

THE COMPANIES ACTS 2006

ISLE OF MAN

COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

OF

INFRASTRUCTURE INDIA PLC

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COMPANY LIMITED BY SHARES
MEMORANDUM OF ASSOCIATION
OF
INFRASTRUCTURE INDIA PLC

1. The name of the Company is "**INFRASTRUCTURE INDIA PLC**".
2. The Company is limited by shares;
3. The Registered office address of the Company is IOMA House, Hope Street, Douglas, Isle of Man, IM1 1AP;
4. The First Registered Agent of the Company is Isle of Man Financial Trust Limited of IOMA House, Hope Street, Douglas, Isle of Man, IM1 1AP;
5. The First Subscriber of the Company is Hope Street Nominees Limited of IOMA House, Hope Street, Douglas, Isle of Man, IM1 1AP;
6. The Subscribers agrees to take one share of GBP1.00 upon incorporation of the Company;

Name & Address of Subscriber	Signature	Number of Shares Taken
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Hope Street Nominees Limited
IOMA House
Hope Street
Douglas
Isle of Man
IM1 1AP

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