

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

**MEMORANDUM
AND
ARTICLE OF ASSOCIATION
OF**

HIMADRI SPECIALITY CHEMICAL LTD

THE COMPANIES ACT, 2013

PUBLIC COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION¹

OF

HIMADRI SPECIALITY CHEMICAL LTD.**

- I. The name of the Company is HIMADRI SPECIALITY CHEMICAL LTD.****
- II. The Registered Office of the Company will be situated in the State of West Bengal.**
- III. The objects for which the Company is incorporated.**

(A) #The objects to be pursued by the company on its incorporation are:

- (1)*** To carry on the business of Manufacturers and processors of dealers in, exporters and importers of all grades, types, qualities, shapes, categories and description of alloy, tool and special steels, Including alloy constructional steel In carbon, manganese, nickel, chromium, nickel-chromium (NiCr), nickel-chromium molybdenum (Nicrob), chromium molybdenum corrosion resisting steels, stainless and heat resisting steels, free cutting steels, silicon manganese steels, spring steels, carbon and alloy tool and die steels, high speed steels, cold and hot working steels, amour steels, magnet steels, electrical steels, hot rolled and cold rolled grunion oriented electrical steels, all types of alloying materials required for manufacture of alloy, tool and special steels such as Ferro-silicon, Ferro-manganese, Ferro-vanadium, Ferro molybdenum, Ferro-tungsten, Ferrochrome, silicon-manganese, Ferro-vanadium, Ferromolybdenum, Ferro-tungsten, ferrochrome, silicon-manganese, silicon-calcium, nickel, copper, cobalt aluminum, baronatanium niobium, pig Iron, cast iron, scrap Iron, wrought Iron, mild steel castings and steel forgings in all the categories of steel described herein above, all types of refractory bricks and materials coke tar, and tar byproducts, ferrous and non-ferrous metals and products thereof, Ingots, Slabs, billets, sheets, sections angles, wires strips flats, rounds and as processor of metal, ferrous and non-ferrous, Into castings, forgings, rolling, re-roiling, galvanizing, drawing, extruding Including of finished or semi-finished goods. Agricultural equipments, Automobile parts, Machine tools, other hand tools, jigs, fixtures, tine blades, tubes, pipes and to act as metal workers machines, iron & steel worker, smiths, metallurgists & buyers and sellers of all Items mentioned above and Hard wares and allied products.

*Amended by passing special resolution at the Extra Ordinary General Meeting held on 24th October 1991 and confirmed by the Company Law Board- Eastern Region Bench vide Order dated 28th April 1992.

** The name of the company has been changed from Himadri Chemicals & Industries Ltd to Himadri Speciality Chemical Ltd pursuant to Special Resolution by shareholders through Postal Ballot on 14th July 2016

¹The new set of Memorandum of Association in terms of Companies Act, 2013 was adopted pursuant to Special Resolution by shareholders through Postal Ballot on

#The The title of the Clause III(A) was substituted from "The Main objects to be pursued by the Company on its Incorporation are:" to "The objects to be pursued by the company on its incorporation are" pursuant to Special Resolution by shareholders through Postal Ballot on

(2)

- (2) To carry on the business of iron founders, Civil and mechanical engineers, consulting engineers, project engineers, technical consultants, and manufacturers of agricultural, industrial, and other machinery, and tool bits, machine tool-makers, brass founders metal workers, boiler-maker, makers of locomotive and engines of every description, mill-Wright, machinists, iron and steel converters, smiths, woodworkers, builders, painters, chemists, metallurgists, electrical engineers, water supply engineers, gas makers, farmers, printers carriers and to buy, sale, design, specify, manufacture, fabricate, expel, repair convert, alter, let on hire and deal in machinery, implements, plants tool, tackles, instruments, rolling stock and hardware of all kinds, general fittings, accessories and appliances of all descriptions made from metal, alloy, glass or any other materials and any parts of such accessories or fittings and generally to carry on business as merchants, importers and exporters and to transact and carry on all kinds of agency business of the aforesaid products.
- (3) To carry on the business as dealers, owners promoters, underwriters, developers, consultants, advisers, brokers, agents, lessors contractors, investors, financiers, guarantors and nominators in any real or personal state including lands, mines, business, building, factories, mill, houses, cottages, shops, depots, warehouses, multistoried complexes, flats, roof rights, nomination rights, machinery, plant, stock-in-trade, mineral rights, concessions. Privileges, licenses, easement or interest in or with respect to any property for which purpose to acquire and purchase, take on lease tenancy or in exchange, hire or by other means obtained ownership and/or options over any freehold or other property for the said estate or Interest thereof any rights, privileges or easements over or in respect of any property, land or any building and to turn Into account, develop the same and dispose of or maintain the same and to build township, markets or other buildings or convenience thereon and to equip and maintain the same or any part thereof with all or any amenities or conveniences, drainage facility, electric, air-conditioning telegraphic, telephonic, television installations and to provide for the conveniences commonly provided in flats, suites and residential and business quarters, and to deal with the same in any manner whatsoever, and to build, take on lease and/or rent, purchase or acquire in any manner whatsoever and departments houses, flats, room, floors, huts, shops, roof rights or other accommodation and to let, lease out, assign nominate or dispose of the same on installment basis, hire purchase basis or by outright safe whether by private treaty or by auction in or any other mode of disposition all or any integral part thereof and for the purpose to lend or advance money with or without security and to arrange, negotiate or guarantee loan and to lend money to and guarantee the performance of contracts and obligations by any person or company and to the payment of interest thereon.
- (4) To carry on the business of rendering services arid development of software packages for Industrial, Commercial, Public Utility, Entertainment, Personal, Domestic, Training, Education, Medical, Defense and any other purpose and to establish and run Data Processing Centers, Computers, Hardware and Software Centre, Multimedia, Computer-graphic, Architectural designs, CAD/CAM and Geographical information System Centre, E-commerce centers, website design, cyber network and all such activities relating to Information Technology (IT) that are normally offered by such Centre to commercial, industrial, business, public utilities, advertisements, artistic, cultural, medical and other types to end users In India or any part of the world and to act as producers, assemblers, repairs, maintenance agents, Importers, Exporters, Trades, Buyers, Sellers, Commission Agents, Stockiest, Hirers, Designers, Royalty holders, Contractors for design, services, Public Distribution and dealers in all types of software, Hardware, Computer Products and allied accessories and services connected therewith including website designing Information technology having development of Software packages and programs.

(3)

- (5) ****** To promote, generate acquire by purchase in bulk, develop distribute and accumulate Power by wind, solar, hydro, thermal atomic, gas, ocean energy geo thermal or any other form of energy both conventional and non-conventional, and to produce transmit, distribute, sell and supply power for captive consumption and / or for other uses and to own, acquire and operate coal mines in India or abroad and to construct, establish and setting of power stations and power projects.
- (6) ****** To start forward and backward integration projects for manufacturing any kind of by-Products based on Coal tar and distillation including Naphthalene, battery cell, carbon black and all types of advanced carbon materials.
- (7) **#** To carry on the business of makers, manufacturers, processors, producers, importers, exporters, buyers, sellers, dealers, stockists, distributors, suppliers, service providers, agents, merchants, fabricators, processors and concessionaires, within and outside India, of all kinds of rubber, tyres, tubes, flaps, tyre record, vehicles, wheels, all semi-finished components in making of tyres (including but not limited to rubberized fabric, beads, green tyres etc.), automobile parts and components, automobile accessories, automobile consultants, tyre and logistic service provider and the raw materials, compounds, substances, derivatives, substitutes and by-products of the aforesaid materials and to prepare, press, vulcanize, repair and retread such of them as are considered expedient and to do any other activity ancillary to this including but not limited to provision of technical and professional services related to tyres and any technology enabled services related to tyres and logistics.
- (8) To enter into or invest in projects involving all types of batteries, battery materials and energy including but not limited to designing, developing, technology, manufacturing, assembling, buying, selling, importing, exporting, trading, distributing and dealing in all kinds of batteries, battery materials and energy including precursor coke, all types of anode materials, all types of cathode materials, fuel cells, electrolytes, biofuel, Automotive grade fuel, recycling of all types of batteries and battery materials, Storage Batteries used for Industrial, Commercial or Domestic Purposes and researching, developing next-generation graphite or anode and its specialized derivative materials for clean energy storage and conversion technologies beginning with anode for Li-ion batteries including but not limited to fuel cells and electrolyzes.
- (9) To carry on the business of manufacturing, processing, assembling, trading, marketing, repairing and distribution, deal in all kind of materials, equipment for use in all kind of applications in market segments such as e-mobility, automotive, domestic, commercial, industrial, or any other purposes ancillary thereto, including but not limited to energy storage & management products & technologies, Lead Acid Batteries, lithium or; aluminum or fuel cells ("battery cells"); or such other chemistries and components of battery cells; batteries packs composed of such battery cells including module making & other systems; electric vehicles; power conversion & evacuation systems etc.; integrated power systems; mobility solutions; battery swapping stations; power/energy management system; public or private charging network; chargers, invertors, capacitors; semiconductors, solar energy cells, including PV cells and modules or such other alternative energy generating devices and parts thereof and dealing in Battery Energy Storage Systems (BESS), battery packs, battery cells, energy storage containers, power conversion systems, battery management systems, microgrid solutions and all related equipment, components, software and technologies for storage, management and supply of electrical energy.

****** Inserted as sub-clause (4A) and (4B) by passing special resolution through postal ballot on 22-09-2006 in terms of Section 192A read with Companies (Passing of the Resolution by postal Ballot) Rules, 2001 and renumbered as sub-clause (5) and (6) respectively pursuant to Special Resolution by shareholders through Postal Ballot on

Sub clause 7 to 20 inserted pursuant to Special Resolution by shareholders through Postal Ballot on.....

(4)

- (10) To enter into or invest in projects involving all waste processing, recycling of any type of e-waste, oil processing including but not limited to designing, developing, technology, manufacturing, assembling, buying, selling, importing, exporting, distributing and dealing in all kinds of waste materials and its derivatives like tyres, plastics, all types of oils and its derivatives, coal tar and its derivatives, lubricants, battery wastes, edible oils, bio-wastes, organic wastes, agricultural and food wastes, plant, animal based wastes, fuel, oil, furnace oil, coal tar distillates, speciality customised oils for specific industrial and consumer purposes and manufacturing, processing, assembling, trading, marketing, repairing and distribution, dealing, researching, developing next-generation technologies with an impact on sustainability and environment like renewable energies, gas, oil, fuel cells, hydrogen gas, hydrogen carrier compounds, hydrogen production technologies, hydrogenation, green products, green technologies, Waste Tyre recycling, waste recycling and bio-energy technologies, speciality chemicals.
- (11) To carry on, in India or elsewhere, all or any of the business or businesses to manufacture, design, develop, improve, invent, trade, buy, sell, wholesale, retail, distribute, import, export, assemble, fabricate, repair, maintain, alter, convene, own, operate, make use of, license, hire, lease, franchise, otherwise deal in all kinds of renewable energy modules, cells, accessories, solar power projects and hybrid systems combining solar photovoltaic with other forms of renewable energy and such other ancillary products, by-products and things of character similar to or analogous to the foregoing or any of them or connected therewith and capable of being used for or in connection with application of solar power whether for lightning, hearing, sound communications, tele communications *or* otherwise for industrial domestic, agriculture, government defence purpose and any other allied uses by utilization of and development, work in the field or poly silicon, silicon Ingot, wafer slicing.
- (12) To carry on the business of manufacturing, processing, distilling, compounding, formulating, acquiring, buying, selling, importing, exporting, refining and preparing, trading and dealing in all kind and description of solid, liquid, chemical and bio fertilizers, micro nutrients, plant nutrients all enzyme products from animal, microbial, plant sources, products from fish sources, vegetable and herb extracts, agricultural products including cattle feed, and all chemicals heavy or organic, inorganic, biological or any other formulations, derivatives and compounds thereof from mineral origin or from other chemicals or from by-products or waste products of other trades and industries and other branded preparations and compounds, derivatives and formulations thereof and consumers products based thereon, nutraceuticals, pharmaceutical specialties for human health, surgical specialties, cosmetics, germicides, detergents and acids
- (13) To carry on business as manufacturers, producers, processors, growers, fermentations, distillers, refiners, makers, inventors, convertors, importers, exporters, traders, buyers, sellers, retailers, wholesalers, suppliers, indenters, bottlers, packers, movers, preservers, stockiest, agents, merchants, distributors, consignors, jobbers, brokers or otherwise deal in all kinds of fertilizers, manures, plant and animal foods, pesticides, insecticides, fungicides and all types of chemicals used in apiculture, pisciculture, sericulture, horticulture, poultry farming and animal husbandry.

- (14) To carry on the business, in India or abroad, either by itself or through subsidiaries, associates, joint ventures, strategic partners or third parties, of researching, designing, developing, testing, improving, manufacturing, producing, processing, formulating, validating blending, mixing, compounding, converting, refining, enriching, grading, packaging, repackaging, commercialising, importing, exporting, marketing, trading, distributing, supplying, storing, stocking, transporting, selling, servicing, and otherwise dealing in and innovation relating to agricultural products, agricultural inputs, crop nutrition, crop nutrition products, crop protection products, agri-biological products, seed technologies and allied agricultural products and solutions of every description including without limitation, conventional fertilizers, chemical fertilizers, complex fertilizers, customized fertilizers, fortified fertilizers, controlled release fertilizers, slow release fertilizers, specialty fertilizers, nano fertilizers including Nano Urea, Nano DAP and other nano-based fertilizers, liquid fertilizers, water-soluble fertilizers, smart nutrient delivery systems, bio-stimulants, bio-fertilizers, bio-inputs, organic inputs, microbial products, natural soil enhancers, plant nutrition products, plant nutrition enhancers, soil conditioners, soil amendments, micronutrients, secondary nutrients, trace elements, nutrient combinations, seed solutions, seed treatment products, seed enhancement technologies, crop protection products, biological crop protection products, agri-biological solutions, post-harvest solutions, integrated crop packages, crop-specific solutions for cereals, pulses, oilseeds, horticulture, floriculture, plantation crops, specialty crops and all other agricultural inputs, formulations, blends, intermediates, active ingredients, derivatives, compounds, by-products, residues, raw materials, technologies and allied or incidental products and solutions and transfer new molecules, formulations, blends, manufacturing processes, nutrient delivery systems, precision agriculture technologies, soil health solutions, nutrient use efficiency technologies, climate-resilient agricultural solutions, sustainable agriculture practices, agronomic solutions, field trials, agronomic testing, residue analysis, analytical testing, quality assurance, quality control and compliance systems and to collaborate with agricultural universities, ICAR institutions, government bodies, research institutions, private research organisations and domestic or international agencies for research, technology development, product innovation and commercialization and to undertake all activities relating thereto, including environmentally sustainable manufacturing, blending, formulation, processing and packaging of fertilizers, crop nutrition products, agri-biological products, crop protection products, seed technologies, plant nutrition products and allied agricultural products, and to utilise, improve and develop manufacturing technologies, production processes and systems for enhancing quality, efficiency, sustainability and productivity.
- (15) To carry on business as manufacturers, processors, formulators, producers, developers, traders, dealers, distributors, suppliers, wholesalers, retailers, exporters, importers, job-workers, contractors, repackers, packagers, warehousing agents, clearing and forwarding agents, commission agents, stockists, representatives, franchisees and service providers, and either wholesale or retail, of chemical, biological, biochemical, microbiological, organic, inorganic, bio-based and environmentally friendly products, including pesticides, herbicides, weedicides, insecticides, rodenticides, fungicides, bactericides, acaricides, nematocides, molluscicides, fumigants, plant growth regulators, plant growth promoters, bio-pesticides, bio-fertilisers, bio-stimulants, biofuel, micronutrients, soil conditioners, plant nutrients, crop protection products, products relating to aquaculture, horticulture, floriculture, forestry and allied activities, including seeds, planting materials, nursery products and other products used for cultivation, crop protection and crop enhancement, and to undertake research, development, formulation, testing, demonstration, marketing and commercialisation of all such products.

- (16) To manufacture, prepare, produce, develop, formulate, compound, process, blend, mix, pack, repack, label, re-label, preserve, test, analyse, research, develop, improve, purchase, sell, import, export, supply, distribute, store, stock, maintain, market, promote, licence, sub-licence, commercialise and otherwise deal in all kinds and varieties of products relating to the health, nutrition, welfare and management of all species of animals, livestock, poultry and aqua species, including medicines, drugs, formulations, mixtures, tablets, capsules, pills, powders, feed, feed additives, feed supplements, nutritional supplements, dietary supplements, functional foods, wellness products, vitamins, minerals, nutrients, probiotics, prebiotics, enzymes, pharmaceuticals, biologicals, chemicals, diagnostic products and veterinary products, derived from chemical, biological, microbiological, biotechnological or other sources, whether in the form of raw materials, intermediates, semi-finished or finished products, specifically for use in the fields of animal health, veterinary medicine, animal nutrition, animal husbandry, poultry, aquaculture and allied activities; and to manufacture, develop, purchase, sell, import, export, supply, distribute, install, operate, maintain, license and otherwise deal in equipment, instruments, devices, systems, platforms, diagnostic kits, sensors and technology solutions and application software for computer, microprocessor-based, digital and information systems, providing solutions for farm management, precision agriculture, crop and animal health monitoring, disease detection, diagnostics, animal and livestock management, aquaculture management and related services.
- (17) To carry on the business of prospecting, exploration, surveying, searching, mining, extracting, quarrying, drilling, winning, excavation, beneficiation, dressing, crushing, washing, concentrating, agglomeration, smelting, refining, melting, alloying, manufacturing, processing, fabricating, assembling, grading, blending, treatment, pulverizing, separation, oxide/metal production, advanced downstream manufacturing, wet upgradation, cracking, leaching, conversion, digestion, clarification, precipitation, calcination, import, export, trading, purchase, sale, supply, distribution, storage, handling, transportation or otherwise dealing in all kinds of and all types of natural minerals, metals and compounds, critical minerals, rare earth minerals, rare earth elements, strategic minerals and associated ores, concentrates, metals, alloys, compounds and products including but not limited to lithium, cobalt, nickel, graphite, copper, manganese, molybdenum, vanadium, tungsten, titanium, tantalum, niobium, zirconium and rare earth elements, Laterite, Calcite, Pyrophyllite, Sillimanite, Barite, Bentonite, Garnet, zircon, Ilmenite, Beach Sand Minerals, Alumina, Bauxite and all kinds of nickel-bearing, aluminium-bearing, copper, gold, lithium graphite and other minerals, ores, metals and minerals including aluminium, aluminium alloys, aluminium compounds, metal products, semi-finished and finished goods, wares, by-products, residues, tailings, chemicals, chemical compounds and materials of every description, whether metallic or non-metallic, naturally occurring or manufactured, and to carry on all allied, incidental, ancillary and connected activities thereto and downstream products and processes, etc. in India and Globally.
- (18) To carry on, undertake, execute, operate and engage in the business of development, operation, management, excavation, extraction, handling, processing, beneficiation, transportation, storage and delivery of minerals and mineral resources of all kinds, whether metallic or non-metallic, pursuant to contracts, concessions, leases, sub-leases, service agreements or other arrangements with the Central Government, State Governments, local authorities, public sector undertakings, private entities or any other person, in accordance with applicable laws, and to provide comprehensive mining and mine-related services including mine planning, drilling, blasting, overburden removal, extraction, loading, hauling, crushing, screening, logistics, reclamation, rehabilitation and mine closure activities, and to own, lease, hire, import, export, operate and maintain plant, machinery, equipment, vehicles and infrastructure necessary or incidental thereto on its own or through sub-contracting.

- (19) To identify, evaluate, acquire, purchase, lease, take on licence, assignment, concession or otherwise obtain, hold, own, control, develop, operate, manage, work, exploit or dispose of mines, quarries, mineral blocks, mineral deposits, mining areas, mineral rights and interests of every kind, whether metallic or non-metallic, onshore or offshore, including all rights relating to prospecting, reconnaissance, exploration, development, extraction, processing, together with all surface rights, easements, infrastructure, plant, machinery, permissions, approvals and entitlements appurtenant thereto, in India or in any other part of the world, whether directly or through subsidiaries, joint ventures, associates or other arrangements.
- (20) To enter into, execute, implement and give effect to technical collaboration, cooperation, consultancy, know-how, technology transfer, research and development, licensing, sublicensing, training, advisory, service and other similar arrangements, whether as a recipient or provider, with any person, company, body corporate, firm, association of person, government authority or institution in India or elsewhere, for the purpose of acquiring, developing, operating, improving, sharing, commercialising or providing technical, managerial, operational, scientific or engineering expertise, know-how, processes, systems, designs, methodologies and intellectual property relating to mining, minerals, ores, metals, mineral processing, beneficiation, exploration, extraction, environmental management, safety, rehabilitation, infrastructure and allied or incidental activities, and to render such technical or consultancy services to others for consideration or otherwise.

(B) #Matters which are necessary for furtherance of the objects specified in clause 3(A) are:

- (1) To advance, or lend money securities and property (not amounting to the business of banking as defined under the Banking Regulation Act, 1949) to or with such persons, or body corporate as the Company thinks fit and in particular to customers and others having dealings with Company and on such terms as many seem expedient, and to discount buy sell and deal in bills, notes, warrants, coupons and other negotiable or transferable 'securities of documents and to guarantee the performance of any contract by any person.
- (2) In connection with the business of the Company to purchase or otherwise acquire to sell, exchange, surrender, lease, mortgage, charge, convert, hold, turn to account, dispose of and deal In real and personal property and rights of all kinds and in particular lands, buildings and hereditaments, business concerns, and undertaking, debentures, stock, mortgages debentures produce concession, options, contracts, patents, annuities, licenses, stock, shares, securities, bonds policies, book- debts, and claims, privileges and chosen in action of all kinds, including any interest in real or personal property and any claims against such property or against any person or Company and to carry on any business, concern or undertaking so acquired.
- (3) Subject to the provisions of the Act, and direction by R.B.I. to receive money, securities, valuables, of all kinds on loan or deposit (not amounting to the business of banking as defined under the Banking Regulation Act, 1949) and to borrow or raise money in such manner as the Company shall think fit and in particular by issue of debentures or debenture-stocks (perpetual or otherwise) and to secure the repayment of any money borrowed raised or owing by mortgage, charge or lien upon all or any of the Company property (both present and future), including its uncalled capital and also by a similar mortgage charge or lien to secure and guarantee the performance by the Company of any other person or body corporate of any obligation under taken by the Company or any other person or Company, as the case may be.
- (4) To draw, make accept endorse discount, execute and issue promissory notes, hundies bills of exchange bills of lading, warrants, debentures and other negotiable or transferable instruments.
- (5) To acquire from time to time and to manufacture and deal in all such stock-in-trade and machinery, goods, chattels, and effects as may be necessary or convenient for any business for the time being carried on by the Company.
- (6) To invest and deal with any surplus money of the Company in such investments as the Company may deem fit and to hold, sell or otherwise deal with such investments.
- (7) To lend and advance money, either with or without security and give credit to such persons on such terms and conditions as the Company may think fit but not amounting to any banking business.
- (8) To undertake financial and commercial obligations, transactions and operations of all kinds in connections with the business of the Company.
- (9) To guarantee the performance of any contract or obligations of and the payment of money unsecured or secured of or dividends or interest or any stock, shares or securities of any company, corporation, firm or person as the Company may think fit.

^{###}The entire Clause III(C) relating to "The other objects for which Company is established are" was merged with Clause III(B) relating to "The objects Incidental or ancillary to the attainment of the above main objects are" and the clauses thereunder were renumbered accordingly. Further the title of Clause III(B) was substituted from "The objects Incidental or ancillary to the attainment of the above main objects are:" to "Matters which are necessary for furtherance of the objects specified in Clause III(A) are:" by passing special resolution through postal ballot.....

(9)

- (10) To subscribe for purchase or otherwise acquire and sell, dispose of, exchange, hold and deal in shares, stocks, bonds, debentures, debenture stocks, public securities issue by any authority, central, state, municipal, local or otherwise.
- (11) To communicate with Chamber of Commerce and other mercantile and public bodies throughout the world and concert and promote measures for the protection of the trade industry and persons engaged therein.
- (12) To subscribe to, become a member of subsidies and co-operate with any other association, whether incorporated or not, whose objects are all together or in part similar to those of the Company, and to procure from and communicate to any such association, such information as may be likely to forward the objects of the Company.
- (13) To improve, manage, develop, grant rights, or privileges in respect of or otherwise deal with all or any part of the property and rights of the Company.
- (14) To vest any real or personal rights or interest acquired by or belonging to the Company in any person or company on behalf of or for the benefit of the Company with or without any declared trust in favour of the Company.
- (15) To purchase, take on lease, exchange, hire or otherwise acquire any movable or immovable property and any rights or privileges which the company may think necessary or convenient for the purpose of its business.
- (16) To apply for, purchase or otherwise, protect and renew in any part of the world patents, licenses, concessions, patent rights trademarks, designs and the like, conferring any exclusive or non-exclusive or limit right to their use, any secret or other information regarding any invention or research which may seem capable of being used for any of the purpose of the Company or the acquisition of which may seem calculated directly or indirectly to benefit the Company and to use, develop or grant license in respect thereof or otherwise turn to account the rights or information so acquired and to expend money in experimenting upon testing or improving any such patents, rights or inventions.
- (17) To acquire and undertake the whole or any part of the business, property or liabilities of any person firm or body corporate, carrying on or proposing to carry on any business which the Company is authorized to carry in, or having property suitable for the purposes of the Company or which can be carried on in conjunction therewith or which is capable of being conducted so as directly or indirectly to benefit the Company.
- (18) To enter into any arrangements with any Government or any authority, supreme, municipal, local or otherwise that may seem beneficial to any of the Company's objects and to apply to procure and obtain any Act of parliament privilege, concessions, licenses, of authorization of the Government or any other authority local or otherwise for enabling the Company to carry any of its object into effect or for extending any of the powers of the Company and to carry out, exercise and comply with any such Act, privilege, concession, license or authorization and to carry out and implement the provisions of the Foreign Exchange Regulation Act, 1973.
- (19) To pay for any right or property acquire by the Company and to remunerate any person, company or public bodies whether by cash payment or by allotment of shares, debentures or other securities of the Company credited as paid up in full or in part or otherwise.
- (20) To amalgamate, enter into partnership or into any arrangement for sharing profits, union of interests, co-operation, joint venture or reciprocal concession with any person, firm or body corporate whether in India or outside carrying on or engaged in or about to carry on or engage in any business or transaction which the Company is authorized to carry on or engage in, or which can be carried on in conjunction therewith or which is capable of being

conducted so as directly or indirectly to benefit the Company and further to enter into any arrangement or contract with any person, association or body corporate whether in India or outside for such other purposes that may seem calculated, beneficial and conducive to the objects of the Company.

- (21) To establish, promote, or concur in establishing or promoting any company or companies for the purpose of acquiring all or any of the rights, liberties and properties of the Company or for any other purpose which may seem directly or indirectly calculated to benefit the Company and to place or guarantee the placing of underwrite subscribe for or otherwise acquire all or any part of the share, debentures or other securities of any such other company or companies.
- (22) To lease, let out on hire, mortgage, pledge, hypothecate, sell or otherwise dispose of the whole or any part or parts of the undertaking of Company or any land, business, property, rights or assets of any kind of the Company or any shares of interest therein respectively in such manner and for such consideration as the Company may think fit and in particular for shares, debentures or securities of any other body corporate having objects all together or in part similar to those of the Company.
- (23) To establish and equip laboratories and carry on analytical, experimental and other work or undertake any research in relation to the general object of the Company.
- (24) To pay any premiums or salaries and to pay for any property, right or privileges acquired by the Company or for services rendered or to be rendered in connection with the promotion, formation or the business of the Company or for service rendered or to be rendered by any person firm or body corporate in connection with the business of the Company.
- (25) To pay out of the funds of the Company all costs, charges and expenses preliminary and incidental to the promotion, formation, establishment and registration of the Company.
- (26) To adopt such means of making known the products, business and interest of the Company as it may seem expedient and in particular by advertising in the press, radio, Television and cinema, by circulars, by purchase, construction and exhibitions of works of art or general interest, by publication of books and periodicals and by granting prizes, rewards and donations not amounting to political contribution.
- (27) To procure the Company to be registered or recognized in any part of the world, outside the Union of India.
- (28) To take into consideration and to approve and confirm and/or carry out all acts, deeds or thing that may be done or entered in to with any person, firm or body corporate by the promoters of the Company and further to enter into any arrangement agreement or contract with the promoters and to reimburse them for all costs and expenses that may be incurred by them in or in connection with the formation or promotion of the Company.
- (29) To aid pecuniary or otherwise any association body or movement having of its object the solution, settlement or summoning or industrial or labour problems or the promotion of industry or trade.
- (30) To subscribe or donate to or guarantee money for any national, philanthropic, charitable, benevolent, public, general or useful object, fund or organization association or institution or for any exhibition or for any purpose which may be likely, directly or indirectly to further the object of the Company or the interest of its members not amounting to any political contribution.

- (31) To make donations to such persons but not to a political party and in such cases and either of cash or other assets as the Company may think directly or indirectly conducive to any of its objects or otherwise expedient.
- (32) To undertake and execute any trust either gratuitously or otherwise for the purpose of the business of the Company.
- (33) In the event of winding up to distribute all or any of the property of the Company amongst the members in specie or kind or any proceeds of sale or disposal of any property of the Company but so that no distribution amounting to a reduction of capital be made except with the sanction (if any) for the time being required by law.
- (34) To undertake, carry out, promote and sponsor rural development including any programme for promoting the social and economic welfare of or the up-liftment of the public in any rural area and incur any expenditure on any program of rural development and to assist execution and promotion thereof directly 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 public in any rural area which the Board of Directors of the Company (the Board) consider it likely to promote and assist rural development, and that the words 'rural area' shall include such areas as may be regarded as rural area under Section 35CC of the Income Tax Act, 1961, or any other law relating to rural development for the time being in force or as may be regarded by the Board as rural areas and the Board may at its discretion in order to implement any of the above mentioned objects or purposes, transfer without consideration, or at such fair or concession value as the Board may think fit and divest the ownership of any property of the Company to or in favour of public or local body or authority or Central or State Government or any public institutions or trusts or funds as the Board may approve.
- (35) To undertake carry out, promote and sponsor or assist any activity for the promotion and growth of national economy and for discharging what the Board of Directors of the Company (the Board) 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 Board consider likely to promote national welfare or social, economic or moral up-liftment of the public or section of the public and in such manner and by such means as the Board may think fit and the Board may without prejudice to the generality of the foregoing undertakes, carry out, promote and sponsor any activity for publication of any books, literature, newspapers, etc. for organizing 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 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 as the Board may at their discretion in order to implement any of the above mentioned objects or purposes transfer without consideration or at such fair or concession value as the Board may think fit 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 institution or trusts or funds as the Board may approve.
- (36) To do all or any of the above things in any part of the world as principals, agents, contractors, trustees or otherwise by or through trustees, attorney, agents or otherwise and either along or in conjunction with others and to establish offices agencies or branches for carrying any of the aforesaid objects in India or elsewhere in the world and undertake the management of any company or companies having objects altogether or in part similar to those of the Company.

- (37) To do all such other things as may be deemed incidental or conducive to the attainment of the above objects or any of them.
- (38) To acquire any such shares, stocks, debentures, debenture-stock, bonds, obligations or securities, by original subscription, participation in syndicates, tender, purchase, exchange or otherwise and to subscribe for the same either conditionally or otherwise, and to guarantee the subscription thereof and to exercise and enforce all rights and powers conferred by or incidental to the ownership thereof.
- (39) To carry and otherwise dispose of exchange, transfer or alienate any of the Company's investments an those mentioned in clause (xxxviii) of these incidental objects.
- (40) To carry on business as manufactures, formulators, processors producers, growers, fermentators, distillers, refiners makes, importers, exporters, buyers, sellers, suppliers, stockiest, agents, merchants, distributors and concessionaries of, and dealers in, acids, alkalies, salts, inorganic and organic compounds, solvents, compressed coal gases, chemicals, petrochemicals, plastics, surface coating, adhesives, fertilizers, pesticides, rubbers, cement, cryogenics, food additives, dyes and inks intermediates, cosmetics and detergents, and soaps, sanitary, chemicals, propellants, explosives, pharmaceuticals, glass and ceramics, man made fibers, sugars and starches, fine chemicals, propellants, explosives, pharmaceuticals, glass and ceramics, man made fibers, sugars and starches, m fine chemicals photographic chemicals, water purification salt and chemicals pigments, vegetable tanning and extracts, petroleum products, fuel and industrial gases and all inorganic and organic chemicals and compounds of any kind character and property which has been developed or known or which may be developed or invented in future as a result as a result of any research done or studies made in any part of the world and which may be produced, manufactures or formulated by any of the chemical processes, reactions, or unit operation such as alkylation's, lamination by reduction, ammonolysis, aromatization, calcinations, carboxylation, cauterization, combustion, condensation, concentration, dehydration, diazotization, double decomposition electrolysis, etherification, fermentation, frisdell crafts filtration, halogenations, hydroformylation and synthesis of hydro carbons, hydrogenation, hydration and hydrolysis, isomerization neurization, nitration, oxidation, polymerization, pyrolysis or cracking reduction, silicate formation, sulfonation, saponification, alkali fusion or by any other chemical concersion, electrical conversion physical operation or manipulation of either any raw material from mines, forest, sea, air, farm, oil, brine gas wells, and animal substances or any products, by-products and residual substances fro any chemical process and conversion into any marketable products, consumer goods entered directly into the economy life or as intermediates or chemicals for the manufacture of consumer items or as raw materials for further fabrication in other industries.
- (41) To buy, import, export sell and generally deal either on cash, deferred payment installments or hire purchase basis in all plant and machinery, implements, accessories, tools materials, substances, goods or things of any description including power tillers, sprayers, dusters, mist blowers, and all types of modern agricultural implements fertilizers and all types of plant foods, pesticides, insecticides, fungicides, and all types of plant protection chemicals, deep freeze equipment and fishing boats and trawlers, fishing nets, gadgets, cold storages and all types of equipment required for forestry, animal husbandry poultry, farming pisciculture, sericulture, agricultural equipment for processing and preserving forest product, agricultural produce and all other food materials including materials of animal, origin, fuel oils, lubricants and such other article allied to the above.

- (42) To carry on, either in connection with other business or as distinctly separate business, the business or business of builders, contractors for public works, manufacturers of and dealers and workers in asbestos, cement, lien clay gravel, sand minerals, earth, coke, fuel, artificial stone bricks, tiles and builders, requisites and conveniences of all kinds, and of engineers, founders, smiths manufacturers of concrete, concrete products, plasters, and whiting, machinists, ship, barge, lighter and truck owners, quarry owners road and sewer contractors, carriers, auctioneers, house, and estate agents, surveyors and architects, and to carry on any joinery works, steel casement works, or any other works of or factories in connection with any of the said businesses.
- (43) To carry on the business of manufacturers of dealers, in, hirers, repairers, cleaners, sorters and warehouses of automobiles, motor cars, lorries and vans, motor-cycles, cycle cars motors, scooters, carriages, amphibious vehicles suitable for propulsion on land, sea, or in the air or in any combination there of and vehicles of all descriptions (all hereinafter comprised in the term "motors and other thins") whether propelled or assisted by means of petrol, spirit, steam, gas, electrical, animal or other power, and of engines, chassis, bodies and other components, parts and accessories and all machinery, implements, utensils, appliances, apparatuses lubricants, cements, solutions, enamels and all things capable of being used for, in or in connection with manufacture, maintenance and working of motors and other things or in the construction of any track or surface adapted for the use thereof.
- (44) To carry on the business as importers, exporters, manufacturers of, and dealers, in, all types of storage batteries, dry or otherwise, for all kinds of uses and battery plates, cells, battery components and for the purpose to install, purchase, import or otherwise acquire plant, machinery and related equipment.
- (45) To construct, produce, prepare, manufacture, purchase, sell, import, export and generally to deal in all types of raw materials required for the manufacture, preparation and production of all types of tyres and semi-tyres for any type of vehicle, including natural, synthetic and reclaimed rubber, their derivatives and substitutes rubber latex, synthetic resins and plastics, carbon black, accelerators, bead wire, textiles and canvas, cotton fabric, rayon tire cord and rayon fabric, nylon filament, nylon yarn, nylon tyre cord and nylon fabric, conveyor belts, transmission belts industrial V belts, houses, foam rubber and rubber shoes.
- (46) To carry on business as manufacturers of and dealers, in all kinds of proprietary products, hair, skin, nail and other beauty preparations, deodorants, aerosol and pump-spray products, baby products, petroleum and mineral oil products, chemical acids and alkalis, all kinds of perfumery and other compound, preparations, materials and products, bath products, care products, cotton swabs, family planning appliances, hair dyes, pigments, varnished, essential oils detergents, insecticides, oil oleaginous, vaporaceous, saponaceous substances, beauty specialties, preparation, aids and accessories of every description whether medicated antiseptic or not unguents, ingredients or accessories thereof and other materials or things capable of being used in connection with such manner, business.
- (47) To carry on business as manufacturers, buyers sellers, importers, exporters and agents for all kinds of electric lamps, including fluorescent lamps of all kinds, incandescent lamps of all types, including vacuum and gas filled lamps, general lighting service lamps, high wattage lamps, photoflood lamps, automobile and vehicle lamps, trains lamps, locomotive headlight lamps miniature lamps, telephone dial lamps, projector lamps, tungsten halogen lamps or various kinds as well gas discharge lamps including mercury vapor lamps, sodium vapor lamps, metal halide lamps, flash bulbs, neon lamps and tubes.

- (48) To manufacture, buy, sell export, import deal in, assemble, fit repair, convert, overhaul, alter, maintain and improve all types of electronic components, devices, equipments and appliances, equipments such as television and wireless apparatus including radio receive and transmitters, tape recorders, broadcast relay and reception equipments, phonographs and other equipments used in and or for audio and visual communications, apparatus and equipment including those using electromagnetic waves intended for radio-telegraphic or radio-telephonic communication photocopyers, electronic lighting controls, continuous fan/motor speed controls, continuous flashers and fire alarm system, digital and other electronic clock, time relays, punch card machines, electromechanical pneumatic controls, computers and automatic calculators, X-ray machines and tubes, surgical medical and other appliances intended for electro and other therapy treatment in all types of types, magnetic and otherwise photographic film, projectors and cameras, and capacitors, wires, cables of all types and kinds, copper conductors, aluminum conductors or other conductors resistance, condensers, semi-conductors, transistors, rectifiers, integrated and hybrid circuits relays, potentiometer connectors, printed circuits, coils, chokes, transformers, switches, volume controls plugs, sockets aerial gears, diodes and allied items intended for and used in electronic devices, and in air conditioners, refrigerators, washing machines, heaters and cooking ranges and other types of domestic appliances and any type of equipment used in generation transmission and receiving of sound, light and electronic and electrical impulses and component parts thereof and other materials used in or in connection with electronic and electrical industries.
- (49) To carry on business as ironmasters, iron founders, ironworkers, steel-makers, blast furnace proprietors, brass founders and metal makers, refiners and workers generally shipbuilders and shipwrights, dock and wharf proprietors, colliery proprietors, or importers and workers, sandblast workers, mechanical engineers, electrical engineers, constructional engineers, marine engineers, civil engineers, consulting manufacturers, millwrights, wheelwrights, cement and asbestos manufacturers, wood and timber merchants, joiners, woodworkers manufacturing chemists, quarry owners, brick, and tile manufacturers, galvanizers, machinists, joiners, annealers, welders enamellers, electro and chromium platters, polishers, painters, warehousemen, storage contractors, garage proprietors and oil merchants and contractors generally.
- (50) To carry on the business as dealers, importers and exporters of all types of furniture, fitting, handicrafts, wooden products, ply wood, teakwood and teak boards.
- (51) To carry on the business of purchasing and letting on lease or hire in any part of India or abroad all kinds of machinery, plants, tools, jigs and fixtures, agricultural machinery, ships trawlers vessels, barges, automobiles and vehicles of every kind and description computers, office equipment of every kind, construction machinery of all types and description air conditioning plants, aircrafts and electronic equipment of all kinds and descriptions.
- (52) To carry on all or any of the business of manufacturers of and dealers in all kinds of machinery, implements and plants and as mechanical engineers, tool-makers, brass-founders, founders of all metals and metal compounds whatsoever, whether ferrous or non-ferrous, metal workers, welders, tin makers, tin manufacturers, tin converters, iron and steel workers, machinists, smiths, metallurgists, wear supply engineers gas makers gas vendors gas suppliers, iron and steel converters, woodworkers, builders, enamellers electroplates silver platters nickel-plate, vulcanize, galvanizers, general merchants and contractors and manufacturers of drums, cases and all other types of containers for packing purposes and manufacturers of or dealers in instruments used in connection with any of the above businesses and of mechanical and scientific appliances, apparatuses and devices of every description whatsoever and generally to conduct buy, sell, manufacture, repair, convert, alter, let on hire and deal in minerals, mining's, operations of every kind, metals, machineries, tools, implements rolling stock and hardware of all kinds and to undertake and carry on business and operations incidental to such dealings, mining and treatment.

- (53) To carry on the business of manufacturers, importers, exporters and dealers in all kinds and classes of paper, board, corrugated board, corrugating medium and pulp including writing paper, printing, absorbent paper, newsprint paper, wrapping paper tissue paper, cover paper, blotting paper, fitter paper, antique paper, ivory finish paper, coated paper, art paper, bank and bond paper, badami, brown or buff paper, bible paper, cartridge paper, cloth lines paper, azure laid and wove paper, cream laid and wove paper, grease proof paper, gummed paper, hand made paper, parchment paper, drawing paper, Kraft paper, amnila paper envelope paper, tracing paper, vellum paper water proof paper, carbon paper, sensitized paper, chemically treated paper, paste board, duplex and triplex board, hard board, plywood board, post cards, visiting cards, soda pulp, mechanical pulp, sulphite pulp, semi chemical pulp and all kinds of articles in the manufacture of which in any form paper, board, or pulp is used and also to deal in or manufacture of which in any form paper, board, or pulp is used and also to deal in or manufacture any other articles or things of a character similar or analogous to the foregoing or any of them or connected there with and to purchase or otherwise acquire, settle improve and cultivate forests, lands, and properties of any tenure whatsoever with a view to producing, cultivating, growing, timber bamboo or other wood.
- (54) To carry on in any part of India, the business of spinners, weavers, manufacturers, ginnerers, pressers, packers, and balers of cotton jute, hemp, soak, wool, and other fibrous materials, and the cultivation thereof, and the business of weaving or otherwise manufacturing, bleaching, dyeing, printing and selling yarn, cloth, linen, and other goods and fabrics, whether textile, netted or looped and of buying, selling and dealing in cotton and other fibrous materials, yarn, cloth linen and other goods of merchandise made these of, and generally to carry on the business of cotton spinners and doublers, line manufacturers, cotton, flex, hemp, jute, silk, wok, yarn, and cloth merchants, bleachers and dyers, makers of vitriol, bleaching and dyeing materials, and to transact all manufacturing of curing and preparing processes, and vend raw materials and manufactured articles.
- (55) To manufacture and otherwise deal in all kinds of stationery articles, account books, papers, pens, pencils, books, playing and visiting cards, school and office equipments, charts, geographical maps, drawing material, mathematical instruments, paper bags and all other articles of similar character.
- (56) To manufacture, deal in and process all kinds of medical and surgical instruments and appliances, industrial instruments including meters, weighing machines and devices for indicating, recording and regulating pressure, temperature, rate of flow, weights and levels, scientific instruments, mathematical surveying and drawing instruments as well as items produced in miscellaneous mechanical and engineering industrial like plastic molded goods, hand tools, small tools and the like and razor blades.
- (57) To carry on the business as importers, exporters, dealers in and manufacturers of television sets and video cassette recorders players India and elsewhere of all size and of all shapes, whether hybrid, solid state or otherwise, including generally dealing in, renting, repairing, maintaining and working all equipments, appliances and accessories of television business and for that purpose to set up plants, purchase otherwise acquire the same and to run and maintain all such plants and machinery and to buy, sell, import, export or otherwise deal in television films, video cassettes and other types of allied materials.
- (58) To carry on the business of importing exporting, manufacturing of, and dealing in all kinds of plastic wooden, metallic toys whether battery, electro or should operated, and any other description, and games for educational purposes, all spare parts accessories and fittings for all kinds of and to set up, purchase, import or otherwise acquire plant, machinery and equipment for the production, manufacture and repairs of all types of toys.
- (59) To carry on the business of investment company and invest in and acquire, hold and deal in shares, stocks, debentures stocks bonds, obligations and securities issued or guaranteed by any company constituted or carrying on business in India or elsewhere and debentures, debenture stocks, bonds, obligations and securities, issued or guaranteed by any Government, State, dominion, sovereign, ruler, commissioners, public body or authority supreme municipal local or otherwise, whether in India or elsewhere.

(60) To manufacture, process, buy, sell, import, export otherwise deal in all kinds of plastic materials whether made wholly or partly of LDPE, LLDPE, vinyl chloride, PVC whether rigid or flexible or resin or compound, additives & plasticizers, HDPE, PP whether homopolymers or copolymers, polystyrene whether expandable general purpose or high impact, styrene, copolymers, Nylon, Phenolics, polyesters, P-F U-F, M-F epoxies of all kinds, polycarbonates, ABS, SAN Polydactyl, PET, K-Resin, PTFE, CA, CAB Bakelite, acrylic vinyl acetate, polyether, and any other thermoplastic polymer or copolymer of any one or more of the above or other materials and involving any or all of the processes including Blow molding injection molding, extrusion, weaving compounding, lamination, electroplating, printing sheet molding, extrusion, weaving compounding, lamination, electroplating printing sheet molding thermo-forming, coloring tottering, fabrication and molding of various plastic produce, including moulds and dies, bangles, novelty items, imitations jewellery, spectacles, Tubes, pipes, sheet films, toys bottles, containers, jars, jerry cans, household wares, electronic & electrical components, automobile accessories & components, boats, molded luggage bags, tooth brushes, washing brushes, combs, foils, footwear, characins, chair, playing cards, flowing, wall conversing, belts, strapping, sleeves, yarns, cloths, ropes, thermos flasks, torches, profiles, channels, angles, tin lids, transmissions belts and conveyors, woven sacks, insulating material, tanks, and any other kinds of household and industrial articles.

(61) To design, invent, prepare, own, make use of lease, sell or otherwise dispose of and generally, to deal in and with computers, data processing machines, types, cards, memory equipment or any other equipment and materials of every kind and description useful in connection with the foregoing business. To license or otherwise authorize others to engage in the foregoing and to engage in general Research and development in related areas and to carry on a general business of provisioning data processing services.

IV. The liability of the member(s) is limited and this liability is limited to the amount unpaid, if any, on the shares held by them.

V. The Share Capital of the Company is Rs. 70,01,00,000/- (Rupees Seventy Crores One Lakh) divided into 70,01,00,000 (Seventy Crores One Lakh) Equity Shares of Rs.1/- each.

#The entire Clause IV substituted from "The liability of the members is limited" to "The liability of the member(s) is limited and this liability is limited to the amount unpaid, if any, on the shares held by them" by passing special resolution through postal ballot.....

***The authorized capital increased from Rs.10,00,000/- to Rs.25,00,000/- by passing an Ordinary Resolution at the EGM held on 13-03-1991. Further increased from Rs. 25,00,000/- to Rs.100,00,000/- by passing an Ordinary Resolution at the EGM held on 09-10-1991. Further increased from Rs.100,00,000/- to Rs.500,00,000/- by passing an Ordinary Resolution at the EGM held on 16-03-1992. Further increased from Rs. 500,00,000/- to Rs.10,00,00,000/- by passing an Ordinary Resolution at the EGM held on 30-11-1994. Further increased to 26,00,00,000/- by passing an Ordinary Resolution at the EGM held on 31-01-2001 and further increased to Rs.33,00,00,000/- by passing an Ordinary Resolution at the EGM held on 19th November 2006 and further increased to Rs.35,00,00,000/- by passing an ordinary resolution at the EGM held on 8th December 2007 and further increased to Rs.40,00,00,000/- by passing an Ordinary Resolution through postal ballot held on 3rd March, 2008 and further increased to Rs.50,00,00,000/- by passing an Ordinary Resolution at the EGM held on 26th September 2008 and further increased to Rs. 70,00,00,000/- by passing an Ordinary Resolution through Postal Ballot held on 22nd August 2009. The equity shares of Rs.10/- each sub-divided into equity shares of Rs.1/- each by passing an Ordinary Resolution at the Annual General Meeting held on 28th September 2010.

Further the entire Clause V was substituted from "The Authorized Share Capital of the Company is Rs. 70,01,00,000/- (Rupees Seventy Crores One Lakh) divided into 70,01,00,000 (Seventy Crores One Lakh) Equity Shares of Rs.1/- each with the rights, privileges and attaching thereto as are provided by the Articles of Association of the Company for the time being with power to increase or reduce the Capital in accordance with the Company's regulation and the legislative provisions for the time being in force in this behalf and with power to divide the shares in the capital for the time being into Equity Shares Capital and Preference Share Capital, and to attach thereto respectively, and preferential, qualified or special rights, privileges or conditions as may be determined by, or in accordance with the provisions of the Companies Act, 1956 and the regulations of the Company and to vary or modify or abrogate and such rights, privileges or conditions in such manner as may for the time being be provided by the regulations of the Company" to "The Share Capital of the Company is Rs. 70,01,00,000 (Rupees Seventy Crores One Lakh Only) divided into 70,01,00,000 (Seventy Crores One Lakh) equity shares of Rs. 1 /- (Rupee One Only) each."

Note: The following alterations/substitutions were approved by the Members of the Company by passing of Special Resolution on by means of Postal Ballot.

- i. The entire Clause III(C) relating to “The other objects for which Company is established are” was merged with Clause III(B) relating to “The objects Incidental or ancillary to the attainment of the above main objects are” and the clauses thereunder were renumbered accordingly.
- ii. The title of the Clause III(A) was substituted from “The Main objects to be pursued by the Company on its Incorporation are:” to “The objects to be pursued by the company on its incorporation are:”
- iii. The title of the Clause III(B) was substituted from “The objects Incidental or ancillary to the attainment of the above main objects are:” to “Matters which are necessary for furtherance of the objects specified in Clause III(A) are:”
- iv. The entire Clauses IV was substituted from “The liability of the members is limited” to “The liability of the member(s) is limited and this liability is limited to the amount unpaid, if any, on the shares held by them.”
- v. The entire Clauses V was substituted from “The Authorized Share Capital of the Company is Rs. 70,01,00,000/- (Rupees Seventy Crores One Lakh) divided into 70,01,00,000 (Seventy Crores One Lakh) Equity Shares of Re.1/- each with the rights, privileges and attaching thereto as are provided by the Articles of Association of the Company for the time being with power to increase or reduce the Capital in accordance with the Company’s regulation and the legislative provisions for the time being in force in this behalf and with power to divide the shares in the capital for the time being into Equity Shares Capital and Preference Share Capital, and to attach thereto respectively, and preferential, qualified or special rights, privileges or conditions as may be determined by, or in accordance with the provisions of the Companies Act, 1956 and the regulations of the Company and to vary or modify or abrogate and such rights, privileges or conditions in such manner as may for the time being be provided by the regulations of the Company” to “The Share Capital of the Company is Rs. 70,01,00,000 (Rupees Seventy Crores One Lakh Only) divided into 70,01,00,000 (Seventy Crores One Lakh) equity shares of Rs. 1 /- (Rupee One Only) each.”
- vi. The sub-clause (4A) and (4B) of Clause III(A) were renumbered as sub-clause (5) and (6) respectively.
- vii. The new sub-clauses, numbered (7) to (20), were inserted in Clause III(A) after sub-clause (6).
- viii. The new set of Memorandum of Association in terms of Companies Act, 2013 was adopted pursuant to Special Resolution by shareholders through Postal Ballot on

We, the several persons whose names and addresses are subscribed below are desirous of being formed into a Company in pursuance of this Memorandum of Association and we respectively, agree to take the number of shares in the Capital of the Company set opposite to our respective names.

Names, Addresses, Occupations and Descriptions of the Subscribers	Number of Equity Shares taken by each subscriber	Names, Address Description & Occupation of Witnesses
1. DAMODAR PRASAD CHOUDHARY S/o. Sri Nanhey Lal Choudhary 33, Vivekanand Road Calcutta - 700 007	100 (One hundred)	Witness to all the Signatories, ARUN KUMAR JAGGATRAMKA S/O Shri. Girdharilal Jagjatramka 1/1, Clyds Row Hastings, Calcutta - 700 022 Chartered Accountants
2. SHYAM SUNDAR CHOUDHARY S/o. Sri Nanhey Lal Choudhary 33, Vivekanand Road Calcutta - 700 007	100 (One hundred)	
3. BANKEY LAL CHOUDHARY S/o. Sri Nanhey Lal Choudhary 33, Vivekanand Road Calcutta - 700 007	100 (One hundred)	
4. VIJAY KUMAR CHOUDHARY S/o. Sri Nanhey Lal Choudhary 33, Vivekanand Road Calcutta - 700 007	100 (One hundred)	
Total	400 (Four hundred)	

Calcutta, Dated 22nd day of July, 1987