

THE COMPANIES ACT
COMPANY LIMITED BY SHARES
MEMORANDUM OF ASSOCIATION
OF

PHOENIX STRUCTURAL AND ENGINEERING PRIVATE LIMITED

Phoenix Structural & Engg. Pvt.

- Subati
Phoenix Structural & Engg. Pvt. Ltd. Director
Subati
- I. The name of the Company is PHOENIX STRUCTURAL AND ENGINEERING PRIVATE LIMITED.
- II. The Registered Office of the Company will be situated in the State of Maharashtra i.e. within the jurisdiction of the Registrar of Companies, Maharashtra at Mumbai. Director
- III. The objects for which the Company is established are:
- (A) **THE MAIN OBJECTS OF THE COMPANY TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:**
- i. To carry on in India or abroad the business of engineering, structural designing, converting, forging, processing, mixing, handling, buying, selling, importing, exporting and to act as agent, broker, stockiest, distributor, engineer, decorator, fabricator, metallurgist, contractor, supplier or otherwise to deal in ferrous and non ferrous castings, products, fabricating & forging items like giant structures, tailor made structures, commercial, industrial, house hold structures and structural or of any type, make, grills, window panes, door frames of iron and other metals, in all its branches including precision castings, continuous castings alloy castings, special alloy castings of aluminum, brass, and non metal products and other items used in the industry, plants, infrastructures, construction, building activities, false construction, interior decoration, home accessories, complex designs and developmental works whether for construction, renovation or decoration.
- (B) **THE OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECTS ARE:**

2. To borrow or raise money other than Public Deposits in terms of the provisions of the Companies Act, 1956; and to secure the repayment of any money borrowed, raised or owing by mortgage, charge or lien upon all or any of the property or assets of the Company, both present or future, including its uncalled capital.
3. To open Bank accounts of all nature including overdraft account, to operate the same and to draw, make, accept, endorse, discount, execute and issue promissory notes, bill of exchange, bill of lading, warrants and the other negotiable or transferable instruments and to deal with all documents mercantile, or otherwise, in the ordinary course of business.
4. To invest any of the surplus funds of the Company from time to time with Governments or any other similar authority or any corporate body established in India under the authority of any act or legislature established in India or in shares or securities of public or private Company in India as may from time to time be determined by Board or in fixed deposits or by way of loans on interest in any of the local banks or with any firms, companies or banks in such other securities as may from time to time be determined by the Board and from time to time sell or vary all such investments and to execute all assignments, receipts and documents that may be necessary in that behalf.
5. To borrow from Banks, State and Central financial Corporation, public financial institutions, housing finance and other bodies corporate, government and semi-government authorities; short, medium or long term loans or secure the Bank facilities for working capital, deferred payment guarantee, letter of credit, inland and foreign bills discounting, bank guarantee, cash credit limit and offer in security land, building, office building, office equipment, furniture and fixtures, stock, book debts, securities and personal guarantees of Directors.
6. To pay out of the funds of the Company, all expenses which the Company may pay lawfully with respect to the formation and registration of the Company or the issue of its capital.
7. 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 the shares, debentures or other securities of the Company credited as partly or fully paid-up or otherwise.
8. To purchase or otherwise acquire and undertake the whole or any part of the business, rights and liabilities person, firm or Company, carrying on business which the Company is authorised to carry on and to purchase, acquire, sell and deal in property of any such person, firm or Company and to conduct, make or carry into effect any arrangements in regard to the winding-up of the business of any person, firm, association or Company.
9. To sell, improve, manage, develop, lease, mortgage, abandon or otherwise deal with all or any part of the property, rights and concessions of the Company.

10. To apply for and obtain the registration or other recognition to the Company for the purpose of its business and to apply or join in applying to any Government or other authorities that may seem conducive to the Company's objects.
11. To acquire right, title and interest in immovable properties and commercially exploit the same with or without modification, alteration, improvement, addition or reconstruction.
12. To apply for tender, purchase or otherwise acquire any contracts, sub-contracts, licenses and concessions for or in relation to the objects of the Company.
13. To apply for, purchase or otherwise acquire, protect and renew any patents, patent rights, inventions, trade-marks, service-marks, designs, licenses, concessions, and the like, conferring any exclusive or non-exclusive or limited right to their use or any secret or other information as to any invention and to use, exercise, develop or grant licenses in respect of or otherwise turn to account the property, rights, information so acquired and to expend money in experimenting or on testing or improving any such patents, inventions or rights.
14. To train or to pay for the training in India or abroad of any member or any of the Company's Directors, employees or any other persons in the interest of or for the furtherance of the Company's business.
15. To make pecuniary grants by way of donation, bonus, allowance, provident fund, gratuity, guarantee or otherwise to or for the benefit of persons who are or have been employed by the Company, subject to the provisions of the Companies Act, 1956.
16. To accept gifts, bequests, devices and donations of any movable or immovable property or any rights or interest therein from members or others and to make gifts, donations to members or any national, charitable, benevolent, public or other institution either in cash or kind as may be decided by the Board from time to time, subject to the provisions of the Companies Act, 1956.
17. To create any Depreciation, Reserve Fund, Sinking Fund, Insurance Fund or any other Special Fund whether for repairing improving, extending or maintaining any of the property of the Company or for any purpose conducive to the interests of the Company.
18. To take part in the management, supervision and control of the business or operation of any company or undertaking having similar objects and for that purpose to appoint and remunerate any such persons including directors, officers, trustees, agents.
19. To distribute any of the properties of the Company amongst the members in specie or kind as permissible in law in the event of the winding-up of the Company.
20. To remunerate Directors, Managing Directors or other officers of the Company out of or in proportion to the turnover or net profits of the Company or otherwise.
21. Subject to the provisions of the Companies Act, 1956; to amalgamate, enter into partnership or into any arrangement for sharing profits, union of interest, co-

operation, joint venture or reciprocal concession with any person, association, firm, body corporate, Foreign Nationals, NRI's, whether in India or outside, for such purposes that may seem calculated, beneficial and conducive to the objects of the Company.

22. To enter into contracts and make arrangements with any person for furtherance of the business of the Company.
23. To establish and support or aid in the establishment and support of associations, institutions, funds, trusts, and conveniences calculated to benefit present as well past employees, directors, general public or alike and to make payments, effect gifts, grant pensions, allowances, commissions or any such other benefits and to subscribe or guarantee money for charitable, benevolent or alike useful objects.
24. To establish or open at any place(s) any branches, agencies or other offices of the Company and to transact and manage the affairs of the Company and to appoint Director(s), Managing or Whole-time Director(s), Manager(s) or such other officials, administrators, as may be necessary for the efficient and able management of the affairs of the Company.
25. To appoint attorneys for and on behalf of the Company, to execute the necessary power to the said attorneys, to act for and on behalf of the Company and to revoke all or any of such powers and appointments as may be deemed expedient.
26. To establish, promote or concur in establishing or promoting any company having similar objects or firm for the purpose of acquiring all or any of the property, rights and liabilities of the Company and to place or guarantee the placing of, underwrite of any such other Company.
27. To form, promote, subsidise and assist companies or firms of all kinds in any manner as may be thought fit in connection with any of the objects of the Company.
28. To act as trustees, executors, administrators, attorneys, nominees and agents and to undertake and execute trusts of all kinds (subject to compliance of statutory condition) and to exercise all the powers of Trust Corporation.
29. To enter into collaboration agreements, technical, financial or otherwise with any person, firm, company or corporation whatsoever, whether limited or otherwise, and whether situated in India or abroad.
30. To adopt such means of making known the business of the Company as may seem expedient and in particular, by advertising in the press, by circulars, by purchase and exhibition of works of art or interest, by publication of books and periodicals and by granting prizes, rewards and donations subject to the provisions of the Companies Act, 1956.
31. To refer or agree to refer to arbitration any claim, demand, dispute, legal proceedings or any other questions by or against the Company or in which the Company is interested or concerned.

(C) OTHER OBJECTS ARE:

32. To carry on business and to work as merchants, traders, commission agents, guarantors, brokers, contractors, service provider, courier, security personnel provider, order suppliers, selling agents, engineers, mechanics, exporters, importers, dealers, and workers in all kinds of goods and merchandise, raw of any description, quality, kind and variety whatsoever in which the Company is authorised to carry on the business.
33. To carry on the business of supplying trained sales staff for temporary or permanent employment, and to establish and maintain an employment agency and to provide administrative, secretarial, marketing, security, courier, translation, and other office services.
34. To carry out market research, launch advertisement campaign, commence prize winning schemes, contests and to do all such things as may be necessary for the promotion of sales of any product or article and to give advice and information and render services to persons, firms, company, body incorporate, authority or Government which may be given or rendered while carrying on such business as aforesaid which may lead to or be conducive to the adoption by the constituent or principals of efficient methods of effecting sales and marketing goods, economy in effecting sales and marketing goods.
35. To carry on business as company promoters, underwriters, bill brokers and generally to undertake and execute agencies and commissions of any kind and to negotiate and arrange for the borrowings or lending of money or the subscription or underwriting of shares, debentures or other securities.
36. To take part and avail assistance from the existing as well the prospective foundations, organizations, to share social responsibilities in respect of various issues of youth, children and women such as youth welfare, women education, children health, activation, support, promotion, development, of gruh-udyog, small scale units, run by associations of women / youth or otherwise and such other activities for the betterment of social life.
37. To carry on in India and abroad the business as traders, dealers, stockists, suppliers, distributors, clearing and forwarding agents, exporters and importers in commercial and industrial products.
38. To act as business consultants, market research consultants, business transfer agents, and to act as intermediaries in the introduction of sellers, purchasers, partners and employees.
39. To establish, maintain and carry on one or more schools or colleges for the provision of vocational and practical training relating to marketing aspects.
40. To establish, run and manage shops and other establishments for the purpose of marketing of the consumer goods and to sell, purchase, import, export, trade or otherwise deal in all ready-to-use items such as daily needs, personal care, home care, home appliances, hosiery, stationary, cosmetics, edible oils, grains, spices and grocery

items, products of gruh-udyog and small scale units, agro based products, on cash or credit basis to all class of customers.

41. To carry on the business of market and credit and economic investigators, analysers and informants on macro or micro level basis including by undertaking the work of credit rating and evaluation or appraisal of any business or commercial organisation or enterprise or of any region, state province, country or any government or governmental agencies and analysing market trends, and economic, commercial and industrial developments and conditions with respect to any such person, region, country or government and to act as consultants, advisors, and experts, factoring, credit investigation, credit rating & market investigations.
42. To carry on business as importers, exporters, traders, buyers, sellers, retailers, wholesalers, suppliers, indenters, packers, movers, preservers, stockists, agents, sub-agents, merchants, distributors, consignors, jobbers, brokers, concessionaires or otherwise deal in goods, raw materials, merchandise, articles, machinery, plant, apparatus, appliances, equipment, and commodities of every kind, class and description and to supply and provide services of all kinds thereof.
43. To carry on business as general commercial agents and undertake and transact all kinds of agency business; including acting as forwarders, manufacturers and commercial representatives, manufacturers and mercantile agents, commission agents, custom agents, export and import agents, insurance agents, factors, shipping agents, air cargo and air service agents, indent agents, general agents, shippers, dealers, charterers, auctioneers, brokers, loss assessors and adjusters, transport and travel agents and baggage agents in all their respective branches.
44. To carry on the business as owners of clubs, gaming rooms, billiards and snooker rooms and generally as amusement caterers and organisers, promoters, providers and managers of all kinds of entertainments, amusements, recreations, games, sports, competitions and pastimes, licensed victualers, restaurant and refreshment room proprietors and such other facilities, to provide accommodation for meetings and gatherings of all descriptions and generally to deal in food, drink and refreshments, printers, publishers, tobacconists, newsagents and booksellers and any other trade or business which can be advantageously carried on in connection with any activity of the Company.
45. To carry on the business of owners and operators of amusement parks, and as promoters, organisers and managers of all kinds of entertainments, sports, recreations, indoor and outdoor amusements, including funfairs, circuses, amusement arcades, exhibitions, sideshows and games, competitions, tournaments, concerts, cinema and television performances, stage and variety shows, dancing, skating aquatic and equestrian events and pyrotechnic, aerial and other displays.
46. To conduct on its own or on assignment the activity of Research & Development in the field of all types of agricultural activities including activities related to horticulture, floriculture, aquaculture, pisciculture, sericulture, animal husbandry, cattle farming, goat farming, poultry farming, ayurved, medicinal, herbal plants.

47. To carry on at any place or premises all or any of the businesses of circus, concert hall, cinema, ballroom, hippodrome, night-club, super-club and theatre proprietors and agents, box-office keepers, ticket agents, showmen and exhibitors, song, music, play, programme and general publishers and printers, scene, and general painters and decorators, theatrical and musical agents, and caterers for public and private amusements and entertainments of every description.
48. To carry on, either directly or indirectly, providing services or facilities for others, the business of restaurant, milk bar and café properties, licensed victualers, wine, beer and spirit merchants, manufacturers, vendors of alcoholic or non-alcoholic drinks, groceries, provisions, refreshment caterers, suppliers and contractors.
49. To carry on the business of providing services, either directly or indirectly, in connection with the preparation, arrangement, erection or decoration of a pandal, shamiyana, kalyana mandaps, marriage and reception halls, conference halls, exhibition halls, banquet halls, invitation halls, stage theatres or any other premises including the supply of any food, edible preparations, alcoholic or non-alcoholic beverages or crockery and similar articles or accoutrements for any purpose or occasion, any furniture, fixtures, light fittings and other floor coverings therein for organising any official, social, auspicious or business functions.
50. To carry on the business of advertising contractors, sub-contractors, agents, designers, advertising, publicity and marketing specialists and also to enter into agreements with, grant leases and licences to, and engage and employ showman, artists, entertainments, performers, sportsmen and other persons.
51. To carry on in India or elsewhere the business to provide, commercialise, control, develop, establish, handle, operate, hold, pack, organise, promote, service, supervise, represent and to act as agents, concessionaires, consultants, booking agents or deal in all types of courier activities in all its branches for collecting and delivering either own arrangements or through representatives or agents, any documents, goods, articles or things on behalf of customers from one place to another place in any part of the world and to do all incidental acts and things necessary for the attainment of the foregoing objects.
52. To carry on the business as manufacturers, producers, processors, makers, inventors, convertors, importers, exporters, traders, buyers, sellers, retailers, wholesalers, suppliers, indenters, packers, movers, preservers, stockists, agents, sub-agents, merchants, distributors, jobbers, brokers, concessionaires or otherwise deal in cheese, yogurt, butter, margarine, cream, paneer, milk, condensed milk, powder milk, skimmed milk and generally to do the business of dairymen, poultry and livestock breeders, butchers, bakers, confectioners, refreshment contractors, farmers, grocers, general provision merchants, dealers.
53. To provide on such terms as may seem expedient all or any of the management, secretarial, advertising, publicity, accountancy, merchandising, personal, social facilities and services in connection with professional engagements by artistes and others engaged in theatrical, film, radio, television entertainment or activities.

54. To carry on the business of hotel, restaurant, conference centre, motel, holiday camp, leisure centre, caravan site, café, tavern, beer house, boarding and lodging house keepers, clubs, baths, dressing rooms, laundries, reading, writing and newspaper rooms, libraries, grounds and places of amusements and recreation, sport, entertainment, and apartment house proprietors.
55. To carry on the business of extraction, manufacturers, growers, dealers, brokers, traders, merchants, exporters, importers, stockists, distributors, agents, retailers and sellers of any or all of the produce or extraction of the essential oils, spice oils, including oils of all types, oleoresins and chemicals from agricultural produce including flowers, herbs, medicinal and aromatic plants including all products grown on earth, water or air either naturally or otherwise including all derived products, extracts, preserves, derivatives, agro-chemicals and other oils in raw/semi-finished / finished forms and to pack, store, process, transport, display, market in India and in foreign countries.
56. To carry on business of developing land, planting, growing, cultivating, producing and raising plantations of various agricultural species of proven utilities, and maintaining, protecting, preserving, tending, exploiting, and managing in all respects, crops and trees raised or come up naturally or other agricultural, plantation and horticultural crops, medicinal and aromatic plants and to buy, sell, export, import, process, distribute or otherwise deal with all kinds of agricultural produce including sugar cane and sugar beet for extraction of sugar.
57. To carry on the business of exporters, importers, traders, consignors, jobbers, brokers, packers, movers and to act as the Export Trading House, Star Trading House, and to export all goods, commodities, and anything which can be exported from this country to any other country or from anywhere to another country and shipping agents for the purposes of export or import business of the Company and to carry on the business of wharfingers, dock-owners, ferry-men, warehouse-men, carriers of goods and passengers.
58. To carry on a general business of providing information about the characteristics, interests, trends and other attributers of individuals, business and commercial houses, organisations, communities, countries or other social units and of any articles, commodities, economic trends or persons whatsoever.
59. To conceive, plan, survey, design, study and evaluate all steps, process, techniques and methods for setting up of all types of Infrastructure Projects, facilities or works and to finance, build, construct, install, erect, undertake, lay down, commission, establish, own, operate, manage, control and administer, lease, transfer all Infrastructure Projects, facilities or works including of the Internet services, computer bureau and of computer consultants and to provide educational, personnel training and any other kind of service of facility relating to computers, computer software and hardware, computer programming, information retrieval, data preparation and processing equipment, electrical and electronic devices and all other activities or facilities thereof.
60. To carry on the business as manufacturers, importers, exporters, traders, agents and of computer consultants and to provide educational, personnel training and to offer other

services including internet services that are normally offered to industrial, commercial, domestic, public utility, defence, government and other general customers or society and all other facilities thereof.

61. To purchase, sell, operate and maintain communications systems and aids of all kinds and all machinery and electronic devices ancillary thereto.
62. To establish and run data processing / computer centres and to offer consultancy and data processing and other services that are normally offered by data processing / computer centres to industrial, business and other type of customers, and to impart training Electronic Data Processing, Computer Software and Hardware, to customers and others.
63. To design, modify, develop, manufacture, assemble and deal in computers and peripheral equipment and to provide technical and advisory services for users and potential users of computers and other electronic or automatic equipment and to devise and supply programs and other software for such users.
64. To design, invent, prepare, own, make use of, lease, sell or otherwise dispose of and generally to deal in and with computers data processing machines, types, card, memory equipment or any other equipment and materials of every kind and description useful in connection thereof.
65. To carry on in India and abroad the business undertaking and giving consultancy for establishing, administering, owning and running industries for manufacturing forests products, agricultural, plantation and horticultural products, medicinal preparations, medicinal, herbal and aromatic plants and all types of agricultural activities in any manner.
66. To carry on in India and abroad the business to provide, commercialise, control, develop, establish, handle, operate, organise, promote, supervise, represent and to act as agents, concessionaires, consultants, booking agents for all types of security personnel provision activities in all its branches for household, commercial, industrial, ceremonial, ritual, royal, government, event management, entertainment activities either through own arrangements or through representatives or agents and to give advice and information and render incidental services to persons, firms, company, body incorporate, authority or Government.
67. To carry on the business of leasing, hire-purchase, letting on hire or on deferred payments all types of plant and machinery, industrial and office equipment, appliances, house-hold appliances, furniture and fixtures, vehicles, land and buildings, consumer durable, goods all other types of movable and immovable properties.
68. To enter into any arrangement by way of turnkey projects involving supply of technical, civil, financial, administrative, plant & merchandise, information, knowledge and experience and as such undertake for and on behalf as client to set up any project in or outside India relating to all types of agricultural activities including activities related to horticulture, floriculture, aquaculture, pisciculture, sericulture animal husbandry, cattle farming, goat farming, poultry farming, medicinal preparations, herbal plants, timber growing, manufacturing of agricultural

equipments, farm foods on commercial basis, or otherwise, by traditional methods or by using modern technology available in the field.

69. To carry on the business of financial services and to act as financial consultants, advisor, manager, representative, retainers or in any other capacity but shall not carry on Banking business as defined in the Banking Regulation Act, 1949.
70. To carry on the business in all its branches in India or abroad to manufacture, repair, maintain, prepare, produce, fabricate, assemble, alter, buy, sell, import, export, develop, design, lease, hire, let on hire and act as trader, agent, broker, vendor, consultant, collaborate and consignor in all types of plant and machinery, agricultural implements, components, parts, equipments, instrument, accessories, tools, tackles, materials substances goods or things of any description or specifications characteristics applications and usages for tractors power tillers sprayers dusters, mist blowers, threshers and other modern agriculture equipments used for consumption of fertilizers, seeds, soils, irrigation, pesticides, insecticides, fungicides, in all types of operations of farming, pericultures, sericulture, horticultures, apicultures, agricultures, and forest produce and waste.
71. To carry on the business as manufactures, consultants, dealers, importer, exporter in medicinal foods, medicinal preparations including vials, injections, orals, syrups, tablets, capsules for all living being in allopathic, ayurvedic, homeopathic, unani, herbal, batch flower remedy and all other types of medicinal systems and to carry out research in this field.
72. To apply for and become in India or abroad member of any stock exchanges, SEBI or any other similar authority, body or institution as may be established from time to time by Public, Government, Financial Institutions, Corporations, Bodies Corporate or else.
73. To carry on the business of moneychangers, to act as an authorised dealer of all foreign currencies, and to buy, sell and otherwise deal in foreign exchange in currency notes, traveller's cheques and any other modes as may be permitted by any law or regulations for the time being in force.
74. To promote business in matters of inland and foreign trade, transport, industry and manufacture, finance, and all other economic subjects and to encourage Indian Industry.
75. To carry on in India and abroad the business of traders, dealers, exporter, importer, distributors, stockists, clearing and forwarding agents, exporters and importers in all kinds of medicines, medical preparations, herbal products & drugs whatsoever and obtain patents for them.
76. To carry on in India and abroad the business of a warehousemen, departmental store proprietor, and in that capacity to provide such goods and services for the customers and others as may seem expedient.

77. To carry on in India and abroad the business to acquire, set up or run schools, colleges, training and professional institutions, music and dance centres, and to assist the promotion and advancement of trade, commerce, art, science, technology or whatsoever.
78. To carry on in India and abroad the business to undertake or arrange for the writing, printing and publication of books, magazines, journals, pamphlets or subject of common or special interest to the business of the Company or as an independent business.
79. To carry on in India and abroad the business of advertising agents and to acquire advertising time, space or opportunities of any media, to undertake advertising of every nature and to do any other act, carry out any other contract for the promotion, continuance and advancement of the said business.
80. To carry on the business of manufacturing, marketing, and distributing all kinds of consumer, household, herbal, official, commercial, industrial goods, properties, services and for that purposes, to carry on all types of selling and purchasing activities, directly or indirectly, in internal and external markets, on its own or as business developers, sales, purchase or commission, agents and brokers in relation to consumer, commercial and industrial products.
81. To carry on in India and abroad the business and trade as travel and tourist agents and to conduct, manage tours or voyages by rail, road, sea or air and all other facilities.
82. To carry on in India and abroad the business of all types of transport, aircrafts, shipping, carriers and forwarding agents and all other services thereof.
83. To carry on in India and abroad the business of manufacturing or otherwise of textiles including man made fibres, cotton, silk, jute, rayon, nylon, woollen, synthetics, polyesters, all types of leather and leather products, rubber and rubber products, timber and timber products or otherwise.
84. To carry on in India and abroad the business of manufacturers of and dealers in electrical goods, electronics appliances of all description and services thereof.
85. To carry on in India and abroad the industry, trade or business of manufacturing, producing, procuring, mastering, buying, selling, converting and in any other way or ways dealing in iron, steel and other ferrous or non-ferrous metals, castings, precious metals and stones, jewellery and otherwise.
86. To carry on in India and abroad the business of manufacturers, dealers or otherwise of all types of paper and paper products, pulp, boards, and of by-products, ingredients and plastics, plastic materials, plastic goods of all kinds that may be derived from any process or may be incidentally hereinafter discovered in dealing with plastics or otherwise.
87. To carry on in India and abroad the business of manufacturing or otherwise of consumer food items, their by-products, ingredients including foods and vegetables, packed foods, powders, paste, liquids, drinks, beverages, juices, jams, jelly, squashes,

pickles, sausages, cakes, pastries, confectionery, sweets, chocolates, toffees, breakfast foods or otherwise.

88. To carry on in India and abroad the business of manufacturing or otherwise of all types of oils including vegetable, vanaspati, oil cakes, soaps, lubricants, by-products, their derivatives and all other products thereof.

IV. THE LIABILITY OF THE MEMBERS IS LIMITED.

V. (a) The Authorised Share Capital of the Company is Rs.1,00,000/- (Rupees One Lac) divided into 10,000 (Ten Thousand) Equity Shares of Rs.10/- (Rupees Ten) each.

(b) The minimum paid-up Capital of the Company shall be Rs. 1,00,000/- (Rupees One Lac Only).

We, the several persons, whose names, addresses and descriptions are subscribed below, 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:

Names, Addresses and Description of Subscribers	No. of Equity Shares taken by each Subscriber	Signature of Subscribers	Names, Addresses And Description of Witness
<p>1) Sunil S/o Mandharao Patil Add :- Plot No. 4 Azad Hind Nagar Co-op. Society Taitala Rd Subhash Nagar Nagpur - 22 Occ - Business</p>	<p>5000/- (Rs five thousand) Equity Shares of Rs 10 each</p>	<p><u>Sunil Patil</u></p>	<p>Witness to Subscriber No. 1 & 2 <u>Bhavel Kharelwal</u> Bhavel Kharelwal S/o. Ashok Kharelwal F-103, Laxmi Apts Satray Nagar Nagpur - 440024 Occ: Service</p>
<p>2) Bema w/o. Sunil Patil Add. Plot No. 4 Azad Hind Nagar Taitala Road. Subhash Nagar Nagpur 22. Occ. Business.</p>	<p>5000/- (Rs five thousand) Equity Shares of Rs 10/- each</p>	<p><u>B. Patil</u></p>	
<p>Total</p>	<p>10000</p>		

PLACE : Nagpur
DATED : 12/2/2007

Ten thousand only,