



MEMORANDUM OF ASSOCIATION
OF
JODHPUR VIDYUT VITRAN NIGAM LIMITED

**The Companies Act, 1956
(Company Limited by Shares)**

**MEMORANDUM OF ASSOCIATION
OF
JODHPUR VIDYUT VITRAN NIGAM LIMITED**

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| NAME OF THE COMPANY | I. The name of the Company is JODHPUR VIDYUT VITRAN NIGAM LIMITED (JODHPUR DISCOM) |
| REGISTERED OFFICE | II. The Registered Office of the Company shall be situated in the State of Rajasthan. |
| OBJECTS | III. The objects for which the Company is established are: |
| MAIN OBJECTS | A. Main objects to be pursued by the Company on its incorporation: |
| <i>Acquire, establish construct and operate high voltage, medium voltage and low voltage lines & associate sub-stations and to undertake Sub-transmission, distribution & supply of electricity</i> | 1. To undertake the sub-transmission, distribution and supply of Electricity in the State of Rajasthan or outside and for this purpose to acquire, establish, construct, take over, erect, lay, operate, run, manage, hire, lease, buy, sell, maintain, enlarge, alter, work and use, renovate, modernize, electrical sub-transmission lines and / or net work through high voltage, medium voltage and low voltage lines and associated sub-stations, including distribution centers, cables, wires, accumulators, plants, motors, meters, apparatus, computers and materials connected with sub-transmission, distribution, ancillary services, supply of electrical energy, telecommunication and telemetering equipment and other activities connected herewith. To undertake, for and on behalf of others the erection, operation, maintenance, management of high voltage, medium voltage and low voltage lines and associated sub-stations, equipment, apparatus cables and wires. |
| <i>Purchase and sale of electrical energy and Co-ordinate with other companies.</i> | 2. To carry on the business of purchasing, selling, importing, exporting, wheeling, system operation, trading of power, including formulation of tariff, billing and collection thereof.
To execute power purchase Agreements with Transmission Companies, Generating companies, Central and State generating stations, Regional Electricity Boards, other States, Utilities & other entities. |

Plan, investigate and prepare project reports and load forecast and finalisation of contract for purchase of power from new generating plants/Transmission Company

INCIDENTAL OBJECTS

To Generate & Transmit electricity

As a helper and Servicing agency for the subsidiaries.

To obtain characters, concession etc.

Borrowing power

To execute agreement for sale of power to other distribution companies and other persons and to coordinate, aid and advise on the activities of other companies and concerns, including subsidiaries, associates and affiliate engaged in generation, transmission, distribution, supply and wheeling of electrical energy.

3. To study, investigate, collect information and data, review operations, plan, research, design and prepare project reports, diagnose operational difficulties and weaknesses and advise on the remedial measures to improve and modernise existing Extra High Voltage, High Voltage, Medium Voltage lines & sub-stations.

To forecast load and indicate generation targets in consultation with transmission companies and Generating Stations/Companies.

To tender and finalise contracts for purchase of power from new generation plants (both under State & Central Sectors) including Independent Power Producers.

B. Objects incidental or ancillary to the attainment of the main objects :

To undertake Electricity Generation, Transmission & related ancillary services to achieve the object.

1. To arrange, secure and make available to its subsidiaries and others concerned for the organizations, such facilities, resources, inputs and services as may be required.

2. To enter into any arrangement with the Government of India or Government of Rajasthan or any local or State Government or with Authorities, national, local, municipal or otherwise or with any person for the purpose of directly or indirectly carrying out the objects or furthering the interest of the Company or its members and to obtain from any such Government, State Authority or person any charters, subsidies, loans, indemnities, grants, contracts, decrees, rights, sanctions, privileges, licenses or concessions whatsoever, (Whether statutory or otherwise) which the Company may think desirable to obtain and carry out, exercise and comply with the same.

3. Subject to the provisions of Section 58A of the Companies Act, 1956 and the rules framed there under & direction issued by the RBI from

time to time to borrow or raise money or to receive money on deposits, receive grants, loans, advances, other money or deposits or otherwise from the State or Central Govt., Banks, Companies, Trust or individuals on interest or otherwise in such manner as the company may think fit and also by issue of debentures or debenture-stock for the purpose of financing the business of the Company either with security or mortgage or other security charged on the undertaking or all or any of the assets of the Company including uncalled capital and to increase, reduce or pay off any such securities.

To acquire and lease property

4. To acquire by purchase, lease, exchange, hire or otherwise or to construct and maintain factories, works, buildings and conveniences of all kinds, land, buildings, apartments, plant, machinery and hereditament of any tenure or description, situated in India or in any other part of the world and any estate or interest therein and any rights over to connected with land so situated and turn the same to account in any manner as may seem expedient, necessary or convenient to the Company for the purpose of its business.

To acquire Business/ companies

5. To acquire, possess and undertake the whole or any part of the business, assets, property, goodwill, rights and liabilities of any person, firm, society, association, corporation or company carrying on any business which the company is authorised to carry on.

To obtain authority to Carry out its objects

6(a) To obtain, apply for, arrange for the issue or enactment of order or Act of the Legislature or Act of Authority in India or any other part of the world for enabling the Company to obtain powers, authority, protection, financial and other help, necessary or expedient to carry out or extend any of the objects of the company or for any other purpose which may seem expedient and to oppose any proceedings or applications or any other endeavors, steps or measures which may seem calculated directly or indirectly to prejudice the company's interests;

6(b) To establish, maintain, generate, operate, run, manage, conduct, limited right to use electrical generation for achievement or carrying out all or any of the objects.

To acquire know- how Act.

7. To apply for, purchase or otherwise acquire any trade marks, patents, brevets or inventions, licenses, concession and the like, conferring

