

**GODAWARI POWER AND ISAPT
LIMITED**

**DRAFT MEMORANDUM OF
ASSOCIATION**

THE COMPANIES ACT, 1956

A COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

OF

GODAWARI POWER AND ISPAT LIMITED

- I. The names of the Company is **GODAWARI POWER AND ISPAT LIMITED**
- II. The Registered Office of the company will be situated in the State of Madhya Pradesh
- III. The objects for which Company is established are as under:

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

1. To carry on in India or elsewhere the business of manufacturing, producing, altering, converting processing, treating, improving, manipulating, extruding, milling, sliding, cutting casting, forging, rolling and rerolling of all shapes, sizes, varieties, specifications, dimensions, descriptions and strength of iron and steel products including bars, rods, structures, profiles pipes, sheets, casting, wires rolling metals girders, channels, angle, rolls, ingots, flats, slabs, torsteels, bright bars, there products, shafting, beams, rounds, squares, hexagons, octagons, foils, joints, de formed bars there products, by-products and allied materials, goods, articles and thing made of all grades of iron steels, steel, special steel or any combination thereof with any other ferrous or non-ferrousa materials and to act as agent , broker, distributors, stockiest, importer, exporter, buyer, seller, job worker, convertor, consultant, supplier, vendor or otherwise.
2. To carry on in India and / or abroad the business to produce, generate, process, transform, formulate, buy, sell or in any way deal in, acquire, store, pack, transport, distribute, dispose off, utilize Electric Energy, Thermal Energy, Bio Energy, Wind Energy, Solar Energy, Hydro Power, Bio Gas, Coal Gas, Natural Gas, Hydrogen Gas, Steam Water Gas, Methane Gas, Petroleum Gas, RLH Gas and fuel Gases of all or any other kind and to convert and/or to otherwise deal with or dispose off the generated by products, wastes effluents, and emissions into saleable materials like coke, Ash, Bricks, Briquetts, Charcoal, Cinders, Tar, Carbolic Acids, Gypsum and other chemicals or distilled products.
3. To establish, own, run, manage and to carry on the business as manufacturers, producers, developers, traders, buyers, sellers, exporters, importers, operators, engineers, fabricators, contractors, sub-contractors, brokers, assemblers, packers, re-packers, jobbers, designers, laminators, merchants, resellers, dealers, distributors, converters, recyclers and/or in any other capacity in which the business may be carried

on all kinds of goods used for the purpose of irrigation, water transportation, sanitary systems, drainage system, cable ducting or for any other purpose wherein it can be used conveniently such as pipes, tubes, hoses, sprinklers, Polyethylene pipes for sprinkler irrigation system, drippers, accessories, fittings HDPE material for molding and extrusion and all other ancillary and auxiliary materials or derivatives or articles or things which can be made of by using rigid Opvc, PVC, polythene, LDPE, HDPE, PP, LLDPE, MDPE, plastic resins, plastic granules, polymers, monomers, polypropylene, thermoplastics, foam, adhesives, synthetic resins, emulsions, fiberglass, UPVC, PVC Compound, PVC Dry-blend, PVC Premix and the like by whatever name called or their derivatives/mixtures.

B. THE OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECTS ARE:-

1. Subject to the provisions of the Act , and direction by RBI or receive money, securities, valuables of all kinds of loan or deposit or safe custody not amounting to the business of banking (as defined under the Banking Regulation Act, 1949) and to borrow or rise money in such manner as the Company shall think fit and in particular by issue of debentures or debenture-stock (perpetual or otherwise) and to secure the repayment of any of the Company's property (both present and future) including its uncalled capital and also by a similar mortgage, charge or lien to secure and guarantee the performance by the Company or any other person or Company, as the case may be.
2. To guarantee the payment of money secured by or in respect of bounds, debentures, debenture stock, contracts, mortgages, charges, obligation and other securities of any Company or any authority, central state, municipal, local or otherwise, or of any person howsoever, whether on corporated village industries, home industries, cottage industries, small and medium scale industries and to act as incorporated or not incorporated.
3. To purchase or otherwise acquire and to exchange, surrender, lease, mortgage, charge, convert, hold, turn to account dispose of real and personal property and right of all kinds and in particular lands, buildings, here ditaments, business concerns and undertakings, debenture stocks, mortgages, debenture, produce, concessions, options, contracts, patents, annuities, licenses stocks, spares, securities, bonds, policies, books debts and claims, privileges and choice in action of all kinds, including any interest in real or personal property and any claim against such property or against any person in respect of any of the business carried on by the company.
4. To draw, make accept, endorse, discount, execute and issue promissory notes, hundies, bills of exchange, bill of lading, warrants debenture and other negotiable or transferable instruments.

5. To tender, make, provide and give advances of such sums of money as may be necessary for purchase of goods, service, raw materials, consumables, stores, plants, machineries, or any other movable or immovable property required for the purposes of the company on any such terms and conditions with or without security as the company may deem fit from time to time provide the company shall not carry on the business of Banking as defined in Banking Regulation Act 1949, subject to the provisions of Companies Act, 1956 and Reserve Bank of India directives.
6. To undertake financial and commercial obligation, transaction and operation of all kinds for the purpose of attainment of main objects.
7. To communicate with Chamber of Commerce and other mercantile and public bodies through out the world and concert and promote for the protection of the trade industry and persons of engaged therein
8. To subscribe to, become a member of, subsidiaries and co-operate with any other association, whether incorporated or not, whose object are altogether or in part similar to those of the Company and to procure from and communicate to any such association such information as may be likely to forward the objects of the company.
9. To build, construct, alter, enlarge, remove, pull down, replace, maintain, improve, develop, work, control and/or manager any building, office, factories, mills, ships, machinery, engines water work, bridges, wharves, reservoirs, roads, tramways branches or sidings, electric power, heat and light, supply works, telephone works, hotels, clubs, restaurants, bath places of worship, places of amusement, pleasure grounds, gardens, reading rooms, stores, shops, diaries, and other works and conveniences which the Company may think directly or indirectly conducive to its object or which may advance the interests of the Company and to contribute or otherwise assist or take part in the construction, maintenance, development, working, control and management thereof and to join with any other person or company in doing any of these things.
10. To improve, manage, develop, grant-rights, or privileges in respect of or otherwise deal with all or any part of the property and rights of the Company.
11. To vest any real or personal property right or interest acquired by or belonging to the Company I any person or Company on behalf of or for the benefit of the Company with or without any declared trust in favour of the company.

12. To apply for, purchase, or otherwise acquire any patents, inventions, licenses, concessions and the like, conferring any exclusive or non-exclusive or limited right to use, or secret or other information as to any invention which may seem capable of being used for any of the purposes of the company or the acquisition of which may seem calculated directly or benefit the Company and to use exercise, develop or grant or licenses in respect of or otherwise turn to account the property, right or information so acquired.
13. To set up, operate, maintain and promote research & development laboratories, projects experimental plants, test houses and to carry out research & development assignments and to promote research projects thought other persons or institutions.
14. To acquire and undertake the whole or any part of the business, property or liabilities of any person firm o body corporate, carrying on or proposing to carry on any busi ness which the company is authorized to carry on or having property suitable for the purposes of the Company or which can be carried on in conjunction there with or which is capable of being conducted so as directly to benefits the Company.
15. To enter any arrangements with any Government or any authority supreme, municipal local or otherwise, that may seem beneficial to any of the Company's objects and to apply for, procure and obtain any Act of Parliament, privilege, concessions, license, or authorization of the Government or any other authority local or otherwise for enabling the Company to carry any of its objects into effect or for extending any of the powers of the Company ad to carry out, exercise and comply with any such Act, privilege, concession, license or authorization and to carry out and implement the provisions of the foreign Exchange Regulation Act, 1973.
16. To pay for any right or property acquired by the Company and to remunerate any person company or public bodies whether by cash payment or by allotment of shares, debentures or other securities of the Company credited as paid up in full or in part or otherwise.
17. To amalgamate, enter I to partnership or into any arrangement for sharing profits, union or interest, co-operation, joint venture or reciprocal concession for limiting competing with any person, firm or body corporate whether in India or outside carrying on or engaged in or about to carry on engage in, any business or transaction which the Company is authorized to carry on engage in, or which can be carried on in conjunction there with or which is capable of being conducted so as directly or indirectly to benefit the Company and further to enter into any arrangement or contract with any person, association or body corporate whether in India or outside, for such other purposes that may seem calculated beneficial and conducive to the object of the Company.

18. To establish, promote, or concur in establishing or promoting any Company or companies for the purpose of acquiring all or any of the right, liberties and properties of the Company of any other purpose which may seem directly or indirectly calculated to benefit the Company and to place or guarantee the placing of, underwrite, subscribe for or otherwise acquire all or any part of the shares, debentures of other securities of any such other company or companies,
19. To lease, let out on hire, mortgage, pledge, hypothecate, sell or otherwise dispose of the whole or any parts of the undertaking of the Company or any land, business, property, right or assets of any kind of the undertaking of the Company or any share of interest therein respectively in such manner and for such consideration as the Company may think fit, particular for shares, debentures or securities of any other body corporate having objects altogether or in part similar to those of the Company.
20. To undertake and execute any trust, the undertaking of which may seem to the Company desirable and either gratuitously or otherwise and vest any real or personal property, rights or interest acquired by or belonging to the Company in any person or company on behalf of or for the benefit of the Company and with or without any declared trust in favour of the Company.
21. To accept gift and donations, to establish, settle, promote, form undertake any public charitable or welfare trusts for the benefit of employees, exemployees, members, directors and/or their dependents, heirs and children and general public or for the developments and advancement of any activity in the field of education, healthcare, public welfare, science, etc. for their benefit and also to act as trustees.
22. To subscribe or guarantee money for national charitable, religious, educational benevolent or other institutions, societies, clubs, funds, associations, public, general or useful objects or for any exhibition but not intended to serve any political case of purpose.
23. To acquire from any person, firm or body corporate whether in India or elsewhere technical information, know-how processes, engineering, manufacturing and operating data plans, lay outs and blue print useful for the design, erection and operation of plant required for any of the business of the Company and to acquire any grant of license and other rights and benefits in the foregoing matters and things.

24. To pay premium or salaries or and to pay for any property, right or privileges acquired by the Company or for service rendered or to be rendered in connection with promotion, formation or the business of the Company or for service rendered or to be rendered by any person, firm or body corporate in placing or assisting to place or guaranteeing the placing any of the shares of the Company or otherwise either wholly or partly in cash or in shares, bonds debentures or other securities of the Company and to issue any such shares either as fully paid up with such amount credited as paid up thereon as may be agreed upon, and to charge any such bonds, debentures or other securities upon all or any part of the Company.
25. To pay out of the funds of the Company all costs, charges and expenses preliminary and incidental to the promotion, formation, establishment and registration of the Company.
26. To take into consideration and to approve and confirm and/or carry out all acts, deeds or things that may be done or entered into with any person, firm or body corporate by the promoters of the Company and further to enter into any arrangement, agreement or contracts with the promoters and to reimburse them for all costs and expenses that may be incurred by them or in connection with the formation or promotion of the Company.
27. To establish and maintain or procure the establishment and maintenance of any provident fund or any contributory or non-contributory pensions, superannuation fund and to give or procure the giving of donations, gratuities, pensions, allowances, emoluments bonuses, profit sharing bonuses, benefits or any other payment to any persons who are or were at any time in the employment or service of the Company or its successors in business or of any Company, or which is a subsidiary of the Company or is allied to or associated with the Company or with any such subsidiary, or who are or were at any time directors of the Company or such other Company as aforesaid and the wives, widows, families, dependents or connections of any such person, and to provide for the welfare of all or any other aforesaid funds, clubs, trusts, profit sharing or other schemes and by building or contributing to the building of dwelling houses or quarters and by providing subscribing or contributing towards places of instruction, and recreation, hospitals and dispensaries medical and other attendance and to do any make payments to or towards the insurance of any such person as aforesaid and to do any of the matters aforesaid either alone or in conjunction with any such other company or aforesaid.
28. To set up power plant for own use and to purchase, generate, accumulate, supply and distribute electric energy, gas steam, heat and motive power.
29. To undertake, carry out, promote and sponsor rural development including any program for the social and economic welfare of the upliftment of the public in any rural area and incur any expenditure on any program of rural development and to assist execution and

promotion there of directly or through an independent agency or in any other manner without prejudice to the generally of the foregoing 'program of rural development' shall also include any program for promoting the social and economic welfare the public in any rural area to promote and assist rural development, and that the workds, 'rura; area' shall include such areas as may be regarded as rural area under section 35CC of the Income Tax Act, 19+61 or any other law relating to rural development for the time being in force or as may be regarded in order to implement any of the above mentioned objects or purposes, transfer without consideration, or at such fair or concessional value and subjects to the Companies Act, 1956 divest the ownership of any property of the Company to or in favour of any public or local body or authority or Central or State Government or any public institutions or trusts of funds.

30. To undertake, carry out,. Promote any sponsor or assist any actively for the promotion and growth of national economy and for discharging social and moral responsibilities of the Company to the public or any section of the public as also any activity to promote national welfare of social, economic or moral upliftment of the public or section of the public and in such manner and by such means (without prejudice to the generality) of the foregoing under takes, carry out, promote and sponsor any activity for publication of any books, literature, newspaper etc. or for organizing lectures or seminars likely to advance theses objects or for giving merit awards, for giving scholarship, loans or any other assistance to deserving students or other scholars or person t enable them to prosecute their studies or academic pursuits or researches and for establishing, conducting or assisting any institution, fund trusts etc. having any one of the aforesaid objects in order to implement any of the above mentioned objects or purposes transfer without consideration or at such fair or concessional value and subject to Companies Act, 1956 divest the ownership of any property of the Company to or in favour of any public or local body or authority or Central or State Government or any Public institutions or trusts of funds as the Board may approve.
31. In the event of winding up to distribute all or any the property of the Company amongst the members in specie or kind or and proceeds f sale or disposal of any property of the Company.
32. To do all or any of the above things in any part of the world as principals, agents, contractors, trustees or otherwise by or through trustees, attorneys, agents or otherwise and wither alone or conjunction with others and to establish offices, agencies or branches for carrying any of the objects in India or elsewhere in the world and to undertake the management of any company or companies having objects altogether or in part similar to those of the Company.
33. To appoint secretaries, Managers, Agents, Promoters, Selling Representatives, Commission Agents and engage Lawyers and Solicitors and to grant them or any of them necessary power of attorney.

34. To provide technical know-how in India and abroad which is likely to assist in the manufacture of goods or processing of materials or in the installation or erection of plant or machinery for such manufacture or processing inclusive of providing technological design, installation and erection information and to render engineering, technical management and various types of skilled and other services to all types of business and industry or other organization.
35. To carry on the business of magazine, periodical and general proprietor, press, agents, news agents, publishers, book sellers, bookbinders, whole sale and retail stationers, fancy goods and leather goods dealers and account book manufacturers.
36. To issue debentures, 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 other perpetual or terminable and either redeemable or otherwise and change and acquire the same by trust deed or otherwise on the undertaking of the Company or any specific property or rights, present or future, of the Company (including, if thought fit, uncalled capital) or otherwise howsoever.
37. To facilitate and encourage the creation, issue or conversion of shares, stocks, debentures, debenture-stocks, bonds, obligations in securities and to act as trustees in connection there with and to take part in the conversion of business concerns and undertakings in to companies and the amalgamation, reconstruction and promotion of companies.
38. To adopt such means of making known the services, business interests of the Company as it may deem expedient and in particular by advertising in the press, radio, television and cinema by circulars, by purchase, construction and exhibition of work of art or general interest by publication of books and periodicals and by granting prizes, rewards and donations.
39. To invest money of the Company in such investments (other than shares or stock in the Company) as may be thought proper and to hold, sell or otherwise deal with investments as may be necessary for the purpose of the Company.
40. To carry on in India or in any part of the world all incidental acts and things necessary for the attainment of any of the objects under these presents.

C. OTHER OBJECTS

1. To manufacture, produce, buy, sell, import, export, deal in machine tools, grinding machines, automatic lathes drilling machines, planogrinders, machines of every description, precision tools, cutting and small tools, electric motors, electrical equipments, cables, wires, switchgears, flame and drip proof machines, electric fans, regulators of all types electric kilowatt hour meters, magnets, industrial jewels, meters, voltmeters and other types of measuring instruments, electrical, non-electrical magnetic, galvanic and other instruments die coatings, screws, nuts and bolts, transformers of all types, circuit breakers, hoists, elevators gears, trolleys and coaches, winches, air compressors, power plants, welders, refrigerators, domestic washing machines, motors, fans, insulations, television and wireless apparatus including radio receivers, and transmitters, micro components, radar equipments, valves, resistors, electric instruments, conductors, materials, transistor and allied items sewing machines, watches and clocks, tape recorders, household appliances and components and parts thereof.
2. To carry on all or any of the business of manufacturers, installers, maintainers, repairers of and dealers in electrical and electronic appliances and apparatus of every description and of and in radio television and telecommunication requisites and supplies and electrical and electronic apparatus, appliances, equipment and other articles, instruments and things required for or capable of being used for or in connection with the generation, transformation, propagation, radiation, distribution, supply accumulation and employment or application of Electricity radiating wires for wireless, signaling lighting, heating, motive power, X-Ray, medicine and other purposes whatsoever, and to manufacture, construct, maintain, carry out, repair, alter, work buy sell, let on hire and otherwise deal in works, plant, machinery, apparatus, fittings, furnishings, tools materials, products, conveniences and things of all kinds, capable, of being used in connection with such purposes of any kinds including cables, wires, lines, stations, exchanges, accumulators, dynamos, motors, batteries, switching, regulating, controlling, signaling and radical apparatus, lamps, meters and engines.
3. To acquire by purchase or otherwise Tea Estate and Gardens and to plant, grow, import, export, buy sell process, manufacture, distribute, blend package and in any way deal in Tea, coffee, cinchona, rubber, citronella, cocoa, bamboo and other produce of the soil and to carry on and engage in the business of planters, cultivators, winners, buyers and agents of every kinds of vegetable, minerals or other produce of the soil, to prepare, manufacture and render marketable any such produce and to sell, dispose of and deal in any such produce, either in its prepared, manufactured or raw state and either by wholesale or retail and to at as buying, selling, procurement, consignment, handing, warehousing, forwarding agents, contractors, consultants or otherwise in any of such commodities.

4. To purchase, taken on lease or in exchange, hire or otherwise acquire and hold lands producing or for production of tea, coffee, cinchona, rubber citronella, cocoa, bamboo and other product and concessions, rights, powers and privileges over any such lands so acquired and establish, acquire, maintain, erect, repair and construct workshops and factories for the purpose of blending, processing and packaging tea, coffee, cinchona, rubber, required for packing any finished and unfinished products thereof and to buy and sell machinery, plants, vehicles, fittings, stores, implements and all other articles required for blending, processing and packing tea, coffee, cinchona, rubber, citronella, cocoa, bamboo and other produce of the soil.
5. To carry on business as manufactures, products, dealers, purchasers, sellers, processors, importers, exporters, stockiest, agents, brokers, traders and retailers of all kinds qualities and descriptions of papers, coated papers, boards and articles including writing, printing, duplicating, maplitho, poster, tissue newsprint, synthetic, clay coated PVC coated, cast coated, ivory coated, poly coated, coated chrome coated, coated impregnated papers and other laminated paper and boards, art papers, fluorescent papers, ultra metal papers, anticorrosive paper, glossy papers, waxed papers, blotting paper, stencil paper, carbon, MCR/Carbonless paper, papers for packing including craft and wrapping papers, flint paper, paper boards, including duplex and triplex boards, hardboards, strawboard, cardboard, card-board boxes, leather board, mill board, paste board, pulp board and all other papers including coated paper, boards and articles of any description made from paper, pulp (mechanical or wood) straw, persons from time to time by subscribing, or contributing to any institution, association, (bagassee, grass, lintels, jute agricultural wastes or any other raw-material in any combination.
6. To carry on the business of manufacturing, buying, selling, importing, disturbing, processing, exchanging, converting, altering, twisting or otherwise handing or dealing in cellulose, visco-se rayon yarns and fibers, synthetics fires and yarn, staple fibers yarns and such other fibers or fibrous materials, transparent paper and auxiliary chemical products.
7. To carry on business as exporters, importers, manufacturers, producers, processors, printers, bleachers, combers, laminators, spinners, weavers, dyers, finishers, dealers, merchants, agents in the various kinds and norms of yarn and fabrics of silk, cotton, wool, flax, jute, hemp, mohair, linen, rayon, nylon, terilene and natural synthetics and other allied textiles of any description and kind and to carry on the business as drapers and dealers of furnishing fabrics, and also in connected materials like starch, sizing materials and dye stuff.
8. To carry on the business or business of manufacturers, importers and exporters of and dealers in sheet metal (ferrous and non-ferrous) and sheet metal articles of all kinds and in particular galvanized buckets, fire buckets, bath tubs, mugs, drums, tanks, tin

containers and other articles for carrying or storing water, oil and other materials solid or liquid, suitcases, trunks, boxes tables, chairs, shelves, almirahs, safes and other kinds of steel & metal, furniture, chimneys, pipes, ridging ventilators, roofings, dustbins, hand cart, municipal carts and all such other articles.

9. To purchase, manufacture, produce, refine, prepare, import, export, sell and to generally deal in sugar, sugar-beets, sugar-cane molasses, syrups, jiggery, melada and all products or by products thereof and food products, generally and in connection therewith to acquire, construct and operate sugar or other refineries, buildings, mills factories and other work.
10. To establish, own, erect, acquire, work and manage veneer mills, plywood factories and similar kills and factories and to peel, produce, manufacture and prepare for market, store, stock, buy, sell, export, import, distribute, deal and carry on business I veneers, veneer products, veneer for tea-chests, packing cases and commercial boards, decorative venders, vender for furniture and cabinet making and other purposes, tea chests, commercial plywood, plywood for cabinet making, coach building, ship building, boards, laminated boards, black boards, composite boards, compressed boards, pressed boards, hard boards, chip boards, bent wood, molded wood and any articles of like nature.
11. 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 and wood of all kinds and to manufacture and deal in article of all kinds in the manufacture of which timber or wood is used and to carry on business general merchants, and to buy, clear, plant and work timber estates.
12. To carry on the business or business whether together or separately as proprietors, managers, renters and lessors, of studios, theaters, discotheques, cinemas, picture places, music halls, convert and dance halls and other place of amusement and entertainment of every kinds of film producing, studio, recording studios and radio and television studios and provide for the production and exhibition of pictures, transmission of pictures, movements, music and songs and for the reception transmission of news and business of production, management, performance and representation of entertainments of all kinds musical, dramas, shows, radio and television entertainments and other amusements and entertainments.
13. To carry on the business of refreshment caterers and contractors, merchants, wharfingers, ferryment, warehousing, carriers of goods and passengers and over any railway, road, tramway, ropeway, bridge, ferry, river or canal and manufacturers of an

dealers in carriages trucks and other engines and other chattels and effects required for the making, maintenance, equipment.

14. To carry on the business of travel agent, to facilitate travelling and to arrange for all conveniences of travelers by securing tickets, sleeping cars, berths, hotel, boarding and lodging, guides and so on and to promote traveling and carry on the business of booking agents for passengers traffics and for all goods, commodities and cargo by sea, land and air.
15. To establish, maintain and operate shipping, air transport and road transport services and ancillary services and for these purposes or as independent undertaking to purchase, take in exchange, charter, hire, build, construct, or otherwise acquire and to own, work, manage, and trade with steam-sailing motor and other ships, trawlers, drifts, tugs and vessels and motor and other vehicles with all necessary and convenient equipments, engines, tackle, gear, furniture and stores or any shares or interest in ships, vessels, aircraft, motor and other vehicles, including shares stocks or securities of Companies, possessed or interested in any ships, aircraft or vehicle and to maintain, repair fit or refi, improve, insure, alter, sell exchange or let out on the ships, vessels, aircraft, motor and other vehicles or any of the engines, tackles, gear, furniture, equipment and stores of the Company
16. To carry on the business of hotel, tourist hotels, restaurant, café, refreshment room and loading house keepers, licensed victualers, wine beer and spirit merchants, importers and manufacturers of aerated minerals and artificial waters and other drinks, purveyors, caterers for the public generally, carriage, taxi, motor car and other lorry proprietors, dairy men, importers and brokers of goods, live and dead stock and foreign produce of all description, hair-dressers, perfumers, chemists, proprietors of clubs, baths, aeroplanes, partitions, pannellings, doors, windows and other construction purposes, decorative vender, dressing rooms, laundries, reading, writing, and newspaper rooms, libraries, grounds and place of amusement, recreation, sport entertainment and instruction of all kinds tobacco, cigar and cigarette merchants, agents for railway and shipping and airline companies and carriers theatrical and opera box office proprietors and general agents and others business which can conveniently be carried on in connection therewith.
17. To carry on the business as manufacturers, producers, exporters, importers, traders, dealers, distributors, buyers, sellers, agents or merchants of glass, glass-ware, glass goods, mirrors, looking-glass, scientific glassware, glass bottle containers, toys, decorative articles, sheet and plate, glass, bangles, false pearls and all kinds of articles prepared of glass, and/or carry on the business of glass leveler, patent solver, glass

embosser, ecclesiastical lead workers, glass tables, show card and show case manufacturers.

18. To produce, manufacture, refine, prepare, import, export, purchase, sells, treat and generally to deal in all kinds of ceramics, sanitary ware, earthenware, stone ware, china, terracotta, porcelain, products, bricks, fire clay, insulation, bricks, silica bricks, tiles, pottery, pipes, insulators, re-factories of all description and/or by-products thereof and building materials general and in connection therewith, either as principal or agents, either solely or in partnership with other to take on lease or acquire, erect, construct, establish, operate and maintain, ceramics pottery industries, factories, quarries, mines, collieries workshops and other work.
19. To produce, manufacture, refine, prepare, import, export, purchase, sells generally to deal in all kinds of cement, cement products of any description (pipes, poles, asbestos sheets, blocks, tiles, garden-wares, etc.) lime, limestone and/or by-products thereof, and in connection therewith to take on lease of acquire, erect, construct, establish, operate and maintain cement factory, quarries and collieries, Workshops and other works.
20. To carry on business of manufacturers of, dealers in, heirs(letting out on hire or hire purchase system, or taking on hire), repairs, cleaners, stores, warehousemen, importers, exporters, or agents of motor vehicles, motor cycles, cars, motor, scooters, bicycles, air conditioners, refrigerators, carriages, gramophones, radios, radiograms, electric fans, all kinds of other machineries, components, parts, accessories, apparatus and fittings, fireworks and other explosive products and water works, minerals and mineral oils, chemicals and synthetic products or any other kind of merchandises, commodities and products.
21. To manufacture, produce, fabricate, erect, assemble, install, build, rebuild, overhaul, service, import, export, buy, sell and otherwise, deal or traffic in all kinds of plant and machinery and all kinds of pumps, engines, cranes, earthmoving machinery, industrial machinery, boilers, tanks, ships, bodies, turbines, generators, transformers, accumulators, dryers, all types of dyeing systems, kins, calaciner, heat exchangers, agitators, mixers, lamps, meters, dynamos, batteries, telephonic, or telegraphic apparatus, switch boards, cables and wire, scientific, agricultural, industrial, mechanical and electrical equipments, accessories, tools, spares, appliances etc. and carry on the business of mechanical, civil and electrical engineers, technical consultants, metallurgists allied chemical works, boilers makers, mill wrights, and machinists and to undertake the erection and construction of wrights and machinists and to undertake the erection and construction of factories, mills workshops and all other installations and to execute any contracts to carry out all or any works comprised in such contracts.

22. To build, construct, maintain, enlarge, pull down, remove or replace, improve or develop and to work, manage and control any buildings, offices, mills, foundries, refineries, furnaces, godowns, warehouses, shops, machinery, engines, roadways, railways, tramways, or other means of transport, siding, bridges, reservoirs, dams, watercourses, water systems, wharves, electric works or works operated by any other kind of power and also such other machinery, equipment, conveyances, works and conveniences and to subsidize, contribute to or take part in doing any of those things and/or to join with any other person or Company in India or elsewhere or with any Government or authority in doing any of these things.
23. To manufacture, purchase, sell, import, export, repair service and generally deal in all types of reprographic, photo, duplicating and other office and business machines equipments and ancillary parts, links, papers, ribbons, plates, equipments etc.
24. To carry on the business as dealers, owners and investors in land, building, factories for which purpose to acquire and purchase, take on lease, tenancy, or in exchange hire or by other means obtain ownership and/or options over any freehold or other property for the said estate or interest there of any rights, privileges or easements over or in respect of any property land or any building and to turn into account, develop the same and dispose of or maintain the same on deposit or borrow and raise money and to lend or deal with the money either with or without interest and to build township, markets or other building or conveniences there on and to equip the same or any part thereof with all or any amenities or conveniences, drainage, facility, electric, air conditioning, telegraphic, telephonic, television installation and to deal with the same in any manner whatsoever, and to build take on lease and/or on rent, purchase or acquire in any manner whatsoever any departments, houses, flats, rooms, floors, huts or other accommodation to let or dispose of the same on installment basis, hire purchase basis or by outright sale either by private treaty or by auction or in any other mode of disposition all or any integral part thereof.
25. To carry on all or any of the business of financiers of industrial, commercial and other enterprises and general financiers, film financiers, producers and distributors and exhibitors, money-lenders, bonds, obligations, claims, licenses and charges and land buildings, houses, easements, negotiable instruments, DECRETES, BOOK DEBTS, patents, factories, mines, industrial undertakings, business concerns, warehouses, property and rights of all kinds, agricultural units, shops and godowns, business of insurance agents, trust company, safe deposit company and such other business and acts required in connection therewith, to receive or security provided the Company shall not carry on the business of Banking as defined under the Banking Regulation Act, 1949.
26. To search, mine, get, quarry, reduce, smelt, calcinate, refine, dress, amalgamate, manipulate and prepare for market ferrous and non-ferrous metal, ore, quartz and

mineral substance of all kinds including oil and to carry on any other prospecting mining and metallurgical operations and to work mines or quarries and to search, from get work process, calcine raise, smelt manufacture, make merchantable sell or otherwise deal in iron, coal, coaltar stone lime, limestone, chalk, clay, boxite, soapstone, ores, metals, mineral oil, gold, silver, diamond, precious and other stones, deposits and products and all other kinds of by-products thereof and generally to carry on the business of mining in all its branches.

27. To manufacture, import, export, process and deal in natural and synthetics resin, molding powers, adhesives, paints, colors, varnish, enamels and spirit in all its branches.
28. To manufacture, produce, refine, prepare, purchase, store, sell and generally to trade and deal in drugs, medicines, natural plants, mixtures, powder, tablets, capsules, injections, oils, compounds, toiletry goods, pigments and all kinds of pharmaceutical cosmetic and medicinal preparations required or used to beauty aid or personal hygiene or allopathic, ayurvedic, unanihomeopathe or nature cure methods or any system of treatment, bandages, cotton gauzes, crutches and all kinds of anatomical, orthopedic and surgical appliances, stores and requisites for hospitals, laboratories patients and invalids.
29. To manufacture, brew, distill, process, dehydrate, can package, buy, sell and deal in confectionery, dry and preserved fruits, juices, vegetables, pickles, beer, wines, molasses, soft drinks, processed food products, ice, ice-cream, ice candy, milk and milk products, wheats and all other eatables and by-products including fish, prawns and other products of water and to carry on the business of manufacturers and dealers in and operators of vessels, siphon, gas filters, bottler, apparatus, appliances and description of all kinds for manufacturing, improving, treating, preserving, discharging and liquid whatsoever.
30. To carry on the business as manufacturers, exporters, importers, dealers, stores, agents, distributors of batteries, cells, torches, toys and personal aids.
31. To carry on business as general, commercial, color, crafts and processes, printers, painters, lithographers, engravers, die makers, publishers of newspaper, books, magazines, art and musical productions, plan and chart printers, press, and advertiser agents, contractors, ink, dye, color and chemical manufacturers, manufacturers of other metals and other signs, manufacturers and dealers of containers and components and machinery manufacturers and dealers in printing machinery, type and data printers, books, binders and stationers and dealers in all kinds of supplies and equipment for mercantile and other uses.

32. To organize, run, maintain, operate, promote the business of interior decorators, furniture and carpet designers and manufacturers, boutiques, operators of fashion centers, fashion shows and to make acquire, deal in any way in handicraft, objects or art, antiques, ornaments, precious stones, jewelry whether artificial or otherwise and articles wherein precious metals or precious stones may be used, in textile fabrics and to manufacture and deal in products as are commonly dealt in boutiques, fashion shows and interior decorators.
33. To produce, extract, prepare, manufacture, purchase, utilize, refine or turn to account carbon, graphite, synthetic or natural coal, petroleum substances in all their various forms and derivatives and their products, by-products and ancillary products.
34. To carry on the business of manufacturers of pilfer-proof caps, packages, drums, barrels, tanks, containers, tubes, aerosol containers of every description from steel, tin metals, paper etc.
35. To carry on the business of manufacture, makers, importers, exporters, buyers, sellers, suppliers, stockiest, agent, merchants, distributors and concessionaires of and dealers of writing pen, pencils, fountain pen, ball point pen, sign pen, color pencils, tubes and tablets, pins, erasers, printing and others, ink, clips, rules, paper, pulp, newsprint, board, envelopes, cards, dies, letter-heads, forms, files, stamps, books bags, cases, cover, racks, cabinets, numerical printers, adhesive, tapes, gums, duplicators, Xerox and photo copiers, carbon paper, ribbon, typewriters, computers, calculators, accounting and intercommunication machines and all kinds of office, domestic, industrial and educational stationery, equipments, appliances, furniture, instruments, gadgets, devices and stores.
36. To carry on the business of cold storage, warehouses keepers and storage of all commodities, goods or articles, refrigerating chambers or otherwise and to do the business of ice makers, ice vendors manufacturers, hires of and dealers in refrigerators, refrigerating chambers and apparatus relating thereto.
37. To establish, own or acquire ferrous and non-ferrous metal, melting furnaces, mini-steel plants, alloy steel plants, rolling & re-rolling mills, aluminum, plants and to carry on business as manufacturers, converters, processors, fabricators, brokers, drawers, suppliers, agents, stockiest, traders, importers and dealers of and in ferrous and non-ferrous metal, casting sponge iron, aluminum etc.
38. To carry on the business of extraction of oil by any means of process whatsoever from Soyabean, Rice bran, Oil Seeds, Oil cakes, nuts and grasses or other substances

yielding oil or essence and to manufacture all types of crude oils, there form refine or double refine the stem and to manufacture, treat, prepare, pack, distribute, perfume or otherwise, deal I import and export all oils or raw materials for the manufacture of oils deoiled cake, vanaspati, ghee and other allied products and to enter into ready contracts, import, export, manufacture and otherwise deal in all kinds of oils, oil seeds, oil products, vegetable ghee and by products.

39. To carry on the business of investment company and to invest and acquire, hold and deal in shares, stock, debentures, debenture stocks, bonds, obligations and securities issued or guaranteed by any company constituted or carrying on business in India or elsewhere and debentures, debenture stocks, bonds obligations and securities, issued or guaranteed by any Government, State, Dominion, Sovereign, ruler, commissioners, public body or authority, supreme, municipal, local or otherwise whether in India or elsewhere.
40. To carry on business as producers, manufacturers, processors, refiners, makers, bottlers, stockiest, dealers, importers, exporters, traders, retailers, agents, sellers of oxygen, acetylene, ammonia, nitrogen, coal gas, natural gas, helium and other type and kinds of gases, mineral oil, motor and aviation spirit, diesel oil, kerosene, diverse, hydrocarbon oils and their blends including synthetic fuels and lubricating oils required for or used in industries, agriculture, clinics, hospitals, refrigeration, aviation, transport vehicles, space rockets and crafts communication, objects and media reactors, power plants, domestic or public lighting, heating, cooling or cooking purposes, plants producing water, chemical or fuels, pesticides or defense 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, cylinder, welding machines, containers, gadgets, appliances and accessories for working or using or producing any of such gases, oils and products.
41. To manufacture, cultivate, mix, grow, process, refine, hydrogenate, extract, treat, mill, grind, crush, husk, dehusk, store, can, fill, pack, purchase, sell, import, export act as agents and otherwise deal in wheat, wheat products, flour, atta, sooji, bran, bakery products, biscuits, baking materials, baby food, barley, gram, maize, com, starch, glucose, paddyrice, pulses, cereals, poultry feeds, animal feeds and it ingredients, oilseeds, oils, oilcakes, vanaspati, detergents, soaps, lubricants, glycerin, sugar, khandsari, molasses, raw jute and jute goods.
42. To carry on the business of growers of all sort of crops including paddy, sugarcane, potatoes, fruits, vegetable, flowers etc., and for the same to purchase or otherwise acquire land or tenancy rights in land groves and to do all things and acts necessary and incidental to the business of cultivation and growing of the above and other products.

43. To carry on business of felling converting, dragging, hauling, marketing, processing, standardizing, grading, sorting, distributing, selling, and carrying out all aspects of explanation of forest products grown, raised on otherwise found naturally.
44. To establish and run data processing/computer centers and to offer consultancy and data processing and other services that are normally offered by data processing/computer centers to industrial business and other types of customers and to import training on Electronic Data Processing Computer Software and Hardware to customers and others.
45. To carry on the business of tobacconists and in all its branches and to sell make up and manufacture tobacco, cigars, cigarettes, snuff and other articles usually sold and tobacconists.
46. To manufacture, produce prepare, process, vulcanize, repair, retread export, import, purchases, sell and generally to carry on business in tires and semi-tyers of different types of vehicles, industrial tiers, inner tubes and other repairs materials.
47. To purchases, manufacture, treat import, sell export, let on hire, alter or otherwise deal with either as principal or agents either solely or in partnership with others, sewing cuffing, button holes, button holding and stitching, cutting, machineries of all kinds, span buttons nut buttons, needles, safety pins, buckles and ther tailoring and allied materials, tools and machineries.
48. To manufacture, weave, prepare, process, repair, buy and sell, resell, export, import and deal in all kinds of plastic, Bakelite, Acrylic and xylem goods including plastic liners and sacks of high density polyethylene, polyethylene, low density polyethylene and PVC right pipes, sheets, toys and wares and other types of plastic goods land products synthetic resins and compounds, ancillary and auxillary materials and derivatives, intermediates and compositions, Plastic processing and ancillary tools, molds, dies, instruments and other engineering goods which can be conveniently combined therewith; all kinds of chemicals, petroleum products, pharmaceutical products and derivatives compositions, intermediates and auxiliaries.
49. To carry on business as exporters, manufacturers, importers, buyers and sellers of and dealers in all chemicals including (without prejudice to the said generally) and in particular soda, ash, caustic soda, sulfuric acid, super phosphate, ammonia chloride, di-calcium phosphate, alcohol, chlorine products, both organic and inorganic and such as

polyvinyl chloride, carbon tetrachloride etc. alkali, acids, drugs, tannins, essences and pharmaceutical, photographic, sizing, medical, chemical, industrial and other preparations and articles of any nature and kinds whatsoever, mineral and other waters, cements, oils, paints, pigments and varnishes, compounds, drugs, dye, stuff, organic or minerals intermediates, paint and colors grinders, makers and dealers in proprietary articles of all kinds of electrical, chemical photographic, surgical and scientific apparatus, instruments, goods and materials.

50. To carry on all or any of the business as manufacturers, buyers, sellers, importers, exporters, distributors, agents, brokers, factors, stockiest, commission agents, and dealers of engineering goods, machine tool small tools, metals, alloys, iron, pipe fittings, nuts and bolts, bicycles and accessories, automobile parts steel and stainless steel and iron products ore and scraps, ferro alloys, metallurgical residues, Cement and Cement products, hides, skins, leather goods, furs, bristles tobacco (raw manufactured), hemp, seeds, oils and cakes, vanaspati, textile fiber and wastes, wool and jute and products thereof, wood and timber, bones crushed and uncrushed industrial diamonds, coal and charcoal, glue, gums, and resins, ivory lacs, shellac, manures, pulp or wood rags, rubber, tanning substances, wax, quartz, crystal chemical and chemical preparations plastic and linoleum articles, glass and glassware handicrafts, a handloom, toys, diamonds, liquid gold, precious stones, ornaments, pearls, drugs and medicines, paints, instruments, apparatus and appliances, and mill work and parts thereof, paper and stationery spots goods textile including decorative hand machine made, readymade garments, carpets, rugs, druggets, artificial silk fabrics, cotton woolen cloth and dressings, material, wigs, belts, belting, cinematography films, gramophone records, rubber goods starch umbrellas crown crock batteries surgical and musical instruments, marble and hard-ware items traditional Calendars, all kinds of books and manuscripts and electronic products of all kinds, sanitary ware and fitting, fish products, fodder bran, fruits, nuts, pulses, grains, pulses flour, confectionery provisions alcohol beverage perfumed spirits spices and tea coffee, sugar and molasses, vegetables and vegetable products, processed foods packed food products and purchase and sale representatives stockiest.

IV. THE LIABILITY OF THE Members is limited.

V. The Authorized Share Capital of the Company is Rs. 74,00,00,000/- (Rupees Seventy Four Crores only) divided into 70,80,00,000 (Seventy Crores Eighty Lakhs only) Equity Shares of Re. 1/- (Rupee One) each and 32,00,000 (Thirty Two Lakhs) Preference Shares of Rs. 10/- (Rupees Ten) each.*

*The Capital Clause V of Memorandum of Association is altered vide Special Resolution passed by the Shareholders in the Annual General Meeting held on 21.09.2024.

We are several persons whose names addresses and descriptions are subscribed herein below are desirous of being formed into a company in pursuance of the Memorandum of Association and we respectively, agree to take the number of shares in the Company set opposite to our respective names :-

S.No.	Names, Addresses, Occupation and description of subscribers	Number of Shares taken by each Subscriber	Signature	Signature, Name, Address. Occupation and description of Witnesses
1	MR. SURESH AGRAWAL S/O LATE SHRI R.S. AGRAWAL, MATRA CHHAYYA, BASTAR BADA, JAIL ROAD, RAIPUR (M.P.) BUSINESS	100 (ONE HUNDERED ONLY)	Sd/- Suresh Agrawal	
2	MRS. KANIKA AGRAWAL W/O MR. SURESH AGRAWAL MATRA CHHAYYA, BASTAR BADA, JAIL ROAD, RAIPUR (M.P.) HOUSE WIFE	100 (ONE HUNDERED ONLY)	Sd/- Kanika Agrawal	Witness to subscribers No. 1 to 7 (Y.C. Rao) S/o Shri Y. Mandali Company Secretary, 567-B, Urla Raipur (C.G)
3	MR. DINESH AGRAWAL S/O LATE SHRI R.S. AGRAWAL, MATRA CHHAYYA, BASTAR BADA, JAIL ROAD, RAIPUR (M.P.) BUSINESS	100 (ONE HUNDERED ONLY)	Sd/- Dinesh Agrawal	
4	MRS. RASHMI AGRAWAL W/O MR. DINESH AGRAWAL MATRA CHHAYYA, BASTAR BADA,	100 (ONE HUNDERED ONLY)	Sd/- Rashmi Agrawal	

	JAIL ROAD, RAIPUR (M.P.) HOUSE WIFE			
5	MRS. SARITA AGRAWAL W/O MR. B.L. AGRAWAL SIDDARTH, GEETA NAGAR, RAIPUR (M.P.) HOUSE WIFE	100 (ONE HUNDERED ONLY)	Sd/- Sarita Agrawal	
6	MR. S.N. AGRAWAL S/O SHRI M.P. AGRAWAL NEAR AVONI ENG., 31-MAHOBA BAZAR, RAIPUR SERVICE	100 (ONE HUNDERED ONLY)	Sd/- S. N. Agrawal	
7	MR. M.K. GUPTA S/O SHRI B.P. GUPTA M.I.G.-11, MAHABIR NAGAR, P.O. RAVIGRAM RAIPUR – 492006 (M.P.) SERVICE	100 (ONE HUNDERED ONLY)	Sd/- M.K. Gupta	
		700		

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