

Memorandum of Association and Articles of Association



Reliance

Industrial Infrastructure
Limited

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CERTIFICATES

CO. No. 49019.

SECTION 18(1) OF COMPANIES ACT, 1956.

**CERTIFICATE OF REGISTRATION OF ORDER OF COMPANY
LAW BOARD BENCH - WESTERN REGION CONFIRMING
ALTERATION OF OBJECTS**

The M/S. RELIANCE INDUSTRIAL INFRASTRUCTURE LIMITED.

having by Special Resolution altered the provisions of its Memorandum of Association with respect to its objects and such alterations, having been confirmed by an order of, COMPANY LAW BOARD, WESTERN REGION BENCH, MUMBAI.

COMPANY PETITION NO.386/17/CLB/WB/1996.

_____ , bearing
dated the 13TH SEPTEMBER, 1996.

I hereby certify that a certified copy of the said order together with the printed copy of the Memorandum of Association as altered has this day been registered.

Given under my hand at MUMBAI this THIRTEENTH day of
DECEMBER one thousand nine hundred and ninety SIX.




(K. V. GAUTAM.)

~~XXXX~~/ASSTT. REGISTRAR OF COMPANIES
MAHARASHTRA, MUMBAI

No. 11- 49019

**FRESH CERTIFICATE OF INCORPORATION
CONSEQUENT ON CHANGE OF NAME**

IN THE OFFICE OF THIS REGISTRAR OF COMPANIES, MAHARASHTRA,
BOMBAY.

In the matter of CPPL LIMITED

I hereby approve and signify in writing under Section 21 of the Companies Act, 1956 (Act of 1956) read with the Government of India, Department of Company Affairs, Notification No. G.S.R. 507E dated the 24th June 1985 the change of name of the Company:
from **CPPL LIMITED**

to
RELIANCE INDUSTRIAL INFRASTRUCTURE LIMITED

and I hereby certify that **CPPL LIMITED**

which was originally incorporated on
TWENTYNINTH day of **SEPTEMBER, 1988** under the
Companies Act, 1956 and under the name

CHEMBUR PATALGANGA PIPELINES LIMITED having
duly passed the necessary resolution in terms of section 21/~~22~~(1)
(~~a~~/~~22~~(1)(b)) of the Companies Act, 1956 the name of the said
Company is this day changed to

RELIANCE INDUSTRIAL INFRASTRUCTURE LIMITED and this
certificate is issued pursuant to Section 23(1) of the said Act.

GIVEN UNDER MY HAND AT BOMBAY THIS SIXTEENTH

Day of **MARCH**

One Thousand nine hundred ninety four.



G. Srinivasan
(G. SRINIVASAN).

Addl. REGISTRAR OF COMPANIES
MAHARASHTRA, BOMBAY

NO. 11-49019

FRESH CERTIFICATE OF INCORPORATION
CONSEQUENT ON CHANGE OF NAME.

IN THE OFFICE OF THE REGISTRAR OF COMPANIES, MAHARASHTRA, BOMBAY.

In the matter of* **CHEMBUR PATALGANGA PIPELINES LIMITED**

I hereby approve and signify in writing under section 21 of the Companies Act, 1956 (Act I of 1956) read with the Govt. of India, Dept. of Company Affairs, Notification No. GSR 507E dated the 24th June, 1985 the change of name of the company:-

FROM **CHEMBUR PATALGANGA PIPELINES LIMITED**

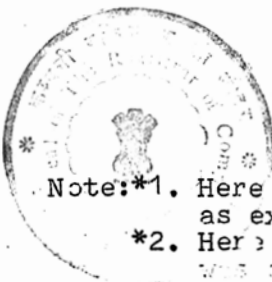
To **CPPL LIMITED**

AND I hereby certify that **CHEMBUR PATALGANGA PIPELINES LIMITED** which was originally incorporated on **TWENTYNINTH** day of **SEPTEMBER 19 86**

under the** **Companies Act, 1956** and under the name: **CHEMBUR PATALGANGA PIPELINES LIMITED** having duly passed the necessary resolution in terms of section 21/~~20(1)(a)/20(1)(a)~~ of the Companies Act, 1956 the name of the said company is this day changed to: **CPPL LIMITED**

and this certificate is issued pursuant to sec.23(1) of the said Act.

GIVEN UNDER MY HAND AT BOMBAY THIS **ELEVENTH** DAY OF **SEPTEMBER** 1992.
(One thousand and nine hundred ninety-two.)



(*B.L. Panigar*)
(**B.L. PANIGAR**)

**ADDL. REGISTRAR OF COMPANIES,
MAHARASHTRA, BOMBAY**

- Note:*1. Here give the name of the company as existing prior to change.
*2. Here give the name of the Act(s) under which company was originally registered and incorporated.

No. 11-49019



कारबार प्रारम्भ करने के लिए प्रमाण-पत्र
Certificate for Commencement of Business

कम्पनी अधिनियम, 1956 की धारा 149 (3) के अनुसरण में
Pursuant of Section 149 (3) of the Companies Act, 1956

में एतद्वारा प्रमाणित करता हूँ कि.....

जो कम्पनी अधिनियम, 1956 के अधीन तारीख.....को निगमित की गई थी और जिसने आज विहित प्ररूप में सम्यक् रूप से सत्यापित घोषणा फाइल कर दी है कि उक्त अधिनियम की धारा 149(1) (क) से लेकर (घ) तक/149(2) (क) से लेकर (ग) तक की शर्तों का अनुपालन किया गया है, कारबार प्रारंभ करने की हकदार है।

I hereby certify that the **CHEMBUR PATALGANGA PIPELINES LIMITED**.....

which was incorporated under the Companies Act, 1956, on the **TWENTYNINTH** day of **SEPTEMBER** 19 **88** and which has this day filed a duly verified declaration in this prescribed form that the conditions of section ~~149(1)(a) to (c)~~ **149(2)(a) to (c)** of the said Act, have been complied with is entitled to commence business:

मेरे हस्ताक्षर से यह तारीख.....को
में दिया गया।

Given under my hand at **BOMBAY**
this **FOURTH** day of **JANUARY** **One thousand nine hundred**
and **EIGHTYNINE**.

(**R. AGHORAMURTHY**)
कम्पनियों का रजिस्ट्रार
Registrar of Companies



जे० एस० सी०-10
J. S. C.-10.

MGIPTC-470-19 Genl. Ad. 76-GIPTC-(E-423)-25-2-76-4,000.



सत्यमेव जयते

प्रारूप० आई० आर०
Form I. R.

निगमन का प्रमाण-पत्र

CERTIFICATE OF INCORPORATION

ता०.....का सं०.....

No.11.-49019.....of 19 88.....

मैं एतद्द्वारा प्रमाणित करता हूँ कि आज.....

कम्पनी अधिनियम 1956 (1956 का 1) के अधीन निगमित की गई है और यह कम्पनी परिसीमित है।

I hereby certify that .CHEMBUR. PATALGANGA. PIPELINES.
..LIMITED.....

is this day incorporated under the Companies Act, 1956 (No. 1 of 1956) and that the Company is limited.

मेरे हस्ताक्षर से आज ता०..... को दिया गया।

Given under my hand at .BOMBAY...this TWENTYNINTH ...
day of SEPTEMBER. One thousand nine hundred and EIGHTYEIGHT.



(R. AGHORAMURTHY)

कम्पनियों का रजिस्ट्रार

Registrar of Companies
Maharashtra

MEMORANDUM OF ASSOCIATION

**MEMORANDUM OF ASSOCIATION
OF
RELIANCE INDUSTRIAL INFRASTRUCTURE LIMITED**

- I. The name of the Company is **RELIANCE INDUSTRIAL INFRASTRUCTURE LIMITED**.
- II. The Registered Office of the Company will be situated in the State of Maharashtra.
- III. The objects for which the Company is established are :-
- A. MAIN OBJECTS OF THE COMPANY TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION :**
- (1) To carry on the business of setting up and erecting in India or abroad, pipes and pipeline for the transportation of gas, petrol, petroleum products, water, carbon dioxide and all such products as may be conveniently transported through pipelines and for the purpose enter into any technical and financial collaboration as may be desired and also charter hire of the same.
- B. THE OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE ABOVE MAIN OBJECTS ARE :**
- (2) To apply for membership on any recognised Stock Exchange and pay any membership fees for carrying on brokerage and sub-brokerage business and to appoint sub-brokers, agents, canvassors and other people who may procure business or otherwise directly connected with any Stock Exchange in India or abroad.
- (3) To carry on and undertake the business of all kinds of plant and machinery, equipment including pipes and pipelines and financing of all and every kind and description of hire-purchase or deferred payment or similar transactions and to subsidise, finance or assist in subsidising or financing the sale and maintenance of any goods, articles or commodities of all and every kind.
- (4) To purchase, take on lease or in exchange, hire or otherwise acquire any real or personal property and any right or privileges which the Company may think necessary or convenient for the purposes of its business or which may enhance the value of any property of the Company and in particular any land, buildings, factories, easements, machinery, plant, vehicle and stock-in-trade.
- (5) To make or cause to be made studies, reports, and tests to determine the desirability and feasibility of establishing plants, factories, mines and other facilities at various locations to serve such an industry.
- (6) To build, construct, maintain, enlarge, pull down, remove, replace, improve or develop and to work manage, and control any buildings, offices, factories, mills, foundries, refineries, furnaces, godowns, warehouses, shops, machinery, engines, roadways or other means of transport, sidings, bridges, reservoirs, dams, watercourses, water systems, wharves, electric works, gas works, or works operated by any other kind of power and also such other machinery, equipment, conveyances, works and conveniences which may seem calculated directly or indirectly to advance the interests of the Company and to subsidise, contribute or otherwise assist or take part in doing any of those things and/or to join with any other person or company or with any Government or Governmental Authority in doing any of these things.

- (7) To cause the Company to be recognised in any foreign country or place and to open branches in India or outside for the purpose of the Company.
- (8) To take agencies of any firm, company or companies within India or abroad, with the same objects and likewise or appoint agents for its own business.
- (9) To acquire, improve, manage, work, develop, exercise all rights in respect of lease and mortgage and to sell, dispose-of, turn to account and otherwise deal with, property of all kinds and in particular, land, building, concessions, patents, business concerns and undertakings.
- (10) To acquire or amalgamate with any other company whose objects are or include objects, similar to those of this Company whether by sale or purchase (of fully or partly paid-up share or otherwise) or the undertaking, subject to liabilities of this or any such other company as aforesaid, with or without winding-up or by sale or purchase (of fully or partly paid-up shares or otherwise) all shares or stock of this or any such other company as aforesaid or by partnership or in any other manner.
- (11) To enter into any arrangements or partnership for sharing profit, union of interest, co-operation, joint ventures, reciprocal concession either in whole or in part with any other company, firm, person, government or authorities, Central, Provincial, Municipal, Local or otherwise, public or quasi-public bodies that may seem conducive to the Company's objects or any of them.
- (12) Subject to the provisions of the Companies Act 1956, to borrow or raise money with or without interest or secure the payment of money in such manner as the Company shall think fit or by the issue of debentures, debenture-stocks, perpetual or otherwise, mortgage of any other securities charged or based upon the undertaking of the Company (both present and future including the uncalled capital of the Company) or without any such security and upon such terms as to priority or otherwise and generally to borrow money in such manner as the Directors shall think fit. Provided that the Company shall not carry on the business of banking as defined in the Banking Regulation Act, 1949.
- (13) Subject to the provisions of Section 293A of the Companies Act 1956, to accept as a gift and to give in gifts, property, moveable or immovable, inside or outside India, stocks, debentures, securities, assigning of insurance policies or in cash or shares from or to the individuals or firms or companies whose objects may be the same or different, in appreciation of the service rendered or otherwise.
- (14) To apply for, purchase, or otherwise acquire, and protect and renew in any part of the world any patents, patent rights, brevets d'invention, trade marks, designs, licences, concessions and the like, conferring any exclusive, or non-exclusive or limited right to their use, or any sector or other information as to any invention which may seem capable of being used for any of the purposes of the Company, and to use, exercise, develop, or grant licences in respect of, or otherwise turn to account the property, rights or information so acquired and to expend money in experimenting upon, testing or improving any such patents, inventions or rights and without prejudice to the generality of the above, any contracts or concessions for or in relation to the construction, execution, carrying out, improvements management, administration or control of any works and conveniences required for the purpose of carrying out any of the aforesaid business and to undertake, execute, carry out, dispose-of or otherwise turn to account such contracts or concessions.
- (15) To acquire from any Government, Central, State, Local or Foreign or public body, or persons or authority, or from any private individual any concessions, grants, decrees, rights, powers and privileges whatsoever which may seem to the Company capable of being turned to account, or which the Company may think directly or indirectly conducive to any of its objects or capable of being carried on in connection with its business, and to work, develop, carry out, exercise and turn to account the same.

- (16) To provide, clean, comfortable, and inexpensive residential and/or sleeping accommodation for directors, ex-directors, staff, workmen and others, and in connection therewith, to afford to such persons facilities and conveniences for washing, bathing, cooking, reading, writing and finding employment, and for the purchase, sale and consumption of provisions, both liquid and solid, and for the safe custody of goods.
- (17) To apply for, promote and obtain any Act of Parliament, charter, privilege, concessions, licence or authorisation of any Government, State or Municipality, provisional order or licence from any authority for enabling the Company to carry any of its objects into 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 expedient, and to oppose any proceedings or applications, which may seem, calculated directly or indirectly to prejudice the interests of the Company.
- (18) 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.
- (19) To promote and form and to be interested in and take hold and dispose-of shares in other companies and to transfer to any such company any property of this Company, and to take or otherwise acquire, hold and dispose-of shares, debentures and other securities in or of any such company and to subsidise or otherwise assist any such company.
- (20) To pay for any right or property acquired by the Company and to remunerate any person or company 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.
- (21) To invest and deal with the money of the Company in any manner.
- (22) To obtain from any such government or authority any rights, privileges and concessions which the Company may think desirable to obtain and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions.
- (23) To accumulate capital for any of the purposes of the Company and to appropriate the Company's assets for specific purposes and to hold shares and securities of any other firms, Companies or corporate body or Government.
- (24) To issue shares and debentures of the Company at par or at premium or at a discount and to sell or to dispose-of the undertaking of the Company or any part thereof for such consideration as the Company may think fit.
- (25) To remunerate any person or company and pay commission or brokerage in cash or otherwise, for services rendered for the Company.
- (26) To employ brokers, commission-agents, and underwriters on issue of shares, debentures or other securities and to provide for the remuneration of such persons for their services by payment in cash or by the issue of shares, debentures or other securities of the Company or by granting of options to take the same, or in any other manner allowed by law.
- (27) To vest any real or personal 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.
- (28) To act as agents or brokers and as trustees for any person or company and to undertake and perform subcontracts and to do all or any of the above things in any part of the world and as principals, agents, contractors, trustees or otherwise and by or through agents, subcontractors or trustees or otherwise and either alone or jointly with others.

- (29) To purchase, take on lease or licence or in exchange, hire or otherwise any real and/or personal property and any rights or privileges which the Company may think necessary or convenient for the purposes of its business or may enhance the value of any other property of the Company and in particular any land (freehold, leasehold or other tenure) buildings, easements, machinery, plant and stock-in-trade and on any such lands to erect buildings, factories, sheds, godowns, or other structures for the works and purposes of the Company and also for the residence and amenity of its Directors, ex-directors, employees, staffs and other workmen and erect and install machinery and plant and other equipments deemed necessary or convenient or profitable for the purposes of the Company.
- (30) To sell, lease, mortgage or otherwise dispose-of or transfer the business, property, assets or undertakings of the Company or any part thereof for such consideration as the Company may think fit and in particular for shares, stocks, debentures, or other securities of any other company whether or not having objects altogether or in part similar to those of the Company.
- (31) To pay out of the funds of the Company all costs, charges and expenses which the Company may lawfully pay with respect to the promotion, formation and registration of the Company and/or the issue of its capital or which the Company shall consider to be preliminary including therein the cost of advertising, printing and stationery and commission for obtaining application for taking, placing, or underwriting or procuring the underwriting of shares, debentures or other securities of the Company, expenses attended upon the formation of agencies, branches and local boards.
- (32) To establish and maintain or procure the establishment and maintenance of any contributory or non-contributory provident, 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 who are or were at any time the Directors or Officers of the Company and the wives, widows, families and dependents of any such persons, and also establish and subsidise and subscribe to any institutions, associations, clubs or funds, calculated to the benefit of or to advance the interests and well-being of the Company.
- (33) To subscribe or contribute or otherwise to assist or to guarantee money to charitable, benevolent, religious, scientific, national, public, or any other useful institutions, objects or purposes or for any exhibition.
- (34) To distribute in specie or otherwise as may be resolved any property or assets of the Company or any proceeds of sale or disposal of any property or assets of the Company including the shares, debentures, as, or other securities of any other company formed to take over the whole or any part of the assets or liability of the Company but so that no distribution amounting to a reduction of capital be made except with the sanction (if any) for the time being required by law.
- (35) To give to any officers, servants or employees of the Company any share of interest in the profits of the Company's business or any branch thereof, and whether carried on by means or through the agency of any subsidiary company or not, and for that purpose to enter into any arrangements the Company may think fit.
- (36) To train or pay for the training, in India or abroad, of any of the Company's officers or employees or any candidates in the interests of or for furtherance of the Company's objects.
- (37) To take or concur in taking all such steps and proceedings as may seem best calculated to uphold and support the credit of the Company and to obtain and justify public confidence and to avert or minimise financial disturbances which might affect the Company.
- (38) To establish, provide, maintain and conduct research and other laboratories, training colleges, schools and other institutions for the training, education, and instruction of students and others who may desire to avail themselves of the same and to provide for the delivery and holding of lectures, demonstrations, exhibitions, classes, meetings, and conferences in connection therewith.

- (39) To subsidise, assist, and guarantee the payment of money by or by the performance of any contract, engagement or obligation by any persons or companies and in particular, customers of the Company or any persons or companies with whom the Company may have or intend to have business relations.
- (40) To pay legally any premiums or salaries and to pay for any property rights or privileges acquired by the Company or for services rendered or to be rendered in connection with the promotion, formation of or the business of the Company or for services rendered or to be rendered by any persons, firms or body corporate in placing or assisting to place or guaranteeing the placing of any of the shares of the Company or any debentures or other securities 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 or with such amounts credited as paid up thereon as may be agreed upon and to charge any such bonds, debentures or other securities upon all or any part of the property of the Company.
- (41) To take into consideration and to approve and confirm 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 contract with the promoters and to reimburse them for all costs and expenses that may be incurred by them in or in connection with the formation or promotion of the Company.
- (42) To support, donate, contribute, subscribe, to give and to pay in cash or in kind for any purpose to any individual or body of individuals and also to contribute, donate and subscribe to any charitable, religious, educational or other public institutions, trusts, fund, clubs, societies or individuals or body of individuals subject to the provisions of Section 293A of the Companies Act, 1956, but not intended to serve any political cause or purpose.
- (43) To form, incorporate or promote any company or companies whether in India or in any foreign country having amongst its or their objects the acquisition of all or any of the assets, objects which in the opinion of the Company could or might directly or indirectly assist the Company in the development of its properties or otherwise prove advantageous to the Company and to pay all or any of the costs and expenses incurred in connection with any such promotion or incorporation and to remunerate any person or company in any manner it shall think fit for services rendered or to be rendered in or about the formation or promotion of the company or the conduct of its business or in or about the promotion or formation of any other company in which the Company may have an interest.
- (44) To borrow or raise or secure the payment of money from any Bank or Banks or any other person, firm, institution or body whether incorporated or not, for the purpose of the Company's business in such manner and on such terms and with such rights, powers and privileges as the Company may think fit and in particular by issue of or upon debentures, bonds, obligations, deposit notes and securities of all kinds and to frame, constitute and secure the same as may seem expedient, with power to make the same transferable by delivery or by instrument of transfer or otherwise and either perpetual or terminable and either redeemable or otherwise and to charge or secure the same by trust deed or otherwise on the undertaking of the Company, or upon any specific property and rights, present and future of the Company or otherwise whatsoever and collaterally or further to secure any securities of the Company by a trust deed or other assurance, subject to the provisions of Section 58A & the Directions of R.B.I.
- (45) To procure the registration or recognition of the Company in or under the laws of any place outside India.
- (46) To subscribe, to become a member or subsidise and co-operate with any other association, whether incorporated or not, whose objects 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 further the objects of the Company.
- (47) To constitute any trust with a view to the issue of preferred securities based on or representing any shares or other assets specifically appropriated for the purposes of any such trust and to settle and regulate and if thought fit, to undertake and execute any such trusts and to issue, dispose-of or hold any such preferred or other securities.

- (48) To lease, let out on hire, mortgage, pledge, hypothecate, sell or otherwise dispose-of the whole or any part or parts of the undertaking of the Company or any land, business, property, rights or assets of any kind of the Company or any share or interest therein respectively in such manner and for such consideration as the Company may think fit and in particular for shares, debentures or securities of any other body corporate having objects altogether or in part similar to those of the Company.
- (49) To undertake, carry out, promote or sponsor any programme of rural health or development including any programme for mass immunisation or for promoting the health, social and economic welfare or uplift the public in any rural or other areas to assist in the execution and promotion of any such programme either directly or through the agency of any person or persons or in any other manner and to incur expenditure on any such programme with power to Directors to transfer with or without consideration to divert the ownership of any property of the Company to or in favour of any person or persons including any public or local body or authority, central or state government, any public institution or any trust or fund as the Directors may in their sole and absolute discretion decide.

Without prejudice to the generality of the foregoing 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 by the Directors as rural areas.

- (50) To undertake, carry out, promote and sponsor or assist any activity for the promotion and the growth of the national economy and for discharging what the Directors may consider to be the social and moral responsibilities of the Company to the public or any section of the public as also any activity which the Directors consider likely to promote national welfare or the social, economic or moral uplift of the public or any section of the public in such manner and by such means as the Directors may think fit and the Directors may without any prejudice to the generality of the foregoing undertake, carry out, promote and sponsor any activity for publication of any books, literature, newspapers, etc. or for organising lectures or seminars likely to advance these objects or for giving merit awards, scholarships, loans or any other assistance to deserving students or other scholars or persons to enable them to pursue their studies or academic pursuits or researches or for establishing, conducting or assisting any institution, fund, trust etc. having any one of the aforesaid objects by giving donations or in any other manner and the Directors may at their discretion in order to implement any of the above-mentioned objects or purposes, transfer without consideration or at such fair or concessional value as the Directors may think fit subject to the provisions of contracts and divest the ownership of any property of the Company to or in favour of any public or local body or authority or central or state government or any public institution or trust or fund as the Directors may approve.
- (51) To invest, buy, sell, transfer, hypothecate and dispose-of any shares, stocks, securities, properties and to finance industrial enterprises whether by way of making loans or advance to or by subscribing to the capital of Private Industrial Enterprises in India and/or to lend money to firms, persons or Companies on such conditions as may seem expedient.
- (52) Subject to the provisions of the Act and the directions issued by R.B.I. to receive money deposit on interest or otherwise and to lend money on interest or otherwise negotiate with or without security with such companies, firms, or persons and on such conditions as may seem expedient and to guarantee the performance of contracts by any person, companies or firms provided that the Company shall not carry on the business of banking as defined in the Banking Regulation Act, 1949.

(C) OTHER OBJECTS :-

- (53) To manufacture, import, export and trade in and deal in oxygen and nitrogen cylinders and for the purpose, manufacture all kinds of gases for industrial use, use in hospitals and laboratories and for personal use.
- (54) To manufacture, import, export and trade in all kinds of perfumes, aromatics, toiletry products, and to manufacture bulk perfumes to be used by actual users and to export the same for the use in all those products where perfumes may be capable of being used.

- (55) To manufacture, import, export and trade in television tubes and television components, including video recorders and cassettes, and also in glass shells, glass tubes and glass to be used in the electronic industry in particular.
- (56) To manufacture, deal, export and import, HDPE, LDPE, PVE, MEG and all such products related to the chemical and petrochemical industry either in its original form or in a form that may best be put to use by the Company.
- (57) To manufacture, trade in, import and export, polyester yarn, polyester filament yarn, polyester staple fibre, grey cloth, textiles and cloth.
- (58) 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, sahuks, trustees, real estate owner, landlord, real estate agents, builders, under-writers, guarantors, hire purchase dealers, investors, promoters, brokers and dealers of and in shares, stocks, debentures, securities, bonds, obligations, claims, licences, and charges, lands, buildings, houses, easements, negotiable instruments, decrees, book-debt, patents, factories, mines, industrial undertakings, business concerns, warehouses, property and right of all kinds, agricultural land, farms, gardens, flats, showroom, offices, residential units, shops and godowns, business of insurance agents, or safe deposit company provided that the Company shall not carry on the business of banking as defined under the Banking Regulation Act, 1949.
- (59) To act and carry on the business of consultants, advisers, registrars and share transfer agents of companies, industrial enterprises, firms or persons.
- (60) To carry on the business of management consultants to any type of Industry, trade, business, institutions, corporations, federations, State/Central Government, financial institutions including banks, company, firm and individuals in and outside the Union of India, and to advice on problems related to industrial management, marketing, sales and distribution management, protection management, financial management, stores and inventory management, office administration and personal selection and management, export and import management and management of every type and to collect, propose, process and distribute information and statistics related to any type of business, trade and industry and to promote or propose such methods, procedure and measures as may be considered desirable or beneficial.
- (61) To cultivate tea and other produce and to carry on the business of tea planters of all varieties of tea and produce tea of all varieties in loose form or tea bags or other preparations of readymade tea, blend and in any way deal in tea as merchants and planters and for that purpose to plant, to purchase or otherwise acquire tea gardens in India and elsewhere and to erect, set-up, purchase or otherwise acquire all plants, machinery and equipment necessary or required for carrying on the business of tea planters, importers, exporters of tea and allied products and by-products and to carry on business in tea estates and to do all and every other thing incidental or ancillary to the carrying on of the business aforesaid.
- (62) To carry on in all their respective branches of business of General Finance, investments, trust and legal trust.
- (63) To undertake and carry on the business of safe deposit companies and trust companies and guarantee business but not amounting to banking business.
- (64) To carry on in all their aspects of business of hire purchase or general finance, investment trust and finance brokers.

- (65) To carry on the business of film financing whether by system of hire-purchase, profits sharing, royalty and/or in percentage commission or any other items.
- (66) To carry on the business of cold storage, refrigeration, cooking, dehydrating, preserving, canning of any product on Company's own account or as contractors for any governmental, municipal body or individual, on such terms and conditions as the Directors may think fit.
- (67) To carry on the business of manufacturers, dealers and exporters/importers in all kinds of oil including vegetable oil and as meal manufacturers, oil merchants, cake and corn merchants, millers, flour merchants, bakers, biscuit makers, confectioners, milling of flour, whole meal atta, suji, rawa (semolina), basin (gram flour), manufacturing of breakfast, spaghetti and macaroni.
- (68) To carry on all or any of the business of mechanical and electrical engineers and manufacturers and suppliers of implements and machinery, tool-makers, smiths, steel and brass founders, metal workers, machinist, iron and steel workers, metallurgists and Chemical.
- (69) To carry on the business of exhibition of films, cinema-owners, film distributors, studio-owners and all other allied material traders and techniques.
- (70) To purchase or otherwise acquire any land, building or premises and to turn to account, develop, improve, alter, demolish or let-out for the purpose of carrying on the business of hotel, restaurant, coffee tavern, lodging, house-keepers and to carry on the business of wine, spirit and liquor merchants, importers, exporters and manufacturers of aerated, mineral and artificial waters and other drinks whether intoxicating or not or caterers for public amusement or entertainment, proprietors of motor and other vehicles, garage proprietors, job-master, refreshment-room keepers, farmers, dairymen and ice-merchants, victuallers, live and dead-stock and colonial and foreign produce of all descriptions, hair-dressers, perfumeries, chemists, proprietors of clubs, baths, dressing-room, museum, reading, writing and newspaper room, library, playgrounds, indoor and outdoor game, sport, recreation, exhibition, entertainment of all kinds, tobacco and cigarettes, agents for railways and shipping company and tourist, theatrical, cinemas and opera-box.
- (71) To carry on the business of brewers or distillers.
- (72) To purchase, take on lease or otherwise acquire land, buildings, vineyard, gardens and other places for growing, keeping, brewing, preparing and storing of land products, plants or other things as may be requisite for carrying on the said business.
- (73) To carry on, execute and conduct general contracting business, to submit tenders and undertake to do all sorts of building, manufacturing, producing, farming, surveying, supplying, designing, enlarging, repairing, re-modeling, managing, administering, controlling and supervising business.
- (74) To manufacture cotton, woolen and silk, artificial and Synthetic Fibre goods of all kinds and to carry on all or any of the following business : Cotton, Silk, Dyeing materials, processors and printers of all textiles, woolen and silk spinners, and doublers, flax and jute spinners, wool combers, worsted spinners, linen manufacturers, worsted stuff manufacturers, drapers, flax, hemp, jute, wool and silk merchants, bleachers and dyers and makers of vitriol, bleaching and dyeing materials, growers of mulberry or other trees and producers of any other articles or thing whether by cultivation or afforestation or by any other mechanical or chemical power or appliances for the purpose of obtaining silk, cloth, wool-combers, importers and exporters, sheep or any other animal-breeders.
- (75) To carry on the business as dealers in and purchasers of dairy farms, garden and their produce of all kinds and in particular milk, cream, butter, ghee, cheese, poultry, eggs, fruits, vegetable oils, vegetable-ghee, artificial ghee, spices, sausages, prawn, potted meat, table delicacies, loaves, bread and manures.

- (76) To carry on the business of houses, shops, saloons, halls and other apartment and exhibition decorators and execute decorative work of all sorts; to prepare, manufacture, paint, use, import, export, devise or design all kinds of artistic objects for use and ornamentation or any property used in the decoration or furnishing of buildings, exhibitions or other structures of all kinds and nature whatsoever.
- (77) To carry on all kinds of business of manufacturers, importers, exporters, dealers, assemblers and distributors of radios, radiograms, gramophones, wireless apparatus, domestic and commercial refrigerators, coolers, freezers of all kinds, humidifying dehumidifying, ventilating and cooling-plants, room-coolers and air-conditioning of all kinds, records, bare and rubber insulated wires, cables, flexible cords, fuse wires, copper weld and aluminium wires, electric switches and switch gears, contents, lamps, motors, fans and electric goods, plastic and light material products, equipments and accessories of all kinds, cold storage equipments and all articles and things used in the manufacture, construction, erection, maintenance and working thereof in connection therewith in any way whatsoever. To repair the same and their machinery and apparatus etc. To manufacture and deal in loud-speakers, transformers, microphones, transmitters, amplifiers, receivers, public address equipments of all kinds and accessories of all kinds used in the manufacture, installation, erection, repairs, maintenance and working thereof or in connection therewith in any way whatsoever.
- (78) To manufacture sowing machines, reaping machines, thrashing machines, tractors and all other kinds of farm implements and machinery, dairy machineries, elevating machines, conveying machines, transmission machines, incubators and parts and tools thereof and accessories requisite therefor.
- (79) To buy, sell, import and deal in all kinds of machinery, food products, seeds, patents and licences, all kinds of fertilizers, lime and stockfeeds.
- (80) (a) To carry on the business of founders of ferrous and non-ferrous metals, sheet metal workers, mechanical, structural, electrical and metallurgical engineers, to carry on the work of cast iron foundry for the manufacture of all types of pipes and pipe-fittings, ware reservoirs, drainage requisites including manhole frames and covers, gratings and ladders, cast-iron-sanitary appliances and fittings including flushing cisterns, bath-tubs, wash-basins, cast iron building requisites including railing, spiral stairs, ladders, ventilators, ornamental window-frames, pillars, agricultural implements including choppers, ploughs, cast iron railway casting including sleepers, fish-plates, wheels and other fittings, household requisites and utensils including cooking pans, containers, coal mining and engineering requisites including pinions, tube-wheels, pump parts and other general and special casting.
- (b) To carry on the work of mechanical and electrical engineers and to run a workshop to undertake and execute all types of mechanical and structural jobs of manufacturing, fabrication and erection of building and articles and to do various types of sheet metal work including manufacturing and construction of storage tanks, buckets, drums, various types of containers and other similar items that may be easily marketable.
- (81) To carry on the business of jewelers, bullion merchant, goldsmiths, silver smiths, gem and stone merchants and for the purpose import and export in any form diamonds and precious stones.
- (82) To deal, hold and let out precious stones, diamonds, pearls, jewelry, watches, clocks, chronometers, gold and silver utensils and items electroplated cutlery, presents and gifts, coins, cup medals, shields, curios, articles of virtue, art and antiquities, dressing bags, and bronzes.
- (83) To engage and carry on the business of raising, packing, grading, preparing for market, butter, cream, milk, farm products of all description.
- (84) To carry on the business of manufacturers of papers envelopes cardboard and mill-board, dyers, bleachers and tanners in all its branches and makers, buyers and sellers of and dealers in any article which can be

manufactured out of pulp, compressed paper or paper stock and to sell in either a raw or partially or wholly completed/prepared state all such paper envelopes, card-board, mill-board, fibre substances, pulp or things, or may furnish materials for paper manufacturing or preparing processes connected with or useful for the purpose of such business or undertaking and generally to purchase and vend the raw material and manufacture articles both in wholesale and retail manner.

- (85) To manufacture sugar and allied products from beet-root, sugar-cane, gur, molasses and any other substances or produce or chemical.
- (86) To produce, grow, raise, preserve, purify, refine, import, export, prepare, sell and deal in sugar, sugarcandy, sugarcane, gur, molasses, syrups, alcohol and all other by-products and food products, fertilizers and things generally and to maintain refineries, foundries, workshops, distilleries and other works for the purpose of the Company.
- (87) To carry on the business of Investment Company and to invest in any shares, stocks, debentures, debenture-stocks, bonds, obligations and securities issued or guaranteed by any company or companies constituted and carrying on business in India or elsewhere or acquire shares or interest in any company, any property of this company either out of its own funds or out of funds it might borrow.
- (88) To finance Industrial Enterprises, individuals and others by way of leasing and advancing money, provided that the Company shall not carry on banking business as defined in the Banking Regulation Act, 1949.
- (89) To manufacture and deal in anatomical, orthopaedic and surgical instruments and appliances of all kinds.
- (90) To grow, raise, tend, cultivate tea, coffee, cinchona, rubber and other produces and to carry on the business of tea-planters in all its branches, to carry on and work the business of cultivators, mine owners and buyers of every kind of vegetable, mineral or other produces of the soil.
- (91) To carry on business as travel agents, tourists and cargo carriers by road, air, sea, or by other modes of transport and to carry on all allied business and activities pertaining to travelling and tourist business.
- (92) To carry on the business of helicopter spraying of farms, grove lands, cultivations, products and other allied business of eradication of diseases, virus and insecticides.
- (93) To carry on business as exporters, manufacturers, importers, buyers and sellers of and dealers in all chemicals, petrochemicals and plastics (including without prejudice to the said generally and in particular Soda, Ash, Caustic Soda, Sulphuric Acid, Super Phosphate, Ammonium Chloride, Di-Calcium Phosphate, Alcohol, Cosmetics, Chlorine products, both organic and inorganic such as polyvinyl chloride, carbon tetrachloride trichloro-ethylene, per chloroethylene, Ethylene dichloride, carbon disulphide, Barium chloride, Aluminium trichloride, Titanium tetrachloride, Paraxylene, Di-methyl tetraphlate, Pure Tetraphalic Acid, Linear Alkyl Benzene, Mono Ethyl Glycol etc.) alkalis, acids, cordials-drugs, tannins, essences and pharmaceutical, photographic, sizing, medical, chemical, industrial and other preparations and articles of any nature and kind whatsoever.
- (94) To acquire from or sell to any person, firm, body corporate or unincorporate, whether in India or elsewhere, technical and managerial information, know-how process, engineering, manufacturing, operating and commercial data, plans, lay-outs and blue-prints useful for the design, erection and operation of any plant or process of manufacture and to acquire, grant licences or other rights and benefits in the foregoing matters, to render any kind of managerial, technical and financial consultancy services and to carry on the business of market research organisers, sales promotion agents, general advisers, technical and marketing consultants either alone or in partnership.

- (95) To undertake, carry out, promote and sponsor, scientific research related to the business of the Company and to incur any expenditure on such research, and to assist and contribute to any scientific research association which has as its objects the undertaking of scientific research or to assist and contribute to any University, college or other institution any sums to be used for scientific research in social science or statistical research.
- (96) To produce, extract, manufacture, purchase, refine, prepare, process, import, export, buy, sell and generally to deal in graphite synthetic and natural coal, coal and other cokes, carbon and other minerals, chemicals, petrochemicals, gas and other petroleum substances in all their various forms and derivations and their products, by-products and ancillary products and to carry on all or any of the business of distillers, refinery operators, compounders, synthetic analysts, physicists, reactor operators, gas producers and consumers, manufacturers, chemists, druggists, analytical chemists, drysalters, oil and colour men.
- (97) To carry on all or any of the business of the manufacturers of and dealers and workers, in cement, lime, plaster, mortar, marble, mosaic, tiles, whiting, minerals, clay, earth, gravel, sand, coke, fuel artificial stones and builder's requisites of all kinds, nature and description whatsoever as may be required for the attainment of the main objects.
- (98) To purchase, take on lease, acquire, in exchange or otherwise own, hold, occupy, manage, control, construct, erect, alter, develop, pull down, improve, repair, renovate, work, build, plan layout, sell, transfer, mortgage, charge, assign, let-out, hire, sub-let, sub-lease all types of lands, plots, buildings, hereditaments, bungalows, quarters, offices, flats, chawls, warehouses, godowns, shops, stalls, markets, houses, structures, undertakings, constructions, tenements, roads, bridges, forests, estates, assets and properties, moveable or immoveable, freehold or lease-hold of whatever nature and description and wherever situated.
- (99) To manage land, building and other property and to collect rents, profits and issues and to provide and supply to tenants or other occupiers, refreshments, lights, waiting rooms, reading rooms, meeting rooms, swimming pools, club-rooms, gardens, lavatories, laundry convenience, garaging facilities, play-grounds, water, air-conditioning facilities and equipment, lifts and escalators and all other conveniences and appliances relating to or connected with offices and residence requirements in general.
- (100) To acquire, construct, maintain, improve, develop, work, control, manage, sell, dispose-of or otherwise turn to account any hotels, clubs, restaurants, places of amusement, pleasure grounds, gardens, reading rooms, stores, dairies, estates, orchards, river or harbour sites and other places of sites wherever situated and other works and conveniences of each and every nature and description.
- (101) To carry on business as financiers and concessionaires and to undertake, and carry on and execute all kinds of financial, commercial and trading operations and to discount, buy, sell and deal in bills, notes, warrants, coupons, suits and decrees for money granted by any Court in the Union of India and other negotiable or transferable securities or documents.
- (102) To purchase, take on lease or tenancy or in exchange, hire, take options over or otherwise acquire for any estate or interest whatsoever and to hold, develop, work, cultivate, deal with and turn to account concessions, grant decrees, licences, privileges, claims, options, lease property, real or personal or rights or powers of any kind which may appear to be necessary or convenient for the business of the Company and to purchase, charter hire, build or otherwise acquire vehicles of any or every sort or description for use on or under the land or water or in the air and to employ the same in the carriage of articles of the Company.
- (103) To carry on business as timber merchants, saw-mills proprietors and timber growers and to buy, sell, grow, prepare for market, manipulate, import, export, and deal in articles of all kinds in manufacture of which timber or wood is used, and to buy, clear, plant and work timber estates, and to establish, own, erect, acquire, work and manage veneer mills, plywood, factories and similar mills and factories and to peel, produce, manufacture and prepare for market, store, stock, buy, sell, export, import, distribute, deal in and carry

on business in veneers or veneer products, veneer for tea-chests, packing-cases and commercial boards, decorative veneer, veneers for furniture and cabinet-making and other purposes, tea chests, matches, bobbins, commercial plywood, plywood for cabinet-making, coach-buildings, ship-building, aeroplane, partitions, paneling doors, windows and other constructional purposes, decorative veneer boards, laminated boards, black-boards, composite boards, compressed boards, pressed boards, hard-boards, chip-boards, bent-wood, moulded wood and any other article of like nature.

- (104) To establish, purchase, sell, take on lease, hire or otherwise acquire and work, any textile-mill, handlooms, powerlooms, or other mills, cotton ginning and pressing factory, jute mills, jute-presses, hemp or other fibre presses, spinning mills, weaving mills and chemical factories, waste plants or press for pressing merchandise into bales and to cultivate, process, buy, sell, import, export, pledge, speculate, enter into forward transactions and deal in whether as commission agents, brokers or otherwise in raw jute, jute goods, cotton, kapas, cotton seeds, flax, hemp and silk.
- (105) To plant, cultivate, produce and raise sugarcane, hemp, flax, food-grains, oilseeds, fruits and seeds, nuts, vegetables and to prepare, preserve, manufacture, crush and render marketable any such produce and to deal in the same.
- (106) To carry on the business of electric supply in all its branches and in particular to construct, lay down, establish, fix and carry out all necessary power stations, cables, wires, lines, accumulators, lamps and works, generate, develop and accumulate electrical power at places for which licence be obtained and to transmit and supply such power throughout the area of supply named therein and without prejudice to the generality of the above, to transmit, distribute and supply such power to and for the purpose of feeding the plants of the Company and generally to generate, develop and accumulate power at any such places and to transmit, distribute and supply power for all lawful purposes.
- (107) To search, prospect, win work, get, raise, quarry, smelt, refine, dress, manufacture, produce, plant, manipulate, convert, make merchantable, sell, buy or deal in lime, cement, sand-glass, paper, sugar, oil, oil products, oil seeds, rice, dal, tea, coffee, rubber, cocoa, coal, coke, iron, ironstone, marble, limestone, silica, mica, brick, earth, fireclay, manganese, mineral oils, ore clays and other metals, metalliferous ores, minerals and to manufacture, sell, buy, and deal in any of such articles and commodities and to carry on the business of manufacture of bricks, tiles, pipes, pottery, earthenware, china and terracotta, cream and ceramicware of all kinds.
- (108) To carry on the business of manufacturers or processors and/or importers, exporters, buyers, sellers, stockists and distributors of and/or dealers in all kinds of chemicals, drugs, pharmaceutical, plastics, paints, varnishes, paper, tyres, tubes, film and vehicles, all types of watches, time-pieces and clocks.
- (109) To carry on the business of chemists, druggists, researchers, technicians, designers, planners, advisers, purchasers, testers, erectors, superintendents and contractors.
- (110) To carry on the business of public carriers, transporters and carriers of goods, passengers, merchandise, corn commodities and other products and goods and luggages of all kinds and descriptions in any part of India and elsewhere on land, water and air by any conveyances whatsoever.
- (111) To manufacture, build, construct, develop, buy, sell, import, export, assemble, equip, distribute, exchange, barter, let on hire, buy or sell on hire-purchase or instalment system or otherwise deal in lorries, trucks, motor-cars, motor cycles, and other motor vehicles including cycles and scooters of all kinds and descriptions generally to carry on the business as manufacturers, repairers, assemblers, mechanical engineers, carriage builders of motors, omnibuses, taxi-cabs, lorries, motor-cars and all other kinds of vehicles and vessels for the transport of persons and goods whether propelled or moved by petrol, electricity, stream, oil, vapour or other motives or mechanical power.

- (112) To manufacture, buy, sell, exchange, process, refine, smelt, prepare, work, alter, improve, import, export and to carry on business as agents, distributors, stockists and otherwise deal in iron, steel and their scraps and by-products, metal scrap, iron ores and minerals in all forms and carry on the business of iron and steel founders and manufacturers, iron workers, iron masters, brass founders and metal workers, steel makers, steel converters, fabricators, smiths, tinplate makers, manufacturers of industrial, agricultural and other fittings and to establish rolling mills and rollers in their respective branches.
- (113) To act as shipping agents, stevedores, Freight and Chartering Brokers, Ship Brokers, Charterers of vessels, Suppliers and Purveyors of ships and other vessels and Boating contractors.
- (114) To carry on the business of gold and silver-smiths and to import, export, buy, sell, exchange, or otherwise, deal in all types of jewellerys and ornaments and utensils made of gold and/or silver.
- (115) To carry on the business of manufacturers and dealers in air-conditioning and refrigeration equipments, consumer and domestic appliances, radios and transistors, electronic equipment including television and computers, oxygen and acetylene, electrodes including graphite electrodes, weighing scales, cement refractories, batteries, agricultural equipments, thermometers, flashlights, detonators and explosives, asbestos, starch and by-products, wire-ropes, linoleum, vinyl tiles, glass, calculators, type-writers and all forms of office equipment, magnets, gauges and precision instruments, all types of electronic equipments, conductors, rectifiers, capacitors, meters, matches, grinding and abrasive equipment.
- (116) To carry on business as manufacturers, producers, dealers, traders, importers, stockists, distributors, or agents of G.L.S. lamps, electric bulbs, miniature bulbs, tube lights, flood lights, flash lights, mercury vapor bulbs and other types of bulbs, lamps, tubes or other electrical items required or used for lighting or for industrial, domestic, electronics, transport vehicles or commercial purposes and glass shell fittings, tubes, filaments, tungsten and molybdenum wires, caps and other materials, machineries, accessories and spares required or used for manufacture of bulbs, lamps, tubes.
- (117) To carry on the business as traders, dealers, wholesalers, retailers, combbers, scourers, spinners, finishers, dyers and manufacturers and processors of yarns and fabrics of wool, cotton, jute, silk, rayon, nylon, hemp and other natural synthetic and/or fibrous substances including polyester, polyacrylonitrile, poly-vinylacetate, cashmilon, acrylic fibres, polypropylene polymers, monomers, clastromers and resins of all types, grades and copy-lymer formulations and forms or as processed goods and including polyethylene, polystyrene, polyvinylchloride, polymethyl, methacrylatem epoxy resins, alkyl resins, melamine polycarbonates, polyamides or any other or new substances being improvements upon, modification of or being derived from additions to petrochemicals or other products or resulting from any processes and/or manufacturers of materials from the waste realised from the above mentioned products either on its own account or on commission and to carry on the business as drapers and dealers of furnishing fabrics in all its branches as contumiers, ready-made dress and mantle makers, silk mercers, makers and suppliers of clothing lingerie and trimmings of every kind, furriers, drapers, haberdashers, milliners, hosiers, glovers, lace makers, rope makers, felt and tarpaulin makers, feather dressers, felt makers, dealers in and manufacturers of yarns, fabrics and materials of all kinds, varieties and substances; and also to manufacture, deal in or process natural starch and other auxiliatances of all kinds and compounds and other substances either basic, intermediate or otherwise as required of the above mentioned product or products.
- (118) To prospect for, examine, export, win, get, quarry, smelt, calcine, refine, crush and grind, dress, amalgamate, manipulate and prepare for market, purchase, sell or deal in ores, metals and minerals of all kinds and to carry on any other prospecting, mining or metallurgical operations and to buy, sell, manufacture and deal in minerals plant, machinery implements, conveniences, provisions and things capable of being used in connection with prospecting, mining or metallurgical operations.
- (119) To carry on business as printers and publishers including newspapers, books and journals as well as producers, distributors, importers, exporters, exhibitors and financiers of cinematograph film and to manufacture, own,

acquire, provide, secure, arrange or deal in films and photographic paper and equipment, cameras, sound recording, musical instruments, lighting appliances, equipments and machines and to construct, establish, own, hire or otherwise acquire and to manage, let out for rent, fee, monetary gain or otherwise, studios, laboratories, theatres, buildings, halls, open air theatres, bars, restaurants and other buildings or work required for the purpose of production, distribution or exhibition of the films, operas, stageplays, dances, operettas, barriesses, vaudeville, revues, ballets, pantomimes, spectacular pieces, promenade, concert, circus or other performances and entertainments and to act as dealers, importers, exporters of musical instruments and records, tapes, cinema and film projectors and cameras, wigs and other products, or materials related or connected with the aforesaid objects and business; and to acquire exclusive or limited rights to any play, story, script, musical songs and lyric, book, article or any technique by producing, purchasing or otherwise acquiring and to use, exercise, develop or exploit or turn to account such rights for the business of the Company, and to act as agents for training, retaining, arranging and supplying artists, stars, art directors, script or story-writers, technicians, extra and other personnel required by the Company or other film, cinema or show business.

- (120) To carry on the business of manufacturers, fabricators, processors, producers, growers, makers, importers, exporters, buyers, sellers, suppliers, stockists, agents, merchants, distributors and concessionaires of and dealers in commodities of all or any of the following kinds:
- (a) Drugs, medicines, chemicals, medical plants, and all types of plantations, mixtures, powder, tablets, capsules, injections, oils, compounds, creams, scents, glycerine, detergents, glue, gelatin, scalp, lotions, toilet goods, pigments and all kinds of pharmaceutical, cosmetic and medicinal preparations required or used for beauty aid, personal hygiene or in allopathic, ayurvedic, homeopath, unani or nature cure methods or system of treatments, bandages, cotton gauzes, crutches, stretchers and all kinds of anatomical, orthopaedic and surgical appliances and stores including prophylactics.
 - (b) Boots, pickers, shoes and footwear of all kinds made of leather, rubber, canvas, plastic or any other synthetic or natural products, waterproof, cloth or compound, leather, hides, skins, Rexene, rubber, plastic or synthetic cloth compounds or granules lasts boots, trees, buckles, accessories and fittings used in or required for footwear.
 - (c) Writing pen, pencils, fountain pen, ball-point pen, sign pen, colour pencils, tubes and tablets, pins, erasers, ink, clips, rulers, newsprint, board, envelopes, cards, dyes, letter-heads, forms, files, stamps, books, bags, cases, covers, racks, cabinets, numerical printers, adhesive tapes, gums, airconditioners and refrigerators, vacuum cleaners, sewing and knitting machines, hurricanes, lanterns, cutlery, enamelwares, watches and clocks, tape recorders, clocks, watches, vacuum flask, toys, water-proof materials, duplicators, typewriters, computers, calculators, accounting and inter-communication machines and all kinds of office, domestic, industrial and educational appliances, stationery equipments, furniture, instruments, gadgets, devices and stores and their components.
- (121) To manufacture, process, import, export, buy, sell and deal in vanaspati oil, de-hydrated vegetable oils, oils made or processed or solvent extracted from seeds, cotton-seeds, coconuts, products of plantation, horticulture, agriculture and forest produce and oil cakes and to get vanaspati soaps and lubricants made from oils or by-products thereof.
- (122) To carry on business of manufacturers, fabricators, processors, producers, growers, makers, importers, exporters, buyers, sellers, suppliers, stockists, agents, merchants, distributors and concessionaires of and dealers in flour, cakes, pastry, cornflakes, bread, biscuits, chocolates, confectionery, sweets, fruit-drops, sugar, glucose, chewing-gums, milk, cream, ice, ice-cream, aerated or mineral waters, fruit juices, wines, liquors and other alcoholic drinks and fermentation products, canned fruits and fruit products, milk and malted foods, protein foods, maize products, butter, ghee, cheese, and other dairy products, pickles, jams, jellies, sausages, cider, pulses, spices, oils, powder and condensed milk, honey, fresh and dehydrated vegetables, coffee, tea, cocoa-seeds, processed seeds, concentrate for cattle or poultry feed, fruits and all kinds of processed food as well as materials required or used for preparation of or being food articles.

- (123) To carry on business as producers, importers, exporters, processors, manufacturers, buyers, sellers, distributors, stockists, agents, and brokers of coal, coke, charcoal, lignite, petroleum-coke, copper, iron-ore, bauxite, kyanite, fire-clay, china-clay, salt, sodium-chloride, calcium, phosphate, nickel, barium, uranium, zinc, lead, asbestos, tin, aluminium, mercury silicon, sulphur, graphite, brass, aluminium, silica, sand, bentonite, quartz, destringe, magnesite, dolomite, ferro alloys, corundum, manganese, mica, silver, gold, platinum, diamond, sapphire, ruby, topaz, garnet, emerald, pearl and other precious, semi-precious or commercial minerals and stones, and to act as metal founders, manufacturers, agents and dealers of metals, sheets, wire, rods, squares, plates, metal foils, pipes, tubes, ingots, billets, circle parts, coils, utensils, ornaments, decorative and art materials and jewellery, made wholly or partly from any one or more of the metals and materials mentioned herein or their derivatives.
- (124) To manufacture, deal in and process all kinds of medical and surgical instruments and appliances, industrial instruments including meters, weighing machines and devices for indicating, recording and regulating pressure, temperature, rate of flow, weights and levels, scientific instruments, mathematical, surveying and drawing instruments as well as items produced in miscellaneous mechanical and engineering industries like plastic-molded goods, hand-tools, small tools and the like and razor blades.
- (125) To manufacture, export, import, buy, sell and deal in voltaic battery cells, overpack or storage batteries and battery containers and battery eliminators of different types required for or used in domestic household, industrial, commercial, agricultural, mining, hospital, surgical or scientific appliances, machinery, apparatus or accessories and railways, tramways, automobile and other vehicles, aircraft, boats, ships, defence establishments, army, navy and airforce for wireless, radios, torches, toys, electronic equipments or otherwise and also to carry on business as manufacturers of lamps, dealers in torches, toys, personal aids and other appliances working on such batteries and such items and goods, which may be useful, in or otherwise connected with any one or more of the aforesaid items or products.
- (126) To manufacture, deal in, export, import, assemble, fit, repair, convert overhaul, alter, maintain and improve all types of electronic components, devices, equipments and appliances and raw materials thereof and to deal in and with stores and other materials used in or in connection with electronic and electrical industries.
- (127) To carry on the business of manufacturers and dealers in capacitors, resistors, tubes, condensers, semiconductor material and devices, transistors, rectifiers, zener diodes, thermistors, integrated and hybrid circuits, relays and varistors, potentiometers, connectors, printed circuits, coils, chokes, transformers, switches, volume controls, plugs, sockets, bases, aerial gears, electrical, diesel motors and pumps, batteries, accumulators, cables, metal and other cases piezo electric quartz, crystals of all types including those made from synthetic materials, meters of all kinds including those for industrial, domestic and other uses, etc. chassis-holder and covers.
- (128) To carry on the business of manufacture and/or deal in all types of tapes, magnetic and otherwise, tape-recorder, television, broadcast, relay and reception equipments, phonographs and other equipments used in and/or for and audio visual communications, apparatus and equipment including those using electro-magnetic waves intended for radio-telegraphic or radio telephonic communications, photo-copies, electronic, lighting controls, continuous fan motor speed controls, continuous flashers and fire-alarm systems, digital and other electronic clocks, automatic calculators, X-ray machines, surgical, medical and other appliances intended for electro and other therapy treatment.
- (129) To carry on the business of manufacturers, producers, refiners, exporters, importers, buyers and sellers of and dealers in all and any fats, fertilizers, manures, dips, sprays, vermifuges, fungicides, insecticides, germicides, medicines, and remedies of all kinds or by any process whether chemical, mechanical, electrical or otherwise.
- (130) To manufacture, export, import, buy, sell and deal in containers, cans, boxes, drums, cylinders, bottle-tops, crown corks, packages, packing materials, bags, pressed netwares, utensils, cutlery table wares and articles

made all of tin, metal, aluminium plates, sheets, glass, fibre paper, board, cloth, hessian, leather, plastic or other synthetic compound or materials, timber or plywood and to deal in tinplates, wires, aluminium sheets and to undertake either or on own account or on commission basis or otherwise printing, painting, designing, enameling, electroplating, engraving, or otherwise decorating the aforesaid products or any of such products or articles.

- (131) To carry on research and development work for industrial, agricultural and minerals, productivity and methods of production into matters and problems relating to accountancy, business management, distribution, marketing and selling and to collect, analyse, examine, prepare, formulate, publish, distribute and circulate data statistics, reports, journals, books, magazines, newspapers, literature and information relating to any type of business, trade industry, sports, education, society, cinema or real estates and to promote or propose such methods, procedures and measures as may be considered desirable or beneficial for all or any of the objects of the company and for extending, developing and/or improving any type of business, trade, estate, industry, commerce, organisation, methods, techniques, technical know-how, patents, trade marks and procedures to consider and evaluate problems relating to administration, management, manufacture, production, storage, distribution, finance, marketing, sale and/or relating to the rendering of any service.
- (132) To act as registrars and share transfer agents, issue houses, financiers, concessionaires.
- (133) To carry on the trade, industry, business, occupation and profession of architects, engineers, builders, contractors, electrical, sanitary and plumbing engineers and contractors, flooring contractors in all such other branches in which the company is authorised to carry on business.
- (134) To carry on business as designers, fabricators, manufacturers, importers, exporters, contractors, constructors and erectors of buildings, plants and machineries of all kinds and to provide all services and facilities in connection therewith and to act as contractors for the supply of labour, personnel and export manpower in India or any part of the world.
- (135) To carry on business of manufacturers, fabricators, processors, producers, makers, importers, exporters, buyer, sellers, suppliers, stockists, agents, merchants, distributors and concessionaires of all types of refractories.
- (136) To carry on the business of purchase, sale, hiring, letting, importers, exporters, breeders and developers of thoroughbred and other horses, mares, or geldings, and to develop and maintain breeding farms and race-course and all facilities connected therewith.
- (137) To carry on the business of manufacturers of saddles and saddlery and other equipments required for horse and horse racing and to engage and participate in any races, held or conducted under any recognised racing rules under any law for the time being in force.
- (138) To make or take wagers or bets and settle the same upon any races held under the recognised racing rules under any law for the time being in force provided that the Company shall not carry on any business or engage in any activity of framing or wagering prohibited by any law for the time being in force.
- (139) To establish and carry on the business of manufacturers, stockists, dealers, importers, exporters, and testers of chains, rings, books, shackles, swivels, connectors, slings, elevators, loaders, conveyors, sprockets, sushes, rollers, hoists, pulley blocks, pulley, granties, drums, winches, cranes, lifting and handling devices and all parts and components thereof.
- (140) To establish and carry on the business of manufacturers, repairers, stockists, distributors, dealers, importers and exporters of rolls, rollers, buses, needles, ball and roller bearing thinwalled bearings, needle roller bearings, plummer blocks, pillow blocks, pedestals roller prockers, chain coupling, chain wheels, chain tensioners and all accessories and components.

- (141) To carry on the business of technical, financial and management consultants and advisers and to enter into collaboration agreements for the manufacture of items which the Company is entitled to produce in India and abroad with the companies, firms and individuals, Central and/or State Government and their concerns and to tender and provide all types of services including managerial personnel, secretarial, designing, engineering, preparation of feasibility and project reports, drawings, plant layouts, tenders for all the plant & machinery, equipments buildings and other structures and helping finalisation of contract and commissioning plants.
- (142) To carry on the business of manufacturers and dealers in sheet glass, plate glass, wired glass, figured glass and all sorts of glass and glassware.
- (143) To manufacture, prepare, import, export, buy, sell and otherwise deal in all kinds of glass, glassware, glass-goods, mirrors, looking-glass, scientific glass-ware, sheets and plate glass, bangles, false pearls, bottles, phials and all kinds of articles prepared of glass and to carry on the business of glass leveller, patent solver, glass embosser, ecologiastical lead worker, glass tablet, show card and show case manufacturer.
- (144) To carry on the business of iron founders, civil and mechanical engineers, consulting engineers, project engineers, technical consultants, and manufacturers of agricultural, industrial and other machinery, and tool bits, machine toolmakers, brass founders, metal workers, boiler-makers, makers of locomotive and engines of every description, mill-wright, machinists, iron and steel converters, smiths, woodworkers, builders, painters, chemists, metallurgists, electrical engineers, water supply engineers, gas makers, framers, printers, carriers, and to buy, sell, design, specify, manufacture, fabricate, export, import, repair, convert, alter, let on hire, and deal in machinery implements, plants, tools, tackles, instruments, rolling stock and hardware of all kinds, general fittings, accessories and appliances of all descriptions made of metal, alloy, glass or any other material and any part of such accessories or fittings and generally to carry on business as merchants, importers and exporters and to transact and carry on all kinds of agency business.
- (145) To manufacture, assemble, prepare, export, import, trade and deal in Railway materials, pole track fittings, signaling and interlocking equipment and fittings, wagon coach and carriage components & fittings, agricultural implements and accessories, structural materials of all kinds, bolts, nuts, washers, screws, nails, hinges, poles and other materials, steel and metal furniture and containers, telephone, telegraph and electronic equipments, materials and appliances; and all machineries, stores, tools, raw materials required in connection therewith and all its finished and semi-finished products, by-products and scraps.
- (146) To explore, prospect, take on lease or on royalty basis or otherwise acquire, mines, mining rights and lands or any interest therein and to quarry, mine, dress, reduce, draw, extract, pints, calcine smelt, refine, manufacture, process, acquire, sell or otherwise dispose of and deal in all goods of all types, qualities and descriptions and to carry on any other metallurgical operations.
- (147) To carry on the business of a water works company in all its branches and to sink wells and shafts and to make, build and construct, lay down and maintain reservoirs, water works, cistern, culverts, filterbeds, main and other pipes and appliances and to execute and do all other works and things necessary or convenient for obtaining storing, selling, delivering, measuring and distributing water.
- (148) To carry on all or any of the business of manufacturers, drawers, rollers, repairers, converters, makers, exporters, importers, agents, stockists, brokers, traders and dealers of and in iron, steel, alloy steel, all ferrous and non-ferrous metals, castings, scrap, skull, boreings, billets, rods, wires, pipes, tubes, bars, angles, plates, hoops, strips, engineering, Industrial and consumer products and goods, machines, machine tools, agricultural and industrial tools, equipments and accessories and all raw materials, machinery and stores required in connection therewith.
- (149) To carry on all or any of the business as supplying, purchasing, selling, importing, exporting, manufacturing, processing, converting, establishing workshop and factories, offices and buildings and the business of brick-makers, potters.

- (150) To carry on the business of manufacturers, importers, exporters, dealers, hirers, repairers, cleaners, carriers and stores of motor cars, automobile spares and parts, omni-buses, trucks, lorries, tractors, bulldozers, motor cycles, scooters, motor-boats, motor launches, motor-buses, motor-lorries, motor-vans, aeroplanes, sea-planes, ships, gliders and other conveyances of all descriptions whether propelled or assisted by petrol, steam, gas, electricity, animal, automatic or other power or engines, chassis, bodies, and other things used in or in connection therewith.
- ¹(151) To carry on the business of buying, importing, selling, exporting, leasing, producing, bottling, storing, distributing, piping and/ or transporting and otherwise dealing in all kinds of petroleum products, chemicals, chemical products, liquefied petroleum gas, natural gas and other natural resources, related equipments including cylinders, valves, regulators and other accessories.
- ¹(152) To carry on the business of erecting, constructing, building, taking or giving on lease/hire, operating, maintaining and/or managing, jetties, single buoy moorings, storage and distribution terminals, tankages, piping systems including cross country piping systems, loading and unloading facilities and all other kinds of onshore and offshore port facilities.
- ¹(153) To carry on all kinds of business of dealers, traders, distributors, importers, exporters, agents, consultants, designers, integrators, manufacturers, processors, assemblers and contractors for erection and commissioning on turnkey basis or to deal in any other manner including storing, packing, transporting, converting, repairing, installing, training, servicing, maintenance of all types, varieties and kinds of (i) telephone instruments, intercoms, accessories and components thereof for telecommunications, (ii) radio communication equipments like receivers, transmitters, transreceivers, walkie talkie radio relay equipments, point to point communication equipments, antennas and associated equipments, satellite communication and associated equipments, single channel, multi channel, fixed frequency, variable frequency, static, mobile, airborne, shipborne equipments in HF, VHF, UHF and microwave, spectrum, TV systems, receivers, transmitters, pattern generators and associated equipments, amplifiers, oscillators, synthesisers, wave from generating, measuring and associated equipments, sonic, ultrasonic and radio frequency ranging and depth finding sonar and telemetry coding and data transmission equipments, data acquisition, processing and logging equipments, calculators, computers, mini computers and micro computers, printers, headers, display terminals, facsimile transmitting and receiving equipments and systems, (iii) signalling, telecommunication, security systems and control equipments used in roads, railways, ships, aircraft, ports, airport, railway stations, public places alongwith associated accessories and test rigs, (iv) instruments, testing equipments, accessories for repair maintenance, calibration and standardisation of all the above items in laboratories, service centres, processing plants, manufacturing plants and at customers places; to plan, establish, develop, provide, operate and maintain all types of telecommunication services including, operating/ franchising public telecommunication centres, issuing telephone debit cards, issuing telephone calling cards, operating card-based public telephones, publishing telephone directories, telex, wireless, data communication telematic and other like forms of communication and to manufacture wireless transmitting and receiving equipments, including radios, television equipments, operating/ franchising video conferencing centres, providing private network services, providing enhanced electronic communications services including, on-line data base services, public data networks, electronic messaging services, electronic commerce services like E-Mail, remote computing facilities, fax store and forward services, satellite-based services using very small to ultra small aperture terminals, encryption and coding services for data, voice and video transmission, voice-mail services, broadcasting equipments, microphones, amplifiers, loudspeakers and telegraphic instruments and equipments and purchase, sell, import, export, repair, renew and deal in all or any of the equipments and parts of the same and also to manufacture the parts and accessories of the said instruments and articles.
- ¹(154) To carry on the business of construction of roads, bridges, tunnels, setting up of various infrastructural facilities for village, town/city developments and to carry on the business of builders, contractors, dealers in and manufacturers of prefabricated and precast houses, buildings and erections and materials, tools, implements, machinery and metalware in connection therewith or incidental thereto and to carry on any other business that is customarily, usually and conveniently carried on therewith.

¹(155) To carry on the business as merchants, traders, commission agents, buying and selling agents, brokers, adatas, importers, buyers, sellers, exporters, dealers and to import, export, buy, sell, barter, exchange, or otherwise trade and deal in goods, produce, articles and merchandise of any kind whatsoever in India or any where in the world.

IV. The liability of the members is limited.

²V. The Authorised Share Capital of the Company is Rs.200,00,00,000 (Rupees two hundred crores only) divided into 20,00,00,000 (Twenty crores) Equity Shares of Rs.10/- (Rupees ten only) each, with power to increase or reduce the capital of the Company and to divide the shares in the capital for the time being into several classes and to attach thereto respectively such preferential, deferred, qualified or special rights, privileges or conditions as may be determined by or in accordance with the Articles of Association of the Company and to vary, modify, amalgamate or abrogate any such rights, privileges or conditions in such manner as may for the time being be provided by the Articles of Association of the Company.

Foot Notes:

1. Inserted by passing a Resolution at the Annual General Meeting held on 25th September, 1995 and confirmed by an Order of the Company Law Board dated 13th September, 1996.
2. The authorised share capital of the Company of Rs.5,00,00,000/- at the time of incorporation was modified from time to time by passing requisite resolutions at the Meeting of the Members. The details of the modified authorised capital since incorporation till date is stated herein below:

(Amount in Rupees)

Date of Modification	Equity Share Capital	Total Authorised Capital
Original Share Capital at the time of incorporation	5 00 00 000	5 00 00 000
<u>Subsequent Modifications :</u>		
2nd April, 1990	9 00 00 000	9 00 00 000
8th March, 1994	100 00 00 000	100 00 00 000
25th September, 1995	200 00 00 000	200 00 00 000

We, the several persons, whose names, addresses and descriptions are subscribed hereunder 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	Name, address, description and occupation of witness and his signature.
SOHAN CHATURVEDI s/o Shri Paramanand Chaturvedi 101, Vasundhara, 14/22, Janaki Kutir, Juhu Road Bombay – 400 049. Chartered Accountant	1 (one)	Sd/-	I witness the signature of all the signatories :- sd/- SHANTILAL DAND S/o. Lalji 49, Wadia Building ,9B, Cawasji Patel Street, Fort Bombay – 400 001. Company Secretaries
NIMISH B. THAKORE s/o Bhishma N. Thakore 71, Pushpak Apartments 31, Altamount Road Bombay – 400 026. Chartered Accountant	1 (one)	Sd/-	
SATYA PAL JAIN s/o Jaikumar Jain 16A, Shanaz, 90, Napean Sea Road Bombay – 400 006. Business	1 (one)	Sd/-	
RAMESHWAR DAYAL GOYAL s/o Babulal Goyal A-5/105, Yogi Nagar Eskar Road, Borivali (West) Bombay – 400 092. Service.	1 (one)	Sd/-	
NEEMA N. THAKORE w/o Nimish Thakore 71, Pushpak Apartments 31, Altamount Road Bombay – 400 026. Service.	1 (one)	Sd/-	
ATUL M. DAVE s/o Manhesrai M. Dave B/22, Prasanna Jeevan Eskar Road, Borivali (West) Bombay – 400 092. Service	1 (one)	Sd/-	
BHISHMA N. THAKORE s/o Nanubhai Thakore 71, Pushpak Apartments, 31, Altamount Road, Bombay – 400 026. Tech. Executive.	1 (one)	Sd/-	
	7 (Seven)		

Dated this 26th day of September, 1988.

ARTICLES OF ASSOCIATION

**ARTICLES OF ASSOCIATION
OF
RELIANCE INDUSTRIAL INFRASTRUCTURE LIMITED**

The following regulations comprised in these Articles of Association were adopted pursuant to members' resolution passed at the annual general meeting of the Company held on 2nd July, 2014 in substitution for, and to the entire exclusion of, the earlier regulations comprised in the extant Articles of Association of the Company.

TABLE 'F' EXCLUDED

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| 1. | (1) | The regulations contained in the Table marked 'F' in Schedule I to the Companies Act, 2013 shall not apply to the Company, except in so far as the same are repeated, contained or expressly made applicable in these Articles or by the said Act. | Table 'F' not to apply |
| | (2) | The regulations for the management of the Company and for the observance by the members thereto and their representatives, shall, subject to any exercise of the statutory powers of the Company with reference to the deletion or alteration of or addition to its regulations by resolution as prescribed or permitted by the Companies Act, 2013, be such as are contained in these Articles. | Company to be governed by these Articles |

Interpretation

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| 2. | (1) | In these Articles — | |
| | (a) | “Act” means the Companies Act, 2013 or any statutory modification or re-enactment thereof for the time being in force and the term shall be deemed to refer to the applicable section thereof which is relatable to the relevant Article in which the said term appears in these Articles and any previous company law, so far as may be applicable. | “Act” |
| | (b) | “Articles” means these articles of association of the Company or as altered from time to time. | “Articles” |
| | (c) | “Board of Directors” or “Board”, means the collective body of the directors of the Company. | “Board of Directors” or “ Board” |
| | (d) | “Company” means Reliance Industrial Infrastructure Limited. | “Company” |
| | (e) | “Rules” means the applicable rules for the time being in force as prescribed under relevant sections of the Act. | “Rules” |
| | (f) | “Seal” means the common seal of the Company. | “Seal” |
| | (2) | Words importing the singular number shall include the plural number and words importing the masculine gender shall, where the context admits, include the feminine and neuter gender. | “Number” and
“Gender” |
| | (3) | Unless the context otherwise requires, words or expressions contained in these Articles shall bear the same meaning as in the Act or the Rules, as the case may be. | Expressions in the Articles to bear the same meaning as in the Act |

Share capital and variation of rights

Shares under control of Board	3.	Subject to the provisions of the Act and these Articles, the shares in the capital of the Company shall be under the control of the Board who may issue, allot or otherwise dispose of the same or any of them to such persons, in such proportion and on such terms and conditions and either at a premium or at par and at such time as they may from time to time think fit.
Directors may allot shares otherwise than for cash	4.	Subject to the provisions of the Act and these Articles, the Board may issue and allot shares in the capital of the Company on payment or part payment for any property or assets of any kind whatsoever sold or transferred, goods or machinery supplied or for services rendered to the Company in the conduct of its business and any shares which may be so allotted may be issued as fully paid-up or partly paid-up otherwise than for cash, and if so issued, shall be deemed to be fully paid-up or partly paid-up shares, as the case may be.
Kinds of Share Capital	5.	The Company may issue the following kinds of shares in accordance with these Articles, the Act, the Rules and other applicable laws: (a) Equity share capital: (i) with voting rights; and / or (ii) with differential rights as to dividend, voting or otherwise in accordance with the Rules; and (b) Preference share capital
Issue of certificate	6. (1)	Every person whose name is entered as a member in the register of members shall be entitled to receive within two months after allotment or within one month from the date of receipt by the Company of the application for the registration of transfer or transmission or within such other period as the conditions of issue shall provide - (a) one certificate for all his shares without payment of any charges; or (b) several certificates, each for one or more of his shares, upon payment of such charges as may be fixed by the Board for each certificate after the first.
Certificate to bear seal	(2)	Every certificate shall be under the seal and shall specify the shares to which it relates and the amount paid-up thereon.
One certificate for shares held jointly	(3)	In respect of any share or shares held jointly by several persons, the Company shall not be bound to issue more than one certificate, and delivery of a certificate for a share to one of several joint holders shall be sufficient delivery to all such holders.
Option to receive share certificate or hold shares with depository	7.	A person subscribing to shares offered by the Company shall have the option either to receive certificates for such shares or hold the shares in a dematerialised state with a depository. Where a person opts to hold any share with the depository, the Company shall intimate such depository the details of allotment of the share to enable the depository to enter in its records the name of such person as the beneficial owner of that share.

8.	If any share certificate be worn out, defaced, mutilated or torn or if there be no further space on the back for endorsement of transfer, then upon production and surrender thereof to the Company, a new certificate may be issued in lieu thereof, and if any certificate is lost or destroyed then upon proof thereof to the satisfaction of the Company and on execution of such indemnity as the Board deems adequate, a new certificate in lieu thereof shall be given. Every certificate under this Article shall be issued on payment of fees for each certificate as may be fixed by the Board.	Issue of new certificate in place of one defaced, lost or destroyed
9.	The provisions of the foregoing Articles relating to issue of certificates shall <i>mutatis mutandis</i> apply to issue of certificates for any other securities including debentures (except where the Act otherwise requires) of the Company.	Provisions as to issue of certificates to apply <i>mutatis mutandis</i> to debentures, etc.
10.	(1) The Company may exercise the powers of paying commissions conferred by the Act, to any person in connection with the subscription to its securities, provided that the rate per cent. or the amount of the commission paid or agreed to be paid shall be disclosed in the manner required by the Act and the Rules.	Power to pay commission in connection with securities issued
	(2) The rate or amount of the commission shall not exceed the rate or amount prescribed in the Rules.	Rate of commission in accordance with Rules
	(3) The commission may be satisfied by the payment of cash or the allotment of fully or partly paid shares or partly in the one way and partly in the other.	Mode of payment of commission
11.	(1) If at any time the share capital is divided into different classes of shares, the rights attached to any class (unless otherwise provided by the terms of issue of the shares of that class) may, subject to the provisions of the Act, and whether or not the Company is being wound up, be varied with the consent in writing, of such number of the holders of the issued shares of that class, or with the sanction of a resolution passed at a separate meeting of the holders of the shares of that class, as prescribed by the Act.	Variation of members' rights
	(2) To every such separate meeting, the provisions of these Articles relating to general meetings shall <i>mutatis mutandis</i> apply.	Provisions as to general meetings to apply <i>mutatis mutandis</i> to each meeting
12.	The rights conferred upon the holders of the shares of any class issued with preferred or other rights shall not, unless otherwise expressly provided by the terms of issue of the shares of that class, be deemed to be varied by the creation or issue of further shares ranking <i>pari passu</i> therewith.	Issue of further shares not to affect rights of existing members
13.	Subject to the provisions of the Act, the Board shall have the power to issue or re-issue preference shares of one or more classes which are liable to be redeemed, or converted to equity shares, on such terms and conditions and in such manner as determined by the Board in accordance with the Act.	Power to issue redeemable preference shares

Further issue of share capital	14.	(1)	<p>The Board or the Company, as the case may be, may, in accordance with the Act and the Rules, issue further shares to -</p> <p>(a) persons who, at the date of offer, are holders of equity shares of the Company; such offer shall be deemed to include a right exercisable by the person concerned to renounce the shares offered to him or any of them in favour of any other person; or</p> <p>(b) employees under any scheme of employees' stock option; or</p> <p>(c) any persons, whether or not those persons include the persons referred to in clause (a) or clause (b) above.</p>
Mode of further issue of shares	(2)		<p>A further issue of shares may be made in any manner whatsoever as the Board may determine including by way of preferential offer or private placement, subject to and in accordance with the Act and the Rules.</p>
			Lien
Company's lien on shares	15.	(1)	<p>The Company shall have a first and paramount lien -</p> <p>(a) on every share (not being a fully paid share), for all monies (whether presently payable or not) called, or payable at a fixed time, in respect of that share; and</p> <p>(b) on all shares (not being fully paid shares) standing registered in the name of a member, for all monies presently payable by him or his estate to the Company:</p> <p>Provided that the Board may at any time declare any share to be wholly or in part exempt from the provisions of this clause.</p>
Lien to extend to dividends, etc.		(2)	<p>The Company's lien, if any, on a share shall extend to all dividends or interest, as the case may be, payable and bonuses declared from time to time in respect of such shares for any money owing to the Company.</p>
Waiver of lien in case of registration		(3)	<p>Unless otherwise agreed by the Board, the registration of a transfer of shares shall operate as a waiver of the Company's lien.</p>
As to enforcing lien by sale	16.		<p>The Company may sell, in such manner as the Board thinks fit, any shares on which the Company has a lien:</p> <p>Provided that no sale shall be made—</p> <p>(a) unless a sum in respect of which the lien exists is presently payable; or</p> <p>(b) until the expiration of fourteen days after a notice in writing stating and demanding payment of such part of the amount in respect of which the lien exists as is presently payable, has been given to the registered holder for the time being of the share or to the person entitled thereto by reason of his death or insolvency or otherwise.</p>

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| 17. | (1) | To give effect to any such sale, the Board may authorise some person to transfer the shares sold to the purchaser thereof. | Validity of sale |
| | (2) | The purchaser shall be registered as the holder of the shares comprised in any such transfer. | Purchaser to be registered holder |
| | (3) | The receipt of the Company for the consideration (if any) given for the share on the sale thereof shall (subject, if necessary, to execution of an instrument of transfer or a transfer by relevant system, as the case may be) constitute a good title to the share and the purchaser shall be registered as the holder of the share. | Validity of Company's receipt |
| | (4) | The purchaser shall not be bound to see to the application of the purchase money, nor shall his title to the shares be affected by any irregularity or invalidity in the proceedings with reference to the sale. | Purchaser not affected |
| 18. | (1) | The proceeds of the sale shall be received by the Company and applied in payment of such part of the amount in respect of which the lien exists as is presently payable. | Application of proceeds of sale |
| | (2) | The residue, if any, shall, subject to a like lien for sums not presently payable as existed upon the shares before the sale, be paid to the person entitled to the shares at the date of the sale. | Payment of residual money |
| 19. | | In exercising its lien, the Company shall be entitled to treat the registered holder of any share as the absolute owner thereof and accordingly shall not (except as ordered by a court of competent jurisdiction or unless required by any statute) be bound to recognise any equitable or other claim to, or interest in, such share on the part of any other person, whether a creditor of the registered holder or otherwise. The Company's lien shall prevail notwithstanding that it has received notice of any such claim. | Outsider's lien not to affect Company's lien |
| 20. | | The provisions of these Articles relating to lien shall <i>mutatis mutandis</i> apply to any other securities including debentures of the Company. | Provisions as to lien to apply <i>mutatis mutandis</i> to debentures, etc. |

Calls on shares

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| 21. | (1) | The Board may, from time to time, make calls upon the members in respect of any monies unpaid on their shares (whether on account of the nominal value of the shares or by way of premium) and not by the conditions of allotment thereof made payable at fixed times. | Board may make calls |
| | (2) | Each member shall, subject to receiving at least fourteen days' notice specifying the time or times and place of payment, pay to the Company, at the time or times and place so specified, the amount called on his shares. | Notice of call |
| | (3) | The Board may, from time to time, at its discretion, extend the time fixed for the payment of any call in respect of one or more members as the Board may deem appropriate in any circumstances. | Board may extend time for payment |

Revocation or postponement of call	(4)	A call may be revoked or postponed at the discretion of the Board.
Call to take effect from date of resolution	22.	A call shall be deemed to have been made at the time when the resolution of the Board authorising the call was passed and may be required to be paid by instalments.
Liability of joint holders of shares	23.	The joint holders of a share shall be jointly and severally liable to pay all calls in respect thereof.
When interest on call or instalment payable	24. (1)	If a sum called in respect of a share is not paid before or on the day appointed for payment thereof (the "due date"), the person from whom the sum is due shall pay interest thereon from the due date to the time of actual payment at such rate as may be fixed by the Board.
Board may waive interest	(2)	The Board shall be at liberty to waive payment of any such interest wholly or in part.
Sums deemed to be calls	25. (1)	Any sum which by the terms of issue of a share becomes payable on allotment or at any fixed date, whether on account of the nominal value of the share or by way of premium, shall, for the purposes of these Articles, be deemed to be a call duly made and payable on the date on which by the terms of issue such sum becomes payable.
Effect of non-payment of sums	(2)	In case of non-payment of such sum, all the relevant provisions of these Articles as to payment of interest and expenses, forfeiture or otherwise shall apply as if such sum had become payable by virtue of a call duly made and notified.
Payment in anticipation of calls may carry interest	26.	The Board - (a) may, if it thinks fit, receive from any member willing to advance the same, all or any part of the monies uncalled and unpaid upon any shares held by him; and (b) upon all or any of the monies so advanced, may (until the same would, but for such advance, become presently payable) pay interest at such rate as may be fixed by the Board. Nothing contained in this clause shall confer on the member (a) any right to participate in profits or dividends or (b) any voting rights in respect of the moneys so paid by him until the same would, but for such payment, become presently payable by him.
Instalments on shares to be duly paid	27.	If by the conditions of allotment of any shares, the whole or part of the amount of issue price thereof shall be payable by instalments, then every such instalment shall, when due, be paid to the Company by the person who, for the time being and from time to time, is or shall be the registered holder of the share or the legal representative of a deceased registered holder.
Calls on shares of same class to be on uniform basis	28.	All calls shall be made on a uniform basis on all shares falling under the same class. <i>Explanation:</i> Shares of the same nominal value on which different amounts have been paid-up shall not be deemed to fall under the same class.

29.	Neither a judgment nor a decree in favour of the Company for calls or other moneys due in respect of any shares nor any part payment or satisfaction thereof nor the receipt by the Company of a portion of any money which shall from time to time be due from any member in respect of any shares either by way of principal or interest nor any indulgence granted by the Company in respect of payment of any such money shall preclude the forfeiture of such shares as herein provided.	Partial payment not to preclude forfeiture
30.	The provisions of these Articles relating to calls shall <i>mutatis mutandis</i> apply to any other securities including debentures of the Company.	Provisions as to calls to apply <i>mutatis mutandis</i> to debentures, etc.
Transfer of shares		
31.	(1) The instrument of transfer of any share in the Company shall be duly executed by or on behalf of both the transferor and transferee.	Instrument of transfer to be executed by transferor and transferee
	(2) The transferor shall be deemed to remain a holder of the share until the name of the transferee is entered in the register of members in respect thereof.	
32.	The Board may, subject to the right of appeal conferred by the Act decline to register - (a) the transfer of a share, not being a fully paid share, to a person of whom they do not approve; or (b) any transfer of shares on which the Company has a lien.	Board may refuse to register transfer
33.	In case of shares held in physical form, the Board may decline to recognise any instrument of transfer unless - (a) the instrument of transfer is duly executed and is in the form as prescribed in the Rules made under the Act; (b) the instrument of transfer is accompanied by the certificate of the shares to which it relates, and such other evidence as the Board may reasonably require to show the right of the transferor to make the transfer; and (c) the instrument of transfer is in respect of only one class of shares.	Board may decline to recognise instrument of transfer
34.	On giving of previous notice of at least seven days or such lesser period in accordance with the Act and Rules made thereunder, the registration of transfers may be suspended at such times and for such periods as the Board may from time to time determine: Provided that such registration shall not be suspended for more than thirty days at any one time or for more than forty-five days in the aggregate in any year.	Transfer of shares when suspended
35.	The provisions of these Articles relating to transfer of shares shall <i>mutatis mutandis</i> apply to any other securities including debentures of the Company.	Provisions as to transfer of shares to apply <i>mutatis mutandis</i> to debentures, etc.

Transmission of shares

Title to shares on death of a member	36.	(1)	On the death of a member, the survivor or survivors where the member was a joint holder, and his nominee or nominees or legal representatives where he was a sole holder, shall be the only persons recognised by the Company as having any title to his interest in the shares.
Estate of deceased member liable		(2)	Nothing in clause (1) shall release the estate of a deceased joint holder from any liability in respect of any share which had been jointly held by him with other persons.
Transmission Clause	37.	(1)	Any person becoming entitled to a share in consequence of the death or insolvency of a member may, upon such evidence being produced as may from time to time properly be required by the Board and subject as hereinafter provided, elect, either - (a) to be registered himself as holder of the share; or (b) to make such transfer of the share as the deceased or insolvent member could have made.
Board's right unaffected		(2)	The Board shall, in either case, have the same right to decline or suspend registration as it would have had, if the deceased or insolvent member had transferred the share before his death or insolvency.
Indemnity to the Company		(3)	The Company shall be fully indemnified by such person from all liability, if any, by actions taken by the Board to give effect to such registration or transfer.
Right to election of holder of share	38.	(1)	If the person so becoming entitled shall elect to be registered as holder of the share himself, he shall deliver or send to the Company a notice in writing signed by him stating that he so elects.
Manner of testifying election		(2)	If the person aforesaid shall elect to transfer the share, he shall testify his election by executing a transfer of the share.
Limitations applicable to notice		(3)	All the limitations, restrictions and provisions of these regulations relating to the right to transfer and the registration of transfers of shares shall be applicable to any such notice or transfer as aforesaid as if the death or insolvency of the member had not occurred and the notice or transfer were a transfer signed by that member.
Claimant to be entitled to same advantage	39.		A person becoming entitled to a share by reason of the death or insolvency of the holder shall be entitled to the same dividends and other advantages to which he would be entitled if he were the registered holder of the share, except that he shall not, before being registered as a member in respect of the share, be entitled in respect of it to exercise any right conferred by membership in relation to meetings of the Company: Provided that the Board may, at any time, give notice requiring any such person to elect either to be registered himself or to transfer the share, and if the notice is not complied with within ninety days,

the Board may thereafter withhold payment of all dividends, bonuses or other monies payable in respect of the share, until the requirements of the notice have been complied with.

40. The provisions of these Articles relating to transmission by operation of law shall *mutatis mutandis* apply to any other securities including debentures of the Company. Provisions as to transmission to apply *mutatis mutandis* to debentures, etc.

Forfeiture of shares

41. If a member fails to pay any call, or instalment of a call or any money due in respect of any share, on the day appointed for payment thereof, the Board may, at any time thereafter during such time as any part of the call or instalment remains unpaid or a judgement or decree in respect thereof remains unsatisfied in whole or in part, serve a notice on him requiring payment of so much of the call or instalment or other money as is unpaid, together with any interest which may have accrued and all expenses that may have been incurred by the Company by reason of non-payment. If call or instalment not paid notice must be given

42. The notice aforesaid shall:

Form of notice

- (a) name a further day (not being earlier than the expiry of fourteen days from the date of service of the notice) on or before which the payment required by the notice is to be made; and
- (b) state that, in the event of non-payment on or before the day so named, the shares in respect of which the call was made shall be liable to be forfeited.

43. If the requirements of any such notice as aforesaid are not complied with, any share in respect of which the notice has been given may, at any time thereafter, before the payment required by the notice has been made, be forfeited by a resolution of the Board to that effect. In default of payment of shares to be forfeited

44. Neither the receipt by the Company for a portion of any money which may from time to time be due from any member in respect of his shares, nor any indulgence that may be granted by the Company in respect of payment of any such money, shall preclude the Company from thereafter proceeding to enforce a forfeiture in respect of such shares as herein provided. Such forfeiture shall include all dividends declared or any other moneys payable in respect of the forfeited shares and not actually paid before the forfeiture. Receipt of part amount or grant of indulgence not to affect forfeiture

45. When any share shall have been so forfeited, notice of the forfeiture shall be given to the defaulting member and an entry of the forfeiture with the date thereof, shall forthwith be made in the register of members but no forfeiture shall be invalidated by any omission or neglect or any failure to give such notice or make such entry as aforesaid. Entry of forfeiture in register of members

Effect of forfeiture	46.		The forfeiture of a share shall involve extinction at the time of forfeiture, of all interest in and all claims and demands against the Company, in respect of the share and all other rights incidental to the share.
Forfeited shares may be sold, etc.	47.	(1)	A forfeited share shall be deemed to be the property of the Company and may be sold or re-allotted or otherwise disposed of either to the person who was before such forfeiture the holder thereof or entitled thereto or to any other person on such terms and in such manner as the Board thinks fit.
Cancellation of forfeiture		(2)	At any time before a sale, re-allotment or disposal as aforesaid, the Board may cancel the forfeiture on such terms as it thinks fit.
Members still liable to pay money owing at the time of forfeiture	48.	(1)	A person whose shares have been forfeited shall cease to be a member in respect of the forfeited shares, but shall, notwithstanding the forfeiture, remain liable to pay, and shall pay, to the Company all monies which, at the date of forfeiture, were presently payable by him to the Company in respect of the shares.
Member still liable to pay money owing at time of forfeiture and interest		(2)	All such monies payable shall be paid together with interest thereon at such rate as the Board may determine, from the time of forfeiture until payment or realisation. The Board may, if it thinks fit, but without being under any obligation to do so, enforce the payment of the whole or any portion of the monies due, without any allowance for the value of the shares at the time of forfeiture or waive payment in whole or in part.
Cesser of liability		(3)	The liability of such person shall cease if and when the Company shall have received payment in full of all such monies in respect of the shares.
Certificate of forfeiture	49.	(1)	A duly verified declaration in writing that the declarant is a director, the manager or the secretary of the Company, and that a share in the Company has been duly forfeited on a date stated in the declaration, shall be conclusive evidence of the facts therein stated as against all persons claiming to be entitled to the share;
Title of purchaser and transferee of forfeited shares		(2)	The Company may receive the consideration, if any, given for the share on any sale, re-allotment or disposal thereof and may execute a transfer of the share in favour of the person to whom the share is sold or disposed of;
Transferee to be registered as holder		(3)	The transferee shall thereupon be registered as the holder of the share; and
Transferee not affected		(4)	The transferee shall not be bound to see to the application of the purchase money, if any, nor shall his title to the share be affected by any irregularity or invalidity in the proceedings in reference to the forfeiture, sale, re-allotment or disposal of the share.
Validity of sales	50.		Upon any sale after forfeiture or for enforcing a lien in exercise of the powers hereinabove given, the Board may, if necessary, appoint some person to execute an instrument for transfer of the shares sold

and cause the purchaser's name to be entered in the register of members in respect of the shares sold and after his name has been entered in the register of members in respect of such shares the validity of the sale shall not be impeached by any person.

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| 51. | Upon any sale, re-allotment or other disposal under the provisions of the preceding Articles, the certificate(s), if any, originally issued in respect of the relative shares shall (unless the same shall on demand by the Company has been previously surrendered to it by the defaulting member) stand cancelled and become null and void and be of no effect, and the Board shall be entitled to issue a duplicate certificate(s) in respect of the said shares to the person(s) entitled thereto. | Cancellation of share certificate in respect of forfeited shares |
| 52. | The Board may, subject to the provisions of the Act, accept a surrender of any share from or by any member desirous of surrendering them on such terms as they think fit. | Surrender of share certificates |
| 53. | The provisions of these Articles as to forfeiture shall apply in the case of non-payment of any sum which, by the terms of issue of a share, becomes payable at a fixed time, whether on account of the nominal value of the share or by way of premium, as if the same had been payable by virtue of a call duly made and notified. | Sums deemed to be calls |
| 54. | The provisions of these Articles relating to forfeiture of shares shall <i>mutatis mutandis</i> apply to any other securities including debentures of the Company. | Provisions as to forfeiture of shares to apply <i>mutatis mutandis</i> to debentures, etc. |

Alteration of capital

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| 55. | Subject to the provisions of the Act, the Company may, by ordinary resolution -

(a) increase the share capital by such sum, to be divided into shares of such amount as it thinks expedient;

(b) consolidate and divide all or any of its share capital into shares of larger amount than its existing shares;

Provided that any consolidation and division which results in changes in the voting percentage of members shall require applicable approvals under the Act;

(c) convert all or any of its fully paid-up shares into stock, and reconvert that stock into fully paid-up shares of any denomination;

(d) sub-divide its existing shares or any of them into shares of smaller amount than is fixed by the memorandum;

(e) cancel any shares which, at the date of the passing of the resolution, have not been taken or agreed to be taken by any person. | Power to alter share capital |
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Shares may be converted into stock	56.	<p>Where shares are converted into stock:</p> <p>(a) the holders of stock may transfer the same or any part thereof in the same manner as, and subject to the same Articles under which, the shares from which the stock arose might before the conversion have been transferred, or as near thereto as circumstances admit:</p> <p>Provided that the Board may, from time to time, fix the minimum amount of stock transferable, so, however, that such minimum shall not exceed the nominal amount of the shares from which the stock arose;</p>
Right of stockholders		<p>(b) the holders of stock shall, according to the amount of stock held by them, have the same rights, privileges and advantages as regards dividends, voting at meetings of the Company, and other matters, as if they held the shares from which the stock arose; but no such privilege or advantage (except participation in the dividends and profits of the Company and in the assets on winding up) shall be conferred by an amount of stock which would not, if existing in shares, have conferred that privilege or advantage;</p> <p>(c) such of these Articles of the Company as are applicable to paid-up shares shall apply to stock and the words "share" and "shareholder"/"member" shall include "stock" and "stock-holder" respectively.</p>
Reduction of capital	57.	<p>The Company may, by resolution as prescribed by the Act, reduce in any manner and in accordance with the provisions of the Act and the Rules, —</p> <p>(a) its share capital; and/or</p> <p>(b) any capital redemption reserve account; and/or</p> <p>(c) any securities premium account; and/or</p> <p>(d) any other reserve in the nature of share capital.</p>
Joint Holders		
Joint holders	58.	<p>Where two or more persons are registered as joint holders (not more than three) of any share, they shall be deemed (so far as the Company is concerned) to hold the same as joint tenants with benefits of survivorship, subject to the following and other provisions contained in these Articles:</p>
Liability of Joint holders		<p>(a) The joint holders of any share shall be liable severally as well as jointly for and in respect of all calls or instalments and other payments which ought to be made in respect of such share.</p>
Death of one or more joint holders		<p>(b) On the death of any one or more of such joint holders, the survivor or survivors shall be the only person or persons recognized by the Company as having any title to the share but the Directors may require such evidence of death as they may deem fit, and nothing herein contained shall be taken to release the estate of a deceased joint holder from any liability on shares held by him jointly with any other person.</p>

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| (c) | Any one of such joint holders may give effectual receipts of any dividends, interests or other moneys payable in respect of such share. | Receipt of one sufficient |
| (d) | Only the person whose name stands first in the register of members as one of the joint holders of any share shall be entitled to the delivery of certificate, if any, relating to such share or to receive notice (which term shall be deemed to include all relevant documents) and any notice served on or sent to such person shall be deemed service on all the joint holders. | Delivery of certificate and giving of notice to first named holder |
| (e) | (i) Any one of two or more joint holders may vote at any meeting either personally or by attorney or by proxy in respect of such shares as if he were solely entitled thereto and if more than one of such joint holders be present at any meeting personally or by proxy or by attorney then that one of such persons so present whose name stands first or higher (as the case may be) on the register in respect of such shares shall alone be entitled to vote in respect thereof. | Vote of joint holders |
| | (ii) Several executors or administrators of a deceased member in whose (deceased member) sole name any share stands, shall for the purpose of this clause be deemed joint holders. | Executors or administrators as joint holders |
| (f) | The provisions of these Articles relating to joint holders of shares shall <i>mutatis mutandis</i> apply to any other securities including debentures of the Company registered in joint names. | Provisions as to joint holders as to shares to apply <i>mutatis mutandis</i> to debentures, etc. |

Capitalisation of profits

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| 59. | (1) | The Company by ordinary resolution in general meeting may, upon the recommendation of the Board, resolve — | Capitalisation |
| | (a) | that it is desirable to capitalise any part of the amount for the time being standing to the credit of any of the Company's reserve accounts, or to the credit of the profit and loss account, or otherwise available for distribution; and | |
| | (b) | that such sum be accordingly set free for distribution in the manner specified in clause (2) below amongst the members who would have been entitled thereto, if distributed by way of dividend and in the same proportions. | |
| (2) | | The sum aforesaid shall not be paid in cash but shall be applied, subject to the provision contained in clause (3) below, either in or towards : | Sum how applied |
| | (A) | paying up any amounts for the time being unpaid on any shares held by such members respectively; | |

- (B) paying up in full, unissued shares or other securities of the Company to be allotted and distributed, credited as fully paid-up, to and amongst such members in the proportions aforesaid;
 - (C) partly in the way specified in sub-clause (A) and partly in that specified in sub-clause (B).
- (3) A securities premium account and a capital redemption reserve account or any other permissible reserve account may, for the purposes of this Article, be applied in the paying up of unissued shares to be issued to members of the Company as fully paid bonus shares;
- (4) The Board shall give effect to the resolution passed by the Company in pursuance of this Article.
- Powers of the Board for capitalisation 60. (1) Whenever such a resolution as aforesaid shall have been passed, the Board shall -
- (a) make all appropriations and applications of the amounts resolved to be capitalised thereby, and all allotments and issues of fully paid shares or other securities, if any; and
 - (b) generally do all acts and things required to give effect thereto.
- Board's power to issue fractional certificate/coupon etc. (2) The Board shall have power—
- (a) to make such provisions, by the issue of fractional certificates/coupons or by payment in cash or otherwise as it thinks fit, for the case of shares or other securities becoming distributable in fractions; and
 - (b) to authorise any person to enter, on behalf of all the members entitled thereto, into an agreement with the Company providing for the allotment to them respectively, credited as fully paid-up, of any further shares or other securities to which they may be entitled upon such capitalisation, or as the case may require, for the payment by the Company on their behalf, by the application thereto of their respective proportions of profits resolved to be capitalised, of the amount or any part of the amounts remaining unpaid on their existing shares.
- Agreement binding on members (3) Any agreement made under such authority shall be effective and binding on such members.

Buy-back of shares

- Buy-back of shares 61. Notwithstanding anything contained in these Articles but subject to all applicable provisions of the Act or any other law for the time being in force, the Company may purchase its own shares or other specified securities.

General meetings

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| 62. | All general meetings other than annual general meeting shall be called extraordinary general meeting. | Extraordinary general meeting |
| 63. | The Board may, whenever it thinks fit, call an extraordinary general meeting. | Powers of Board to call extraordinary general meeting |

Proceedings at general meetings

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| 64. | (1) No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business. | Presence of Quorum |
| | (2) No business shall be discussed or transacted at any general meeting except election of Chairperson whilst the chair is vacant. | Business confined to election of Chairperson whilst chair vacant |
| | (3) The quorum for a general meeting shall be as provided in the Act. | Quorum for general meeting |
| 65. | The Chairperson of the Company shall preside as Chairperson at every general meeting of the Company. | Chairperson of the meetings |
| 66. | If there is no such Chairperson, or if he is not present within fifteen minutes after the time appointed for holding the meeting, or is unwilling to act as chairperson of the meeting, the directors present shall elect one of their members to be Chairperson of the meeting. | Directors to elect a Chairperson |
| 67. | If at any meeting no director is willing to act as Chairperson or if no director is present within fifteen minutes after the time appointed for holding the meeting, the members present shall, by poll or electronically, choose one of their members to be Chairperson of the meeting. | Members to elect a Chairperson |
| 68. | On any business at any general meeting, in case of an equality of votes, whether on a show of hands or electronically or on a poll, the Chairperson shall have a second or casting vote. | Casting vote of Chairperson at general meeting |
| 69. | (1) The Company shall cause minutes of the proceedings of every general meeting of any class of members or creditors and every resolution passed by postal ballot to be prepared and signed in such manner as may be prescribed by the Rules and kept by making within thirty days of the conclusion of every such meeting concerned or passing of resolution by postal ballot entries thereof in books kept for that purpose with their pages consecutively numbered. | Minutes of proceedings of meetings and resolutions passed by postal ballot |
| | (2) There shall not be included in the minutes any matter which, in the opinion of the Chairperson of the meeting - | Certain matters not to be included in Minutes |
| | (a) is, or could reasonably be regarded, as defamatory of any person; or | |
| | (b) is irrelevant or immaterial to the proceedings; or | |
| | (c) is detrimental to the interests of the Company. | |

Discretion of Chairperson in relation to Minutes	(3)	The Chairperson shall exercise an absolute discretion in regard to the inclusion or non-inclusion of any matter in the minutes on the grounds specified in the aforesaid clause.
Minutes to be evidence	(4)	The minutes of the meeting kept in accordance with the provisions of the Act shall be evidence of the proceedings recorded therein.
Inspection of minute books of general meeting	70. (1)	The books containing the minutes of the proceedings of any general meeting of the Company or a resolution passed by postal ballot shall: <ul style="list-style-type: none"> (a) be kept at the registered office of the Company; and (b) be open to inspection of any member without charge, during 11.00 a.m. to 1.00 p.m. on all working days other than Saturdays.
Members may obtain copy of minutes	(2)	Any member shall be entitled to be furnished, within the time prescribed by the Act, after he has made a request in writing in that behalf to the Company and on payment of such fees as may be fixed by the Board, with a copy of any minutes referred to in clause (1) above, <p>Provided that a member who has made a request for provision of a soft copy of the minutes of any previous general meeting held during the period immediately preceding three financial years, shall be entitled to be furnished with the same free of cost.</p>
Powers to arrange security at meetings	71.	The Board, and also any person(s) authorised by it, may take any action before the commencement of any general meeting, or any meeting of a class of members in the Company, which they may think fit to ensure the security of the meeting, the safety of people attending the meeting, and the future orderly conduct of the meeting. Any decision made in good faith under this Article shall be final, and rights to attend and participate in the meeting concerned shall be subject to such decision.

Adjournment of meeting

Chairperson may adjourn the meeting	72. (1)	The Chairperson may, <i>suo motu</i> , adjourn the meeting from time to time and from place to place.
Business at adjourned meeting	(2)	No business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.
Notice of adjourned meeting	(3)	When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in the case of an original meeting.
Notice of adjourned meeting not required	(4)	Save as aforesaid, and save as provided in the Act, it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.

Voting rights

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| 73. | Subject to any rights or restrictions for the time being attached to any class or classes of shares -
(a) on a show of hands, every member present in person shall have one vote; and
(b) on a poll, the voting rights of members shall be in proportion to his share in the paid-up equity share capital of the company. | Entitlement to vote on show of hands and on poll |
| 74. | A member may exercise his vote at a meeting by electronic means in accordance with the Act and shall vote only once. | Voting through electronic means |
| 75. | (1) In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders.

(2) For this purpose, seniority shall be determined by the order in which the names stand in the register of members. | Vote of joint holders

Seniority of names |
| 76. | A member of unsound mind, or in respect of whom an order has been made by any court having jurisdiction in lunacy, may vote, whether on a show of hands or on a poll, by his committee or other legal guardian, and any such committee or guardian may, on a poll, vote by proxy. If any member be a minor, the vote in respect of his share or shares shall be by his guardian or any one of his guardians. | How members <i>non compos mentis</i> and minor may vote |
| 77. | Subject to the provisions of the Act and other provisions of these Articles, any person entitled under the Transmission Clause to any shares may vote at any general meeting in respect thereof as if he was the registered holder of such shares, provided that at least 48 (forty eight) hours before the time of holding the meeting or adjourned meeting, as the case may be, at which he proposes to vote, he shall duly satisfy the Board of his right to such shares unless the Board shall have previously admitted his right to vote at such meeting in respect thereof. | Votes in respect of shares of deceased or insolvent members, etc. |
| 78. | Any business other than that upon which a poll has been demanded may be proceeded with, pending the taking of the poll. | Business may proceed pending poll |
| 79. | No member shall be entitled to vote at any general meeting unless all calls or other sums presently payable by him in respect of shares in the Company have been paid or in regard to which the Company has exercised any right of lien. | Restriction on voting rights |
| 80. | A member is not prohibited from exercising his voting on the ground that he has not held his share or other interest in the Company for any specified period preceding the date on which the vote is taken, or on any other ground not being a ground set out in the preceding Article. | Restriction on exercise of voting rights in other cases to be void |

Equal rights of members	81.	Any member whose name is entered in the register of members of the Company shall enjoy the same rights and be subject to the same liabilities as all other members of the same class.
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Proxy

Member may vote in person or otherwise	82.	(1) Any member entitled to attend and vote at a general meeting may do so either personally or through his constituted attorney or through another person as a proxy on his behalf, for that meeting.
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Proxies when to be deposited	(2)	The instrument appointing a proxy and the power-of-attorney or other authority, if any, under which it is signed or a notarised copy of that power or authority, shall be deposited at the registered office of the Company not less than 48 hours before the time for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote, and in default the instrument of proxy shall not be treated as valid.
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Form of proxy	83.	An instrument appointing a proxy shall be in the form as prescribed in the Rules.
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Proxy to be valid notwithstanding death of the principal	84.	A vote given in accordance with the terms of an instrument of proxy shall be valid, notwithstanding the previous death or insanity of the principal or the revocation of the proxy or of the authority under which the proxy was executed, or the transfer of the shares in respect of which the proxy is given:
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Provided that no intimation in writing of such death, insanity, revocation or transfer shall have been received by the Company at its office before the commencement of the meeting or adjourned meeting at which the proxy is used.

Board of Directors

Board of Directors	85.	Unless otherwise determined by the Company in general meeting, the number of directors shall not be less than 3 (three) and shall not be more than 12 (twelve).
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Directors liable to retire by rotation	86.	(1) The Board shall have the power to determine the directors whose period of office is or is not liable to determination by retirement of directors by rotation.
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An individual may be Chairperson and Managing Director / Chief Executive Officer	(2)	An individual may, at the same time, be appointed as the Chairperson of the Company as well as the Managing Director or Chief Executive Officer of the Company
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Remuneration of directors	87.	(1) The remuneration of the directors shall, in so far as it consists of a monthly payment, be deemed to accrue from day-to-day.
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Remuneration to require members' consent	(2)	The remuneration payable to the directors, including any managing or whole-time director or manager, if any, shall be determined in accordance with and subject to the provisions of the Act by an ordinary resolution passed by the Company in general meeting.
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	(3)	In addition to the remuneration payable to them in pursuance of the Act, the directors may be paid all travelling, hotel and other expenses properly incurred by them—	Travelling and other expenses
		(a) in attending and returning from meetings of the Board of Directors or any committee thereof or general meetings of the Company; or	
		(b) in connection with the business of the Company.	
88.		All cheques, promissory notes, drafts, <i>hundis</i> , bills of exchange and other negotiable instruments, and all receipts for monies paid to the Company, shall be signed, drawn, accepted, endorsed, or otherwise executed, as the case may be, by such person and in such manner as the Board shall from time to time by resolution determine.	Execution of negotiable instruments
89.	(1)	Subject to the provisions of the Act, the Board shall have power at any time, and from time to time, to appoint a person as an additional director, provided the number of the directors and additional directors together shall not at any time exceed the maximum strength fixed for the Board by the Articles.	Appointment of additional directors
	(2)	Such person shall hold office only up to the date of the next annual general meeting of the Company but shall be eligible for appointment by the Company as a director at that meeting subject to the provisions of the Act.	Duration of office of additional director
90.	(1)	The Board may appoint an alternate director to act for a director (hereinafter in this Article called “the Original Director”) during his absence for a period of not less than three months from India. No person shall be appointed as an alternate director for an independent director unless he is qualified to be appointed as an independent director under the provisions of the Act.	Appointment of alternate director
	(2)	An alternate director shall not hold office for a period longer than that permissible to the Original Director in whose place he has been appointed and shall vacate the office if and when the Original Director returns to India.	Duration of office of alternate director
	(3)	If the term of office of the Original Director is determined before he returns to India the automatic reappointment of retiring directors in default of another appointment shall apply to the Original Director and not to the alternate director.	Re-appointment provisions applicable to Original Director
91.	(1)	If the office of any director appointed by the Company in general meeting is vacated before his term of office expires in the normal course, the resulting casual vacancy may, be filled by the Board of Directors at a meeting of the Board.	Appointment of director to fill a casual vacancy
	(2)	The director so appointed shall hold office only upto the date upto which the director in whose place he is appointed would have held office if it had not been vacated.	Duration of office of Director appointed to fill casual vacancy

Powers of Board

General powers of the Company vested in Board	92.		The management of the business of the Company shall be vested in the Board and the Board may exercise all such powers, and do all such acts and things, as the Company is by the memorandum of association or otherwise authorized to exercise and do, and, not hereby or by the statute or otherwise directed or required to be exercised or done by the Company in general meeting but subject nevertheless to the provisions of the Act and other laws and of the memorandum of association and these Articles and to any regulations, not being inconsistent with the memorandum of association and these Articles or the Act, from time to time made by the Company in general meeting provided that no such regulation shall invalidate any prior act of the Board which would have been valid if such regulation had not been made.
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Proceedings of the Board

When meeting to be convened	93.	(1)	The Board of Directors may meet for the conduct of business, adjourn and otherwise regulate its meetings, as it thinks fit.
Who may summon Board meeting		(2)	The Chairperson or any one Director with the previous consent of the Chairperson may, or the company secretary on the direction of the Chairperson shall, at any time, summon a meeting of the Board.
Quorum for Board meetings		(3)	The quorum for a Board meeting shall be as provided in the Act.
Participation at Board meetings		(4)	The participation of directors in a meeting of the Board may be either in person or through video conferencing or audio visual means or teleconferencing, as may be prescribed by the Rules or permitted under law.
Questions at Board meeting how decided	94.	(1)	Save as otherwise expressly provided in the Act, questions arising at any meeting of the Board shall be decided by a majority of votes.
Casting vote of Chairperson at Board meeting		(2)	In case of an equality of votes, the Chairperson of the Board, if any, shall have a second or casting vote.
Directors not to act when number falls below minimum	95.		The continuing directors may act notwithstanding any vacancy in the Board; but, if and so long as their number is reduced below the quorum fixed by the Act for a meeting of the Board, the continuing directors or director may act for the purpose of increasing the number of directors to that fixed for the quorum, or of summoning a general meeting of the Company, but for no other purpose.
Who to preside at meetings of the Board	96.	(1)	The Chairperson of the Company shall be the Chairperson at meetings of the Board. In his absence, the Board may elect a Chairperson of its meetings and determine the period for which he is to hold office.

	(2)	If no such Chairperson is elected, or if at any meeting the Chairperson is not present within fifteen minutes after the time appointed for holding the meeting, the directors present may choose one of their number to be Chairperson of the meeting.	Directors to elect a Chairperson
97.	(1)	The Board may, subject to the provisions of the Act, delegate any of its powers to Committees consisting of such member or members of its body as it thinks fit.	Delegation of powers
	(2)	Any Committee so formed shall, in the exercise of the powers so delegated, conform to any regulations that may be imposed on it by the Board.	Committee to conform to Board regulations
	(3)	The participation of directors in a meeting of the Committee may be either in person or through video conferencing or audio visual means or teleconferencing, as may be prescribed by the Rules or permitted under law.	Participation at Committee meetings
98.	(1)	A Committee may elect a Chairperson of its meetings unless the Board, while constituting a Committee, has appointed a Chairperson of such Committee.	Chairperson of Committee
	(2)	If no such Chairperson is elected, or if at any meeting the Chairperson is not present within fifteen minutes after the time appointed for holding the meeting, the members present may choose one of their members to be Chairperson of the meeting.	Who to preside at meetings of Committee
99.	(1)	A Committee may meet and adjourn as it thinks fit.	Committee to meet
	(2)	Questions arising at any meeting of a Committee shall be determined by a majority of votes of the members present.	Questions at Committee meeting how decided
	(3)	In case of an equality of votes, the Chairperson of the Committee shall have a second or casting vote.	Casting vote of Chairperson at Committee meeting
100.		All acts done in any meeting of the Board or of a Committee thereof or by any person acting as a director, shall, notwithstanding that it may be afterwards discovered that there was some defect in the appointment of any one or more of such directors or of any person acting as aforesaid, or that they or any of them were disqualified or that his or their appointment had terminated, be as valid as if every such director or such person had been duly appointed and was qualified to be a director.	Acts of Board or Committee valid notwithstanding defect of appointment
101.		Save as otherwise expressly provided in the Act, a resolution in writing, signed, whether manually or by secure electronic mode, by a majority of the members of the Board or of a Committee thereof, for the time being entitled to receive notice of a meeting of the Board or Committee, shall be valid and effective as if it had been passed at a meeting of the Board or Committee, duly convened and held.	Passing of resolution by circulation

**Chief Executive Officer, Manager, Company
Secretary and Chief Financial Officer**

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| Chief Executive Officer, etc. | 102. | (a) | Subject to the provisions of the Act,—

A chief executive officer, manager, company secretary and chief financial officer may be appointed by the Board for such term, at such remuneration and upon such conditions as it may think fit; and any chief executive officer, manager, company secretary and chief financial officer so appointed may be removed by means of a resolution of the Board; the Board may appoint one or more chief executive officers for its multiple businesses. |
| Director may be chief executive officer, etc. | | (b) | A director may be appointed as chief executive officer, manager, company secretary or chief financial officer. |

Registers

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| Statutory registers | 103. | | The Company shall keep and maintain at its registered office all statutory registers namely, register of charges, register of members, register of debenture holders, register of any other security holders, the register and index of beneficial owners and annual return, register of loans, guarantees, security and acquisitions, register of investments not held in its own name and register of contracts and arrangements for such duration as the Board may, unless otherwise prescribed, decide, and in such manner and containing such particulars as prescribed by the Act and the Rules. The registers and copies of annual return shall be open for inspection during 11.00 a.m. to 1.00 p.m. on all working days, other than Saturdays, at the registered office of the Company by the persons entitled thereto on payment, where required, of such fees as may be fixed by the Board but not exceeding the limits prescribed by the Rules. |
| Foreign register | 104. | (a) | The Company may exercise the powers conferred on it by the Act with regard to the keeping of a foreign register; and the Board may (subject to the provisions of the Act) make and vary such regulations as it may think fit respecting the keeping of any such register. |
| | | (b) | The foreign register shall be open for inspection and may be closed, and extracts may be taken therefrom and copies thereof may be required, in the same manner, <i>mutatis mutandis</i> , as is applicable to the register of members. |

The Seal

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| The seal, its custody and use | 105. | (1) | The Board shall provide for the safe custody of the seal. |
| Affixation of seal | | (2) | The seal of the Company shall not be affixed to any instrument except by the authority of a resolution of the Board or of a Committee of the Board authorised by it in that behalf, and except in the presence of at least one director or the manager, if any, or of the |

secretary or such other person as the Board may appoint for the purpose; and such director or manager or the secretary or other person aforesaid shall sign every instrument to which the seal of the Company is so affixed in their presence.

Dividends and Reserve

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| 106. | The Company in general meeting may declare dividends, but no dividend shall exceed the amount recommended by the Board but the Company in general meeting may declare a lesser dividend. | Company in general meeting may declare dividends |
| 107. | Subject to the provisions of the Act, the Board may from time to time pay to the members such interim dividends of such amount on such class of shares and at such times as it may think fit. | Interim dividends |
| 108. | (1) The Board may, before recommending any dividend, set aside out of the profits of the Company such sums as it thinks fit as a reserve or reserves which shall, at the discretion of the Board, be applied for any purpose to which the profits of the Company may be properly applied, including provision for meeting contingencies or for equalising dividends; and pending such application, may, at the like discretion, either be employed in the business of the Company or be invested in such investments (other than shares of the Company) as the Board may, from time to time, think fit. | Dividends only to be paid out of profits |
| | (2) The Board may also carry forward any profits which it may consider necessary not to divide, without setting them aside as a reserve. | Carry forward of profits |
| 109. | (1) Subject to the rights of persons, if any, entitled to shares with special rights as to dividends, all dividends shall be declared and paid according to the amounts paid or credited as paid on the shares in respect whereof the dividend is paid, but if and so long as nothing is paid upon any of the shares in the Company, dividends may be declared and paid according to the amounts of the shares. | Division of profits |
| | (2) No amount paid or credited as paid on a share in advance of calls shall be treated for the purposes of this Article as paid on the share. | Payments in advance |
| | (3) All dividends shall be apportioned and paid proportionately to the amounts paid or credited as paid on the shares during any portion or portions of the period in respect of which the dividend is paid; but if any share is issued on terms providing that it shall rank for dividend as from a particular date such share shall rank for dividend accordingly. | Dividends to be apportioned |
| 110. | (1) The Board may deduct from any dividend payable to any member all sums of money, if any, presently payable by him to the Company on account of calls or otherwise in relation to the shares of the Company. | No member to receive dividend whilst indebted to the Company and Company's right to reimbursement therefrom |

Retention of dividends	(2)	The Board may retain dividends payable upon shares in respect of which any person is, under the Transmission Clause hereinbefore contained, entitled to become a member, until such person shall become a member in respect of such shares.
Dividend how remitted	111. (1)	Any dividend, interest or other monies payable in cash in respect of shares may be paid by electronic mode or by cheque or warrant sent through the post directed to the registered address of the holder or, in the case of joint holders, to the registered address of that one of the joint holders who is first named on the register of members, or to such person and to such address as the holder or joint holders may in writing direct.
Instrument of payment	(2)	Every such cheque or warrant shall be made payable to the order of the person to whom it is sent.
Discharge to Company	(3)	Payment in any way whatsoever shall be made at the risk of the person entitled to the money paid or to be paid. The Company will not be responsible for a payment which is lost or delayed. The Company will be deemed to having made a payment and received a good discharge for it if a payment using any of the foregoing permissible means is made.
Receipt of one holder sufficient	112.	Any one of two or more joint holders of a share may give effective receipts for any dividends, bonuses or other monies payable in respect of such share.
No interest on dividends	113.	No dividend shall bear interest against the Company.
Waiver of dividends	114.	The waiver in whole or in part of any dividend on any share by any document (whether or not under seal) shall be effective only if such document is signed by the member (or the person entitled to the share in consequence of the death or bankruptcy of the holder) and delivered to the Company and if or to the extent that the same is accepted as such or acted upon by the Board.

Accounts

Inspection by Directors	115. (1)	The books of account and books and papers of the Company, or any of them, shall be open to the inspection of directors in accordance with the applicable provisions of the Act and the Rules.
Restriction on inspection by members	(2)	No member (not being a director) shall have any right of inspecting any books of account or books and papers or document of the Company except as conferred by law or authorised by the Board.

Winding up

Winding up of Company	116.	Subject to the applicable provisions of the Act and the Rules made thereunder - (a) If the Company shall be wound up, the liquidator may, with the sanction of a special resolution of the Company and any other sanction required by the Act, divide amongst the members, in specie or kind, the whole or any part of the assets of the Company, whether they shall consist of property of the same kind or not.
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- (b) For the purpose aforesaid, the liquidator may set such value as he deems fair upon any property to be divided as aforesaid and may determine how such division shall be carried out as between the members or different classes of members.
- (c) The liquidator may, with the like sanction, vest the whole or any part of such assets in trustees upon such trusts for the benefit of the contributories if he considers necessary, but so that no member shall be compelled to accept any shares or other securities whereon there is any liability.

Indemnity and Insurance

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| 117. | (a) | Subject to the provisions of the Act, every director, managing director, whole-time director, manager, company secretary and other officer of the Company shall be indemnified by the Company out of the funds of the Company, to pay all costs, losses and expenses (including travelling expense) which such director, manager, company secretary and officer may incur or become liable for by reason of any contract entered into or act or deed done by him in his capacity as such director, manager, company secretary or officer or in any way in the discharge of his duties in such capacity including expenses. | Directors and officers right to indemnity |
| | (b) | Subject as aforesaid, every director, managing director, manager, company secretary or other officer of the Company shall be indemnified against any liability incurred by him in defending any proceedings, whether civil or criminal in which judgement is given in his favour or in which he is acquitted or discharged or in connection with any application under applicable provisions of the Act in which relief is given to him by the Court. | |
| | (c) | The Company may take and maintain any insurance as the Board may think fit on behalf of its present and/or former directors and key managerial personnel for indemnifying all or any of them against any liability for any acts in relation to the Company for which they may be liable but have acted honestly and reasonably. | Insurance |

General Power

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| 118. | Wherever in the Act, it has been provided that the Company shall have any right, privilege or authority or that the Company could carry out any transaction only if the Company is so authorized by its articles, then and in that case this Article authorizes and empowers the Company to have such rights, privileges or authorities and to carry out such transactions as have been permitted by the Act, without there being any specific Article in that behalf herein provided. | General power |
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We, the several persons, whose names, addresses and descriptions are subscribed hereunder are desirous of being formed into a company, in pursuance of these Articles 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	Name, address, description and occupation of witness and his signature.
SOHAN CHATURVEDI s/o Shri Paramanand Chaturvedi 101, Vasundhara, 14/22, Janaki Kutir, Juhu Road Bombay – 400 049. Chartered Accountant	1 (one)	Sd/-	I witness the signature of all the signatories :- sd/- SHANTILAL DAND S/o. Lalji 49, Wadia Building ,9B, Cawasji Patel Street, Fort Bombay – 400 001. Company Secretaries
NIMISH B. THAKORE s/o Bhishma N. Thakore 71, Pushpak Apartments 31, Altamount Road Bombay – 400 026. Chartered Accountant	1 (one)	Sd/-	
SATYA PAL JAIN s/o Jaikumar Jain 16A, Shanaz, 90, Napean Sea Road Bombay – 400 006. Business	1 (one)	Sd/-	
RAMESHWAR DAYAL GOYAL s/o Babulal Goyal A-5/105, Yogi Nagar Eskar Road, Borivali (West) Bombay – 400 092. Service.	1 (one)	Sd/-	
NEEMA N. THAKORE w/o Nimish Thakore 71, Pushpak Apartments 31, Altamount Road Bombay – 400 026. Service.	1 (one)	Sd/-	
ATUL M. DAVE s/o Manhesrai M. Dave B/22, Prasanna Jeevan Eskar Road, Borivali (West) Bombay – 400 092. Service	1 (one)	Sd/-	
BHISHMA N. THAKORE s/o Nanubhai Thakore 71, Pushpak Apartments, 31, Altamount Road, Bombay – 400 026. Tech. Executive.	1 (one)	Sd/-	
	7 (Seven)		

Dated this 26th day of September, 1988.