

**THE COMPANIES ACT, 2013**  
**COMPANY LIMITED BY SHARES**

**MEMORANDUM OF ASSOCIATION OF**  
**MARKOLINES PAVEMENT TECHNOLOGIES LIMITED**

- I. \*The name of the Company is MARKOLINES PAVEMENT TECHNOLOGIES LIMITED
- II. §The Registered office of the Company will be situated in the state of Maharashtra, under the jurisdiction of the Registrar of Companies, Mumbai.
- III. The objects for which the Company is established are as follows.

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

1. @To carry on in India and/or anywhere outside India, the business of Construction, Development as manufacturer, developer, distributor, supplier, contractor, sub-contractor, service provider, business consultant, included therein quarrying, crushing and mixing, Supply and Operation & Maintenances (O&M) or any other service or product for all infra segments such as Highways, Airports, Railways, Sea Ports, Dams, Bridges, Tunnels, all type of Power Stations, any kind of transportation, logistics, Power & Energy (conventional, non-conventional or renewable), Defense, Oil & Gas, Mining, Irrigation, Healthcare, Water & Waste Management, Urban Infrastructure, Real Estate, Land Development, Construction and Hospitality including Toll Operation including Collection and Maintenance, Route Patrolling, Incident Management, Routine Maintenance of roads, Preventive maintenance, Minor & Major Maintenances and Repairs, landscaping and gardening of the roads, specialized technological activities such as Microsurfacing, Cold-in place Recycling or any other new technology in the Infra segment, Hospitality management, Man power supply, Security services, manufacturing, producing, processing, assembling, Installation, erection & commissioning, O&M, Marketing & Distribution, trading, importing and exporting, of any material, product, service and/or machinery related to and required for Infra and allied segments, including but not limited to giving the machinery of the Company on lease or on rental basis to other parties on rent fees or commission basis or royalty basis or enabling other players in the same industries to procure the machinery of the same kind and type, to procure raw material, finished products, semi-finished products, services by acting as enabler, facilitator, commission agent, traders, dealers, stockist for the same.

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\* Changed from Markolines Traffic Controls Limited to Markolines Pavement Technologies Limited pursuant to Special Resolution passed in Extra Ordinary General Meeting held on 17<sup>th</sup> August, 2021.

§ Registered office shifted from jurisdiction of Registrar of Companies, Pune to Registrar of Companies, Mumbai pursuant to Special Resolution passed at Annual General Meeting held on 20<sup>th</sup> December 2004.

@ Substituted by way of amendment to Main Object Clause, vide Special Resolution passed vide Postal Ballot through e-voting on 4<sup>th</sup> July, 2025.

2. To Carry on India and anywhere else outside India, either alone or jointly with one or more persons, Partnership firms, Private or limited companies, Government, Local or other bodies, NGOs, Trusts, or any other constitution the any business of Contracting, Subcontracting, manufacturing, producing, processing, assembling, Installation, erection & commissioning, O&M, Marketing & distribution, franchising, trading, importing and exporting, of any material, product, service and/or machinery related to and required for Infra and allied segments or any other industrial/domestic segment.
3. To carry out the business of provide integrated facility management Solutions to clients in India and /or elsewhere and offer them the customized solutions for various operations, services, soft skills, Information technology (IT) support systems, manpower requirement and act as a facilitator to carry out those activities. The various services included Mechanized /Manual Housekeeping, landscape & gardening, attendant services, logistic & transport, civil engineering services, electrical services, firefighting services, Environmental Services, engineering services, IT/ITES service, domestic services, catering services, urban & industrial services, advertisement services, Medical & para medical services, security services, office renovation and interiors which include maintenance services and IT operations, accounting and record keeping, HR services, procurement, bidding and tendering. It would also involve any other service tailor-made to suit clients need in enhancing or supporting their activities.
4. @To carry on in India or elsewhere, either independently or in collaboration with individuals, firms, companies, government, semi-government, private or other bodies/entities, as manufacturer, developer, distributor, supplier, service provider, business consultant in various Infrastructure sectors such as Highways, Airports, Railways, Sea Ports, any kind of Transportation, Logistics, Irrigation, Power & Energy (conventional, non-conventional or renewable), Oil & Gas, Mining, Telecommunication, Healthcare (primary, secondary & tertiary) and allied industries, Water & Waste Management, Sports, Urban Infrastructure, Real Estate, Land Development, Construction and Hospitality.

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

5. To design, construct, install electronic toll collection systems, commissioning, implementation, operation and maintenance of advanced traffic monitoring system and highway traffic management system, training and maintenance at such toll stations including others,
6. To let or sublet on lease or hire the property owned by the company.
7. To make joint ventures, collaborations and tie-up arrangements, with the companies, firms, corporations, or such other organizations, for attainment of main object, either registered or unregistered and having its place of business in India or elsewhere.

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*@ Substituted by way of amendment to Main Object Clause, vide Special Resolution passed vide Postal Ballot through e-voting on 4<sup>th</sup> July, 2025.*

8. To diversify or take up any other business line in any other field other than mentioned in main objects with prior approval of concerned authorities and in compliance of the provisions of the applicable laws and regulations.
9. To open current or fixed account with any bank, Shroff, and merchants and to pay into and draw money from such accounts.
10. To enter into contracts, agreements and arrangements with any other company, firm, trust, government, society, organization, institution, authority, concern, or individual for attainment of the objects of the company and to establish, promote firm, trusts, societies, companies or other associations for attaining the objects of the company.
11. To advance with or without securities to such companies, firms or persons, and on such terms as may seem expedient and in particular to the customers and others having dealings with the company and to guarantee the performance of contracts by any persons, firms or companies provided that, the company shall not carry on the Banking Business as defined under the Banking Regulation Act 1949.
12. To amalgamate, merge, compromise and collaborate with and to takeover any company or to enter into Partnership, joint venture or other arrangement, reciprocal concession with such person or company, firm or other organization and undertaking.
13. To apply for, promote, obtain, protect and deal in any patent, patent right, copyright, trademark, formulas, designs, licenses and concessions conferring any right.
14. To establish, provide, maintain, run and close library, trust, research institution, center, workshop and to arrange meetings, lectures, seminars, get together, social functions, conferences for the interest of general public or any section thereof and to run training institutions for promotion of the objects of the company.
15. To make or accept, gifts, bequests, donations, awards, prizes, scholarships, fellowships and grants to/from deserving persons, institutions and political parties.
16. To borrow and receive money from individuals and/or financial institutions (banking or Nonbanking) in any form and to draw make, accept, endorse, discount, execute and issue negotiable instruments, debentures, deposit receipts and acknowledgements on such terms and conditions as may be thought fit either from India or abroad.
17. To distribute among the members of the company any property of the company subject to the provision of the Companies Act, 2013 in the event of winding up.

18. To appoint, remunerate and remove any directors, trustees, employees, executives, experts, consultants, and retainers for the business of the company.
19. To let, mortgage, charge, sale, or otherwise dispose of any property of the company as may be thought expedient in the interest of the company.
20. To sublet and/or assign all or any contracts as may be thought expedient.
21. To agree to arbitration and refer to arbitration any disputes and to initiate and institute and settle or take legal action and proceedings in connection with the business of the company and to defend the suits filed against the company.
22. To give guarantee for the performance of any contract or obligation and payment of money and to indemnify other persons.
23. To prepare, print & publish in physical/electronic form books, magazines, pamphlets, circulars, journals, newspapers, Bulletins, periodicals, blogs or any other format dealing with subjects of interest for the business of the company.
24. To hire and employ secretaries, clerks, managers, servants and workmen and pay them and other persons in return for services rendered to the company by way of salaries, wages, gratuities, and pensions.
25. To hire and employ any consultants, Agents, Associates and pay them and other persons in return for their services rendered to the company by way of fees, commissions or any other suitable way.
26. To establish and maintain a provident fund for the benefit of the employees of the company by means of periodic contributions of the company and the employees.
27. To apply for, tender, purchase or otherwise acquire any contracts, sub-contracts, licenses and concessions for or in relation to the objects or business herein mentioned or any of them and to undertake, execute, carry out, dispose of or otherwise turn to account the same.
28. To borrow or raise or secure the payment of money which may be required for the purpose of the company in such manner as the company may think fit, and in particular by the issue of promissory notes, bonds, debentures or debenture stock, or IPO or shares perpetual or otherwise charged upon all or any of the company's property, both present and further and to purchase, redeem and pay off any such securities or loans in such manner as the company may think fit.
29. To invest surplus moneys of the company in such manner as may from time to time be determined by the committee and to open and operate on current or fixed deposit

accounts with any bank or banks or financial institution or any other entity either in India or abroad.

30. To draw, make, accept, endorse, discount, execute, and issue promissory notes, bills of exchange, bills of lading, railway receipts, warrants, debentures and other negotiable or transferable instrument or securities.
31. To subscribe for, conditionally or unconditionally issue on commission or otherwise take, hold, deal in and convert stocks, shares and securities of all kinds and to enter into union of interest, reciprocal concessions, co-operation with any person or company in India or elsewhere and promote aid in promoting constituting forming or organizing any company or partnership of any kind for the purpose of acquiring and undertaking any property and liabilities of the company or of advancing directly or indirectly the objects thereof or for any other purpose which the company may think expedient.
32. To pay out 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.
33. To assemble, purchase, sell, import, export, repair, service, renovate, install, fabricate, let out on lease/rent or otherwise, and generally deal in and carry on the business of all kinds of machinery specially required for the business of the Company and to generally, including but not limited to, agricultural machinery, machines, implements, air compressors, pneumatic tools and machines, earth moving, construction and material handling machinery and equipment including bull-dozers angle-dozers, shovels, excavators, fork-lifts, platform-trucks, road rollers and other machines and all components accessories/optional equipment, attachment and other equipment and spare-parts of whatever description and kind.
34. To build, take on lease, purchase or acquire in any manner whatsoever any apartments, houses, flats, bungalows, rooms and huts and other accommodation specifically for its employees, directors, workers, consultants, agents, authority representatives, officers, customers, clients etc. and generally for other public at general.

IV. The liability of the members is limited.

- V. <sup>#</sup>The authorized share capital of the company is Rs.50,00,00,000/- [Rupees Fifty Crore Only], divided into 5,00,00,000 [Five Crores Only] equity shares of Rs.10/- [Rupees Ten Only].

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<sup>#</sup>Authorized share capital increased by way of amendment to Capital Clause, vide Special Resolution passed vide Postal Ballot through e-voting on 23<sup>rd</sup> March, 2025.

We, the several persons, whose names, addresses, and descriptions are hereunder 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 to our respective names:

Signature, name, address, description and occupation of subscribers	No. of equity shares taken by each subscriber	Signature of Subscribers	Signature, name, address, description, and occupation of witness
<b>Sanjay B. Patil</b> S/o Bhanudas R. Patil Plot no. 396/1/8, Anandvan Colony, Opp. Cattle Market, Karad, Dist. Satara. Occ : Business	300 (Three Hundred)	Sd/-	Signed for all the subscribers  --- SD --- Rajas S. Bodas S/o Shri. Shreeram G. Boda 1467, Sadashiv Peth, 22, Guruprasad Apartments, Pune 411 030. Occ : Corporate Law Consultant
<b>Niyaz S. Momin</b> S/o Shariffuddin S. Momin 2807/2, B Kulsum Building, Belbaug, Mangalwar Peth, Kolhapur 416 012. Occ : Business	150 (One Hundred Fifty)	Sd/-	
<b>Avinash B. Patil</b> S/o Bhanudas R. Patil Plot no. 396/1/8, Anandvan Colony, Opp. Cattle Market, Karad, Dist. Satara. Occ : Business	1 (One)	Sd/-	
<b>Kirtinandini S. Patil</b> W/o Sanjay B. Patil Plot no. 396/1/8, Anandvan Colony, Opp. Cattle Market, Karad, Dist. Satara. Occ : Business	1 (One)	Sd/-	
<b>Vishwanath Ramchandra Dange</b> S/o Ramchandra Mahadeo Dange Kachare Galli, Islampur, Tal. Walwa, Dist. Sangli, Maharashtra 415 409. Occ : Business	250 (Two Hundred Fifty)	Sd/-	
<b>Sunil S. Powar</b> S/o Shankarrao D. Powar 1147/64 Mahagaonkar Complex, Opp. Kamala College, E Ward, Kolhapur. Occ : Business	300 (Three Hundred)	Sd/-	
<b>Vijay R. Oswal</b> S/o Ratanchand D. Oswal Kasturi, 44, Raturaj Society, Bibwewadi, Pune 411 037 Occ : Business	1 (One)	Sd/-	
TOTAL	1003 (One Thousand Three)		

Date : 23/10/2002

Place : Pune