

COMPANY LIMITED BY SHARES
MEMORANDUM OF ASSOCIATION

OF

***SEMAC CONSTRUCTION LIMITED**

- I. The name of the Company is ***SEMAC CONSTRUCTION LIMITED**.
- II. The Registered Office of the Company will be situated in State of **Tamil Nadu**.
- III. The objects for which the Company is established are: -
***Altered vide Special Resolution No.1 passed through Postal Ballots on 10th Day of May, 2025.**

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

1. To carry on the business of consulting engineers, technical advisers, Specialists and Consultants in the field of Architectural Engineering, Mechanical Engineering, Electrical Engineering, Electronics Telecommunication Engineering, Foundation Engineering, Civil Engineering, Structural Engineering, Chemical Engineering, Computer Engineering and Drafting Services in all its branches, descriptions and kinds in India or any part of the world.
2. To carry on the business of Consulting Engineers, Technical Advisers, Specialists and Consultants in the field of Urban Planning, Landscaping Architecture, Bridge and Highway Engineering, Public health engineering, Environmental Engineering, Irrigation Engineering, in all its branches, descriptions and kinds, in India or any part of the world.
3. To carry on the business of Consulting Engineers, Technical Advisers, Specialists and Consultants in the field of interior designing, heating, lighting, ventilation and airconditioning Engineering, Acoustical Engineering, Plumbing Engineering, Fire Fighting Engineering, in all its branches, descriptions and kinds in India or any part of the world.
4. To carry on the Business Consulting Engineers, Technical Advisers, Specialists and Consultants in the field of Construction Management, Preparation of Construction and Contracting documents, Administration of Contracting Documents, in all its branches, descriptions and kinds, in India or any part of the world."
5. To carry on business as Engineering and Procurement contractors, general engineers, mechanical engineers, process engineers, civil engineers, general mechanical and civil contractors and enter into contracts and joint ventures in relation to and to erect, construct, supervise, maintain, alter, repair, pull down and restore, either alone or jointly with other companies or persons, works of all descriptions, including plants of all descriptions, factories, commercial buildings and spaces, warehouses, cold storage, mills, refineries, pipelines, gas works, electrical works, power plants, water works, water treatment plants, hospitals, mines and ports including airports and to undertake turnkey projects of every description and to undertake the supervision of any plant or factory and to invest in Companies carrying on the above business.

For SEMAC CONSULTANTS LTD.


For SEMAC CONSULTANTS LTD.

Director

Director

6. To undertake, take up, carry on, engage in process designing, supervising, owning, executing, operating, maintaining and providing other related services whether independently or in association with any other person(s) in any form, in India or elsewhere in the world, either as engineers or contractors or sub-contractors or builders or owners or developers in the projects involving engineering, consultancy, procurement, construction, management in various sectors including power, telecom, any other infrastructure, buildings and structures, water, oil & gas, refinery, fertilizers, chemicals, petrochemicals;
7. To construct, Build, develop maintain, operate, own and transfer infrastructure facilities including housing, roads, highways, bridges, airports, ports, rail systems, water supply projects, irrigation projects, inland water ways and inland ports, water treatment systems, solid waste management systems and allied activities.
8. To carry on the business of manufacturers of and dealers in Water Well Drills, Blast Hole Drills and Spares and Accessories thereof and allied products and spares thereof.

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

1. To enter into any agreement or arrangement with any individual, firm, company or corporation for any collaboration, technical or otherwise or for imparting or obtaining any technical know - how, expert advice or information on such terms and conditions as may seem necessary or expedient.
2. To carry on business as importers, exporters, buyers and sellers of, and merchants and dealers in, and manufactures of machinery of all kinds, of spare parts, accessories and equipments, in connection with the above objects of the company.
3. To carry on any other business (whether manufacturing or otherwise), which can, in the opinion of the Board of Directors of the Company is capable of being advantageously or conveniently carried on by the company in connection with or as ancillary to any of the Company's objects or which is calculated directly or indirectly to, or which it may be advisable to undertake with view to, developing, rendering, valuable prospecting or turning to account, any property, real or personal, or rights belonging to the Company, or in which Company may be interested.
4. To manufacture, buy, sell, exchange, alter, improve, manipulate, prepare for market and otherwise deal in plant, machinery, apparatus, tools, utensils, receptacles, substances, materials, articles and things necessary or convenient for carrying on any of the business or processes of the company or usually dealt in.
5. To buy, sell, manufacture, refine, manipulate, import, export and deal in substances, apparatus and things capable of being used in any business of the Company.
6. To repair, alter, remodel, clean, renovate, convert, manipulate and prepare for resale and resell any goods from time to time, belonging to the company.

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Director

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7. To employ experts to investigate and examine into the condition, prospects, value, character and circumstances of any business concerns or undertakings of any business concerns or undertakings or of any assets, property or rights.
8. To carry on any business or branch of a business which this Company is authorised to carry on by means, or through the agency of any subsidiary company or companies, and to enter into any arrangements with such subsidiary company for taking the profits and bearing the losses of any business or branch so carried on, or for financing any such subsidiary company or guaranteeing its liabilities, or to make any other arrangement which may seem desirable with reference to any business or branch so carried on including power at any either temporarily or permanently to close any such branch or business.
9. To appoint directors or managers of any subsidiary company or of any other company in which this company is or may be interested.
10. To take in the supervision and control of the business of operations of any company or undertaking and to appoint and remunerate any directors, trustees, accountants or other experts or agents for such business operations.
11. To act as agents and brokers for sellers, buyers, exporters, importers, manufacturers, merchants, tradesmen, insurers and other and generally to undertake and carry out agency work and commission business.
12. To purchase, take on lease or in exchange, hire or otherwise acquire any immovable or moveable property and any rights or privileges which the company may think necessary or convenient for the purposes of its business, and in particular any land, buildings, easements, machinery, plant and stock-in-trade and either to retain any property so acquired for the purposes of the Company's business or to turn the same to account as may seem expedient.
13. To construct, improve, maintain, develop, work, manage, carry out control any buildings, offices, factories, works, mills, engines, roads, ways, branches or siding, bridges, wells, reservoirs, watercourses, warehouses, electric works, shops, stores, chawls and other buildings for housing employees workers and others works and conveniences which may seem calculated directly or indirectly to advance the Company's interests, and to contribute to, subsidies or otherwise assist or take part in the construction, improvement, maintenance, development, working, management, carrying out or control thereof.
14. To let on lease or on hire - purchase system or to lend or otherwise dispose of any property belonging to the Company and to finance the purchase of any article or articles, whether made by the company or not, by way of loans or by the purchase of any such

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- article or articles, and the letting thereof on the hire - purchase system or otherwise howsoever.
15. To Sell, Lease, Mortgage, grant Licences and other rights over and in any other manner deal with 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 whether or not having objects altogether or in part similar to those of the company.
 16. To acquire and undertake the whole or any part of the business, property and liabilities of any person, firm or company carrying on or proposing to carry on, proposed of property suitable for the purpose of this Company, or which can be carried on in conjunction therewith or which is capable of being conducted so as directly or indirectly to benefit the Company.
 17. To amalgamate, enter into partnership or into any arrangement for sharing profits or losses upon of interest, co-operation, joint adventure or reciprocal concession, or for limiting competition with any person or company carrying on or engaged in, or about to carry on or engage in, any business or transaction which the company is authorised to carry on or engage in, or which can be carried on in conjunction therewith or which is capable of being conducted so as directly or indirectly to benefit the company ; and to give or accept by way of consideration for any of the acts or things aforesaid or property acquired, any shares, debentures, debenture stock or securities that may be agreed upon and to hold and retain, or sell, mortgage and deal with any shares, debentures, debenture stock or securities so received.
 18. To subscribe, underwrite, acquire, take up and hold shares, stocks, debentures, debenture stock, bonds, obligations and other securities issued or guaranteed by any company constituted or carrying on business in India or in any foreign country; and debentures, debenture-stock, bonds obligations and other securities issued or guaranteed by any government, Sovereign Ruler, Commissioner, Public Body or Authority, Supreme Municipal. Local or otherwise, whether in India or in any foreign country.
 19. To acquire any such shares, stocks, debenture-stock, bonds, obligations, or other securities as aforesaid by original subscription, tender, purchase, exchange or otherwise and to subscriber for the same, either conditionally or otherwise and to guarantee the subscription thereof, and to exercise and enforce all rights and powers conferred by or incidental to the ownership thereof.
 20. To establish or promote or concur in establishing or promoting any company or companies for the purpose of acquiring all or any of the property, rights, and liabilities of the Company or for any other purpose which may seem directly or indirectly to benefit

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- to benefit the Company 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.
21. To enter into any arrangement with any government or authorities, 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, licences, and concessions which the company may think fit or desirable to obtain and to carry out, exercise and comply therewith.
 22. To apply for, promote and obtain any Act, charter, order, regulation, privilege, concession licence or authorization of any Government, state or municipality, or any authority or any corporation or any public body which may be empowered to grant for enabling the Company or 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 bills, proceedings, or applications which may seem calculated directly or indirectly or prejudice the Company's shares, debentures or other securities and assets to defray the necessary cost, charges and expenses thereof.
 23. To apply for, purchase, or otherwise acquire, and protect and renew in any part of the world any patents, patent rights, *brevets d' invention*, trade marks, designs, formulas, copy rights, licenses, concessions and the like, conferring any exclusive or non exclusive or limited right to their use, or any secret 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 seem calculated directly or indirectly to benefit the Company, and to use, exercise, develop or grant licences in respect of, or otherwise turn to account the property, rights or information so acquired, and to expend money in experimenting upon, testing or improving any such patents, inventions, or rights.
 24. To sell any patent rights or privileges belonging to the Company or which may be acquired by it, or any interest in the same and to grant licences for the use and practice of the same or any of them and to let or allow to be used or otherwise deal with any inventions, patents or privileges in which the Company may be interested, and to do all such acts and things as may be deemed expedient for turning to account any inventions, patents and privileges in which the company may be interested.
 25. To establish, provide, maintain, and conduct, or otherwise subsidize research laboratories, experimental stations, workshops and libraries for scientific, industrial and technical research and experiments; to undertake and carry on scientific, industrial

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economical and technical research, surveys, and investigations; to promote studies, research, investigations and invention both scientific and technical by providing, subsidising, endowing or assisting laboratories, colleges, universities, workshops, libraries, lectures, meetings, exhibitions and conferences and by providing for the remuneration to scientific or technical professors or teachers and the award of scholarships, grants and prizes to students, research workers and inventors or otherwise, and generally to encourage, promote and reward studies, research, investigations, experiments, tests and inventions of any kind may be considered likely to assist or benefit directly or indirectly any of the business which the company is carrying on or authorised to carry on.

26. To make donations to such persons or institutions and in such cases and either of cash or any other assets as may be thought directly or indirectly conducive to any of the company's objects or otherwise expedient and in particular to remunerate any person or corporation introducing business to this company, and also to subscribe, contribute or otherwise assist or guarantee money for charitable, scientific, religious or benevolent, national, public, cultural, educational or other institutions or object or for any exhibition or for any public, general or other object.
27. To establish and maintain or procure the establishment and maintenance of any contributory pension or superannuation funds for the benefit of, and give or procure the giving of donations, gratuities, pensions, allowances or emoluments to any persons who are were at any time in the employment or service of the Company, or of any company which is a subsidiary of the Company, or of its predecessors in business or of persons having dealings with the company or with any such subsidiary company, or who are or were at any time Directors or officers of the Company; or if any such other company as aforesaid, and the wives, widows, families, dependants and connections of any such person, and to also establish and subsidise and subscribe to any institutions, associations, clubs or funds calculated to be for the benefit of or to advance the interests and wellbeing of the Company or of any such other company as aforesaid and make payments to or towards the insurance of any such person as aforesaid and do any of the matters aforesaid, either along or in conjunction with any such other company as aforesaid.
28. 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 the 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 awards made thereon, and to do all acts deeds, matters and things necessary or expedient to carry out or enforce the awards.

For SEMAC CONSULTANTS LTD.

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Director

29. 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 commission for obtaining applications for or taking, placing or underwriting or procuring the underwriting of shares, debentures or other securities of the company,
30. To pay all preliminary expenses of any Company promoted by the company or any company in which the company is or may contemplate being interested, including in such preliminary expense all or any part of the costs and expenses of owner of any business or property acquired by any such company.
31. To pay any rights, or property acquired by the company and to remunerate any person or company for services rendered or to be rendered in placing of 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 in or about the formation or promotion of the company or the acquisition of property by the company or the conduct of its business, or otherwise for any of the purposes of the company, whether, by each 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.
32. To adopt such means of making known the business of the Company as may seem expedient, and in particular by advertising in the press by circulars, by purchase and exhibition of works of art or interest, by publication of books and periodicals, and by granting prizes, rewards and donations.
33. Subject to Banking Regulation Act, 1949. to lend and advance money or to give credit to such persons or companies and on such terms as may seem expedient, and in particular to customers and others having dealings with the company, and to guarantee the performance of any contract or obligation and the payment of money of or by any such persons or companies and generally to give guarantees and indemnities.
34. To invest and deal with the moneys for the company not immediately required in such manner as may from time to time be determined.
35. Subject to the provisions of Section 58A of the Companies Act, 1956 to receive money on deposit or loan and borrow or raise money for the business of the company, in such manner as the Company shall think fit, and to secure the repayment of any money borrowed, raised or owing or the repayment or performance of any debit, liability, obligation, contract, guarantee or other engagement incurred or to be entered into by the company or any other person or Company in any way and in particular by the issue of debentures or debenture - stock (perpetual or otherwise) or by mortgage, charge or lien

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Director

- upon all or any of the property or assets of the company (both present and future) including its uncalled capital; and to purchase, redeem or pay off any securities.
36. To undertake and execute any trusts the undertaking of which may seem to the Company desirable and either gratuitous or otherwise.
 37. 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 of securities.
 38. To sell, improve, manage, develop, exchange, lease, mortgage, dispose of, turn to account or otherwise deal with, all or any part of the property and rights of the company for the time being.
 39. To invest any movable or immovable property rights or interest acquired by or belonging to the Company in any person or company on behalf of or for the benefit of the Company, and with or without any declared trust in favour of the Company.
 40. Subject to provisions of the Companies Act, 1956, to distribute among the members in specie any property of the company, or any proceeds of sale or disposal of any of the company.
 41. To insure the whole or any part of the property of the Company either fully or partially to protect and indemnify the Company from liability of loss in any respect either fully or partially and also to insure 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 part of the Company's objects as principal, agents, factor, trustee, contractor, or otherwise and either alone or in conjunction with any other person, firm, association, corporate body, municipality, province, state, body politic or government or colony or dependency thereof.
 43. To exercise all or any of its corporate powers, rights and privileges and to conduct its business in all any of its branches in the Union of India and in any or all States, territories, possessions, colonies and dependencies thereof and in any or all foreign countries and for this purpose to have and maintain and to discontinue such number of offices and agencies therein as may be convenient.
 44. To procure the Company to be registered or recognised in any part of the world.
 45. To do all and everything necessary suitable or proper for the accomplishment of any of the purposes for the attainment of any of the objects or the furtherance of any of the powers herein before set forth, either alone 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

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Director

any part or parts thereof, provided the same be not inconsistent with the laws of the Union of India.

(C) OTHER OBJECTS

46. To buy, sell, manufacture, repair, alter, hire, let on hire and otherwise deal in automatic checking machines, boring, drilling and milling machines, broaching machines, brushing machines, buffing and polishing machines, furnishing machines, centering machines, chemical milling machines, cut off machines, cutting machines, drill presses, lathes, pipe cutting and threading machines, reaming machines, slotting machines, tapping machines, extruding machines, pneumatic and heating machines, rolling machines, presses, punching and shearing machines, sheet metal working machines, spinning machines, swagging machines, thread rolling machines, and machinery equipment, accessories, requisites and facilities of all kinds capable of being used for or in connection with the above.
47. To buy, sell, manufacture, repair, alter or otherwise deal in all types of plant, machinery, appliance, apparatus, stores, fittings, furnishings, tools, materials, products and things of all kinds capable of being used for and or in connection with the business of the Company.
48. To carry on the business of manufacture, merchants, importers, exporters, repairers and agents for the sale and purchase of and dealers in instruments, apparatus, appliances and accessories of all kinds for indicating, recording, controlling, measuring and timing pressure, humidity, flow, depth, density, movement and temperature and for other industrial, commercial scientific and other purposes and materials of all kinds capable of being used in connection therewith.
49. To carry on the business of manufactures, designers, fabricators, assemblers, constructors, repairers, hirers of any dealers in, files, farm crushers, all types of tools, carbide tips, carbide tools, gauges, sprockets, gear boxes, worm and worm wheel, cycle gear hubs, derailleurs, broaches, key-seating tools, cranes, hand tools, machine arbors, mandrels, lathe centres, live centres, boring bars, grinding wheel, indexing heads, sleeves, clamps, precision, nuts, screws and bolts, rivets, indexing tables, castings and other instruments and tools including accessories, attachments, devices, equipment, requisites and facilities necessary or useful in connection with the above.
50. To manufacture and produce and, either as principals or agents, trade and deal in any articles belonging to any business which the Company is carrying on or is authorised to carry on and all apparatus, appliances and things used in connection therewith, or with any invention, patents or privileges for the time being belonging to the Company.

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51. To undertake and execute any contracts for works involving the supply or use of any machinery, and to carry out any ancillary or other works comprised in such contracts.
52. To carry on the business of manufacturers, suppliers, buyers, sellers, importers and exporters of and dealers in all kinds of engineering tools, pipes and fittings, ball and roller bearings, nut bolts, washers, precision tools, dynamos, pumps, accumulators, compressors, cylinders and sheets.
53. To carry on the business relating to the winning and working of minerals, the production, and working of metals, and the production, manufacture, and preparation of any other materials which may be usefully or conveniently combined with the engineering or manufacturing business of the Company, or any contracts undertaken by the company, and either for the purpose only of such contracts or as an independent business.
54. To carry on the business of iron foundry and manufactures of agricultural implements and other machinery, tool makers, brass founders, metal makers, boiler makers, millwrights, machinists, iron and steel makers and converters, smiths, wood workers, builders, painters, metallurgists, water supply engineers, gas-makers, farmers, printers, carriers and merchants and to buy, sell, manufacture, repair, convert, alter, let on hire and deal in machinery, implements, rolling - stock and hardware of all kinds, and to carry on any other business (manufacturing or otherwise) which may seem or in connection with the above, or otherwise calculated, directly or indirectly to enhance the value of any of the property and rights of the company for the time being.
55. To buy, sell, manufacture, deal in minerals, plant, machinery, implements, conveniences, provisions, and things capable of being used in connection with metallurgical operations, or repaired by workmen and others employed by the company.
56. To manufacture, hire, let on hire or otherwise deal in bulldozers, tractors, breakers, buckets, chip spreaders, cleaners, concrete grouting equipment, concrete funning equipment, dredging and excavating equipment, cranes, crushers, derricks, entrenching machines, extractors, grinders, rock and ore crushing machines, hammers, line markers, loaders, cranes, logging equipment, mixers, mudjacks, pavers, pulverisers, rollers, sand mixers, scrapers, screeners, winches, shovels, stag mixers, transit mixers, concrete pumps, batching plant and generally all types of construction machinery, equipment, accessories and tools.
57. To manufacture, hire, let on hire or otherwise deal in malgamators, cages, mine shafts, dumpers, clarifying machinery, classifiers, cleaning machinery, coal and stone breakers, cutters, and pulverisers, concentration machinery, crushers, feeders, grinders, hammer mills, loading machines, mining cars and trucks, ore crushing, washing, screening and loading machinery, pellet mills, plows scrapers, loaders, sedimentation machinery,

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- separation machinery, shuttle cars, stamping mill machinery, washers, elevators and moving stairways, conveyors and conveying equipment, hoist industrial crancos, trailers and stackers and generally all types of metallurgical, mining, metal working and other related machinery equipment, tools and accessories.
58. To carry on business as manufacturers of and dealers in all types of containers, receptacles, boxes, cartons, cases, drums, cages, binds, bars, carboys, tubes, crates, packing cases, cans, bottles, vials and fittings thereof every kind and to manufacture and deal in plastic, bakelite, celluloid, glass, wood, plywood, hardboard, strawboard and boards of all other description and any other material whether chemically treated or not, used for the manufacture of any of the aforesaid articles.
 59. To carry on business of insurance brokers and agents in respect of all classes of insurance including marine, fire, life, accident, burglary, workmen's compensation, indemnity and motor.
 60. To carry on business as financiers, commercial agents, mortgage brokers, financial agents and advisers and as registrars and transfer agents.
 61. To act as distributors, commission agents, manufacturers, representatives or agents, selling and purchasing agents, distributors, brokers, trustees, managers, administrators, registrars and transfer agents for any other company, firm, corporation or persons.
 62. To sell, grant licences, easements and other rights over and in any other manner deal with or dispose of the undertaking, property, assets, rights any 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.
 63. To act as agents and brokers for sellers, buyers, exporters, importers, manufacturers, merchants, tradesmen, insurers and otherwise generally to undertake and carryout agency work and commission business.
 64. To undertake the custody and warehousing of merchandise, goods and materials and to provide cold storage and other special storage facilities.
 65. To generate electric power by conventional, non-conventional methods including coal, gas, lignite, oil, wind, solar, hydrael geo hydral and tidal waves and distritallion and sale of such power.
 66. To manufacture and sell under ground mining drilling equipment like Universal Drilling rigs, Side Discharge Loader, Load Haul Dumpers etc.
 67. To carry on real estate business of all kinds as principals, ,agents, aggregators, intermediaries, partners, collaborators, dealers, engineers, contractors, architect, developers, investors in land, buildings, farm houses or any immovable property, consultants or otherwise and to develop, lay outs, make, construct, prepare estimate and

For SEMAC CONSULTANTS LTD.
For SEMAC CONSULTANTS LTD. *to alh* *Director*

- specifications, houses, flats, shops, apartments offices, factories, hospitals, hotels, restaurants, clubs, places of worship, places of Amusement, multiplex, commercial complex, markets, townships, roads, docks, ships, sewers, bridges, canals, wells, springs, dams, power plants, parks, airports, reservoirs, embankments, irrigation, reclamation, sanitary water, electrical, telephonic and power supply works and other sirriciirral or civil or architectural Work of any kind for any purpose thereof and to enter into any arrangement, joint venture, partnership, co-operation, mutual assistance with any person, society, firm or company in respect of if any of the afore said businesses.¹
68. To lend, advance, invest or deal with the monies and assets of the company, not immediately required in such a manner as may from time to time be determined and to deal with shares, stock, bonds, debentures, obligations and other securities of any Company, or in any other form and take part in formation, supervision or control of finance / investment company, business of financiers, and commercial agents.²
69. To carry on the business of refinancing of all operations, rediscounting bills, securitization, acquire / assignments of financial assets and to make investment in or take part information, supervision or control of securitization companies/Asset reconstruction companies.³
70. To promote the cause of education by establishing and managing / operating schools, colleges and educational institutions in India and elsewhere, singly or in collaboration with other institutions, whether in affiliation with or recognized by accredited universities in India or abroad, and to provide training classes / facilities to Students, Teachers and faculty and also to establish fellowships and exhibitions in India and abroad and to establish or acquire assests of other educational Institutions or hostels or boarding houses in connection with the educational institutions described above.⁴
71. To carry on the business of Consulting Engineers, Technical Advisers, Specialists and Consultants in the Field of Architecture, Architectural Engineering, Mechanical Engineering, Electrical Engineering, Electronics Telecommunication Engineering, Foundation Engineering, Civil Engineering, Structural Engineering, Chemical Engineering, Computer Engineering and Drafting Services, Urban planning, Landscaping Architecture, Bridge and Highway Engineering, Public Health Engineering, Environmental Engineering,

¹ *Added vide Special Resolution passed by the members at their Extra Ordinary General Meeting held on 22.03.2008.

² Added vide Special Resolution passed by the members at their Extra Ordinary General Meeting held on 22.03.2008.

³ Added vide Special Resolution passed by the members at their Extra Ordinary General Meeting held on 22.03.2008.

⁴ Added vide Special Resolution passed through Postal Ballots on 1st Day of July, 2009.

For SEMAC CONSULTANTS LTD.

For SEMAC CONSULTANTS LTD.


Director

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Irrigation Engineering in all its branches, descriptions and kinds, in India or any part of the world.⁵

72. To carry on the business of Consulting Engineers, Technical Advisers, Specialists and Consultants in the Field of Interior Designing, Heating, Lighting, Ventilation and Air conditioning Engineering, Acoustical Engineering, Plumbing Engineering, Fire Fighting Engineering, Construction Management, Preparation of Construction and Contracting documents, Administration of contracting documents, in all its branches, descriptions and kinds, in India or any part of the world.⁶

AND IT IS HEREBY DECLARED THAT:

- (i) the objects incidental or ancillary to the attainment of the main objects of the Company as aforesaid shall also be incidental or ancillary to the attainment of the other objects of the Company herein mentioned.
- (ii) the word "Company" (save when used with reference to this Company) in this Memorandum shall be deemed to include any partnership or other body or association of persons whether incorporated or not and wherever domiciled.
- (iii) the objects set forth in each of the several clauses of paragraph III hereof shall have the widest possible construction and shall extend to any part of the world.
- (iv) subject to the provisions of the Companies Act, 1956, the object set forth in any clause of sub paragraph (C) above shall be independent and shall be in no wise limited or restricted by reference to or inference from the terms of any of the clause of sub-paragraph (A) or by the name of the Company. None of the clauses in sub-paragraph (C) or the objects therein specified or the power thereby conferred shall be seemed subsidiary or auxiliary merely to the objects mentioned in any of the clauses of sub-paragraph (A);
- (v) nothing in this paragraph shall authorize the Company to do any business which may fail within the purview of the Banking Regulations Act, 1949, or the Insurance Act, 1938.

IV. THE LIABILITY OF THE MEMBERS IS LIMITED

(V) AUTHORIZED SHARE CAPITAL OF THE COMPANY

⁸ The Authorized share Capital of the Company is Rs.10,50,00,000/- (Rupees Ten Crores Fifty Lakhs Only) divided into 68,08,654 (Sixty Eight Lakhs Eight Thousand Six Hundred & Fifty Four) Equity shares of Rs.10/- (Rupees Ten Only) each and 36,91,346 (Thirty Six Lakhs Ninety One Thousand Three Hundred & Forty Six) Preference shares of Rs.10/- (Rupees Ten Only) each.

⁵ Added vide Special Resolution passed through Postal Ballots on 13th Day of May, 2011.

⁶ Added vide Special Resolution passed through Postal Ballots on 13th Day of May, 2011.

For SEMAC CONSULTANTS LTD.

Director

- (a) Any shares of the original or increase capital may from time to time be issued with guarantee or any right of preference whether in respect of dividend or repayment of capital or both or any other special privilege or advantage over any shares previously issued or then about to be issued or with deferred or qualified right as compared with any shares previously issued or subject to any provisions or conditions and with any special right or limited right or without any right or voting and generally on such terms as the Company may from time to time determine.
- (b) The rights of the holders of any class of shares, for the time being forming part of the capital of the company, may be modified, affected, varied, extended or surrendered either with the consent in writing of the holders of three-fourths of the issued shares of the class or within the sanction of a special resolution passed at a separate meeting of the holders of these shares.

8. *Added vide Ordinary Resolution passed through Postal Ballots on 28th Day of March, 2025*

For SEMAC CONSULTANTS LTD.

For SEMAC CONSULTANTS LTD. *toal*

[Signature]
Director

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 opposite our respective names.

Name and Address, description and occupation of each of Subscriber	Number of Shares taken by each subscriber	Name, address and occupation of witness
1. (Sd) M.Sadaksharael S/o.V.Meenakshisundaram Industrialist R M T House, Sri Sai Nagar Coimbatore -641 021	5 (Five only)	(Sd) P.S. Swaminathan Chartered Accountant Partner, M/s. Fraser & Ross 12, McLean Street, Madras - 600 001
2.(Sd) S.Visalakshi W/o. M.Sada ksharael Industrialist R M T House, Sri Sai Nagar Coimbatore -641 021	5 (Five only)	
3.(Sd) T.Subburaj S/o.K.M.M.Thangavel Industrialist R M T House, Sri Sai Nagar Coimbatore -641 021	5 (Five only)	
4.(Sd) RMT Drill (P) Ltd., Malumichampatti Post Coimbatore - 641 021 Represented by their duly constituted attorney	5 (Five only)	
(Sd) M.Sadaksharael S/o.V.Meenakshisundaram R M T House, Sri Sai Nagar Coimbatore -641 021		
TOTAL	20 (Twenty only)	

Dated this 3rd day of May 1977

For SEMAC CONSULTANTS LTD.

For SEMAC CONSULTANTS LTD. 


Director

Director