

MEMORANDUM OF ASSOCIATION  
OF

**TRIDEV INFRAESTATES LIMITED**

*Company Limited by Shares*

*Incorporated Under*

*“The Companies Act, 1956”*

*Adopted under*

*“The Companies Act, 2013”*

*(No. 18 of 2013)*

- 1 The name of the company is “**TRIDEV INFRAESTATES LIMITED**”.
- 2 The registered office of the company will be situated in state of **Delhi**.
- 3 <sup>1</sup> (a) The objects to be pursued by the company on its incorporation are
  - 1) To carry on the business of consultancy in the field of information technology and software development in all its forms and perspectives and to undertake all such activities as are connected, linked or associated with software development, operation, data communication, IT Recruitment , project management, IT requirements management, Marketing and other related services.
  - 2) To provide IT Services like system analysis and design, programming, software testing, software quality assurance, outsourcing of IT and telecommunication services, IT consultancy and IT process development services to the international or domestic markets and also fulfill recruitment needs in these areas.
  - 3) To carry on the Business as Planners, Builders, Real Estate Developers, Architects and Civil Engineers, Contractors, Real Estate Brokers, Agents, Brick Makers, and to build/construct own, operate, maintain, manage,

<sup>1</sup> *The Main object of the Company is being changed vide Special Resolution passed at Annual General Meeting of the Company held as on 30.09.2023.*

control and administer, Earth Works, farmhouses, Parks, Gardens, Row-houses, Duplex Apartments, Commercial, Residential or Industrial building Complexes, Retail Stores, Shopping Centers, Market Yards and deal in, manage and carry on all types of businesses and profession related to land dealings, buildings, farms, estates, properties, areas and sites and to act and undertake and carry on business as manufacturers, representatives, suppliers, dealers, agents, distributors, marketers, importers and exporters of all types of building and construction machineries, equipment's, materials and related products.

(b) Matters which are necessary for furtherance of the objects specified in clause III (a) are:-

1. To undertake the business of merchant banking in all its aspects.
2. To undertake the business of finance and operate in one market including bill discounting business and to purchase, finance, discount, rediscount bills of exchange.
3. To give advice and/or to offer, give, take, circulate and/or otherwise organize accept or implement and takeover bids, mergers, amalgamations, acquisitions, diversification, rehabilitation or restructuring of any business concern, undertaking, company, body corporate, partnership firm or any other association of persons, whether incorporated or not, by acquisition of shares or assets and liabilities, and whether as a going concern or as part of the concern or otherwise as may be required having regard to business agencies and to promote or procure incorporation, formation or setting up of concerns and undertakings whether as company, body corporate, partnership or any other association of persons for engaging in any industrial, commercial or business activities.
4. To acquire any shares, stocks, debentures, debenture-stocks, bonds, mortgage, obligations and other securities by original subscriptions, tender, purchase, exchange or otherwise out of the funds of the Company obtained either by subscription of capital or borrowings or by receipt of income from any trust which may be discretionary or otherwise or by gift of money by the Company from any person and to subscribe for the same either conditionally or otherwise and to guarantee the subscription thereof.

5. To sell, improve, manage, develop, exchange, lease, rent, mortgage or franchise, abandon, dispose of turn to account or otherwise deal with all and/or part of the property and right of the Company.
6. Subject to Rules and Directives issued by Reserve Bank of India to borrow or raise or secure the payment of money or to receive money on deposit as interest for any of the purposes of the Company and at such time and from time to time and in such manner as may be thought fit and in particular by the issue of debenture or debenture-stocks convertible into shares of this or any other Company or perpetual annuities ad as security for any such money so borrowed, raised or received for any such debentures or debenture stock so issued to mortgage, pledge or credit the whole or any part of the property, assets or revenue and profits of the company present or future including its uncalled capital by special assignments or otherwise or to transfer or convey the same absolutely or in trust and to give the lenders powers or convey the same absolutely or in trust and to give the lenders powers of sale and other powers as may seem expedient and to purchase, redeem, or pay-off any such securities 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, provided that the Company shall not carry on banking business as defined in the banking regulation Act, 1949.
7. To pay for any properties, rights or privileges acquired by the Company either in shares of the Company or partly in shares and partly in cash or otherwise.
8. To insure with any other company or person against losses, damages, risks and liabilities of all kinds this may affect this company.
9. To let, mortgage or sell otherwise dispose of any property of the Company either absolutely or conditionally and in such manner and upon such terms and conditions in all respects as may be thought fit and to accept payment or satisfaction for the same in case or otherwise.
10. To sell, mortgage or otherwise to deal with or dispose of the property, assets or undertaking of the Company or any part thereof for such consideration the Company may think fit and in particular for shares, stocks, debentures and other securities of any other company whether or not having objects altogether or in part similar to those of the Company.

<sup>1</sup> The Main object of the Company is being changed vide Special Resolution passed at Annual General Meeting of the Company held as on 30.09.2023.

11. To enter into any arrangements with any Government or authorities supreme, municipal, local or otherwise, or any person or company that may seem conducive to the Company's Objects or any of them and to obtain from any such government, authorities, person or company any rights, privileges, charters, contracts, licenses and concessions which the Company may think it desirable to obtain, and to carry out, exercise and comply with any such arrangements, rights, privileges, charters, contracts, licenses and concessions.
12. To lend, invest or otherwise employ or deal with money belonging to or entrusted to the Company in securities and shares or other movable or immovable property or with or without security upon such terms and in such manners as may be thought proper and from time to time to vary such transactions and investment in such manner as the Directors may think fit subject to the provisions of the Company Act, 2013.
13. To pay or satisfy the consideration for any property, rights, shares, securities or assets whatsoever which the company is authorized to purchase or otherwise acquire by payment in cash or by the issue of shares, or other securities of the Company or in such other manner as the Company may agree or partly in one mode and partly in another or otherwise.
14. To draw, make, accept, endorse, discount, execute, issue, negotiate, assign and otherwise deal with cheques, drafts, bills of exchange, promissory notes, hundies, debentures, bonds, lading railway receipts, warrants and all other negotiable or transferable instruments.
15. To open account and accounts with any firm or with any bank, or banks or bankers or sharps and to pay in to and to withdraw money for such accounts.
16. To apply for tender, purchase or otherwise acquire any contract, subcontracts, licenses and concessions for or in relation to the objects or businesses herein mentioned or any of them, and to undertake, execute carry out, dispose of or otherwise turn to account the same.
17. To employ experts to investigate and examine into the conditions, prospects, value, charter and circumstances of any business concern and undertakings and of any assets, property or rights.
18. To make and/or donations, gifts or income to or from such persons, institutions or trusts and in such cases ad whether of cash or any other assets

<sup>1</sup> The Main object of the Company is being changed vide Special Resolution passed at Annual General Meeting of the Company held on 30.09.2023.

as may be thought to benefit the Company or other aspects of the Company or otherwise expedient and also to remunerate any person or corporation introducing or assisting, in any manner the business of the company.

19. To establish and support or aid in the establishment of and support associations, institutions, Companies, Societies, funds, trusts and conveniences for the benefit of the employees or ex-employees or of persons having dealing with the Company or the dependents, relatives or connections of such persons and in particular freely or other benefit societies and to grant pensions, allowances, gratuities and bonuses either by way of annual payment or by way of lumps sum and to make payments towards insurance and to form and contribute to provident and benefit funds to or such persons.
20. To form, subscribe or contribute to or otherwise to assist, aid or guarantee money to public, charitable, benevolent, religious, scientific, national or other Institutions, funds objects or purpose and to any other institutions, funds, objects or purposes which in the opinion of the Board of Directors are likely to promote the interests or the business of the Company and/or to further its objects and/or to any other institutions, funds, objects or purposes whatsoever directly relating to the business of the Company.
21. To create any depreciation fund, reserve fund, sinking fund, insurance fund, educational fund or any other special fund or reserves whether for depreciation or for repairing improving, extending or maintaining any of the properties of the Company or for redemption of debentures or redeemable preference shares or for any other purposes conducive to the interest of the Company.
22. To amalgamate with any other Company having similar objects
23. In the event of winding-up, to distribute any of the property of the Company amongst the members in specie or kind subject to the provisions of the Companies Act, 2013.
24. To place, to reserve or to distribute as bonus shares among the members 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 any money received in respect of forfeited shares and moneys arising from the sale by the Company of forfeited shares, subject to the provision of the Companies Act, 2013.

<sup>1</sup> The Main object of the Company is being changed vide Special Resolution passed at Annual General Meeting of the Company held as on 30.09.2023.

25. To accumulate capital from the profits of the Company for any of the purposes of the Company and to use and appropriate the same or any of the Company's assets either conditionally or unconditionally to specific purposes.
26. To pay of the funds of the Company all costs, charges and expenses of and incidental to the promotion, formation, registration, advertisement and establishment of this Company and the issue and the subscription of the shares or loan capital Including brokerage and/or commission for obtaining applications for placing or guaranteeing the placing of shares or any debentures/debenture-stocks and attending the issue of any circular or notice and the printing, stamping and circulating of proxies and forms to be filled up by the members of the Company and to remunerate by cash or allotment of fully or partly paid shares to any person, firm or company for services rendered in introducing any property or business to the company or in placing, assisting to place shares, debentures, debentures stock or other securities of the company or in or about the formation of the company or the acquisition of property by the Company or the conduct of the business or for any other reason which the Company may think proper.
27. To provide for the welfare of Directors or employees of the Company or its predecessors in business and the wives, widow and families or the dependents or connections of such persons by buildings or contributing to the building or houses or dwellings or quarters or by grants of money, pensions, gratuities, alliances, bonuses, profit-sharing bonuses or benefits or any other payments or by creating and from time to time subscribing or contributing to provident and other associations, funds, profit-sharing or other schemes or trusts and by providing or subscribing or contributing towards places of instruction, recreation, hospitals and dispensaries, medical and other attendance and assistance as the Company shall think fit.
28. 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 emolument to any persons who are or were at any time in the employment or service of the Company or of any company which is subsidiary of the company or Its allied to or associated with the Company or with any such subsidiary company or who are or were at any time Director 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 to establish and subsidies and subscribe to any Institutions,

<sup>1</sup> The Main object of the Company is being changed vide Special Resolution passed at Annual General Meeting of the Company held on 30.09.2023.

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 payments to or towards the Insurance of any such persons as aforesaid and do any matters aforesaid either alone or in conjunction with any such other company as aforesaid.

29. To subscribe for, take or otherwise acquire and hold shares, stocks, debentures or other securities of any other company having objects altogether or in part similar to those of the Company,
30. To acquire or undertake all or any part of the business property and liabilities of any person or company carrying on or proposing to carry on any business which the company is authorized to carry on or which can be carried on in conjunction therewith and to subsidize or assist any such persons or company financially or otherwise and in particular by subscribing for shares, stock, debentures, debenture-stock or other securities of such company.
31. To undertake and execute any trust, the undertaking of which may seem to the Company desirable and either gratuitously or otherwise.
32. In relation with the business of the company to guarantee the payment of money secured or unsecured by or payable under or in respect of promissory notes, bonds, debentures, debenture-stocks, contracts, mortgages, charges, Obligations, instruments and securities of any company or any authority, supreme, municipal, local or otherwise or of any person howsoever, whether incorporated or not incorporated and generally to guarantee or become sureties for the performance of any contracts or obligations.
33. To vest any movable or immovable property, rights or interests acquired by or belonging to the Company in any person or company and with or without any declared trust in favor of the Company, subject to the provisions of the Act.
34. To pay to promoters such remuneration and fees and otherwise remunerate them for their time and for the services rendered by them.
35. To act as agents, brokers and as trustee and to undertake and perform sub-contracts and also to act in any of the business of the Company through or by means of agent, brokers, sub-contractors or others.

<sup>1</sup> The Main object of the Company is being changed vide Special Resolution passed at Annual General Meeting of the Company held as on 30.09.2023.

36. To borrow or raise money or to receive money from persons, bodies, corporate, financial institutions, banks and such other lenders and in security of any such money so borrowed, raised or received to mortgage, pledge or charge the whole or any part of the property, assets or revenue of the company present or future by special assignment or otherwise or to transfer or convey the same absolutely or in trust and to give the lenders powers of sale and other powers as may seem expedient, by executing negotiable or transferable instrument and deal with all documents mercantile or otherwise, in the ordinary course of business subject to the provisions of section 58A of directive of the Reserve Bank of India.
37. To carry on the business of an investment Company and to underwrite, sub-underwrite to invest in and acquire and hold, sell, buy or otherwise deal either in the name of the Company or in that of any nominee, in shares, stocks, debentures, debenture-stocks, bonds, units, obligations and securities issued or guaranteed by Indian or Foreign Government, States, Dominations, Sovereigns, Municipalities or Public Authorities or Bodies and shares, stocks, debentures, debentures-stocks, bonds, units, obligations and securities issued or guaranteed by any Company, corporation, forum or person whether incorporated or established in India or elsewhere.
38. To negotiate and enter into agreement and contracts with foreign or other companies, firms and individual for technical assistance, knowhow etc.
39. To carry on the business of consultants, advisors, experts and technical collaborators in matters pertaining to investment, financiers, management, prospecting and projecting of business and valuation of undertakings, business concerns, assets, concessions, properties or rights and to employ experts for any of these purposes.
40. To acquire and hold one or more memberships in stock/security exchanges, trade associations, commodity exchanges, clearing houses or associations or otherwise in India or any part of the world, to secure membership privileges therefrom and to acquire and hold membership in any association of bankers, merchant bankers, Insurance Companies, brokers, security dealers, or commodity dealers or any other association membership or which will or is likely in any way to facilitate the conduct of the Company's business.
41. To carry on business of market and credit and economic investigators, analyzers and informants on macro-or micro-level basis including by undertaking the work of credit rating and evaluation or appraisal of any

<sup>1</sup> The Main object of the Company is being changed vide Special Resolution passed at Annual General Meeting of the Company held on 30.09.2023.

business or commercial organization or enterprise of any region, state, province, country or any government or government agencies and analyzing 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, advisers and experts in factoring, credit investigation, credit rating and market investigation.

- IV The liability of the member(s) is limited and this liability is limited to the amount unpaid, if any, on the shares held by them.
- V The share capital of the company is Rs. 8,00,00,000 (Rupees eight crores only), divided into 80,00,000 (eighty lakhs Only) equity shares of Rs. 10 (Rupees Ten) each, with power to increase, modify and reduce the Capital of the Company and to divide the shares in the capital for the time being into several classes and to attach thereto respectively such preferential, deferred, qualified, or special rights, privileges or conditions as may determined under the provisions of the Companies Act 2013 or any other applicable Act(s), Rule(s) and Regulation(s) etc.

For **TRIDEV INFRASTATES LIMITED**  
*[Signature]*

**Director**

FOR TRIDEV INFRASTATES LIMITED  
Director

<sup>1</sup> The Main object of the Company is being changed vide Special Resolution passed at Annual General Meeting of the Company held as on 30.09.2023.

S. No.	Names and Addresses Description and Occupation of each subscribers	Signature of Subscribers	Name Addresses description and Signature of Witnesses
1.	Yogendra Kumar Mittal S/o Shri Girdhari Lal KM-1, Kavi Nagar Ghaziabad (Business)	Sd/-	I witness the signature of all the subscribers who have signed before me at New Delhi Sd/- (Anil Gaur) S/o Shri V.C. Gaur C/o A.R. & Co. 61, Navyug Market, Ghaziabad Chartered Accountant (M. No. 17546)
2.	Babu Ram S/o. Shri Sev Chand Gali No.5, Gurunanak Pura Modi Nagar, (Business)	Sd/-	
3.	Rajender Kumar Agarwal S/o Shri Babu Ram Gali No.5, Gurunanak Pura Modi Nagar, (Business)	Sd/-	
4.	Anita Rani W/o Shri Rejender Kumar Gali No.5, Gurunanak Pura Modi Nagar, (House Wife)	Sd/-	
5.	Rakesh Kumar S/o Shri Babu Ram Gali No.5, Gurunanak Pura Modi Nagar, (Business)	Sd/-	
6.	Ashok Kumar S/o Shri Babu Ram Gali No.5, Gurunanak Pura Modi Nagar, (Business)	Sd/-	
7.	Bhagwati Prasad Agarwal S/o Late Shri Mathura Prasad KD-83, Kavi Nagar, Ghaziabad (Business)	Sd/-	

Place : New Delhi

Date: 26-10-88

31  
For TRIDEV INFRASTATES  
Director

<sup>2</sup> ADOPTED AOA

\*\*\*\*\*

<sup>1</sup>The existing Article of Association are in line with the erstwhile Companies Act 1956, which are thus no longer in full conformity with the Companies Act, 2013 ("New Act") thus, the new set of Article of Association (AOA) is adopted as per New Enforced Companies Act 2013 vide Annual General Meeting of the Company held as on 30.09.2023 (Saturday).

For TRIDEV INFRASTATES LIMITED  


Director

<sup>1</sup> The Main object of the Company is being changed vide Special Resolution passed at Annual General Meeting of the Company held as on 30.09.2023.

1980-1981

...

The following table shows the results of the survey conducted in 1980-1981. The data is presented in the following table:

FOR THE YEAR 1980-1981

Director