



सत्यमेव जयते

GOVERNMENT OF INDIA

MINISTRY OF CORPORATE AFFAIRS

Corporate Identity Number:

SECTION 13(1) OF THE COMPANIES ACT, 2013

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

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



Registrar of Companies

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



Company No. 04-24091

**FRESH CERTIFICATE OF INCORPORATION CONSEQUENT ON
CHANGE OF NAME**

IN THE OFFICE OF THE REGISTRAR OF COMPANIES,
GUJARAT, DADRA & NAGAR HAVELI.
[Under The Companies Act, 1956 (1 of 1956)]


IN THE MATTER OF TIRUPATI HOUSING AND FINANCE LIMITED.

I hereby certify that TIRUPATI HOUSING AND FINANCE LIMITED which was originally incorporated on 4th January, 1995 under The Companies Act, 1956 and under the name TIRUPATI HOUSING AND FINANCE LIMITED having duly passed the necessary Resolution in terms of Section 21/31/44 of The Companies Act, 1956 on dated 16/08/1995 and the approval of the Central Government signified in writing having been accorded thereto by the Registrar of Companies, Gujarat, Vide his letter dated 11/10/1995 in terms of the Government of India, Ministry of law, justice and Company Affairs, (Department of Company Affairs) Notification No. GSR 507(E) dated 24-06-1985 the name of the said Company is this day changed to TIRUPATI SARJAN LIMITED and this certificate is issued pursuant to Section 23(1) of the said Act.

Given under my hand at AHMEDABAD dated this ELEVENTH day of OCTOBER, 1995. One Thousand Nine Hundred NINETY FIVE.



For Tirupati Sarjan Limited


Managing Director
Sd/-

(M. L. SHARMA)

Registrar of Companies

GUJARAT

Dadra & Nagar Haveli

Company No. 04-24091

CERTIFICATE FOR COMMENCEMENT OF BUSINESS

Pursuant of Section 149 (3) of the Companies Act, 1956

I hereby certify that the
TIRUPATI HOUSING AND FINANCE LIMITED
which was incorporated under the Companies Act, 1956
on the Fourth day of January, 1995 and which has
this day filed a duly verified declaration in this
prescribed form that the conditions of Section 149(1)(a)
to (d)/149(2)(a) to (c) of the said Act, have been
complied with, is entitled to commence business.

Given under my hand at AHMEDABAD this
NINTH day of JANUARY, One Thousand Nine Hundred
NINETYFIVE.



For Tirupati Sarjan Limited

A handwritten signature in black ink, appearing to be "S. N. Misra".

Managing Director
Sd/-

(S. N. MISRA)

Asstt. Registrar of Companies

GUJARAT

Dadra & Nagar Haveli

FORM I. R.

CERTIFICATE OF INCORPORATION

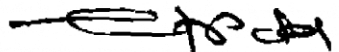
No. 04-24091 of 1994-95

I hereby certify that

TIRUPATI HOUSING AND FINANCE LIMITED
is this day incorporated under the Companies Act, 1956 (No. 1 of 1956) and that the Company is Limited

Given under my hand at AHMEDABAD this
FOURTH day of ***JANUARY***, One Thousand Nine
Hundred ***NINETYFIVE***.

For Tirupati Sarjan Limited



Managing Director

Sd/-

(V. K. PARMAR)

Asstt. Registrar of Companies

GUJARAT

Dadra & Nagar Haveli



THE COMPANIES ACT, 1956
[COMPANY LIMITED BY SHARES]
MEMORANDUM OF ASSOCIATION OF
TIRUPATI SARJAN LIMITED

- I. The name of the company is "**TIRUPATI SARJAN LIMITED**".
- II. The Registered office of the company will be situated in the "State of Gujarat."
- III. The objects to be pursued by the company on its incorporation are

THE MAIN OBJECT TO BE PURSUED BY THE COMPANY IS: *

"To construct, execute, carryout, equip, support maintain, operate, improve, work, develop, administer, manage, control and superintend within or outside the country anywhere in the world all kinds of works, Government Project, public or otherwise, buildings, houses and other constructions or conveniences of all kinds, which expression in this memorandum includes roads, railways, and tramways, docks, harbors, Piers, wharves, canals, serial runways and hangers, airports, reservoirs, embankments, irrigations, reclamation, improvements, sewage, sanitary, water, gas, electronic light, power supply works, and hotels, cold storages, warehouses, cinema houses, markets, public and other buildings and all other works and conveniences of public or private utility, to apply for purchase or otherwise acquire any contracts, decrease, concessions, for or in relation to the construction, execution, carrying out equipment, improvement, administration, or control of all such works and conveniences as aforesaid and to undertake, execute, carry out, dispose of or otherwise turn to account the same."

**The Clause III of the Memorandum of Association of the Company will be alter by passing Special resolutions at the ensuring general meeting of the member held at 27/09/2019.*

[B] MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE 3(A) ARE

1. To receipt of contract amount in foreign currencies & repatriate the amount outside India
2. To do all or any of the acts or things as mentioned in the main objects either as principals, contractors or otherwise and either alone or in conjunction with others.
3. To remunerate any firm, person or body corporate rendering services to the Company, including without limitation, in relation to the promotion or formation of the Company, either by cash payment or by allotment to him or them of shares and securities of the Company as paid-up in full or in part or otherwise.
4. To pay all costs, charges and expenses incurred or sustained in or about the formation, registration, promotion, incorporation, establishment and advertisement of the Company or which the Company shall consider to be preliminary including contracts entered into by the Company.
5. To enter into contracts or arrangements or other dealings for more efficient conduct of the business of the Company or any part thereof and also to enter into any arrangement with any Government or Authorities or any persons or companies that may seem conducive to the main objects of the Company.
6. To buy, sell, repair, alter, improve, exchange, let on hire, import, export and deal in all works, plant, machinery, tools, appliances, apparatus, products, materials, substances, articles and things capable of being used in any business which the Company is competent to carry on, or which may be required by any customer or person having dealings with the Company or which may seem capable of being profitably dealt with in connection therewith and to manufacture, experiment with, render marketable and otherwise deal in all products and services incidental to any of the businesses carried on by the Company.
7. To lease, sub-lease, hire, purchase, license or otherwise acquire and/or sell, dispose of, construct, alter, modify, develop or otherwise deal in any properties, factories, shades, offices, guest houses, employee accommodation, godowns, warehouses, or other structures for housing and carrying on the businesses of the Company or for its employees, clients or other persons or for any other persons or for any other purpose as the Board of Directors may think expedient for the benefit of the Company.
8. To enter into, undertake and execute contracts or other arrangements with any parties for any transactions, including the provision and supply or use of materials, machinery, equipment, articles or other products and/or services necessary for or otherwise required for or incidental to carrying out the objectives of the Company.
9. To recruit, train and develop staff, organize seminars, training programs

and conferences for employees, customers and the general public.

10. To recruit, train and develop a pool of technical, managerial and administrative personnel including staff, employees, agents, for the Company or any subsidiary, affiliate or group companies or any other company, firm or other person, particularly where such companies, firms or persons are engaged in any business related to the business of the Company.
11. To employ, engage, appoint, retain or otherwise procure, suspend or terminate the services of professionals, consultants, engineers, design consultants, technicians, legal and financial advisors, or other experts and to imbibe innovation and modern management techniques in the functioning and businesses of the Company.
12. To retrench, lay-off, suspend, terminate the appointment of or dismiss executives, managers, assistants, support staff and other employees and to remunerate them at such rates as may be thought fit.
13. To adopt such means of making known the articles, goods, products, appliances manufactured or dealt in or processes and services provided by, or at the disposal of the Company, as well as properties, assets and effects of the Company as may seem expedient, in particular by advertising in the press and through billboards, hoardings, motion pictures, by broadcasting, telecasting or by publication of books, periodicals and any other material convenient to the Company, by participating in trade fairs, exhibitions and by granting prizes, rewards and donations.
14. To acquire and possess the whole or part of the business assets, property, goodwill, rights and liabilities of any persons, society, association or company carrying on any business.
15. To appoint dealers, sub-dealers, agents, sub-agents, distributors, sole selling agents, sole concessionaries, either in India or any place in India, for the efficient conduct of the business of the Company and remunerate them for their services.
16. To take and/or provide discounts or to approve other terms of payment or credit in relation to any sums owing to or due from the Company and to impose or agree to pay any interest thereon or to write off any such sums or parts thereof.
17. To pay for any property or rights acquired, either in cash, against debentures, or in fully or partly paid shares, or by the issue of securities, or by providing services and generally in such terms as may be determined and agreed upon.
18. To carry on research and development activities on all aspects related to the business and objects of the Company.
19. To undertake all types of technical, economic, and financial investigations and aid or assist or enter into partnership with any institution, university, company, partnership, firm or person or persons conducting such research

or study and to subsidize, endow and assist workshops, libraries, meetings, lectures, and conferences and do such other acts to generally encourage, promote and reward studies, researches, investigations, experiments, tests and inventions of any kind that may be considered to assist any of the businesses of the Company.

20. To identify projects, project ideas, to prepare profiles, project reports, and undertake market research, feasibility studies, pre-investment studies and investigation of industries on a micro and/or macro level and to render appropriate services, to identify scope and potential for economic and industrial development in any particular geographical area or location whether in India or abroad.
21. To acquire from any person, firm or body corporate, whether in India or elsewhere, technical information, know-how, processes, engineering, manufacturing and operating data, plans, lay-outs and blue-prints useful for the design, manufacture, erection and operation of plant and machinery, required for any of the businesses of the Company and to pay remuneration thereof in any currency by way of lump-sum or instalments or fees or royalties.
22. To develop and/or furnish to any person, firm or body corporate whether in India or elsewhere, technical information, know-how, processes, engineering, manufacturing and operating data, plans, lay-outs and blue-prints useful for the design, manufacture, erection and operation of plant and machinery, required for any of the businesses of the Company and to obtain remuneration thereof in any currency by way of lump-sum or instalments or fees or royalties or through any other arrangement.
23. To apply for, purchase, or otherwise acquire, protect or prolong any patent, design, concessions, trademarks, copyrights and the like, conferring an exclusive or non-exclusive or limited right of use, or any secret or other information and/or systems, processes of the Company or which the Company may develop or acquire or propose to develop or acquire.
24. To apply for, purchase or otherwise acquire brand names/service marks for the products manufactured and the services rendered by the Company, from any company, firm, or other person anywhere in the world, particularly international brand names/ service marks of the Company's holding or group companies.
25. To expend money for improving or seeking to improve any patents, rights, inventions, discoveries, or information and/or systems, processes of the Company or which the Company may develop or may acquire or propose to develop or acquire.
26. To use, exercise, develop, sell, assign, grant licenses or otherwise turn to account the property, rights and information so acquired.
27. To establish and maintain or procure the establishment and maintenance of any non-contributory or contributory pension, superannuation, provident, welfare and education funds and trusts for the benefit of any

person who is or was at any time in the employment or service of the Company or any subsidiary or affiliate of the Company, or who is or was at any time a director of the Company or of any such other company as aforesaid and the spouse, family and dependents of any such person.

28. To provide for the welfare of employees or ex-employees of the Company and their spouses or the dependents of such persons by grant of money, pensions, allowances, bonus or other payments or by contributing to other associations, institutions, funds or trusts and by providing or subscribing or contributing towards places of instruction and recreation, hospitals and dispensaries, medical and other assistance as the Company may think fit.
29. To purchase, hire or use all kinds of vehicles including cars, heavy transport vehicles, and aircraft, for the purpose of transportation of equipment, materials, employees and managerial personnel or for any other purpose.
30. To acquire and hold one or more memberships or membership privileges in stock/security exchanges, commodity exchanges, clearing houses in any other trade or service associations which memberships, or membership privileges are likely in any manner to facilitate the conduct of the Company's business.
31. To purchase, take on lease, exchange, mortgage, charge, hypothecate, encumber, hire or otherwise acquire or dispose of any moveable or immoveable property including lands, buildings, and flats of any description in India or elsewhere.
32. To purchase, take on lease, exchange, mortgage, charge, hypothecate, encumber, or otherwise acquire or dispose of any other rights and privileges which the Company may think fit, and in particular of shares, debentures, or securities of any other company and to give any warranties in connection therewith as the Company shall think fit.
33. To deal in, sell, mortgage, let out or otherwise dispose of the businesses, undertaking or all or any of the property and assets for the time being of the Company, or any part thereof, for such consideration and on such terms, as the Company thinks fit, particularly for shares, debentures, or securities of any other company and to give any warranties in connection therewith as the Company shall think fit.
34. To promote, invest or assist any companies for the purpose of acquiring all or any of the property, rights and liabilities of such companies, which may seem beneficial to the Company
35. To enter into joint venture, partnership, or any other arrangement for joint working in business, sharing profits or for co-operation or for mutual assistance or form, promote, subsidize and assist companies and partnerships of all kinds with any person, firm or company or to acquire or carry on any other business (whether manufacturing or otherwise) auxiliary to the business of the Company or connected therewith or 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 more profitable any of the Company's property or to amalgamate with any person, firm or company carrying on or about to carry on any business or transaction included in the objects of the Company or any other similar business, in India or abroad.

- IV. The liability of the members is limited.
- V. The Authorized Share Capital of the Company is Rs. 17,00,00,000/- [Rupees Seventeen Crore only] divided into 3,40,00,000 [Three Crore Forty Lacs] Equity Shares of Rs. 5/- [Rupees Five only] each.

We, the several persons whose names and addresses are subscribed hereto, 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.

Sr. No.	Names, addresses, descriptions, occupation and signature of subscribers	Number of Equity shares taken by each subscriber	Signature, name, address, occupation of the witness description and
1.	Bhailalbai Shah S/o. Babulal Shah F/6, Vasundhara Flats, Tilak Road, Ghatkopar (East), Bombay. Occupation : Business Sd/-	100 (One Hundred)	<p>Common Witness to All Subscribers</p> <p>Rajesh Shah S/o. Jaswantlal Shah 403/B, Rajshree Avenue, Near Dinesh Hall, Income Tax, Ahmedabad - 380009. Chartered accountant Sd/-</p>
2.	Babubhai Patel S/o. Nandavram Patel 62, Upavan Society, Kansa Road, Visnagar. Occupation : Business Sd/-	100 (One Hundred)	
3.	Natubhai Patel S/o. Karashandas Patel Shivam, Shahibaug Society, Kansa Road, Visnagar. Occupation : Business Sd/-	100 (One Hundred)	
4.	Jitendrabhai Patel S/o. Ishvarlal Patel 2, Hardwar Society, Thalota Road, Visnagar. Occupation : Business Sd/-	100 (One Hundred)	
5.	Somabhai Prajapati S/o. Jethabhai Prajapati Shivam, Shahibaug Society, Thalota Road, Visnagar. Occupation : Business Sd/-	100 (One Hundred)	
6.	Rushikesh Patel S/o. Ganeshbhai Patel 2, Hardwar Society, Thalota Road, Visnagar. Occupation : Business Sd/-	100 (One Hundred)	
7.	Mahendra Patel S/o. Hiralal Patel 48, Divy Colony, Near Girls Hostels, Unja. Occupation : Business Sd/-	100 (One Hundred)	
8.	Haribhai Prajapati S/o. Amtharam Prajapati 19, Upavan Society, Kansa Road, Visnagar. Occupation : Business Sd/-	100 (One Hundred)	
9.	Dineshkumar Patel S/o. Amtharam Patel Parth Associates, Above N. Rs. High School, Unja. Occupation : Business Sd/-	100 (One Hundred)	
	TOTAL	900 (Nine Hundred)	

Place : **AHMEDABAD**

Dated this 15th day of **December, 1994**