



प्रारूप ० आई० आर०
Form I. R.

निगम का प्रमाण-पत्र
CERTIFICATE OF INCORPORATION

ना०..... का सं०.....
No. **29879** of 19-**83**

मैं एतद्वारा प्रमाणित करता हूँ कि अक्ष.....

कम्पनी अधिनियम, 1956 (1956 का 1) के अधीन निगमित की गई है और यह कम्पनी परिलिखित है।

I hereby certify that **SULABH ENGINEERS & SERVICES LIMITED**

on this day incorporated under the Companies Act, 1956 (No. 1 of 1956) and that the Company is limited.

यहरे हस्ताक्षर से आज ता०.....को दिया गया।

Given under my hand at **BOMBAY** this **TWENTY NINE** day of **APRIL** One thousand nine hundred and **EIGHTY THREE**



(**V. GOVINDAN**)
कम्पनियों का रजिस्ट्रार
Registrar of Companies.

CERTIFIED TRUE COPY





Certificate for Commencement of Business

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

I hereby certify that the **SULABH ENGINEERS & SERVICES LIMITED** which was incorporated under the Companies Act, 1956, on the **Twenty Seventh** day of **April, 1983** and which has this day filed a duly verified declaration in this prescribed form that the conditions of section 149(2) (a) to (c) of the said Act, have been complied with, is entitled to commence business.

Given under my hand at **Bombay** this **Fourth** day of **June** One thousand nine hundred and Eighty three.

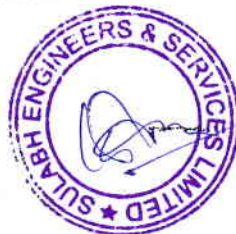
Office of the Registrar of Companies

SEAL

O. P. JAIN
Addl. Registrar of Companies

MAHARASHTRA

CERTIFIED TRUE COPY



THE COMPANIES ACT, 2013
COMPANY LIMITED BY SHARES
MEMORANDUM OF ASSOCIATION
OF
SULABH ENGINEERS & SERVICES LIMITED

- I. The name of the Company is **SULABH ENGINEERS & SERVICES LIMITED**.
- II. The Registered Office of the Company will be situated in the State of **Maharashtra**.
- III. The objects for which the Company is established are as follows:
- (A) **THE MAIN OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:**
1.
 - 1) To carry on in India or elsewhere the business of consulting engineers in all its spheres whether Metallurgical, Mechanical, Architectural, Civil, Structural, Chemical, Electronics, Shipping Aviation, Industrial, cost efficiency, maintenance of such other engineering services.
 - 2) To provide and render all kind of management and Industrial services including accounting and advisory services in the field of export, import setting up new Industrial Projects, expansion of existing units, foreign collaborations, Technical knowhow, Financial Resources planning ,Underwriting arrangements, Market studies, Advertising publicity, Data processing and computer services, Research work, Transporting goods and human beings, Packing goods Liaison services, for local as well as international trade and business and other like services and to acquire hire, install operate borrow equipments, machines, instruments, Vehicles and other assets in connection with providing of the above services.
 - 3) To purchase or otherwise acquire, assemble maintain, sell and give on lease all kind of plants ,machinery, motor vehicles, marine boats, ships, barges, aircrafts, hotel equipments, locomotives, air conditioners office equipments, computers construction machinery, furniture, lifts, electronics goods, household goods, many other equipments or assets that the company may think fit.
 - 4) To carry on business in India or elsewhere of manufacturing, preserving, refrigerating, packing, bottling, processing, agro-products, food and medical products, to set up food preservation, refrigeration and multipurpose radiation plant or any other plant, to act as manufacturers, producers, processors, importers, exporters, agents, brokers, wholesalers, showroom owners, retailers, distributors, exchangers, traders, buyers, sellers, job workers, stockiest, and to market, promote, organize or

CERTIFIED TRUE COPY



otherwise to deal in all types of medical foods and agro products and to participate in local, national, and international trade fairs, sale exhibitions, seminars, or any other sales promotion scheme, and involve in research and development activities, technical collaboration, technical transfer, to do all acts and things necessary for the attainment of the above objects.

- 5) To cultivate, grow, produce or deal in tea, coffee, cinchona, rubber and other produce and all type of organic/inorganic fertilizers, insecticides, pesticides, and to do business of cultivators, tea planters, growers, buyers of every kind of fruits, vegetables, dried or otherwise deal in all such products either in its prepared, manufactured or raw state either by wholesale or by retail.
- 6) To own, co-own, promote, set up, establish, develop, maintain, run, operate and manage Bio-gas Plant, gobar – gas, waste and other residual products and to supply use, purchase, acquire, distribute and apply the same for industrial, commercial, agricultural, and domestic or other purpose for providing motive power, electric power, thermal power and other types of power for lightning, heating, cooling and to supply all such materials, products and things as may be necessary or convenient in connection with the productions, use, storage, regulation, measurement, supply and distribution of such products by the Company of every kind and description [whether on a BOO(Build Own Operate) bases or BOOT (Build, Own, Operate and Transfer) bases or BOLT (Build, Own, Lease and Transfer) basis or otherwise] and to enter into partnership or any arrangement and for sharing profits, union of interest, cooperation, joint venture or reciprocal any person or persons or company or companies carrying on or engaged in any business in relation thereof.

(B) MATTERS WHICH ARE NECESSARY FOR FURTHERENCE OF THE OBJECTS SPECIFIED IN III (A) (1) :-

- 2) To receive, money, invest, deposits, on interest or otherwise and to lend money, and negotiate loans with or without security to such companies, including government companies and other authorities, firms of persons, and on such terms as may seem expedient, and to guarantee the performance of contracts by any persons, companies or firms.
- 3) To acquire, improve, manage, work, develop, exercise all rights in respect of lease and mortgages, and to sell dispose of turn to account and otherwise deal with property of all kinds, and particular, land, building concessions, patents, business concerns and undertakings.
- 4) To enter into partnership or into any arrangement for sharing profits or losses or any union of interest joint venture, reciprocal concession or co-operation with any person or persons or company or companies carrying on or engaged in, or about to carry on or engage in or being authorized to carry on or engage in any business or transaction which the company is authorized to in or business or transaction in o on of engaged in or business or transaction capable of being conducted so as directly to benefit this company.
- 5) To acquire and take over either the whole or any part of the business. Goodwill, trademarks, patents, etc. and property, assets and liabilities of any person, or persons firm or corporation, carrying on any business which the company is authorized to carry on.
- 6) To establish branches and agencies of the company in India and elsewhere and to discontinue the same whenever necessary.

CERTIFIED TRUE COPY



- 7) To pay for any property or rights acquired by the company either in cash, or fully or partly paid shares or by issue of the securities or partly in one mode or partly in another, and generally, on such terms as may be determined.
- 8) To open current, cash credit, overdraft or any other banking accounts with bank(s)
- 9) To pay all the preliminary expenses of any kind and incidental to the formation and incorporation of the company out of the funds of the company.
- 10) To apply for, purchase or otherwise acquire for purchase or otherwise acquire, any patents prevents invention, licenses, concessions, protection, rights, privileges and the like conferring any exclusive or non exclusive or limited right to use , or any secret or other information as to any invention which may be seem capable of being used for any for any of the purposes of the company or the acquisition of which may seem calculated directly or indirectly to benefit the company or may appear likely to be advantageous or useful to the company and to use, exercise, develop or grant licenses, privileges or in respect of or otherwise turn to account the property, rights or information so acquired and to assist, encourage and spend money in making experiments, test improvements of all inventions, patents and rights which the company may acquire or propose to acquire.
- 11) To amalgamate with any other company having objects altogether, or in part similar to those of this company.
- 12) To carry on the business of traders, suppliers, merchants, importers, exporters distributors and dealers of and in all kinds of paper, products, food, food products, chemicals, hardware, textiles, building materials and to trade and deal in money, shares, stocks, debentures, bonds obligations and securities issued or guaranteed by any government public body, or any other authority whether in India or elsewhere.
- 13) To enter into arrangements with any authorities, supreme, municipal local pr otherwise, that may seem conducive to the company's object or any of them and to acquire by grant, purchase or otherwise from any such authority any rights, grants, privileges and concessions of property or otherwise which the company may think fit and desirable to obtain and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions.
- 14) To draw, make, accept, endorse, discount, execute, and issue promissory notes, bills of exchange, bills of lading, warrants, debentures and other negotiable or negotiable or transferable instruments.
- 15) To remunerate any person or company for services rendered or to be rendered or to be rendered in acting as trustees for debentures or debenture stock holders placing or assisting to place or guarantee the placing of any, of the shares in the company's capital or capital, debentures, debentures stock or other securities of the company or in or about the formations or promotion, of the company or the conduct of, its business or for granting of such debentures or debentures stock or interest.
- 16) To appoint attorney and agents whether on commissions or otherwise (and constitute agencies and sub agencies in India or elsewhere.)
- 17) To distribute any of the property of the company in specie amongst the members of the company in the event of winding up subject to the provision of the act,
- 18) To form subsidiary companies with objects similar to those of the companies.

CERTIFIED TRUE COPY



3

- 19) To establish, provide, maintain and conduct, research and other laboratories, training colleges, schools and other institutions for the training, educations and instructions for the training, educations and instructions of the students and others who may desire to avail themselves of the same and to provide for the delivery and holding of the lectures demonstrations, exhibitions, classes, meeting and conferences in connections therewith.
- 20) To purchase , take on license or license or in exchange on hire or otherwise any real and \or personal property or any rights or privileges which the company may think necessary or convenient for the purpose of its business or may enhance the value of any other property of the company and in particular land (freehold, lease or other tenure) buildings, easements, machinery, plant and stock-in-trade and on any such lands to erect buildings, factories, sheds, go downs or other structures for the works and purpose of the company and also for the residence and amenity of its employees staff and other workmen and erect and install machinery and plant and other equipments deemed necessary or convenient or profitable for the purposes of the company .
- 21) To promote and form and to be interested in the promotion and formation of any company and take hold and dispose of shares in such companies and to transfer to any such company and property of this company, and to take or otherwise acquire, hold and dispose of shares, debentures and other securities in or any such company and to subsidies or otherwise assist any such company.
- 22) To sell, lease, mortgage or otherwise dispose of or transfer the business, property, assets or undertaking of the company or any part thereof that for such consideration as the company may think fit and in particular for shares, stocks, debentures or other securities of any other companies whether or not having objects all together or in part similar to those of company.
- 23) To subscribe or contribute or otherwise to assist or to guarantee money to charitable, benevolent, religious scientific, national, public, or any other useful institutions, objects or purposes or for any exhibition or towards the funds of any exhibitions subjects to the provisions of the Companies Act, 1956.
- 24) To give any officers, servants or employees of the company any share or interest in the profits of the company's business or any branch thereof, and whether carried on by means or through the agency of any subsidiary company or not, and for that purpose to enter into arrangements the company think fit.
- 25) To answer for debts or defaults arising on contracts for payment of money or fulfillment of obligations, particularly in respect of debentures, mortgages, charges, other obligations, and securities of any person, firm, or body corporate.
- 26) To send out the foreign countries Directors, employees or any other persons for investigating possibilities of any business, trade or for procuring and buy and machinery or establishing trade connection or in promoting the interest and to pay all expenses incurred in this connection.
- 27) To aid pecuniary or otherwise any association, body or movement having for its objects the solution, settlement or summing of industrial or labour problems of the promotion of industry or stage.

CERTIFIED TRUE COPY



- 28) To make donations to such persons and in such cases and either of each or other assets as the Company may think directly or indirectly conducive to any of its objects or otherwise expedient.
- 29) To act as advisors and/or consultants on all matters and problems relating to administration management, or organization, manufacture, production, storage, processes, system and account training of personal, marketing distributing and selling methods and principles, to develop procedure and principles of, and engage in research of all the problems relating to the administration of business method and technique personnel for commercial and industrial and business purposes distribution, marketing and selling to connect, analyze process, interpret, distribute and circulate data, statistics and information relating to any type of business, trade or industry to analyze collate, examine, consider, formulate, report and recommended on the means and for method for extending and for developing and improving and for managing any type of commerce, business or industry, organization and methods techniques and procedures, to consider and evaluate problems, relating to manufacture, production,, storage, distribution ,finance, purchasing, marketing and sale, and or relating to the rendering of any services, to render the above services to any person, firm, company, trust, association, institution, society, body corporate, government department, public or local authority, or any other organization, whatsoever, and to render all such other services as may be ancillary or incidental to any of the foregoing matters and problems.
- 30) To undertake ,aid, promote and co-ordinate project studies, arrange collaboration, extend, technical assistance and services, prepare schemes, projects reports, market research and studies, to arrange technical, financial, legal agreements, to make agreements and arrangements to provide management personnel, supervise and set up-production techniques, assist in finding markets for manufactured goods of Indian and foreign origin, secure sound investments of foreign capital in India undertakings and enterprises and Indian capital in foreign undertakings and enterprises and to act as agents or render assistance to any person, firm company association, embassy or Government.

IV. The Liability of the Member(s) is Limited.

V. The Authorized Share Capital of the Company is Rs. 11,00,00,000/- (Rupees Eleven Crore Only) divided into 11,00,00,000 (Eleven Crore) Equity Shares of Rs. 1/- (Rupees One only) each, with power to increase or reduce.

CERTIFIED TRUE COPY



We the several persons whose names, addresses, occupations and descriptions are hereunder subscribed, are desirous of being formed into a company in pursuance of this Memorandum of Association of we respectively agree to take the number of shares in the Capital of the Company set opposite our respective names:

Sl No	Name, address ,description, occupation of the subscriber	Number of Equity Shares taken by each subscriber	Signature of each subscriber	Name, addresses, description, occupation and signature of the witness
1	Shiv Kumar Agarwal S/O Shri SatyaNarayan Agarwal 5, Iaka Place, Calcutta-29 (Service)	10 (Ten)	Sd/-	Witness to all the Signatories under Serial No. One to Seven AK. Tulsyan S/O Shri Subh Karan Tulsyan C/O Tulsyan and Associates Chartered Accountants 34 A Metcalfe Street, Culcutta-700013
2.	Sunil Kumar Saraf S/O Shri Narayan Saraf 14, Princep Street, Calcutta-72 (Service)	10 (Ten)	Sd/-	
3.	Surendra Prasad Singh S/o Shri Ganga Bishnu Singh 2, Shiv nandi Lane, Calcutta-72(Service)	10 (Ten)	Sd/-	
4.	Manoharlal Bhattar S/o Shri Bithal Das Lalit Cloth Co. Dady Seth Agiary Lane, Bombay (Service)	10 (Ten)	Sd/-	
5.	Pankaj Kumar Bhandri S/o Shri Prakash Mal Bhandri 617, Cotton Exchange Bldg Kalba devi Road, Bombay-2 (Service)	10 (Ten)	Sd/-	
6	Suresh Kumar Chamaria S/o Shri Indar chand Chamaria 1, Ishan Bose Lane, Howrah-2 (Service)	10 (Ten)	Sd/-	
7	Krishna Kumar Agarwal S/o Shri Vishwanath Agarwal 149, Mukta Ram Babu Street Calcutta -7 (Service)	10 (Ten)	Sd/-	
Total		70(Seventy)		

Dated : 22nd Day of March 1983

CERTIFIED TRUE COPY

