

(THE COMPANIES ACT, 2013)

**MEMORANDUM OF ASSOCIATION
OF
URJA GLOBAL LIMITED
(COMPANY LIMITED BY SHARES)**

- I. The name of the Company is **URJA GLOBAL LIMITED**.
- II. The Registered Office of the Company will be situated in the Union Territory of Delhi.
- III. The objects for which the Company is established are:

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

1. To carry on all or any of the business of producers, manufacturers, generators, suppliers, distributors, transformers, converters, transmitters, processors, developers, stores, procurers, carriers and dealers in electricity or otherwise deal in all forms of energy and any such product and by-products derived from such business Including without limitation, steam, coal, solar power, fuels; ash, and any product derived from or connected with any other form of energy, including, without limitation to conventional such as heat, thermal, hydel and / or from non-convention sources such as tidal wave, wind, solar, geothermal, biological, biogas and bio-fuel or any of the business of purchasers, creators, generators, manufacturers, producers, procurers, suppliers, distributors, converters, processors, developers, stores, carriers and dealers in, design or otherwise acquire to use, sell or transfer or otherwise dispose of electricity, steam, oil, gas, hydro or tidal, water, wind, solar, hydrocarbon, coal, fuels, handling equipments and machinery and fuel handling facilities thereto and an products or by products derived from any such business(including without limitation, distillate fuel oil and natural gas whether in liquefied or vaporized form), or other energy of every kind and description and solar energy equipments and other energy devices, cells, new and renewable energy developers and researchers like solar, wind, magnet, radium and others devices, solar plates, photovoltaic and photosynthesis plates and equipments, stoves, cookers, heaters, geysers, biogas, plants, steam turbines, boilers, generators, alternators, diesel generating sets and other energy devices and appliances of every kind and description.



2. To carry on in India and elsewhere in the world the business of prospecting, extracting, mining, dredging, quarry, working, crushing, dressing, processing, beneficiating, refining, selling, amalgamating, holding, stockpiling, marketing, distributing, retailing, exporting, importing, trading, developing, maintaining, transporting or other wise dealing in coal, coke, lignite, bitumen minerals ores, mineral concentrates, fireclay in all their various forms, oil petroleum and petroleum products in all its branches, all types of ores, mines, and mineral deposits, mining and processing of iron ore, chrome ore, quartz, feldspar. Sicica sand, manganese ores, bauxite, coal, precious and semi-precious gem stones and other mineral deposits.
3. To Carry on the business of production, development and marketing of bio-fuel, bio-energy scientific and hi-tech farming in all its forms and applications for promoting the business of plantation, non-edible oils, seeds, extraction of Bio-Diesel and oil from agriculture, horticulture, floriculture, medicinal herbs, Jatropha Curcas for commercial and Non-commercial purpose and to cultivate, establish, maintain, carry on the business of growers, cultivators, producers, planters, blenders, buyers, sellers, exporters, importer of Jatropha, Karanja, Sal, Neem tree and other plants for production of Bio-diesel and ethanol and to acquire by purchase and otherwise Jatropha Estate and to set-up expeller units for extracting oil from Jatropha seeds and other all seeds and to set-up a Bio-diesel refinery plant and to set-up such industries as may be required for production of soaps, bio-fertilizer pesticides and other pharmaceutical products out of the bi-products of Bio-diesel.
4. To establish laboratories, research and development facilities, conduct research and survey and to act a consultant, broker, advisors for all or any of the activities as mentioned under the aforesaid object clause 1 to 3.
5. To carry on the business of manufacturing, trading, fleet operating, leasing and renting of all:
 - I. Electric Vehicle i.e. Two, Three, four and multi wheeler including electric bicycle, e-cart, Electric cars, Electric Buses, Electric heavy weight vehicles that can be charged through solar energy or electricity generated through any renewable/ non-renewable source of power and
 - II. Spare parts thereof inclusive of any equipment (like motors, controllers, power trains, batteries or any advanced energy storage devices like lithium-



ion battery, super capacitors, fly wheel, GPS systems and its variants which can be store energy in form of electrical, chemical and mechanical form like battery, capacitors, fly wheel, and its variants.

- III. To carry on business such as import, export, re-licenses, periodic inspections of sweeping/ charging station of all kinds of electric vehicles & batteries and to provide fleet services.
6. To open Urja Kendra to provide training to the unemployed youth for trading, marketing of solar products, panels, batteries, e-vehicles and other products including installation of charging stations.”

(B)Matters which are necessary for furtherance of the objects specified in Clause III (A) are:

1. To purchase, otherwise acquire, own, import, in all materials, substances, appliances, machines, containers and such other articles and apparatus and things capable of being used in any of the business and to own, lease and otherwise acquire and use facilities of whatever kind as may be conducive to the effective working of the main business or any part thereof.
2. To acquire, build, construct, alter, maintain, enlarge, pull down remove or replace and to work, manage and control any building, offices, factories, mills, shops, machinery and conveniences which may seem necessary to achieve the main objects of the company.
3. To buy, repair, alter, improve, exchange, let on hire import, export and deal in all factories, work plants, machinery, tools, utensils, appliances, apparatus, products, materials, substances, articles and things capable of being used in any business which this company is competent to carry on and to manufacture experiment, with rendered market and deal in all products residual and by-products incidental to or obtained in the business carried on by the Company.
4. To purchase, take on lease or tenancy or in exchange, hire take, options over or otherwise acquire any estate or interest, whatsoever and to hold, develop, work, cultivate deal with and turn to account concessions grants, decrees, licences, privileges, claims, options, leases, property, rights or powers of any kinds which may appear to be necessary for the business of the Company.



5. To pay for preliminary and pre-incorporation expenses of the Company.
6. To sell, exchange, let on lease mortgage, royalty or tribute, grants licenses, easements, options and other rights over and in other manner deal with or dispose of the whole or any part of the undertaking property, assets, rights and effects of the Company for consideration as may be thought fit and in particular for stocks, shares debentures whether fully or partly paid-up or securities of any other company having main objects whole or in part similar to those of the Company.
7. To pay for any rights or property acquired by the Company and to remunerate any person, firm or body corporate rendering services to the Company either by cash payment or by allotment to him or them of shares or securities of the Company as paid up in full or in part otherwise.
8. To lend and advance money, in connection with the main business either with or without security and give credit, to such persons (including Government) and upon such terms and conditions as the Company may think fit, provided that the Company shall not carry on banking business within the meaning of Banking Regulations Act 1949.
9. To undertake financial and commercial obligations, transactions and operations of all kinds in connection with the main business of the Company.
10. To guarantee the performance of any contractor obligations and the payment of money or dividends and interest on any stock, shares or securities of any company, corporation, firm or person in any case in which such guarantee may be considered directly or indirectly to furthering the main objects of the Company.
11. To guarantee the payment of money unsecured or secured or payable under or in respect of promissory notes, bonds, debentures, stocks, contracts, mortgages, or charges, obligations, instruments, securities of any company or of any authority, supreme, municipal, local or of any persons whether incorporated or not incorporated, and generally to guarantee or become securities for the performance of any contracts or obligations as may be necessary for the main business of the Company.



12. To subscribe for acquire, hold and sell shares, share-stocks debentures, debenture-stocks, bonds, mortgages, obligations, securities of any kind, issued or guaranteed by any company (body corporate undertaking) of whatsoever nature and howsoever constituted to carrying on the business and to subscribe for, acquire, hold and sell shares, debentures and debenture-stocks and debenture-bonds, mortgages, obligations and other securities issued or guaranteed by any Government, sovereign ruler, commissioners, trust. Municipal, local or other Authority or body of whatsoever nature, whether in India or elsewhere as may be conducive to the main business of the Company.
13. To invest in other than investments in company's own shares any money of the Company not immediately required, in any investments, movable or immovable as may be deemed proper and to hold, sell or invest in shares or stock in the company as may be necessary for the business of the Company.
14. Subject to the provisions of Section 73 to Section 76 and 179 of the Companies Act, 2013 and the Regulation made thereunder and the directions issued by Reserve Bank of India, to receive money on deposit or loan and borrow money in such manner as the Company shall think fit, and in particular by the issue of debentures or debenture-stock (perpetual or otherwise) and to secure the payment of any money borrowed, raised or owing on the mortgage, charge or lien upon all or any of the property or assets of the Company (both present or future) including its uncalled capital and also by similar mortgage, charge or lien to secure and guarantee the performance by the Company or any other such person or Company, or any obligation undertaken by the Company.
15. To draw, make, accept, endorse, negotiate, execute and Issue bills of exchange, promissory notes, bills of lading, debentures and such other negotiable or transferable Instruments or securities of all types.
16. To apply for, purchase or otherwise acquire and protect, prolong and renew in any part of the world, any patents, and patent rights, brevets d'inventions, trademarks, designs, licences, protections and concessions, conferring any exclusive or non-exclusive or limited right to their use or other information as to any invention, process or privileges which may seem capable of being used for any of the main objects business of the Company or the acquisition of which may seem calculated directly or indirectly, to benefit the company and to use, exercise, develop or grant licences or privileges in respect of the



property, rights and information so acquired.

17. To spend money in experimenting upon and resting end in improving or seeking to improve any patents, rights, inventions, discoveries, processes or information of the Company or which the Company may acquire or propose to acquire.
18. To do all or any of the above things either as principals, agents, trustees, contractors or otherwise and either alone or in conjunction with others and either by or through agents, sub-contractors, trustees or otherwise.
19. To acquire and takeover all or any part of the business, property and liabilities of any person, firm or company carrying on or proposing to carry on any business which this Company is authorised to carry on or possess property, suitable for the main business of the Company.
20. To procure the registration or recognition of the company in or under the laws of any place outside India.
21. To form, incorporate or promote any company or companies whether in India or elsewhere having amongst its or their objects the acquisition of all or any of the assets or controls, management or development of the Company or any other objects which in the opinion all the Company could or might directly or indirectly assist the Company in the management of its main business or the development of its properties or otherwise prove advantageous to the Company and to pay all or any of the costs and expenses incurred in connection with any such promotion or incorporation and to remunerate any person or company in any manner it shall think fit, for services rendered or to be rendered in or about the formation or promotion of the Company or the conduct of its main business or in or about the promotion of any other such company In which the Company may have an interest.
22. Subject to the provisions of Companies Act, 1956 and Companies Act, 2013 to amalgamate or to enter into partnership or any arrangement for sharing profits, union of interest, co-operation, joint venture or reciprocal rights with any person or persons or company or companies carrying on or engaged in the main business of the company.
23. To enter into any arrangements and 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 interests and to carry on any negotiations or operations for the purpose of directly or indirectly carrying out the main objects of the Company or effecting any modification in the constitution of the Company or for furthering the interests of the members and to oppose any such steps taken by any other Company, any firm or person which may be considered likely, directly or indirectly to prejudice the interest of the Company or its members and to assist in the promotion whether directly or Indirectly of any legislation which may seem advantageous to the company and to obtain from any such Government authority and company any charters, contracts, decrees, rights, grants, loans, privileges, or concessions which the company may think fit desirable to obtain and carry out, exercise and comply with any such arrangements, charters, decrees, rights, privileges or concessions.

24. To adopt such means of making known the main business of the Company as may seem expedient and in particular by advertising 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 and donations.
25. (a) To undertake and execute any trust, (the undertaking of which may seem to the Company desirable and either gratuitously or otherwise and vest any real or personal property, rights or interests acquired by 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 favor of the Company.
- (b) To accept gifts including by way of Awards/prizes from Govt, and semi-Govt. bodies and to give gifts and donations to create trusts for the welfare or employees, members, directors and/or their dependants, heirs and children for deserving objects and such other persons; also to act as trustees.
26. To apply the assets of the Company in any way in or towards the establishment, maintenance or extension of any association, institution or fund in any way connected with any particular trade or business or with trade or commerce and particularly with the trade, including any association, institution or fund for the interest of masters, owners and employers against loss by bad debt, strike, combustion, fire, accident or otherwise or for the benefit of any employee,



workman or others at any time employed by the Company or any of its predecessors in business or their families or dependants and whether or not in common with other persons or classes of persons and in particular of friendly, co-operative and other society, reading rooms, libraries, educational and charitable institutions, dining and recreation rooms, churches, chapels, schools, and hospitals and to grant gratuities, pensions and allowances and to contribute to any funds raised by public or local subscription for any purpose.

27. To aid peculiarly or otherwise, any association, body or movement having for an object the solution, or settlement of industrial or labour problems or troubles or the promotion of industry or trade.
28. To subscribe or guarantee money for any national, charitable, benevolent, public general or useful object or for any exhibition subject to the provisions of Section 182 of the Companies Act, 2013.
29. Subject to the provisions of Gift Tax Act, 1956 and the statutory amendments, thereof, the Company has power to make and receive gifts either in cash or other such movable or immovable properties.
30. To establish and maintain or procure the establishment and maintenance of any contributory or non-contributory pension or superannuation funds for the benefits of and give, procure the giving of donations, gratuities, pensions, allowances or emoluments to any persons who are or were at any time in the employment or service of the Company or are allied to or associated with the Company or with any such subsidiary Company or who are or were at any time Directors or officers of the Company as aforesaid and the wives, widows, families and dependants of any such persons and also establish and subscribe to any institutions, associations, clubs or funds calculated to be for the benefit of or to advance the interest and well-being of the Company or of any such other Company as aforesaid and make payments to or towards the insurance of any such persons as aforesaid and do any of the matters aforesaid, either alone or in conjunction with any such other company as aforesaid.
31. To distribute among the members in specie or otherwise any property or the Company, or any proceeds of sale or disposal of any property of the Company, in the event of its winding-up but so that no distribution amounting to a reduction of capital be made except with the sanction (if any) for the time being required by the Companies Act, 1956 read Companies Act, 2013.



32. To do all such other things as may be deemed incidental or conducive for the attainment of the main objects or any of them.

IV. The Liability of the members is Limited.

V. The Authorized Share Capital of the Company is Rs. 100, 00, 00,000 (Rupees One Hundred Crore only) divided into 90, 00, 00,000 (Ninety Crore) Equity Shares of Rs. 1/- (Rupee One) each and 10,00,00,000 (Ten Crores) Preference Shares of Rs.1/- (Rupees One) each.



We, the several persons, whose names and address are 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 capital of the company, set opposite our respective names:

Sr. No	Names, Address, Occupation and Description of the Subscribers	Name and Type of Equity Shares	Signature of Subscribers	Name, Addresses Description and Signature of the Witness
1	Sanjay Mittal S/o Late Sh. R.K Mittal R/o 250, Viveka NandPuri Sarsi Rohilla, Delhi-110007 Occupation: Service	100	Sd/-	I witness of all the signature who have Sign in the presence of me Sd/- Sunil sarin C.A S/o Sh. B.R.Sarin M.No.83498 14/2369 Gurudwara ,Karol Bagh ,New Delhi-110005
2	Prahlad Kishore S/o Suraj mal Prajapti 14/2369 Gurudwara Road, Karol Bagh New Delhi- 110005 Occupation: C.A	100	Sd/-	
3	M.K Agarwal S/o Sh. R.K Agarwal 14/2369 Gurudwara Road, Karol Bagh New Delhi- 110005 Occupation: CA	100	Sd/-	

Place: New Delhi

Dated: 18-05-1992

