatch of business, adjourn or otherwise regulate its meetings as it thinks fit, provided however, that the Board shall meet at least once in every three calendar months.
- 52. The Managing Director or whole-time director of the Company shall Whenever necessary and upon the request of any one of the directors, convene a meeting of the Board of Directors.
- 53. The Quorum for a meeting of the Board shall be one-third of its strength (any fraction contained in that one-third being rounded off as one, or two directors, whichever is higher).
- 54. Subject to the provisions of the Act in particular to the prohibitions and restrictions contained in Section 292 thereof, the Board may, from time to time entrust to and confer upon a Managing Director for the time being such of the powers exercisable under these presents by the Board as it may think fit any may confer such powers, either collaterally with or to the exclusion of and in substitution for all or any of the powers of the Board in that behalf

Meeting of Directors

Managing Director or whole-time Director to summon meeting

Quorum

Power of managing Director

For LA-ELIZABETH RASHIDIAN & CO
DEVELOPERS PRIVATE LIMITED

Sippy Singh

Director

For LA-ELIZABETH RASHIDIAN & CO
DEVELOPERS PRIVATE LIMITED

Parna nand Singh

Director

For LA-ELIZABETH RASHIDIAN & CO
DEVELOPERS PRIVATE LIMITED

[Signature]

and may from time to time revoke, withhold, alter or vary all or any of such powers.

DIVIDENDS AND RESERVES

- | | | |
|-----|---|-------------------------------|
| 55. | Subject to the rights of members entitled to shares (if any) with preferential or special rights attached thereto, as provided in Article 4 hereinafter, the profits of the Company shall be applied in the payment of dividend on the Equity Shares in Company but so that partly paid up share only entitled the member in respect thereof to such proportion of the distribution upon fully paid up shares as the amount paid thereon bears to the nominal amount on such share and so that if the share capital is paid in advance of calls upon the footing that the same shall carry interest, such capital shall not, whilst carrying interest, confer a right to dividend or to participate in profits. | How profit shall be divisible |
| 56. | The Company in General Meeting may declare a dividend to be paid to the members according to their rights and interest in the profits and may, subject to the provisions of Section 207 of the Act, fix the time for payment. | Declaration of Dividends |
| 57. | No larger dividend shall be declared than is recommended by the Board, but the Company in General Meeting may declare a smaller dividend. | Amount of Dividends |
| 58. | No dividend shall be payable except out of the profits of the Company or out of the moneys provided by the Central or State Government for the payment of dividend in pursuance of any guarantee given by such Government and no dividend shall carry interest against the Company. | Dividends out of profits only |
| 59. | Any one of several persons who are members registered jointly in respect of any share may give effectual receipt for all dividends, bonuses and other payments in respect of such share. | Jointholders |
| 60. | Notice of any dividend, whether interim or otherwise shall be given to the persons entitled to share therein in the manner hereinafter provided. | Notice of Dividends |
| 61. | Unless otherwise directed in accordance with section 206 of the Act, any dividend, interest or other moneys payable in Cash in respect of shares may be paid by cheque or warrant sent through the post to the registered address of the member or members as the member (s) may direct and every cheque or warrant so sent shall be made payable to the order of the person to whom it is sent. | Payment by post |
| 62. | Any dividend unclaimed shall be dealt with in accordance with the provisions of Section 205A of the Act. | Unclaimed Dividends |
| 63. | The Board may, before recommending any dividend set aside out of the profits of the Company such sums as it may think proper as 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 applied including provision for meeting contingencies or for equalising dividend and pending such application may at their discretion 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 think prudent not to distribute setting them aside as reserve. | Reserves |

ACCOUNTS AND AUDIT

For LA-ELIA AASHIYA &
DEVELOPERS PRIVATE LI

Sippy Singh
Director

For LA-ELIA AASHIYA &
DEVELOPERS PRIVATE LI

Pouran Singh
Director

For LA-ELIA AASHIYA &
DEVELOPERS PRIVATE LI

Prabhu Singh
Director

4. Once at least every year the books of account of the Company shall be examined by one or more auditor or auditors. Auditors etc
65. The Company at each Annual General Meeting shall appoint an Auditor or Auditors to hold office until the next Annual General Meeting of the Company.

General

SECRECY

66. No member shall be entitled to require or receive any information concerning the business, trading and customers of the Company beyond such information as to accounts and business of the Company beyond these presents or by the Act directed to be laid before the Company in General Meeting.
67. Subject to the provisions of the Act, every Director, Managing Director, Auditor, Secretary, Treasurer, Trustee, Member of committee, Accountant, Agent, Officer, Servant or other person employe the business of the Company shall when required to sign a declaration pledging himself to observe a strict secrecy respecting all transaction of the company with customers and the state of accounts with individuals and in matters relating there to and in all technical matter concerning equipment and process and shall by such declaration pledge himself not to reveal any of the matter which may come to his knowledge in the discharge of his duties except when required to do so by the directors or the Auditors or by resolution of the company in General Meeting or by a Court of Law or by a person to whom such matters relate and except so far as may be necessary in order to comply with any of the provisions in the presents contained. Nothing herein contained shall affect the powers of the Central Govt. or any officer appointed by the Government to enquire or to hold an investigation into the Company's affairs.

Secrecy to be Maintained except in special circumstances

RECONSTRUCTION

68. On any sale of the undertaking of the Company, the Board or the Liquidators on a winding up, may, if authorised by a special resolution, accept fully paid-up or partly paid-up shares, debentures or securities of any other company, whether incorporated in india or not, either than existing or to be formed for the purchase in whole or in part of the property of the Company, and the Board (if the profits of the Company permit) or the Liquidators (in winding up) may distribute such shares or securities or any other property of the Company amongst the members without realisation, or vest the same in trustees for them, and any special resolution may provide for the distribution or appropriation of the cash, share or other securities, benefit or property, otherwise than in accordance with the strict legal rights of the member or contributories of the Company, and for the valuation of any such securities or property at such price and in such manner as the meeting may approve and all holders of shares shall, subject to the provisions of section 395 of the Act be bound to accept any valuation or distribution so authorised, proposed to be or as in course of being wound up such statutory rights, if any, in Section 494 of the Act as are incapable of being varied or excluded by these Articles.

Reconstruction.

SEAL

69. The Directors shall procure a seal to be made for the safe custody thereof. The seal shall not

Seal

For LA-ELIA & Associates
DEVELOPERS PRIVATE LIMITED

Sippy Singh
Director

For LA-ELIA & Associates
DEVELOPERS PRIVATE LIMITED

P. S. S. S. S. S.
Director

For LA-ELIA & Associates
DEVELOPERS PRIVATE LIMITED

M. S. S. S. S.

be affixed to any instrument except by the authority of the resolution of the Board or a committee or Directors every instrument or deed to which the seal is affixed shall unless the same is executed by a duly constituted attorney of the company be signed at least by one Director in whose presence the seal is so affixed provided however, that share certificates shall be sealed in accordance with the provisions of the Companies (issue of share certificates) Rules, 1960 as in force from time to time.

Distribution of assets

70. If the Company shall be wound up and the assets available for distribution among the members as such shall be insufficient to repay the whole of the paid up capital, such assets shall be distributed so that as nearly may be the losses shall be borne by the members in proportion to the capital paid up or which ought to have been paid up at the commencement of the winding up on the shares held by them respectively and in a winding up no assets available for distribution among the members shall be more than sufficient to repay the whole of the capital paid up at the commencement of the winding up, the excess shall be distributed amongst the members in proportion to the capital at the commencement of the winding up paid up or which ought to have been paid up on the share held by them respectively. But this Article is to be without prejudice the rights of the holders of shares issued upon special terms and condition.

71. If the company shall be wound up, whether voluntarily or otherwise, the liquidator may with the sanction of special resolution, divide among the contributories in specie or kind, any part of the assets of the company and may with the like sanction, vest any part of the assets of the contributories or any of them, as the liquidator, with the like sanction, shall think fit.

Distribution of assets in specie

I N D E M N I T Y

72. Every Director, Manager, Secretary or officer of the Company or any person (whether an officer of the company or not) employed by the company and any person appointed as auditor shall be indemnified out of the funds of the Company agents all liability incurred by him as such Director, Manager, Secretary, Officer, Employee or Auditor in defending any proceedings whether civil or criminal, in which judgement is given in his favour, or in which he is acquitted, or in connection with any application under Section 633 of the Act in which relief is granted to him by the Court.

Indemnity

We, the several persons, whose names and addresses are subscribed here under are desirous of being formed into a Company in pursuance of this Articles of Association and we respectively agree to take the number of shares in the Capital of the Company set apposite to our respective names:

Name, Addresses Descriptions and Occupation of the subscribers

Amount of guarantee taken by each subs.

Signature of the Subscribers

For LA-ELIX R AASHIYAN
DEVELOPERS PRIVATE LI

Sippy Singh
Director

For LA-ELIX R AASHIYAN
DEVELOPERS PRIVATE LI

Parasuram Singh
Director

For LA-ELIX R AASHIYAN
DEVELOPERS PRIVATE LI

[Signature]

We the several Persons, whose names and addresses are subscribed here under are desirous of being formed into a company in pursuance of this Articles of Association and we respectively agree to take the number of shares in the capital of the company set apposite to our respective names

Name, Addresses Descriptions and and occupation of the subscribers	Amount of guarantee taken by each subs.	Signature of the Subscribers	Name, Address Description and the witness
1. Mrs. Sippy Sinha Sector- 4 D, Q.No-2104, Bokaro Steel City, Bokaro, Jharkhand		S/d	
2. Mr. Parmanand Sinha S/o- Late Kedar Nath Sinha Sector- 4 D, Q.No-2104, Bokaro Steel City, Bokaro, Jharkhand		S/d	Dinesh Kumar Aggarwal 227, Om Shubham Tower Neelam Bata Road, N.I. T. Faridabad Haryana 121001
3. Mr. Prabir Sinha S/o- Sri Parmanand Sinha Sector- 4 D, Q.No-2104, Bokaro Steel City, Bokaro, Jharkhand			

For LA-ELIXIR KASHITAN DEVELOPERS PRIVATE LIMITED

Sippy Sinha
Director

For LA-ELIXIR KASHITAN DEVELOPERS PRIVATE LIMITED

Parmanand Sinha
Director

For LA-ELIXIR KASHITAN DEVELOPERS PRIVATE LIMITED

Prabir Sinha
Director

View Signatory Details

Company Name LA-ELIXIR AASHIYAN ESTATE DEVELOPERS PRIVATE LIMITED
 Company CIN U45202JH1995PTC006817

List of Signatories

DIN/PAN	Full Name	Present residential address	Designation	Date of Appointment	Whether DSC Registered
01280318	SIPPY SINHA	QTR. NO- 2104, SECTOR- 4D,, BOKARO STEEL CITY, BOKARO, 827004, Jharkhand, INDIA	Director	01/11/1995	NO
01280352	PARMA NAND SINHA	QTR. NO- 2104, SECTOR 4D, BOKARO STEEL CITY, BOKARO, 827004, Jharkhand, INDIA	Director	24/05/2001	YES
02500547	PRABIR SINHA	QTR NO. - 2104, SECTOR-4/D, B.S.CITY, BOKARO STEEL CITY, 827004, Jharkhand, INDIA	Director	25/03/2009	YES

La-Elixir Aashiyam
 Estate Developer's Pvt, Ltd



Prabir
 Director