

UNDER COMPANIES ACT 2013
(COMPANY LIMITED BY SHARES)
(Incorporated under the Companies Act 1956)

MEMORANDUM OF ASSOCIATION
OF
SUPRA PACIFIC MANAGEMENT CONSULTANCY LIMITED

(Adopted as the Memorandum of Association of the company by passing Special Resolution by the shareholders vide postal ballot notice dated 14.07.2020 which shall be deemed to be passed on 26.08.2020)

- I. The name of the Company is SUPRA PACIFIC MANAGEMENT CONSULTANCY LIMITED
- II. The Registered Office of the Company will be situated in the State of Maharashtra.
- III. The objects for which the company is established are:

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

1	To carry on the business or profession or vocation of consultancy In all matters including investment, management, marketing, administration, organization, technical, product, finance, personnel, public relations, warehousing, indenting, systems & operation research, computers, taxation, legal, statistical and to act as consultants In general and In particular to identify industrial potentials through surveyors, to undertake techno-economic study and appraisal of Projects, to prepare project reports & profiles, feasibility study and pre- investment studies In respect of any industry and to identify potential entrepreneurs for execution and implementation of such projects in India or elsewhere either solely or jointly with others.
2	To provide advises, services and assistance consultancy in various fields to individual, firms, body corporate, association of Persons or to companies and to accept remuneration for such services and assistance either by way of fixed percentage of commission, Lump sum or in any other manner.

****(Title amended vide Shareholders Resolution vide postal ballot notice dated 14.07.2020 which shall be deemed to be passed on 26.08.2020)***

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

3	To acquire, take up and hold and deal in shares, stocks, debentures, debentures-stock bonds, obligations and securities issued or guaranteed by any company constituted or carrying on business in India or in any foreign country, and debentures, debentures-stock bonds, obligations, and securities issued or guaranteed by the Government, Sovereign Ruler, Commissioner, public body or authority supreme, municipal, local or other vise whether In India or any foreign Country in connection with the business which the company Is authorized to carry on and on behalf of any of the' client or group of clients of the company and to subscribe for the same . either
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	conditionally or otherwise, and to guarantee the subscription thereof , and to exercise all rights and powers conferred by or incidental to the ownership thereof.
4	To purchase or otherwise acquire become interested in, deal in and with invest in, hold, sell, mortgage, pledge or otherwise dispose of, to turn to account or realize upon, all form of securities including shares stock, bonds, debentures. notes. evidence of indebtedness, certificate of indebtedness and certificates evidencing shares of interest in trusts and trust estate or associations, certificate of trust of beneficial interest in trust mortgages and other instrument, securities and rights.
5	To act as technical and engineering consultants, to undertake preliminary planning. site development studies, technical feasibility reports, design engineering. procurement of plant, machinery and equipment fabrication, erection installation, factory inspection, construction management, trial runs, operator, training, plant betterment services; and to supply technical know-how for the manufacture or processing of goods and materials or in the installation or erection of machinery and plants for such manufacturing or processing in any industry or in the working of the machinery or plant or in the working of a mine , oil-well or other source of mineral deposit or in the search for, discovery or testing of mineral deposits or the winding of access to them or to provide services on turnkey basis, including technical and specialized advise on projects.
6	To acquire from any person or any source technical information, know-how, data processes, formulae techniques and methods, engineering, manufacturing and operating data, plans, layouts, blueprints and other data for design fabrication, installation, erection, maintenance and operation of the plant, machinery, equipment and facility whatsoever required for attaining the main objects of the company and to acquire any grant or. license and other rights and benefits in connection therewith.
7	To carry on the business of Financial Consultants and to act as merchant bankers, financial advisors to negotiate loans, prepare loan applications, loan syndication and to engage in raising of loans in India or Foreign currency, provided that the company shall not carry on banking Regulation Act, 1949.
8	To Promote, form and register and aid in promotion, formations, and registration of any company, subsidiary or otherwise for the purpose of acquiring all or any of the property, undertakings, rights and liabilities of this company or and to be interested in or take or otherwise acquire purchase hold, sell or otherwise dispose of shares debentures and other securities in or of any such company or any other company for all or any other objects mentioned in this Memorandum and to subsidies or otherwise assist any such company and to undertake the managements and or other work, duties and business of any such company on such terms and conditions as may be arranged.
9	To acquire and to take over as a going concern by purchase or on lease and undertake to carry on the whole or any part of the business together with the goodwill and trade-name, property rights and liabilities of any person or persons, firms or any company carrying on any business, any part of the purposes , of which this company is authorized to carry on or to pay of the same by shares, debentures, debenture-stock, bonds, cash or otherwise as the Directors of the company determine and to conduct and carry on or liquidate and wind-up any such business
10	To amalgamate, enter into partnership or into any arrangements for sharing or dealing profits, union of interests, co-operation, joint-venture reciprocal concessions or otherwise with any person, firm, corporation or Government or company carrying on or

	engaged in any business undertaking or transaction which the company is authorized to carry on or to lend money, to guarantee the contracts or otherwise assigned of any such persons, firms or company and to take or otherwise acquire and hold shares or securities of any such persons, firms, or companies, to sell, hold, reissue with or without guarantee or otherwise deal with same.
11	To enter into any agreements, make and perform contracts and arrangements of every kind and description with municipalities, corporate bodies, government, central or state, semi-government organizations, territory province, without limit as to the amount and obtain from any government or authority any rights, privileges, contracts and concession which the company may deem desirable obtain and to carry out, exercise and comply with any such arrangements, rights, privileges, contracts and concessions.
12	To enter into any arrangements\ and to take all necessary or proper steps with Governments or with other authorities, supreme, national, local, municipal or otherwise of any place in which the company may have interest and to carry on any negotiations or operations for the purpose of directly carrying out the objects of the company or effecting any modifications in the constitution of the company in furthering the interest of its members and to oppose any such action taken by the company, firm or person which may be considered likely direct or indirectly to prejudice the interests of its members or of the company and to promote or assist in promoting whether directly or indirectly of any legislation which may appear to be in the interest of the company and to oppose and assist in opposing whether directly or indirectly any legislation which may be prejudicial or disadvantageous to the company and to obtain from any such government, authority or any company any charters, contracts, decrees, rights, agents, loans, privileges, or concessions which the company may think fit desirable, to obtain and carry out exercise with any such arrangements, charters, contracts, decrees, rights, privileges or concessions.
13	To establish agencies or appoint representatives or to be appointed as manufacturer's representatives and commission agents in India or elsewhere for the production, manufacturer, sales, purchases, exchange, hire/distribution, or for any one or more objects of the company and to regulate and discontinue the same.
14	To raise or borrow money from time to time for any of the purpose of the company by bonds, debentures or promissory notes, stocks or by shares or by taking credit in or opening current account with any individual or firm or with any Bank/s or Brokers and whether with or without giving security goods or other articles or by mortgaging, pledging, charging, hypothecating or selling or receiving advances, on the sale of any lands. buildings, machineries, goods, assets or revenue of the company, present or future including its uncalled capital or otherwise by such other means as the Directors may in their own absolute discretion deem expedient and in particular by the issue or debenture stock. convertible into shares of this or any other company or to convey the same absolutely or in trust and to give the lender powers of sale and other powers as may be expedient and to purchase, redeem or pay of such security subject to the provisions of Section 58A of Companies Act 1956 and R.B.I. directives.
15	To borrow money from any labour fund or funds standing in the name of Labour Union set up by the employees of the company for the time being on the terms and conditions acceptable to the Union and the company, lend or deposits moneys belonging to or entrusted to or at the disposal of the company to such person or company and in particular to customers and other having dealings with the company

	with or without security upon such terms as may be thought proper and to invest or otherwise employs such moneys in such manner as may be thought proper and from time to time to vary such transaction in such a manner as the Directors of the company time being may think fit.
16	To invest and deal with the moneys of the Company not immediately required, in immovable properties, shares, bonds, debentures, obligations or the other securities of any company or association or in Government securities or in current or other deposit account with banks or in the mortgage of immoveable property or in any manner as may for time to time determine by the Directors of the Company for the time being and for time to time to vary all such investments and to execute all assignments, transfers, receipts and documents that may be necessary in that behalf
17	To guarantee the payment of money unsecured by or payable under of in respect of promissory notes, bonds, debenture, debentures-stock, contracts, mortgages, charges, obligations, instruments, and securities of any company or of any such authorities, supreme, municipal, local, or otherwise or of any persons whomsoever, whether incorporated or not incorporated and generally to guarantee or become sureties for the performance of any contracts or obligations.
18	To give guarantee for the performance or discharge of any obligations, liabilities, duties or the payments of moneys by any person, firms and companies or governments and state and give indemnity of all kinds
19	To open accounts with any Bank or Banks and to deposit money therein and to draw and endorse cheques on and to withdraw money from such account and generally operate upon same (whether overdrawn or not) as may be required for any of the objects or purposes of the Company
20	To draw, make, issue, accept, transfer and/or endorse, discount, execute and/ or negotiate promissory notes, hundies, bills of exchange, cheques, drafts, bills of lading, letters of credit, delivery orders, dock-warrants, railway or transport receipts, warehouse-keeper's certificate and other negotiable or commercial or mercantile instruments connected with the business of the company
21	To advance and or to lend money, either with or without security and generally to such persons, associations, corporation, companies upon such terms and conditions as the company may think fit
22	To sell, mortgage, lease, manage, develop, exchange, dispose of or to transfer the business, immovable or movable property and undertaking of the Company or any part of the property, rights, concession of the Company in such manner and upon such terms and condition and for such considerations as the Directors of the company for the time being may think fit to accept and in particular for cash, shares, debentures, debenture-stock bonds or securities of any other company having objects altogether or in any part similar to those of this Company
23	To purchase take on lease, or in exchange or otherwise acquire any estate, lands, buildings, easements or other rights and interest in immoveable properties to sell, let or lease, mortgage, hypothecate or otherwise dispose of or grant rights over any immoveable property belonging to the Company
24	To apply for, take out, obtain, purchase, or otherwise acquire and turn to account any copy rights, licenses, concessions, patent rights or inventions, monopolies, privileges, trade marks, or secret process which may seem capable of being used for any of the Company and to use, exercise, develop or grant licenses in respect of or otherwise turn to account the property, rights or information, to acquire and to expend money in

	experimenting upon and testing and improving or seeking to improve any rights inventions, discoveries, process or Information of the Company which the Company may acquire
25	To employ experts to investigate and to examine into the conditions, prospects, value, charter and circumstances of any business concerns and undertakings and generally of any assets, property or rights.
26	To establish and to maintain from time to time such branches of the company and the agencies either in different parts of India or elsewhere and to make such regulations for their managements and to close and discontinue the same as Director of the Company for the time being may from time to time determine and appoint representative In any part of the world, for the conduct Of the business Of the company or for purchase, sale or exchange either for ready delivery or future delivery of any merchandise, commodities, goods, wares, machinery materials, products, articles and things required for or dealt in or manufactured by or disposal of the Company.
27	To establish, provide, maintain, conduct or otherwise subsidies research laboratories and experimental stations, workshop, for scientific and technical research, experiments and tests of all kinds and to promote studies and research, both scientific and technical, Investigations and invention by providing, subsidising, endowing or assisting laboratories, workshops, libraries, training colleges, schools and other institution for training lectures, meetings and conferences and by providing the remuneration of scientific or technical professors, or teachers and by providing for the award for exhibitions, scholarship prizes, grants and parasaries to students or otherwise and generally to encourage, promote and regard studies, researches, investigations, experiments tests and inventions of any kind that may be considered likely to assist any business which the company is authorized to carry on
28	To adopt such means of making known the business of the company as may seem expedient and in particular by advertising in the press, radio, T.V., by circulars, posters, by purchase and exhibition of works of art or interest, by granting prizes, awards and donations including donations to any fund for charitable or public purpose
29	To undertake' and execute any trusts, undertaking whereof may seem desirable either gratuitously otherwise and/or to make donations to any person, company or association and to subscriber guarantee money for any national/ international, charitable, benevolent, educational, public, objects, activity, exhibition or trade, show for any purpose whatsoever which may be or appear to be conducive directly or indirectly in furtherance of its object of the company or the interest of its members or for the welfare of the staff.
30	To be interested in and to promote and undertake the formation and establishment of such institution, association, chamber of commerce, or other bodies, business, industrial, trading or manufacturing within the objects of the company as may be considered to be conducive to the profit and Interest of the company and to acquire, promote and or subsidies any industry or undertakings
31	To create any depreciation fund, reserve fund, sinking fund, dividend equalization fund, capital redemption fund, or any other special fund whether for depreciation or for repairing, improving, extending or maintaining of the property of the Company or for redemption of debentures of redeemable preference shares or for any other purpose whatsoever conducive to the interest of the company
32	To provide for the welfare of the. Directors, Ex- Directors, employees or ex-employees

	of the Company or its predecessors in business and the wives and the families or dependents or connections of such persons by building or contributing to the building of houses, dwelling chawls or quarters or by grant of moneys, pension gratuities allowance, bonuses, awards, profit sharing or other schemes or trusts and by providing or subscribing or contributing or towards places of instructions and recreation, hospitals and dispensaries, medical and other attendance and other assistance as the Company shall deem fit, to establish, maintain and grant scholarship to any persons for technical study and education In India and elsewhere which may be necessary or useful for any objects of the Company or otherwise and to subscribe or otherwise and to subscribe or otherwise to assist or to guarantee money to charitable, benevolent, or for redemption of debentures of religious, scientific national or either by reason or locality of operation or of public and genera utility or otherwise
33	To pay out of the funds of the Company, all expenses of and incidental to the promotion, formation, registration, advertisement and establishments of this Company and the issue and subscription of shares or loans or Capital including brokerages, underwriting or other commission for obtaining applications for a placing or guaranteeing the placing of shares or any debentures, debenture stocks and other securities, of this Company and also all expenses concerning the issue of any circulars or notices.
34	To amalgamate with any other Company with any or all of the objects similar to the object of this Company in any manner whatsoever, whether with or without a liquidation of the Company.
35	To assist any company or otherwise or by issuing or guaranteeing the subscription and issue of capital, share, stock, debentures, debenture-stock or other securities and to hold and deal in shares, stocks, securities of the company, notwithstanding there may be liability thereon.
36	To establish and support funds and institutions calculated to benefit employees or Ex-employees of the Company or the dependents or connections of such persons, and to grant pensions and allowances.
37	To make donations to such persons or institutions either of cash or any other assets as may be thought directly or indirectly conducive to any of the Company objects or otherwise expedient and also to subscribe, contribute or otherwise assist or guarantee money for charitable objects or institutions.
38	To take part in the management, supervision and control of the business of operations of any undertaking entitled to carry on the business which the Company can conveniently carry on.
39	To purchase, take on lease or in exchange, hire or otherwise acquire any Immovable anti movable property and any rights or privileges which the company may think necessary or convenient for the purpose of its business and in particular Land, Buildings, Basements, Plant and Machineries, Stock in trade.
40	To agree to refer to arbitration to refer to arbitration disputes, present & future between the company and any other company, firm or individual and to submit the same to arbitration or an arbitration In India or abroad and either In accordance with India or any other foreign system of law.
41	To train or pay for the training in India or abroad of any of the Company's employees or any other person in the interest. and for the furtherance of the company's objects and business.
41A	to acquire concessions or licenses for the construction and maintenance of electric

	installations for the production, transmission or use of electric power.

42	re carry on the business of manufactures of and dealers in all varieties of rubber, India rubber; synthetic rubber, tyres and tubes and in compounds, made from rubber and compounds made from rubber and the by-products of rubber or the same in combination with any metallic or non-metallic substance, leather, hides and skins, chemicals, nylon and rayon all descriptions of leather goods, asbestos and canvas manufacturers. flooring and paving material and other compositions water-proof articles, articles made of plastic, oil cloth, linoleum, tarpaulin and also the business of tanners and dealers in hides and skins.
43	To search for_. develop, explore, extract, process Import, export, buy, sell, Install, survey; estimate, transport refine and generally deal in chemicals, operators, compounders, synthetize, analysts, physicists, reactor operators, gas producers, and-consumers. manufacturers of plasticizers of all forms of organic and inorganic chemistry prosects, drillers, miners to buy, sell, import, export and deal in all forms of chemicals petroleum, petrochemicals, gas, coal, carbon, other chemicals and chemicals products and material of all kinds and to carry on the trades or business of factory, refinery, distillery and plant owners generally of any description not here In above Included, importers, exporters factors, agents, sellers, dealers in all or any chemical substances manufactured or unmanufactured
44	To manufacture, fabricate, produce, prepare, extract, process, Import, export, buy, sell, install, survey, estimate. transport, refine and generally deal In zinc, Iron, steel, silicon, 'chromium, molybdenum ,vanadium, titanium, tungsten, manganese,: calclum, carbon, copper, aluminum. nickel and other elementary. substances and any and all alloys compounds and products of the forgoing, or any products of the forgoing or any of them.
45	To bring, buy, sell, manufacture plant, cultivate, prepare; convert, hire, alter, treat, manipulate, exchange, let on hire, import, export, dispose of and deal in machinery; implements, rolling stock, plants, hardware, ores. metals, appliances, and of all kinds of steel metal plants and in all kinds of machinery, tools, Instruments, Implements, and accessories, mechanical, electrical or gas and in every other kind of machinery tools, Instruments, Implements accessories, whatsoever, carry on the business of and for that otherwise dispose of and/or turn to account all kinds of general purpose to purchase, sell, resell and repurchase and other purposes machinery tools such as lathes, milling and drilling machines', boring machines, shaping machines, tool and cutter grinders shearing machines band saws. electric and welding sets. oxyacetylene welding and cutting. sets, portable flexible shaft grinding machines, maintenance and fitter shop tools and measuring instruments cutters plate and bar bending machines and all kinds of machines, tools, instruments, accessories whatsoever.
46	To manufacture, produce, prepare, import and export, buy and sell plastics intermediaries and raw materials conversion machinery and to do research in the development of new
47	To carry on (either in connection with the aforesaid business or as distinct and separate business) any of the following, that is to say of general carriers, forwarding agents and warehouseman
48	To carry on business of providing long term finance to any person or persons, company or corporation, society or Association of persons with or without any Security for the purpose of enabling such borrower to construct or purchase or enlarge or rep

	air any house or building or any part or portions thereof or to purchase any tree-hold or leasehold or any lands, estate or Interest In or to take demise for any term or terms of years of land or property in India upon such terms and conditions as the company may deem fit.
49	To construct, maintain, improve, develop, work, control, and manage any water works, gas works, reservoirs, roads, electrical power, heat and light supply works, telephone works, hotels, clubs, restaurants, baths, places of worship places of amusement, pleasure grounds, park, garden, reading rooms, stores, shops, dairies and other works and conveniences and to contribute or otherwise assist or take part in the construction, maintenance, development, working, control, and management thereof
50	To carry on all or any of the following businesses namely builders and contractors, decorators, merchants and dealers in stone, sand, lime, brick, timber and hardware, cement and other building requisites, bricks and tile and terra-cotta makers, job masters carriers, licensed valuers and house agents
51	To purchase, sell, lease, let, hire or otherwise deal in the lands, houses, buildings and other property or any part or portions thereof belonging to the company or in which the company is in anyway, interested or concerned
52	To transact on commission or otherwise the general business of a land and property agent and to act as Advisers on property matter
53	To discount hire purchase or other agreement and to acquire any rights therein (whether proprietary or contractual) and generally to carry on business and to act as financiers, traders, commission agents or in any other capacity in India and to sell, barter, exchange, pledge, make advance upon or otherwise deal in properties, houses, buildings, flats furnished or otherwise as aforesaid
54	To carry on the business of generation, transmission and distribution of electric power and in particular to construct, lay down, establish, operate, fix and carry out thermal and hydraulic power plants and stations, gas turbines and turbines of all types cables, optic fiber wires, lines, accumulators, lamps and works, and to generate, acquire by purchase in bulk, accumulate, distribute and supply electricity.
55	To carry on the business of manufactures of and dealers in 'apparatus, plants, machinery and equipments of all kinds required for or capable of being used in connection with the generation, distribution, supply, accumulation and employment of electricity
56	To acquire, utilize, grow, plant, cultivate, breed, produce, and to carry out researches and inventions for and with respect to floricultural, agricultural, horticultural, plantation, sericulture, aqua cultural, and farming purpose and agro-industrial projects and to carry business of or as producers, millers, grinders, rollers, planters, fishing, processors, preservers, growers, cultivators, packages, cold stores, traders, buyers and sellers, Importers, agents, consultants, dealers, storekeepers and distributors and exporters for any ordinary or specialized floricultural, dairy products, poultry products, agricultural, horticultural, sericulture, aquaculture and agro-industrial products and commodities, Including flowers, fruits, vegetables, food grains, pulses, seeds, cash crops, cereal products and flora

**(Title amended vide Shareholders Resolution vide postal ballot notice dated 14.07.2020 which shall be deemed to be passed on 26.08.2020)

*** (Deleted the title other object clause vide Shareholders Resolution vide postal ballot notice dated 14.07.2020 which shall be deemed to be passed on 26.08.2020)

IV. The liability of the members limited to the extent of amount unpaid, if any, on shares held by them.

(Liability Clause amended vide postal ballot notice dated 14.07.2020 which shall be deemed to be passed on 26.08.2020)

V. The Authorized Share Capital of the Company is Rs. 50,00,00,000/- (Rupees Fifty Crores only) divided into 5,00,00,000 (Five Crores only) Equity Shares of Rs. 10/- (Rupees Ten Only), each and with the power to Increase and reduce the time being into several classes and to attach thereto respectively and preferential rights, privileges or conditions as may be determined by or in accordance with the regulation of the Company and to vary, modify or abrogate any such rights, privilege or conditions in such manner as may for the time being be provided by the regulations of the Company.

(Capital Clause amended vide postal ballot notice dated 14.07.2020 which shall be deemed to be passed on 26.08.2020)

We the several persons, whose names, addresses and description are hereunder subscribed below, 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:

Name, address, description and occupation of each subscriber	Number of equity shares taken by each subscriber	Signature of Subscriber.	Signature of witness and his name, address, description and occupation.
MR. KISHOR KUMAR Amichand Shah. 131, Vardhaman Nagar Nursing home. S.V. Road. Malad (West) Bombay 400 064 Business. S/o Amichand Shah	five	K. Shah.	Ravindra V. Joshi S/o Vishnugopal S. Joshi E-67, Salwan Bldg Fateh Sang S.V. Road Korativli (W.W.) Bombay 400 064 Practicing company lawyer.
MRS. JYOTI KISHOR SHAH. 131, VARDHAMAN NAGAR NARSINGH LALD S.V. ROAD. MALAD (WEST) BOMBAY 400 064. House wife.	FIVE	S. K. Shah.	
Mr. Kishor Kumar A. Shah			

Bombay, Dated this 31st day of March 1986