

(THE COMPANIES ACT,2013)
(COMPANY LIMITED BY SHARES)
MEMORANDUM OF ASSOCIATION
OF
VARINDERA CONSTRUCTIONS LIMITED

- I. The Name of the Company is VARINDERA CONSTRUCTIONS LIMITED
- II. The Registered Office of the Company will be situated in the state of NCT of Delhi.
- III. The objects for which the Company is established are as follows :-

(A) OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:-

1. To specialize in and undertake to carry on the business of construction, builders, contractors, engineers, colonizers, town planners, surveyors, appraisers, decorators, furnishers, manufacturers of prefabricated and precast houses, and to act as agents and contractors for construction/development of real estates, residential complexes/flats/enclave/commercial complexes/multi-storied buildings etc., and to act as consultants, advisors, technical consultants, collaborators, designers and architects for all kinds of construction activities in India and abroad and to undertake all civil, mechanical electrical works, and all types of infrastructure facilities/works/projects including roads, highways, flyovers, bridges, dams, power plants, reservoirs, tramways, railways, sanitary, water, gas electric, telephonic and telegraphic projects in India or abroad either individually or as joint venture with any other Company/firm/individual/consultant whether Indian or foreign participant, or under BOOT/BOT basis through Lease, acquisition/taking over projects/Companies/firms; and also to act as manufacturers, importers, exporters, buyers, sellers, repairers, stockists and otherwise dealers of all types of plant, Equipment, machinery, spare part and accessories required in connection therewith.
2. To carry on business as Engineers (Civil, Sanitary, Mechanical: Electrical, Marine, Automobile, Salvage' and other classes of Engineers) Architects, Designers, Planners, builders and to undertake and execute constructional works of all kinds and also to carry on business of smooths, wood workers, painters, metallurgists, water supply engineers, machinists, mitt wrights, lead workers and pattern makers.

**Clause V of the Memorandum of Association was altered due to sub division/split of equity shares vide the Extra-Ordinary General Meeting held on 07th June, 2024.*

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3. To buy, sell, supply manufacture, repair, alter and otherwise, deal in raw materials, building materials apparatus, chemicals and resins.

(B) Matters which are necessary for furtherance of the objects specified in clause III(A) are:

1. To buy, sell, let on hire, repair, alter any machinery, components parts accessories and fittings of all kinds for things mentioned above.
2. To carry on business in all or any of the above mentioned goods, things, articles and in all kinds of raw materials stores, necessary and useful for manufacturing above articles and things and to carry on any other business of a similar nature and doing of all such other things as are conducive to the attainment of the foregoing main objects.
3. To purchase, take on lease or otherwise to acquire, lend and to purchase, construct, erect or set up buildings, factories, works, godowns and premises and to buy and set up, -repair, alter and deal in plants, machinery apparatus tool and implements, furniture and fixture, and material and material and articles of all kinds which are -capable of being used for the purpose of any business herein mentioned.
4. To set up branch offices, agencies, depots and show-rooms mills, workshops laboratories- and factories in or outside India for the purpose of the business of the Company.
5. To take or otherwise acquire and hold shares in any other Company having objects altogether or in part similar to those of this Company or carrying on any business capable of being, conducted so as directly or indirectly to benefit this Company.
6. To take on lease or otherwise for the purpose of the Company, land, building, structure and other rights and interest in real estate and to let on lease or otherwise dispose of land, rights and other interests in the real property belonging to the Company and to undertake the payments of rents and performance of all covenants and conditions and agreements contained in or reserved by, in the lease that may be granted or assigned to or by otherwise acquired by the Company.
7. To enter in any arrangements with any Government or authorities municipal, local or otherwise that may seem conducive to the company's object or any of them, and to obtain from any such Government, or authority any rights, privileges and concessions which the Company may think desirable to obtain and to carry out, exercise and comply with any such arrangements privileges and concession in or outside India.
8. To invest and deal with the moneys of the Company not immediately required in such manners as may from time to time be determined.
9. Subject -to the provisions of the Companies Act, 2013 to borrow, raise money in such manner as the company shall think fit and in particular by the issue and sale of any shares, stock, debentures, obligations and other securities belonging to the company including its uncalled capital in security of any such money so borrowed, raised or received or secure

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the payment of money or to receive money or deposit at interest for any of the purposes of the Company and at such time or times.

10. To open-account or accounts with any Bank or Banks-of every kind including overdraft account and to pay and endorse cheques and to withdraw-moneys from such accounts and to close all or any account as be considered necessary from time to time.
11. To pay out of Company's funds the costs and expenses incurred in connection with all matters preliminary and incidental to the formation, promotion and incorporation of the Company and the costs, and expenses incurred in connection with all matter may be promoted by this Company in India or any other country.
12. To arrange collaboration with foreign and India Parties for and in connection with the business of the Company.
13. To expend money in experimenting upon and testing and improving or securing any process or processes, copyrights patent or patents or protecting any invention or copyright which the Company may acquire of deal with, in connection with the business of the Company.
14. To adopt such means of making known the goods and products of the Company as may seem expedient and in particular by advertisements in the Press, by circulars, by publication of books and periodicals and by granting prizes, rewards and donations.
15. To pay for any property, or rights acquired by the company, either in cash or fully or partly paid up shares, and remunerate for service rendered by any person or firm, with or without preferred rights in respect of dividend or payment of capital or otherwise or by any securities which the Company has power to issue or partly in one mode and partly in another mode, and generally on such terms as the Company may determine.
16. To distribute as dividend or bonus, among the members or to place to reserve or otherwise to apply as the company may from time to time think fit, any money received by way of premium on shares or debentures issued at a premium by the Company and money arising from the sale by the Company of forfeited shares.
17. To invest money of the Company not immediately required upon such securities' and with such firms and companies as may from time to time be determined.
18. To apply for, purchase or otherwise acquire any patents, breveted, inventions, licenses concessions and the like conferring any exclusive or non-exclusive or limited right to use any secret or other information as to any invention which may seem capable of being used for any of the purposes of the Company or the acquisition of 'which may seem calculated directly or indirectly to benefit the Company in connection with its business and, to use, exercise develop or grant license in respect of or otherwise turn to account the property, rights or information so acquired.
19. To lend money to its customers, employees and others having dealing with the Company, but the Company she not do the business of banking in any such case.

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20. To enter into any partnership or arrangements for sharing profits union of interest or co-operation with any Company, firm or persons carrying on or proposing to carry, on any business within the objects of this Company.
21. To amalgamate with any other Company whose objects are or include objects similar to those of this Company, whether by sale or purchase (for fully or partly paid up shares or otherwise) of the undertaking, with or without winding up.
22. To treat depreciation fund, reserve fund, sinking fund, insurance fund, provident fund or any special or other fund, whether for depreciation or for repairing, improving, extending or maintaining any of the properties' of the Company or for any other purpose whatsoever conducive to the interest of the Company.
23. Subject to the provisions of Companies Act, 2013 and the Rules made thereunder under the directives of the Reserve Bank of India, to receive deposit at interest or otherwise or borrow money, or lend money on mortgage of immovable property without any security and on such terms as may seem expedient but not to do the business of banking within the meaning of Banking Regulation Act, 1949.
24. To enter remunerate any person, firm or employees for service rendered, directly or indirectly on profit sharing basis either in cash or by issue of shares to them or otherwise and if thought fit to include participation in the control and management of the company's business either by conferring the rights to nominate one or more Directors with or without special powers or otherwise.
25. To contribute to charitable and other funds whether directly or indirectly relating to the business of the company or not for the welfare of its employees.
26. To engage, employ, suspend and dismiss- agents, managers, superintendents, assistants, clerks and other servants and is labourers and to remunerate any such persons at such rate as shall be thought fit, to grant pensions or gratuities to any such persons or to his widow or children and generally provide for the welfare of all the employees.
27. To refer to arbitration and to institute, defend, compromise, withdraw or abandon any legal or other proceedings and claims, by or against the company, by or its officers or otherwise concerning the Company, subject to the provisions Companies Act, 2013 .

28.

Subject to the restrictions prescribed by the Companies Act, 2013, to indemnify officers Directors, Secretaries and servants of the Company against proceeding, causes; damages claims and demands in respect of anything done by them for and in the interest of the

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Company or for any loss, damages or misfortune whatever, which shall happen in the execution of the duties of their office or in relation thereto.

29. To create any reserve fund, insurance fund, or any other special fund, whether for deprecation or for repairing, replacement, improvement, execution or maintenance of any of the property of the Company or for any other purpose conducive to the interest of the Company
 30. In the event of winding up to distribute among members in specie any property of the Company.
 31. To do all or any of the above things in any part of the world, and as principals agents, contractors, trustees or otherwise and by or through trustee, agents or otherwise and either alone or in conjunction-with others.
 32. To promote any Company or Companies for the purpose of acquiring all or any of the property rights and liabilities of this Company or for any other purpose, business manufacturing or otherwise which may seem directly or indirectly calculated to benefit this Company.
 33. To transfer in any way, encumber sell or otherwise dispose off or let for any terms of years the whole or any part of the property, undertakings business, goods or rights of this Company as a going concern.
- IV. The liability of the members is limited and this liability is limited to the amount unpaid, if any, on the equity shares held by them.
- V. *** The authorized share capital of the Company is Rs. 24,00,00,000/- (Rupees Twenty Four Crore only) divided into 24,00,00,000 (Twenty Four Crore) Equity Shares of Rs. 1 (Rupee One only) each.**



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We the several persons whose name and address, description and occupations 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 as set opposite our respective names.

SL No.	Name, address, description and occupation of the Subscribers	Number of equity share taken by each Subscriber	Signature of Subscriber	Name, address, description and occupation of witness and their description
1	Varinder Kumar S/o Sh. Kapur Chand 1500, St. No. 2, Nai Basti, Bathinda (Pb.) (Business)	50	Sd/-	
2	Sushma W/o Sh. Varinder Kumar 1500, St. No. 2, Nai Basti, Bathinda (Pb.) (Business)	25	Sd/-	
3	Vinod Kumar S/o Sh. Kapur Chand 1500, St. No. 2, Nai Basti, Bathinda (Pb.) (Business)	25	Sd/-	
	Total	100		

Place: Bathinda
1987

Dated: 15th Day of December,



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