

Schedule I

TABLE -A

MEMORANDUM OF ASSOCIATION OF A COMPANY LIMITED BY SHARES

1st The name of the company is “DEVOTED CONSTRUCTION LIMITED”.

2nd The registered office of the company will be situated in the State of P-27, Malviya Nagar, New Delhi-110017

3rd (a) The objects to be pursued by the company on its incorporation are:—

1. To carry on the business of, consultants, designers, civil engineers property dealer, property broker soil testers builders and developers of land, constructors, colonizers. Civil contractors and undertake any residential, commercial or industrial construction either independently or jointly in partnership , joint venture or an agency or sub contract basis with or on behalf of any individual, firm, body corporate association or society, central or state government cantonment, board of any local authority, To buy, purchase, underwrite or multistoried flats, commercial or residential, houses farm houses buildings godowns, warehouse, markets, shops, industrial sheds, land either rural or urban and any other immovable property of any other consideration and to sale, resale, develop, construct or reconstruct, let on hire and take, assign pledge or under hire purchase agreement out or in other manner.
2. To carry on the business of contractors, colonizers, builders, town planners, estate developers, promoters, land developers, real estate agents, property dealers, for any person, firm, company, governmental authorities, otherwise lands, buildings, civil works, and any rights and privileges therein and to explore civil work, exercise, develop and to turn into the account the same, to erect and agricultural lands, shopping cum office complexes holiday resorts or civil work of every description on any lands of the company or upon any other lands or property whether belonging to the company or not and to pull down, rebuild enlarge, alter and appropriate any such land into and for roads streets, squares, gardens and other convenience and to deal with and improve the property of the company or any other property in India or abroad.
3. To purchase and develop agricultural land, farm houses, and to extend technical assistance and services market research, and studies and to work as consultants, agents, representatives for any person, firm, company and to carry out construction activities for residential commercial, official and industrial areas and to undertake constructional contracts on turnkey basis. To construct layout, erect, build, demolish, fabricate, provide execute, carry out, improve, work, develop, or control in India or abroad civil works and construction of bridge, railways, runways, roads, harbours, demolishes, cinema halls, banquet halls, depots, canals, irrigation, sewage, lines, depots, improvement, power supply works, and to carry on the business of contractors, builders, developers, consultants and designers in all their respective branches.
4. To apply for tender purchase, tenacy, renewal, exchange, hire or otherwise, land and property of any tenure of any interest in the same, to sell, to give on rent, let or otherwise dispose of he lands, houses, buildings and any other property of the company and to transact on commission basis as agents for any kind of property and land.

As altered vide special resolution passed at the extra ordinary general meeting of the held on 16.05.2016.

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

1. 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.
2. 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.
3. 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, subsidizing, 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.
4. 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, licences, 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.
5. 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.
6. 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, licences and concessions including in particular rights in respect of waterways, roads and highways, which the Company may carry out, exercise and comply therewith.
7. 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.
8. 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, or company carrying on or engaged in any business or transaction which this Company is authorised to carry on.
9. 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.
10. 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.

11. 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.
12. 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.
13. 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.
14. 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.
15. To improve alter, manage, develop, exchange, mortgage, enfranchise 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.
16. 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.
17. To create any depreciation fund, reserve fund, sinking fund, provident fund, super-annuation 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.
18. 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,

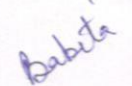
pensions, allowances, bonus or other such payments or be creating and from time to time, subscribing or contributing to provident fund and other associations, institutions, funds or trusts, and/or by providing or subscribing or contributing towards places of instruction and recreation, hospitals and dispensaries, medical and such other attendances and assistance as the Company shall determine.

19. 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.
20. 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.
21. 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 organizing exhibitions.
22. 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.
23. To purchase, take on lease, or otherwise acquire the undertaking, business and property or any part thereof of any company or companies carrying on business in India or elsewhere which this Company is entitled to undertake.
24. To enter into contracts, agreements and arrangements with any other such company, Firm or person for the carrying out by such other company, firm or person on behalf of the Company any of the main objects for which this Company is formed.
25. To import, export, deal in or prepare for market, revise, clean, restore, recondition, treat and otherwise manipulate and deal and turn to account by any process or means, by products, re-use and waste, and other products capable of being manufactured or produced out of or with the use of all or any raw materials, ingredients, substances or commodities used in the manufacture of all or any of the products which the Company is entitled to manufacture or deal in and to make such other use of the same as may be thought fit for the attainment of the main objects of the Company.
26. To repair, alter, remodel, clean, renovate, convert, manipulate and prepare for sale or otherwise any goods belonging to the Company.
27. To employ experts to investigate into and examine the conditions, prospects, value, character and circumstances of any business concerns and undertakings and of any assets, property or rights for the attainment of the main objects of the company.
28. To carry on any business or branch of a business of which this Company is authorized.
29. To carry on through the agency of any subsidiary company or companies and to enter into any arrangement with such subsidiary company or companies for taking the profits and bearing the losses of any business or branch of business so carried on or for financing any such subsidiary company or guaranteeing its liabilities, or to make any business or branch of business so carried on at any time, and either temporarily or permanently to close any such branch of business.
30. To let on lease or on hire purchase system, or to sell or otherwise dispose of any property belonging to the Company.
31. To buy foreign exchange in all lawful ways in compliance with the relevant laws of India and of the foreign country concerned in that behalf for the attainment of main objects of the Company.

- 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.

The Authorised Share Capital of the company is Rs. 49,99,990/- (Rupees Forty Nine Lakh Ninety Nine Thousand Nine Hundred Ninety) which shall consist of 4,99,999 (Four Lakh Ninety Nine Thousand and Nine Hundred Ninety Nine) Equity Shares of Rs.10/- (Rupees Ten Only) each with such rights privileges and conditions attached thereto as may be determined by the Board of Directors of the Company at the time of issue of these Shares. The Company has and shall always have power to divide the Share Capital for the time being into several classes and increase or reduce its capital from time to time and vary, modify or abrogate any rights, privileges or conditions attached to any class of Shares in such manner as may for the time being provided in the Companies Act, 2013 and regulations of the Company”.

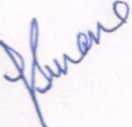
We, the several persons, whose names and addresses are subscribed, are desirous of being formed into a company in pursuance of this memorandum of association, and we respectively agree to take the number of shares in the capital of the company set against our respective names:—

S.NO.	Names, addresses, descriptions, and occupations of subscribers	No. of shares taken by each subscriber	Signature of Subscriber	Signature, names, descriptions and occupations of witnesses
1)	Blueblood Ventures Limited, Registered office P-27, Mahiyya Nagar, New Delhi-110017 Authorized Person Neha Gupta D/O Ashok Gupta R/O F-201/5, Gautam Nagar, New Delhi-49	9990		I witness to subscriber who have signed and subscribed in my presence on _____ in New Delhi. Further I have verified their identity details for identification and satisfied my self identification particulars as filled. Further CS Mond Zafar, ACS 28165, COP-110008 MZ & Associates, Company Secretary, 3/31 West Patel Nagar NO-110008 
2)	SURESH BOHRA S/O U. P. C. BOHRA E-356 Greater Kailash Part-II (3rd floor) New Delhi-110048 (Business)	5		
3)	Babita Bohra w/o Suresh Bohra E-356 Greater Kailash Part-II (3rd floor) New Delhi-110048 (Business)	1		

Date: 02/03/2016

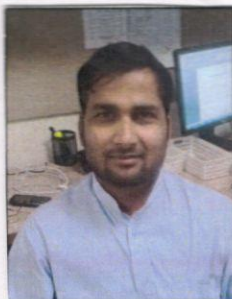
Place: New Delhi

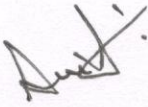
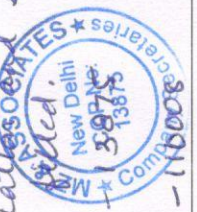


S.NO.	Names, addresses, descriptions, and occupations of subscribers	No. of shares taken by each subscriber	Signature of Subscriber	Signature, names, descriptions and occupations of witnesses
4)	MATHENDRA RANA S/O Sh. SURINDER SINGH RANA R/O F/U, Block F, NEAR SURAJ KUND SHIV DURGHA VIHAR PRIDABAD HARYANA-121005	1		I witness to subscribers who have signed and subscribed in my presence on their identity details for their identification particulars as filled CS Mohd Zafar, ACS-28165 MZ & associates, company secretaries 3/28 West Patel Nagar, New Delhi- 110008 
5)	KAMAL SHARMA S/O SH. A.K. SHARMA R/O 48, Sazai Tullera, P.O. Jamia Nagar, New Delhi-110025.	1		
6)	PUSHPENDRA SURANA S/O Late Sh. S.K. SURANA R/O D-173, Ramprastha, Ghaziabad - 201011, UP	1		

Date: 02/03/2016

Place: New Delhi



S.No	Names, addresses, descriptions, and occupations of subscribers	No. of shares taken by each subscriber	Signature of Subscriber	Signature, names, descriptions and occupations of witnesses
7)	Amrit Kumar Raner S/o. Satyendra Baboo R/o 196, Ambala Road Samsawa, Saharanpur 247232,	1		I witness to subscriber who have signed and subscribed in my presence on their identity details for their identification particulars as filed my self of their identification particulars as filed. CS Mohd Zafar, ACS 20165, COP M/Z & Associates, company secretary 3/31 West Patel Nagar, New Delhi - 110008 

Date: 02/03/2016
Place: New Delhi

