

(THE COMPANIES ACT, 1956)  
(COMPANY LIMITED BY SHARES)

**Memorandum of Association**

Of

**DHC MEDICAL SERVICES PRIVATE LIMITED**

- I. The name of the Company is DHC MEDICAL SERVICES PRIVATE LIMITED.
- II. The registered office of the Company will be situated in the National Capital Territory of Delhi.
- III. The Objects for which the Company is established are:
  - A. MAIN OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:-
    - 1) To carry on general business of medical tourism in India and abroad, and to employ, retain and provide for fees or otherwise, services related to medical treatment in India and abroad, including making informed decisions on selecting the hospitals for treatment of the patient.
    - 2) To carry on the business of providing accommodation, transportation, surgery and pre medical and post medical treatment, insurance against the treatment, to the patients and to the attendant.
    - 3) To provide the services of coordinating all medical correspondence with the hospital, clinic, health care centre's, etc. on behalf of the patient.
    - 4) To provide for fees or otherwise, services ancillary to medical treatment in India and abroad, including business to employ, retain and provide for fees or otherwise, services of medical staff required by the patient.

**B. THE OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECTS STATED IN THE CLAUSE ABOVE (A) :-**

- 1) To purchase or otherwise acquire, own, import, all materials, substances, machines, containers, articles and apparatus capable of being used in any of the aforesaid business and to own, lease and otherwise acquire and use facilities of the said business or any part thereof.
- 2) To obtain sanction, permission, licence and quotas of the Government for export and to do all things as may be necessary to obtain recognition as an 'export house'.
- 3) To open, maintain and control shops, departmental stores, showrooms, distribution centres, retail outlets, agencies, sub-agencies and depots in India or any part of the world.
- 4) To acquire , build, alter, maintain, enlarge, pull down, remove or replace, and to work, manage and control any building, offices, mills, shops, engines, electric works, and other works and conveniences which may seem necessary to carry out the objects of the company, and to join with any other person or company in doing these things.
- 5) To purchase, take on lease or tenancy or in exchange, hire, and take options over or otherwise acquire any estate or interest whatsoever and to hold, develop, property, real or personal or rights or powers of any kind which may appear to be necessary or convenient for the business of the Company.
- 6) Subject to Sections 292 and 293 of the Companies Act 1956, to exchange, mortgage, convey, assign, manage, let on lease, royalty or tribute, grant licences, easements, options and other rights over and dispose off the whole or any part of the undertaking, property, assets, rights and effects of the Company for such considerations as may be thought fit and in particular for stocks, shares, whether fully or partly paid-up, or other securities of any company having objects in whole or in part similar to those of the Company or as may be approved by the shareholders.
- 7) Subject to applicable provisions of the Companies Act, 1956, to distribute among the members in cash or in kind any property of the Company, or any proceeds of sale or disposal of any property of the Company, in the event of it's winding up but so that no distribution amounting to a reduction of capital be made except with the sanction, (if any) for the time being required by law.
- 8) Subject to section 314 of the Companies Act, 1956 to pay for any rights or property acquired by the Company and to remunerate any person, firm or body corporate rendering services to the Company either by cash payment or by allotment to him/her or them of shares or securities of the Company as paid up in full or in part or otherwise.
- 9) To do all or any of the main objects either as principals, agents, trustees, contractors, or otherwise and whether alone or in conjunction with others and whether by or through agents, sub-contractors, trustees or otherwise and to guarantee the performance of any contract or obligations and the payment of money or dividends and interest on any stocks, shares or securities of any company, corporation, firm or person in any case in which such guarantee may be considered directly to further the objects of the Company.
- 10) To create subscription fund, sinking fund, insurance fund or any other special funds, whether for repairing, improving, extending or maintaining any property of the Company or for any other purposes conducive to the interest of the Company.
- 11) To guarantee the payment of money unsecured or secured or payable under or in respect of promissory notes, bonds, debentures, debenture stocks, contracts, mortgages, charges, obligations, instruments and securities of any company or of any authority, supreme,

- municipal, local or otherwise or of any persons whosoever, whether incorporated or not for the attainment of the main objects of the Company.
- 12) Subject to the provision of Section 77 of the Companies Act, 1956, to invest any money of the Company not immediately required in such investments and in such manner as may be thought proper and to hold such investments as may be necessary for the purpose of the Company.
  - 13) To issue debentures or debenture stock (perpetual or otherwise) and to secure the payment of any money borrowed, raised or owing by mortgage, charge or lien upon all or any of the property or assets of the Company, both present or future, including its uncalled capital and also by a similar mortgage, charge or lien, to secure and guarantee the performance by the Company or any other person or company of any obligation undertaken by the Company.
  - 14) To draw, make, accept, endorse, discount, negotiate, execute and issue bills of exchange, promissory notes, bills of lading, debentures and other negotiable or transferable instruments or securities fully paid up provided the Company shall not carry on any banking business.
  - 15) To apply for purchase or otherwise acquire and protect, prolong and renew in any part of the world, any patents, patent rights, brevets d'invention, trademarks, licences, protections, concessions and the like conferring any exclusive or non-exclusive or limited right to their use or of any information as to any invention, process or privilege 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 or privileges in respect of the proprietary rights and information so acquired and to deal with the same by way of outright sale or purchase or by payment of commission or royalties or by receipt thereof and in any manner.
  - 16) To expend money in experimenting upon and testing and in improving, or seeking to improve any patents, rights, inventions, processes or information of the Company or which the Company may acquire or propose to acquire.
  - 17) To establish, provide, maintain, conduct, manage, promote and participate in the promotion, organisation, development and management of research and other laboratories, training colleges, schools, libraries and other institutions, associations, organisation and establishments for the promotion or dissemination of knowledge, training, education and instruction of students and others who may desire to avail themselves of the same and for research in any branch of knowledge and to provide for the delivery and holding of lectures, demonstrations, exhibitions, classes, meetings, seminars and conferences in connection therewith as may be necessary in connection with the main objects or business of the Company.
  - 18) To pay for preliminary expenses of the Company and takeover or pre-incorporation contracts, if any.
  - 19) To procure the registration or recognition of the Company in or under the laws of any place outside India.
  - 20) To acquire and undertake all or any part of the business, property and liabilities of any persons or company carrying on or proposing to carry on any business which this Company is authorised to carry on or possessed of property, skill or knowledge suitable for the purposes of the Company.
  - 21) Subject to the restriction of the MRTP Act, 1969, to form, incorporate, float or promote any company or companies, whether in India or abroad, having amongst its or their objects the acquisition of all or any of the assets or control, management or development of the company or any other object or objects which in the opinion of the Company could

directly or indirectly assist the Company in the management of its business or the development of its properties or otherwise prove advantageous to the Company and to pay all or any of the costs and expenses incurred in connection with any such promotion or incorporation and to remunerate any person or company in any manner it shall think fit for services rendered in the formation or promotion of the Company or the conduct of its business or in or about the promotion of any other company in which the Company may have an interest or in the issue of any securities of the Company or any company promoted by this Company.

- 22) Subject to the provisions of Sections 391 to 394 and 394A of the Companies Act, 1956, to amalgamate or to enter into partnership or into any arrangement for sharing profits, union of interests, co-operation, joint venture or reciprocal concession with any person or persons or company or companies or engage in any business or transactions which this Company is authorised to carry on.
- 23) To aid peculiarly or otherwise, any association, body or movement having for an object the solution, settlement, or surmounting of industrial or labour problems or troubles or the promotion of industry or trade, subject to Sections 293, 293A and 293B of the Companies Act, 1956.
- 24) To enter into any arrangements and take all necessary or proper steps with Government or with other authorities, supreme, national, local, municipal or otherwise of any place in which the Company may have interests and to carry on any negotiations or operations for the purpose of carrying out the objects of the Company or effecting any modification in the constitution of the Company or furthering the interests of its members and to oppose any such steps taken by any other company, firm or person which may be considered directly or indirectly to prejudice the interest of the Company or its members and to assist the promotion, whether directly or indirectly, of any legislation which may seem advantageous to the Company and to obtain from any such Government, authority and company any charters, contracts, decrees, rights, grants, loans, privileges or concessions which the Company may think desirable to obtain and to carry out, exercise and comply with any such arrangements, charters, decrees, rights, privileges or concessions.
- 25) To adopt such means of making known the services undertaken by the Company as also the processes employed therein and the services dealt in, by or at the disposal of the Company as may seem expedient and in particular by advertising in all ways available including in the press, by circulars, by purchase and exhibition of works of art or interest, by broadcasting, sky-writing, bill-boards, hoardings, motion and talkie pictures, seminars, by publication of books and periodicals and by granting prizes, rewards; to encourage, organize and promote exhibitions, competitions, and demonstration of any kind or variety, cinemas, dramatic performances, clubs, associations, organisations, movements or associate activities of any kind or variety likely to promote the interest of the Company.
- 26) To undertake and execute any trust, the undertaking of which may seem to the Company desirable, either gratuitously or otherwise, to vest any real or personal property, rights or interests acquired by or belonging to the Company in any person or company on behalf or for the benefit of the Company, and with or without any declared trust in favour of the Company to accept gifts and to give gifts and, to create trusts for the welfare of employees, members, directors and/or their dependents, heirs and children, and for any deserving object and for other persons.
- 27) To apply the assets of the Company in any way in or towards the establishment, maintenance or extension of any association, institution or fund in any way connected with any particular trade or business or with trade or commerce generally and particularly with the trade, including any association, institution or fund for the protection of the

interests of masters, owners and employers against loss by bad debt, strike, fire, accidents or combination or otherwise or for the benefit of any employees or others at any time employed by the Company or any of its predecessors in business or their families or dependents and whether or not in common with other persons or classes of persons and in particular for friendly co-operative and other societies, reading rooms, libraries, educational and charitable institutions, dining and recreation rooms, churches, chapels, schools and hospitals and to grant gratuities, pensions and allowances and to contribute to any funds raised by public or local subscription for any purpose whatsoever, including to national and other funds and institutions.

- 28) To establish and maintain or procure the establishment and maintenance of any contributory or non-contributory person or super-annuation funds for the benefit of and give or procure the giving of gratuities, pensions, allowances or emoluments to any persons who are or were at any time in the employment or service of the Company or is/are allied to or associated with the Company or with any such subsidiary company, or who are or were at any time Directors or officers of the Company as aforesaid and the wives, widows, families and dependents or any such persons, and also establish and subsidise and subscribe to any institutions, associations, clubs or funds calculated to be for the benefit of or to advance the interest and wellbeing of the Company or of any such other company as aforesaid, and make payments to or towards the insurance of any such persons as aforesaid and do any of the matters aforesaid, either alone or in conjunction with any such other company as aforesaid.
- 29) Subject to Sections 293, 293A and 293B of the Companies Act, 1956 to subscribe to or otherwise aid benevolent, charitable, national or other institutions or objects of a public character which have any moral or other claims to support or aid by the Company by reason of the locality of its operations or otherwise.
- 30) To open current, cash credit, overdraft or other bank accounts and to draw, make, accept, endorse, discount and execute all kinds of negotiable instruments and securities.
- 31) To act as and appoint agents and constitute agencies, franchises and or to establish branches of the Company in India or elsewhere in connection with the business of the Company.
- 32) To do all or any of the main objects at such places as the Directors may from time to time determine, either alone or in conjunction with others, or as actors, franchises, trustees, or agents and also to do all such other things as are incidental or conducive to the attainment of the main objects or any of them.

#### C. OTHER OBJECTS:-

- 1) To carry on the business of Commercial Training or Coaching, commercial training centres, Manpower recruitment or supply agency, IT software development, Animation, IT consulting and business management consulting, IT enabled services, call center operations or back office management, Outsourcing or Off-shoring services, website hosting, web development and maintenance, Internet services and on-line information and database access or retrieval.
- 2) To carry on the business of or engage in, convention services, event management, concierge services, advertising and media services, Legal and taxation services, support services of business or commerce and business auxiliary services.

- 3) To carry on, in any mode the business of store keepers in all its branches and in particular, to buy, sell and deal in goods, stores, consumable articles, chattels and effects of all kinds both wholesale or retail.
- 4) To carry on the business as importers and exporters of goods or merchandise of any description or to act as shippers, commission agents, advertising agents, travelling agents, transports agents, forwarding & clearing agents, brokers and state agents & hardware merchants.
- 5) To carry on the business of manufactures or dealers of automobile parts, accessories, ancillaries, stores and spare parts and to engineer, develop, assemble, manufacture, produce, import and export, buy sell and otherwise deal in, cars, motorbikes, cycles, mopeds, tractors, petroleum and petroleum products, glass and glass products, industrial mining, agriculture and such other machines and any type of tools, plants, equipments, instruments, appliances and hardware of all kinds, general fittings, accessories and appliances of all descriptions of metal, alloy, glass, styptics and such other fibres, chemical and PVC compounds plastic or any other such material related thereof.
- 6) To carry on the business of electrical engineers, electricians, engineers, contractors, suppliers and dealers in electrical and other appliances, cables, wireless, drycells, accumulators, lamps and to generate accumulate, distribute and supply electricity for the purpose of light, heat, motive power and for all other purposes for which electrical energy can be employed and to manufacture, and deal in all apparatuses and things required for and capable of being used in connection with the generation, distribution, supply, accumulation of and employment of electricity including in the term 'electricity' or power backup as may be directly or indirectly derived therefrom or may be incidentally hereinafter discovered in dealing with electricity.
- 7) To carry on the business as mechanical engineers, machinists, wiredrawers, tube metallurgists, saddlers, galvanizers, japanners, annealers, enamellers, electroplaters and painters.
- 8) To carry on the general business of providing comparative information about the characteristics, interest or other attributes of individuals, communities, organizations, countries or other social units and of any articles or commodities or economic trends or persons whatsoever, to invent, prepare, own, make and give and take on lease, sell or otherwise dispose off and generally deal in with computers, data processing machines, tapes, cards, memory equipment or any other equipment and materials of every kind and description useful in connection with the business, to license or otherwise authorize others to engage in the foregoing and to engage in general research and development in areas related to or involving the foregoing.
- 9) To undertake the business of distribution and application of chemicals, fertilizers and pesticides, aerial or otherwise and to maintain and run vehicles, aero planes and equipments for spraying and to run the said vehicles and aero planes for hire and as passenger carrying crafts also.
- 10) To carry on business as tourist agents and contractors and facilitate or provide for tourist and travelers the provision of conveniences of all kinds through tickets, circular tickets, sleeping cards or births reserve places, hotel and lodging accommodation, guides, safe

deposits, inquiry bureaus, libraries, lavatories, reading room, baggage transport and otherwise.

- 11) To carry on business of hotel, restaurant, café, tavern, beer house, restaurant room, boarding & lodging, housekeepers, wine, beer and sprit merchants, manufactures of aerated minerals and artificial water and other drinks, purveyors, caterers for public amusements, coach cab, carriage and motor car proprietors, livery stable, garage keepers, importer and brokers of food, live and dead stock, heir dressers, perfumers, chemists proprietors of clubs, baths, dressing rooms, laundries, reading, writing and news paper rooms, library ground and place of amusements and recreation, sport, entertainment and instruction of all kinds, tobacco and cigar merchants agents for railways, road, air and shipping companies and carriers, theatrical and opera box office proprietors and general agents and to provide services and facilities of all kinds on commercial basis that may be required for the tourist and information industry.
- 12) To carry on the business of transport, cartage and haulage contractors, garage proprietors, owners and charters of road vehicles, aircrafts, ships, tugs, barges, and boats of every description, light men, carriers of goods and passengers of road, rail, water or air, Carmen, cartage contractors, stevedores, harbingers, cargo superintendents, packers, haulers, warehousemen, storekeepers and job masters.
- 13) To carry on the business of farming, horticulture, floriculture, sericulture, dairies, cultivators of all kinds of food grains, seeds, fruits, proprietors of orchards and traders, exporters, dealers and sellers of the products of farming, dairy, horticulture, floriculture, sericulture and pisci-culture and fishing and manufactures of drinks, alcoholic or otherwise and beverages produced from such products or otherwise to carry on the business of cultivators, growers, manufacturers, millers, grinders, rollers, processors, cold stores, canners and preservers and dealers of food grains and such other agricultural, dairy, horticultural and poultry products, fruits, vegetables, herbs, medicines, flowers and drinks, fluids and such other fresh and other perishable products and to extract by-products and derivatives whether edibles, pharmaceutical medicines or of any other such kind of nature whatsoever and food preparations of every kind and description and generally the business or manufacture of and trading in preserved, dehydrated, canned or converted agricultural products, fruits and vegetables, foods, dairy and poultry products and articles and other derivatives of all kinds and descriptions and to set up and run machinery for processing and preserving the same.
- 14) To establish experimental farms and research stations anywhere in India for conducting experiments, test and research for developing milk strain in cattle by cross breeding or otherwise and increasing egg laying capacity in poultry and also for finding such other ways and means of improving other such agricultural crops, produce, seeds, fodder crops and cattle feed of all kinds.
- 15) To buy, sell, deal in shares and securities, gold, silver, cotton, jute, hessian oil, oilseeds, and hold them as permitted under the law, from time to time in force.
- 16) To organize, run, maintain, operate, promote the business of interior decorators, furniture and carpet makers and manufacturers, boutiques, operators of fashion canters, fashion shows and to make, acquire deal in any way in handicrafts, objects of art, precious stones,

textile fabrics and to manufacture and deal in any products as are dealt in by boutiques, fashion shows and interior decorators.

- 17) To establish, provide, maintain and conduct research and such other laboratories, training colleges, schools and other institutions for the training, education and instruction of the students and others who may desire to avail themselves of the same and to provide for the delivery and holding of the lectures, demonstrations, exhibitions, class meeting and conference in connection therewith.
- 18) To be interested in promoting or undertaking the formation and establishment and to take hold, dispose of shares in such organizations, institutions, business or companies, whether industrial, hoteliers, restaurants, agricultural, trading, manufacturing or otherwise as may be considered to be conducive to the profit and interest of the Company and also to acquire, promote, aid, foster, subsidize or acquire interest in any such industry or undertaking.
- 19) To acquire from or sell to any person, firm or body corporate or unincorporate, whether in India or elsewhere technical and managerial information, know-how, processes, engineering, manufacturing, operating and commercial data plans, layouts and blue prints useful for the erection and operation of any plant or process of manufacture and to acquire and grant to license other rights and benefits in the foregoing matter and things and to render any kind of management and consultancy services.
- 20) To carry on the profession of consultants on management, employment, engineering industry and technical matters to industry and business and to act as employment agents.
- 21) To undertake and transact all kinds of agency business and to carry on and promote any business, commercials or otherwise, under sound principles and or to act as distributors, agents, underwriters, brokers, estate agents, middlemen, contract man, representative and indenting agents on commissions or allowance, as may be deemed fit in all the commodities, merchandise and such other allied articles/lines of business.
- 22) To install the electric furnace for melting steel, scrap or for producing steel castings and for re-rolling mild steel sections.
- 23) To carry on the business of importing and exporting machinery, plants tools, implements, metal goods, hardware and plumbing material and to sell, let out or otherwise deal in such imported goods or articles.
- 24) To carry on the business of mechanical fitters, wire drawers, galvanizer, japanners, annealers, enamellers, and packing case makers.
- 25) To acquire, provide on lease or to provide on hire-purchase basis all types of industrial and office plants, equipments, machinery, vehicles, buildings and real estate, required for manufacturing, processing, transportation and trading business and such other commercial and service business.
- 26) To build, contract, establish, own, purchase, sell, take on lease or exchange or otherwise acquire, hold, maintain and manage industrial, commercial or residential buildings and plots, apartment houses, hotels, motels, hostels, restaurants, godowns, warehouses, flats, clubs,



pleasure grounds and amusement parks, theatres, cinemas or other show houses, meeting or lecture halls, libraries, dharamshalas and sarais, health resorts and sanatoriums, gardens, swimming pools and baths, huts, bazaar and market melas and exhibition and to let, sublet, give on lease or otherwise to permit use and occupation of the same for rent or hire charges and to provide for the tenants and occupiers thereof all or any of the conveniences commonly provided in residential, commercial and industrial quarters.

27) To act as agents/ managers for the shares, bonds and debenture issues by the companies, public sector Companies and incorporation.

28) To carry on the business of importers, exporters, buyers, sellers, suppliers, stockists, agents, merchants, distributors, contractors and concessionaires of and dealers in all kinds of cosmetics and skin care products.

IV. The liability of the members is limited.

V. The authorized share capital of the company is Rs. 1,00,000/- (Rupees One Lac Only) divided into 10,000 (Ten Thousand) equity shares of Rs.10/- (Rupees Ten) each.

We the several persons whose names and addresses are subscribed below 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.

S. No.	Name, address, description and occupation of the subscribers.	Number and type of shares.	Signature of the subscriber.	Name, address, description and signature of witness.
01	MAYA DEVI SANGWAN D/o LAYAK RAM CHAUDHARY Flat No-306 Pocket-B.C. Sector-A Vasant Kunj New Delhi-110070 (BUSINESS)	9000 Equity Shares	Maya Devi	I hereby witness the signatures of the subscribers M Kaushik MAYANK KAUSHIK, COMPANY SECRETARY, C.P. NO-9716 S/O AKHILESH KAUSHIK R/0 12/7, 2ND FLOOR, SARVA PRIYA VIHAR, NEW DELHI -110016
02	JYOTI SANGWAN D/o NAKENDER PAUL SANGWAN FLAT NO. 306, SECTOR-A POCKET-C, VASANT KUNJ, NEW DELHI - 110070 (BUSINESS)	1000 Equity Shares	Jyoti	
	TOTAL	10000 TEN THOUSAND ONLY. EQUITY SHARES		

Date: 11.03.2013

Place: NEW DELHI