

**THE COMPANIES ACT, 2013**

**A COMPANY LIMITED BY SHARES**

**Memorandum of Association**

**Of**

**ASSOCIATED ALCOHOLS & BREWERIES LIMITED**

**I. The Name of the Company is ASSOCIATED ALCOHOLS & BREWERIES LIMITED.**

**II. <sup>1</sup>The Registered Office of the Company will be situated in the State of Madhya Pradesh.**

**III. The objects for which the Company is established are:**

**(A) <sup>2</sup>MAIN OBJECTS OF THE COMPANY TO BE PURSUED BY THE COMPANY ON INCORPORATION ARE:**

1. To undertake and acquire by purchase or otherwise or to establish works for the business of brewers, distillers and manufacturers or and merchants and dealers in beer, wines, spirits, aerated waters and liquors of every description whether intoxicating or not and to carry on the business of bottlers, canner, preservers co-ops, dehydrators, melsters, manufactures dealers merchants of fruit, of herbs, vegetables, plants and liquors, of every description including Indian made foreign liquors, country liquors, by products there from, tonics, vine wine beverages, flavoured drinks, nectars, punch, vinegar, acetic acid, glucose, porter, maltshops, carbonic acid gas, mustard pickles, sauces and all or any other commodity and things which may be conveniently used or manufactured in conjunction with any of the above business and to take over the business of M/s Associated Distillers, an existing firm situated at Village Khodi Post, Barwaha Dist. Kargone (M.P.) subject to an agreement or otherwise entered into with the said firm after incorporation of the Company.
2. To carry on the business of generation of power and electrical energy of all kinds and from all sources and of transmission and distribution thereof and to engage in development, creation, building and maintaining of infrastructure and allied activities and to act as owners, contractors, builders, sellers, lessors, hirers of projects, roads, bridges, dams, canals, drainages, tanks, ponds and other structures and to tender consultancy and advisory services in connection of the above activities.
3. To buy, sell, import, export, treat, exchange and otherwise deal in products, merchandise, commodities and articles of all kind and description, whether movable and immovable and generally to carry on business as agents, brokers, merchants, traders, importers and exporters, of the products and commodities which the company can lawfully do.
4. To set up by purchase or establish or otherwise an Ethanol Plant and thus to carry on in India or elsewhere the business to manufacture, produce, process, refine, buy, sale, distribute, trade and to market and supply ethyl alcohol / ethanol for sale to oil marketing companies or to any other companies as permitted to enable them to blend with petrol as per the Government of India Ethanol Blending Policy (Ethanol Blending Programme) and to make application and participate in the tender process or any other sale process from time to time by the central government or the state government or to sale by any other mode as applicable or permitted or notified or to produce, supply, trade or market ethanol/ethyl alcohol related products to petroleum, petrochemical or other industry or to do all such act in general practice in relation to similar industry and trade of identical products and to do all such ancillary or incidental, including any commodity and things which can be conveniently used or manufactured or produced in conjunction with or in relation thereof to the attainment of this object including sale and supply of its by-products.
5. <sup>3</sup>To carry on business of generating, producing, refining, improving, buying, selling, acquiring, using, transmitting, accumulating, and to act as producer, agent, broker, consultant, collaborator, or otherwise

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<sup>1</sup> ***"The Registered office of the company was changed by Order of Regional Director bearing date 21/06/2019.***

<sup>2</sup> ***"The main object clause of Memorandum of Association of the Company altered in Annual General Meeting of the company held on 5th August 2022."***

<sup>3</sup> ***"Insertion of Clause 5, subject to approval of the members through Postal Ballot commencing on 29th November, 2025 and ending on 28th December, 2025 by passing of Special Resolution***

to deal in undertake, assist, encourage, promote, developmental, scientific, technical, engineering, research activities associated with the generation, transmission and distribution of power which is derived conventional/non-conventional methods including hydel, thermal turbine, thermo electric generator, thermionic convertor, hydrogen, Magneto hydro dynamic, fuel cell technology, solar energy, rooftop solar, ground mounted solar, wind energy, tidal energy, energy from bio mass or from products/ by products of refining operations like petroleum coke, vacuum residue pitch, LNG and other petroleum products and by-products and deal in all apparatus and things required for or capable of being used in connection with installed/established for electricity generation, transmission, distribution, energy conservation, development of means, modes and methods for conservation and efficient utilization of energy, measuring the output and improving the efficiency thereof, supply or otherwise trade in ,accumulation and employment of electricity, all power that may directly or indirectly be derived there from and for that purpose acquire, establish, contract. lay-down. promote, erect, build, install, commission, carry out and run all necessary power sub-station, workshops, repair shops or any other facility or property required for the purpose of carrying on such business for captive generation and captive consumption/ commercial use.

**(B) THE OBJECT INCIDENTAL TO THE ATTAINMENT OF THE MAIN OBJECTS:**

1. To obtain and acquire plants, machinery and other fixed assets or circulating assets, land and buildings for The company on payment in cash or kind or partly in cash and partly on credit and to enter into agreement for acquiring the same on such terms of credit as are considered suitable, and to arrange for requisite security or guarantee thereof for supplier of such plant and machinery and other fixed or circulating assets.
2. To apply for and acquire contract, permits , licenses, letters, of intent and quota rights from the Government of India or from State Government or such Government of Semi Government, Corporations, Companies, firms, Local Authorities and effectively undertake the main objects of the Company.
3. To apply for and take out, purchase or otherwise acquire by way of licence or otherwise any patents, patent rights, inventions, trademark, right, copy rights, or secret processes, technical aid or know-how which may be useful for the Company's objects and to obtain licence to use the same.
4. To own, possess, take on lease or rent or to require otherwise any flat, house, building, office premises including and title and right thereunto for the purpose of carrying out of the business of the Company.
5. To extend or develop the business of the Company from time to time by purchase, acquisition, exchange or otherwise taking on lease for the purpose of the Company in any part of India or elsewhere any land (whether freehold, leasehold or otherwise) without or with building standings thereon, any machinery, plant or other property including trademark, trade names and goodwill of every description (movable or immovable) necessary or expedient for any business or objects or prospective business requirement of the Company or any estate or interest in or right over any such property and by erecting, construction and maintaining on any land of or in the possession of the Company buildings structures, works, machinery, plants and let on hire and improve, extend, repair and alter, enlarge and remove all or any thing, for the time being the property of the company and to expand, for such purpose from time to time such purpose from time to time such money as the Company may deem necessary or expedient, subject to law in force.
6. To enter into partnership of any with intention to take it over with all assets and liabilities and/ or to take over business of partnership firms against consideration and/or to enter into any arrangement for sharing of profit, amalgamation, union of interest, corporation, Joint ventures, reciprocal concession or otherwise with any person, firm of company carrying on or engage in or carry on or engage in any business, or transaction, which the company is authorised to carry on or engage in or, any business, undertaking or transaction which may seem capable of conducted as to directly or indirectly beneficial to this Company or to amalgamate with any other Company having objects similar or in part similar to those of this Company and to lend-money, to guarantee the contracts of or otherwise acquire or to be interested in holding dealing, disposing of shares, stocks, debentures and other securities of any such company.
7. To Promote, form and register any company or Company's subsidiary for the purpose of acquiring all or any of the property, rights, assets and liabilities of this Company, or for any other purpose which may seem

directly or indirectly in the interest of this Company or to take or acquire sell, or otherwise dispose of shares, stocks debentures and others securities in or of such Company and to subsidiaries or otherwise assist such Company, and to undertake the management or other work, duties and business of such Company, on such terms as may be arranged.

8. To enter into any contract, arrangement or collaboration, financial or technical know-how which may seem conducive to the object of the company with any Government body, Authority, Company or person either Indian or foreigner with such rights, privileges and concessions that the company may think desirable to obtain, to carry out, execute and comply with such arrangements, rights privileges and concessions.
9. To do all are any of the above as principals, agents, contracts, trustees, leases, licences or other-wise and by or through trustees, agents or otherwise and either alone or in conjunction with others and to do all such other things as are incidental to as the Company may think conducive to the attainment of the above objects or any of them.
10. Subject to provisions of Section 58A of the Companies Act, 1956 and the Rules made thereunder and directives of Reserve Bank of India to raise or to borrow money for any of the Company by receiving advances of any such or sums of money with or without security upon such terms as the Directors may deem expedient and in particular by taking deposits from or open current accounts with any individual or firms including the agent of the Company or any banker or bankers (with or without giving the security) or by mortgaging or selling or receiving advances on the sale of lands, building machinery, goods other property of the Company or by the issue of the debentures or debenture stock, perpetual or otherwise, charged upon all or any of the Company's properties (both present and future) including its uncalled capital, or by such other means as the directores may in their absolute direction deem expedient.
11. To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, hundies, bill of landing, warrants, debentures and other negotiable instrument and to buy, sell and deal in the same.
12. To sell, or in any other manner deal with or dispose or the properties or undertaking of the Company or any part thereof for such consideration as the Company may think fit and in particular for shares, stocks debentures and other securities of any other Company having objects similar or in part similar to those of this Company.
13. To adopt such means for making known the business of the Company as may seen expedient and in particular by advertisement, circular, purchase and exhibition of works of art of interest, publication of books and periodicals, and by granting prizes, rewards and donations, holding exhibitions or by participating in trade fairs within or outside the country.
14. (i) To establish and maintain agencies at any place in India or other parts of the world for the conduct of the business of the Company or for the purchase and sale of any machineries , merchandise commodities, goods ware materials, produce, products, articles and things required for or dealt in or manufactured by the Company.  
(ii) To appoint, engage or arrange distributors, wholesalers, stockists, commission agents or retailers, weathering India or elsewhere, to sell, market supply or distribute the products of the Company.  
(iii) To open showrooms, retail outlets, distribution centres, ware houses at any places to places for the sale of company's products.  
(iv) To sell, either directly or through any agents, brokers, middlemen, traders the bye-product or bye-products of the Company, scrap and any other material, goods or things.
15. To apply for, purchase or otherwise acquire and protect and renew in any part of the world any patent right, breavets, invention, trade marks, formulas, designs, licences, concessions and the like concerning any exclusive or non-exclusive or limited right to their uses or any secret or other information of any invention which may seem capable of being used for any of the purpose of the Company or acquisition of which may seem calculated directly or indirectly to benefit the Com- pany and to use, exercise, develop, or grant licences in respect of otherwise turn to account any property, rights, or information or improving any such patents, inventions or rights.
16. To apply, receive, obtain and secure membership or privileges either in the name of the Com- pany or its nominee in any association, exchange, market, club or other institution in India or

any part of the world for furtherance of any business, trade or industry in which this Company is interested.

17. To apply, for, promote and obtain any charter, privilege, concession licence, authorisation, or registration from any Government Municipality, association, Union of Federation, Provisional order or licence or any authority for enabling Company to carry on any of its objects into effect or for extending the power any of the company or for effecting any of its objects into effect or effecting any modification of the Company's constitution or for any other purpose which may seem expedient and to or for any proceedings or applications which may seem directly or indirectly to prejudice the Company's interest.
18. To purchase or otherwise acquire and undertake the whole or any part of any interest in the business, goodwill, property, rights and liabilities of any Company, firm or person carrying on any business of which this company is authorised to carry on.
19. To invest and deal with the surplus moneys and funds belonging to or entrusted to the Company in lands, buildings, bullion, commodities, articles, goods, negotiable instruments advances against any property, goods, Government and Municipal Bonds, debentures, and securities or any other investments and in such manner as may from time to time be determined, and to vary such investments and transactions, and to lend money to such persons, and on such terms and with or without security as may deem expedient and in particular to customers and to others having dealings with the Company and to obtain guarantee for the performance of contracts by any such persons.
20. To lend, advance money or to give credit to any person, firm or company and on such terms and conditions as may seem expedient and in particular to customers, members and others having dealings with the Company and give guarantee or to become sureties for any such person, firm or Company but however the Company shall not carry on the business of Banking as defined under Banking Regulation Act, 1949.
21. To insure with any person or company or corporation against losses damages, risks and liabilities of any kind which may affect the Company either wholly or partly.
22. To refer to or agree to refer any claim, demand, dispute or any other question against or for the company or in which Company is interested concerned and whether between the Company and the member or members or his or their representatives or between the Company and the third parties to arbitration in India or at any place outside India and to observe and perform and to do all acts, deeds matters and things to agree, to carry out or enforce the words.
23. To receive commission, brokerage, remuneration, fees, service charges etc. for the work done by the Company.
24. To pay out of the funds of the Company all expenses which the Company may lawfully pay with respect to formation and registration of the Company or the issue of its capital including brokerage and commission for obtaining application for or taking placing or underwriting or procuring the underwriting of shares, debentures or other securities of the Company and to accept, endorse and ratify bindingly any contract enter into by promoters before registration of the Company which the Directors deem fit and proper.
25. To remunerate (in cash or in kind or by allotment of fully or partly paid up shares, debentures debenture-stocks or securities of this or of any other company, or in any other manner whether out of the Company's Capital or profits or otherwise) to any person or persons for service rendered or to be rendered in purchase or sale of any property or introducing any business to the Company or for any other reason which the Directors may think proper.
26. To create any depreciation fund, reserve fund, sinking fund, insurance fund, provident fund, superannuation fund, gratuity improving, extending or maintaining any of the properties of the Company or for education of debentures or redeemable preference shares or workers welfare or for any other purpose whatsoever which is conducive to the interest of the company.
27. To provide for the welfare of the directors or ex-directors, employees or ex-employees of the company or its predecessor in business and the wives, widows and families or the dependents or connections of such persons by constructing or by contributing to the construction of the house, or by grants of money, pensions, allowances, bonuses, profits sharing bonuses or benefits of any other payments or by creating and from time to time subscribing or contributing towards place of instruction and recreation, hospitals and dispensaries, medical and other assistance as the Company shall think fit

and to subscribe or contribute or otherwise assist or to gift money to charitable, religious, scientific, national, public or other useful institutions and parties or objects or purposes to any individual or body, subjects to the provisions of section 293-A of the Companies Act, 1956.

28. In the event of winding up to distribute among the members in specie any property of the company or the proceeds of the sale, disposal of any property of the Company subjects to the provisions of the Companies Act, 1956.
29. Subject to provisions of Indian Trust Act and rules framed there under to become one of the beneficiaries of any family trust or trusts in India or in any part of the world and to become trustee, or trustees thereof and to do such other act that may be requisite there of.
30. To undertake, carry out, promote and sponsor rural development programme including any programme for promoting the social and economic welfare of or the uplift of the public in any rural area and to incur any expenditure on any programme or rural development and to assist execution and promotion thereof either directly or through an independent agency or in any other manner without prejudice to the generality of foregoing "programme of rural development" shall also include any programme for promoting the social and economic welfare of or the uplift of the public in any rural area to promote and assist rural development and that the words "rural area" shall include such areas as may be regarded as rural areas under Section 35CC of Income-Tax, Act, 1961, or any other law relating to the rural development for the time being in force and in order to implement any of the above mentioned objects or purposes to transfer without consideration or at such fair or consessional value 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 institutions or Trusts as may be approved in this regard.
31. To undertake, carry out, promote and sponsor or assist any activity for the promotion and growth or national economy and for discharging social and moral responsibilities of the public as also any activity to promote national welfare or social, economic or moral uplift of the public or any section of the public and to undertake carry out promote and sponsor any activity for publication of any books literature, newspapers, etc. or for organizing lectures or seminars likely to advance these objects or for giving merit awards for giving scholarships, loans or any other assistance to deserving students or other scholars or persons to enable them to prosecute their studies or academic pursuits or researches and for establishing conducting or assisting any institution fund trust, etc. having any one of the aforesaid objects as one of its objects, by giving donations or otherwise in any other manner in order to employment any of the above mentioned objects or purposes to transfer without consideration or at such fair or consessional value and divest the ownership of any property of the Company to or all favour of the any Public or Local Body or Authority or Central or State Government or any Public Institution or Trusts approved in this regard.
32. To establish, provide, maintain and conduct or otherwise substitute research laboratories and experimental workshop for scientific and technical researches and experimental workshop for scientific and technical researches and experiments and tests of all kinds and to promote studies and researches both scientific and technical investigations and inventions by providing, subsidising endowing or assisting laboratories, workshops, libraries, lectures meetings and conferences and by providing for the remuneration of scientific or technical professors or teachers and by providing the award of exhibitions, scholarships, prize and grants to students or otherwise and generally to encourage, promote and reward studies, researches, investigations or any kind that may be considered likely to assist any of the business which the company is authorised to conduct.

**C. OTHER OBJECTS NOT INCLUDED IN OBJECTS 'A' AND 'B' ABOVE ARE :**

1. To deal in, assemble, import, buy, sell hire, letout refit, repair, improve, exchange, build and alter plants, gears, engines, machines, tools, equipments, motors, parts and vehicles.
2. To carry on the business of investments in all its aspects and branches and to subscribe, take, purchase, or acquire by gift, exchange or otherwise, to hold, issue, reissue, sell, deal in or otherwise dispose of shares (whether fully paid or partly paid) stocks, debentures, debenture-stock, bonds, notes obligations and securities issued or guaranteed by any Company, debenture, debenture stocks, bonds, notes, obligations and securities issued or guaranteed by any government, sovereign and securities issued or guaranteed by any government, sovereign rural, commissioners public body or authorities, Supreme dependent, municipal local or otherwise in any part of the world, immovable property, free-hold or leasehold, to lend money with or without security, to

- underwrite shares, debentures, debenture stocks, bonds, notes.
3. To carry on all or any of the business of printers, stationers, lithographers, type foundry, publishers and dealers in or manufacturers of any other kind articles or things of a kind, similar or analogous to the foregoing or any of them or connected therewith.
  4. To carry on business as publishers or printers of journals, magazines, books or other works, relating to agriculture industry commerce and scientific technical or allied matters.
  5. To carry on in India and in any part of the world the business of insurance agents, financiers, company promoters, merchants, contractors, guarantee brokers, carriers, charters, wharfinger warehousemen, commission agents, forwarding agents forwarding agents muccadums and brokers.
  6. To carry on in any of their respective branches all or any of the business of quarry proprietors, stone and granite merchants, contractors, commission agents, dealers and exporters, and to mine, excavate, search for get win, raise, make market, use, sell and cut to size, dispose of granite stone, coal, cake, lime by products minerals and minerals substances and products within or under any property licences, permission or control of the company, and to process, prepare and manufacture, cement, cement blocks, bricks, paving blocks to mix process and utilise tar macadam, bituminous roads materials any or all and others of the materials or things which the company may manufacture, process acquire or which may be useful and incidental and necessary to carry on any of the above mentioned business function or trade.
  7. To carry on the business of manufacturers of and dealers in rayon, cotton, silk, woolen, linen, jute and other yarns and all kinds of fabrics manufactured from such yarns and all kinds imitation, leather and rubber and also water-proof goods articles manufactured therefrom, dresspreservers, dress lining, book lining, trunk lining, umbrellas, parasols, flags, tents, picture frames, artificial flowers and surgical appliances, folders, clothes, table clothes and American clothes.
  8. To purchase, sell, import, export, manufacture, pack, replace or otherwise deal in all types of tooth paste, brush, face powder, face creams, face foundation, skin creams, hair dyes, shaving soaps and creams, shaving brushes blades and raisers, after shave soaps, medicated soaps, leather soaps abrasives, cleaners, elastic bandages and combinations thereof, quill, pens, tooth- pick, brushes, toilette requisites and preparations, lipsticks, eye liners, hair removers, mascara, hair oils, sprays perfumes and other cosmetics.
  9. To establish, maintain, manage and operate, restaurants, refreshment rooms, buffets cafeterias and hotels of every descriptions, and carry on the business of general provision merchants, licensed, victuallers, wine and spirit merchants and tobaccoconists.
  10. To raise, win, get, quarry, crush, smelt, refine amalgamate and prepare for market the produce of any mines, whether the property of the Company or not and whether in India or elsewhere and to carry other metallurgical operations, and to sell dispose of and deal in such produce and any materials or substances resulting from or to be obtained in the process of smelting refining or manufacturing the same and either feed from or in combination with other substances.
  11. To purchase, manufacture or acquire otherwise vehicles for public transport for passengers or goods in India and elsewhere and to carry on the business of public transporters and goods and of passengers, to maintain garages with all the plant and machinery equipment for the maintenance of the vehicles used for the purposes of the Company or otherwise, and to buy and sell all parts and accessories, fittings, furnishings required for the use of such transport system and rooms and other lodging place for the stay of the passengers and godowns for storage of goods for carrying on the business of transport and do all such other things which are conducive to the attainment of the business of road transport.
  12. To carry on trade or business of manufacturing, assembling, engineering, designing, developing, importing, exporting, buying, selling and stocking, hiring, renting all kinds of earth moving and agricultural machines and equipments and attachments there to and their accessories and components whether mobile or otherwise and all other types and kinds of agricultural machinery of every description which is generally used in agriculture including water pumps, tube well equipment or which is capable of being so used in agriculture and all stores and spare parts and for that purpose to set, erect, purchase or otherwise acquire factories, workshops and other related facilities for the manufacture, production, assembly of all the above and the like machinery and equipment and to buy, sell, import and export and generally deal in the same.
  13. To carry on the business and trade of saw mill proprietors, timber and wood merchants,

growers and dealers of all types of timber for any use or purpose, manufacturers of goods and all kinds of furnitures, doors, planks, rafters, boats, platforms, building materials and articles of every description made out of timber or plywood or from other types of mixture or ingredients or partly made of any wood and any fibres or other material coatings, laminations or fusions bricks, cement, glass, stone, tiles, suppliers for production of any type of such goods or articles, and for that purpose to install, set up, purchase or otherwise acquire saw mills, mills, planting, moulding, turning mills any timber estates in India and elsewhere to carry on the aforesaid trade or business and to act as suppliers of all such articles, importers and exporters, contractors, commission agents for all such business including acting as carpenters, carriers, haulers, builders, painters, decorators, wood carvers, office and shop and other outfitters and owners of barges, rafts, boatdocks other vessels for haulage of timber by land sea, river and other waters and suppliers of all shutters, scaffolding for building purpose and acting as contractors for such work anywhere.

14. To carry on trade or business of manufacture, production preparation of vegetable oils of every type and every description and/or extraction of oil by means of any process whatsoever from rice bran oil cakes, oil seeds, nuts and grasses or other substances yielding oil or essence and to manufacture all types of crude oils therefrom, refine or double refine the same and to manufacture, treat, prepare, pack, distribute or otherwise, deal in, export and import all oils or raw materials and chemicals for the manufacture of all types of oils.
15. To purchase or otherwise acquire on lease, agricultural land and or to give, let out, lease, exchange any of the lands or a part thereof the company to cultivators for setting up farms, agricultural houses, orchards gardens, for tilling and cultivating dealing and/or for growing crops and/or vegetables, fruits, flowers, pots, seeds, plants and all other types of cash crops, agricultural dairy and horticultural produces and its by product and to set up industries based on agricultural produces and to grow, raise, produce, but, import, export, sell, trade, process, grind, and deal, in all the aforesaid business usually trade in and/or enter into contractors with cultivators for acquiring purchase, barter grant, exchange or otherwise the crops and other produces grown or cultivated by them and to give loans, advances, credits, subsidies, to such cultivators, who are leases, licencees, grantees of such company's land for carrying on all such aforesaid business and incidental to the agricultural activities.
16. To apply for tender, purchase or otherwise acquire contracts, subcontracts, licences and concessions, to carry on trade or business as contractors for the construction of all types of buildings, stadiums, monuments and structures including houses and shopping complexes and works of every type and description on any land in India or in any parts of the world and to pull down, construct, repair, alter, rebuild, improve existing facilities in buildings, warehouses, structures and/or providing other facilities like roads, lighting, waterworks, sewage system air-conditioning and or heating, gardens, parks, markets conveniences required for such structure, building and housing schemes and for that purpose or otherwise to purchase to take on lease, rent licenses and concessions or otherwise acquire or to carry on the manufacture of bricks, metal (stone), fabrication, prestressed, materials, prefab R.C.C. or other building material of any kind whatsoever and all implements machinery, bulldozers, tractors, cranes, transport vehicles, scaffolding and all things used by builders civil, mechanical, structural, and electrical contractor, and/or engineers and generally to take on hire exchange, lease deal in sell properties, buildings structures and complexes of all kinds and of every description, and to act as property and estate dealers land lords, developers, auctioneers, receivers trustees of lands, tenures estates for any person whosoever.
17. To carry on the business of construction contractor and engineers (mechanical, structural, electronics, electrical, canal civil, erection, any or in all of its branches) and to enter into any contracts in relation to and to erect, lay out develop, construct build, demolish, re-erect alter, repair, remodel, supervise, control, manage, restore in any part of India or in any part of the world or otherwise assist, contribute, subsidies, associate, collaborate, to take part or participate in the construction maintenance, development workings, control and management thereof or do any other work in connection with any building or building scheme either individually or jointly with any other Company or Companies persons, works of all description including roads, high- ways, docks, ships, sewers, drainages, bridges, power plants, power generations, harbors, wharves, ports, swimming pools, labour quarters quarters, offices, reservoirs, embangments, tramways, tunnels, barracks, irrigations, reclamations, improvements, sanitary, water, gas, electric, lights, telephonic, telegraphic and power supply works, furnaces, mills crushing mills, factories, electrical works, industrial estates or any other structural or architectural work of any kind whatsoever and for such purpose to prepare estimates designs plans, specification and models etc.

18. To carry on trade or business in India or elsewhere of manufacturing producing preparing, fertilizers of all types and of every description heavy chemicals, heavy water and their by products, all organic and inorganic chemical compounds and their derivatives and mixtures thereof and all by-products thereof and for that purpose to set up all plants, machinery and equipment and to manufacture, produce, maintain, repair, hire and otherwise deal in all such plants including their import and export and to research and development both in respect of the fertilizer to be used under Indian conditions or any of the countries of the world and to undertake the technical and economic feasibility studies for any person Central or State Governments in India or any other body of authority municipal district board or otherwise or for any foreign national or foreign Governments subject to all applicable law and to act agents for the purchase, sale import and export of all types of fertilizers and to act as carriers, shippers haulers and otherwise transporters of all types of fertilizers and to carry on all and every act and thing which is incidental or ancillary to the foregoing business.
19. To act as consultants, advisers, planners, designers, investigators, and legal, technical management, financial, industrial trading, commercial, medical, accounting and legal advisers in India and or abroad for planning designing, erecting, fabricating, constructing, advising executing, commissioning, civil, electrical, mechanical, metallurgical hydraulic ecological environmental structural, agricultural dairy farming wood and or forest based projects, water sewage and affluent treatment water, air and land polluting control industrial power generation steel plants, mining, chemical fertilizers, ferrous and non ferrous metallurgical industry, ceramics railways, wagon building bogie building structural, road shopping air or any other type of transport means of communication axillary ancillary implement land reclamation, water supply pipes tube gas cylinders of any kind.
20. To undertake, aid, promote, assist, participate, coordinate, project studies, advise clients on the comparative merits or otherwise arrange collaborations, extend technical assistance and constancy services, prepare schemes, project reports, estimates, commissioning of the unit on turn- key basis, market research and studies arrange technical financial agreements, set up production techniques, assist in finding out markets for the finishing goods, secure investments of foreign capital in Indian undertakings and enterprise, design, manufacture and deal in equipment for and on behalf of the clients, provide personnel recruitment services, carry on business of industrial consultants and for the above purposes establish, provide maintain and conduct or otherwise subsidies research laboratories and experimental workshops for the scientific technical and otherwise and generally to encourage promote and reward studies researches, investigations, experiments, tests and inventions of any kind that may be considered likely to assist the said services to the clients.
21. To carry on the business of manufacturers of and dealers including importers and exporters thereof in all kinds and classes of paper, board and pulp and photographic paper, paste board, card boards, straw and straw boards and pulp boards, leather boards, mill board, corrugated boards and pulp boards, leather mill board, corrugated board, duplex and triplex boards, hard boards, plywood boards, soda pulp, sulphide pulp, chemical and semi-chemical pulp including such pulp as is manufactured from all types of raw materials such as timber bamboos, grasses sugarcane, bagasse, cotton linters lint cotton waste and all kind of coated papers with all types of materials and plastics and to manufacture any other articles which can be manufactured out of compressed paper stock and to buy and sell in either raw or partially prepared state all such fibres, fibrous substances or materials as may furnish materials for paper manufacture and to cultivate and prepare for the same use.
22. To manufacture and deal in Calcium carbide, Caustic soda, Bleaching, agents and products and by-products of the soda chlorine electrolytic process and to manufacture, process and deal in lime, clay, salt, chemicals and materials required in the manufacture process and deal in lime, clay salt, chemicals and material required in the manufacture of pulp paper and board and connected therewith.
23. To carry on the business as manufacturers, producers, refiners, exporters and importers and dealers in sulfur, sludge, sulfur powder, sodium sulphate, sodium sulphite, copper sulphate, iron, sulphate, alums of all grades, zinc sulphate, lime powder, calcium carbonate all types of acids, pesticides, pharmaceuticals resins, coal tar, chemicals like Naphthalene, creosote oil, Naphtha and its all other



allied products, solvents, polymers, dyes, detergents dyes, intermediaries, de- tergents and all raw materials and compounds required for the manufacture of above products, made from or use of any of the bye-products thereof.

24. To carry on the business of manufacturers, refiners, importer, and exporters of and dealers and merchants in copra, cotton seeds, linseed, castarseed, sal seed, ground nuts or any other nut or seed or oil bearing substance whatsoever and oils and cakes manufacture there from and to carry on the business of extracting oil whether by crushing or by chemical or solvent extraction process or any other process from the groundnut, copra, cotton, seed, till-seed, rape-seed, sal- seed, sunflowers, tobacco seed, kamala seed, mahua, linseed, castor seed, soyabeans, rice bran of from any other nuts and seed, oil cake of other bearing substances whatsoever.
25. To set up steel furnances are furnaces, continuous casting units, rolling mills, forging shops and all other related plants and mills in order to carry on the business of moulding of ferrous and non ferrous metals, including cast iron, aluminium, brass, special steels, alloy steels, all type of steel castings melleable steel and castings S G Iron castings high manganese steel castings, precious casting, nickel, based, castings, special, castings, heat resistant, anticorrosive alloy castings, forgings, all types of forged components, light or heavy forgings of all types, rough or machined, grinding, meadieas of every description whether forged or cast or otherwise, steel smelters processors, steel fabricators, drawers, rollers, re-rollers, forgers, structurals, convertors, steel shapers, mechanical, civil, electrical and general engineerings, repairs, contractors, tool makers metal workers, railway tracks and wagons, components accessories and for the aforesaid buy purchase, take on lease or hire takeover, acquire, participate, import, export manufacture, pro- cess, repair, convert, sell, let on hire or otherwise deal in and distribute such products their raw materials stores packing materials by products and allied commodities machineries, rolling stocks, implements, tools, utensils ground tools materials and conveniences of all kinds and generally to carry on the said business in all its forms or in any of its branches and to carry on all or any other business of iron and steel manufacture refine, smelt machine, metal working and garage men smithy, metallurgical, gas making wire drawing tube, making plating galvanising, japaneeing enameling, electroplating, packing, welding manufacturing of shafts, wheels, axles and other parts required for assemble, alloys nut bolts rivets, steel rounds, nail tools, fasteners and other products finished or semi-finishing having steel contents and for the aforesaid activi- ties act as traders, brokers merchants, hirers, hire purchase dealers repairers, exporters, import- ers, industrialists commission agents clearing and forwarding, agents, carriers and haulage contractors, auctioneers warehouseman stores.
26. To carry on the business of manufactures of and dealers in air-conditioning and refrigeration equipments, consumer and domestic appliances, radios and trasistors, electronic equipments including television and computers, oxygen and acetylene, electrodes, weighting scales, cement, refractories, batteries, agricultural equipments, thermometers, flashlights, detonators and explosives, starch and by-products, wireopes linoleum vinyl tiles, calculators, typewriters and all forms of office equipment magnets, gauges and precision instruments conductors rectifiers, capacitors, meters matches, grinding and abrasive equipments potteries.
27. To manufacture all kinds of electrical conductors and insulated wire for power generation, trans- mission and distribution to manufacture deal trade export, machines and plants, equipments and accessories for manufacture of electrical conductors and transformers, insulated wires and electrical equipments and to do all kinds of business in all varieties of electrical conductors, cables, insulated wires and other equipment.
28. 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, cable wire lines accumulators, lamps and cables works and to develop and accumulate at places for which licence may be obtained and to transmit, distribute and 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 develop and accumulate power at any such places and to transmit distribute and supply such power for all lawful purpose.
29. To carry on the business of manufacturers of dealers in hirers, repairers, cleaners, runners, charterers, stores and warehouses of motor cycle cars motor scooters, cycle tractors, trucks three wheelers, bicycles and carriage, lifts, fork-lifts and handling equipment launches boats, vans, aeroplane, helicopters, hydroplanes and other conveyances of all descriptions (all herein- after

comprised motor and other things) whether propelled or assisted by means or patrol sprit, gas, electricity or other power and of engines tyres, fuelinjection equipment, chassis, telehoists, bodies componesntparts, assessories, fitting and other things used or in for connection withe motors and other things their manufacturers, maintenances and working thereof including engine valves, tyres valves breaks linings.

30. To carry on the business as manufacturers, spinners, weavers, packers, importers, exporters, buyers, sellers, brokers and dealers in dealers in polythene woven sacks of every descriptions such as high density polythene woven sacks of every descriptions such as high density polythene woven sacks, H. D. 16, polyster staple fibre, polyproplene, polyster, polyproplene filament polpacrylonitrik staple fibre, H.P.P.E/P.P. wovensacks on circulat looms, P.V.C. sheets, plastics, nylon, filament yarn, viscose polymers, chemical and synthetic fibre, cellulose, cotton, jutes, silk artificial, silk rayon hessian twils including jute bags, carpets, twines and ropes of every de- scriptions.
  31. To carry on the trade and business as producers, manufacturers, processors, refiner, importer, exporter and dealers whether in wholesale or retails, broker agents, stockists, distributors, suppliers of all kinds of cement whether ordinary white, coloured, portland, pozzolans alumina blast furnace silica, concrete mortar or otherwise and cement products of every kind including hydrated lime, sagol, plaster of paris, fireclay power, fire bricks, leak proof compounds hollow hollow cement bricks as besots sheets pipers, poles, sables, blocks, tiles concrete prefabricated structurals concrete, railway steepers, garden, wares and otherwise and articles things com- pounds and preparations connected with the aforesaid products and in connection therewith to erect construct, establish, operate take on lease or acquired and maintain cement factores quar- ries, mines, workshop and other works such as crushing of various minerals eag red oxide, orches siennas barytes, calicite gypsum, limestone china clay soap, stone, quarts and silica.
  32. To carry on trade and business or as manufacturers, purchaser, dealers, importers, exporters and processors of all types of mineral wool and other insulating material used for insulations purposes to check heat losses.
  33. To manufacture buy let on hire repair alter electric pole, telephone poles, tubeless structures, steel furnitures and all kinds of tubes through electric resistance welding process and or any of other process sanitary structural cycly steel tubes, conduit tubes and other allied machinery through welding galvanizing or fabrication of ferrous and non ferrous metals and chemicals.
- IV. The Liability of the Members is Limited.
- V. The authorised Share Capital of the company is Rs. 25,00,00,000/- (Rupees Twenty Five Crores) only divided into 2,50,00,000/- (Two Crores Fifty Lakhs) Equity Shares of Rs. 10/- (Rs. Ten Only) each with power to increase or decrease in accordance with the provisions of the Companies Act, 1956.

We, the several person, whose names and addresses are hereinto subscribed, 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 :-

S. No.	Name & Address of Subscriber	No. of Equity Sharestaken	Signature of the Subscribers	Description & Occupation
1.	<b>BHAGWATI PRASAD KEDIA</b> C/o Bhagwati Prasad Kedia H.U.F. 106-A, Shaym Bazar Street Calcutta - 700 005 Industrialist	100 (One Hundred)	Sd/-	
2.	<b>RAM DULARI KEDIA</b> 106-A, Shaym Bazar Street Calcutta - 700 005	100 (One Hundred)	Sd/-	

	Industrialist			
3.	<b>ANAND KUMAR KEDIA</b> C/o Anand Kumar Kedia H.U.F. 106-A, Shaym Bazar Street Calcutta - 700 005 Industrialist	100 (One Hundred)	Sd/-	
4.	<b>SANGITA KEDIA</b> 105, Southern Avenue Calcutta - 700 029 Business	100 (One Hundred)	Sd/-	
5.	<b>SANTOSH KUMAR KEDIA</b> 106-A, Shaym Bazar Street Calcutta - 700 005 Business	100 (One Hundred)	Sd/-	
6.	<b>HARSHAN KUMAR BHANDARI</b> Bhandari Villa Durg- 491 002 (M. P.) Business	100 (One Hundred)	Sd/-	
7.	<b>SHYAM SUNDERTIBREWAL</b> Mohan Road, Nai Bazar Deoria - 273 001 (U. P.) Business	100 (One Hundred)	Sd/-	
	Total No. of Equity Shares	700 (Seven Hundred)		

Calcutta, dated this 27 Day of July 1989

