

COMPANIES (INCORPORATION) AMENDMENT RULES, 2015

Rao-33004/99 REGD.NO.D. Che Gazette of •tidia 2781 2781 EXTRAORDINARY PART 11—Section 3—Sub-secōon (i) PUBLISHED BY AUTHORITY 1, 2015/ãerr« 11, 1937 NEW DELHI, FRIDAY, MAY 1, 2015NAISAKHA11, 1931 I 2015 349(2013 (2013 18) 469 (6), 6, 7 (1) (2), 8 3Q.TRT (1) (2), 11 (1) 12 (2), (3), (4) •m.TRT (5) aar 13 3•q.1RT (3), 3q.TRT (4) (5) 14 (2), 17 (1) 20 (1) (2) 2014 aa*r t, nH. •- (1) (B7TA7) azrq, 2015 tl 2. 2014 - 142 GI/ 15—1 A 2 THE GAZETTE OF INDIA : EXTRAORDINARY æi7Tä 3fræra ur 3rat &17" 3ra•ß.r czr?a tr#r 3Ttr FIT t" I 8 12) (xi) 248 3iffä?T" 1956 (1) 560 16 (1) (q) 3'É.Q7.ü.-10 Orr'l 35 - "36. - (1) 3•qätT 1 2015 (431T@fl) err, 2014 1942 3(i)] aTä NV) 3TQ71Tl 3-1771 (4) *r 3Tr#öÜ-29 3-ra-a•r (5) zrr åz:rrr t 13 13 *ZITI (8) qfrzrr (9) al*r 34197* 29 12 (2) 25 2 3 4 THE GAZETTE OF : EXTRAORDINARY (10) (11) 30*Q7ü-29 (12)5 avi 311*Q7ü-29 q, 3tR t av avi altr y: 3Qf qra•r t av (30 (13) (3) 31#aü-11 (BNM7) 2014 8" "3tR (B7TR7) 2014 18" 30#t'7ü-7, 3T#aü-10, 22 - 5 2013 7(1) (2014 IO, 12, 14 15 o t o Ra•r I (T) qar qa•r (Q) aTta a\$ qay ci•Ra 11 6 THE GAZETTE OF INDIA : EXTRAORDINARY (i) e•n.næu; fir *N.IRvr Ritrr«r 3ifi 45 _ 8 THE GAZETIE OF : EXTRAORDINARY O a•rar ART I * *tar qar 1 qr 1 11 * art. -3. 9 gar 11 * qar qar fi t 3n•aN gar 817 qr t (ft")

9. THE GAZETTE OF INDIA : EXTRAORDINARY U) o mar o aM o • / Riq QT area Rig r.21 wih 3(i)] 11 Ziv (€ i) zig Zig () aM zig zig Riq ziv *rzz zig Rig 10 ara•r 87) (Ä FT THE GAZETTE OF INDIA : EXTRAORDINARY •11. ia•r (\$«ar" 2) 3) 4) 5) 6) 7) 8) 9) 10) 11) 12) 13) 14) qaT i. G. t. IO Rat qaT gR 3(i)] 13 2013 Itr 2. 3. t a•qr : 7(5) 7(6) t - t nar 447 448 449 t 3i*ra a•rt« . 14 THE GAZETIE OF INDIA : EXTRAORDINARY (ü7M7) 2014 -k] 1. 717, qar: 2. 3•mar arK, gar [PART (12.21-h) .ER.læ.2 e.u.l.ee 'H2.a.ÆE E.æ [E 81 vtoz (ey.i.z.e) (Z) .1.U.nh.E L 1-E1.n E.h-2b& ln.E1h1.RE : e.k.b i.e-E 1. 2. 3

4. THE GAZETTE OF INDIA: EXTRAORDINARY 22 "13 142) 25 27 (U) (*Q'Qfl) 34t*Itar tar t q•aT t.ua-r va-y gT(ä o Fafia qar 3•qztrfr7T 17 () * q-F-q- -C; -i 4 fii-äfü--a •s') q-a•r ei-iz.t q-r8 fö-QT b; a;-gtrq---u (@7/HTK/Uf) 18 3T3öF: THE GAZETTE OF INDIA : EXTRAORDINARY Gur t t 2013 az.1T *r aq arar na t a-rar t X' 2013 æi« Éä@a t 2013 arc; 1942 Gili 3TZ.RT 3.Lta•r o. o. 3Lüa•r : 448 449 •rat 1 -ä-a-J7 3FRht.r (VH3TQ7)..... 3ia:F11fia - TIO GAZETIE OF INDIA : EXTRAORDINARY 2013 4, 7, 12, 152 153 qztßT 2. *r gawr.....,..... 2013 I (i) 2013 *r I (ii) t 0 o (iii) taw, 3. Fkqa•r. 21 .3-i7T7 Q-rcez:i THE GAZETTE OF INDIA : EXTRAORDINARY zrr 3fä [PARE 11—SEC qaT t o Vt o at q-ta av-a 0 6i o (31ÄaraT3fi) (36ra•raT3ä) 24 THE GAZETTE OF INDIA : EXTRAORDINARY 1.. (4311#7).. ...an...r dita... qaT. [PART 11—Sæ. t atr t) gR?f7.....Æfi..... *Rar *Nar .. 25 .Hta•r. q-a•r.. qaT q-aT 11.....,.....,..... 7TH, t..... : EXTRAORDINARY [PART ai t, xääü qa•r .gfiQ17... . 3•TN 1. (\$ß1#Q7).... ...3FH atra..... fir... u 3(i)] qaaTH... 3ß.zra-TÜ qaT.. 717.... . 7TH.... ma•r 3A7TH.. t tr3Tr#7/ altra THE GAZETTE OF INDIA : EXTRAORDINARY IPSEC. 31tar.... • arar • ur a•rH, t..... 11.....,....., . qr e.rzt BanT gar t o Vt o 11.....,..... • Qtr. irra7 aTH..... hr..... ai qaT e.nfia•r 7TH.... 3•qüt7.. qa•r.. alter... 31 æfi7). qar Ftn•ztr t 0 6i o .wafi. 3iQßTa•r (3iQRrar3ä) (ü31T\$Q7) 3Ttra•r &NT... qr a-TR7 qr an 11 * :eta).. ar?ra. æi•ezrr.. * 3.ré-a-r. # _ q-a•T. x:ifö-a I. at-a). 3-11-3. 34 7. THE GAZETTE OF INDIA EXTRAORDINARY azrg, 2014 3 ö1*T.. . altra. ar•aT 3.1 11 1942 GI'15- 11-«us 3(i)] .311# war qa•r t o o qa•r a•âr17 at q-aT 35

8. THE GAZETTE OF INDIA : EXTRAORDINARY eig ei•q [PART (tiä Üd) (U) * Riq rR#rr-21 (i) zier Rfilfæz:li ei•q 3-R.RT .tEuPhf. 2.22 ek 2±.u.u.E E.g..E hl.E O .tz.ue O El.eu.*€ O ne .e.*1E ••(em.e) 1212 : EUb 38 4. 6. 7. 8. 10. 11. 12. 13. 14. 15. 16. 17. i 19

20. THE GAZETTE OF INDIA: EXTRAORDINARY gar qtqz•r 311R); 3QPra•r gfä (d t) (C73j#r); F3i•ü); ART «ar{T 18 11 Qä 39 3TRa•TOT öraa 2013 (CT-réTQ) (3i*a 1950 3--12.RT ur 2013 4(2) 4(4) q•rar 2013 4(6) 3fifrztH, 2013 aqr a21T THE GAZETTE OF INDIA: EX'rRAORDINARY aa *7tr •a q•rq [PART II—SEC. 3(i) a-fr æia& æra-T* 4 3-hæ aü t} 3m 2013 164 169 t, arra .31N k.,-g a-a t 2013 154 t ard 2013 449* 450 451 154, 155, 447 448 q.T tl - æztr 3iTÄr 7)1) (U) 41 Ecq•ur: 7(5) e.tRT7(6) Xzrr t t qr 447 ava tl e.rrr 448 449 ait 3fiezrÄ, 2013 erre-er t) t FT a-ti t, 34fä-ÄQ--a 2013 Q-tr 3•i77t7 azrR, 2013 t Ft t; (iii) (iv) (v) 11—e fätr t (VFa•rR7 i, awl t); t qnr 3T@fiztH, 2013 ura 448 3ß.t7 aiq Qtre*rzzr altra— a•raT t aitu 4 31\$va•Ü-30 3ftß•zrR, 2013 i (tTRT 4 5 a-ü) 2013 1. 2. 3. 4. 5. 6. " antgm.R." tl 3F) 3-11Qzn;; t z:rR :8THä Q, 3.tQRTa•r qi, THE GAZEITE OF INDIA :

EXTRAORDINARY II—sx. 3 i ara, 1. 2. 3. 4. 5. au:T, Q, at, ale-a æ:trfÄa F) 3*ZI a•aT t:- RV), Otr — 45 7. A, qar t, a-a* 3-1T% - a•rēt a-arr 1. 2. 3. 4. 5. a•czt t:- aar t:- THE GAZETTE OF INDIA: EXTRAORDINARY fir, qr (ii) ezrtzf (3*k Rv), 03tr — •alR, Q, hrrar ai'K, Q, A—SEC. 47 1. 2. 3. 4. 5 aT, aTH t, 7TH, Q, avia 6. qa•r t, Q, 3iQRlar 3iuzra•r ART 7. 1. 2. 3. 4. 5

6. GAZETTE OF : EXTRAORDINARY Orr 3F) 3tQzā tl - tl RTR, Q, —afri 7. Ä, qaT t, 3iQr«r a}H, Q, 8. a•rg, •ru•r 49 I 2013 I Ott 2013 «roft (Qi) 2013 t; (2) t, 3ft qtr # t, & 3•q1RR t' 37 3iQr Qrai qr 3Fzra•r so 2 3 14 THE GAZEITE OF INDIA : EXTRAORDINARY zn .3iaOT ur .31* (QhRt) (QhRt) &TT, KR, ta•rrl (Q)zro t (iii) 3i?T (QÄ) 3•rraz ati 3i?T (QhR) 3iQr (QhR) ÜJITI (i) 3iQT (iT) t, t, 3rat t 3rar & zrr 3i-aqur fav 3ö•r t aaa 1942 Gill 11-avg3(i)] 51 5 6 t, (iqt) 3i?r (QkR) 3iQT 3Fz:r 3ft (i) 40 (6) 37 0 6i O aft OT 38 3@fRd t' (ii) ur 40 (6) err (iii) err 3i*r (QkRT) 311±7 ur 3iQā (&rü) t a-ir 3æT (frQT) 3FzrqT t] 48 3q•äzā avr t zr at, (iqt) 3rqa•r an (i•zrü) 37 trrvr 52 8 o 10 THE GAZEITTF. OF INDIA: EX'TRAORDINARY zrr-3Fzr * -a-at ald 0 O (äzrt) 55 3•q-äf-ä -3-rth7 3ftr 0 O (\$ZR), tr f*-au-at Ääfä-a ern 3iQi (Out) I (l) 3N'ld•.- 3*er (QkR) (QÄ) t] 3-rqr (\$ux) zw ara-TUT zrr d); a•an 7rH .m Orr OT 3æ*r 3iqr (iar) (QkR) (Qhrt) &ITI I 38 t, 53 aa:æzr zrr i (i) 3i?ā 0 O (QZfū) 3i-avr 3iavr (Qkrā) (iii) t 37 ai?ā .3fifiararaT (i) grca -O 0 aā 38 Sit nri (9kRt) _l \$1 *rat 3.0 (QQ) æu &aftr (iii) zrr Fat THE GAZETTE OF INDIA : EXTRAORDINARY [PART IPSEC. 15 16 17 18 (iqr) 0 6i O .3ß.fäT (i) 3i?r 0 6i O at *r ag arr Otr *fitr t, d, (ii) zrē t17tr (i) 3ier (Qh) 0 6i O .3i?F (Q>R) 3F.RT B2ra altra t 38 t (ii) i, zrr a-rai 3år 37 (QÄT) tr zrr 55 .3TFzqr a•rü atr a-fix t, yiQfi (Q)qqi) 3i-awr (i) (QbR) 3iaTOT fi 0 6i O 37 3tQf (Qhrt) •.3ra1 e..rRG 58 0 O t(tāa: 3iQT (U) (Out) RTFzra•r aq O vi 0 Mao-I 55 (1) üf@a t; (G) æ:rrzr 37 (&zrü) 451, t 3Fzr t, (JT) 3--i7UT 3i?ti t ' 91 31f.tra 0 O far err THE GAZETTE OF INDIA : EXTRAORDINARY atr [PART IPSEC. 39 23 24 25 (i) *r tR, ā, 0 0 atr tr 38 37 3i?T (Q)ZR) err, 3i?T (&R) t 3i?! .3.ß.rā (U) 3iQ1 3i-av•r err, (ii) uT 3fi\$R at•ää.F zrr 3iar 3iafta Oar at -ä-z:r 3ier a-au t, i (ii) 3i?F (Qh) t av aa'l'i.r7 3iazvr (iii) 3qätr, (QkRi) 3i?fi (QhRi) 57 26 27 æ:iät t, 3•iavT IN, Ra-rar zrr 3iaqur 3idVT 3i?r (QER) 0 6t o ur a-rar t av, 3i?F (QÄ) Oar, 3i?r (QkR) :üt.r 71*r Qa•r av or 3Nr 3i-afi-a azn 3iz•r 3i?r (QhR) a•rhr (Qz.Ri) (ii) Qa•r (iii) 3Fzr (iv) q•t, 28 29 30 31 32. THE GAZETTE OF INDIA : EXTRAORDINARY .3iT@T7 æ•zr t, 38 3GT Gaay t, f•Fü t FT arztr« at); a•qr .31T@Tfl OT, 3iær tr t, 38 (i) 3i?r zrr ait t, zrr 3TNur *71TI (ii) (i) .nr (OZR) t, (QÄ) a-a-Tur tt, 3K aa•r (ii) a .3i?ā (QZRT) 0 0 at 33 34 35. 36 (i) O O afi ur t Gr 3i•er altru t azzff 37 t 38 (QÄ t, (ii) av 0, 3iqr fav t 3i?r (Qh-) i, 3i?T (iq•) a-rur t t, (iii) ag•qft 3i?T (QhR) (iv) t, t 3ier 3fifima:raT qga•r O gi O afi 3Nr (QYZR) an (izrti) artr 0 8i o atr 3N*r 3i?r (Q>R) 38 01 61 0 0 F; 3rq*r 3iQr (QkR) ur (*zrā) 3iQā (Q)uā) THE OF (3T) 3M (OQT) 37 arā i, (iqt) .3Är qi- t 3ß.h7 3i?T (tur) err t, BaaT 37 O, ait 3a (QQT) t, āqr na•zr) •r 3i?ā (&RT) (70 3M (QZRT) t, "3iQT (QkR)" "3*er (OZR) e-trtr t.ntr 39 (Ü) *atr; (30 3i?r (QkR) 31v, (a) qfQ (ii) 37 (ii) at tr (iij) 3Fa•NE (30 37 (*QT) 37 t (31) (Qh«i) nao•r (9 (30 (3TD (S avr g&aT 3M 3iQIT (Out) t, t 3TQ7rr; gal*r THE GAZETTE OF INDIA EXTRAORDINARY [PART 40 41 42 43 37 Tia: iF, t, (ii) Wr 3trier qr 3-TNUT t; agr *r qra•r m (iQT) R•zgrzrr 37 Wr tr t 3iQr (QhR) nra•r 37 t, 37 (iii) 0 6i o atr 68 70 a21T 3-1N qr (Omi) ur 3rat (i) ait O O at i 44 45 46 47 48 QTZIT t, «rq•rvr Oar (ii) 103 3tQ-T, 0, 0 6t O atr 3..r_QT tram aa qrfta t aa..1T 118 THE GAZEITE OF INDIA : EXTRAORDINARY (ii) (iii) ARI' 49 50 51 52 (i) Vt, a•üt 0 6i O (ii) 3K QT*r (iii) Rat arr Rat Xarr t (iv) 103 är Oat" (QQT) 0 6i o .3&1t gu,- a•aiGi (Qhro 108 0 0 atr (i) 0 Vt o atr qarr t, (ii) *r 53 54 55 56 57 58 59 HiT 0 O ag a•« ma•zr atr 3M (i) 0 0 atr t ur t .3fr((ii) a-lurr .3ifiH az.IT 0 O 38 æzr av OT ta-r t av 3-R..ÄT *r qi-a-tr 105 0 o a-rar Gi/ 15— 5A THE GAZETTE OF INDIA : EXTRAORDINARY t ur 3iQT (OZR) qtz-tr *r g•mar qr fät« it a•raT qr 3a*r 31ül (ii) ai-& Xtr 3fiüQraT .3fr(agt i, *r 88 0 o at ait 37 3a•ā 3fr(0 0 err 1942 Gili 65 66 67 68 69 3(i)] t, tra 31Q7tr, fWr 31ütr, a•rqi7tr QT (i) 149 o vi o agr (ii) 3117T1#r error (ii) .3hr (i) 3Fzærr 0 8i o OTTI t aG zrr 61 THE GAZE]TE OF INDIA : EXTRAORDINARY a-a;tr PART 70 71 72 73 74 (ii) a-a'rR7 t Xtr Nv t, qiv .31* Xtr (i) 3qit.fi 3ß.t17 0 6i O atr warrzi37 (ii) 37 Ra•zraSt *atr 38 f*-a-e #ezrr i (ii) Q•üzr ztT 0 O 75 76 77 .78 3(i)] qa•r marzr, 0 6i O 37 -91 (i) 38i & agi 118 (iii) .3Mttara ai *a-rr 34fiÄr?r, (ii) , zrr 79 80 81 82 GAZETTE OF INDIA: EXIMORDINARY 3•ær alar * gitM, qr (i) 3<tr (ii) it •r aur 123 0 Ft O qft ur atr a•QT 3na•r t, 37 ima tr (ii) av 83 84 85 3(i)] mar (Q•zrā) t, 37 37 3i?ā (Oat) Xtr 3i?r (&RT) t (i) *r qv-ā (izaT) t ur t, 3ier (tat) (iii) 37 3ik av aw-TiQT t. qa•rar uT qaT7T 3tQr (Out) (üzrā) 37 t t alt« Gr Orr, t 3iQf (QkRT) ZIT (i) 3M (Q)QT) O vi 0 (ii) 71 THE GAZETTE OF INDIA EXTRAORDINARY ART n 3ier o o at avai?i, 3FT 37 ütQ7tr 3iQr (tar) tl aG avr eraf 3ür7, atzi ur (ii) 20 0 O at 3NfQ7 i, *arr; (ii) R•c, (iii) ur 3(i)] 91 .ftT 3TQ7TTI 3TQ7fr ur æi7TH-7rtET ænRr 31awa•fi7 .yma•r qa•r, ,, 20 . aam 2. 2013 1 i. 1. 1 "3nazrR" 2013 t; (2) .3Tarq•r 0,• 37 altru (QÄt) 3ß.frl 0 6t O at

(Qh() nziaum.t17 zrr 3iqr 2 3 ür, 3mr 3mr (i) ezxea, 0 Ft O .3i70T era (T) .31* (O'QT) .3T2RT (QhRT) OT, (ii) Otr 3i« (iii) .3ftT ur 3M (QhRT) (Our) trrRzå &ITI (i) (iZR) 3•rar t, 0 Vt 0 t, t t 3iaor *arr .3ßtß THE GA-ZEITE OF INDIA EXTRAORDINARY [PART 4 5 6 (tar), fan 3ftr (&Q') 3Fzr (3* (i) 40 (6) 37 0 6i O ur (ii) ur «R, 40 3tT-rrr (6) (iii) 3m (Qhrd) .3fr (i) 3ier (t2R) tt9r azt o (i o at 3tQfi t 3TNzrr t] 48 ur an (tzaT) 38 (*R7) 37 7 10 3(i)] (Qi•zrq) an .3i?1T 0 6i O (Qhai) aa (Q)-zrå 55 Yiqr 0 6i O at (QhR), 3i?fi (QZRT) ((å (i) 3Ria:- FT) 3Ér (QZR) 3i?r (QkR) t] 3iQT (QEIT) Orr (3-1* aea•TOT 0); azrr (Ou-å) 3.ier (QhR) t], 37 quid: zrr (ii) 3ftr (QkR) E.rr•unft.ÄR t, 3-« (\$41) t, a-a-TOT a; 77 THE GAZETTE OF INDIA : EXTRAORDINARY QTå, 3iQT (Our) 3ær [PART 11 12 13 (OQT) kr 3ia«ur *71TI (ii) 3i•avr (Qat) (iii) av t 3iQi afi t. 37 3M (iqf) 38 tr (QZRT) tl (i) 0 O af era' .ftr (OQ.) 3iRR qr a•QT altr iq;tr (iii) 14 15 16 18 3(i)] ag 38 0 o Xzrr qr azlT *atr ag nr (*ZR) e.rr«; O Vt 0 (i) 3i?r (Q)ZR) 0 6i O atr tr av afra, t, (ii) tßfr zrr (i) (Q)ZR) 0 O 3ier (Qh-€) altT& Xzrr t (ii) É, -9T aft 31Fz:r e.%TI 37 3i?fi (Qh•t) t, 38 G.F t 3TfûH gq;r 19 20 21 22 ART na•rzzr, tr gr8 aa .3Fzrrqr 3iQå (i) 3iQT 0 6t O 3i•aftå ur 37 (ii) 3iafi•a 3i?F (QhR) atr (iQ) tl i', 58 o o agr (*i) 3iqr ag t, *aor. .3f2.BT (Ü) 3i?fi (OQT) 56 (1) (u) 3iao•r. (QkRT) t, t 3-1N t, .3ia•vr (31) 3iavr (QhRT) azt t I 91 3ß.tH O O 3i-a•qt'1T 11-<0' 23 25 81 37 3ftr (02K) 3rat f (31) (OZR) (tux) tar it (i) utt 0 t & (QhR) Rf&ö (ii) 3tqr (tux) 3•i70T fh'rq7 t THE GAZETCE OF INDIA : EXTRAORDINARY 3iavr (iii) 3<ü, (QQ'T) a•QT 3M (i«t) 3ær t 3i70•r 3iN q. .3iT tar, 3i*T (Qiqr) mv ur 3ier 3i•afta aq 3qqr« ara•r 3ier (Q)QZ) u•r« (ii) t m 3M (fli) 1942 3(i)] , 28 29 30 32. etq•ra, .3TT@17 OT t, 38 zrv .3ßHT ur 3•aaT artTU at); Orr zrr i E.ERTfo i .3i?e" err, i (i) (Qhro trR 0 o # ur t, Hitrai t, 3ftr (QhR) tav t, 0 6i 0 (QhRt) a-raa e.raqfil•zrt, (QhR) et, 33 34 35. 36 OAZETTE OF INDIA : BXNAORDINARY (ii) (Out) "r t 3iQT (Oq•t) t 37 (11) t, (tax) & (iii) mm; (iv) fir ÄM, 3rruT(nr 3M (iqt) 0 t 0 3i•r (QÄ) 01 11-«« 3(i)] 37 (9 (Oq•q) nr 3M (QZRT) (U) qr 3iQfi (Out) (iqt) *at; (71) 3M (iqt) QT 37 38 3M (Q)qt) (Q) (Q)-qqT) (tat) 3Fafi7 O, 37 3t.t17 a-a-a t 37 3M (Qht) 37 3M 3M (tQT) afi *G"; (70 at 3M (OORT) t, (tat)" 5 38 39 GAZEIII OF INDIA : EXTRAORDINARY "3ftr e.rrt• qRT, 3ftr 0 0 (0) *atr; •r Naqvr 3AF!ar m, (7) (ii) 37 Rafi7 t 3qqra (ii) at ag (iii) (30 37 3iü (QZRT) MH?r: 37 t Rur er (9 (30 3qäg (39 (5 aur (QhRT) 3M 11-uug 3(i)) -87 40 41 3TQ7TT; (5 37 (QÄ•t) d, arå (ii) (IT) .m (QQT) Naqofizr qr t; avr 3•qit7 arar 37 (OQT) 37 tr t (tzzr) t 37 t, 37 (iii) 68 trrrr 70 a•qT .3lar 3Qtr 3iQIT (Qht) | 42 44 45 48 47 OF : EXTRAORDINARY 3RT*1ar 3TQ7TTI (ill) it 0 0 (iv) t «rq•r nrr«r (iii) az fir (iv) *MFzr 103 3•qatt 3TR o-aér OTTI zrr- O (i O t at t, maz 3qetra t at * (iv) q•rfta 3TQ7Tt 11-,uCZ 3(i)] 49 50 52 t 118 (RG) t, auT (vii) •r Rat t (viii) fi 103 or arå zn (iqi) O (i O (El) aai%7 3ftr (tar) 3iT 3q•qra 108 tæ 0 0 (jii) art 0 0 zn t, war 53 54 55 57 58 THE GAZETTE OF INDIA : EXTRAORDINARY (iv) 3« t 3*Qr t, rrRrqi (iv) tam altr atw 0 O 48 •exai« QIT 24 31Qfi, 105 0 o 11 59 , 60 .61 62 63 3(i)] t zr 3i?r tar 3ftr O Vt 0 (iii) æ•rzzr O O t åði at (iv) 3FRROT (q) atr , 88 0 8i o 3ft 30.ftfl 91 ee 08 THE GAZETTE OF INDIA : EXTUORDINARY Ra•å t, qrqr 3Tatr, 3Ttafr, (iii) 149 o o ttrqor (lil) it O gt O nar tl (iv) (lv) «r, 70 71 72 73 (iii) o o (iv) t (iii) 0 qanuW (iv) (iii) 0 (iv) 3rm&Q1a (iii) 0 O (iv) 74 75 76 77 GAZETTE OTT I gar QTI zrr 37 3fi(•A QTI arr (iv) qi t qi asrÉ 118 (vi) OTTI (Ili) qr (iv) 3&Tt, -.08 3(i)] 78 79 80 81 82 ur 3<t.r 0 0 (iii) (iv) auT (iii) 0 0 na•r az..n argt?ff t, aur Put 1 83 THE CAZEI"IE OF INDIA EXTRAORDINARY (iqt) t, 3M (iqt) fit (M) fir (ivt) t fir (tat) (VI) t, ar vgwr 3ttr t tl fir (tat) q, t t * «rrttt .m (Qh•å) VI (ill) 3M (M) 0 t 0 • 86 88 89 90 3(i)] (iv) OT 30.r ur 0 O Q*iqT, a•rhr matr tf O, O 37 fir tl j qrrr (iii) O Ü 0 a•ta avr I 311..fi7. (iv) t zrr 20 0 o atr m.t17 ft•r av *zrr 98 91 THE GAZETTE OF INDIA EXTRAORDINARY (vi) ga•\$qi, t, qa•r, t, .yqa•r gay, .. 20. 1942 (2) 2013 t; 3-Fuzrr 37 (1) zræztr tram 2. 3Fzr fae-t 4. t, G-a*r t, asr THE GAZET_CE OF INDIA: EXTRAORDINARY 5. (*R) 38 t, (ii) n•arzzr, (*WT) 103 m...«ar 3i« tar t •r t ur abr t. tar t 9. arar tl (it) 3K (iii) (iv) art 103 101 10. &ITI 11. t ur 13.(i) zw ur t, Ra•rq at 3Ta•r t (ii) 3iRH 14. t qtRr t t qQ?-t- a-aa OT 15. 108 16. aiT 'IM1 IHE GAZETTE OF INDIA : EXTRAORDINARY 17. qv#r ar eyqr •r a•rül 18. (i) avi t tar tl 01) .3ür 3-TN 19. (i) 20. (i) .3TFZNT Kat (ii) ur 21. t, ur (tar t t, 103 22. (i) Gr (ii) Oar t 3ia« at tar t 23. (i) R-etr .31* (ii) 37 24. i) (ii) at tar t t, qiq Oar t .3ßZR-T 25 i) (ii) 3+ aaT q•rq 26. at ai-\$ a•ra gar zrr 27. av qr 37 zrr t, THE GAZETTE OF INDIA: EXTRAORDINARY 28. 31@i5tr, g•iü\$, (ii) 29. •T t qr alar 3&rå t 30. (i) fi, ait 3TGT qa•r, t, 2013 1 i. 1. 11 1 2 GAZETTE DF INDIA : EXTRAORDINARY 2013 t; (2) 3F«r t, 37 3ic (M i 3iQT (tTQ) 37 Wr (Our) era' •r 3iavr (Y) Nar; 3iQå (m) 3M (Q)QT) fir, (Our) t 38 [PART IP-SC 3 3(i)] 3i-qT e.rr@zå 3iT * qzåq OITI (iii) 3iQr (Oq•) t, 0 o atr tR atr t a•qr t arar t 3ß.t7 (iv) (2) 3fiz (3) 3•qitx RINar 3M t, a•qT (QkR) altar ur 3iQT (OZR), zw t, 3iQr (QQ') 3Qta (Q)ZR) .31•raz (iv) 40 g•zi7T ur 38 «•rzzr tr tl 107 6 7 8 9 OF INDIA : EXTRAORDINARY (v) 40 3qvrq•r (6) (Qu•å) (iii) 3iQT (Qut) O 0 (i•qT) t 31NQT t] 48 3<C.å ur 76, naff.Ä7 (OQT) 3M (frat) (iv) an.rr« (*qa•) 37 Oat (åQT) (QQT) (Q)QT) QRT 3#ezr« t,

7TQ3TT 3iü (&RT) 55 t 3iQT o 0 (iii) [Put 10 11 12 •r 2zr (tQf) 3iT (tqq•) b, 37 3iQT (040 (W) (Qu•r) Tr RfAr (tat) 0 gi 0 aaur t. ai7T a•râ, 3K (tux) (iv) 3iQâ o Ft O (iQT) Hr 3ia•r (v) 3M (Q)QT) e.u« t 37 (tzrt) ur q&rr (iii) 0 0 38 t, 3TQ7TT tl 13 14 15 16 17 THE GAZErrE OF INDIA : EXTRAORDINARY (iv) (t t, 3ß.fi7 sc, (tat) 37 3M (OQT) tl (imf) ur alr qr) 3i?â (QQ*) .3n•ä•« 3iqr (Ä (v) 3m 3TIF QTâ qr, a•qT (vi) ur auT av m--är 3iQT (QkR) 0 0 (iii) tlâ 3ra l.& Q, (iv) ait (iii) 3i2T 0 O 11-.uz 3(i)] 111 18 19 20 3-T2ßT ur Ü t 38*r a•rcaw altRM t Riva* 318r t, (iv) i, \$7 3giv, aazrm, 37 3M 3TRR aa•vr 08) (tot) hor (iii) (tar) 0 ei O 3ia•ftü •r (iv) 38 3i?r (tQ() 58 0 8i o (at) 3i?T 3ftr t, *aor, 31QT 112 21 22 23 24 GAZETTE OF INDIA : EXTRAORDINARY (v) 3M (Oqâ) (v) 56 (1) (Y) .iazvr (tot) 91 marc o (t o (iii) 3« m o 3i2T (Ä nvr q, (iii) 0 0 3itr (QÄ) t MTV, [PART u 113 25 (3) 3ftr (Our) 3i?r 3i•awr (iv) QIT3â qr err (Ql•zrt) 3i•afia a-ar at (iv) av t, 0 6i o asr av Qa•r, (v) æzr?a (QkR) 3iav:rr t Ra'rEM 3i?T 3i•avr (vi) 3•qâf.r, 3i?fi (Qhü) aur .3i?â (Out) 3i--dR•u-r t, ur 3iavr qr, aT3k QT 3i7(0T 3iQf 0 3Fz:r «g, Oar, Ra•rzt 3ier (QkR) tar t a.TRa z:rv av 3iQT (QhR) 3i•afta a•qr 114 27 28 29 THE GAZETTE OF INDIA : EXTRAORDINARY atr a•raT 3iQr (Q)zro zrr 3@RT3â 31711 QIT (Quü) 017; (vi) 3M (QkRi) E.rea•r 3TQ7tr; (vii) 3Fzr da•rr I (viii) q•, (QÄqi) zrr O O fäv Äzra «a•r t err maar t, 38 (JO 38 æia•rzt Xzrr t FT (Q) OTT qr tâ 3iqr (OZR) _i 21T, 3-8 1942 ! 30 t 31 32 33 3(i)] 3ßa--1T3â*r 3ra•r O vi o at av t, 38 QRT, (iii) 3i?T O vi O *71Tl (iv) (i) ezrßa, nr (Qh:r0 t, O Vt O (QÄü) f.laufirzt, 3i?r (Q)ZR) a•a-PT 2fr, (ii) aa 3hT 3i?T (QhR) t 3i?r (QÄ) \$r t, (vi) .hr 3iqr (QhR) (QiZR) (vii) .3Faft8r agqft 3Nr (QkR) 3TQ71T; (viii) 3Fafttr t, t t 3i?r üf.tr 115 [PART 34 35. THE GAZETTE OF INDIA: EXTRAORDINARY qga•r • 3i?T *atr 61 0 O atr (3) 3iQT ur 3i?li agr 3i?ff .3ft yiâ (tat) *aft; (o) (Q)-uü) zn .3Râ (QkRT) i affra fÄQ fÄ•v t t, 3i?f (QhR) t qi- 01) ur & tr 3iQF av err t, O, .3-T2.ßT 3i-i-Qfi (a. Of, 3ftQ,- OTT; era 3iQfi (teat) faf*rzræâ "3iqr (&R)" 'tFZTF' "ET45 3-1RfR-a 3Fzre..1T fâQ f*QT (ii) a-qrr 118 40 THE GAZETTE OF INDIA : EXTRAORDINARY (iii) 3qæ.r 3ß.tM (3) 37 37 t at) (Qh:râ) R-a•vr 371717: (30 3•qüg (310 7R7ff; 3i?fr R;zrr 3TQ7rr; *71Tl [PART11—e, (It) m.1T 0 8i O afr (Q)zat) d, .3öæ azn (ET) fav (ii) (s) Raofizr ur 3FQ.1T av t; arr 3i?lt (Out) 3M (Q>RT) 119 4-1 42 43 44 45 37 t .3ftr (QhR) 3R:rav 37 t, 37 3a*T tr 3lt; a•rq« 717T o gi o att 68 70 a-uT a-rat 3qätr 3iQfi (Q)ZRT) (v) O O atr (vi) N-ü crztrea at aa•rzt æß5a•r 1 (v) a•qi ati 0 6i o (vi) 3•qâfi.ä ælTHFZr E.TRT 103 3•qätr 3-vu.ra-T., t, 0 0 THE GAZETTE OF INDIA EXIRAORDINARY atr t zrr .3fi.r&Q17 atr (vii) t 118 (viii) (ix) afro (ix) qrt 0 8i o 38 t, aur mrr •ara•r tl err err, (xi) (xii) 103 [PART 50 51 52 53 54 55 56 3(i)] Qar (izrâ) o o t, OTT; aur .hr (QhR) .hr 108 0 O graz•rrl qr t, .31N nat (vi) t qr ana 0 6i o t 31Tär Rzrr t, 3TN 3âr 3i?1T (Oat) zrr QRzi (v) 3tar at 0 6i o aâ t err t ag Xzrr 121 THE GAZETTE OF INDIA : EXTRAORDINARY (vi) (ærr [PART IPSEC. 3C 57 58 59 60 61 t, 3ß.t17 &ara-Tfta *r t err t t 3RAT 3TQ7tr, ta-r 3TQ7tfl 105 O o a -o atr a•röff t tr a•rur t ur av R•zrr arar t FFöR--R zw 37*r ta-r ti (vi) azr 11-«uz 3(i)] 123 62 63 64 65 i 66 equ, ezrzt 3ö&- avi 88 o vi 0 37 3ß.tf7 @gzi, 0 6i 0 3TBÄa'r QT a•gT 3T2-ra-r qi 3•rfhüâ ur t, arr a•rvaf, 3Tætr, 3FQ.rr 38 0 O (v) 149 asr± 0 6t 0 üsz:ff fa•zra att (vi) aqi THE GAZETTE OF INDIA : EXTRAORDINARY [PART" 67 68 69 70 71 (v) 0 vi 0 att (vi) 8a•zr zrr (vi) Äa-Rr (*q-ær) farr az:ra t, zrr Nv (v) 0 6i o atr aa'rfia & 3-tr (v) 0 6i O ati 125 37 3•.ra 3X-3fÄra (v; 3-tT *atr 0 6i o atr ZIT a-ft arar 3FZ12.TT 0 6i O qlfia 7Tzrr 21Tl F,ufra Wii) t a\$ * 118 77 78 79 THE GAZETTE. OF INDIA EXTRAORDINARY (viii) 31ütr; (ix) (v) zw 3rat (Yi) Xtr 3gitr 0 6i 0 3&Tt, 3TBÄtr qr qxa•r t ur t zrr, 3ik (vi) ai-é .3næ *r zrr 38 Ral•zr 3TQ7tr .3Fzr 127 80 81 82 83 anrrer .nr FIT34i?r 0 6i O ta•rr 123 gv, 0 O a•tn t, 37 QT *r 3T (vi) av t 3TQ, *JIT (vii) \$T, O, 0 O 3iQfi (QI-zrâ) t, 37 (Q)uâ) Z•zrr t, (Qu-qi) I m-zrr t a• (Out) (viii) «rq•a, .3fiH 3iQT (QhRi) t zrr t, fav av 3iQT (Q)uü) (ix) 37 128 84 85 86 87 88 89 THE GAZETTE OF INDIA : EXTRAORDINARY av öffäiQT t, 3i?T (QhRT) (tzrâ) (R, t ag t avai?r OTT, a-rur t av 3ier 3i?lt 3Fzarr (v) 3i?â (&RT) qr O Vt O FT t arr qasr qr R•err (vi) av ezrf*d t, 3iQr zrr .3i?r 0 6i o ö'N4iQff, .3•TN affra tr 3--aâ .3..rer tl aT*TtQT On I avr ur 31±.tfGT, atr t, (vi) t) 3fi.Ä5R t 90 91 3(i)] a•qr .3âv 3•æ.töT azrRt 20 0 0 at 3•lf.fi7 (vii) 3ffRa•zri üTJT, (vjii) Nv, av *717 (ix) z:fi t, .3iqr (Q)ZR) zrr fi, 0 o err 0, nutzt t, t zn fâ•ær NTZIIFTZT zrr Êa•ra-Tfta 129 130 THE GAZETFE OF INDIA: EXTRAORDINARY qaT, ear-Ifa 6äF\-1tta . 20 . 3ter aü t, 347-zr 5 2. 2013 1 3. 31@fizrR, 2013 t; 37 * , taff, -a•rcra a-I* ezr@d, (i) av aa•r iQsz:rr ga•qr tl 132 THE GAZETTE OF INDIA : EXTRAORDINARY (YART 11—bW. tar tl (ii) magr, 103 tram 6. ait 7. 3R..QT t zrr av t zrt .3ß-.Q-•T ati t qr 9. t, a-au (ii) 38 63ff err, att (iii) tat a•E5 err 3T8r ti (iv) Qa•rzt 103 ati t Rzrr t. 3ß#r 3Fzr a-Td Otr zrr a-âHH ür t, 3TQ7ff qta-fi t 2%', t zrr tiiff-zi ur +2.fira Brü Rs-or t, tri 108 HazM 133 6T/at 134 17. THE CiAZET1*E OF INDIA : EXTRAORDINARY qdr ar&T [PART a-rat ur 18. tar tl (ii) arzt, avi 19, ! err *21T (ii) aé ga•r (i) 3-1FQ.rr 20. (ii) .3fia:ra-T 21. t, 3101* t aa av qva-r t t, >zra t, 3-1FZ1 135 22. (i) 3-LQ-T ati t 3-rtzra-T arr t, 31-qâ fä-fä-ztJ* 38 ait i) a-afra (d) 34tzra-T oar t Xtr fav t, qizr sqf•e.ra t 25.

i) 3-NötT a•ai .watnfra Hai a-a OITI QT(T, ava gar a-ft zrr 2.TT a-u-*--a 27 av R•füa zrr 37 æ-tr å, 136 THE GAZETTE OF INDIA : EXTRAORDINARY [PART II—e q•rl 28. eraT zrr ay 29. qr 3gätr 3&1tr, , t att Üafrl 30. (i) 3fiÄa-1T (ii) zrr 37*r t, 3T@Z1tr tat, qaT, Raqu•r, t, ærra-tr avr Q, t, *71T aur n-wg 3(i)] [XFT. æi. 250(30 31 qN, 2014 11, [PART 11—Sæ. 138 THE GAZETIE ur . .,nORDINARY MINISTRY OF CORPORATE AFFAIRS NOTIFICATION New Delhi, the 1st May, 2015 GS.R. exercise of the powers conferred by section 31 section 4, sub-sections (5) and (6) of section 5, section 6, sub-section (1) and (2) of section 7, sub-sections (1) and (2) of section 8, clauses (a) and (b) of sub-section (1) of sectionl 1, sub- sections (2), (3), (4) and (5) of section 12, sub-sections (3), (4) and the proviso to sub-section (5) of section 13, sub-section (2) of section 14, sub-section (1) of section 17, sub-sections (1) and (2) of section 20 read with sub-sections (1) ard (2) of section 469 of the Companies Act, 2013 (18 of 2013), the Central Government hereby makes the foilowing amendments to the Companies (Incorporation) Rules, 2014, namely: (1) These rules may be calied the Companies (Incorporation) Amendment 1. Rules, 2015. (2) They shall come into force on the date of their publication in the Oficiäl Gazette



2. In the Companies (Incorporation) Rules, 2014,- (a) rule 5 shall be omitted; (b) in rule 6, in sub-rule (1), for the words "exceeds fifty lakh rupees or average annual turnover during the relevant period", the words "exceeds lakh rupees and its average annual turnover during the relevant period" shall substituted ; (c) in rule 7, in sub-rule (I), for the words "having paid up share capital of my lakhs rupees or less or average annual turnover, during the relevant words "having paid up share capital of fifty lakhs rupees or less and annual turnover during the relevant period" shall be substituted; (d) after rule 7, the following rules shall be inserted; namely:- 11-uug 3(i)] •-TRü : 139 "7A.Penalty.- If a One Person Company or any officer of such company contravenes any of the provisions of these rules, the One Person Company or any officer of the such Company shall be punishable.with fine which may extend to five thousand rupees and with a further fine which may extend to five hundred rupees for every day after the first offence during which such contravention continues"; (e) in rule 8, in sub-rule (2), in clause (b), in sub-clause (xi), in the proviso, aner the words and figures "under section 248 of the Act", the words, figures and brackets "or under section 560 of the Companies Act, 1956 (I of 1956)" shall be inserted; (f) in rule 16, in sub-rule (1), for clause (q), the following shall be substituted, namely:- "(q) the promoter or first director shall self attest his signature and latest photograph in



Form No. INC-10" (g) after rule 35, the following rule shall be inserted, namely: - "36. Integrated Process for Incorporation.-(1) For the purpose of simplifying the filing of forms for incorporation of a company, the integrated process shall apply with effect from 01/05/2015. (2) For the purposes of sub-rule (1), the application for allotment of Director Identification Number upto three Directors, reservation of a name, incorporation of company and appointment of Directors of the proposed company shall be filed in Integrated Form No. INC-29, for One Person Company, private company, public company and Producer Company, with the Registrar within whose Jurisdiction the registered office of the company is proposed to be situated, along with the fee of rupees two thousand in addition to the registration fee as specified in Companies (Registration of Offices and Fees) Rules, 2014. (3) For the purposes of filing Integrated Incorporation form, the particulars of maximum of three directors shall be allowed to be filled in 'INC-29 and allotment of Director Identification Number of maximum of three proposed directors shall be permitted in Form 'INC-29 in case of proposed directors not having approved Director Identification Number. (4) The promoter or applicant of the proposed company shall propose only one name in e-form No. INC-29. THE GAZETTE OF INDIA : EXTRAORDINARY [PART 11—S. 5] (5) The promoter or applicant of the proposed company may prepare Memorandum of Association as per templates in Form INC-30 and may opt for templates of Articles of Association in Form INC-31 in accordance with the provisions of rule 13 for preparation of Memorandum of Association and Article of Association. (6) The promoter or the applicant shall sign and witness, the Memorandum of Association and Articles of Association in the forms downloaded from the portal of the Ministry of Corporate Affairs and scanned legibly and attach to e-form INC-29 in accordance with the provisions of rule 13 for preparation of Memorandum of Association and Articles of Association. (7) The facility to file Integrated application for incorporation in Form INC-29 is available as an option to the process for separate applications for allotment of Director identification Number, reservation of name and Incorporation of a company as provided in these rules. (8) For an application filed using the integrated process of incorporation as provided in this rule, the provisions of sub-clause (i) of sub-section (5) of section 4 of the Act and rule 9 of these rules shall not apply. (9) A company using the provisions of this rule may furnish verification of its registered office under sub-section (2) of section 12 of the Act by filing e-Form INC-29 in which case the company shall attach along with such e-Form INC-29, any of the documents referred to in sub-rule (2) of rule 25. (10) The requirement of filing e-form INC-22 may be dispensed with if, the proposed company maintains its registered office at the given correspondence address. (11) The Registrar within whose jurisdiction the registered office of the company is proposed to be situated shall process INC-29 including application for allotment of Director Identification Number. (12) (a) Where the Registrar, on examining e-form INC-29, finds that it is necessary to call for further information or finds such application or document to be defective or incomplete in any respect, he shall give intimation to the applicant to remove the defects and re-submit the e-form within fifteen days from the date of such intimation given by the Registrar. (b) After the resubmission of the document, if the registrar still finds that the document is defective or incomplete in any respect, he shall give one more opportunity of fifteen days to remove such defects or deficiencies. (c) In case, the Registrar is of the opinion that the document is defective or incomplete in any respect after giving such two opportunities, the e-form 'INC-29 of the proposed company shall be rejected. (13) The Certificate of Incorporation shall be issued by the Registrar in Form No. INC-II". (h) in Annexure, in Form No. INC-11, for the words, figures and brackets "and rule 8 of the Companies (Incorporation) Rules, 2014", the words, figures and brackets "and rule 18 of the Companies (Incorporation) Rules, 2014", shall be substituted. (i) in Annexure, (a) for Form No. INC-7, INC-10, INC-II and INC-22, the following form shall, respectively be substituted, namely:- 141 RM NO. INC-7 to Section 7(1) of the Companies 2013 and pursuant to Rule 10, 12, 24, 15 of Companies (Incorporation) 2014. Language of English or Hindi Refer Instruction kit for filling the form. *Service Request Number (SRN) of Form INC-II 2. (a) Name of the company Application for Incorporation of Company (Other than OPC) 4. (c) Class of Company (b) Type of Company is (e) Sub category (d) Category (f) Section 8 license number * (g) Is O Having share capital O Not having share capital (a) Name of the state/Union territory in which the company is to be registered (b) Name of the office of the Registrar of Companies in which the is to be registered (c) *Whether address for correspondence will be the address of Registered office of the Company o Yes (d) to be verified till the registered office of the company is established *Line Line 11 *State/Union territory *District *Pin code ISO country code Country *Phone code) 91 - Fax *Email ID

that require 4Nn& Convne 2013 (i.e. rule made there. JMer in to the registration of the company and or Ind&nut thereto have b. concluded with. I am authorized to M subaldrw to of 10 THE GAZEITE OF INDIA : Association and Art\clz Association and the First to his Form. It further stated and [Part—e I. 2. 3

4. Whatever stated in this form in Form M., conform to the sub matter this has been or And s pz Mgnal record maintained by the subscriber to the Memorandum Association. I have opened all the attachments to this Form and verified these to be correct a/an person] Membership number engaged to Avenue "Work in Office capacity hereby that what stated above is to best my and be digitally signed by DSC BOX *DIN of the or DIN Itwne tax PAN the number or Membership number of the company secretary Note: Attention is drawn to of *don wtz Inte", of any false or Incorrect particulars of any or suppression of any particular for fraud under *do 447. Attention also drawn to 449 provided for for " *od respectively. For eMe use My: *Form Service request number (SRN) This is hereby Digital signature of the "RM«isinø omc•r of (OONWYYYY) *Form dab (DOIMWYYYY) Form No. 'NC - 10 Form for verification of signature of subscribers [Pursuant to rule 16 (1) (q) of Companies (Incorporation) Rules, 2014] Size 4'4' (passport size) 1. Names, Father's name and address of subscribers/first directors: 2. Two Specimen signatures: Attestation (To be self-attested with address) Note: 1. In point no. 1 above, strike off whichever is not applicable



**2. Person who is attesting should indicate his/her name, address and ID number, THE GAZETIE
OF INDIA : EXTRAORDINARY**



Form No. INC-22 Certificate of Incorporation [Pursuant to section (2) of section 7 of the Companies Act, 2013 and rule 18 of rule 36 of the Companies (Incorporation) Rules, 2014] I hereby certify that .. this d (name of the company) is incorporated with/without under the Companies Act, 2013 and that company limited by shares / limited by guarantee / unlimited company. The CIN of the company is . Given under my hand at this . thousand , SEAL: . . . day of. Registrar of Companies (State) 3(i)] FORM NO. INC-22 2013 and 25 and 27 of 41 Rules. Notice of situation change of situation registered office 151 or of 1. 2. 3. 4. *This Form is for o New company o Existing company Corporate identity number of or SRN of Form No. INC-1 (b) Global location number (GLN) of company (a) Name of the company (b) Address of the registered office of the company (c) of the office of existing Registrar of Companies (ROC) (d) *Purpose of the form Change within local limits of city, town or village Change outside local limits of city, town or village*, within the same ROC and state O Change in ROC within the same state O Change in state within the jurisdiction of same ROC O Change in state outside the jurisdiction of existing ROC Notice is hereby given that * (a) The address of the registered office of the company with effect from 0 is o The date of incorporation of company is *Address Line 1 Line 11 * City * District * State/Union Territory Country * Pin code *Phone (with STD code) 91 *email ID Registered office is o Owned by company o Owned by director (Not taken on lease by company) THE GAZETTE OF INDIA : EXTRAORDINARY o Taken on lease by company o Owned by any other entity/Person (Not taken on lease) (c) *Name of office of proposed ROC or new ROC (d) Full address of the police station under whose jurisdiction the registered office is *Name *Address Line 1 . Address Line 11 *City state/Union Territory *Pin code (e) *Particulars of the Utility Services Bill depicting the address of the registered (not older than two months) 5. (a) *SRN of Form MGT-14 (b) *SRN of Form No. INC-28 (c) *Date of order of the Central Government (DD/MM/W) List of securities by *Statuted (1) *Proof Registered Office & Address (Conveyance) Lease deed/Rent Agreement along with the rent Receipt; (2) of the utility bills as mentioned above otherwise (3) that the Company is permitted use of the registered office of the Company if same is owned by any other entity/ Person (not taken on lease by company); (4) *Cover of (5) all companies (specifying a/n) once address, if any; (6) Other documents, if any. Attach Attach Attach Attach Attach Declaration o A person named in the articles as a / manager / Company Officer have been authorized by the Board Directors vide number to this form and to declare that *all the requirements of The Companies Act, 2013 and the rules made in matter and matters herein comply with. *I also declare that all the information given herein above is true and nothing material has been suppressed. It is further certified that (Small Capital Structure Cost Accounting) having a number *TO be *Issued by me/has been DSC BOX number of & officer; or D" of PA manager or &-O or CFO; number of the Company 153 Certificate by practicing professional I declare that I have been duly engaged for the purpose of certifying this It hereby certified that have gone through the provisions of The Companies Act, 2013 and rules thereunder for the subject matter of this form and matters incidental thereto and I have verified the above particulars (including attachments) from the original records maintained by the company which is Subject of this form found to be true, correct and complete and no information material to this form has been suppressed. I further certify that: 1. The said records have been properly prepared, by required officers of the company and maintained as per relevant provisions of The Companies Act, 2013 and were to be in order; 2. I have prepared all the attachments to this Form and have verified these to be as per requirements, complete legible; 3. I further declare have personally the registered given in at mentioned herein above and verified that the said registered office of the company is functioning for purposes of the company. TO be digitally signed by] DSC BOX Chartered accountant (in "We-time practice) or Company secretary (in "fide4itTE practice) Cost accountant (in practice) Whether associate or Fellow Membership number Certificate of practice number Associate Note: Attention is drawn to provisions of Section 448 and 449 which provide punishment for false statement in certificate and punishment for false evidence respectively. For use only: *Form Service request number (SRN) Digital signature Of the authorizing officer This 'Form is hereby registered Date Of signing eForm filing date (DDMMYYYY) OR (OO'MYYYYY) This eForm has been taken on file maintained by the registrar of companies through electronic mode and on the basis of statement of correctness given by the filing company (b) other Form No. 'NC-28, the following forms shall be inserted, namely:- FORM NO..INC-29 THE GAZETTE OF INDIA : EXTRAORDINARY Integrated Incorporation Form (Pursuant to sections 4,7,12, 152 and 153 of the Companies Act, 2013 read with rules made thereunder in English or Hindi the following kit for New Form for—. 2. 3. (a) *State the type of company (b) the class of Public": o Private

CMnpany (c) the category of (d) *State the sub-category of company (e) *Company is ü Having share c.ital O havingshu•e capital (a) *Main divisim amivity Descri • n ofthe•nuin division (b) * Whdh« standard tenplate of of AssociMim (MoA) as J b Companies Act, 2013 is for o Ya ONO (c) (i) • Whah« üidard tat- *e of of Associim (AOA) *escribed I Cmnpnies 2013 is cited o Yes o No (ii) Aflicles is "Mavbed o-Y— o No (iii) Nunbe• of Articles to which of *all be Sr. Na Artie" Short decrip&• on ot •e (i) *Capital strüü•e of the computy uA•orized Shue (in Rupees) sb•re —pt&l Nunb« of Axes •mourn per an Rupees) EqdW Toul ammant (in RLTees) Toul nbscribed sham Sabscdbed •bre ca*al Number of sMres in R N«nirnl unmot per stze (in Rapes) Total unmant (in Rupees) ii *Details of nurnb« of manbers (a) Enter the nnximum rwmb« of manbe• (b) hximum nnber of manb«s excluüw (c) Numb« of members (d) Number of excluding prqmed employee(s) 11-euz 3(i)] dawe address *Line I Line 11 *City *StatUUnion Tatitmy *Distxict (with STD - *email ID of the cunpany (b) * Whettw the a#ess is of registered office of company o Yes o No (c) *Name of ibe office of the Registrar of Companies in which the proposed company is to be 155 *Particulars of the 'Eme (a) Proposed nune SiYlificance of or coined word in ttæ name State the name of t.IE venucular languaAs) if IDed in the proposed name and meanin thereof (i) *Whöther the promoters are caxTYing on any Partnership firm, sole or unregistered entity in the name as applied fM If yes, whether busin—s of such entity shall be qcquired (ii) *Whether the proposed rwme name of any or their close blood relative(s) (iii) *Whether the proposed name iocll&s the name of rdative(s) (iv) *Whether approval frun any sectoral regulatM is required (v) Whaher the name is similar to o Exiging Indian Company o Foreign body o Yes 0 Yes o Yes o Yes o Yes o No o No o No [Atach the copy of No O"ection Certificate way of Board resolution (duly attested by a director of that company)] Provide CIN Name of the Com (i) *Whether the proposed name is based on a registered trademark or is subject matter of an application- pending for registration unat the Trade Marks Act o Yes o No (:i) the class(s) of trade mat* (refer the instrukcion kit for details) (Gi) *Furnish the icutars of lication and thea royal of the licant or owner of the trademark

6. IT-IE GAZEITE OF INDIA: EXTRAORDINARY (a) *Nunba• of fira to MOA direeors ofthe c«npmy Having val% DIN number of (including sutscriber cun Nd havil' yabd DIN Numba of individual subs«i s nun s Numba of individnnl subscrib«s) Otha thn subs«iber Numba fira subscri s (b) *Partiwlus of directm (OG than fir• subsmib«s) *Director Ides*ißcation *Nune *Genda of Birth a Qiainnan o ExecLAivedireaor o Nm-executive dire«or *Nune of the cunpany or itstiMion whose nominee .poimee is *enuil ID Nunber of entities in which dire«or ima•est (Need not to ma»tion if such endty is having CIN/FCRN/LLPN) *Registration numb' *Nune *Address Nnur of interest *First Name Percentage of (speci&) Mi"e Name & Sumame * s first na.nw miule name 11-<08 3(i)] *Father's surname *Gender 'Place of *Dne of Birth 157 *Nationaliw • Whether citizen of IMia o Yes o No 'Whether resi&nt in o Yes o No •Occupation type o Self Employed o Professional •o Hunermker o Student o Serviceman *Area If 'Others' selected' specify .Educational Qualification * o PAN o Passpon number *Designatim Whether o anirman o Executive Q Noa-executive director *Name of the company or institutim whose nuninee the appointee is •email ID Permanent Addres *Line J Line * State' Territory *ISO country code C] *Pin code *Phone (with STDIISD code) - •Whether B•esent residential same as permanent residential o Yes ONO Present address *Line I Line 11 Union Territoay *Pin code country *Phone (with - *Duration of stay at preent address Years Months If Duration of stay at present address is kss than one year then address of previous ræEerxe *Proof of identity Voter's identity card number Driving licetse number Aadhaar Number *Rsldential Proof THE GAZEITE OF INDIA EXTRAORDINARY Submit the proof of ideaoity •nd pmof of addras uder attachme•b. Ntmber of aities in which direenr have interst *Registratim * Name * Addres Natwe of intereä of 9m*oIding Otha*s (speci&) AmouM (c) *Particulars of individnl fist nun directors number (DIN) of Birth a Gairmm o Ex=nive d.iN#f Q Non-executive dite•aor *Natne of the canpny in*tMion whose nominee the appointee is ten-uil ID nod equity shar— Pref%ence åares *aru Mø•nber of er*ities in which direct« have intet (Need not to mention ifswb mity is Iving CIWFCRWLLPN) * Registraion ntmk i *Name Nature of Pnmt* abas (speci&) *First Name 11-wg 3(i)] Middte Nane *Sumame *Father's first name Father's middle name *Father's surname *Gender *Place of Birth *Date of Birth *Nationality *Whether citizen of India o Yes o No •Whaher resident in India o Yes o No 'Occupation type o Self Employed o P&sional o Homemaker o SttAent o Servicenan *Area If selected, please •Educational Qualification * o PAN o Passport number Whether o Gaiman o Executive a Non.executive director *Name of.the or institution whose nmninee ttæ appointee is *ernail ID Permurnt

Address *Line I Line 11 •city * Yaw Union Territory *Pin code *Phone (with STD/ISD - •Whether pre-set residential address same as permanent o Yes o No Present address *Line 1 Line 11 *State/ Union Territory Country *Pin code *Phone (with code) *Duration of stay at present address Years Months If Duration of stay at present address is less than one year then address previous residence *Proof of identity rResidential Proof Submit the proof of identity and proof of address under attachments. Kind of shares subscribed Equity shares Preference shares Number of subscribed shares (e) *Particulars of non-individual first subscriber(s) • Category •Corporate identity number(CIN) or foreign company registration number(FCRN) or any other registration number •Name of the body corporate Amount of share subscribed Pre-Fill Registered office address or Principal place of business in India or Principal place of business outside India *Line I Line 11 City r State /Union Territory ISO Country code 42 115—11A 162 7. THE GAZETTE OF INDIA: EXTRAORDINARY Country *Phone (With code) - Fax *email id particulars of the authorised person *First Name Middle Name *Surname *Father's First Name Father's Middle Name *Father's Surname • Gender 'Income tax PAN *Place of Birth (District & State) *Occupation type *Area of Occupation *Educational qualification Present Address *Line I Line *State [Union Territory ISO Country code *Phone (With STD/ISD code) Mobile Fax *email id Kind of shares subscribed Equity shares Preference shares (a) *Nomination *Date of Birth *Nationality *Pin code Number of subscribed shares Amount of s [PART II—SE. res subscribed do hereby nominate who shall become the member of the company in the event of my death or incapacity to contract. I declare that nominee is eligible for nomination within the meaning of Rule 3 of the Companies (Incorporation) Rules, 2014. (b) *Particulars of the Nominee Director Identification number(DIN) he-Fili 1942 GV15—tæ: 163. 'First Name Middle Name Surname •Father's First Name Father's Middle Name • Father's Surname Gender • Income- tax PAN ' Place of Birth {District & State) • Occupation type Area of Occupation Educational qualification Permanent Address Line 11 •Date of Birth Verify Details State /Union Territory • ISO Country code Country Phone (With code) - Mobile Whether present address is same as the permanent address Present Address une Yes Nationality o No code •State/Union Territory ISO Country code Country phone (With code) Mobile Fax 'Duration of stay at present address years Months Duration of stay at present address is less than one year then address of previous residence \ Proof of identity F Residential Proof 164 THE GAZETTE OF INDIA : EXTRAORDINARY 8. of payment of stamp duty [PART {b) • is be Two C) Yes No No•

9. Xnhr-m*—'or Account Numb' (PAN) T" Number (TAX)• Irfa•maon sp•dnc to PAN 3(i)] Area code Information specific to TAN Area code Source of Income Income from Business/profession Income from other source Business/Profession code 16 AO type AO type o Capital Gains o No Income Raneer code Range AO No. AO No. o income from house property 10. Additional information for Employer registration under employee state Insurance Corporation (ZSIC) Type of Unit o Factory o Establishment Exact nature of Work/ Business carried on Work Sub category ** This information is mandatorily required to be filled in case of applicants desirous of applying for PAN and/ or TAN at the time of incorporation of a company. This facility is available at the e-Biz portal only per separate procedure prescribed by e-Biz portal. Attachments 1. 2. 3. 4. 5. 6. 8. 9. 10. 11. 12. 13. 14. 15. 16. 17. 18. *Memorandum of association; *Articles of Association; *Am-davit and declaration by first subscriber(s) and director(s); Proof of address (Conveyance/ Lease &ed/Rent Agreement etc. along with rent receipt(s); Copy of the utility bills (not older than two months); Approval of the owner of the trademark or the applicant of such application for registration of Trademark; Proof of relation; NOC from the sole associates/ existing company; NOC from any other person; Copy of certificate of incorporation of the foreign body corporate and resolution passed; Resolution passed by promoter company; NOC from existing Indian company; Interest of first director(s) in

other entities; Consent of Nominee; Proof of identity & residential address of subscribers; Proof of Identity & residential address of nominee; Proof of identity and address of Director; Proof of identity and address of Applicant 11; Attach Attach Attach Attach Attach ARE h Attach Attach Attach Attach Attach at-tar h ÄÖch AtUCh__ Attach Attach Attach 16 O O 19



20. THE GAZETTE OF INDIA: EXTRAORDINARY Proof of identity and address of Applicant III;

Attach Optional attachment(s), (if any) Declaration Remove attachment have gone through the provisions of the Companies Act, 2013, the rules thereunder and prescribed framed thereunder in respect of reservation of name, understood the meaning thereof and the proposed in conformity thereof. *I have used the search facilities available on the portal of the Ministry of Corporate Affairs (MCA) for resemblance of the proposed name with the companies and Limited Liability partnerships (LLPs) already registered or the names already approved. I have also used the search facility for checking the resemblance of the proposed name with registered trademarks and trade mark subject of an application under the Trade Act, 1999 and other relevant search for checking the resemblance of the proposed name to satisfy myself compliance of the provisions of the Act for resemblance of name and Rules thereof. *The proposed name is not in violation of the provisions of Emblems and Names (Prevention of Improper Use) Act, 1950 as amended from time to time. *The proposed name is not offensive to any section of people, e.g. proposed name does not contain words or phrases that are generally considered a slur against an ethnic group, religion, gender or heredity. *The proposed name is not such that its use by the company will constitute an offence under any law then in force. *I undertake to be fully responsible for the consequences in case the name is subsequently found to contravene the provisions of section 4(2) and section 4(4) of the Companies Act, 2013 and rules thereunder have also gone through and understood the provisions of section 4(5) (ii) (a) and (b) of Companies Act and rules thereunder and fully declare myself responsible for the consequences thereof. company to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules thereunder in respect of Director Identification Number (DIN), registration of the company and matters preliminary or incidental thereto have been complied with. I am authorized by the promoter subscribing to the Memorandum of Association and Articles of the first director(s) to give this declaration and to and submit this Form. *I am authorised by each subscriber to declare that company shall not commence its business, unless each subscriber has paid the value of the shares agreed to be taken by him at the time of subscribing to the Memorandum of Association; I further declare that, company shall not commence its business, unless all the required approval from the Regulators such as RBI, SEBI etc. have been obtained; I on behalf of the promoters and the first directors, hereby declare that the registered office is capable of and acknowledging all communications and notices addressed to the proposed company on incorporation, maintained at the given address at item no. 4 of this form; on behalf of all the first director(s) named in the Articles of Association of the proposed company, declare, that the declaration given herein as stated above are true to the best of my knowledge and belief, information given in this integrated application form for incorporation and attachments thereto are correct and complete, and nothing relevant to this form has been suppressed. All the required attachments have completely, correctly and legibly attached to this form and are as per the original records maintained by promoters subscribing to the Memorandum of Association and Articles of Association. I, on behalf of the proposed Directors whose particulars for allotment of DIN are filled as above, hereby and declare that they are not restrained, disqualified, removed for being appointed as Director of a company the provisions of the Companies Act, 2013 including sections 164 and 169, and have not been proclaimed offender by any Economic Offence Court or Judicial Magistrate Court or High or any other and not been already allotted a Director Identification Number (DIN) under section 154 of Companies Act, 2013 and further declare that I have read and understood the provisions of Sections 154, 155, 156, 157, 158, 159, 160, 161, 162, 163, 164, 165, 166, 167, 168, 169, 170, 171, 172, 173, 174, 175, 176, 177, 178, 179, 180, 181, 182, 183, 184, 185, 186, 187, 188, 189, 190, 191, 192, 193, 194, 195, 196, 197, 198, 199, 200, 201, 202, 203, 204, 205, 206, 207, 208, 209, 210, 211, 212, 213, 214, 215, 216, 217, 218, 219, 220, 221, 222, 223, 224, 225, 226, 227, 228, 229, 230, 231, 232, 233, 234, 235, 236, 237, 238, 239, 240, 241, 242, 243, 244, 245, 246, 247, 248, 249, 250, 251, 252, 253, 254, 255, 256, 257, 258, 259, 260, 261, 262, 263, 264, 265, 266, 267, 268, 269, 270, 271, 272, 273, 274, 275, 276, 277, 278, 279, 280, 281, 282, 283, 284, 285, 286, 287, 288, 289, 290, 291, 292, 293, 294, 295, 296, 297, 298, 299, 300, 301, 302, 303, 304, 305, 306, 307, 308, 309, 310, 311, 312, 313, 314, 315, 316, 317, 318, 319, 320, 321, 322, 323, 324, 325, 326, 327, 328, 329, 330, 331, 332, 333, 334, 335, 336, 337, 338, 339, 340, 341, 342, 343, 344, 345, 346, 347, 348, 349, 350, 351, 352, 353, 354, 355, 356, 357, 358, 359, 360, 361, 362, 363, 364, 365, 366, 367, 368, 369, 370, 371, 372, 373, 374, 375, 376, 377, 378, 379, 380, 381, 382, 383, 384, 385, 386, 387, 388, 389, 390, 391, 392, 393, 394, 395, 396, 397, 398, 399, 400, 401, 402, 403, 404, 405, 406, 407, 408, 409, 410, 411, 412, 413, 414, 415, 416, 417, 418, 419, 420, 421, 422, 423, 424, 425, 426, 427, 428, 429, 430, 431, 432, 433, 434, 435, 436, 437, 438, 439, 440, 441, 442, 443, 444, 445, 446, 447, 448, 449, 450, 451, 452, 453, 454, 455, 456, 457, 458, 459, 460, 461, 462, 463, 464, 465, 466, 467, 468, 469, 470, 471, 472, 473, 474, 475, 476, 477, 478, 479, 480, 481, 482, 483, 484, 485, 486, 487, 488, 489, 490, 491, 492, 493, 494, 495, 496, 497, 498, 499, 500, 501, 502, 503, 504, 505, 506, 507, 508, 509, 510, 511, 512, 513, 514, 515, 516, 517, 518, 519, 520, 521, 522, 523, 524, 525, 526, 527, 528, 529, 530, 531, 532, 533, 534, 535, 536, 537, 538, 539, 540, 541, 542, 543, 544, 545, 546, 547, 548, 549, 550, 551, 552, 553, 554, 555, 556, 557, 558, 559, 560, 561, 562, 563, 564, 565, 566, 567, 568, 569, 570, 571, 572, 573, 574, 575, 576, 577, 578, 579, 580, 581, 582, 583, 584, 585, 586, 587, 588, 589, 590, 591, 592, 593, 594, 595, 596, 597, 598, 599, 600, 601, 602, 603, 604, 605, 606, 607, 608, 609, 610, 611, 612, 613, 614, 615, 616, 617, 618, 619, 620, 621, 622, 623, 624, 625, 626, 627, 628, 629, 630, 631, 632, 633, 634, 635, 636, 637, 638, 639, 640, 641, 642, 643, 644, 645, 646, 647, 648, 649, 650, 651, 652, 653, 654, 655, 656, 657, 658, 659, 660, 661, 662, 663, 664, 665, 666, 667, 668, 669, 670, 671, 672, 673, 674, 675, 676, 677, 678, 679, 680, 681, 682, 683, 684, 685, 686, 687, 688, 689, 690, 691, 692, 693, 694, 695, 696, 697, 698, 699, 700, 701, 702, 703, 704, 705, 706, 707, 708, 709, 710, 711, 712, 713, 714, 715, 716, 717, 718, 719, 720, 721, 722, 723, 724, 725, 726, 727, 728, 729, 730, 731, 732, 733, 734, 735, 736, 737, 738, 739, 740, 741, 742, 743, 744, 745, 746, 747, 748, 749, 750, 751, 752, 753, 754, 755, 756, 757, 758, 759, 760, 761, 762, 763, 764, 765, 766, 767, 768, 769, 770, 771, 772, 773, 774, 775, 776, 777, 778, 779, 780, 781, 782, 783, 784, 785, 786, 787, 788, 789, 790, 791, 792, 793, 794, 795, 796, 797, 798, 799, 800, 801, 802, 803, 804, 805, 806, 807, 808, 809, 810, 811, 812, 813, 814, 815, 816, 817, 818, 819, 820, 821, 822, 823, 824, 825, 826, 827, 828, 829, 830, 831, 832, 833, 834, 835, 836, 837, 838, 839, 840, 841, 842, 843, 844, 845, 846, 847, 848, 849, 850, 851, 852, 853, 854, 855, 856, 857, 858, 859, 860, 861, 862, 863, 864, 865, 866, 867, 868, 869, 870, 871, 872, 873, 874, 875, 876, 877, 878, 879, 880, 881, 882, 883, 884, 885, 886, 887, 888, 889, 890, 891, 892, 893, 894, 895, 896, 897, 898, 899, 900, 901, 902, 903, 904, 905, 906, 907, 908, 909, 910, 911, 912, 913, 914, 915, 916, 917, 918, 919, 920, 921, 922, 923, 924, 925, 926, 927, 928, 929, 930, 931, 932, 933, 934, 935, 936, 937, 938, 939, 940, 941, 942, 943, 944, 945, 946, 947, 948, 949, 950, 951, 952, 953, 954, 955, 956, 957, 958, 959, 960, 961, 962, 963, 964, 965, 966, 967, 968, 969, 970, 971, 972, 973, 974, 975, 976, 977, 978, 979, 980, 981, 982, 983, 984, 985, 986, 987, 988, 989, 990, 991, 992, 993, 994, 995, 996, 997, 998, 999, 1000.

rules made thereunder; and the requirements under Companies Act, 2013 and the rules made thereunder relating to registration of the company under section 7 of the ACE and matters precedent or incidental thereto have been complied with. The said records have been properly prepared, signed by the required officers of the Company and maintained as per the relevant provisions of the Companies Act, 2013 and were found to be in order; I have opened all the attachments to this form and have verified these to be as per requirements, complete in all respects. I further declare that I have personally visited the proposed registered office given in the form at the address mentioned herein above and verified that the said proposed registered office of the company is for the business purposes of the company (wherever applicable in respect of the proposed registered office has been given). I understand that I shall be liable for action under Section 448 of the

Companies Act, 2013 for wrong certification, if any found at any stage. THE OF INDIA :
 EXTRAORDINARY • I am a shareholder (h O Cost (h Convany secretary (h C) Mwcate • Metz zod& or •
 Membership number Certificate practice number • income-tax PAN Form once use Only: Ched Form Submt
 Form Service request number (SRN) This e-Frm is hereby signed by the authorized signatory of the



FORM NO. INC-30 [Rusuant to Schedule I (see sections 4 and 5) to the Companies Act, 2013] Form
 tangu.ge O English O Hindi Wer Instruction kit for nuns the form. 'i'.ng (DOIMWYYYY) Memorandum
 of Assocl•eea *Wee the appropriate table e liable to company as noured under I of mmpanies Act, 2013
 Table A- NEMORANDUM OF ASSOCIATION OF A COBRANY LIMITED BY SHARES The name
 of the company is ' Limited / Private Limited". 2M ne registered office of the company will be
 situated in the State of..... 3rd (a) The objects to be pursued by the company on its incorporation
 ue:— (b) Matters which are necessary for furtherance of the objects specified in clause 3(a) are 4d' The
 liability of the member(s) is limited md this liability is limited to the amdunt unpaid, if any, on the shares
 held by them. 50' The share capital of the company is.....rupees, divided
 into.....shares of..... rupees each. 6th We, the several persons, whose names and
 addresses are subscribed, are desirous of being fomed into a company in pursuance of this memorandum of
 association, and we respectively agree to take the number ofshares in the capital ofthe company set against
 our respective names:— 3(i)] Names, addresses, No. of shares' taken by Signature each subscriber
 subscriber of descriptions occupations subscriber A.B. of.....Merchant Total shares taken and of IO
 Signature, names,. addresses, description and occuppnions of witnesses. Sigid befor Si 7th I, whose name
 and address is given below, am desirous of forming a company in pursuance of this memorandum of
 association and agree to take all the shares in the capital of the company (Applicable in case of one person
 company):— names, addresses, Names, addresses, descriptions Signature of subscriber Signature,
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 son/daughter of, resident of..... shall be the nominee in the event of death of the sole
 member (Applicable in case of one person company) Dated... the day of.... Table B
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 furtherance of the objects specified in clause 3(a) are:— 4th The liability of the member(s) is limited. 5th
 Every member of the company undertakes to contribute: (i) to the assets of the company in the event of its
 being wound up while he is a member, or within one year after he ceases to be a member, for payment of
 the debts and liabilities of the company or of such debts and liabilities as may have been contracted before
 he ceases to be a member; and (ii) to the costs, charges and expenses of Winding up (and for the
 adjustment of the rights of the such amount as may be required, not contributories among themselves),
 exceeding.... rupees. 6th We, the several persons, whose names and addresses are
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 names, addresses, Names, addresses, descriptions Signature of subscriber Signature, and occupations of
 subscriber ABC of ...merchant description and occupations of witnesses. Signed before me Si ature....
 IME GAZEBE OF INDIA : EXTRAORDINARY [PART 7th I, whose name and address is given below,
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 CONTANY LIMITO BY GUARANTEE AND HAVING A SHARE CAPITAL Limited/Private
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 member, for payment of the debts and liabilities company or of such debts and liabilities as may have been
 contracted before he ceases. to member; and (ii) to the costs, charges and expenses of winding up (and for
 the adjustnent ofthe contributories among themselves), such amount as may be required, 0M exceeding.
rupees. 6th The share capital of the company is.....rupees, divi&d
 into.....shares of.....rupees each 7th We, the several persons, whose

names, addresses are subscribed, are desirous of being into a company in pursuance of this memorandum of association and we respectively agree to the number of shares in the capital of the company set against our respective names:— Names, addresses, No. of shares taken by Signature descriptions occupations subscriber A.B. of.....Merchant and each subscriber subscriber of of Siyuture, nan— addresses, descri*hn and occupations witnesses. Signed before me: Si 171 8th I, whose name and address is given below, am desirous of forming a company in pursuance of this memorandum of association and agree to take all the shares in the capital of the company (Applicable in case of one person company):— names, addresses, Names, addresses, descriptions Signature of subscriber Signature, and occupations of subscriber ABC of .. .merchant description and occupations of witnesses. Signed before me Si ature.... 9th ShrilSmt....., son/daughter of , resident of aged..... years shall be the nominee in the event of death of the sole member (Applicable in case of one person 7th Shri/Smt....., son/daughter of , resident aged..... years shall be company) Dated..... the day of..... . Table D-

rvEMORANDUM OF ASSOCIATION OF AN UNLRFITTED COP.ftANY AND NOT HAVING SHARE

CAPITAL 1st 'The name of the company is ' Company". 2nd The registered office of the company will be situated in the State . 3rd (a) The objects to be pursued by the company on its incorporation are:— (b) Matters which are necessary for fi.urthurance of the objects specified in clause 3(a) are.— 4th The liability of the member(s) is unlimited. 5th We, the several persons, whose names and addresses are subscribed are desirous of being formed into a company in pursuance ofthis memorandum of association. Names, uidresses, descriptions Signature of subscriber Signature, names, addresses, and occupations of subscriber ABC of .. .merchant description and occupations of witnesses. Signed before me Si ature.... 6th I, whose name and address is given below, am desirous of foming a company in pursuance of this memorandum of association (Applicable in case of one person company):— Names, addresses, descriptions Sigiture of subscriber Signature, names, addresses, and occupations of subscriber ABC of ... merchant description and occupations of witnesses. Sighed before me Si r.... the nominee in the event of death ofthe sole member (Applicable in case of one person company) Dated..... the day of..... INDIA : EXTRAORDINARY Table E- NEMORANDUM OF ASSOCIATION OF AN

UNLIMITED CONTANY AND HAVING SHARE CAPITAL The name of the company is ".....Company". The egistered office of the company will be situated in the State of..... (a) The objects to be pursued by the company on its incorporün are:— (b) Matters which necessary for furtherance of the objects specified in clause 3(a) an:— The liability of the member(s) is unlimited. The share capital of the company is.....rupæs, divi&d

into.....shares of.....rupees euh. 66 We, the several persons, whose names, and are subscribed, ae desirous of behg into a company in pursuance ofthis memorandum ofassociation we to take the number of shares in the capital of the company set against our repective nunes:— eth Shri/Smt....., son/da*ter of , resident of..... aged..... Fars hll be Names, addresses, No. of shares taken by Signature &scriptions occupations *criber A.B. of.....M«chant and each subscriber subscriber of of Siymure» names, addresses; description and occup&ions of SWd befre me: I, whose name and address is given below, un desimus of forming a company in pummce of memorandum of associMion and agee to take all the shares in âi-e capinl of the comp—y licable in case of one n com Names, addresses, descriptions Siyuture ofsubstiber Siyiature, names, nd occupations of subscriber • ABC of.. .merchant description and occupüns of wimesses. Signed before me Si nominee in the event of death ofthe sole member (Applicable in case ofone person convey) the day of. 11-wg 3(i)] FORM NO. INC-31 (Pursuant to Schedule I (see Sections 4 and 5) to the Companies Act, 2013)) Form language O English O Hindi Refer the instruction kit for filing the form. 173 Articles of Association 1. *Select the appropriate table applicable to company as notified under schedule I of the companies Act.

2013 Table F- ARTICLES OF ASSOCIATION OF A COMPANY LIMITED BY SHARES Articl Description e No. (1) (a) "the Interpretation these In Act" regulations— the Companies Act, 2013, means Applkable YIN o Yes o No o Yes o No 11 1 "the seal" means the common seal of the company. (2) Unless the context otherwise requires, words or expressions contained in these regulations shall bear the same meaning as in the Act or any statutory modification thereof in force at the date at which these regulations become binding on the company. Share capital and variation of rights Subject to the provisions of the Act and these Articles, the shares in the capital of the company shall be under the control of the Directors who may issue, allot or otherwise dispose of the same or any of them to such persons, in such proportion and on

such terms and conditions and either at a premium or at par and at such time as they may from time to time think fit. 2 3 4 5 THE GAZETTE OF INDIA : EXTRAORDINARY (i) Every person whose name is entered as a member in the register of members shall be entitled to receive within two months after incorporation, in case of subscribers to the memorandum or after allotment or within one month after the application for the registration of transfer or transmission or within such other period as the conditions of issue shall be provided,— (a) one certificate for all his shares without payment of any charges; or (b) several certificates, each for one or more of his shares, upon payment of certificate after the first. twenty rupees for each; (ii) Every certificate shall be under the seal and shall specify the shares to which it relates and the amount paid-up thereon. which and the (iii) In respect of any share or shares held jointly by several persons, the company shall not be bound to issue more than one certificate, and delivery of a certificate for a share to one of several joint holders shall be sufficient delivery to all such holders (i) If any share certificate be worn out, defaced, mutilated or torn or if there be no further space on the back for endorsement of transfer, then upon production and surrender thereof to the company, a new certificate may be issued in lieu thereof, and if any certificate is lost or destroyed then upon proof thereof to the satisfaction of the company and on execution of such indemnity as the company may deem adequate, a new certificate in lieu thereof shall be given. Every certificate under this Article shall be issued on payment of Yes or No or Yes or No or Yes or No or Yes or No 4. of twenty rupees for each certificate. (ii) The provisions of Articles (2) and (3) shall mutatis mutandis apply to debentures of the company. Except as required by law, no person shall be recognised by the company as holding any share upon any trust, and the company shall not be bound by, or be compelled in any way to recognise (even when having notice thereof) any equitable, contingent, future or partial interest in any share, or any interest in any fractional part of a share, or (except only as by these regulations or by law otherwise provided) any other rights in respect of any share except an absolute right to the entirety thereof by the registered holder. (i) The company may exercise the powers of paying commissions conferred by sub-section (6) of section 40, provided that the rate per cent or the amount of the commission paid or agreed to be paid shall be disclosed in the manner required by that section and rules made thereunder. (ii) The rate or amount of the commission shall not exceed the rate or amount prescribed in rules made under sub-section (6) of section 40. (iii) The commission may be satisfied by the payment of cash or the allotment of fully or partly paid shares or partly in the one way and partly in the other. 6 9 3(i)] (i) If at any time the share capital is divided into different classes of shares, the rights attached to any class (unless otherwise provided by the terms of issue of the shares of that class) may, subject to the provisions of section 48, and whether or not the company is being wound up, be varied with the consent in writing of the holders of three-fourths of the issued shares of that class, or with the sanction of a special resolution passed at a separate meeting of holders of that class. the of shares (ii) To every such separate meeting, the provisions of these regulations relating to general meetings shall mutatis mutandis apply, but so that the necessary quorum shall be at least two persons holding at least one-third of the issued shares of the class in question. The rights conferred upon the holders of the shares of any class issued with preferred or other rights shall not, unless otherwise expressly provided by the terms of issue of the shares of that class, be deemed to be varied by the creation or issue of further shares ranking pari passu therewith. Subject to the provisions of section 55, any preference shares may, with the sanction of an ordinary resolution, be issued on the terms that they are to be redeemed on such terms and in such manner as the company may before the issue of the shares may, by special resolution, determine. (i) The company shall have a first and paramount (a) on every share (not being a fully paid share), for all monies (whether presently payable or not) called, or payable at a fixed time, in respect of that share; and (b) on all shares (not being fully paid shares) standing registered in the name of a single person, for all monies presently payable by him or his estate to the company: Provided that the Board of directors may at any time declare any share to be wholly or in part exempt from the provisions of this clause. (ii) The company's lien, if any, on a share shall extend to all dividends payable and bonuses declared from time to time in respect of such shares. The company may sell, in such manner as the Board thinks fit, any shares on which Yes or No or Yes or No or Yes or No or Yes or No or Yes or No which the company has made— be (a) unless a sum in respect of which the lien exists is presently payable; or (b) until the expiration of fourteen days after a notice in writing stating and demanding payment of such part of the amount in respect of which the lien exists as is presently payable, has been given to the registered holder for the time being of the share or the person entitled thereto by reason of his death or insolvency. 11 12 13 14 15 16 (i) To give effect to any sale, Board

may authorise some person to transfer the shares sold' to the purchaser thereof. (ii) The purchaser shall be registered as holder of shares in any such transfer. (iii) The purchaser shall not be bound to see to the application of purchase money, nor shall his title to the shares be affected by any irregularity or invalidity in the proceedings in reference to the sale. (i) The proceeds of the sale shall be received by the company and applied in payment of such part of amount in respect of which the lien exists as is payable presently. (ii) The residue, if any, shall, subject to a like lien for sums not presently payable as existed upon these shares before the sale, be paid to the person entitled to the shares at the date of the sale. Calls on shares (i) The Board may, from time to time, make calls upon the members in respect of any monies unpaid on their shares (whether on account of the nominal value of the shares or by way of premium) and not by conditions of allotment thereof nor payable at fixed times: Provided that no call shall exceed the amount of the nominal value of the share or be payable at less than one month from the date fixed for the payment of the last preceding. (ii) Each member shall, subject to receiving at least fourteen days' notice specifying the time or time and place of payment, pay to the company, at the time or times and place so specified, the amount called on his shares. (iii) A call may be revoked or at the discretion of the Board. A call shall be deemed to have been made at time when the resolution of the Board authorising the call was passed and may be required to be paid by instalments. The joint holders of a share shall be jointly and severally liable to pay all calls in respect thereof: (i) if a sum called in respect of a share is not paid before or on the day appointed for payment thereof, the person from whom the sum is due shall pay interest thereon from the day appointed for payment thereof to the time of actual payment at ten per cent per annum or at such lower rate, if any, as the Board may determine. (ii) The Board shall be at liberty to waive payment of any such interest wholly or in part. Any sum which by the terms of issue of a share becomes payable on a certain date or at any fixed date, whether on account of the nominal value of the share or by way of premium, shall, for the purposes of these regulations, be deemed to be a call duly made and payable on the date on which by the terms of issue such sum becomes due. (i) in case of non-payment of such sum, all the relevant provisions of these regulations as to payment of interest and expenses, forfeiture or otherwise shall apply as if such sum had become payable by virtue of a call duly made and notified. The Board— (a) may, if it thinks fit, receive from any member to advance the same, all or any part of the monies uncalled and unpaid upon any shares held by him; and (b) upon all or any of the monies so advanced, may (until the same would, but for such advance, become presently payable) pay interest at such rate not exceeding, unless the company in general meeting shall otherwise direct, twelve per cent per annum, as may be agreed upon between the member and the member paying the sum in advance.

Transfer of shares (i) The instrument of transfer of any share in the company shall be executed by or on behalf of both the transferor and transferee. (ii) The transferor shall be deemed to remain a holder of the share until the name of the transferee is entered in the register of members in respect thereof. (iii) The Board may, subject to the right of appeal conferred by section 58 decline to register— (a) the transfer of a share, not being a fully paid share, to a person of whom it does not approve; or (b) any transfer of shares on which the company has a lien. The Board may decline to recognise any instrument of transfer unless— (a) the instrument of transfer is in the form as prescribed in rules made under sub-section (1) of section 56; (b) the instrument of transfer is accompanied by the certificate of the shares to which it relates, and such other evidence as the Board may reasonably require to show the right of the transferor to make the transfer; and (c) the instrument of transfer is in respect of only one class of shares. On giving not less than seven days' previous notice in accordance with section 91 and rules made thereunder, the registration of transfers may be suspended at such times and for such periods as the Board may from time to time determine: Provided that such registration shall not be suspended for more than thirty days at any one time or for more than forty-five days in the aggregate in any one year.

Transmission of shares 23 24 25 26 THE GAZETTE OF INDIA : EXTRAORDINARY (i) On the death of a member, the survivor or survivors where the member was a joint holder, and his nominee or nominees, or legal representatives where he was a sole holder, shall be the only persons recognised by the company as having any title to his interest in the shares (ii) Nothing in clause (i) shall release the estate of a deceased joint holder from any liability in respect of any share which had been jointly held by him with other persons. (i) Any person becoming entitled to a share in consequence of the death or insolvency of a member may, upon such evidence being produced as may from time to time be required by the Board and subject as hereinafter provided, either— (a) to be registered himself as holder of the share; or (b)

to make such transfer of the share as the deceased or insolvent member could have made. (ii) The Board shall, in either case, have the same right to decline or suspend registration as it would have had, if the deceased or insolvent member had transferred the share before his death or insolvency. (i) If person so becoming entitled shall elect to be registered as holder of the share himself, he shall deliver or send to the company a notice in writing signed by him stating he elects. (ii) If the person aforesaid shall elect to transfer the share, he shall testify his election by executing transfer of share. (iii) All the limitations, restrictions and provisions of these regulations relating to the right to transfer and the registration of transfers of shares shall be applicable to any such notice or transfer as aforesaid as if the death or insolvency of the member had not occurred and the notice or transfer were a transfer signed by that member. A person becoming entitled to a share by reason of the death or insolvency of the holder shall be entitled to the same dividends and other advantages to which he would be entitled if he were the registered holder of the share, except that he shall not, before being registered as a member in respect of the share, be entitled in respect of it to exercise any right conferred by membership in relation to meetings of the company: Provided that the Board may, at any time, give notice requiring any such person to elect either to be registered himself or to transfer the share, and if the notice is not complied with within ninety days, the Board may thereafter withhold payment of all dividends, bonuses or other monies payable in respect of the share, until the requirements of the notice have been complied with.

1942 GV15— case of One Person Company— (i) on the death of the sole member, the person nominated by such member shall be the person recognised by the company as having title to all the shares of the member; (ii) the nominee on becoming entitled to such shares in case of the member's death shall be informed of such event by the Board of the company; (iii) such nominee shall be entitled to the same dividends and other rights and liabilities to which such sole member of the company was entitled or liable; (iv) on becoming member, such nominee shall nominate any other person with the prior written consent of such person who, shall in the event of the death of the member, become the member of the company.

Forfeiture of shares If a member fails to pay any call, or instalment of a call, on the day appointed for payment thereof, the Board may, at any time thereafter during such time as any part of the call or instalment remains unpaid, serve a notice on him requiring payment of so much of the call or instalment as is unpaid, together with any interest which may have accrued.

28 29 31 32 The notice aforesaid (a) name a further day (not being earlier than the expiry of fourteen days from the date of service of the notice) on or before which the payment required by the notice is to be made; and (b) state that, in the event of non-payment on or before the day so named, the shares in respect of which the call was made shall be liable to be forfeited. If the requirements of any such notice as aforesaid are not complied with, any share in respect of which the notice has been given may, at any time thereafter, before the payment required by the notice has been made, be forfeited by a resolution of the Board to that effect. (i) A forfeited share may be sold or otherwise disposed of on such terms and such the Board thinks manner as (ii) At any time before a sale or disposal as aforesaid, the Board may cancel the forfeiture on such terms as it thinks fit. (i) A person whose shares have been forfeited shall cease to be a member in respect of the forfeited shares, but shall, notwithstanding the forfeiture, remain liable to pay to the company all monies which, at the date of forfeiture, were presently payable by him to the company in respect of the shares, (ii) The liability of such person shall cease if and when the company shall have received payment in full of all such monies in respect of the shares. (i) A duly verified declaration in writing that the declarant is a director, the manager or the secretary, of the company, and that a share in the company has been duly forfeited on a date stated in the declaration, shall be conclusive evidence of the facts therein stated as against all persons claiming to be entitled to the share; (ii) The company may receive the consideration, if any, given for the share on any sale or disposal thereof and may execute a transfer of the share in favour of the person to whom the share is sold or disposed of; (iii) The transferee shall thereupon be registered as the holder of the share;

180 35 36 37 38

THE GAZETTE OF INDIA : EXTRAORDINARY (iv) The transferee shall not be bound to see to the application of the purchase money, if any, nor shall his title to the share be affected by any irregularity or invalidity in the proceedings in reference to the forfeiture, sale or disposal of the share. The provisions of these regulations as to forfeiture shall apply in the case of nonpayment of any sum which, by the terms of issue of a share, becomes payable at a fixed time, whether on account of the nominal value of the share or by way of premium, as if the same had been payable by virtue of a call duly made and notified. Alteration

of capital The company may, from time to time, by ordinary resolution increase the share capital by such sum, to be divided into shares of such amount, as may be specified in the resolution. Subject to the provisions of section 61, the company may, by ordinary resolution, — (a) consolidate and divide all or any of its share capital into shares of larger amount than existing shares; (b) convert all or any of its fully paid-up shares into stock, and reconvert that stock into fully paid-up shares of denomination; any (c) sub-divide its existing shares or any of them into shares of smaller amount than is fixed by the memorandum; (d) cancel any shares which, at the date of the passing of the resolution, have not been taken or agreed to be taken by any person. Where shares are converted into stock, — (a) the holders of stock may transfer the same or any part thereof in the same manner as, and subject to the same regulations under which, the shares from which the stock arose might before the conversion have been transferred, or as near thereto as circumstances admit: Provided that the Board may, from time to time, fix the minimum amount of stock transferable, so, however, that such minimum shall not exceed the nominal amount of the shares from which the stock arose. (b) the holders of stock shall, according to the amount of stock held by them, have the same rights, privileges and advantages as regards dividends, voting at meetings of the company, and other matters, as if they held the shares from which the stock arose; but no such privilege or advantage (except participation in the dividends and profits of the company and in the assets on winding up) shall be conferred by an amount of stock which would not, if existing in shares, have conferred that privilege or advantage. (c) such of regulations of the company as are applicable to paid-up shares shall apply to stock and the words "share" and "shareholder" in those regulations shall include "stock" and "stock-holder" respectively. The company may, by special resolution, reduce in any manner and with, and subject to, any incident authorised and consent required by law,— [PART o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No (a) its share (b) capital redemption any reserve (c) any share premium account. capital; account; or 181 Capitalisation of profits general meeting may, upon the recommendation of the resolve— i. to capitalise any part of the amount for the time being the credit. any the company's reserve accounts, or to the aird account, or otherwise available for distribution; accordingly set free for distribution in the manner the members who would have been entitled {list"luted by way of dividend and in the same proportions. - he suffi not be paid in cnsh but shall be applied, subject to prov%ion conta;nea in clause (iii), either in or towards— I Lienc.unts for the time being unpaid on any shares held by i tnmembers respectively; •uriissved shares uf the cognpany to be allotted and ?dited a; fully paid-up, to and amongst such members in the aforesaid; gay in sub-clause (A) and partly in that specified in (B); accoun{ and a capital redemption reserve account ui this regulation, be apptied in the paying up of if-seed *members of the company as fully paid bonus Vt-iect to the resolution passed by the company in a as aforesaid shall have been passed, the Board applications of the undivided profits resolved dr:d z}! afiottnents and issues of fully paid shares if and 'l 3i'.d things required to give effect thereto. o Yes o No o Yes o No have power— che issue of fractional certificates or by as it thinks fit, for the case of shares becoming fractions; and , to enter, on behalf of all the members entitled .32/ ec_nenr wi&h the company providing for the allotment to thern ve•ope• tive,v credited fully paid-up, of any further shares to which ! iiay- entitled upon such capitalisation, or as the case may require, for paytmen: b" the corapany on uneir behalf, by the application thereto of i'hei{ resøer.tiue of profits resolved to be capitalised, of the o;- "art of [he amounts remaining unpaid on their existing shares; Any agreement luade ender such authority shatt be effective and binding on 41 42 43 44 45 46 47 48 THE GAZETTE OF INDIA : EXTRAORDINARY Notwithstanding anything contained in these articles but subject to the provisions of sections 68 to 70 and any other applicable provision of the Act or any other law for the time being in force, the company may purchase its own shares or other specified securities. General meetings All general meetings other than annual general meeting shall be called extraordinary general meeting. (i) The Board may, whetæver it thinks fit, call an extraordinary generat meeting. (ii) If at any time directors capable of acting who are sufficient in number to firm a quorum are not within India, any director or any two members of the company may call an extraordinary general meeting in the same manner, as nearly as possible, as that in which such a meeting may be called by the Board. Proceedings at general meetings (i) NO business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business. (ii) Save as otherwise provided herein, the quorum for the general meetings shall be as provided in section 103. The chairperson, if any, of the Board shall preside as Chairperson at every general meeting of the company. tf there is no such Chairperson, or if he is not present within fifteen minutes after the time

appointed for holding the meeting or is unwilling to act as chairperson of the meeting, the directors present shall elect one of their members to be Chairperson of the meeting. If at any meeting no director is to act as Chairperson or if no director is present within fifteen minutes after time appointed for holding the meeting,

the members present shall choose one of their members to be Chairperson of the meeting in case of One-Person Company—
 o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No
 (i) the resolution required to be passed at the general meetings of the company shall be deemed to have been passed if the resolution is agreed upon by the sole member and communicated to the company and entered in the book maintained under minutes section 118; (ii) such minutes book shall be signed and dated by the member; (iii) the resolution shall become effective from the date of signing such minutes by the sole member. 3(i)] 49 so 52 53 54 [55 56 Adjournment of meeting (i) The Chairperson may, with the consent of any meeting at which a quorum is present, and shall, if so directed by the meeting, adjourn the meeting from and place. time from place time to to (ii) No business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. (iii) When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in the case of an original meeting. (iv) Save as aforesaid, and as provided in section 103 of the Act, it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting. Voting rights Subject to any rights or restrictions for the time being attached to any class or classes of shares,— (a) on a show of hands, every member present in person shall have one vote; and (b) on a poll, the voting rights of members shall be in proportion to his share in the paid-up equity share capital of the company. A member may exercise his vote at a meeting by electronic means in accordance with section 108 and shall vote only once. (i) in the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders. (ii) For this purpose, seniority shall be determined by the order in which the names stand in the register of members. A member of unsound mind, or in respect of whom an order has been made by any court having jurisdiction in lunacy, may vote, whether on a show of hands or on a poll, by his committee or other legal guardian, and any such committee or guardian may, on a poll, vote by proxy. Any business other than that upon which a poll has been demanded may be proceeded with, pending the taking of the poll. NO member shall be entitled to vote at any general meeting unless all calls or other sums presently payable by him in respect of shares in the company have been paid (i) No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is given or tendered, and every vote not disallowed at such meeting shall be valid for all purposes. (ii) Any such objection made in due time shall be referred to the Chairperson of the meeting, whose decision shall be final and conclusive. o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No 57 58 59 60 61 62 63 64 65 THE GAZETTE OF INDIA :

EXTRAORDINARY Proxy The instrument appointing a proxy and the power-of-attorney or other authority, if any, under which it is signed or a notarised copy of that power or authority, shall be deposited at the registered office of the company not less than 48 hours before the time for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote, or, in the case of a poll, not less than 24 hours before the time appointed for the taking of the poll; and in default the instrument-of-proxy shall not be treated as valid. An instrument appointing a proxy shall be in the form as prescribed in the rules made under section 105 A vote given in accordance with the terms of an instrument of proxy shall be valid, notwithstanding the previous death or insanity of the principal or the revocation of the proxy or of the authority under which the proxy was executed, or the transfer of the shares in respect of which the proxy is given: Provided that no intimation in writing of such death, insanity, revocation or transfer shall have been received by the company at its office before the commencement of the meeting or adjourned meeting at which the proxy is used. **Board of Directors** The number of the directors and the names of the first directors shall be determined in writing by the subscribers of the memorandum or a majority of them. (i) The remuneration of the directors shall, in so far as it consists of a monthly be deemed to accrue from day-to-day. payment, (ii) In addition to the remuneration payable to them in pursuance of the Act, the directors may be paid all travelling, hotel and other expenses properly incurred by them— (a) in attending and returning from meetings of the Board of Directors or any committee thereof or general meetings of the company; or (b) in connection with the business of the company. The Board may pay all expenses incurred in getting up and registering the company. The company may exercise the powers conferred on it by-

section 88 with regard to the keeping of a foreign register; and the Board may (subject to the provisions of that section) make and vary such regulations as it may think fit respecting the keeping of any such register. All cheques, promissory notes, drafts, hundis, bills of exchange and other negotiable instruments, and all receipts for monies paid to the company, shall be signed, drawn, accepted, endorsed, or otherwise executed, as the case may be, by such person and in such manner as the Board shall from time to time by resolution determine. Every director present at any meeting of the Board or of a committee thereof shall sign his name in a book to be kept for that purpose.

o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No 66 67 68 69 70 72 73 (i) Subject to the provisions of section 149, the Board shall have power at any time, and from time to time, to appoint a person as an additional director, provided the number of the directors and additional directors together shall not at any time exceed the maximum strength fixed for the Board by the articles. (ii) Such person shall hold office only up to the date of the next annual general meeting of the company but shall be eligible for appointment by the company as a director at that meeting subject to the provisions of the Act. Proceedings of the Board (i) The Board of Directors may meet for the conduct of business, adjourn and otherwise regulate as it thinks fit its meetings, it as (ii) A director may, and the manager or secretary on the requisition of a director shall, at any time, summon a meeting of the Board. (i) Save as otherwise expressly provided in the Act, questions arising at any meeting of the Board shall be decided by a majority of votes. (ii) In case of an equality of votes, the Chairperson of the Board, if any, shall have a second or casting vote. The continuing directors may act notwithstanding any vacancy in the Board; but, if and so long as their number is reduced the quorum fixed by the Act for a meeting of the Board, the continuing directors or director may act for the purpose of increasing the number of directors to that fixed for the quorum, or of summoning a general meeting of the company, but for no other purpose. (i) The Board may elect a Chairperson of its meetings and determine the period for which he holds office to (ii) if no such Chairperson is elected, or if at any meeting the Chairperson is not present within five minutes after the time appointed for holding the meeting, the directors present may choose one of their number to be Chairperson of the meeting. (i) The Board may, subject to the provisions of the Act, delegate any of its powers to committees consisting of such member or members of its body as it thinks fit. (ii) Any committee so formed shall, in the exercise of the powers so delegated, conform to any regulations that may be imposed on it by the Board. (i) A committee may elect a Chairperson of its meetings. (ii) If no such Chairperson is elected, or if at any meeting the Chairperson is not present within five minutes after the time appointed for holding the meeting, the members present may choose one of their members to be Chairperson of the meeting. (i) A committee may meet and adjourn as it thinks fit. (ii) Questions arising at any meeting of a committee shall be determined by a majority of votes of the members present, and in case of an equality of votes, the Chairperson shall have a second or casting vote.

185 o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No 74 75 76 77 78 79 80 THE GAZETTE OF INDIA : EXTRAORDINARY All acts done in any meeting of the Board or of a committee thereof or by any person acting as a director, shall, notwithstanding that it may be afterwards discovered that there was some defect in the appointment of any one or more of such directors or of any person acting as aforesaid, or that they or any of them were disqualified; be as valid as if every such director or such person had been duly appointed and was qualified to be a director. Save as otherwise expressly provided in the Act, a resolution in writing by all the members of the Board or of a committee thereof, for the time being entitled to receive notice of a meeting of the Board or committee, shall be valid and effective as if it had been passed at a meeting of the Board or committee, duly convened and held. In case of a One Company— Person (i) where the company is having only one director, all the businesses to be transacted at the meeting of the Board shall be entered into minutes book maintained under section 118; (ii) such minutes book shall be signed and dated by the director; (iii) the resolution shall become effective from the date of signing such minutes by the director. Chief Executive Officer, Manager, Company Secretary or Chief Financial Officer Subject to the provisions of Act, — (i) A chief executive officer, manager, company secretary or chief financial officer may be appointed by the Board for such term, at such remuneration and upon such conditions as it may think fit; and any chief executive officer, manager, company secretary or chief financial officer so appointed may be removed by resolution of the Board; by means (ii) A director may be appointed as chief executive officer, manager, company secretary or chief financial officer. A provision of the Act or these regulations requiring or authorising a thing to be done by or to a director and chief executive officer, manager, company secretary or chief

financial officer shall not be satisfied by its being done by or to the same person acting both as director and as, or in place of, chief executive officer, manager, Company secretary or chief financial officer. The seal

(i) The Board shall provide for the safe custody of the seal. (ii) The seal of the company shall not be affixed to any instrument except by the authority of a resolution of the Board or of a committee of the Board authorised by it in that behalf, and except in the presence of at least two directors and of the secretary or such other person as the Board may appoint for the purpose; and those two directors and the secretary or other person aforesaid shall sign every instrument to which the seal of the company is so affixed in their presence. Dividends and Reserve The company in general meeting may declare dividends, but no dividend shall exceed the amount recommended by the Board. n—ssc. o Yes o No o Yes o No o Yes o No o yes o No o Yes o No o Yes o No O Yes o NO 82 83 84 85 86 87 i 88 3(i)] Subject to the provisions of section 123, the Board may from time to time pay to the members such interim dividends as appear to it to be justified by the profits of the company. (i) The Board may, before recommending any dividend, set aside out of the profits of the company such sums as it thinks fit as a reserve or reserves which shall, at the discretion of the Board, be applicable for any purpose to which the profits of the company may be properly applied, including provision for meeting contingencies or for equalizing dividends; and pending such application, may, at the like discretion, either be employed in the business of the company or be invested in such investments (other than shares of the company) as the Board may, from time to time, think fit. (ii) The Board may also carry forward any profits which it may consider necessary not to divide, without setting them aside as a reserve (i) Subject to the rights of persons, if any, entitled to shares with special rights as to dividends, all dividends shall be declared and paid according to the amounts paid or credited as paid on the shares in respect whereof the dividend is paid, but if and so long as nothing is paid upon any of the shares in the company, dividends may be declared and paid according to the 187 amounts of the shares. (ii) No amount paid or credited as paid on a share in advance of calls shall be treated for the purposes of this regulation as paid on the share. (iii) All dividends shall be apportioned and paid proportionately to the amounts paid or credited as paid on the shares during any portion or portions of the period in respect of which the dividend is paid; but if any share is issued on terms providing that it shall rank for dividend as from a particular date such share shall rank for dividend accordingly. The Board may deduct from any dividend payable to any member all sums of money, if any, presently payable by him to the company on account of calls or otherwise in relation to the shares of the company. (i) Any dividend, interest or other monies payable in cash in respect of shares may be paid by cheque or warrant sent through the post directed to the registered address of the holder or, in the case of joint holders, to the registered address of that one of the joint holders who is first named on the register of members, or to such person and to such address as the holder or holders may in writing direct. (ii) Every such cheque or warrant shall be made payable to the order of the person to whom it is sent. Any one of two or more joint holders of a share may give effective receipts for any dividends, bonuses or other monies payable in respect of such share. Notice of any dividend that may have been declared shall be given to the persons entitled to share therein in the manner mentioned in the Act. No dividend shall bear interest against the company. Accounts o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No subscribers ABC of merchant Dated the..... Place: 89 of members inspection not 90 91 .da of 20..... THE GAZETTE OF INDIA: EXTRAORDINARY (i) The Board shall from time to time determine whether and to what extent and at what times and places and under what conditions or regulations, the accounts and books of the company, or any of them, shall be open to the being directors. (ii) No member (not being a director) shall have any right of inspecting any account or book or document of the company except as conferred by law or authorised by the Board or by the company in general meeting. Winding up Subject to the provisions of Chapter XX of the Act and rules made thereunder— (i) If the company shall be wound up, the liquidator may, with the sanction of a special resolution of the company and any other sanction required by the Act, divide amongst the members, in specie or kind, the whole or any part of the assets of the company, whether they shall consist of property of the same kind not. or (ii) For the purpose aforesaid, the liquidator may set such value as he deems fair upon any property to be divided as aforesaid and may determine how such division shall be carried out as between the members or different classes of members. (iii) The liquidator may, with the like sanction, vest the whole or any part of such assets in trustees upon such trusts for the benefit of the contributories if he considers necessary, but so that no member shall be compelled to accept any shares or other securities whereon there

is any liability. Indemnity Every officer of the company shall be indemnified out of its assets of the company against any liability incurred by him in defending any proceedings, whether civil or criminal, in which judgment is given in his favour or in which he is acquitted or in which relief is granted to him by the court or the Tribunal. Note: The Articles shall be signed by each subscriber of the memorandum of association who shall add his address, description and occupation, if any, in the presence of at least one witness who shall attest the signature and shall likewise add his address, description and occupation, if any, and such signatures shall be in form specified below. [PART II—SEC. 3(i)] o Yes o No o Yes o No o Yes o No Names, addresses, descriptions and occupations of Witnesses (along with names, addresses, descriptions and occupations) Signed before me... Signature..... 189

OF ASSOCIATION OF A COMPANY LIMITED BY GUARANTEE CAPITAL number of members with which the company proposes to be registered before the govt of India, from time to time, register an increase members. Ait the article; of Table F in Schedule annexed to the Companies Act, 2013 shall be deemed to be incorporated with these articles and to apply to the company. - ARTICLE F OF ASSOCIATION OF A COMPANY LIMITED BY SHARES, 'interpretation; means shall' means the regulations— the Companies Act, 2013, common seal of the company. the otherwise requires. words or expressions contained in shall bear the same meaning as in the Act or any statutory modification thereof in force at the date at which these regulations become on the Share capital and variation of rights to provisions of the Act and these Articles, the shares in the capital shall be under the control of the Directors who may issue, dispose of the same or any of them to such persons, in such on such terms and conditions and at a premium or at a discount - such time as they may from time to time think fit. whose name is entered as a member in the register of shares shall be entitled to receive within two months after incorporation, and in the case of subscribers to the memorandum or after allotment or within one month after the application for the registration of transfer or transmission or as the conditions of issue shall be provided, - certificate shall his shares without payment of any charges; or if certificates, each for one more of his shares, upon payment of Applicable YIN o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No each certificate rupees the certificate shall be under the seal and shall specify the shares to which it relates and the paid-up thereon. amount of any share shares held jointly by several persons, the be bound to issue more than one certificate, and delivery of a certificate for 13 share to one of several joint holders shall be sufficient 3 4 5 6 7 8 THE GAZETTE OF INDIA :

EXTRAORDINARY (i) If any share certificate be worn out, defaced, mutilated or torn or if there be no further space on the back for endorsement of transfer, then upon production and surrender thereof to the company, a new certificate may be issued in lieu thereof, and if any certificate is lost or destroyed then upon proof thereof to the satisfaction of the company and on execution of such indemnity as the company deems adequate, a new certificate in lieu thereof shall be given. Every certificate under this Article shall be issued on payment of twenty rupees for each certificate. (ii) The provisions of Articles (2) and (3) shall mutatis mutandis apply to debentures of the company. Except as required by law, no person shall be recognised by the company as holding any share upon any trust, and the company shall not be by, or be compelled in any way to recognise (even when having notice thereof) any equitable, contingent, future or partial interest in any share, or any interest in any fractional part of a share, or (except only as by these regulations or by law otherwise provided) any other rights in respect of any share except an absolute right to the entirety thereof in the registered holder. (i) The company may exercise the powers of paying commissions conferred by sub-section (6) of section 40, provided that the rate per cent or the amount of the commission paid or agreed to be paid shall be disclosed in the manner required by that and rules made thereunder. section (ii) The rate or amount of the commission shall not exceed the rate or prescribed in rules made under sub-section (6) of section 40. (iii) The commission may be satisfied by the payment of cash or the allotment of fully or partly paid shares or partly in the one way partly in the other. (i) If at any time the share capital is divided into different classes of shares, the rights attached to any class (unless otherwise provided by the terms of issue of the shares of that class) may, subject to the provisions of section 48, and whether or not the company is being wound up, be varied with the consent in writing of the holders of three-fourths of the issued shares of that class, or with the sanction of a special resolution passed at a separate meeting of the holders of the shares of that class. (ii) To such separate meeting the provisions of these regulations to general meetings shall mutatis mutandis apply, but so that the necessary quorum shall be at least two persons holding at least one-third of the issued shares of the class in question. The rights conferred upon the holders of shares of any class issued with preferred or other rights shall notwithstanding, unless

58 decline [PAxrII—e. o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No
to register— (a) the transfer of a share, not being a fully paid share, to a person of whom do not approve;
or (b) any transfer of shares on which the company has a lien. 21 22 23 24 25 3(i)] The Board may decline
to recognise any instrument of transfer unless— (a) the instrument of transfer is in the form as prescribed
in rules made under sub-section (1) of section 56; (b) the instrument of transfer is accompanied by the
certificate of the shares to which it relates, and such other evidence as the Board may reasonably require to
show the right of the transferor to make the transfer; and (c) the instrument of transfer is in respect of only
one class of shares. On giving not less than seven days' previous notice in accordance with section 91 and
rules made thereunder, the registration of transfers may •be suspended at such times and for such periods
as the Board may from time to time determine: Provided that such registration shall not be suspended for more
than thirty days at any one time or for more than forty-five days in the aggregate in any year. Transmission
of shares (i) On the death of a member, the survivor or survivors where the member was a joint holder, and
his nominee or nominees or legal representatives where he was a sole holder, shall be the only persons
recognised by the company as having any title to his interest in the shares (ii) Nothing in clause (i) shall
release the estate of a deceased joint holder from any (liability in respect of any share which had been
jointly held by him with other persons. (i) Any person becoming entitled to a share in consequence of the
death or insolvency of a member may, upon such evidence being produced as may from time to time
properly be required by the Board and subject as hereinafter provided, elect, either— (a) to be registered
himself as holder of the share; or (b) to make such transfer of the share as the deceased or insolvent
member could have made. 193 o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No (ii) The Board
shall, in either case, have the same right to decline or suspend registration as it would have had, if the
deceased or insolvent member had transferred the share before his death or insolvency. (i) If the person so
becoming entitled shall elect to be registered as holder of the share himself, he shall deliver or send to the
company a notice in writing signed by him stating that so (ii) If the person aforesaid shall elect to
transfer the share, he shall testify his election by transfer of the share. executing a (iii) All the limitations,
restrictions and provisions of these regulations relating to the right to transfer and the registration of
transfers of shares shall be applicable to any such notice or transfer as aforesaid as if the death or
insolvency of the member had not occurred and the notice or transfer were a transfer signed by that
member. 26 27 28 29 30 31 THE GAZETTE OF INDIA : EXTRAORDINARY A person becoming
entitled to a share by reason of the death or insolvency of the holder shall be entitled to the same dividends
and other advantages to which he would be entitled if he were the registered holder of the share, except
that he shall not, before being registered as a member in respect of the share, be entitled in respect of it to
exercise any right conferred by membership in relation to meetings of the company: Provided that the
Board may, at any time, give notice requiring any such person to elect either to be registered himself or to
transfer the share, and if the notice is not complied with within ninety days, the Board may thereafter
withhold payment of all dividends, bonuses or other monies payable in respect of the share, until the
requirements of the notice have been complied with. In case of a One Person Company— (i) on the death
of the sole member, the person nominated by such member shall be the person recognised by the company
as having title to all the shares of the member; (ii) the nominee on becoming entitled to such shares in case
of the member's death shall be informed of such event by the Board of the company; (iii) such nominee
shall be entitled to the same dividends and other rights and liabilities to which such sole member of the
company was entitled or liable; (iv) on becoming member, such nominee shall nominate any other person
with the prior written consent of such person who, shall in the event of the death of the member, become
the member of the company. If a member fails to pay any call, or instalment of a call, on the day appointed
for payment thereof, the Board may, at any time thereafter during such time as any part of the call or
instalment remains unpaid, serve a notice on him requiring payment of so much of the call or instalment as
is unpaid, together with any interest which may have accrued. The notice aforesaid (a) name a further day
(not being earlier than the expiry of fourteen days from the date of service of the notice) on or before
which the payment required by the notice is to be made; and (b) state that, in the event of non-payment on
or before the day so named, the shares in respect of which the call was made shall be liable to be forfeited.
if the requirements of any such notice as aforesaid are not complied with, any share in respect of which
the notice has been given may, at any time thereafter, before the payment required by the notice has been
made, be forfeited by a resolution of the Board to that effect. (i) A forfeited share may be sold or otherwise

disposed of on such terms and in such the thinks fit. Board manner as (ii) At any time before a sale or disposal as aforesaid, the Board may cancel the forfeiture on such terms as it thinks fit. o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No 1942 GI/ I (i) A person whose shares have been forfeited shall cease to be a member in respect of the forfeited shares, but shall, notwithstanding the forfeiture, remain liable to pay to the company all monies which, at the date of forfeiture, were presently payable by him to the company in respect of the shares. Gi) The liability of such person shall cease if and when the company shall have received payment in full of all such monies in respect of the shares. (i) A duly verified declaration in writing that the declarant is a director, the manager or the secretary, of the company, and that a share in the company has been duly forfeited on a date stated in the declaration, shall be conclusive evidence of the facts therein stated as against all persons claiming to be 33 34 entitled to the share; (ii) The company may receive the consideration, if any, given for the share on • any sale or disposal thereof and may execute a transfer of the share in favour of the person to whom the share is sold or disposed of; (iii) The transferee shall thereupon be registered as the holder of the share; and (iv) The transferee shall not be bound to see to the application of the purchase money, if any, nor shall his title to the share be affected by any irregularity or invalidity in the proceedings in reference to the forfeiture, sale or disposal of the share. The provisions of these regulations as to forfeiture shall apply in the case Of nonpayment of any sum which, by the terms of issue of a share, becomes payable at a fixed time, whether on account of the nominal value of the share or by way of premium, as if the same had been payable by virtue of a call duty made and notified. Alteration of capital The company may, from time to time, by ordinary resolution increase the share capital by such sum, to be divided into shares of such amount, as may be specified in the resolution. Subject to the provisions of section 61, the company may, by ordinary resolution,— (a) consolidate and divide all or any of its share capital into shares of larger existing shares; amount (b) convert au or any of its fully paid-up shares into stock, and reconvert that stock fully paid-up shares of into any denomination; (c) sub-divide its existing shares or any of them into shares of smaller amount 195 o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No than is fixed by the memorandum; (d) cancel any shares which, at the date of the passing of the resolution, have not been taken or agreed to be taken by any person. THE GAZEITE OF [NDIA : EXTRAORDINARY 37 38 39 Where . shares are converted stock,— (a) the holders of stock may transfer the same or any part thereof in the same manner as, and subject to the same regulations under which, shares from which the stock arose might before the conversion have been transferred, or as near thereto as circumstarres admit: Provided that the Board may, from time to time, fix the minimum amount of stock transferable, so, however, that such minimum shall not exceed 'the nominat amount of the shares from which the stock amse. (b) the holders of stock shall, to the amount of stock held by them, have the same rights, privileges and advantages as regards dividends, at meetings of the company, and other matters, as it they held the shares from which the stock arose; but no such privilege or advantage (except participation in dividends and profits of the company and in the assets on winding up) shall be conferred by an amount of stock which would if existitw in shares, have conferred that privilege or advantage. (c) such of the regulations of the company as are applicable to paid-up shares shall ap" to stock and the wuds "share" and "shareholder in those regulations shall indude "stock" and "stock-holder" respectiæly. lhe company may, by special resolution, reduce in any manner and with, aM subject to, any incident authorised and consent required by law,— (a) its (b) any capital redemption reserve (c) any share premium account. CQitaBadon of ca*al; account; (i) The company in general meetirw may, upon the ofthe o Yes o o Yes o No o Yes ONO Board, resdw— (a) that it is desirabk to capitalise any pan of the amount for the time beitt* standing to credit any of the company's reserw accounts, or to•ttk credit of the, profit and loss account, or otherwise availabk tor distribuUon; and (b) that such sum be acoyditw)y set free for in Mie manvw specified in clause (ii) amorvt the members who would have been enti&d thereto, if diüibuted way of and in the sartE Oropwtwu. (ii) Ttk sum aßtesaid SWI not be paid in cash but shall be applied, subject to W'e contaU•ecI in clause (Ai), either in or towards— (A) up any anw"t.s for the time beil% unpaid on any shares such respectiw*; (B) up in MI, shares of company to be and credited fully paid-up, to and anwrwst "Xh rmembeß in aßregaid; (C) penw in way .ecified in sub•dause (A) and part* in that specified in sub-clawe (D) A yenüum accwnt aM a ca*al re&mptbn geserve accmmt nuy, fM pwposes of this regulati*i, be applkd in up slures to be to members of the company as funy paid•bmw shares; (E) Tte Board effect to the resduöm passed by tte cmvany in pmuarxe of this re"aöm. 40 42 43 ; 44 45 46 47 3(i)] (i) Whenever such a resolution as aforesaid shall have been

passed, the Board (a) make all appropriations and applications of the undivided profits resolved to be capitalised thereby, and all allotments and issues of fully paid shares if 197 any; and (b) generally do all acts and things required to give effect thereto. The Board have power— (a) to make such provisions, by the issue of fractional certificates or by payment in cash or otherwise as it thinks fit, for the case of shares becoming distributable in fractions; and (b) to authorise any person to enter, on behalf of all the members entitled thereto, into an agreement with the company providing for the allotment to them respectively, credited as fully paid-up, of any further shares to which they may be entitled upon such capitalisation, or as the case may require, for the payment by the company on their behalf, by the application thereto of their respective proportions of profits resolved to be capitalised, of the amount or any part of the amounts remaining unpaid on their existing shares; (iii) Any agreement made under such authority shall be effective and binding on such members. Buy-back of shares Notwithstanding anything contained in these articles but subject to the provisions of sections 68 to 70 and any other applicable provision of the Act or any other law for the time being in force, the company may purchase its own shares or other specified securities.

General meeting's All general meetings other than annual general meeting shall be called extraordinary general meeting. (i) The Board may, whenever it thinks fit, call an extraordinary general meeting. (ii) If at any time directors capable of who are sufficient in number to form a quorum are not within India, any director or any two members of the company may call an extraordinary general meeting in the same manner, as near as possible, as that in which such a meeting may be called by the Board. Proceedings at general meetings (i) No business shall be transacted at any general meeting unless a quorum of members is present at the time when the proceeds to business. (ii) Save as otherwise provided herein, the quorum for the general meetings shall be as provided in section 103. The chairperson, if any, of the Board shall preside as Chairperson at every general meeting of the company. If there is no such Chairperson, or if he is not present within fifteen minutes after the time appointed for holding the meeting or is unwilling to act as chairperson of the meeting, the directors present shall elect one of their members to be Chairperson of the meeting. If at any time no director is willing to act as Chairperson or if no director is present within fifteen minutes after time appointed for meeting, the members present shall choose one of their members to be Chairperson. Yes or No or Yes or No or Yes or No or Yes or No or Yes or No or Yes or No or Yes or No 198 49 50 51 52 53 54 55 56 THE GAWITE OF INDIA : EXTRAORDINARY In case Of a Person Company— One (i) the resolution required to be passed at the general meetings of the company shall be deemed to have been passed if the resolution is agreed upon by the sole member and communicated to the company and entered in 118; minutes book maintained under section the (ii) such minutes book shall be signed and dated by the member; (iii) the resolution shall become effective from the date of signing such minutes by the sole member. Adjournment of meeting (i) The Chairperson may, with the consent of any meeting at which a quorum is present, and shall, if so directed by the meeting, adjourn the meeting from time to time to place. to (ii) No business shall be transacted at any adjourned meeting other than business left unfinished at the meeting from which the adjournment took place. (iii) When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in the case of an original meeting. (iv) Save as aforesaid, and as provided in section 103 of the Act, it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting. Voting rights Subject to any rights or restrictions for the time being attached to any class or classes of shares,— (a) on a show of hands, every member present in person shall have one and (b) on a poll, the voting rights of members shall be in proportion to his share in the paid-up equity share capital of the company. A member may exercise his vote at a meeting by electronic means in accordance with section 108 and shall vote only once. (i) In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders. (ii) For this purpose, seniority shall be determined by the order in which the names stand in the register of members. A member of unsound mind, or in respect of whom an order has been made by any court having jurisdiction in lunacy, may vote, whether on a show of hands or on a poll, by his committee or other legal guardian, and any such committee or guardian may, on a poll, vote by proxy. Any business other than that upon which a poll has been demanded may be proceeded with, pending the taking of the poll. No member shall be entitled to vote at any general meeting unless all calls or other sums presently payable by him in respect of shares in the company have been paid (i) No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is given or tendered, and every vote not

disallowed at such meeting shall be valid for all purposes. (ii) Any such objection made in due time shall be referred to the Chairperson of the meeting, whose decision shall be final and conclusive. o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No .57 58 59 60 61 62 63 65
 Proxy The instrument appointing a proxy and the power-of-attorney or other authority, if any, under which it is signed or a notarised copy of that power or authority, shall be deposited at the registered Office of the company not less than 48 hours before the time for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote, or, in the case of a poll, not less than 24 hours before the time appointed for the taking of the poll; and in default the instrument of proxy shall not be treated as valid. An instrument appointing a proxy shall be in the form as prescribed in the rules made under section 105 A vote given in accordance with the terms of an instrument of proxy shall be valid, notwithstanding the previous death or insanity of the principal or the revocation of the proxy or of the authority under which the proxy was executed, or the transfer of the shares in respect of which the proxy is given:

Provided that no intimation in writing of such death, insanity, revocation or transfer shall have been received by the company at its office before the commencement of the meeting or adjourned meeting at which the proxy is Board of Directors The number of the directors and the names of the first directors shall be ! determined in writing by the subscribers of the memorandum or a majority of them. (i)

The remuneration of the directors shall, in so far as it consists of a monthly from day-to-day, be deemed to payment, accrue (ii) In addition to the remuneration payable to them in pursuance of the Act, the directors may be paid all travelling, hotel and other expenses properly incurred by (a) in attending and returning from meetings of the Board of Directors or any committee thereof or general meetings of the company; or i (b) in connection with the business of the company. The Board may pay all expenses incurred in getting up and registering the company. The company may exercise the powers conferred on it by section 88 with regard to the keeping of a foreign register; and the Board may (subject to the provisions of that section)

make and vary such regulations as it may think fit respecting the keeping of any such register. All cheques, promissory notes, drafts, hundis, bills of exchange and other negotiable instruments, and all receipts for monies paid to the company, shall be signed, drawn, accepted, endorsed, or otherwise executed, as the case may be, by such person and in such manner as the Board shall from time to time by resolution determine Every director present at any meeting of the Board or of a committee thereof shall sign his name in a book to be kept for that purpose. o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No 66 67 68 69 70 71 72 73 THE GAZETTE OF INDIA

: EXTRAORDINARY (i) Subject to the provisions of section 149, the Board shall have power at any time, and from time to time, to appoint a person as an additional director, provided the number of the directors and additional directors together shall not at any time exceed the maximum strength fixed for the Board by the articles, (ii) Such person shall hold office only up to the date of the next annual general meeting of the company but shall be eligible for appointment by the company as a director at that meeting subject to the provisions of the Act. Proceedings of the Board (i) The Board of Directors may meet for the conduct of business, adjourn and otherwise regulate its meetings, it as (ii) A director may, and the manager or secretary on the requisition of a director shall, at any time, summon a meeting of the Board. (i) Save as otherwise expressly provided in the Act, questions arising at any meeting of the Board shall be decided by a majority of votes. (ii) In case of an equality of votes, the Chairperson of the Board, if any, shall have a second or casting vote. The continuing directors may act notwithstanding any vacancy in the Board; but, if and so long as their number is reduced below the quorum fixed by the Act for a meeting of the Board, the continuing directors or director may act for the purpose of increasing the number of directors to that fixed

for the quorum, or of summoning a general meeting of the company, but for no other purpose. (i) The Board may elect a Chairperson of its meetings and determine the period for which he holds office. (ii) If no such Chairperson is elected, or if at any meeting the Chairperson is not present within five minutes after the time appointed for holding the meeting, the directors present may choose one of their number to be Chairperson of the meeting. (i) The Board may, subject to the provisions of the Act, delegate any of its powers to committees consisting of such member or members of its body as it thinks (ii) Any committee so formed shall, in the exercise of the powers so delegated, conform to any regulations that may be imposed on it by the Board. (i) A committee may elect a Chairperson of its meetings. (ii) If no such Chairperson is elected, or if at any meeting the Chairperson is not present within five minutes after the time appointed for holding the meeting, the members present may choose one of their members to be

Chairperson of the meeting. (i) A committee meet and adjourn as it thinks fit. (ii) Questions arising at any meeting of a committee shall be by a majority of votes of the members present, and in case of an equality of votes, the Chairperson shall have a second or vote. \PART II—SE. o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No 201 74 75 76 77 78 79 80 Alt acts done in any meeting of the Board or of a committee thereof or by any person acting as a director, shall, notwithstanding that it may be afterwards discovered that there was some defect in the appointment of any one or more of such directors or of any person acting as aforesaid, or that they or any of them were disqualified, be as valid as if every such director or such person had been duly appointed and was qualified to be a director. Save as otherwise expressly provided in the Act, a resolution in writing, signed by all the members of the Board or of a committee thereof, for the time being entitled to receive notice of a meeting of the Board or committee, shall be valid and effective as if it had been passed at a meeting of the Board or committee, duly convened and held. case of One Person Company— (i) where the company is having only one director, all the businesses to be transacted at the meeting of the Board shall be entered into minutes book maintained under section 118; (ii) such minutes book shall be signed and dated by the director; (iii) the resolution shall become effective from the date of signing such minutes by the director. Chief Executive officer, Manager, Company Secretary or Chief Financial Officer Subject to the provisions of the Act, — (i) A chief executive officer, manager, company secretary or chief financial officer may be appointed by the Board for such term, at such remuneration and upon such conditions as it may think fit; and any chief executive officer, manager, company secretary or chief financial officer so appointed may be removed by means of resolution of the Board; a (ii) A director may be appointed as chief executive officer, manager, company secretary or chief financial officer. A provision of the Act or these regulations requiring or authorising a thing to be done by or to a director and chief executive officer, manager, company secretary or chief financial officer shall not be satisfied by its being done by or to the same person acting both as director and as, or in place of, chief executive officer, manager, company secretary or chief financial officer. The seal (i) The Board shall provide for the safe custody of the seal. (ii) The seal of the company shall not be affixed to any instrument except by the authority of a resolution of the Board or of a committee of the Board authorised by it in that behalf, and except in the presence of at least two directors and of the secretary or such other person as the Board may appoint for the purpose; and those two directors and the secretary or other person aforesaid shall sign every instrument to which the seal of the company is so affixed in their presence. DMden" aM Resaw The company in general meeting may declare dividends, but no dividend shall exceed the amount recommended by the Board. o Yes o No o Yes o No o Yes o No o yes o No o Yes o No o Yes o No o Yes o No 81 82 83 84 85 86 87 88 THE GAZETTE OF INDIA EXTRAORDINARY Subject to the provisions of section 123, the Board may from time to time pay to the members such interim dividends as appear to it to be justified by the profits of the company. (i) The Board may, before recommending any dividend, set aside out of the profits of the company such sums as it thinks fit as a reserve or reserves which shall, at the discretion of the Board, be applicable for any purpose to which the profits of the company may be properly applied. including provision for meeting contingencies or for equalizing dividends; and pending such application, may, at the like discretion, either be employed in the business of the company or be invested in such investments (other than shares of the company) as the Board may, from time to time, think fit. (ii) The Board may also carry forward any profits which it may consider necessary not to divide, without setting them aside as a reserve (i) Subject to the rights of persons, if any, entitled to shares with special rights as to dividends, a dividend shall be declared and paid according to the amounts paid or credited as paid on the shares in respect whereof the dividend is paid, but if and so long as nothing is paid upon any of the shares in the company, dividends may be declared and paid according to the amounts of the shares. (ii) No amount paid or credited as paid on a share in advance of calls shall be treated for the purposes of this regulation as paid on the share. (iii) All dividends shall be apportioned and paid proportionately to the amounts paid or credited as paid on the shares during any portion or portions of the period in respect of which the dividend is paid; but if any share is issued on terms providing that it shall rank for dividend as from a particular date such share shall rank for dividend accordingly. The Board may deduct from any dividend payable to any member all sums of money, if any, presently payable by him to the company on account of calls or otherwise in relation to the shares of the company. (i) Any dividend, interest or other monies payable in cash in respect of shares may be paid by cheque or warrant sent through the post directed to registered address of the holder or, in

fifteen minutes after the time appointed for holding the meeting, the members present shall choose one of their members to be Chairperson of the meeting. Adjournment of meeting (i) The Chairperson may, with the consent of any meeting at which a quorum is present, and shall, if so directed by the meeting, adjourn the meeting from from time time and to place. to (ii) No business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took (iii) When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in the case of an original meeting. (iv) Save as aforesaid, and as provided in section 103 of the Act, it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.

Voting rights Every member shall have one vote. A member of unsound mind, or in respect of whom an order has been made by any Court having jurisdiction in lunacy, may vote, whether on a show of hands or on a poll, by his committee or other legal guardian, and any such committee or guardian may, on a poll, vote by proxy. No member shall be entitled to vote at any general meeting unless all sums presently payable by him to the company have been paid. (i) No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is given or tendered, and every vote not disallowed at such meeting shall be valid for all purposes (ii) Any such objection made in due time shall be referred to the Chairperson of the meeting, whose decision shall be final and conclusive. A vote given in accordance with the terms of an instrument of proxy shall be valid, notwithstanding the previous death or insanity of the principal or the revocation of the proxy or of the authority under which the proxy was executed, or the transfer of the shares in respect of which the proxy is given: Provided that no intimation in writing of such death, insanity, revocation or transfer shall have been received by the company at its office before the commencement of the meeting or adjourned meeting at which the proxy is used.

o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No 15 16 17 18 19 20 21 22 23 THE GAZETTE OF INDIA : EXTRAORDINARY A member may exercise his vote at a meeting by electronic means in accordance with section 108 and shall vote only once. Any business other than that upon which a poll has been demanded may be proceeded with, pending the taking of the poll.

Board of Directors The number of the directors and the names of the first directors shall be determined in writing by the subscribers of the memorandum or a majority of them. (i) The remuneration of the directors shall, in so far as it consists of a monthly from day-to-day. payment, be deemed to accrue (ii) in addition to the remuneration payable to them in pursuance of the Act, the directors may be paid all travelling, hotel and other expenses properly incurred by them— (a) in attending and returning from meetings of the Board of Directors or any committee thereof or general meetings of the company; or (b) in connection with the business of the company

Proceedings of the Board (i) The Board of Directors may meet for the conduct of business, adjourn and otherwise regulate meetings, it thinks fit. as (ii) A director may, and the manager or secretary on the requisition of a director shall, at any time, summon a meeting of the Board. (i) Save as otherwise expressly provided in the Act, questions arising at any meeting of the Board shall be decided by a majority of votes. (ii) In case of an equality of votes, the Chairperson of the Board, if any, shall have a second or casting vote. The continuing directors may act notwithstanding any vacancy in the Board; but, if and so long as their number is reduced below the quorum fixed by the Act for a meeting of the Board, the continuing directors or director may act for the purpose of increasing the number of directors to that fixed for the quorum, or of summoning a general meeting of the company, but for no other purpose. (i) The Board may elect a Chairperson of its meetings and determine the period for which he hold office. is to (ii) If no such chairperson is elected, or if at any meeting the Chairperson is not present within five minutes after the time appointed for the meeting, the directors present may choose one of their members to be Chairperson of the meeti

(i) The Board may, subject to the provisbns of the M, delegate any of powers to committees of such member or members of its body as [PART II.sæ. 3(i)] o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No it thinks Rt. (ii) Any committee so fornred shall, in the exercise of the poweß so delegated, conform to any regdations that may be imposed it Board. 24 25 26 27 28 29 (i) A committee may elect a Chairperson of its meetings. (ii) If no such Chairperson is elected, or if at any meeting the chairperson is not present within five minutes after the time appointed for holding the meeting, the members present may choose one of their members to be Chairperson of the meeting. (i) A committee may meet and adjourn as it thinks proper. (ii) Questions arising at any meeting of a committee shall be determined by a majority of votes of the members present, and in case of an equality of votes, the chairman shall have a second or casting vote. All

acts done by any meeting of the Board or of a committee thereof or by any person acting as a director, shall, notwithstanding that it may be afterwards discovered that there was some defect in the appointment of any one or more of such directors or of any person acting as aforesaid, or that they or any of them were disqualified, be as valid as if every such director or such person had been duly appointed and was qualified to be a director. Save as otherwise expressly provided in the Act, a resolution in writing, signed by all the members of the Board or of a committee thereof, for the time being entitled to receive notice of a meeting of the Board or committee, shall be as valid and effective as if it had been passed at a meeting of the Board or committee, duly convened and held. Chief Executive officer, Manager, Company Secretary or Subject to

Chief Financial Officer the provisions of the Act, — (i) A chief executive officer, manager, company secretary or chief financial officer may be appointed by the Board for such term, at such remuneration and upon such conditions as it thinks fit; and any chief executive officer, manager, company secretary or chief financial officer so appointed may be removed of of Board. by means resolution the a (ii) A director may be appointed as chief executive officer, manager, company secretary or chief financial officer. A provision of the Act or these regulations requiring or authorising a thing to be done by or to a director and chief executive officer, manager, company secretary or chief financial officer shall not be satisfied by its being done by or to the same person acting both as director and as, or in place of, chief executive officer, manager, company secretary or chief financial officer. The Seal o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No [PART 11—SEC. o Yes o No 30 affixed Dated the... ..day of 20 Place: THE GAZETTE OF INDIA: EXTRAORDINARY (i) The Board shall provide for the safe custody of the seal, (ii) The seal of the company shall not be affixed to any instrument except by the authority of a resolution of the Board or of a committee of the Board authorised by it in that behalf, and except in the presence of at least two directors and of the secretary or such other person as the Board may appoint for the purpose; and those two directors and the secretary or other person aforesaid shall sign every instrument to which the seal of the company is so •n presence. Note: The Articles shall be signed by each subscriber of the memorandum of association who shall add his address, description and occupation, if any, in the presence of at least one witness who shall attest the signature and shall likewise add his address, description and occupation, if any, and such signatures shall be in form specified below: Names, addresses, descriptions and occupations of Witnesses (along with names, addresses, subscribers ABC of merchant descri tions and occu tions) Signed before me... Signature... .. TABLE - ARTICLES OF ASSOCIATION OF AN UNLIMITED COMPANY AND HAVING A SHARE CAPITAL Article Description 1 2 The number of members with which the company proposes to be registered is hundred, but the Board of Directors may, from time to time, register an increase of members. All the articles of Table F in Schedule I annexed to the Companies Act, 2013 shall be deemed to be incorporated with these articles and to apply to the company. Applkab*y o Yes o No o Yes o No Table F- ARTICLES OF SSOCIATION OF A COMPANY LIMITED BY SHARES Interpretaöon (a) In "the Act" these regulations— the Companies Act, 2013, means 1 2 4 "the seal" means the common seal of the (b) (2) Unless the context otherwise requires, words or expressions contained in these regulations shall bear the same meaning as in the Act or any statutory modification thereof in force at the date at which these regulations become binding on the company. Share capital and var'atlon of rights Subject to the provisions of the Act and these Articles, the shares in the capitat of the company shall be under the control of the Directors who may issue, allot or otherwise dispose of the same or any of them to such persons, in such proportion and on such terms and conditions and either ata premium or at par and at such time as they may from time to time think fit. (i) Every person whose name is entered as a member in the register of members shall be entitled to receive within two months after incorporation, in case of subscribers to the memorandum or after allotment or within one month after the application for the registration of transfer or transmission or within such other period as the conditions of issue shall be provided,— . (a) one certificate for all his shares without payment of any charges; or (b) several certificates, each for one or more of his shares, upon payment of for each certificate after the twenty rupees (ii) Ever/ certificate shali be under the seal and shall specify the shares to which the it relates and paid-up thereon. amount (iii) In respect of any share or shares held jointly by several persons, the company shall not be bound to issue more than one certificate, and delivery • of a certificate for a share to one of several joint holders shait be sufficient delivery to all such holders. (i) if any share certificate be worn out, defaced, mutilated or torn or if there be no further space on the back for endorsement of transfer, then upon production and surrender thereof to the company, a new certificate may

.. .. THE GAZETTE OF INDIA: EXTRAORDINARY (i) The Board shall provide for the safe custody of the seal, (ii) The seal of the company shall not be affixed to any instrument except by the authority of a resolution of the Board or of a committee of the Board authorised by it in that behalf, and except in the presence of at least two directors and of the secretary or such other person as the Board may appoint for the purpose; and those two directors and the secretary or other person aforesaid shall sign every instrument to which the seal of the company is so •n presence. Note: The Articles shall be signed by each subscriber of the memorandum of association who shall add his address, description and occupation, if any, in the presence of at least one witness who shall attest the signature and shall likewise add his address, description and occupation, if any, and such signatures shall be in form specified below: Names, addresses, descriptions and occupations of Witnesses (along with names, addresses, subscribers ABC of merchant descri tions and occu tions) Signed before me... Signature... .. TABLE - ARTICLES OF ASSOCIATION OF AN UNLIMITED COMPANY AND HAVING A SHARE CAPITAL Article Description 1 2 The number of members with which the company proposes to be registered is hundred, but the Board of Directors may, from time to time, register an increase of members. All the articles of Table F in Schedule I annexed to the Companies Act, 2013 shall be deemed to be incorporated with these articles and to apply to the company. Applkab*y o Yes o No o Yes o No Table F- ARTICLES OF SSOCIATION OF A COMPANY LIMITED BY SHARES Interpretaöon (a) In "the Act" these regulations— the Companies Act, 2013, means 1 2 4 "the seal" means the common seal of the (b) (2) Unless the context otherwise requires, words or expressions contained in these regulations shall bear the same meaning as in the Act or any statutory modification thereof in force at the date at which these regulations become binding on the company. Share capital and var'atlon of rights Subject to the provisions of the Act and these Articles, the shares in the capitat of the company shall be under the control of the Directors who may issue, allot or otherwise dispose of the same or any of them to such persons, in such proportion and on such terms and conditions and either ata premium or at par and at such time as they may from time to time think fit. (i) Every person whose name is entered as a member in the register of members shall be entitled to receive within two months after incorporation, in case of subscribers to the memorandum or after allotment or within one month after the application for the registration of transfer or transmission or within such other period as the conditions of issue shall be provided,— . (a) one certificate for all his shares without payment of any charges; or (b) several certificates, each for one or more of his shares, upon payment of for each certificate after the twenty rupees (ii) Ever/ certificate shali be under the seal and shall specify the shares to which the it relates and paid-up thereon. amount (iii) In respect of any share or shares held jointly by several persons, the company shall not be bound to issue more than one certificate, and delivery • of a certificate for a share to one of several joint holders shait be sufficient delivery to all such holders. (i) if any share certificate be worn out, defaced, mutilated or torn or if there be no further space on the back for endorsement of transfer, then upon production and surrender thereof to the company, a new certificate may

be issued in lieu thereof, and if any certificate is lost or destroyed then upon proof thereof to the satisfaction of the company and on execution of such indemnity as the company deem adequate, a new certificate in lieu thereof shall be given. Every certificate under this Article shall be issued on payment of twenty rupees for each certificate.

o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No (ii) The provisions of Articles (2) and (3) shall mutatis mutandis apply to debentures of the company. Except as required by law, no person shall be recognised by the company as holding any share upon any trust, and the company shall not be bound by, or be compelled in any way to recognise (even when having notice thereof) any equitable, contingent, future or partial interest in any share, or any interest in any fractional part of a share, or (except only as by these regulations or by law otherwise provided) any other rights in respect of any share except an absolute right to the entirety thereof in the registered holder.

14 210 5 6 7 8 9 G OF INDIA : EXTRAORDINARY (i) The company may exercise the powers of paying commissions conferred by sub-section (6) of section 40, provided that the rate per cent or the amount of the commission paid or to be paid shall be disclosed in the manner required by and rules made thereunder. section (ii) The rate or amount of the commission shall not exceed the rate or amount prescribed in rules made under sub-section (6) of section 40. (iii) The commission may be satisfied by the payment of cash or the allotment of fully or partly paid shares or partly in the one way and partly in the other. (i) If at any time the share capital is divided into different classes of shares, the rights attached to any class (unless otherwise provided by the terms of issue of the shares of that class) may, subject to the provisions of section 48, and whether or not the company is being wound up, be varied with the consent in writing of the holders of three-fourths of the issued shares of that class, or with the sanction of a special resolution passed at a separate meeting of the holders of the shares of that class. (ii) To every such separate meeting, the provisions of these regulations relating to general meetings shall mutatis mutandis apply, but so that the necessary quorum shall be at least two persons holding at least one-third of the issued shares of the class in question. The rights conferred upon the holders of the shares of any class issued with preferred or other rights shall not, unless otherwise expressly provided by the terms of issue of the shares of that class, be deemed to be varied by the creation or issue of further Shares ranking pari passu therewith. Subject to the provisions of section 55, any preference shares may, with the sanction of an ordinary resolution, be issued on the terms that they are to be redeemed on such terms and in such manner as the company before the issue of the shares may, by special resolution, determine. Lien (i) The company shall have a first and paramount (a) on every share (not being a fully paid share), for all monies (whether presently payable or not) called, or payable at a fixed time, in respect of that and (b) on all shares (not being fully paid shares) standing registered in the name of a single person, for all monies presently payable by him or his estate to the company: Provided that the Board of directors may at any time declare any share to be wholly or in part exempt from the provisions of this clause. (ii) The company's lien, if any, on a share shall extend to all dividends payable and bonuses declared from time to time in respect of such shares.

o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No 3(i)] The company may sell, in such manner as the Board thinks fit, any shares on which a lien exists in respect of which the company has no sale (a) unless a sum in respect of which the lien exists is presently payable; or (b) until the expiration of fourteen days after a notice in writing stating and demanding payment of such part of the amount in respect of which the lien exists as is presently payable, has been given to the registered holder for the time being of the share or the person entitled thereto by reason of his death or insolvency. (i) To give effect to any such sale, the Board may authorise some person to transfer thereof the shares sold to the purchaser to (ii) The purchaser shall be registered as the holder of the shares comprised in any such transfer. (iii) The purchaser shall not be bound to see to the application of the purchase money, nor shall his title to the shares be affected by any irregularity or invalidity in the proceedings in reference to the sale. (i) The proceeds of the sale shall be received by the company and applied in payment of such part of the amount in respect of which the lien exists as is presently payable. (ii) The residue, if any, shall, subject to a like lien for sums not presently payable as existed upon the shares before the sale, be paid to the person entitled to the shares at the date of the sale.

Calls on shares (i) The Board may, from time to time, make calls upon the members in respect of any monies unpaid on their shares (whether on account of the nominal value of the shares or by way of premium) and not by the conditions of allotment thereof made payable at Provided that no call shall exceed one-fourth of the nominal value of the share or be payable at less than one month from the date fixed for the payment of the last preceding (ii) Each member shall, subject to receiving at least fourteen

days' notice specifying the time or times and place of payment, pay to the company, at the time or times and place so specified, the amount called on his shares. (iii) A call may be revoked or postponed at the discretion of the Board. A call shall be deemed to have been made at the time when the resolution of the Board authorizing the call was passed and may be required to be paid by instalments. The joint holders of a share shall be jointly and severally liable to pay all calls in respect thereof. (i) If a sum called in respect of a share is not paid before or on the day appointed for payment thereof, the person from whom the sum is due shall pay interest thereon from the day appointed for payment thereof to the time of actual payment at ten per cent per annum or at such lower rate, if any, as the Board may determine. (ii) The Board shall be at liberty to waive payment of any such interest wholly or in part.

17 18 19 20 21 22 THE GAZETTE OF INDIA :
EXTRAORDINARY (i) Any sum which by the terms of issue of a share becomes payable on allotment or at any fixed date, whether on account of the nominal value of the share or by way of premium, shall, for the purposes of these regulations, be deemed to be a call duly made and payable on the date on which by the payable. sum becomes of issue such terms (ii) In case of non-payment of such sum, all the relevant provisions of these regulations as to payment of interest and expenses, forfeiture or otherwise shall apply as if such sum had become payable by virtue of a call duly made and notified. The Board— (a) may, if it thinks fit, receive from any member willing to advance the same, all or any part of the monies uncalled and unpaid upon any shares held by him; and (b) upon all or any of the monies so advanced, may (until the same would, but for such advance, become presently payable) pay interest at such rate not exceeding unless the company in general meeting shall otherwise direct, twelve per cent per annum, as may be agreed upon between the Board the member paying the sum in advance. Transfer of shares (i) The instrument of transfer of any share in the company shall be executed by or on behalf of both the transferor and transferee. (ii) The transferor shall be deemed to remain a holder of the share until the name of the transferee is entered in the register of members in respect thereof. The Board may, subject to the right of appeal conferred by section 58 decline to register— (a) the transfer of a share, not being a fully paid share, to a person of whom do approve; or (b) any transfer of shares on which the company has a lien. The Board may decline to recognise any instrument of transfer unless— (a) the instrument of transfer is in the form as prescribed in rules made under sub-section (1) of section (b) the instrument of transfer is accompanied by the certificate of the shares to which it relates, and such other evidence as the Board may reasonably require to show the right of the transferor to make the transfer; and (c) the instrument of transfer is in respect of only one class of shares. On giving not less than seven days' previous notice in accordance with section 91 and rules made the registration of transfers may be suspended at such times and for such periods as the Board may from time to time determine: Provided that such registration shall not be suspended for more than thirty days at any one time for more than ninety days in the aggregate in any year. 213 23 25 26 G/ 15 (i) On the death of a member, the survivor or survivors where the member was a joint holder, and his nominee or nominees or legal representatives where he was a sole holder, shall be the only persons recognised by the company as having any title to his interest in the shares (ii) Nothing in clause (i) shall release the estate of a deceased joint holder from any liability in respect of any share which had been jointly held by him with other persons. (i) Any person becoming entitled to a share in consequence of the death or insolvency of a member may, upon such evidence being produced as may from time to time properly be required by the Board and subject as hereinafter provided, elect, either— (a) to be registered himself as holder of the share; or (b) to make such transfer of the share as the deceased or insolvent member could make. (ii) The Board shall, in either case, have the same right to decline or suspend registration as it would have had, if the deceased or insolvent member had transferred the share before his death or insolvency. (i) If the person so becoming entitled shall elect to be registered as holder of the share himself, he shall deliver or send to the company a notice in writing signed by him stating elects. he so o Yes o No o Yes o No o Yes o No o Yes o No (ii) If the person aforesaid shall elect to transfer the share, he shall testify his election of the share. by executing transfer a (iii) All the limitations, restrictions and provisions of these regulations relating to the right to transfer and the registration of transfers of shares shall be applicable to any such notice or transfer as aforesaid as if the death or insolvency of the member had not occurred and the notice or transfer were a transfer signed by that member. A person becoming entitled to a share by reason of the death or insolvency of the holder shall be entitled to the same dividends and other advantages to which he

would be entitled if he were the registered holder of the share, except that he shall not, before being registered as a member in respect of the share, be entitled in respect Of it to exercise any right conferred by membership relation to meetings of the company: in Provided that the Board may, at any time, give notice requiring any such person to elect either to be registered himself or to transfer the share, and if the notice is not complied with within ninety days, the Board may thereafter withhold payment of alt dividends, bonuses or other monies payable in respect of the share, until the requirements of the notice have been complied with. —15A 214 27 28 29 30 31 32 33 THE GAZETTE OF INDIA: EXTRAORDINARY In case of Company— Person One (i) on the death of the Sde member, the person nominated by such member shall be the person recognised by the company as having titte to all the shares of the member; (ii) the nominee on becoming entitled to such shares in case of the members death shall be informed of such event by the Board of the company; (iii) such nominee shall be entitled to the same dividends and other rights and liabilities to which such sole member of the company was entitled or liable; (iv) on becoming member, such nominee shall nominate any other person with the prior written consent of such person who; shall in the event of the death Of the member, become the member of the company. Forfeiture of shares If a member fails to pay any call, or instalment of a call, on the day appointed for payment thereof, the Board may, at any time thereafter during such tin•E as any part of the call or instalment remains unpaid, serve a notice on him requiring payment of so much of the call or instalment as is unpaid, together with any interest which may have accrued. The notice aforesaid (a) name a further day (not being earlier than the expiry of fourteen days from the date of sen•ice of the notice) on or before which the payn•ænt required by the notice is ånd be made; to (b) state that, in the event of non-payment on or before the day so named, the shares in respect of whkh the call was made shall be liable to be forfeited. Ifthe requirements of any such notice as aforesaid are not complied with, any share in respect of which the notice has been given may, at any .time thereafter, before the payment required by the notice has been made, be forfeited a resolution of the Board to that effect. (i) A Melted share may be sold or otherwise disposed of on such terms and such manner the Board thinks fit. in as (ii) At any time before a sale or disposal as aforesaid, the Board may cancel the forfeiture on such terms as it thinks fit. (i) A person whose shares have been forfeited shall cease to be a member in respect of the forfeited shares, but shall, notwithstanding the forfeiture, remain liable to pay to the company all monies which, at the date of forfeiture, were presently payable by him to the company in respect of the shares. (ii) The liability of such person shall cease if and when the company shaJJ have received payment in full of all such monies in respect of the shares. (i) A duly dedaratbn in writing that the dedarant is a director, the manager or the secretary, of the cmvany, and that a share in the company has been duly forfeited on a date stated In declaration, shall be conclusive evidence of the facts therein stated as against all persons claiming to be entitled to the share; (ii) The company may receive the consi&ration, if any, given for the share on any sale ot disposal. thereof and may execute a transfer of the share in favour of the person to the share is sold or disposed of; (iii) The transferee shall thereuÖm be registered as the holder pf the share; and (W) The transferee shall not be bound to see to the application of the purchase money, if any, shall his titte to the share be affected by any [PART o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No 1942 Gi115— 215 Irregu arity or •nva I ity int e procee lngs In re rerence tot e o ettüre, sae or disposal of the share. The provisions of these regulations as to forfeiture shali apply in the case of nonpayment of any sum which, by the terms of issue of a share, becomes payable at a fixed time, whether on account of the nominal value of the share or by way of premium, as if the same had been payable by virtue of a call duly made and notified. Alteration of capital The company may, from time to time, by ordinary resolution increase the share caoital by such sum, to be divided into shares of such amount, as may be specified in the resolution. Subject to the provisions of section 61, the company may, by ordinary resolution, (a) consolidate and divide ali or any of its share capital into shares of larger amount existing shares; (b) convert all or any of its fully paid-up shares into stock, and reconvert that stock shares of paid-up denomination; any (c) sub-divide its existing shares or any of them into shares of smaller amount fixed by the memorandum; (d) cancel anv shares which, at the date of the passing of the resolution, have not been taken agreed to be taken by any person. Where shares are converted stock, — o Yes o No o Yes o No o Yes o No o Yes o No (a) the holders of stock may transfer the same or any part thereof in the same manner as, and subject to the same regulations under which, the shares from which the stock arose might before the conversion have been transferred, or near thereto as circumstances admit: Provided that the Board may, from time to time, fix the minimum amount

of stock transferable, so, however, that such minimum shall not exceed the nominal amount of the shares from which the stock arose. (b) the holders of stock shall, according to the amount of stock held by them, have the same rights, privileges and advantages as regards dividends, voting at meetings of the company, and other matters, as if they held the shares from which the stock arose; but no such privilege or advantage (except participation in the dividends and profits of the company and in the assets on winding up) shall be conferred by an amount of stock which would not, if existing in shares have conferred that privilege or advantage, (c) such of the regulations of the company as are applicable to paid-up shares shall apply to stock and the words "share" and "shareholder" in those regulations shall include "stock" and "stockholder" respectively. The company may, by special resolution, reduce in any manner and with, and on Yes or No subject to, any incident authorised and consent required by law, (a) redemption reserve (c) any share premium account. Capitalisation of profits account; capital; or 216 39 40 THE GAZETTE OF INDIA EXTRAORDINARY (i) The company in general meeting may, upon the recommendation of Board, resolve— (a) that it is desirable to capitalise any part of the amount for the time being standing to the credit of any of the company's reserve accounts, or to the credit of the, profit and loss account, or otherwise available for distribution; and (b) that such sum be accordingly set free for distribution in the manner specified in clause (ii) amongst the members who would have been entitled thereto, if distributed by way of dividend and in the same proportions. (ii) The sum aforesaid shall not be paid in cash but shall be applied, subject to the provision contained in clause (iii), either in or towards— (A) paying up any amounts for the time being unpaid on any shares held by such members (B) paying up in full, unissued shares of the company to be allotted and distributed, credited as fully paid-up, to and amongst such members in the proportions aforesaid; (C) partly in the way specified in sub-clause (A) and partly in that specified in sub-clause (D) A securities premium account and a capital redemption reserve account may, for the purposes of this regulation, be applied in the paying up of unissued shares to be issued to members of the company as fully paid bonus shares; (E) The Board shall give effect to the resolution passed by the company in pursuance of this regulation. (i) Whenever such a resolution as aforesaid shall have been passed, the Board (a) make all arrangements and applications of the undivided profits resolved to be capitalised thereby, and all allotments and issues of fully paid shares if on Yes or No any; and (b) generally do all acts and things required to give effect thereto. The Board power— (a) to make such provisions, by the issue of fractional certificates or by payment in cash or otherwise as it thinks fit, for the case of shares becoming distributable fractions; and (b) to authorise any person to enter, on behalf of all the members entitled thereto, into an agreement with the company providing for the allotment to them respectively, credited as fully paid-up, of any further shares to which they may be entitled upon such capitalisation, or as the case may require, for the payment by the company on their behalf, by the application thereto of their respective proportions of profits resolved to be capitalised, of the amount or any part of the amounts remaining unpaid on their existing shares; (iii) Any agreement made under such authority shall be effective and binding on such members, Buy-back of shares 41 42 43 44 46 3(i)] Notwithstanding anything contained in these articles but subject to the provisions of sections 68 to 70 and any other applicable provision of the Act or any other law for the time being in force, the company may purchase its own shares or other specified securities. General meetings All general meetings other than annual general meeting shall be called extraordinary general meeting. 217 on Yes or No on Yes No (i) The Board may, whenever it thinks fit, call an extraordinary general on Yes or No meeting. (ii) If at any time directors capable of acting who are sufficient in number to form a quorum are not within India, any director or any two members of the company may call an extraordinary general meeting in the same manner, as nearly as possible, as that in which such a meeting may be called by the Board. Proceedings at general meetings (i) No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business. (ii) Save as otherwise provided herein, the quorum for the general meetings shall be as provided in section 103. The chairperson, if any, of the Board shall preside as Chairperson at every general meeting of the company. If there is no such Chairperson, or if he is not present within fifteen minutes on Yes or No on Yes or No on Yes or No after the time appointed for holding the meeting, or is unwilling to act as ; chairperson of the meeting, the directors present shall elect one of their members to be Chairperson of the meeting. If at any meeting no director is willing to act as Chairperson or if no director on Yes or No is present within fifteen minutes after the time appointed for holding the meeting, the members present shall choose one of their members to be Chairperson of the meeting. ___kin _ case of a One Person

Company— o Yes o No (i) the resolution required to be passed at the general meetings of the company shall be deemed to have been passed if the resolution is agreed upon by the sole member and communicated to the company and entered in minutes book maintained under section 118; (ij) such minutes book shall be signed and dated by the member, (iii) the resolution shall become effective from the date of signing such minutes by the sole member. Adjournment of meeting 49 50 51 52 53 54 55 56

THE GAZETTE OF INDIA : EXTRAORDINARY (i) The Chairperson may, with the consent of any meeting at which a quorum is present, and shall, if so directed by the meeting, adjourn the meeting from from and time time to place. to (ii) No business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took (iii) When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in the case of an original meeting. (iv) Save as aforesaid, and as provided in section 103 of the Act, it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting. Voting rights Subject to any rights or restrictions for the time being attached to any class or classes of shares,— (a) on a show of hands, every member present in person shall have one vote; and (b) on a poll, the voting rights of members shall be in proportion to his share in the paid-up equity share capital of the company. A member may exercise his vote at a meeting by electronic mean; in accordance with section 108 and shall vote only once. (i) In the case of joint holders, the vote of the senior who tenders a vote, i whether in person or by proxy, shall be accepted to the exclusion of the votes of the other holders. (ii) For this purpose, seniority shall be determined by the order in which the names stand in the register of members. A member of unsound mind, or in respect of whom an order has been made by any court having jurisdiction in lunacy, may vote, whether on a show of hands or on a poll, by his committee or other legal guardian, and any such committee or guardian may, on a poll, vote by proxy. Any business other than that upon which a poll has been demanded may be proceeded with, pending the taking of the poll. No member shall be entitled to vote at any general meeting unless all calls or other sums presently payable by him in respect of shares in the company have been paid (i) No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is given or tendered, and every vote not disallowed at such meeting shall be valid for all purposes. (ii) Any such objection made in due time shall be referred to the Chairperson of the meeting, whose decision shall be final and conclusive. Proxy o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No 219 o Yes o No appointing a proxy and the power-of-attorney or Other 't any, undef which it is signed or a notarised copy of that power or shall be deposited at the registered office of the company not less 48 before the time for holding the meeting or adjourned meeting named in the instrument proposes to vote, or, in the case 3 less than 24 hours before the time appointed for the taking of default the instrument of proxy shall not be treated as valid. ! appointing a proxy Shall be in the form as prescribed in the T o Yes o No unde, • section 105 vote pwer. in accordance with the terms of an instrument of proxy shall be the previous death or insanity of the principal or the . 'f rhe oxy or of the authority under which the proxy was transfer of the shares in respect of which the proxy is given: no int in writing of such death, insanity, revocation or Shall have been received by the company at its office before the i,avren the meeting or adjourned meeting at which the proxy is Board of Directors oi IT.e directors and the names of the first directors shall be writing by the subscribers of the memorandum or a majority , no,aerati0'i of the directors shail, in so far as it consists of a monthly from day-to-day. to accrue to remuneration payable to them in pursuance of the Act, •nav be paid aft travelling, hotel and other expenses property by them — '-0 sncl returning from meetings of the Board of Directors or any or general meetings of the company; or juon With the business of the company. au expenses incurred in getting up and registering the mev exercise the powers conferred on it by section 88 with i-np k?eping of a foreign register; and the Board may (subject to the sectioni make and vary such regulations as it may thinks fit 'hc keeping ot any such register. IA!' promissorv notes, drafts, hundis, bills of exchange and other and all receipts tor monies paid to the company, shall d d' awn. accepted, endorsed, or otherwise executed, as the case may be, by such person and in such manner as the Board shall from time to bv reseüition determine Every (flector present at any meeting of the Board or of a committee thereof Shall sign his name in a book to be kept for that purpose. o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No 66 67 68 69 70 71 72 73 THE GAWITE OF EXTRAORDINARY (i) Subject to the provisions of section 149, the Board shall at any time, and from time to time, to appoin a person as an additional direct% provided the number of the directors and additional directors togett•ær

shall not at any time exceed the maximum strength fixed for the Board by the articles. (ii) Such person shall hold office only up to the date of the next annual general meeting of the company but shall be eligible for appointment by the company as a director at that meeting subject to provisions of the Act. *Proceedings of the Board (i) The Board of Directors may meet for the conduct of business, adjourn and think fit, otherwise regulate its meetings, as (ii) A director may, and the manager or secretary on the requisition of a director shall, at any time, summon a meeting of the Board. (i) Save as otherwise expressly provided in the Act, questions at any meeting of the Board shall be decided by a majority of (ii) In case of an equality of votes, the Chairperson of the Board, if any, shall have a second or casting vote. The continuing directors may act notwithstanding any vacancy in the Board; but, if and so long as their number is reduced below the quorum fixed by the Act for a meeting of the Board, the continuing directors or director may act for the purpose of increasing the number of directors to that fixed for the quorum, or of summoning a general meeting of the company, but for no other purpose. (i) The Board may elect a Chairperson of its meetings and determine the period for which he is to hold office. (ii) If no such Chairperson is elected, or if at any meeting the Chairperson is not present within five minutes after the time appointed for the meeting, the directors present may choose one of their number to be Chairperson of the meeting. (i) The Board may, subject to the provisions of the Act, delegate any of its powers to committees consisting of such member or members of its body as it thinks fit. (ii) Any committee so formed shall, in the exercise of the powers so delegated, conform to any regulations that may be imposed on it by the Board. (i) A committee may elect a Chairperson of its meetings. (ii) If no such Chairperson is elected, or if at any meeting the Chairperson is not present within five minutes after the time appointed for the meeting, the members present may choose one of their members to be Chairperson of the meeting. (i) A committee may meet and adjourn as it thinks fit. (ii) Questions arising at any meeting of a committee shall be determined by a majority of votes of the members present, and in case of an equality of votes, the Chairperson shall have a second or casting vote.

o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No 21 74 75 76 78 79 80 All acts done in any of the Board or of a committee thereof or by any person acting as a director, shall, notwithstanding that it may be afterwards discovered that there was some defect in the appointment of any one or more of such directors or of any person acting as aforesaid, or that they or any of them were disqualified, be as valid as if every such director or such person had been duly appointed and was to be a director. Save as otherwise expressly provided in the Act, a resolution in writing, signed by all the members of the Board or of a committee thereof, for the time being entitled to receive notice of a meeting of the Board or committee, shall be valid and effective as if it had been passed at a meeting of the Board or committee, duly convened and held. in case of a One Company— Person (i) where the company is having only one director, all the businesses to be transacted at the meeting of the Board shall be entered into minutes book maintained under section 118; (ii) such minutes book shall be signed and dated by the director; (iii) the resolution shall become effective from the date of signing such minutes by the director. Chief Executive Officer, Manager, Company Secretary or Chief Financial Officer Subject the provisions of the Act, — to (i) A chief executive officer, manager, company secretary or chief financial officer may be appointed by the Board for such term, at such remuneration and upon such conditions as it may think fit; and any chief executive officer, manager, company secretary or chief financial officer so appointed may be removed by means of a resolution of the Board; (ii) A director may be appointed as chief executive officer, manager, company secretary or chief financial officer. A provision of the Act or these regulations requiring or authorising a thing to be done by or to a director and chief executive officer, manager, company secretary or chief financial officer shall not be satisfied by its being done by or to the same person acting both as director and as, or in place of, chief executive officer, manager, company secretary or chief financial officer. The seal (i) The Board shall provide for the safe custody of the seal. (ii) The seal of the company shall not be affixed to any instrument except by the authority of a resolution of the Board or of a committee of the Board authorised by it in that behalf, and except in the presence of at least two directors and of the secretary or such other person as the Board may appoint for the purpose; and those two directors and the secretary or other person aforesaid shall sign every instrument to the seal of the company is so fixed in their presence. Dividend and Reserve The company in general meeting may declare dividends, but no dividend shall exceed the amount recommended by the Board. o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No 81 82 83 84 85 86 87 88 THE GAZETTE OF INDIA : EXTRAORDINARY Subject to the provisions of section 123, the Board may from time to time pay to the members such interim

dividends as appear to it to be justified by the profits of the company. (i) The Board may, before recommending any dividend, set aside out of the profits of the company such sums as it thinks fit as a reserve or reserves which shall, at the discretion of the Board, be applicable for any purpose to which the profits of the company may be properly applied, including provision for meeting contingencies or for equalizing dividends; and pending such application, may, at the like discretion, either be employed in the business of the company or be invested in such investments (other than shares of the company) as the Board may, from time to time, think fit. (ii) The Board may also carry forward any profits which it may consider necessary not to divide, without setting them aside as a reserve. (i) Subject to the rights of persons, if any, entitled to shares with special rights as to dividends, all dividends shall be declared and paid according to the amounts paid or credited as paid on the shares in respect whereof the dividend is paid, but if and so long as nothing is paid upon any of the shares in the company, dividends may be declared and paid according to the amounts of the shares. (ii) No amount paid or credited as paid on a share in advance of calls shall be treated for the purposes of this regulation as paid on the share. (iii) All dividends shall be apportioned and paid proportionately to the amounts paid or credited as paid on the shares during any portion or portions of the period in respect of which the dividend is paid; but if any share is issued on terms providing that it shall rank for dividend as from a particular date such share shall rank for dividend accordingly. The Board may deduct from any dividend payable to any member all sums of money, if any, presently payable by him to the company on account of calls or otherwise in relation to the shares of the company. (i) Any dividend, interest or other monies payable in cash in respect of shares may be paid by cheque or warrant sent through the post directed to the registered address of the holder or, in the case of joint holders, to the registered address of that one of the joint holders who is first named on the register of members, or to such person and to such address as the holder or joint holders may in writing direct, (ii) Even if such cheque or warrant shall be made payable to the order of the person to whom it is sent. Any one of two or more joint holders of a share may give effective receipts for any dividends, bonuses or other monies payable in respect of such share. Notice of any dividend that may have been declared shall be given to the persons entitled to share therein in the manner mentioned in the Act. No dividend shall bear interest against the company. Accounts [PART 3(i)] Dated the.....day of . 89 90 91 (i) The Board shall from time to time determine whether and to what extent and at what times and places and under what conditions or regulations, the accounts and books of the company, or any of them, shall be open to the inspection of members not directors. (ii) No member (not being a director) shall have any right of inspecting any account or book or document of the company except as conferred by law or authorised by the Board or the company in general meeting. Winding up Subject to the provisions of Chapter of the ACT and rules made thereunder— (i) If the company shall be wound up, the liquidator may, with the sanction of a special resolution of the company and any other sanction required by the Act, divide amongst the members, in specie or kind, the whole or any part of the assets of the company, whether they shall consist of property of the same kind or not. (ii) For the purpose aforesaid, the liquidator may set such value as he deems fair upon any property to be divided as aforesaid and may determine how such division shall be carried out as between the members or different classes of members. (iii) The liquidator may, with the like sanction, vest the whole or any part of such assets in trustees upon such trusts for the benefit of the contributories if he considers necessary, but so that no member shall be compelled to accept any shares or other securities whereon there is any liability. Indemnity Every officer of the company shall be indemnified out of the assets of the company against any liability incurred by him in defending any proceedings, whether civil or criminal, in which judgment is given in his favour or in which he is acquitted or in which relief is granted to him by the court or Tribunal. Note: The Articles shall be signed by each subscriber of the memorandum of association who shall add his address, description and occupation, if any, in the presence of at least one witness who shall attest the signature and shall likewise add his address, description and occupation, if any, and such signatures shall be in form specified below: o Yes o No o Yes o No o Yes o No Names, addresses, descriptions and occupations of Witnesses (along with names, addresses, subscribers ABC of merchant Place; descriptions and occupations Signed before me... Signature..... • ...20.... .. INDIA : EXTRAORDINARY [PART 3(i) TABLE - J - ARTICLES OF ASSOCIATION OF AN UNLIMITED COMPANY AND NOT HAVING SHARE CAPITAL Description 1 2 3 The number of members with which the company proposes to be registered is hundred, but the Board of Directors may, from time to

time, whenever the company or the business of the company requires it, register an increase of members. The subscribers to the memorandum and such other persons as the Board shall admit to membership shall be members of the company. All the articles of Taue H in Schedule I annexed to the Act, 2013 shall be deemed to be incorporated with these articles and to apply to the company. o Yes o No o Yes o No o yes o No Table H-ARTICLES OF ASSOCIATION OF A COMPANY LIMITED BY GUARANTEE AND NOT HAVING SHARE CAPITAL In Interpretation these regulations— (a) "the Act" means the Companies Act, 2013; n 1 2 3 4 (b) seal" the common seal of the company. (2) Unless the context otherwise requires, words or expressions contained in these regulations shall have the same meaning as in any statutory modification thereof in force at the date at which these regulations become binding on the company. The number of members with which the company proposes to be registered is limited, but the Board of Directors may, from time to time, whenever the company or the business of the company requires it, register an increase of members. subscribers to the memorandum and such other persons as the Board shall admit to membership shall be members of the company. General All general meetings other than annual general meeting shall be called extraordinary general meeting. (i) The Board may, whenever it thinks fit, call an extraordinary general meeting. (ii) If at any time directors capable of acting who are in number to form a quorum are not within India, any two members of the company may call an extraordinary general meeting in same manner, as nearly as possible, as that in which "Eh a meeting may be called the Board. Roe". at general meeting o Yes o No o Yes o No o yes o No o yes o No o Yes o No il-•g 3(i)] 5 6 7 8 9 10 11 12 13 (i) NO business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business. (ii) Save as otherwise provided herein, the quorum for the general meetings shall be as provided in section 103. The Chairperson, if any, of the Board shall preside as Chairperson at every general meeting of the company. If there is no such Chairperson, or if he is not present within fifteen minutes after the time appointed for holding the meeting, or is unwilling to act as Chairperson of the meeting, the directors present shall elect one of their members to be Chairperson of the meeting. If at any meeting no director is willing to act as Chairperson or if no director is present within fifteen minutes after the time appointed for holding the meeting, the members present shall choose one of their members to be Chairperson of the meeting. Adjournment of meeting (i) The Chairperson may, with the consent of any meeting at which a quorum is present, and shall, if so directed by the meeting, adjourn the meeting from time to time and from place to place. (ii) No business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took (iii) When a meeting is adjourned for thirty days or more, notice of the meeting shall be given as in the case of an original meeting. (iv) Save as aforesaid, and as provided in section 103 of the Act, it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting. Voting rights Every member shall have one vote. A member of unsound mind, or in respect of whom an order has been made by any Court having jurisdiction in lunacy, may vote, whether on a show of or on a poll, by his committee or other legal guardian, and any such committee or guardian may, on a poll, vote by proxy. No member shall be entitled to vote at any general meeting unless all sums presently payable by him to the company have been paid. (i) No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is given or tendered, and every vote not disallowed at such meeting shall be valid for purposes. (ii) Any such objection made in due time shall be referred to the Chairperson of the meeting, whose decision shall be final and conclusive. o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No o Yes o No 14 15 16 17 18 19 20 21 THE GAZETTE OF INDIA : EXTRAORDINARY A vote given in accordance with the terms of an instrument of proxy shall be valid, notwithstanding the previous death or insanity of the principal or the revocation of the proxy or of the authority under which the proxy was executed, or the transfer of the shares in respect of which the proxy is given: Provided that no intimation in writing of such death, insanity, revocation or transfer shall have been received by the company at its office before the commencement of the meeting or adjourned meeting at which the proxy is used. A member may exercise his vote at a meeting by electronic means in accordance with section 108 and shall vote only once. Any business other than that upon which a poll has been demanded may be proceeded with, the taking of the poll. Board Directors The number of the directors and the names of the first directors shall be determined in writing by the subscribers of the memorandum or a majority of them. (i) The remuneration of the directors shall, in so far as it consists of a monthly payment, be deemed to be from day-to-day. (ii) In addition to the remuneration

payable to them in pursuance of the Act, the directors may be paid all travelling hotel and other expenses properly incurred by them— (a) in attending and returning from meetings of the Board of or any committee thereof or general meetings of the company; or (b) in connection with the business of the company

Proceedings of the Board (i) The Board of Directors may meet for conduct of business, adjourn and otherwise regulate its meetings, as it thinks fit. (ii) A director may, and the manager or secretary on the requisition of a director shall, at any time, summon a meeting of the Board. (i) Save as otherwise expressly provided in the Act, questions arising at any meeting of the Board shall be decided by a majority of votes. (ii) In case of an equality of votes, the Chairperson of the Board, if any, shall have a second or casting vote. The continuing directors may act notwithstanding any vacancy in the Board; but, if and so long as their number is reduced below the quorum fixed by the Act for a meeting of the Board, the directors or director may act for the purpose of the number of directors to that fixed for the quorum, or of summoning a general meeting of the company, for no other purpose. [Mn—SE. c Yes o No o Yes o No o Yes o No o •S ONO o Yes o No o Yes o No o Yes o No o Yeso No determine the officer tree Ci-, a Tperson is , — for holding the positions to be .-eiegate any of its or its body the powers so it by the meetings. ung :iie r.hairperson is tne to be proper. d-•enned by o Yes o No o Yes o No o Yes Q No o Yes o No or hv c Yes o No ' .g,-ro Yes o No writr o Yes o No chief financial .-h remuneration . : Officer be 29 30 is company Place:]

..... GAZErrE OF INDIA: OKTRAOR.DINARY A provision of the kt these regulations or a to be done by or to a director chief eæctuve man*r, company secretary or chief financial oncer shall not be satisfied by its beitt dot* or to ttk same person acting both as direct« aM as, or in place d, chief executive oncer, manager, company secretary chief fimnci•l omcer. (i) The Board shall prwvide for the safe custody of ttE sed. (ii) The seal of the company shall not be fixed to any instrument exæ•pt by the authority of a resolution of the Board or of a cmunittee of the Board authorised it in that behalf, and except in ttp presence of at least tW directors and of the secretary or such other person as the Board appoint for the purpose; t}ue two directors and the secretary or other person aforesaid shall sb every instrument to which the seal of the o Yes ONO o YesoNo 5}. fixed in presence. Note: The Articles shan be signed by each subscriber of the memorandum of association who shall add his address, description occupation, if any, in the presence of at least one witness who shall attest the signature ari shall likewise add his address, description and occupation, if any, and such signatures shall be in form specified below: Names, descriptions and occupations of Witnesses (along with names, subscribets ABC of merchant Dated the- day of,20. ., dew•i ions and occu iom Signed before me... *nature..... [F. No. 01/13,Q013-CL-V

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