



प्रारूप. आई. आर.
Form). R.
निगमन का प्रमाण-पत्र

CERTIFICATE OF INCORPORATION

U 27100 MH 2005 FTC 154080

ता. _____ की. सं. _____

No. _____ of Date _____

मैं एतद्वारा प्रमाणित करता हूँ कि आज _____

कम्पनी अधिनियम (1956 का सं. 1) के अधीन निगमित की गई है और कम्पनी प्रिवेट लिमिटेड है।

I hereby certify that **VANYA STEELS PRIVATE LIMITED**

on this day incorporated under the Companies Act, 1956 (No. 1 of 1956) and that the Company is limited.

मेरे हस्ताक्षर से आज ता. _____ को दिया गया।

Given under my hand at **MUMBAI** this **TWENTIETH**

day of **JUNE** **FIVE**
Two Thousand



(H.A. SON)

कम्पनियों का रजिस्ट्रार
ABETT Registrar of Companies
Maharashtra, Mumbai

अ. सं. सी. - 1
J.S.C.-1
विशेष. एफ. एस. / सि. सं. 82-20.000-3-4-93-GIPG/वस्तुना
MUMBAI/C/MUMBAI/82-20.000-3-4-93-GIPG



GOVERNMENT OF INDIA
MINISTRY OF CORPORATE AFFAIRS
Registrar of Companies, Mumbai
Everest , 100 , Marine Drive Mumbai - 400002, Maharashtra, INDIA

Certificate of Incorporation pursuant to change of name
[Pursuant to rule 29 of the Companies (Incorporation) Rules, 2014]

Corporate Identification Number (CIN): : U74999MH2005PTC154080

I hereby certify that the name of the company has been changed from VANYA STEELS PRIVATE LIMITED to VANYA STEELS AND ENGINEERING PRIVATE LIMITED with effect from the date of this certificate and that the company is limited by shares.

Company was originally incorporated with the name VANYA STEELS PRIVATE LIMITED

Given under my hand at Mumbai this Twenty Eighth day of May Two Thousand Fifteen.

Signature Not Verified
Digitally signed by
PANDIAN THIRUPATHI
Date: 2015.05.28
12:38:02 GMT+05:30

SITARAM SHARAN GUPTA
Registrar of Companies
Registrar of Companies
Mumbai

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

VANYA STEELS AND ENGINEERING PRIVATE LIMITED
A-9/2,MIDC, TALOJA INDUSTRIAL ESTATE,, TALOJA, DIST, RAIGAD, ,
RAIGAD - 410208,
Maharashtra, INDIA



GOVERNMENT OF INDIA
MINISTRY OF CORPORATE AFFAIRS

Office of the Registrar of Companies
Everest, 100 Marine Drive, Mumbai, Maharashtra, India, 400002

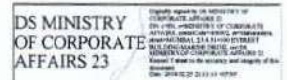
Certificate of Incorporation pursuant to change of name
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Corporate Identification Number (CIN): U74999MH2005PTC154080

I hereby certify that the name of the company has been changed from VANYA STEELS AND ENGINEERING PRIVATE LIMITED to VANYA STEELS PRIVATE LIMITED with effect from the date of this certificate and that the company is limited by shares.

Company was originally incorporated with the name VANYA STEELS PRIVATE LIMITED.

Given under my hand at Mumbai this Twenty fifth day of February two thousand eighteen.



SATYA PARKASH KUMAR
Registrar of Companies (STS)
Registrar of Companies
RoC - Mumbai

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

VANYA STEELS PRIVATE LIMITED

A-9/2, MIDC, TALOJA INDUSTRIAL ESTATE,, TALOJA, DIST, RAIGAD,, RAIGAD,
Maharashtra, India, 410208





सत्यमेव जयते
GOVERNMENT OF INDIA

MINISTRY OF CORPORATE AFFAIRS

Office of the Registrar of Companies

E' Wing, 2nd Floor Kendriya Sadana, Bangalore, Karnataka. India. 560034

Corporate Identity Number: U74999KA2005PTC125578

SECTION 13(5) OF THE COMPANIES ACT, 2013

Certificate of Registration of Regional Director order for Change of State

M/s VANYA STEELS PRIVATE LIMITED having by special resolution altered the provisions of its Memorandum of Association with respect to the place of the Registered Office by changing it from the state of Maharashtra to the Karnataka and such alteration having been confirmed by an order of Regional Director bearing the date 27/05/2019.

I hereby certify that a certified copy of the said order has this day been registered.

Given under my hand at Bangalore this Twenty fifth day of June Two thousand nineteen.

DS MINISTRY
OF
CORPORATE
AFFAIRS

V ANNAPOORNA

Registrar of Companies
RoC - Bangalore

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

VANYA STEELS PRIVATE LIMITED

2380, 1st Floor, E block, 1st Main Road, Sahakarnagar, Bengaluru, Bangalore,
Karnataka, India, 560092





GOVERNMENT OF INDIA
MINISTRY OF CORPORATE AFFAIRS

Registrar of companies, Bangalore
E' Wing, 2nd Floor Kendriya Sadana, Bangalore, Karnataka, India, 560034

Corporate Identity Number: U74999KA2005PTC125578

SECTION 13(1) OF THE COMPANIES ACT, 2013

**Certificate of Registration of the Special Resolution Confirming Alteration of
Object Clause(s)**

The shareholders of M/s VANYA STEELS PRIVATE LIMITED having passed Special Resolution in the Annual/Extra Ordinary General Meeting held on 06-03-2020 altered the provisions of its Memorandum of Association with respect to its objects and complied with the Section 13(1) of the Companies Act, 2013.

I hereby certify that the said Special Resolution together with the copy of the Memorandum of Association as altered has this day been registered.

Given under my hand at Bangalore this Eighth day of April Two thousand twenty.



Varaha Santoshi Jagirdar

Registrar of Companies
RoC - Bangalore

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

VANYA STEELS PRIVATE LIMITED

2380, 1st Floor, E block, 1st Main Road, Sahakarnagar, Bengaluru, Bangalore,
Karnataka, India, 560092



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

I. The name of the Company is **VANYA STEELS PRIVATE LIMITED**.

II. The Registered Office of the Company will be situated in the State of Karnataka i.e. within the jurisdiction of Registrar of Companies at Bangalore.

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:

1. To carry on the business in India or elsewhere as manufacturers, importers, exporters, dealers, distributors, commission agent and wholesale and retail dealers in all type of Hot Rolled Steel Sheets, Coils, Cold Rolled Steel Coils, Galvanized Steel Sheets, Electrical Steel, Galvalume, Continuous Slab Casting, Steel Products, E.R.W Steel Tubes (Electric Resistance Welded Steel Tubes), I.W Steel Tubes (including Welded Steel Tubes), Iron & Steel, Iron Ore, Pig Iron, Sponge Iron and other metal (ferrous and non-ferrous), Alloys, Scrap, Pipes, Wire drawing of any metal.
2. To carry on business of all kind of iron and steel founders, steel malters, steel makers, steel shapers and manufacturers, mechanical, structural, electrical, metallurgical engineers and fabricators, turnkey contractors, casting and to buy, take on lease or hire, sell, import, export, manufacture, process, repair, convert, let on hire, otherwise deal in such products, stores, packing materials, by-products.
- 2(i).To Carry on business of engineering and act as exporters/importers/agents/buyers/sellers/distributors/brokers/factors/traders/stoc kiest/commission agents/merchant/dealrs, construction contractors/sub-contractors, for new construction, rehabilitation, pulling down, renovation or otherwise, and to undertake construction on turnkey basis or otherwise,

social/industrial/all kind transport/telecom/education/health & sanitation/information technology/mining & drilling, agro production and processing and water management facilities/infrastructure involving factories/plans or other facilities in India or abroad of all kinds of engineering products/devices/applications/equipment/structures/fixtures/tools/spares/substance/goods/articles, whether in the form of manufacturers or semi-manufactures or otherwise of all kinds and description.

- 2(ii) To undertake all kinds of technical surveys, studies, project reports, consultation work as technical experts/ engineers or otherwise, either directly or indirectly or to carry on any other business related thereto or similar therewith.

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

1. To carry on business of manufacturers of, dealers in, ware housemen, retails, stockists, brokers, commission agents, importers, exporters and general traders of all kinds of steel founders, steel makers, converters, makers of scientific, industrial, surgical instruments, mechanical engineers, agricultural implements and other machineries for establishing steel, cold and hot rolling mills and rollers in their respective branches, metallurgical and other non-ferrous founders, furnace owners, metals and alloy makers and in refiners, galvanized sheet/strips either plain or corrugated in all gauges and sizes, all types of steel, pig iron, billets, slabs, round bars, flats, sections, produce zinc, oxide, ash, zinc chloride and to supply, erect, install tabular structure, transmission towers, poles, pipe lines and all other iron and steel products.
2. To give consultancy services of all kinds for manufacture, erection, installation of integrated steel plants, galvanized plants, re-rolling mills or any other equipments, accessories and components relating thereto.
3. To employ experts to investigate and examine into the conditions, prospects, value character and circumstances of any business concern and undertaking and generally of any assets, property or rights.

4. To purchase, take on lease or exchange, hire or otherwise acquire any immovable or movable property, any rights or privileges which the Company may think necessary or convenient for the purpose of its business or may enhance the value of any other property of the Company and in particular any land, buildings, easements, machinery, plant and stock-in trade and either to retain any property to be acquired for the purpose of the Company's business or to turn the same on account as may deem expedient.
5. Subject to the provisions of the Companies Act, 1956 to improve, manage, develop, exchange, transfer, lease, mortgage, enfranchise, dispose of (movable or immovable) turn to account, maintain or otherwise deal with all or any part of the property and rights, concessions as the Company may think fit and in particular for shares, debentures and other securities of any other Company having objects altogether or in part similar to those of the Company.
6. To let on lease or on hire –purchase system or to lend or otherwise dispose of any property belonging to the Company, and to finance the purchase of any article or articles whether made by the Company or not by way of loans or by the purchase of any such other article or articles and the letting thereof on the hire – purchase system or otherwise however but the Company will not do Banking Business as defined under the Banking Regulation Act, 1949.
7. To apply for, promote and obtain any Act, privilege, concession, licence, authorization of any, of and/or from any Government, State or Municipality, provisional order or license or any authority of enabling the Company to carry any of its objects into effect or for extending any of the powers of the Company for effecting any modification of the Company's constitution or for any other purpose which may seem calculated, directly or indirectly to prejudice the Company's interests.
8. 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 member or 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.

9. To apply for purchase or otherwise acquire and protect and renew in any part of the world any patents, patent rights, brevets invention, used trade marks, designs, license concessions 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 for any of the purposes of the Company or acquisition of which may seem calculated directly or indirectly to benefit the Company and to use, exercise, develop or grant licenses in respect of or otherwise turn to account the property, rights or information so acquired and to expend money in experimenting upon, testing or improving any such patents, inventions or rights, subject to law in force.
10. Subject to the provisions of the Company Act, 1956 to pay out of the funds of the Company all expenses which the Company may lawfully pay with respect to the promotion, formation and registration of the Company or the issue of its capital including brokerage and commission for obtaining applications for or taking, placing or underwriting or procuring the underwriting of shares, debentures or other securities of the Company.
11. To pay all preliminary expenses of any Company promoted by the Company or any Company in which the Company is or may contemplate being interested including in such preliminary expenses all or any part of the costs and expenses of owners of any business or property acquired by the Company.
12. Subject to the provisions of the Banking Regulation Act, 1949 and the directives, issued from time to time by the Reserve Bank of India or any other relevant authority to lend and advance moneys or give credit to such person or Companies and on such terms as may seem expedient and in particulars, to customers and other having dealings with the Company and to guarantee the performance of any contract or obligation and the payment of moneys, of or by

any such persons or Companies and generally to give guarantees and indemnities but the Company will not do banking business as defined under the Banking Regulation Act, 1949.

13. Subject to the provisions of any law for the time being in force, to establish and maintain or procure the establishment and maintenance of any contributory or non-contributory pension or super annuation and/or provident funds for the benefit of and give or procure the giving of donations, gratuities, pension, allowances or emoluments to any persons who are or were at any time in the employment or services of the Company or of any Company which is a subsidiary of the Company or is allied to 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 of any such other Company as aforesaid and the wives, widows, families and dependents of any such persons, and also establish and subsidize and subscribe to any institutions, associations, clubs or funds calculated to be for the benefit of or to advance the interests and well being of the Company or of any such other Company as aforesaid and make payment to or towards the insurance of any such person as aforesaid and do any of the matters aforesaid either alone or in conjunction with any such other Company as aforesaid.
14. To distribute among the members in specie any property of the Company, in the event of winding up of the Company or any proceeds of sale or disposal of any property of the Company.
15. To carry out in any part of the world the Company's objects as principals, agents, factors, trustee, contractor or otherwise either alone or in conjunction with any other person, firm, association, corporate body, Municipality, province, state or government or colony or dependency thereof, subject to laws, Rules and Regulations of those countries.
16. To establish branches or appoint agencies in or outside India for or in connection with any of the objects of the Company and in particular in relation to the investment of money, the sale of property and the collection and receipt of money subject to the Acts and prescribed rules of those countries.

17. To exercise or any of its corporate powers, rights and privileges and to conduct its business in all or any of its branches in the Union of India and in any or all states, territories, possessions, colonies and dependencies thereof and subject to the Acts and prescribed rules of those countries in any or all foreign countries, and for these purposes to have and maintain and to discontinue any number of offices and agencies therein as may be convenient.
18. To provide for the welfare, make gift, or grant bonuses to any directors or employees or ex-employees of the Company or its predecessors in business and the wives, widows and families or the dependents in connection of such persons by building or contributing to the building of house or dwellings or quarters or by grant of money pensions, gratuities, allowances, bonus, profits shares from time to time, subscribing or contributing to provident fund other associations, institutions, funds, profits, sharing or other schemes or trusts and by providing or subscribing or contributing to provident and other associations, institutions, funds, profit sharing or other schemes or trust and by providing or subscribing or contributing towards places of instructions and recreations, hospitals and dispensaries medical and other assistance the Company shall think fit.
19. To alter, remodel, clean, renovate, convert, manipulate and prepare for sale and resale any goods from time to time belonging to the Company.
20. To buy, sell, refine, manipulate, import export and deal in substances, apparatus and things capable of being used in any business of the Company or required by any customers or persons having dealings with the Company.
21. To buy, sell, exchange alter improve, manipulate, prepare, for market, and otherwise deal in all kinds of plant and machinery, apparatus, tools, utensils, receptacles, Substances, materials articles and things necessary or convenient for carrying on any of the business or process.
22. To generate, receive, produce, improve, buy, sell, acquire, use, transmit, accumulate, employ, distribute, develop, handle, protect, supply, deal in electric power in India at places permitted by appropriate authorities by establishment of thermal power plants, hydraulic power plants and other power

plants based on any source of energy as may be developed or invented for attainment of main objects.

C. OTHER OBJECTS FOR WHICH THE COMPANY IS ESTABLISHED ARE :

1. To explore, prospect, take on lease or on royalty basis or otherwise acquire mines, mining rights and lands or any interest therein and to quarry, mine, dress, reduce, draw, export, cline, smelt, refine manufacture, process and otherwise acquire, buy, sell and otherwise dispose off and deal in all types, qualities and descriptions or ores, metal and mineral substances.
2. To establish or promote or concur in establishment or promoting any Company or Companies for the purpose of acquiring all or any of the property, rights and liabilities of the Company or for any other purpose which may seem directly or indirectly calculated to benefit the Company and to place or guarantee the placing of underwrite, subscribe for or otherwise, acquire all or any part of the shares, debentures or other securities of any such other Company.
3. To cultivate, grow, produce, import, export and deal in any vegetable and other agro products, aquaculture, floriculture, horticulture and process and manufacture various products there from and to carry on all or any of the business of farmers, dairymen, milk contractors, dairy farmers, millers, purveyors and vendors of milk, cream, cheese, butter, poultry and provisions of all kinds, growers of and dealers in corn, hay and straw seeds men and to buy, sell and trade in any goods which are usually traded in any of the above business or any other business associated with the foregoing or any other interests of the Company.
4. To manufacture, build, fabricate, repair, refit, service, survey, transport, clean, own, purchase, import, export, charter, hire, acquire, sell, exchange, let, operate trade, or deal in, or run taxi cabs, lorries, cars, trucks, station wagons, motors, ships, vessels, boats, aircrafts, escalator cranes and all other vehicles of whatsoever kind from one place to another (whatsoever) for the purpose of carrying, conveying, transporting goods, animals, passengers, merchandise or other things.

5. To carry on the business as a manufacturers and dealers of all kinds of metals and their alloys and articles made of such metals and alloys of any nature, shape or kind.
6. To carry on the business of manufacturer, importer, exporter, fabricator, assemblers and dealers in automobile and implements of all kinds and description and spare parts, accessories and fitting of all kinds for the said articles and things used in connection with the manufacturing thereof.
7. To carry on business in India as manufacturers, producers, dealers, importers, exporters and refiners of drugs (including obtaining patent for them) medicines, chemicals, pharmaceuticals and antibiotic products and preparation of all kinds of dyes, dyestuffs, paints, varnishes, colours and industrial and ingredients of every kind and other articles, components or other things of any description whether analogous to the foregoing or not.
8. To carry on the business of water proofers and manufacturers of Indian rubber, leather, imitation leather, cloth, plastic, oil cloth, linoteum, tarpaulin, hospital sheeting and surgical bandages.
9. To carry on the business of manufacturers, traders, dealers, selling agents, buying agents, exporters, importers and commission agents of containers, bags, sacks, packaging materials, tins, drums and storing equipment of all kinds whether made of steel, iron, wood, plastic, polythene or any other material and whether required for industrial, commercial, households, shipping.
10. To carry on business of Insurance Company, Hotel Company, Timber and Lumber Merchants and prepare for the market, import, export and deal in timber and wood of all kind.
11. To manufacture, deal and acquire all kinds of medical instruments and appliances, industrial instruments, agricultural machinery, scientific instruments, mathematical surveying and drawing instruments, as well as items produced in miscellaneous mechanical and engineering industries, and to set up and run

factories, clinics, nursing homes, laboratories, research centers, workshops, schools colleges, training and professional institutions, music and dance centers etc.

12. To manufacture, buy sell, import, export hire, exchange, assemble, repair, after improve or otherwise deal in all types of electronic goods, semi conductor devices instruments appliances and apparatus of every kind and description and also in components made of semi-conductors or super-conductors.
13. To deal in precious stones diamonds pearls, jewelry, watches, clock, chronometers, gold and silver plates, electroplates, cutlery, presents and gifts articles of all kinds, articles of virtue, art and antiquities.
14. To carry on business in or outside India as manufacturers of, dealers in, importers, exporters, traders, stockiest of all kinds of sorts of steel products, glass, glase ware, optical fiber, mirrors, all kinds of paper, board and pulp and all types and sizes of tubes, pipes, fittings, galvanized or black, ferrous, non-ferrous welded or seamless or any other type, by and process and method whatsoever.
15. To carry on business of manufacturing starches and other products from cereals like maize, wheat, rice and from tubers, like potatoes, arrow-root-topica or from any other starch containing substance whatsoever and the sale of starches and other products manufactured.
16. To layout, develop, construct, build, erect, demolish, alter, repair, re-model or do any other work in connection with any building or building scheme, roads, highways, bridges, canals, wells, dams, power plants, wharves, ports, reservoirs, embarkments, tramways, railways, irrigations reclamations, improvements, sanitary, waters gas, electric light, telephone telegraphic and power supply works, or any other structural or architectural work of any kind whatsoever and for such purpose to prepare estimates, designs, plants, specification or models and do such other or any act that may be requisite thereof.
17. To carry on the business of merchants, garage owners, or livestock stable keepers job masters, importers and live and dead stock and produce of all

descriptions, libraries, ground and places of amusements, recreation sports, entertainment and instruction of all kinds, travel agents, bank mukadams for railways shipping and airways and road transport contractors, Companies or bodies and carries by land, water and air, barging, property and freight contractors, forwarding agents, clearing agents, stevedores, ship chandlers, caterers and insurers of ship proprietors, cinema exhibitors, producers and distributors and merchants, and to carry on the business of swimming pools, plying of launches and boats.

18. To carry on the business of manufacturers or dealers in calculating, machines, cleaners, sewing and printing machines, air-conditioning equipments, air-conditioners, refrigerators, coolants, ice manufacturers and heavy water, minerals water, coolers ice-cream manufacturing machinery, typewriters and to maintain air-conditioned godowns for storage of goods.
19. To carry on the business of production, distribution or exhibition of films and motion pictures including the running of theaters, cinemas, studios and cinematographic shows and exhibition, video or audio cassette libraries.
20. To carry on the business of distributors for petroleum Companies to run service station for the repairs and servicing of automobiles and to manufacturer or deal in fuel oils including LPG.
21. To carry on the business of electrical engineers, electricians, contractors, manufacturers, constructors, suppliers of and dealers in electricity and appliances like electric motors, fans, lamps, furnace, household appliances, batteries, cables, wire lines, dry cells accumulators, lamps and to manufacturer and deal in all apparatus and things required or capable of being used in connection with the generation, distribution, supply accumulation, and employment of electricity, including in the terms electricity all powers that may be directly or indirectly there from or may be incidentally hereafter discovered in dealing with electricity.

22. *To generate, develop, accumulate, distribute, buy, sell, transmit or otherwise

deal in electrical power through conventional and non-conventional sources of energy subject to the provisions of Electricity (Supply) Act, 1948 and all other applicable statutes and to undertake all forms of contracts, sub contracts, construction activity for these purposes including Dams, Power Houses, Roads and to undertake all types of water works and related activities for these purposes.

23. *To lend, advance or guarantee to anyone without security on such terms and conditions as may be deemed proper, but not to do banking business as defined by the Banking Regulations Act, 1949.
24. *To invest in or hold, dispose of bonds and securities floated by any company, State Government or a Central Government.
25. *To make, draw accept, endorse, negotiate, discount, buy, sell and deal in Bills of Exchange, Promissory Notes, and other negotiable Instruments or Transferable instruments.
26. *To borrow or raise loans through overdrafts or advances, cash credits, term loans, clean overdrafts, financial assistance for the purpose of meeting working capital requirements and other financial obligations, with or without security from any commercial banks (including Nationalized Banks, Private Sector Banks), Regional Rural Banks, Cooperative Banks and Non-Banking Financial Organizations, State and all other financial institutions, Foreign Financial Institutions.
27. *To extend guarantee on behalf of company for borrowing any loans or advances or others, where required for the purpose of pursuing the company's objects, directly or indirectly on such terms and conditions, as may be mutually agreed upon, or deemed to be fair and reasonable.

*****Other object clause No from 22 to 29 deleted and New object clause from 22 to 27 are inserted at the EGM held on 06.03.2020.**

IV. The liability of the members is limited.

V. * The Authorised Share Capital of the Company is Rs. 40,00,00,000/- (Rupees Forty Crores only) divided into 1,65,00,000 (One Crore Sixty Five Lakhs Only) equity shares of Rs.10/- (Rupees Ten only) each and 2,35,00,000 (Two Crores Thirty Five Lakhs Only) Non-Cumulative Redeemable Preference Shares of Rs. 10/- (Rupees Ten only) each.

For Vanya Steels Private Limited



Director

*** Authorised Share Capital clause of Memorandum of Association has been amended at the EGM held on 14.06.2023 by shifting the part of unissued portion of preference share capital into Equity Share Capital and Authorised share capital is reflected as Rs. 40,00,00,000/- (Rupees Forty Crores only) divided into 1,65,00,000 (One Crore Sixty Five Lakhs Only) equity shares of Rs.10/- (Rupees Ten only) each and 2,35,00,000 (Two Crores Thirty Five Lakhs Only) Non-Cumulative Redeemable Preference Shares of Rs. 10/- (Rupees Ten only) each.**

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

Name, Address, Description & Occupation of the Subscribers	Number of Equity Shares taken	Signature of the Subscribers	Signature, Name, Address Description & Occupation of Witness
MR. MUDIT GOEL S/O SHRI RAJENDRA PRASAD GOEL 5/8, EMIRATES HILL, DUBAI, UAE BUSINESS	9998 (Nine Thousand Nine Hundred and Ninty Eight)	Sd/-	WITNESS TO 1 TO 3 Sd/- SHRI VIVEK AGARWAL S/O SHRI RAMKRISHNA AGARWAL J-6/15, JALMANGALDEEP, BANGUR NAGAR, GOREGAON (W) MUMBAI - 400090 CHARTERED ACCOUNTANTS
MR. AJAY GOYAL S/O SHRI DAYA KRISHNA GOYAL D-1086, NEW FRIENDS COLONY, NEW DELHI BUSINESS	1 (One)	Sd/-	
MR. PAWAN GUPTA S/O SHRI JAGDISH GUPTA 4, ATLANTA, EVERSHINE NAGAR, MALAD WEST, MUMBAI - 400064 CHARTERED ACCOUNTANTS	1 (One)	Sd/-	
Total No. of shares	10000 (Ten Thousand only)		

Place :
MUMBAI
Date :
30.05.2005