

THE COMPANIES ACT, 1956  
COMPANY LIMITED BY SHARES

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MEMORANDUM OF ASSOCIATION  
OF  
LAXMI ORGANIC INDUSTRIES LIMITED

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- I. The name of the Company is LAXMI ORGANIC INDUSTRIES LIMITED.
- II. The Registered Office of the Company will be situated in the State of Maharashtra.
- III. The objects for which the Company is established are :
  - (A) THE MAIN OBJECTS OF THE COMPANY TO BE PURSUED BY THE COMPANY AFTER INCORPORATION ARE:
    1. To carry on the business of manufacturers of and dealers in chemicals, chemical compounds organic and inorganic) in all forms, and chemical products of any nature and kind whatsoever, and all by-products and joint products thereof;
    2. To carry on business as chemical engineers, analytical chemists, importers, exporters, manufacturers of and dealers in heavy chemicals, acids, alkalies, petro-chemicals, chemical compounds, and chemicals of all kinds (solid, liquid and gaseous), drugs, medicines, pharmaceuticals, antibiotics, tannins, tannin extracts, essences, solvents, plastics of all types, dyestuffs, Intermediates, textile auxiliaries, cellophanes, colours, dyes, paints, varnishes, vat and other organic dyestuffs, chemical auxiliaries, disinfectants, insecticides, fungicides, deodorants, biochemicals and pharmaceutical, medicinal, sizing, bleaching, photographic and other preparations and articles.
    - 2a. To carry on all or any of the business of producers, manufacturers, purchasers, creators generators, suppliers, distributors, transformers, converters, transmitters, processors, developers, storers, procurers, carriers and dealers in electricity, all form of energy and any such products and by-products derived from such business including

without limitation steam, fuels, ash, conversion of ash into bricks and any products derived from or connected with any other form of energy, including, without limitation to conventional sources such as heat, thermal, hydel and/or from non-conventional sources such as tidal wave, wind, solar, geothermal, biological, biogas and coal bed methane or other energy of every kind and description and energy devices such as but not limited to stoves, cookers, heaters, geysers, biogas, plants, gas and steam turbines, boilers, generators, alternators, diesel generating sets and other energy devices and appliances of every kind and description and further to engage in putting power transmitting lines, power stations, supply of electricity to State Electricity Board or other authorities and private parties”.

\* Inserted vide Special Resolution passed at Extra Ordinary General Meeting held on 30-10-2010

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

3. To search for and purchase or otherwise acquire from any Government State or authority, or person by concession, grant, amalgamation, barter, lease, licence or otherwise either absolutely or conditionally and either solely or jointly or with others any licences, concessions, grants, decrees, rights, powers and privileges whatsoever for any land building, estates, trade marks, easements, rolling stock, plans, accessories, stock-in-trade properties (movable or immovable) which may seem to the Company capable of being turned to account;
4. To establish, provide, maintain and conduct or otherwise subsidise research laboratories and experimental workshops for scientific and technical research and experiment and to undertake and carry on with all scientific and technical researches, experiments and tests of all kinds and to promote study and research both scientific and technical, investigation and invention by subsidising, endowing or assisting, laboratories, workshops, libraries, lectures, meetings and conferences and by providing the remuneration of scientific or technical professors or teachers and also by providing for the awards of exhibitions, scholarships, prizes and grants to students or otherwise expend moneys and generally to encourage, promote and recognise studies, researches, inaugurations, experimental tests and inventions of any kind that may be considered likely to assist any of the businesses which the Company is authorised to carry on;
5. To purchase, take on lease or otherwise acquire, mines,

mining rights, stone quarries and metaliferous land in India or elsewhere or any interest therein and to explore, work, exercise, develop and turn to account the same;

6. To own, establish or have and maintain workshops, mills, factories, showrooms, offices, shops, branches and/or agencies all over India and/or elsewhere for the purposes of manufacture, sale, purchase, import, export or distribution of all or any of the products of the Company and for the purposes of the Company's business;
7. To carry on any other metallurgical operations which may seem conducive to main objects of the Company;
8. To invest and deal with the moneys and funds belonging or entrusted to the Company not immediately required in lands, buildings, bullion, commodities, articles, goods, negotiable instruments, advances against property or goods, Government, Municipal and other bonds and securities and in such other investments and in such manner as may from time to time be determined, and to vary such investments and transactions and to lend moneys to such persons and on such terms and with or without security, as may seem expedient and in particular to customers and others having dealings with the Company and to guarantee the performance of contracts by any such persons;
9. To enter into any arrangements with any Government or Ruling Power, or any Municipal or other local authority, or any railway or tramway company or any road authority, or any person, firm, company, corporation or association, which may be conducive to the Company's objects or any of them;
10. To acquire by concession, grant, purchase, barter, lease, licence or otherwise any tract or tracts in any place in India or elsewhere, together with such right as may be agreed upon and granted by the Government or the rulers or owners thereof, and to expend such sums of money as may be deemed requisite and advisable in the exploration, survey and development thereof;

11. To apply for register, purchase or otherwise acquire and protect, prolong and renew, whether in India or elsewhere any interests in any inventions, secret processes, letters, patent, brevets d'invention, licences, concessions, rights and privileges, subject to royalty or otherwise and whether exclusive or non-exclusive or limited, whether in India or in any other part of the world;
12. To exercise, develop or grant licences in respect of, sell, let, manufacture, under-let or grant licences or otherwise turn to account any inventions, secrets, processes, letters, patent, brevets d'invention, licences, concessions, rights or privileges belonging to the Company or in which it may acquire in the same and to manufacture and produce and trade and deal in all machinery, plant, articles, appliances, goods and things capable of being manufactured, produced or traded in by virtue of or in connection with any such inventions, secret processes, letters, patent, brevets d'invention, licences, concessions, rights or privileges as aforesaid;
13. To establish, provide, maintain and conduct agencies at any place or places in India or other parts of the world for the conduct of the business of the Company, or the purchase and sale of any merchandise, commodities, goods, wares, material, produce, products, articles and things required for, or dealt in, or manufactured by or at the disposal of the Company.
14. To undertake advertisement and other sales promotion measures for attaining main objects;
15. To purchase, take on lease or otherwise acquire lands, buildings, factory premises, office premises, easements, rights and advantages of any kind whatsoever temporarily for all or any of the objects of the Company in India or elsewhere;

16. To construct or otherwise acquire, repair, alter, extend, develop, maintain and use buildings of any description suitable for the objects of the Company or any of them including factories, workshops, warehouses, godowns, bungalows, depots, showrooms, shops engine houses, tanks and other structures and to demolish, re-erect, add to, alter or otherwise deal with the same as occasion may require in India or elsewhere;
17. To hold, use, cultivate, work, manage, improve, carry on and develop the undertaking, lands and real and personal estate, property and assests of any kind of the Company or any part thereof;
18. To pay for any properties, rights or privileges acquired by the Company in either shares of the Company or partly in shares and jointly in cash or otherwise;
19. To search for and to purchase or oherwise acquire any licences, grants, concessions, rights, powers or privileges from any Government or State or authorities, muncipal local or otherwise or Companies or persons that may seem conducive to the Company's objects or any of them and to enter into any arrangement with such Government, State or Authority Company or person which the Company may think desirable and to carry out and comply eith any such arrangement and to exercise, dispose of or otherwise turn to account any such rights, privileges and concessions;
20. To purchase or otherwise acquire and undertake the whole or any part of the business, property, rights liabilities of any Company or person carrying on any business which the Company is authorised to carry on or possessing property or rights suitable for any of the purposes of the Company;
21. To acquire and hold shars, stocks, debentures debenture-stock, bonds, obligations and securities issued or guaranted by any Company condtitued or carrying on business in

India or elsewhere and debentures, debenture-stock, bonds, obligations and securities issued or guaranteed by any Government, Municipality, public body or other local authority and any such shares, stocks, bonds, debentures, debenturesstock, obligations or securities, to acquire by original subscription, tender, purchase, exchange or otherwise and to subscribe for the same either conditionally or otherwise and to guarantee the subscription thereof and to exercise and enforce all rights and powers conferred by or incidental to the ownership thereof and to sell or otherwise dispose of any such shares, stocks, debentures, debentures, debenturesstock, bonds, obligations or securities;

22. To issue debentures, debenture-stock, bonds obligations and securities of all kinds and to frame, constitute and secure the same, as may seem expedient, with full power to make the same transferable by delivery, or by instrument of transfer or otherwise, and either perpetual or terminate and either redeemable or otherwise, on the undertaking of the Company or upon any specific property and rights, present and future of the Company (including if thought fit, uncalled capital) or otherwise howsoever;
23. To enter into any partnership or into any arrangement for sharing profits, amalgamation, union of interest co-operation, joint venture, reciprocal concession or otherwise, with any person or Company carrying on or engaged in or about to carry on or engage in any business or transaction which this Company is authorised to carry on or to amalgamate with any other Company having objects altogether or in similar to those of this Company and to lend money to, guarantee the contracts of or otherwise assist any such person or Company.
24. To promote, from the register and aid in the promotion, formation and registration of any Company or Companies, having similar objects or otherwise for the purpose of acquiring all or any of the property, rights and liabilities

fit, and in particular for shares debentures, and other securities of any other company having objects altogether or in part similar to those of this Company;

28. To create any depreciation, fund, reserve fund, sinking fund, insurance fund or any special or other fund whether for depreciation or for repairing, improving, extending or maintaining any of the properties of the Company, or for redemption of debentures or redeemable preference shares or for other purpose whatsoever conducive to the interest of the Company;
29. To provide for the welfare of employees or ex-employees of the Company and the wives and families or the dependents or connections of such persons by building or contributing to the building of houses, dwellings or chawls or by grants of money, pensions, allowances bonus or other payments or by creating and from time to time subscribing or contributing to provident and other associations, funds, or trusts and by providing or subscribing or contributing towards places of instruction and recreation, hospitals and dispensaries, medical and other attendances and other assistance as the Company shall think fit, and to subscribe or otherwise to assist or to guarantee money to charitable, benevolent, religious, scientific, national or other institutions or objects which shall have any moral or other claim to support, or aid, by the Company either by reason of locality or operation or of public and general utility or otherwise;
30. To adopt such means of making known the products of the Company as may seem expedient and in particular by advertising in the press, by publication of books and periodicals and by granting prizes, rewards and donations;
31. To aid pecuniarily or otherwise any association, body or movement having for an object the solution, settlement or surmounting of industrial or labour problems or troubles or the promotion of industry or trade;
32. To remunerate the servants of the Company and others out of and in proportion to the profits of the Company or otherwise as may be thought fit;

33. To place to reserve or to distribute as dividend or bonus shares among the members or otherwise to apply as the Company may from time to time think fit, any moneys received by the Company by way of premium on shares or debentures issued at a premium by the Company and also moneys arising from the sale by the Company of forfeited shares;
34. To distribute any of the property of the Company amongst the members in specie or in kind in the event of winding up of the Company subject to the provisions of the Companies Act, 1956;
35. To pay all expenses of and incidental to the formation of the Company and the issue of its capital, including any underwriting or other commission, brokers fees and charges in connection therewith;
36. To remunerate or make donations to (by cash or other assets) or by the allotment of fully or partly paid shares or by a call or option on shares or debenture-stock or securities of this or any other company or in any other manner, whether out of the company's capital, or profits or otherwise any person or persons, for services rendered or to be rendered in introducing any property or business to the Company or in placing or assisting to place or guaranteeing the subscription of any shares, debentures, debenture-stock or other securities of the Company or for any other reason which the Company may think proper;
37. To procure the incorporation, registration or other recognition of the Company in any country, state or place outside the Union of India and to establish and maintain local registries and branch places of business in any part of the world;
38. To sell, improve, alter, manage, develop, exchange, lease, mortgage, dispose off, turn to account or otherwise deal with or any part of the land property assets and rights and generally the resources and undertakings of the Company



of this Company and to transfer to any such Company any property of this Company, and to be interested in or take or otherwise acquire, hold, sell or otherwise dispose of shares, debentures and other securities in or if any such Company or any other Company for all or any of the objects mentioned in this Memorandum and to subsidise or otherwise assist any such Company and to undertake the management and secretarial or other work duties and business of any such Company, on such terms as may be arranged;

25. To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, hundies, bills of lading, warrants, debentures and other negotiable or transferable instruments and to buy, sell and deal in the same;
26. To borrow or raise or secure the payment of money or to receive money on deposit at interest, for any of the purposes of the Company and at such time or times as may be thought fit, by promissory notes or by taking credits from or opening current accounts, with any person, firm, bank or Company, and whether with or without any security, or by such other means as the Directors may in their absolute discretion deem expedient and in particular by the issue of debentures or debenture-stock, perpetual or otherwise and in security for any such money so borrowed raised or received and of any such debentures or debenture stock so issued to mortgage, pledge or charge the whole or any part of the property and assets of the Company, both present and future including its uncalled capital, by special assignment or otherwise, or to transfer or convey the same absolutely or in trust and to give the lenders power of sale and other powers as may seem expedient and to purchase redeem or pay off such securities. Provided that the Company shall not carry on banking business as defined in the Banking Regulation Act 1949;
27. To sell or in any other manner deal with or dispose of the undertaking or property of the Company or any part thereof for such consideration as the Company may think

in such manner and on such terms as the Directors may think fit;

39. To subscribe or contribute to any charitable benevolent or useful objects of a public character the support of which will in the opinion of the Directors tend to increase the repute or popularity of the Company among its employees or the public.
40. To obtain any providential order or act of parliament or out of any legislation in India for enabling the Company to carry out any of the objects into effect or for effecting any modification of the Company's constitution or for any other purpose which may seem expedient to oppose any proceeding or application which may seem calculated directly or indirectly to prejudice the Company;

(C) OTHER OBJECTS :

41. To carry on in India or elsewhere all or any of the business of mechanical and electrical engineers, contractors and manufacturers of and dealers in all kinds of implements and machinery, distillers, producers of electric light or power water supply engineers, gas makers, gas vendors and gas suppliers, timber merchants and general merchants and contractors and to buy, sell, manufacture, excavate, refine, repair, convert, alter, let on hire and deal in minerals, machinery, implements, rolling stock, hardware and chemicals of all kinds;
42. To work mines or quarries and to find, win, get work, crush, smelt, manufacture or otherwise deal with limestone, chalk, clay ores, metals, minerals, oils, precious and other stones or deposits or products and generally to carry on the business of mining in all branches;
43. To carry on the business of manufacture of and dealers in hirers, repairers, cleaners, storers and warehousemen of aeroplanes and hovercraft and machines of all kinds capable of being flown in the air and used on land or sea and whether such machines are adapted for the carriage

of goods or passengers or both, and whatever power such machines are moved by or of machines not moved by mechanical or other similar power;

44. To carry on the business of manufacturers of and dealers in anatomical, orthopaedic, and surgical appliances of all kinds;
45. To carry on the business of bootmakers, staymakers, corset makers, artificial eye and limb makers, bandage, makers, crutch chair and stretcher makers, carriage makers, ambulance makers, chemists and druggists and providers of all requisites for hospitals, patients and Invalids;
46. To undertake and execute any contracts for works involving the supply, application or use of any machinery, implements, chemicals, chemical products or processes and to carry out any ancillary or other works comprised in such contracts;
47. To carry on trade of iron masters, steel makers, steel converters, colliery proprietors brick, tile and cement block makers, oil producers and refiners, coke manufacturers, miners, smelters and tinsplate makers and to manufacture and sell patent or other fuel;
48. To plant, grow and produce cotton, coffee, tea, cocoanuts, sugar, tobacco, India rubber, gutta percha, balata and other gums and all other plants, trees, crops and natural products of any kind or otherwise cultivate any land of the Company;
49. To treat, cure, submit to any process or manufacture and prepare for market (whether on account of the Company or other) sugar, cotton, coffee, tea, cocoanuts, tobacco, India rubber, gutta-percha, balata and other gums and any other produce or products, articles or things whatsoever to buy, sell, warehouse, transport by land or water, trade and deal in sugar, cotton, coffee, tea and other produce or products as aforesaid and seeds and rice and other food and requisites for labourers and others employed

on estates and other goods, produce, wares, merchandise articles and things of any kind whatsoever.

50. To carry on business as breeders of and dealers in live-stock (including in that term horses, asses, donkeys, mules, cattle, sheep, goats and other animals) cattle, rearers, sheep farmers, graziers, live stock, agents, meat and produce salesmen, importers and exporters of livestock and to carry on the trade or business of fellmongering, tanning and dealers in hides, flat, tallow, grease, offal and other animal products;
51. To carry on business as planters, farmers, timber merchants, saw mill proprietors and timber growers and to buy, sell 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, plad, work timber estates;
52. To carry on all or any of the businesses of ginning, pressing, packing or cleaning cotton, wool, hemp, jute or other substances by steam, hydraulic hand or other machinery of spinning, weaving or otherwise manufacturing cotton, wool and other fabrics;
53. To carry on all or any of the businesses of seed, cotton and other cakes, oil extractors, by crushing, chemical or any other processes, cake and oil manufacturers, oil refiners, soap boilers, makers and manufacturers of cattle feed and feeding and fattening preparations of every description meal manufacturers, grain and seed merchants, flax and cotton merchants, oil merchants, case and corn merchants, millers, flour merchants, bakers, biscuits, maker, hay, straw and fodder merchants, nurserymen, varnish makers, candle makers and stearin and saccharine manufacturers;
54. To carry on the business of a water-works company in all its branches and to sink wells and shafts and to make, build and construct, lay down and maintain reservoirs, water-works, irrigation works, cisterns, culverts, filter

beds, mains, and other pipes and appliances and to execute and do all other acts and things necessary or convenient for obtaining storing, selling, delivering, distributing and dealing in water;

55. To produce, manufacture, refine, purchase, prepare, import, export, sell to, search for, get, work, supply and deal in every kind of clay and its ware and by-products and generally to undertake and carry on and execute all kinds of commercial, financial, trading and other operations and transactions in connection with the said tiles, potteries and wares;
56. To carry on business as manufacturers and merchants of sizing materials, dies, colours, industrial and other preparations articles and compounds;
57. To carry on business as manufacturers of chemicals and manures, chemical, engineers, distillers, gas makers, ship-owners and charterers and carriers by land and sea, wharfingers, warehousemen and barge-owners and so far as may be deemed expedient to carry on the business of general merchants;
58. To transact and carry on all kinds of agency business and to act agents or distributors of any company or concern;
59. To erect plants for refining Chinclay for the purpose of making suitable clay for pottery and to sell refined clays for other commercial uses;
60. To buy and prepare necessary plans of patent furnaces and kilns for the purpose of erecting them to fire by articles;
61. To acquire agencies from manufacturers of all sorts and description of crockery, potteries, sanitaryware, porcelainware, glassware, clayware and earthenware of all sorts and description on such terms and conditions as the Company may think fit;
62. To carry on the business of investment company and to invest in and acquire and hold and otherwise deal in shares

stock, debentures, debenture-stock, bonds, obligations and securities issued or guaranteed by any Company constituted or carrying on business in India or elsewhere and debentures, debenture stock, obligations and securities issued or guaranteed by any Government.

63. To carry on business as manufacturers, producers, importers, exporters, processors, makers, buyers, sellers, suppliers, stockists, agents, merchants, manipulators, distributors and wholesale and retail dealers in all types of inks and its ingredients including Ball-Pen Inks, Roller Pen Inks, Hiliter Inks, Wipe-out Inks, Magnetic Inks, Stamp-pad Inks, Writing Inks, Printing Inks, Inked Ribbons, Ink Tapes, Ink Chemicals, Computer Inks, Adhesive Inks, Laminates Favicols and Solid Inks.
64. To carry on the business as manufacturers, processors, packers, converters, traders, importers, exporters, dealers, wholesalers and retailers in all kinds of packaging materials made out of wood, press wood, ply-wood, paper, pulp, board, plastic, plastic films, P.V.C. Rasins, rubber, leather, polymer, thermosetting and thermoplastic materials, (synthetic and natural origin), metal foils and other flexible, treated, laminated and waxed materials including card board, mill board, paper and card board boxes, wooden boxes, cartons, corrugated boxes, rolls, tins, cans, drums, casks, bottles, bottle caps, wrappers, cones, washers, gaskets, tubings, sheetings, envelopes, P.V.C bags, suitcases PVC coated fabrics, woven fabrics, woven sacks and other packaging items according to requirements and specifications.
65. To carry on the business of Tanners and manufacturers of and dealers in leather, hides, skins, and rubber for mill requirements including leather, fancy leather, chrome leathers, fat liquors, grease, tallow, tanning extracts, and such materials as are required for leather industries.
66. To carry on the business of buying, selling, exporting, importing, processing and manufacturing of all types of industrial gases such as oxygen, hydrogen, and in any other

form and to supply refill and distribute gases, electricity for heating or power purposes and for any other industrial purposes required by various types of industries and to deal with and render saleable and residual products obtained in the manufacture of gases, oils and fuels, whether found in natural state or obtained by processing from other substances including liquified petroleum gases, petro-chemicals, chemical compounds and elements whether solid, liquid and gaseous.

67. To carry on the business as manufactuers, importers, exporters, indentors, dealers and suppliers of Polymer, Polymer chemicals, polymer materials, articles, goods, substances, compounds, inter-mediate and derivatives thereof, including articles made from the same, synthetic rubbers, plastics, rubber and plastic products and compounds, solvents, plasticizers, carbon black, synthetic resins, plasto fabrics, re-inforced fibre glass materials, nylon polyesterene, poly carnopate, poly proplene, and polymer, rubber and plastic materials.
68. To carry on the business of manufacturing, processing, folding, decadizing, calendering, buying, selling, importing, exporting, distributing and dealing in synthetics and synthetic fibres and blends, both with natural (viz., vegetable and/or animal) and man made and artificial fibres, polyster, polyamide, acrylic poly proylene, polynisic, poly methane, plastic filament yarns, filament yarns of polypropylene, poly ethylene, nylon, plastic fibres, and other synthetic fibre, and to undertake dyeing, bleaching, sanforizing, mercerising, printing or otherwise processing of cotton, yarn, cloth, silk, rayon, wool, jute, hemp and other fibres and/or their blends, fibres of textile products whether on handlooms or powerlooms or in textile mills or other factories.
69. To manufacture, assemble, buy, sell, distribute, import, export, alter, remodel, hire, exchange, repair, service and deal in, buses, bus bodies, motor vehicles, passenger cars, jeeps, chassies, motor vans, modular vans, integral

coaches, tippers, dumpers, fire fighting vans, ambulances, school buses, executive vans, oil tankers, chemical carriers, earth movers, refrigerated vans, luxury coaches, airconditioned vans, milk vans, cash vans, postal vans, security vans, laboratory and soil test vans, audio-visual vans, mobile dispensaries, mobile restaurant vans, caravans, and all the present and future types of auto-vehicles and bodies, motor cycles, scooters, and any other vehicles equipped with modern equipments, whether propelled by using gas, petroleum, diesel oil, steam, oil, vapor, electricity or any other motive or mechanical power.

70. To carry on the business as financial advisers and to advise and assist in all financial, costing, accounting, internal control and other similar matters and to advise and assist in the preparation of all revenue and capital budgets, deployment of funds, long term planning of utilisation of resources for rehabilitation, renewal, expansion and diversification, procuring bank and institutional finance including cash credit facilities, overdraft, facilities, subscription of debentures and term loans; to assess the needs for short and long terms credit facilities and raising of resources; to advise and assist in the formulation of internal control procedure for the maintenance and presentation 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; and generally to advise and assist in all financial, fiscal and revenue matters.
71. To carry on the business of shipping, ship owners, ship brokers, shipping agents, ship managers, dock owners, tug owners, barge owners, stevedores, managers of shipping property, lightermen, wharfingers, sellers, ship builders, ship repairers, cargo superintendents, customs agents, forwarding and commission agents, freight, transport and haulage contractors, carriers by sea, and transport of passengers, mails, troops and merchandise of all kinds, ice merchants, refrigerating, store-keepers, warehousemen, marine, insurance and marine accident insurance brokers, and to control sea pollution.



72. To carry on the business of fisheries in any manner exploiting and deriving benefits from under waters sources on or off any coast or out at sea (including deep sea) or the rivers (including estauries) or inland waters in India and elsewhere, and to undertake the exploration of marine and fresh water fisheries by the use of trawlers, vessels, ships and boats, as well as by indigeneous and foreign methods of modern equipments of high technology, of capture of fish and all other lives and growing underwater and to buy, sell, distribute, import, export and deal in fishes, and other acquatic fuana and flora, and fish products, fish by-products of every description (including oils, manures and medicines) and sea weeds and products.
73. To carry on the business of running and managing Departmental Stores and to deal and trade in all consumer goods and requisites of every kind, type and make.
74. To carry on the business of manufacturers, refiners, finishers, importers, exporters, buyers, sellers and dealers in ceramics products, refractories, potteries, enamel, wares, stone wares, clay wares, marble products, stone products, stone products, bricks, tiles, all kinds of ceramic.
75. To carry on the business of brewers, distillers, rectifiers, methylators, malsters, and to manufacture, import, export and deal in beers, country and foreign wines, spirits and liquors, commercial, industrial and absolute alcohol, rectified, methylated and sweet spirits, mineral and aerated waters and all products and by-products thereof and molasses, gur, sugarcane, malt, yeast, barley, hops and any other raw materials, commodities, goods or things usually dealt with in the course of carrying on the foregoing business.
76. To carry on the business of manufacturers of and dealers in insecticides of the chlorinated hydrocarbon group, the organo phosphatic group, the chlorinated camphenes and the botanical insecticides, fungicides, organic and inorganic hormone types of herbicides, rodenticides, seed dressings copper and mercurial, soil and seed fumigants and grain fumigants.

77. To carry on the business as travel and tourist, contractors and agents in general and to organise tours and excursion; whether religious, educational, sight, seeing business or otherwise whether in India or abroad, and to carry on the business of handling inward foreign tourist activity in India including independent and conducted tours, safaris, expeditions, conferences, meetings and other group movements and also to handle similar foreign tourist activity in other parts of the world through its own offices and agents and correspondents, and to provide services of booking tickets, circular tickets, sleeping cars or berths for all modes of travel, hotel places, boarding, and/or lodging accommodation, services of guides, safe deposits, libraries, reading rooms, rest rooms and baggage rooms and enquiry bureaus and to charter or hire ships, planes or buses or other forms and modes of transport for fixed periods or for particular voyage and flights and to provide such other facilities and services to tourists and travellers as may be required and to promote travel and tourism by the provision of such other facilities and services, and as consultants for setting up and managing travel agencies, tourist homes and other projects.
78. To manufacture, extract, process, buy, sell, distribute, import, export, or otherwise deal in all kinds of edible and non-edible oils, oil seeds, oilcakes, manures and fertilisers, bran, textured proteins, protiens concentrates, protein isolates, lecithin, soaps, glycerine, all kinds of nuts, seeds and substances, oil bearing protiens and all types of food stuff used for the consumption by human being and animals and all kinds of by-product, or ingredients thereof and to grow, manufacture and deal in soya flour and syoa products, its derivatives and formulations, fit to be used in human diet, dal-like products, milk-like products, animal feed, poultry feed, fish feed, and pig feed.
79. To carry on the business as manufacturers, processors, refiners, formulators, exporters, importers, distributors and dealers in Aromatic Chemicals, perfumery and flavouring

chemicals and compositions, flavour and perfume materials, perfuming agents, deodorizing agents, scents and essences used in pharmaceutical, chemical, toilette and food preparations, and to manufacture and deal in cosmetics and toilet requisites.

80. To carry on in India or elsewhere the business of manufacturers, importers, exporters, processors, fabricators, drawers, rollers and re-rollers of ferrous and non-ferrous metals, steels, alloy steels, special and stainless steels, all kinds of castings, shaftings, bars, M. S. bars, rods, flats, squares from scrap, sponge iron, pre-reduced pillers, billets, ingots, including manufacturing, processing and fabricating of pipes, utensils, wire nails, wire ropes, wire products, screws, expanded metal hinges, plates, sheets, strips, hoops, rounds, circles, and angles.
81. To carry on the business in India or elsewhere of providing for remuneration or consideration services of consultants on management, marketing, financial, engineering, and industrial matter of industries and industrial concerns of all types in their promotion, establishment, conduct and continuance and in the formation, promotion, incorporation and registration of the same and undertake and execute all kinds of financial, commercial, economical, statistical and technical surveys and investigations of all kinds whatsoever and to draw up reports, plans, certificates, opinions and all other documents whatsoever for the purpose of providing the same to industries, industrial and commercial concerns and establishments, to devise, workout, prepare and provide ways and means, plans and to obtain, purchase, sell and make available or provide technical assistance and know-how to industries.
82. To carry on business as manufacturers, processors, refiners, formulators, exporters, importers, distributors and dealers in all types of dyes, dye-stuffs and pigments, colours and colouring matters, naphthols, fast colours, salts, bases, stabilized azoic printing colours, paints and varnishes, lakes, flush colours, flavour and perfume materials, surface

active agents, textile auxiliaries and other articles, compounds, ingredients and all intermediates for the forgoing and products for use in connection therewith.

83. To carry on the business of manufacturing, buying, selling, re-selling, sub-contracting, exchanging, hiring, altering, importing, exporting, improving, assembling, distributing, servicing, repairing and dealing in as original equipment manufacturers as also a jobbing industry basis and in any other capacity all and every kind of machineries, component parts, replacement parts, spare parts, accessories, tools, implements and fittings of all kinds inclusive of all types of axles, and all relevant axle assembly, components parts and accessories, propeller shafts and universal joints, ornamentation and decorative parts for motors, vehicles, trucks, tractors, motor-lorries, motor-cycles, motors, cycle-cars, cycles, shooters, buses and other vehicles and products of all descriptions whether propelled or used by means of petrol, spirit, steam, oil, vapour, gas, coal, electricity, petroleum, atoms or other motive or mechanical power, in India or elsewhere.
84. To carry on the business of designing, fabricating, and manufacturing by any method, process or formula, or in accordance with any plans, drawings, specifications, or patent rights, material handling equipment of any construction, invention, or description, such as ground or overhead travelling cranes, construction tower cranes, dockside cranes, stationery or mobile cranes, all purpose cranes, used by railways, shipping and transport agencies, engineering, mining and construction companies, industrial or trading concerns and godowns for the purposes of load-lifting or transference of material, or goods, operated by manual, steam or electric power, electrical hoists, electric and hand-winches, escalators, elevators, lifts, levers, developing, improving, hiring, repairing, importing, exporting, buying, selling, dealing and maintaining, any such material handling equipment or any parts, components and accessories thereof or in general, machinery of all kinds for any industry whatsoever.

85. To purchase or otherwise acquire, manufacture, refine, treat, reduce, distil, blend, smelt, experiment, distribute, sell, import, export, trade and deal in all kinds of petroleum and petroleum products, oil, gas, and other volatile substances, lubricating base oils and carbon black feedstocks, asphalt, ozokerite, sulphur, clays, bitumen, bituminous substances, carbon, carbon black, hydro-carbon and mineral substances, phosphates, nitrates, coal, ores, minerals and general subsoil products and subsurface deposits of every nature and description, and the products or the by-products which may be derived, produced, prepared, developed, compounded, made or manufactured therefrom and substances obtained by mixing any of the foregoing with other substances.
86. To carry on the business as manufacturers, processors, repairers, wholesalers, retailers, stockists, importers, exporters and dealers in all types of footwear and shoes, such as boots, chappals, slippers and footwear accessories, such as heels, soles, buckles, belts, protectors, bands, straps, boot-laces, picking, including handgloves and hand-gloves of leather and leather dresses.
87. To carry on business of manufacture of and deal in anodising, electroplating, electropolishing, photographic equipments, metal labels, badges, name-plates, blocks, sign boards, novelties, geometrical instruments, dials, slides, rules, calendars and material of similar nature and to act as anodising and electroplating engineers, and to carry on the business of anodising and electroplating on any material and of any type whatsoever including Chrome, Nickel, Copper, Silver, Bronze, Gold, Bright, Zinc, Colamium Brass Barrels, and to execute all types of jobs in decorative anodising and metal finishing process.
88. To manufacture, construct, build, assemble, repair, refurnish, paint, lease or deal in marine freight containers of all kinds, like end door, side-door, multi-door, ventiated, open-tops, half-height, folding, bulk, flats, refrigerated and insulated (built-in and clip-on units) tank, accommodation, modular containers for units to house computer

installation, fire-fighting equipments and off-shore accommodation, containers to transport waste and refuse, and any other kind, of different specifications and manufactured from various kinds of materials.

89. To carry on the business of miners, workers, acquirers of ores in all or any of its branches and to carry on mining operations, and to work, develop or improve mines of any description whatsoever, and to carry on the business of extracting, mining, producing, excavating and refining iron ore and other ores and otherwise dealing in them as merchants, exporters, importers and agents.
90. To carry on the business of manufacturers, buyers, sellers, importers, exporters, traders, formulators, distributors, whole-salers, retailers and dealers in all types of pharmaceuticals, drugs, medicines, its preparations and formulations, allopathic, ayurvedic and/or unani combinations thereof, patent medicines, biological, immunological and therapeutic preparations, antibiotics, herbal, veterinary medicines, formulation of all types, fine chemicals and laboratory chemicals, intermediates, baby and infant food-stuffs.
91. To manufacture, buy, sell, exchange, alter, improve, manipulate, prepare for market, import, export or otherwise deal in all kinds of insulated cables and wires, rubber insulated wires and cables, cab tyre-sheated wires, P.V.C. cables and flexibles, flexible cords, cotton or silk braided, conduct wires and cables, low and high tension paper, rubber or bitumen insulated lead covered power cables, armoured or non-armoured extra high tension shielded and belted power cables, telephone and telegraph cables, according to B.S.S. long distance cables, signalling cables, lead covered cables house installation, accessories of power cables, alplastable cables with seamless aluminium sheath covered with a second seamless skin of thermoplastic material, overhead material, bare copper, bronze, aluminium wires and cables, solid or standard for telephone, telegraph and signalling purposes, aluminium cables for overhead lines, bare copper and cadmium copper wire round or grooved for tramways, trolley buses, and crane operation,

bare copper and aluminium bus bar, binders and rotar bars, suitable for dynamo, transformer and switchgear manufacturers, copper and aluminium wires and tapes, lighting conductors, aerials of copper, bronze, phosphor bronze, aluminium varnish cambric insulated mains, furnace, H.F., ship wiring, switch boards, bell wires, fuse wires, lead, lead alloy and tinned copper and all kinds of cables, wires conductors and accessories.

92. "To carry on and undertake the business of leasing and hire purchase finance and to finance leasing operations of all kinds, to assist in financing, purchasing, selling, hiring, letting on hire or on deferred payment, or to subsidise and assist the sale and maintenance of, and to provide on lease or hire purchase all types of immovable and movable properties, goods, commodities, merchandise, plant and machinery, equipments, furniture, vehicles, and buildings whether industrial or otherwise and to provide leasing advisory services to other entities".
93. "To carry on business of financiers, to finance industrial, commercial and other enterprises, to operate in short term money markets; to give intercorporate loans and deposits, to lend money with or without security and to carry on and execute all kinds of financial operations on such terms and conditions as may be deemed fit.
94. \* To carry on in India and abroad the business of buyers, generators, manufacturers, sellers, traders, importers, exporters, distributors, transmitters and dealers in all forms of Power & Electricity including Solar Power, Wind Power, Hydro Power and to engage in putting power transmitting lines, Power Stations, Supply of Electricity through State Electric Boards or other boards private or public".
95. \*\* To carry on and undertake in India and abroad the business of manufacture, exploration, operation, production and distribution of oil and gas resources and to engage in dealing in all type of crudes and petroleum products, natural gases, their products and by products and to run, maintain and own oil fields, gas fields and other mineral oils and gases resources and concessions.

AND IT IS HEREBY AGREED AND DECLARED that the word "Company" in this clause except where used in reference to this Company, shall be deemed to include any partnership or other body of persons whether corporate or uncorporate and whether domiciled in the Union of India or elsewhere:

\* Inserted vide Special Resolution Passed at the Extra Ordinary General Meeting held on 27.09.2004

\*\* Inserted vide Special Resolution Passed at the Extra Ordinary General Meeting held on 28.01.2005.

AND IT IS FURTHER AGREED AND DECLARED that the objects specified in each of the paragraphs of this clause shall be regarded as independent objects and accordingly shall in no wise be limited or restricted (except where otherwise expressed in such paragraph) by reference to or inference from the term of any other paragraph or the name of the Company but may be carried out in as full and ample manner and construed in as wide a sense as if each of the said paragraphs defined the objects of a separate and distinct company.

IV. The liability of the members is limited.

- V. \* The authorised share capital of the Company is Rs.61,00,00,000/- (Rupees Sixty-One Crore) divided into 30,50,00,000 (Thirty Crore Fifty Lakh) equity shares of Rs.2/- (Two) each with the rights, privileges and conditions attached thereto as are provided by the Articles of Association of the Company for the time being, with power to increase, modify and reduce the Capital of the Company and to divide the shares in the capital for the time being into several classes and attach thereto respectively such preferential deferred, qualified or special rights, privileges and conditions as may be determined by or in accordance with the Articles of Association of the Company and to vary, modify or abrogate any such rights, privileges or conditions in such manner as may for the time being be provided by the Articles of Association of the Company.

\*The Authorised Share Capital of the Company was amended to Rs.51,00,00,000/- (Rupees Fifty-One Crore) vide special resolution passed at the Annual General Meeting held on 24 September 2018. Now, the Authorised Share capital of the Company is amended to ₹61,00,00,000/-



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

Names, Addresses, description and Occupation of the Subscribers	Number of Share taken by each Subscriber	Signature of the Subscriber	Signature of witnesses with addresses and occupations.
1. SHRI UMASHANKAR MODI S/o. Shivprasad Modi 24, Madanmohan Tala Street, Calcutta - 5.  (BUSINESS)	10 (TEN)	Sd/-	WITNESS TO ALL Sd/- SHRI SUDHIR G. LOHIA S/o. Govindprasad Lohia 13A, Modi Street, Sawant Chamber, fort, Bombay - 400 001. Chartered Accountant
2. SHRI DESH VERMA S/o. Shri Kedarnath Verma B7, Wade House Road, Colaba, Bombay 400 005.  (BUSINESS)	10 (TEN)	Sd/-	
3. SHRI RAJEEV GOENKA S/o. Vasudeo Goenka 242-C Grand Paradi, A.K. Marg, Bombay - 400 036.  (BUSINESS)	10 (TEN)	Sd/-	
4. SHRI RAVI V. GOENKA S/o. Vasudeo Goenka 242-C, Grand Paradi Apts., A.K. Marg, Bombay - 400 036.  (BUSINESS)	10 (TEN)	Sd/-	
5. SHRI VASUDEO GOENKA S/o. Nathmal Goenka, 242-C, Grand Paradi, A.K. Marg, Bombay - 400 036.  (BUSINESS)	10 (TEN)	Sd/-	
6. SMT. VIMLA DEVI GOENKA W/o. Vasudeo Goenka 242-C, Grand Paradi, A.K. Marg, Bombay - 400 036.  (BUSINESS)	10 (TEN)	Sd/-	
7. SMT. MANISHA GOENKA W/o. Ravi Goenka 242-C, Grand Paradi, A.K. Marg, Bombay - 400 036. (HOUSEWIFE)	10 (TEN)	Sd/-	
TOTAL	70 (SEVENTY)		

BOMBAY, DATED : 5TH DAY OF APRIL, 1989.