

THE COMPANIES ACT, 1956
COMPANY LIMITED BY SHARES
MEMORANDUM OF ASSOCIATION
OF
BICO TWITEX PRIVATE LIMITED

- I. The Name of the Company is BICO TWITEX PRIVATE LIMITED.
- II. The Registered office of the Company will be situated in the State of Gujarat.
- III. The objects for which the Company is established are :

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

- 1. To carry on the business as manufacturers, traders, spinners, weavers, processors, importers, exporters, wholesalers, retailers, yarn texturisers, yarn sizers, yarn twisters, agents of and dealers in natural and synthetic and man made fibre cloth and yarns and other material including cotton, jute, silk, wool, temp, flax, nylon, art silk and polyster and to texturise, twist, crimp, size, bleach and dye such yarns and to make, produce, process, bleach, dye, print, weave, tuff, and finish fabrics made from such yarns.

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

2. To amalgamate, enter into partnership or into any arrangement for sharing profits, union of interests, co-operation, joint venture or reciprocal concession or for limiting competition with any person or company carrying on or engaged in or about to carry on or engage in business or transaction which the company is authorised 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.
3. To apply for, promote and obtain any Act of legislature, charter, privilege, concession, licence or authorisation of any government, state or other authority for enabling the company to carry any of its objects into effect or for extending any of the powers of the company for effecting any modification of the constitution of the company or for other purpose which may seem expedient and to oppose any proceedings or application which may seem calculated directly to prejudice the interests of the company.
4. To enter into any arrangements with any governments or authorities or any person or company that may seem conducive to the objects of the company or any of them and to obtain from any such Government, authority, person or company any rights, privileges, charters, contracts, licences and concessions which the company may think it desirable to obtain and to carry out and exercise and comply therewith.
5. To purchase or otherwise acquire and undertake the whole or any part of any interest in the business, goodwill, property, contracts, agreements, rights, privileges, effects and liabilities of any other person, company, corporation, partnership, body of person carrying on or having ceased to carry on business which the company is authorised to carry on or possessing property suitable for the purpose of the business of the company upon such terms and subject to such stipulations or considerations and at or for such price or consideration (if any) in money, shares, money worth or otherwise, as may be deemed advisable.
6. To apply for, purchase or otherwise acquire and protect and renew patents, patent rights, inventions, trade-marks, designs, licences, concessions and the like, conferring any rights exclusive or non-exclusive or limited rights to their use or any secret or other information as to any invention which may seem capable of being used for any of the purposes of the Company and to use, exercise, develop or grant licences in respect of, or otherwise turn to account the property, rights or information so acquired and to expend money in experimenting upon testing or improving any such patents, inventions or rights.
7. To build, construct, alter, maintain, enlarge, pull down, remove or replace and to work, manage and control any buildings, offices, factories, mills, shops, machinery, engines, roads, ways, tramways railways, branches or sidings, bridges, reservoirs, watercourse, wharves, electric works and conveniences which may seem calculated directly or indirectly to advance the interest of the company.



8. To vest any movable or immovable property, rights of interest acquired or received by or belonging to the company to any person or persons or company on behalf of or for the benefit of the company with or without any declared trust in favour of the company.
9. To insure the whole or any part of the property of the Company either fully or partially, to protect and indemnify the Company from liability or loss in any respect either fully or partially.
10. To acquire by the concession, grant, purchase, barter, lease, licence or otherwise either absolutely or conditionally and either solely or (jointly) with others, any houses, lands, farms, water-rights, way leaves, privileges, rights and hereditaments and other movable or immovable (property) of any description in India or elsewhere. ②
11. To sell or dispose off the undertaking of the company or any part thereof for such consideration as the company may think fit and in particular for shares, debentures, or securities of any other company having objects altogether or in part similar to those of this company.
12. To invest and deal with the monies and other assets of the company not immediately required in any manner.
13. To lend and advance money with or without security or give credit to such persons, companies, corporations, or firms and on such terms as may seem expedient and in particular to its customers and others having (dealing) with the company provided that the company shall not carry on the business of banking as defined under the Banking Companies Regulation Act, 1949 and to release or discharge any debt or obligation owing to the company. ①
14. Subject to section 58A of the Companies Act, 1956 and rules thereunder and directions of Reserve Bank of India, to receive money on deposit or loan and borrow or raise in such manner as the company shall think fit, and in particular by the issue of debentures, debenture-stock perpetual or otherwise and to secure the repayment of any money borrowed, raised or owing by mortgage charge or lien upon the properties or assets of the company, both present and future including its uncalled capital and also by similar mortgage, charge or lien to secure and guarantee the performance by the company or any other person or company of any obligation undertaken by the company or any other person or company as the case may be.
15. To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, warrants, debentures and other negotiable or transferable instruments.
16. To pay out of the funds of the company all expenses which the company may lawfully pay with respect to the formation and registrations of the company or the issue of its capital including brokerage and commission for obtaining applications for or taking, placing or underwriting or procuring the underwriting of shares, debentures or other securities of the company.
17. To pay for any rights or property acquired by the company and to remunerate any person or company whether by cash payment or by the allotment of the shares, debentures or other securities of the company credited as paid up in full or in part or otherwise.



18. To finance or assist in financing the sale of goods, articles or commodities which the company is authorised to produce or deal in by way of hire purchases or deferred payment or similar transactions and to institute, enter into, carry on, subsidise, finance or assist in subsidising or financing the sale and maintenance of such goods, articles or commodities upon any terms whatsoever, to acquire and discount hire-purchase or other agreements or any rights thereunder (whether proprietary or contractual) and to import, export, buy, sell, barter, exchange, pledge, make advance upon and otherwise deal in such goods, produce articles and merchandise.
19. To guarantee the performance of any contract or obligation of any company *Having similar object,* firm or persons and to guarantee the payment and repayment of the capital and principal interest or premium payable on any stock, shares and securities debentures, debenture stock, mortgages, loan or other securities issued by any company, corporation, firm or person including (without prejudice to the said generality) bank overdrafts, bills of exchange and promissory notes and generally to give guarantees and indemnities.
20. To acquire, subscribe, 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, ruler, commissioners, or public body or authority, supreme, municipal, local or otherwise whether at home or abroad.
21. To acquire any shares, stocks, debentures, or debenture stock, bonds, obligations or securities by original subscription, contract, tender, purchase exchange or otherwise and whether or not fully paid up by underwriting or participation in syndicates 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.
22. To establish or promote or concur in establishing or promoting any companies or company for the purpose of acquiring the property, rights, and liabilities of the company or for such purposes 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 shares, debentures or other securities of such other company.
23. To open bank accounts of any type including overdraft account and to operate the same in the ordinary course of business.
24. To take or hold mortgages, liens, and charges to secure the payment of the purchase price or any unpaid balance of the purchase price of any part of the company's property of whatsoever kind sold by the company or any money due to the company from purchasers, customers and others.
25. To manufacture, buy, sell, exchange, alter, improve, prepare for market and otherwise deal in plant, machinery, apparatus, tools, utensils, receptacles, substances, materials, articles and things necessary or convenient for carrying on the businesses of the company.



26. To exercise all or any of its corporate powers, rights and privileges and to conduct its business in all or any of its branches in the Union of India and in its states, territories and possessions and in foreign countries and for this purpose to have and maintain and to discontinue such number of offices and agencies therein as may be convenient and to procure the company to be registered or recognised in any part of the world.

27. To carry on any business or branch of a business which the company is authorised to carry on by means or through the agency of any subsidiary company or companies and to organise, promote and incorporate such subsidiary company or companies and to enter into any arrangement with such subsidiary company for taking the profits and bearing the losses of business or branch so carried on, or for financing such subsidiary company or guaranteeing its liabilities, or to make any other arrangements which may seem desirable with reference to any business or branch so carried on including power at any time and either temporarily or permanently to close any such branch or business.

X ~~28. To appoint or nominate Directors or Managers of any subsidiary company or of any other company in which this Company is or may be interested.~~ ② 42

29. To build, construct, establish and run schools, canteens, libraries, places of clubs, playgrounds, for the benefit of employees and their families.

30. Subject to the provisions of the Companies Act, 1956, to distribute among the members in specie any property of the Company or any proceeds of sale or disposal of any property of the Company in the event of winding up.

31. To refer or agree to refer any claim, demand, dispute or any other question by or against the Company or in which the Company is interested or concerned and whether between the Company and any member or members or his or their representatives or between the Company and third parties to arbitration in India or in any place outside India and to observe, perform and to do all acts, deeds, matters and things to carry out or enforce any award. *in accordance with the provisions of Indian Arbitration Act.* ① 42

32. To buy, sell, repair, alter and exchange let on hire, import, export and deal in articles and things which may be required for the purposes of any of the said business or commonly supplied or which may seem capable of being profitably dealt with in connection with any of the said business.

33. To establish and maintain or procure the establishment and maintenance of any contributory or non-contributory pension or super-annuation, provident or gratuity funds for the benefit of and give or procure the giving of the donations, gratuities, pension, allowances or emoluments to any persons who are or were at any time in the employment or service of the company, or of any company which is a subsidiary of the company, or is allied to or associated with the company or with any such subsidiary company or who are or were at any time directors or officers of the company or of any such other company as aforesaid and the wives, widows, families and dependants of any such persons and also to establish and subsidise and subscribe to any institutions, associations, clubs or funds calculated to be for the benefit of or to advance the interests and well being of the company or of any such other company as aforesaid and make payments to or towards the insurance of any such persons as aforesaid and to any of the matters aforesaid, either alone or in conjunction with any other company as aforesaid.



34. To accept gifts, be^{queath} or donations of any movable or immovable property or any rights or interest therein from members or other.

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Having
Similar
objects.

35. To employ agents or experts to investigate and examine the condition, prospects, value character and circumstances of any business concerns and generally of any assets, properties or rights.

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36. To subscribe, contribute, gift or donate any money, rights or assets for any national, educational, religious, charitable scientific, public, general or useful objects or to make gifts or donations of money or other assets to any institutions, clubs, societies, associations, trust, scientific research associations funds, universities colleges or any individual or bodies of individuals or bodies corporate.

37. To undertake or promote scientific research related to business or class of business in which the company is interested.

38. To repair, alter, remodel, clean, re^{novate}, convert, manipulate and prepare for resale and resell any goods from time to time belonging to the company.

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39. To explore, examine, investigate, test, make experiments, obtain reports, opinions of experts, certificates, analysis, surveys, plans, descriptions and information in relation to any property or right which the company may acquire or become interested in or may propose to acquire, to become interested in or with the view of discovering properties or rights which company may acquire or become interested in and so engage, employ, pay fees to retain the services of and send to any part of the world, agents, exporters, technical experts, engineers, ~~lawyers, counsels~~

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40. To adopt such means of making known the business of the company as may seem expedient and in particular by advertising in the press radio, television or other media by circulars, by purchase and exhibition of works of art, by publication of books and periodicals and by granting prizes, rewards and donations.

(C) OTHER OBJECTS :

0.73 41. To act as financial and/or investment consultants on behalf of individuals, firms, companies and other persons in relation to stocks, shares, bonds, securities, debentures, fixed and other deposits, estates, property.

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0.74 42. To carry on the business as financial ~~advisers~~ and to advise and assist in financial, ~~costing~~, accounting, internal control matters, to advise and assist in the preparation of revenue and capital budgets, development of funds, long term planning or utilisation of resources for rehabilitation, renewal, expansion and diversification, procuring bank and institutional finance including cash credit facilities, overdraft facilities, subscription of debenture and term loans, to assess the needs of short and long term credit facilities and raising of resources, to advise and assist in the formulation of internal control procedures for the maintenance and preservation of all assets and prevention of fraud, wastage, financial and cost accounting procedure and other connected matters, to advise and assist in formulating long term financial policies and control of their execution.

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43. To carry on the business of finance brokers registrar and transfer agents, issue houses or insurance agents and acting as an insurance brokers and agents of underwriters, consultants, assessors, valuers, surveyors, mortgage brokers and undertaking the provision of hire purchase and credit sale finance and of acting as factors and brokers (provided that nothing contained herein shall enable the Company to carry on the business of Banking as defined in the Banking Companies Regulation Act, 1949).
44. To carry on, acquire and/or take over business in India and/or elsewhere in the world, in all its aspects as capitalists, financiers merchants shroffs, underwriters, landed proprietors, builders, contractors, miners, carriers by land, water or air, charterers, warehousemen, muccadums, ginners, pressers, packers, mill owners and concessioners.
45. To carry on business as merchants, traders, commission agents, buying and selling agents, brokers adatias, buyers, sellers, importers, exporters, dealers, collectors in India or elsewhere and to import, export, buy, sell, barter, exchange pledge, mortgage, advance upon or trade and deal in goods, produce, articles and merchandise.
46. To carry on the business of advisers on problems relating to the administration and organisation of industry and business and training of personnel for industry and business and to carry on all or any of the business of industrial business and personnel consultants and to advise upon the means and method for extending developing and improving businesses or industries and all systems or processes relating to the production, storage, distribution, marketing finance and sale of goods and/or relating to the rendering of services. ① *See*
47. To provide personnel recruitment services and to carry on business of industrial consultants and providing management services by providing personnel services, accountants, typists, salesman, supervisors, workers and labourers, incur expenses for transportation, postage, stationery and other auxillary and incidental expenses for the business of service contract entered into by any person.
48. To carry on, acquire and/or take over business in India and elsewhere in the world, forward and/or ready as exporters, importers, merchants, adatias, agents, brokers and dealers in shares, securities, debentures, bullion seeds and cotton.
49. To carry on the business of civil engineers, mechanical engineers, structural engineers, automobile engineers, electrical engineers, consulting engineers, marine engineers, textile engineers, agricultural engineers, aeronautical engineers, aviation engineers, chemical engineers, refrigerating, airconditioning, insulating and heating engineering activities and/or services, steel makers, fabricators, iron founders, welders, boiler makers, tool makers, brass, copper, aluminium and other metal founders, metal presses, metal rollers, sheet metal workers, mill wrights, mechanists, metal rolling mills, metal converters, manufacturers of metal, metal fittings and other utensils, iron and steel converters, smiths, wood workers, carpenters, builders, wheel-wrights, metallurgists, castings, pressings, stamping, water supply engineers, gas makers, wire drawers, wire weavers, tube pipe and tool manufacturers, moulders, fitters, saddlers, galvanisers, enamellers, electroplaters, painters, annealers, silver platers, chromium plates, nickel-



platers, varnishes, vulcanisers, polishers, brass founders, packing case makers, containers, drums, pressure vessel, enamellers, smelters, ball and roller bearings, compressors, medium and light machines and tools, industrial and agricultural implements and machinery carriers, contractors, merchants, sand blast proprietors, blast furnace proprietors, asbestos manufacturers, electric and chromium platers, and to buy sell, manufacture, repair, convert, alter, let on hire and deal in explosives, ammunition, water proofers, plasters, metals, plant and equipment, machinery tools, appliances, instruments, implements, rolling stock, mechanical, scientific appliances, devices and apparatus.

50. To develop, design, assemble, manufacture, fabricate, produce, import, export, buy, sell, operate, run, let on hire, and to deal in plants, machineries, tools, equipments, appliances, spares, implements, accessories, petrol, and diesel engines for land reclamations, forest, cleaning, spraying, thrashing, harvesting, sowing, ploughing, digging and machinery used in agricultural operations, tractors, earth moving machinery including road rollers, bull-dozer, dumpers, scrapers, loaders, shovels, drag lines, light engineering goods, cycles, sewing machines and their components, and industrial machinery including bearings, speed reduction units, pumps and machine tools.
51. To carry on business as manufacturers, dealers, stockists, importers and exporters of forgings, castings, stampings of metals, machinery parts, moulds, press tools, jigs, fixtures, injection and compression moulding, steel products, automobile parts and spare parts
52. To carry on business as manufacturers, dealers, stockists, exporters and importers of hardware items including bolts, nuts, nails, rivets, hinges and hooks.
53. To manufacture, assemble, fabricate, import, export, buy, sell, distribute, lease out or otherwise deal in hand tools such as spanners, wrenches, pliers, water pump pliers, allenkeys, screw drivers, wrench pipes, chisels, sledge hammers, pick axes, nuts, bolts, bolt clippers, wire cutters, hacksaw blades, socket sets, vices, screws, automatic machineable materials, dies, tools, jigs, fixtures, electronic and mechanical instruments, goods and equipment and allied products used in any industry or for defence, communications, aviation, transport, medical research, recreational, educational or domestic purposes and instal, service or repair, overhaul and maintain all such equipments.
54. To prospect, search, get, work, raise, make merchantable, sell and deal in iron, coal, ironstone, brickearth, mica, lead, tin, copper, graphites and asbestos.
55. To carry on business relating to the mining and working of minerals, production and working of metals, coal bricks, clay, limestone and other substances and the production, manufacture either for the purposes only of such contracts or as an independent business and to undertake and execute any contracts for works involving the supply or use of any machinery and to carry out ancillary or other works comprised in such contracts.
56. To carry on business of acquiring, purchase, lease, concession, licence, permit, exchange, gift, grant and to obtain, own, buy, sell, hold, mining, lands, concessions, easements, claims, seams veins, beds, wells, channels.



sands, mineral deposits, springs and sources of supply containing and producing or believed to contain or to be capable of containing and producing ores, metals and minerals, crude petroleum oil and other oils, vegetable, animal and mineral, natural gas, natural products, oil, petroleum, salt, vegetable, animal and mineral substances and chemicals.

57. To manufacture, refine, manipulate, import, export and deal in salts and marine minerals and their derivatives, by-products and compounds.
58. To manufacture, import, export, buy, sell, distribute and deal in iron, steel, aluminium, brass, copper alloy, bimetal, lead, silver and all other ferrous and non-ferrous metal pipes, seamless or otherwise, tubes, sheets, rods, squares, strips, plates, coils, condensers, steel, wires, ingots, circles, by products and parts in all their respective branches, and metals, metal alloys, amalgams in any form or shape.
59. To carry on business as manufacturers, processors, exporters, importers, distributors and dealers synthetic resins such as alkyd resins of oxidising, semi-oxidising, or non-oxidising varieties, modified alkyd resins of phenolated, styrenated, acrylated, siliconized, thixotropic, water-soluble, chain-terminated or vinylated types, pure or modified phenolic resins, estergum, rosin, rosin modified maleics, hydrogenated rosins and rosin derivatives, rosin modified alkaloids, amino resins, saturated and unsaturated polyesters, exosies, polyamides, ketonic resins, acrylic resins, thermoplastic and thermosetting resins, hydrocarbon resins ~~and~~ vinyl resins of different types, polymeric plasticizers, polyethers, polycarbonates, silicones, cellulosic plastic, thermosetting and thermoplastic materials, plastic and resinous, materials, elastomer emulsions, polymers, surface active and tanning agents. ①
60. To carry on business as manufacturers, processors, refiners, extractors, exporters, importers and dealers of chemicals, including basic chemicals, organic chemicals, inorganic chemicals, heavy chemicals, rubber chemicals, chemicals and chemical fertilizers, dyes, dyestuff and dyestuff intermediates, pesticides, including insecticides, fungicides, herbicides, weedicides, drugs and pharmaceuticals, including biological and therapeutic preparations, hormones including plant growth activators and regulators components and ingredients.
61. To own, manufacture, buy, hire, sell, let on hire, ply for hire, import, export, utilise, exchange, repair, alter, convert, improve and otherwise deal in chemicals and dyestuff pigment machineries, plants and equipment including chemical vessels, regulators, autoclaves, driers, pulverisers, centrifuges, filtration equipments and glasslined vessels.
62. To carry on the business as manufacturers and dealers in plastics materials, industry styrene, polystyrene, process styrene, vinyl chloride, polyvinyl chloride, polyethylene, polyolefines, vinyl acetate and copolymers of one or more of the above, ~~acrylics and nylon~~, rilsan and similar thermoplastic moulding compositions, including prefabricated sections and shades cellulose plastic and other thermosetting and thermoplastics materials (of synthetic or natural origin) oxygen, nitrogen, hydrogen, halogens, hydrocarbon gases, including ethylene and acetylene, propylene, butadiene butanes and gualogues and allied type re-agents, agricultural chemicals, insecticides, fumigants, weedicides, pesticides, colouring materials, pig- ①



ments and paints, varnishes, lacquers, finishers, dyes, toners, rubber chemicals, plastic and resinous materials, elastomers, gums, glues and adhesive composition, plasticizers, surface, active agents, tanning agents, coating resins, drugs and pharmaceutical chemicals, solvents, marine chemicals, synthetic fibres, fertilizers and industrial chemicals, acids, alkalis, hormones and trace elements.

63. To carry on business as manufacturers of and dealers in coal-tar, carbon black petroleum, petroleum products, natural and synthetic coal gas, refinery gas, fibres and films.
64. To carry on the business of manufacturing and compressing helium, nitrogen, oxygen, acetylene, carbon-dioxide, sulphuric acid, carbonic acid, and gases and acids, ice, aerating machinery and parts thereof and the business of sellers of and dealers in machinery, chemicals and other chemicals, incidental to the manufacture of such gases and acids, machinery and part thereof and to transact, preparing processes and mercantile business that may be necessary or expedient and to purchase and vend the materials and manufactured articles including gas cylinders and parts thereof.
65. To explore, search, drill, prospect, mine, quarry, win, dig for, dredge, sink wells, raise, crush, wash pump, smelt, roast, assay, refine, distil, process, analyse, extract, open, work, develop, improve, operate, reduce, amalgamate, blend, compound, manipulate, compress, absorb, convert, produce, manufacture, maintain, manage, treat and prepare for market, store, tank, warehouse, transport, pipe, convert, import, export, sell, buy, exchange, distribute, barter and otherwise treat and deal in oils, vegetable animal and mineral, natural gas and natural gas products, salt, gold, silver, nickel copper, iron steel, manganese, cobalt, coal, coke, platinum, palladium, sodium and other ores, metals and minerals, vegetable, animal and mineral substances chemicals and by-products and derivatives of the foregoing.
66. To carry on the business of electrical engineers, electricians, contractors, manufacturers, constructors, suppliers of land, dealers in electric and other appliances, electric motors, fans, lamps, furnaces, household appliances, batteries, cables, wire lines, dry cells, conductors accumulators, lamps and works and to generate, distribute and supply electricity for the purpose of light, heat, motive power and for other purposes for which electrical energy can be employed, and deal in apparatus and things required for or capable of being used in connection with the generation, distribution, supply, accumulation and employment of electricity, including in the term electricity, power that may be directly or indirectly derived there from or may be incidentally hereafter discovered in dealing with electricity.
67. To carry on business as manufacturers and dealers and repairers in radios, radiograms, transistors, wireless instruments and devices, loud speakers, tape-recorders, record players, microphones, television sets, video tapes and video reproducers, amplifiers, gramophones, musical instrument and records and voice and sound reproducing and amplifying instruments.
68. To purchase, sell, import, export, repair, hire, let out on hire, alter, exchange, manufacture and to deal in room-coolers, air conditioners, desert



coolers, iron presses, steam presses, mixers, toasters, type-writers, sewing and printing machines, air conditioning equipment and ice cream manufacturing machine.

69. To carry on business as manufacturers and dealers and repairs of teleprinters, loudspeakers, telecommunication and electronic equipments, telephone equipments, radars, business machine and their components, including valves, transistors, resistors, condensers and coils.
70. To carry on business as manufacturers, stockists, importers and exporters, repairers and dealers in dynamos, motors, armatures, magnets, batteries, conductors, insulators, converters, switch boards, cookers, engines, guns, presses, insulating materials and generally electrical plant appliances and supplies.
71. To carry on business of builders and contractors, architects, decorators, merchants and dealers in stone, sand, lime, bricks, cements, timber, hardware, and other building materials and acting as house agents.
72. To establish and work cement manufacturies and to carry on the business of cement manufacturers, limeburners and ceramics, including sanitary fittings and china ware.
73. To erect, build, construct, alter, equip, acquire, maintain or replace and to work, manage, control and sell any buildings, factories, sheds, ware houses workshops, docks, shipyards, agricultural farms, animal and poultry farms, cold storage plants, stores, dwellings, mills, shops, offices, roads, railway sidings, bridges, water sheds, drains, reservoirs and conveniences which may seem necessary or useful for the purposes of the company and to subsidise, contribute to or otherwise assist or join other person, government or authority in carrying out the aforesaid things. ② SL
74. To acquire develop and turn to account any land acquired by the company or in which it is interested and in particular by laying on and preparing the same for building purposes, constructing, altering, pulling down, ~~decorating~~, maintaining, fitting up and improving buildings and by planting paving draining ~~fencing~~ ~~cultivating~~ and letting buildings on agreement and by advancing money to and entering into contract and arrangement with builders. ④ SL
75. To carry on the trade or business of dealing in and agents for lands, building, factories, houses, flats, and other residential, commercial, agricultural and mining properties and construct, maintain and alter residential, commercial and industrial plots and properties and give them on lease, rent.
76. To carry on the business of manufacturing, producing, processing, clearing, scouring and bleaching, dyeing, disinfecting, renovating and laying of carpets, underlays, articles of floor and covering furnishing fabrics and materials.
77. To manufacture or deal in bricks, tiles, sanitary ware, bath room fittings plastic, clay or other material, earthenwares, pottery articles, china and terracotta and to carry on business as quarry masters and stone and fixture, flushing cisterns, commodes, wash basins, pipes and tubes of merchants.



78. To carry on the business as manufacturers, importers, exporters, retailers, and dealers of and in medical, medicinal, surgical, dental, anatomical, orthopaedic, obsteric, contraceptive, gynaecological, veterinary, chemical, electrical, photographic, scientific and industrial apparatus and appliances.
79. To carry on the business as manufacturers of or dealers in or as stockists, importers, and exporters, repairers of *operating* tables, operating lights, head mirrors, fowlers, beds, wheel chairs, trolleys, cupboards, incubation tubes, anaesthetic equipments, including oxygen cylinders, body scanners, X-Ray operators, X-Ray units, X-Ray equipments, and surgical instruments.
80. To purchase, sell, import, export, produce or deal in preserved vegetables, tinned-fruits, and food products, foodgrains, develop and exploit farms, horticulture, agricultural, animal husbandry, dairy, poultry and allied farming lines which can be conveniently carried on in farming business.
81. To cultivate, grow, produce or deal in any agriculture, vegetable or fruit products, and to carry on the business of farmers, dairymen, milk contractors, dairy farmers, millers, surveyers, and vendors of milk and milk products, condensed milk and powder milk cream, cheese, butter, poultry, fruits, vegetables, cash crops and provisions, growers of and dealers in corn, hay and straw, seedsmen and nurserymen and to buy, sell, manufacture, and to carry on business of staple foods and medicinal preparations from milk, vegetable and animal products associated with the farming interests which may be advantageously carried on by the company.
82. To carry on the business of manufacturers and producers of fats, plasticizers, extenders, dips, sprays, vermifuges, fungicides, medicines and remedies of all kinds for agricultural, fruit-growing or other purchases or as remedies for men or animals and vegetable life and whether produced from vegetable or animal matter or chemical, biological or synthetic process.
83. To open or acquire or purchase, and hold tea gardens, estates and plantations as shall be considered expedient for the purposes of the Company and to plant, cultivate, export, buy and sell tea, tea seed, to prepare, manufacture and render the same marketable.
84. To cultivate coffee, cinchona, rubber, fruits, vegetable, flowers and trees and to carry on the business of planters, cultivators, winnowners and buyers of fruits, dried, or otherwise, vegetables, flowers, minerals of the soil, to prepare, manufacture, and render remarketable such produce and to sell, dispose off such produce, either in its prepared, manufactured or raw state and either by wholesale or retail.
85. To carry on business as breeders of, dealers of and dealers in livestock (including in that term horses, asses, donkeys, mules, pigs, cattle, sheep, goats and other animals), cattle rearers, sheep farmers, poultry farmers, graziers, live-stock, eggs, meat and produce salesman, importers and exporters of live-stock, and to carry on the trades or business of fellmongering tanning and dealers in hides, fat, tallow, grease and offal.
86. To manufacture, purchase, sell, import, export and deal in agricultural inputs, fertilizers, manures, diesel, engines, pumping sets, seeds, insecticides, tools and appliances.

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87. To acquire, take over, promote, establish and carry on the business of seed crushers and manufacturers of and dealers in groundnut, ginger, castor, cotton, mowra, linseed, rape and mustard cakes, oil, extractors by crushing, chemicals, cake and oil, manufacturers, oil, soap boilers, manufacturers of floor cloths and floor covering, markers and manufactures of cattle food and feeding and fattening preparations meal manufacturers, grain and seed merchants, flex, cotton, groundnut, gingery, mowra and castor merchants, cake and corn merchants, millers, flour merchants, biscuit makers, hay fodder and straw merchants, varnish makers and oil manufacturers.
88. To carry on the business of common carriers, to carry goods, animals and passengers on land, water or air, on such lines and between such places, as the Company from time to time determine, by means of motor lorries, motor taxis, motor minibuses, and other transport conveyances whether propelled or moved by petrol, diesel, oil, kerosene oil, powerine and other oils, electricity, atomic energy, steam, vapour gas or other motor or mechanical power or otherwise.
89. To carry on trade or business of manufacturing, assembling, buying, selling, reselling, exchanging, altering, importing, exporting, hiring, letting on hire, distributing, or dealing in railway carriages, wagons, carts, vehicles, rolling stocks and conveyance whether for railway, tramways, road field or other traffic or purposes and also railways and tramways, plant and machinery, materials and things applicable or used as accessories thereto and of letting or supplying of the things hereinbefore specially to coal proprietors, railway and other companies, other persons and of repairing and maintaining the same respectively whether belonging to this company or not and of sellings, exchanging and otherwise dealing in the same respectively.
90. To establish, maintain and operate shipping transport and ancillary services (Public and Private) and for the purposes or as an independent undertaking to purchase, take in, exchange, charter, hire, build, construct or otherwise acquire, and to own, work, manage and trade with ships and boats of any description and kind or any shares, stocks or securities of Companies possessed of or interested in any ships and to maintain, repair, fit out, refit, improve, alter, sell, exchange or let out on hire purchase or charter or otherwise deal with and dispose off the ships.
91. To carry on the business of travel agents, forwarding and clearing agents, lightermen, wharfingers and to repair clean, store, lease, charter or hire for any period or number of journeys, cars, lorries, buses, trucks, tractors, boats, ships, aircrafts, carriages, motor buses, cabs, aeroplanes, sea planes, gliders and to carry on business as dealers of petrol, spirit, diesel, atomic and other fuels, vehicles and conveyances.
92. To carry on the business of dealers, importers, exporters, stockists, distributors, wholesalers and retailers of components parts, used for automobiles, locomotives, tractors, cycles, vehicles and conveyances and their engines, chassis and bodies.
93. To carry on the business of designing, developing, manufacturing, assembling, buying, selling, reselling, exchanging, altering, importing, exporting, hiring, letting on hire, distributing or dealing in ships, boats, launches, submarines and other underwater vessels aeroplanes, aero-engines, air ships, sea planes, flying boats, hydro planes and aircrafts and other mobile



or stationary equipments and conveyances of every description and kind for transport of conveyance of passengers, merchandise or goods of every description whether propelled or moved or assisted by means of petrol, spirit, electricity, steam, oil, vapour gas petroleum, mechanical, animal or any other motive power and component parts, accessories, equipments and apparatus for use in connection therewith.

94. To manufacture, produce, purchase, sell, import, export or otherwise deal in magnets, magnet products, magnet tools and implements and magnetic remote control devices, motors and generators.
95. To manufacture, produce, prepare, press, vulcanize, repair, retread, export, import, purchase, sell and to carry on business in tyres and semi-tyres of different types of vehicles, industrial tyres, inner tubes and repair materials.
96. To carry on business of timber and lumber merchants, wood dealer, lumber yard and saw mill proprietors and to buy, sell, prepare for market, import, export and deal in timber and wood and to manufacture and deal in furniture and fixtures in the manufacture of which timber or wood is used, to carry on the business of logging and lumbering, purchasing, acquiring and leasing timber berths and so far as may be deemed expedient, the business of general merchants which may seem to the company capable of being conveniently carried on in connection with any of the above, or calculated directly or indirectly to render profitable or to enhance the value of the company's property or rights for the time being.
97. To carry on business as manufacturers, buyers, sellers, importers, exporters, dealers, and agents of different varieties of paper such as writing, printing, wrapping, tissue, poster paper, cover paper, newsprint paper for packing, including transparent paper, corrugated and craft paper, synthetic paper, paper board, card board, coloured paper, leather board, mill boards, paste board, straw board, hard board, fibre board, chip boards, pulp boards and varieties of speciality paper and carbons, inks, parchment, corks and pulps whether mechanical, semi-chemical or chemical including dissolving pulp, packing cartons, newspapers and photographic raw films and materials used in the manufacture or treatment of paper.
98. To manufacture, fabricate, produce, prepare, extract, process and finish, import, export, buy, sell, install, survey estimate and to carry on business of printing inks, oil and colour paints, and enamels, lacquers, stovepolishes, films, carbon papers, crayons, typewriting rubbers, black and grey papers, black leather, book binders, boards, marking and stenciling inks, artificial stones and black tiles, insulating materials, electric buffing powders, printers ink and black paint, distempers, dry colours, minerals, disinfectant turpentine, painting brushes and items that can be manufactured or dealt with in connection with the business of the company and compounds, derivatives, intermediates and by-products.
99. To carry on the business of stationers, printers, lithographers, stereotypers, electrotypes, photographic printers, photolithographers, engravers, dye-sinkers, envelope manufacturers, book binders, account book manufacturers, machine rulers, numerical printers, paper bag and account book makers, box makers, type foundry, photographers, manufacturers of and dealers in playing, visiting, railway, restive, complimentary and fancy



cards and valantines, dealers in stamps, agents, for the payment of stamp and other duties, advertising agents, designers, draughtsmen, ink manufacturers, pen, ball pen and pencil manufacturers, books sellers.

100. To carry on business as manufacturers of or dealers in or as stockists, importers and exporters of packing material including bottles, jars, fibrite boxes, corrugated containers, aluminium foils, cartons, rods, wires, ropes, strips, conductors, equipment required for generation, distribution and transmission of electric energy, cables, motor, fans, lamps, furnaces, batteries and accumulations.
101. To carry on business as proprietors of publishing house and as publishers publishing periodicals, magazines, newspapers, journals and other library works, catering to various interests pertaining to medical, social, moral, commerce, industry and trade in all languages whether on payment of royalty or not.
102. To carry on the business of interior and exterior decorators, construction contractors, furnishers, designers, consultants and planners of buildings and landscapes and upholsterers.
103. To construct, build, equip and maintain cold storage, storage chambers, refrigerators, room coolers and freezing house for the storage and preserving of fruits, vegetables, fish, meat, agricultural products, milk and dairy products, dehydrated food, provisions and medicines.
104. To carry on the business of running hospitals, nursing homes, clinics, dispensaries, maternity homes, child welfare and family planning centres, diagnostic centres, pathological laboratories, X-Ray clinics and running creches.
105. To acquire, collect and gather by fishing purchase all varieties of sea food (including prawns, shrimps, lobsters and pomfrets) and to process, pack and prepare the same for sale and export.
106. To plant, cultivate, produce and raise sugarcane and acquire, construct and operate sugar mills, distillery and bonded laboratory and to carry on the business as manufacturers of dealers in sugar, gur, khandsari, sugar-candy, chocolates and toffees.
107. To acquire, construct, operate, buy, sell or work flour mills, dal and besan mills, rice mills, paper mills, oil refineries, spinning and weaving mills, soap and stone mills, and candle manufacturing factories.
108. To carry on the business as bakers and manufacturers of and dealers in bread, flour, rava, maida biscuits and farinacious compounds.
109. Subject to the provisions of the law in force from time to time to carry on business as brewers, distillers and manufacturers of and merchants and dealers in vinegar, acetic acid, glucose, spirits, beers, porter, malt, hops, grain, meal yeast, aerated water, carbonic acid gas, mustard, pickles, sauces, condiments.
110. To carry on the business of tobacconists and to sell, make up and manufacture tobacco cigars, cigarettes, snuff.

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111. To purchase, sell, import, export, manufacture, and to carry on the business of distributing agents or dealers in perfumes, creams, unguents, hair dressings, washes, pomades, dyes, cosmetics, skin preparations, soaps, oils, oleaginous and vapracious substances, beauty specialities, toilet requisites, preparations and accessories of manufacture, make up, prepare, buy, sell and deal in all articles, substances and things commonly or conveniently used on in or for making up, preparing or packing any of the products in which the Company is authorised to deal or which may be required by customers.

- Part 11*
112. ~~To manufacture and/or carry on business of preparing, processing, spinning, doubling, weaving, combings, scouring, sizing, bleaching, colouring, dyeing, printing and finishing, working or manufacturing cotton, wool, silk, flax, linen, hemp, jute, artificial silk, rayon, nylon and other fibres or textile substances, whether natural or synthetic whether animal, vegetable or in mineral in any state and whether similar to the foregoing substances or not and treat and utilise and deal in any waste arising from any such operations, carried out by the company or otherwise as also allied activities such as stitching, manufacturing and trading in garments.~~

113. To carry on the business as manufacturer, repairer, importer, exporter or otherwise dealers in furniture and fixtures made from wood, brass, steel, fibre, glass, plastics or other alloys and to carry on the business by wholesale or retail and dealers in and hirers, repairers, cleaners, storers and warehousemen of furniture, carpets, linoleums, furnishing fabrics, and other floor coverings, household utensils, china and glass goods, fittings, colourful curtains, hand-made, home furnishings and carpets, household requisites capable of being used therewith or in the maintenance and repair thereof.

114. To carry on the business as manufacturers and dealers as drapers, costumers, robe, dress and mantle makers, tailors, silk mercers, makers and suppliers of princely wears, clothing, lingerie, and trimmings corset makers, furies, general drapers, haberdashers, millners, hosiers, gloves, lace makers and dealers, feather dressers and merchants, hatters, dealers in fabrics and materials, synthetic fibres, handspun, hand-woven, khadi, cotton, silk and wollen fabrics.

115. To carry on the business as manufacture of and dealers in boots, shoes, clogs, footwear and leather and plastic goods, boots, laces, buckles, leggings, boot polishes, accessories and fittings.

116. To undertake and carry on the business as manufacturers assemblers, fabricators of dry cells, inert cells and batteries accumulators and storage batteries, cadmium, rechargeable batteries, flash lights, carbon electrodes, zinc callots and appliances and replacements parts.

Subject to Law

- Subject to Law*
117. [To carry on business as goldsmiths, silversmiths, jewellers, gem merchants, electroplaters, dressing bag makers, importers and exporters of bullion, and buy, sell and deal (wholesale and retail) in bullion, precious stones, jewellery, watches, clocks, gold or silver plates, cups, shields, electroplated, cutlery, crockery dressing bags, bronzes, articles of virtue, objects of art as the company may consider capable of being conveniently dealt in relation to its business and to manufacture and establish factories for manufacturing goods for the above business.

118. To manufacture watches and clocks or their accessories and parts and to act as whole-sale or retail dealers thereof and to import and export them.
119. To manufacture, purchase, sell, import, export and deal in metallic toys, mechanical and electrical toys, dolls, plastics and wooden toys, musical toys and educational toys and games.
120. To manufacture and deal in earthenware, pottery or articles of clay, cement, gypsum, sand or a combination of two or more of them and to carry on the business of these products of the Company or allied thereto.
121. To carry on the business as manufacturers of or dealers in glass products including sheet and plane glass, optical glass, glass wool and laboratory ware.
122. To carry on business, subject to law of hotel, restaurant, cafe, tavern, beer house, refreshment rooms and lodging house keepers, importers and manufactures of aerated, mineral and artificial waters and other drinks, caterers for the public generally dairymen, ice merchants and proprietors of clubs, baths, dressing rooms, libraries, grounds and places of amusement, recreation sports and entertainment.
123. To carry on the ^{business} of film manufacturers, film apparatus manufacturers, film producers, both sound and silent, happordrome and circus proprietors, managers of cinema houses, theatres, picture places and studios. To carry on the business of letting or subletting, the use of cinema hall theatres, picture places, studios or other machinery, apparatus building, or structure of the Company for purposes of use, exhibitions, display of films, dramatic or theatrical performances, concerts, or other entertainments of amusements or objects allied to or of similar kind as or the Company and to provide for the production, direction, exhibition representation, display whether by mechanical means or otherwise of plays, open-air or other theatrical performances, operas, vadeuilles, ballets, pantomimes, juggling, mesmeric, yogic, hypnotic and spectacular.
124. To acquire or set up and run schools, colleges, training and professional institutions, and music art and dance centres.
125. To carry on the business of a steam and general laundry, and to wash, clean, purify, scour, bleach, wiring, dry iron, colour, dye, disinfect, renovate and prepare for use articles of wearing apparel, household, domestic and other cotton, silk and woollen fabrics, repair, let on hire, alter, improve, treat and deal in apparatus, machines materials and articles which are capable of being used for any such purposes.
126. To carry on the business of warehousemen, stores, custodians, surveyors, assessors, provisions of safe deposit vaults and auctioneers of goods and articles and to issue receipts, certificates and warrants to persons warehousing good and articles with the Company.
127. To establish, provide, maintain and conduct or subsidise research laboratories and experimental stations, workshops for scientific and technical researches and experiments, to undertake and carry on scientific, economical, commercial, financial, scientific and technical researches

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experiments and tests to promote studies and researches both scientific and technical sub investigation and inventions and selling the process know how to the clients by establishing, providing, subsidising and endowing or assisting laboratories."

128. To provide services including consultancy and contract services relating to pollution control, corrosion, prevention, testing, fire-fighting, safety, security, waste, disposal, port and harbour development, to generate, develop, extract, manufacture, deal in sell, hire or lease as the case may be, energy, food and by-products from the sea, harbours, estuaries, rivers, lakes, dams, mechanical, hydraulic, physical, chemical or other means or processes, and manufacture, patent deal in, sell, hire or lease as the case may be energy, food and by-products from the sea, harbours, estuaries, rivers, lakes, dams and other socures through mechanical, hydraulic, physical, chemical, or other means or process and to manufacture patent deal in, sell, hire or lease such equipment, devices and processes mentioned in this sub-clause.
129. To undertake, carry out, promote and sponsor rural development including any programme for promoting the social economic welfare of or the uplift of the public in any rural area and to incur any expenditure on any programme of rural development and to assist execution and promotion thereof either directly or through an independent agency without prejudice to the generality of the foregoing, "Programme of Rural Development" shall also include any programme for promoting the social and economic welfare of or the uplift of the public in any rural area likely to promote and assist rural development and the wards "rural area" shall include such areas as may be regarded as rural areas for the purposes of the Income-tax Act, 1961 or any other law relating to rural development for the time being in force and in order to implement any of the above mentioned objects or purposes, transfer or subject to the provisions of the act divest the ownership of any property of the Company without consideration or at a fair or concessional value to or in favour of any public or local body or authority or Central or State Government or any trust or society registered under Societies Registration Act or Bodies Corporate registered under the Companies Act, 1956, engaged in the programme of rural development.
130. To carry on the business of advertising contractors and agent, to acquire and dispose of advertising time, space or opportunities in any media, to undertake advertising and promotional campaigns to acquire and provide promotional requisites which may be usefully carried on in connection with such business.
131. To undertake, carry out, promote whether directly or through an independent agency any programme for the conservation of natural resources and the directors may in order to implement the above, transfer without consideration or at such fair and concessional value as the directors 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 trustees of funds as they may approve, without prejudice to the generality of the foregoing object.



132. To carry on the business of manufacturers, fabricators, traders, importers, exporters, and dealers in drilling machinery, engine, motor pump and its spare parts, rotatory, ~~B-T-R~~, Diamond structure of oil well, perkings, calyx, pilling and horizontal and intend machinery rings, air compressor 100 to 1000 CDM, drilling rod, mast operational table, winch, travelling chain, bloc, reduction connector, subs, ~~R-R-Bits-DTH-bits~~, Polit bits, Diamond bits, calyx perking bits, casing, casing shoe, core bits, core berral, plug, tap coupling, stabilizers, kelley spindle, matching, sloted casing (stainar) engine for drilling rig and pump, electrical motor for drilling, pump, including submercible pump, trubine pump, ejecto pump, mud pump, hydraulic pump, deep well pump, piston pump, recy protect-ing pump, centrifugal pump, oil pump, gearwala pump, wheel pump, air pump, pressure pump, power pump, hand pump, India Mark II pump, India Mark III pump, self primary pump, automatic tank, pressure tank and its spare parts, cylinder foot value lifter, get valve, check valve, cock, ~~and~~ and seamless pipe, ~~GPMs~~ seamless rods, safts, mud pump.
133. To carry on business of manufacturers, fabricators, traders, importers, exporters and dealers in alluminium, zinc, magnesium, alloy casting, forging of all types of engines, machine tools, automobile parts, and its accessories. (2) 2
134. To carry on business of geological surveyor for finding out mines, colliery, ground water and oil. (2) 2
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IV. The liability of the members is limited.

V. The Authorised Share Capital of the Company is Rs. 1,20,00,000/- (Rupees One Crores Twenty Lac Only) divided into 12,00,000 (Twelve Lacs) Equity Shares of Rs.10/- (Rupees Ten Only) each.

NOTE: The authorized capital has been changed from Rs. 60,00,000 to Rs. 1,20,00,000/- in the Extra Ordinary General Meeting held on 16th September, 2022



We the several persons, whose names and addresses are hereto, ⁽²⁾ subscribed, are desirous of being formed ¹⁸ a Company in pursuance of this Memorandum of Association and we agree to take the number of shares in the capital of the Company set opposite our respective names :

Name & Signature of Subscriber	Address, Description Occupation of Subscriber	No. of Equity Shares taken by each Subscriber	Signature of Witness
Chandreshkumar Varu- -bhai Patel S/o Varu- -bhai Dayabhai Patel. → Chandresh Patel.	"Patel Nivas" Ramdas nagar Tikotrapara BILASPUR (M.P.) Business	10 (TEN) EQUITY SHARES	Common witness for all <u>Harish</u> NIKUNJ A. SANGHVI 5% ARVINDKUNAR G SANGHVI 5% HARISIDDHA CHAMBERS 800 floor, Ashram Road Ahmedabad 380 014 Chartered Accountant
Piyush Kumar Natvar- bhai Patel. S/o Natvarbhai Khushalbhai Patel <u>Chakali</u>	B-14 Shivam Apt. Near S.C.Gandhi School Sumul Dairy Road SURAT BUSINESS	10 (TEN) EQUITY SHARES	
Umesh bhai Vanubhai Patel S/o Vanubhai Daya bhai Patel Umesh Patel	"Patel Nivas" Ramdas nagar Tikotrapara BILASPUR (M.P.) BUSINESS	10 (TEN) EQUITY SHARES	
Manish bhai Gaurdham bhai Patel S/o Gaurdham bhai Patel Manish Patel	Manish bhai Street P.O. Odhe Via Anand Business	10 (TEN) EQUITY SHARES	
	TOTAL	40 (FORTY) EQUITY SHARE	

Date ~~18~~ 2nd DAY OF AUGUST 1988

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