

INCORPORATED UNDER THE COMPANIES ACT, 2013 (NO. 18 OF 2013)

COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

OF

PATNA SMART CITY LIMITED

(A PUBLIC LIMITED GOVERNMENT COMPANY WITHIN THE MEANING OF
SECTION 2(45) OF THE COMPANIES ACT, 2013)

- I. The name of the Company is **Patna Smart City Limited**.
- II. The registered office of the Company will be situated in the State of **Bihar**.
- III. The objects for which the Company is established are:-

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

1. To plan, appraise, approve, release funds, implement, manage, operate, monitor, promote and develop Patna city as a Smart City under the Smart City Mission of the Government of India.
2. To execute the smart City Development projects through joint ventures, subsidiaries, public-private-partnership (PPP), turnkey contracts etc.
3. To drive economic growth and improve the quality of life of people of Patna city and surroundings by enabling local area development through the concepts of Retrofitting / Redevelopment / Pan city development as provided in the Smart City Mission guidelines, mixed land use development, new areas (green field) development, by providing variety of transport options, harnessing technology and creating employment, creating an identity to the city by promoting its local cuisine, arts, craft, sport, furniture, textile etc., and enhancing incomes and living standards of its people leading to an inclusive city.
4. To design and implement smart solutions in the city including but not limited to
 - (i) E-governance and citizen services like, public information, grievance redressal, electronic service delivery, citizen engagement, video crime monitoring;
 - (ii) Waste management including but not limited to waste to energy & fuel, waste to compost, waste water treatment, recycling & reduction of C&D waste;

- (iii) Water management including but not limited to usage of smart meters and management, leakage identification and preventive maintenance, water quality monitoring;
 - (iv) Energy management including but not limited to usage of smart meters and management, renewable sources of energy, promoting energy efficient & greening buildings;
 - (v) Urban mobility including but not limited to Smart Parking, intelligent traffic management, integrated multi-modal transport;
 - (vi) Promoting and operating smart facilities including but not limited to Tele-medicine & Tele-education, incubation / trade facilitation centers, skill development centers etc.
5. To take up and implement any other activity in the promotion and development of Patna city as a smart city.

(B) MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III

(A) ARE:—

1. To enter into contracts, agreements and arrangements with any other company, firm or person for the carrying out by such other company, firm or person of the objects for which the company is formed.
2. To employ experts to investigate and examine into the condition, prospective value, character and circumstances of any business concern or undertaking and generally of any assets, property or rights.
3. To nominate directors or managers of any subsidiary company or of any other company in which this company is or may be interested and for such purpose remunerate any directors, trustees, accountants or other experts or agents with prior approval of the State Government.
4. To amalgamate, enter into any partnership or partially amalgamate with or acquire the whole or any part of the business, property and liabilities of, or acquire any interest in the business or undertaking of, or enter into partnership or any arrangement for sharing profits or losses, or for any union of interest, joint ownership, joint venture, reciprocal concession or co-operation with any person, association of persons, firm or company, carrying on or engaged in or about to carry on or engage in business or transaction, which the company is or may be authorized to carry on or for mutual assistance, with any such person, association, firm or company with prior approval of the State Government.

5. To establish or promote or concur in establishing or promoting any company or companies having similar object for the purpose of acquiring all or any of the property, rights and liabilities of the company or for any other purpose and to place or guarantee the placing of, underwrite, subscribe for or otherwise, acquire all or any part of the shares, debentures or other securities of any such other company with prior approval of the State Government.
6. To enter into any arrangement with any government or authority, supreme, municipal, local or otherwise, or any person or company that may seem conducive to the company's objects or any of them and to obtain from any such government, authority person or company any rights, privileges, charters, contracts, licenses and concessions which the company may think fit and desirable to obtain and to carry out, exercise and comply with.
7. To apply for, promote and obtain any act, charter, privilege, concession, license or authorization of any government, state or municipality, provisional order or license or any authority for enabling the company to carry any of its objects into effect or for extending any of the powers of the company or for effecting any modification of the Company's constitution 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 Company's interests.
8. To own, establish, or have and maintain branches and agencies all over India and elsewhere, for serving its customers and for servicing its business.
9. To subscribe, contribute or guarantee money for any general or useful object or funds or political parties or institutions and association, body or movement having for an object the solution, settlement or surmounting of industrial or labor problems.
10. For all or any other purposes of the company to draw, make, accept, endorse, discount, execute, issue, negotiate and sell bills of exchange, promissory notes, bill of lading, warrants, debentures and other negotiable instruments with or without security and also to draw and endorse promissory notes and negotiate the same and also take and receive advances by discounting on such terms and conditions as the company deems fit and also to advance any sum or sums of monies upon materials or other goods or any other things of the company upon such terms and securities as the company may deem expedient with prior approval of the State Government.
11. To acquire by concession, grant, purchase, barter, lease, license or otherwise, either absolutely or conditionally and either alone or jointly with others, any movable or immovable property of any description and any patents, trademarks, concession, privileges and other rights for the

objects and business of the Company and to construct, maintain and alter any buildings or works necessary or convenient for the purposes of the company and to pay for lands, buildings, works, property or rights or any other property and rights purchased or acquired by or for the company, shares, debentures, debenture-stocks, bonds or other securities of the company or otherwise and to manage, develop, sell, let on lease or for hire or otherwise dispose of or turn to account the same at such time or times and in such manner and for such consideration as may be deemed proper or expedient.

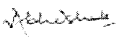

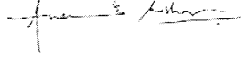





12. To sell, exchange or lease the whole or any part of the land or other immovable property for the time being belonging to the Company and to take back the same on lease or re-purchase for such price or prices and on such terms and conditions as may be agreed upon with prior approval of the State Government.
13. To enter into partnership or into any arrangements for sharing profits, amalgamation, union of interest, reciprocal concession or co-operation with any person, partnership or company having similar objects and to promote and aid in promoting or constituting companies or partnerships having similar objects of all kinds for the purpose of acquiring and undertaking any property and liabilities of the Company and also to pay for any properties, rights or privileges acquired by this Company either in shares of the Company or partly in shares and partly in cash or otherwise and to give shares or stock of this company in exchange for shares or stock of any other company with prior approval of the State Government.
14. To sell, mortgage or otherwise to deal with or dispose off 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, stocks, debentures and other securities of any other company having objects altogether or in part similar to those of the company with prior approval of the State Government.
15. To purchase or otherwise acquire and undertake the whole or any part of the goodwill, interest in the business, concern, contracts, agreements, undertaking, property, rights, privileges, effects, assets and liabilities of any person, firm, association, society, company or corporation carrying on any business or having ceased to carry on, which the company is authorized to carry on, to pay for the same by shares or debentures of this company or by cash or otherwise, or partly in one way and partly in another or others, and to conduct, expand and develop or wind-up and liquidate such business and to purchase and take steps for the acquisition of existing and new licenses in connection with any such business.




16. To borrow or raise money by way of loans or otherwise or secure the payment of money by the issue, sale of debentures, debenture stock, bonds, obligations, mortgages and securities of all kinds, either perpetual or terminable and either redeemable or otherwise and to charge or secure the same by trust deed or otherwise on the undertaking of the Company or upon any specific property and rights, present and future of the Company or otherwise, howsoever with prior approval of the State Government.
17. To levy and collect interest, fees, commission, commitment, service and other charges for the loans and advances granted by the Company, or for its financial or other assistance or in respect of indemnities, licenses, permissions, guarantees or counter-guarantees given by it or the services rendered by the Company to other persons.
18. To receive, raise, mobilize, accept required funds for the implementing, operating and maintaining the Patna Smart City from State Government, Central Government, ULBs, Capital market, Financial Institutions, Joint venture partners, PPP partners etc with the exception of funds received from the Central Government, State Government and ULBs, prior approval of the State Government will be required in all other instances.
19. To levy and collect user charges, consumption charges, cess, impositions, taxes etc. for the services provided to the citizens of the smart city with prior approval of the State Government.
20. To hold immovable and movable properties of every description other than agricultural and charged to the Company as security for any financial assistance granted by it, in whatever form and to sell or otherwise dispose of or deal with such properties for the purpose of realizing the amounts due to the Company in respect of such financial assistance or as the directors of the Company may think fit.
21. To pay all the costs, charges and expenses of and incidental to the promotion, formation, registration and establishment of any company and issue of its capital.
22. To remunerate any person, firm, company or association of persons for services rendered or to be rendered to, or on behalf of the company.
23. To refer or agree to refer any claims, demands, dispute or any other question by or against the Company or in which the Company is interested or concerned, and whether between the Company and the members of the Company and/or his representatives or between the Company and the third parties to arbitration and to observe and perform and do all acts, matters and things to carry out or enforce the awards.

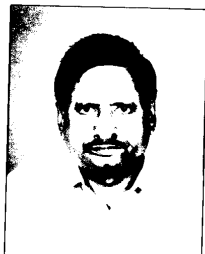
24. To apply for and take out, purchase by way of license or otherwise any patents, patent rights or inventions, trademark rights, copyrights of secret processes or technical aid or know-how which may be useful for the Company's objects and to grant licenses to use the same.
25. To give to any officers, servants or employees of the Company any shares of interest in the profits of the Company's business or any branch thereof, and whether carried on by means of or through the agency of any subsidiary company or not, and for that purpose to enter into any arrangements as the Company may think fit with prior approval of the State Government.
26. The company may at anytime, invite and receive or without any such invitation receive any gifts or immovable or movable property and offerings or voluntary donations or bequests and legacies either from the shareholder or from any other person for all or any of the objects of the company with or without any special conditions provided that such receipts or the conditions attached are not inconsistent with or derogatory to any of the objects of the company. Subject to any such conditions as aforesaid, all such gifts, donations, grants, offerings, legacies and bequests including lands, buildings and other immovable properties shall be treated as forming parts of the property of the company and may be applied accordingly. The Directors shall in their absolute discretion be entitled to decide whether they shall be at liberty to refuse any of them without giving any reason whatsoever for such refusal.
27. To open current, demat or other accounts with any banks or merchants, to pay money into and draw money from such accounts and to draw, make, accept, endorse, discount, execute and issue bills of exchange, promissory notes, bills of lading, warrants, debentures and other negotiable or transferable instruments or securities.
28. To aid pecuniary or otherwise any association or body having objects of the solution, settlement, surmounting of economic, industrial, agricultural or labor problems or troubles or the promotion of industry, trade and agriculture.
29. To enter into all types of internal or external foreign collaborations, license arrangements, technical assistance, financial or commercial arrangements including the survey of market for export and to survey market conditions in India and outside, for the fulfillment of any objects herein contained.
30. To manage, sell and realize any property which may come into the possession of the Company in satisfaction or part satisfaction of any of its claims for sale of properties in its possession, prior approval of the State Government is required.

31. To establish and maintain or procure the establishment and maintenance of any contributory or non-contributory pension or superannuation funds for the benefit of any persons who are or were at any time in the employment or service of the company, or of any company which is a subsidiary of the company.
32. To arrange Seminars, Workshops, Guest Lectures in India and abroad for training and capacity building activities in the fields of Smart City, Urban Management, Smart Solutions, Management, Information and Technology, Engineering, Scientific, Commercial, Financial, Legal, Secretarial and other nature.
33. Subject to the provisions of Section 73 and other relevant sections of the Companies Act 2013 and rules made there under and Directives of Reserve Bank of India to receive money on deposit with or without allowances or interest, to borrow or raise money with or without security and/or secure the payment of money by mortgage or by the issue of bond mortgages, hypothecation, lien or any other security founded or based or charged upon all or any of the property or rights of the company or in such other manner as the company shall think fit and for the purposes aforesaid to charge all or any of the Company's property or assets movable or immovable liquid or otherwise present secure and securities of the company by a trust deed or other assurance and redeem, purchase or pay off any such security, provided that the company shall not do banking business as defined in the Banking Regulations Act, 1949. This will require prior approval of State Government.
- IV. The liability of the members is limited and this liability is limited to the amount unpaid, if any, on the shares held by them.
- V. The Authorized Capital of the Company is Rs. 4,000,000,000/- (Rupees Four hundred crores) divided into 40,000,000 (Four crore) equity shares of Rs. 100/-(Rupees One Hundred) each with the rights, privileges and conditions attached thereto as provided by the regulations of the company for the time being in force and with power to increase and reduce the capital of the company and to divide the shares in the capital for the time being into several classes and to attach there to respectively such preferential rights, privileges or conditions of the company and to vary, modify, or abrogate any such rights, privileges or conditions in such manner as may for the time being be provided by the regulations of the company.

We the several persons whose names and addresses are subscribed are desirous of being formed into a company in pursuance of this Memorandum of Association, and we respectively agree to take the number of shares in the capital of the Company set against our respective names, for and on behalf of the Governor of Bihar / Patna Municipal Corporation:

Names, Addresses, Occupations and Fathers name of Subscribers	Number of shares taken by each subscriber	Subscriber's Signature	Photograph
<p>NAME : ABHISHEK SINGH S/O: ARJUN SINGH ADDRESS: RESIDENCE OF DM & COLLECTOR, DHALAI AMBASSA, DHALAI -799289, TRIPURA, INDIA DESCRIPTION: MUNICIPAL COMMISSIONER, PATNA MUNICIPAL CORPORATION OCCUPATION: SERVICE</p>	<p>5,000 (FIVE THOUSND EQUITY SHARES)</p>		
<p>NAME : ANAND KISHOR S/O: KAPIL DEO NARAIN ADDRESS: B 3/53, OFFICERS FLAT, RAJBANSHI NAGAR, BAILEY ROAD, PATNA-800023, BIHAR DESCRIPTION: DIVISIONAL COMMISSIONER, PATNA COMMISSIONERATE OCCUPATION: SERVICE</p>	<p>1,500 (ONE THOUSAND FIVE HUNDRED EQUITY SHARES)</p>		
<p>NAME : BINOD KUMAR TIWARI S/O: SHEOPUJAN TIWARI ADDRESS: FLAT NO-202, PURNIMA APARTMENT, LANE NO-4, S K PURAM, ARYA SAMAJ ROAD, RPS MORE, BAILEY ROAD DANAPUR, PATNA- 801503, BIHAR DESCRIPTION: NOMINEE OF FINANCE DEPARTMENT, GOVT. OF BIHAR OCCUPATION: SERVICE</p>	<p>1,000 (ONE THOUSAND EQUITY SHARES)</p>		
<p>NAME: KUMAR DEVENDRA PROJJWAL S/O: BIJOY KUMAR SINGH ADDRESS: 29 YOGMAYA KUTI.R SITARAM PATH, PASCHIMI PATEL NAGAR, TOWN/VILL - PATNA-800023, BIHAR DESCRIPTION: NOMINEE OF URBAN DEVELOPMENT & HOUSING DEPARTMENT, GOVT. OF BIHAR OCCUPATION: SERVICE</p>	<p>1,000 (ONE THOUSAND EQUITY SHARES)</p>		

NAME : AMRENDRA PRASAD SINGH S/O: CHANDRASEKHAR PRASAD SINGH ADDRESS: A-22, VINDHYACHAL APARTMENT, NAGESHWAR COLONY, BORING ROAD, PATNA- 800013 DESCRIPTION: MANAGING DIRECTOR, BUIDCO OCCUPATION: SERVICE	500 (FIVE HUNDRED EQUITY SHARES)	
NAME: BHARAT JHA S/O: BADRINATH JHA ADDRESS: DY. SECRETARY, WATER RESOURCES DEPTT, SINCHAI BHAWAN, PATNA-800023, BIHAR DESCRIPTION: DIRECTOR, MUNICIPAL ADMINISTRATION, URBAN DEVELOPMENT & HOUSING DEPARTMENT, GOVT. OF BIHAR OCCUPATION: SERVICE	500 (FIVE HUNDRED EQUITY SHARES)	
NAME : SANJAY KUMAR AGARWAL S/O: RAM GOPAL AGARWAL ADDRESS: C/O, O. P. AGRAWAL, 501, JAGDISH ENCLAVE, BEHIND RBI BUILDING, OFF EXHIBITION ROAD, PATNA- 800001, BIHAR DESCRIPTION: DISTRICT MAGISTRATE, PATNA OCCUPATION: SERVICE	500 (FIVE HUNDRED EQUITY SHARES)	



Total **10,000 (TEN THOUSAND EQUITY SHARES)**

WITNESS:-

I witness to subscribers, who have
subscribed and signed in my presence
(date and place to be given); further I
have verified his or their Identity
Details(ID) for their identification and
satisfied myself of their identification
particulars as filled in"

NAME OF WITNESS: AJAY KUMAR
S/O: LATE RAJESHWAR PRASAD SINGH
ADDRESS: I/J - 1, 1ST FLOOR, CHANDI VYAPAR
BHAWAN, EXHIBITION ROAD,
PATNA - 800001
OCCUPATION: PRACTICING COMPANY
SECRETARY
Membership Number: 5204
Date: 02/11/2017
Place:Patna

