

**MEMORANDUM OF ASSOCIATION**  
**OF**  
**<sup>1</sup>MRG GROUP INDIA PRIVATE LIMITED**  
**(THE COMPANIES ACT, 2013)**  
**(COMPANY LIMITED BY SHARES)**

1. <sup>1</sup>The name of the company is **MRG Group India Private Limited.**
2. The Registered Office of the Company will be situated in the state of Delhi.
3. **The Objects for which the Company is established are:-**

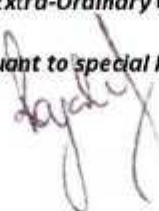
**A) <sup>2</sup>THE MAIN OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE :-**

1. To engage in construction and development of malls, housing society, buildings and Flats as a Real Estate, Promoter, developers & including civil, mechanical, energy, power, electrical, and all other types erection, commissioning projects, project trading as well as consultant for execution of project on turnkey basis.
2. To carry on the basis as builders, promoter, developers, realtors, consultants, leasing of property, surveyors, designers, town planners, estimators, interior and exterior decorators, general and civil contractors of immovable properties, all type of structural and pilling engineering work, all type of infrastructure work, interior designing, land scalping.
3. To act as, Interior and exterior designers and decorators, landscape designing, contractors supervisors, consultants, planners, engineers, manufacture hirer & fabricator & to deal in all its goods and services required to provide all type of design, trading with respect to commodities, decoration solutions of all external and interior space and to carry on the business of providing all type of design constancy and its implementation in all way & mean in the field of design of residential & commercial building interiors design and execution of office and residential space, exhibition design and execution of custom made stalls, retail design and execution of interior & modular shop in shop display units, agro business, landscaping design consultancy, lighting and illumination design consultancy and space graphic design.
4. To carry on the business of immovable property and its consultants and to give on rent sale and purchase designing, develop, maintain and construction of residential house educational institution, school, collage, commercial building flats and factory's sheds and building in or out side of India and to acts of builders, colonizers and civil and construction contractors.
5. To act as an agent purchasing, selling and letting on hire, land and houses whether multistoried commercial and/or residential buildings on commission basis and to deal in building material of all kind whether in India or outside India.

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<sup>1</sup> The name of Company has been changed from "Anudhara Solutions Private Limited" to "MRG Group India Private Limited" pursuant to special Resolution passed by shareholders at Extra-Ordinary General Meeting held on Friday 06th Day of January 2023.

<sup>2</sup> The main object of the company has been changed pursuant to special Resolution passed by shareholders at Extra-Ordinary General Meeting held on Friday 06th Day of January 2023.



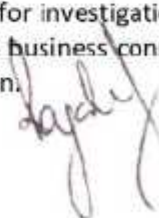
**B) MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III (A) ARE:**

1. To acquire by purchase, exchange or otherwise any movable or immovable property and any rights or privileges which the Company may deem necessary or convenient for the purpose of its main business
2. To enter into partnership or into any arrangement for sharing profits, union of interest, joint venture, reciprocal concession or cooperation with persons or companies carrying on or engaged in the main business or transaction of this Company.
3. To purchase or otherwise acquire, build, carry out, equip, maintain, alter, improve, develop, manage, work, control and superintend any plants, warehouse, sheds, offices, shops, stores, buildings, machinery, apparatus, labour lines and houses, warehouses, and such other works and conveniences necessary for carrying on the main business of the Company.
4. To acquire and take over the whole or any part of the business, goodwill, trade- marks properties and liabilities of any person or persons, firm, companies or undertakings either existing or new, engaged in or carrying on or proposing to carry on business, this Company is authorized to carry on, possession of any property or rights suitable for the purpose of the Company and to pay for the same either in cash or in shares or partly in cash and partly in shares or otherwise.
5. To negotiate and enter into agreements and contracts with Indian and foreign individuals, companies, corporations and such other organizations for technical or any other such assistance for carrying out all or any of the main objects of the Company.
6. To send out to foreign countries, its directors, employees or any other person or persons for investigation possibilities of main business or trade procuring and buying any machinery or establishing trade and business connections or for promoting the interests of the Company and to pay all expenses incurred in this connection.
7. To amalgamate with any other company of which all or any of their objects companies having similar to the objects of the Company in any manner whether with or without the liquidation.
8. Subject to any law for the time being in force, to undertake or take part in the formation, supervision or control of the business or operations of any person, firm, body corporate, association or undertaking carrying on the main business of the Company.
9. To apply for and obtain any order under any Act or Legislature, charter, privilege concession, license or authorisation of any Government, State or other Authority for enabling the Company to carry on any of its main objects into effect or for extending any of the powers of the Company or for effecting and modification of the constitution of the Company or for any other such purpose which may seem expedient and to oppose any proceedings or applications which may seem expedient or calculated directly or indirectly to prejudice the interest of the Company.
10. To enter into any arrangements with any Government or Authorities or any persons or companies that may seem conducive to the main objects of the Company or any of them and to obtain from any such Government, authority, person or company any rights, charters, contracts, licenses and concessions which the Company may think desirable to obtain and to carry out, exercise and comply therewith.
11. To procure the Company to be registered or recognized in or under the laws of any place outside India and to do all act necessary for carrying on in any foreign country for the business or profession of the Company.





12. To draw, make, accept, discount, execute and issue bills of exchange, promissory notes bills of lading, warrants, debentures and such other negotiable or transferable instruments, of all types or securities and to open Bank Accounts of any type and to operate the same in the ordinary course of the Company.
13. To advance money either with or without security, and to such persons and upon such terms and conditions as the Company may deem fit and also to deal with the money of the Company not immediately required.
14. To undertake and execute any trusts, the undertaking of which may seem to the Company desirable, either gratuitously or otherwise.
15. To establish, or promote or concur in establishing or promote any company for the purpose of dealing all or any of the properties, rights and liabilities of the Company.
16. To sell, mortgage, exchange, grant licenses and other rights, improve, manage, develop and dispose of undertakings, properties, assets and effects of the company or any part thereof for such consideration as may be expedient and in particular for any shares, stocks, debentures or other securities of any other such company having main objects altogether or in part similar to those of the Company.
17. To distribute among the members in specie or otherwise any property of the Company or any proceeds of sale or disposal of any property of the Company in the event of winding up.
18. To distribute as dividend or bonus among the member or to place to reserve or otherwise to apply, as the Company may, from time to time, determine any money received by way of premium on debentures issued at a premium by the Company and any money received in respect of forfeited shares, money arising from the sale by the Company of forfeited shares as per the provisions of the Act, 2013.
19. To create any reserve fund, sinking fund, or any other such special funds whether for depreciation, repairing, improving, research, extending or maintaining any of the properties of the Company or for any other such purpose conducive to the interest of the Company.
20. To subscribe contribute, gift or money, rights or assets for any national educational, religious, charitable, scientific, public, general or usual objects or to make gifts or such other assets to any institutions, clubs, societies, associations, trusts, scientific research associations, funds, universities, college or any individual, body of individuals or bodies corporate.
21. To establish, for any of the main objects of the Company, branches or to establish any firm or firms at places in or outside India as the Company may deem expedient.
22. To pay for any property or rights acquired by or for any services rendered to the Company and in particular to remunerate any person, firm or company introducing business to the company either in cash or fully or partly-paid up shares with or without preferred or deferred rights in respect of dividend or repayment of capital or otherwise or by any securities which the company has power to issue or by the grant of any rights or options or partly in one mode and partly in another and generally on such terms as the company may determine.
23. To pay out of the funds of the company all costs, charges and expenses of and incidental to the formation and registration of the company and any company promoted by the company and also all costs, charges, duties, impositions and expenses of and incidental to the acquisition by the company of any property or assets.
24. To send out to foreign countries, its director, employees or any other person or persons for investigation possibilities of main business or trade procuring and buying any machinery or establishing trade and business connections or for promoting the interests of the company and to pay all expenses incurred in the connection.



25. To compensate for loss of office of any Managing Director or Directors or other officers of the Company within the limitations prescribed under the Companies Act, 2013 or such other statute or rule having the force of law and to make payments to any person whose office of employment or duties may be determined by virtue of any transaction in which the Company is engaged.
26. To agree to refer to arbitration any dispute, present or future between the Company and any other company, firm, individual or any other body and to submit the same to arbitration in India or abroad either in accordance with Indian or any foreign system of law.
27. To appoint agents, sub-agents, dealers, managers canvassers, sales, representatives or salesmen for transacting all or any kind of the main business of which this Company is authorised to carry on and to constitute agencies of the Company in India or in any other country and establish depots and agencies in different parts of the world.
4. The liability of the member(s) is limited, and this liability is limited to the amount unpaid, if any, on the shares held by them.
5. The Authorized Share Capital of the Company is Rs. 1,00,000/- (Rupees One Lacs only) divided into 10,000 (One Thousand) Equity Shares of Re. 10/- (Rupee Ten only) each.
6. 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 against our respective names:

A handwritten signature in dark ink, appearing to be 'S. Singh', is written over the text of item 6.

S.No.	Subscriber Details					
	Name, Address, Description and Occupation	DIN/PAN/Passport Number	No. of shares taken		DSC	Dated
1	ANURADHA SHUKLA W/O MUKESH SHUKLA,R/O RZF - 760/64 , GALI NO.-3, RAJ NAGAR-2, PALAM COLONY, SOUTH WEST DELHI,DELHI-110077 OCCUPATION: BUSINESS	07758499	500	Equity	ANURADHA SHUKLA Digitally signed by ANURADHA SHUKLA Date: 2018.03.22 14:25:53 +05'30'	22/03/18
2	KAMLESH SHUKLA D/O SHRI RAM PANDEY ,R/O RZF - 760/64 , RAJ NAGAR-2 EXTENSION, PALAM COLONY, SOUTH WEST DELHI,DELHI-110077 OCCUPATION: BUSINESS	07758517	500	Equity	KAMLESH SHUKLA Digitally signed by KAMLESH SHUKLA Date: 2018.03.22 11:44:21 +05'30'	22/03/18
Total Shares taken			1,000.00	Equity		
			0.00			

Signed before Me				
Name	Address, Description and Occupation	DIN/PAN/Passport Number/ Membership Number	DSC	Dated
ACS	AMIT KUMAR KATHURIA B-14 JAWAHAR PARK, KHANPUR, NEAR SAINIK FARM,NEW DELHI-110062 I WITNESS TO SUBSCRIBERS WHO HAVE SUBSCRIBED AND SIGNED IN MY PRESENCE ON MARCH 22, 2018 AT DELHI, FURTHER I HAVE VERIFIED THEIR IDENTITY DETAILS FOR THEIR IDENTIFICATION PARTICULARS AS FILLED	46569	AMIT KUMAR KATHURIA A Digitally signed by AMIT KUMAR KATHURIA Date: 2018.03.22 15:00:45 +05'30'	22/03/18

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*[Handwritten Signature]*