

Form No. INC-33



Form language

English

Hindi

e-MOA (e-Memorandum of Association)

[Pursuant to Schedule I (see Sections 4 and 5) to the Companies Act, 2013]]

Refer instruction kit for filing the form.

All fields marked in * are mandatory

* Table applicable to company as notified under schedule I of the Companies Act, 2013

A - MEMORANDUM OF ASSOCIATION OF A COMPANY LIMITED BY SHARES

(A - MEMORANDUM OF ASSOCIATION OF A COMPANY LIMITED BY SHARES

B - MEMORANDUM OF ASSOCIATION OF A COMPANY LIMITED BY GUARANTEE AND NOT HAVING A SHARE CAPITAL

C - MEMORANDUM OF ASSOCIATION OF A COMPANY LIMITED BY GUARANTEE AND HAVING A SHARE CAPITAL

D - MEMORANDUM OF ASSOCIATION OF AN UNLIMITED COMPANY AND NOT HAVING SHARE CAPITAL

E - MEMORANDUM OF ASSOCIATION OF AN UNLIMITED COMPANY AND HAVING SHARE CAPITAL)

Table A/B/C/D/E

1 The name of the company is

DENTA WATER AND INFRA SOLUTIONS LIMITED

2 The registered office of the company will be situated in the State of

Karnataka

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

1. To establish, provide, maintain and perform engineering and related technical and consultancy services, quality control, construction and related services in connection with the projects related to development and revitalising of water resources and water resources development projects, irrigation, water supply, including planning, design, supervision of construction, operation and maintenance of all kinds of works involved in the development and utilisation of water resources, along with undertaking in India and Abroad preparation of Feasibility Reports, Detailed Project Reports, Field Investigations, Engineering Designs, Tender Engineering, Quality Control, Monitoring and Evaluation, Work Measurement and Billing, Capacity Building, Rehabilitation and Modernization, Operation & Maintenance, Project Management, Turnkey Execution, EPC Contracts, Upgradation encompassing revitalising of water Resources and Infrastructure Development, Watershed Management including Water Harvesting, Rain fed and Irrigated agriculture and Farm Mechanization works, Water Supply, Drainage and Sewerage Systems including Treatment Plants, Lift irrigation projects, Inlands Waterways, Ponds & Tanks, Lakes and Wetlands, and natural resources management and other related/allied works and undertake and carry on in-

house Research and Development involving use and application of Computer Systems in Water Resources Projects.

2. To carry on the business such as contractors, builders, developers, planners, operators, facilitator, engineers, consultants, surveyors and agents to construct, execute, carryout, support, maintain, operate, improve, work, develop, administer, manage, control all kinds and type of mechanical, civil and infrastructure projects including environmental engineering, roads and buildings, railway, bridges, flyovers hotels, airports including Repairs, Construction and Implementation of all kinds of civil works, which may include all but not limited to Roads, Highways and Bridges, Buildings including Industrial and Office Buildings, Housing, Airports, Railways/ Metros, all allied and ancillary activities related thereto either independently or jointly in partnership, joint venture or on agency or sub contracts basis with or on behalf of any individual, firm, body corporate, association or society, Central or State Government, or any local authority in India or outside.

1. To render as principals, agents, contractors or otherwise, technical know-how and consultancy services, quality assurance and testing, information management and information services, in relation to the main objects of the Company.

2. To act as Consultants, Planners and Advisors in respect of any business mentioned in the main objects.

3. To enter into any contracts, agreements and arrangements with any Government Authorities, Central, State, Municipal, local or otherwise or any persons or Company in India or abroad that may seem conducive to the objects of the Company or any of them and to obtain from any Government Authority, persons or Company any rights, privileges, charters, contracts, licenses and concessions which the Company may think fit desirable, and to carry out exercise and comply therewith.

4. To advance money or give credit to such persons or Companies and on such terms as may seem expedient and in particular to customers and others having dealings with the Company and to guarantee the performance of any contract or obligation and the payment of money or by any such persons or Companies and to give guarantee and indemnities or become sureties for any persons or Company.

5. To pay for any business, property or rights acquired or agreed to be acquired by the Company and to offer as security any property of the Company for the due performance and fulfilment of the obligations of the Company for such payment.

6. To draw, make, accept, endorse, discount, execute, issue and negotiate promissory notes,

bills of exchange, bills of lading, warrants, debentures, and such other negotiable or transferable instruments of all types.

7. To pay, out of the funds of the Company, all costs, charges and expenses which the Company may lawfully pay with respect to the promotion, formation and registration of the Company or the issue of its Capital, including brokerage and commissions, for obtaining applications for or taking, placing or underwriting or procuring the underwriting of shares, debentures or other securities of the Company and remunerate any person, firm or Company in any manner the Company shall see fit for services rendered in placing or assisting to place or guaranteeing the subscription of shares, debentures or such other securities of this Company or those of any other such Company held or owned by this Company.

8. To sell, lease, exchange, mortgage or otherwise dispose of the property, assets or undertaking of the Company or any part thereof for such consideration as the Company may think fit, and in particular for shares, stock, debentures, or other securities of any other such Company whether or not having objects altogether or in part similar to those of the Company.

9. To undertake, carry out, promote, sponsor, conduct or assist any activity likely to promote, the general welfare and uplift of the public or any section of the public or employees in such manner and by such means as the Directors may think fit from time to time and to take, buy or establish any Research Centre, Trust, Institution or fund.

10. Subject to the provisions of the Companies Act, 2013, to place, to reserve or to distribute as bonus among the members, as the Company may from time to time deem fit, any moneys received by way of premium on shares or debentures issued at a premium by the Company and moneys received in respect of forfeited shares.

11. Subject to the provisions of the Companies Act, 2013, or any other enactment in force to indemnify and keep indemnified members, officers, directors, agents and servants of the Company against proceedings, costs, damages, claims and in the interests of the Company and for any loss, damage, or misfortune whatever which shall happen in execution of the duties of their office or in relation thereto.

12. To agree to refer to arbitration any disputes present or future between the Company and any other Company, firm or Individual and to submit the same to arbitration in India or abroad either in accordance with Indian or any foreign legal system.

13. To enter into joint venture or other arrangement for sharing profits with any person or Company carrying on or engaged in or about to carry on any business or transaction which the Company is authorized to carry on or possessed of

any property or rights suitable for the purposes of this Company.

14. To Apply for tender, purchase or otherwise acquire any contracts and concessions for or in relation to the construction, erection, equipment, Improvement, management, administration or control of works and conveniences and to undertake, execute, carry out, dispose off or otherwise turn to account the same.

15. To establish, undertake, recognize or subscribe to any trust or trusts of the aims and objects mentioned in the main objects.

16. To apply for or join in applying for, promote and obtain any privileges, concessions, license or authorization of any Government, State or Municipality, provisional order or license of any authority for enabling the Company to carry any of its objects into effect or for extending any powers of the Company or for effecting any modification of the constitution of the Company or for any other purpose which may seem expedient and to oppose any proceedings or applications which may seem calculated directly or indirectly to prejudice the interests of the Company.

17. To exercise all the powers, rights and privileges of this Company and to conduct its business or any part thereof in any part or possession of India and in any part of the world, and either as principals, agents, contractors, trustees or otherwise, and by or through trustees, agents or otherwise, either alone or in conjunction with others, and to do all such other things as are incidental or conducive to the attainment of the objects of the Company and for this purpose to establish offices and agents in India and elsewhere/discontinue the same as may seem expedient.

18. Subject to the provisions of the Companies Act, 2013 the Company for the time being, to acquire the whole or any part of any business within the objects of the Company and any lands, privileges, rights, contracts, property or effects held or used in connection therewith and upon any such purchase to undertake the liabilities of any such Company, association, partnership or person.

19. To act as agents or brokers and as trustees for any person or Company and to undertake and perform subcontracts and to do all or part of the above things in any part of the world either alone or jointly with others, and either by or through agents, sub-contractors, trustees or otherwise.

20. Subject to the provisions of the Companies Act, 2013 the Company for the time being, to supply for purchase or otherwise acquire and protect and renew in any part of the world, any patents, patent rights, brevets, Invention, manufacturing technology, trademarks, blue prints, drawings, secret processes, formulae, and other technical and commercial data and other intellectual property, licenses, concessions and the

like, confer any exclusive or non-exclusive or limited rights to their use, or any secret or other information as to any Invention which may seem capable directly or indirectly to benefit the Company, and to use, exercise, develop, or grant licenses in respect of or otherwise turn to account the property, right or information so acquired, and to expend money to experimenting upon, testing or Improving any such patents, Inventions or rights.

21. To establish or promote or concur in establishing or promoting any Company or Companies for the purpose of acquiring all or any of the property, rights and liabilities of such other Company or for any other purpose which may seem directly or indirectly calculated to benefit the Company and to place or guarantee the placing of, underwrite, subscribe for or otherwise acquire all or any part of the shares, debenture or other securities of any such other Company.

22. Subject to the provisions of the Companies Act, 2013 and the rules made there under and the directions of the Reserve Bank of India, as applicable, to borrow or raise money, at interest or otherwise in such manner as the Company may think fit and in particular by issue of debenture, perpetual or otherwise, including debenture or debenture stock convertible into shares of this or any other Company, or perpetual amenities and in security for any such money so borrowed, raised or received, to mortgage, pledge or charge the whole or any part of the property, assets, or revenue of the Company present or future, including its uncalled Capital by special assignment or otherwise, and to transfer or convey the same absolutely or In trust and to give the lenders powers to redeem or pay off any such securities.

23. To sell, lease, transfer, convey, assign or otherwise dispose of a significant or major part of the Company's property, equipment or such other assets whether tangible or intangible.

24. To sublease any technical data and other information relating to the manufacture or design of the products of the Company.

25. To appoint attorneys for and on behalf of the Company and to execute the necessary powers to the said attorneys to act for and in the name of and on behalf of the Company, and to revoke all or any of such powers and appointments as may be deemed expedient.

26. To train or pay for the training in India or abroad of any of the Company's employees or persons to be employed by the Company, all in the furtherance of the Company's objects.

27. To make any payment, support or subscribe to any charitable or public institution, society or club which may be for the benefit of the Company or its employees or may be connected with any town or place where the Company carries on business.

28. Subject to the provisions of the Companies

(b) *Matters which are necessary for furtherance of the objects specified in clause 3(a) are

Act, 2013 to distribute among the members of the Company in specific on winding up any property of the Company, and in particular any shares, debentures, debenture stock or such other securities of other such Companies belonging to this Company, subject to the provisions of the Companies Act, 2013.

29. To purchase or otherwise acquire all or any part of the business, property rights, goodwill and liabilities of any person, firm or company, carrying on or proposing to carry on any business which this Company is authorized to carry on, so as directly or indirectly to benefit the Company, and in particular to purchase, acquire, sell any property, shares, stock, debenture stock of any such person, firm or company and to make arrangement in regard to the winding up of the business of any such person, firm or Company.

30. To apply for and obtain licenses, authorizations and permissions from the Government of India or any State Government or any authorities, Municipal, local, railway or otherwise as may seem conducive to the Company's objects or any of them.

31. To invest any moneys of the Company not immediately required for the purpose of its business in such investment or securities as may seem expedient.

32. To insure the whole or any part of the property of the Company either fully or partially or to protect and indemnify the Company, its employees, officers and directors from liability or loss in any respect.

33. To remunerate any person, firm or body corporate rendering services including technical aid and advice, granting licenses or permission for the use of patents, technical knowhow, trade secrets, processes, trademarks, copyrights and such other similar proprietary rights to all types.

34. Subject to the provisions of the Companies Act, 2013, to amalgamate with any other Company or Companies having objects altogether or in part similar to those of the Company.

35. To vest any immovable or movable property, rights or interest acquired by the Company in any person or Company on behalf of or for the benefit of the Company, subject to the provisions of the Companies Act, 2013.

36. To take or otherwise acquire or hold shares in any other Company having objects altogether or in part similar to those of the Company or carrying on any business capable of being conducted by the Company in terms of this Memorandum so as directly or indirectly to benefit this Company.

37. To form, incorporate or promote any Company or Companies, whether in India or in any foreign county, having amongst its or their objects the acquisition of all or any of the assets or control of management of the Company and to pay all or any of costs and expenses incurred in connection with any such promotion, registration or

incorporation and to remunerate any person, firm or Company in subscriptions for or placing or assisting to place or to obtain subscriptions for any shares, debentures, obligations or securities of such other Company.

38. To carry out in any part of the world any of the objects of the Company either as principals, agents, trustees or otherwise and either alone or in conjunction with others, and by or through agents, sub-contractors, trustees or otherwise.

39. To open accounts with any individual, firm or Company or with bank or banks and to pay into and withdraw moneys from such account or accounts.

40. Subject to the Banking regulation Act, 1949 and provisions of the companies Act, 2013, to draw, make, issue, accept and to endorse, discount and negotiate promissory notes, hundies, bills of exchange, bill of lading, delivery orders, warrants, warehousekeeper's certificates and other negotiable, commercial and mercantile instruments connected with the business of the Company.

41. To make advances upon or for the purchase of materials, goods, machinery, stores and other articles or service required for the purpose of the Company.

42. To distribute any the properties of the company amongst the members in specie or in-kind consequent upon the winding of the company.

43. To enter into partnership or into any arrangement

44. To enter into agreements, contracts or collaboration with Indian or Foreign individuals, Governments, Companies, Banks, Financial Institutions or Corporations or other Organizations for technical, financial or any other assistance for carrying out all or any of the objects of the Company.

45. To lend or deposit moneys, belonging to or entrusted to or at the disposal of the Company, to such person or company and in particular to customers and others having dealings with the Company with or without security, upon terms as may be thought proper and guarantee the performance of contracts by such person or Company, but not to do the business of Banking as defined in the Banking Regulation Act, 1949.

46. To Purchase any immovable property including industrial, commercial, residential or farm lands, plots, buildings, houses, apartments, flats or areas to divide the same into suitable plots, and to rent or sell the plots for building/ constructing residential houses, bungalows, business premises, and colonies and rent or sell the same and realize cost in lump-sum or easy instalments or by hire purchase system and otherwise. To purchase any land, plot(s) of land or Immovable property or any right or interest therein, either singly or jointly or in Partnership

with any person(s) or Body Corporate or Partnership Firm and to develop and construct thereon residential, commercial complex or complex(es) either singly or jointly or in partnership as aforesaid, comprising offices/units for sale or self-use or for earning rental income thereon by letting out individual units comprised in such building(s).

47. To own, construct, run, take over, manage, market and carry on the business of hotels, resorts, restaurants, cafes, refreshment rooms, boarding and lodging, convention halls, exhibitions, clubs, public amusements, generally and all business incidental thereof.

48. To Carry on such incidental business whether manufacturing or otherwise that may seem to the company capable of being conveniently carried on in connection with the above objects or calculated directly or indirectly to enhance the value of or render profitable any of the Company's property rights or which it may be advisable to undertake with a view to improving, developing, rendering valuable or turning to account any property, real or personal, belonging to the Company or in which the Company may be interested and to do all or any of the above things, either as principles, agents, trustees, contractors or otherwise and either alone or in conjunction with other and either by or through agents, subcontractors, trustees or otherwise.

4 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.

5 Every member of the company undertakes to contribute:

(i) to the assets of the company in the event of its being wound up while he is a member, or within one year after he ceases to be a member, for payment of the debts and liabilities of the company or of such debts and liabilities as may have been contracted before he ceases to be a member; and

(ii) to the costs, charges and expenses of winding up (and for the adjustment of the rights of the contributories among themselves), such amount as may be required, not exceeding * rupees.

(iii) The share capital of the company is rupees, divided into

30000000	Equity Share	Shares of	10	Rupees each	
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Attachments

First Subscriber (s) sheet

moa-subscriber.pdf

Declaration

Pursuant to resolution no. dated, I, on the behalf of Board of Directors, declare that following amendments have been adopted in Memorandum of Association:

The Memorandum of Association of the Company be and is hereby alter clause 3 (A) and (B) by replacing existing object clauses with new object clauses.

To be digitally signed by

Name

MANJUNATH GUNDAPPA

Designation

Director

DIN

09777433

DSC