

THE COMPANIES ACT, 1956

COMPANY LIMITED BY SHARES

MEMORANDUM

AND

ARTICLES OF ASSOCIATION

OF

***T & I GLOBAL LIMITED***



FORM I. R.

## CERTIFICATE OF INCORPORATION

No. 21-50797 of 1991

I hereby certify that T & I GLOBAL PRIVATE LIMITED is this day incorporated under the Companies Act, 1956 ( No. 1 of 1956 ) and that the Company is limited.

Given under my hand at Calcutta this Thirty First day of January One Thousand Nine Hundred and Ninty One.



( Dr. A. K. DOSHI )

Registrar of Companies  
W. B.



Co. No. 21-50797

[ कम्पनी अधिनियम, 1956 की धारा 18 (1) ]

[ Section 13 (1) of Companies Act, 1956 ]

उद्देश्यों के परिवर्तन की पुष्टि करने वाले न्यायालय के आदेश  
के रजिस्ट्रीकरण का प्रमाण पत्र  
CERTIFICATE OF REGISTRATION OF ORDER OF COURT  
CONFIRMING ALTERATION OF OBJECTS

..... ने विशेष  
संकल्प द्वारा उद्देश्यों को बावत अपने संगम-ज्ञापन, उपबन्धों में परिवर्तन कर दिया है और  
ऐसे परिवर्तन की..... तारीख..... के आदेश द्वारा  
पुष्टि कर दी गई है।

The T & I GLOBAL PVT LTD having by special resolution altered the provision of its Memorandum of Association with respect to its objects and such alterations having been confirmed by an order of Company Law Board, Eastern Region Branch 9, Old Post Office Street Calcutta-1 bearing dated the 24-5-94

मैं एतद्वारा प्रमाणित करता हूँ कि उक्त आदेश की प्रमाणित प्रति यथापरिवर्तित संगम ज्ञापन की मुद्रित प्रति सहित इस दिन रजिस्ट्रीकृत कर दी गई है।

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

मेरे हस्ताक्षर से उन्नीस सो ओर..... तारीख..... की.....  
तारीख की दिया गया।

Given under my hand at Calcutta this 7 th day of Sept.  
one thousand nine hundred and ninty four.



Sd/-

Asstt. Registrar of Companies  
West Bengal



Co. No. 21-50797

नाम में तब्दीली के परिनामस्वरूप निगमन के लिये नया प्रमाण-पत्र  
FRESH CERTIFICATE OF INCORPORATION CONSEQUENT  
ON CHANGE OF NAME

कम्पनियों के रजिस्ट्रार के कार्यालय में .....

[ कम्पनी अधिनियम, 1956 ( 1956 का ) के अधीन ]

In the Office of the Registrar of Companies West Bengal

[ Under the Companies Act, 1956 (1 of 1956) ]

..... के विषय में ।

IN THE MATTER OF T & I GLOBAL PVT LTD

मैं एतद् द्वारा प्रमाणित करता हूँ कि ..... परिसीमित जिसका निगमन मूलतः 19..... के ..... के  
दिन इस अधिनियम के अधीन और ..... परिसीमित  
नाम द्वारा किया गया था कम्पनी अधिनियम 1956 की धारा 21/22 (1) (क)/22(1) स) के निर्बन्धनों  
के अनुसार आवश्यक संकल्प पारित कर चुकी है और इसकी बाबत केन्द्रीय सरकार की लिखित  
अनुमतिकम्पनी कार्य विभाग द्वारा प्रदान कर दी गई है ।

I hereby certify that T & I GLOBAL PVT LIMITED, which was originally incorporated on 31 st day of January 1991 under the Company's Act 1956 and under the name T & I Global Pvt Limited having duly passed the necessary resolution posted on 4-8-94 in terms of section 44 (b) of Companies Act, 1956, and the approval of the Central Government signified in writing having been accorded thereto in the Department of Company Affairs.

क्षेत्रीय निदेशक के तारीख ..... 19 ..... के पत्र सं० ..... द्वारा प्राप्त हो  
जान पर उक्त कम्पनी का नाम इस दिन ..... परिसीमित में तब्दील कर दिया गया है और  
यह प्रमाण पत्र उक्त अधिनियम की धारा 23(1) के अनुसरण में जारी किया जाता है ।

Regional the name of the said company is this day changed to T & I Global Limited and this certificate is issued pursuant to section 23 (1) of the said Act.

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

Given under my hand at Calcutta this day of 8th Sept. 1994  
( One thousand nine hundred ninety four ).



Sd/-

Asstt. Registrar of Companies  
West Bengal

THE COMPANIES ACT, 1956

PRIVATE COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

OF

**T & I GLOBAL LIMITED**

- I. The name of the Company is T & I GLOBAL LIMITED.
- II. The Registered office of the company will be situated in the State of West Bengal.
- III. The objects for which the Company is established are :-
  - A. MAIN OBJECTS TO BE PURSUED ON INCORPORATION :
    1. To manufacture, produce, buy, sell, import, stock and deal in Engineering and Industrial goods, machine tools, grinding machines automatic lathes, drilling machines, planning machines, planogrinders, Textile machineries, Tea machineries & spare parts, equipments, machinery of every description, precision tools, cutting and small tools, fasteners, electric motors, electrical equipments, electric motors, gear boxes, cables, wires, switchgears, flame and drip proof meters, electric fans, cookers and flasks, gramophone including record players and records, other domestic appliances, regulators of all types, electric kilowatt hour meters, magnets, industrial jewels, ammeters, volt meters, and other type of measuring instruments, electrical or non-electric die castings, screws, nuts and bolts, transforms of all types, circuit breakers, hoists elevators, gears trolleys and coaches winches, air compressors, transformers, and switchgears, welders, refrigerators, domestic washing machines, television and wireless apparatus including radio revivers and transmitters, micro wave components, radar equipments, valves, resistors, electronic components, devices & instruments, conductors, materials made wholly or partly of iron steel, alloys and metals required in or used for industrial agricultural, transport, commercial, domestic, building power transmission and / or construction purposes.

2. \* "To purchase, take on lease or in exchange or set up or construct or otherwise acquire any lands, tea gardens, plantations, factory and property as the company may think necessary or convenient for its business and carry on the business of estate owners, cultivators, planters, growers and manufacturers, processors or sellers and dealers in tea, coffee, cardamom, pepper, spices, rubber and gutta-percha and gums of every description, corn, cocoa, rice, oil, copra, coconuts, sugar plantations, oranges, cinchona, grains, paddy, cereals, cotton, soil, timber, vegetables, sericultural and horticultural products and to manufacture, dispose off, import, export, buy and deal in the said products."

3. To buy, sell, import, export, manufacture, process, convert, grind, treat and deal in merchandise commodities and articles of all kinds and to carry on business as traders, importers and exporters, agents, brokers, export house and to act as purchasing, selling or commission agents.

B. Objects incidental or ancillary to the attainment of the above main objects are :-

1. Subject to the laws of the land, to enter into any agreement for financial, managerial, marketing, and/or technical collaboration, for any of the objects of the company with any Indian or foreign agency, individual, firm, company, body corporate or Government undertaking either in India or abroad.

2. To undertake carry out, promote or sponsor any program of scientific research or development of social science or statistical research whether related or not related with the business of the Company and to assist in the execution and promotion of any such programs either directly or through the Agency of any person or persons or any other manner.

3. 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.

4. To construct and develop residential or industrial colonies for general advancement of the employees of the company and also for letting out and selling on installment basis.

5. Subject to the provisions of the Act to amalgamate, enter into partnership or into any arrangement for sharing profits, union of interest, joint venture or reciprocal interest with any person, firm or company carrying on or engaged in any business which is capable of being conducted so as directly or indirectly to benefit the Company.

6. To acquire and undertake by outright purchase or on lease the whole or any part of the business, property and liabilities of any person or company or firm carrying on any business which is directly or indirectly beneficial to the Company.

\* Substituted vide ROC, West Bengal's order dated 07.09.94.

7. To draw, make, accept, endorse, execute and discount promissory notes, cheques, bills of Exchange, hundies and other negotiable and transferable instruments in connection with company's business.
8. To acquire by outright purchase or transfer of license or rights to manufacture of dealing from any other individual, firm or company or companies and also to apply for any license for carrying out objects of the Company and to apply for its surrender.
9. To take agencies of any firm, Company or Companies, within India or abroad, for the direct or indirect benefit of the Company and to appoint agents for its own business.
10. To acquire amalgamate with another Company whose objects are or include objects, similar to those of this Company, whether by sale or purchase ( for fully or partly paid up shares or otherwise ) of the undertaking subject to liabilities of this or any such other company as aforesaid, with or without winding up or by sale or purchase (fully or partly paid-up shares or otherwise) of all shares or stock of this or any such other Company as aforesaid or by partnership or in any other manner.
11. To establish, promote and assist any Company or companies for purpose of furthering the objects of this Company.
12. To accumulate capital for any of the purposes of the Company and to appropriate the Company's assets for specific purposes and to invest & sell, hold shares and securities of any other firms, companies or corporate body or Government.
13. To issue shares and debentures of the Company at par or at premium or at a discount and to sell or dispose of the undertaking of the company or any part thereof for such consideration as the Company may think fit.
14. To remunerate any person or company and pay commission or brokerage in cash or otherwise, whatsoever, for services to be rendered for the Company.
15. To sell, dispose of or transfer any of the business, property and undertaking of the Company or any part thereof for any consideration which the company may deem fit to accept.
16. To accept stock, share or debentures Mortgage debentures of other Company in payment or part payment for any service rendered or for any sale made to or debt owing from such Company.
17. To enter into contract with any person or Company or firm giving or taking partial or sole and exclusive right to supply by or to the Company with the articles or commodities used or sold by the company on such terms and conditions and for such period or periods as may be determined from time to time.

18. To enter into any arrangement with any central, State or Foreign government or public body or person or authority or with any private individual that may seem conducive to the company's object or any of them and to obtain from any such government Authority, person, public body and private individual, any concession, grants, decrees, rights, charters, contractors, licenses, powers and privileges, whatsoever, which may seem to the Company capable of being turned to account of which the Company may think directly or indirectly conducive to any of the objects or capable of being carried on in connection with business and to work, develop, carry out, exercise and turn to account the same.
19. To borrow, raise or secure the payment of money in such manner as the Company shall think fit either by the issue of debentures, debenture stocks, perpetual or otherwise, mortgage or any other securities charged or based upon the undertaking of the Company, both present and future including the uncoiled 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.
20. To accept as a gift and to give in gifts, property, movable or immovable in or outside India, stock, debentures, securities, assigning of insurance policies or in cash or shares from or to the Individuals or firms or companies whose objects may be same or different in appreciation of the services rendered or otherwise.
21. To lend money to such persons or companies on such terms as may seem expedient and in particular or customers and other having dealings with the company and to guarantee the performance of contracts by such person or companies subject to the Banking Regulation Act, 1949
22. To establish, support or aid in the establishment and support of associations, institutions, funds, trusts and conveniences calculated to benefit employees or ex-employees ( including Directors and ex-Directors ) of the Company ( or its predecessors in business or the dependents or connections of such persons ) to grant pensions and allowances, gratuities, bonuses and annuities and to make payments towards insurance and to subscribe or guarantee money for charitable or benevolent objects or of any exhibition or of any public, general or useful objects, subjects of the provisions of section of 93A of the Companies Act, 1956.
23. To apply for purchase or otherwise acquire and protect, prolong and renew whether in India or elsewhere any partners, patent rights trade marks, designs, licenses, protections, concessions and the like conferring any exclusive or non-exclusive or limited right to use any secret or other information as to any invention process or privilege which may seem calculated directly or indirectly to benefit the Company and to use, exercise, develop, manufacture under or grant licenses or privileges in



respect of, or otherwise turn to account the Property, rights and information so acquired and to carry on any business in any way connected therewith.

24. To form, incorporate or promote any company or companies, whether in India or in any foreign country, having amongst its or their objects the acquisition of all or any of the assets or control management or development of the Company or any other object or object which in the opinion of the Company could or might directly or indirectly assist the Company in the management of its business or the development of its properties or otherwise prove advantageous to the Company and to pay all or any of the costs and expenses incurred in connection with any such promotion or incorporation and to remunerate any Person or company in any manner it shall think fit for services rendered or to be rendered in or about the formation 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.
25. To borrow or raise moneys and to secure their payments in such manner as the Company shall think fit and to issue debentures, debentures stocks, bonds obligations and securities, of all kinds and to frame, constitute and secure the same, as may seem expedient with full powers to make the same transferable by delivery or by instrument of transfer or otherwise 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 ( including, if thought fit, uncalled capital ) or otherwise whatsoever.
26. To provide for the welfare of the employees, ex-employees directors and ex-directors of the company or its predecessors in business or the family members, dependents, connections of such person by building or contributing to the building of houses, dwelling or quarters or by grants or money, Pensions, gratuities, allowances payment towards insurance, house, profit sharing bonuses or benefits or any other payment or by establishing supporting from time to time, subscribing or contributing or aiding in the establishment and support of association, funds including provident funds, pension funds, and gratuity funds trusts, profit sharing or other schemes and conveniences and by providing or subscribing or contributing towards the place of instruction and recreation, hospitals and dispensaries, medical and other attendances as the company shall think fit.
27. To undertake, carry out, promote or sponsor any program of rural health or development, including any program for mass immunisation or for promoting the health, social and economic welfare to the uplift of the public in any rural or other areas, to assist in the execution and promotion of any such program, either directly or through the Agency of any person or persons or in any other manner and to incur expenditure of any such program with power to the Directors to transfer, with or

without consideration, or divert the ownership of any property of the Company to or in favour of any person or persons including any public or local body or authority or 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, 1951 or any other law relating to rural development for the time being in force or as may be regarded by the directors as rural area.

28. To undertake, carry out, promote, Sponsor or assist any activity for the promotion and growth of the natural economy and for discharging what the Directors may consider to be the social and moral responsibilities of the Company to the public or any section of the public as also any activity which the Directors consider likely to promote national welfare or the social, economic or moral up-life of the public or any section or the public in such means as the Directors may think fit and the Directors may without prejudice to the generality of the foregoing undertake, carry out, promote and sponsor any activity for publication of any books, literature, news papers, 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 student or other scholars or persons to enable them to prosecute their studies or academic pursuits or researches or for establishing, conducting or assisting any institutions, fund, trust etc. Having any one of the above-mentioned objects in view the Directors may without prejudice to the generality of the foregoing objects, in order to implement any of the above-mentioned objects, purpose transfer without consideration or at such fair or concessional value as the Directors may think fit and divert the ownership of any property of the Company to or in favour of any Public or Local Body or Authority or State Government or any Public Institutions or Trust or Funds as the Directors may approve.
29. To establish or promote or concur in establishing or promoting any other company whose objects shall include the acquisition and taking over all or any of the assets and liabilities of or shall be in any manner calculated to advance directly or indirectly the objects or interest of this Company and to acquire and hold shares, stocks or securities of any guarantee the payment of the dividends or capital or any securities issued by or any other obligation of any company may be interested.
30. Subject to the provisions under Companies Act. 1956 and the directions of the Reserve Bank of India from time to time, to receive money or deposit on interest or otherwise with or without security from companies, firms or person, whether movable or immovable properties and to lend money and negotiate with or without security whether of movable and immovable properties to such companies, firms or person on such conditions as may seem expedient and to guarantee the performance

of contracts by any person, Company or firm provided that the Company shall not carry on the business of banking.

31. To purchase, take on lease or in exchange, hire or otherwise acquire, any real and Personal property and any rights or privileges which the Company may think necessary or convenient for the purpose of its business.
32. To build, construct, alter, maintain enlarge, pull down, remove or replace, and to work, manage and control any buildings, offices, factories, mills, shops, machinery, engines, roadways, railways, branches or sidings, bridges, reservoirs, water courses, wharves, electric works and other works and conveniences which may seem calculated directly or indirectly to advance the interest of the Company, and to join with any other person or company in doing any of these things.
33. To vest any real or personal property, rights or interest acquired by or belong 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.
34. To apply for, promote and obtain any act of Parliament charter, privilege, concessions, license or authorisation of any government, State or Municipality, or other 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 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.
35. To pay out of the funds of the Company all expenses which the Company may lawfully pay with respect to the formation and registration of the Company or the issue of its capital, including brokerage and commissions for obtaining applications for or taking, placing or underwriting or producing the underwriting of shares, debentures or other securities of the Company.
36. To sell, lease, mortgage or otherwise dispose of the property, assets or undertaking of the Company or any part thereof for such consideration as the Company may think fit, and in particular for shares, stock debentures, or other securities of any other company whether or not having objects altogether or in part similar to those of the Company.
37. In the event of winding up to distribute among the members in specie any property of the Company, or any proceeds of sale or disposal of any property of the Company but so that no distribution amounting to a reduction of capital be made except with the sanction (if any) of the time being required by law.

38. To act as agents or brokers and as trustee for any person or company relating to the main business and to undertake and perform sub- contracts and to do all or any of the above things in any part of the world, and either as principals, agents, trustees, contractors or otherwise, and either alone or jointly with others and either by or through agents sub-contratcors, trustees or otherwise.
39. To do all such other things as may be deemed incidental or conducive to the attainment of the Company.

C. OTHER OBJECTS :

1. To carry on the business of firm financing whether by system of hire purchase, profit sharing, royalty or percentage, commission or on any other term.
2. To buy, sell, import, export, process convert, grind, treat and deal in merchandise commodities and articles of all kinds and generally to carry on business as traders, importers and exporters and to act as purchasing, selling or commission agents.
3. To carry on all or any of the business of buyers, sellers, producers, manufacturers, suppliers, traders, merchants, estate owners, cultivators, planters, importers, exporters, hirers, indenters, brokers, agents, assemblers, packers, processors, stockists, warehousemen, distributors, dealers in any psrt of India or abroad in engineering goods, plant and machinery, stores, spare parts, nuts and bolts accessories, natural and man made fibers, cotton, cottonwaste, hardwaste, denning and pressing, yarn, wool, silk, handicrafts, flex, hemp, rayon, nylon, and other fibrous, material, ready made garments, carpets, clothes, and all sorts of apparels, dressing materials jute and Jute Products, including laminated and/or Blended Jute Products etc. coal and hard coke, Cement, RCC Cement pipes and its allied products, cosmetics, and toiletries of all kinds, soap chemicals organic and inorganic, fine or heavy, their mixture and formulations, pesticides and insecticides of all kinds, building materials, fire bricks, vehicls, vehicle parts, machine parts, industrial components, plastic and plastic products, electronic products and part of all types, iron, steel and steel products, bullion, precious stones, work or art, antique, curious, jewelry and ornaments, glass and glass ware, paper and paper board, News papers, straw board hard board.
4. To carry on all or any of the business of buyers, sellers, producers, manufacturers, suppliers, traders, merchants, estate owners, cultivators, planters, importers, exporters, hirers, indenters, brokers, agents, assemblers, packers, processors, stockists, warehousemen, distributors, dealers in any part of India or abroad manures, fertilizers, electrical and electronic goods, sugar, tractor and other agricultural implaments, tyres, tubes, rubber and rubber products, footwear, mentals and minerals and all other allied goods and also chemical, photographical, surgical and scientific appara-

tuses, instruments, goods and materials, drugs, medicines, essence, and pharmaceuticals, minerals, and other water, oils, paints, pigments and varnishes, compounds, dye, stuff, organic or mineral-intermediaries, marbles and hardware items, tea, coffee, cardamom, paper spices, rubber, and gutta-percha and gums of every description, corn, cocoa, rice, oil copra, coconuts, sugar, cinchona, grains, paddy, cereals, cotton, silk, vegetables, fruits, agricultural, sericultural and horticultural products, and generally to carry on business of merchants, agents, producers, traders, dealers, importers for goods, commodities and merchandise of any description, and to carry on business of printing, publishing and circulating or otherwise dealing in any daily, weekly, fortnightly or monthly news paper magazines, periodicals, journals or other publication in any part of India & abroad.

5. To purchase, refine, prepare, process, import, export, sell and generally deal in cement, portland cement, aluminous cement, asbestos cement, lime and lime stone and by products thereof, cement-pipes, sheet and other building materials, refractories, fire bricks, furnace lining bricks, acidic, basic and natural, insulating boards, wall boards, plasters, Hotal, marble, mosaic, tiles and the like.
6. 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 flour, cakes, pastry, cereals, bread, biscuits, chocolates, confectionery, sweets, fruit drops, sugar, glucose, chewing gums, milk, cream, ice, icecream, aerated or mineral water, fruit juices, wines, liquors and other alcoholic drinks and fermentation products, canned fruit products, milk and malted food, cigarettes, cigars, protein foods, maize products, butter, cheese, eggs and other dairy products, pickles, jams, jellies, sausages, cider, poultry and eggs, 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 foods as well as material required or used for preparation of food article.
7. To carry on business as manufacturers, producers, dealers, processors, importers, exporters, stockists, agents, brokers, traders, retailers of all kinds of paper including writing, printing, wrapping and tissue, newsprint paper for packing including corrugated and craft paper, synthetic papers, paper board and straw board, and all kinds of pulp whether mechanical or chemical including dissolving pulp.
8. To manufacture, produce, buy, sell, import, export, stock and deal in machine tools, grinding machine, automatic lathes, drilling machines, planing machines, planogrinders, machinery of every description, precision tools, cutting and small tools, fasteners, electric motors, electrical equipments, cables, wires, switch-gears, flame and drip proof meters, electric fans, cookers and flasks, gramophone including

- record players and records cassettes, and other domestic appliances regulators of all types, electric kilowatt hour meters, magnets, industrial jewels, ammeters, die castings, screws, nuts and bolts, transformers of all types, electrical or non-electric, elevators, gears, trolleys and coaches, winches, air compressors, circuit breakers, hoists, switchgears, welders, refrigerators washing machines, television and wireless apparatus including radio receivers and transmitters, micro wave and its components radar equipments, valves, resistors, electronic instruments, conductors, magnetic materials, transistors and allied items, sewing machines, watches and clocks, tape recorders, house-holders, house-hold appliances and components parts thereof.
9. To carry on the business of manufacturers and dealers in air- conditioning and refrigeration, thermal, nuclear and hydro power generation equipment, equipments, consumer and domestic appliances, radios, and transistors, electronic equipment including television and computers, oxygen and acetylene electrodes including graphite electrodes, weighing scales, cement, refractories, batters, agricultural equipments. thermometers, flashlights, detonators and explosive, hume and cement pipes, asbestos, starch and by-products, wire ropes, linoleum, vinyltiles, glass, calculators, typewriters, and all forms of office equipments, magnets, gauges and precision instruments, conductors, rectifiers, capacitors, meters, matches, grinding and abrasive equipment, potterise, tiles and ceramics, lighting equipment, oils, manures or any one or more of such business in all or any of their respective branches.
  10. To carry on business as maunfacturers, distributors, importers, exporters, agents and generally deal in all kinds of leather item and things made of leather and leather goods and chemicals used for leather products.
  11. To carry on business of hotel, restaurant, face, tavern, bars refreshment rooms and lodgings, housekeepers, license victuallers, wine, beer and spirit merchants, importers and manufacturers of aerated mineral and artificial waters and other drinks, purveyors caterers for the publiic, importers and brokers of food, like and dead stock and foreign produce of all descriptions, bakers, confectioneries, milk sellers, butter sellers, dairymen, pcelluters green grocers, formers ad ice merchants.
  12. To carry on all or any of the business of supplying purchasing, selling, importing exporting, manufacturing processing, converting, establishing workshop and factories office and building and the business of brickmakers, potters, cycle manufacturing, draperies and furnitures, machinery, packing boxes and other packing articles, electrical good's, appliances, tools and implements, hoteliers, general importers and exporters, jewelers, laundry business, mechanical engineers, miners, motor car manufacturing, petroleum and mineral oil, refreshment rooms, saw mills, soap

manufacturing, spinning and weaving of all fabrics, stationers, stores and provisions, theatre Company, tobacconist Company and to carry on any other business or work necessary or incidental to any of the above business in the interest of the company.

13. To carry on the business of manufacturers, importers, exporters, dealers, hires, repairers, cleaners, agents, transporters carriers and stores of motor cars, automobile spare and parts, omni-buses, trucks, lorries, tractors, bulldozer, motor cycles, scooters, motor boards, motor launches, motor lorries, vans, aeroplanes, sea planes, ships, gliders and other conveyance of all descriptions, whether propelled or assisted by petrol, spirit, steam, gas, electricity, animal, atomic or other power or engines, chassis, bodies and other things used in connection with the above mentioned things,
14. To carry on the business of cold storage, refrigeration, cooking, dehydration, preservation of any product.
15. To carry on the business of house, shop, saloon, halls and other apartment and exhibition decorators and execute decorative work of all sorts, to prepare manufacture, paint use, import, export device design all kinds of artistic objects for used and ornamentation or any property used in the decoration or furnishing of buildings, exhibitions or other structures of all kinds and nature whatsoever.
16. To manufacture, process, buy, sell, import and deal in all kinds of machinery, food products seeds, patents and licenses, all kinds of fertilizers, lime mineral products and stock-fees.
17. To deal in and to invest in precious stones, diamonds, pearls, jewellery, watches, clocks, chronometers, gold and silver plates, electroplated cutlery, presents and gifts, coins cups, medals, shields, curious, articles of virtue, art and antiques, dressing bags, and bronzes.
18. To acquire, hold, invest, in underwrite, sub-underwrite, sell and also act as brokers, all over India, Units shares, stocks, debentures, debentures stocks, bonds, negotiable instruments, securities, financial instruments of all Types of any company, body corporate, Government, Public Body or Authority, Municipal and Local Bodies.
19. To carry on the business of exhibition of films, cinema-owners, films distributors, studio-owners and all other allied traders and techniques and techniques and to act as producers, distributors, importers, exporters, exhibitors of cinematograph film and to manufacture, own, acquire, provide, secure, arrange or deal in films and photographic paper and equipment, cameras, sound recording, musical, lighting

appliances, instruments 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, theatres' buildings, halls, open air-theaters, restaurants and other buildings or work required for the purposes of production distribution or exhibition of the films, operas, stage plays, dances, revues, ballets, concert, circus or other performances and to act as dealers, importers, exporters of musical instruments and records, tapes, disc, cinema and film projects 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, 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, retraining, arranging and supplying artists, stars, art directors, scripl, or story-writers, technicians, extra and other personal required by the Company or firm Cinema or show business.

20. To purchase, take on lease, acquire in exchange or otherwise, own, hold occupy, manage, control, construct, erect alter, develop, pull down, improve, repair, renovate, work, build, plan, lay out, sell, transfer, mortgage, charge, assign, let, out, hire, sublease all types of lands, plots, buildings, bungalows, quarters, offices, flats, chawlas, warehouses, godowns, shops, stalls, markets, houses, structures, undertakings, constructions tenements, roads, bridges, forests, estates assets and properties, movable or immovable, freehold or lease-hold, of whatever nature and description and wherever situate.
21. To carry on the business of technical and management consultants and advisors and to enter into coloration 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 help in finalisation of contracts and commissioning of plants.

IV. The liability of the members is limited.

- V. The Authorised Shares Capital of the Company is Rs. 10,00,00,000/- (Rupees Ten crore) divided into 1,00,00,000 Equity Shares of Rs. 10/- each with powers to increase or reduce the same within the provision of the Companies Act.



We the several person, whose names, and addresses are 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 our respective names :

Name, Signatures, father's/husbands names and address and occupations of subscribers.	No. of equity shares taken by subscriber.	Name, signature, address, father's name and occupation of witnesses
<p><b>SAJJAN BAGARIA</b>  S/o. Sri Badrinarayan Agarwal  C/o. Trade &amp; Industry Pvt. Ltd.  19. R. N. Mukherjee Road,  Calcutta-700 001.   Business.</p>	<p>100  ( One Hundred )</p>	<p>Witness to both the Signatures  <b>SHIVRATAN AGARWALA</b>  S/o. Sri B. L. Agarwala  34A, Metcalfe Street,  Calcutta-700 013.  Chartered Accountant.</p>
<p><b>SURENDRA KUMAR KANSAL</b>  S/o. Late Nand Kishore Kansal  100/5/1A, S. N. Banerjee Road  Calcutta-700 014   Service.</p> <p style="text-align: right;"><b>TOTAL</b></p>	<p>100  ( One Hundred )</p> <hr/> <p>200  ( Two Hundred )</p>	

Place : Calcutta

Date : 21st January, 1991.