

**THE COMPANIES ACT, 1956**

**COMPANY LIMITED BY SHARES**

**MEMORANDUM OF ASSOCIATION.**

**OF**

**YASH MANAGEMENT & SATELLITE LIMITED**

- I. The name of the Company is YASH MANAGEMENT & SATELLITE LIMITED.
- II. The Registered Office of the Company will be Situated in the State of Maharashtra.
- III. The Objects for which the Company is established are:

**(A) THE MAIN OBJECTS OF THE COMPANY TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:**

1. To carry on Business of and to act as Financial Consultants, Management Consultants, lease Consultants, Managers/Registrars and Share Transfer Agents to Public including Rights Issues, Fixed Deposits/Debenture Scheme and provide advice, services, consultancy, in various fields like general administrative, secretarial, Commercial, Marketing, Financial, Legal Economic, Labour, Industrial, Scientific, Technical Feasibility Reports, Accountancy, Computer Data Processing Public Relations, Shares, Portfolio Management, State and Central Statutes, Direct and Indirect Taxation, Customs Excise, Octroi and other levies and to carry on Business as Financiers.

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

2. To expend money in experimenting on and testing, and in 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.
3. To purchase or otherwise acquire and undertake the whole or any part of the business, property, rights and liabilities of any person, firm or company, carrying on any business which the Company is authorised to carry on and to purchase, acquire, sell and deal in property, shares stock, debentures or debenture stock of such person, firm or company, and to conduct, make or carry into effect any arrangements, in regard to the winding up of the business of any such person, firm or company.
4. To enter into partnership or into any arrangement for sharing profits, amalgamation, union of interests, cooperation, joint venture, reciprocal concession or otherwise with any person, firm or company carrying on or engaged in, or about to carry on or engage in, any business or transaction which this Company is authorised to carry on or engage in, or any business or transaction which this Company is authorised to carry and to lend money to, guarantee the Contracts of or otherwise assist any such person, firm or company, and to place, take, or otherwise acquire and hold share or securities of any such person, firm or company, and to sell, hold, reissue, with or without guarantee, or otherwise deal with the same.
5. To amalgamate with any company or companies having objects altogether or in part similar to those of this Company.
6. To promote and form, and to be interested in, and take hold and dispose of shares in other companies for all or any of the objects mentioned in this company and to take or otherwise acquire, hold and dispose of shares, debentures and other securities, in or of any such company.
7. To pay all the costs, charges and expenses of and incidental to the promotion, formation, registration and establishment of the Company, and the issue of its capital, including any underwriting or other commissions, broker's fees and charges, in connection therewith, and to remunerate or make donations to (by cash or other assets or by a allotment of fully or partly paid shares, or by a call option on shares, debentures, debenture stock or securities, or this or any other company, or in any other manner, whether out of the Company's capital or profits or otherwise) any person or persons for services rendered or to be rendered in introduction any property or business to the company, or in placing or assisting to place or guaranteeing the subscription of any shares, debentures, debenture stock, or other securities of the Company, or for any reason which the Company may think proper.

8. To procure the recognition of the company in any Country, State or place, and to establish and regulate agencies for the purpose of the Company's business, and to apply or join in applying to any Parliament Government, Local, Municipal or other authority or body, Indian, British, Colonial or foreign, for any acts of parliament, laws, decrees, concessions, orders, rights or privileges that may seem conducive to the Company's objects, or any of them and to oppose any proceedings or applications which may seem calculate directly or indirectly to prejudice the Company's interest.
9. To open and keep a register or registers in any country or countries where it may be deemed advisable to do so, to allocate any number of the shares in the Company to such register or registers.
10. To draw accept and make, and to endorse, discount and negotiate promissory notes, hundies, bills of exchange, bills of lading and other negotiable instruments in connection with the business of the Company.
11. To borrow or raise money or to receive money on deposit at interest, or otherwise in such manner as the Company may think fit and in particular by the issue of debentures or debenture-stock, perpetual or otherwise including debentures or debenture-stock, perpetual or otherwise including debentures or debenture-stock convertible into shares of this or any other Company, or perpetual annuities; and in security of any such money so borrowed, raised or received to mortgage, pledge, or charge the whole or any part of the property, assets or revenue of the Company, present or future, including its uncalled capital, by special assignment or otherwise, or to transfer or convey the same absolutely or in trust and to give the lenders powers of sale and other powers as may seem expedient and to purchase, redeem or pay off any such securities subject to the provisions of section 58A and Directives of Reserve Bank of India.
12. To accumulate funds and to lend, invest or otherwise employ moneys belonging to or entrusted to the Company upon securities and shares, or without security, upon such terms as may be thought proper, and from time to time very such transactions in such manner as the Company may think fit.
13. To sell and in any other manner deal with or dispose of the undertaking or property of the Company, or any part thereof, for such consideration as the Company may think fit, and in particular for shares, debentures and other securities of any other company having objects altogether or in part similar to those of the Company.
14. To improve, manage, work, develop, lease, mortgage, abandon or otherwise deal with all or any part of the property right and concession of the Company.
15. To create any Depreciation Fund, Reserve Fund, Sinking Fund, Insurance Fund, or any other special Fund, whether for depreciation or for repairing, improving, extending or maintaining any of the property of the Company or for any other purposes conducive to the interest of the Company.
16. To provide for the welfare of employees or ex-employees of the Company and the wives, widows and families or the dependents or connections of such persons, by building or contributing to the building of houses, dwellings of chawls, or by grants of money, pensions, allowances, bonus or other payments or by creating and from time to time subscribing or contributing to provident and other associations, funds or trusts, and by providing or subscribing or contributing towards place of instruction and recreation, hospitals and dispensaries, medical and other attendance and other assistance as the Company shall think fit and to subscribe or contribute or otherwise to assist or to guarantee money to charitable, benevolent, religious, scientific, national or other institutions or object, which shall have any moral or other claim or support or aid by the Company, either by reason or locality of operation or of public and general utility or otherwise.
17. To place, to reserve or to distribute as bonus shares among the members, or otherwise to apply, as the Company may from time to time think fit, any moneys received by way of 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.
18. To distribute any of the property of the Company amongst the members in specie or kind subject to the provision of the Companies Act, 1956, in the event winding up.
19. 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 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 and economic welfare of or the uplift of the public in any rural area likely to promote and assist

rural development, and that the words “rural area” shall include such areas as may be regarded as rural areas under Section 35CC of the Income-tax Act, 1961 or any other law relating to rural development for the time being in force, in order to implement any of the above mentioned objects or purpose, transfer without consideration, or at a fair or concessional value and 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 Institutions or Trusts engaged in programmes of rural development.

20. To undertake carry out, promote and sponsor or assist any activity for the promotion and growth of national economy and for discharging social and moral responsibilities of the Company to the public or any section of the public as also any activity likely to promote national welfare or social, economic or moral uplift of the public or any section of the public and 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 objects or for giving merit awards, for giving scholarships, loans or any other assistance to deserving students or other scholars or person to enable them to prosecute their studies or academic pursuits or researches and for establishing, conducting or assisting any institute on, fund, trust having anyone of the aforesaid objects as one of its objects by giving donations or otherwise in any other manner in order to implement an of the above mentioned objects or purposes transfer without consideration or at a fair or concessional value and 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 Institutions or trusts established or operating under, by virtue of, or pursuant to any law for the time being in force.
21. To borrow, lend and advance money or give credit to person, firms or company to guarantee and give guarantee, or indemnities for the payment of money or the performance of contracts or obligations by persons or Company; to secure or undertake in any way repayment of money lent or advanced to or; the liabilities incurred by any person or Company subject to the provision of Section 58-A and directive of Reserve Bank of India.
22. To acquire and undertake the whole or any part of the business, property and liabilities of any person or company carrying on any business which the Company is authorised to carry on.
23. To apply, for purchase or otherwise acquire any patents, patent rights, trade marks, formulate, licences, concessions and the like, conferring any exclusive or non-exclusive or limited right to use, or any secret or other information as to any invention which may seem capable of being used for any of the purposes of the Company, and to use, exercise, develop or grant licences in respect of, or otherwise turn to account, the property, rights or information so acquired.
24. to purchase, take on lease or in exchange, hire, and otherwise acquire any real and personal 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, building, easements, machinery, plant and stock in trade.
25. To construct, improve, maintain, develop, work, manage, carry out, or control any buildings, works, factories, mills, roads, ways, branches or siding, bridges, warehouses, electric work, shop and other work and conveniences which may seem calculate directly or indirectly to advance to Company’s interests and to contribute to, subsidies, or otherwise assist or take part in the construction, improvement, maintenance, development, working, management, carrying out or control thereof.
26. To invest and deal with the money of the Company not immediately required in such manner as may from time to time be though fit.
27. To take or hold mortgages, liens, and charges to secure payments of the purchase price, or any unpaid balance of the purchase price, of any part of the Company’s property of whatever kind sold by the Company, or any money due to the Company from purchase and others.
28. To borrow or raise or secure the payment of money in such manner as the Company may think fit and to secure the same or the repayment or performance of any debt, liability, contract, guarantee, or other engagement entered or to be entered into by the Company in any way and in particular by the issue of debentures, perpetual or otherwise, charged upon all or any of the Company’s property (both present and future), including its uncalled capital end to purchase, redeem or pay off any such securities, provided the Company Shall not carry on the business of Banking as defined under the Banking Regulation Act, 1949, Subject to the provisions of Section 58-A and directive of Reserve Bank of India.
29. To remunerate any person or Company for services rendered, or to be rendered in placing or assisting to place or guaranteeing the placing or any of the shares in the Company’s capital or any debentures or other

securities of the Company, or in or about the organisation, formation, or promotion of the Company or the conduct of the business.

30. To draw, make, accept, endorse, discount, execute, and issue promissory notes, bills of exchange, hundies, bills of lading and other negotiable or transferable or instrument.
31. To sell for cash or on credit or contract for the sale and future or to and or selling to any part of the world or of any of the product whatsoever of the Company.
32. To exchange, sell convey, lease, assign, or grant any lease or leases of any land or lands whether freehold or leasehold or of any other tenure whether with or without buildings thereon or part of part of the immovable property of the Company for other land or for cash, government securities or securities guaranteed by the Government or for shares in Companies or partly for one and partly another or for such other property and securities as may be determined by the Company.
33. To purchase the reversion or otherwise acquire the freehold or leasehold of all or any part of the lands, with or without buildings thereon for the time being held under estate by the Company.
34. To undertake the payment of all rent, and the performance of all covenants, condition and agreements contained in and reserved by any leases that may be granted or assigned to, or be otherwise acquired by the Company.
35. To incur from time to time such expenses, and to layout such sum or sums of money, as the Directors deem expedient, for the purpose of working the mills or factories or for improving or enlarging the business of the Company; from time to time, to erect and fix new machinery or plant on or in any of the lands, buildings, and premises for the time being the property of the Company and from time to time remove all or any of the machinery, plant and store of the Company, being in or upon any lands, buildings and premises of the Company, to other lands, buildings or premises wheresoever of the Company.
36. To remunerate any person, firm or Company rendering service to the Company, whether by cash payment or the allotment to him or them of shares or securities of the Company, credited as paid up in full or in part or otherwise.
37. To pay all preliminary expenses of any Company promoted or formed by the Company, or any Company in which the Company is or may contemplate being interested, including in such preliminary expenses all or any part of the cost and expenses of the owners of any business or property acquired by the Company and to remunerate any person or Company for service rendered in placing or assisting to place or subscribing or agreeing to subscribe, whether absolutely or conditionally, for any of the shares, debentures or debenture stock or other obligations of or for any other services in or about the promotion of or the issue of the capital of obligations including guaranteeing of loans for the Company of this Company, or the conduct of the business of this Company, subscribing or agreeing to procure subscriptions as aforesaid, an option to require to Company to issue to him or it, or his or its nominees further shares in the Company at not less than par, or further debentures or debenture-stock or other obligations of the Company at any price, and also to pay any costs of winding-up any Company the whole or any portion of the property of which is acquired by this Company, and also all expenses attending the issue of any circular or notice, and the printing, stamping and circularising of proxies of forms to be filled up by the members of this Company.
38. To carry on business or branch of a business which the company is authorised to carry on by means or through the agency of the subsidiary Company or Companies, and to enter into any arrangement with any subsidiary Company for taking the profit and bearing the losses of any business or branch 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 power at any either temporarily or permanently to close any such business or branch and to act as a Manager or to appoint Director or Managers of any such subsidiary Company.
39. To do all or any of the above things as principal agents, assignors, assignees, contactors, trustees or otherwise by or through trustees, agents, or otherwise along or in conjunction with others.
40. To appoint agents, brokers and other intermediates for the marketing of the Company's products.
41. To enter into arrangements with any government or authority, supreme, municipal, local or otherwise, that may seem conducive to the Company's objects or are of them, and to obtain from any government or authority any rights, privileges and concessions which the Company may think fit desirable to obtain, and to carry out, exercise, and comply with any such arrangements, rights, privileges.

42. To sell, improve, manage, develop, exchange, lease, dispose to turn to account, or otherwise deal with all or any part of the property and rights of the Company.
43. To sell or dispose of the undertaking of the Company or any part thereof for such consideration as the Company may think fit.
44. To sell any patent rights or privileges belonging to the Company or which be acquired by it or developed by it, or any interest in the same, and to grant licence for the use and practice of the same or any of them, and to let or allow to be used or otherwise deal with any inventions, patents or privileges in which the Company may be interested, and to do all such acts and things as may be deemed expedient for turning to account any inventions, patents and privileges in which the Company may be interested.
45. To manage, improve, cultivate, maintain, lease, underlet, exchange, sell or otherwise deal with and dispose of all or any part of the lands and buildings or other real property of the Company not required for the purposes of the Company.
46. To appropriate any part of the property of the Company for the purpose of, and to build and let or sell, shops, offices, industrial buildings or factories or other place of business.
47. To let out such part of the property of the Company as may not be immediately required for the principal business of the Company.
48. To apply for secure; acquire by grant, legislative enactment, assignment, transfer, purchase or otherwise, and to exercise, carry out, and enjoy and charter, licence, power, authority, franchise, concession, right or privileges, which any government or authority or any corporation or other public body may be empowered to grant; and to pay for, aid in, and contribute towards carrying the same into effect and to appropriate any of the Companies shares, debentures, or other securities and assets to defray the necessary costs, charges and expenses thereof.
49. To apply for, promote and obtain any status, order, regulation, or other authorization or enactment and to oppose any bills, proceedings, or applications which may seem calculated directly or indirectly to prejudice the Companies interests.
50. To subscribe or guarantee money for any national, international, charitable, benevolent, educational, public, object, activity, exhibition or trade show or for any purpose whatsoever which may be or as may appear to be conducive directly or indirectly to the furtherance of the objects of the Company or the interest of its members.
51. To grant pensions or gratuities to any officers, or employees or ex-officers or ex-employees of the Company or their dependents or the families of such persons and to establish, provide, maintain and support or to contribute to the establishment, provisions, maintenance and support of associations, institutions, libraries, crèches, club and canteens for the benefit of any such persons.
52. To contribute to Provident Funds for the benefit of the employees of the Company, to pay bonuses and gratuities and to create, open and maintain funds for the purpose of paying from time to time such bonuses and gratuities whether compulsory or otherwise.
53. To subscribe to become a member of and co-operate with any association, whether incorporated or not or to apply the money of the company in any way in or towards the establishment, maintenance, or extension of any association, institution of fund whose objects are altogether or in part similar to those of the Company or are in anyway connected with any particular trade or business, or with trade or commerce including any association, institution of fund for protection of the interests of masters, owners or employees and for insurance against loss by bad debts, strikes, fire, accident or otherwise.
54. To make any experiment in connection with any business of the Company and take out, or otherwise acquire, by original application or otherwise, any trade mark, letters, patent or patent rights or the like, and to use, exercise, develop, grant licence in respect of sell, dispose of or otherwise turn to account any trade marks, patents, patent or other rights licence or other interests for the time being held for acquired by the Company.
55. To give all description of guarantee and in particular to guarantee the principal and interest or any premium, which may become payable in any mortgage, debentures, debenture-stock or other obligations and the dividend on, and return, either with or without any premium of the capital paid or any shares.

56. To take part in the management, supervision and control of the business or operation of any Company or undertaking having similar objects and for that purpose to appoint and remunerate any directors, trustees, accountants or other experts or agents.
57. For any purpose and in any manner and from time to time mortgage or charge the whole or any part of the undertaking property and rights (including property and rights to be subsequently acquired) of the Company and any money uncalled on any shares of the Capital (original or increased) of the Company, and whether at the time issued or created or not, and to create, issue, make and give debenture, debenture-stock, bonds or other obligation, perpetual or otherwise, with or without any mortgage or charge on all or any part of such undertaking property, rights and uncalled money.
58. To open bank accounts to any bank in India for the functions of the Company.
59. To distribute any of the property of the Company among the members in specie, in the event of winding up subject to the provisions of the companies Act.
60. To apply for recognition as Export House, apply for import entitlement export incentives, drawbacks and exercise such other rights and privileges of an import, export undertaking, in which the Company will be interested for its business.
61. To open account or accounts either current or overdraft with any bank or banks, persons of Company and to endorse Cheques and operate such accounts.
62. To undertake any advisory, accountancy, technical or similar work and to take part in supervision or control of the business or operation of any other person, firm, company interested to achieve objects of the Company.
63. To undertake and execute any trusts the undertaking whereof may seem desirable or expedient and either gratuitously or otherwise.
64. To enter into negotiation with foreign Companies and other persons having similar object and acquire, by grant, purchase, lease, barter, licence or other terms, formulas, processes and other rights and benefits and to obtain financial and/or technical collaboration, technical information, know-how and expert advisor.
65. To nominate Directors or Manages of any subsidiary company or of any other company in which the company is or may be interested.
66. To enter into agreement for technical know-how for the business of the company.
67. To do all or any of the above things and all such other things as are incidental or may be thought conducive to the attainment of the above objects or any of them, in any part of the word, and as principals, agents, contractors, trustees or otherwise, and by or through trustees, agents or otherwise, and either alone or connection with others.

**C) OTHER OBJECTS:**

68. To Carry on the business of manufacturing, processing, folding, decadizing, calendaring, including running of hand and power process house, buying, selling, importing, exporting, distributing and dealing in textiles, cotton, woolen, synthetics, synthetics fibers and blends, both with natural (viz. vegetable and/or animal) and man made and artificial fibers, polyester, polyamide, acrylic poly propylene, polynosic, polymethane, poly acrylic and other synthetic fiber, including running of a manufacturing unit, either unitary or composite and to undertake dyeing, bleaching, saniforizing, mercerizing, calendaring, painting or otherwise processing of cotton, yarns cloth silk, rayon, wool, and other fibers and/or their blends, fibers of textile products whether on handlooms or power looms or in textile mills or other factories.
69. To carry on the trade or business of textiles and to act as exporters, importers, manufactures, brokers in textiles and piece goods on wholesale or retail basis.
70. To carry on business of manufacturing, processing, selling, mixing, compounding, representative and dealing in all kinds of organic and inorganic chemicals, basic and fine chemicals, heavy chemicals, all kinds of dyes and dyestuffs, their intermediates, colour, pigments, food colour, insecticides, pesticides, fertilizers, pharmaceuticals acid.

71. To carry on the business of manufacture of and dealing in, export of all kinds, classes and varieties of papers, board pulps, all products and articles: made there from, or in the manufacture of which paper, boards or pulp or articles or products made there from are used or utilized raw materials and chemicals used and required in the manufacture of paper, board or pulp.
72. To act as clearing and forwarding agents, transport and warehousing contractors.
73. To carry on business of manufacturers, sellers, importers and exporters of types of plastic goods, plastic material, thermocol, polythene items.
74. To manufacture, dyewares, inks, gases, plastic and plaster and plastic goods, plaster of paris, gypsum, salts, acids, alkalies, essences, oils, paints, colour, gums, varnishes, laboratory reagents hospital and laboratory furniture and equipment and apparatus.
75. To carry on business of manufacturers of and dealers in chemicals, fertilizers, pesticides, heavy chemicals, alkalies acids, essences, pharmaceutical, medicinal, chemical, industrial alcohols, acetones and other organic compounds of carbons and hydrogen (Hydrocarbons), colours and dyes and dye intermediates, drug and drug inter-mediate, cosmetic products, non-edible oil products mineral and other waters, organic or mineral intermediates for paints and colour grinders, makers of and dealer in salt and marine minerals and their derivatives.
76. To carry on the business of manufacturers, buyers, sellers, importers and exporters, of and dealers in all kind and classes of paper board, cardboard and pulp in all its branches, including mechanical or chemical pulp, rayon pulp, wood pulp, straw pulp, bamboo-pulp, fibrous pulp of all descriptions and cellulose and all other varieties whatsoever including without any limitation craft paper, corrugating medium paper, writing paper, printing paper, absorbent paper, news-print paper, wrapping paper, antique paper, ivory finis paper, coated paper, badami brown or buff papers, bible paper, cartage paper, clothlined paper, azurlaid and wove paper, cardlaid and wove paper, grease proof paper, gummed paper, handmade paper, parchment paper, drawing paper, draft paper, manila paper, envelop paper, tracing paper sack paper, scrap paper, vellum paper, water proof paper, carbon paper, sensitized paper, chemically treated paper, litmus paper, photographic paper, glosev paper, emery paper, paste-board, card-board, pulp board, leather board, mill board, grey board, corrugated board, duplex and triplex boards, car board, blywood board, paste-cards, visiting cards, advertisement board, signboard made of paper, board or similar materials, soda pulp, mechanical pulp, sulphite pulp, sulphate pulp, semi-chemical pulp, and all kinds of articles in the manufacture of which is in any form, paper, board or pulp is used and to manufacture, make and deal in all kinds of recovered as by-products during the process of production of pulp, paper, board and other material manufactured, processed or dealt in and also to deal, in or manufacture, any other articles or thing of a character similar or analogous to the foregoing or any of them or connected therewith.
77. To produce, manufacture, refine, prepare, import, export, purchase, sell and to deal in all kind of cement (ordinary, white, coloured Portland, aluminal) cement products of any description (pipes, poles, asbestos sheets, block tiles, garden Wares, refractories) lime, limestone and/or by-products thereof and in connection therewith to take on lease or acquire, erect, construct, establish, operate and maintain cement factories, quarries, and collieries, workshops and other works.
78. To carry on cold storage business and business as Refrigerating Engineers and lessors or Cold Storage space, to erect, maintain and operate cold storage depots and to engage in cold storage trade and manufacture of ice and other refrigerants and to acquire, start, establish and maintain, cold storage plants, equipments, warehouses, collare, volts, wagons for cold storage and manufacturing progress of fruits, vegetable, fish, meat seeds, milk, sweets, sugar and milk products, preparation and other consumable articles and stores of all kinds.
79. To manufacture or otherwise acquire and deal in containers and packing materials of any kinds including those made of glass, earthenware, paper, card-board and plastic materials.
80. To carry on business as manufacturers, buyers and sellers in Accountants Books Registers , Diaries, Calendars, Exercise Books and goods of stationery.
81. To carry on the business of manufacturers, and dealers in audio visual electronic equipment of every kinds and every kind of instrument, device, appliance, component, accessory whereby sound or vision is recorded, amplified, produce, reproduced transmitted or received.
82. To carry on the business of builders and building contractors, designers and manufacturers of and dealers in all building materials and all other equipment and requisites of the hotel industry.

83. To carry on the business of printers and publishers of material and work of every kind and sort thereof.
84. To carry on business as financiers, mortgage brokers, financial agents and advisers.
85. To advise any company, corporation, body corporate, industries, firm, association or any person with regard to its or their financial and/or industrial and/or economic planning and/or working including capital structures, sources or long term finance, sources of short term capital.
86. To carry on the business of manufacturers, exporters and importers, commission agents, tradesman and dealers in all kinds of fertilizers including synthetic and other fertilizer, mixtures, dips, sprays, verriculites, pesticides, insecticides, medicines and medicines of all kind for agriculture, horticulture or other purposes and remedies for animal and also to deal in agricultural implements like pumps, sprays, machines, tractors, and allied articles.
87. To explore, protect, take on lease or on royalty basis or otherwise acquire mines, mining rights and lands or any interest therein and to quarry, mine, dress, reduce, draw, extract, calcine, melt, refine, manufacture, process and otherwise acquire, buy, sell or otherwise dispose of and deal in all types of qualities and descriptions of ores, metal and mineral substance and to carry on any other metallurgical operations.
88. To carry on business as timber merchants, saw mill proprietor and timber growers and to buy, sell grow, prepare for market, manipulate import for export and deal in timber and wood of all kind to manufacture and deal in veneer products, veneer for packing cases and commercial board, decorative veneers, laminated boards, black boards, hardboard, ship board bent wood, moulded wood and articles of all kinds in the manufacture of which timber or wood is used.
89. To carry on the business of General Stores, buyers and dealers of and dealers in all kinds of goods, merchandise and consumables and household stores, importers, exporters and dealers in wholesale and retail in cotton yarn and silk yarn, cloth and rayon, nylon and all kinds of facts, fallows, oil, oilseeds and goods and other grain, seeds and pulses and all kinds of stores and goods, dyes, chemicals, drugs, provisions, articles and things, whether for commercial or for public or private consumption.
90. To Carry on the business of tourist, travel and transport agent and contractors and any other business whatsoever to encourage, promote, increase, aid and facilities the tourist trade, and to act as authorised dealers in foreign exchange, in India or in any other part of the world.
91. To purchase, erect, acquire, equipment, manage or in any other manner and in all its aspects deal in hotels and lodging houses of every kind land short including all the convenience, amenities and facilities adjunct, thereto, in India or in any other part of the world.
92. To carry on the business of restaurant, cafes, refreshment rooms, clubs and casinos of every sort and kinds, to establish shops, canteens, kitchens and any other establishments for this purpose and for the sale or food and drink of every sort and to arrange for and provide manner of entertainment amusements, recreation and instruction for the public.
93. To render advisory, consultancy, technical and operation services in India and abroad for the construction, interior or exterior designing, planning, operation of hotels, restaurant and the like and to render in relation thereto all kinds of services.
94. To carry on the business of manufacturers of and dealers in all kind of apparatuses, bottles, containers, caps, stoppers, jars, brushes, boxes and cases, wholly or car wood, metal plastic or other substances tins, cartons, compacts cases, tools, utensils, filling and packing into articles and products.
95. To act as agents or for bankers and to issue traveller's Cheques, coupons, drafts and various other modes of foreign exchange on their behalf and to act as brokers and agents for insurance companies in all their braches and for railways, shipping, aerial and transport companies.
96. To carry on the business or deal in cloth or garments, readymade or made to measure, all manner and kinds spurts requisites, games and toys, consumer article and consumer durables of every description and all other article and things and to carry on business of contractors, designers, therewith.
97. To carry on the business in import and export of items of machinery, stores, raw materials, colours, chemicals, paints, varnishes, yarns, fabrics and allied article.

98. To manufacture, process, import, export, carry on business and/or otherwise deal in iron and steel and alloy steel ingots, billets and kinds and sizes or re-rolled section- cold rolling, hot rolling, re-rolling, slitting edge milling, sheeting, stamping, pressing, eretruding, forging, drawing, flattening, straightening.
99. To carry on and undertake the business of leasing and hire purchase finance company and to finance lease operation such as hiring, letting, on hire equipments, plants and machinery and assist finance or hire purchase or deferred payments or to subsidies finance or assist in subsidizing or financing the sale and maintenance of goods or commodities upon terms and condition and to undertake leasing finance for immovable and movable properties including land and buildings, plant and machinery, equipments and vehicle such as automobiles, ships, aircrafts, computers, commercial and industrial equipments and to lease and deal with them including sale and re-sale thereof and to carry on business of leasing and financing services, advisory and counseling services, and to undertake venture to take on lease or in exchange, hire patents, licence, rights, privileges for land, tenements, buildings, easements, immovable and movable property.
100. To act as stockiest, commission agents, manufacture, representative or agents selling and purchasing and find or introduce purchase or purchasing agents, distributors, brokers trustees, attorneys and transfer agents for any other Company, firm corporation or person.
101. To carry on business as house, land and estate agents and to arrange or undertake the sale, purchase of adversities for sale or purchase, assist in selling or vendors of and manage land, building, and other property including plants, machineries and vehicle whether belongings to the Company or not, and to let any portion of any premises for residential trade or business purposes, or other private or public purpose and to collect rent, compensation, and income and to supply to tenants and occupiers and other refreshment clubs, public hall, messengers, lights, waiting rooms, reading rooms, meeting rooms, lavatories, laundry conveniences, electric conveniences, garage and other advantages.
102. To carry on the business of advertising and publicity agents, press agents, advertising, consultants, display specialists and to undertake and execute agencies thereof.
103. To carry on the business of manufacturing, producing, buying, selling, importing, exporting or in any manner dealing in foods other products made from oils, meat, fish, poultry, vegetables fruits and other substances.
104. To act as selling agents for any Companies or act as trustees and accept trust.
105. To carry on business of the manufactures and dealers, importers and exporters of natural and synthetic resins, moulding powders, adhesives and cements, oil paints, distempers, cellular paints, colours, varnishes, enamels, gold and silver leaf enamels, spirits and other allied articles.
106. To carry on the business of waterproof and manufacture of India Rubber, leather, imitation leather, leather cloth, plastics, oil cloth, linoleum, tarpaulins, hospital sheets and articles made there from.
107. To own, purchase, charter, hire or otherwise acquire, let or otherwise; deal with, operate as carries, charters, as principals or agents, trade or carry on business in or with steam and other ships boats, vessels, trawlers, barges, tugs, dredgers, launches, steamers, mechanized sailing vessels and other sea transports and conveyances of every description and to employ the same in the carriage or conveyance of passengers, mails and merchandise of all kinds.
108. To establish and carry on the business of manufactures of soap, soap-powders, detergents and toilet requisites, and to buy, sell, manufacture, refine, prepare and deal in all kinds of oils oleaginous and saponaceous, and all kinds of unguents and ingredients.
109. To carry on the business of manufactures of vegetable products, margarine, and all kinds of fat and oleaginous emulations and to buy, sell, manufacture, refine, prepare and deal in all kinds of fats, oils and oleaginous substances.
110. To carry on the business as investment Company and to subscribe, buy, sell, underwrite, and to acquire and hold and deal in shares, debentures, convertible debenture, bonds or other Obligation, securities of any kind issued or guaranteed by the Company constituted or carrying on any business in India or carrying on any business in India or elsewhere and debentures, convertible debentures, bonds, Obligation, and securities issued or guaranteed by any Government, Municipal Local authority or otherwise firm or persons, whether in India or elsewhere.

111. To plant, cultivate, produce and raise or purchase sugarcane, sugar-beet, maize, Palmyra trees, palm trees and other crops or trees whatsoever and to purchase, manufacture, produce, boil, refine, prepare, import, export, gell ant to deal sugar, sugar candy, jaggery, confectionery, molasses, alcohol.
112. To carry on the business of extracting oil either by crushing or by chemical means or any other process and to carry on the business of refiners, manufactures, importers, and exporters and dealers and merchants in groundnuts, coconuts, copra, cotton seed, linseed, mowra, gingelly, rape, flax, mahua, neem, mustard, or any other seed or nut or oil bearing substances, whatsoever and oil and cakes manufactured there from; makers and manufactures of cattle food and feeding and fattening preparations of every description, makers and manufactures of vegetable ghee, toilets, toilet soaps, and shampoos, manures and fertilizers of every description, food meal manufactures, gain and seed merchants, cake and corn merchants, millers, flour merchants, bakers and biscuit makers, hay, straw and fodder merchants, and nursery men, and owners, traders and dealers in all live-stock.
113. To carry on the business or trade in all its branches of manufacturers of, dealers in, or contractors for, all and every description of filters, filter beds, filtering materials, apparatus, or works for use in or in connection with the treatment, filtration, purification, or disposal of water and sewage, and also of utilizing the products and by products, and the manufacture of the same into manures or any other saleable articles, and to carry on the business of workers, and dealers in the same, or anyone of them, including the mining, manufacturing, manipulating and working, rendering marketable, selling and dealing in minerals, coals, coke, clinkers, earths, clays, sand, shale, lime, chalk, gravel, bricks, tiles, stones, timber and other material, and selling the same or any analogous substance, or any of them, either before or after manufacture, and either with or without other materials.
114. To design, construct, build, enlarge, equip, maintain, repair, work, develop, administer, manager, or wholly or partially control public or any other work or buildings of all kinds including sanitary, water gas and electrical works, and canals, water-courses, reservoirs, aqueducts, bridges, embankments, irrigations, reclamations, roads, ways, docks, locks, harbours, piers, wharves, jetties and manufacturers shops, stores, warehouses, markets and all other buildings and to carry on contribute to, subsidies, or otherwise aid, undertake or take part in any such operations.
115. To produce, manufacture, prepare, purchase, import, export and to deal in electric motors, fans, meters, dynamos, phonographs, telephones, lighting sets, accumulators and apparatus, articles, and goods, now know or that hereafter may be invented, connected with the generation or accumulative distribution, supply and employment of electricity or any power that can be use as substitute therefor including all cables wires and other articles.
116. To manufacture electrical meters, water meter and other measuring and testing instruments.
117. To carry on the business of manufacturing, distributing, selling, buying, importing, exporting and dealing in all kinds of packaging made of paper, film, foil and plastic and all and any other materials that are and that may be developed for the purpose.
118. To carry on the business of manufacturing, processing and printing of and dealing in laminated coated material of all kinds including moulded plastics, metal containers and glass containers.
119. To plant, cultivate, manufacture, produce, process, prepare, buy, sell and deal in soya beans, soya milk, soya milk products and preparations of soya bean based products.
120. To carry on the business of manufacturers of and dealers in cotton, silk, woolen, linen, hemp, jute and other yarns and all kinds of fabrics including rayon, therein, manmade fibers and other filaments and also water proof goods and articles manufactured therefrom, dress preservers, dress linings, floor cloths and table cloths.
121. To carry on business as manufacturers of and dealers in and all kinds of cosmetics perfumes and essences, dentifrices, lotions, extracts, greases, salves, ointments, pomades, powders, unquents, toilet requisites and preparations, cleaning compound, starch, soda, watersoftners, and all suppliers in any manner used in, or incidental to the manufacture, dealing or production of the same or any of them.
122. To carry on business as manufacturers of and dealers in proprietary medicine, common medicinal preparations, vitamin preparations, elixirs, drops, tonics, other liquid drugs and medicines, injections, tablets, capsules, lotions and ointments.

123. To carry on all or any of the business of ship owner, ship brokers, insurance brokers, agents of steamship and airline companies, freight contractors, carriers by land, sea and air, barge, owners, lighter-men, ice merchants, refrigerating store-keepers, and wharfingers and general traders.
124. To establish, own, acquire or lease and to carry on business as traders, manufactures of civil construction materials comprising but not limited to marble, granite, stones, slabs, cement, bricks, refractories, water and sewage pipes.
125. To carry on business as traders, manufacturers of synthetic marble, ceramic, plastic, fiber glass and other synthetically bonded material and products such as sink, wash basins, bath tubs, shower, trays, commodes, cisteras, cleans, pipes, wall panels, wall coverings, floor tiles, floor coverings, table and counter top and other decorative articles.
126. To carry on the business of manufacturers, assembles, dealers and importers and exporters and merchants, distributors, stockiest and agents for and buyers of bicycles, tricycles, motor cars, motor cycles, motor propelled cycles, scooters engine of all kinds and vehicles and rolling stock of every description and of spare parts and components thereof and generally all sorts of tubes and tubular goods and steel and metal goods and to assemble, repair, improve, alter and otherwise prepare for market all of the said goods.
127. To carry on title business of manufacturers, assemblers, dealers, importers, exporters, and merchants, agents, distributors, stockiest of metal sections of every description; gland packings, and mechanical seals; heat exchanger packings; mouldings and fabrications in fluon and Teflon (P.T.F.E); cold rolled metal sections; manipulated components and fabricated assemblies for building, transports, aircraft and ship building; railcars and bus body skeleton frames; prefabricated buildings; tabular furniture; vehicle seating; paints; traffic signs and metal sports goods.
128. To carry on the business of manufacturing, acquiring, sealing, distributing or otherwise dealing in plastics, plasticides, PVC resins, articles treated by rexin or resin solutions, cellulose, and celluloid substances synthetic products and substances and their products and compounds of any description and kind.
129. To carry on all or any of the business of prospecting, exploring, mining, winning, importing, exporting, dealing, processing, buying, selling and distributing and dealing in earth and ores of all kinds, including iron, ore, coal, ferro-manganese, china, clay, quartz, silica; abrasive minerals, aluminium, acquamarine asbestors, narium minerals, bauxite, flourspars and others and to carry on any metallurgical operation.
130. To act as consultants and render services to the company, government, central or state, or any municipal or other body-corporate or association or individuals with respect to capital, credit means or resources for the prosecution of any works, undertaking projects enterprises.
131. To cultivate tea, cinchona, rubber and other produce and to carry on business of coffee and tea planters in all its branches, to carry on the business of cultivators, winners, and buyers of every kind of vegetables 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.
132. To carry on the business as dealers in glass, chinaware, pottery, earthenware, goal and silver plated goods, metal goods, hand bags, leather, plastic, bakelite and rubber goods and all kinds of bottles, boxes, cartons, receptacles, containers and cases made of cardboard, metal or otherwise.
133. To carry on the business of printers, stationers, lithographers, type founders, stereotypers, electrotypers, photographic, painters, photo lithographers, photographers, engravers, die sinkers book binder, advertising agents.
134. To manufacture, produce, buy, sell, let on hire, repair, alter and deal in machinery, components, various gears and other automobile ancillaries, components, parts, accessories and fittings of all kinds for motors and motor vehicles.
135. To carry on the business of manufacturers of and dealers in typewriting and other carbons, ribbons, inks, paper, stamp pads, typewriting machines, typewriting parts, accessories, requisites and equipments of all kinds, duplicating, addressing, calculating, cheque writing and other machines and appliances required or used for factories, officers, laboratories, or otherwise and other shops and office requisites, furniture fittings, appliances and equipments.
136. To carry on the business as proprietors and publishers of newspapers, journals, magazines, books and other literary works and undertakings.

137. To carry on the business of manufacture, sale, use distribution, marketing of laboratory and electronic instruments and machinery of all kinds.
138. To carry on the business as manufacturers and dealers in radios, television sets, radio receiving and transmitting sets and their components, parts, Wireless apparatus and appliances and, radio and other materials, goods, machinery and requisites and all sort of electronic and appliance and their spare parts.
139. To carry on the business as manufactures of and dealers in anatomical, Orthopedic and surgical appliances of all kinds.
140. To carry on the business of manufacturers of and dealers on tobacco, cigar, cigarettes, match lights, pipes and other articles required by or which may be convenient to smokers and of snuff grinders, and merchants and to deal in any other articles and things, commonly dealt with by tobacconists.
141. To carry on the business of advisers and consultants on all matter and problems relating to the administration, organisation management, or expansion of industry and business (including construction of plants and buildings production, purchases, sales, marketing, advertisement publicity, personnel, export and impart) and of instruments concerns, bodies, associations (incorporates or unincorporated)and of departments, government , public or local authorities, trust, scientific, research and development centers.
142. To carry on in India or elsewhere the business to set a satellite channels, to produce, promote, project, participate, manufacture, manipulate, treat, process, prepare, alter, develop, expose, edit, exhibit, make, remake, display, print, reprint, convent, duplicate, finish, buy, sell, run, import, export, media & entertainment owners, event management and to act as broker, agent, distributors, proprietor, copyright owners, world right underwrite, video right owners, audio right owners, theater owners, dubbing rights owners, cinema studio owners, dance, music and other studio owners, lab owners of all kinds of cine films, video films, tele films, documentary films, advertising, T.V serials, slides in all languages prevailing in the world.

**Clause 142 is inserted by passing S.R. in AGM held on 30<sup>th</sup> September, 1999.**

143. To carry on, promote or undertake, or to help carry on, promote or undertake research, development, experimentation, production, adoption, in the area of Biotechnology, Tissue culture, Plant Breeding, and to undertake purchase, marketing, commercialization, distribution and sale activities of seed varieties, crop chemicals, agriculture products, seed crops of all kinds and varieties related thereto.

**Clause 143 is inserted by passing S.R. in EGM held on 6<sup>th</sup> July, 2001.**

144. To carry on the business of and to act as manufacturers , merchants, importers, exporters, representatives, consultants, contractors, wholesalers, retailers, canners, bottlers, chemist, dehydrators, distillers, formulators, preserves, reverse-engineers of all kinds of chemicals, their by-products, baby foods, bulk drugs, chemicals, compounds, derivatives and intermediaries, heavy chemicals, organic and inorganic chemicals, dyes and intermediaries, fertilizers, industrial chemicals, oils, paints, perfumes, pesticides, petroleum, phosphates, photographic chemicals, pigments soaps, textile chemicals, formulations, ingredients, medicines, medical preparations, pharmaceuticals, Aayurvedic, Allopathic, Herbal, Homeopathic.
145. To carry on the business of and to act as producers, dealers, agents, wholesalers, retailers, importers, exporters, consultants, contractors, engineers, all kinds of textiles, their by products, bleachers, designers, dry-cleaners, dyers, process house, spinners, tailors, weavers, of Textiles, cloths, fabrics, clothes, threads, yarns including apparels, bedding, carpets, dress, furnishing material, garments, sacks, toys, uniforms, wall-papers, wearable made of and from cotton, fur, jute, nylon, polyester, polypropylene, polyethylene, rayon, silk, synthetic, tarpaulin, terry-cot, wool and other artificial, animal-based, man-made and natural materials.
146. To carry on the business of and to act as producers, trades, agents, wholesalers, retailers, importers, exporters, consultants, contractors, engineers of gold, silver, diamond, platinum, gold/silver/diamond jewellery, alloy makers, assemblers, blasters, breakers, cutters, electroplaters, gold-smiths, jewelers, metallurgists, metals platters, miners, painters, polishers, purifiers, thread makers of bullions-diamonds, industrial diamonds, ornaments, pearls, precious metals, precious stones, rough diamonds, semi-precious stones, platinum/platted/studded, American diamonds/ artificial diamonds / cubic zircon/ imitation jewellery.
147. to carry on the business of and to act producers, merchants, agent, representative, wholesalers, retailers, importers, exporters, consultants, contractors, engineers, architects of building, constructors, decorators,

148. To carry on the business in India and/or abroad to promote, provide, assist, execute or engage in developing, importing, exporting, trading, dealing, distributing, engineering, consulting, altering, installing, training, modifying and to act as worldwide information center for science, Life Science, Physics, chemistry, any other thing relating to all Science, nanotechnology and molecular manufacturing and to undertake global contract of research and development related to Nano Technology, Molecular manufacturing, Micro Technology, Bio-technology, Information Technology, Laser Technology, Radio-wave frequency identification, all such other high technology based research, development and inventions at the nano-molecular level applied for developing new techniques of drug delivery system, new drugs for various diseases, developing new materials and micro/nano system & processors, standardized or custom built testing procedures automation devices, gadgets, tools, equipment's, nano products, nano particles, reagents, testing materials, appurtenances, composites consumables.
149. To act as manufacturers, process, merchants, agents, traders, wholesalers, distributors, retailers, importers, exporters, consultants, contractors, assemblers, browsers, carriers, cinematographers, connectors, creators, engineers of cyber creators, designers, developers, dis-assemblers, disseminators, down-loaders, electricians, equipment makers, harmonizers, hyper-linkers, interpreters, modifiers, operators, professional, publishers, re-producers, reverse engineers, scrollers, sound recorders, stores whether digital analog or otherwise materials, superintendents, suppliers, telecasters, trainers, transmitters, telecom, mobile, phone media including broadband, cellular, cinematograph, cyber, datacom, digital and analog medium and mode, e-business, e-commerce, e-learning, electronics, e-mail, e-services, e-sources, extra-net, intra-net, internet, e-mail, e-web; fax, fiber, hybrid, intra-net, internet, magnet, net-work, optical, quartz, radio, satellite, telephone, television, transistor, voice mail, web, wireless or otherwise and provide services such as administration, content development, customer care, finance, human resources.
150. To carry on business activities for manufacturing, distribution, generation, transmission, supervision and control of all types of power either using mechanical, hydraulic, gas, wind, solar, conventional or nonconventional etc and/or design, plan, manufacture, assemble, supply, erect, commission, test, maintain of powers projects in industrial, commercial establishment etc. and to provide consultancy, expert services, advise, designs, drawings in relation to supervision and control of power in India and abroad.

**Clause 144 to 150 has been inserted pursuant to Special Resolution passed u/s 192A of the Companies Act.1956 by Postal Ballot on 30<sup>th</sup> March, 2011.**

IV. The liability of members is limited.

V. \* The Authorised Share Capital of the Company is 17,00,00,000/- (Rupees Seventeen Crores Only) divided into 1,70,00,000 (One Crore Seventy Lacs) Equity Shares of Rs.10/- (Rupees Ten Only) each.

The Company has power from time to time, to increase or reduce its capital and to issue any of the shares in the capital, original or increased, as ordinary or preferred, with or subject to any preferential, special, deferred or qualified rights, privileges or conditions as regards payment of dividends, distribution of assets, repayment or reduction of capital, voting or otherwise or subdivide them and generally on such terms as the company may from time to time by special resolution determine and to vary the regulations of the company as far as necessary to give effect to the same, and upon the subdivision of a share to appropriate the right to participate in profits in any manner, subject to the provisions of law.

\* Amended vide Ordinary Resolution passed in the 24<sup>th</sup> Annual General Meeting of the Company held on 23<sup>rd</sup> June, 2017



We, the several persons, whose names and addresses are hereunder subscribed, are desirous of being formed into a Company in purchase of this MEMORANDUM OF ASSOCIATION and respectively agree to take the number of shares in the capital of the company set opposite our respective names:

Sr. No	Name, address, Description and Occupation of each Subscriber.	Number of Equity Shares taken by each Subscriber	Signature of Subscriber	Name, Address, Description, Witness & his Signature.
1.	Dayakrishna Goyal S/o. Shri. Ramesh Chad Goyal 1A, Old Oriental Bank Bdg., 65, M.G. Road, Bombay-400 001 OCCUPATION : BUSINESS	100 (One Hundred)	Sd/-	Witness to all Sd/-Pawankumar Lalpuria S/o.Jagdishprasad Lalpuria Chartered Accountant 9/11, Vanka Mohalla, Dr. M.B.Velkar Lane, Bombay-400 002
2.	Smt. Navrati Gupta W/o. Shri Anurag Gupta. 1A, Old Oriental Bank Bdg., 65, M.G. Road, Bombay-400 001 OCCUPATION : HOUSEWIFE	100 (One Hundred)	Sd/-	
3.	Amitab Agarwal S/o. Shri. Hargovind Gupta Medi Centre, Fatehgadi, Rampura, Kota-6 OCCUPATION : BUSINESS	100 (One Hundred)	Sd/-	
4.	Vishnu Garg S/o. Shri. Kalyan Prasad Garg 203/C-3/6, Shantinagar, Mira Road, Thane OCCUPATION : SERVICE	100 (One Hundred)	Sd/-	
5.	Anil Jain S/o. Shri. Banwarilal Jain. 38, Bora Bazar Street, 3 <sup>rd</sup> Floor, Fort, Bombay-400 001 OCCUPATION : BUSINESS	100 (One Hundred)	Sd/-	
6.	Balkrishna Goyal S/o. Shri. Ramesh Chand Goyal Medi Centre, Fatehgadi, Rampura, Kota-6 OCCUPATION : BUSINESS	100 (One Hundred)	Sd/-	
7.	Govind Goyal S/o. Shri. Poonam Chand Goyal Medi Centre, Fatehgadi, Rampura, Kota-6 OCCUPATION : BUSINESS	100 (One Hundred)	Sd/-	
	<b>TOTAL</b>	<b>700 (SEVEN HUNDRED)</b>		

**BOMBAY DATED THIS 26<sup>th</sup> DAY OF JULY, 1993.**