

THE COMPANIES ACT, 2013
(COMPANY LIMITED BY SHARES)
MEMORANDUM OF ASSOCIATION
OF
TELGE PROJECTS LIMITED

1. The Name of the Company is **Telge Projects Limited**
2. The Registered office of the company will be situated in the state of **Maharashtra –MH**
3. (a) **The objects to be pursued by the company on its incorporation are**
 1. To carry on the business as Civil Engineering, building and erection engineers, Designers, dealers in, importers, exporters and manufactures of prefabricated and precast structures and RCC structures, materials, tools, implements, machinery and metal ware in connection therewith or incidental thereto and to carry on any other business that is customarily, usually and conveniently carried on therewith in or outside India and to do the business of development of hi-technology industrial parks, residential townships, vocational training centres, leisure parks, convention centres and development of other infrastructural facilities and to act as technical consultants and advisors in all matters relating to rural and urban infrastructural.
 2. To undertake the business of providing comprehensive IT solutions in Building Information Modelling (BIM) for the Architecture, Engineering, and Construction (AEC) industry and to carry on the business of Software designing, development, customization, implementation, maintenance, testing and benchmarking, designing, developing and dealing in computer software and solutions encompassing the importation, exportation, sale, purchase, distribution, customization, development, and such other transactions involving a wide array of applications, programs, software packages, internet programs, software programs, mobile applications, web applications, products, portals, marketplaces, services, applications, web design, and related services/products, inclusive of offerings tailored services relating to Civil Engineering services, as well as specializing in Building Information Modelling (BIM) solutions customized for the Architecture, Engineering, and Construction (AEC) industry, and fostering research and development (R&D) initiatives and technological expertise relevant to our services and operations.
3. (b) **Matters which are necessary for furtherance of the objects specified in clause 3(a) are**
 1. To receipt of contract amount in foreign currencies & repatriate the amount Outside India.
 2. To do all or any of the acts or things as mentioned in the main objects either as Principals, contractors or otherwise and either alone or in conjunction with others.
 3. To remunerate any firm, person or body corporate rendering services to the Company, including without limitation, in relation to the promotion or formation of the Company,



A handwritten signature in blue ink, appearing to be "S. J. J. J.", located at the bottom right of the page.

either by cash payment or by allotment to him or them of shares and Securities of the Company as paid-up in full or in part or otherwise.

4. To pay all costs, charges and expenses incurred or sustained in or about the formation, registration, promotion, incorporation, establishment and advertisement of the Company or which the Company shall consider to be preliminary including contracts entered into by the Company.
5. To enter into contracts or arrangements or other dealings for more efficient conduct of the business of the Company or any part thereof and also to enter into any arrangement with any Government or Authorities or any persons or companies that may seem conducive to the main objects of the Company.
6. To apply for and acquire permits, licenses and quota right from the Government of India or from foreign state Government or from Foreign Government of Import and Export of raw materials and finished products.
7. To buy, sell, repair, alter, improve, exchange, let on hire, import, export and deal in all works, plant, machinery, tools, appliances, apparatus, products, materials, substances, articles and things capable of being used in any business which the Company is competent to carry on, or which may be required by any customer or person having dealings with the Company or which may seem capable of being profitably dealt with in connection therewith and to manufacture, experiment with, render marketable and otherwise deal in all products and services incidental to any of the businesses carried on by the Company.
8. To purchase, take on lease or in exchange, hire or otherwise acquire any immovable or movable property and any rights or privileges which the company may think necessary or convenient for the purpose of its business and in particular, any land buildings, easements and stock in trade to erect buildings, factories, godowns, shades, commercial complex, residential premises or any other structure for works and for the purpose of the company or its employees, and either to retain any property so acquired for the purpose of the company's business or to turn to account as may seem expedient.
9. To guarantee the payment or performance of any debts, contracts or obligations or become security for any person, firm or company, for any purpose whatsoever.
10. To recruit, train and develop staff, organize seminars, training programs and conferences for employees, customers and the general public.
11. To sell, lease, grant licenses easements and other rights over and in any manner deal or dispose of , the undertaking , property, assets, rights and effects 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 company having similar objects and to acquire and undertake the whole or any part of the business, property and liabilities of any person or company carrying on or proposing to carry on any business which the company is authorized to carry on.



A handwritten signature in blue ink, appearing to be "S. J. J. J.", with a stylized flourish at the end.

12. To amalgamate or enter into partnership or into any arrangement for sharing of profits, union of interest, co-operation, joint venture, reciprocal concession or co-operation or for limiting competition or otherwise, with any person, persons, or company carrying on or engaged in to about to carry on, or engage into being authorized to carry on or engage in any business or transaction which the company is authorized to carry on and to give or accept by the way of consideration for any of the acts or things aforesaid or property acquired, any shares, debentures, debenture- stock or securities that may be arranged upon and to hold and retain or sell, mortgage, and deal with any shares, debentures, debenture-stock or securities so received.
13. To Invest surplus funds in shares, stock, debenture-stock, bonds obligations and securities by original subscription, contract tender, purchase, exchange Or otherwise and whether or not fully paid up undertaking, and to subscribe for the same either conditionally or otherwise and to guarantee the Subscription therefore, and to exercise, enforces all rights, powers conferred by or incidental to the ownership thereof.
14. To establish or promote or occur in establishing or promoting any companies having similar objects for the purpose of, acquiring or taking over all or any of the property, rights and liabilities of the company and to place or guarantee the placing of, underwrite, subscribe for or otherwise acquire all or part of the shares, debentures or other securities of any such other company.
15. 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, persons or company any rights, privileges charters, contract licenses and concession which the company may think fit and desirable to obtain and to carry out exercise and comply therewith.
16. To apply for, promote or obtain any act, character. order, regulation, privilege, concession, license, or other authorization or enchantment of any Government, state or municipality or local body for enabling the company to carry on of its objects into effect, or for extending any of the powers of the company, or for effecting any modification of the company's. or for any of the company's constitution. or for any of the purposes and to oppose any bills, proceedings or application which may seem calculated, directly or indirectly to prejudice the company's interest.
17. To apply for, or otherwise acquire and protect prolong and renew in any part of the world any patents, patent rights, prevents, copy rights, trademarks, formulas, designs, licenses, concession and the like conferring any exclusive or non-exclusive or limit rights to their use, or any secret or other information as to any invention which may seem capable of being used for any of the purpose of the company and to use, exercise, develop and grant licenses in respect of or otherwise turn to account the property, rights, or information so acquired, and to expend money in experimenting upon and testing or improving any such patents, invention or rights.
18. To make donations to such persons or institutions or political parties and aid such cases that would be directly or indirectly conducive to any of the company's objects or otherwise expedient and in particular to remunerate any person or corporate introducing



A handwritten signature in blue ink, appearing to read "S. Jain", with a stylized flourish at the end.

business to this company, and also to subscribe, contribute or otherwise assist or guarantee money for charitable, scientific religious or benevolent, national public, educational, cultural or other institutions or for any exhibition or for any public objects and to establishment and support of association, funds, trust, and convenience for the benefits societies and other terminations benefit societies and to grant pensions, allowances, gratuities, bonuses and other terminations benefits either by way of annual payments or a lump sum and to make payment towards insurance and to form and contribute to provident, benefits, scholarships, gratuity, pensions, superannuating funds, of or for such person, and to accept gifts from any person.

19. To refer or agree to refer any claim demand 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 a member or members or his or their representatives, or between the company and third parties, to arbitration in India or at any place outside India, and to observe and perform and to do all acts, deeds, matters and things to carry out or enforce the award.
20. To pay out of the funds of the company all 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 application for or taking, placing or underwriting or procuring the Underwriting of shares, debentures, or other securities of the company.
21. To pay all preliminary expenses of any company promoted by the company or any company in which this company is or may contemplate being interested including any such preliminary expenses all or any part of the cost and expenses of owner of any business or property acquired by the company.
22. To pay for any rights or property acquired by the company and remunerate any person or company for services rendered in placing or assisting to place Or guaranteeing the placing of shares in the company's capital or any debentures, debenture-stock, or other securities of the company or about the Information or promotion of the company or the acquisition of the property by the company or the conduct of its business whether by cash payment or by the allotment of shares, debentures or other securities of the company credited as paid up in full or in part or otherwise.
23. To adopt such means of making known the business of the company as may seem expedient, and in particular by advertising in the press, magazines, journals, circulars, by purchase and exhibition or works of art or interest, by publication of books and periodicals and by granting, prizes, rewards and donations.
24. To advance money or to give credit to any person /s or company /s and on such terms as may seem expedient and in particulars to the customers and others having dealing with the company.



A handwritten signature in blue ink, appearing to read "S. S. J. S.", with a stylized flourish at the end.

25. To give guarantee or indemnities for the payment of the money or the performance of contracts or obligation by any such person or company to secure or undertake in any way the repayment of money lent or advanced to or the liabilities incurred by any person or company, and otherwise to assist any person or company.
26. To invest and deal with the money of the company not immediately required for the business of the company, including investment in fixed deposits with the company firms or any organization, in such manner as may from time to time be determined.
27. To lease or hire-purchase things or otherwise dispose of any property belonging to the company and to finance the purchase of any articles whether made by the company or not by way of loan or by purchase of any such article or articles and letting thereof on the hire- purchase or otherwise.
28. To train or to for training in India or Abroad of any of the company's employees or any candidate in the interest of or furtherance of the company's objects and to appoint or to depute the company's employee or representative in India or Abroad for the business of the company in furtherance with the achievements of the company's objects after complying with RBI guidelines (if any).
29. Upon any issue of shares, debentures or other securities of the company, to employ brokers, commission agents, and underwriters and to provide for the remuneration of such persons for their services that payment in cash or by the issue of shares, debentures or other securities of the company or by granting of an options to take the same, or in any other manner allowed by law.
30. To open bank account of any type, including overdraft account, cash credit account and to operate the same in the course of business and to do all the incidental things necessary for the same.
31. To vest any real personal or property rights or right or interests, acquired by or belonging to the company in any person or company on behalf of or for the benefits of the company and with or without any declared trust in favor of the company.
32. To arrange collaboration between any foreign party or concern and the company or any other Indian individual or groups to acts as trustees for foreign or Indian investors and collaboration and to carry out the terms of the agreement, concessions or privileges or to obtain technical know- how designs and other assistance or to give the benefits of such technical know-how to others in collaboration with the company, to do all or any of the above mentioned objects either alone or in conjunction or partnership with any partnership firm or body corporate or trustees or agents of any other company or person, through any other persons, agent or trustees and generally acceptable or conducive for the attainment of the objects given above or any of them.



A handwritten signature in blue ink, appearing to read "S. J. J. J.", with a horizontal line underneath.

33. To institute, conduct, defend or compound any legal proceedings by or against the company or its officers or otherwise concerning the company or its officers or otherwise concerning the affairs of the company and also to Compound and allow time for payment or satisfaction of any debts due and of any claims or demand by or against the company and to observe and carry out the terms of the awards through the legal Advisers, Solicitor, Advocates appointed and or authorized by the company.
34. To establish and maintain or procure the establishment and maintenance of any contributory or non- contributory pensions or superannuation, provident or gratuity funds and other funds and insurance for the benefits of and to give gratuities, pensions, allowances and emoluments, to any persons who are or where at any time in the employment or service of the company or who are or where at any time directors or officers of the company or who are or where at any time directors or officers of the company and the wives, widows families and independent of any such persons and also to establish and subsidise, donate any institutions, associations, clubs. funds, calculated to before the benefit of or to advance the interest and well being of the company.
35. To place, to reserve or to distribute as bonus shares among the members or otherwise to apply as the company may from time to time think fit any moneys of the company including moneys received by way of premium or shares or debentures issued at a premium by the company and also moneys arising from the sale by the company of forfeited shares subject to provision of the Act.
36. To receive money on deposit or loan and borrow or raise or secure the payment or money in such manner as the company may think fit, and in particular by debentures, or debentures or debentures stock (perpetual or otherwise) and to secure the repayment of any money borrowed raised or owing by mortgage, charge or lien upon all or any of the property or asset of the company (both present and future), including its uncalled capital and also by similar mortgage charge or lien to secure and guarantee the performance by the company of any other person or company of any obligation undertaken by the company, or any person as the case may be, and to purchase redeem or pay off any securities, subject to provisions of the Company Act, 2013 and directive of Reserve Bank Of India.
37. To undertake and execute any trusts the undertaking of which may seem to the company desirable and either gratuitous or otherwise for the purpose of the main objects of the company.
38. 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.
39. To sell improve, manage develop, exchange, lease, mortgage, dispose of, truth to account or otherwise deal with all or any part of the undertaking property or rights of the company for the time being.



A handwritten signature in blue ink, appearing to be "Rajiv" followed by a stylized flourish.

40. Subject to the provision of the Companies Act, 2013 and the rules made hereunder, to distribute among the members in specie any property of the company in the event of winding up.
41. To insure the whole or any part of the property of the company either fully or partially, to protect or indemnify the company from liability or loss in any respect either fully or partially, and also to ensure and to protect and indemnify any part or portion thereof either on mutual principle or otherwise.
42. To carry out in any part of the world all or any of the above things and either as principal, agents trustee, contractor, or otherwise and by through trustees or agents or otherwise and either alone or in conjunction with others.
43. To procure the company to be recognized in any part of the world.
44. To take part in the management, supervision and control, of the business of operations of any company or undertaking having similar objects and for that purpose to appoint and remunerate any directors, trustees, executives, accounts or other experts or agents.
45. To employ experts, to investigate and examine into the conditions prospects values, character and circumstances of any business concern and undertaking and generally of any assets, property or rights.
46. To undertake contract for electrification, power generation, distribution and other similar related project.
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. The share capital of the company is 10,00,00,000 rupees, divided into, 1,00,00,000 Equity shares of 10.00 rupees each
6. 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:



****The Authorised Share Capital of the Company is increased from Rs.1,00,000/- (Rupees One Lakh Only) divided into 10,000 (Ten Thousand) Equity Shares of Rs.10/- (Rupees Ten Only) each to Rs. 1,00,00,000/- (Rupees One Crore Only) divided into 10,00,000 (Ten Lakh) Equity Shares of Rs.10/- (Rupees Ten Only) by passing Special Resolution with the approval of shareholders in their Extra Ordinary General Meeting held on Tuesday, 6th October, 2020.***

A handwritten signature in blue ink, appearing to be "S. J. J. J.", written over a horizontal line.

*****The name clause of the Memorandum of Association of the Company is amended by deleting the word 'Private' from the name of company on conversion of the company into public limited company by the shareholders by passing special resolution in their Extra Ordinary General Meeting held on 18th December, 2023.***

******The Authorized Share Capital of the Company be increased from Rs. 1,00,00,000/- (Rupees One Crore only) divided into 10,00,000 (Ten Lakh) Equity Shares of Rs. 10/- each (Rupees Ten Only), to Rs. 10,00,00,000/- (Rupees Ten Crore only) divided into 1,00,00,000 (One Crore only) Equity Shares of Rs. 10/- (Rupees Ten Only) each, i.e., by increase of additional Rs. 9,00,00,000 (Rs. Nine Crore only) divided into 90,00,000 (Ninety Lakh only) Equity Shares of Rs. 10/- each in the Extra Ordinary General Meeting of the Company held on Friday 12th January 2024.***

*******The Object Clause of Memorandum of Association is altered by inserting the clause no .3(a)(2) after existing clause no.3(a)(1) in the Main Objects of the Memorandum of Association of the Company by passing Special Resolution with the approval of shareholders in their Extra Ordinary General Meeting held on 25th April 2024.***



S.No.	Subscriber Details					
	Name, Address, Description and Occupation	DIN/PAN/Passport Number	No. of shares taken		DSC	Dated
1	Name:- UTTAM GANGADHAR TELGE S/o:-GANGADHAR TELGE Add:-PLOT NO-26 ,SECTRO NO -18 MAHATMA PHULE NAGAR ,CHINCHWAD PUNE-411019 Occupation-Business	08052731	5000	Equity	UTTAM GANGADHAR TELGE <small>Digitally signed by UTTAM GANGADHAR TELGE Date: 2018.01.14 15:14:35 +05'30'</small>	14/01/18
2	Name:-SHRADDHA SHAILESH TELGE D/o Suresh Laxman Jayraj Add:-PLOT NO-26 ,SECTRO NO -18 MAHATMA PHULE NAGAR ,CHINCHWAD PUNE-411019 Occupation-Business	08052730	5000	Equity	Shraddha Shailesh Telge <small>Digitally signed by Shraddha Shailesh Telge Date: 2018.01.14 15:14:59 +05'30'</small>	14/01/18
Total Shares taken			10,000.00	Equity		

Signed before Me					
Name	Address, Description and Occupation		DIN/PAN/Passport Number/ Membership Number	DSC	Dated
ACMA	Kaka Mahadeo Lande	Address: Shop no. 15, A wing, Jai Ganesh Samrajya, Spine Road, Bhosari, Pune. 411039 Occupation: Cost Accountant	34407	Kaka Mahadeo Lande <small>Digitally signed by Kaka Mahadeo Lande Date: 2018.01.14 15:16:00 +05'30'</small>	14/01/18

[Modify](#)
[Check Form](#)