

THE COMPANIES ACT 1956

AND THE COMPANIES ACT 2013 AS APPLICABLE

**MEMORANDUM OF ASSOCIATION
OF**

LUCKNOW METRO RAIL CORPORATION LIMITED

- I. The **name of the Company is LUCKNOW METRO RAIL CORPORATION LIMITED**
- II. The Registered Office of the Company will be situated in the State of Uttar Pradesh.
- III. The Objects for which the Company is established are –

(A) MAIN OBJECTS:-

- (1) To carry on the business to set up, manage, operate and maintain a rail based mass rapid transport system in the State of Uttar Pradesh to provide the general public with a fast, reliable, convenient, efficient, modern and economical mode of public transport.
- (2) To carry on business relating to construction, maintenance and operation of Mass Transit and other Urban Transport and People Mover Systems of any kind and description and to enter into contract on a turnkey basis or otherwise, either individually or jointly with other undertakings and companies or persons abroad or in India, including but not limited to supply, erection, commissioning of equipment and components, testing, operation and maintenance and all other services and systems ancillary thereto, construction of new systems, road/rail over and under-bridges and foot over and under bridges and sub-ways, construction and modernization of manufacturing, remanufacturing and repair workshops and maintenance depots, setting up of production units for manufacture of rolling stock, mass transit vehicles, signaling, interlocking and telecommunication equipment, traffic control equipment and systems, bridge girders, structures, welded rails, pre-stressed concrete sleepers, various track components, electrification of systems, provide and arrange integration of various modes of transport and other requirements for Mass Transit and other Urban Transport and People Mover Systems of any kind and description.
- (3) To plan, build and commercially operate and/or facilitate building and commercial operation of Mass Transit Systems for Lucknow Metropolitan Area and for any other area by constructing ,facilitating, construction, taking

over, leasing, either on its own or otherwise on any other model and by building new transit routes of any mode or a combination of modes with all attendant infrastructural facilities. To provide and/or facilitate provision of multi modal transportation services including owning/licensing and operating bus routes, passengers and goods carriers, other road vehicles and other modes of transport and providing seamless transportation services.

(4) Subject to applicable Law carry on the business of Railway transport, carriers of passengers, by rail and to generally carry on all businesses relating to a company commonly known as Railway Company, including but not limited to -

- (a) Making or constructing in or upon, across, under to over any lands, or, any streets, hills, valleys, roads, Railway, tramways, or any rivers, canals, brooks, streams or other water or any drains, water pipes, gas-pipes, oil pipes, sewers, electric supply lines, or telegraph lines, such temporary or permanent inclined, planes, bridges, tunnels, culverts, embankments, aqueducts, roads, lines of Railways, passages, conduits, drain, piers, cuttings and fences, intake wells, tube wells, dams, river training and protection works as the Company thinks proper.
- (b) Altering the course of any river, brook, stream or other water courses, for the purpose of constructing and maintaining tunnels, bridges, passages or other works over or under them and divert or alter, either temporarily or permanently, the course of any river, brook, stream or other water courses or any road, street or way, or raise or sink the level thereof, in order to carry them more conveniently over or under or by the side of the Railways.
- (c) Making drains or conduits into, through or under any lands adjoining the Railway for purposes of conveying water from or to the Railway.
- (d) Erecting and constructing such houses, warehouses, offices and other buildings, and such yards, stations, wharves, engines, machinery, apparatus and other works and conveniences as the Company thinks proper.
- (e) Altering, repairing ,repaving or discontinuing such buildings, works and conveniences as aforesaid or any of them and substitute others in their stead.
- (f) Erecting, operating and maintaining or repairing any telegraph and telephone line, any electric traction equipment, power supply and distribution installation in connection with the working of the Railway.
- (g) Making and maintaining works for the accommodation of the owners and occupiers of lands adjoining the Railway such as crossings, bridges, over bridges, under bridges, culverts, tunnel,

roads, drains, water sources or other passages over, under or by the sides of or leading to or from the Railway.

- (h) Making boundary marks or fences, erecting gates, chains, bars, stiles or hand rails in connection with the working of Railway.
 - (i) Establishment of ferries for the accommodation of its Railway traffic or otherwise providing and maintaining, bridges and roadways, constructing and maintaining roads for the accommodation of traffic passing, providing and maintaining any means of transport including motor transport, bus transport or aircraft service with a terminus at or near a station on its Railway which may be required, for the reasonable convenience of passengers, carried or to be carried on its Railway.
 - (j) Establishment of Mass Transit and other People Mover Systems of all types and disciplines, Rail, Road, Sea, Underground and Air based including Rail based mass capacity rapid transit systems, Surface heavy rail system, Heavy metro systems, surface, elevated or underground, Rapid Rail Transit Systems, People Mover Systems including magnetic levitation systems and monorails.
 - (k) Doing all other acts necessary for making, maintaining, altering or repairing and using the Railway.
- (5) (a) To design, establish, provide, maintain and perform engineering, technical, financial, management and all other connected advisory / consultancy services for development of Mass Transit and other Urban Transport and People Mover Systems of any kind and description including but not limited to surveys of all types, feasibility reports, detailed project reports, techno-economic investigations, site selections, supply of basic, engineering and detailed design and working drawings for construction of Mass Transit and other Urban Transport and People Mover Systems of any kind and description, industrial plants and factories pertaining to their working, and equipment selection therein and manufacture of Railway rolling stock and other vehicles, rail or road and equipments of all kinds and description, material handling, preparing specifications and tender documents, tender evaluation and purchase assistance of all materials and goods pertaining to such projects, expediting, inspection and testing, construction supervision, project appraisal, contractual and legal documentation, environmental and social studies, project management, commissioning and

maintenance, training of personnel and any other such services of any kind and description.

(b) To plan, design, develop, construct, maintain and operate restaurants, refreshments, rooms, cafeteria, etc., both stationary and mobile, rest rooms, books stalls, shopping mall & shopping / office complexes, reading rooms, information centers, tourist centers and the like render all facilities and services incidental to, connected with or relating to Mass Transit and other Urban Transport and People Mover Systems of any kind and description.

(B). The objects incidental or ancillary to the attainment of the main objects are:

- (1) To apply for, tender, purchase or otherwise acquire any contract and concession for or in relation to the construction, carrying out equipment, improvement, management, administration or control of works and conveniences required for any of the businesses of the Company and to undertake, carry out, dispose of or otherwise turn to account the same in the foregoing matters and things in connection with the main objects of the Company.
- (2) To enter into any contract or arrangement, for more efficient conduct of any of the businesses of the Company or any part thereof and to sublet contracts from time to time upon such terms and conditions as may be thought expedient and beneficial to the Company.
- (3) To act as metal workers, builders, contractors and engineers in connection with the business of the Company at any time being conducted and which may seem calculated or capable of being conducted so as to directly or indirectly benefit the Company.
- (4) To acquire, establish, construct, provide, maintain and administer workshops, townships, estates, permanent way, buildings, yards, walls, water reservoirs, channels, pumping installations, purification plants, pipe lines, garages, storages sheds and accommodation of all descriptions connected with the business of the Company and which may seem calculated directly or indirectly to advance the interest of the Company.
- (5) To act as quarry masters and stone merchants, and to buy, sell, get, work, shape, hew, carve, polish, crush and prepare for market or use stone of all kinds; and to carry on business as dealers, in lime, cement, mortar, concrete and building materials of all kinds, for the business of the Company.

- (6) To do all or any business of buyers, sellers, dealers and workers in plasters, whiting, casks, sacks, mineral, clay, earth, gravel and cake, fuel, artificial stone and builders requisites of all kinds, for the business of the Company.
- (7) To do all or any of the businesses of timber, plumber, iron and wood merchants, timber growers and dealers in plants, furniture and builders requisites and to purchase, take on lease or otherwise acquire, plant, cut and deal in forest or timber lands and estate of every description, in connection with business of the Company.
- (8) To do the business of electric supply for the business of the Company and to do all things incidental to such business.
- (9) To act as civil engineers, mechanical engineers, electrical engineers, signaling and telecommunication engineers, sanitary and water engineers, and plumbers, brass-founders, metal workers, machinist, smith and tool makers, and to buy, sell, exchange, install, work, alter, improve, manipulate, otherwise deal, prepare for market, import or export, let or hire, all kinds of plant and machines, wagons, rolling stock, apparatus, tools, substances, material and things of all kinds necessary or convenient for carrying on any of the businesses which the Company is authorized to carry on and which seem calculated directly or indirectly to advance the interest of the Company or otherwise assist or take part in doing any of these things and/or join with any other Company or with any other Government in India or abroad and / or Governmental authorities / institutions in doing any of these things.
- (10) To act as water-works Company as calculated directly or indirectly to result in the furtherance of the attainment of the main objects of the Company and to sink wells and shafts and to acquire, build, provide and maintain dams, barrages, reservoirs, infiltration galleries, waterworks, cisterns, culverts, filter-beds, mains and other pipes and other applications, and to execute and do all other acts and things necessary or convenient for obtaining, storing, selling, delivering, measuring, distributing and dealing in water in connection with the several business activities which the Company is authorized to carry on.
- (11) To purchase, take on lease, under concession or otherwise, lands, buildings, works, mines, mineral deposits, mining rights, plantations, forests and any rights and privileges or interest therein and to explore, work, exercise, develop and to turn into account the same, if any, required directly or indirectly, for any of the businesses of the Company.

- (12) To purchase, take on lease, or in exchange or under amalgamation, license or concession, or otherwise, absolutely or conditionally, solely or jointly with others and make, construct, maintain, work, hire, hold, improve, alter, manage, let, sell, dispose of, exchange, roads, canals, water course, lands, buildings, workshops, Railways, business, tramways, machinery and apparatus, water-rights, way leaves, trade marks, patents and designs, privileges or rights of any description or kind, in connection with the business of the Company and which may seem capable of being conducted so as to directly or indirectly benefit the Company.
- (13) To buy and sell explosives and other explosive products and accessories of all kinds and of whatsoever composition used in connection with the business of the Company.
- (14) To acquire from any person, firm or body corporate whether in India and/or outside India in the public or private sector, technical information, know-how, process engineering, manufacturing and operating data, plans, layout and blue prints, useful for design, erection, construction, commissioning, operation and maintenance of plant and equipment required for any of the businesses of the Company and to acquire any grant or license and other rights and benefits in the foregoing matters and things.
- (15) To carry out or to have carried out experiment and research in laboratory, pilot plant and industrial scale, and to incur expenses necessary there-for with a view to improving on the present method and process of working the several business activities which the Company is authorized to carry on.
- (16) To buy or sell in India and/or abroad as importers, exporters, agents or otherwise of any ferrous, non-ferrous and chemical plants, equipments and auxiliaries which can be advantageously dealt with by the Company to attain the foregoing objects and to carry on operations or business of any nature which the Company from time to time may deem fit or expedient to carry on in connection with its main business at any time being conducted and which may seem calculated, or capable of being conducted or as to directly or indirectly benefit to the Company.
- (17) To build, construct, maintain, enlarge, pull-down, remove or replace, improve or develop and work, manage and control any building, office, go-down, warehouse, shop, machinery, engine, roadway, Railway, tramway or other means or transport, siding, bridge, reservoir, dam, water course, water system, dock, wharf, electric works, gas works or works operated by any other kind of power and works, and also such

other machinery, equipment, conveyances, works and conveniences which may seem calculated directly or indirectly to advance the interest of the Company and to subsidize, contribute to or otherwise assist or take part in doing any of these things and or to join with any other person and/or Company and/or with any State Government, Government of India and/or Foreign Government and/or Governmental authority in doing any of these things.

- (18) To apply for, purchase, or otherwise acquire, and protect and renew in any part of the world any patents, patent rights, trade marks, designs, licenses, 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 used for any of the purposes of the Company, or the 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 and without prejudice to the generality of the above, any contracts, monopolies or concessions for or in relation to the supply and sale of any minerals, metals, products or other substances, materials, articles or things for or in relation to the construction, execution, carrying out, improvement, management, administration or control of any works and conveniences required for the purpose of carrying out any of the aforesaid business and to undertake, execute, carry out, dispose of or otherwise turn to account such contracts, monopolies or concessions.
- (19) To sell, dispose of or transfer any building, industrial undertaking, project, or factory to any Company or association or concern carrying on similar business on such terms and conditions as may be determined by the Company.
- (20) To acquire from any Government, Central, State, Local or Foreign or public body, or person or authority, or from any private individual any concession, grant, decree, right, power and privilege whatsoever which may seem to the Company capable of being turned to account, or which the Company may think directly conducive to any of its objects or capable of being carried, on in connection with its business and to work, develop, carrying, exercise and turn to account the same.
- (21) To apply for charter, privilege, concession, license or authorization of any Government, State or Municipality, provisional order or license from any authority for enabling the Company to carry out any of its objects into effect or for extending any of the powers of the Company or for

effecting any modification of the Company or for any other purpose which may seem expedient and to oppose any proceeding or application which may seem calculated directly or indirectly to prejudice the interest of the Company.

- (22) To provide residential and/or resting accommodation, medical and welfare facilities for the employees of the Company and in connection therewith to afford to such persons facilities and conveniences for transport, washing, bathing, cooking, reading, writing and for the purchase, sale and consumption of provisions, both liquid and solid and for the safe custody of goods.
- (23) To construct and maintain or wind up branch offices and/or new offices in India or elsewhere as it may be necessary to protect and promote the interest of the Company.
- (24) To carry on any other business or any business of any other kind or quality whether manufacturing or otherwise which may seem to the Company capable of being conveniently carried on in connection with the above or calculated directly or indirectly to enhance the value of or render profitable any of the Company's properties or rights.
- (25) To purchase, take on lease or license or in exchange hire or otherwise acquire any immovable and/or movable property and any right or privilege which the Company may think necessary or convenient for the purposes of its business or may enhance the value of any other property of the Company and in particular any land (freehold, leasehold or other tenure) buildings, basements, machinery, plant, and stock-in-trade and on any such lands to erect buildings, factories, sheds, go downs or other structures for the works, and purpose of the Company and also for the residence and amenity of its employees, staff and other workmen and erect and install, machinery and plant and other equipment deemed necessary or convenient or profitable for the purposes of the Company.
- (26) To exchange, sell, convey, assign or let on lease or grant license for the whole or any part of the Company's immovable properties and to accept as consideration or in lieu thereof other land or cash or Government securities guaranteed by Government or shares in Joint Stock Companies or partly one and partly the other or such other property or securities as may be determined by the Company and to take back or reacquire any property so disposed of by repurchasing or leasing the same or obtaining a license for such price or prices and on such terms and conditions

as may be agreed upon.

- (27) To enter into any agreement with any State Government, Central Government or Foreign Government, or with any authority, public, municipal, local, or otherwise or with any other person that may seem conducive to the objects of the Company or any of them and to obtain from any such government, authority or persons, any right, privilege, authority, contract, license, and concession which the Company may think it desirable to obtain and to carry out, exercise and comply therewith and dispose of or turn to account the same.
- (28) To improve, manage, develop, grant rights or privileges including but not limited to advertising rights in respect of or otherwise deal with all or any part of the property and rights of the Company.
- (29) To promote and form and to be interested in and take hold and dispose of shares in other companies having objects in whole or in part similar to those of the Company and to transfer to any such Company any property of the Company, and to take or otherwise acquire, hold and dispose of shares, debentures and other securities in or of any such Company and to subsidize/assist any such Company.
- (30) To pay for any right or property acquired by the Company and to remunerate any person or Company whether by cash payment or by allotment of shares, debentures of other securities of the Company credited as paid up in full or in part or otherwise.
- (31) To pay out of the funds of the Company all costs, charges and expenses which the Company may lawfully incur with respect to promotion, formation and registration of the Company and/or the issue of its capital or which the Company shall consider to be preliminary, including therein the cost of advertising, printing and stationery and commission and other incidental expenses for obtaining application for taking, placing or underwriting or procuring the underwriting of shares, debentures or other securities of the Company, expenses required for the formation of such agencies, branches and local boards.
- (32) To borrow, raise or receive money (in Indian Rupees or Foreign Exchange) on deposit or loan at interest or otherwise whether in India or abroad in such manner as the Company may think fit and in particular by the issue of bonds, debentures or debenture- stock, perpetual or otherwise, and / or convertible into shares, and to secure the repayment of any such money borrowed raised or received or owing by mortgage, pledge, charge or lien upon all or any of the property, assets, or revenue of the Company (both - present and future) including its uncalled capital and to

give the lenders or creditors the power of sale and other powers as may seem expedient and to purchase, redeem or payoff 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, firm or Company of any obligation undertaken by the Company or any other person, firm or Company as the case may be.

- (33) To draw, make accept, endorse, discount, execute and issue and negotiate bills of exchange, hundies, promissory notes, bills of lading, warrants, debentures and other negotiable instruments or transferable securities/instruments.
- (34) To receive grants from the Government of India or any State or Union Territory Government or from abroad for the said projects and to make other financing arrangements for construction, maintenance and operation of new and existing urban transport and people mover and other related systems including raising loan from local/foreign financial institutions, capital markets and resources from collections through dedicated taxes.
- (35) Receive, hold and disburse funds on behalf of Government and other individuals and bodies, corporate or otherwise, for any activity related to the Company.
- (36) To receive money on deposits or interest or otherwise and to lend money with or without securities to such companies, firms or persons and on such terms and conditions as may seem expedient and in particular to customers and others having dealings with this Company and to guarantee the performance of contracts or obligations by any such persons, companies and firms, provided that the Company shall not carry on the business of Banking as defined by the Banking Regulations Act, 1949.
- (37) To subsidize, assist and guarantee the payment of money by or the performance of any contract, engagement or obligation by any person or Company, and in particular customers of the Company, with whom the Company may have or intend to have business relations.
- (38) To invest and deal with the moneys of the Company not immediately required in such manner as may be thought fit and as determined by the Board of Directors of the Company from time to time.
- (39) To open and keep in accordance with the Companies Act, 2013 one or more registers of members in any country or countries where it may be deemed advisable to do so and to allocate any number of shares of the Company to such register or registers.
- (40) To appoint attorneys, managers, secretaries, officers and staff for the purpose of carrying on the business and functions of the Company or sales or

distribution of goods dealt in or manufactured, if any, by the Company.

- (41) To establish and maintain or procure the establishment and maintenance of any contributory provident fund, contributory or non-contributory pension or superannuation funds for the benefit of, and give or procure the giving of donations, gratuities, pension, bonus, annuities or other allowance or emoluments to any person who are or were at any time in the employment and/or service of the Company, or of any company which is a subsidiary of the Company or is allied, to or associate with the Company or with any such subsidiary Company or who are or were at any time the Directors or officers or staff 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 to any charitable or public object, institution, society, association, club or funds calculated to the benefit of or to advance, the interest and well being of the Company or of any such other Company as aforesaid or its employees and to make payment to or towards the insurance of any such person aforesaid and to any of the matters aforesaid either alone or in conjunction with any other Company aforesaid.
- (42) To create any depreciation fund, reserve fund, sinking fund, insurance fund or any other special fund, whether for depreciation or for repairing, improving, extending or maintaining any of the properties of the Company or for any other purpose conducive to the interest of the Company.
- (43) To adopt such means of making known the business of the Company or in which this Company is interested as may seem expedient and in particular by advertising in the press, by circulars, by publication of books and periodicals, by exhibitions and by granting prizes, rewards and donations, subject to sections, provisions regulations provided under the Companies Act, 2013.
- (44) To enter into any contract or arrangement for a more efficient conduct of the business of the Company or any part thereof and to sublet any contract from time to time.
- (45) To enter into partnership or have arrangements for sharing or pooling profits, amalgamation, union of interest, cooperation, joint ventures or reciprocal concessions or otherwise or amalgamate with any institution or Company carrying on/or engaged in or about to carry on or engage in any business or transactions which this Company is authorized to carry on or engage in, or land business undertaking or transaction, which may seem capable of being carried on or conducted so as to directly or indirectly benefit this Company.
- (46) To distribute or otherwise as may be resolved, any property or asset of the Company or any proceeds of sale or disposal of any proceeds of sale or

disposal of any property or assets of the Company in case of winding up of the Company including shares, debentures or other securities or any part-of the assets or liability of the Company but so that no distribution amounting to a reduction of capital may be made except with the sanction (if any) for the time being required by law.

- (47) To vest any immovable or movable property, right or interest acquired by or belonging to the Company in any person or Company on behalf of or for the benefit of the Company and with or without any declared trust in favour of the Company.
- (48) To act as agents and as trustees for any person or Company and to undertake and perform subcontracts and to do all or any of the above things in any part of the world as principal, agents, contractors, trustees or otherwise and by agents sub- contractors, trustees or otherwise and either alone or jointly with others.
- (49) To train and/or pay for the training in India or abroad of any of the Company's employees or any candidate or to recruit and employ foreign experts in the interest of or furtherance of the Company's objects.
- (50) To carry on any business or branch of a business, which this Company is authorized to carry on, by means or through the agency of any subsidiary Company or companies, to enter into arrangements with any such subsidiary Company for taking the profits and bearing the losses of any business or branch so carried on or for financing any subsidiary Company or guaranteeing its liabilities or to make any other arrangements which may seem desirable with reference to any business or branch so carried on including power at any time, either temporarily or permanently to close any such business or branch.
- (51) To the extent directly or indirectly, conducive to or incidental to the attainment of the above objects to make and perform contracts, leases and other commitments of every kind.
- (52) To generally do and perform all the above acts and such other things as may be deemed incidental or conducive to the attainment of the above objects or of any of them or any allied objects or which may advantageously or conveniently be combined with the business of the Company in a profitable way.
- (53) Arrange and provide necessary security for the assets of the Company and users of its services.

- (54) To enter into agreements with the Central Government/State Government, Railway Administration, Private Agencies & Private Sector Parties in India or abroad for purposes of:
- (i) Working, use, management and maintenance of any Railway;
 - (ii) Construction and/or supply of rolling stock and machinery or for leasing or taking on lease any rolling stock, plant, machines or equipment required for use of Railway or for the maintenance of rolling stock;
 - (iii) Payments to be made and conditions to be performed with respect to working, use, management and maintenance;
 - (iv) Inter-change, accommodation and conveyance of traffic being on, coming from or intended for the respective Railways of the contracting parties and fixing, collection, appointment and appropriation of revenue arising from that traffic;
 - (v) Purchasing, acquiring (under Land Acquisition Act), taking on lease, under construction or otherwise, lands, buildings, works, mines, mineral deposit, moving rights, plantations, forests and any right and privilege or interest therein and to explore work, exercise, develop and to turn to account, the same if it is required for the business of the Company.
- (55) To manufacture, buy, sell, exchange, install, work, alter, improve, import or export and otherwise deal in all kinds of plant, machinery, wagons, rolling stock, apparatus, tools, utensils, substances, materials and things necessary or convenient for carrying on any of the business, which the Company is authorized to carry on or are usually dealt in by persons engaged in such business.
- (56) To construct, manufacture, rebuild, repair, purchase, sell, import, export, rent, machines and machinery of any kind, which may appear to be necessary or convenient for or incidental to any business of the Company.
- (57) To produce gas and electricity necessary for the purposes of business of the Company and to process all products resulting from or ancillary, to such production and making of gas to convert the same into saleable materials like, coke, road-tar, creosote oil, phenols, creosotes, carbolic acid and other chemical or distilled products, any by-products and to otherwise deal with and dispose of the same and to take all steps incidental or required in respect of the same.
- (58) To develop and turn to account any land acquired by the Company or in which it is interested, and in particular by laying out and preparing the same for, building purposes, constructing, pulling down, decorating, maintaining, furnishing, fitting up and improving buildings, and by planting paving

draining, farming, cultivating, letting on building lease or building agreement and by advancing money to and entering into contracts and arrangements of all kinds with builders, tenants and others for the main business of the Company.

- (59) To acquire, establish, construct, provide, maintain and administer workshops, townships, estates, permanent way, building yards, walls, water reservoirs, channels, pumping installations, purification plants, pipe lines, garages, storages, storage sheds and accommodation of all description connected with the business of the Company.
- (60) To employ and remunerate experts or consultants to prepare project report, plants, estimates of schemes of mass transport, to investigate, to examine conditions and prospectus, value and circumstances of Mass Transport and allied subjects.
- (61) To enter into agreements and contracts with Indian or Foreign individuals, Companies or other organizations for technical, financial or any other assistance for carrying out all or any of the objects of the Company.
- (62) To establish and maintain agencies and branches in India or any part of the world for conducting business of the Company or for the sale of any materials or things for the time being at the disposal of the Company for sale.
- (63) To construct, acquire, establish, provide, maintain and administer factories, estates, generating installations, pipelines, garages, storages and accommodation of all kinds and descriptions in connection with business of the Company.
- (64) Subject to the provisions of the Companies Act, 2013, to lend or deposit money belonging to or entrusted to or placed at the disposal of the Company to any person or company and in particular to customers and others having dealings with the Company or with or without security, upon such, terms as may be thought proper and guarantee the performance of contracts of such person or company but not to do the business of banking as defined in Banking Regulation Act, 1949.
- (65) To make advances upon or for the purpose of materials, goods, machinery, stores and other articles or services required for the purpose of the Company.
- (66) Subject to the provisions of the Companies Act, 2013, and the Constitution of India to subscribe or contribute or otherwise to guarantee money to charitable, benevolent, religious, scientific, educational or other institutions or any public, general or useful objects.
- (67) To distribute any of the properties of the Company amongst the

members in specie or in kind consequent upon the winding up of the Company.

- (68) To undertake and execute any trust, the undertaking whereof may seem desirable either gratuitously or otherwise.
- (69) To establish or promote or concur in establishing or promoting any Company or Companies for the purpose of acquiring all or any property, rights and liabilities of the Company or any other purpose which may, seem directly or indirectly calculated to benefit the Company and to place or guarantee the placing of, under-write, subscribe for or otherwise acquire all or any part of the shares, debentures or their securities of such other Company.
- (70) To form subsidiary companies for any purpose whatsoever.
- (71) To experiment and incur expenses, necessary for the purposes of improving on the present methods and process of working the several business which the Company is authorized to carry on and to carry on research for improving, developing or effecting economy and greater efficiency in the process for the production, manufacture and working of or trading or dealing in various substances, materials and articles and things or with any of the business for which the Company is established.
- (72) To carry on the business relating to acquiring, planning, designing, enlarging, altering, erecting, construction, improving, acquiring, renovating, developing and managing commercial, institutional, residential, industrial, leasehold or free hold, any where in India or abroad either individually or in association with other undertakings, companies, firms, partnership or any legal association or persons and/or any other entity or entities in India and/or abroad including but not limited to:
 - (i) To purchase, take on lease, license, barter, hire, exchange or acquire by concession, grant or otherwise under any applicable Indian Law, either absolutely or conditionally and either alone or jointly any movable or immovable property, privileges, concessions, rights, licenses and easements or interest in or with respect to any such property whatsoever which is deemed essential for any object of the Company.
 - (ii) To advance monies or make to any persons in connection with the above business including payments for and relating to any such immovable property, privileges, concessions, rights, licenses and easements or interest in or with respect to any such property

purchased or acquired by or for the Company either by cash or other than cash.

- (iii) To realize the proceeds of any developed or under-developed properties of the Company by transferring, selling, mortgaging, letting out on hire, leasing out, licensing, granting concession or otherwise deal in and/or dispose of all or any portion of immovable properties including advertising rights for properties immovable as well as movable, as may be thought desirable and to accept as consideration cash and consideration other than cash and to take back or reacquire any property so disposed of by re-purchasing or leasing the same or obtaining a license for such price or prices and on such terms conditions as may be agreed upon.
 - (iv) To vest any immovable property, rights or interests acquired by or belonging to the company in any person or company on behalf of or for the benefit of the Company and with or without any declared trust in favour of the Company.
 - (v) To the extent, directly or indirectly, conducting to or incidental to the attainment of the above objects to make and perform contracts, agreements, licenses, leases and other commitments and covenants of every kind, including raising of funds.
 - (vi) To generally do and perform all the above acts and such other things as may be deemed incidental or conducive to the attainment of the above objects or of any of them or which may advantageously or conveniently be combined with the business of the Company in a profitable way.
 - (vii) To enter into agreements with companies, associations, societies, organizations or persons foreign or Indian, for securing any of the above objects of the Company or for any purpose conducive to the Company.
- (73) To provide finance to any entities for providing facilities which the Company is authorized to do on such terms and conditions as may be decided by the Board of Directors.
- C) The other objects of the Company not included in (A) and (B) above are:
- (1) To carry on all or any of the businesses of the assemblers, processors, repairers, finishers and manufacturers of and dealers in plant, machinery and equipment and tools of all descriptions and components and accessories thereof and in any similar or allied business and either in

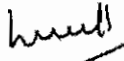

connection with any of the said businesses or any distinct or separate business.

- (2) To carry on all kinds of exploration business and in particular to search for prospect, examine and explore mines supposed to contain metals and minerals for the aforesaid business.
- (3) To receive remuneration from, assist and finance any industrial undertaking, project or enterprise, whether owned or run by Government, statutory body, private Company, firm or individual with capital, credit or resources for execution of its work and business.
- (4) To carry on the business of any electric power, light and supply Company in all its branches, in accordance with Law in force for the time being and in particular to construct, lay down, establish, fix and carry out all necessary power stations, cables, wires, lines, accumulators, rectifiers, lamps and works and to generate and/or buy in bulk, accumulate, distribute and supply by sale, exchange or otherwise, electricity and to light cities, towns, streets and buildings and places both public and private.
- (5) To carry on all or any other business of assemblers, processors, repairers, finishers and manufacturers of and dealers in plant, machinery and equipment and tools of all descriptions and components and accessories thereof.
- (6) To carry on the business of agency in all its branches and kinds especially in the fields of advertisements, travel and tourism
- (7) To carry on the business of hospitality industry in all its branches and kinds by the establishment of hotels, lodging houses, motels, inns, restaurants, cafeteria, pubs, taverns and the like.

IV. The liability of the members is limited.


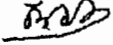
V. The Authorized Share capital of the Company is Rs.2000,00,00,000 (Rupees Two thousand Crores) only divided into 20,00,00,000 (Twenty Crores) Equity Shares of Rs.100/- (Rupees one Hundred) only each.

We the several persons, whose names, addresses, occupations 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 our respective names: -

S. No	Name, Father's Name, Addresses and occupation of subscribers	No of Equity Shares taken by each subscriber	Signature of subscribers	Signature, Names, Father's Name, Address and occupation of the witnesses
1.	Sada Kant S/o Mr Kapil Deshwal S. Gautampalli Colony Lucknow - 226001 Principal Secretary Housing and Urban Planning Department U.P. (Government Service)	4910 Four Thousand nine hundred and Ten only.		Manish Kumar MANISH KUMAR GOULI, 9, 2ND FLOOR, AGARWAL MARKET, BHOTHNATH, INDIRA NAGAR, LUCKNOW CHARTERED ACCOUNTANT
2.	Chandra Bhusan Lalwal S/o Mr. Ram Narain Lalwal 2/500, Vijay Khand, Gomati Nagar, Lucknow, U.P. Principal Secretary, Urban Development Department, U.P. (Government Service)	10 (Ten only)		



DATE: 18/10/2013
PLACE: LUCKNOW

We the several persons, whose names, addresses, occupations 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 our respective names: -

S. No	Name, Father's Name, Addresses and occupation of subscribers	No of Equity Shares taken by each subscriber	Signature of subscribers	Signature, Names, Father's Name, Address and occupation of the witnesses
3.	<p>SANJIV SARAN (LATE) B. S. SAXENA 102, SHALIMAR ESTATE NEW HYDERABAD LUCKNOW COMMISSIONER, LUCKNOW DIVISION GOVT. SERVICE (IAS)</p>	<p>10 (TEN)</p>		
4.	<p>Balwinder Singh Shukla S/o. Sh. Kanchhal Singh Shukla 27, Rajbhawan colony, Lucknow. Principal Secretary, Transport Department, U.P. (Government Service)</p>	<p>10 (Ten)</p>		<p>Manish Kumar (MANISH KUMAR GOUL) 9, 2nd FLOOR, AGARWAL MARKET, BHADHWATH, INDIRA NAGAR, LUCKNOW CHARTERED ACCOUNTANT</p>

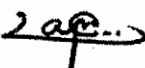
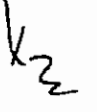
DATE: 18/10/2018
PLACE: LUCKNOW

We the several persons, whose names, addresses, occupations 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 our respective names: -

S. No	Name, Father's Name, Addresses and occupation of subscribers	No of Equity Shares taken by each subscriber	Signature of subscribers	Signature, Names, Father's Name, Address and occupation of the witnesses
5.	Rajneesh Dube S/o Mr. Brahmanand Dube, D-19, Butler Palace Colony, Lucknow, Uttar Pradesh 226001 Principal Secretary, P.W.D., U.P. (Government Service)	10 (Ten)		Manish Tewari MANISH FOMAR GOVIL, 9, 2 ND FLOOR, AGARWAL MARKET, BHOOTHNATH, INDIRA NAGAR, LUCKNOW CHARTERED ACCOUNTANT
6.	Mukesh Mittal S/o Late Mr. Prem Pal Mittal B-2/77, SRY, Lucknow, Uttar Pradesh, Secretary, Finance Department, U.P. (Government Service)	10 (Ten)		Manish Tewari MANISH FOMAR GOVIL, 9, 2 ND FLOOR, AGARWAL MARKET, BHOOTHNATH, INDIRA NAGAR, LUCKNOW CHARTERED ACCOUNTANT

DATE: LUCKNOW, 18/10/2013
PLACE: LUCKNOW

We the several persons, whose names, addresses, occupations 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 our respective names: -

S. No	Name, Father's Name, Addresses and occupation of subscribers	No of Equity Shares taken by each subscriber	Signature of subscribers	Signature, Names, Father's Name, Address and occupation of the witnesses
7.	<p>RAJIV AGGARWAL 1/6 Lt Sh M.L. AGGARWAL 1/6 B-9, BUTLER PALACE COLONY, JOPLING ROAD LUCKNOW- 226001 (U.P.) SECRETARY, HOUSING & URBAN PLANNING, U.P. (GOVERNMENT SERVICE)</p>	<p>10 (TEN)</p>		<p>MANISH KUMAR GOULD 9, 2ND FLOOR, AGARWAL MARKET, BHOOTH NATH INDIA NAGAR, LUCKNOW CHARTERED ACCOUNTANT</p>
8.	<p>ANURAG YADAV S/O SHRI L.N. YADAV 1- M.G. MARG HAZRATGANJ LUCKNOW - 226001 (U.P.) DISTRICT MAGISTRATE, LUCKNOW (Govt. Service)</p>	<p>10 (TEN)</p>		<p>MANISH KUMAR GOULD 9, 2ND FLOOR, AGARWAL MARKET, BHOOTH NATH INDIA NAGAR, LUCKNOW CHARTERED ACCOUNTANT</p>

DATE: 18/10/2013
 PLACE: LUCKNOW

We the several persons, whose names, addresses, occupations 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 our respective names: -

S. No	Name, Father's Name, Addresses and occupation of subscribers	No of Equity Shares taken by each subscriber	Signature of subscribers	Signature, Names, Father's Name, Address and occupation of the witnesses
9	<p>ASHTRHVIJA PRASAD TENDARI S/o Late Chandee Shekhar Tripathi e-35 Bellary Road LKO. VICE CHAIRMAN LDA (Govt. Servant)</p>	<p>TEN (10)</p>	<p><i>[Signature]</i></p>	<p><i>[Signature]</i> Munish Tewari (MANISH TOMAR GOUL) 9/3 MAFUD, AGARWAL MARKET, BHOTHNATH, (INDIRA NAGAR LUCKNOW CHARTERED ACCOUNTANT</p>
10.	<p>Rakesh Kumar Singh S/o Bhulan Singh H.No. B-905, K.S.I. Tower, Viphikhand Gomtinagar Lucknow Municipal Commissioner (Govt Servant)</p>	<p>TEN (10)</p>	<p><i>[Signature]</i></p>	<p><i>[Signature]</i> Munish Tewari (MANISH TOMAR GOUL) 9/3 MAFUD, AGARWAL MARKET, BHOTHNATH, (INDIRA NAGAR LUCKNOW CHARTERED ACCOUNTANT</p>

DATE: 18/10/2013
PLACE: LUCKNOW