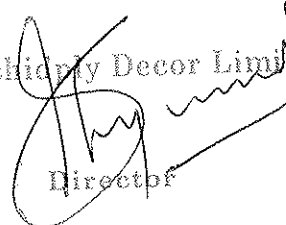


**INCORPORATED**  
**UNDER THE COMPANIES ACT, 2013**  
**(18 OF 2013)**  
**MEMORANDUM OF ASSOCIATION OF COMPANY LIMITED BY SHARES**  
**OF**  
**ARCHIDPLY DECOR LIMITED**

- 1. THE NAME OF THE COMPANY IS "ARCHIDPLY DECOR LIMITED"**
- 2. THE REGISTERED OFFICE OF THE COMPANY WILL BE SITUATED IN THE STATE OF UTTARAKHAND**
- 3.**
  - a) THE OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:—**
    1. To carry on the business of Manufacture of wood and other products of wood and cork, including furniture and providing the service relating to polishing & coating service on wood.
    2. To carry on the business as timber merchants, saw mill proprietors, timber growers, timbers, treaters, seasoners, veneer, plywood, hardboard, laminator Board industrial decorative Laminates. Tea Chests, chip board and fibre board manufacturers and to buy, sell, of saplings and trees and to harvest treat, process, render marketable, buy, sale and dispose of any such products including by products in the raw or manufactured state and to take up the business of planters, growers, cultivators, sellers, and dealers the all kinds of wood including bamboo, bagase, Mesta or Cotton stalks and to manufacture, dispose off, sell or deal in their product grow. prepare, manipulate, import and export and deal in timber, veneers, plywood and wood, wood products, metal and metal products of all kinds, doors, windows, polishing and coating service on wood, panel boards and others in manufacture of which timber, wood plywood or metal is used in any form of proportion, to buy, acquire any forests, factories and timber estate to enter into lease and other agreements with government, private and other agencies for purchase of timber and forest products and to act as forest contractors planters growers cultivators.
    3. To carry on the business as manufacturers, producers, buyers, sellers, traders, merchants, hire purchase dealers, indentors, commission agents, brokers processors, cultivators, assemblers, repairers, exchangers, alterers, packers, importers, exporters, stockists, distributors, agents and dealers in timber, forest, agriculture, plantation, horticulture, petroleum and other products whether in raw, semi-finished finished, processed and semi processed form, plastic, minerals, organic and inorganic chemicals,

For Archidply Decor Limited  
  
Director

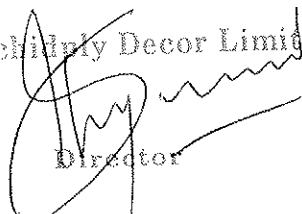
drugs, medicines, fertilizers, yarn, jute, cotton, rubber, products in which these are used in any form or proportion and all and every other article, merchandise and items of whatever nature, in plants, machinery, spares, accessories, guages, meters, implements, instruments, tools, tackles, material handling mining construction, railway, transport, watersupply, sewerage, electrical, electronic, hydraulic, mechanical and other equipments, construction and other materials, to carry on the business as transporters, contractors, suppliers, metallers, coalers, galvenizers, planters, enamallers, founders, mill wrights, forgers converters and fabricators, hoteliers, and caterers in all branches, to purchase, to take on lease acquire exchange or otherwise own, hold, occupy, manage, control, construct erect, alter, develop and pull down, improve, repair, renovate, work build, plan, lay sell transfer mortgage, charge, assign, let out or hire, sub let and sub lease lands, buildings factories, warehouses stop cinema halls, roads, bridges, estates, assets and properties, whether free hold or lease hold or of whatever in nature.

4. To act as an technicians, engineers, and consultants and to give advise on investment, financial, managerial, technical, operational and other aspects of trade, industry, mining, agricultural irrigation, transport and others and in all branches of engineering, to make valuations, surveys to supply to and promote, maintain and operate services, facilities, conveniences and bureaus.

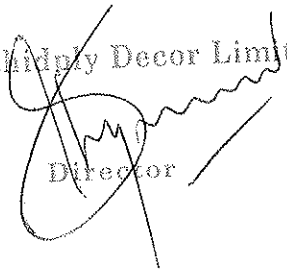
**b) MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE 3(A) ARE:—**

- 1) To establish and maintain offices and/or agencies at any place or places in India or other parts of the world for the conduct of the business of the Company or the purchase and sale of goods, merchandise, materials, articles and things required for or dealt in or manufactured by or at the disposal of the Company.
- 2) To employ or to depute personnel or otherwise acquire technical experts, engineers, foremen or skilled and unskilled labour for any of the purposes of the Company.
- 3) To make, undertake, encourage, experiment, research and invent about the business of the Company.
- 4) To apply for tender, purchase or otherwise acquire, contracts, subcontracts, licenses and concessions, for all or any of them and to undertake, execute, carryout, dispose of or otherwise turn to account the same, and to subject all or any contracts from time to time and upon such terms and conditions as may be thought expedient in relation to business of the Company.
- 5) To give any guarantee or provide any security in connection with any loan made by any other persons, firm or body corporate to any other person, firm or body corporate for any purpose whatsoever and on any terms whatsoever.

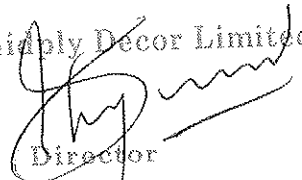
- 6) To create, execute, grant or issue debentures, debenture stocks or bonds either at par, premium or discount and either redeemable or irredeemable secured upon all or any part of the undertaking, rights, properties of the Company present and future including uncalled capital or the unpaid calls of the Company.
- 7) To open and operate current, overdraft, loan, cash credit or deposit account or accounts with any bank, Company, firm or person and close any such accounts.
- 8) To enter into partnership or into any arrangements for sharing profits, co-operation, amalgamation, union of interests, joint venture, reciprocal concession with any Govt. authority, persons, firms or Company carrying on or engaged in or about to carry on or engage in any business or transaction which the Company is authorized to carry on or engage in, or any business or transaction which may seem capable of being carried on or conducted as directly or indirectly to benefit the Company and to lend money to, guarantee the contracts of, or otherwise assist any such person, firm or Company and to take or otherwise acquire and hold shares or securities of any person, firm or Company and to sell, hold, re-issue with or without guarantee, or otherwise deal with the same.
- 9) To amalgamate or merge with any other Company having objects altogether or in part similar to those of this Company.
- 10) To convert into other kinds of Companies under Companies Act, 2013.
- 11) To invest and deal with the moneys of the Company not immediately required in such manner as may from time to time be determined by the Board of Directors.
- 12) To establish and support or aid in establishment of associations, institutions, funds, trust and conveniences calculated to benefit the employees of the Company or the dependants or relatives of such persons and to grant pension, allowances and to make payments towards insurance.
- 13) To subscribe or guarantee money for any charitable, benevolent, public or general or useful object or for any exhibitions.
- 14) To promote, form and to take interest in, hold and dispose of shares in other companies having all or any of the similar objects mentioned in the memorandum, which may be considered useful to the Company.
- 15) To transfer property of this Company on such terms and conditions to any other person, firm or body corporate in lieu of cash or share or debentures of the concern as the case may be, in the best interest of the Company.
- 16) To sell subject to any concession, licenses obtained or contracts entered into by the Company for cash or for shares or obligations of any person or persons.

For Archibly Decor Limited  
  
Director

- 17) To draw, accept, make endorse, discount, negotiate, execute and issue cheques, promissory notes, hundis, bills of exchange, bills of lading and other negotiable or transferable instruments or securities connected with the business of the Company.
- 18) To borrow or raise money at interest or otherwise in such manner as the Company may think fit and in particular or otherwise including debentures or debentures convertible into shares or perpetual annuities and in security of such money so borrowed, to mortgage, pledge or charge the whole or any part of the property, assets or revenue of the Company present or future including its uncalled capital and to transfer or convey the same absolutely or in trust and to give the lenders power of sale and other powers as may seem expedient, and to purchase, redeem or pay off any such securities.
- 19) To insure all or any properties, assets, undertakings, contracts, guarantees or obligations of the Company of whatsoever nature and kind against any risk whatsoever.
- 20) To do all or any of the above things either as principles, agents, contractors, trustees or otherwise and either alone or in conjunction with others and by or through agents, sub-contractors, trustees or otherwise.
- 21) To pay all costs, charges and expenses to the promotion, formation, registration and establishment of the Company and to remunerate any person for services rendered in introduction of any property or business to the Company, or for any other reason which the Company may think proper.
- 22) To procure the registration or recognition of the Company in or under the laws of any place outside India and to establish and regulate agencies in any country, state or place for the purpose of Company's business and to apply or join in making an application to any Government, quasi-judicial authority or any court of law for any acts of parliaments, laws, decrees, orders, rights and privileges that may seem conducive to the Company's objects and to oppose any proceedings or applications which may seem calculated directly or indirectly to prejudice the Company's interests.
- 23) To create any depreciation fund, reserve fund, sinking fund or any other special fund for preparing, improving extending or maintaining any of the property of the Company, or for any other purpose conducive to the interest of the Company.
- 24) In the event of winding up, distribute to the member of the Company, in specie or in kind any property of the Company, and in particular any shares, debenture, securities of other Company's belonging to this Company or of which this Company may have the power of disposing, but so as not to prejudice the provisions the Act.

For Archidply Decor Limited  
  
Director

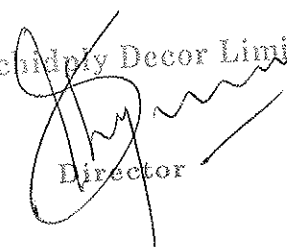
- 25) To train or pay for the training in India or abroad of any of the Company's officers or Employees or any other candidate in the interest of or for the furtherance of the Company's objects.
- 26) To enter all sorts of internal or foreign collaboration, technical assistance, financial or commercial arrangement.
- 27) To apply for, purchase, or otherwise acquire, any patents, trademarks, copyrights, invention, licenses, concessions & applications therefore and the like conferring any exclusive or non-exclusive or limited rights to use, or any secret or other information as to by invention which may seem capable of being used for any of the purposes of the Company, or the acquisition of which may seem calculated directly or indirectly to benefit the Company, and to use, exercise, develop or grant licenses in respect of or otherwise turn to account the property, rights or information so acquired.
- 28) To refer all questions, disputes or differences arising between the Company and any other person whosoever (other than a Director of the Company) in connection with or in respect of any matter relating to the business or affairs of the Company to arbitration in such manner and upon such terms as the Company and such other person may mutually agreed upon in each case, and such reference to arbitration may be in accordance with the provisions of the Indian Arbitration and Conciliation Act, 1996 or the rules & regulations of the International Center for alternative Dispute Resolution relating to arbitration or otherwise
- 29) To undertake any other business (whether manufacturing, marketing or otherwise) which may seem to the Company capable of being conveniently carried on in connection with the above or calculated directly or indirectly to enhance the value of or render profitable any of the Company's property or rights or increase the profitability of the Company.
- 30) To promote any other Company for the purpose of acquiring all or any property thereof of or for any purpose which may seem directly or indirectly to benefit this Company or whatsoever.
4. THE LIABILITY OF THE MEMBER IS LIMITED AND THIS LIABILITY IS LIMITED TO THE AMOUNT UNPAID, IF ANY, ON THE SHARES HELD BY THEM.
5. THE AUTHORISED SHARE CAPITAL OF THE COMPANY IS Rs. 10,00,000/- (RUPEES TEN LAKHS ONLY), DIVIDED INTO 1,00,000 (ONE LAKHS ONLY) EQUITY SHARES OF RS. 10/- (RUPEES TEN ONLY) EACH.

For Archimply Decor Limited  
  
Director

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:---

| Name, addresses, descriptions and occupations of subscribers                                                                                                | No. of shares taken by each subscriber                         | Signature of subscriber | Signature, names, addresses, descriptions and occupations of witnesses                                                                                                               |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|-------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <p>SHYAM DAGA</p> <p>Address: Makum Road Tinsukia<br/>Assam India 786125</p> <p>Occupation: Business</p>                                                    | <p>25000<br/>(Twenty Five Thousand)</p>                        | <p>Sd/-</p>             | <p>Name :P. Dakshayani</p> <p>Address:<br/>780, 2nd D Cross, 3rd Stage,<br/>3rd Block, 8th Main,<br/>Basaveshwara Nagar,<br/>Bangalore- 560079</p> <p>Occupation: CS in Practice</p> |
| <p>ARPITA DAGA</p> <p>Address: # E-315, 6/1 Benson Cross Road, Benson town Benson town<br/>Bangalore-560046 Karnataka India</p> <p>Occupation: business</p> | <p>24950<br/>(Twenty Four Thousand Nine Hundred and Fifty)</p> | <p>Sd/-</p>             |                                                                                                                                                                                      |
| <p>RAJIV DAGA</p> <p>Address:S-54 3rd Floor Greater Kailash Part-II New Delhi 110048 India</p> <p>Occupation: Business</p>                                  | <p>10 (Ten)</p>                                                | <p>Sd/-</p>             |                                                                                                                                                                                      |
| <p>USHA DAGA:</p> <p>Address: 2/10, Sarat Bose Road, Garden APPT Block - B 2nd Floor, Kolkata-700020</p> <p>Occupation: Business</p>                        | <p>10 (Ten)</p>                                                | <p>Sd/-</p>             |                                                                                                                                                                                      |

For Archidply Decor Limited

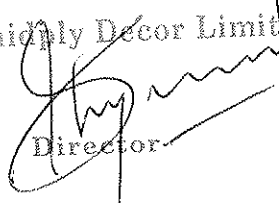


Director

|                                                                                                                                                             |          |      |  |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|------|--|
| <b>RAJNEESH SHARMA:</b><br><br>Address: B5 -133 JANAPRIYA<br>GREENWOODS APARTMENT<br>SOMASHETTY HALLI, BENGALURU<br>RURAL-560090<br><br>Occupation: Service | 10 (Ten) | Sd/- |  |
| <b>RAJ KISHORE PRASAD</b><br><br>Address:#146 SATICHURA<br>BADAKAGON SIKARI, HAZARIBAGH (L<br>V MDS)-825311<br><br>Occupation: Service                      | 10 (Ten) | Sd/- |  |
| <b>VIRESH VYAS</b><br><br>Address: E-306, VIJAYA APARTMENT,<br>779/1, MANISHAPURI, INDORE-<br>452001, MADHYA PRADESH, INDIA<br><br>Occupation: Service      | 10 (Ten) | Sd/- |  |

I witness to subscriber/subscriber(s), who has/have subscribed and signed in my presence; further I have verified his/their identity details for their identification and satisfied myself of his/her/their identification particulars as filled in.

Dated the 9<sup>th</sup> day of June, 2017

For Archioly Decor Limited  
  
Director

