

**MEMORANDUM OF ASSOCIATION
OF
ABC Pvt. Ltd.**

(Registered under the Companies Act, 1956)

I. The name of the Company is "ABC Ltd."

II. The Registered Office of the Company is situated in the National Capital Territory of Delhi.

III. The objects for which the Company is established are:

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

1. To carry on trade, business of or otherwise in any other way venture into the activity of mining, extracting, exploring, producing, washing, managing, mobilising, supplying, expanding, developing, processing, buying, selling, re-selling, importing, exporting, exchanging, distributing, transporting, acting as agents and dealing in all kinds of fuel, including coal including but not limited to lignite and washed coke, naphtha, diesel, other hydro-carbon, natural gas in liquefied or vaporised form etc. (for the sake of brevity, hereinafter referred to as the fuel) for the purpose of supplying, transmitting, marketing, distributing, entering into contract with, franchising, transporting the fuel to any power projects in India or abroad including externally aided projects and non-pithed fast track power projects.

(2) To acquire (whether by purchase, lease, grant, hire or otherwise); establish, develop, exploit, operate and maintain land, airspace, foreshore, claims, walls, mines, washeries, oil refineries, licenses, consents or authorisations, concessions, drilling and mining rights, exploration and production rights, and rights and interests of all descriptions in or relating to the same which may seem to the company capable or possibly capable of affording or facilitating the purchase, generation, supply, distribution, transformation, conversion, transmission, production, manufacture, processing, development, storing, carrying, import and export of, or dealing in the fuel or by-products derived from or connected with any such activity (including limitation scheme) or affording supply of natural or other gas, petroleum or other hydrocarbons, coal and other minerals, heat, steam, solar, hydro, wind, wave, geothermal, biological and all other forms of energy, or chemicals.

3. To construct, operate, maintain and acquire storage, regasification, liquification and other associated facilities for Liquefied Natural Gas.

4. To construct, operate, acquire and maintain pipelines and other modes of

transport including automobile tankers, ships for transport, supply and distribution of fuel.

5. To promote, undertake, sponsor and provide research and development services associated with fuel.

(B) THE OBJECTS INCIDENTAL OR ANCILLARY TO ATTAINMENT OF MAIN OBJECTS ARE:

(1) To acquire and hold controlling and other interests in any company or companies and in particular in companies (a) in the business of development of infrastructure for the regasification of the Liquefied Natural Gas (LNG) required for power plants and other users of gas; (b) in the power sector; (c) in the business of exploration, production, sale, purchase, import, export, storage or transportation of the fuel, (d) in the business of construction, maintenance, operation and ownership of a pipeline distribution system to transport natural gas to power plants and other users of gas.

(2) To act as a holding company and to give guarantees and indemnities, to invest or use moneys and property of the Company in such manner as the Board may think fit and without limiting the generality of foregoing, to advance deposit or lend moneys, securities and property to or with such persons, companies or corporations on such security or without security and on such terms and conditions as to the directors may deem expedient and to issue on commission, subscribe for, take, acquire, hold, sell and exchange share stocks, bonds, obligations, debentures, mortgages or securities of any government or other competent authority, company or persons, and to provide financial, managerial and administrative advice, services and assistance for any company in which this Company is interested, and for any other Company, firm or persons.

(3) To plan, locate, design, establish, build, construct, equip, operate, make use, administer, manage and maintain service, improve, inspect, enlarge, alter, protect, develop, extend, repair, replace, refurbish, pull down and remove and carry out work (including without limitation dredging works) in respect of the whole or any part or parts of a fuel receipt, storage, processing treatment and handling facility, a port and harbour facility, jetty, harbour, support vessels, pumping stations, buildings, plants, equipment and any facilities ancillary to the operation or use of the aforesaid or any of them including structures, erections, pipes, pipelines, offices, works, warehouses, plants, platforms, derricks, liquefied natural gas revaporisation equipment, laboratories, research stations, transport facilities, roads, railways, bridges and structures of all kind and to purchase or otherwise, lease, charter, and take or let or hire part of, any operation in respect of the same and to acquire, operate and maintain the licenses, consents, authorisations, wayleaves, easements and other

rights capable or possibly capable of facilitating the aforesaid.

(4) To install in any premises or plant and to operate, use, inspect, maintain, service, repair, refurbish and remove meters or other devices for assessing the quantity and/or quality of supplies of the fuel and other substances and forms of energy and further purposes connected with such supplies.

(5) To do anything that an electricity generator, electricity supplier or electricity transmitter, oil refinery, coal washeries, coal mines etc., are empowered, enabled, or required to do under or by virtue of, or under license or exemption granted under any enactment or statutory instruments.

(6) To do any of the business of procurers, suppliers, distributors, extractors, producers, developers, purchasers, refiners, distillers, processors, converters, storers, carriers, importers and exporters of, explorers and prospectors for the dealers in natural gas and other gases, petroleum and other hydrocarbon, minerals, metals, chemicals, and other products, other than the Fuel derived from or connected with any of them for the purposes of the main objects of the Company.

(7) To enter into partnership or into any arrangement for sharing profits, union or interest, co-operation, joint venture, reciprocal concessions or otherwise, or collaborate with any person or company, carrying on or engaged in, any business or transaction either in India or abroad which this Company is authorised to carry on or engage or in any business or transaction, capable of being conducted so as directly or indirectly to benefit the Company.

(8) To make donations to such persons or institutions either of cash or any other assets as may be thought directly or indirectly conducive to any of the Company's objects or otherwise and in particular to remunerate any person or corporation introducing business to the Company and also to subscribe, contribute or otherwise assist, or guarantee for money for charitable, scientific, religious, benevolent, national, public, cultural, educational or other institutions or objects or for any exhibition of any public, general or other objects.

(9) To train, establish training facilities for or pay for training in India or abroad of any of Company's employees or officers or any candidate in the interest of or furtherance of the Company's objects.

(10) To expend money in experimenting, developing, planning and testing and 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.

(11) To establish, provide, maintain and conduct or otherwise subsidise, research laboratories and experimental workshops for scientific and technical research and experiments and to undertake and carry on with all scientific and technical research, experiments and tests of all kinds and to promote studies and research both scientific and technical investigations and inventions by providing, subsidising, endowing or assisting laboratories, workshops, libraries, lectures, meetings and conferences and by providing remuneration to scientific and technical professors and teachers and by providing for the award, scholarships, prizes, grants to students or independent students or otherwise and to encourage, promote and award studies, researches, investigations, experiments, tests and inventions of any kind that may be considered likely to assist any of the businesses which the Company is authorised to carry on.

(12) To set up a productivity enhancement, support centre to bring about improvements in product engineering, quality control and procurement management.

(13) To buy, purchase, take on lease, exchange or otherwise machinery, plant and equipment, trademarks and stock in trade, acquire lands, buildings, flats, and hereditaments of any tenure or description in India or elsewhere whether for residential, business or other purposes and any rights, easements, advantages and privileges relating thereto and either for investment or resale and to turn the same into account as may seem appropriate or expedient, and to construct, alter, improve, decorate, develop, furnish and maintain offices, flats, houses, buildings, and structures, works and conveniences of all kinds on any of the land, or immovable properties, purchased or acquired by the company and to lease, sell, mortgage, exchange, convey, transfer, deal in or to otherwise dispose of the same.

(14) Subject to the directions of the Reserve Bank of India in this behalf, to borrow or raise moneys or loans from any person, firm, body corporate, financial institutions, banks, or association of persons for the purposes of the Company by promissory notes, Bills of Exchange, Hundies, and other negotiable or transferable instruments or by mortgage, charge, hypothecation or pledge, or by debentures or debenture stock, perpetual or otherwise, charged upon all or any of the Company's properties and assets both present and future, movable and immovable, including its uncalled capital, upon such terms as the directors may deem appropriate or expedient or in such other manner, or to take money on deposit or otherwise (merely for the purpose of financing the business of the Company) with or without allowance of interest thereon and to lend

money to customers and others having dealings with the Company and to guarantee the performance of contracts by such person and to execute all deeds, writings and assurances for any of the aforesaid purposes.

(15) To open current, overdraft or fixed deposit accounts with any banks, bankers, shroffs or merchants and to pay into and draw moneys from such accounts.

(16) To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading, warrants, debentures, and other negotiable or transferable instruments.

(17) To invest the funds of the Company from time to time in such assets, properties, securities, shares, bullion, specie or investment or otherwise as may from time to time be determined appropriate by the directors and from time to time sell or vary all such investments and to execute all assignments, transfers, receipts and documents that may be necessary in that behalf.

(18) Upon any issue of shares, debentures, or any other securities of the Company, to employ brokers, commission agents and underwriters, and to provide for the remuneration of such persons for their services by payment in cash or issue of shares, debentures or other securities of the Company, by granting the option to take the same or in any other manner permitted by law.

(19) To act in conjunction with, unite or amalgamate with, create or constitute or assist in creating or constituting any other company or association of a kind similar, wholly or partially to this Company for the purpose of acquiring all or any of the properties, rights and liabilities of the Company and to buy or absorb all or any part of the business or properties of any such company or association and to acquire and secure membership seat or privilege in and of any of the associations, exchange, market, or institution in India or any part of the world.

(20) To enter into any arrangements with any Government or authorities, municipal, local or otherwise or any persons or companies in India or abroad, that is or may be conducive to the object of the Company or any of them and to obtain from any such Government authorities, persons, or companies, any rights, privileges, charters, contracts, licenses and concessions which the Company deem desirable and to carry out, exercise and comply therewith.

(21) To alter, manage, develop, exchange, lease, transfer, mortgage, and give in gift, or otherwise dispose of, improve or deal with the lands,

properties, assets and rights and resources and undertakings of the Company or any part thereof for such considerations as the Company may think fit and in particular for shares, debentures, securities, of any other Company having object altogether or in part similar to those of this Company and to distribute amongst the members of the Company in cash or in specie any properties or assets of the Company, provided that no such distribution amounts to reduction of share capital of the Company except in accordance with the provisions of the Companies Act, 1956, in this behalf.

(22) To pay all costs, charges and expenses incurred or sustained in or about the promotion and establishment of the Company or which the Company shall construe to be preliminary, including therein the cost of advertising, commission for underwriting, brokerage, printing and stationery and the expenses attendant upon the formation of agencies and local boards.

(23) To pay all preliminary expenses of any company promoted by the Company or any company in which the Company is or may contemplate be interested and preliminary expenses may include all or any part of the costs and expenses of owners of any businesses or properties acquired by the Company.

(24) To procure the incorporation, registration or other recognition of the Company in India, and to establish and regulate agencies for the purposes of the Company's business and to apply or join in applying to governmental, local, municipal or other authorities or bodies for concessions, orders, rights or privileges, that is, or may be conducive to the Company's objects or any of them and to oppose any proceedings or applications which are or may be calculated directly or indirectly to prejudice the Company's interests.

(25) To provide for welfare of the Directors or the employees or former employees of the Company, and the wives, widows and families of such persons, by building or by contributing to the building of houses, dwelling houses or by grant of money, pensions, allowances, bonus or other payments or by creating and from time to time subscribing to provident and other funds and providing or subscribing towards schools, places of instruction and recreation and hospitals, dispensaries, medical and other attendants and other assistants as the Company shall think fit, and to form, subscribe to or otherwise aid benevolent, religious, scientific, national, public or other institutions or objects or purposes.

(26) To acquire and undertake the whole or any part of the business, property and liabilities of any person carrying on the main business of the Company and to carry on or possession of property suitable for the purpose of the main objects of the Company.

(27) To dispose of or transfer the business, property and undertaking of the Company or any part thereof for any consideration which the Company may deem fit to accept and in particular for shares, debentures, debenture stock, bonds or securities of any other company or companies for the purpose of its or their acquiring all or any of the property, rights or liabilities of this Company or for any other purpose which may seem calculated to benefit this Company.

(28) To create any reserve fund, sinking fund, insurance fund, dividend equalisation fund or any other special fund, whether for depreciation or for repairing, improving, extending or maintaining any of the property of the company or for any other purposes conducive to the interests of the Company.

(29) Subject to the provisions of the Companies Act, 1956 to place, to reserve or to distribute as dividend or bonus shares among the members or otherwise to apply, as the Company may from time to time think fit, any moneys belonging to the Company including those received by way of premium on shares or debentures issued by the Company at a premium and any moneys received in respect of forfeited shares and moneys arising from the reissue by the Company of forfeited shares.

(30) To do all or any of the things hereby authorised either alone or in conjunction with, or in partnership with any person, firm or body corporate or as factors, trustees, or agents of any other companies or persons or by or through any factors, trustees, or agents.

(31) To do all and everything necessary, suitable or proper for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of any of the powers herewith set forth, either along or in association with other corporate bodies, firms, or individuals, and to do every other act or acts, thing or things incidental or appurtenant to or growing out of or connected with the aforesaid business or powers or any part or parts thereof.

(32) To appoint or employ, temporarily or permanently, or obtain on deputation any person or persons, remunerate any person, firm or company for rendering services to the Company whether in cash or by allotment of shares or securities (including debentures) of the Company credited as paid in full or in part or otherwise as may be thought expedient.

(33) To accept gifts of property, shares or assets in connection with the attainments of main objects of the Company.

(34) Subject to the provisions of the Companies Act, 1956, to enter into

arrangements for rendering and obtaining of technical know-how services and/or technical collaboration with individuals, firms, research laboratory, body corporate whether in or outside India.

(35) To buy wholesale or retail, repair, alter and exchange, let on hire, import all kinds of articles and things which may be required for the purpose of any of the main businesses or which is commonly supplied or dealt with by persons engaged in any such business or which may seem capable of being profitably dealt with in connection with any of the main businesses.

(36) To apply for purchase or otherwise, acquire any patent, patent right, copyright, trade marks, formula, license, know-how, lease, concessions, conferring any exclusive or limited right to use or other information as to any invention which may seem capable of being used for any of the purposes of the Company or the acquisition of which may directly or indirectly benefit the Company, and to use, exercise, develop or grant licenses in respect of the property rights, or information so acquired.

(37) To lend and advance money to the credit of any person or company, to give a guarantee or indemnity for the payment of money or the performance of contracts or obligations by any person, to secure or undertake in any way the repayment of moneys lent or advanced to, or the liabilities incurred by any person subject to the provisions of the Companies Act, 1956 and Regulations made thereunder and directives issued by the Reserve Bank of India.

(38) To adopt such means of making known and advertising the business and products of the Company as may be expedient.

(39) To issue or allot fully or partly paid shares in the Capital of the Company in payment of or part payment of any movable or immovable property purchased or otherwise acquired by the Company or any services rendered to the Company.

(40) To control, manage, finance, subsidise, co-ordinate or otherwise assist any company or companies, including subsidiaries, in which the Company has a direct or indirect financial interest, to provide secretarial, administrative, technical, commercial and other services and facilities of all kinds for any such Company or Companies and to make payments by way of subvention or otherwise and any other arrangements which may seem desirable with respect to any business or operations of or generally with respect to such Company or companies.

(41) To arrange for the marketing in India and abroad and sale of services of the Company and purchase of raw materials, goods and articles, as are

necessary for carrying on the business of the Company and, for that purpose, either to establish its own shop, agency, or marketing organization, or to appoint selling or buying agents or distributors of both (whether individuals, firms, bodies corporate) in any place in or outside India and to allot, specify, alter or modify their areas of operation or the terms and conditions of their appointment and to pay remuneration to such selling or buying agents or distributors or both by way of such commission or in such other manner as the Company may deem fit.

(42) To institute and defend any suit, appeal, application for review or revision or any other application of any nature whatsoever, to take out executions, to enter into agreements, to refer to arbitration and to enforce and where need be to contest any award and for all such purposes to engage or retain counsels, attorneys and agents and when necessary to remove them.

(43) To carry out research, investigation, development and experimental work of every description in relation to computer hardware and software and its application and use.

(44) To undertake and execute any trusts the undertaking of which may seem to the Company desirable and either gratuitously or otherwise.

(45) To insure the whole or any part of the property of the Company, either fully or partly, and to protect and indemnify the Company from liability or loss in any respect.

(46) To construct, assemble, erect, maintain, run and establish factories for making pre-fabricated houses or apartments or structures in connection with the main business of the Company.

(47) To indemnify members, officers, directors, secretaries and servants of the Company against proceedings, damages, claims and demands in respect of anything done or ordered to be done by them for and in the interest of the Company or for any loss, damages, or misfortunes which may happen in the execution of the duties of their office or in relation thereto.

(48) To promote any company or companies for the purpose of acquiring all or any of the properties and liabilities of this Company or for any other such purpose connected with the main business of the Company carried or in pursuance of its aforesaid objects.

(49) To import or prepare for market revise, clean, restore, recondition, treat and otherwise manipulate and deal and turn to account by any process of means, by-products, re-use and waste, and other products capable of

being manufactured or produced out of or with the use of all or any raw materials, ingredients, substances or commodities used in the manufacture of all or any of the products which the Company is entitled to manufacture or deal in and to make such use of the same as may be thought fit for the attainment of the main objects of the Company.

(50) To do any of the business as buyers, sellers, traders, importers, exporters, distributors, general merchants, stockists, warehouses, commission agents, advertising agents, agents for promotion of sales, clearing and forwarding agents and the business of sourcing of all kinds of goods and materials, either manufactured, semi-manufactured or raw materials of all materials and descriptions and to offer all services in relation to the above and to carry on agency business of all kinds.

(51) To guarantee the payment of money, unsecured by or payable under or in respect of bonds, debentures, debenture stocks, contracts, mortgages, charges, obligations and other securities of any company or of any authority, Central, State, Municipal, local or otherwise or of any person whatsoever, whether incorporated or not and generally to transact all kinds of guarantee business, to guarantee the issue of or the payment of interest on the shares, debentures, debenture-stock or other securities or obligations of any company or association, and to pay or provide for brokerage, commission and underwriting in respect of any such issue and to transact all kinds of trust and agency business.

(52) To purchase, charter, lease, take or let on hire, operate, use, employ or turn to account, build, equip, service, repair, maintain, supply, and deal in tankers and other ships and vessels and crafts of every description (including without limitation submersible crafts), hovercraft, motor vehicles, aircraft, airships, railway, locomotives, wagons, trucks, and many means of transport and parts and accessories of all kinds for any of the same.

(C) THE OTHER OBJECTS ARE:

(1) To invent, design, develop, construct, manufacture, produce, erect, assemble, test, import, export, alter, install, maintain, repair, renovate, refurbish, recondition, utilise, operate, manage, acquire, sell, hire, hire out, supply, and otherwise deal in plant, equipment and apparatus for the purposes of communications of all kinds (including, without prejudice to the generality of the foregoing, plants, equipment and apparatus which is intended for, or capable of, or designed for use in, with, in connection with, in conjunction with, connected directly or indirectly, to, or ancillary to, all, part or parts of telecommunication, data processing, information storage or retrieval or process control, systems, services, facilities, apparatus, plant and equipment, as the case may be), and anything

capable of being used for or in connection with or ancillary to such plant, equipment and apparatus as aforesaid.

(2) To provide remotely located offices and services and systems (including without prejudice to the generality of the foregoing telephone answering, calling and related services and computer bureau) and remotely located services and systems for the control of machinery utilising telecommunication or data processing facilities, to act as business and office managers, secretaries, messengers, telephone operators, commercial agents, mail order bureau, market researchers and to provide services in connection with the reception, processing and forwarding of signals and information by telephone, telemesssage, telegram, telex, letter, wireless telegraphy and (without limitation) any other means of communications and the processing, ordering and payment for and dispatch and delivery of goods, articles and services of all kinds by any means whatsoever.

(3) To acquire, produce, transmit, publish, print and reproduce in any form whatsoever (including, without prejudice to the generality of the foregoing, visual or audible form and forms capable of being used by, in, or in connection with computers) and to buy, sell, supply and otherwise deal in directories, brochures, manuals, journals, periodicals, magazines, newspapers, books, pictures, photographs, stationary and other documents.

(4) To establish, acquire, operate, manage, supply, sell, hire, hire out, maintain and otherwise deal in facilities, plant, apparatus, and equipment (including but not limited to radio and television stations and studios) used or designed for use for the purposes of receiving and broadcasting or otherwise transmitting (by wireless telegraphy, closed circuits, cables or otherwise) and of making, producing, recording replaying or producing programmes and cinematographic films for radio and television and for any other means of communication, sound and visual recordings and other products of all kinds (whether pre-recorded or not) for recording in permanent or semi-permanent form, and replaying or reproducing sounds, images and signals of all kinds.

(5) To carry on all or any of the businesses of, and provide services associated with, engineers, (including without limitation, telecommunications, mechanical, chemical, electrical, civil, heating and ventilation engineers), bankers, financiers, factors, underwriters and dealers in securities, insurers, insurance brokers, share brokers and agents, insurance underwriters, property developers, freight contractors, carriers by land, water and air of freight and passengers, forwarding agents, shipping agents, travel agents, employment agents, estate agents, surveyors, architects, wharfingers, warehousemen, garage

proprietors, motor mechanics, storage contractors, electricity supply undertakers, general traders, licensed restaurateurs, food processors, manufacturers and distributors, painters, decorators, producers of oil exhibitions and displays, entertainers, photographers, cartographers, couriers and retailers, wholesalers and mail order operators for the sale, hire or other supply of any products or services.

(6) To render engineering, technical, management and other types of skilled and other services of all types of industries or organisations in India or abroad including for office, advertising, accounting, computer, secretarial and taxation matters and without limiting the generality of the above to act as consultants.

(7) To undertake, carry out, promote and sponsor rural development including any programmes for promoting the social and economic welfare or, the upliftment of the public in any rural area and to incur any expenditure or any program of rural development and to assist the execution and promotion thereof either directly or indirectly or through an independent agency or in any other manner. The words rural area shall include such areas as may be regarded as rural areas under section 35CC of the Income-tax Act, 1961, or any other law relating to rural development for the time being in force or as may be regarded by the Directors as rural areas and the Directors may at their discretion, in order to implement any of the above mentioned objects or purposes, transfer without consideration or at such fair or concessional value as the Directors may think fit and divest the ownership of any property of the Company to or in favour of any Public institutions or Trusts of Funds whose object is rural development or upliftment.

(8) To acquire or set up and run hospitals, clinics, nursing homes, maternity and family planning units or pathological laboratories and optician shops.

(9) To carry on in India or elsewhere the business of importers and exporters of and dealers in all such items that are permissible under the prevailing Import and Export Trade Policy of the Government of India and also to buy and sell, either as principal to principal or as broker, Import Replenishment License as per the policy of the Government of India.

(10) To carry on the business of building construction, civil contractors and undertake construction work on turnkey project based in India and abroad.

(11) Subject to the approval of RBI if necessary under RBI Act, 1934, as amended by RBI (Amendment) Act, 1997, to carry on the business of finance, hire purchase, leasing and investment. The Company shall, however, not carry on any business of Banking as defined under the

Banking Regulation Act, 1949.

(12) To carry on all or any of the business of and provide services associated with engineers (including without limitation, electrical, gas, petroleum, environmental, drilling, construction, mechanical, heating, ventilation, civil, chemical, telecommunications, computer and data information engineers), environmental biologists, physicists, chemists, physicians and specialists in medicine, mechanics, technicians, geologists, draftsmen, designers, surveyors, architects, builders, painters and decorators.

(13) To carry on all or any of the businesses of procurers, suppliers, distributors, converters, producers, processors, developers, storers, carriers, importers and exporters of, and dealers in, hydrocarbon fuels, fuel handling equipment and machinery and fuel handling facilities thereto and any products or by products derived from any such business (including without limitation distillate fuel oil and natural gas whether in liquefied or vaporised form) and to carry on all or any of the businesses of construction, maintenance, running and owning a pipeline distribution system and import, export, store, sell, market and transport the natural gas to power plants and other users of gas by way of laying pipelines or through any other transportation means.

(14) To plan, locate, design, establish, build, construct, equip, operate, make use, administer, manage and maintain, service, improve, inspect, enlarge, alter, protect, develop, extend, repair, replace, refurbish, pull down and remove and carry out works in respect of the whole or any part or parts of any electricity generating station (including without limitation combined heat and power stations), generating sets, sub-station, transformer station, pumping station, building, plant, equipment, electric main works and any facilities ancillary to the operation or use of the aforesaid or any of them including structures, erections, pipes, pipelines, machinery, engines, shops and showrooms, offices, factories, works, warehouses, plants, platforms, derricks, transmission towers or pylons, rigs, wind structures, dams and associated structures, testing sites, offshore wave structures, installations, (including without limitation solar power and geothermal installations), depots, distribution stations and sub-stations, wharves, jetties, terminals, transport facilities, canals, roads, railways, branches, or sidings, bridges, reservoirs, water courses, tunnels, airports, and structures of all kinds, whether for the purposes of the Company or for sale or hire to, or in return for any consideration from any person, and to purchase or otherwise acquire, lease, charter and take or let on hire any of the same and to contribute to, or assist in, or carry out any part of, any operation in respect of the same and to acquire, operate and maintain the licenses, consents, authorisations, wayleaves, easements and other rights capable of facilitating the

aforesaid.

(15) To do any of the businesses of procurers, suppliers, distributors, designers, developers, manufacturers, installers, fitters, repairers, maintainers, importers and exporters of, and dealers in electrical appliances, electrical plants and machinery, and all kinds of goods, equipment, fittings, machinery, materials and installation connected with the generation, transformation, transmissions, supply and use of electricity for domestic, industrial, commercial or other purposes or with conservation of electricity and other forms of energy for the purpose of main objects of the Company.

IV. The liability of the Members is limited.

V. The Authorised Share Capital of the Company is Rs. (Amount in figure) (Amount in words) divided into Rs. (Amount in figure) (Amount in words) Equity Shares of Rs. (Amount in figure) (Amount in words) each.

We, the several persons whose names, addresses and descriptions 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 opposite our respective names.

S No.	Name, address, description and occupation of the Subscriber	No. of Shares	Signature of Subscriber	Signature of Witness
1	10 (Ten)			
2	10 (Ten)			
TOTAL		20		

Twenty (only)
Dated.....
Place.....