

(THE COMPANIES ACT, 1956)
(PUBLIC COMPANY LIMITED BY SHARES)

MEMORANDUM OF ASSOCIATION
OF
SIDH AUTOMOBILES LIMITED

- I. The Name of the Company is **SIDH AUTOMOBILES LIMITED**
- II. The Registered Office of the Company will be situated in the Union Territory of Delhi.
- III. The Objects for which the Company is established are :-
 - A. **MAIN OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:-**
 1. To carry on the business of dealers, importers, exporters, stockists, distributors, wholesalers and retailers of all types and component parts, used for or in connection with all types and description of automobiles, cycles, vehicles and conveyances and their engines, chassis, bodies and all other things used in connection therewith.
 2. To carry on the business of purchase and sale of petroleum and petroleum products, to Act as dealers and distributors or otherwise to deal for petroleum Companies. To run service stations for the repairs and serving of automobiles and to manufacture or deal in fuel oils cutting oils and greases.
 3.
 - (a) To carry on the business of Financial Services like Financial Planning, Investment Planning, Tax Planning, Corporate Advisory and Management Services and/or Provide Information and Services Related to Securities Market to the Investors.
 - (b) To carry on the business of Portfolio Management, manage funds of investors by investment in various avenues and to pass on the benefits of portfolio investments for the investors and to provide varied range of personal financial services like financial planning, investment planning, tax planning, corporate advisory and management services and/or provide information and services related to securities market to the investors.
 - (c) To manage the fund of the investors by investment in various avenues like Growth fund, income fund, risk fund, tax exempt funds, pension/super annual funds and to pass on the benefits of portfolio investments to the investor as dividends, bonus, interest and to provide a complete range of personal financial services like investment planning, estate planning, tax planning, portfolio management, consultancy/counseling services.
 - (d) To carry on the business of Portfolio Management and to provide varied range of personal financial services like financial planning, investment planning, tax planning corporate advisory and management services and / or provide information and services related to securities market to the investors.
 - (e) To provide management consultancy, financial and project consultancy, including arranging for loan, syndication, preparation of project and feasibility reports, viability and diagnostic studies.
 - (f) To conduct surveys for clients in general and also to propose solutions of specific problems connected with the planning and management of undertakings of all types.

4. (a) To carry on the business as owners builders, colonisers, developers, promoters, proprietors, occupiers, lessors, interior decorators, civil contractors, maintainer and mortgagers of residential, commercial and industrial buildings, mall, multiplexes, townships, projects, colonies, stone crusher, mill's and factory's sheds and buildings, workshop's buildings cinema's houses buildings and to deal in all kinds of immovable properties whether belonging to the Company or not.
 - (b) To promote or acquire, in India or abroad, whether on own account or in association with others or for and on behalf of others, by purchase, lease, exchange hire or manage, construct reconstruct, alter, maintain, pull down, improve, decorate renovate, furnish, develop or otherwise any lands, pastures, waste lands, jungles, agricultural tracts, roads, farms, houses, fishing tracts, buildings, houses, apartments, warehouses, cold storage, shops offices, mills and factories building, cinemas houses, multiplexes malls, industrial sheds, hospitals, nursing homes, dams, canals, reservoirs, bridges, hydel projects, power houses, tunnels, culverts, channels, sewage gardens, farms, hereditaments and other immovable property of any kind of any right, concession, privilege, license, any interest in the same and to explore, cultivate, work, construct, consolidate, connect, subdivide, develop, sell, deal, re-invest, lease, license, alienate, assign or otherwise dispose of or transfer and turn to account the same.
 - (c) To execute, carry out, improve, construction work, in India and in any part of the world for railways, tramways, airways, docks, harbours, piers, warves, canals, reservoirs, embankments, irrigations reclamation, improvement, sewage, drainage, sanitary, water, gas, electric light, telephonic, telegraphic, power supply works and to carry on the business of builders and contractors, engineers, architects, surveyors, estimators and designers in all their respective branches.
 - (d) To apply for tender purchase or otherwise acquire any civil contracts and concessions for, or in relation to the construction, execution, carry out equipment, improvement, management, administration control of civil works and of conveniences and to undertake, execute, carry out, dispose of or otherwise turn to account the same.
5. (a) To carry on the business of embroidery and to act as manufactures, importers, wholesalers and retail dealers of and in man's woman's and children's clothing and wearing apparel of any kind of any nature and description including shirts, bush-shirts pajama suits, vests, underwear's, suits, furnishing fabrics, curtains, laces, foundation garments for ladies dresses of quality and creative nature.
 - (b) To carry on the business of manufacturing, trading, processing, fabricating, designing, inventing, importing, exporting, distributing or otherwise dealing in all kinds of fabrics, readymade garments, hosiery goods, hosiery cloth, textiles goods, woolen garments, costumes, carpets, darries, rugs, blankets, shawls, tweeds, linens, flannels and all other articles of textile, hosiery, woolen and worsted materials and all articles similar to the foregoing or any of them or connected therewith.
 - (c) To carry on the business of importers and exporters, whole sale and retail dealers of and in hosiery goods of every kind, nature and description, for men, women and children including vests, underwear's, socks, stockings, sweaters, laces, and of all or anything which is used in hosiery goods.
 - (d) To carry on the business of buying agents, buyer's representatives, selling agents, commission agents or representatives of overseas and Indian parties pertaining to the above objects.

- B. OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE ABOVE MAIN OBJECTS ARE :**
1. To enter into any agreement for financial, managerial and/or technical collaboration, for any of the objects of the Company with any Indian or foreign agency, individual, firm, company or Government undertaking either in India or abroad
 2. To cause the Company to be recognised in any foreign country or place and to open branches in India or outside for the purpose of the Company.
 3. To construct and develop residential or industrial colonies for general advancement of the employees of the company and also for letting out and selling on instalment basis.
 4. To enter into partnership or into any arrangement for sharing profits, union of interest, joint venture or reciprocal interest with any person firm or company carrying on or engaged in any business which this company is authorised to carry on.
 5. To acquire and undertake by outright purchase or on lease the whole or any part of the business, property and liabilities of any person or company or firm carrying on any business which is directly or indirectly beneficial to the Company.
 6. To draw, make, accept, endorse, execute and discount promissory notes, cheques, bills of exchange, hundies and other negotiable and transferable instruments in connection with company's business.
 7. To acquire by outright purchase or transfer of licence or rights to manufacture or dealing from any other individual, firm or company or companies and also to apply for any licence for carrying out objects of the company and to apply for its surrender.
 8. To take agencies of any firm, company or companies, within India or abroad for the direct or indirect benefit of the company and to appoint agents for its own business.
 9. Subject to section 391 to 394 of the act to acquire or amalgamate with any other company whose objects are or include objects, similar to those of this company, whether by sale or purchase (for fully or partly paid up shares or otherwise) of the undertaking subject to liabilities of this or any such other company as aforesaid, with or without winding up or by sale or purchase (fully or partly paid-up shares or otherwise) of all shares or stock of this or any such other Company as aforesaid or by partnership or in any other manner.

10. To establish any branch in India and elsewhere and regulate and discontinue the same.
11. To establish, promote and assist any company or companies for purpose of furthering the objects of this Company.
12. To obtain from any government or authority such rights privileges and concessions which the company may think desirable to obtain and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions.
13. To accumulate capital for any of the purposes of the Company and to appropriate the Company's assets for specific purposes and to hold shares and securities of any other firms, companies or corporate body or Government.
14. To issue shares and debentures of the Company at par or at premium or at a discount and to sell or dispose of the undertaking of the Company or any part thereof for such consideration as the Company may think fit.
15. To remunerate any person or company and pay commission or brokerage in cash or otherwise, whatsoever, for services to be rendered for the Company.
16. Subject to the approval of share holders pursuant to sec-293 of the act of sell dispose of or transfer any of the business, property and undertaking of the company or any part thereof for any consideration which the company may deem fit to accept.
17. To accept stock, share or debentures, mortgage debentures, of other company in payment or part payment for any service rendered or for any sale made to or debt owing from such Company.
18. To enter into contract with any person or company or firm giving or taking partial or sole and exclusive right to supply by or to the company with the articles or commodities used or sold by the company on such terms and conditions and for such period or periods as may be determined from time to time.
19. To enter into any arrangement with any Central, State or Foreign Government or public body or person or authority or with any private individual that may seem conducive to the Company's object or any of them and to obtain from any such Government Authority, person, public body and private individual, any concessions, grants, decrees, rights, charters, contractors, licences, powers and privileges, whatsoever, which may seem to the company capable of being turned to account of which the Company may think directly or indirectly conducive to any of the objects or capable of being carried on in connection with business and to work, develop, carry out, exercise and turn to account the same.

20. Subject to Section 58A, 292 and 293 of the Companies Act, 1956, to borrow, raise or secure the payment of money in such manner as the Company shall think fit either by the issue of debentures, debenture stocks, perpetual or otherwise, mortgage of any other securities charged or based upon the undertaking of the Company, both present and future including the uncalled capital of the Company or without any such security and upon such security and upon such terms as to priority or otherwise and generally to borrow money in such manner as the directors shall think fit.
21. To accept as a gift as an award from Govt. or semi Govt. bodies property, movable or immovable in or outside India, stock, debentures, securities assigning of insurance policies or in cash or shares from or to the individuals or firms or companies whose objects may be same or different in appreciation of the service rendered or otherwise.
22. To lend money to such persons or companies on such terms as may seem expedient and in particular to customers and others having dealings with the Company and to guarantee the performance of contracts by such persons or companies subject to the Banking Companies Act, 1949.
23. To establish, support or aid in the establishment and support of associations, institutions, funds, trusts and conveniences calculated to benefit employees or ex-employees (including Directors and ex-Directors) of the Company (or its predecessors in business or the dependants or connections of such persons) to grant pensions and allowances, gratuities, bonuses and annuities and to make payment towards insurance and to subscribe or guarantee money for charitable or benevolent objects or for any exhibition or for any public, general or useful objects subject to the provisions of Section 293A of the Companies Act, 1956.
24. To apply for purchase or otherwise acquire and protect, prolong and renew whether in India or elsewhere any patents, patent rights, trade marks, designs, licences, protections concessions and the like conferring any exclusive or non-exclusive or limited right to use any secret or other information as to any invention process or privilege which may seem capable of being used for any of the purpose of the Company or the acquisition of which may seem calculated directly or indirectly to benefit the Company and to use, exercise, develop manufacture under or grant licences or privileges in respect of, or otherwise turn to account the property, rights and information so acquired and to carry on any business in any way connected therewith.
25. To form, incorporate or promote any company or companies whether in India or in any foreign country, having amongst its or their objects the acquisition of all or any of the assets or control, management or development of the Company or any other objects or object which in the opinion of the Company could or might directly or indirectly assist the Company in the management of its business or

the development of its properties or otherwise prove advantageous to the Company and to pay all or any of the costs and expenses incurred in connection with any such promotion or incorporation and to remunerate any person or company in any manner it shall think fit for services rendered or to be rendered in obtaining subscriptions for or placing or assisting to place or to obtain subscriptions for or for guaranteeing the subscriptions of or placing of any shares in the capital of the Company or any bonds, debentures, obligations or securities of the Company or any stocks, shares, bonds debentures, obligations or securities of any other Company held or owned by the Company or in which the Company may have an interest in or about the formation or promotion of the company or the conduct of its business or in or about the promotion or formation of any other company in which the Company may have an interest.

26. To provide for the welfare of the employees, ex-employees, directors and ex-directors of the company or its predecessors in business or the family members, dependants or connections of such persons by building or contributing to the building of houses, dwelling or quarters or by grants or money, pensions, gratuities, allowances, payment towards insurance, houses, profit sharing bonuses or benefits or any other payments or by establishing, supporting from time to time, subscribing or contributing or aiding in the establishment and support of association, institutions, funds including provident funds, trusts, profit sharing or other schemes and conveniences and by providing or subscribing or contributing towards the place of instruction and recreation, hospitals and dispensaries, medical and other attendances as the company shall think fit.

C. OTHER OBJECTS :

1. To undertake, carry out promote or sponsor any programme of rural health or development, including any programme for mass immunisation or for promoting the health, social and economic welfare or the uplift of the public in any rural or other areas, to assist in the execution and promotion of any such programme, either directly or through the Agency of any person or persons or in any other manner and to incur expenditure on any such programme with power to the Directors to transfer, with or without consideration, or divert the ownership of any property of the Company to or in favour of any person or persons including any public or local body or authority, Central or State Government, any public institution or any trust or fund as approved by the Central Government or State Government or any other appropriate authority.

Without prejudice to the generality of the foregoing, the words "Rural Areas" shall include such areas as may be regarded as rural areas under Section 35CC of the Income-Tax Act, 1961 or any other law relating to rural development for time being in force or as may be regarded by the Directors as rural area.

2. To undertake, carry out promote, Sponsor or assist any activity for the promotion and growth of the natural economy and for discharging what the Directors may consider to be the 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 the social economic or moral up-lift of the public or any section of the public in such means as the Directors may think fit and the Directors may without prejudice to the generality of the foregoing undertake, carryout, promote and sponsor any activity for publication of any books, literature, newspapers, etc. or for organising lectures or seminars likely to advance these objects or for giving merit awards, scholarships, loans or any other assistants to deserving student or other scholars or persons to enable them to prosecute their studies or acedemic pursuits or researches or for establishing, conducting or assisting any institution, fund, trust etc, Having any one of the aforesaid objects by giving donations, or in any other manner and the Directors may at their discretions, in order to implament any of the above-mentioned objects or purposes transfer without consideration or at such fair or concessions value as the Directors may think fit and divert 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 or Funds as approved by the Central Government or State Government or any other appropriate authority.
3. To lend money and negotiate with or without security whether of movable and immovable properties to such companies firms or person on such conditions as may seem expedient and to guarantee the performance of contracts by any person, company or firm provided that the Company shall not carry on the business of banking.
4. To carry on in all their aspects the business of hire purchase or general finance, investment trust and finance brokers.
5. To carry on the business of film financing whether by system of hire purchase, profit sharing, royalty or percentage, Commission or on any other term.
6. To buy sell, import, export, manufacture, process convert, grind treat and deal in merchandise commodities and articles of all kinds and to carry on business as traders, importers and exporters and to act as purchasing, selling or commision agents.
7. To carry on business and to act as a General Contractor and to do any construction, manufacturing, building, road making, engineering and all other kinds and descriptions whatsoever for any person, firm, Company, Public body, Government, Army, Navy, Railways, etc. by the Company itself or in partnership with such Company or individuals or persons as may be thought fit by the Directors.

8. To carry on the business of manufacturers of and dealers in all kinds and classes of papers, board, paper products and pulp.
9. To carry on the business as producers, manufacturers, processors, converters, refiners, makers, bottlers, stockists, dealers, importers, exporters, traders, retailers, agents, buyers or sellers of oxygen, acetylene, ammonia, nitrogen, hydrogen, helium and other types and kinds of gases required for or used in industries, agriculture, clinics, hospitals, refrigeration, aviation, transport vehicles, space rockets and crafts, communication, objects and media, power plants, domestic or public lighting, heating, cooling or cooking purposes, lighters, plants, producing water, chemicals or fuels, pesticide, defence or warfare establishments, horticulture, forest or plant protection and growth and other allied purposes and to service, repair manufacture, market or deal in machinery plants, spares, cylinders, containers, gadgets appliances and accessories required for, working on, using or producing any of such gases and products.
10. To manufacture, process, import, export, buy, sell and deal in Vanaspathi oils dehydrated vegetable oils, oils made or processed from seeds, cotton seeds, coconut products, of plantations, horticulture, agriculture and forest produce and oil cakes and soaps and lubricants made from such oils or as by products thereof.
11. To carry on business as manufacturers, processors, re-rollers, refiners, smelters, converters, producers, exporters, importers, traders, dealers, distributors, stockists, buyers, sellers, agents, or merchants in all kinds and firms of steel including mild, high carbon, high speed, tool, alloys, stainless and special steels, iron metals and alloys, ingots, billets, bars, joists rods, squares, structurals, tubes, poles, pipes sheets, castings, wires, rails, rolling materials, roller, other materials made wholly or partly of iron, steel, alloys and metals required in or used for industrial, agricultural, transport, commercial, domestic, building power transmission and/or construction purposes.
12. To carry on business of manufacturers, fabricators, processors, producers, growers, makers, importers, exporters, buyers, sellers, suppliers, stockists, agents, merchants, distributors and concessionaries of and deals in synthetic rubber, elastomers, synthetic resins, carbon black rubber latex, plastics, latexes and formulations thereof including reclaimed rubber, natural rubber, resins, compounds, and other products, nylon and rubber tyres and tubes, tyre valves, petrochemicals, calcium carbide, styrene, butadiene ethylene alcohol, hydrocarbon, petroleum fractions, inorganic chemicals, organic chemicals, fine chemical including photographic chemicals, paints, varnishes and enamels, coke oven by products, coal for distillation products like naphthalene, anthracene, benzene, phenol, and the like phthalic anhydride, asbestos paper and special jointing material, graphite and silicon carbide crucibles, cryslite, aluminium fluoride,

bromine, electrodes including graphite electrodes, or welding rods calcine, petroleum coke, salt and allied products, caustic soda, chlorine thermosetting and thermoplastic plastics and compounding agents and additives caprolactum and allied chemicals, amines and plasticizers, enzymes, acids amino acids, sulphates and other synthetic chemical and chemical substances-basic, intermediate, finished or otherwise and all types of drugs and pharmaceuticals.

13. To produce, manufacture, purchase, refine, prepare, process, import, export, sell and generally deal in cement, portland cement, alumina cement, asbestos cement, lime and lime stone and by-products thereof, cement-pipes, sheets and other building materials, refractories, fire-bricks, furnace lining bricks-acidic, basic and neutral, insulating boards, wall boards plasters, motor, marble, mosaic tiles and the like.
14. To carry on business as timber merchants, saw mill proprietors and timber growers and to buy, sell, grow, prepare for market, manipulate import, export and deal in timber, teak, plywood, hardboards, fire wood and wood of all kinds and to manufacture and deal in items where plywood or other wood is used including matches, bonnins and shuttles and to buy, clear, plant and work timber estates.
15. To carry on the business of manufactures, fabricators, processors, producers, growers, makers, importers, exporters, buyers, sellers, suppliers, stockists, agents, merchants, distributors and concessionaries of and dealers in flour, cakes, pastry, cornflakes, bread, biscuits, chocolates, confectionery, sweet, fruit drops, sugar, glucose, chewing gums, milk, cream, icecream, aerated or mineral waters, fruit juices, wines, liquors, and other alcoholic drinks and fermentation products, canned fruit products, milk and malted food, cigarettes, cigars, protein foods, maize products butter, ghee, cheese and other dairy products, pickles, jams, jellies, sausages, cider poultry and eggs, pulses, spices, oils, powders and condensed milk, honey, fresh and dehydrated vegetables, coffee tea cocoa seeds, processed seeds, concentrate for cattle or poultry feed, fruits and all kinds of processed foods as well as materials required or used for preparation of food article.
16. To carry on the business as travel agents, tourist and cargo carriers by road, air, sea or by other mode of transport and to carry on all allied business and activities pertaining to the travelling and tourist business.
17. To carry on business, as manufactures, producers dealers, processors importers, exporters, stockists, agents, brokers, traders, retailers of all kinds of paper including writing, printing, wrapping and tissue, newsprint paper for packing including corrugated and kraft paper synthetic paper, paper board, and straw board, and all kinds of pulp whether mechanical or chemical including dissolving

plup and also to carry on business as printers and publishers including of news papers books and journals.

18. To manufacture , produce, buy, sell, import, export, stock and deal in machine tools, grinding machines, automatic lathes, drilling machines, planing machines, planogrinders, machinery of every description, precision tools, cutting and small tools, fasteners, electric motors, electrical equipments, electric motors, cables, wires switch-gears, flame and drip proof meters, electric fans, cookers and flasks, gramophone including record players and domestic appliances, regulators, of all types, electric kilowatt hour meters, magnets, industrial jewels, ammeters, volt meters, and other type of measuring instruments, electrical or non-electric die castings, screws, nuts, and bolts, transformers of all types, circuits brakers, hoists, elevators, gears,trolleys and coaches, winches, air compressors, transformers and switch gears welders, refrigerators, domestic waching machines, television and wireless apparatus including radio receivers and transmitters, micro wave components, radar equipments, valves, resistors, electronic instruments conductors, magnetic materials, transistors and allied items, sewing machines, watches and clocks, taperecorders, house-hold appliances and components parts thereof.
19. To carry on the business of manufacturers and dealers in air-conditioning and refrigeration thermal and hydro power generation equipment, equipments, consumer and domestic appliances, radios and transistors, electronic equipment including television and computers, oxygen and acetylene electrodes including graphite electrodes, weighing scales, cement, refractories, batteries, agricultural equipment, thermometers, flashlights, detonators and explosives, hume and cement pipes, asbestos starch and by-products wire rops, linoleum, vinyl tiles, glass, calculators typewriters and all forms of office equipments, magnets, gauges and precision instruments, conductors, rectifiers, capacitors meters, matches, grinding and abrasive equipment, potteries tiles and ceramics, lighting equipment, oils, manures or any one or more of such business in all or any of their respective branches.
20. To Grow cultivate manufacture, treat, cure, blend process, buy, sell or deal in tea or coffee in various forms
21. To carry on business as manufacturers, distributors, importers, exporters, agents and generally deal in all kinds of leather items and things made of leather and leather goods and chemicals used for manufacture of leather products.
22. To carry on the business of hotel, restaurant, cafe, tavern beerhouses refreshment rooms and lodgings, house keepers, licensed victuallers, wine, beers and spirit merchants, importers and manufacturers of aerated mineral and artificial waters and other drinks, purveyors, caterers for the public, importers and brokers of food, live and dead stock and foreign produce of all description,

bakers, confectioners, milk sellers, butter sellers, dairymen, poulterers, green grocers, farmers and ice merchants.

23. To carry on the business of chemical engineers chemical manufacturers chemists, analysts research chemists druggists, importers, and manufacturers of and dealers in pharmaceutical, medical, chemical, industrial and other products and articles, compounds, cements, oils, paints, varnishes, drugs, medicines, dyewares and makers of and dealers in patent, medicines, surgical, and scientific apparatus and materials.
24. To carry on all or any of the business of mechanical engineers and manufacturers and suppliers of implements and machinery, tool makers, smiths, steel and brass founders, metal workers, machinist, iron and steel workers, metallurgists, and suppliers of agricultural implements, motor and automobile spare parts, sugar mill machinery, oil mill machinery, manufacturers of surgical instruments, and to buy, sell, manufacture, repair, convert, let on hire and deal in metals, machinery, implements rolling stock and hardware of all kinds.
25. To carry on all or any of the business as supplying, purchasing, selling, importing, exporting, manufacturing, processing, converting, establishing workshop and factories, offices and buildings and the business of brick-makers, potters, chemists and druggists, dairing, drappers and furnishers, machinery, packing boxes and other packing articles, electrical goods, appliances tools and implements, hoteliers, general importers and exporters jewellers and laundry business, mechanical engineers, miners, petroleum and mineral oil, pavicours, refreshment rooms, saw mills, shoe and leather makers, soap manufacturing, spinning and weaving of all fabrics, surgical instrument makers, tea planters, theatre Company, tobacconist Company.
26. To carry on the business or manufacturers, importers, exporters, dealers, hirers, repairers, cleaners carriers and stores of motor cars, automobile spare and parts, omni-buses, trucks, lorries, tractors, bulldozers, motor cycles, scooters, motor buses, motor lorries, motor vans, and other conveyance of all descriptions whether propelled or assisted by petrol, spirit, steam, gas, electricity, animal, atomic or other power or engines, chasis, bodies and other things used in or in connection with the above-mentioned things.
27. To carry on the business of cold storage, refrigeration, cooking, dehydration, preservation, of any product.
28. To carry on the business as dealers in and purchasers of dairy farms, garden and produce of all kinds and in particular milk, cream, butter, ghee, chees, poultry eggs, fruits, vegetable ghee, artificial ghee spices, sausages, prawn, ptted meat, table delicacies, loaves, bread and manuras.

29. To carry on the business of house, shop, saloon, halls and other apartment and exhibition decorators and execute decorative work of all sorts, to prepare, manufacture, paint, use, import, export, device, design all kinds of artistic objects for use and ornamentation or any property used in the decoration or furnishing of buildings, exhibitions or other structures of all kinds and nature.
30. To carry on all kinds of business of manufacturers, importers, exporters, dealers, assemblers distributors of radios, radiograms, gramophones, wireless apparatus, domestic and commercial refrigerators, coolers, freezers of all kinds, humidifying, dehumidifying ventilating and cooling plants, room-coolers and air-conditioning of all kinds, records, bare and rubber insulated wires, cables, flexible cords, fuse wires, copper and aluminium wires, electric switches and switch-gears, contents, lamps, motors, fans and electric goods, plastic and light material products, equipments and accessories of all kinds, cold storage equipments and all articles and thing used in manufacture, construction, erection, maintenance and working thereof in connection therewith in any way whatsoever. To repair the same and their machinery and apparatus.
31. To manufacture, process, buy, sell, import, and deal in all kinds of machinery, food products seeds, patents and licences, all kinds of fertilizers, lime mineral products and stock-feeds.
32. (a) To carry on the business of founders of ferrous and non-ferrous metals, sheet workers, mechanical, structural electrical and metallurgical engineers, to carry on the work of cast iron foundry for the manufacture of all types of pipes and pipefittings, water-reservoirs drainage requisites including manhole frames and covers, gratings and ladders, cast iron sanitary appliance and fittings including flushing cisterns, bath-tubes, wash-basins cast iron building requisites including railing, spiral stairs, ladders, ventilators, ornamental window-frames, pillars, agricultural implements including coppers, ploughs, cast iron railway castings including sleepers, fish plates, wheels and other fittings household requisites and utensils, including cooking pans, containers, coal mining and engineering requisites including pinions, tube-wheels, pump-parts and other general and special castings.
- (b) To carry on the work of mechanical and electrical engineers and to run a workshop to undertake and execute all types of mechanical and structural jobs of manufacturing, fabrication and erection of buildings and articles and to do various types of sheets metal work including manufacturing and construction of storage tanks, buckets, drums various types of containers and other similar items, that may be easily marketable.
33. To invest and to carry on the business of jewellers, bullion merchants, gold-smiths, silver-smiths, gem and stone merchants, subject to gold control Act.

34. To deal in and to invest in precious stones, diamonds, pearls, watches, clock, chronometers, electroplated cutlery, presents and gifts, coins, cups, metals shields cruious articles of virtue, art and antiquities, dressing bags, and bronzes.
35. To engage and carry on the business of raising, packing, grading, preparing for market eggs, butter, cream, milk, farm and poultry products of all descriptions. To hatch, breed and raise either by natural means or incubators or otherwise poultry of all kinds.
36. To carry on the business of exhibition of films, cinema-owners, film distributors, studio-owners and all other allied trades and techniques and also to act as producers, distributors, importers, exporters, exhibitors and financiers of cinematograph film and to manufacture, own acquire, provide, secure, arrange or deal in films and photographic paper and equipment cameras, sound recording, musical, lighting appliances, instruments, equipments and machines and to construct, establish, own, hire or otherwise acquire and to manage, let out for rent, fee monetary gain or otherwise studios, laboratories, theatres, buildings, halls, open air-theatres, bars, restaurants, and other buildings or work required for the purpose of production, distribution or exhibition of the films, operas stageplays dances, operattas, burriesques, vaudeville, revues, ballets, pantomimes, spectacular pieces, promenade concert circus or other performance and entertainments and to Act as dealers, importers, exporters of musical instruments and records, tapes, cinema and film projects and cameras, wigs and other products or materials related or connected with the aforesaid objects and business; and to aquire exclusive or limited rights to any play, story, musical song and lyric, book, article or any technique by producing, purchasing or otherwise acquiring and to use exercise, develop or exploit or turn to account such rights for the business of the company, and to act as agents for training, retaining, arranging and supplying artists, stars, art directors, script or story-writers, technicians extra and other personnel required by the Company or other film, cinema or show business.
37. To manufacture, purchase, produce, grow, raise, preserves purify, refine, import, export prepare, sell and deal in sugar, sugarcandy, sugarcane, gur, molasses syrups, alcohol and all other by-products and food products, fertilizers and things generally and to maintain refineries, foundries, work-shops, distilleries and other works for the purpose of the Company.
38. To carry on mining and any business relating to the winning and working of minerals and to search for get work, raise, manufacture, produce, buy, sell and in coal, coke mineral oil, iron ore, lime stone, graphite, carbón, chemicals, petro-chemicals, cement, brickearths, bricks, pipes, fire-clay, fire-bricks, mica and other metals, minerals, and substances and their products by products and ancillary products and to manufacture and sell patent fuels, to work mines, mining rights in, under or upon the land and properties for the time being

belonging to the Company and to mine, quarry, crush, wash, smelt, reduce or otherwise.

39. To purchase, take on lease, acquire in exchange or otherwise own, hold, occupy, manage, control, construct, erect, alter, develop, pull down, improve, repair, renovate, work, build, plan, lay out, sell, transfer, mortgage, charge, assign, let out, sub lease all types of lands, plots, buildings, hereditaments, bungalows, quarters, offices, flats, chawls, warehouses godowns, shops, stalls, markets, houses, structures, undertakings, constructions, tenements, roads, bridges, forests, estates, assets and properties, movable or immovable freehold or leasehold or whatever nature and description and wherever situate.
40. To carry on business as financiers, concessionaries and to undertake and execute all kinds of financial, commercial and trading operations and to discount, buy, sell and deal in bills notes, warrants, coupons, suits and decrees for money granted by any court in the Union of India and other negotiable or transferable securities or documents.
41. To acquire from or sell to any person, firm body corporate or whether in India or elsewhere, technical and managerial information, knowhow, process engineering, manufacturing, operating and commercial data, plans lay-outs and blue-prints useful for the design, erection, and operation of any plant or process or manufacture and to acquire, grant or license other rights and benefits in the foregoing matters, to render any kinds of managerial technical and financial consultancy services and to carry on the business of market research organisers, sales promotion agents, general advisers, advisers, technical and marketing consultants, either alone or in partnership.
42. To carry on the business of technical, financial and management consultants and advisers and to enter into collaboration agreements for the manufacture of items, which the company is entitled to produce in India and abroad with the companies, firms and individuals, Central and/or State Government and their concerns and to render and provide all types of services including managerial, personnel, secretarial, designing, engineering, preparation of feasibility and project reports, drawings, plant layouts, tenders for all the plant & machinery, equipments, buildings and other structures and helping finalisation of contracts and commissioning of plants.
43. To carry on the business of manufacturers and dealers in capacitors, resistors, tubes, condensers, semi-conductor materials and devices, transistors, rectifiers, zener diodes, thermistors, integrated and hybrid circuits, relays and varistors, potentiometers, connectors, printed circuits, coils, chokes, transformers, switches, volume controls, plugs, sockets, bases, aerials, gears, electrical, diesel motors, and pumps, batteries, accumulators, cables, metal and other cases,

piezo electric quartz, crystals of all types including those made from synthetic materials, meters of all kinds including those for Industrial, Domestic and other uses etc. chassis-holders and covers.

44. To carry on business as manufacturers, traders, importers, exporters, and dealers in all types of cables, wires and its accessories, conductors, stranded wires and all other kinds of wires and wire products.
45. To carry on business as dealers, distributors, stockist, buyers, sellers, repairers, cleaners, stores, importers, exporters or agents of motor cars, trucks, lorries and carriages, motor cycles, scooters, bi-cycles, tractors, earth moving equipments, trailers and other vehicles, agricultural implements, pumps and machineries and spare parts, engines, motors accessories, components tools, batteries, glass panels and sheets, apparatus, fittings, furnishing materials, tyres, tubes, paints, lubricants, fuel, oils, gas or other materials, used or required for such vehicles, implements of machines and to act as transporters of goods and to let out, hire or finance or hirepurchase system or otherwise automobile and other vehicles, implements, machines, and any of the afore-mentioned products or things.
46. To purchase, lease, exchange or otherwise acquire land, building and other improvable properties of any type or description and rights connected with the land and turn the same into account in any manner, whatsoever, and in particular by preparing building sites opening road and by constructing altering, improving, decorating, furnishing and maintaining offices, flats, houses, factories, warehouses, shops, buildings and by connecting or sub-dividing properties and by leasing or disposing off the same.
47. To carry on all kinds of promotion business and in particular to take part in the formation, supervision or control of business or operations of any company, undertaking or firm and for that purpose to appoint and remunerate any directors, accountants, or other experts or agents and also to join any partnership firm as partner or otherwise on profit sharing basis or on any mode of distribution of profits.
48. To undertake, carry out, promote or sponsor any programme of scientific research or development of social science or statistical research whether related or not related with the business of the Company and to assist in the execution and promotion of any such programmes either directly or through the Agency of any person or persons or in any other manner.
49. To deal in scraps or by products arising out of the manufacturing process and also to deal in export and import in any such product.
50. To carry on as its business or trading and as investors by way of acquiring, holding, selling, buying, transferring, subscribing any shares, bonds stocks,

debentures, debenture stocks and other obligations and securities and to act as underwriters guaranters, financiers and to lend or deal with money either with or without interest or securities or such individuals, firm bodies corporate and institutions and upon such terms and conditions as the Company may think fit but not amounting to banking business as defined under the banking regulation act, 1949.

51. To carry on business as buyers, sellers, importers, exporters, dealers, commission agents and dealers in plants, machineries equipments, apparatus gadgets, appliances, accessories, spare parts, automobile machinery and their components and spare parts and dealers in jute and jute goods, lamination, textile, cotton, yarn, wool and woolen goods, handicrafts, jewellery, ornaments, steel, plastic, rubber, chemicals, engineering goods, minerals, electronic, cloth, dresses, garments, transports, vehicles, food products, live stocks, paper and paper products.

IV. **The liability of the members is limited**

V. **The Authorised Share Capital of the Company is Rs. 30,00,00,000/- (Rupees Thirty Crore) divided into 30000000 (Three Crore) Equity Shares of Rs. 10/- (Rupees Ten) each.**

We, the several persons whose names and addresses are subscribed hereto 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 our respective names.

| Names, Signature, father's/husbands names and addresses and occupations of subscribers | No. of equity shares taken by each subscriber | Name, Signature, address father's name and Occupation of Witness |
|---|---|--|
| SUDHIR KUMAR S/o. Shri N.L. Savita Sec. III 702, Pushpa Vihar New Delhi-110017 (Service) | 10 (Ten) | <i>Witness to all the abovementioned subscribers-</i> ANIL KUMAR JAIN S/o. Shri Bahadur Mal Jain B-34, Sagar Apartment 6, Tilak Marg, New Delhi-110001 CHARTERED ACCOUNTANT |
| RAMESH PURI S/o. Sh. R.S. Puri E-52, D.D.A. Flats, Saket, New Delhi-110017. (Service) | 10 (Ten) | |
| SANDEEP MITTAL S/o. Sh. R.P. Mittal 11/784, Lodhi Colony, New Delhi. (Service) | 10 (Ten) | |
| ASHOK KUMAR JAIN S/o. Dr.S.C. Jain 3-135, Preeti Vihar, Delhi (Service) | 10 (Ten) | |
| DILIP KUMAR JAIN S/o. Shri Bahadur Mal Jain 3-N39, Jawahar Nagar, Jaipur (Business) | 10 (Ten) | |
| VINOD KUMAR S/o. Girdhari Lal A-331 & 370, Pankha Road Uttam Nagar, New Delhi-59 (Service) | 10 (Ten) | |
| SANJAY MITTAL S/o. Shri V. G. Mittal 299-C, Pocket II, Mayur Vihar, Delhi-110091 (Service) | 10 (Ten) | |
| TOTAL | 70 (Seventy) | |

New Delhi Dated 21st January 1985