



THE COMPANIES ACT, 1956

COMPANY LIMITED BY SHARES

MEMORANDUM & ARTICLES

OF

ASSOCIATION

OF

SUN N DEW PROJECTS PRIVATE LIMITED

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COMPANY LIMITED BY SHARES
MEMORANDUM OF ASSOCIATION

OF
SUN N DEW PROJECTS PRIVATE LIMITED

- I. The name Of the Company is **SUN N DEW PROJECTS PRIVATE LIMITED.**
- II. The registered office of the company will be situated in the state of West Bengal.
- III. The objects for the which the company established are :
 - A. **THE MAIN OBJECTS OF THE COMPANY TO BE PURSUED ON ITS INCORPORATION ARE**
 1. To carry on the business of the real estate and to acquire by purchase, lease, exchange, hire or otherwise develop or operate land, buildings, houses, flats, bungalows, shops and hereditaments of any tenure or description including agricultural land, gardens, farms, orchards, groves, and any state of interest therein and any right over or connected with land and buildings in any manner whatsoever and to act as builders, promoters, developers consultants and contractors of lands, building, flats, marionettes dwelling houses, shops, apartments, colonies, building sites, townships, bridges, roads , dams, channels, sewage, drains, squares, railway sidings, godowns, parks & gardens, auditoriums, halls, cineplexes, markets, swimming pools, harbors, highways, docks, ports & airports, jetties, piers, wharfs, bridges, canteens, warehouses, stores, offices, residential houses, trolley ways, tramways, reservoirs, laboratories, places of entertainment / recreation/ leisure amenities, amusement parks, clubs, sink wells, shafts & tube-wells, existing houses, factories, mills, laboratories, shops, roadways, trolley ways, tramways, reservoirs, water-courses, canals, commercial buildings, industrial complexes, buildings & conveniences of any kind and description and other infrastructure developments like hospitals, schools, colleges and to undertake and execute building complexes and in connections therewith to act as contractors for execution, construction and completion of all kinds & sorts of projects and to purchase, acquire, take on lease, rent, let out on hire, build, construct, execute, carry out, equip, develop work, administer, manage, maintain, pull down, rebuild, enlarge, alter, remove, replace, construct, reconstruct and improve all or any of the above or any to carry on any other structural or architectural work and to act as engineers, architects, draughts men, interior decorators, town planners, land developers, surveyors, values, appraisers, furnishers, decorators, furniture makers, merchants, dealers in cement, steel, iron, timber, bricks and other building materials and requisites and to manufacture and deal in the requisites for the above and pre-fabricated houses, apartments, houses and structures and generally to deal in immovable properties of all descriptions and tenures, whether for public or private utility , by purchase and sale or otherwise as may be necessary or thought proper, whether in India , through its own agency or through contractors.
 2. To engage in business of investors in real estate and in particular of purchase, sale, lease and trading of land and / or buildings and owing, buying, selling, developing, hiring, letting, sub-letting, maintaining, allotting, transferring allotment, administering, exchanging, mortgaging, accepting mortgage, renting, leasing, sub-leasing, surrendering, accepting surrender, accepting lease tenancy or sub-tenancy or sub-tenancy, advancing money, collecting rent and other income or entering into contracts and arrangements of all kinds with builders, tenants and others.
 3. To carry on in India or elsewhere, the business as estate agents and estate managers and to collect rents, repairs, look after and manage immovable properties of for any persons, firms and companies, governments and states, as well as this company to give, take let and sub let rent farming contracts and to carry out, undertake, or supervise any building, constructing, altering, improving, demolishing and repairing operations and all other works and operations in connection with immovable estates and properties and to carry on the business or vacation of acting as advisers and consultant on all matters and problems relating to the real estate business and to render service as Architects, Town planners, Town developers, Builders, Promoters in the fields of real estate and construction business.

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

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| <i>Construct and superintend buildings offices, structures</i> | 1. | To purchase, acquire, build, construct, after maintain, enlarge, equip, pull down, remove or replace and to works, manage and control any buildings, offices, factories, mills, laboratories, shops, machinery equipments, apparatus, engines, roadways, trolleyways, reservoirs, water-courses, electric works and other works and conveniences, which may seem calculated directly or indirectly to advance the main objects of the Company, and to join with any other person or body corporate in doing of these things. |
| <i>Import and purchase of machinery</i> | 2. | To import and purchase any machinery, implement, apparatus, equipments, materials, articles and stores and to do all things for attaining the main objects of the company. |
| <i>Purchase, lease exchange of property etc.</i> | 3. | To purchase, take on lease, or tenancy or in exchange, hire, take options over or otherwise acquire for any estate or interest whatsoever and to hold, develop, plan, improve, work, cultivate and turn to account concessions, grants, decrees, licenses, privileges, claims options, leases, property, real or personal, or rights of powers of any kind which may appear to be necessary or convenient for attaining the main objects of the Company and to purchase, charter, hire, build or otherwise acquire crafts, cars, vans or vehicles of any description and to employ the same in the business of the company. |
| <i>Technical information and know-how</i> | 4. | To acquire from any person, firm or body corporate or unincorporate whether in India or elsewhere, technical information, know-how processes, engineering and operating data, plants, layouts and blue prints useful for the design, erection and operation of plants, machineries or apparatus required for attaining the main objects of the company and to acquire any grant or licence and other rights and benefits in connection therewith |
| <i>Payment of Salaries & Gratuities</i> | 5. | To grant allowances, salaries, gratuities, pensions and bonuses to employees of the Company or dependents of such persons, and to support and to subscribe to any charitable or other institutions, and to support and to subscribe to any charitable or other institutions and to create and subscribe to any Provident or Benefit Fund for the employees of the Company or of any other Company under the Secretaryship or management of the Company |
| <i>Disposal of undertaking and property of company</i> | 6. | To sell, exchange, mortgage, let on lease, royalty or tribute, grant, licences, easements, options and other rights over and in any other manner deal with or dispose of the whole or any part of the undertaking property, assets, rights and effects of the Company for such consideration as may be thought fit and in particular for stocks, shares, whether fully or partly paid-up, or securities of any other Company. |
| <i>Payment for property and services</i> | 7. | To pay for any rights or property acquired by the company and to remunerate any person, firm or body corporate rendering services to the company either by cash payment or by allotment to him or them of shares or securities of the company as paid up in full or in part or otherwise. |
| <i>Advance deposits and loans</i> | 8. | To lend and advance money, out of surplus fund of the Company not immediately required, either with or without security and give credit to such persons or (including government) and upon such terms and conditions as the Company may think fit but not amounting to Banking business as defined under the Banking Regulation Act, 1949. |
| <i>Commercial obligations</i> | 9. | To undertake financial and commercial obligations, transactions and operation for achievement of the main objects of the company. |
| <i>Guarantee and surety</i> | 10. | To guarantee the performance of any contract or obligation of and the payment of money unsecured or secured of and interest on, any debentures, debenture stock or securities of any Company, corporation, Firm or Person in any case in which guarantee may be considered likely, directly or indirectly, to further the main objects of the company to and in the above context to act as sureties |

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| <i>Surpluses</i> | 11. To invest any surplus money of the Company not immediately required in such investments as may be thought proper. |
| <i>Borrowing</i> | 12. Subject to the provisions of law in force & the rules framed thereunder & directives issued by R.B.I. for the time being, to receive money on loan and borrow or raise money in such manner as the Company shall think fit, and in particular by the issue of debentures or debenture stock perpetual or otherwise and to secure the payment of any money borrowed raised or owing by mortgage, charge or lien upon all or any of the property or assets, of the company (both present and future), including its uncalled capital, and also by a similar mortgage charge or lien-to secure and guarantee the performance by the Company or any other person or Company as the case may be, but not amounting to Banking business as defined under the Banking Regulation Act,1949. |
| <i>Negotiable instrument</i> | 13. To draw, make, accept, endorse, discount, negotiate, execute and issue bills of exchange ,promissory notes, bills of lading, warrants and other negotiable or transferable instruments or securities. |
| <i>Patents etc.</i> | 14. To apply for purchase or otherwise acquire and project, prolong and renew in any part of the world, any patents, patent rights, brevet d'invention, trade mark, designs, licenses, protections, concessions and the like conferring an exclusive or nonexclusive or limited rights to their use or any secret or other information as to any invention, process or privilege which may seem capable or 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, grant licenses or privileges in respect of or otherwise turn to account the property, rights and informations acquired |
| <i>Improvement of patents and other rights</i> | 15. To expand money in experimenting on and testing and in improving or seeking to improve any patents, rights, invention, discoveries, process or informations of the company or which the company may acquire or propose to acquire. |
| <i>Research Laboratories colleges and provision of lectures</i> | 16. To establish, provide, maintain and conduct research and other laboratories, training colleges, schools and other institutions for the training, education and instruction of students and other who may desire to avail themselves of the same and to provide for the delivery and holding of lectures, demonstrations, exhibitions classes, meetings and conferences in connections therewith. |
| <i>Acquire and undertake business</i> | 17. To acquire, takeover and undertake all or any part of business, property and liabilities of any person or Company carrying on or proposing to carry on any business which this company is authorised to carry on or possession of property suitable for the purposes of the company or which can be carried on in conjunction therewith or which is capable of being conducted so as directly or indirectly to benefit the Company in India or elsewhere. |
| <i>Registration of company outside India</i> | 18. To procure the registration or recognition of the Company in or under the laws of any place outside India and to open branches of the Company at any place whether in India or outside India. |
| <i>Promotion</i> | 19. To form, incorporate or promote any Company or Companies, whether in India or outside having amongst its or their objects the acquisition of all or any of the assets or control or development of the Company or any other objects which in the opinion of the Company could or might directly or indirectly assist the company in the development of its properties or otherwise prove advantageous to the company and to pay all of the costs and expenses incurred in connection with any such promotion or incorporation and to remunerate any person or Company in any manner it shall think fit for services rendered or to be rendered. |
| <i>Amalgamation and partnership</i> | 20. Subject to the provisions of the Companies Act, 1956 or any re-enactment thereof for the time being in force, to amalgamate with Company(s), or to enter into partnership or into any arrangement for sharing profits, union of interests, Cooperation, joint venture or reciprocal concession with any person or persons, Company or Companies carrying on or engaged in any business or transaction which the Company is authorised in or about to carry on or engage in any business or transaction which the company is authorized to carry on or engage in or which can be carried on in conjunction therewith or which is capable of being conducted so as directly or indirectly to benefit the Company. |

- Government and other concessions and to promote and oppose legislation*
21. To enter into any arrangements and to take all necessary or proper steps with government or with other authorities supreme, national, local, municipal or otherwise of any place in which the Company may have interest and to carry on any negotiations or operations for the purpose directly or indirectly carrying out the objects of the Company or effecting any modification in the constitution of the Company or furthering the interest of its members and to oppose any such steps taken by any other Company, firm or person which may be considered likely directly or indirectly to prejudice the interests of the Company or its members, promoter and to promote or assist the promotion, whether directly or indirectly, of any legislation which may appear to be in the interest of the Company and to oppose and resist, whether directly or indirectly any legislation which may seem disadvantageous to the Company to obtain from any such government authority or any company by lawful means any charters, contracts, decrees, rights, grant, loans, privileges or concessions which the company may think fit desirable to obtain any carry out, exercise and comply with any such arrangement, charter, decree, right, privilege or concessions.
- Publicity*
22. 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 arts or interest , by publication of books, pictures, and periodicals and by granting prizes, award and donations , or in such other manner as the Company may deem desirable.
- Trusts*
23. To undertake and execute any trust the undertaking of which may seem to the Company desirable an either gratuitously, or otherwise and vest any real or personal property, rights or interests acquired by or belonging to the Company in any person or Company on behalf of or for the benefit of the Company and without any declared trust in favour of the Company.
- Establishment of association connected with company or for benefits of employees of company*
24. To apply the assets of the Company in any way in or towards the establishment, maintenance or extension , of any association, institution or fund in any way connected with any particular trade- or business or with trade or commerce generally and particularly with the trade, including an association, institution or fund for the protection of the interest of masters, owners and employees against loss by bad debts, strikes combinations, fire, accidents otherwise or for the benefit of any clerks, workman or others at any time employed by the Company or any of its predecessors in business or their families of dependents and whether or not in common with other persons or classes of persons and in particular or friendly, co-operative and their societies, reading rooms, libraries, educational and charitable institutions, refectories dining and recreation rooms, churches, chapels , temples, schools and hospitals and to grant gratuities, pensions and allowances and to contribute to any funds raised by public or local subscription for any purpose whatsoever.
- Aid to labour and other industrial association*
25. To aid, pecuniarily or otherwise any association , body or movement having for an object the solution, settlement, or surmounting of industrial or labour problems or troubles or the promotion to industry or trade.
- Donation*
26. Subjects to the provisions of the Companies Act, 1956, to subscribe or guarantee money for any national, charitable, benevolent, public, general or useful object or for any exhibitions, subject of the compliance of Central and State laws.

- Provident Fund Institutions* 27. To establish and maintain or procure the establishment and maintenance of any contributory or non-contributory pension or superannuation funds for the benefit of and give or procure the giving of donations, gratuities, pensions, allowances or emoluments to any persons who is or was at any time in the employment or service of the company, or of any Company which is a subsidiary of the Company or is allied to or associated with the Company or with any such subsidiary Company, or who are or were at any time directors or officers of the Company or for any such other Company as aforesaid, and the wives, widows, families and dependents, or any such persons, and also establish and subsidise and subscribe to any institutions, associations, clubs or funds considered to be for the benefit of or to advance the interest and well-being of the Company or of any such other Company as aforesaid, and make payments to or towards the insurance of any such person as aforesaid and do any of the matter aforesaid either alone or in conjunction with any such other Company as aforesaid subject to the compliance of Central and State laws.
- Distribution in specie* 28. Subject to the provisions of any law for the time being in force distribute amongst the members in specie any property of the Company, or any proceeds of sale or disposal of any property of the company in the event of winding up.
- Programmes for rural development, social and economical welfare* 29. To undertake, carry out, promote and sponsor rural development including programme for promoting the social and economic welfare of or the upliftment of the people in any rural area and to include any expenditure or any programme of rural development and to assist in the execution and promotion thereof either directly or through and independent agency or in any other manner. Without prejudice to the generality of the foregoing, "Programme of rural development" shall also include any programme for promotion of the social and economic welfare of or the upliftment of the people 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 areas under 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 objects or purposes, transfer without consideration or at such fair 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 Authority or central or state Government or any Public Institution or Trust or funds as the Directors may approve.
- Promotion and growth of national economy etc.* 30. To undertake, carry out, promote and sponsor or assist any activity for the promotion and growth of the national economy and for discharging what the Director consider to be social and moral responsibilities of the company to the public or any section of the public as also any activity which the Directors consider likely to promote national welfare or social economic or moral uplift of the people or any section of the people and in such manner and by such means as the Directors may think fit and directors may without prejudice to the generality of the foregoing, undertake, carryout, promote and sponsor any activity for publication of any books, literature, newspaper etc. or for organising lectures or seminars likely to advance these objects or for giving merit awards, scholarship, loans or any other assistance to deserving students or other scholars or persons to enable them to pursue their studies for academic pursuits or researches and for establishing, conducting or assisting any institution, fund, trust etc. having any on of the aforesaid objects or purposes transfer without consideration or at such fair 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 any public institutions or Trust or Fund as the directors may approve.
- To do all things incidental* 31. To buy, sell, purchase, 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 this Company is competent to carry or which may seem capable of being profitable to deal with in connection therewith and to, experiment with, render marketable and deal in all products or residual and by products incidental or to 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 or them.

C. OTHER OBJECTS:

1. To purchase, take on lease, tenancy or licence or in exchange, hire, take option over or otherwise acquire any estate or interest in any property, whether movable or immovable and any rights or privileges which the Company may think necessary or convenient for the purposes of its business or may enhance the value of any other property of the Company and in particular any land (free hold, leasehold or other tenure), buildings, easements, machinery, plant, implements, provisions, hard work and stock-in and on any such lands to build, construct, maintain, enlarge, pull down, remove, or replace, factories, mills, foundries, refineries, furnaces, sheds, godowns, shops, roads, ways, bridges, or other structure for the purposes of the company and also for the residence and amenity of its employees, staff and other workmen and to erect and install machinery and plants and other equipments deemed necessary or convenient or profitable for the purposes of the Company.
2. To carry on in India or elsewhere business as manufactures, producers, merchants, agents, sub-agents, brokers, distributors, canvassers, indentures, consignors, carriers, consignees, transport agents, dealers, traders, depot managers, importers and exporters in all kind of merchandise, commodities, articles, things and goods.
3. To carry on in India or elsewhere in the world the business of housing finance in all its branches and to promote, provide, lend, assist, subsidise and arrange finance for construction, renovation, reconstruction, repairing, remodeling, furnishing and establishing of all descriptions, utilities modalities, capacities, dimensions, specifications and uses of houses, house buildings, row houses, bungalows, low cost houses, flats, apartments, multistoried buildings, chawls, residential complexes, towns, shops, colonies, commercial complexes and other similar structures to individuals, Hindu undivided families, group of persons, Government authorities, companies, firms, cooperative societies etc. On suitable terms and conditions, with or without securities and for the purpose to acquire and purchase lands and buildings and other immovable and movable properties and to develop, construct or build, all types of structures, buildings, and houses and to act as buyers, sellers, traders, importers, exporters, stockists, distributors, commission agents, brokers, contractors, estate owners or otherwise to deal in all such immovable and movable properties, goods, articles or things which are necessary for the purpose of accomplishment of objects under these presents.
4. To carry on the business in India and elsewhere as manufacturers, assemblers, designers, builders, sellers, buyers, exporters, importers, factors, agents, hirers and dealers of electronic goods, digital and analogue data processing devices and systems, electronic computers, mini an macro processor based devices and systems, office automation systems, electronic data processing equipment, central processing units, memory, peripherals of all kinds, data communication equipment and control systems, satellite communication equipments and machine oriented and/or problem oriented software, data entry devices, data collecting state devices, integrated circuits, transistors, liquid crystals, liquid display systems, diodes, resistors, capacitors, transformers and all related an auxiliary item and accessories including all components of electronics, hardware and appliances of any type and description.
5. To carry on the business of manufacturers, producers, processors, buyers, sellers, importers, exporters and dealers in electric cables, jelly filled cables, telecommunication cables an all other kinds of cables, wires, conductors, capacitors electrical goods and appliances, electric machinery, electronic goods, equipments, accessories an appliances, computers and other data processing machines and equipments transmitters, transformers, switchgears, control gears electric motors, equipments, generators, switch boards, circuits, drycell batteries, accumulators, lamps, papers, cellular phones, facsimiles, gramophones, wireless equipments, radios, television, teleprinters, transistors lenses, laying distributing and running telecommunication network, mobile and cellular phone services, E-mail services, and other related goods, materials and services.
6. To carry on business as manufacturers, fabricators, assemblers, developers, processors, consultants, programmers, importers, exporters and dealers of and in, all kinds and descriptions, of electronic electromechanical and electrical goods, products, apparatus, materials, computer software, components, parts and things (whether for industrial, business or household use or otherwise) including without limiting the generally thereof, computers, accounting and business machines, communication, telecommunication and telecommunication devices, artificial intelligence based systems, robots, processes or environmental control and adapter devices, automation devices, transistors, receivers, transformers, conductors, magnetic materials, microwave components, video games, tapes, discs, fittings, switches, and all hardware, software and peripherals thereto and thereof required for or capable of being for also to establish and maintain for the company and for others, Data Banks, dissemination network and service.

7. To carry on the business of spinners, weavers, processors, bailers, pressers and manufactures of goods and products from jute, jute cuttings, jute rejections, lamp cotton, wool, silk, synthetic, fiber/materials, all types of blended fibers and materials and all other fibrous materials, hides and skins and the manufacture, production and/or cultivation thereof and the business of buyers, sellers, traders, exporters, importers, consignor, consignees, principals and/or agents of and dealers in jute, jute cuttings, jute rejections, cotton, wool, synthetic fiber/materials, all types of blended fibers and materials and all other fibrous materials.
8. To carry on the business of manufacturers, producers, processors, traders, importers, exporters, consignors, consignees, principals, owners, factors, buyers, sellers of and dealers in all kinds of textiles, fabrics, hosiery goods, yarn, nylon, polyester, acrylic, rayon, silk, linen, cotton, wool, staple, viscose, synthetics, and any other fiber or fibrous materials, whether synthetic, artificial or natural textile substances, allied products, by-products, and substitutes for all or any of them and to treat and utilize any waste arising from any such manufacture, product or process whether carried on by the Company or otherwise.
9. To carry on the business of processing, refining, conveying, manufacturing, formulating, using, buying, selling, acquiring, packing, dealing, transporting, distributing, importing, exporting and depositing of all types of chemicals (both organic and inorganic), petrochemicals and other related products including Naptha, Methane, Ethylene, Propylene, Butanes, Napthalene, Cyclohexance, Cyulohexanone, Benzene, Acetic Acid, Cellulose, Acetate, Vinyl Acetates Captolactum, Adipic Acid Hexamethylene Diamine, Nylon, Nylon-6, Nylon 6.6, Nylon-6.10, Nylon -6.11, Nylon-7, and their fibers, Castings, Moulding Sheets, rods, orthoxylene, Phthalic Anhydride, Alkyd Resins, Polyester Staple fiber, Polyester Filament Yarn, Nylon Filament Yarn, Nylon Tire Cord, Synthetic Rubbers, Engineering Plastic, Mixed Xylenes, paraxylene, Metaxylene, Toluene, Cumin, Phenol, Styrene, Butadiene, Methacrollen, Malice Anhydride, Methacrylates, Urea, Methanol, Formaldehyde, UF, PF and MF resins, Hyrogencyanide, Poly-menthyl, Methacrylate, acetylene, PVC Polythylene, Plastic, Melamine, and derivatives, thereof, whether liquid, solid or gaseous, Dichloride, Ethylene Oxide, Ethyleneglycol, Polytycols, Polyurethane's Parasylenes, Polystyrenes, Polypropylene, Isopropanol, Acetone, Propylene, Oxide, Propylene glycol, Acrylonitrile, Acylic Fibres, Allyl Chloride, Epichlorhydrin, Aliphatic and Aromatic Alcohol's Aldehydes, Ketons, Aromatic Acid, Ankluphrides, Vinyl Chloride, acrylic, Esters or Oath, meta and terephthalic Acids and all gases, Epoxy resins and all other petrochemicals products and polymers in all their forms like resins, fibers, sheets, mouldings, castings, cellophane's colour paints, varnishes, disinfectants, insecticides, fungicides, deodorants as well as Biochemicals, pharmaceutical, medical, szig, bleaching, photographic and other preparations.
10. To carry on the business as manufactures, makers, importers and dealers in all kinds of fertilizers and chemicals whether natural or mixed fertilisers.
11. To carry on business either as manufactures, producers, traders, exporters, importers, Consignees, Consignors, Principals, owners, agents or factors and on either wholesale or retail all or any of the business following that is to say. Portland cement, slag cement, white cement and all other kinds of cement, cement products, asbestos, paper and pulp, linoleum, wall paper and all kinds of floor coverings and wall coverings, fertilizers, manure's pesticides, insecticides and products used for agricultural and other farming work, gums, guar seeds guar gum and other industrial and house-hold gums, calcium carbide, calcium Cynamid, Desulphurisation compound, Hydrogen peroxide, Citric Acid heavy fine and all varieties of Chemicals and chemical products, timber, forest products, ice, plumbing and sanitary ware, petrol, machinery, accessories and spares, medical requirements, astronomical, photographic, sound and surgical instruments, machines and materials, drugs pharmaceuticals, patent medicines, provisions, spices, stores, consumable, articles, drysaltery, medical preparations, restoratives, food, stationery, candles, perfumes, cordials, coal, gas, fuel, alcohol, sugar, glass, plastic, colours, cutlery, glassware, chinaware, thermal, and hydel power, aviation materials, grinding materials, abrasives, lands, buildings, courtyards, farms, and mineral waters, confectioners, leather and leather goods and other allied products, by products and substances and substitutes for all or any of them.

12. To acquire by purchase, lease, exchange, or otherwise and to carry on any the business of contractors, iron founders, iron and steel manufactures, mechanical engineers, civil engineers, consulting engineers, project engineers, technical consultants and manufacturers of agricultural, industrial and other machines, rolling stocks, parts and accessories, fabricators, tool-makers, brass founders, metal-workers, boilers makers, millwright, iron and steel converters, smiths, wood-workers, builders, metallurgists, electrical engineers, water supply engineers, chemical engineers, chemists, chemical and physical analysts and manufacturers, builders, contractors of pollution and energy saving and pollution control devices, repair, convert, alter, let on hire or otherwise deal in machinery implements, rolling stock, hardware and scrap of all kinds.
13. To Carry on the business of manufacturers, processors, refiners, smelters, makers, fabricators, converters, finishers, agents, merchants, buyers, sellers, and dealers in all kinds and forms of ferrous and non-ferrous metals, steel including tool and alloy steels, stainless and all other special steels, iron and other metal and alloys, aluminium, sponge iron, pig iron and all kinds of goods, products, articles or merchandise whatsoever manufactured wholly or partly from steels and other metals and alloys and also the business of iron masters, steel and other metals and mine owners, coalowners, colliery properties, coke manufactures, Ferro-alloy manufacturers, miners, smelters and engineers in all their respective branch and to search for, get, work, raise, make merchantable manufacture, process, buy, sell and otherwise deal in all kinds or varieties of ferrous and non-ferrous metals and products thereof, coal, coke, brick-earth, fireclay bricks, ores, mineral substances, alloys, and metal scrap and to manufacture, produce and distribute all types of industrial gases such as oxygen, acetylene, carbon dioxide, argon and such other gasses and required accessories.
14. To, Purchase, take on lease or otherwise acquire any mines, mining rights and land and any interest therein and to explore, work, exercise, develop and to account the same.
15. To, Purchase, acquire, take on lease or exchange lands, buildings, machinery, factories and to cultivate any estate, lands, and properties and to grow thereon tea, coffee, cardamoms, cereals, foodgrains, cashcrops, oilseeds, fruits, wines, vegetables, flowers, cinchona, cotton, and to carry on the business of general planters, growers, cores, horticulturists, manufacturers, farmers, garden and other produce merchants, dairy farming, including making of condensed and powdered milk, cream, cheese, butter, and other milk products and the business of poultry farming, deep sea fishing, prawn breeding and processing, livestock breeding and processing and canning and packaging of food articles, spices, fruits and vegetables and of cultivating and exploiting forests and utilizing forest products and to prepare, process, manufacture and render marketable the produce of any estate, lands or properties of the Companies and turn such produce, products and/or properties to account
16. To acquire and carry on the business of manufacturers, producers, processors, importers, exporters, buyers, sellers, of and dealers in all kinds of oils, hydrogenated, dehydrated, deodorized or otherwise and other vegetable products including other oil and all kinds of edible oils and oil preparations, allied products, by products and substitutes for all or any of them and to treat utilize any waste arising from any such manufacture, production or process, whether carried on by the Company or otherwise
17. To carry on the business of manufacturers of, distributors, agents and dealers in all kinds or classes of paper, boards, cardboards, mill boards and articles made from paper or pulp, plastic or materials used in the manufacture or treatment of paper and all varieties of boards, and in particular to manufacture and deal in writing paper, printing paper, newsprint paper, absorbent paper, wrapping paper, tissue paper, gummed paper, blotting paper, filter paper, art paper, blank or bond paper, drawing paper, craft paper, envelop paper, tracing paper, waterproof paper, wall and ceiling paper, carbon paper, and photographic paper
18. To carry on the business of manufacturers, producers, processors, dealers, importers, exporters and traders in cardboards, packing and packaging materials, packagings wrappers, wrapping linings and coverings of all materials including cloth, plastic materials, plastic, and bakelite, strapping and all other substitutes whether synthetic or not for any of the materials aforesaid and all articles and things made or constructed wholly or partly from any of the materials aforesaid including the manufacture of containers, boxes, pails, canisters, trunks, suitcases, traveling cases and requisites, toys, games, sports and athletics and recreational requisites of all kinds.

19. To acquire by purchase, lease, exchange or otherwise and carry on the business of manufactures, suppliers, importers, exporters, and dealers in refractory goods, fire bricks, fire-cements and mortars, acid-proof bricks, insulation bricks, ceramic coatings and other ceramic products including glassware and potteries of all types of minerals and chemicals.
20. To carry on the business of manufactures, exporters, processors, importers, sellers, buyers and for dealers in rubber, synthetic rubber, vulcanizing materials, rubber tubes, tyers, films, moulded goods, foam rubber hygienic goods made of rubber and latex, other rubber products, transmission belts and conveyors, rubber containers, bottles and closures, rubber lined vessels, condoms, toys and other allied goods, leather, floor, cloth dress preservers, dressing linings, umbrellas, waterproof goods and all kinds of articles made therefrom.
21. To carry on the business of manufacturing, buying, selling playing, exchanging, altering, importing, improving, assembling, distributing and dealing in motor vehicles, trucks, tractors, chassis, motors, autorickshaws, scooters, two-wheelers, three-wheelers, motor cycles, buses, lorries, minibuses, vans, engines, locomotives, wagons, coaches, turbines, tanks, ships, vessels, boats, flats, barges, launches, cargo boats, airplanes, airships, flying boats, hydroplanes, seaplanes, balloons and aircraft of every description and other vehicles, and components or parts thereof, tools, implements, spare parts, accessories and ancillary, materials and products for transport or conveyance of passengers, merchandise and goods of every description whether propelled or used by electricity, steam, oil, vapor, petroleum, diesel oil, solar or any other motive or mechanical power in India or elsewhere.
22. To undertake and carry on the trade and business of shippers, ship owners, ship brokers, underwriters, ship managers, tug owners, shipping agents, loading brokers, freight contractors, carries by land and water, transport, haulage and general contractors, barge owners, lightermen, dredger, railway and forwarding agents, refrigerators, store keepers, shipstore merchants, warehousemen, wharfinger, pier and landing stage owners, ship breakers, manufacturers of and dealers in rope, tarpaulin, life saving appliances, ship machinery and engines, nautical instruments and ship's rigging gear, fittings and equipments of every description, importers of ship and marine equipment of all description and to carry on the said business and other ancillary business either as principals or as agents or on commission basis or otherwise.
23. To, generate, accumulated, distribute and supply renewable and/or non renewable energy including electricity for the purpose of light, heat motive power and for all other purpose for which electrical energy can be employed and to manufacture and deal in all apparatus and things required for or capable of being used in connection with generation, distribution, supply, accumulation and employment of electricity including hydro electricity solar power or electricity from mineral and wind power.
24. To purchase, manufacture, produce, boil, refine, prepare, import, export, sell and generally to deal in sugar candy, jaggery, sugar-cane, bagasse, molasses, syrups, alcohol, spirits and all sugar products as such as confectionery, glucose, sugar-candy, canned fruits, golden syrup and aerate and mineral waters and/or by products such as bagasse boards, paper, pulp, butyl alcohol, acetone, carbon-dioxide, hydrogen, potashcan, wax and fertilizer and food products generally and in connection therewith to acquire, construct, operate factories for the manufacture of sugar or any of its products or by products and acquire or manufacture machinery for any of the above purposes.
25. To carry on the business of producers, cultivators, manufacturers, wholesalers, importers and exporters of and dealers in all kinds of tobacco, cigars, cigarettes, match-light, pipe smoker's requisites and any other articles required by or which may be convenient to smokers, and to snuff grinders and merchants and box merchants, and to deal in any other articles and things commonly dealt in by tobacconists

26. To establish, set up and run hotels, motels, inns, bars, restaurants, fast food centers, pizzerias, ice-cream parlors, amusement and recreation centers, libraries, cold storages, clubs and to act as boarding and lodging house keepers, wine, beer and spirit merchants, brewers, masters, distillers and manufacturers of ice-creams, aerated mineral and artificial waters and other drinks, purveyors and caterers.
27. To establish, set up, design, construct, take over and run all kinds of hospitals, dispensaries, clinics, laboratories, medical centers, X-ray and scanning centers, pathological and all types of medical facilities, health clubs and to design, manufacture, import, export, buy, sell, install, maintain and improve all kinds of equipments and instruments for hospitals, dispensaries, clinics, laboratories and health clubs, and buy, sell, ma manufacture, import, export, treat and deal in any kinds of pharmaceuticals, chemicals, medicines, and drugs, hormones, herbals and essences.
28. To carry on business of stationers, printers, lithographers, stereotypers, electro-typers, photographic printer, photolithography, engravers, disiniers, envelop manufactures, bookbinders, account book manufacturers machine rulers, numerical printers, paper makers, paper bag and account book makers, box makers cardboard manufacturers, type foundries, photographers, manufacturers and dealers in all kinds of cards including playing, visiting, railway, festive, complimentary and fancy cards and valentines, dealers in stamps agent for the payment of stamp and other duties, advertising and publicity agents, designers, draftsmen, ink manufacturers, bill sellers, publishers, paper manufacturers and dealers in or manufacturers of any other articles or things of character similar or analogous to the foregoing or any of them or connected therewith.
29. To open and run cinema-house, studios or distribute motion films, video and audio cassettes and laser discs for the exhibition of films, and to produce, finance, exploit and deal in motion pictures, photo displays and to conduct and carry on in all their respective branches of the business of film producers, manufacturers, licensors, licences, printers, proprietors, hirers and dealers and agents for films, of all and every kind and description, cinema equipments, photographic instruments and materials, entertainment electronic materials of every kind and description and such other functions, operations and works which can be conveniently undertaken and carried out by persons in such business.
30. To manufacture, make, produce, purchase, import, export, sell and otherwise deal in, repair or recondition ornaments and jewellery of all kinds whether of gold, silver, platinum rolled gold and other metals and alloys, diamonds, rubies, emeralds, pearls or any other precious stones or substances and to establish and maintain factories and workshops for manufacturing and making such ornaments and jewellery and other articles.
31. To act as traveling agents for railways, airways, roadways and shipping lines, cargo business as national and international and to provide, arrange, organize and manage all related services including booking and reservations for hotels, transport, cinemas, recreation centers, theaters, operas, concerts, sports, events, trade fairs, and all other facilities as are generally arranged or provided by the travel agents.
32. To carry on the business of manufacturing, processing, presenting, buying, selling, importing, exporting and dealing in all kinds and varieties of condensed milk, jams, jellies, custard, pickles, ciders, sauces, ketchups, noodles syrups and cordials, soaps tonics, foods, and consumable provisions of every description for human consumption and all natural, artificial, synthetic or chemical edible and food colour.
33. To carry on as manufacturers, traders and dealers in all kinds of packing materials such as drums, barrels, packages, tanks, containers, tubes, aerosol, tins, boxes, levels, wrappers, polythene and plastics, paper board packets, laminated and waterproof papers and to act as printers of such materials, converters, carriers, importers, exporters of such products and materials connected therewith.
34. To cater to outsourced processes as BPO (Back Process Outsourcing), KPO (Knowledge Process Outsourcing) and /or RPO (Recruitment Process outsourcing) for any client in India and/or abroad in the form of consultancy, back office operations, legal, manpower, pharmaceutical, financial software development and marketing processes, direct or indirect, through Call Centre or through Website, Web Portals and e-mail, faxes or phones and to carry on the business of data entry, data processing, network support, software development, design or re-engineering for any client in India or elsewhere, Call Centre, Training in the field of Information Technology, BPO, KPO, RPO, business financial products, education, etc. and any kind of information Technology enabled Services.

- 35 To carry on the business of an investment company and to buy, sell, hold, underwrite, invest in finance, acquire whether by way of direct subscription, market purchase or otherwise, trade in and deal in odd lot shares, debenture, debenture stock, bonds, gold bonds, unit, whether for own business or for commission, brokerage or otherwise for any other person firm or body corporate, paid, unpaid, partly paid shares, stocks, bonds, debentures, debenture stocks, obligations and securities of all kinds issued or guaranteed by any public or private company, body corporate, government, state, dominion, sovereign, ruler, commissioners, public body or authority supreme, municipal, local or otherwise firm or person whether in India or elsewhere. To carry on syndication services for D-Mat of Shares, Secondary Market, Primary Market, Credit Card, Income Tax, Accounts, franchise and syndication for Housing Loan, ATM Cards, Cash Cards and to act as franchise of any nationalized or private sector banks, financial institutions for providing Consultancy services relating to project appraisal, status verification, cash management services, clearing assistance, recovery assistance, credit cards, housing loan, corporate loan, Mutual Funds, insurance agency for private or Government sector companies. UTI or any other products of any banks and to act as technical advisor, management consultant independently or together with any other persons, body corporate in India and abroad.
- (V) The Liability of the members is limited.
- V) The authorized Share Capital of the Company is Rs.25,00,000/- (Rupees Twenty Five Lacs) divided into 2,50,000 equity shares of Rs.10/-(Rupees Ten) each with such rights, privileges and conditions attaching thereto as are provided by the regulations of the Company for the time being, with power to increase and decrease the capital of the company at to divide the shares in capital for the time being into several classes and to attach thereto respectively such preferential, rights, privileges or conditions as may be determined by on in accordance with the Articles of the Company for the time being and to modify or abrogate any such rights, privileges or conditions in such manner as may be permitted by the Act, or provided by the Articles of the Company for the time being.

We, the several person whose name, addresses and descriptions are subscribed, below are desirous of being formed into a Company in pursuance of the 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, Father's name, Address, Description & Occupation of each Subscriber	No. of Equity Shares taken by each Subscriber	Name, Address, Description & Occupation of Membership No. of witnesses
Kashinath Agarwal KASHINATH AGARWAL S/O LATE RADHAKISHAN AGARWAL Shakuntala Complex Ranchi Road Purulia W.B PIN - 723101 Avinash Agarwal Avinash Agarwal	2000 (2000 Two thousand only)	Navin Sekh. NAVIN KUMAR SUREKA S/O SRI G. K. SUREKA 125A, C.R. AVENUE. ROOM NO 25, 1TH FLOOR KOLKATA - 700007. CHARTERED ACCOUNTANTS M. NO. 062777
S/O Late Radhakishan Agarwal Shakuntala Complex, Ranchi Road Purulia W.B Pin - 723101 Saijy Kumar Agarwal.	2000 (Two thousand)	
SANJAY KUMAR AGARWAL. S/O Late Radhakishan Agarwal. Shakuntala Complex, Ranchi Road, Purulia - W.B. - 723101	2000 (Two thousand only)	
Sambh Kumar Agarwal. SARWAN KUMAR AGARWAL S/O LATE Radhakishan Agarwal Shakuntala Complex, Ranchi Road PURULIA - W.B. 723101	2000 (Two thousand only)	
Vivek Agarwal. VIVEK AGARWAL 70, RAJENDRA NAGAR, SAKCHI, JAMSHEDPUR, JHARKHAND, Pin - 831001	2000 (Two thousand only)	
TOTAL	10,000	

KOLKATA DATED 20th Day of January 2012