

THE COMPANY ACT, 1956

COMPANY LIMITED BY SHARES

Memorandum & Articles

OF

Association

OF

N. K. TEXTILE INDUSTRIES LIMITED

Certified True Copy

N.K. Textile Industries Ltd

Bruil
Secretary



भारत सरकार-कम्पनी कार्य मंत्रालय
कम्पनी रजिस्ट्रार कार्यालय, राष्ट्रीय राजधानी क्षेत्र दिल्ली एवं हरियाणा

कम्पनी अधिनियम, 1956 की धारा 18(3)
राज्य परिवर्तित करने के संबंध में, कम्पनी विधि बोर्ड के आदेश के पंजीकरण से संबंधित प्रमाण-पत्र

कॉर्पोरेट पहचान संख्या : L17299DL1983PLC163230
मैसर्स N K TEXTILE INDUSTRIES LTD

मैं अपने विशेष विनिर्देशन द्वारा, इसके पंजीकृत कार्यालय को पश्चिम बंगाल राज्य से दिल्ली राज्य में स्थानान्तरित करने के निमित्त अपने संगम-झापन के प्रावधानों में परिवर्तन कर लिया है और इस परिवर्तन की पुष्टि

EAST, WEST BENGAL

के दिनांक 27/01/2007 के आदेश द्वारा किए जाने पर,

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

मेरे हस्ताक्षर द्वारा दिल्ली में, यह प्रमाण-पत्र, आज दिनांक दस मई दो हजार सात को जारी किया जाता है।

GOVERNMENT OF INDIA - MINISTRY OF COMPANY AFFAIRS
Registrar of Companies, National Capital Territory of Delhi and Haryana

SECTION 18(3) OF THE COMPANIES ACT, 1956
Certificate of Registration of Company Law Board order for Change of State

Corporate Identity Number : L17299DL1983PLC163230

M/s N K TEXTILE INDUSTRIES LTD 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 West Bengal to the Delhi and such alteration having been confirmed by an order of EAST, WEST BENGAL bearing the date 27/01/2007.

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

Given under my hand and seal at Delhi this Tenth day of May Two Thousand Seven.



(SAH RAJ KUMAR)

कम्पनी रजिस्ट्रार / Registrar of Companies
राष्ट्रीय राजधानी क्षेत्र दिल्ली एवं हरियाणा
National Capital Territory of Delhi and Haryana

कम्पनी रजिस्ट्रार कार्यालय का निम्न अधिदेश में उल्लेख पत्राचार का पता :
Mailing Address as per record available in Registrar of Companies office:
N K TEXTILE INDUSTRIES LTD
A-1 MAHARANI BAGH, NEW DELHI - 110065,
Delhi, INDIA

Certified True Copy

कम्पनी रजिस्ट्रार / Registrar of Companies
राष्ट्रीय राजधानी क्षेत्र दिल्ली एवं हरियाणा
National Capital Territory of Delhi and Haryana



Certificate for Commencement of Business

No. 35932 of 1983

I hereby certify that the **N. K. TEXTILE INDUSTRIES LIMITED** which was incorporated under the Companies Act, 1956, on the Ninth day of February 1983 and which has this day filed a duly verified declaration in the prescribed form that 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.

Given under my hand at Calcutta this Fifth day of March One thousand nine hundred and Eighty Three.



Sd/ M. L. SAH
Registrar of Companies,
West Bengal

Certified True Copy

N. K. Textile Industries Ltd

Amil
Secretary

THE COMPANIES ACT, 1956

COMPANY LIMITED BY SHARES

Memorandum of Association

OF

N. K. TEXTILE INDUSTRIES LIMITED

- I. The name of the Company is N. K. TEXTILE INDUSTRIES LIMITED.
- II. The Registered Office of the Company will be situated in the National Capital Territory of Delhi.
- III. The object for which the Company is established are: -
 - A. The main objects to be pursued by the Company on its incorporation are: -
 1. To manufacture, process, trade, import, export, indent, invest, design, develop, twist, distribute or otherwise deal with synthetics, man-made fibres, spun yarn on modified cotton system and to promote, establish, acquire and run handlooms, power looms and factory for dyeing, printing, calendaring and/or manufacturing of textiles of all kinds including cotton woollen, nylon, art silk, art silk fabrics and synthetic stretch yarn, acrylic and industrial fabrics.
 2. To carry on all or any of the following businesses, viz., Combers, Spinners, Doublers, Weavers, Bleachers, Dyers, Printers, Tailors, Stickers, Clothiers, Makers, Manufacturers and Dealers of cotton, wool, jute, hemp, flax silk and other fibrous substances, staples, fibres, and/or synthetics including rayon, nylon, polyester, acrylic and buy and sell and deal in all such fibres, yarns, cloths, fabrics, textiles, made-up articles, dresses, garments, apparels, jute and jute products, cement, paper and its products chemicals, dyes, fertilizers, building materials, vehicles, automobile parts, machine parts, plastic electrical and electronic gadgets, accessories and devices, hollion, and in all kinds of machinery, accessories, sand polythene, bitumen and its products, and B'veverages, edible and non-edible oils, and fats, hardware and stores, plant and machinery, stores, spare parts and accessories, ferrous and non-ferrous metals and items manufactured from them and for this purpose if required to enter into partnership, joint venture or any other agreement with any person, firm or corporate body.

Certified True Copy

M. K. Textile Industries Ltd.

Banerji

Secretary to the Company

- 3) Subject to the provisions of the Act, and directions issued by Reserve Bank of India to receive money, deposits on interest or otherwise and to borrow or take loans and lend or advance money in any form or manner with or without security to such companies, firms or persons and to finance industrial enterprises and for that purpose lend and advance money to enter promoters, promoters and industrial concern on such terms as may seem expedient and to guarantee the performance of contracts by any person, companies or firms but not amounting to banking.
 - 4) To carry on the business of an investment company in all its branches and with-out prejudice to the generality of the foregoing to invest, subscribe for acquire, buy, sell, vary, underwrite, exchange transfer hypothecate, deal in and dispose of any shares, stocks, debenture, whether perpetual or redeemable debenture stock, bonds certificates, securities, properties of any other company including securities of any Government Public authorities firm, or person whether in India or elsewhere and to deal with and turn to account the same provided always that no purchase or investment imposing unlimited liability on the company shall be made.
- B. The objects incidental or ancillary to the attainment of the main objects :
- 1) To facilitate and encourage the creation, issue or conversion of debentures, debenture stocks, bonds, obligations, shares, stocks and securities.
 - 2) To purchase, take on lease or in exchange, hire or otherwise acquire any immovable or moveable property, and any rights or privileges which the company may think necessary or convenient for the purpose of its business and in particular any land, buildings, easements, machinery, plant and stock-in trade, and either to retain any property so acquired for the purposes of the company's business or to turn the same to account as may seem expedient.
 - 3) To acquire or otherwise undertake the whole or any part of the business, property, assets and liabilities of any person or company carrying on any business which this company is authorised to carry on.
 - 4) To take, or otherwise acquire, and hold shares in any other company, having objects altogether or in part similar to those of this company or carrying on any business capable of being conducted so as directly or indirectly to benefit this Company,

- 5) To enter into partnership or into any arrangement for sharing profits, union of interests, cartels, co-operation, joint venture, reciprocal concession or amalgamate with any person or company carrying on or engaged in or about to carry on or engage in any business or transaction capable of being carried on or conducted so as directly or indirectly to benefit this company.
- 6) To enter into any arrangements with any governments or authorities, supreme, municipal, local or otherwise, that may seem conducive to the company's objects or any of them and to obtain from any such government or authority any rights, privileges, and concessions, which the company may think it desirable to obtain, and to carry out, exercise or comply with any such arrangements, rights, privileges or concessions.
- 7) To sell, let, exchange or otherwise deal with the undertaking of the company or any part thereof for such consideration as the company may think fit and in particular for shares, debentures or securities of any other company having objects altogether or in part similar to those of this company.
- 8) To promote any other company for the purpose of acquiring all or any of the property, assets and liabilities of this company or for any other purpose which may seem directly or indirectly calculated to benefit this company.
- 9) To draw, accept, endorse, discount, buy, sell and deal in bills of exchange, hundies, promissory notes and other negotiable instruments and securities and to give any guarantee for payment of money or performance of any obligation or undertaking and to undertake and execute any trust and generally to carry on and undertake any business, undertaking, transaction or operation commonly carried on or undertaken by investors, financiers, promoters, guarantors, guarantee brokers, underwriters and trustees but nothing contained herein shall authorise the company to carry on the business of banking or insurance within the purview of the relative Banking Companies and Insurance Acts.
- 10) To establish and support or aid in the establishment and support of Associations, Institutions provident funds and other funds, trusts and conveniences calculated to assist the company in the conduct of its business or to benefit employees or ex-employees of the company or the dependents or connections of such persons and to grant pensions and allowances and to make payments towards insurance and to subscribe, donate, or guarantee money for charitable, religious, or benevolent or any other objects beneficial to the company or public or for any exhibition or useful objects or for any other purpose which the directors may consider reasonable, not intended to serve any political cause or purpose.
- 11) To make, draw, accept, discount, hold, endorse, issue and otherwise negotiate all kinds of negotiable or transferable securities and instruments, including promissory notes, drafts, hundies, cheques, bills of exchange, bills of lading, debentures and securities issued by the State or Central Government in India or

by any Foreign Government and to carry on the business of share and stock brokers but not to do the business of banking within the meaning of Banking Registration Act, 1949.

- 12) To borrow or raise or secure the payment of money in such manner as the company shall think fit and by the issue of debentures perpetual or otherwise charged upon all or any of the company's property, stock-in-trade and other movable or immovable assets and book debts and claims in action both present and future including its uncalled capital of any, and to apply the same or any part thereof for all or any purpose of the company and to purchase, redeem or pay any such securities.
- 13) To invest any moneys of the company not for the time being required for any of the purpose of the company in such investments (other than shares or stock in the company) as may be thought proper and to hold, sell or otherwise deal with such investments.
- 14) To remunerate any person or company for services rendered or to be rendered in or about the formation or promotion of the company or the conduct of its business or for otherwise assisting or rendering services to the company.
- 15) To establish agencies and branches in India and elsewhere for the business of the company and to regulate and discontinue the same.
- 16) To undertake the payment of all rents, performances of all covenants and agreements covered by and contained in any lease or grant that may be in any way acquired by the company.
- 17) To insure with any other company or persons against losses, damages and risk of all kinds which may affect the company, provided that nothing herein contained shall empower the company to carry on the business of life assurance, accident assurance, fire assurance, employer's liability assurance, industrial assurance, motor assurance or any business of industrial or reinsurance within the meaning of the Insurance Act, 1938 or any Act amending, extending or re-enacting the same.
- 18) To purchase or otherwise acquire any patents, brevets d'invention, licences, concessions, copy rights, exhibition rights, trade marks and the like conferring any exclusive or limited right to use any invention, process or article 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 this company and to use, exercise, develop or grant licences in respect of or otherwise turn to account the property so acquired.
- 19) To manage, let, mortgage, sell, underlet, or otherwise turn to account, or dispose of or deal with all or any part of the real or immovable and personal or movable property and rights of the company whenever and howsoever acquired.

- 20) To employ experts to investigate and examine into the condition, prospects, value, character and circumstances of any business concerns and undertakings and generally of any assets, property or rights, proposed to be acquired by the company in connection with its business.
- 21) To pay for any property or rights acquired by the company, either in cash or fully or partly paid shares or by the of securities or partly in one mode and partly in another and generally on such terms as may be determined.
- 22) To guarantee the performance of contracts by members or persons having dealings with the company.
- 23) To undertake, carry out, promote and sponsor rural development including any programme for promoting the social and economic welfare of, or the uplift of the public in any rural area and to incur any expenditure on any programme of rural development and to assist execution and promotion thereof either directly or through an independent agency or by payment of any sum to an association or institution having the object of undertaking any programme of rural development or in any other manner. Without prejudice to the generality of the foregoing, programme of rural development shall also include any programme for promoting the social economic welfare of or the uplift to the public in any rural area to promote and assist rural development, and that the words 'rural area' shall include such area as may be regarded as rural areas for the purpose of the Income Tax Act, 1961 or any other law relating or rural development for the time being in force or as may be regarded by the Directors as rural areas and the Directors may, in order to implement any of the above mentioned objects or purposes, transfer or divest the ownership of any property of the company without consideration, or at such fair or concessional value as the Directors may think fit to or in favour of any public or local body or authority or Central or State Government or any public institutions or Trusts or Funds or any Society registered under the Societies Registration Act, 1860 or Bodies Corporate registered under the companies Act, 1956 as the Directors may approve.
- 24) To undertake, carry out, promote and sponsor 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 Directors 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 the 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 etc. or for organising lectures or seminars likely to advance these objects or for giving merit awards for giving scholarships, loans or any other assistance to deserving student or other scholars or persons to

enable them to prosecute their studies or academic pursuits or researches and for establishing conducting or assisting any institution, fund, trust etc. having any one of the aforesaid objects as one of its objects by giving donations or otherwise in any other manner and the Directors may in order to implement any of the above mentioned objects or purposes transfer or divest the ownership of any property of the company without consideration or of such fair or concessional value as the Directors may think fit to or in favour of any public or local Body or Authority or Central or State Government or any Public Institutions or Trusts or Funds or any Society registered under the Societies Registration Act, 1860 or Bodies corporate registered under the companies Act, 1956 as the Directors may approve.

- 25) To adopt such means of making known the products and activities 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 publication of books and periodicals and by granting prizes, rewards and donations, not falling under provisions of the lotteries Act.
- 26) To aid, pecuniarily or otherwise, any association, body or movement having for any object the solution, settlement or surmounting of industrial or labour problems or troubles or the promotion of industry or trade.
- 27) To provide for the welfare of employees or ex-employees (including Directors and Ex-Directors) of the company and the wives and families or the dependents or connections of such persons by building or contributing to the building of dwelling houses or quarters, to grant money, pensions, gratuities, allowances, bonuses, profits sharing bonuses or benefits or any other payments, by creating and from time to time subscribing or contributing to provident fund, institutions, funds, profits sharing or other schemes, or trusts and by providing or subscribing or contributing towards place of instruction and recreation, hospitals and dispensaries, medical and other attendance or assistance as the company shall think fit.
- 28) To amalgamate with any other company having objects altogether or in part similar to those of this company subject to the provisions of the Act.
- 29) To procure the registration, or recognition of the company in or under the laws of any place outside India and to do all acts necessary for carrying on in any foreign country or colony, any business of the company.
- 30) In the event of winding up. To distribute all or any of the property of the company amongst the members in specie or kind.
- 31) To do all or any of the above acts or things in any part of the world, and as principals, agents, contractors, trustees or otherwise, and by or through trustees, agents, sub-contractors or otherwise, and either alone or in conjunction with others.

- 32) And generally to do all such matters or things necessary, expedient, incidental or otherwise conducive to the attainment of the aforesaid objects.

C. OTHER OBJECTS

- 1) To undertake or direct the management of the property, building land, estates of any tenure or kind of any person as stewards, receivers or otherwise.
- 2) To act as trustee of any deeds constituting or securing any debentures debenture-stock or other securities or obligations and to undertake and execute any other trust, and also to undertake the office of or exercise the powers of executor, administrator, receiver, custodian and trust corporation.
- 3) To guarantee the payment of money, unsecured or secured by or payable under or in respect of bonds, debentures, debenture-stocks contracts, mortgages, charges, obligations and other securities of any company or of any authority, Central, State, Municipal, local or otherwise, or of any person whomsoever, whether incorporated or not and generally to transact all kinds of guarantee business, to guarantee the issue of or the payment of interest on the shares, debentures, debenture stock or other securities or obligation of any company or association, and to pay or provide for brokerage, commission and underwriting in respect of any such issue, and to transact all kinds of trust and agency business.
- 4) To carry on business as producers, distributors, importers, exporters exhibitors and financiers of cinematograph films and to manufacture own, acquire, provide, secure, arrange or deal in films and photographic, sound recording, musical, lighting appliances, instruments equipments and machines, and to construct, establish, own, hire or otherwise acquire and to manage, let out for rent, fee, monetary gain or otherwise studios, laboratories, theatres, buildings, halls, open air theatres, bars, restaurants and other buildings or work required for the purposes of production, distribution or exhibition of the films, operas, stage plays, dances, operettas, burlesques, vaudeville, revues, ballets, pantomimes, spectacular pieces, promenades, concert, circus or other performances and entertainments, and to act as dealers, importers, exporters of musical instruments and records, tapes, cinema and film projectors and cameras, wigs and other products or materials related or connected with the aforesaid objects and business; and to acquire exclusive or limited rights to any play, story, script, musical songs and lyric, book, article or any technique by producing, purchasing or otherwise acquiring and to use, exercise, develop or exploit or turn to account such rights for the business of the company; and to act as agents for training, retaining, arranging, and supplying artists, stars, art directors, script or story-writers, technicians, extras and other personnel required by the company or others for film, cinema or show business.
- 5) To run computer data centre and to act as consultants and to provide management, technical, engineering, industrial and other consultancy services and generally to act as a service organisation

or bureau for providing general, administrative, secretarial, advisory, commercial, financial, technical, accountancy, quality control, legal, management and other services to companies, corporate bodies, trusts, firms, association or organisation, to undertake and execute design; engineering and technical work for projects, to prepare and implement project and feasibility reports, and to take up contracts and jobs on turnkey basis or otherwise for setting up industrial plants for persons, companies, firms, and organisations whatsoever, to act as negotiators with banks and financial institutions and others for arranging loans and underwriting of shares and debentures and to undertake and carry out promotion and formation of companies, firms, associations, trusts, etc. and run and manage them for other and on own account, and to assist in selection, recruitment and hiring of personnel, and to act as general contractors, travel agents publicity agents, transport contractors, air charterers and car hires, and to act as technicians and consultants and to give advice on technical or other aspects of production, manufacturing, mining, engineering and to make valuations and surveys to give expert advice and suggest ways and means for improving efficiency in mills, workshop, factories, farms quality of manufacturers and improvement of business management, office organisation, maintenance of accounts and records and to undertake, conduct and run on own account or for others research and survey establishments and to undertake, supervise or look after imports and exports, transport, loading, unloading and to act as clearing and forwarding agents or general carriers of passengers and goods and to act as tourist agents to facilitate travelling and to provide conveniences of all kinds and to ply on hire any trucks, buses cars aeroplanes, air buses, boats, steamers and to arrange collaborations national and international, between companies, firms an organisations.

- 6) To carry on business as manufacturers, producers or growers of, dealers in, exporters, importers stockists, agents, distributors of ice, ice-candy, ice cream and other ice products, carbonated, aerated or mineral waters, fruit juice, wines liquors and other alcoholic, non-alcoholic or synthetic drink, dairy products, fresh de-hydrated preserved or processed vegetables, fruits, oils seeds, and other farm agricultural or food products and to provide for cold storage or preservation of such products, medicines and merchandise for own business or for hire by others and to own, establish, purchase, take on lease, rent or hire, build, construct, develop or otherwise acquire and arrange land, building, cold storage space or ware-houses, godowns, containers, shops show-rooms workshops, vehicles, plant, machinery, equipment, apparatus, appliances, stores or services required in connection with or in relation to cold storage or any of the business or objects mentioned herein.
- 7) To produce, manufacture, purchase, refine, prepare, process, import, export, sell and generally deal in cement, portland cement, alumina cement, lime and lime-stone and by-products thereof cement-pipes, sheets and other building materials, refractories and bricks.
- 8) To manufacture, process, import, export, buy, sell and deal in vanaspati oils, de-hydrated vegetable oils, oils made or processed

from seeds, cotton seeds, coconuts, products of plantations, horticulture agriculture and forest produce and oil cakes, and soaps and lubricants made from such oils or as by products thereof.

- 9) To manufacture export, import, buy, sell and deal in containers, cans, boxes, drums, bottle, tops, crown, corks, packages, packing materials, bags, pressed metal, wares, utensils, cutlery, table wares and articles made of tin, metal, aluminium plates, sheets, glass, fibre, paper, board, cloth, hessian, leather, plastic or other synthetic compound or materials, timber or plywood and to deal in tinplates, wire, aluminium sheets and to undertake either on own account or on commission basis or otherwise printing, painting, designing, enamelling, electroplating, engraving or otherwise decorating the aforesaid products or any of such products or articles.
- 10) To carry on business as manufacturers, producers, dealers, traders, importers, exporters, stockists, distributors or agents of GLS lamps, electric bulbs, miniature bulbs, tube lights, flood lights, flash lights, mercury vapour bulbs and other type or type of bulbs, lamps or tubes, required or used for lighting or for industrial, domestic, electronics, transport vehicles or commercial purposes and glass shells fittings materials, machineries, accessories and spares required or used for manufacture of bulbs, lamps or tubes.
- 11) To carry, on business as manufacturers, processors, re-rollers, refiners, smelters, converters, producers, exporters, importers, traders, dealers, distributors, stockists, buyers, sellers, agents or merchants in all kinds and forms of steel including mild, high carbon, spring, high speed, tool, alloy, stainless and special steels, iron, metals and alloys, ingots, billets, bars, joists, rods, squares, structuralis, tubes, poles, pipes, sheets, castings, wires, rails, rolling materials, rollers, other materials made wholly or partly of iron, steel alloys and metals required in or used for industrial, agricultural, transport commercial, domestic, building, power transmission and/or construction purposes.
- 12) To manufacture, produce, buy, sell, import, export, stock and deal in machine tools, grinding machines, automatic lathes, drilling machines, planing machines, planogrinders, machinery of every description, precision tools, cutting and small tools, electric motors, electrical equipments, electric meters, cables, wires, switch-gears, flame and drip proof motors, electro fans, regulators of all types, electric kilowatt hour meters, magnets, industrial jewels, ammeters, volt meters, and other types of measuring instruments, electrical or non-electric, die castings, screws, nuts and bolts, transformers of all types, circuit breakers, hoists, elevators, gears, trolleys, and coaches, winches, air compressors, welders, refrigerators, domestic washing machines, television and wireless apparatus including radio receivers and transmitters, micro wave components, radar equipments, valves, resistors, electronic instruments, conductors, magnetic materials, translators and allied items, sewing machines, watches and clocks, tape-recorders, house hold appliances and component parts thereof.

- 13) To carry on all or any of the business following, namely : the business of silk, cotton and synthetic spinners, weavers and doublers, flax, hemp and jute, spinners, linen manufacturers, flax, hemp, jute and wool merchants, wool combers, worsted spinners, yarn merchants, worsted stuff manufacturers, bleachers and dyers, ginners and pressers, and makers of vitriol, bleaching and dyeing materials, and to purchase, comb, prepare, spin, dye and deal in cotton, flax, hemp, jute, wool, cotton, silk and other fibrous substances and products, and to weave or otherwise manufacture, buy, sell and deal in, raw cotton, yarn, silk, wool, jute, flax, hemp and other fibrous substances and products, and in linen, cloth and other allied goods, fabrics and allied materials, and to gin and press cotton.
- 14) To purchase, manufacture, produce, refine, prepare, import, export, sell and generally to deal in sugar, sugar-beets, sugar-cane, jaggery, gur, rob, molasses, syrups and melade and alcohol and all products or by-products thereof and food product generally and in connection therewith to promote, acquire, construct and operate sugar or other factories, buildings, mills, refineries, distilleries, and all other works.
- 15) To plant, cultivate, produce and raise or purchase sugarcane, maize, sugar beets and other crops and to transact such other work business as may be proper or necessary in connection with the above objects or any of them
- 16) To cultivate tea, coffee, cinchona, rubber and other produce, and to carry on the business of tea planters in all its branches, to carry on and work the business of cultivators, winners and buyers of every kind of vegetable, mineral, or other produce of the soil, to prepare, manufacture and render marketable any such produce, and to sell, dispose of and deal in any such produce, either in its prepared, manufactured or raw state and either by wholesale or retail.
- 17) To manufacture, export, import, buy sell and deal in voltaic battery cells, power pack or storage batteries and battery containers and battery eliminators of different types required for a use in domestic, house-hold, industrial, commercial, agricultural, mining, hospital surgical or scientific appliances, machinery apparatus or accessories and railways, tramways, automobile and other vehicles, air crafts, boats, ships, defence establishments, army, navy and air force for wireless, radios, torches, toys, electronic equipments or otherwise and also to carry on business as manufacturers of and dealers in torches, toys, personal aids, and other appliances working on such batteries and such items and goods, which may be useful, skin or otherwise connected with any one or more of the aforesaid items or products
- 18) To carry on the business of manufacturers of and dealers in paper of all kinds, articles made from paper or pulp, and materials used in the manufacture or treatment of paper, including

cardboard, railway and other tickets, mill boards, and wall and ceiling papers.

- 19) To establish and carry on the business of General Carriers, Special Carriers, Forwarding Agents, Clearing Agents, Warehousemen, Ship brokers, freight contractors, carriers by land, sea and air, charters of shipping air freight and surface vehicles, barrage owners, lightment wharfingers.
- 20) To purchase, sell, finance, hire and deal in motor vehicles, Motor Cycles, Cycles, Household appliances, office equipments, plants, Machinery and machinery parts, agricultural produce and minerals.
- 21) To carry on the business of manufacturers, fabricators, processors, producers, growers, makers, importers, exporters, buyers, sellers, suppliers, stockists, merchants, distributors and concessionaries of and dealers in commodities of all or any of the following kinds :—
 - i) Synthetic rubber, elastomers, synthetic resins, carbon black, rubber latex, plastics, latexes and formulations thereof including reclaimed rubber, rubber and plastic resins, compounds and other products, sports goods, toys, petrochemicals, calcium carbide, styrene, butadiene, ethylene, ethyl, alcohol, hydro-carbon, petroleum fractions and other, synthetic chemicals and chemical substances—basic, intermediate or otherwise.
 - ii) Flour, cakes, pastry, cornflakes, bread, biscuits, chocolates, confectionery sweets, fruit drops, sugar, glucose, chewing gums, milk, cream, butter, ghee, cheese and other dairy products, pickles, jams, jellies, sausages, cider, poultry and eggs, pulses, spices, oils, powder and condensed milk, honey, vegetables, coffee, tea, cocoa and all kinds materials required or used for preparation of food articles.
 - iii) Ammonium Sulphate, nitrate, (double salt), ammonium nitrate, calcium ammonium nitrate (nitrolime stone), ammonium chloride, super phosphate, urea and other types of fertilisers of synthetic or natural origin containing nitrogen, phosphorous or other compounds, soda ash, pesticides, D.D.T., seeds, processed seeds, concentrate for cattle or poultry feed.
 - iv) Drugs, medicines, chemicals, mixtures, powder, tablets capsules, injections, oils, compounds, cements, paints, creams, soaps, lotions, toilet goods, pigments and all kinds of pharmaceutical, cosmetic and medicinal preparations required used for beauty aid or personal hygiene or in allopathic, ayurvedic, unani or nature cure methods or systems of treatments, bandages, cotton, gauzes, crutches, stretchers and all kinds of anatomical orthopaedic and surgical appliances and stores.
 - v) Boots shoes and footwear of all kinds made of leather, rubber, canvas, plastic or any other synthetic or natural product, water-proof cloth or compound, leather, hides, skins, rexins, rubber, plastic or synthetic cloth, compounds or granules, lasts, boot trees, buckles, lagging, gaiters, heels, laces boot polishes, protectors, accessories and fittings, used in or required for footwears.

- vi) Writing pen, pencils, fountain pen, ball point pen, sign pen, colour pencils, tubes and tablets, pins, erasers, ink, clips, rules, paper, pulp, newsprint, board, envelopes, cards, dies, letter-heads, forms files, stamps, books, bags, cases, covers, racks, cabinets, numerical printers, adhesive, tapes, gums, duplicators, typewriters, computers, calculators, accounting and inter-communication machines, and all kinds of office, domestic, industrial and educational stationery equipments, appliances furniture, instruments, gadgets devices and stores.
- vii) Synthetic yarn, clothes and materials, starch and other sizing materials, textile intermediates and compounds
- viii) All types of chemical, caustic soda, disinfectants, and of electrical, photographic apparatus and materials of paper, board, plastic, rubber and elastomer base.
- ix) Oil colours, paints, varnishes, lacquers, pigments, enamels, dyestuffs, fertilizers, pesticides, insecticides, surfaceactive agents and glycerine.
- x) Cardboards, inks, paper and stationery goods.
- xi) Petrochemicals, and other synthetics, chemical and other substances of all kinds—basic, intermediate or otherwise.
- xii) Oxygen, Nitrogen, acetylene, ammonia, hydrogen, helium and other industrial and domestic gases.
- xiii) Tyres, tubes and tyre-cord and automobile parts and accessories.
- xiv) Electronics of all kinds, and description such as electrical and wireless sets, television receivers, translators radiography, phonography, dictophones and other electrical instruments and articles.
- xv) Graphite, synthetic coal, tar and tar by-products.
- xvi) Spirits, wines, liquors, alcohols of all kinds and description as well as other bio-chemical and fermentation products and derivatives thereof.
- 22) To carry on the business of properties and estates and for that purpose to acquire by purchase, lease, exchange, hire or otherwise lands buildings, hereditaments of any tenure or description and any estate, factories easements, forests, orchards, gardens farms or other interest in the real estate and any rights over or connected with land so situated and to turn the same to account as may seem expedient and in particular by preparing building sites and by constructing, reconstructing, altering improving decorating and finishing building hotels, restaurants, cinema residential flats, office-space industrial estate workshop, factories, warehouses and conveniences of all kinds and by consolidating, sub-dividing properties and to sell, let lease sub-lease or otherwise dispose of and grant rights over the real properties.

IV The Liability of the members is Limited.

***V The Authorised Share Capital of the Company is Rs. 1,50,00,000 (Rupees One Crore And Fifty Lac) divided into 10,00,000 (Ten Lac) Equity Shares of Rs. 10/- each and 5,00,000 preference shares of Rs. 10 each with the rights, privileges and conditions attaching thereto as are provided by the regulations of the company for the time being, with power to increase and reduce the capital of the company and to divide the shares in the capital for the time being into several classes and to attach thereto respectively such preferential rights, privileges or conditions as may be determined by or in accordance with the regulations of the company and to vary, modify or abrogate any such rights, privileges or conditions in such manner as may for the time being, be provided by the regulations of the company."**

*** By a Special resolution dated 31.03.1997 of the members at Extraordinary General Meeting of the company, the authorised share capital was increased to Rs. 1,00,00,000/-.**

*** By a Special resolution dated 24.03.2014 of the members at Extraordinary General Meeting of the company, the authorised share capital was increased to Rs. 1,50,00,000/-.**

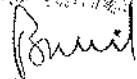
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M. S. 2017 - 1801/2017/2017
Pratil
2017/2017/2017

We the several persons whose names and addresses are subscribed hereunder, 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.

Names of Subscribers	Addresses, descriptions and occupations of Subscribers	Number of Equity Shares taken by each Subscriber	Signatures, Addresses, Descriptions and Occupations of Witnesses
Bimalchand Kankaria S/o Late Champalatt Kankaria	87, Dharamtalla Street Calcutta-700 013 (Business)	100	Witness to all Signatories Ram Prasad Dalmia S/o Late Mahavir Prasad Dalmia Room No. 853, 33/1, Netaji Subhas Road Calcutta-700 001 (Chartered Accountant)
Kamal Chand Bachhawat S/o Shikhar Chand Bachhawat	11/1A, Chowranghee Terrace Calcutta-700 020 (Business)	100	
Bijay Kumar Kankaria S/o Ranjit Mull Kankaria	87, Dharamtalla Street Calcutta-700 013 (Business)	100	
Shree Chand Sawansukha S/o Late Dull Chand Sawansukha	21/1, Ramlal Mukharji Lane Salkia, Howrah-711106 (Service)	100	
Brahmanand Sharma S/o Shri Kashiram Sharma	4, Synagogue Street Calcutta-700 001 (Service)	100	
Kushal Chand Banthia S/o Guleb Chand Banthia	17/18, Ramoshwar Mallia First Lane Howrah (Business)	100	
Jai Kumar Jain S/o Bulaki Chand Jain	4, Watkins Lane Howrah-711101 (Business)	100	
TOTAL		700	

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S. K. Tanna

 Director

Dated, Calcutta 25th day of January, 1983.