

**THE COMPANIES ACT, 2013**  
**[COMPANY LIMITED BY SHARES]**  
**MEMORANDUM OF ASSOCIATION\***  
**OF**  
**A B INFRABUILD LIMITED\***

- I. The Name of the Company is “**A B Infrabuild Limited**”.
- II. The Registered Office of the Company will be situated in the State of Maharashtra i.e. within the jurisdiction of Registrar of Companies, Maharashtra at Mumbai.
- III. (A) THE OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:

1. To build, construct, alter, improve, maintain, enlarge, pull down, remove, replace and develop, work, manage, and control any building, residential and commercial complexes, offices, factories, warehouses, mills, chawls, hotels, parking lots, shops, roads, ports, airports, highways, tramways, railways, branches and sidings, bridges, wells, dams, reservoirs, multiplexes; construction and operation of solar, hydro, thermal and other power projects; production and distribution of power; and other constructions related to civil works, real estate and conveniences; to take up projects on BUILD OPERATE AND TRANSFER basis and to lease out premises to corporates and others.

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

2. To buy all kinds of plant, equipment, machinery, apparatus, tools, utensils, commodities, substances, articles and things necessary or useful for carrying on the objects of the Company.
3. To enter into agreement with any company or persons for obtaining by grant of license or on such other terms of all types, formulae and such other rights and benefits, technical information, know-how and expert guidance and equipment and machinery and things mentioned herein above and to arrange facilities for training of technical personnel by them.
4. To establish, provide, maintain and conduct or otherwise, subsidies research laboratories and experimental workshops for scientific and technical research and experiments and to undertake and carry on with all scientific and technical research, experiments and tests of all kinds and to promote studies and research both scientific and technical investigation and invention by providing, subsidising, endowing or assisting laboratories, workshops, libraries, lectures, meetings and conferences and by providing the remuneration to scientific and technical professors and teachers and to award, scholarships, prizes, grants and bursaries to students and to encourage, promote and reward studies, researches, investigations, experiments, tests and inventions of any kind that may be considered likely to assist the objects of the Company.

\*Approved Conversion of A B Infrabuild Pvt. Ltd. Into A B Infrabuild Limited and adopted a new set of Memorandum of Association vide Special Resolution passed at EOGM held on 7<sup>th</sup> June, 2018

5. To acquire by concession, grant, purchase, license or otherwise either absolutely or conditionally and either alone or jointly with others land, buildings, machinery, plants, utensils, works, conveniences and such other movable and immovable properties of any description and any patents, trademarks, concessions, privileges, brevets, d'invention, licenses, protections and concessions conferring any exclusive or limited rights to any inventions, information which may seem necessary for any of the objects of the Company and to construct, maintain and alter any building or work, necessary or convenient for the business of the Company and to pay for such land, buildings, works, property or rights or any such other property and rights purchased or acquired by or for the Company by shares, debentures, debenture stock, bonds or such other securities of the Company or otherwise and manage, develop or otherwise dispose of in such manner and for such consideration as may be deemed proper or expedient to attain the main objects of the Company.
6. Subject to the provisions of the Companies Act, 2013 to amalgamate with any other Company having objects altogether or in part similar to those of this Company.
7. To enter into any arrangement with any Government or Authorities Municipal, local or otherwise or any person or company in India or abroad, that may seem conducive to the objects of the company or any of them and to obtain from any such Government, Authority persons or company any rights, privileges, charters, contracts, licenses and concessions including in particular rights in respect of waterways, roads and highways, which the Company may carry out, exercise and comply therewith.
8. To apply for and obtain any order of Central/State or such other Authority for enabling the Company to carry on any of its objects into effect or for effecting any modifications of the Company's constitution or any other such purpose, which may seem expedient and to make representations against any proceedings or applications which may seem calculated directly or indirectly to prejudice the company's interests.
9. To enter into partnership or into any arrangement for sharing profits, union of interests, co-operation, joint-venture, reciprocal concessions or otherwise with any person(s), firm(s) or any body corporate(s) carrying on or engaged in any business or transaction which this Company is authorised to carry on.
10. To purchase or otherwise acquire and undertake the whole or any part of the business, property, rights and liabilities of any company, firms or person carrying on business which this Company is authorised to carry on or is possessed of rights suitable for the objects of this Company.
11. To do all or any of the above things as principals, agents, contractors, trustees or otherwise and by or through trustees, agents or otherwise and either alone or in conjunction with others and to do all such other things as are incidental or as may be conducive to the attainment of the objects or any of them.
12. To promote, form and register, aid in the promotion, formation and registration of any company or companies, subsidiary or otherwise for the purpose of acquiring all or any of the properties, rights and liabilities of this Company and to transfer to any such company any property of this company and to be interested in or take or otherwise acquire, hold, sell or otherwise dispose of shares, stock, debentures and such other securities of all types in or of any such company, subsidiary or otherwise for all or any of the objects mentioned in this Memorandum of Association and to assist any such company and to undertake the management and secretarial or such other work, duties and business on such terms as may be arranged.
13. To open accounts with any bank or financial institution and to draw make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, hundies,




bills of lading, warrants, debentures and such other negotiable or transferable instruments of all types and to buy the same.

14. Subject to the provisions of the Companies Act, 2013 including the rules and regulations made therein and the directions issued by Reserve Bank of India to borrow, raise or secure the payment of money or to receive money as loan, at interest for any of the objects of the company and at such time or times as may be expedient, by promissory notes, bills of exchange, hundies, bills of lading, warrants or such other negotiable instruments of all types or by taking credit in or opening current accounts or over-draft accounts with any person, firm, bank or company and whether with or without any security or by such other means, as may deem expedient and in particular by the issue of debentures or debenture stock, perpetual or otherwise and in security for any such money so borrowed, raised or received and of any such debentures or debenture stock so issued, to mortgage, pledge or charge the whole or any part of the property and assets of the Company both present and future, including its uncalled capital, by special assignment or otherwise or to transfer or convey the same absolutely or in trust and to give the lenders power of sale and other powers as may seem expedient and to purchase, redeem or pay off such securities provided that the Company shall not carry on the business of banking within the meaning of the Banking Regulation Act, 1949.
15. To advance money not immediately required by the Company or give credit to such persons, firms or companies and on such terms with or without security as may seem expedient and in particular to customers of and such others having dealings with the Company and to give guarantees or securities of any such persons, firms, companies as may appear proper or reasonable provided that the Company shall not carry on the business of banking, within the meaning of Banking Regulation Act, 1949.
16. To improve alter, manage, develop, exchange, mortgage, enfranchise, to merge, demerge and dispose of, any part of the land, properties, assets and rights and the resources and undertakings of the Company, in such manner and on such terms as the Company may determine.
17. To remunerate any person or company, for services rendered or to be rendered in or about the formation or promotion of the Company or the conduct of its business, subject to the provisions of the Companies Act, 2013.
18. To create any depreciation fund, reserve fund, sinking fund, provident fund, superannuation fund or any other such special fund, whether for depreciations, repairing, improving, extending or maintaining any of the properties and assets of the Company or for redemption of debentures or redeemable preference shares, worker's welfare or for any other such purpose conducive to the interest of the Company.
19. To provide for the welfare of employees or ex-employees (including Directors and other officers) of the Company and the wives and families or the dependents or connections of such persons, by building or contributing to the building of houses, or dwellings or chawls or by grants of money, pensions, allowances, bonus or other such payments or be creating and from time to time, subscribing or contributing to provident fund and other associations, institutions, funds or trusts, and/or by providing or subscribing or contributing towards places of instruction and recreation, hospitals and dispensaries, medical and such other attendances and assistance as the Company shall determine.
20. To undertake and execute any trusts, the undertaking of which may seem desirable, either gratuitously or otherwise, for the attainment of the main objects of the Company.

21. To procure the incorporation, registration or such other recognition of the Company in the Country, State or place outside India and to establish and maintain local registers and branch places of the main business in any part of the world.
  22. To adopt such means of making known the business of the Company as may seem expedient and in particular by advertising over the internet or any other electronic media and also in print media in the press by circulars, by purchase and exhibition of works of art or interest, by publication of books and periodicals and by granting prizes, rewards or organising exhibitions.
  23. The company would obtain approval of the concerned authorities to carry on the objects of the company and the matters which are necessary for furtherance of the objects of the Company as given in this memorandum of association wherever required.
- IV. 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.
- V. \*(a) The Authorized Share Capital of the Company is Rs.75,00,00,000/- (Rupees Seventy Five Crore Only) divided into 7,50,00,000 (Seven Crore Fifty Lakhs Only) Equity Shares of Rs.10/- (Rupees Ten Only) each.
- (b) The Paid-up Share Capital of the Company shall be minimum of Rs.5,00,000/- (Rupees Five Lakhs Only).





\* The Authorised Share Capital of the Company is increased from Rs. 50,00,00,000 (Rs. Fifty Crore Only) divided into 5,00,00,000 (Five Crores) Equity Shares of Rs. 10/- each to Rs. 75,00,00,000 (Rs. Seventy Five Crore Only) divided into 7,50,00,000 (Seven Crores Fifty Lakhs) Equity Shares of Rs. 10/- each Vide special resolution passed through Postal Ballot on Wednesday, 27<sup>th</sup> March, 2024.

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:

Name, Address, Description and Occupation of Subscribers	No. of Shares taken by Subscriber	Signature of Subscriber	Signature, Names, Addresses, Descriptions & Occupations of Witnesses
1) Mr. Amit Bholanath Mishra S/o. Mr. Bholanath Mishra Add: 502, Heena Elegence, Saibaba Nagar, Opp MKN Bhatia School, Borivali (West), Mumbai – 400067. Nationality : Indian Occupation : Business	24,98,492 (Twenty Four Lakhs Ninety Eight Thousands Four Hundred and Ninety Two)		I Witness To Subscriber, Who Have Subscribed And Signed In My Presence On 07/06/2018 At Mumbai.  Further I Have Verified His Or Their Identity Details (Id) For Their Identification And Satisfied Myself Of Their Identification Particulars As Filled In.
2) Mrs. Savita Amit Mishra W/o. Mr. Amit Mishra Add: 502, Heena Elegence, Saibaba Nagar, Opp MKN Bhatia School, Borivali (West), Mumbai – 400067. Nationality : Indian Occupation : Business	1,000 (One Thousand)		Signed Before Me.  Witness To Subscriber No.1, 2 And 3  Name: Mehul B. Bambhroliya S/O.: Shri Barukbhai M. Bambhroliya Address: 215, Dattani Trade Centre, Off. Chandavarkar Road, Borivali (West), Mumbai-400092. Nationality: Indian Occupation: Company Secretary In Practise Mem. No. 28191 Cop No. 10198
3) Mr. Shreeprakash Singh S/o. Mr. Deonarain Singh Add: C-4 Mulund Shriram Co-Op Hsg Soc Ltd, Mahatma Phule Road, Mulund (East), Mumbai-400081. Nationality : Indian Occupation : Business	100 (One Hundred)		Sign :

DATE : 07/06/2018  
PLACE : MUMBAI



Name, Address, Description and Occupation of Subscribers	No. of Shares taken by Subscriber	Signature of Subscriber	Signature, Names, Addresses, Descriptions & Occupations of Witnesses
4) Mr. Bhartkumar Parmar S/o. Mr. Punmaji Parmar Add: A-602, New Rahul Chs Ltd, Pokar Complex, Near Sai Kripa Complex, Kashmiria Road, Mira Road (E), Thane 401107. Nationality : Indian Occupation : Business	100 (One Hundred)		I Witness To Subscriber, Who Have Subscribed And Signed In My Presence On 07/06/2018 At Mumbai.  Further I Have Verified His Or Their Identity Details (Id) For Their Identification And Satisfied Myself Of Their Identification Particulars As Filled In.  Signed Before Me.
5) Mr. Mukesh Pandey S/o. Mr. Ram Nath Pandey Add: Flat No. 202/F, Second Floor, Saraswati, Vasant Sagar, Thakur Village, Kandivali East, Mumbai-400101. Nationality : Indian Occupation : Business	100 (One Hundred)		Witness To Subscriber No.4, 5, 6 and 7  Name: Mehul B. Bambhroliya S/O.: Shri Barukbhai M. Bambhroliya Address: 215, Dattani Trade Centre, Off. Chandavarkar Road, Borivali (West), Mumbai-400092. Nationality: Indian Occupation: Company Secretary In Practise Mem. No. 28191 Cop No. 10198  Sign :
6) Mr. Hatim Sakerwala S/o. Mr. Hussain Sakerwala Add: 903, Orchid Building, Janjid Enclave, Near Cinemax Theatre, Kanakai Road, Miraroad (E), Thane – 401107. Nationality : Indian Occupation : Business	2,47,250 (Two Lakhs Fourty Seven Thousand Two Hundred and Fifty)		Sign :
7) Shekhar Bhuwania S/o. Mr. Shrawan Bhuwania Add:601, Aastha Gorai Sundar Sath Chs, Plot No.89, RSC 37, Gorai 2, Mumbai - 400092 Nationality : Indian Occupation : Chartered Accountants	100 (One Hundred)		
Total No. of Shares	27,47,142 (Twenty Seven Lakhs Fourty Seven Thousand One Hundred and Fourty Two)		

DATE : 07/06/2018

PLACE : Mumbai