



प्रारूप० आई० आर०  
Form I. R.

निगमन का प्रमाण-पत्र

**CERTIFICATE OF INCORPORATION**

ता०..... का सं०.....  
No. 11-73489..... of 1993.....

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

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

I hereby certify that **RAJ RAYON LIMITED**.....

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

मेरे हस्ताक्षर से आज ता०..... को दिया गया।  
Given under my hand at **BOMBAY** this **SEVENTEENTH**.....  
day of **AUGUST**..... One thousand nine hundred and **NINETYTHREE**

(S. R. V. V. SATYANARAYANA)

कम्पनियों का रजिस्ट्रार

ADDL. Registrar of Companies  
Maharashtra

CERTIFIED TRUE COPY  
For RAJ RAYON INDUSTRIES LIMITED

*Rajkumar Kanodkar*

Director

No. 11-73489



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

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

मैं एतद्वारा प्रमाणित करता हूँ कि.....

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

I hereby certify that the.....**RAJ RAYON LIMITED**.....

which was incorporated under the Companies Act, 1956, on the **SEVENTEENTH**..... day of.....**AUGUST**.....19**93**, and which has this day filed a duly verified declaration in this prescribed form that the conditions of section 149(1) (a) to (d)/149(2)(a) to (c) of the said Act, have been complied with is entitled to commence business.

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

Given under my hand at.....**BOMBAY**.....  
this.....**FIRST**.....day of.....**SEPTEMBER**.....One thousand nine hundred and.....**NINETYTHREE**.....

(G. SRINIVASAN)  
कम्पनियों का रजिस्ट्रार  
Registrar of Companies

जे० एस्० सी०-10  
J. S. C-10.

CERTIFIED TRUE COPY  
For RAJ RAYON INDUSTRIES LIMITED

*Rajkumar Kanodra*  
Director

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

नाम परिवर्तन के पश्चात नया निगमन प्रमाण-पत्र

कॉर्पोरेट पहचान संख्या : L17120MH1993PLC073489

मैसर्स RAJ RAYON LIMITED

मैं निम्नलिखित में एतद्वारा सत्यापित करता हूँ कि मैसर्स  
RAJ RAYON LIMITED

नया रूप में दिनांक सत्राह अगस्त उन्नीस सौ तिरनवे को कम्पनी अधिनियम, 1956 (1956 का 1) के अंतर्गत मैसर्स  
Raj Rayon Limited

नया रूप में निगमित की गई थी, ने कम्पनी अधिनियम, 1956 की धारा 21 की शर्तों के अनुसार विधिवत आवश्यक विनिश्चय पारित करके तथा  
लिखित रूप में यह सूचित करके की उसे भारत का अनुमोदन, कम्पनी अधिनियम, 1956 की धारा 21 के साथ प्रेषित, भारत सरकार, कम्पनी कार्य  
विभाग, नई दिल्ली की अधिसूचना सं. सा. का. नि. 507 (अ) दिनांक 24.6.1985 एच.आर.एन. A90986076 दिनांक 18/08/2010 के द्वारा  
प्रदान हुआ गया है, उक्त कम्पनी का नाम आज परिवर्तित रूप में मैसर्स  
RAJ RAYON INDUSTRIES LIMITED

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

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

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

Fresh Certificate of Incorporation Consequent upon Change of Name

Corporate Identity Number : L17120MH1993PLC073489

In the matter of M/s RAJ RAYON LIMITED

I hereby certify that RAJ RAYON LIMITED which was originally incorporated on Seventeenth day of August  
Nineteen Hundred Ninety Three under the Companies Act, 1956 (No. 1 of 1956) as Raj Rayon Limited having duly  
passed the necessary resolution in terms of Section 21 of the Companies Act, 1956 and the approval of the Central  
Government signified in writing having been accorded thereto under Section 21 of the Companies Act, 1956, read  
with Government of India, Department of Company Affairs, New Delhi, Notification No. G.S.R 507 (E) dated  
24/06/1985 vide SRN A90986076 dated 18/08/2010 the name of the said company is this day changed to RAJ  
RAYON INDUSTRIES LIMITED and this Certificate is issued pursuant to Section 23(1) of the said Act.

Given under my hand at Mumbai this Eighteenth day of August Two Thousand Ten .



  
(PADMAVATHI BALAKRISHNAN)

सहायक कम्पनी रजिस्ट्रार / Assistant Registrar of Companies

महाराष्ट्र, मुंबई  
Maharashtra, Mumbai

कम्पनी रजिस्ट्रार के कार्यालय अभिलेख में उपलब्ध पत्राचार का पता:

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

RAJ RAYON INDUSTRIES LIMITED

5C-196/197 AKSHAY MITTAL INDUSTRIAL ESTATE, SAKINAKA, ANDHERI (EAST),

MUMBAI - 400059,

Maharashtra, INDIA

CERTIFIED TRUE COPY  
For RAJ RAYON INDUSTRIES LIMITED

  
Director



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

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

कॉर्पोरेट पहचान संख्या : L17120DN1993PLC000368  
मैसर्स RAJ RAYON INDUSTRIES LIMITED

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

WESTERN REGION BENCH, MUMBAI

के दिनांक 29/03/2011 के आदेश द्वारा किया करने पर.

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

मेरे हस्ताक्षर द्वारा अहमदाबाद में. यह प्रमाण-पत्र, आज दिनांक तीस अप्रैल दो हजार ग्यारह को जारी किया जाता है।

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

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

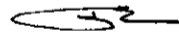
Corporate Identity Number : L17120DN1993PLC000368

M/s RAJ RAYON INDUSTRIES LIMITED having by special resolution altered the provisions of its Memorandum of Association with respect to the place of the Registered Office by changing it from the state of Maharashtra to the Dadar Nagar Haveli and such alteration having been confirmed by an order of WESTERN REGION BENCH, MUMBAI bearing the date 29/03/2011.

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

Given under my hand at Ahmedabad this Thirtieth day of April Two Thousand Eleven.

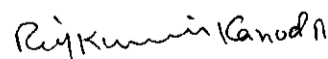


  
(KAMAL HARJANI)

सहायक कम्पनी रजिस्ट्रार / Assistant Registrar of Companies  
गुजरात, दादरा एवं नगर हवेली  
Gujarat, Dadra and Nagar Haveli

कम्पनी रजिस्ट्रार के कार्यालय अभिलेख में उपलब्ध पत्राचार का पता  
Mailing Address as per record available in Registrar of Companies office:  
RAJ RAYON INDUSTRIES LIMITED  
SURVEY NO 177/1/3 AND 177/1/4 VILLAGE SURANGI, SILVASSA - 396230,  
Dadar Nagar Haveli, INDIA

CERTIFIED TRUE COPY  
For RAJ RAYON INDUSTRIES LIMITED

  
Director

**THE COMPANIES ACT, 1956**  
**COMPANY LIMITED BY SHARES**  
**MEMORANDUM OF ASSOCIATION**  
**OF**  
**\*RAJ RAYON INDUSTRIES LIMITED**

- I The name of the Company is **RAJ RAYON INDUSTRIES LIMITED**.
- II. \*\*The Registered Office of the Company will be situated in the Union Territory of Dadra and Nagar Haveli.
- III. The Objects for which the Company is established are:

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

1. To carry on the business of manufacturers, dealers (whether by wholesale or retail), importers and exporters in yarns, fabrics, synthetics, knitting yarn cloth and other fabrics made from silk, artificial silk, rayon nylon, terene, decron, cotton, jute, wool and other suitable fabrics and dyeing, printing and weaving.
2. To carry on the business of knitters, weavers, manufacturers, ginners, pressers, packers, balers of silk, artificial silk, rayon, terylene, nylon, decron, orlon, staple fibres, bleaching, printing, texurising, twisiting, doubling of yarns and fabrics and other fibrous materials, yarn, cloth, linen, rayon and other goods or merchandise made therefrom, and generally to carry on the business of knitters, spinners, weavers and doublers, linen manufacturers of cotton, flex, hemp, jute, silk, artificial silk, rayon, terylene, decron, orlon, staple fibres, wool, yarn and cloth merchants, cleaners, combers, knitters, spinners, weavers, bleaching, dyers, printers, makers of vitrol, bleaching and dyeing materials.

\* THE SPECIAL RESOLUTION FOR CHANGE OF NAME OF THE COMPANY FROM RAJ RAYON LIMITED TO RAJ RAYON INDUSTRIES LIMITED WAS PASSED BY SHAREHOLDERS IN THE 17th ANNUAL GENERAL MEETING HELD ON 07th AUGUST, 2010.

\*\* THE SPECIAL RESOLUTION FOR CHANGE OF REGISTERED OFFICE OF THE COMPANY FROM STATE OF MAHARASHTRA TO UNION TERRITORY OF DADRA AND NAGAR HAVELI WAS PASSED BY SHAREHOLDERS THROUGH POSTAL BALLOT, THE RESULT OF WHICH WAS DECLARED ON 26th NOVEMBER, 2010 AND CONFIRMED AND APPROVED BY CLB ORDER DATED 29th MARCH, 2011 RECEIVED VIDE LETTER DATED 31ST MARCH, 2011.

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

3. To erect, purchase, take on lease or otherwise acquire and to develop and work for profit spinning and weaving mills, gins and presses for pressing cotton and other merchandise into bales, spools, canes, to engage in spinning and weaving of any and every kind and descriptions and to engage in and carry on any kind of business analogous thereto, including spinning, weaving and manufacturing, finishing and marketing of all kinds of yarn, cloth and piece goods and fibrous materials and fabrics into the compositions of which enter cotton, silk, rayon, nylon, decron, orlon, staple fibres, flax, hemp, jute, rope, twine, linen or wool or any one or more of them.
4. To sell, purchase, exchange, repurchase, mortgage, let out for hire, cultivate or otherwise deal with lands, buildings, machineries, engines, plants, materials and other things necessary or useful for the purposes of the Company and also to purchase and sale for immediate or future delivery and either for each of credit rayon, art silk yarn, art silk, nylon, decron, orlon, cotton, wool, silk, and other stores and materials, chemicals, dyes and all other things necessary or useful for ginning, preparing, combing, spinning, weaving, manufacturing, dyeing, mercerising, printing and bleaching purposes and for the use of any license or invention or for the exercise of any methods or processes useful for the company's business.
5. To carry on the business of buying, selling, exchanging, importing, exporting, processing and dealing in all kinds of yarn man- made fibre including continuous filament yarn, false twist yarn, crimping yarn, stretch yarn etc. or artificial silk yarn and all types of synthetics, fiber or fibers whatsoever for textile, industrial and other uses, staple fibres, staple fibre yarn (also know as spun yarn) and such other fibre, fibres or fibrous materials or allied products, bye-products or substances or substitutes for all or any of them or yarn or yarns for textiles, industrial and other uses as may be practicable or deemed expedient and to sell, buy, import, export, exchange or otherwise deal in cloth and other fabrics and textiles whether manufactured by the Company or not.
6. To purchase, take on lease, under licence or concession or in exchange, or obtain assignment of or otherwise acquire lands or every description and tenure, buildings, works, licences, leases and any rights and privileges or interest therein and explore work, exercise, develop and to turn to account the same.
7. To purchase, take on lease or in exchange or under amalgamation licence or concession or otherwise absolutely or conditionally, solely or jointly with others and make, construct, maintain work, hire, hold, improve, alter, manage, let, sell, dispose of, exchange road, canals, water courses, lands, buildings, warehouse, works, factories, mills.

8. To carry on research and development work and experiments in relation to any synthetic substances, the application or process thereof.
9. To employ experts to investigate and examine into the condition, prospects, value, character and circumstances of business concerns and undertakings and or any assets, property or rights.
10. To carry on trade or business which may seem to the Company capable of being conveniently carried on in connection with any of the Company's objects or calculated directly or indirectly to enhance the value of or render profitable any of the Company's properties or rights or which it may be advisable to undertake with a view of improving, developing, rendering valuable or turning to account any property moveable or immovable belonging to the Company or in which the Company may be interested.
11. To manufacture, buy, sell, treat, exchange, alter, install, work, improve, import and otherwise deal in all kinds of plant, machinery apparatus, tools, utensils, necessary, useful or convenient for carrying on the business which the Company is authorised to carry on or usually dealt in by persons engaged therein.
12. To purchase, take in exchange or lease, rent or otherwise acquire any machinery, plant raw or stock, stock-in-trade or other moveable property or any land, hereditaments and estates and any property and effects thereon or used or connected therewith or with any such business as aforesaid and to acquire any concessions, leases, rights, easements, licences, privileges and interest in land which the Company may think desirable to obtain for the purposes of working or extending and developing the Company's business.
13. To apply for, tender, purchase or otherwise acquire any contracts, sub-contracts, licences, and concessions for or in relation to the objects or business herein mentioned or any of them and to undertake, carry out, dispose of or otherwise turn to account the same.
14. To sub-let all or any contracts from time to time and upon such terms and conditions as may be thought expedient.
15. To demolish erect, construct, enlarge, alter or maintain buildings, shed, structures of every kind necessary or convenient for the Company's business.
16. To open, establish and maintain branch offices, depots, show service stations, agencies and workshop for the purpose of business of the Company in India and foreign countries.
17. To insure with any other Company or person against loss, damages, risk and liabilities of all kinds which may affect this Company.
18. To purchase or buy any other means acquire and protect, prolong, and renew any patents, patent rights, brevets, d'invention, licences,

protections and concessions which may appear likely to be advantageous or useful to the Company and to use and turn to account and to manufacture under or grant licences or privileges in respect of the same and to spend money in experimenting upon and testing and improving or seeking to improve any patents, inventions or rights, which the Company may, acquire or propose to acquire.

19. To establish, provide, maintain and conduct or otherwise subsidise research laboratories and experimental workshop for scientific and technical research and experiments; to undertake and carry on scientific and technical researches, experiments and tests of all kinds to promote studies and researches, to the scientific and technical investigation and inventions by providing, subsidising, endowing our assisting laboratories, workshops, libraries, lectures, meetings and conferences and by providing or contributing to the remunerations, of scientific or technical professors or teachers and by providing or contributing to the award of scholarships, prizes, grants to students or otherwise and generally to encourage, promote and award studies researches, investigations, experiments, tests and invention of any kind that may be considered likely to assist any business which the Company is authorised to carry on.
20. To adopt such means of making known the products of any/or service rendered by the Company as may seem expedient and in particular by advertising in the press, over the radio, televisions, by circulars, by sky-writing, by purchase and exhibitions of works of art or interest, by publication of books and periodicals and by granting prizes, rewards and donations.
21. To acquire and undertake the whole or any part of the business property and liabilities of any person, firm or company carrying on any business which the Company is authorised to carry on or by possessed of property suitable for the purpose of this Company.
22. To manage, let, mortgage, sell, under-let, dispose of or otherwise develop, turn to account all or any of the property or rights of the company whether immoveable or moveable including all and every description of apparatus or appliances and to hold, use, cultivate, work, manage, improve carry on and develop the undertaking land and immoveable and moveable property and assets of any kind of the Company or any part thereof.
23. To enter into partnership or into any arrangement for sharing profits, amalgamation, union of interest co-operation, joint venture, reciprocal concession or otherwise or amalgamate with any person or Company carrying on or engaged in, or about to carry on or engage in any business or transaction which the Company is authorised to carry on or engaged in or any business undertaking or transaction and to take or otherwise acquire share and securities of any such Company and to sell, hold, reissue with or without guarantee or otherwise deal with the same.
24. To enter into agreements for collaboration, technical financial or otherwise, with any person or persons, whether Indian or Foreigners



Firms Companies or Bodies Corporate, whether incorporated in India or outside India and with Government or any Local Body or Authority whether Indian or Foreign.

25. To sell, let, exchange or otherwise deal with the undertaking to the Company of any part thereof for such consideration as the Company may think fit and the particular for shares, debentures or securities of any other Company having objects altogether or in part similar to those of this Company and if thought fit to distribute the same among the shareholders of the Company.
26. To pay for any properties, Trade marks, rights or privileges, acquire by the Company, either in shares of the Company or partly in shares and partly in cash or otherwise.
27. To pay for any properties, Trade marks, rights or privileges acquire by the Company, either in shares of the Company or partly in shares and partly in cash or otherwise.
28. To underwrite, acquire, take up and hold shares, stocks, debentures, debenture-stock, bonds, obligations and securities issued or guaranteed by any company constituted or carrying on business in India or in any foreign country, and debentures, debenture-stock, bonds, obligations and securities issued or guaranteed by any Government. Sovereign Rulers, Commissioners, public body, or authority supreme, municipal, local or otherwise whether at home or abroad.
29. To carry on the business of dyeing, bleaching, mercerising, calendering, printing, combing, preparing, spinning, weaving, manufacturing, selling, buying and otherwise dealing in yarn, lien cloth and other goods and fabrics made from raw cotton, flex, hemp, jute, wool, and other materials.
30. To remunerate whether monetarily or otherwise any person, firm or company for services rendered or to be rendered in placing or assisting to place or guaranteeing the placing of any of the shares in the Company's capital or any debentures, debenture-stock or other securities of the Company or in or about the formation or promotion of the Company or the conduct of its business.
31. To remunerate the servants of the Company or others, out of and in proportion of the profits of the Company or otherwise as may be thought fit.
32. To promote any other company for the purpose of acquiring all or any of the property and liabilities of this Company or for any other purposes which may seem directly or indirectly calculated to benefit this Company.
33. To lend money or property on mortgage of immovable property or on hypothecation or pledge of moveable property without security to such person on such terms as may seem expedient and in particular to customers of and persons having dealing with the Company.

34. To guarantee the payment of money unsecured or secured by or payable under or in respect of promissory notes, bonds, debentures, debenture-stock, contracts, mortgages, charges, obligations, instruments and securities of any Company or of any authority, supreme, municipal, local or otherwise or of any person whomsoever, whether incorporated or not incorporated and generally to guarantee or become sureties for the performance of any contracts or obligations.
35. To obtain any order or act of Legislature or Parliament for enabling the Company to obtain all powers and authorities necessary or expedient to carry out or extend any of the objects of the Company or for any other purpose which may seem expedient and to oppose any proceedings on application which may seem calculated directly or indirectly to prejudice the Company's interest.
36. To aid, pecuniarily or otherwise any association body or movement having for any object the solution, settlement or surmounting of industrial or labour problems or troubles or the promotion of industry or trade.
37. To undertake and execute any trust, the undertaking of which may seem to the Company desirable and either gratuitously or otherwise.
38. To enter into any contracts or agreements for purchase of plant, equipment and technical services or for any arrangements with the Government of India or of any State of India or with any Foreign Government or State or Private Corporation, any Authorities, municipal, local or otherwise, or with any persons that may seem conducive to the Company's objects or any of them and to apply for and obtain and to purchase or otherwise acquire from any such Government, state or authority or Corporation or persons any rights, powers, privileges, licences, decrees, sanctions, grantstand concessions whatsoever (whether statutory or otherwise) which the Company may think it desirable to obtain and acquire and to carry on, exercise and comply with any such contracts, agreements, arrangements, rights, powers, privileges, licences, decrees, sanctions, grants and concessions.
39. To provide for the welfare of employees or ex-employees of the Company or its predecessors in business and the wives and families or the dependents or connections of such persons by building or contributing to building or houses, dwellings or chawls or by grants of moneys, pensions, allowances, bonuses, profits sharing bonuses or benefit or any payments or by creating and from time to time subscribing to provident and other associations, institutions, funds, profits, sharing or other schemes, or trusts and by providing or subscribing or contributing towards places or instruction and recreation, hospital and dispensaries, medical and other attendances and other assistance as the Company shall think fit.
40. To create any depreciation fund, reserve fund, sinking fund, insurance fund or any special or other fund whether for depreciation

or for repairs, improving, extending or maintaining any of the property or other assets of the Company or for redemption of debentures of transferable preferences shares or for any purpose whatsoever conducive to the interest of the Company.

41. To make, draw, accept, endorse, execute and issue cheques, promissory notes, bills of exchange, hundies, bills of lading warrants, debentures and other negotiable or transferable instruments.
42. To accumulate funds and to invest or otherwise employ money belonging to the Company upon any shares, securities or other investments whatsoever and upon such terms as may be thought proper and from time to time to vary such investment in such manner as the Company may think fit.
43. To acquire any share, stocks, debentures, debenture-stock, bonds, obligations or securities by original subscription, participation in syndicate, tender, purchase, exchange or otherwise and to subscribe for the same, either conditionally or otherwise and to guarantee the subscription and to exercise and enforce all rights and powers conferred or incidental to the ownership thereof.
44. To undertake dyeing, bleaching, mercerising, calendering or printing of yarn, cloth, cotton in process, raw cotton, silk, wool, jute, hemp and other fibres for any person or persons, firm or firms, company or companies at rates, to be fixed by contract or otherwise by the Directors.
45. To carry on business as spinners, weavers, remstichers, platers, knitters, embroiders, tailors, dressmakers, customers, clothing manufacturers, carpet and sport goods, manufacturers, gloves, hatters, dyers, cleaners, washers, bleachers, printers, drapers brae and belt makers.
46. To invest and deal with the moneys of the Company in any investments, moveable or immovable in such manner as may from time to time seem expedient and be determined.
47. 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 convertible into shares of this 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, provided that the Company will not transact any business which will fall within the purview of the Banking Regulation Act, 1949, subject to the provisions of Section 58A and directives of R.B.I.

48. To dedicate, present or otherwise dispose of either voluntarily or for value any property of the Company deemed to be of national, public or local interest to any national trust, public body, museum, corporation or authority or any trustees for or on behalf of any of the same or for the public.
49. To appropriate, use or layout land belonging to the Company for street, parks, pleasure grounds, allotments, and other conveniences and to present any such land so laid out to the public or to any persons or Company conditionally or unconditionally as the Company may think fit.
50. To distribute any of the property of the Company among the members in specie or kind subject to the provisions of the Act in the event of winding up.
51. 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 on shares or debentures issued at the premium by the Company and any moneys arising from the sale by the Company of forfeited shares.
52. To subscribe or otherwise to assist or to guarantee money to charitable, benevolent, religious, scientific, national public or other institutions or objects or for any exhibition.
53. To pay all the costs, charges or expenses of and incidental to the promotion, formation, registration and establishment of the Company and the issue of its capital.
54. To do the above things and all such other things as are incidental to or as may be thought conducive to the attainment of the above objects or any of them in India or any other part of the world and as principals, agents, contractors, trustees or otherwise and either alone or in conjunction with others.
55. To take part in the formation, management or supervision or control of the business or operation of any company or undertaking and to appoint and remunerate and Directors, administrators, managers or accountants or other experts or agents subject to the provisions of Companies Act.

**C. OTHER OBJECTS :**

56. To carry on the business of manufacturers of and dealers in chemicals of any nature and kind whatsoever and as wholesale or retail chemicals, druggists, analytical or pharmaceutical chemists, dry-salters, oil and colour men, importers, exporters and manufacturers of and dealers in heavy chemicals, alkalis, acids, drugs, tanins, essence, pharmaceutical, sizing medicinal, chemical, industrial and other preparations and articles of any nature and kind whatsoever, mineral and other waters, soaps, cements, oils, flats, paints, varnishes, compounds, rubbers, chemicals or preparations, drugs, dyestuffs organic or mineral, intermediates, paints, and

colour grinders, makers of and dealers in articles of all kinds of electrical, chemical, photographic surgical and scientific apparatus and materials and to manufacture, refine, manipulate, import and deal in salts and marine minerals and their derivatives, bye-products and compounds of any nature and kind whatsoever, and to undertake production of raw materials and components such as propellants, manufacture of Aerosole, to undertake such ancillary activities or to procure from the market services for plastic coating of bottles, printing of bottles and cans, internal lacquering of cans, etc. or to get such services rendered through elsewhere.

57. To carry on the business of garage proprietors, taxi cab, omnibus and other public or private conveyance proprietors, motor car dealers, repairers and dealers in motor accessories of all kinds.
58. To buy, sell, refine and deal in bullion, specie, coin, precious metals and in goldware, silverware, filigree and other jewellery.
59. To carry on all or any of the business of proprietors of flats, mainsonnettes, dwelling-houses, shops, offices, and clubs and for these purposes to purchase, take on lease, or otherwise acquire and hold any lands or buildings of any tenure or description wherever situate or rights or interests or connected therewith; to prepare building sites, and to construct, re-construct pull down, alter, improve, decorate, furnish and maintain flats, mainsonnettes, dwelling houses, shops, offices, clubs, buildings, works and conveniences of all kinds to lay out roads and pleasure gardens and recreation grounds, to plant, drain or otherwise improve the land or any part thereof.
60. To carry on the business of producers and manufacturers of and dealers in industrial and other quality of Nitro Bensene, nitro toluene, formal-de-hyde, hexamine and other allied chemicals, fine chemicals, petro-chemicals and preparations or any compounds thereof by any process used in industries and elsewhere.
61. To buy, sell, import, export or otherwise deal in oil cakes, cattle-food, fertilisers, manures, vermicides etc. and also to engage in the business of agriculturists.
62. To carry on all or any of the business of importers of, wholesale and retail dealers of and in leather goods, household furniture, iron mongery, turnery and other household effects and thing and utensils crockery earthenware, and cutlery articles, ornaments stationery and fancy goods, dealers in provisions, confectionery, tea, coffee, spices, drugs, chemicals, bicycles, tricycles, perambulators and other article and commodities of personal and household use and consumption of agents of any manufactured goods, materials, provisions and produce.
63. To deal and sell iron, stone, bricks, earth, mica, lead, tin, copper, graphite, asbestos and other material and mineral substances, and to manufacture and well petrol, fuel goods, by-products or other products.

64. To buy, acquire, have, lease lands, farms, sheds, dispensaries, hospitals, for live-stock, and to do the business of cattle rearers and farmers.
65. To carry on business as dairy-produce and farm-produce dealers and as producers and dealers in farm, garden and dairy produce of all kinds.
66. To purchase, acquire, keep, maintain, breed, sell or otherwise dispose of all kinds of cattle, cows, buffaloes, pigs, poultry farm and live or dead stock of other description.
67. To carry on the business of precision, mechanical, electrical, and structural engineering in all its branches, consulting engineers and contractors, and developers.
68. To re-sell, exchanged re-purchase, mortgage, let out for hire, or otherwise deal with lands, buildings, machinery, engines, plants and materials and other things necessary or useful for the purposes of the Company also to purchase, sell or contract for the purchase or sale for immediate or future delivery and either for cash or on credit cotton (Indian, American, Egyptian or of any other country), wool, skins, hemp, flex, jute, yarn, waste, and cloths of various fibres and all stores and materials, chemicals and things necessary or useful for ginning, preparing combing, pinning, weaving, manufacturing, dyeing, mercerising, printing and bleaching purposes, also metals, stores and other articles and things for the use of any licence or inventions or for the exercise of any methods or process useful for the Company's business and all other products of the Company.
69. To sell or dispose of the machinery, fibres, materials and other things mentioned in the last proceeding clause and also all the other products of the Company in Bombay or elsewhere and either for cash or on credit and either for immediate or future delivery and to send the same for sale to any place that may be deemed expedient.
70. To purchase, acquire or take on lease the business, goodwill, property and interest of any spinning or weaving mill or any ginning or pressing factory or any dye works or other business of similar nature of kindred character to or with those of the Company or any factory situate anywhere in India or to amalgamate with or purchase the business goodwill property and assets of any or more Company or Companies carrying on any spinning, weaving, ginning or pressing or dyeing business or any textile business anywhere in India.
71. To carry on business as financiers, mortgage brokers, financial agents and advisers.
72. To carry on business as manufacturers, importers, exporters of and dealers in plastics, bakelite, celluloid and other similar materials and goods articles and products of every kind and description manufactured wholly or partly out of any of the said materials,

electrical accessories, telephone equipment, gramophone records, insulated wires, and components, parts or accessories for all industries;

73. To carry on business as manufacturers, importers and exporters of and dealers in leather, chamois leathercloth, hides, skins, shagreen, artificial, leather, rubber, oil cloth, linoleum, leather clats, leggings, gloves, purses, boxes, trunks, suitcases, attache cases, protmenteau, fancy goods, bags, saddlery, boots and shoes, hose, washers, belting and goods made from all or any of the aforesaid materials and generally to carry on business as tanners, curriers, leather dressers, harnes makers, whinmakers, gliders, cleaners, dyers, reviviers, upholsterers and furniture makers.
74. To carry on business of manufacturers of universal tools, cutters, printing machines, belt sanding machines, gauges, and service tools and undertake service jobs of other firms or bodies corporate.
75. To carry on business as colliery and mine proprietors oil merchants, engineers, electricians, metallurgists, metal merchants, machinery merchants, joiners and woodworkers, wood and timber merchants, cool, coke, and fuel merchants, manufacturing chemists, quarry owners and stones sand, gravel, lime, cement and fertilisers, manufacturers and glass manufacturers, brick and tile makers, pottery proprietors, metallic residue and bye-products dealers, iron-mongers and hardware dealers.
76. To carry on business as manufacturers and dealers in coal, coke, firewood, fuel, and oil merchants cilliery proprietors, colliery mineral agents, coal and coke importers and exporters, shippers, and factors, ship owners and lighterman, shipping forwarding agents, dock, wharf and quarry owners, whar-finger, warehouse proprietors, patent, fuel manufacturers, carriers, hauliers and cartage contractors, garage proprietors, taxi cab and motor coach and omnibus, proprietors, jobmasters hay, corn and seed merchants, quarry owners, lighting, heating and ventilating engineers, suppliers of building and decorating materials, wireless goods dealers and exporters and importers of any dealers in, goods and produce generally whether manufactured or not.
77. To carry on the traders or business of iron master, steel makers, steel, converters, colliery proprietors, coke manufacturers, miners, smelters, enginers, tin plate makers and iron founders in all their respective branches.
78. To carry on the business of block-makers, stereoos, matrices, printers, lithographers, steno-typers, electrotypers, photographic printers, photo- lithographers, engravers, dieskiners, envelope-makers, machine rulers, numerica printers, papers, card board and paper bag manufacturers, type-founders, designers and dealers in or manufacturers of any other articles of things similar or analogous to the foregoing or any of them or connected therewith.
79. To undertake and execute the work of printing of commercial jobs, magazines, weeklies daily papers, souvenirs, catalogues, cartons, price-lists and such other materials.

80. To act as advertising agents for newspaper releasers, cinema slides, posters and other advertising media.
81. To manufacture and sell all types of packing materials.
82. To carry on business as house, land and estate agents and to arrange or undertake the sale, purchase or advertise for sale or purchase, assist in selling or purchasing and find or introduce purchasers or vendors of and to manage land, buildings and other property, whether belonging to the Company or not, and to let any portion of any premises for residential, trade or business purposes, or other private or public purposes, and to collect rents and income and to supply to tenants and occupiers and other refreshments clubs, public halls, messengers, lights, waiting rooms, reading rooms, meeting rooms, lavatories laundry conveniences, electric conveniences, garages and other advantages.
83. To carry on the business of producers and manufacture quality of and dealers in industrial and pharmaceutical equality of Chloroforms, methyl, alcohol, hydrochloric acid, hydrocarbons, ethane, and other allied chemicals and preparations of any compounds thereof by any process used in industries, pharmacies and hospitals.
84. To carry on any business relating to the mining and working of materials, the production, manufacture, and preparation of any other materials which may be usually or conveniently combined with the engineering or manufacturing business of the company, or any contracts undertaken by the Company and either for the purpose only of such contracts or as an independent business.
87. To transact and carry on all agency business.

And it is hereby declared that :-

- (i) the word "Company" (save when used with reference this Company) in this Memorandum shall be deemed to include any partnership or other body or association of persons whether incorporated or not and wherever domiciled.
- (ii) nothing in this paragraph shall authorize the Company to do any business which may fall within the purview of the Banking Regulation Act, 1949, or the Insurance Act, 1938.

IV The liability of the Member is limited.

V \*# (a) The Authorised Share Capital of the Company is Rs. 86,00,00,000/- (Rupees Eighty Six Crores Only) divided into 71,00,00,000 (Seventy One Crores) Equity Shares of Rs.1/- (Rupee One) each and 1,50,00,000 (One Crore Fifty Lakh) Non- Cumulative Preference Shares of Rs.10/- (Rupees Ten) each.

(b) Any share of the original or increased capital may from time to time be issued with guarantee or any rights or preference whether in respect of dividend or



of repayment of capital or both or any other special privilege or advantage over any shares previously issued or then about to be issued or with deferred or qualified rights as compared with the shares previously issued or subject to any provisions or conditions and with any special right or limited rights or without any rights or voting, and generally on such terms as the Company may from time to time determine.

The rights of the holders of any class of shares, for the time being forming part of the capital of the Company, be modified, affected, varied, extended or surrendered either with the consent in writing of the holders of three-fourths of the issued shares of the class or with the sanction of a Special resolution passed at a separate meeting of the holders of those shares.

**\*THE SPECIAL RESOLUTION FOR INCREASE IN AUTHORISED SHARE CAPITAL OF THE COMPANY FROM Rs. 30 CRORES TO Rs. 50 CRORES WAS PASSED BY SHAREHOLDERS IN THE 18TH ANNUAL GENERAL MEETING HELD ON 15TH SEPTEMBER, 2011.**

**#THE SPECIAL RESOLUTION FOR INCREASE IN AUTHORISED SHARE CAPITAL OF THE COMPANY FROM Rs. 50 CRORES TO Rs. 86 CRORES WAS PASSED BY SHAREHOLDERS IN EXTRA-ORDINARY GENERAL MEETING HELD ON 17TH JANAUARY 2016.**