Form No. INC-30

[pursuant to schedule-1 (section 4 and 5) to the Companies Act, 2013]

THE COMPANIES ACT, 2013

COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION OF

....

PRIVATE LIMITED

I The name of the company is **………………………………….. PRIVATE LIMITED**

II The Registered Office of the Company will be situated in the State of ………….......

III
(A) **THE OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE :**

To carry on the business activities to promote and support smart and sustainable ventures in the infrastructure sector as a facilitator for various green initiatives in the field of infrastructure planning, designing and operations. The related business activities include operating in a networking mode by bringing together the investors, contractors, advisors in a common platform and to take up infrastructure project focused on sustainable technologies in the areas like integrated habitat development, associated services, water and waste management, water body management, renewable energy options, green materials etc. in a turnkey consultancy mode.

Signature : Signature :
Name : Name :

The related business activities include integrator of various technical and managerial solution providers in a single window, system design approach based on optimizations of life cycle cost with enhanced functional output, corporate environment management, Solution based on low carbon project development including green supply chain management, and to operate as a facilitator of various green rating systems being practised in the habitat and infrastructure sector in India.

(B) MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE 3(A) ARE :

1. To apply for and obtain the necessary licenses in connection with the aforementioned objects and to avail all types of incentives in connection therewith.

2. To do all or any of the acts or things as mentioned in the main objects either as principal, contractors or otherwise and either alone or in conjunction with others.

3. To enter into any contracts or sub-contracts, agreements including foreign collaboration agreements, partnership or into any arrangement for sharing profits, union of interest, joint venture, reciprocal concession or co-operation, collaboration(s) with Indian or foreign individuals, company, firm, hotels, institutions, Schools, Colleges, Universities, Government Departments, Corporations, Municipalities, association of persons, local or national authority or other persons for technical, financial, marketing of any kind of products and services or any other assistance for carrying out main objects of the Company.

Signature **:**	Signature **:**
Name **:**	Name **:**

4. To receipt of contract amount in foreign currencies and repatriate the amount outside India.

5. To acquire by purchase, lease, or exchange, land, building, furniture, plant, machinery, vehicles, movable and immovable property and any other assets, rights, goodwill, intellectual property or privileges which the company may deem necessary or convenient for the purpose of its main business.

6. To employ, engage, appoint, retain or otherwise suspend, dismiss or terminate the services of professionals, consultants, engineers, design consultants, technicians, legal and financial advisors, Chartered Accountants, Company Secretaries, Cost Accountants, Surveyors, Valuers, Technicians, Architects, Engineers, Management Experts, Technical Professionals and any other employees and pay for the same by cash or by other assets or by allotment of fully or partly paid up shares or in any other manner for their services of formation and run of the company.

7. To import, export, buy, sell, exchange, alter, improve, manipulate, repair and otherwise deal in all kinds of plants, machinery, apparatus, appliances, tools, utensils, substances, materials and things necessary or convenient for carrying on any of the above specified main business.

8. To sell, exchange, lease, mortgage, charge, develop, repair, exchange, let, dispose of or otherwise deal with the whole company's property and assets or any part thereof upon such terms and consideration as the Company may think fit, and in particular for shares or other securities of any other company having similar objects, altogether or in part similar to those of this company subject to the provisions of the Companies Act, 2013.

Signature **:**	Signature **:**
Name **:**	Name **:**

9. To enter into partnership or into any arrangements for sharing of profits, co-operation, amalgamation, union of interest, joint-venture, reciprocal concession or otherwise with any Government, authority, person, firm, or company carrying on or engaged or about to carry on or engage in any business or transaction which the Company authorised to carry on or may seem capable of being carried on or conducted so as directly or indirectly to benefit the Company.

10. To establish and maintain branches or agencies in India or any part of the world and to get the Company registered and to be recognized in any foreign country and to adopt such means of making known to the public about the business and product carried on by the Company as may seem expedient and in particular by advertising in the press by circulars, notices, publication of books and periodicals and organizing seminars, workshops, T.V. broadcast, Website Publish, exhibitions and by granting prizes, awards and donations.

11. Subject to the provisions of the Companies Act, 2013, acquire, amalgamate, and hold shares in any company or LL.P or Firm or person or body corporate having object wholly or partly similar to the objects of the company whether with or without the liquidation of the company.

12. To invest the surplus funds of the Company in such shares / bonds/ securities, as may be decided by the Board or to lend or make advances to any persons or body corporate, however that the Company shall not engage in or carry on the business of banking as defined in Section 5(b) of the Banking Regulation Act, 1949.

13. To insure with any person or company against losses, damages, risks and liabilities of any kind, which may affect the Company either wholly or partly.

Signature **:** Signature **:**
Name **:** Name **:**

14. Subject to the provisions of the Companies Act, 2013 to borrow or avail secured loans for the purpose of business of the Company from Banks, Financial Institutions or from such other sources by creating charge on the assets of the Company.

15. Subject to provisions of the Companies Act, 2013, to subscribe, contribute, gift, donate or guarantee any money, right or assets for any national, educational, religious, charitable, benevolent, scientific, public, general, institution, clubs, societies, associations, trusts, scientific research, universities, colleges, any individual, body of individuals, bodies corporate, useful object, political parties or for political purposes.

16. To draw, accept, make and to endorse, discount or negotiate promissory notes, hundies, bills of exchange, bills of lading and other negotiable instruments connected with the business of this company.

17. To buyback its own shares and other securities and to distribute any of the assets of the Company in specie, among the members, provided that no distribution amounting to a reduction of capital shall be made except with the sanction, if any for the time being required by Companies Act, 2013.

18. To open an account or accounts, whether savings, current, overdraft, deposit or otherwise, with any bank or banks and to pay into, deposit or withdraw moneys from such account or accounts and to draw cheques and generally operate upon such account or accounts and to arrange for the operation of such accounts as decided by the board of directors from time to time.

Signature **:**	Signature **:**
Name **:**	Name **:**

19. Subject to the provisions of the Companies Act, 2013 and guidelines issued by the Reserve Bank of India from time to time, receive money on deposit within the permissible limits or in such manner as the Company may think fit by the issue of debentures (perpetual or otherwise) including debentures convertible into shares or as advance from customers or to borrow money on unsecured basis from share holders or other persons on such terms and consideration as the board of the company think proper; but the Company shall not carry on banking business within the meaning of the Banking Regulation Act, 1949.

20. To create any Depreciation Fund, Reserve Fund, Sinking Fund, Insurance Fund or any other Special Fund, whether for depreciating or for repairing improving, extending or maintaining any of the property of the Company, or for any other purpose conducive to the interest of the Company.

21. To establish or support or aid in establishment of association, institution, funds, trusts, and convenience, calculated to benefit for the welfare of the directors, officers, employees, ex-directors, ex-officers and ex-employees of the Company and the wives, widows and families or the dependents or connections of such persons by building or contributing to building houses, villas, apartments, or by grants of money, pension, allowances, bonus or other payments, or by creating and from time to time subscribing or contributing to provident fund or to make payments towards insurance, or by contributing to recreation clubs, hospitals, dispensaries and medical expenses and to assist or aid or guarantee or grant scholarships or other helps to students including incurring and paying expenses in sending them for higher studies either in India or abroad.

Signature **:**	Signature **:**
Name **:**	Name **:**

22. Subject to the provisions of the Companies Act, 2013, to place, to reserve or otherwise to apply as the Company may from time to time think fit, any money received by way of premium on shares or debentures issued at a premium by the Company and money received in respect of dividends accrued on forfeited shares of unclaimed dividends.

23. Subject to the provisions of the Companies Act, 2013, to indemnity members, officers, directors, employees of the Company or persons otherwise concerned with the Company against proceedings, costs, damages, claims, and demands in respect of anything done or ordered to be done by them for and in the interest of the Company or any damage or misfortune whatever which may happen in the execution of their office or in relation thereto.

24. To promote or oppose legislative and other measures affecting the company, industry, trade and commerce and manufactures within constitutional means.

25. To pay the cost, charges and expenses preliminary and incidental expenses to the formation of the Company.

26. In the event of winding up of the Company, to distribute, any of the property of the Company amongst members in specie or in kind.

27. To train or pay for the training in India or abroad of any of the Company's directors, employees or any candidate in the interest of or for furtherance of the Company's objects.

28. To apply for, tender, purchase or otherwise acquire, contracts, sub-contracts, and concessions, for all or any of them and to undertake, execute, carry out, dispose of or otherwise turn to account the same and to sublet all or any contracts from time to time and conditions as may be thought expedient.

29. To apply for, obtain, purchase or otherwise acquire and prolong and renew any patents, patent rights, copyrights, trademarks, licenses, brevetted, inventions, trade secrets, scientific, technical or other assistances, manufacturing processes, know-how and other information designs, concessions and the like rights or benefits, conferring an exclusive or non-exclusive or limited or unlimited rights of use thereof which may seem capable of being used for or in connection with any of the objects of the Company on payment of any fee, royalty or other consideration and to use, exercise or develop the same and to expend money in experimenting upon, testing or improving any such patents, inventions, rights or concessions.

30. To agree to refer to arbitration any dispute, present or future between the Company and other company, firm, individual or any other body and submit the same to arbitration in India or abroad either in accordance with Indian or any foreign system of law.

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. The share capital of the company is Rs.1,00,000/- (Rupees one Lakh only) divided into 1000 (One Thousand) equity shares of Rs.100/- (Rupees One Hundred) each.

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.

Signature **:**	Signature **:**
Name **:**	Name **:**

Sl. No.	Name, Father's Name, Address, Description and Occupation of Subscriber	Number of Shares taken (Rs.100 each per share)	Photograph of the Subscribers and Signature	Signature, name, address, description & occupation of witness
1.				
2.				