

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

GUWAHATI CARBON LIMITED

1. The name of the Company is **GUWAHATI CARBON LIMITED**
- ii. The Registered Office of the Company will be situated in the State of Assam.
- III. The object for which the Company is established are:
 - A. **THE MAIN OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION SHALL BE FOLLOWING:**

Main objects.

1. To carry on the business of purchase, sale, manufacture, calcine, refine, process, import export, distribution, to act as agent, broker, contractor or otherwise deal with raw and processed materials semi-products and products of coal, coke including petroleum coke, petroleum and petroleum products, chemicals, resins, pigments, dyes, alkalis, carbon and carbon products, ferro-alloys and ferro-alloys products, electrode carbon paste, carbon paste, and other allied items, by products and products made there from.
2. To carry on in India or elsewhere the business of manufacturers, processors, fabricators, drawers, founders, rollers and re-rollers or ferrous and nonferrous metals, steels, alloy steels, special and stainless steels, shaftings, bars, roles, flats and squares and other from scrap sponge iron pre-reduced billets and ingots, including manufacturing processing and fabricating of tubes, pipe fittings, utensils, Wire-nails, wire-ropes, and other wire products, screws expanded metal hinges, plates, sheets, strips, tools, rounds, circles angles and to manufacture other engineering products including hospital appliances and surgical instruments and to act as exporters and importers and dealers in all such allied merchandise.
3. To carry on business as iron workers, steel marks, electric and blast furnace proprietors, brass founders and metal makers, refiners and workers generally, iron and steel converters, smiths, tin plate makers manufacturers of machineries tools and implements, boilers makers and metallurgists.

4. To carry on the business of manufacturers, repairers, importers and exporters of and dealers in ferrous and non-ferrous castings of all kinds and malleable casting special alloys castings steel casting, gun-metal, copper, brass and aluminium castings and foundry of all kinds.
5. To carry on business of designing, manufacturing, developing, improving hiring repairing, buying, selling, a and in-forgings of all types of ferrous and nonferrous metals whatsoever and also the business of engineers, whether general consulting, mechanical, electrical, structural, marine, civil constructional or otherwise, general contractors, importers and exporters of and dealer in plant, machinery, articles properties and things of all kind including ores, scraps metals and hardwares.

B. OBJECT INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECTS

1. To buy, manufacture, repair, alter, improve, exchange, letout on hire, import, export, and deal in all factories works, plant and machinery, tools, utensils, appliances, apparatus, products, materials, substances articles and things capable of being used in any business which this company is competent to carry on required by any customers of or persons having dealing with the company or which may seem capable of being profitably dealt with in connection therewith and to manufacture experiment with, render marketable and deal in all products of residual and by-products incidental to or obtained in any of the business carried on by the company.
2. To purchase, take on lease or tenancy or in exchange hire, take options over to otherwise acquire for any estate or interest, whatsoever and to hold, develops, work, cultivate, deal with and turn to account concessions grants, decrees, licences, privileges, claims, options, leases, property, real or personal, or rights or powers of any kind which may appear to be necessary convenient for any business of the company and to purchase, charter, hire, build or otherwise acquire vehicles of any or every sort or description for use on or under land or water or in the air and to employ the same in the carriage of merchandise of all kinds or passengers and to carry on the business of owners of trucks, trams lorries, motor cars and of ship-owners and lighter-men and owners of aircraft.
3. To acquire by purchase, lease, or otherwise for the purpose of the company and real or personal property, rights or privileges and in particularly any land, buildings rights of way, essential licences, concessions and privileges, patents, patent rights, machinery, rolling stock, plant, accessories and stock in trade.
4. To acquire from time to time and to manufacture and deal in all such stock-in-trade goods, chattel and effects as may be necessary or convenient for any business for the time being carried on by the company.

5. To buy, purchase, sell, lease take on the lease exchange or otherwise acquire, lands, buildings, flats and apartments of any tenure or description in India or else-where for residential, business, manufacturing or other purposes and any rights easements, advantages and privileges relating thereto and either for investments or resale or for trafficking in the same and to turn the same into account, after, improve, decorate, develop, furnish and maintain offices, flats, houses, factories, godowns, shops, buildings and structures works and conveniences of all kinds of lands or immovable properties, purchased or acquired by the Company.
6. To build, construct, alter, maintain, enlarge, pull down, remove or replace and to work, manage and control any buildings, offices, factories, mills, shop, machinery, engines, roadways, branches of sidings, bridges, weirs, reservoirs, ware-houses, wharves, electric works and other works and conveniences which may see, calculated directly to indirectly to advance the interests of the company and to join with any other person or company in doing any of the aforesaid things.
7. To adopt such means for making known the business and/or products of this company or any company is which the company is interested as its agent, representatives or in any other way by advertisements in papers, periodicals, magazines through cinema slides and films, by issue of circulars, posters, calendars, playing cards, hoardings, by radio programme, T.V. programmes exhibitions, by publication of books, periodicals and by granting prizes, rewards and donations.
8. To make and enter into forward transactions, permissible by law, in raw materials other goods, merchandise and commodities in which the company is authorized to carry on business.
9. To execute and undertake trust the undertaking whereof it may seem desirable and connected with the welfare of company or its employees whether gratuitously or otherwise.
10. To apply for purchase or otherwise acquire, hold, protect and renew any privileges, licences, concessions, patents, trade marks, designs or other rights, powers or orders from the Central or State Government or any local or other authority in any part of the world to exercise, carry and work any powers rights and privileges so obtained.
11. To take on lease, hire purchase or acquire by licence or otherwise any land building rights privileges, movable or immovable property of any description which may be deemed necessary or convenient for the business which the company is authorized to carry on.
12. To lease, let out on hire, mortgages pledge, sell otherwise dispose of whole or any of the undertaking of the company or land property, rights or interest therein respectively in such manner and for such consideration as the company may think fit, and in particular for shares debentures of securities of any other corporation having objects altogether or in part similar to those of the Company.

13. To pay any premiums or salaries and to pay for any property right or privileges or assets acquired by the company or for services rendered in connection with the promotion of or the business of the company to acquire any property for the Company or otherwise either wholly or partially in cash or in shares, bonds, debentures or other securities of the Company and to issue any such shares, either as fully paid upon with such amount credited as paid up thereon as may be agreed upon and to charge any such bonds, debentures or other securities upon all or any part of the property of the Company.
14. To pay out of the funds of the Company all costs, charges and expenses which the Company may lawfully pay with respect to the promotion, formation, establishments registration of the company or the issue of its capital, including brokerage and commission for obtaining applications for taking placing or under writing or procuring the undertaking of shares debentures or other debentures or other securities of the Company.
15. To purchase or otherwise acquire and undertake all or any part of the business as going concern, property and liabilities of any person, firm, company or corporation carrying on any business which the company is authorized to carry on or possessed of property suitable for the purpose of the company.
16. To enter into partnership or into any arrangement for sharing profits, union interest, co-operation, joint venture, reciprocal connection or otherwise, or collaborate with any person or company carrying on or engaged in any business or transaction capable of being conducted directly or indirectly so as to benefit the company.
17. To promote any other Company for the purpose of acquiring all or any of the property of this company or advancing the object or interest there of and to take or otherwise acquire and hold shares in any such company, and to guarantee the payments of any debentures or securities issued by any such company.
18. To take or otherwise acquire and hold shares in any other company having objects altogether or in part similar to those of the company.
19. Subject to the provision of section 293A to contribute to institutions of philanthropic or charitable nature in general and promote, support or any charitable or public institution, society or club which may be for the benefit of company or its employees or may be connected with the town, place where the company carries on business.

20. To provide for welfare of the Directors or Ex-Directors or the employees or the ex-employees of the company, and the wives, widows and families, dependents or connection of such persons by building or by contribution to the building of houses, dwelling houses, chawls or by grant of money, pension, allowance, bonus or other payments or by creating and from time to time subscribing to provident and other funds and providing or subscribing towards school places of instruction, recreation club and hospitals, dispensaries, medical and other attendance and assistance as the company shall think fit.
21. To establish or support or aid in the establishment support of associations, institutions, fund, trust conveniences calculated to benefit employees or ex-employees of the company or the dependents or connections of such persons and to grant pension, and to make payments towards insurance and to subscribe or guarantee money or charitable or benevolent object or for any public, general or useful objects.
22. To undertake carry out, promote and sponsor rural development including any programme for promoting the social and economic welfare of or the uplift of the public in any rural area and to incur any expenditure on any programme of rural development and to assist execution and promotion thereof either directly or through an independent agency or in any other manner. Without prejudice to the generality of the foregoing “programme of rural development,” it shall also include any programme for promoting the social and economic welfare of or the uplift of the public in any rural area which Director consideration as likely to promote and assist rural development and that the words, rural area shall include such areas as may be regarded by the Directors rural areas and the Directors may at their discretion in order to implement any of the above mentioned objects or purposes transfer without consideration or at such fair or 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 Institutions or Trusts of Funds or Organisation(s) or person(s) as the Directors may approve.
23. To undertake, carry out, promote and sponsor or assist any activity for the promotion and growth of national economy and for discharging what the Directors may consider to be social and moral responsibilities of the company to the public or any section of the public as also any activity which the Directors consider likely to promote national welfare or social economic or moral uplift of the public or any section of the public and in such manner and by such means as the Directors may thing fit and the Directors may without prejudice to the general it of the foregoing undertake, carry out, promote and sponsor any activity for publication of any books, literature’s news papers etc. or for organizing lectures or

seminars likely to advance these objects or for giving merit awards, for giving scholarship loans or any other assistance to deserving students or other scholars or persons to enable them to prosecute their studies or academic pursuits or researches and for establishing, conducting or assisting any institution, fund, trust, etc. having any one of the aforesaid objects as one of its objects, by giving donations or otherwise in any other manner and the Directors may at their discretion in order to implement any of the above mentioned objects or purposes, transfer without consideration or as such fair or concessional value as the Directors may think fit and divest the ownership or any property of the company to or in favour of any public or local Body or Authority or Central or State Government or any Public institutions or Trusts or Funds or Organisation or person(s) as the Directors may approve.

24. To open banking accounts, draw, make, accept, endorse, discount, execute and issue cheques, promissory notes, bill of exchange and other negotiable or transferable instruments other than the business of a banking Company within the meaning of Banking Companies Act, 1949.
25. To create any reserve fund, sinking fund, insurance fund, dividend equalization fund or any other special fund, whether for depreciation or for repairing, improving, extending or maintaining any of the property of the company or any other purposes conducive of the interest of the Company.
26. To place, to reserve or to distribute as dividend or bonus among the members or otherwise to apply as the company may from time to time think fit. Any moneys received by the way of premium on shares or debentures issued at a premium by the company and any moneys received in respect of dividends accrued on forfeited shares and money arising from the sale by company or forfeited shares.
27. To invest and deal with the moneys and funds, belonging or entrusted to or borrowed by the company in India in buildings, articles, goods, negotiable instruments, loans advance against property or goods, Government, Municipal and other bonds and securities and in such manner, as may from time to time be determined, and to very such investments and transaction.
28. To borrow or take deposits and lend money to such persons and on such terms as may seem expedient and in particular to customers and to other persons having dealing with the company and to guarantee performances of contracts of persons having dealing with the company other than in the nature of banking business as defined in the Banking Companies Act, 1949
29. To draw, make, accept, endorse, discount, execute and issue, negotiate, assign, buy and sell or otherwise deal in cheques, drafts, promissory notes, bills of exchange hundies debentures, bonds, bills of lading, railway receipts, warrants and coupons and all other negotiable and transferable securities instruments and documents.

30. To open branches and offices of the company anywhere in India or any country in the world to appoint agents, managers and other officers and staff for the work of the company, constitute agencies of the company in India or any other country whatsoever.
31. Subject to section 58 A of the companies Act,1956 to borrow or raise money or to receive money on deposit or loan at interest or otherwise in such manner as the company may think fit and in particular by the issue of debentures or debenture stock (perpetual or otherwise) and convertible into shares of this or any other company or not and to secure the repayment of any such money borrowed, raised or receive or owing by mortgage, pledge, charge or owing by mortgage, pledge, charge or lien upon all or any of the property, assets or revenue of the company (both present and future) including its uncalled capital and to give the lenders or creditors the powers of sale and other power as may seem expedient and to purchase, redeem or pay off any such securities and also by similar mortgage, charge or lien to secure and guarantee the performance by the company or other person, firm or company of any obligation undertaken by the company or any other person, firm or of company as the case may be.
32. To act as exporters, importers, principal agents, contractors or otherwise either alone or in conjunction with others act by or through agents, subcontractors, trustees or otherwise for the attainment of the main objects
33. To train or pay for the training in India or abroad of any of the company's employees or any other candidate(s) in the interest and for the furtherance of the company's objects and business.
34. To open research laboratories for purposes of research work in the line, trade and business connected in any way with the objects of the company in order to promote and serve the cause of the industry in which the company may be engaged.
35. To enter into arrangement for joint working in business or for sharing profit or for amalgamation with any other company, firm or person carrying on business with similar objects as of the Company.
36. To pay brokerage or commission to any person or persons in consideration of his or their subscribing or agreeing to subscribe whether absolutely or conditionally for any shares or debentures of the company or procuring or agreeing to subscribe whether absolutely or conditionally for any shares or debentures of the company or procuring or agreeing to procure any subscription whether absolute or conditional for the same with brokerage or commission, may be paid either in cash or debentures or shares of the company credited as fully or partly paid up.

37. To negotiate and or enter into collaboration or any arrangements with any Indian or foreign person, companies, association or any other bodies or any Government authorities, Central, Municipal, local or otherwise.
38. To enter into any arrangements with the Government or authorities, Municipal, local or otherwise or any persons or company in India or abroad that may seem conducive to the objects of the company or any of them and to obtain from such Government, authority, persons or company and right, privileges charters contracts licences, concessions including in particular rights in respect of waterways power supply, road any highway, which the company may think it desirable any to carry out exercise and comply therewith.
39. To sell, improve, alter, manage, develop, exchange, lease, mortgage, enfranchise dispose off turn to account or otherwise deal with, all or any part of the lands, property, right, assets or undertaking of the company for such consideration as the company may think fit and in particular for shares, stock, debentures or other securities of any other company whether or not having objects altogether or in part similar to those of this company.
40. To distribute the company's property among the members in specie in the event of winding up the company.
41. To amalgamate with any other company having objects altogether or in part similar to those of this company
42. To procure the company to be recognised in any foreign country or place.
43. To carry on business in and have show rooms, shops, godowns, store-rooms, warehouse factories, workshops, research rooms, laboratories, exhibitions, theatres plans for demonstrations garages and other necessary places and to do and execute and such work there as may be thought fit or necessary and have lands, buildings, vacant plots and hire lands, vacant plots and buildings, for the purpose of manufacturing, producing, storing, repairing or otherwise keeping or dealing in all kinds of motor vehicles of any type whatsoever, for and in connection with the purpose and the business of the company.
44. To construct, erect, buy, acquire by construction or otherwise and maintain work-shops, factories, laboratories with facilities and conveniences for research, also if and when so desires by the Directors at their discretion and with power and authority to employ engage or utilise the services of part time or whole time advisers, motor car engineers and experts and mechanical engineers, technicians, workmen foreman and such other person as may do something which may help or be conducive to the business of this company.

45. To institute or defend any suit, prosecution or other legal proceeding, civil or criminal, which may be considered necessary or convenient for the business which the company is authorized to carry on.
46. 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 and also to insure and to protect and indemnify any part or portion thereof either on mutual principle or otherwise.
47. To carry on other business which may seem to the company to be capable of being conveniently carried on in connection with business of the company of calculated directly to enhance the value of all render profitable any one of the company's property of rights.
48. To undertake and execute any trusts or undertakings which may seem to the company desirable and either gratuitous or otherwise.
49. To carry on operate a technical service to provide development and research work on coal, coal including petroleum coke, petroleum and petroleum products, chemicals, resins, pigments, dyes, alkalis, carbon and carbon products, Ferro alloys and Ferro alloys products, Electrode carbon paste, carbon paste and other products and by products of the company and their uses and application, training of workers in operating equipments, manufacturing, Calcining Petroleum Coke and other products of the company and to work out and provide for use or resale or by licensing new or reformed technical know how or applications of Coal, Coke including Petroleum coke and other items specified herein or new processes.
50. To do all such other thing as are incidental or conducive in the opinion of the Board of Directors to the above objects any of them.

C. OTHER OBJECTS

1. To work mines or quarries and to prospect for, search for, get, crush, melt calcine, concentrate, refine, dress, amalgamate, manipulate prepare for market or otherwise exploit, import, export or deal in metals and metallic and non-metallic minerals of all kinds precious and other stones, and to carry out all kinds or mining and metallurgical operations and to carry on the business or manufacturing metals and metallic alloys including special alloys of all kinds and to manufacture galavanised and plated and clad irons and steels, sheets, circles, rods, electrodes and wires of all metals and alloys.

2. To acquire, construct, maintain, carry out, improve, works, alter, control and manage any buildings, sheds, roads, way, railways, sidings, ropeways, bridges, boats, steamships, airway, tunnels, water rights, wharves, canals, irrigation works, reservoirs, furnaces, stamping works, smelting works factories, warehouses, shops, stores and other works and convenience which the company may think conducive to any of its objects and to contribute to and take part in constructing, maintaining, carrying out, improving, working, controlling and managing such works or conveniences.
3. To carry on the business of manufacturing and dealers in petro-chemicals, chemical compounds and chemical products of any nature and kind whatsoever, importers, exporters, manufacturers of and dealer in heavy chemicals, acid, alkalis, petrochemicals, chemical compounds and elements of all kinds (solid, liquid and gaseous), drugs, medicines, pharmaceuticals, anti-biotic, resins, essences, solvents, plastics of all types, dyes, dyestuffs intermediates, textile, auxiliaries, artificial silks, staples fibers and synthetic fibers of all kinds and types, regenerated fibers and filamements, cellophane, colours, paints, varnishes, disinfectants insecticides, fungicides deodorants as well as bio-chemicals, pharmaceuticals and medicinal.
4. To manufacture, sell and carry on business of industrial gases, i.e., Oxygen, Acetylene, Argon, Carbon-Dioxide, Nitrous oxide, Freon, etc. in gas and in liquid form.
5. To establish, purchase, sell, take on lease, hire or otherwise, acquire and work any textile mill, power-looms or other mills cotton ginning and pressing, factory, Jute presses, hemp or other fiber presses, spinning mills, and chemical factories, waste plants or presses for pressing merchandise into bales and to cultivate, process, buy, sell, import, pledge, speculate, enter into forward transactions or otherwise deal in raw jute, cotton seed, flaz hemp and silk.
6. To carry on the business of farming, agriculture and horticulture in all their respective firms and branches and to grow, produce manufacture process, prepare, refine, extract, manipulate, hydrolyze, deodorize, grind, bleach, hydrogenate, buy, sell import, export or otherwise deal in all kinds of agricultural, horticultural, dairy, poultry and farm produce and products including food-grains, cereals, seeds, oil seeds, plants flowers, vegetables fruits, vegetable and edible oils, meat, fish, eggs and food and food products preparation of any nature or description whatsoever.
7. To carry on the business as manufacturers of and dealers in all sorts of rubbers and plastics and plastic products and tools.

8. To build, construct, alter enlarge, remove, pull down, replace, maintain, improve develop, work, run control and/or manage any buildings, hotels, clubs restaurants places of workshop pleasure grounds, parks, gardens reading rooms stores, shops and dairies.
9. To carry on the business of engineers, chemists, druggists, researchers, technicians, designers, advisers, testers, creators and contractor for all kinds of industries, business.
10. To carry on the trade or business of colliery proprietors, coal merchants miners smelters, engineers, and manufacturers of coke and other by products of coal in all their respective branches.
11. To manufacture, import, export, buy, sell, exchange, alter, improve, manipulate, prepare for market and otherwise deal in all kinds of plants machinery apparatus tools utensils, substances, materials and things for industrial, commercial and domestic use.
12. To act as technicians, consultants, service organisation and to give advice on technical and other aspects of production plantation, manufacture, mining, engineering etc and to take valuation and surveyor or to give expert advice and suggest ways and means for improving efficiency in plantations, factory, mills etc.
13. To carry on business as travel, tourism and booking agents or contractors and to arrange or provide for space, bookings, tickets reservations to tourists and traveling public or for foods and live-stocks for travel or carriage by roadways, railways, airways waterways and make arrangements with airlines, shipping or other concerns engaged in carriage or transport of passengers, live-stocks of goods in any manner and to arrange for boarding, loading, guides, cars and other transport carriers and various facilities needed by tourists, traveling public passengers other persons and concerns engaged in or desiring transport of gods live-stocks or passengers.
14. To carry on the business as producers, makers, dealers, analysers, investigators and consultants in public health and environmental engineering, water, sewage and effluent treatment, water, air and land pollution control, industrial engineering and for the purpose to carry on civil, structural mechanical, chemical, electrical, metallurgical, hydraulic, ecological or any other branches of engineering and science and to develop and/or provide technical or industrial know-how formula, processes and applied technology and to act as engineers, architects, designers, technical advisers, analysers, investigators, consultants, contractors, builders, fabricators, founders, manufacturers and suppliers of all kind of plants, machineries, apparatuses implements, rolling stocks, chemicals and their derivative products or substances necessary allied,

auxiliary or ancillary thereto and to undertake and execute any contract in connection with the main objects and to buy, sell, import, export, build, process, manufacture, fabricate, alter, repair, convert, let on hire and deal in all or any of them and to carry on any other business which may seem to the Company capable of being conveniently carried on in connection with all or any of the aforesaid business or is calculated directly or indirectly to benefit the same.

15. To carry on business of advertisement and publicity agents and contractors in various ways and manners including outdoor and in newspapers, magazines, books screens, slides, walls, buses, railways and other transport vehicles and public places audio visual display and to prepare, advise, manufacture and construct advertising devices and to publish or advertise the same through any media whatsoever.
16. To carry on business as manufacturers, dealers, importers, exporters, stockiest, agents, contractors, distributors, buyers or sellers of paper and packages, boxes, wrappers, tapes, films, sheets, laminates and other packing materials made of paper, cardboard, corrugated sheets, cloth, herrian, timber, teak, plywood, metal, plastic, P.V.C. or other synthetic, chemical fibrous or natural products.
17. To carry on business as advisers and/or consultants on matters and problems relating to the industries, administration management organisation, accountancy costing, financial, marketing, import, export, commercial or economic activities labour, statistical organisation, methods, quality control and data processing technical "Know-how" operation, manufacture, production, storage, distribution, sale and purchase of goods, property and other activities of and in relation to any business, trade, commerce, industry, mine, agriculture, housing or real estate and upon the mean, methods, and procedure for the establishment, construction, development, improvement and expansion of business, trade, commerce, industry, agriculture, buildings, real estates, plant of machineries and all systems, methods, techniques, process, principles, in relation to the foregoing and to carry on business of rendering services on any or more of aforesaid matters to any person, firm company, trust, association institution society, body corporate, government or government department, public or local authority, or any other organisation whatsoever, to act as intermediaries in the introduction of collaborators, sellers, purchasers, partners, tenants, agents, consumers and employees.
18. To grow, cultivate, produce, manufacture, treat, blend, render, marketable and transport whether in bulk or in packeted or concentrated forms, tea, coffee, cocoa or any other beverages, all varieties of good and food products, plantation crops, orchard crops, cereals, vegetable, spices, essential oils, aromatic substance, rubber forestry products and other produce of the soil, whether of spontaneous growth or not and for the

purpose to lay out construct, purchase, take on lease or otherwise acquire, alter, equip, maintain and work estates, gardens, plantations, farms including the growing, cultivation and reproduction of tea seeds and other reproductive, vegetative material of all types and manufactories or other properties in any place or places and to buy, sell, store, further process, sort, grade or otherwise prepare, import, export dispatch, dispose of and deal in and trade in all or any of the aforesaid produce or commodities, thing and products, either in processed, furnished, manufactured or said state by retail, wholesale or otherwise.

19. To sell, import, export, improve, prepare, manufacture and market and to carry on the business of canners, preservers, dehydration, freezing, freeze-drying, drying tinning, bottling, growers of and dealers in fruits vegetables, herbs medicines, flowers, drinks, fruits and other fresh and preservable products including all kinds of food stuffs, provisions and consumable materials and generally to carry on the manufacturing and trading in Jams, jellies, pickles, cider, chutney, marmalades, vinegars, ketchups, juices, squashes, syrups, beverages, gelatins, essences, meat, sausages, porkpies, prawn, table delicacies and other eatables.
20. To invest money (not amounting to banking business) on personal security or on the security of leasehold and freehold land, shares, securities, stocks, merchandise and other property and assets and generally to lend and advance money to such persons, firms or companies and upon such terms and subjects to such conditions as may seem expedient.
21. To establish, maintain and operate shipping, air transport and road transport services (public and private) and all ancillary services and for, these purposes or as independent undertaking, to purchase, take in, exchange, charter, hire, build, construct or otherwise, acquire and to own, work, manage and trade with steam, sailing motor and other vehicles, with all necessary and convenient equipment, engines, tackle, gear, furniture, and stores or any shares, or interests in ships, vessels, air-craft, motor and other vehicles, including shares, stocks, or securities of companies possessed or interested in any ships, aircraft or vehicles, and to maintain, repair fit out, refit, improve, insure, alter, sell, exchange, or let out on hire-purchase, or charter or otherwise deal shares, stocks and securities or any of the engines tackle, gear, furniture, equipment and stores of the Company.
22. To carry on the business of buying, selling, letting on hire, hire-purchase or easy payment system of manufacturing and contractors of and dealers in household or office furniture and domestic or business appliances, installation fittings, machinery, motorcars, taxi-cars, automobiles, tramcars, motor lorries wagons, and motor-vehicles of all kinds and descriptions, cycles, bicycles, coaches carriage and all other vehicles of all kinds whatsoever, whether moved, propelled or drawn by motor, steam,

oil, petrol, electricity, or any machinery of all sorts, airships, aero-planes, balloons, and all other machines, vehicles or devices now or hereafter used for traveling by air, and all motors, machinery, mechanized and other parts, tools, plant implements, utensils, appliances, apparatus requisites, and accessories for all classes of the above-mentioned vehicles or any parts thereof, pianos, furniture, wireless and television receivers, telephone or other apparatus.

23. To set up rolling mills, drawing mills, sheet metal works and to carry on the business of the manufacturers of and dealers in all types of melted bars, rivets, eyelets, nuts, bolts, nails, screws, hinges, handles, washers, hasps, staples, pins, wire fencing, barbed wire, flexible tubes, conduits, hoses, wire hoses, and other hoses.
24. To carry on the trades or business of timber merchants and proprietors of saw mills, planing, molding and turning mills importers of timber, mahogany and wood goods, timber growers timber contractor, wood workers and to buy, sell, grow prepare for market, manipulate, import, export and deal in timber and wood of all kinds and to manufacture and deal in articles of all kinds in the manufacture of which timber or wood is used and to buy, clear, plant and work timber estate.
25. To carry on the business of cold storage, warehouse keepers and stores of all commodities goods or articles in refrigerators, refrigerating chambers, ice chambers or otherwise and to do the business of ice makers, ice vendors, manufacturers, hirers of and dealers in refrigerators, refrigerating chambers and apparatus relating thereto.
26. To purchase, sell or carry on the business of manufacturers of dye-stuff, tanning and bleaching materials, chemicals, drugs glue, resin spirits, turpentine, soap, salt, kerosene oil, lime caustic soda, other stores, goods and any materials and substances used in the manufacture or treatment of paper, board and pulp or of such articles as mentioned herein and to treat the same so as to make other preparation other than paper board or pulp and to work them up in any form shape, or mark for any purpose.
27. To carry on the business of manufacturers of and dealers in chemicals of any nature and kind whatsoever and as chemists, druggists, analytical of Pharmaceutical chemists, importers, exporters, and manufacturers of and dealers in heavy chemicals alkalis acids, drugs tanning, essences, pharmaceutical, sizing, medical chemicals and industrial and other preparations and articles of any nature and kind whatsoever, mineral and other waters, soaps, cements, oils, fats, paints varnishes compounds, drugs, dye-stuffs, organic or mine, all intermediates paints and colour grinders, photographical, 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.

28. To conduct, carry on and manage the business or trades of whisky, gin, rum, brandy and general distillers, compounders and rectifiers, merchants, exporters, importers, brokers, bottlers, sales, agents and general traders, brokers, bottlers, sales, agents and general traders, in relation to the marketing and distribution at home and abroad of spirits, wines, liquors and all other productions derived from the cultivation of the grape, and generally to undertake, perform and carry out all or any of the operations ordinarily undertaken by distillery proprietors, wine growers, contractors shippers or by persons or companies engaged in such business.
29. To carry on the business of hotel, restaurant, café, tavern, beer-house, refreshment-room and lodging-house keepers, licensed victuallers, wine, beer and spirit merchants, brewers, malt-esters, distillers, importers and manufacturers caterers for public amusements generally, proprietors or motor and other vehicles, garage proprietors livery-stable keepers, job-masters farmers, dairymen, ice merchants importers and brokers of food, live and dead stock, and colonial and foreign produce of all descriptions hairdressers, perfumes, chemists, proprietors of clubs, baths, dressing rooms, laundries, readings, sport, entertainment and libraries, grounds and place of amusement, recreation sport entertainment and instruction of all kinds tobacco and cigar merchants agents for railway shipping and aeroplane companies and carriers theatrical and opera box office proprietors entrepreneur and general agents.
30. To carry on the business of proprietors theaters (cinema, picture-places and concert halls) and to provided for the production, representation and performance (whether by mechanical means or otherwise) or operas, stage plays, operettas, burlesques, vaudeville, revues, ballets, pantomimes, spectacular pieces promenade and other concerts, and other musical and dramatic performances and entertainments.
31. To carry on the business of stationers, printers, lithographers, stereotypes, electrotypes, photographic printers, photo-lithographers, engravers, diesinkers, envelope manufacturers, book binders account book manufacturers machine rules, numerical printers, paper makers, paper-bag and account book makers, box maker cardboard manufacturers, type foundry, photographers manufacturers of and dealers in playing visiting railway, festive, complimentary and fancy cards and valentines, dealers in parchments dealers in tamps, agents for the payment of stamp and other duties advertising agents, designers, draft-men, ink manufacturers book sellers, publishers, paper manufacturers, and dealers in the materials used in the manufacture of paper, engineers, cabinet makers, dealers in or manufacturers, of any other articles or things of a character similar or analogous to the foregoing, or any of them or connected therewith.

32. To subscribe for, underwrite, acquire, hold, sell and otherwise deal in shares, stock, debenture, bonds, mortgage obligations and securities of any kind issued or guaranteed by any Company (body corporate or undertaking) of whatever nature and whatsoever constituted or carrying on business and shares, stocks, debentures, bonds, mortgages, obligations and other securities issued or guaranteed by any Government, sovereign ruler, commissioners, trust, municipal, local or other authority or body of whatever nature, whether in India, or elsewhere.
 33. To manufacture, deal in, export, import, assemble, fit repair, convert, overhaul alter, maintain and improve all types of electronic components, devices, equipments, and appliances and raw materials therefore and to deal in and with stores and other materials used in or in connection with electronic and electrical industries.
 34. To carry on the business as traders, agents, suppliers and commission agents of products and commodities and materials in any form or shape manufactured or supplied by any Company, firm, association of persons, body, whether incorporated or not, individuals, government, semi-government or any local authority.
- iv. The liabilities of the Company are limited.
- *v. The Authorised share capital of the Company is Rs. 400,000,000/- (Rupees Four thousand lacs only) divided into 40,00,000 Equity Shares of Rs. 100/- each with power to increase and reduce the Capital, to divide the Shares in the Capital into several classes of Shares and stock and to attach thereto or respectively such preferential or special rights, privileges or conditions as may be determined by or in accordance with the regulations of the Company and to vary, modify or abrogate any rights, privileges and conditions in such manner as may be provided by the regulations of the Company.

* Inserted and substituted for the existing **Clause “V”** by passing Special Resolution at an Extra Ordinary General Meeting on 29th January, 2011.

* Inserted and substituted for the existing **Clause “V”** by passing Special Resolution at an Extra Ordinary General Meeting on 12th February, 2013.

WE, the several persons whose names and addresses are subscribed are desirous of being formed into a company in pursuance of this Memorandum of Association, and we respectively agree to take the number of shares in the capital of the company set opposite to our respective names:

Name, Addresses Description and occupation of the subscriber	No. of Equity Shares taken by each Subscriber	Signature of the Subscriber	Signature of witness with Addresses and occupations
1	2	3	4
Vijay Prakash S/o Nauranglal Singhania 79, Canal Road, Ramdaspath, Nagpur – 440010	100 (One hundred) Equity Shares	Sd/- Vijay Prakash	All signatures witnessed by me. Sd/- (S. K. Beria) Chartered Accountant S/o Late R. N. Rai Beria M. C. Road Guwahati – 781 003
Ramesh Pasari S/o Shri Niwas Pasari R. G. Barua Road Guwahati – 24	100 (One hundred) Equity Shares	Sd/- Ramesh Pasari	
TOTAL	200 (Two hundred) Equity Shares		

Guwahati dated this 25-3-88