

(THE COMPANIES ACT, 1956)

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(COMPANY LIMITED BY SHARES)

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**MEMORANDUM OF ASSOCIATION
OF**

NEWTIME INFRASTRUCTURE LIMITED

- I. The Name of the Company is **NEWTIME INFRASTRUCTURE LIMITED**
- II. The Registered Office of the Company will be situated in the **State of Haryana.**
- III. The objects for which the Company is established are :-
 - (A) **THE MAIN OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE :**
 - i) To Purchase, acquire take on lease or through any other lawful manner any land, buildings and structures and to develop the same and dispose of or maintain the same and build township markets, commercial complex and all or related conveniences thereon and to equip the same or any part of other buildings, or any related amenities or conveniences such as drainage, roads, electricity etc.
 - ii) To engage in Real Estate Promoters, Developers & Project Management Association including civil, mechanical, electrical, and all other types erection, commissioning projects, projects, project trading as well as consultant for execution of projects on turnkey basis for equipments of industrial, domestic and other purpose.
 - iii) To buy, exchange, purchase, or otherwise acquire interest in any immovable property such as houses, building, market, shops, industrial sheds & lands, investment & property investments within or outside the limits of municipal corporation or such other local bodies and to provide roads, drains, water supply, electricity and lights within these areas, to divide the same into suitable plots and rent or sell the plots to the people for building, houses, bungalows farmhouse & colonies for workmen according to schemes approved by improvement trusts, development boards and municipal boards there on and to rent or sell the same to the public and realize cost in Lump-sum or on installments or by hire purchase system; or otherwise to start any housing scheme in India or abroad.
 - iv) To purchase, take on lease, on in exchange, hire or otherwise acquire sell and mortgage any estate, lands, agricultural lands, buildings, basements or such other interest in any immovable property and to develop and to develop and turn to account by laying out, plotting and preparing the same for building purposes, constructing buildings, multistoried buildings and altering, pulling down, decarating maintaining, furnishing, fitting up and improving buildings and by paying, draining and letting building on lease and on rent.
 - v) To Construct, execute, carry out, equip, maintain, improve, develop civil and constructional work relating to roads, electric, power, heat and light supply works, hotels buildings, godowns, pleasure grounds, parks, gardens, docks jitrries embankment, bunds, bridges, wharves, canals, irrigations reclamations improvement, sewage, sanitary telegraphic, telephone works, warehouses, public buildings and all other such civil and related constructional works and convenience of public utility.

(B). OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECTS ARE:

1. To draw, make, accept, endorse, discount, execute and issue any promissory notes, Cheques, bills of exchange, hundies and other negotiable and transferable instruments in connection with the Company's business.
2. To participate in the international trade fairs and for that purpose send samples and representatives for the business of the Company.
3. To cause the company to be registered and recognised in any Indian State or foreign country or place and to open branches in India or outside for the purpose of the Company.
4. To take agencies of any firm, company or companies, within India or abroad, with the same objects and likewise to appoint agents for its own business.
5. To carry on business of buying, selling, repairing, servicing and contracting for the goods, materials and machines for attaining the main objects of the company.
6. To invest and deal with money of the company not immediately required in such manner as may from time to time be determined.
7. To accept as a gift and to give in gifts, property, movable or immovable, inside or outside India, stock, debentures, securities, assigning of insurance policies or in cash or shares from or to the individuals or firms or companies whose objects may be the same or different in appreciation of the services rendered or otherwise.
8. To acquire or amalgamate or collaborate with any other company, firms whose objects are similar to those of this Company whether by sale or purchase (for fully or partly paid-up shares or otherwise) or lease of the undertaking subject to liabilities of this or any other company or firm as aforesaid, with or without winding up or by sale or purchase (of fully or partly paid-up shares or otherwise) of all the shares or stock of this or any such other company or firm as aforesaid or by partnership or in any other manner.
9. To enter into any arrangements or partnership for sharing profits, union of interest, co-operation, joint venture, reciprocal concession either in whole or in part with any other company, firm or person, having objects similar to this company and with Government Authorities, Central, Provincial, Municipal, Local or otherwise, public or quasi public bodies carrying on identical business and/or business that may seem conducive to the Company's objects or any of them, and to obtain from any such Government or Authority any rights, privileges and concessions which the company may think desirable to obtain and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions.
10. To lend money to such persons or companies, and on such terms may seem expedient and in particular to customer and others having dealings with the company and to guarantee the performance of contracts by any such person or companies, but not amounting to banking business as defined under the Banking Regulations Act, 1949.

11. To subscribe guarantee money for national, international, charitable, benevolent, educational, public, general or other useful obvolent, educational, public, general or other useful, object, activity, exhibition or trade show or for any purpose whatsoever which may be or may appear to be conducive directly or indirectly to the furtherance of the objects of the company.
12. To issue debentures or debenture stocks of the company at par or premium or discount and to sell or dispose of the undertaking of the Company or any part thereof for such consideration as the company may think fit.
13. To remunerate any person, firm or company for services rendered or to be rendered in or about the formation and promotion of the Company.
14. Subject to Section 58 A and 292 of the Companies Act, 1956 and the rules framed thereunder and the directions issued by the Reserve Bank of India, from time to time as may be applicable to accept deposit, to borrow, raise or secure the payment of money in such manner as the company shall think fit or by the issue of debentures, debenture stock, perpetual or otherwise, mortgage of any other securities charged or based upon the undertaking of the Company both present and future including the uncalled capital of the company or without any such security and upon such terms as to priority or otherwise and generally to borrow money in such manner as the directors shall think fit.
15. To act as consultants, Advisers, Agents and representatives in connection with the business of the Company.
16. To do all such other things as are incidental or conducive for the attainment of the objects of the Company.
17. To grant pensions, or gratuities to any Officers or employees or ex-officers or ex-employees including Directors or ex-directors or other relatives, connections or dependants or the families of such persons.

(C) OTHER OBJECTS:

1. To carry on all or any of the business of mechanical engineers and manufacturers and suppliers of implements and machinery, tool makers, smiths, steel and brass founders, metal workers, machinists, iron and steel workers, metallurgist and suppliers of agricultural implements, motor and automobile spare parts and sugar mill machinery, oil mill machinery and to buy, sell, manufacture, repair, convert, let on hire and deal in machinery, implements, rolling stocks and hardware of all kinds.
2. To carry on all or any of the businesses of brick makers, potters, tiles and other building materials, Cement and Cement products, lime and lime stone.
3. To act as export and import agents, concessionaires and purchase and sale representative to stockists, processing units engaged in village industries, home industries, cottage industries, small, medium and large scale industries and to assist, guide, co-ordinate and finance such of as may, in the opinion of the company, be having export potential.
4. To act as mechanical engineers, fabricators, contractors, tool makers, brass founders, metal workers and processors of all types of forged components accessories, alloys, nuts, bolts, steel rounds, nails, buckets, tin containers, tanks, tools and agricultural implements.
5. To carry on the business of manufactures, importers, exporters, hirers, repairers, cleaners, carriers and storekeepers of and dealers in motor cars, automobile spares and parts, mini buses, trucks, lorries, tractors,

- bulldozers, motor cycle, scooters, motor boats, motor launches, motor buses, motor lorries, motor vans and other conveyances of all description whether propelled or assisted by petrol, spirit, steam, gas, electricity, animal or other powers or engines. chasis and bodies thereof.
6. To carry on the business of Cold storage, refrigeration, cooking, dehydrating, preserving, canning of any production on company's own account or as contractors for any Governmental, Municipal body or individual on such terms and conditions as the Directors may think fit.
 7. To carry on the business of meal manufactures, grain and seed merchants, cotton, ground nuts, marrow and castor merchants, cake and corn merchants, millers, flour merchants, bakers, biscuit makers, confectioners, milling of flour, wholemeal atta, suji, and rawwa, basin (gram flour).
 8. To manufacture, process, fabricate, design, buy sell, import, export or otherwise deal in all kinds of electrical wires (bare or covered by plastic, Rubber, Cotton, Paper and PVC) conductors, low medium and high tension insulators, switch gears made of ferrous or non ferrous metal including silver or any other substance.
 9. To buy, sell, import, export, manufacture, prepare and deal in steel pipes and tubes, iron rods, angles, flats, M.S. alloy and steel ingots.
 10. To carry on all kinds of business of manufacturers, importers, exporters, assemblers and distributors of and dealers in all kinds of electrical and electronic equipment appliances and instruments including radio, radio-grams, T.V, stereos, videos, tape recorders, loud speakers, transformers, microphone, transmitters, amplifiers, receivers, public address equipments and wireless equipment, gramophones, wirelesses, apparatus, domestic and commercial refrigeration, coolers, freezers of all kinds, humidifying dehumidifying, ventilating and cooling plants, room cooler and air conditioning of all kinds, records, bare and rubber insulated wires, cables, flexible cords, fuse, wires, copper, weld and aluminium, wires, electric switches and switch gears, components, lamps, motor, fans and electric goods, plastic and light material products, equipment and accessories of all kinds, cold storage equipments and all article and things used in manufacture, construction, erection, maintenance and working, therefore or in any way, to repair the same and to manufacture and deal in accessories of all kinds.
 11. To carry on the business of manufacturers, importers, exporters, assemblers suppliers and dealers in all kinds of plastics, P.V.C, polythene, resins, polypropylenes, nylon, acetate, polysters, urea, plasticizers, stabilizers, extenders, lubricants, fillers, antioxidants, antistatic agents, dyes and pigments, expansion and belowing agents and all kinds of commodities components and products of above items.
 12. To manufacture cotton, woollen and silk, artificial and synthetic fibre goods of all kinds and to carry on all or any of the following businesses:-
Cotton, woollen and silk spinners and doublers, flex and jute spinners, wool combers, worsted spinners, linen manufacturers, worsted stuff manufacturers, drapers, flex, hemp, jute, wool and silk merchants, bleachers and dyers and makers of vitriol, bleaching and dyeing materials, growers of mulberry or other trees and producers of any other article or thing whether by cultivation or afforestation or by any other mechanical or chemical power or appliance for the purpose of obtaining silk, wool, cotton or any other material to be converted in to cloth.
 13. To carry on the business as dealers in and purchasers of dairy farms garden produce of all kinds and in particular milk, cream, butter, ghee, cheese, poultry, eggs, fruits, vegetable ghee, artificial ghee, spices, sausages, prawn, pottage meat, table delicacies, loaves, bread and manures.
 14. To carry on the business of decorators of house, shop, saloon and other apartment and exhibition and execute decorative work of all sorts to prepare, manufacture, paint, use, export, import, devise and design all kinds of artistic objects for use and ornamentation or any property used in the decoration or furnishing of buildings, exhibitions or other structures of all kinds and nature.

15. To act as consultants, Advisors, architects, civil engineers, designers, town planners, valuers, surveyors and supervisors for all sorts of buildings activities and allied jobs and works by research, development or invention.
16. To manufacture sowing machines, reaping machines, thrashing machines, tractors and all other kinds of farm implements and machinery, dairy machines, elevating machines, conveying machines transmission machines, parts and tools and accessories requisite therefore.
17. To buy, sell, import and deal in all kinds of food products, seeds, lime and stock-feeds.
18. (a) To carry on the business of founders and casters of ferrous and non-ferrous metals, sheet metal workers, mechanical, structural, electrical and metallurgical engineers to carry on the work of cast iron foundry for the manufacture of all types of pipe and pipe fittings, water reservoirs, drainage requisites including manhole frames and covers, gratings and ladders, cast iron sanitary appliances and fitting including flushing cisterns, bath tubs, wash basins, cast iron building requisites including railing, spiral stairs, ladders, ventilators, ornamental window frames, pillars, agricultural implements including choppers, ploughs, cast iron, railway castings including sleepers, fish plates, wheel and other fittings, house hold requisites and utensils including cooking pans, coal mining and engineering requisites including pinions, tube wells, pump parts and other general and special castings and to execute any other particular order relating to casting received from local and mufusil industrialists, dealers, general public or Government departments.
- (b) To carry on the work of mechanical engineers and to run workshop to undertake and execute all type of mechanical and structural jobs of manufacturing, and construction of storage tanks, buckets, drums and various types of containers.
19. To carry on the business of jewellers, bullion merchants, gold smiths, silver-smiths, gem and stone merchants.
20. To deal in diamonds, pearls, watches, clock, chronometers, gold and silver plates, electro-plated cutlery, presents and gifts, historical coins, cups, medals, shields, curious, articles of virtue, art and antiquities, dressing bags, hand bags and bronzes.
21. To carry on the business of all or any kind of iron and steel founders, steel melters, steel makers and steel shapers.
22. To purchase, acquire or otherwise deal in lands and erect Guest Houses, Hotels and Motel Buildings with all the modern amenities and facilities including diesel filling pumps, garages and amusement halls and clubs and to carry on the business of running of guest houses, Hotel and Motels.
23. To cultivate lands, establish and maintain diaries, cattle yards and poultry farms, piggeries, fruit, vegetable and flower gardens, grazing grounds, fish pond, pigeon, beehives, warehouses, cold storage, freezing plants, factories for manufacture and preservation of meat, fish, fruits, vegetables, canning of all kinds of preserved foods and juices.
24. To grow, raise, tend and cultivate tea, coffee, cinchona, rubber produce and to carry on the business of tea

planters in all its branches, to carry on and work the business of cultivators, wine owners and buyers of every kind of vegetable, mineral or other produce of the soil, to prepare, manufacture and render marketable any such produce and to buy, sell, dispose of and deal in such produce, either in its prepared, manufactures or raw state and either by wholesale or in retail.

25. To deal, supply, manufacture, import, export all kinds of cosmetics, perfumes and beauty aids.
26. To search for, win, work get raise, import, crush, manipulate and prepare for the market ores.
27. To carry and transport passengers, goods, merchandise, commondities, live sock and all kinds of things materials, motorcars, buses, vehicles and all kinds of goods on Land on Water or Air.
28. To buy, sell and deal in chicken, chicken food, incubators, ducks, turkey, geese and guinea-fowls, patridges and other birds.
29. To carry on the business of helicopter-spraying on farms, grovelands, cultivators, products and other allied business of eradication of diseases, virus and insecticides.
30. To purchase, produce, grow, raise, preserve, purify, refine, import, export, prepare, sell and deal in sugar candy, sugarcane, gur molasses, syrups, alcohol and all other by-products and fertilizer's and to maintain refinaries, workshops and distilleries.
31. To carry on the business as travel, tourist and cargo carriers by road, air, sea or by any other mode of transport and to carry on all allied business and activities pertaining to the travelling and tourist business.
32. To manufacture and deal in anatomical, orthopaedic and surgical instruments and appliances of all kinds.
33. To manufacture, deal, stock and carry on the business of plate makers, wire, drawers, tube manufacturers, galvanisers, enamellers, electroplators, every type of steel, spring steel, forging quality steel and to act as jappaners re-rollers, annealers and makers of steel and metal furnitures and manufactures of all types of malleable grey castings including ferrous and non ferroses steel.
34. To carry on the business of buying, selling, exporting, importing, manufacturing, constructing, devising and preparing all kinds of advertising novelties, materials, aids, complimentary gifts, devices, designs, and any advertisement in newspapers, magazines, books and periodicals, directories, buses, railway carriage and other media used for the purpose of audio- visual publicity and advertisement.
35. To carry on the business of advertising agents, both-door to door and through newspapers, magazines, books, periodicals, directories, screens, walls, buses, railway carriage or through any other media of advertisement.
36. To manufacture, deal, buy, export, import Toilet preparation, Surgical dressings, Scientific Instruments, Fire Extinguishers and Laboratory Equipments and their Allied products and fabricate their equipments.
37. To carry on the business of suppliers, manufacturers, dealers, importers, exporters and agents of pulp, paper, hard board, packing paper, packing materials and straw products.

38. To market, let out, hire lease or otherwise make available on different terms any of the machineries, domestic appliances, goods and merchandise.
39. To carry on the business of exports and importers, buyers, sellers processors and manufacturers of and general to export and import both traditional and non-traditional items, in industrial, mineral, agricultural commodities, handicraft and household articles.
40. To carry on the business of motion pictures, colour photography, cinematograph pictures, renters, producers, exhibitions, distributors, and to present produce, manage, conduct and represent all or any of the business of theatre, music hall, ball-room, cinema, picture place, cabaret show, circus and hippo-drome proprietors or agents, box office keepers, showmen, song music, play, programmes, dramas, comedies, operas, burlesques, pantomimes, revues, promenade, concerts, ballets, musical variety and other entertainment, for public, social, cultural and private amusements.
41. To deal in and manufacture plastic goods, polyster goods and other artificial and synthetic materials and products.
42. To carry on the business of manufacturers of and dealers in Aluminium and steel furniture, iron safes, rolling shutters, office equipments and other steel structural products.
43. To carry on the business of manufacturers of and dealers in ready made garments in all its kinds.
44. To deal in glass, manufacture, glass sheets, bottles, vacuum and other glassware goods and to establishment bottling plants and ceramic factories.
45. To acquire by purchase, lease, exchange, hire or otherwise and mortgage let on hire or dispose of lands and property of any or interest in the same.
46. To erect and construct houses, buildings or works of every description on any land of the company or upon any lands or property and to pull down, rebuild, enlarge, deal, alter and improve existing houses, buildings or works thereon to convert and appropriate any such land in to and for roads, streets squates, gardens and other conveniences.
47. (a) To undertake or direct the construction and management of the properties, building, lands and estates of any tenure or kind of any persons, whether members of the company or not, in the capacity of stewards or receivers or otherwise.
(b) To act as contractors for any person or governmental authorities for the construction of buildings, roads and bridges of all description.
48. To manufacture and deal in all kinds of dissolving chemicals of eather and its bye-products.
49. To carry on the business of a leasing and hire purchase company and to acquire to provide on lease or to provide on hire purchase basis all types of industrial and office plants, equipment, machinery, vehicles, building and real estate requires for manufacturing processing, transportation and trading, businesses and other commercial and service business.

50. To finance the industrial enterprise by way of lending and advancing money, machinery, land, building, shed or such other things as may be required by such industrial enterprises either with or without security and upon such terms and conditions as the Company may, think fit and to guarantee or become sureties for the performance of any agreement or contract entered into by any industrial enterprises, with any financial institution, banks or other parties for obtaining finance whether for its long term capital, working capital or for any deferred payment finance.
51. To carry on the business of commission agents for the sale and purchase of machinery, plant and other capital goods.
52. To secure sound investments of foreign capital in Indian undertaking and enterprises and Indian Capital in foreign undertaking and enterprises.
53. To undertake and transact all kinds of agency business.
54. To manufacture, Prepare, developed, buy, sell, import, export, hire, lease, barter, distribute, recondition and otherwise deal in all kinds of empty hard and soft capsules of all grades, sizes colours and type.
55. To manufacture, developed, design, assemble, fabricate, or do any processing of any kind relating to and to import, export, buy, sell, hire, lease, barter, distribute, recondition or otherwise deal in all kinds of pharmaceutical and chemicals.
56. To manufacture deal in, buy, sell, export, import, all kinds of starches, Dextrines and allied products of corn flour Custard powder, Laundry, starch, liquid glucose and allied products.
57. To manufacture, deal in, buy, sell, export, import, all kinds of Soda, Calcium Chloride Salt, Caustic Soda, Bicarbonate of Soda and Liquid Chlorine, Bleach, Liquid, Hydrochloric Acid, Trichloroethylene and perchloroethylene and allied products and fabricate their equipment.
58. To carry on the business of chemists, Druggists and allied items and to act as distributing agents of one or all of the above items.

IV. The Liability of the members is Limited.

- V. The Authorised Shares Capital of the Company is Rs. 240,000,000 (Twenty Four Crores only), Divided in to 180,000,000 (Eighteen crores) Equity Shares of Re.1/- (Rupees one each) and 60,00,000(Sixty lacs) Preference Shares of Rs.10/- (Rupees Ten Each).

Serial No.	Names, Addresses, Description & Occupation of each subscribers	Number of and type of shares equity	Signature of subscribers	Name, addresses, description & signature of Witnesses
1	Mrs. Bimla Singh W/o Mr. A.K. Singh, D-II/345, Vinay Marg New Delhi - 110 021 (Service)	100 Equity Shares	Sd/- (Mrs. Bimla Singh)	Signatures of all the subscribers witnessed sd/- N.C. Bansal Chartered Accountant S/o Shri R.K. Agarwal 6/75 W.E.A., Karol Bagh, New Delhi - 110 005
2	R.V.S. Devendra Kumar S/o Shri R.V.S. Peri Sastri, 57, Lodi Estate New Delhi - 110 003 (Business)	100 Equity Shares	Sd/- (R.V.S. Devendra Kumar)	
3	Pearl Kanchan Singh S/o Shri Raghbir Singh, 10, Mathura Road, Jangpura 'B' New Delhi - 110 014 (Business)	100 Equity Shares	Sd/- (P.K. Singh)	
TOTAL		300 (Three hundred Equity Shares)		

Place : New Delhi

Dated 13th June, 1984