

THE COMPANIES ACT, 1956

(PRIVATE COMPANY LIMITED BY SHARES)

MEMORANDUM OF ASSOCIATION

OF

KAUSHAL KANCHAN CONSTRUCTION PRIVATE LIMITED

- I. The name of the Company is KAUSHAL KANCHAN CONSTRUCTION PRIVATE LIMITED
- II. The registered office of the Company will be situated in the State of JHARKHAND.
- III. The object for which the company established are:

A. The main objects to be pursued by the company on its incorporation :

1. To install petrol pump, service station, garage, pollution checking equipments, food plaza, restaurant, telephone booth, air checking equipments and dealing in all kinds and classes of lubricants, petroleum products and bye products thereof, automobile parts and accessories and all articles, materials and parts entering any of the said products and do all things necessary, suitable or proper for the accomplishment of any of the said purpose.
2. To carry on the business of builders, contractors and engineers in civil structural, mechanical and electrical and to layout, develop, construct, build, erect, demolish, re-erect, alter, repair, re-model or do any other works in connection with any building or building scheme, roads, highways, sewer, bridges, dockyard, wavers, ports, railways, sanitary water, power plant, electric light, telephonic and telephonic power supply works of any kind whatsoever and for such purposes to prepare estimates designs, plans, specifications or model and do such other or any act that may be requisite therefore.

B. Object Incidental or Ancillary to the attainment of the main objects :

1. To enter into, make and perform contracts of every kind and description, agreements and arrangements with any company, person, firm, association, corporation, municipality Central State or Semi Government bodies in connection with any of the main objects of the company.
2. To carry on the business of consultants, engineers, town planners, surveyors, valuers, appraisers, decorators, furniture makers, merchants, stockiest, commission agent and dealers in electricals and electronics goods. Television and Video Systems, cement, lime, a\sand steel, iron, fuel, coke, wood, coal timber, bricks and other building requisites, cooking apparatus, job contractors and exporters and importers and dealers in merchandise commodities and articles of all kinds related to any type of construction business.
3. To buy, take on lease or under license, concession, grant or otherwise acquire and to sell, dispose off and deal with mines, mining rights in any land or any property and any interest therein supposed to contain mineral or precious stones of all kinds an to carry on the business of miners, producers processors, exporters, importers, commission agents, buyers and sellers of and dealers in ores, metals and mineral substances of all kinds.
4. To adopt such means of making known and advertise business and product of the company as may seem expedient and also to provide amusement, entertainment and instructions as may be necessary for the purpose of business of the company.
5. To purchase or otherwise acquire, erect, maintain, reconstruct, adopt any buildings, offices, factories, workshops, mills, plants, machineries, accessories, motor cars, vehicles and other things found necessary or convenient for purpose of the company and also to extend the business of the company by adding to, altering, enlarging all or any such buildings, machineries and plants.
6. To design, manufacture, assemble, contract for buy, sell let on hire and generally deal in any plants, machineries, tools, goods or things of any description which in the opinion of the company may be conveniently dealt with by the company in connection with any of its main objects.
7. To sell, lease, mortgage, grant licenses, easements and other rights over and in any other manner whatsoever to transfer, deal with or dispose of the undertaking, property assets, rights and effects of the company or any part thereof for such consideration as the company may think fit and in particular for shares, stocks debentures or other securities of any company whether or not having objects altogether or part similar to those of the company.
8. To purchase or to acquire and to undertake the whole or any part of the business, property rights and liabilities of any person, firm or company carrying on or proposing to carry on any business which this company is authorized to carry on or possessed of property or rights suitable for any of the purpose of the company to which can be carried in connection therewith or which is capable of being conduct so directly or indirectly to benefit the company and to purchase, acquire and sell the property, shares, debentures of any person, firm or company and to conduct, make or to carry into effect any arrangement in regard to the winding up of the business of such persons, firm or company.
9. To pay for any rights or property acquired by the company and to remunerate any person or company whether by cash payment or by allotment of shares, debentures or other securities of the company credited as paid up in full or in part or otherwise.
10. To acquire, hold, renew, use, sell assign, lease, grant, license, mortgage, pledge or otherwise dispose of in any part of the world any patents, patent rights, designs, licenses, and

privileges, inventions, improvements and processes, copyrights trade names, concession formula, designs and the like conferring any exclusive or non exclusive or limited rights to their use or any secret or other information as to any invention which may seem capable of being used for any of the purpose of the company or the acquisition of which may seem calculated directly or indirectly to benefit the company and to use, exercise develop or grant license in respect of or otherwise turn to account the property right or information so acquired and to expended money in experimenting upon, testing or improving any such patents, inventions or rights.

11. To enter into any arrangement with Government or authority, Central State, local and foreign or public body or person or firm or any private individual that may seem conducive to the objects of the company or any of them and to obtain from such Government, authority, person or company any concessions, grants decrees, right characters, contracts, licenses, powers and privileges, whatsoever which may seem to the company capable of being turned to account on which the company may think directly or indirectly conducive to any of it's objects or capable of being carried on in connection with its business and to work, develop, carry out, exercise and turn to account the same.
12. To apply for, promote and obtain any Act of parliament, charter, privilege, concession, license, or authorization of any Government, whether central or state or Municipality and provisional order or license of any authority for enabling the company to carry its objects into effect or extending any of the powers of or conferred on the company or for effecting any modification of the constitution of the company for any other purpose which may seem expedient and to oppose any proceedings or applications which may seem calculated directly or indirectly to prejudice the interest of the company.
13. To establish, maintain and conduct training schools, courses and programmes in connection with the installation, use, sale, maintenance, improvement or repair of machine apparatus, appliances or products and of articles required in the use thereof used in connection therewith by the company and establish, provide, maintain and conduct or otherwise subsidize research laboratories and experimental workshops for scientific and technical research and experiments and to carry on with all scientific and technical research, experiments and tests of all kind to promote studies and research, both scientific and technical, investigation and inventions by providing subsidize, endowing and assisting laboratories, workshops, libraries, meetings and conferences and by providing for the remunerations of scientific or technical, professors or teacher and by providing for the award, exhibition, scholarships, prizes and grant to students or otherwise and generally to encourage, promote and reward studies, research, investigations, experiments trusts and inventions of any kind that may be considered likely to assist any of the business which the company is authorized to carry on.
14. To acquire from any person, firm or body corporate whether in India or elsewhere, technical information, know-how process, engineering, manufacturing and operating data, plans, layouts and blue prints, useful for design, erection and operation of plant required for any of the business of the company and to acquire any grant or license and other rights and benefits in the above mentioned matter and things.
15. To make donations to such persons or institutions of each or any other assets as may be thought directly or indirectly conducive to any of the objects of the company or otherwise expedient and in particular, to remunerate any person or corporation introducing business to the company and also to subscribe, contribute or otherwise assist or guarantee money for charitable, scientific, religious or benevolent objects for an exhibition or for any public general object subject to Section 293A of the Act.

privileges, inventions, improvements and processes, copyrights trade names, concession formula, designs and the like conferring any exclusive or non exclusive or limited rights to their use or any secret or other information as to any invention which may seem capable of being used for any of the purpose of the company or the acquisition of which may seem calculated directly or indirectly to benefit the company and to use, exercise develop or grant license in respect of or otherwise turn to account the property right or information so acquired and to expended money in experimenting upon, testing or improving any such patents, inventions or rights.

11. To enter into any arrangement with Government or authority, Central State, local and foreign or public body or person or firm or any private individual that may seem conducive to the objects of the company or any of them and to obtain from such Government, authority, person or company any concessions, grants decrees, right characters, contracts, licenses, powers and privileges, whatsoever which may seem to the company capable of being turned to account on which the company may think directly or indirectly conducive to any of it's objects or capable of being carried on in connection with its business and to work, develop, carry out, exercise and turn to account the same.
12. To apply for, promote and obtain any Act of parliament, charter, privilege, concession, license, or authorization of any Government, whether central or state or Municipality and provisional order or license of any authority for enabling the company to carry its objects into effect or extending any of the powers of or conferred on the company or for effecting any modification of the constitution of the company for any other purpose which may seem expedient and to oppose any proceedings or applications which may seem calculated directly or indirectly to prejudice the interest of the company.
13. To establish, maintain and conduct training schools, courses and programmes in connection with the installation, use, sale, maintenance, improvement or repair of machine apparatus, appliances or products and of articles required in the use thereof used in connection therewith by the company and establish, provide, maintain and conduct or otherwise subsidize research laboratories and experimental workshops for scientific and technical research and experiments and to carry on with all scientific and technical research, experiments and tests of all kind to promote studies and research, both scientific and technical, investigation and inventions by providing subsidize, endowing and assisting laboratories, workshops, libraries, meetings and conferences and by providing for the remunerations of scientific or technical, professors or teacher and by providing for the award, exhibition, scholarships, prizes and grant to students or otherwise and generally to encourage, promote and reward studies, research, investigations, experiments trusts and inventions of any kind that may be considered likely to assist any of the business which the company is authorized to carry on.
14. To acquire from any person, firm or body corporate whether in India or elsewhere, technical information, know-how process, engineering, manufacturing and operating data, plans, layouts and blue prints, useful for design, erection and operation of plant required for any of the business of the company and to acquire any grant or license and other rights and benefits in the above mentioned matter and things.
15. To make donations to such persons or institutions of each or any other assets as may be thought directly or indirectly conducive to any of the objects of the company or otherwise expedient and in particular, to remunerate any person or corporation introducing business to the company and also to subscribe, contribute or otherwise assist or guarantee money for charitable, scientific, religious or benevolent objects for an exhibition or for any public general object subject to Section 293A of the Act.

16. To establish and maintain procure the establishment and maintenance of any contributory or non-contributory provident, pension or superannuation funds for the benefit of and give or procure the giving of donations, gratuities, pensions, allowances or emoluments to any person who are or may at any time in the employment or service of the company, or of any company which is subsidiary to the company or is associated with the company or with such subsidiary company or who are or were at any time the directors or officers of the company or of any such subsidiary company or who are or were at any time the directors or officers of the company or of any such other company as aforesaid and wives, widows, families and dependants of any such persons, and also establish and subsidize and subscribe to any institutions, associations, clubs or funds calculated to benefit or advance the interest and well being of the company or any such other company as aforesaid and make payments to any or towards insurance of any such persons as aforesaid and to any of matters aforesaid whether alone or in conjunction with any such other company as depicted above.
17. To give any officers, servants or employees of the company and share or interest in the profits of the business of the company or any branch thereof and whether carried on by means or through the agency of any subsidiary company or not and for that purpose to enter into any arrangements the company may think fit.
18. To provide residential and/ or sleeping accommodation for workman and others and in connection therewith to effort to such persons facilities and conveniences for washing, bathing, cooking, reading, writing and facilities for the purchase, sale and consumption or provision, both liquid and solid and for the safe custody of goods for the welfare of the workmen and others.
19. To refer or agree to refer any claim, demand, dispute or any other question by or against the company or in which the company is interested or concerned and whether between the company and the members or his or their representatives or between the company and third parties, to arbitration in India or at any place outside India and to observe and perform and to do all acts, deeds matters and things to carry out or enforce the awards.
20. To pay out of the funds of the company all costs, charges and expenditures, which the company may pay lawfully with respect to promotion, information and registration of the company or which the company shall consider to be preliminary including thereon the cost of advertising, printing and stationery and expenses upon the formation of agencies and branches.
21. Subject to provisions of Section 58A of the Act and direction of R.B.I. to borrow or raise money or to receive money on deposit or loan at interest or otherwise in such manner as the company may think fit and in particular, by the issue of debenture or debenture stock (perpetual otherwise) and convertible into shares of the company or any other company or not and to secure the repayment of any such money borrowed, raised or received or owing by mortgage, hypothecation, pledge, charge or lien upon all or any of the properties, assets or revenue of the company (both present and future) including its uncalled capital and present and to give the lenders or creditors the power to sell and other power as may seem expedient and to purchase, redeem or pay such securities and also by a similar mortgage, charge, lien to secure and guarantee the performance by the company or other person firm or company of any obligation undertaken by the company or any other person, firm or company, as the case may be.

22. To lend, advance money or to give credit, to such persons, or companies and on such terms as may seem expedient and in particular to customers and others having dealing with the company and to guarantee the performance of any contract or obligation and the payment of money of or by any such persons or companies and generally to give guarantee and indemnities provided the company shall not carry on any banking business as defined under the Banking Regulation Act, 1949.
23. To invest and deal with the money not immediately required for the purpose of the company in such manner as may from time to time determined.
24. To take or concur in taking all such steps and proceedings as may seem best calculated to uphold and support the credit of the company and to obtain and justify public confidence and to avert or minimize financial disturbance, which might affect the company.
25. To confer upon any encumbrancer or trustee for any encumbrance of uncalled capital such powers of making and enforcing calls and voting the transfer of shares, not fully paid up, as may be thought fit.
26. To draw, make accept, endorse, discount execute, issue and negotiate bills of exchange hundies, bills of lading, promissory notes, warrants, debentures and other negotiable of transferable instruments or securities.
27. To vest any real or personal property, rights or interest acquired by or belonging to the company in any person or company on behalf of or for the benefit of the company and with or without any declared trust in favour of the company.
28. To act as agents or brokers and as trustees and to undertake and perform sub-contractors and to do all or any of the above things in any part of the world and as principals, agents, sub-contractors, trustees or otherwise and either alone or jointly with others.
29. To procure the registration or other recognition of the company in any country, state or place and to establish and regulate agencies for the purpose of the business of the company.
30. In the event of winding up to distribute in specie or kind or otherwise as may be resolved any property or assets of the company including the shares, debentures or other securities of any other company formed to take over the whole or any part of the assets or liabilities of the company, but so that no distribution amounting to a reduction of capital be made except with the sanction, if any, for the time being required by law.
31. To communicate with chambers of commerce, and other mercantile and public bodies and concerns and promote measures for the protection and advancement of trade and traders as may be necessary for the purpose of business of the company.
32. To have branches all over India or any-where else in the world and appoint branch manager and branch staff and to send out agents, officers and employees all over such branches for the efficient and successful running of the company, business.
33. To pay for any property or rights acquired by the company either in cash or by the allotment of full or partly paid shares of the company with or without preferred rights in respect of dividend or repayment of capital or otherwise, or by any securities which company has power to issue, or partly in one mode and partly in another and generally on such terms as the Company may determine.

22. To lend, advance money or to give credit, to such persons, or companies and on such terms as may seem expedient and in particular to customers and others having dealing with the company and to guarantee the performance of any contract or obligation and the payment of money of or by any such persons or companies and generally to give guarantee and indemnities provided the company shall not carry on any banking business as defined under the Banking Regulation Act, 1949.
23. To invest and deal with the money not immediately required for the purpose of the company in such manner as may from time to time determined.
24. To take or concur in taking all such steps and proceedings as may seem best calculated to uphold and support the credit of the company and to obtain and justify public confidence and to avert or minimize financial disturbance, which might affect the company.
25. To confer upon any encumbrancer or trustee for any encumbrance of uncalled capital such powers of making and enforcing calls and voting the transfer of shares, not fully paid up, as may be thought fit.
26. To draw, make accept, endorse, discount execute, issue and negotiate bills of exchange hundies, bills of lading, promissory notes, warrants, debentures and other negotiable of transferable instruments or securities.
27. To vest any real or personal property, rights or interest acquired by or belonging to the company in any person or company on behalf of or for the benefit of the company and with or without any declared trust in favour of the company.
28. To act as agents or brokers and as trustees and to undertake and perform sub-contractors and to do all or any of the above things in any part of the world and as principals, agents, sub-contractors, trustees or otherwise and either alone or jointly with others.
29. To procure the registration or other recognition of the company in any country, state or place and to establish and regulate agencies for the purpose of the business of the company.
30. In the event of winding up to distribute in specie or kind or otherwise as may be resolved any property or assets of the company including the shares, debentures or other securities of any other company formed to take over the whole or any part of the assets or liabilities of the company, but so that no distribution amounting to a reduction of capital be made except with the sanction, if any, for the time being required by law.
31. To communicate with chambers of commerce, and other mercantile and public bodies and concerns and promote measures for the protection and advancement of trade and traders as may be necessary for the purpose of business of the company.
32. To have branches all over India or any-where else in the world and appoint branch manager and branch staff and to send out agents, officers and employees all over such branches for the efficient and successful running of the company, business.
33. To pay for any property or rights acquired by the company either in cash or by the allotment of full or partly paid shares of the company with or without preferred rights in respect of dividend or repayment of capital or otherwise, or by any securities which company has power to issue, or partly in one mode and partly in another and generally on such terms as the Company may determine.

34. To subscribe for, purchase or otherwise acquire and to hold, and dispose off the shares stocks, securities and evidence of indebtedness or of the right to participate in profit, assets or body or by another company and any options of rights in respect thereon.
35. To furnish and provide deposits and guarantee funds required in relation to any tender or application for any contract, concession. Decree, property, privilege, or enactment connected to the object of the company.
36. To pay, satisfy, or compromise any claims made against the company, which it may seem expedient to pay, satisfy or compromise, notwithstanding that the same may be time barred in law.
37. To dedicate, present or otherwise dispose of either, voluntary or for value any property of the company deemed to be of national, public or local interest to any national trust, public body, museum, corporation or authority or any trustees for or on behalf of any of the public.
38. To appropriate, use or lay out land belonging to the company for streets, parks pleasure grounds allotments and other conveniences and to present any such land so laid out to the public or any person or company conditionally or unconditionally as the company may think fit and as may be necessary for the purposes or business of the company.
39. To provide hall and other suitable rooms, building, gardens, green-houses and places and to permit the same or any part thereof to be used on such terms as the company shall think fit, for any purpose, public or private, and particular for public meetings, recreation, amusements, exhibitions concerts, lectures, dinners, newspaper rooms, libraries, refreshment rooms and dressing rooms as may be necessary for the purpose of business of the company.
40. To ensure any of the properties, undertakings, contracts, guarantees, or obligation of the company of every nature and kind in any manner whatsoever.
41. To appoint legal and technical advisers, and to appoint the banker or bankers for the company, and to pay the necessary expenses for the same.
42. To undertake, carry out, promote and sponsor rural developments including any programme for promoting the social and economic welfare of, or the uplift of the public in any rural area and to incur any expenditure on any programme of rural development and to assist execution and promotion thereof either directly or through an independent agency or in any other manner. Without prejudice to the generality of the foregoing "programme on rural development" shall also include any programme for promoting the social and economic welfare of or the uplift of the public in any rural area which the Directors consider it likely to promote and assist rural development and that the words 'rural area' shall include such area as may be regarded as rural area under section 35CC of the Income Tax Act, 1961 or any other law relating to rural development for the time being in force or as may be regarded by the Directors as rural areas and the Directors may at their discretion in order to implement any of the above mentioned object or purpose, transfer without consideration, or at such price or concessional value as the Directors may think fit and divert the ownership of any property of the company to or in favour of any public or local body or authority or central or State Government or to any public institutions or trust, funds or organizations or persons as the Directors may approve.

43. To do all or any of the above things either as principals, agents, trustees, contractors or otherwise and either by or through agents, sub-contractors, trustees or otherwise and either alone or in conjunction with others and to do all such things as are incidental or conducive to the attainment of the above objects.
44. To do all and everything necessary, suitable or proper for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of the bodies, firms or individuals and to every act or acts, thing or things incidental or appurtenant to or growing of or connected with the aforesaid business or power or any parts thereof provided the same be not inconsistent with the laws of the Union of India.
45. To acquire any market place/s in auction for carrying on business of the company.

C. Other Objects :-

1. To manufacture, buy, sell, exchange, import and deal in all kinds of engineering, electrical and electronics goods and industrial and agricultural goods, accessories and spares.
 2. To carry on the business of manufacturers, processors, producers, exporters, importers, buyers and sellers of and dealer in acid, chemical goods, paints, plastic, polyethylene goods of all kinds.
 3. To manufacture, produced, refine, process, formulate, mixer, prepare, export, import, buy, sell, exchange, distribute, trade deal in sodium dichromate, sodium sulphates, sodaash, alkalis, electro chemicals, petro-chemicals, alcohols, plastic compounds, detergents, solvents, insecticides disinfectants, deodorants, textiles auxiliaries, dyes, dyes staffs, liquor and wines.
- IV The liability of the members is limited.
- V The authorized shares capital of the company is Rs. 5.00 Crores (Rupees Five crores only) divided in to 5,00,000/- (Five lakhs) equity shares of Rs.100/- (Rupees one hundred) each with power to increase and reduce the capital of the company and to divide the shares in the capital for time being into several classes and to attach thereto respectively such preferential qualified or special rights, privileges, or conditions as may determined by or in accordance with the articles of the company for the time being and vary, modify or abrogate any such rights, privileges, or conditions in such manners as may be permitted by the Act or provided by the Articles of the Company, for the time being.

We the several persons whose names and addresses are subscribed hereunder are desirous of being formed into a company in pursuance of this Memorandum of Association & we respectively agree to take the number of shares in Capital of the company set opposite to our respective names.

Name, Addresses, Descriptions and occupations of Subscribers	No. of Equity shares taken by each subscriber	Name, Address, Occupation and Descriptions of witness to the signatories of the subscribers
<p>Sd/- KAUSHAL KUMAR SINGH S/O SRI PARMANANDA SINGH 36, RAJENDRA NAGAR PO. & PS: SAKCHI, JAMSHEDPUR-831001 (BUSINESS)</p>	<p>5 (FIVE) EQUITY SHARES</p>	<p style="text-align: center;"><i>Witness from (2) Signatories :</i></p> <p style="text-align: center;">SD/- (BHAGWAN DASS) S/O LATE SRI RAGHUNATH DASS COKE DEPOT RAJENDRA NAGAR, P.O. SAKCHI, JAMSHEDPUR-831001 (BUSINESS)</p>
<p>Sd/- KAMINI KAUSHAL SINGH W/O SRI KAUSHAL KUMAR SINGH 36, RAJENDRA NAGAR PO. & PS: SAKCHI, JAMSHEDPUR-831001 (BUSINESS)</p>	<p>5 (FIVE) EQUITY SHARES</p>	
<p>Sd/- RUKMINI DEVI W/O. SRI PARMANANDA SINGH 36, RAJENDRA NAGAR PO. & PS: SAKCHI, JAMSHEDPUR-831001 (HOUSE WIFE)</p>	<p>5 (FIVE) EQUITY SHARES</p>	
TOTAL	15 (FIFTEEN) EQUITY SHARES	

Dated the 22nd Day of February 1990.