

(THE COMPANIES ACT, 2013)

(COMPANY LIMITED BY SHARES)

(Incorporated under the Companies Act, 1956)

MEMORANDUM OF ASSOCIATION*

OF

BLUE CHIP TEX INDUSTRIES LIMITED

- I. The Name of the Company is BLUE CHIP TEX INDUSTRIES LIMITED.
- II. #The Registered Office of the Company is situated in the "Union Territory of Dadra and Nagar Haveli.
- III. The objects for which the Company is established are:

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

- 1. To carry on the business of manufacturers, dealers, importers and exporters of textiles made of silk, art silk, rayon staple and synthetic fibre, cotton, wool, flax, hemp, jute and also carry on business of textiles, doubling, spinning, weaving, crimping, texturizing, or otherwise bleaching, dyeing, printing, ginning, pressing of cotton, yarn, fibre wool or silk cloth, linen and other goods and fabrics whether textile, belted, netted or looped.
- 2. To carry on the business of manufacturers, exporters, importers, stockists, distributors, agents and dealers in Bio-solar and its allied products such as fuel briquettes from vegetable and city waste matters for domestic, industrial and other power/heat source usages.

#The registered office of the Company is shifted from the "State of Maharashtra" to the "Union Territory of Dadra and Nagar Haveli" vide Special Resolution passed in the Annual General Meeting of the Company held on Tuesday, 11th September, 2018.

****Amended and adopted vide resolution passed in Extra-Ordinary General Meeting held on -----, 2026***

B. MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III(A) ARE: -:

- 3. To carry on in India or anywhere in the world all or any of the business of Importers, Exporters, Traders, General Merchants, Commission Agents, manufacturers, Ginners, Pressers, Packers, Balers of Cotton, Jute, Hemp, Wool or any other Fibrous materials.

4. To carry on the business of manufactures, dealers, agents, factors, importers, exporters, merchants and man-made fibres and man-made fibre-yarns of man-made fibre cords of all kinds and man-made fibre fabrics of mixed with or without mixing materials like woollen, cotton metallic or any other fibres of vegetable, mineral or animal origin manufacturing such man-made fibres and man-made fibre product and kinds with or without mixing fibres of other origin as described above, by any process using petro-chemicals or by using vegetable or mineral oils or products of all description required to produce such man-made fibres.
5. To acquire any such shares, stocks, debentures, debenture stock, bonds, mortgages obligations and other securities by original subscriptions, tender, purchase, exchange or otherwise out of the funds of the Company obtained either by subscription of capital or borrowings or by receipt of income from any Trust which may be discretionary or otherwise or by gift of money received by the Company from any person and to subscribe for the same either conditionally or otherwise and to guarantee the subscription thereof. To finance either by way of making loans or advances or subscribing to the capital of private industrial enterprises in India.
6. To acquire real or leasehold estate and to purchase lease, construct or otherwise acquire or provide in any place in which any Part of the business of the Company may from time to time be carried on, all such offices, warehouses, workshops, buildings, houses for employees and Directors, machineries, engines, plant and appliances as may be considered requisite for the purpose of carrying on the business of the Company of any part thereof.
7. To sell, improve, manage, develop, exchange, lease, rent, mortgage, enfranchise, abandon, dispose of, turn to account or otherwise deal with all or any part of the property and right of the Company.
8. Subject to the provisions of the Companies Act, 2013 and the Rules thereunder and directions issued by Reserve Bank of India, to borrow or raise or secure the payment of money or to receive money on deposit at interest for any of the purposes of the Company and at such time and from time to time and in such manner as may be thought fit and in particular by the issue of debentures, or debenture stocks convertible into shares of this or any other Company or perpetual annuities and as security for any such money so borrowed, raised or received for any such debentures or debenture stocks so issued to mortgage, pledge or charge the whole or any part of the property, assets or revenue and profits of the Company present or future including its uncalled capital by special assignment or otherwise or to transfer or convey the same absolutely or in trust and to give the lenders powers of sale and other powers as may be seem expedient and to purchase, redeem or payoff any such securities, and also by a similar mortgage, charge or lien to secure and

guarantee the performance of the Company or any other person or Company as the case may be provided that the Company shall not carry on banking business as defined in the Banking Regulation Act, 1949.

9. To form, constitute, float, lend money to assist and control similar companies, association or undertaking whatsoever.
10. To establish, provide maintain and conduct or otherwise subsidise, assist research laboratories and experimental workshops for scientific and technical research and experiments and undertake and carry on all scientific and technical researches, experiments and tests of all kinds and to promote studies and research both scientific and technical, investigations and inventions by providing subsidising, endowing or assisting laboratories, workshops, libraries, lectures, meetings and conferences and by providing the remuneration of scientific or technical professors or teachers and by providing for the award or exhibitions, scholarships, prizes and grants to students or independent students or otherwise and generally encourage, promote and reward studies, researches, investigations, experiments, tests and inventions of any kind that may be considered likely to assist any kind of the business which the Company is authorised to carry on.
11. To establish, promote or concur in establishing or promoting any company or companies for the purpose of acquiring all or any of the properties rights and liabilities of the company or for any other purpose and to place or guarantee the placing of, subscribe for or otherwise acquire all or any part of the shares or business.
12. To pay for any properties, rights or privileges acquired by the Company either in shares of the Company or partly in shares and partly in cash or otherwise.
13. To insure with any other Company or person against losses, damages, risks, liabilities of all kinds which may affect this Company.
14. To form, promote; subsidise and assist Companies, syndicates and partnerships of all kinds in any manner as may be thought fit in connection with any of the above objects of the Company.
15. To search for and to purchase, protect, prolong, renew or otherwise acquire from any government, State or authority any patents, protection, licences, concessions, grants, decrees, rights, powers and privileges whatsoever which may seem to the Company capable of being turned to account to work, develop, carry out exercise and turn to account the same.
16. To apply for, promote, and obtain any act of Parliament or Legislature charter, privilege, concession, licence or authorisation of Government,

state or Municipality provisional order or license of the Board or trade or other authority for enabling the Company to carry any of the objects in the effect or for extending any of the powers of the Company or for effecting any modification of the constitution of the Company or for any other purpose which may seem calculated directly or indirectly to prejudice the interests of the Company.

- 17.To hold, use, cultivate, work, manage, improve, carry on and develop the undertaking lands and movable and immovable estate or property and assets of any kind of the Company or any part thereof.
- 18.To let, mortgage or sell or otherwise dispose of any property of the Company either absolutely or conditionally and in such manner and upon such terms and conditions in all respects as may be thought fit and to accept payment or satisfaction for the same in cash or otherwise.
- 19.To sell, mortgage or otherwise to deal with or dispose of the property, assets or undertaking of the Company or any part thereof, for such consideration as the Company may think fit and in particular for shares, stocks, debentures and other securities of any other Company whether or not having objects altogether or in part similar to those of the Company.
- 20.To enter into partnership or into any arrangement for sharing or pooling of profits; amalgamation, union of interest, reciprocal concession or cooperation with any person, partnership or Company and to promote and aid in promoting, constituting, forming and organising Companies, syndicates or partnerships of all kinds for the purpose of acquiring and undertaking any property and liabilities of this Company or of advancing directly or indirectly the objects thereof or for any other purpose which this Company may think expedient. And also to pay for any properties, rights or privileges acquired by this Company either in shares of the Company or partly in shares and partly in cash or otherwise and to give shares or stock of this Company in exchange for shares or stock of any other Company.
- 21.To enter into any arrangement with any Government or authorities supreme, municipal, local or otherwise, or any person or Company that may seem conducive to the Company's Objects, or any of them to obtain from any such Government, authorities, person or Company any rights, privileges, charters, contracts, licenses and concessions which the Company may think it desirable to obtain and to carry out, exercise and comply with any such arrangement, rights, privileges, charters, contracts, licenses and concessions.
- 22.To lend, invest or otherwise employ or deal with money belonging to or entrusted to the Company in securities and shares or other movable or immovable property or without security upon such terms and in such

manner as may be thought proper and from time to time to vary such transactions and investments in such manner as provisions of the Companies Act, 2013.

- 23.To pay or satisfy the consideration for any property rights, shares, securities or assets whatsoever which the Company is authorised to purchase or otherwise acquire either by payment in cash or by the issue of shares or other securities of the Company or in such other manner as the Company may agree or partly in one mode and partly in another or others.
- 24.To draw, make, accept, endorse, discount, execute, issue, negotiate, assign and otherwise deal with cheques, drafts, bills of exchange, promissory notes, hundies, debentures, bonds, bills of lading, railway receipts, warrants and all other negotiable or transferable instruments.
- 25.To open account or accounts with any firm or Company or with any bank or banks or bankers or shroffs and to pay into and to withdraw money for such accounts.
- 26.To apply for tender, purchase or otherwise acquire any contracts, sub-contracts, licences and concessions for or in relation to the objects or business herein mentioned or any of them, and to undertake, execute, carry out, dispose of or otherwise turn to account the same.
- 27.To employ experts to investigate and examine into the conditions, prospects, value, charter and circumstances of any business concerns and undertakings and of any assets, property or rights.
- 28.To carry on business or branch of a business which this Company is authorised to carry on by means or through the agency of any subsidiary Company or Companies and to enter into any arrangement with such subsidiary Company for taking the profits and bearing the losses of any business or branch so carried on, or for financing any such subsidiary Company or guaranteeing its liabilities or to make any other arrangement which may seem desirable with reference to an business or branch so carried on including power at any time and either temporarily or permanently to close any such branch or business.
- 29.To appoint any Directors or Managers of any subsidiary Company or of any other Company in which this Company is or may be interested.
- 30.To take part in the management, supervision and control of the business or operations of any Company or undertaking having similar objects and for that purpose to appoint and remunerate any directors, trustees, accountants or other experts.

31. To pay all preliminary expenses of any Company promoted by the Company or any Company in which this Company is or may contemplate being interested including in such preliminary expenses all or any part of the cost and expenses of owners of any business or property acquired by the Company.
32. To make and/or receive donations, gifts or income to or from such persons, institutions or Trusts and in such cases and whether of cash or any other assets as may be thought directly or indirectly to benefit the Company or any of the objects of the Company or otherwise expedient and also to remunerate any person or corporation introducing or assisting in any manner the business of the Company.
33. To establish and support or aid in the establishment of and support associations, institutions, Companies, societies, funds, trusts and conveniences for the benefit of the employees or ex-employees or of persons having dealings with the Company or the dependents, relatives or connections of such persons and in particular friendly or other benefit societies and to grant pensions, allowances, gratuities and bonuses either by way of annual payments or by way of lumpsum and to make payments towards insurance and to form and contribute to provident and benefit funds, to or such persons.
34. To form, subscribe or contribute to or otherwise to assist, aid or guarantee money to public, charitable, benevolent, religious, scientific, national, or other institutions, funds, objects or purposes and to any other institutions, funds, objects or purposes which in the opinion of the Board of Directors are likely to promote the interests or the business of the Company and/or further its objects and or to any other institutions, funds, objects or purposes whatsoever whether directly relating to the business of the Company or not.
35. To create any depreciation fund, reserve fund, sinking fund, insurance fund, educational fund or any other special fund on reserves whether for depreciation or for repairing, improving, extending or maintaining any of the properties of the Company or for redemption of debentures or redeemable preference shares or for any other purposes conducive to the interest of the Company.
36. To amalgamate with any other company having similar objects.
37. In the event of winding up to distribute any of the property of the Company amongst the members in specie or kind subject to the provisions of the Companies Act, 2013.
38. To place, to reserve or to distribute as bonus shares among the members or otherwise to apply as the Company may from time to time think fit,

any money received by way of premium on shares or debentures issued at a premium by the Company and any money received in respect of forfeited shares and moneys arising from the sale by the Company or forfeited shares, subject to the provisions of the Companies Act, 2013.

39. To accumulate capital from the profits of the Company for any of the purposes of the Company and to use and appropriate the same or any of the Company's assets either conditionally or unconditionally to specific purposes.
40. To pay out of the funds of the Company all costs, charges and expenses of and incidental to the promotion, formation, registration, advertisement and establishment of this Company and the issue and the subscription of the shares or loan capital including brokerage and/or commission for obtaining applications for placing or guaranteeing the placing of shares or any debentures, debenture-stock and other securities of this Company and also all expenses attending the issue of any circular or notice and the printing, stamping and circulating of proxies and forms to be filled up by the members of the Company and to remunerate by cash or allotment of fully or partly paid shares to any person, firm or Company for services rendered in introducing any property or business to the Company or in placing, assisting to place shares, debentures, debenture-stock or other securities of the Company or in or about the formation of the Company or the acquisition of property by the Company or the conduct of its business or for any other reason which the Company may think proper.
41. To provide for the welfare of Directors or employees of the Company or its predecessors in business and the wives, widows and families of the dependants or connections of such persons by buildings or contributing to the building or houses or dwellings or quarters or by grants of money, pensions, gratuities, allowances, bonuses, profit sharing bonuses or benefits or any other payments or by creating and from time to time Subscribing or contributing to provident and other associations, funds, profit sharing or other schemes or trusts and by providing or subscribing or contributing towards places of instruction, recreation, hospitals and dispensaries medical and other attendance and assistance as the Company shall think fit.
42. To establish and maintain or procure the establishment and maintenance of any contributory or non-contributory pension or superannuation funds for the benefit of, and give or procure the giving of donations, gratuities, pensions, allowances, or emoluments to any person who are or were at any time in the employment or service of the Company or of any Company which is a subsidiary of the Company or its allied to or associated with the Company or with any such subsidiary Company or who are or were at any time Directors or officers of the Company or of any such other Company as aforesaid and the wives, widows, families and dependants of any such persons, and also to establish and subsidise

and subscribe to any institutions, associations, clubs or funds calculated to be for the benefit of or to advance the interests and well-being of the Company or of any such other Company as aforesaid and make payments to or towards the insurance of any such person as aforesaid and do any matters aforesaid either alone or in conjunction with any such other Company as aforesaid.

43. To subscribe for, take or otherwise acquire and hold shares, stocks, debentures or other securities of any other Company having objects altogether or in part similar to those of the Company, or carrying on business capable of being conducted so as directly or indirectly to benefit the Company.
44. To acquire and undertake all or any part of the business property and liabilities of any person or Company carrying on or proposing to carry on business which the Company is authorised to carry on or which can be carried on in conjunction therewith or which is capable of being conducted so as directly or indirectly to benefit the Company, and to subsidise or assist any such persons or Company financially or otherwise and in particular by subscribing for shares, stock, debentures, debenture-stock or other securities of such Company.
45. To undertake and execute any trust, the undertaking of which may seem to the Company desirable and either gratuitously or otherwise.
46. In relation with the business of the Company to guarantee the payment of money secured or unsecured by or payable under or in respect of promissory notes, bonds, debentures, debenture-stocks, contracts, mortgages, charges, obligations, instruments and securities of any Company or any authority, supreme, municipal, local or otherwise or of any person howsoever, whether incorporated or not incorporated and generally to guarantee or become sureties for the performance of any contracts or obligations.
47. To vest any movable or immovable property, rights or interests 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, subject to the provisions of the Act.
48. To lend and advance money or give credit to such persons or companies and on such terms as may seem expedient and in particular to customers and others having dealing with the Company and to guarantee the performance of any contract or obligation and the payment of money of or any such persons or companies and to give guarantee and indemnities.
49. To procure the Company to be registered or recognised in any foreign country or place.

- 50.To procure the incorporation, registration or other recognition of the Company in any country, state or place outside India, and to establish and maintain local registers of any branch, places of business in any part of the world.
- 51.To aid, pecuniarily or otherwise, any association, body or movement having for an object, the solution, settlement or labour problems or troubles or the promotion of industry or trade.
- 52.To enter into negotiations with and enter into arrangements and contracts and conclude the same with foreign and/or Indian parties and other persons for obtaining by grant, licence and/or on other terms, formulate and other rights and benefits, and to obtain technical and engineering information, assistance, and service, know-how, and export advice for installation of plant and machinery, production and manufacture of any products.
- 53.To pay for technical know-how, technical and engineering assistance and information and/or service rights or privileges acquired by the Company either in shares of the Company or partly in shares or partly in cash or otherwise.
- 54.To pay to promoters such remuneration and fees and otherwise recompense them for their time and for the services rendered by them.
- 55.To act as agents, brokers and as trustees and to undertake and perform sub-contracts and also to act in any of the businesses of the Company through or by means of agents, brokers, sub-contractors or others.
- 56.To acquire and otherwise deal with in shares, stocks, 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-stock, bonds, obligations and securities, issued or guaranteed by any government, sovereign ruler, commissioner, public body or authority, supreme, municipal, local or otherwise in India or elsewhere.
- 57.To manufacture, acquire, produce, use sell, and supply gas for lighting, heating, or power purposes and to deal with manufacture and render saleable all residual products obtained in the manufacture of gas.
- 58.To manufacture, assemble, sell, erect, service and otherwise deal in all types of ginning machinery, cleaning machinery for cotton and other natural fibres, carding engines for natural and synthetic fibres and textile machinery.

- 59.To carry on business as financiers, mortgage brokers, financial agents and advisers.
- 60.To carry on business as metallurgists, engineers, ship-owners, and charters and carriers by land, sea and air wharfingers, warehousemen, and transporters.
- 61.To carry on the business of agriculture, plantation, and in particular sugarcane plantations business, manufacture, venture or commercial operations in India or in any other part of the world.
- 62.To cultivate, grow, produce, or deal in any vegetable products for the time being required for any of the manufacturers which the Company is authorised to undertake and to carry on the business of farmers, dairymen, milk contractors, dairy farmers, millers, surveyors and vendors of milk, cream, cheese, butter, poultry, and provisions of all kinds, growers of and dealers in corn, bay and straw, seedmen and nurserymen and to buy, sell, and trade in any goods associated with the farming business.
- 63.To fix atmospheric nitrogen by the synthetic ammonia or by any other process and to manufacture its derivative compounds.
- 64.To exploit and render fit for use deposits, of salt, natron, natural soda, nitrates, natural brines, and soda-water, and to manufacture therefrom any kind of chemicals and by-products, and to carry on the business of manufactures, exporters and importers of and dealers in salt, table salt, potassium chloride, magnesium chloride and substances.
- 65.To carry on the business of manufacture and sale of architectural fittings, architectural panels, door, windows or staircase fittings, domestic or industrial furniture, grills, gates, or any other fabricated material used in construction of buildings. These may be made from steel, anodised or unanodised aluminium, wood, sponge, plastic, rubber or other material.
- 66.To carry on business as house, land, estate, agents and to arrange or under take the sale, purchase or advertise for sale or purchase, assist in selling or purchasing and find or introduce purchasers or vendors of and to manage land, buildings and other property, whether belonging to the Company or not, and to let any portion of any premises for residential, trade or business purposes, or other private or public purposes, and to collect rent and income and to supply to tenants and occupiers and other refreshments, clubs, public halls, messengers, lights, waiting rooms, reading rooms, meeting rooms, lavatories, laundry conveniences, electric convenience garage and other advantages.
- 67.To purchase, take on lease or otherwise acquire real and personal property of all kinds, and in particular land oil wells, refineries, mines,

mining rights, mineral ores, and to carry on the business as miners and quarry proprietors.

68. To buy, sell, let on hire, exchange, alter, improve, manipulate, prepare for market and/or otherwise deal in or distribute all kinds of plants, machineries, machine parts, tools, apparatus, utensils, chemicals, raw materials, and substances, necessary or convenient for or carrying on any of the above specified business.
69. To acquire, build, construct, alter, maintain, enlarge, pull down, remove, or replace and to work, manage and control any buildings, offices, factories, workshops, machinery, engines, roadways, branches, or sidings, bridges, reservoirs, water resources, wharves, electric works, and conveniences.
70. To carry on the business of products as well as refiners of all kinds of metals including all precious metals and as manufacturers, importers, exporters of and dealers in sheets, circles, rods, electrodes and wires of all metals and alloys including precious metals and also as manufacturers of solders of all kinds including silver solders.
71. To carry on the business of agency and manufacturers' representatives, to execute and to carry out agreements and sole agency or other similar agreements and may appoint sub-agents or distributing agents in connection with the business of the Company.
72. To establish, compile, print, publish and carry on newspapers, periodicals, gazettes, trade lists, year books, statistics and other publications as literatures and to carry on business as newspaper proprietors, printers, publishers and advertising agents in all their respective branches.
73. To manufacture, buy, sell, treat and deal in all kinds of vessels, tools, utensils and articles from mud, metal, metal alloys, brass, silver, gold iron and plastics.
74. To carry on the business of decorators, wood carving, merchants and dealers in stone, sand, lime, brick, timber, hardware, and other building requisites, brick and tile and tarra cotta, makers, job-masters, carriers, licensed victuallers and house agents.
75. To carry on the business of manufacturing of and dealers in chemical compounds and chemical products of any nature and as wholesale and retail chemists, druggists, chemical engineers, analytical chemists, importers, exporters, manufacturing of and dealers in heavy chemicals, acids, alkalies, petrochemicals, chemical compounds and elements of all kinds, solid, liquid and gaseous drugs, medicines, pharmaceuticals, antibiotics, tannins, tannin extracts, essences, solvents, dyes, dyestuffs, intermediates, colours, paints, varnishes, disinfectants, insecticides,

fungicides, deodorants as well as biochemical, pharmaceutical, medicinal, sizing, bleaching, photographic preparations and fine chemicals.

- 76.To carry on the business of manufacturing, processing, buying, trading or otherwise dealing in plastics, selling plastic products of all kinds and all sort of plastic materials including thermosetting and thermoplastic materials and adoption of all processes including blow moulding, injection, extrusion, compression vacuum forming, fabrication coating, brushing, spraying, laminating dipping, impregnating or any other application by any method whatsoever.
- 77.To carry on business as milliners, hatters, gloves, boot and shoe manufacturers, rug, carpet and mat, sports goods manufacturer, traveller's equipment manufacturers, feather and down purifiers and manufacturers, embroiders, kemstitchers, pleaters, knotters, planters, lace makers, brace and belt makers, furries, pelmet makers, stencillers, bleachers, and fancy goods dealers.
- 78.To carry on business as manufacturers of and dealers in plush, satin, velvet, valveteen, cambric, muslin, flannel, felt block, mungo, shoddy, canvas, tape, webbing oilskins and waterproofs.
- 79.To carry on business as manufacturers and suppliers of and dealers in, tassels robe, dress and mantle, gold lace, lace braids, cords, embroiders, furs, ribbons, fans, perfumes, and flowers, buttons, thread, ornaments, fringers, chalk, pattern, cards, prints, sewing machines, squares, measurers, lingerie and trimmings of every kind and fittings, equipment and requisites of all kinds.
- 80.To manufacture, export, import, sell and deal readymade or made to measure garments of all kinds and types and in particular, shirts, bush shirts, trousers, night dresses, swimming dresses sleeping suits, dressing gowns, children's wear, men's wear, handkerchiefs, ladies' wear coats, sports shirts, jackets and underwear from cotton, silk, wool, terylene, terry-cotton, synthetic fibres, and mixture thereof and from all other textiles.
- 81.To carry on business of drapers, hosiers, clothiers, dressmakers, costumers, dress agents, furnishers and outfitters.
- 82.To carry on all or any of the business of manufacturers, installers, maintainers, repairers and dealers in electrical and electronic appliances and apparatus of every description and in radio, television and telecommunication requisites and supplies, and electrical and electronic apparatus, appliances, equipment and stores of all kinds.
- 83.To undertake, carry out, promote and sponsor rural development including any programme for promoting the social and economic welfare

of, or the uplift of the public in any rural area and to incur any expenditure on any programme of rural development or to assist, execute any promotion thereof either directly or through an independent agency or in any other manner. Without prejudice to the generality of the foregoing "Programme of Rural Development" shall also include any programme for promoting the social and economic welfare of or the uplift of the public in any rural area to promote and assist rural development, and that the words "rural area" 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 the time being in force or as may be regarded as rural areas and in order to implement any of the above mentioned objects or purposes transfer without consideration or at such fair or concessional value and divest subject to the provisions of the Companies Act, 2013 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.

84.To undertake, carry out, promote and sponsor or assist any activity 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 likely to promote national welfare or social, economic or moral uplift of the public or any section of the public and in such manner and by such means and without prejudice to the generality of the foregoing to undertake, carry out, promote and sponsor any activity for publication of any books, literature, newspapers, or for organising lectures or seminars likely to advance these objects or for giving merit awards, for giving scholarships, loans or any other assistance to deserving students, or other scholars or persons to enable them to prosecute their studies or academic pursuits or researches and for establishing, conducting or assisting any institution, fund, trust, having any one of the aforesaid object's as one of its objects, by giving donations or otherwise in any other manner and in order to implement any of the above mentioned objects or purposes transfer without consideration or at such fair or concessional value and divest subject to the provisions of the Companies Act, 2013 the ownership of any property of the Company to or in favour of any Public or Local Body or Authority or Central or State Government or any public Institution or Trusts or Funds.

85.To carry on the business of hire purchase Company and to provide on hire purchase basis all types of industrial and office plant, equipment, machinery vehicles, buildings and real estate required for manufacturing, processing, transportation and trading business and other commercial and service business and more particularly plant, machinery, equipment, and other Capital assets required or used in Textile Industry both Cotton Textiles and Synthetic Fibre, Dyes and Dyes-intermediates, Chemicals of all kinds, wood and wood products, plastics, petroleum, engineering industry, metal and alloy.

- 86.To carry on the business of financing of hire purchase transactions in connection with the plant and machinery, equipments and other capital assets required or used in any of the business or industries and without prejudice to the generality, for the financing of hire purchase transactions of industries or businesses engaged in industries mentioned hereinabove.
- 87.To finance Industrial Enterprises and to promote companies engaged in Industrial and trading business.
- 88.To carry on business of manufacturers, refiners, importers, and exporters of vegetable oil, artificial and natural butter and ghee, glycerine, boiled and lubricating oils, varnish and paint and their allied products, soap, perfumery and other toilet preparations and/or candle makers.
- 89.To carry on the business of manufacture of malleable casting pipe fittings, agricultural and other implements and other machinery, tool makers brass founders, metal workers boiler makers, millwrights, machinists, iron and steel converters, smiths, wood workers, builders, painters, metallurgists, electrical engineers, water supply engineers, gas makers, framers, printers, carriers, and merchants, and to buy, sell manufacture, repair, convert, alter, let on hire and deal in machinery, implements rolling-stock and hardware.
- 90.To carry on the business of manufacturers of and dealers in, machinery and plant of every description and kind and in particular machine tools and implements, and to manufacture, produce, repair, alter, convert, recondition, prepare for sale buy, sell, hire, import, export, give in lease, let out on hire, trade, and deal in machine tools and implements, other machinery, plant, equipment, article, apparatus, appliances, component parts, accessories, fittings and things in any stage or degree of manufacture, process or refinement.
- 91.To carry on business as manufacturers, and makers of, and dealers in metal, wood, enamel, aluminium alloys or every description and kind, and to carry on and conduct workshops and foundries of iron, brass and other metals, wood, and to buy, sell, export, import, manipulate, and deal, both wholesale and retail, in products, commodities, goods, articles, and things of all kinds whatsoever.
- 92.To carry on the business, profession or vocation of industrial engineering consultants or advisers to investigate into the prospects of development, maintenance, renovation, replacement or renewal of any industrial, mechanical, electrical, engineering works or factory or organisation and to investigate into and report and advise on and assist in the preparation of any industrial or engineering products, to undertake collection and preparation of the relevant statistics, information and data into supply, shipment, transport of raw materials availability and/or rates of skilled and/or unskilled labour, priority, concession, import, export, foreign

exchange, customs and taxation regulations affecting or having any bearing or act as fabrication of any of such industrial or engineering project, plant or establishment maintenance, renovation, renewal or performance of any such industrial or engineering plant or equipment and to acquire, collect, formulate and prepare the technical details, specifications, drawings, plans, blue prints, parts for manufacture of any machinery, machine, plant components, parts of accessories of any particular design, shape or material and to act as industrial consultants, engineering consultants, business consultants and to carry on all types of consultancy business connected with industry and trade.

- 93.To carry on business as manufacturers, dealers and servicing and maintenance engineers in all kinds of electrical, mechanical, chemical, metallurgical, electronic, and construction and all other types of equipment and machinery and in particular to engage in and carry on the business of manufacturers of mechanical, electrical, electronic, hydraulic, and pneumatic products, components and assemblies for domestic and industrial usage including tools, dies, fixtures, implements, inspection/test equipment, data processing equipment reproducing/copying equipment.
- 94.To carry on business as manufacturers, processors and refiners of steel, alloys and all other metals and their by-products and also to carry on business as importers, exporters, agents, manufacturers, of and dealers in articles of any description made or prepared out of ferrous and non-ferrous metals and their alloys.
- 95.To act as and to carry on business as founders, rollers and converters of all types of ferrous and non-ferrous metals and alloys, manufacturers, engineers, builders, carriers, transporters, commission agents and traders of all materials and articles that are in raw, finished or unfinished state.
- 96.To carry on business as structural engineers, designers builders, constructors, mechanical engineers, iron founders, metal fabricators, steel makers and convertors.
- 97.To carry on the business of manufacturers of and dealers in all kinds of plant and machinery required by dairies, dairy development and food processing industry.
- 98.To carry on the business of manufacturers of and dealers in all kinds of fuels, mineral oil, motor and aviation spirit, diesel, kerosene, lubricating oils, fuel gases-coal and natural.
- 99.To carry on the business of dealers in real estate and developers of land and property.

100. To establish, maintain, conduct, provide, procure or make available services of every kind including commercial, statistical, financial, accountancy, medical, legal, social services, and to take such steps as may be necessary for the purpose.
101. To establish, maintain, conduct, provide, procure or make available services of every kind including organisation methods, systems and procedures control systems, information systems, cost control personnel selection, project planning, budgetary control, establishment systems of mechanised accounting, interpretation of financial statements, industrial, business, legal, management, personnel, computers, specialised technical and non-technical, expertised advice, medical services, telex, telephone, telegram, wireless transmission services, estate, landlord, power generator, road, gutter, canteen, hotel, common estate managements, staff quarters, constructional supervisors, contractors, engineers, registrars, issue house, investors, brokers, suppliers, estate freight, insurance brokers, catering contractors services of every kind.
102. To carry on the business of consultants and consultancy in financial, data processing, technical marketing, commercial or otherwise.
103. To carry on the business of manufacturers of and dealers in all kinds of Plant and Machinery, equipments, components and component parts, spares and accessories for such plant and machinery, implements and articles required in all or any of the following business, namely, the manufacture or processing of cotton, flex, hemp, jute, linen, wool, silk and any other fibrous substances, natural or artificial and all other fabrics and to export, import, buy, sell, manufacture, repair, convert, alter, let on hire and otherwise deal in all kinds of machinery and, in particular, textile machinery and all component parts, accessories and fittings for all kinds of machinery, equipment, articles and implements used in or capable of being used in connection with any machinery.
104. To export, import, buy, sell, give on lease, manufacture, repair, convert, alter, let on hire and otherwise deal in all kinds of plant and machinery, accessories, equipments, apparatus, machine tools, instruments, required for industrial as well as non-industrial purposes and in particular textile machinery including all component parts, accessories and fittings and to carry on the business of manufacture of and to sell, purchase, import, export and otherwise deal in malleable castings, pipe fittings, agricultural and other implements and components.
105. To manufacture, assemble, sell, erect, service and otherwise deal in electronic equipment inherent with modern automatic machinery.

106. To cultivate, grow, produce, or deal in any vegetable products and to carry on the business of farmers, dairymen, milk contractors, dairy farmers, millers, surveyors and vendors of milk, cream, cheese, butter and the business of raising and maintaining poultry farms and grocers of and dealers in corn, hay and straw, seedsmen and nursemens and to buy, sell, manufacture and trade in goods, usually traded in any of the above businesses, including staple foods and medicinal preparations of milk, vegetable and animal products and life, or any substitute for any of them associated with the farming interest.
107. To carry on the business of waterproofers and manufacturers of India rubber, leather, imitation leather, leather cloth, plastics, oil cloth, linoleum, tarpaulins, hospital sheetings and surgical bandages, groundsheets, and also to manufacture and deal in rubber and latex products and rubber compounds and chemicals, chlorinated rubber products, synthetic rubber and plastics, varnishes, dopes, celluloid and cellulose bearing compositions, rubber aprons, caps, and all other rubber components and parts.
108. To carry on the business as tourist agents and contractors, and to facilitate travelling, and to provide for tourists and travellers or promote the provisions of conveniences of all kinds in the way through tickets, circular tickets, sleeping cars or berths, reserved places, hotel and boarding and/or lodging accommodation, guides, safe deposits, enquiry bureaus, libraries, lavatories, reading room, baggage, transport and otherwise, and to charter steamships and airplanes for fixed periods or for particular voyages and flights, and to carry on the business of booking and reserving accommodations, seats, compartments and berths on railways, steamships, motor ships and boats, aeroplanes, omnibus and motor bus and to issue tickets for the same and to hire taxis, motor cars, and all kinds of public vehicles and transports, and to charter launches and boats and to book, reserve and secure for and on behalf of the constituents of the company, rooms and boarding and/or lodging accommodations in hotels, restaurants and boarding houses.
109. To carry on the business of handling inward foreign tourist activity in India including independent and conducted tours, safaris, expeditions, conferences, meetings and other group movements and also handle similar foreign tourist activity in other parts of the world through its own offices, agents and correspondents.
110. To carry on the business of transporters and handlers of cargo, goods, luggage and any material of whatsoever description, by road, sea and air transport and for that purpose, acquire, purchase or hire motor lorries, motor bus, boats, launches and ships or aircraft, suitable for carrying on such business.

111. To purchase, erect, acquire, equip, operate, manage or in any other manner and in all its aspects deal in, hotels, lodging houses of every kind and sort including all the conveniences, amenities and facilities adjunct thereto, in India or in any other part of the world.
112. To carry on the business of designers and manufacturers, buyers, sellers, assemblers, exporters and importers, distributors, agents and dealers of mini/microcomputer systems including the peripheral equipment such as recording devices for sound on film or desk, printers, readers, magnetic or otherwise, CRT displays and terminal and all other electronic components relating to computer systems.
113. To develop, purchase, sell or otherwise deal in computer software and hardware including programmes, systems, data and other facilities relating to computer operations and data processing equipment of all kinds and to further carry on the business of consultants and consultancy in data processing, financial, technical, marketing, commercial or otherwise.
114. To undertake and carry on the trades and business of shippers, ship owners, ship brokers, shipping agents and insurance brokers, underwriters, ship managers, tug owners, shipping agents, loading brokers, freight contractors, carriers by land, air and water, transport, haulage, and general contractors, barge owners, lighter men, dredgers, railway and forwarding agents, dock owners/engineers, ice merchants, refrigerator, store keepers, ships store merchants, ships-husbands, stevedores, warehousemen, wharfingers, pier and landing stage owners, salvor, ship builders, ship repairers, ship breakers, manufacturers of and dealers in rope, tarpaulin, all types of life saving appliances, machinery, engines, nautical instruments, and ship's rigging gear fittings and equipment of every description, importers of ships and marine equipments of all description and generally to carry on the said businesses in all their branches and to carry on the said business either as principals or agents or on commission basis or otherwise.
115. To carry on the business of mechanical engineers and manufacturers of machinery, tool makers, brass founders, metal workers, boiler makers, mill wrights, machinists, iron and steel makers and converters, smiths, wood workers, builders, painters, metallurgists, water supply engineers, gas makers, printers, carriers and merchants and to buy, manufacture, repair, convert, alter, let on hire, and deal in machinery implements rolling stock and hardware.
116. To carry on the business of a leasing and hire purchase Company and to provide on lease or provide on hire purchase basis all types of industrial and office and plant, equipment, machinery, vehicles, buildings and real estate required for manufacturing, processing, transportation and trading business and other commercial and service business.

117. To carry on the business of producers, refiners, processors, buyers, sellers, distributors, importers of and dealers in diamonds, gems including industrial diamonds, jewellery, gold, silver, bullion, precious and semi-precious materials of all kinds capable of being used in connection with stones, plated articles of vertu coins, maintain and therewith.
118. To carry on the business of hotel, restaurant, cafe, tavern, beer house, refreshment room and lodging house keepers, licensed victuallers, wine, beer and spirit merchants, brewers, malsters, distillers, importers and manufacturers of aerated, minerals and artificial waters and other drinks, purveyors, caterers for public amusements generally proprietors of motor and other vehicles, garage proprietors, livery stable keepers, job masters, farmers, dairyman, ice merchants, importers and brokers of good, live and dead stock and colonial and foreign produce of all descriptions, hair dressers, perfumers, chemists, proprietors of clubs, bath, dressing rooms, laundries, reading, writing and newspaper rooms, libraries, grounds and places of amusement, recreation, sport entertainment and instruction of all kinds, tobacco and cigar merchants, agents for railway, shipping and airplane companies and carriers, theatrical and opera box office, proprietors, entrepreneurs and general agents.
119. To act as promoters, share transfer agents, brokers, underwriters, issue house services, agents, constituted attorneys and such other activities.
120. To carry on the business of manufacturers, distillers, importers, exporters, exporters of and dealers in essential oils, natural as well as synthetic essences, flavouring materials, perfumed spirits, perfumed water and cosmetics of all kinds.
121. To carry on the business of manufacturers and refiners of, exporters and dealers in sugar, gur and other sacharine substances and all sugar products and by products.
122. To carry on the business of importers, exporters, manufacturers of and dealers in starches and other farinaceous materials, dextrin, glucose and other carbohydrates and derivatives thereof and all kinds adhesive as well as gums, glues and gelatin
123. To carry on the business of flour mills, pulse and rice mill owners and manufacturers of and dealers in flour bread, biscuits, breakfast goods, cattle feeds of all kinds and materials of every description and to carry on the business as bakers, confectioners and general provision merchants and dealers. To carry on the business of distillers, manufacturers of and dealers in spirits and alcohols of all kinds and description as well as other biochemical and fermentation products and derivative thereof.

124. To carry on the business of manufacturers of and dealers in all kinds of ice including dry ice, liquid carbondioxide, ice cream and all kinds of frozen victuals including frozen fruits and vegetables and aerated and mineral waters and to carry on all kinds of cold storage and refrigeration business including the business of manufacturers of and dealers in all kinds of ice making refrigeration and cold storage apparatus, machineries and other articles used in connection with the ice and cold storage trade.
125. To carry on the business of manufacturers of and dealers in cement of all kinds including alumina and magnesia cements, concrete, asbestos, gypsum, lime, plasters, whiting clay, bitumins, soapstones, fixing materials, gravel, sand, bricks, tiles, pipes, pottery, earthenware, glass and glassware, marbles, artificial stones and builders' requisites and conveniences of all kinds.
126. To carry on the business as importers, exporters of and dealers in all kinds of oil seeds and oleaginous raw materials and also crushers, pressers, extractors, and refiners of oils and fats from the same, and as manufacturers, exporters, importers of and dealers in oils and fats, hydrogenated or hardened oils, vegetable ghee, soaps, candles, oil cakes, feeds, manures, lubricating oils, boiled and stand oils, and other allied products.
127. To carry on the business of manufacturers, dealers, importers and exporters, merchants, agents, factors and particularly manufacturers, dealers etc. of all types of petro-chemicals like naptha, Methane, Ethylene, Propylene, Butenes, Naphthalene, Cyclonexane, cyclo hexanone, Benzene, Phenol, Acetic Acid, Cellulose Acetate, Vinyl Acetates, Ammonia, Caprolactam, Adipic Acid, Hexamethylene diamine, Nylon, Nylon-6, Nylon-6.6, Nylon 6.10, Nylon 6.11, Nylon 7, their fibres, castings, mouldings, sheets rods, etc. Orthoxylene, Phthalic Anhydride, Alkyd resins, Polyester fibres and films, mixed Xylenes, Para-xylene, Metaxylene, Toluene, Cumene, Phenol, Styrene, Synthetic Rubbers, Butenes, Butadiene, Methacrolein, Maleic Anhydride, Methacrylates, Alkyd resins, Urea, Methanol formaldehyde, UF, PF and MF resins, Hydrogencyanide, Poly-methyl, Methacrylate, Acetylene, P.V.C. Polyethylene, Ethylene dichloride, Ethylene Oxide, Ethyleneglycol, Polyglycols, Polyurethanes, Paraxylenes, Polystyrenes, Polypropylene, Isopropanol Acetone, Propylene oxide, Propylene glycol, Acrylonitrile, Acrolein, Acrylic esters, Acrylic Fibres, Allyl Chloride, Epichlorhydrin, Epoxy resins, and all other petro-chemical products and Polymers in all their forms like resins, fibres, sheets, mouldings, castings etc.
128. To carry on the business of manufacturers, processors, formulators, blenders, mixers, grinders, packers, job-workers, buyers, sellers, dealers, distributors, commission agents, indenting agents, importers and exporters of dyes, dywares, pigments, oil and food colours and

colours of any nature, dyeing, printing and bleaching materials, intermediates for synthetic organic and inorganic dyestuffs, and organic and mineral intermediates, chemicals and auxiliaries of any nature for textiles, natural and synthetic fibres, paper, leather, foods, essences, oils, surface active agents, adhesives and surface-coating agents, detergents, wetting-out agents, dispersing agents, natural and synthetic resins, and polymers, thermosetting and thermoplastic resins and water treatment chemicals; chemicals of any nature, chemical products and intermediates, organic and inorganic chemicals, heavy and fine chemicals, chemical compounds and elements (solid, liquid and gaseous).

129. To carry on the business of manufacturers, processors, blenders, mixers, formulators, buyers, sellers, dealers, importers, exporters, packers and distributors of chemical preparations, caustic soda, hydrosulphite of soda, sodium sulphide and disulphide, soda ash, soda-bicarbonate, glauber's salt, common salt, sodium and potassium bichromates and iodates, tapioca, dextrine, glucose, starch and their products and by-products, hydrogenperoxide, sodium perborate, sodium hexametaphosphate, sodium sulphite and bisulphite, acetic acid and similar products.

130. Nothing in this clause III of the Memorandum shall authorise the Company to do any business which falls within the purview of the Banking Regulation Act, 1949 and the Insurance Act, 1938.

IV. The liability of the members is limited and this liability is limited to the amount unpaid, if any, on the shares held by them.

V. \$The Authorised Share Capital of the Company is Rs. 2,50,00,000 (Rupees Two Crores Fifty Lakhs) divided into 25,00,000 (Twenty-Five Lakhs) Equity Shares of Rs. 10/- (Rupees Ten) each, with power to increase or reduce the capital and to divide the shares in the capital for the time being into several classes and to attach thereto respectively any preferential, deferred, qualified or special rights, privileges or conditions as may be determined by or in accordance with the regulations of the Company and to vary, modify or abrogate any such rights, privileges or conditions in such a manner as may for the time being be provided by the Regulations of the Company and the Legislative provisions for the time being in force.

\$ Amendment approved in the 7th Annual General Meeting held on 24th September, 1992.

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

Name, address, description and occupation of each subscriber	Number of equity shares taken by each subscriber	Signature of subscriber	Signature of witness and his name, address, description and occupation
VIJAY B. ROCHLANI S/o. Balkrishin 18/19, Prabhat Bldg., Churchgate, Bombay – 400 020. (BUSINESS)	10 (Ten shares)	Sd/-	Sd/- PRADIP RATILAL SHROFF S/o. Ratilal Jekisondas Shroff 6, Lentin Chambers, Dalal Street, Fort, Bombay – 400 023. PRACTISING CHARTERED ACCOUNTANT
JAYANT H. MODI S/o. Harjivandas 14, Yogesh Sadan, Hingwala Lane, Ghatkopar (E), Bombay – 400 077. (BUSINESS)	10 (Ten shares)	Sd/-	
RAJAN DESAI S/o. Kapil Desai 56, Ridge Road, Malabar Hill, Bombay – 400 006. (BUSINESS)	10 (Ten shares)	Sd/-	

Bombay: 10th day of September, 1985.