

(THE COMPANIES ACT, 2013)
(PUBLIC COMPANY LIMITED BY SHARES)

MEMORANDUM OF ASSOCIATION
OF
ALSTONE TEXTILES (INDIA) LIMITED

- I. The name of the company is ALSTONE TEXTILES (INDIA) LIMITED
- II. The Registered Office of the Company will be situated in the Union Territory of Delhi.
- III. The objects for which the Company is established are:-
 - A. **THE MAIN OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:-**
 1. To carry on the business of manufacturers, assemblers, holders, stockists, distributors, buyers, sellers, importers, exporters, agents, dealers and suppliers of agricultural, sea and food products, fertilizers, Iron and steel and its all types of products, metals and, minerals end its products, engineering goods, components, dyes, chemicals, pharmaceuticals, pigments, papers, cement, plastic, leather goods, handicrafts, processed foods, tobacco and tobacco products, cigarettes, jute and its products, hession, textiles including cotton, woollen, art silk, natural silk, readymade garments, hosiery, synthetics fiber and fabric and mixed fabrics, surgical, electronics and surveying equipment and instruments, radar equipment, computers, dry and inert cells, electrical goods and equipments, lamps, tubes, electronic industry, automobile industry, cable and plastic industry, furniture, musical items and toys, ceramics and refractories, glass, soaps, cosmetics, publishers, stationers and all types of commodities, merchandise and goods and to act as sellers, purchasers and dealers of licences, release orders, .permits, quotas and to enter into all sorts of agreements relating to the above and all other types of commodities and merchandise.
 2. To hold, purchase, sale or otherwise deal/acquire lands, flats, suites, multistoreyed complexes, houses, bungalows, orchards, shopping arcades, parking places, quarters, apartments, farms and farm-houses, buildings, sheds and other fixtures and conveniences, industrial, commercial and residential, and to let them hire-purchase, rent, contract or any other agreement as may be deemed fit or to buy and sell lands, houses, apartments to any person on terms and conditions as may deemed fit or to hold, maintain, sell, allot houses, apartments, sheds or buildings thereof to the shareholders, or any other person; to 'carry on the business of contractors, decorators, furnishers, agriculturists, horticulturists, colonizer, engineers, architects, wood-waiters, palavers, builders, surveyors, bricks and tile makers, lime burners, house and estate agents; tenting/becoming members of societies, to enter Into partnership, sub-partnership, co-partnership, joint ventures and hire purchase agreements.
 3. To carry on all or any of the business of financiers (not amounting to banking and leasing business) by way of loaning, lending and advancing money to Industrials, Individuals, commercials and other enterprises.
 4. To carry on the business of agents, commission agents, stockists, distributary, engineers, brokers, factors, consultants, turn-key projects, representative, middlemen, jewellery, property, precious/semi-precious articles anti stones, diamonds, silver, bullion, gold ornaments, antiques, utensils: gems, valuables, precious metals, pearls, coins, cups, metals, shields, cutlery, presents and gifts.



5. To, Buy, Sell, Transfer, Pledge, Hypothecate, deal in and dispose of any Stock, Bonds, Debentures, whether perpetual, Redeemable Debenture, Stocks, Units, Securities, including Securities of any Govt. and Local Authority.
6. To provide a complete range of Financial Services like Investment Planning, Estate Planning, Tax Planning, Portfolio Management Consultancy And Counseling Services and to give consultancy and deal with the grievances of the Investors.
7. To acquire, and deal in, Shares, Stocks, Debentures, Debenture Stock, Bonds, Certificates, Obligations or Securities of any other company including securities of any Government. Local Authority by Original Subscription, Participation in Syndicates Tender, Purchase, Exchange or otherwise and to subscribe for the same or to guarantee the Subscription thereof and to exercise and enforce all rights and powers conferred by or incidental to the ownership thereof.
8. To purchase, sell and deals in commodities/ currency on all exchanges e.g. BSE, NSE, MCX etc.

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

1. To purchase and otherwise acquire, own, import, sell, export and deal in all materials, substances, appliances, machines, containers and other articles and apparatus and things capable of being used in any of the aforesaid business and to own, lease and otherwise acquire end use facilities of whatever kind as may be convenient or useful or conducive to the effective working of the said business or any part thereof.
2. To acquire, build, construct alter, maintain, enlarge, pull down, remove or replace and to work, manage and control any buildings, offices, factories, mills, shops, machinery, engine, roadways, tramways, railways, branches of siding, bridges, reservoirs, water courses, wharves, electric works and other works and conveniences which may seem necessary to achieve the main objects of the company and to join with any other person or company in doing any of these things.
3. To buy, sell, manufacture, alter, improve, exchange, let out on hire, import, export and deal in all factories, works, plant, machinery, tools, utensils, appliances, apparatus, products, materials, substances, articles and things capable of being used in any business which this company is competent to carry on and to manufacture, experiment with, render, marketable and deal in all products of residual and by-products incidental to or obtained in any of the business carried on by the Company.
4. To purchase, take on lease of tenancy or in exchange, hire, take options over or otherwise acquire for any estate or interest, whatsoever and to hold, develop, work, cultivate, deal with and turn to account concessions, grants, decrees, licences, privileges, claims, options, leases, property, real or personal or rights or powers of any kinds which may appear to be necessary or convenient or any business of the Company.
5. To pay for preliminary and pre-incorporation expenses of the Company.

6. Subject to the approval of shareholders under Section 293 of the Act, to sell, exchange, mortgage, let on lease, royalty or tribute, grant licences, easements, options and other rights over and in other manner deal with or dispose of the whole or any part of the undertaking, property, assets, rights and effect of the Company for such consideration as may be thought fit and in particular for stock, shares, whether fully or partly paid up or securities of any other company having objects whole or in part similar to those of the company or as may be approved by the shareholders.
7. To pay for any rights or property 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 or them of shares or securities of the Company as paid up in full or in part or otherwise.
8. To lend and advance money, either with or without security and give credit to such persons (including Government) and upon such terms and conditions as the Company may think fit provided that the company shall not carry on banking business within the meaning of Banking Regulations Act, 1949.
9. To undertake financial and commercial obligations, transaction and operations of all kinds.
10. To guarantee the performance of any contract or obligations of and the payment of money or dividends and interest on any stock, shares or securities of any company, corporation, firm or person in any case in which such guarantee may be considered directly or indirectly to further the objects of the Company.
11. To guarantee the payment of money unsecured or secured or payable under or in respect of promissory notes, bonds, debenture stocks, contracts, mortgages, charges, obligations, instruments and securities of any company or of any Authority, Supreme, Municipal, local or of any persons whether incorporated or not incorporated and to guarantee or become sureties for the performance of any contracts or obligations as may be necessary for the purpose of the Company.
12. To subscribe for, underwrite, acquire, hold shares, share-stock, debentures, bonds, debenture stock, bonds, mortgages, obligations, securities of any kind issued or guaranteed by any company (body corporate or under taking) of whatever nature and whatsoever constituted or carrying on business; and to subscribe for underwrite, acquire, hold and sell shares, debentures and debenture stocks and debenture bonds, mortgages, obligations and such other securities issued or guaranteed by any Government, trust, Municipal, local or such other authority or body of whatever nature, whether in India or elsewhere as may be conducive to the business of the Company.
13. To invest in other than investment in company's own shares any money of the Company not immediately required in any investments moveable or immovable as may be thought proper and to hold, invest in shares or stock in the company as may be necessary for the purpose of the Company.
14. Subject to Sec. 58A, 292 and 293 of the Act and the Regulations made thereunder and the directions issued by Reserve Bank of India, to receive money on deposit or loan and borrow or raise money in such manner as the Company shall think fit, and in particular by the issue of debentures or debenture-stock (perpetual or otherwise) and to secure the payment of any money borrowed, raised or owing on

the 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 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.

15. To draw, make, accept, endorse, discount, negotiate, execute and issue bills of exchange, promissory notes, bills of lading, debentures and other negotiable of transferable instruments of securities.
16. To apply for, purchase or otherwise acquire and protect, prolong and renew in any part the world, any patents, patent rights, brevets d'inventions, trade marks, designs, licences, protections, and concessions conferring any exclusive or non-exclusive or limited right to their use of information as to any invention, process or privileges 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 or otherwise turn to account the property, rights and information so acquired and to carry on any business in any way connected therewith.
17. To spend money in experimenting upon and testing and improving or seeking to improve any patents, rights, inventions, discoveries, processes or information of the Company or which the Company may acquire or propose to acquire.
18. To do or any of the main objects either as principals, agents, trustees, contractors or otherwise and either alone or in conjunction with others and either by or through agents, sub-contractors, trustees or otherwise.
19. To acquire and takeover all, or any part of the business, property and liabilities of any person, firm or company carrying on or proposing, to carry on any business which this Company is authorised to carry on or possess property, suitable for the purposes of the Company.
20. To procure the registration or recognition of the company in or under the laws of any place outside India.
21. To form, incorporate, promote any company or companies whether in India or elsewhere having amongst its or their objects the equalisation of all or any of the assets or control, management or development of the Company of any other such object which in the opinion of the Company could or might directly or indirectly assist the company in the management of its main 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 service rendered or to be rendered in or about the formation or promotion of the Company or the conduct or its business or in or about the promotion of any other such Company in which the Company may have any interest.
22. Subject to the provisions of Sections 391 to 394 of the Companies Act, 1956, to amalgamate or to enter into partnership or into any arrangement for sharing profits, union of interest, co-operation, joint venture or reciprocal with any person or persons of company or companies carrying on or engaged in any business which the Company is authorised to carry on.

23. To enter into arrangements and take all necessary or proper steps with Governments or with other such 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 directly or indirectly carrying out the objects of the Company or effecting any modification in the constitution of the company or for furthering the interests of the members and to oppose any such steps taken by any other such company, firm or person which may be considered likely, 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 it desirable to obtain and carry out, exercise and comply with any such arrangements, charters, decrees, rights, privileges or concessions.
24. To adopt such means of making known the main business of the Company as may seem expedient and in particular by advertising in the press by circulars, by purchase and exhibitions of works of art or interest, by publication books and periodicals and by granting prizes, rewards and donation.
25. (a) To undertake and execute any trust, the undertaking of which may seem to the Company desirable and either gratuitously or otherwise and vest any real or personal property, rights or interests acquired by or belonging to the Company in and person or Company on behalf of or for the benefit of the Company and with or without any declared trust in favour of the Company.

(b) To accept gifts including by way of awards/prizes from Govt. and semi-Govt. bodies and to give gifts and donation to creat trusts for the welfare of employees, members, directors and/or their dependents, heirs and children and for deserving object for and other persons; also and to act as trustees.
26. 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 and particularly with the trade, including any association, institution or fund for the interests of masters, owners and employers against loss by bad debt, strike, combinations, fire, accident or otherwise or for the benefit of any clerk, workman or others at any time employed by the Company or any its predecessors in business or their families or dependents and whether or not in common with such other persons or classes of persons and in particular of friendly, co-operative and other societies, reading rooms, libraries, educational and charitable institutions, dinning 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.
27. To aid pecuniarily or otherwise, any association, body or movement having for an object the solution, or settlement of industrial or labour problems or troubles or the promotion of industry or trade.
28. To subscribe or guarantee money for any national, charitable, benevolent, public, general or useful object or for any exhibition, subject to the provisions of sections 293A the Act.

29. Subject to the provisions of the Gift Tax, 1951, and the Statutory amendments thereof, the Company has power to make and receive gifts either in cash or other moveable or immovable properties.
30. To establish and maintain or procure the establishment and maintenance of any contributory or non-contributory pension or superannuation funds for the benefits of and give, procure the giving of donations, 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 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 of any such persons and also establish and subscribe to any institutions, associations, clubs or funds calculated to be for the benefit of or to advance the interest and well being 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.
31. To distribute among the members in specie or otherwise any property of the Company, or any proceeds of sale or disposal of any property of the Company, in the event of its 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 the law.
32. To do all such other things as may be deemed incidental or conducive to the attainment of the main objects.

(C) OTHER OBJECTS:

1. To carry on, in any mode, the business of storekeepers 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.
2. To carry on business as importers and exporters of goods or merchandise of any description or to act as shippers, commission agents, advertising agents, travelling agents, transport agents, forwarding and clearing agents, brokers, estate agents and hardware merchants.
3. To carry on the business of manufacturers of and dealers of automobile parts, accessories, ancillaries, stores and spares and to engineer, develop, design, assemble, manufacture, produce, import and export, buy, sell and otherwise deal in Tractors, Cars, Motorbikes, Cycles, Mopeds, petroleum and petroleum products, glass and glass products, industrial, mining, agricultural and such other machines and all types, of tools, plants, equipments, instruments, appliances and hardware of all kinds, general fittings, accessories and appliances of all description made of metal, alloy, glass, synthetic and such other fibres, chemical and PVC compounds, plastics or any other material.
4. To carry on the business of electrical engineers, electricians, engineers, contractors, manufacturers, suppliers and dealers in electrical and such other appliances, cables, wire-lines, drycells, accumulators, lamps and works and to generate, accumulate, distribute and supply electricity for the purpose of light, heat motive power and for all other such purposes for which electrical energy can be employed and to manufacture, and deal in all apparatuses and things required

for or capable of being used in connection with the generation, distribution, supply, accumulation and employment of electricity, including in the term electricity all power that may be directly or indirectly, derived herefrom or may be incidentally hereinafter discovered in dealing with electricity.

5. To manufacture and/or produce and/or otherwise engage in the manufacture or production of or dealing in electrical kilowatt hour meters, magnets, electromagnets power cables, industrial jewels, ammeters, voltmeters and such other types of measure instruments, electrical or non-electrical, die castings, screws, nuts, and bolts, transformers of all types, circuit-breakers, punched card machines, computers and calculators and their accessories, hoists, elevators, trolleys and coaches, winches, power generators, magnetic separators, winders, air compressors, welders, fans of all types, switches and motors of all types, drills, electric grinders, air-conditioners, refrigerators, washing machines, television and wireless apparatus such as radio receivers and transmitters, electronic instruments, vidioes, transistors and allied items, watches and clocks, cameras and any household appliances and any equipment used in the generator, transmission and receiving of sound, light and electrical impulses, and components or parts thereof.
6. To carry on the business as mechanical engineers, machinists, fitters, mill wrights, founders, wire drawers, tube metallurgist, saddlers, galvanizers, japanners, annealers, enamellers, electroplaters and painters.
7. To carry on the business of providing comparative information about the characteristics, interest of other attributes of individuals, communities organisations, countries or such other social units and of any articles or corn modifies or economic trends or persons whatsoever, to design, invent, prepare, own, make use of lease or otherwise dispose of and to deal in and with computers, data processing machines, tapes, cards, memory equipment or any other such equipment and materials of every kind and description useful in connection with this business, to license or otherwise authorise other to engage in the foregoing and to engage in general research and development in areas related to or involving the foregoing.
8. To grow, take on lease, acquire, develop, deal in plantations and to process in all aspects, timber wood, plywood and all kinds of wood and to make products where wood is constituent part and to design develop, fabricate any products involving the use of wood.
9. To produce, manufacture, use, or otherwise, acquire, sell, distribute, deal in and dispose of alkalies and acids, gases, compounds, fertilizers, chemical and chemical products of every nature and description and compounds, intermediates, derivatives and bye-products thereof and products to be made therefrom (hereinafter for convenience refened to generally as, chemicals and products) including specifically, but without limiting the generally of the foregoing, calcium carbide calcium cynamide, vat, solubilished vat, azoric salts, naphthols, all types of floatation reagents, witting agents, insecticides and fumigants, plastics and resins, dyestuffs, explosives, catalytic agents, foods, direct colours, basic and rapid fast colours, pigments, drugs, biologicals, Pharmaceuticals, serums, vitamin products, hormones, sutures, ligatures, drugs for disease or disabilities, in men or animals, and produce derived from phosphate, mines, limestone, quarries, bauxite

mines, petroleum, natural gas and such other natural deposits usefull or suitable in the manufacture of chemicals and chemical products as herein-above defined.

10. To manufacture, produce, refine, prepare, store, sell and to trade and deal in petroleum and all kinds of mineral oils, all products and by-products thereof such as wax, paraffin, soap, paint, varnish, lubricants, illuminant and butter substitutes oil cloth, candles, glycerine steering and in connection therewith to acquire construct, repair, operate and use oil and such other refineries buildings, mills, factories, oil wells, derricks, distilleries, ghanies, rotarie expellers mechanical or hydraulic press.
11. To carry on business of manufactures and dealers, importers and exporters of natural and synthetics resins, moulding powders adhesives and cements, oil paints, distempers, cellur paints, colour varnishes, enamels, gold and silver leaf enamels, sprits, tobacco, Cigars, Snuff, Soap, cosmetics per fumes, medicines, drugs, dyes, fats, waxes, hides, skins and leather and such other allied articles.
12. To carry on development and research work and to manufacture, process, import, export, buy, sell and deal in petroleum coke, calcined coke and coal tar, anthracite coal and to draw out, manufacture and deal in coaltar, caniiion products and such other by-products as may be possible and to utilise waste gases for industrial use and purposes.
13. To engineer, develop, design, assemble, manufacture, produce, import, export, buy, sell, operate, run, let on hire and otherwise deal in :
 - (a) all kinds of earthmoving and agricultural machines, petrol and diesel engines; tools, plants, tractor; equipments; spares, appliances, implements, accessories, mobile or otherwise;
 - (b) heavy vehicles and machines for agricultural and land reclamation, drainage, irrigation, water works, engineering, forest clearing, pumping and other purposes;
 - (c) spraying machines, vehicles and equipments whether mobile or otherwise;
 - (d) mobile workshops and garage equipments for repair and service machinery;
 - (e) tubewells, pumps, floating or otherwise, motors and irrigation machinery;
 - (f) transportation equipments for movements of its products or stores, machines or personnel and as general purpose freight carriers.
14. To undertake the business of distribution and application of chemicals, fertilizers and pesticides, aerial or otherwise and to maintain and run vehicles aeroplanes and equipments for spraying and to run the said vehicles and aeroplanes for hire and as passengers carrying crafts also.
15. (a) To construct a cinematograph theatre and such other building and works and conveniences, for purpose said thereof and to manage, maintain and carry on the said theatre and to let out other such buildings when so erected or constructed.
 - (b) To carry on the business as proprietors and managers of theatres (cinemas, picture places and concert halls) and to provide for the production,

representation and performance (whether by mechanical means or otherwise) of operas, stage plays, operettas, burlesques, vaudevilles, revues, ballets, pantomimes, spectacular pieces, promenade, and such other concerts musical and dramatic performance and entertainments.

- (c) To carry on the business of restaurant keepers, wine and spirit merchants, licensed victuallers, theatrical agents, box office keepers, dramatic and musical literature publisher and printers.
 - (d) To manufacture films and such other appliances and machines in connection with mechanical reproduction or transmission of pictures, movements, music and sounds and to organise and conduct theatrical production and entertainment of all kinds.
 - (e) To enter into agreements with author or other persons, for the dramatic or other rights of operas, plays, films, operettas, burlesque, vaudevills, revues, ballets, pantomimes, spectacular pieces, musical compositions and such other dramatic and musical performances and entertainments or for the representation thereof in India and elsewhere, as well as of foreign rights and to enter into agreement of all kinds with artists and such other persons related thereto.
16. To carry on business as tourists, agents and contractors and to facilitate travelling and to provide for tourists and travellers and promote the rop-vision of conveniences of all kinds in the Way or through tickets, circular tickets, sleeping cars or berths, reserved places, hotel and lodging accommodation, guides, safe deposits, inquiry bureaus libraries, lavatories, reading room, baggage transport and otherwise.
17. To carry on business of hotel, cafe, restaurant, tavern, beer house, restaurant room, boarding and lodging house keepers, and beer merchants, maltsters, manufacturers of aerated mineral and artificial waters and such other drinks, purveyors, caterers for public amusements, general coach, cab, carriage and motorcar proprietors, livery, stable and garage keepers, importers and brokers of food, live and dead stock, hairdressers, perfumers chemists, proprietors of clubs, baths, dressing rooms, laundries, reading, writing and newspaper room, libraries grounds and places of amusements and recreation, sport, entertainment and instructions of all kinds, tobacco and cigar merchants, agents for railway, 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 entertainment industry.
18. To promote, establish, acquire and run or otherwise carry on the business of any plastic or rubber industry or business of manufacture of materials for use in such industries or business such a wax, paper, bakelite, plywood, celluloid, products, chemicals of all sorts and such other articles or thing and similar or allied products, or process and to sell, purchase or manufacture and to do all things as are in usual or necessary in relation to o rin connection with such business, or industry or manufacture.
19. To carry on business of processors, cambers, spinners, weavers, knitters manufactures, dyers, bleachers, finishers, laminators, balers and pressers of any fibrous or textile material whether an agricultural or animal or natural product or its by-products or chemical or synthetic fiber and more specially jute, hemp, silk,

cotton, wool, mesta, nylon, terene, terylene, staple fibre or such other synthetic fibre and to manufacture and produce from such raw material or textile material and to carry on the business of buyers, sellers and dealers of all such raw or processed or semi processed material and to transact all manufacturing, cutting and preparing, process and mercantile business that may be beneficial to the said business.

20. To carry on all or any of the businesses of transport, cartage and haulage contractors, garage proprietors, owners and charterers of road vehicles, aircrafts, ships, tugues, barge, and boats of every description, lightermen, carriers of goods and passengers by road, rail, water or air, carmen, cartage contractors, stevedores, wharfingers, cargo superintendents, packers, haulers, warehouseman, store-keepers and jobmasters.
21. To carry on the business of farming, horticulture, floriculture, sericulture, dairies, cultivators of all kinds of foodgrains, seeds, fruits, proprietors of orchards and traders, exporters, dealers, and sellers of the products of farming, dairy, horticulture, floriculture, sericulture and pisciculture and fishing and manufacturers of drinks, alcholic or otherwise, including 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, drinks, fluids, as and other fresh and preservable products and to extract by-products and derivatives whether edibles, pharmaceutical medicines or any such other kind or 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 such other derivatives, of all kinds and descriptions and to set up and run machinery for processing and preserving the same.
22. To establish experimental farms and research stations anywhere in India for conducting experiments, test and research for developing better qualities to food grains and agricultural products and 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.
23. To manufacture, process, chemically electrically or by any other such means, refine, extract, hydrolize, manipulate, mix, deodorize, grind, bleach, hydrogenate, buy, sell, import, export, produce or otherwise deal in seeds and agricultural products, food products, dietetic products and preparations of patent drugs and proprietary articles of all kinds, whether basic or derived and in all forms and in particular protein foods of all kinds and all other such ingredients.
24. To buy, sell, deal in shares and securities, foreign exchange, gold, silver cotton, jute, hessian, oil, oils-seeds and hold them as permitted under the law, from time to time in force.
25. To organise, run, maintain, operate, promote the business of interior decorators, furniture and carpet designers and manufacturers, boutiques, operators of fashion centres, fashion shows and to make, acquire, deal in any way in handicrafts, objects of art, precious stones, jewellery, whether artificial or otherwise and articles wherein precious metals or precious stones may be used, in textile fabrics

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

26. To establish, provide, maintain and conduct research and such other laboratories, training colleges, schools and such other institutions for the training, education and instruction of students and others who may desire to avail themselves of the same and to provide for the delivery and holding of lectures, demonstrations exhibitions, classes, meetings and conferences in connection therewith.
27. To be interested in promote or undertake the formation and establishment and to take, hold and 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, subsidise or acquire interests in any such industry or undertaking.
28. 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 or engineering, manufacturing, operating and commercial data plans, layouts and blue prints useful for the design, erection and operation of any plant or process of manufacture and to acquire and grant or licence other rights and benefits in the foregoing matters and things and to render any kind of management and consultancy services.
29. To carry on business as general, commercial, colour, craft and graphers, photographers, engravers, die-makers, publishers of newspapers, books, magazines, art and musical production, plan, and chart printers, pass and advertising agents, contractors, ink, dye and colour manufacturers, manufacturers and dealers in containers and components and dealers in printing machinery, type and all printers supplies, book binders and stationers and dealers in all kinds of supplies and equipment for mercantile and other uses.
30. To carry on the business of manufacturers of and dealers in all kinds or classes of paper and pulp including sulphite and sulphate wood, pulp, mechanical pulp and soda pulp and paper such as transparent, vellum, writing, printing, glazed, absorbent, news printing wrapping, tissue, cover, blotting, filter, bank or band, badami, brown buff or coloured, lined, azure laid, grass or waterproof hand-made parchment, drawing, craft, carbon, envelope, and box and straw duplex and triplex boards and all kinds of articles in the manufacture of which in any from puly, paper or boards is used and also to deal in or manufacture artificial leather of all varieties, grades and colour.
31. To acquire and hold shares, stocks, debentures, debenture stocks, bonds, obligations and securities issued or guaranteed by any company constituted or carrying on business in the Republic of India or elsewhere, any debentures, debenture stocks, bonds, obligations and securities, issued or guaranteed by any Government, sovereign, ruler, commissioners, public body or authority, supreme, municipal local or otherwise, whether at home or abroad, to acquire any such shares, stocks, debentures, debenture stocks, obligations or securities by original subscription, tender, purchase, exchange or otherwise and subscribe for the same either conditionally, or otherwise and to guarantee the subscription thereof and to exercise and enforce all rights and powers conferred by or incidental to the ownership thereof, to issue shares, debenture stocks, bonds, obligation and securities of all kinds and to frame, constitute and secure the same, as may seem

expedient, with full power to make the same transferable by delivery or by instrument of transfer or otherwise and either perpetual or terminable and either redeemable or otherwise and to charge or secure the same by trust deed or otherwise on the undertaking of the company, or upon any specific property and rights, present and future of the company (including, if thought fit, uncalled capital) or otherwise however, to export, import, buy, sell, barter, exchange, pledge, make advance upon, invest in and otherwise deal in gold, silver, bullion, stocks, shares, securities of all kinds and description.

32. To secure sound investments of foreign capital in Indian undertakings and enterprises and Indian Capital in foreign undertaking and enterprises.
33. 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.
34. To carry on the business of manufacturers of or dealers in glass products such as sheet and plate glass, optical glass, glass wool, laboratory ware and Thermometers.
35. To carry on the business as manufacturer of, agents or dealers in leather, leather products, textiles and grains such as man-made fibers, cotton, silk, jute, woolen, synthetics, food grains and products thereof, oils of all kinds, seeds and pulses.
36. 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, middleman, contract man, representation and indenting agents on commission, allowance, as may be deemed fit in all commodities, merchandise and such other allied articles/lines of business.
37. To undertake, carry out, promote and sponsor or associate with or assist any activity for the promotion and growth of national economy and for discharging what the directors may consider to be social and moral responsibilities of the company to the Public or any section of the public as also any activity which the director consider likely to promote national welfare or social, economic or moral uplift of the Public or any section of the public and in such manner and by such means as the Directors may think fit and directors may without prejudice to the generality of the foregoing, undertake carry out, promote and sponsor any activity for publication of any books, literature, newspapers or for organising lectures or seminars likely to advance these projects or for giving merit awards, for giving scholarships, loans or any other assistance to deserving students or other scholars or persons to enable them to persecute studies or academic pursuits or their researches and for establishing, conducting or assisting any institution, fund, trust, person or Government authority etc. having any one of the aforesaid objects, as one of the objects, by giving donations or otherwise in any other manner and the Directors may at their discretion, in order to implement any of the above mentioned objects or purposes, transfer without consideration or at such fair or concessional value as the Directors may think fit and divest the ownership of any property of the company to or in favor of any Public or Local Body or Authority or Central.
38. To install the Electric furnace for melting steel scrap and for producing steel castings and for re-rolling mild steel sections.

39. To manufacture steel castings of all kinds such as used for Textile Machine parts Railways, Tramways, Motor parts, Tractors, Sugar Industry and Cement Industry machinery parts, etc.
40. To manufacture bolts, nuts, buckets, ke-ais, gate channels etc. and to carry on the business of fabrication of steel and its by products.
41. To weld steel tubes and boring of different steel and galvanising iron sections.
42. To manufacture utensils and other goods of all kinds of brass, bronze, copper and other metals and alloys.
43. To carry on the business of manufacturing utensils and goods of metals and alloys, manufactures of machinery and implements of all kinds, tool makers, brass founders, metal workers, metallurgists, and to buy and sell, manufacture, repair, alter, let on hire and deal in machinery implements, rolling and hardware of all metals and alloys and to carry on any other business which may seem to the company capable of being conveniently carried on in connection with the above, or otherwise calculated, directly or indirectly to enhance the value of the Company's property and the rights for the time being.
44. To carry on the business of Importing and exporting machinery, plants, tools, implements, metal *goods, hardware and plumbing material generally and to sell, let out or otherwise deal in such imported goods or articles.
45. To carry on the business of manufacturers of polishing of utensils and electroplating.
46. To carry on the business of mechanical fitters, wire drawers, galvanizer, japaneers, annealers, enamellers and packing case makers.
47. To carry on the business of manufacturing bicycles ,and parts of other machinery and of all articles and things used in the manufacture and maintenance and working thereof and also all apparatus and implements and things for use in sports or games.
48. To undertake and execute contracts for works involving the supply or use of machinery, or utensils, or other metal goods and to carry out auxiliary or other works comprised in such works.
49. To acquire by purchase, lease, exchange or otherwise, any moveable or immoveable property (including lands, buildings, huts, garden, trees, tanks, wells, water channels and water) or any estate or interest therein, or any rightover or connected with the same, and either to retain the same for the purpose of the Company's business or to turn the same to account as may seem expedient.
50. (a) To acquire, collect and gather by fishing or purchase, all varieties of sea foods like prawns, shrimps, lobsters, porcupines, sharks, eels, and other sea products and to process them by using operations such as freezing, Netting, skinning, meat picking, drying, bailing, etc. and also pack and prepare the same for sale and delivery in .export and or internal markets.
- (b) To carry on the business of fishing including deep sea backwater fishing and to act as dealers, exporters and agents in all kinds of fish and sea foods.

- (c) To acquire, establish, run, manage and conduct fishmeal plant for fish items, fish products and alt by-products therefrom.
- (d) To purchase or otherwise establish, build, own, operate, acquire, run and manage processing factories, cold storage, refrigerators, ice making plants and also warehouses, sheds and buildings for the purpose of processing, packing, preserving and canning all varieties of fish, fish products, food products, farm products and other edible products including by products manufactured and/or dealt in by the Company and to deal in all kinds of machinery, appliances and materials for achieving the said object.
51. To undertake and acquire by purchase or otherwise or to establish works for the business of brewers, distillers and manufacturers of and merchants and dealers in beer, wines, snirits, aerated waters and liquors of every description whether intoxication or not.
52. (a) To carry on in India or in any part of the world all kinds of business relating to fertilizers, heavy, chemicals, heavy water and their by-products, all organic and inorganic chemical compounds, including by-products, derivatives and mixtures thereof.
- (b) To carry on the business of chemical, mechanical, civil and electrical engineering in all their branches in India or in any part of the world.
53. (a) Subject to the provisions of Gold Control Act, to carry on the business of goldsmiths, silversmiths, jewelers, silver electoplaters and to manufacture, repair, alter, gold and silver jewellery of all kinds: cutlery, presents, and gifts.
- (b) To deal in manage, purchase or otherwise acquire and sell, dispose of, import, export, exchange, hold and deal in diamonds, gems, stones, jewellery, bullion, precious metals, precious stones, pearls, coins, cups, medals, valuables, shields, curious articles of virtue, art and antiques and to manufacture and establish factories for manufacturing goods for the above business.
- (c) To store or keep in safe custody the jewelley, silver wares, diamonds, gems, stones, bullion, precious metals, stones, pearls and other valuables for and on behalf of others to finance against the security of these items.
- IV. The liability of the members is limited.
- V. The Authorised Share Capital of the Company shall be Rs. 128,00,00,000/- (Rupees One hundred Twenty Eight Crores Only) divided into 128,00,00,000 (One hundred Twenty Eight Crores) Equity Shares of Re. 1/- (Rupee One) each with power to increase and reduce the capital of the company and to divide the shares in the capital for the time being into different classes and to attach thereto respectively such preferential or special rights or privileges or conditions as may be determined by or in accordance with the regulations of the company.



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 :—

Sl. No.	Names, Addresses, Description and occupation of subscriber	Number of Equity Shares taken by each subscriber	Signature of subscribers	Signature of witnesses with address and occupation
1.	LADU LAL KABRA S/o Late Sh. D.L. Kabra F7/3, Model Town, Delhi—110 009; (CHARTERED ACCOUNTANT)	100 (One hundred only)	Sd/-	Sd/- (ANIL KUMAR RUSTGI) S/o Shri B.D. Rustgi Advocate 432, Gali Sheesh Mahal, Bazar Sita Ram Delhi — 110 006.
2.	MOHAN LAL GUPTA S/o Sh. R.S. Gupta 1247, Vaid Wara, Chka Khana, Delhi—110 006. (SERVICE)	100 (One hundred only)	Sd/-	
3.	BHARAT BHUSHAN S/o Sh. Guro Prasad Saxena B-200, Subhash Mohalla, North Ghonda, Delhi—110 053. (SERVICE)	100 (One hundred only)	Sd/-	
4.	ARUN KUMAR SHARMA S/o Sh. G.R. Sharma 4/5820, Dev Nagar, New Delhi—110 005. (SERVICE)	100 (One hundred only)	Sd/-	
5.	SHYAM SUNDER SHARMA S/o Sh. R. D. Sharma 888, Katra Neel, Delhi Delhi-110006. (SERVICE)	100 (One hundred only)	Sd/-	
6.	KIRTI PANWAR S/o Sh. S.C. Panwar X/80, Pratap Street, Gandhi Nagar, Delhi—31. (SERVICE)	100 (One hundred only)	Sd/-	
7.	GOPAL SINGH BOHRA S/o Shri B.S. Bohra R/o C-6/163, Yamuna Vihar, Delhi—110 053. (SERVICE)	100 (One hundred only)	Sd/-	
	TOTAL			

PLACE: NEW DELHI

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Dated: 21-05-1986