MCA

Acknowledgement of Stamp Duty payment for

Memorandum of Association

Name of office of RoC :	Registrar of companies , National Capital Territory of Delhi and Haryana
State/ Union Territory :	Delhi
Serial Number (SRN) :	D10409548
Payment Date :	19/01/2016
Value in Rupees :	200.00
Value in Words :	Rupees two hundred only
Date of Generation :	22/01/2016
Corporate Identity Number (CIN) :	U40102DL2016GOI290060
Company Name :	Kohima-Mariani Transmission Limited
Company Address :	FIRST FLOOR 'URJANIDHI', 1,BARAKHAMBA LANE,, CONNAUGHT PLACE,, New Delhi - 110001, Delhi, INDIA

This is a MCA21 system generated acknowledgement and does not require any signature.

MEMORANDUM OF ASSOCIATION

OF

KOHIMA-MARIANI TRANSMISSION LIMITED

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KOHIMA-MARIANI TRANSMISSION LIMITED

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KOHIMA-MARIANI TRANSMISSION LIMITED

I.	**Name of the Company :**	The name of the company is **"Kohima-Mariani Transmission Limited".**
II.	**Registered Office :**	The registered office of the Company will be situated in the National Capital Territory of Delhi.
III.	**Objects :**	The objects for which the company is established are:
A.		**MAIN OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:**
1.	**To develop Power System Network**	To plan, promote and develop an integrated and efficient power transmission system network in all its aspects including planning, investigation, research, design and engineering, preparation of preliminary, feasibility and definite project reports, construction, operation and maintenance of transmission lines, sub-stations, load dispatch stations and communication facilities and appurtenant works, coordination of integrated operation of state, regional and national grid system, execution of turn-key jobs for other utilities/organizations and wheeling of power in accordance with the policies, guidelines and objectives laid down by the Central Government from time to time.
2.	**To study, investigate, collect information and data**	To study, investigate, collect information and data, review operation, plan, research, design and prepare Report, diagnose operational difficulties and weaknesses and advise on the remedial measures to improve, undertake development of new and innovative product connected with business of the Company as well as modernize existing EHV, HV lines and Sub-Stations.
3.	**To act as Consultants/ Technical Advisers of public/ private sector enterprises etc.**	To act as consultants, technical advisors, surveyors and providers of technical and other services to Public or Private Sector enterprises engaged in the planning, investigation, research, design and preparations of preliminary, feasibility and definite project reports, manufacture of power plant and equipment, construction, generation, operation and maintenance of power transmission system from power generating stations and projects, transmission, distribution and sale of power.
B.		**MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III(A) ARE:—**
1.	**To obtain authority etc. to carry out its objects**	To obtain license, approvals and authorization from Governmental Statutory and Regulatory Authorities, as may be necessary to carry out and achieve the Objects of the Company and connected matters which may seem expedient to develop the business interests of the Company

in India and abroad.

2.	**To obtain charters, concession etc.**	To enter into any arrangement with the Government of India or with any State Government or with other authorities/ commissions, local bodies or public sector or private sector undertakings, Power Utilities, Financial Institutions, Banks, International Funding Agencies and obtain such charters, subsidies, loans, advances or other money, grants, contracts, rights, sanctions, privileges, licenses or concessions whatsoever (whether statutory or otherwise) which the Company may think it desirable to obtain for carrying its activities in furthering the interests of the Company or its members.
3.	**To enter into Implementation/ Construction Agreement**	To enter into any agreement, contract or any arrangement for the implementation of the power generation, evacuation, transmission and distribution system and network with Power/Transmission Utilities, State Electricity Boards, Vidyut Boards, Transmission Companies, Generation Companies, Licensees, Statutory bodies, other organizations (whether in Private, Public or Joint Sector Undertaking) and bulk consumers of power etc.
4.	**To carry on the business or purchasing, importing, exporting and trading power**	To carry on the business or purchasing, importing, exporting and trading of power subject to the provisions of Electricity Act,2003 and to supply electric power generated by other plants to distribution companies, trading companies, other generation companies and other Persons, and in this regard execute agreements with Central and State generating authorities, departments or companies, Independent Power Producers and other Persons.
5.	**To enter into Agreements; etc.**	To secure the payments of money, receivables on transmission and distribution of electricity and sale of fuel, as the case may be, to the State Electricity Boards, Vidyut Boards, Transmission Utilities, Generating Companies, Transmission Companies, Distribution Companies, State Governments, Licensees, statutory bodies, other organizations (whether in Private, Public or Joint Sector Undertaking) and bulk consumers of power etc. through Letter of Credits/ESCROW and other security documents.
6.	**To execute Agreements**	To execute Transmission Service Agreements or other agreements for transmission of power to distribution, trading, and other companies, State Electricity Boards, State Utilities and any other organization and Persons.
7.	**To co-ordinate with Central Transmission Utility**	To coordinate with the Central Transmission Utility for transmission of electricity under the provisions of Electricity Act 2003.
8.	**To borrow money**	Subject to provisions of Sections 73, 179, 180 and other applicable provisions of the Companies Act, 2013 and subject to other laws or directives, if any, of SEBI/RBI, to borrow money in Indian rupees or foreign currencies and obtain foreign lines of credits/ grants/aids etc. or to receive money or deposits from public for the purpose of the Company's business in such manner and on such terms and with such rights, privileges and obligations as the Company may think fit. The Company may issue bonds/ debentures whether secured or unsecured; bills of

		exchange, promissory notes or other securities, mortgage or charge on all or any of the immovable and movable properties, present or future and all or any of the uncalled capital for the time being of the Company as the Company may deem fit and to repay, redeem or pay off any such securities or charges.
9.	**To lend money**	To lend money on property or on mortgage of immovable properties or against Bank guarantee and to make advances of money against future supply of goods and services on such terms as the Directors may consider necessary and to invest money of the Company in such manner as the Directors may think fit and to sell, transfer or to deal with the same.
10.	**To acquire, own, lease or dispose off the property**	To own, possess, acquire by purchase, lease or otherwise rights, title and interests in and to, exchange or hire real estate, equipment, Transmission lines, lands, buildings, apartments, plants, equipment, machinery, fuel blocks and hereditaments of any tenure or descriptions situated in India or abroad or any estate or interest therein and any right over or connected with land so situated and turn the same to account in any manner as may seem necessary or convenient for the purpose of business of the Company and to hold, improve, exploit, re-organize, manage, lease, sell, exchange or otherwise dispose of the whole or any part thereof.
11.	**To deal in Scrips/Govt. Securities**	Subject to applicable provisions of law, to subscribe for, underwrite, or otherwise acquire, hold, dispose of and deal with the shares, stocks, debentures or other securities and titles of indebtedness or the right to participate in profits or other similar documents issued by any Government authority, Corporation or body or by any company or body of persons and any option or right in respect thereof.
12.	**To create funds and appropriate profits**	To create any depreciation fund, reserve fund, sinking fund, insurance fund, gratuity, provident fund or any other fund, for depreciation or for repairing, improving extending or maintaining any of the properties of the Company or for any other purposes whatsoever conducive to the interests of the Company.
13.	**To purchase or otherwise acquire companies**	To acquire shares, stocks, debentures or securities of any company carrying on any business which this Company is entitled to carry on or acquisition of undertaking itself which may seem likely or calculated to promote or advance the interests of the Company and to sell or dispose of or transfer any such shares, stocks or securities and the acquired undertaking.
14.	**To enter into partnership Agreement or Merge /amalgamate**	To enter into partnership or into any agreement for joint working, sharing or pooling profits, joint venture, amalgamation, union of interests, co-operation, reciprocal concessions or otherwise or amalgamate with any person or company carrying on or engaged in or about to carry on or engaged in any business or transaction in India or abroad which the Company is authorized to carry on or engage in any business undertaking having objects identical or similar

to, as are being carried on by this Company.

15.	**To have agencies and branch offices in India and abroad**	To establish and maintain agencies, branch offices and local agencies, to procure business in any part of India and world and to take such steps as may be necessary to give the Company such rights and privileges in any part of the world as deemed proper in the interest of the Company.
16.	**To promote institutions or other companies**	To promote and undertake the formation of any institution or Company or subsidiary company or for any aforesaid objects intended to benefit the Company directly or indirectly and to coordinate, control and guide their activities.
17(a)	**To acquire know how and import-export of machinery and tools etc.**	To negotiate and enter into agreements and contracts with domestic and foreign companies, persons or other organizations, banks and financial institutions, in relation to the business of the Company including that of technical know-how, import, export, purchase or sale of plant, machinery, equipment, tools, accessories and consumables, financial assistance and for carrying out all or any of the objects of the Company.
17(b)	**To negotiate and enter into agreements etc.**	To negotiate and enter into agreements and contracts for execution of turnkey jobs, works, supplies and export of plant, machinery, tools and accessories etc.
18.	**To enter into contracts/arrangements in connection with issue of shares/securities.**	Upon and for the purpose of any issue of shares, debentures or any other securities of the Company, to enter into agreement with intermediaries including brokers, managers of issue/commission agents and underwriters and to provide for the remuneration of such persons for their services by way of payment in cash or issue of shares, debentures or other securities of the Company or by granting options to take the same or in any other manner as permissible under the law.
19.	**To enter into contracts of indemnity and/or guarantee**	To enter into contracts of indemnity and get guarantee and allocations for the business of the Company.
20.	**To arrange for Training and Development**	To make arrangements for training of all categories of employees and to employ or otherwise engage experts, advisors, consultants etc. in the interest of achieving the Company's objects.
21.	**To promote conservation, protect environment, theft etc.**	To promote conservation and protection of electricity from theft, safety of life and to protect environments including air, land and water etc.
22.	**To provide for welfare of employees**	To pay and provide for the remuneration, amelioration and welfare of persons employed or formerly employed by the Company and their families providing for pension, allowances, bonuses, other payments or by creating for the purpose from time to time the Provident Fund, Gratuity and other Funds or Trusts. Further to undertake building or contributing to the building or houses, dwellings or chawls by grants of money, or by helping persons employed by the Company to effect or maintain insurance on their lives by contributing to the payment of premium or otherwise and by providing or subscribing or contributing towards educational

		institutions, recreation, hospitals and dispensaries, medical and other assistance as the Company may deem fit.
23.	**To take Insurance**	To ensure any rights, properties, undertakings, contracts, guarantees or obligations or profits of the Company of every nature and kind in any manner with any person, firm, association, institution or company.
24.	**To share the profits pay, dividends and provide bonus etc**	To distribute among members of the Company dividend including bonus shares out of profits, accumulated profits or funds and resources of the Company in any manner permissible under law.
25.	**To institute and defend the legal proceedings**	To institute, conduct, defend, compound or abandon any legal proceedings by or against the Company or its officers or otherwise concerning the affairs of the Company and also to compound and to allow time for payment or satisfaction of any debts or recovery due, claims or demands by or against the Company and to refer any claims or demands by or against the Company or any differences arising in execution of contracts to conciliation and arbitration and to observe, comply with and/or challenge any awards preliminary, interim or final made in any such arbitration.
26.	**To pay and subsequently write off preliminary expenses**	To pay out of the funds of the Company all costs, charges, expenses and preliminary and incidental to the promotion, formation, establishment and registration of the Company or other expenses incurred in this regard.
27.	**To contribute and make donations**	Subject to provisions of Companies Act, 2013 to contribute money or otherwise assist to charitable, benevolent, religious, scientific national, defense, public or other institutions or objects or purposes.
28.	**To open accounts in Banks**	To open an account or accounts with any individual, firm or company or with any bank bankers or shrofs and to pay into and withdraw money from such account or accounts.
29.	**To accept gifts, donations etc.**	To accept gifts, bequests, devises and donations from members and others and to make gifts to members and others of money, assets and properties of any kind.
30.	**To pursue the objects of the Company as principal, agents, trustee or in any other capacity**	To carry out all or any of the objects of the company and do all or any of the above things in any part of the world and either as principal, agent, contractor or trustee or otherwise and either alone or in conjunction with others.
31.	**To enter into Contracts**	To negotiate and/or enter into agreement and contract with individuals, companies, corporations, foreign or Indian, for obtaining or providing technical, financial or any other assistance for carrying on all or any of the objects of the Company and also for the purpose of activating, research, development of projects on the basis of know-how and/or financial participation and for technical collaboration, and to acquire or provide necessary formulate and patent rights for furthering the objects of the company.
32.	**To contribute towards promotion of trade and industry**	To aid pecuniary or otherwise, any association, body or movement having for its object the solution, settlement or surmounting of industrial or labour problems or trouble or the promotion of industry or trade.

33.	**To take all necessary steps for winding up of the company**	Subject to the provisions of Companies Act, 2013 or any amendment or re-enactment thereof in the event of winding up to distribute among the members in specie any property of the Company or any proceeds of sale on disposal of any property in accordance with the provisions of the Act.
34.	**To do and perform all coincidental and ancillary acts for the attainment of its objects**	To do all such other things as may be deemed incidental or conducive to the attainment of the above Objects or any of them and to carry on any business which may seem to the Company capable of being conveniently carried in connection with any of the Company's Objects or calculated directly or indirectly to enhance the value of or render profitable any of the Company's property or rights.
35.	**To take up studies and research experiments.**	To establish, provide, maintain and conduct or otherwise subsidies research laboratories and experimental workshops for scientific, technical or researches, experiments and to undertake and carry on directly or in collaboration with other agencies scientific and technical research experiments and tests of all kinds and to process, improve and invent new products and their techniques of manufacture and to promote, encourage, reward in every manner studies and research, scientific and technical investigations and inventions of any kind that may be considered likely to assist, encourage and promote rapid advances in technology, economies, import substitution or any business which the Company is authorized to carry on.
36.	**To evolve scheme for restructuring or arrangement.**	Subject to provisions of the Companies Act,2013, to evolve scheme for restructuring or arrangement, to amalgamate or merge or to enter into partnership or into any consortium or arrangement for sharing of profits, union of interests, co-operation, joint venture with any Person or Persons, partnership firm/firms, or company or companies carrying on or engaged in any operation capable of being conducted so conveniently in co-operation with the business of the Company or to benefit the Company or to the activities for which the Company has been established.
37.	**To apply for purchase, or otherwise acquire.**	To apply for purchase, or otherwise acquire any trademarks, patents, brevets, inventions, licenses, concessions and the like, conferring any exclusive or nonexclusive or limited rights to use, or any secret or other information as to any invention which may be capable of being used for any of the purposes of the Company, or the acquisition of which may benefit the Company and to use, exercise, develop or grant licenses in respect of or otherwise turn to account the property, rights or information so acquired.
38.	**To sell, dispose or hive off an undertaking of the Company**	To sell, dispose or hive off an undertaking of the Company or any part thereof for such consideration as the Company may think fit and in particular for shares, debentures or securities of any other association, corporation or company.
39.	**To sell, improve, manage, develop**	To sell, improve, manage, develop, exchange, loan, lease or let, under-lease, sub - let, mortgage, dispose of, deal with in any manner, turn to account or otherwise deal with any rights or property of the Company.
40.	**To outsource parts of its activities**	To outsource parts of its activities to achieve higher efficiencies and throughputs in the achievement of its

		business goals.
IV.	**Limited Liability**	The liability of the member(s) is limited and this liability is limited to the amount unpaid, if any, on the shares held by them.
V.	**Share Capital**	The Authorized share capital of the company is Rs.1,00,000/- (Rs. One Lac only) divided into 10,000 (Ten Thousand) Equity shares of Rs. 10/- (Rupee Ten only) each.

We the several persons, whose names and addresses are subscribed hereunder, are desirous of being formed into a company in pursuance of this Memorandum of Association and we respectively agree to take the number of shares in the capital of the Company set against our respective names:-

Name of subscriber, address, description, and occupation, if any	Number of Equity shares taken by each Subscriber	Signature of Subscriber	Signature of witness & their address, description & occupation, if any
PFC Consulting Ltd. having its registered office at 1st Floor, Urjanidhi, 1 Barakhamba Lane, Connaught Place, New Delhi-110001. through Rachna Gupta Singh D/O Sh. R.B. Gupta R/O F-701 Aditya Mega City, Vaibhav Khand, Indirapuram Ghaziabad, U.P. Company Secretary	9,400	Rachna (RACHNA GUPTA SINGH, Company Secretary)	I witness to subscribers who have subscribed in my presence and signed. Further, I have verified the identity details of the subscribers and satisfy myself of their identification particulars as filled therein. Amit Agarwal S/o late Sh. M. L. Agarwal FCS-5311 C.P.-3647 H-63, Kirti Nagar, New Delhi-52
PREM PRAKASH SRIVASTAVA S/o PROF JAI PRAKASH SRIVASTAVA R/o 33, MANU APARTMENTS MAYUR VIHAR PHASE-I DELHI-110091 NOMINEE OF PFCCL	100	[signature]	
SUBIR MULCHANDANI S/o Sh. H.K. MULCHANDANI C-1002, F-7, SEC-50, ANTRIKSHGREEN, NOIDA-201301. U.P. Nominee of PFCCL.	100	[signature]	
Yogesh Juneja R/o E-21, S/o H.L. Juneja Dwarka CGHS, Plot-7, Sector-11, Dwarka, N. Delhi 110075	100 [signature]	[signature]	
C/F	9700		

B/F 9700

5.	Rizwan Rahman. S/o Mr. E. Rahman E-101, Taj Enclave, Link Road, Delhi-110031 Nominee of PFCCL	100	Rizwan	
6.	Purna Chandra Hembram, S/o Shyam Sundar Hembram, 241, Sri Vinayak Apartment, Plot No. 5C, Sector 22, Dwarka, New Delhi- 110077. Nominee of PFCCL	100	Dhbram	
7.	Virendra Kumar Jain S/o Shri Kamal Chand Jain C-4/506, Pino Housing Complex Sector-43 Gurgaon - 122002 Nominee of PFCCL	100	[signature]	
	Total shares taken	10,000 (Ten Thousand Only)		

I witness to subscribers who have subscribed and signed in my presence. I have verified their identity details of the subscribers and satisfied myself of the identity particulars filled in thereon. Amit Agrawal S/o. Late Shri M. L. Agrawal FCS-5311 C.P.-3647 H-63, Lajpat Nagar, Delhi - 92

New Delhi dated this 18 day of January 2016.