



MEMORANDUM  
OF  
ASSOCIATION  
OF  
***NHC FOODS LIMITED***

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भारत सरकार-कॉर्पोरेट कार्य मंत्रालय  
कम्पनी रजिस्ट्रार कार्यालय, गुजरात, दादरा एवं नगर हवेली

कम्पनी अधिनियम, 1956 की धारा 18(3)

राज्य परिवर्तित करने के संबंध में, प्रादेशिक निदेशक के आदेश के पंजीकरण से संबंधित प्रमाण-पत्र

कॉर्पोरेट पहचान संख्या : L15122GJ1992PLC076277

मैसर्स NHC Foods Limited

ने अपने विशेष विनिश्चय द्वारा, इसके पंजीकृत कार्यालय को महाराष्ट्र राज्य से गुजरात राज्य में स्थानान्तरित करने के निमित्त अपने संगम-ज्ञापन के प्रावधानों में परिवर्तन कर लिया है और इस परिवर्तन की पुष्टि

Regional Director, Western Region, Mumbai  
के दिनांक 09/07/2013 के आदेश द्वारा किए जाने पर,

मैं, यह सत्यापित करता हूँ कि उक्त आदेश की सत्यापित प्रतिलिपि को आज पंजीकृत कर लिया गया है।

अहमदाबाद में, यह प्रमाण-पत्र, आज दिनांक दो अगस्त दो हजार तेरह को जारी किया जाता है।

GOVERNMENT OF INDIA - MINISTRY OF CORPORATE AFFAIRS  
Registrar of Companies, Gujarat, Dadra and Nagar Haveli

SECTION 18(3) OF THE COMPANIES ACT, 1956  
Certificate of Registration of Regional Director order for Change of State

Corporate Identity Number : L15122GJ1992PLC076277

M/s NHC Foods Limited having by special resolution altered the provisions of its Memorandum of Association with respect to the place of the Registered Office by changing it from the state of Maharashtra to the Gujarat and such alteration having been confirmed by an order of Regional Director, Western Region, Mumbai bearing the date 09/07/2013.

I hereby certify that a certified copy of the said order has this day been registered.

Given at Ahmedabad this Second day of August Two Thousand Thirteen.

Signature Not Verified  
Digital Signature Status  
Signed: 2013.08.02 10:14:16  
CERT-IND-310

Registrar of Companies, Gujarat, Dadra and Nagar Haveli

कम्पनी रजिस्ट्रार, गुजरात, दादरा एवं नगर हवेली

\*Note: The corresponding form has been approved by Deepak Persoya, Assistant Registrar of Companies and this certificate has been digitally signed by the Registrar through a system generated digital signature under rule 5(2) of the Companies (Electronic Filing and Authentication of Documents) Rules, 2006.  
The digitally signed certificate can be verified at the Ministry website (www.mca.gov.in).

कम्पनी रजिस्ट्रार के कार्यालय अभिलेख में उपलब्ध पत्राचार का पता :  
Mailing Address as per record available in Registrar of Companies office:  
NHC Foods Limited  
Survey No. 777, Umarsadi Desaiwad Road,, at Village Umarsadi, Taluka Pardi,  
Killa Pardi - 396175,  
Gujarat, INDIA



भारत सरकार-कॉर्पोरेट कार्य मंत्रालय  
कम्पनी रजिस्ट्रार कार्यालय, महाराष्ट्र, मुंबई

कम्पनी अधिनियम, 1956 की धारा 18 (1) (क)

उद्देश्य-खंडों में परिवर्तन की पुष्टि हेतु विशेष विनिश्चय के पंजीकरण का प्रमाण-पत्र

कॉर्पोरेट पहचान संख्या : L15122MH1992PLC068021

मैसर्स NHC Foods Limited

के अंशधारकों ने दिनांक 11/11/2010 को आयोजित की गई वार्षिक / असाधारण बैठक में एक विशेष विनिश्चय पारित करके कम्पनी अधिनियम, 1956 (1956 का 1) की धारा 18 (1) का अनुपालन करते हुए अपने संगम-ज्ञापन के प्रावधानों में परिवर्तन कर लिया है।

मैं, एतद्वारा सत्यापित करता हूँ कि उक्त विशेष विनिश्चय की प्रतिलिपि, यथा परिवर्तित संगम-ज्ञापन के साथ, आज पंजीकृत कर ली गई है।

मेरे हस्ताक्षर द्वारा मुंबई में यह प्रमाण-पत्र, आज दिनांक आठ दिसम्बर दो हजार दस को जारी किया जाता है।

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GOVERNMENT OF INDIA - MINISTRY OF CORPORATE AFFAIRS  
Registrar of Companies, Maharashtra, Mumbai

SECTION 18(1)(A) OF THE COMPANIES ACT, 1956

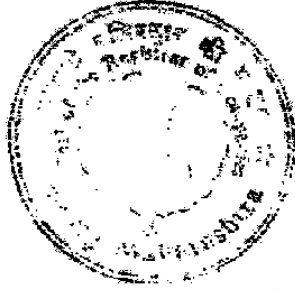
Certificate of Registration of the Special Resolution Confirming Alteration of Object  
Clause(s)

Corporate Identity Number : L15122MH1992PLC068021

The share holders of M/s NHC Foods Limited having passed Special Resolution in the Annual/Extra Ordinary General Meeting held on 11/11/2010 altered the provisions of its Memorandum of Association with respect to its objects and complied with the Section (18)(1) of the Companies Act, 1956 (No. 1 of 1956).

I hereby certify that the said Special Resolution together with the copy of the Memorandum of Association as altered has this day been registered.

Given under my hand at Mumbai this ~~Eight day~~ of December Two Thousand Ten .



  
(HENRY RICHARD)

कम्पनी रजिस्ट्रार / Registrar of Companies  
महाराष्ट्र, मुंबई  
Maharashtra, Mumbai

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कम्पनी रजिस्ट्रार के कार्यालय अभिलेख में उपलब्ध पत्राचार का पता :

Mailing Address as per record available in Registrar of Companies office:

NHC Foods Limited  
NHC HOUSE, 2/13, ANAND NAGAR,, SANTACRUZ (EAST),  
MUMBAI - 400055,  
Maharashtra, INDIA

भारत सरकार-कॉर्पोरेट कार्य मंत्रालय  
कम्पनी रजिस्ट्रार कार्यालय, महाराष्ट्र, मुंबई

कम्पनी अधिनियम, 1956 की धारा 18 (1) (क)

उद्देश्य-खंडों में परिवर्तन की पुष्टि हेतु विशेष विनिश्चय के पंजीकरण का प्रमाण-पत्र

कॉर्पोरेट पहचान संख्या : L15122MH1992PLC068021

मैसर्स MIDPOINT SOFTWARE AND ELECTRO SYSTEMS LIMITED

के अंशधारकों ने दिनांक 07/09/2010 को आयोजित की गई वार्षिक / असाधारण बैठक में एक विशेष विनिश्चय पारित करके कम्पनी अधिनियम, 1956 (1956 का 1) की धारा 18 (1) का अनुपालन करते हुए अपने संगम-ज्ञापन के प्रावधानों में परिवर्तन कर लिया है।

मैं, एतद्वारा सत्यापित करता हूँ कि उक्त विशेष विनिश्चय की प्रतिलिपि, यथा परिवर्तित संगम-ज्ञापन के साथ, आज पंजीकृत कर ली गई है।

मेरे हस्ताक्षर द्वारा मुंबई में यह प्रमाण-पत्र, आज दिनांक चौदह अक्टूबर दो हजार दस को जारी किया जाता है।

GOVERNMENT OF INDIA - MINISTRY OF CORPORATE AFFAIRS  
Registrar of Companies, Maharashtra, Mumbai

SECTION 18(1)(A) OF THE COMPANIES ACT, 1956

Certificate of Registration of the Special Resolution Confirming Alteration of Object  
Clause(s)

Corporate Identity Number : L15122MH1992PLC068021

The share holders of M/s MIDPOINT SOFTWARE AND ELECTRO SYSTEMS LIMITED having passed Special Resolution in the Annual/Extra Ordinary General Meeting held on 07/09/2010 altered the provisions of its Memorandum of Association with respect to its objects and complied with the Section (18)(1) of the Companies Act, 1956 (No. 1 of 1956).

I hereby certify that the said Special Resolution together with the copy of the Memorandum of Association as altered has this day been registered.

Given under my hand at Mumbai this Fourteenth day of October Two Thousand Ten .



(ELSY PAPPACHAN)

सहायक कम्पनी रजिस्ट्रार / Assistant Registrar of Companies

महाराष्ट्र, मुंबई  
Maharashtra, Mumbai

कम्पनी रजिस्ट्रार के कार्यालय अभिलेख में उपलब्ध पत्राचार का पता :

Mailing Address as per record available in Registrar of Companies office:

MIDPOINT SOFTWARE AND ELECTRO SYSTEMS LIMITED  
D-22/8, TTC INDUSTRIAL AREA,, MIDC, THANE BELAPUR ROAD,,  
NAVI MUMBAI - 400705,  
Maharashtra, INDIA

TRUE EXTRACT

20/10/10  
जतिरिक्त/सहायक कम्पनी रजिस्ट्रार  
Add./Asstt. Registrar of Companies  
महाराष्ट्र, मुंबई  
Maharashtra, Mumbai

भारत सरकार-कॉर्पोरेट कार्य मंत्रालय  
कम्पनी रजिस्ट्रार कार्यालय, महाराष्ट्र, मुंबई

नाम परिवर्तन के पश्चात नया निगमन प्रमाण-पत्र

कॉर्पोरेट पहचान संख्या : L15122MH1992PLC068021

मैसर्स MIDPOINT SOFTWARE AND ELECTRO SYSTEMS LIMITED

के मामले में, मैं एतद्वारा सत्यापित करता हूँ कि मैसर्स  
MIDPOINT SOFTWARE AND ELECTRO SYSTEMS LIMITED

जो मूल रूप में दिनांक चार अगस्त उन्नीस सौ बानवे को कम्पनी अधिनियम, 1956 (1956 का 1) के अंतर्गत मैसर्स  
MIDPOINT SOFTWARE & ELECTRO SYSTEMS LIMITED

के रूप में निगमित की गई थी, ने कम्पनी अधिनियम, 1956 की धारा 21 की शर्तों के अनुसार विधिवत आवश्यक विनिश्चय पारित करके तथा  
लिखित रूप में यह सूचित करके की उसे भारत का अनुमोदन, कम्पनी अधिनियम, 1956 की धारा 21 के साथ पठित, भारत सरकार, कम्पनी कार्य  
विभाग, नई दिल्ली की अधिसूचना सं. सा. का. नि 507 (अ) दिनांक 24.6.1985 एस्.आर.एन. A95277711 दिनांक 15/10/2010 के द्वारा  
प्राप्त हो गया है, उक्त कम्पनी का नाम आज परिवर्तित रूप में मैसर्स  
NHC Foods Limited

हो गया है और यह प्रमाण-पत्र, कथित अधिनियम की धारा 23(1) के अनुसरण में जारी किया जाता है।

यह प्रमाण-पत्र, मेरे हस्ताक्षर द्वारा मुंबई में आज दिनांक पंद्रह अक्तूबर दो हजार दस को जारी किया जाता है।

GOVERNMENT OF INDIA - MINISTRY OF CORPORATE AFFAIRS  
Registrar of Companies, Maharashtra, Mumbai

Fresh Certificate of Incorporation Consequent upon Change of Name

Corporate Identity Number : L15122MH1992PLC068021

In the matter of M/s MIDPOINT SOFTWARE AND ELECTRO SYSTEMS LIMITED

I hereby certify that MIDPOINT SOFTWARE AND ELECTRO SYSTEMS LIMITED which was originally incorporated on Fourth day of August Nineteen Hundred Ninety Two under the Companies Act, 1956 (No. 1 of 1956) as MIDPOINT SOFTWARE & ELECTRO SYSTEMS LIMITED having duly passed the necessary resolution in terms of Section 21 of the Companies Act, 1956 and the approval of the Central Government signified in writing having been accorded thereto under Section 21 of the Companies Act, 1956, read with Government of India, Department of Company Affairs, New Delhi, Notification No. G.S.R 507 (E) dated 24/06/1985 vide SRN A95277711 dated 15/10/2010 the name of the said company is this day changed to NHC Foods Limited and this Certificate is issued pursuant to Section 23(1) of the said Act.

Given under my hand at Mumbai this Fifteenth day of October Two Thousand Ten .



  
(PADMAVATHI BALAKRISHNAN)

सहायक कम्पनी रजिस्ट्रार / Assistant Registrar of Companies  
महाराष्ट्र, मुंबई  
Maharashtra, Mumbai

कम्पनी रजिस्ट्रार के कार्यालय अभिलेख में उपलब्ध पत्राचार का पता :

Mailing Address as per record available in Registrar of Companies office:

NHC Foods Limited  
D-22/8, TTC INDUSTRIAL AREA,, MIDC, THANE BELAPUR ROAD,,  
NAVI MUMBAI - 400705,  
Maharashtra, INDIA

11-68021



कारबार प्रारम्भ करने के लिए प्रमाण-पत्र  
Certificate for Commencement of Business

कंपनी अधिनियम, 1956 की धारा 149(3) के अनुसार  
Pursuant of Section 149(3) of the Companies Act, 1956

मैं प्रमाणित करना हूँ कि .....

जो कंपनी अधिनियम, 1956 के अधीन तारीख ..... को नियमित की  
थी और जिसने आज विहित प्रारूप में सम्यक रूप से सत्यापित घोषणा फाइल कर दी है  
उक्त अधिनियम की धारा 149(1) (क) से लेकर (घ) तक/149(2) (क) से लेकर (ग)  
तक की शर्तों का अनुपालन किया गया है, कारबार प्रारम्भ करने की हकदार है।

I hereby certify that the **MIDPOINT SOFTWARE & ELECTRO**  
**SYSTEMS LIMITED** .....

which was incorporated under the Companies Act, 1956, on the **FOURTH**  
day of **AUGUST** 19**92** and which has this day filed a duly verified declaration in this prescribed form that the conditions of Section 149(1)(a) to (d)/149(2)(a) to (c) of the said Act, have been complied with is entitled to commence business.

मेरे हस्ताक्षर से यह तारीख ..... को  
में दिया गया।

Given under my hand at **BOMBAY**  
this **TWELTH** day of **AUGUST** one thousand nine hundred  
and **NINETY TWO**.

(**G. SRINIVASAN**)

कम्पनियों का रजिस्ट्रार  
Registrar of Companies

जे० एस० सी०-10  
J.S.C-10

प्रमाणित-230 सिविल/85-86-भाप्रमुटेक-(सी-71)-14-7-88-5,000.  
MD:PTC-230 CIVIL/85-86-GIPTC-(C-71)-14-7-88-5,000.



प्रारूप० आई० आर०  
Form I. R.

निगमन का प्रमाण-पत्र

# CERTIFICATE OF INCORPORATION

ता०.....का सं०.....

No. 11-68021.....of 1992.....

मैं एतद्वारा प्रमाणित करता हूँ कि आज.....

कम्पनी अधिनियम 1956 (1956 का 1) के अधीन निगमित की गई है और यह  
कम्पनी परिसीमित है।

I hereby certify that MIDPOINT SOFTWARE & ELECTRO.....  
.....SYSTEMS LIMITED.....

is this day incorporated under the Companies Act, 1956 (No. 1 of 1956)  
and that the Company is limited.

मेरे हस्ताक्षर से आज ता०..... को दिया गया।

Given under my hand at BOMBAY this FOURTH.....

day of AUGUST.... One thousand nine hundred and NINETYTWO



*B.L. Panigar*  
(B.L. PANIGAR)

कम्पनियों का रजिस्ट्रार

Addl. Registrar of Companies  
Maharashtra

**THE COMPANIES ACT, 1956**  
**COMPANY LIMITED BY SHARES**  
**MEMORANDUM OF ASSOCIATION**  
**OF**  
**NHC FOODS LIMITED**

- I. The name of the company is **NHC FOODS LIMITED**.
- II. \*The Registered Office of the Company will be situated in the State of Gujarat.
- III. The objects for which the Company is established are :

**A. MAIN OBJECTS OF THE COMPANY TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION :**

- 1. To design, develop, manufacture, purchase, sell or otherwise import, export and generally deal in any electronic, electrical, and electro systems including software procedures, peripheral products, Computers, data processing machines and systems and components thereof, electric and electromechanical accounting systems, machines for registering data preparation, recording, perforating, tabulating, sorting, printing, typewriting products, facilities, accessories and devices of all kinds in India and Abroad.

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*\* The Registered Office of the Company shifted from the state of Maharashtra to the State of Gujarat vide Special Resolution passed by the Equity Shareholders of the Company through Postal Ballot on 21st September, 2012 and confirmed by Regional Director, Western Region, Mumbai vide its order dated 9th day of July, 2013.*



1(A) To carry on business in India or globally as Exporters of all kinds of products such as Indian Masalas, Ready Mixes, Processed Foods, Snacks, Pellets, Namkins, Ready to Eat food, Semi-Processed Foods, Frozen Foods, Cereals and Breakfast Foods, Curry's, Jams, Sauces, Soups, Bakery and Confectionery Products, Chocolate based Products, Spreads, Noodles, Pasta, Sweets, Canned or Retort Food Products, Organic Food Products, specialty Foods, Herb Based Nutritional Foods, vegetable and fruit chips, Food ingredients, Food concentrates, Food Colors and Flavours, Dehydrated and Freeze Dried Foods, Milk and Milk Products, Fruit Drinks, Energy Drinks, Dry Fruits, Nuts, Pickles, Papads, Edible Food Products, Soya Products, Herbal Products, Seasonings and all type of Food and Agricultural Produces or Products, Whole Spices, Spice Powders, Pulses, Oilseeds of all kinds, Edible Oils, Essentials Oils, Perfumeries, Tea Coffee, Sugar, Cereals, Gains, Coarse Grains, Minor Forest Products, Soya bean Meal, Rape Seeds Meal, Tobacco and Tobacco Products, Betel nuts, Whole & Split, all kinds of Foodstuffs, Engineering Goods, Chemicals Pharmaceutical and Cosmetic Products, Agarbatties and so on and so forth and to carry on business in India or globally as manufacturers, importers, Traders, Dealers, Producers, Processors, Packers, Resellers, Collaborators, Contract Manufacturers, Private label manufacturers, Consultants, Franchisee Agents, Franchisers and Contractors, Brokers, Buying Selling Agents, Factors, Distributors, Stockiest in all kinds of Products and Articles of Merchandise and to Undertake, carry on or acquire Agencies of all kinds and for all products and Articles of Merchandise, Commodities and to act as Manufacturers Representatives and to set up import and export Houses for all types of Products required or ordered by customers.

**B. OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECTS:**

2. To undertake and carry on all or any trades and business of warehousing, refrigerated storage of chemicals, packers and to pack into drums all such products and generally to carry on the said business either as principals, commission agents, indenting agents, selling agents, buying agents or brokers for any person or organization for any territory in India or outside India and generally to work as manufacturers representatives.
3. To establish analytical laboratories for testing products / samples according to required or ordered specifications of customers.
4. To subscribe for, become a member of association and co-operate with any other association, whether incorporated or not, whose objects are altogether or in part similar to those of the Company, and to communicate to any such association, such information as may be likely to further the objects of the Company and to adopt such means of making known the services, businesses, interest of the Company as it may deem expedient by advertising in the press, radio, television and cinema, by circulars and exhibitions of work or at general interest by publication of books and periodicals.
5. To purchase or acquire or import, various apparatus, machinery, plant and equipment; appliances and other materials necessary or requisite for business at stated above.

6. To erect buildings, structures, godowns houses, sheds, offices, railway sidings, water tanks, and other fixtures on land to purchase, take on lease or otherwise acquire or exchange or transfer any land and or buildings of any tenure and all types and kinds and to develop, mould or otherwise work on any land or buildings acquired by the Company or in which the Company may for the time being be interested for the purpose of its business.
7. To acquire by purchase, lease, exchange, hire or otherwise land, tenements, showrooms and premises of any tenure or interest in the same whether subjective or not to any charges or encumbrances and to hold to sell, let alienate, mortgage, charge or otherwise deal with all or any such lands, tenements or premises as may be required for the purpose of the Company's business.
8. To acquire, erect, maintain, buy, sell or dispose of land, factories, workshops, warehouses, godowns, shops, offices, water tanks, bridges, staff and workers quarters, roads, ways sidings, bridges and other works and conveniences which may seem directly or indirectly conducive to any of the objects of the Company and to contribute subsidise or otherwise aid by taking part in any such operations .
9. For the purpose of the business of the Company to prepare, investigate, manage or help in managing, advise, collect information or data on the establishment, on the system of organisational problems, management problems, manage or help in managing new project and/or existing projects and/or expansion of existing projects on behalf of Company, submit report of feasibility of Company products and or improvements, and/or expansion of existing projects and to diagnose operational difficulty and weaknesses and suggest remedial measures to increase efficiency of the existing project and submit overall and detailed plans, report, and to arrange for periodical reviews for business for execution and/or to execute and assist in executing such plans, and/or expansion of existing and/ or increasing efficiency of existing projects.
10. To acquire by purchase, lease, grant, concession, licence or otherwise, either absolutely or jointly with others or otherwise, tracts of land, government land subject to law in that behalf, battalands, Showrooms, houses, estates, water rights, privileges rights and hereditaments attached to such lands and buildings or any of them for the purpose of own business.
11. To enter into collaboration with any other Company, concern whether foreign or Indian principals for technical or other knowhow, licence for designs, assembly, development, improvement, manufacture, market, any buy, sell, export, import, any of the items which the Company is authorised to deal with on terms which may be found beneficial to the Company.
12. To acquire, build, construct, alter, maintain, enlarge demolish, remove or replace and to work, manage any buildings, offices, factories, area, stadia, shops, roads, ways, branches or siding bridges, reservoirs, watercourses, electric works and other works and convenience for business of the Company.
13. To purchase, take on lease or tenancy or in exchange, hire, take options over or otherwise acquire any interest whatsoever and to hold, develop, deal with and turn to account concessions, grants, decrees, licences, privileges, or claims, options, lease, property, real or personal or rights

or powers of any kind which may appear to be necessary or convenient for business of the Company and to purchase, hire or otherwise acquire vehicles of any or every sort of description for use on land or and to employ the same for the purpose of the Company.

14. To purchase, or otherwise acquire, erect, maintain, reconstruct and adopt any building, office, workshops, showrooms, warehouses, factories, found necessary or convenient for the purpose of the Company and also to extend the business of the Company by adding to, altering, enlarging or pulling down, removing or replacing all or any of the buildings, mills, premises, and machinery for the time being the property or in possession of the Company, and by expending from time to time such sums of money as may be necessary or expedient for the purpose of improving, adding to, altering, repairing and maintaining the buildings, machineries and properties for the time beings of the Company, acquire and pay for the assets, immovable, movable from the promoters of the Company.
15. To sell, exchange, mortgage, convey, assign, manage and otherwise in any other manner deal with or dispose of the property, assets or undertaking, of the Company or any part thereof, for such consideration as the Company may think fit, and in particular for shares, stocks, debentures and other securities of any other Company having objects altogether or in part similar to those of the Company.
16. To apply for and to purchase or otherwise acquire from any Government, State or Authority any licences, concessions, grants, decrees, rights, powers, and privileges which may seem to the company capable of being turned to account and to privileges which may seem to the company capable of being turned to account and to work, develop, carry out, exercise and to turn to account the same.
17. To remunerate and provide for the welfare of directors or employees of the Company and the wives, widows, families or dependents of such persons by building or contributing to the building of house dwellings, or quarters or by grants of money, pensions, allowances, gratuities, bonus, or other payments or by creating and from time to time subscribing or contributing towards places of instruction and recreation, educational, hospitals and dispensaries, medical and other attendance and assistance as the Company shall think fit.
18. To subscribe or contribute or donate or otherwise to assist or to guarantee money to charitable, benevolent, religious, scientific, national, public or institutions, objects or purpose or for any exhibition.
19. To acquire and take over as a going concern by purchase of, or on lease and to undertake, to carry on the whole or any part of the business together with the goodwill and trade name, property, rights and liabilities of any person or persons, firm or any company carrying on any business which is within the objects of the company or which the Company is authorised to carry on or possessed of property suitable for the purposes of the Company and to pay for the same by shares, debentures, debenture stock bonds, cash or otherwise and to conduct and carry on or liquidate and wind up any such business.

20. To amalgamate enter into foreign or Indian technical and/or financial collaboration conducting agreements, partnership or into any arrangement for sharing of profits union of interest cooperation jointventure, reciprocal concession or otherwise with any person, firm, corporation or Government or Company carrying on engaged in or about to carry on or engage in any business, undertaking or transaction which the Company is authorised to carry on and to lend money, to guarantee the contracts or otherwise assign any such person, firm or company and to take or otherwise acquire and hold shares or securities of any such persons firms or companies to sell, hold, reissue with or without guarantee or otherwise deal with the same.
21. To establish and maintain or procure the establishment, maintenance of any contributory or noncontributory pensions or superannuations funds for the benefit of, and give or procure the giving or donations, gratuities, pensions, allowances or emoluments to any person, who are or were at any time in the employment or service of the Company, or who or were at any time Directors or Officers of the Company or, and the wives, widows, families, and dependents of any person, and also to 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 well-being of the Company or and payments to or towards the insurance of any such persons as aforesaid.
22. To subscribe for, take, or otherwise acquire, hold and otherwise deal with in shares, stocks, debentures, or other securities of any other company having objects altogether or in part similar to those of the Company.
23. To subscribe for, take, or otherwise to such persons or companies and on such terms as may seem expedient and in particular to customers and other having dealings with the company and to guarantee the performance of any contract or obligation and the payment of money of or any such person or Companies and generally to give guarantee and indemnities.
24. To undertake financial obligations and transactions by way of loans, investments in shares and stocks of other corporate bodies, guarantee loans and such other obligations, so as to utilise the surplus funds of the Company.
25. To pay all costs, charges, and expenses of or incidental to the promotion, formation, registration and establishment of the company and to remunerate by cash or allotment of full or partly paid shares to any person, firm or company for services rendered or to be rendered in introducing any property of business to the Company or in or about the formation or promotion of the Company.
26. To borrow or raise or secure the payment of money, or to receive money or deposit at interest for any of the purposes of the company, and at such time or times and in such manner and as may be thought fit and in particular by the issue of debentures or debenture stock, perpetual or otherwise including debentures or debenturestock convertible into shares of this company or any other company or perpetual annuities and securities for any such money borrowed, raised or received, or of any such debentures stock so issued, to mortgage, pledge or charge the whole or any part of the property, assets or revenue and profits of the company, present or future including its uncalled capital special assignments or otherwise or to transfer convey the same absolutely or in trust and to give the lender power of sale and other powers as may seem

expedient and to purchase, redeem, or pay of any securities and also by a similar mortgage, charge or lien to secure and guarantee the performance for the Company or any other person or company as the case may be provided that the company shall not carry on business of banking as defined by the Banking Regulation Act, subject to provisions 58A and directives of Reserve Bank of India.

27. To lend or deposit moneys belonging or entrusting to or at the disposal of the Company to such person or Company and in particular to customers and others having dealings with the Company with or without security upon such terms as may be thought proper and to invest or otherwise employ such moneys in such manner as may be thought proper and from time to time to vary such transactions. However, the Company shall not carry on banking business as defined under the Banking Regulation Act, 1949.
28. To invest and deal with the moneys of the Company not immediately required in immoveable properties, shares, stocks bonds, debentures, obligations or other securities of any company or association or in Government Securities or in current or deposit account with banks or on the mortgage of immoveable properties of any tenure or on the pledge of moveable property or in any other manner as may from time to time be determined by the Directors of the Company for the time being and from time to time, sell or vary all such investments and execute all assignments, transfers, receipts and documents that may be necessary in this behalf.
29. To advance and/or lend money, either with or without security and generally to such persons, firms, companies, etc. upon such terms and conditions as the company may think fit.
30. To guarantee the payment of money unsecured or secured by or payable under or in respect of promissory notes, bonds debentures, debenture stock, contracts, mortgages, charges, obligations, instruments, stock and securities of any company or of any such authorities, supreme, municipal, local or otherwise or of any person whomsoever, whether incorporated or not incorporated and generally to guarantee or become sureties for the performance of any contracts or obligations.
31. To pay, or satisfy the consideration for any property rights, shares securities or assets whatsoever which the company is authorised to purchase, or otherwise acquire, either by payment in cash, or by the issue of shares, or other securities of the company, or in such other manner as the company may agree or partly in one mode and partly in another.
32. To apply for promote and obtain under any Act of parliament or legislature, charter, privilege, concession, licence or authorisation of any Government, State or Municipality provisional order or licence of the Board of Trade or other authority for enabling the company to carry any of the objects into effect or for effecting any modifications or the constitutions of the company or for any other purpose which may seem expedient, and to oppose any proceedings or applications which may seem calculated directly to prejudice the interest of the company.
33. To enter into any arrangement with the Government authorities supreme, municipal, local or otherwise or any person or company that may seem conducive to the objects of the Company,

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 it desirable to obtain and to carry out, exercise and comply therewith.

34. To create any depreciation fund, reserve fund, sinking fund and insurance fund or any special or other fund whether for depreciation or for repairing, improving, extending or maintaining any of the properties of the company or for redemption of debentures or redeemable preference shares or for any other purposes whatsoever conducive to the interests of the company.
35. To establish, provide, maintain and conduct, or otherwise subsidise, assist research laboratories, and experimental workshops for scientific and technical research and experiments and to undertake and carry on with all scientific and tests of all kinds and to promote studies and research, both scientific and technical investigations and inventions by providing for the remuneration of scientific or technical professors or teachers and by providing for awards at exhibitions, scholarships, prizes and grants to students or otherwise and generally to encourage, promote and reward studies, researches, investigations, experiments, tests and inventions of any kind that may be considered likely to assist any kind of business which the company is authorised to carry on.
36. To open accounts with any bank or banks and to deposit moneys therein and to draw and endorse cheques on and to withdraw moneys from such accounts and generally operate upon the same (Whether overdraft or not) as may be required for any of the objects or purposes of the Company.
37. To draw, make, accept, endorse, discount, execute, issue negotiate, assign and otherwise deal in cheques, drafts, bills of exchange, promissory notes, hundies, debentures, bonds, bills of lading railway receipts, warrants and other negotiable or transferable or transferable instruments.
38. To apply for tender, purchases, or other wise acquire any contracts, subcontracts, licences 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.
39. To carry on business as importers, exporters, wholesaler or retail dealers and to undertakes sales and distribution agencies for the products manufactured by the company or otherwise and to buy, sell, lease hire, refine, manipulate, import, export or deal in the products or goods herein specified, either as principal or as agents.
40. To carry on any business or branch of a business which this company is authorised to carry on by means, or through the agency or, any subsidiary companies, and to enter into any arrangement with such subsidiary company for taking the business 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 at any time and either temporarily or permanently to close any such branch of business.



41. To distribute among the members in specie any property of the company, of any proceeds of sale or disposal and property of the company subject to provisions of the Companies Act, in the event of winding up.
42. To adopt such means of making known the articles, goods, products, services, appliance or dealt in buy or at the disposal of the company as well as the property or properties, assets and effect 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 broadcasting, sky writing, bill boards hoardings, motion and to like pictures, televisions, publications of books and periodicals and by granting prizes, rewards and donations.
43. To procure the recognition of the company in any country or state or place in India or outside India and to establish any local registers and branch or place of business and to do business at such places in any part of the world.
44. To promote, form and aid in promotion, formation and of any company or companies having similar objects for the purpose of acquiring all or any of the property, undertaking, rights and liabilities of such company or for any other purpose which may seem directly or indirectly calculated to benefit this Company and to be interested in, or take or otherwise acquire, purchase, hold, sell or otherwise dispose of shares, debentures, and other securities in or of any such company, or any other Company, for all or any of the objects mentioned in this Memorandum and to subsidise or otherwise, assist if any such company and to undertake the management of other work, duties and business of any such company on such terms and conditions as may be determined.
45. To pay out of the funds of the Company, all expenses of and incidental to the issue of subscription of the shares or loans or capital including brokerage, underwriting or other commission for obtaining application for or placing or guaranteeing the placing of shares or any debentures, debenture stock, and other securities of this company and also all expenses attending the issue of any circular or notices and printing, stamping, circulating proxies forms to be filled up by the members of the Company.
46. To be interested in, promote and undertake the formation and establishment of such institutions, business or companies whether in India or in foreign countries as may be considered to be conducive to the profits and interest of the Company and connected with company's business.
47. To indemnify officers, directors, agents and servants of the company against proceedings, costs, damages, claims, and demands in respect of anything done or ordered to be done by them for and in the interest of the company or for any loss, damage or, misfortunes whatever which shall happen in the execution of the duties of their office or by relation thereto.
48. To appoint agents, subagents, dealers, managers, canvassers, sales representatives, salesman, stockists, for transacting all or any kind of business which this Company is authorised to carry on and constitute Agencies of the Company in India or in any other country whatever.

49. To acquire from any person, firm or body corporate or unincorporate whether in India or elsewhere technical information, knowhow process, engineering manufacture and operation data, plans, layouts, blue prints useful for the design, manufacture, erection and operation of plant and machinery required for any of the business of the company and to acquire any grant of licence and other rights and benefits in the foregoing matters and things and to enter into collaboration agreements and to employ for engage foreign technicians.
50. To sell and in any other manner part with or dispose of the undertaking of the company or any part thereof, or any properties or assets thereof (movable or immovable) for such consideration and generally upon such terms and conditions and in particular for shares, debentures and other securities of any other Company having altogether or in part business similar or not to those of the Company.
51. To take part in the management, supervision and control of the business or operations of any company or undertaking having similar objects and for the purpose to appoint and remunerate any Directors, trustees, accountants or other experts.
52. To appoint legal and technical advisers, as directors may think fit and to appoint bankers, auditors, or such other persons as employees, officers, of agents of advisers of the Company as the Directors may think fit, and to pay out of the funds of the Company the necessary expenses for the same.
53. To issue as fully or partly paid up any shares or securities including debentures of the company in consideration of any property transferred or services rendered to the company; and to accept as consideration for any property sold or disposed of the Company fully or partly paid up shares or securities including debentures of any other company.
54. To take part in activities of business associations, commercial associations, chambers of commerce, trade or other associations having similar business.
55. To conduct a hostel for the children of the workers.
56. To build or construct huts, to grant pensions and any other payment to the employees of the company or the dependents of such persons and to establish and support any institutions calculated to benefit only the employees or the dependents.
57. 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 or 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 principal or otherwise.
58. To carry out in any part of the world all or any part of the Company's objects as principal, agents, factors, trustees, construction, or otherwise, either alone or in conjunction with any other person firm, association, corporate body, municipality, province, state or government or colony, or dependency thereof.



59. To exercise all or any of its corporate powers, rights, and privileges and to conduct its business in all or 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 discontinue such number of offices and agencies therein as may be convenient.
60. To procure the company to be registered or recognised in any part of the world.
61. To declare and distribute any or all profits of the company among the members by way of bonus shares, subject, to the relevant provisions of the Companies Act, 1958.
62. To invite and receive or without any such invitation, at any time receive any rights of immovable or movable property and offerings or voluntary donations or bequests and legacies either from shareholders or from any other person for all or any of the objects of the Company with or without any specific conditions provided such receipts or the conditions attached are not inconsistent with or derogatory to any of the objects of the Company. Subject to any such conditions as aforesaid, all such gifts, donations, grants, offerings, legacies and bequests including land, buildings and other immovable properties shall be treated as forming part of the property of the Company and be applied accordingly; the Directors shall in their absolute discretion be entitled to decide whether they shall invite or accept any such gift, donation, grant, offering legacy or bequest and they shall be at liberty to refuse any of them without giving any reason for such refusal.
63. To establish competitions in respect of contributions or information suitable for insertions in any of the Company or otherwise for any of the purposes of the Company and to offer and grant prizes rewards and premiums of such character and on such terms as may seem expedient.
64. To refer to or agree to refer any claims, 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 third parties, to arbitration and to observe and perform and to do all acts, matters and things to carry out or enforce the awards.
65. To sell, dispose, or transfer the business property and undertakings of the Company, or any part thereof for any consideration which the Company may deem fit to accept.
66. To enter into arrangements with any company or other persons for securing rights of persons and to obtain from such person or persons any rights, privileges and concessions which the company may think desirable to obtain and to carry out exercise and comply with any such arrangements, rights, privileges and concessions.
67. To apply for, takeout, obtain, purchase or otherwise acquire and turn to account any rights, licences, concession, patent rights or inventions, privileges, trade mark, or secret process or insignia which may seem capable of being used for any of the purpose of the Company and to use, exercise, develop or grant licences, in respect of or otherwise turn to account the property, right or information to acquire and to expend money in experimenting upon and testing and improving or seeing to improve and patent rights, invention, discoveries process or information of the Company or which the company may acquire or propose to acquire, or deal with.

68. To place, to reserve or to distribute as bonus shares among the members or otherwise to apply, any money received by way of premium on shares, or debentures issued at a premium by the company and any moneys received in respect of forfeited shares and moneys arising from the sale by the Company of forfeited shares. Subject to the provisions of the Companies Act, 1956, to distribute among the members in specie any property or the Company or any proceeds of sale or disposal of any property of the Company, in the event of winding up.
69. To have branches all over India and or anywhere else in the world and to appoint branch Manager and branch Staff and to send out agents, officers and employees all over such branches.

**C. OTHER OBJECT:**

70. To finance by way of making loans or advances to, or subscribing to the capital of, private industrial enterprises in India or abroad.
71. To Lend and advance moneys to entrepreneurs, promoters and industrial concern and also carry out leasing and other financing activities.
72. To carry on the business of an investment company and to invest the capital and other moneys of the Company in the purchase or upon the security of and to buy sell or otherwise deal in shares, stocks, units, debentures, debenturestocks, bonds, mortgages, obligations and securities of any kind issued or guaranteed by any company, corporation or undertaking of whatever nature, whether incorporated or otherwise, and wheresoever constituted or carrying on business and/or of immovable property and rights directly or indirectly connected therewith, and or bullion, including gold, silver and other precious metals, and/ or precious stones such as diamonds, rubies and/or any other asset.
73. To acquire, hold, sell, buy or otherwise deal in any shares, stocks, debentures, debenturestock, bonds, mortgages, obligations and other securities by original subscription, syndicate participation, tender, purchase, exchange, gift or otherwise and to subscribe for the same, either conditionally or otherwise, and to underwrite or sub-underwrite or guarantee the subscription thereof.
74. To carry on the business as an Investment Company and to underwrite, sub-underwrite, to invest in, and acquire by gift or otherwise and hold, sell, but or otherwise deal in shares, debentures, debenturestocks, bonds, units, obligations and securities issued or guaranteed by Indian or Foreign Governments, States, Dominions, Sovereigns, Municipalities or Public Authorities or bodies and share, stocks, debentures, debenturestock, bonds, obligations, and securities issued and guaranteed by any company, Corporation, Firm or person whether incorporated or established in India or elsewhere and to manage investment in shares, stocks, securities, finance subject to the necessary Government approval.

75. To carry on the business of manufacturers, body builders, fitters, assemblers of automobiles, trucks, tippers, buses, cranes, of all types and to carry on the business of designers, builders, fitters, buyers, sellers, importers, exporters of all types of automobiles trucks, tippers, buses, cranes.
76. To carry on business of running motors, tractors, Motor lorries, and motor vehicles of different kinds in place where the company from time to time think fit, to carry passengers and goods and to carry on the business of common carriers by land and water.
77. To deal in or otherwise engage in any manner whatsoever in repair works, painting, renovating and otherwise render service with regard to motor vehicles of all types, whatsoever and to have Automobiles Service Stations, petrol pumps, Garages etc; for that purpose.
78. To process or reprocess components involving technical application of heat treatment and hard chrome plating imparting surface resistance to engineering components such as aeronautics, Automobiles and general engineering goods of general use enabling these components to resist wear and tear imposed on them on their service cycle.
79. To carry on the business of structural engineers, designers, fabricators and or erectors of all types of steel structures with all in concitant, silos, pipelines, cranes of all varieties ropeways, conveyors dock gates, jetties, marine structure and transmission line towards and all other types of steel structures for all' purposes within and outside India.
80. To erect, construct, enlarge, acquire, work, use barter, repair, renovate manufacture, buy, sell, exchange, alter, improve, manipulate, refine, prepare for market, import, export for or otherwise handle or deal in plant, machinery, accessories, implements, apparatus, tools, appliances, utensils, materials, components and things commodities, wholesale and retail necessary or convenient or capable of being used in the business, of matelware, electronic and radio components, plastic Automobile products and components, agricultural implements or usually dealt in by person engaged in the line.
81. To erect and manufacture, sell components and machines and equipments for printing industries such as screen printers, offset printers, punching machines, different types of furnaces, mechanical workshops electrical laboratory, chemical laboratory, mechanical testing laboratory, measuring equipments, control equipments, assembly of micro electronic components for computers, large scale integrated circuits, televisions and wireless sets, teleprinters, industrial, control equipments for industries of Government undertakings, defence and public utility, manufacture of power generation and utilisation equipments.
82. To carry on the business of import, export, buying, selling, hire, lease and repair of plants, machinery, apparatus and equipments for electronics industries such as televisions, wireless, signalling and controlling devices, computers and their components, power equipments and their components, power equipments such as motor, transformers, roosters, capacitors, rectifiers, electrical measuring recording and integrating instruments, switchgear, bakelite and

porcelain accessories, engineers, builders and contractors, iron founders, iron and steel fabricators, mechanical engineers, manufacturers of all kinds of tools, implements and machineries of every description.

83. To carry on the business of drilling borewells, digging underground passages, channels, reservoirs, and water tunnels as may be useful for obtaining water for the purpose of drinking, agriculture, horticulture, dairy and other farming, mechanical energy industries and trade and to buy, take on lease or under licence concession, grant or otherwise acquire plant, machinery, vehicles, accessories, tools and spare required for the purposes of drilling borewells and conducting metallurgical and geological survey and obtaining or otherwise.
84. To design and manufacture finished goods of all kinds of Fibre glass for Domestic, Hospital, Office, Trade, Commercial research, Civil, Electrical, Laboratories Equipment, Industrial and such other and all requirements in India and abroad and to manufacture decorative products out of the same designed sheets, window panels, shutters, doors, motor accessories, fire brigade requirements, components of agricultural based industry and such other engineering appliances and furniture.
85. To manufacture, buy, sell, refine, manipulate, import, export or otherwise deal in furniture, household affect of all sorts including household appliances and specialised and standardised articles, motor bodies, trust bodies, railway coaches, railway sleepers, aeroplane parts, caravans, tractor parts, water crafts of all kinds and other vehicle or part of vehicles requiring wholly or partly wooden construction.
86. To carry on the business as manufacturers, exporters and importers in packing and packaging materials, receptacles, containers and other articles, such as bags, boxes, butts, cans, caissons, cases, casks, caskets, chests, coffers, crates, despatch boxes, envelopes, folders, grates, hods, holsters, hutches, jars, jardinnives, kegs, lockers, packing cases, plans, portfolios, portmanteaus, racks, satchels, scuttles, sheaths, sockets, stoups, troughs and trunks, made of, out of, with or containing any kind of (a) paper, cardboard, corrugated board, or other paper material, (b) wood, woodpulp, vegetable fibre, sawdust, strawboard, hardboard, lamin board, veneered board, plywood, pressed board and other wooden or board material, (c) cane, (d) cellulose, (e) asbestos and cement (f) glass, (g) Plastics, (h) leather, (i) rubber, (j) latex, (k) metals, such as iron, steel, copper, lead, tin, zinc, aluminium and alloys, (L) fabrics such as textiles, jute, rayon, nylon and allied products, and all other raw materials of commodities whatever or combinations or two or more of them.
87. To carry on business of mechanical engineers, and manufacturers of agricultural implements and other machineries tool makers, metal workers, electroplasters, heat transfer of metals, boiler makers, mill wright machinists, ironsmiths, colliers, metallurgists, electrical engineers and to buy and sell, manufacture, repair, convert, alter and or hire, and deal in machineries implements, rolling stocks, hardware of all kinds.

88. To carry on the business of manufacturers and processors of and dealers in chemicals, chemical products of any nature and dealing, polymers of all kinds, monomers, introcellulose, camphor, polyphenylenes and all Organic and inorganic materials.
89. To manufacture or process, reprocess and deal in all kinds or polymer products thermoplastic or thermosetting into any shape or kind whatsoever and other chemical compounds and elements of any kinds (solid, liquid or gaseous) fine chemicals, special chemicals, dyestuffs, heavy chemicals, catalysts, synthetic chemicals products such as rubber foam, plastic, resins including laminated resins moulding emulsions and plastic of all types and chemical and engineering equipment for their industries.
90. To carry on the business of manufacturing, buying, selling, repairing, converting, altering, letting on hire and otherwise dealing in machinery, apparatus, implements, component parts, rolling stock and hardware of all kinds connected with and sale in industries engages in the production of automobiles, bicycles, tricycles, scooters, autorickshaws and other such motorised transport vehicles and in the production of industrial agricultural, earth moving, sugar and textile machineries and components thereof and conveying equipments whether selfpropelled or otherwise.
91. To acquire, construct and operate oil, mills, flour mills, metal works, various kinds of industrial furnaces, kinds of any other machinery, apparatus and plants calculated to and to maintain well established, mechanical and electrical workshop for repairing or making new machinery required in the manufacture of various commodities mentioned herein.
92. To carry on the business as timber merchants, saw mill proprietors and timber growers, and to buy, sell, grow, prepare for market, manipulate, imports, export and deal in articles of all kinds in manufacture of which timber or wood is used, to carry on business as general merchants and to buy, clear plant and work timber.
93. To own, manufacture, buy, ply for hire, import, export or otherwise deal in or with agricultural implements, ground and aerial spraying equipments, pest control machinery, tractors and vehicles of all kinds, air and water crafts or any description and all components, pats, tools, appliances, fittings, equipments and accessories thereof.
94. To carry on the business of manufacture of and dealers in lubricating oils, transformers oil, white oils, waxes and special oils of all kinds.
95. To carry on the business of manufacture of and dealers in, all types of oil containers, storage and handling equipments including plastic containers, steel tanks, pipelines, pumps, safety devices, cans, metallic and wooden containers.
96. To establish and operate freezer drying, dehydrating, distilling, powdering, canning meal and oil extracting and other processing plants for all marine products, fruits, nuts and vegetables and generally goods and materials of whatever descriptions and medicines.

97. To carry on the business of manufacture of and dealers in manures, fertilisers, phosphorus, horns, hoofs, bones, and blood and all other animal products and by products, greases fat, tallow, chemicals, oils, grams, seeds, beans, potash salt and acid of all descriptions, ammonia compounds, liquid ammonia compounds, liquid ammonia, acetone, acetate of lime, acetic acids and general merchandise and deal in, to refine, manipulate and deal in, the raw materials used in such manufacturers and the products and by products thereof, and to carry on research and synthetises hormones and to develop and manufacture other chemicals and products for plants healthy growth and fruiting.
98. To manufacture, buy, sell, improve, treat, preserve, fine and mineralise and bottle or otherwise deal in mineral and aerated water and other liquids of every descriptions.
99. To carry on the business as manufacturers and producers of dealers in packers, preserves and processors of fruits, vegetables, good, foodgrains, nuts, spieces, groundnut cakes, flour and proteins, marine products, animal husbandry products, and in particular canned foods, such as syrups, vinegar, asavas, sweet, jams, pickles, chutneys, squashes, sherbets, condiments, spices, baby food, fruit and vegetable products, animal husbandry products, marine products thereof and for the purposes thereof to establish preservation centres, packing and canning and other factories at any place or places, and to develop such other allied business and to give subsidy to farmers and other persons doing such business or who can grow and/or procure necessary materials required by the Company.
100. To own, establish, manage and conduct nurseries, farms, vegetable and fruit orchards, vines or vineyards, gardens and grounds of all kinds and to carry on all or any of the trade and business of fruit farmers and gardeners graziers, stock (both live and dead) owners, breeders, of and dealers in livestock, market, gardeners, arboriculturists, agriculturists, horticulturists, dairymen, merchants, growers, and sellers of and dealers in seeds, plants, trees shrubs, bulbs, fruit trees, flowers, vegetables and arboricultural, agricultural and horticultural produce and things of all kinds and of whatever description and to carry on the business of fruit, flower, shrubs, plants, bulb, corn, seedlings, hay and seeds, salesmen on commission, by auction or otherwise, and to act as carriers, forwarding agents and factors and markets of artificial manures.
101. To carry on the business of Exporters and Importers and in general to Export and Import both traditional items, industrial and household commodities, all kinds of textiles, handloom and powerloom and other garments, and hosieries, all kinds of handicraft including wood works, products of cottage industries including coir allied products, ivory and metal works, cotton, cotton piece goods: Art silk, silk wool and woolen goods and articles and jute goods, and all kinds of musical instruments, and records and toys, and all kinds of sports goods and articles of leather good and articles, all kinds of stationery, office equipments and furnitures, all kinds of electrical

goods and equipments, all kinds of Engineering chemicals, chemical products, acids, salts, and all kinds of medicines and hospital equipments, all kinds cosmetics, products and jewellery, all kinds of canned food products of every item soft drinks, syrups and dry fruits, all kinds of plantation and agriculture produce like coffee, tea, rubber, chichona, cocoa, vegetable oil, timber wood, all kinds of fish, prawns, shrimps, froglegs, sea food and sea products, diary and poultry products, and to carry on export and import business in any commodity and in any manner whatsoever.

102. To acquire and own a printing press to carry on the business of printers, publishers, stationers, lithographers, stereotypers, electrotypers and engravers, designers, draftsmen and manufacturers of block, magazines, periodicals and book sellers and to manufacture type, block or other material capable of being used in printing an allied machines and sell, purchase or deal in all such materials of manufacture articles traders, and dealers in the above articles.
103. To carry on the business of advertising agents and contractors both outdoors and in newspapers, book screens, walls, buses, railways carriages etc. to prepare advise, devise, manufacture and construct advertising devices and designs and to publish and advertise the same through any media whatsoever and to carry on the business of printers, publishers, decorators in connection with the general advertising business and to do any other act or carry out, any other contract for the promotion, continuance and advancement of the said business.
104. To carry on the business of importing, exporting, prospecting, carrying, mining and boring for extracting, drawing, make merchantable, sell and deal in iron, steel coal, limestone, manganese, ferromanganese, mangesite, bauxite, fireclay, clay, brick, earth and other metals, minerals and substances washed crushed, powdered screened calcines, reduced, refined, dressed, palletised, or in any manner prepared for the market.
105. To generate, accumulate and supply electricity or other energy running the business of the company to dispose of any surplus electricity or energy for any other purpose and on any terms and conditions and in any manner as the company thinks expedient or convenient and for such purposes to acquire or construct, lay down, establish, fix and to carry out all plants, power house, cables, wires, lines, accumulators, transformers, lamps and works and to carry on the business of electricians and engineers and to do execute and transact all such other works acts, matters and things as the company may think expedient or convenient in connection with the main objects.
106. To purchase or otherwise acquire, manufacture, fabricate, weave, knit treat, laminate, coat, blend, compounds, store, hold transport, use experiment, market distribute, exchange, supply sell and otherwise dispose of, import, export trade and generally deal in any and all kinds of textiles materials, ropes, twines and cardage, by products, textiles, machineries, spares, tools, and derivatives, thereof.



107. To own, work, erect, install, manufacture, develop, maintain, equip, repair, alter, add to extend purchase, sell, exchange, or otherwise dealing in all types and varieties and plant and machinery especially textile industrial machinery, spinning mills, weaving mills, processing units, all or any other factory for processing, finishing, preparing, combing, carding, scouring, mixture, pressing, spinning and sewing, twisting, throwing, bleaching, mercerising, printing, dyeing, finishing all types of yarn, cotton, silk, waste silk, nylon, decoration, orlon, flex, hemp, staple, fibres, polyesters, and made of naturally, jute, wool, hesian, linen, synthetic fibres, fabrics, or any other textile fibres or fabrics and materials thereof.
108. To carry on the business of electronic, Electrical Engineers, electro mechanical engineers, computer engineers and technologists, including the rendering of technical advice and consultancy for designing, planning, estimating, manufacturing and dealing in all kinds of electricmechanical components and electrical appliances and item and computer chips, and components, telecommunication equipments, and components.
109. To edit, print, publish, sell, newspapers, magazines, journals, periodicals, reviews, pictorials, weeklies, monthlies, annuals, supplements, biographies, autobiographies, pamphlets, leaflets, circulars, informative, literature, directors, official bulletins, gazettes, guide books, novels and nursery books and such other literary and scientific works, books and publication as are determined to be beneficial in the interest of the company and carry on the business of circulating library of books of all nature and to carry on the business of papers and stationeries.
110. To carry on the business as manufacturers and producers of, dealers in agents importers and exporters of traders, of electronics and electrical components, appliances and items of Battery charges, Battery inverters, Battery plates and all types of Automobiles Accessories and components, Automobile lamps and wiper and motors and seal beams.
111. To carry on the business of manufacturers, designers, consultants, exporters, importers, buyers, hirers, sellers, repairers, distributors, agents and dealers of electronic instruments specially tape recorders, radios, gramophones, cassette players, video record and players, video camera HiFi Sonic system, Wireless Equipments, Musical Computers, Computerised Musical disc including Television, Video, VCR's, Telephones and other electronic devices and accessories, appliances, materials and requisites of every kind whereby sound and/or vision is recorded, amplified, produced, transmitted or received by the use of electricity, batteries or by any other sources of power and energy.
112. To carry on the business of avocation, guide, advise, in technical marketing, financial, taxation, legal, industrial, or administrative field in all its aspects and more particularly to provide information in corporate planning and operation, research, market research system analysis, industrial research and development, management, financial verification, collaboration, licencing arrangement, financial planning and Secretarial services, liason work, taxation matters, legal matters, physical civil, mechanical and engineering and planning and the like.



113. To provide, conduct or report on all types of services, prepare evaluation and feasibility report, render economical, market and technical services, privileges, provide finishing of all works, services and activities and to consider the execution of all or any of works or projects.
114. To promote, sponsor, undertake and carry out rural development including any programme for promoting the social and economic welfare of, or the uplift of the people in any rural areas and to incur any expenditure on any programme or rural development and to assist promotion or execution thereof either directly or through an independent agency or by making contributions or giving donations or in any other manner. Without prejudice to the generality of the foregoing 'programme or rural development' shall also include any programme for promoting the social and economic welfare programme of or the uplift of the people to any rural areas, and the words 'rural areas' shall include such areas as may be regarded as rural areas under the IncomeTax Act, 1961, or any other law relating to rural implement any of the above mentioned objects or purposes, transfer without consideration or at such fair or concessional value and subject to the provision of the Act divest the ownership of: any property of the Company to or in favour of any Public or Local Body, or Authority or Central or State Government or any Public Institution or Trust.
115. To acquire by purchase or lease Government waste lands subject to law in that behalf and to take on lease or purchase the Patta land from owners and from the Government for the purpose of carrying on through Bred Horse Breedings and Rearing operation, and to establish and maintain Research Centres or Research Stations for improving and developing through Bred Race Horses; and to indulge in buying, selling and leasing or horses, studs and racing apparatus, equipment saddlery and materials of all description, incidental thereto.
116. To act as leatherers, dressers, tanners, dealers in hides, skins, rubber and materials thereof.
117. To carry on business as dealers in the compounds, adhesive, fillers, derivatives, intermediates and by products of all of the foregoing.
118. To acquire from time to time and to deal in all stock in trade, plant and machinery, goods, and effects as may be necessary or convenient for any business for the time being carried on by the Company.
119. To carry on the business of footwear goods repairers, to run and equip pedicure establishments.
120. To manufacture, deal in or process styrene, butadiene, alcohol, petroleum fractions and other chemical substances of all kinds, to manufacture compounds synthetics and other substances basic, intermediate or otherwise from chemicals of all kinds.
121. To carry on the business of manufacture of and dealers in all kinds of plastic materials, rayon materials, epoxy resins, polycarbonates P.F., U.F., and other thermo setting resins and moulding compositions, nylon, and similar thermo plastic material, including prefabricated

sections and shapes, colouring material, paints and pigments, dyes, perfumes and flavouring chemicals and resinous material, rubber chemicals, gum, glue and adhesive composition, tanning agents, coating resins, synthetic fibres and all types of industrial chemicals, acids & alkalis.

122. To carry on the business of manufacture of and dealers in chemical, petrochemical, industrial preparations of whatsoever nature, waxes, natural and synthetic industrial solvents, rubber chemicals including vulcanisers, antioxidants, accelerators, pigments, reinforcing agents, carbon black, silica compounds, softeners, blowing agents and special chemicals substances, including coal tar, carbon black of all kinds, petroleum natural and organic chemical products of all kinds.
123. To carry on the business of manufacture of and dealers in rubber and plastic tube, tyres, films, moulded goods, bottle containers, tubes, wrapping material, foam rubber, transmission belts, conveyers and similar industrial articles of rubber and plastic, pipes, tube hoses, rubber containers and rubber lined vessels, tanks and similar equipments, rubber products like machine parts, toys, insulating material and all other blown, moulded, formed, shaped, extruded, calendered, dipped goods and articles apart from dealing in all kinds of nature and synthetic fibre materials and converter of synthetic and natural fibres into materials like cloth, tape cords, ropes, twines, and similar types for use in rubber and plastic goods, manufacturing for footwear needs of all kinds and other industrial and commercial used.
124. To purchase, take on lease or otherwise acquire any proprietary rights in terms of mining metallic, mineral, saline, clay, bentonite and such other underground substances including chemicals, rare earth, elements and such other things which may seem suitable or useful for fulfilling any of the Company's objectives and any interest therein and explore, work, exercise develop and turn to account the same.
125. To carry on any trade, agriculture, plantation, and in particular plantation for commercial operations, in India or in any part of the world, connected with rubber.
126. To carry on business as commission agents for all kinds of cloth, yarn, cotton, wool, silk, rayon, nylon, and such other products, synthetic or otherwise, fibres, textiles, drugs, and chemical's.
127. Generally to carry on, or assist, to search, to acquire to establish provide maintain, research laboratories, experimental workshops, testing facilities, mining of all branches, assisting laboratories institutions libraries, conferences, exhibitions, investigations and such other acts of any kind that may be considered likely to assist any of the business, objects, profits, reputation, which be turned into account.
128. To carry on business as manufacturers of and dealers in all kinds of equipments of machinery and accessories required to convert rubber and plastic materials into industrial and commercial products by process methods, including dipping moulding caecum moulding, extrusion, calendering, vulcanising, forming, coating film blending.

129. To grow, produce, import, export and threat rubber, leather and prepare it for the market, and to carry on business as proprietors of rubber, cotton, tea, sugar, coffee, cocoa and tobacco plantations and to carry on the manage the same in India and elsewhere.
130. To carry on the business of water proofers and manufacturers of rubber, leather, imitation leather, cloth, linoleum, tarpaulins, hospital sheeting.
131. To reclaim and to process rubber, latex and other products of natural trees and to engage in business of rubber plantations within and outside India.

#### IV. The Liability of the Members is Limited.

V. (\*)The Authorized Share Capital of the Company is Rs. 65,00,00,000/- (Rupees Sixty Five Crores only) divided into 65,00,00,000 (Sixty Five Crore) Equity Shares of face value Re. 1/- (Rupee One) each with power of the Company to increase, reduce, modify and cancel the same and to divide the original or increased or reduced or modified capital into two classes namely preference and Equity and to attach thereto respectively the preferential, special, deferred or qualified rights, privileges, advantages or conditions as regards payment of dividends, distribution of assets, repayment or reduction of capital, voting or otherwise.

(\*) The Authorised Share Capital of the Company was increased from Rupees Five Lacs to Rupees Seventy Five Lacs vide Ordinary Resolution passed by the members at the Extraordinary General Meeting of the Company held on 4th January, 1993; AND

The Authorised Share Capital of the Company was further increased from Rupees Seventy Five Lacs to Rupees Three Crores Fifty Lacs vide Ordinary Resolution passed by the members at the Extraordinary General Meeting of the Company held on 6th April, 1993.

The Authorised Share Capital of the Company is further increased from Rupees Three Crores Fifty Lacs to Rupees Eleven Crores as per the Scheme of amalgamation sanctioned by the Hon'ble High Court, Bombay vide its order dated 13th August, 2010.

The Authorised Share Capital of the Company is further increased from Rupees Eleven Crores to Rupees Nineteen Crores vide ordinary resolution passed through postal balloton 21st September, 2012

In Authorised Share Capital out of existing 75,00,000 Preference Share Capital of Rs. 10/- each, 20,00,000 Preference share capital of Rs. 10/- each is reclassified into 20,00,000 Equity share cap of Rs. 10/- each vide ordinary resolution, passed through postal balloton 07th March, 2013

The Authorised Share Capital of the Company is further increased from Rs.19,00,00,000/- to Rs. 24,00,00,000/- vide ordinary resolution passed through postal ballot on 07th March, 2013

The existing Authorized Share Capital of the Company of Rs. 24,00,00,000/- (Rupees Twenty Four Crores only) divided into 1,85,00,000 (One Crore Eighty Five Lacs) Equity Shares of Rs. 10/- (Rupees Ten) each and 55,00,000 (Fifty Five Lacs) Preference Shares of Rs.10/- ( Rupees Ten) each be and is hereby reclassified into 2,40,00,000 (Two Crores Forty Lacs) Equity Shares of Rs. 10/- (Rupees Ten) each vide ordinary resolution passed through postal ballot on 29<sup>th</sup> January, 2016

The existing Authorized Share Capital of the Company of Rs. 24,00,00,000/- (Rupees Twenty Four Crores only) divided into 2,40,00,000 (Two Crore Forty Lacs) Equity Shares of Rs. 10/- (Rupees Ten) each be and is hereby subdivided into 24,00,00,000 (Twenty Four Crore) Equity Shares of Re. 1/- (Rupee One) each vide ordinary resolution passed through postal ballot on 30<sup>th</sup> June, 2024.

The existing Authorized Share Capital of the Company was increased from Rs. 24,00,00,000/- (Rupees Twenty Four Crores only) divided into 24,00,00,000 (Twenty Four Crore) Equity Shares of Re. 1/- (Rupee One) each to Rs. 65,00,00,000 (Rupees Sixty Five Crores only) divided into 65,00,00,000 (Sixty Five Crore) Equity Shares of Re. 1/- (Rupee One) each vide ordinary resolution passed through postal ballot on 30<sup>th</sup> June, 2024.

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

| Name, Address, Description and Occupation of each Subscriber   | No. of Equity Shares taken by each Subscriber | Signature of Subscriber | Signature of witness and his name, address, description & Occupation.   |
|--|---|-------------------------|---|
| 1. APOORVA H. SHAH<br>S/o. HIMATLAL SHAH<br>15, Nandanvan, Ansari Road,<br>Vile-Parle (West),<br>BOMBAY - 400 056.<br>OCC : BUSINESS     | 10<br>(Ten)                                   | Sd/-                    | SD/-<br>H. R. DHANDHANIA<br>S/O. KISHANLAL DHANDHANIA<br>407, DALAMAL TOWER,<br>NARIMAN POINT,<br>BOMBAY - 400 021<br>OCC: PRACTISING<br>CHARTERED ACCOUNTANT |
| 2. HIMATLAL H. SHAH<br>S/o. HARAKHCHAND SHAH<br>15, Nandanvan, Ansari Road,<br>Vile-Parle (West),<br>BOMBAY - 400 056.<br>OCC : BUSINESS | 10<br>(Ten)                                   | Sd/-                    |   |
| 3. ALPA A. SHAH<br>W/o. APPORVA H. SHAH<br>15, Nandanvan, Ansari Road,<br>Vile-Parle ( West),<br>BOMBAY - 400 056.<br>OCC : BUSINESS     | 10<br>(Ten)                                   | Sd/-                    |   |
| 4. HARSHAD J. GANDHI<br>S/o. JAYANTILAL GANDHI<br>136/15, Manilal Mansion,<br>Wadala,<br>BOMBAY - 400 031.<br>OCC : BUSINESS             | 10<br>(Ten)                                   | Sd/-                    |   |
| C/F  | (FORTY)                                       |                         |   |

PLACE: **BOMBAY**, DATED THIS **20TH** DAY OF **JULY**, **1992**

| Name, Address, Description<br>and Occupation of each Subscriber   | No. of Equity<br>Shares taken by<br>each Subscriber | Signature<br>of<br>Subscriber | Signature of witness and his<br>name, address, description<br>& Occupation.   |
|---|---|-------------------------------|---|
| B/F   | 40  |                               |   |
| 5. MEHUL GANDHI<br>S/o. HARSHAD GANDHI<br>136/15, Manilal Mansion,<br>Wadala,<br>BOMBAY - 400 031.<br>OCC : BUSINESS  | 10<br>(Ten)   | Sd/-                          |   |
| 6. DIPTI GANDHI<br>W/o. MEHUL GANDHI<br>136/15, Manilal Mansion,<br>Wadala,<br>BOMBAY - 400 031.<br>OCC : BUSINESS  | 10<br>(Ten)   | Sd/-                          |   |
| 7. AASHISH V. VYAS<br>S/o. VIJAY V. VYAS<br>5, Pragati,<br>60, J. K. Mehta Road,<br>Santacruz (West),<br>BOMBAY - 400 054.<br>OCC : CHARTERED<br>ACCOUNTANT | 10<br>(Ten)   | Sd/-                          |   |
|   | 70<br>(SEVENTY)                                     |                               | SD/-<br>H. R. DHANDHANIA<br>S/O. KISHANLAL DHANDHANIA<br>407, DALAMAL TOWER,<br>NARIMAN POINT,<br>BOMBAY - 400 021<br>OCC: PRACTISING<br>CHARTERED ACCOUNTANT |

PLACE: **BOMBAY**, DATED THIS **20TH** DAY OF **JULY**, **1992**