



Memorandum & Articles

of

Association

of

GEMINI AGROFARMS PRIVATE LIMITED



Gemini Agrofarms Pvt. Ltd

Ashish Datta

Director

Gemini Agrofarms Pvt. Ltd

Ashish Datta

Director



Gemini Agrofarm Pvt. Ltd.

Ashish Datta

Director

प्रारूप 1

पंजीकरण प्रमाण-पत्र

कॉर्पोरेट पहचान संख्या : U01403DL2012PTC242913

2012 - 2013

मैं एतद्वारा सत्यापित करता हूँ कि मैसर्स

GEMINI AGROFARMS PRIVATE LIMITED

का पंजीकरण, कम्पनी अधिनियम 1956 (1956 का 1) के अंतर्गत आज किया जाता है और यह कम्पनी प्राइवेट लिमिटेड है।

यह निगमन-पत्र आज दिनांक अठारह सितम्बर दो हजार बारह को दिल्ली में जारी किया जाता है।

Form 1

Certificate of Incorporation

Corporate Identity Number : U01403DL2012PTC242913

2012 - 2013

I hereby certify that GEMINI AGROFARMS PRIVATE LIMITED is this day incorporated under the Companies Act, 1956 (No. 1 of 1956) and that the company is private limited.

Given at Delhi this Twenty Eighth day of September Two Thousand Twelve

Validity unknown
Digitally signed by Ashish Datta
Date: 2012.09.28 12:00:39
GMT+05:30

Registrar of Companies, National Capital Territory of Delhi and Haryana

कम्पनी रजिस्ट्रार, राष्ट्रीय राजधानी क्षेत्र दिल्ली एवं हरियाणा

*Note: The corresponding form has been approved by DEVENDRA KUMAR SHARMA, Assistant Registrar of Companies and this certificate has been digitally signed by the Registrar through a system generated digital signature under rule 5(2) of the Companies (Electronic Filing and Authentication of Documents) Rules, 2006. The digitally signed certificate can be verified at the Ministry website (www.mca.gov.in).

कम्पनी रजिस्ट्रार के कार्यालय अभिलेख में उपलब्ध पत्राचार का पता :

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

GEMINI AGROFARMS PRIVATE LIMITED

DD-1, DHAWANDEEP BUILDING,, JANTAR MANTAR ROAD,,

NEW DELHI - 110001,

Delhi, INDIA



Gemini Agrofarms Pvt. Ltd

Ashish D'al
Director

(THE COMPANIES ACT, 1956)
(COMPANY LIMITED BY SHARES)
MEMORANDUM OF ASSOCIATION

OF

GEMINI AGROFARMS PRIVATE LIMITED

- I. The Name of the Company is **GEMINI AGROFARMS PRIVATE LIMITED.**
- II. The Registered Office of the Company will be situated in the National Capital Territory of Delhi.
- III. The objects for which the Company is established are :-
 - (A) **THE MAIN OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:-**
 1. To carry on the activities of nursery, plantation, agriculture, horticulture and farming on any land or property of the company or upon any other property or land whether belonging to the company or not and to act as a consultant in the field of nursery, plantation, agriculture, horticulture and farming and to import and export plants and other produce and products relating to the activities of nursery, plantation, agriculture, horticulture and farming.
 2. To carry on the business of farming, agriculture and horticulture in all their respective forms and branches and to grow, produce, manufacture, process, prepare, refine, extract, manipulate, hydrolise, deodorize, frind, bleach, hydrogenate, buy, sell, trade, distribute, import and export or otherwise deal in all kinds of agricultural, horticultural dairy and farm produce and products including foodgrains, cereals, seeds, oilseeds, plants, flowers, vegetables, fruits, vegetable and edible oils and foods products and preparations of any nature or description whatsoever.
 3. To produce, process, formulate, maintain farm and forestry, buy, sell, import, export or otherwise deal in all kinds of agricultural, farms produces, garden produces, herbal produces, forest produces, vegetables, fruits, flowers, flower bulbs, grains, seeds and their derivatives and by-products.
 4. To carry on the business as timber, veneer, plywood and laminates merchants and to buy, sell, import and export and deal in timber, veneers, plywood, laminates and wood of all kinds.

Ashish Dalal

Director

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

Sl. No.	Name, Description Occupation and address of each Subscriber	No. of Equity Shares taken by each Subscriber	Signature of Subscribers	Name, address, Description occupation and Signature of witness or witnesses
1.	ASHISH DALAL S/o Sh. Jai Prakash Dalal House No. 1809, Sector - 17A Gurgaon, Haryana India - 122001 (Business)	25000 (Twenty Five Thousand Only)	Sd/-	I hereby witness the signatures of both the subscribers. Sd/- RAGHVENDER GUPTA S/o Late Sh. L. M. Gupta For R. Vender Gupta & Associates Chartered Accountants 206, Hemkunt House, 6, Rajendra Place, New Delhi - 110008
2.	ROHIT DALAL S/o Sh. Jai Parkash Dalal House No. 1809, Sector - 17A Gurgaon, Haryana - 122001 India (Business)	25000 (Twenty Five Thousand Only)	Sd/-	
	TOTAL	50,000 Equity Shares of Rs. 10/- each		

Place : Delhi

Dated this 26th

day of September

2012

Gemini Agrofarms Pvt. Ltd.
Ashish Dalia
Director

(THE COMPANIES ACT, 1956)

(COMPANY LIMITED BY SHARES)

ARTICLES OF ASSOCIATION

OF

GEMINI AGROFARMS PRIVATE LIMITED

PRELIMINARY

1. Subject as hereinafter provided the Regulations contained in Table 'A' in the First Schedule to the Companies Act, 1956 shall apply to the Company.

INTERPRETATION

2. (1) In these Regulations :-
 - (a) "Company" means GEMINI AGROFARMS PRIVATE LIMITED.
 - (b) "Office" means the Registered Office of the Company.
 - (c) "Act" means the Companies Act, 1956, and any statutory modification thereof.
 - (d) "Seal" means the Common Seal of the Company.
 - (e) "Directors" means the Directors of the Company and includes persons occupying the position of the Directors by whether names called.
- (2) Unless the context otherwise requires words or expressions contained in these Articles shall be the same meaning as in the Act, or any statutory modification thereof in force at the date at which these Articles become binding on the Company.

PRIVATE COMPANY

3. The Company is a Private Company within the meaning of Section 3(1) (iii) and 2(35) of the Companies Act, 1956 and accordingly :-
 - (a) The right to transfer shares in the Company is restricted in the manner and to the extent hereinafter appearing.

Ashish Datta

Director

- (b) The number of members of the Company (exclusive of persons who are in the employment of the Company, and persons who having been formerly in the employment of the Company, were members of the Company while in the employment and have continued to be members after the employment ceased) shall be limited to fifty; provided that for the purpose of this definition where two or more persons jointly hold one or more shares in the Company, they shall, be treated as a single member, and.
- (c) No invitation shall be issued to the public or subscribe for any shares in or debentures of the Company.
- (d) Prohibits any invitation or acceptance of deposits from persons other than its members, directors and relatives.

SHARE CAPITAL

- 4. (a) The Authorised Share Capital of the Company shall be such amounts and be divided into such shares as may, from time to time, be provided in Clause V of the Memorandum of Association with power to increase or reduce the capital in accordance with the Company's regulations and legislative provisions for the time being in force in that behalf with the powers to divide the share capital, whether original increased or decreased into several classes and attach thereto respectively such ordinary, preferential or special rights and conditions in such a manner as may for the time being be provided by the Regulations of the Company and allowed by law.
- (b) The minimum paid up Capital of the Company shall be Rs. 1,00,000/- (Rupees One Lac).
- 5. The business of the Company may be commenced soon after the incorporation of the Company as and when the Directors shall think fit notwithstanding that part of the shares have been allotted.
- 6. The shares shall be under the discretionary control of the Directors who may allot or otherwise dispose off the same.
- 7. The Company in general meeting may decide to issue fully paid up bonus share to the member if so recommended by the Board of Directors.
- 8. The certificate to share registered in the name of two or more person shall be delivered to first named person in the register and this shall be a sufficient delivery to all such holders.

LIEN

- 9. The Company shall have a first and paramount lien upon all the shares (not being a fully paid up share) registered in the name of such member (whether solely or jointly with others) and upon the proceeds of sale thereof for his debts, liabilities and engagements (whether presently payable or not) solely or jointly with any other person, to or with the Company, whether the period for the payment, fulfillment or discharge thereof shall have actually a lien or not and such lien shall extend to all dividends, from time to time, declared in respect of shares, subject to section 205 A of the Act. The Board of Directors may at any time declare any shares to be wholly or in part exempt from the provisions of this clause.

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

Sl. No	Name, Description Occupation and address of each Subscriber	Signature of Subscribers	Name, address, Description occupation and Signature of witness or witnesses
1.	ASHISH DALAL S/o Sh. Jai Prakash Dalal House No. 1809, Sector - 17A Gurgaon, Haryana India - 122001 (Business)	Sd/-	<p>I hereby witness the signatures of both the subscribers.</p> <p>Sd/-</p> <p>RAGHVENDER GUPTA S/o Late Sh. L. M. Gupta For R. Vender Gupta & Associates Chartered Accountants 206, Hemkunt House, 6, Rajendra Place, New Delhi - 110008</p>
2.	ROHIT DALAL S/o Sh. Jai Parkash Dalal House No. 1809, Sector - 17A Gurgaon, Haryana - 122001 India (Business)	Sd/-	

Place : Delhi

Dated this . 26th

day of September

2012

Gemini Agrofarms Pvt. Ltd.

Ashish Dalal

Director



HARYANA REAL ESTATE REGULATORY AUTHORITY PANCHKULA

CERTIFICATE FOR REGISTRATION OF PROJECT

Haryana Real Estate Regulatory Authority, Panchkula has registered the real estate project of an Affordable Residential Plotted Colony under DDJAY namely "Supermax Spiti Homes" on land measuring 5.956 acres situated in the revenue estate of Village Rathdana, Sector 33, Sonipat vide

Registration No. HRERA-PKL-SNP-396-2023

Dated: 03.02.2023

2. Promoter of the project is Gemini Agrofarms Private Limited, having its registered office at G-14, Ground Floor, Jangpura Extension, New Delhi 110014. Promoter is a Private Limited Company registered with Registrar of Companies, National Capital Territory of Delhi and Haryana with CIN U01403DL2012PTC242913 having PAN No AAFCG0459D.

HARYANA REAL ESTATE REGULATORY AUTHORITY PANCHKULA

3. Information submitted by the promoter about the project may be viewed in the PDF uploaded along with this certificate on the web portal of the Authority www.haryanarera.gov.in.

4. This Registration is being granted subject to following conditions:

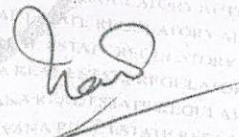
i) strictly abide by the provisions of the Real Estate (Regulation and Development) Act, 2016 and The Haryana Real Estate (Regulation and Development) Rules, 2017 and The Haryana Real Estate Regulatory Authority, Panchkula (Registration of Projects) Regulations, 2018, and all such other orders that may be issued by the Authority from time to time and will not enter into any agreement with the buyer in breach of the said provisions.

ii) strictly abide by the declaration made in form REP-II.

iii) apart from the price of the plot, the Promoter shall not demand or receive from the allottees any other cost, fee or charge under any name or definition except reasonable charges for maintenance of essential services and common facilities.

iv) Promoter shall create his own website within a period of one month containing information as mandated under Regulation 14 of the Regulations and update the same periodically but not later than every quarter, including the information relating to plots sold/booked and expenditure made in the project.

v) a copy of the brochure and each advertisement(s) shall be submitted to the Authority immediately after publication.



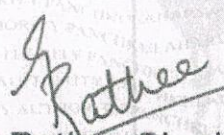
HARYANA REAL ESTATE REGULATORY AUTHORITY

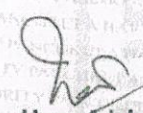
PANCHKULA

- vi) adopt and strictly abide by the model agreement for sale as provided in Rule 8 of the RERA Rules dated 28.07.2017.
- vii) that the promoter shall submit the quarterly schedule of expenditure from the date of registration upto the date of completion of the project.
- viii) publish this certificate in the printed brochure inviting applications from the prospective buyers for allotment of plots.
- ix) the said project shall be completed by 01.11.2027.

Special Conditions

- i. Promoter shall submit a copy of demarcation plan, zoning plan and service plans to the Authority immediately after their approval by Town & Country Planning Department.
- ii. Promoter shall submit duly approved building plans approved in respect of commercial pocket measuring 0.238 Acres to the Authority along with deficit fee, if any. Till then, the promoter shall not sell/dispose of any part/unit of the commercial pocket.


Dr. Geeta Rathee Singh
Member


Nadim Akhtar
Member