

(THE COMPANIES ACT, 2013)

(COMPANY LIMITED BY SHARES)

## MEMORANDUM OF ASSOCIATION OF ICON FACILITATORS LIMITED

- I. The name of the Company is **Icon Facilitators Limited**
- II. The Registered Office of the Company will be situated in state of Delhi
- III. The objects for which the Company is established are:

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

1. To carry on the business of providing all types of services along with human resources such as skilled, semi-skilled persons and general staff managerial personnel whether on contractual or purely temporary basis in various residential, commercial and industrial establishments and provide staffing/man power and technical support services in all fields of every nature and description).
2. To act via media and provide managerial, technical non-technical services and to train educate them for the best outcome and result oriented services such as property management, facility management, maintenance of air conditioning, DG, lift, electricity, firefighting systems rain water harvesting, annual maintenance security guard services.
3. To develop and provide man power for all types of industries and projects with the best implementation at the lowest cost.
4. To Provide House-Keeping security services, pantry services by providing tools and machinery cleaning chemicals and consumables.
5. To facilitate mail room services, riders for courier delivery and transport services for multi- facilities in support of the main object as stated above.
6. *\*To carry on the business of providing technical, engineering, repair, maintenance, operation and support services, and for the purpose of or in connection therewith, to trade, buy, sell, import, export, stock, distribute and otherwise deal in movable properties of every description, including machinery, tools, spare parts, components, accessories and materials, used in or ancillary to technical and maintenance services rendered by the Company and trading of any other materials which may deems fit.*

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*\*Clause No. 6 in Object Clause III(A) inserted vide special resolution passed by the shareholders through postal ballot dated on Thursday, February 05, 2026.*

  
Dinesh Makhija  
Managing Director  
DIN: 06629656



  
Pooja Makhija  
Director  
DIN: 06629580




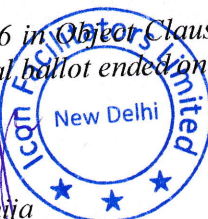
**(B) MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF OBJECTS SPECIFIED IN CLAUSE III(A) ARE: -**

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 import, buy, exchange, alter, improve and manipulate in all kinds of plants, machinery, apparatus, tools and things necessary or convenient for carrying on the main business of the Company.
4. To vest any movable or immovable property, rights or interests required by or received or belonging to the Company in any person or company on behalf of or for the benefit of the Company and with or without any declared trust in favour of the Company.
5. To purchase or otherwise acquire, construct, carry out, equip, maintain, alter, improve, develop, manage, work, control and superintendent factories, any plants, warehouses, workshops, sheds, dwellings, offices, shops, stores, buildings, telephones, electric and gas works and all kinds of works, machinery, apparatus, labour lines and houses ware houses and such other works and conveniences necessary for carrying on the main business of the company.
6. 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 on the main business which the company is authorised to carry on and possessed of any property or rights suitable for the main business of the company and to pay for the same either in cash or in shares or partly in cash and partly in shares.
7. To undertake or promote scientific research relating to any business or class of business in which the Company is engaged in.
8. To negotiate and enter into agreements and contracts with Indian and foreign individuals, companies, corporations and such other organizations for technical, financial or any other such assistance for carrying all or any of the main objects of the Company or for the purpose of activity research and development of manufacturing projects on the basis of know-how, financial participation or technical collaboration and acquire necessary formulas and patent rights for furthering the main objects of the Company.

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Managing Director  
DIN: 06629656



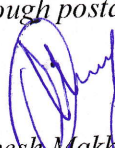
  
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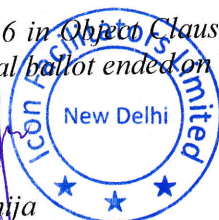


9. Subject to Section 230-232 of the Companies Act, 2013, to amalgamate with any other such company or companies having all or any objects similar to the objects of this company in any manner whether with or without process of liquidation of that company.
10. Subject to the Companies Act, for the time being in force, to undertake or take part in the formation supervision or control of the main business or operations of any person, firm, body corporate, association undertaking carrying on the main business of the Company.
11. To apply for, obtain, purchase or otherwise acquire and prolong and renew any patents, patent-rights, brevets, de-inventions, processes scientific technical or other assistance of all types manufacturing, process know-how and such information, designs, patterns, copyrights, trade-mark, licenses concessions and rights or benefits, conferring an exclusive or non-exclusive or limited or unlimited right of use thereof, which may seem capable if being used for or in connection with the main objects of the Company or the acquisition of which may seem calculated directly or indirectly to benefit the Company on payment of any fee, royalty or other consideration of all type and to use, exercise or develop the same under or grant licenses in respect thereof and to spend money in experimenting upon testing or improving any such patents, inventions, right or concessions.
12. To apply for and obtain any orders, charter, privilege, concession, license or authorization of any government, state or such other Authority for enabling the company to carry on its main objects into effect or for extending any of the powers of the company or for effecting any modification of the constitution of the company or for any other such purpose which may deem expedient and to oppose any proceedings or applications which may deem directly or indirectly to prejudice the interest of the company..
13. To enter into any arrangements with any Government Authorities or any persons or companies that may deem 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 obtain and to carry out, exercise and company therewith.
14. To arrange the company to be registered or recognized in or under the laws of any place outside India and to do all acts necessary for carrying or in any foreign country the main business of the company.
15. To draw, make, accept, discount, execute and issue bills of exchanges, promissory notes, bills of lading, warrants, debentures and such other negotiable or transferable instruments or securities of all types and to open Bank Accounts and to operate the same in the ordinary course of the Company.
16. 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 invest and deal with the moneys of the company, not immediately required, in or upon such investments and in such manner as may, be determined not

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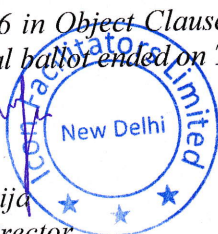
being investment in company's own shares provided that the company shall not carry on the main business of banking as defined in the Banking Regulation Act, 1949.

17. Subject to Sections 73, 179-180-185 & 186 of the Companies Act, 2013 and the Regulations made thereunder and the directions issued by the Reserve Bank of India to receive money on deposits and loans and to borrow or raise money in such manner and at such time or times as the company may determine and in particular by the issue of debentures, debenture-stock, perpetual or otherwise and to secure the repayment of any borrowed, raised or owing by mortgage, charge or lien upon all or any of the properties or assets of revenues and profits of the company, both present and future, including its uncalled capital and also by a similar mortgage, charge or lien to secure and guarantee the performance by the company or any other such person or company of any obligation undertaken by the company of such other person or company and to give the lenders the power to sell and such other powers as may deem expedient and to purchase redeem or pay off any such securities.
18. To undertake and execute any trusts, the undertaking of which may deem beneficial either gratuitously or otherwise of the company in connection with the main business of the company.
19. To establish, or promote or concur in establishing or promoting any company for the purpose of acquiring all or any of the properties, rights and liabilities of the Company.
20. To mortgage, exchange, grant licenses and other rights improve, manage, develop and dispose of undertakings investments, assets and effects of the company or any part thereof for such consideration as may be conducive to the main business of the company and in particular for any shares, stocks, debentures or such other securities of any other company having main objects altogether or in part similar to those of the Company.
21. Subject to the provisions of Section 100 to 105 of the Act, 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.
22. To distribute as bonus shares among the members or to place to reserve or otherwise to apply, as the company may, from time to time, deem fit, in any monies received by way of premium on debentures, shares issued at a premium by the company and any money received in respect of forfeited shares, subject to the provisions of Section 52 of the Companies Act, 2013.
23. To employ agents or experts to investigate and examine into the condition, prospects, value, character and circumstances of main business concerns and undertakings and generally of any assets, properties or rights which the Company propose to acquire.
24. To accept gifts, bequests devisers of any movable or immovable property or any right or interests therein from members or others.

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*Pooja Makhija*  
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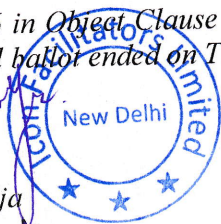


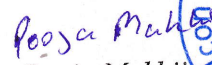
25. To create any reserve fund, sinking fund, insurance fund or any other such special funds whether for depreciation, repairing, improving, research, extending or maintaining any of the properties of the Company or for any other such purpose conducive to the main objects of the Company.
26. Subject to the provisions of Section 179, 180, 182 and 183 of the Companies Act, 2013 to subscribe, contribute, gift or donate any monies, rights or assets of any national educational, religious, charitable, scientific, public, general or useful objects or to make gifts or donations of monies or such other assets of any institutions, clubs, societies, associations, trusts, scientific research associations, funds, universities, colleges or any individual, body of individuals or bodies corporate.
27. To establish and maintain or procure for the establishment and maintenance of any contributory or non-contributory pension or superannuation, provident or gratuities funds for the benefit of and give or procure the giving of the donations, gratuities, pensions, allowances, bonus or emoluments to any persons who are or were at any time in the employment or service of the company or any company which is subsidiary of the company is allied or associated with the company or with any such subsidiary company who are or were at any time Directors or officers of the company or any other such company and the wives, widows, families and dependants of any such persons and also establish and subsidise and subscribe to any institutions, associations, clubs or funds of or in advance the interests and well-being of other company or any such other company or persons as aforesaid and make payments to or towards the insurance of any such persons and to do an other matters either alone or in conjunction with any other company.
28. To establish for any of the objects of the company, branches or to establish any firm or firms at places in or outside India as the Company may determine.
29. 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 on such terms as the Company may determine subject to the provisions of the Section 188 of the Companies Act.
30. 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 expenses of and incidental to the acquisition by the Company of any property or assets.
31. To send out to foreign countries and anywhere in India, its directors, employees or any other person or persons for investigation possibilities of any business or trade for procuring and buying any

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machinery or establishing trade connections or for promoting the main business of the Company and to pay all expenses incurred in connections herewith.

32. To compensate for loss of office of any Managing Director or Directors or such other officers of the company within the limitations prescribed under the Companies Act, 2013 or such other statutes or rules having the force of law and to make payments to any person those office or employment or duties may be determined by virtue of any transaction in which the company is engaged in.
33. To agree to refer to arbitration any disputes present or future between the company and any other such company, firm, individuals or any other such body and to submit the same to arbitration in India or abroad either in accordance with Indian or any foreign system of law.
34. To appoint agents, sub-agents, dealers, managers canvassers, sales representatives or salesmen for transacting the main business of this Company and to constitute agencies of the Company in India or in any other country and to establish units and agencies in different parts of the world.

**C. THE OTHER OBJECTS ARE:**

1. To carry out the business of software development and computer designing, job-works, customization and also to provide technical services, training, consultancy related to hardware & software, information technology, to undertake computer related jobs as internet, Communication network, e-commerce, web hosting, maintenance of web-sites, web site designing, development of portals, multimedia to carry all kind of business in India or abroad related to information and technology, computer related assignments WAP application development, franchising and placement consultant.
2. To carry out the business of advertising and publicity agency of providing to advertiser a Complete range of advertising services on network and all mass media like radio, television, cinema, video, hoardings, newspapers, magazines and films and to carry on the business of providing advertising consultancy and professional market research including public relations.
3. To carry out the business as manufactures, traders, importers and exporters of and dealers in aluminum utensils, steel utensils, and all other such types of utensils and kitchen requisites of all types.
4. To carry out business by whole sale or retail, or otherwise of interior decorators and furnishers, upholsters, and dealers in and hirers repairs, cleaners, stores and warehouses of furniture, carpets, linoleums, furnishing fabrics.
5. To carry out the business as brewers, distillers, bottlers, canners, preservers, coopers dehydrators, masters and merchants of and dealers in fruits, herbs, vegetables, plants and liquors by products therefrom, where intoxicating or not, tonics, vitamin beverages, flavored drinks, nectar, punch aerated waters and drinks whether soft or otherwise.
6. To act as cargo agents, travel agents, ship brokers, charter party contractors, ship agents, packing forwarding and clearing agent, salvors, wreck removers, wreck raisers, auctioneers, inspectors and

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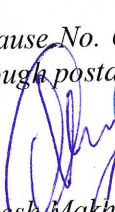


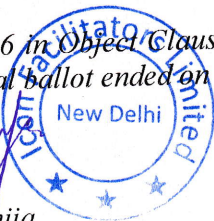
observers of quality control custom-house agents, commission agents and general sales agents for any of the airlines, steam-ship companies, railway and transport companies or any such person.

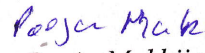
7. To carry out the business of cold storage of fruits, vegetable seeds, fish, meat, agricultural products, dairy products and such other perishable items of all types.
8. To carry out the business of production, distribution or exhibition of films and motion pictures and the running of theatres, cinemas, studios and cinematographic shows and exhibitions.
9. To manufacture, assemble, buy, sell, import, export, trade service and deal in all kinds of Audio, Video Cassettes, Compact Discs, Compact Discs recorders.
10. To trade, deal in and undertake manufacturing, of bricks, tiles, pipes, cement lime and building construction requisites and to carry on all or any of the business of builders, contractors, decorators, furnishers and to acquire, hold, mortgage exchange or otherwise deal in lands, buildings, house, flats, bungalows, shops, here-dita-ments of any tenure or freehold for residential or business purposes.
11. To cultivate, grow, produce or deal in tea, coffee and any agricultural, vegetable or fruit products and to carry on all or any of the businesses of farmers, dairyman, milk contractors, dairy farmers, millers, purveyors and vendors of milk and milk products, condensed milk and powdered milk, cream, cheese, butter, poultry, fruits, vegetables, cash crops and provisions of all kinds.
12. To carry on the business of manufacturers of or dealers in pulp and paper of all kinds and articles made from paper and pulp such as card boards and wall and ceiling papers and packaging cartons and newspapers and newsprints.
13. To carry on the business of purchase and sale of petroleum products, to act as dealers and distributors for petroleum companies, to run service stations for the repair and servicing of automobiles and to manufacture or deal in fuel oils, cutting oils and greases.
14. To carry on the business of iron-founders, makers of scientific, industrial and surgical instruments, mechanical engineers, and manufacturers of agricultural implements and other machinery, steel castings and forgings and malleable iron and steel castings, tools makers, brass founders, metal workers, boiler-makers, mill wrights, machinists, iron and steel converters, smiths, builders, painters, metallurgists, electrical engineers, water, supply engineers, gas makers, farmers, printers, carriers and merchants and to buy, sell, manufacture, repair, convert, alter, let on hire and deal in machinery, implements and rolling stock.
15. To carry on the business of hoteliers, moteliers, restaurant owners, refreshments, room proprietors, refreshment contractors and own run garages, shops, stores, godowns, bars, refreshment rooms, cafeterias, discotheques, restaurants and places for sale custody, bailment, depots or protection of the valuable goods and commodities.
16. To carry on the business of manufacturing and dealing in assembling, buying, selling, reselling, exchanging, altering repairing importing exporting, lettings distributing, or dealing in motor cars, motor cycles, scooters, motor buses, motor lorries, motor vans, trucks, locomotive engines, trains and

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Pooja Makhija  
Director  
DIN: 06629580



all other road and rail conveyances, ships, boats, barges, launches, steamers and other vessels, aero planes, aero planes flying boats, hydroplanes, and aircrafts and aerial conveyances of every description and kind for transport or conveyance of passengers, merchandise or goods of description, whether propelled or moved or assisted by means of petrol, spirit, electricity, steam, oil vapour, gas, petroleum, mechanical, animal or any other such motive power of all types.

17. To carry business of manufacturing, dying, coloring, spinning, weaving, buying selling, importing, exporting or otherwise dealing in all fabrics and other fibrous substances and preparations and manufacturers of and dealers in cotton, silk, woolen linen, hemp jute, rayon, nylon, artificial silk and such other yarn and all kinds of woven, synthetic blended textiles manufactured from such yarn.
18. To carry on the business of manufacturers of and dealers in industrial machinery bearings, speed reduction units, pumps, machine tools, agricultural machinery and earth-moving machinery including road rollers, bull-dozers, dumpers, scrapers, loaders shovels and drag lines and light engineering, goods such as cycle and sewing machines.
19. To carry on the business of manufacturers of or dealers in ferrous or non-ferrous metals iron & steel aluminum, brass, tin, nickel, special, steel and their products.
20. To carry on the business as manufacturers stockists, importers and exporters of and dealers in bolts, nuts, nails, hooks, and such other hardware items of all types.
21. To carry on business as manufacturers, stockists, importers and exporters of and dealers in forging castings, stampings, of all metals, machinery parts, moulds, press tools, jigs, fixtures and compression moulding, steel products and automobile parts.
22. To carry on business as manufacturers stockists, importers, exporters and repairers of and dealers in all kinds of electrical and electronic goods.
23. To carry on business as manufacturers, stockists, importers and exporters of and dealers in wearable and un-wearable fabrics, high density polyethene and polypropylene, woven snacks and tarpaulins.
24. To carry on business as manufacturers of and dealers in and as stockists, importers, and exporters of packing material, jointing and belting materials, asbestos materials and fibers, insulation material and welding fluxes, cartons, containers, boxes and cases made of paper, boards, wood glass, plastic, pulp, cellulose, films, polythene, rubber, metals, metal foils gelatine, tin, flexible, treated and laminated, or other materials.
25. To carry on business as manufacturers of and dealers in as stockiest, importers and exporters of bottles, jars, fibrate boxes corrugated containers, aluminum foils of all types, wooden drums, packing cases, rods, wires, ropes, strips, conductors, equipment required for generation, distribution and transmission of electric energy, cables, motors, fans, lamps, batteries and accumulators.
26. To carry on the business of manufacturers, traders, suppliers of all kinds of confectionery items and Tood such as jams, syrups, namkeens, toffee, chocolates, biscuits, sweets, wafers, corn flakes, saunf & spices.

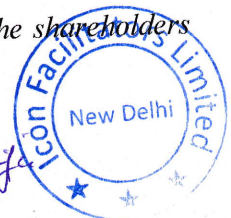
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Pooja Makhija  
Director  
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27. To carry on the traders and business of meal manufacturers, dealers in consumable stores and provisions of all kinds food stuffs, grains flour, seeds folder, cane oils, corn, wheat, wheat products, stores, vegetable oils, ghee and vanaspati products.
28. To set up a tannery and to carry on the business as manufacturers of and dealers in and Importers and exporters of leather and raw hides and skin.
29. To carry on the business as manufacturers of and dealers in or as stockists, importers, and exporters of plastics, synthetic resins, natural resins, polymer products and chemicals required for the manufacture, processing and fabrication of plastics and similar other such products, tubes, pipes, sheets films whether moulded, extruded, casted, formed or foamed.
30. To purchase and acquire mines mining rights, mining claims and metalliferous lands and explore, work, exercise, develop and turn to account all sorts of major and major minor minerals working of all kinds of minerals and subsoil materials and to crush, win set, quarry, smelt, calcine, refine, dress, amalgamate, manipulate and prepare for market ores, metals and mineral substances of all kinds and to carry on metallurgical operations in all its branches and to prepare, process, manufacture, assemble, fabricate, cast fit, press machine, treat, weld, harden, plate, temper anneal any kind of metals and consequential products.
31. To produce, manufacture, trade, deal in and dispose of alkalies, dyes, chemicals, acids, gases, compounds fertilizers, chemical, products of every nature and description, intermediates, derivatives, all types of floatation regents, wetting agents, insecticides, fumigates, dyestuffs, catalytic agents, direct colors, basic colors pigments, drugs, biological, pharmaceuticals, serums vitamin products, hormones and products, derived from phosphate. mines, limestone quarries, bauxite mines, petroleum natural gas and other natural useful or suitable in the manufacture of chemicals and chemical products and to undertake the business of spraying of pesticides.
32. To carry on business as importers, exporters, traders, buyers, sellers, retailers, wholesalers, suppliers, Indenters, filling, re-filling, movers, preservers, stockists, agents, sub-agents, merchants, distributors, consignors, jobbers, brokers and manufacturer or otherwise deal in all kinds of gases for industrial, commercial and domestic use.
33. To carry on business or businesses as importers, exporters traders, buyers, sellers, retailers, wholesalers, suppliers, indenters, packers, movers, preservers, stockists, agents, sub-agents, merchants, distributors, consignors, jobbers, brokers, concessionaires or otherwise to deal in all kinds of herbal items whether in synthetic, medicated, natural, ayurvedic, allopathic, homeopathic form or in any other form, cosmetic items, health caring goods, body caring goods, skin caring goods, hair caring goods including shampoos, creams, shower gels, hair oil, hair removers, formulations of all types, powders, kajals, lipsticks, soaps whether in liquid form.
34. To run, own, manage, consultants administer, Diagnostic, Nursing homes, scan centres, Urology and Maternity centres, hospital, clinical dispensaries, child welfare and family planning centers, clinical pathological testing laboratories.

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*Dinesh Makhija*  
 Managing Director  
 DIN: 06629656



*Pooja Makhija*  
 Pooja Makhija  
 Director  
 DIN: 06629580



35. To manufacture buy, sell, import, export, alter, improve, manipulate, prepare for market, exchange, install, repair, service and deal in all kinds of surgical X-ray unit, X-ray equipments telecommunication machines, business machines, intercoms, teleprinters, dictating. And recording machines, broadcasting apparatuses, loud-speakers, radios, auto-radio reverberates, tape-players, cassette tapes, head phones, stereo-complex speakers, radios control equipments, cameras, binoculars, microscopes, projectors, telescopes, television sets, refrigerators, coolers, radars, computers and spare parts.
  36. To procure or develop and supply technical know-how for the manufacture or processing the or correction of machinery or plant in the working of mines oil wells or other sources of mineral or in carrying out any operations relating to agriculture, animal husbandry, dairy or poultry farming, forestry or fishery or rendering services in connection with the provision of such technical know-how.
  37. To deal in forex business such as money changing, foreign exchange, export and import foreign currency subject to approval of Reserve Bank of India and other appropriate Authorities.
  38. To carry on business of present, promote, produce, organise, manage, conduct, represent event Management Programme. DJ, Disco, Classical Programme and the live entertainment Programme by hiring the professional artist and carry on all the related activities on behalf of sponsored companies/firms/individuals for advertisement and entertainment purposes.
  39. To carry on the business of immigration recruitment & placement as professionals, executives, skilled semi-skilled, un-skilled workers, labours & other technical personnel in India & abroad for those seeking immigration.
- IV. The liability of Member is Limited.
- V. The Authorised Share Capital of the Company is Rs. 10,00,00,000/- (Rupees Ten Crores) divided into 1,00,00,000 (One Crore) equity shares of Rs. 10/- (Rupees Ten) each.

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Pooja Makhija  
Director  
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We, the several persons, whose names and addresses are hereunder 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 opposite to our respective names:-

| S. No. | Name, Address, Occupation & Description of each Subscriber  | No. of Equity shares taken by each Subscriber | Signature of Subscribers   | Name, Address, Description and Occupation of witness and his signature   |
|--------|---|---|--|--|
| 1      | SH. DINESH<br>MAKHISA<br>S/O LATE. T.R. MAKHISA<br>R/O - C3/4, 1 <sup>st</sup> FLOOR<br>JANAK PURI, NEW<br>DELHI - 110058<br>OCCUPATION: BUSINESS | 7500<br>Equity                                |  | I hereby witness the signatures of all the subscribers who have signed in presence of me in New Delhi.<br><br>ANIL KUMAR SHUKLA (FCA - 075418)<br>S/o. Late Shree Vinaya Nath Shukla<br>R/o. 75/11, 3rd Floor, Gali No. 2, East Green Anand Nagar, Meer Aajivindya, Preeti Boudh<br>Delhi - 110092 |
| 2      | SMT. POOJA MAKHISA<br>W/O DINESH MAKHISA<br>R/O C-3/4 1 <sup>st</sup> FLOOR<br>JANAK PURI, NEW<br>DELHI - 110058<br>OCCUPATION - BUSINESS         | 2500<br>Equity                                | Pooja Makhisa  |  |
| Total  |   | 10,000<br>Equity<br>Shares                    |  |  |

Place... NEW DELHI ... dated this... 6<sup>th</sup> ... day of... September... 2013