

**MEMORANDUM
AND
ARTICLES OF ASSOCIATION
OF
NITIN CASTINGS LIMITED**



GOVERNMENT OF INDIA
MINISTRY OF CORPORATE AFFAIRS

Office of the Registrar of Companies
Everest, 100 Marine Drive, Mumbai, Maharashtra, India, 400002

Certificate of Incorporation pursuant to change of name
[Pursuant to rule 29 of the Companies (Incorporation) Rules, 2014]

Corporate Identification Number (CIN): L65990MH1982PLC028822

I hereby certify that the name of the company has been changed from NITIN ALLOYS GLOBAL LIMITED to NITIN CASTINGS LIMITED with effect from the date of this certificate and that the company is limited by shares.

Company was originally incorporated with the name ADITYA LEASING LIMITED.

Given under my hand at Mumbai this Thirtieth day of December two thousand sixteen.



SATYA PARKASH KUMAR
Registrar of Companies (STS)
Registrar of Companies
RoC - Mumbai

Mailing Address as per record available in Registrar of Companies office:

NITIN CASTINGS LIMITED

231, 2ND FLOOR, RAHUL MITTAL INDUSTRIAL PREMISES-, CO-OPSOC. LTD., SANJAY
BUILDING NO.3, SIR M V ROAD, ANDHERI EAST MUMBAI, Mumbai City, Maharashtra, India,
400059



GOVERNMENT OF INDIA

MINISTRY OF COMPANY AFFAIRS

Maharashtra, Mumbai

Everest , 100, Marine Road, Mumbai - 400002, Maharashtra, INDIA

Corporate Identity Number : L65990MH1982PLC028822

Fresh Certificate of Incorporation Consequent upon Change of Name

IN THE MATTER OF M/s ADITYA LEASING LTD

I hereby certify that ADITYA LEASING LTD which was originally incorporated on THIRD day of DECEMBER NINETEEN EIGHTY TWO under the Companies Act, 1956 (No. 1 of 1956) as ADITYA LEASING LTD having duly passed the necessary resolution in terms of Section 21 of the Companies Act, 1956 and the approval of the Central Government signified in writing having been accorded thereto under Section 21 of the Companies Act, 1956, read with Government of India, Department of Company Affairs, New Delhi, Notification No. G.S.R 507 (E) dated 24/06/1985 vide SRN A00398800 dated 06/06/2006 the name of the said company is this day changed to NITIN ALLOYS GLOBAL LIMITED (C/N) and this Certificate is issued pursuant to Section 23(1) of the said Act.

Given under my hand at Mumbai this SIXTH day of JUNE TWO THOUSAND SIX.




Dy. Registrar of Companies
Maharashtra, Mumbai

CERTIFIED TRUE COPY





Form I. R.

CERTIFICATE OF INCORPORATION

No. 28822 of 1982

I hereby certify that **ADITYA LEASING 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 BOMBAY this **THIRD** day
of **DECEMBER** One thousand nine hundred and
EIGHTY TWO.

The Seal
of the Registrar
of Companies,
Maharashtra.

Sd/- V. GOVINDAN

Registrar of Companies
Maharashtra

CERTIFIED TRUE COPY



No. 28822

Certificate for Commencement of Business

**Pursuant of Section 149(3) of the
Companies Act, 1956**

I hereby certify that the **ADITYA LEASING
LIMITED**

which was incorporated under the Companies Act,
1956, on the **THIRD** day of **DECEMBER** 1982, and
which has this day filed a duly verified declaration in
this prescribed form that the conditions of Section
149(2)(a) to (c) of the said Act, have been complied
with is entitled to commence business.

Given under my hand at **BOMBAY** this **FIFTH**
day of **JANUARY** One thousand nine hundred and
EIGHTY THREE.

The Seal
of the Registrar
of Companies,
Maharashtra.

(O. P. JAIN)

Addl. Registrar of Companies

Maharashtra

CERTIFIED TRUE COPY

GOVERNMENT OF INDIA

MINISTRY OF COMPANY AFFAIRS

Maharashtra, Mumbai

Everest , 100, Marine Road, Mumbai - 400002, Maharashtra, INDIA

Corporate Identity Number : L65990MH1982PLC028822

SECTION 18(1)(A) OF THE COMPANIES ACT, 1956

Certificate of Registration of the Special Resolution Confirming Alteration of Object Clause(s)

The share holders of M/s NITIN ALLOYS GLOBAL LIMITED (C/N) having passed Special Resolution in the Annual/Extra Ordinary General Meeting held on 21/04/2006 altered the provisions of its Memorandum of Association with respect to its objects and complied with the Section (18)(1) of the Companies Act, 1956 (No. 1 of 1956).

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

Given under my hand at Mumbai this SIXTH day of JUNE TWO THOUSAND SIX.




Dy. Registrar of Companies
Maharashtra, Mumbai

CERTIFIED TRUE COPY



THE COMPANIES ACT, 1956
COMPANY LIMITED BY SHARES
MEMORANDUM OF ASSOCIATION
OF
NITIN CASTINGS LIMITED**

I. The name of the Company is **NITIN CASTINGS LIMITED****

II. The Registered Office of the Company will be situated in the State of Maharashtra i.e. within the jurisdiction of Registrar of Companies, Maharashtra at Mumbai.

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

(A) THE MAIN OBJECTS OF THE COMPANY PURSUED BY THE COMPANY ON ITS INCORPORATION ARE :

*1.To carry on the business of manufacturers, dealers in, exporters and importers, wholesalers, stockists, agents ,buying, selling of all varieties of steel, special steel, carbon steel, tool alloy steel, mild steel and any other kind and grades of steel and to carry on and execute the work of steel engineers including manufacturing and dealing in steel billets, steel rods, steel ingots, steel sheets, steel wires, and in all kinds of steel products whether forged, rolled or drawn and consequently to manufacture, sell and deal in all or any of the by-products which will be obtained in the process of manufacturing these steel products.

* **Vide special resolution passed at the Extra Ordinary General Meeting held on 21st April, 2006.**

**** Altered vide special resolution passed at the Court Convened Meeting held on 6th February, 2016 (Change in name pursuant to Clause 14 of the Scheme of Arrangement.**

(B) OBJECT INCIDENTAL OR ANCILLIARY TO THE ATTAINMENT OF THE MAIN OBJECTS OF THE COMPANY

2. To borrow, advance, deposit or lend moneys, securities and property from, to or with such persons and in such terms as may seem expedient, to discount, buy, sell and deal in bills, notes, warrants, coupons, import entitlements and other negotiable or transferable securities or documents, to guarantee or become liable for the payment of money or for the performance of obligations, and generally to transact guarantees and/or Trust business, provided the Company shall not carry on banking business as defined by Banking Regulation Act, 1949 and subject to the provisions of the Act and directives of Reserve Bank of India.
3. To purchase, take on lease or tenancy or in exchange, hire, take options over or otherwise acquire any estate or interest whatsoever and to hold, develop, work, cultivate, deal with and to turn to account concessions, grants, decrees, licenses, privilege, claims, options, leases, property real or personal or rights or powers which may appear to be necessary or convenient for the business of the Company.
4. To sell, exchange, mortgage, let on lease, royalty or distribute, grants, licenses, easements, options and other rights over and deal with or dispose of the undertaking property, assets, rights and effects of the Company or any part thereof for such consideration as may be thought fit and in particular for stocks, shares whether fully or partly paid up or securities of any other Company.
5. To sell, improve manage, develop, exchange, lease mortgage, dispose of, turn to account, or otherwise deal in all or any part of the property and right of the Company.
6. To advance, deposit with or lend money, securities and property to receive loans or grant or deposits from the Government.
7. To make advance of such sum or sums of money upon or in respect of or for the purpose of raw materials, goods machinery, stores or any other property, articles and things required of the purposes of the Company upon such terms with or without security as the Company deem expedient.
8. To lend money either with or without security, and generally to such persons and upon such terms and conditions as the Company may think fit.
9. To undertake financial and commercial obligations, transactions and operations.

10. To guarantee the performance of the. obligations of and payment of dividends and interest on any stock or person in any case in which such guarantee may be considered likely directly or indirectly to further the objects of the Company or the interests of the share-holders.

11. To guarantee the payment of money unsecured or secured by or payable under or in respect of promissory notes, bonds, debentures, debenture-stock, contracts, mortgages, charges, obligations instruments and securities of any company or of any authority, supreme, municipal, local or otherwise or of any persons whomsoever, whether incorporated or not incorporated, and generally to guarantee or guarantee or become surety for the performance of any contracts or obligations.

12. To obtain, any rights, concessions, privileges, permissions and the like, periodically or otherwise, which may be considered conducive to the interests or the business of the Company from any Government, States, Municipalities, Local Boards. Museums, Libraries, or any authorities supreme, or otherwise and to carry out, use, exercise and comply with such rights, privileges. Concessions, permissions and arrangements. ‘

13. To subscribe for, absolutely or conditionally. Purchase or otherwise acquire and to hold, dispose of and deal in stocks and securities or obligations of any other company whether Indian or foreign.

14. Subject to the provisions of the Act to invest moneys of the Company not for the time being required for any of the purposes of the Company in such investments (other than shares or stock of this Company) as may be thought proper and to hold, sell or otherwise deal with such investments.

15. To borrow or raise or secure payment of money or to receive money on deposit at interest for any of the purposes of the Company, and at such time or times and in such manner as may be thought fit and in particular, by the issue of debentures. or debentures stocks perpetual or otherwise, including debentures or debenture stocks convertible into shares of this or any other company or perpetual annuities and as security for any such money so borrowed, raised or received. or of any such debentures, or debenture stock so issued to mortgage, pledge or charge the whole or any part of the property, assets, or revenue and profits of the Company present or future including its uncalled capital by special assignment or otherwise or to transfer or convey the same absolutely or in trust and to give the lenders power of sale and other powers as may seem expedient, and to purchase, redeem, or pay off

Vide special resolution passed at the Extra Ordinary General Meeting held on 21st April, 2006.

any such securities, provided, the Company shall not carry on Banking business as defined by the Banking Regulation Act, 1949 and subject to the provisions of the Act and directives of the Reserve Bank of India.

16. To open an account or accounts with any individual, firm or company or with any Bank or Shroffs and to pay into and to withdraw money from such account or accounts.

17. To draw, make, accept, discount, execute, endorse and issue bills of exchange and other promissory notes, bills of lading, warrants, debentures and other negotiable or transferable instruments or securities.

18. To apply for, purchase or otherwise acquire and protect, prolong and renew whether in India or elsewhere any, patents, patent rights, brevets, inventions, trademarks, designs, licenses, protections, concession 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 capable of being used for any of the purposes of the Company.

19. To spend money in experimenting on and testing and in improving or seeking to improve any patents, rights, inventions, discoveries, processes, or information of the Company or which the Company may acquire propose to acquire.

20. To equip expeditions and commissions and to employ and remunerate experts and other agents in connection therewith, with view to securing any of the objects of the Company.

21. To establish, provide, maintain and conduct research and other laboratories, training colleges schools and other institutions for the training, education and instructions to 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.

22. To acquire and undertake all or any part of the business, property and liabilities of any person or Company carrying on any business which this Company is authorized to carry on or possessed of property suitable for the purposes of the Company.

23. To take part in the supervision or control of the business or operations of any company or undertaking and for that purpose to appoint and remunerate any Directors, Accountants or other experts or agents.

24. To procure the registration or incorporation or recognition of the Company in or under the laws of any place in India or outside India.

25. 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 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 on Company in any manner it shall think fit for services rendered or to be rendered in obtaining subscriptions of or placing or assisting to place or to obtain subscriptions for or for guaranteeing the subscriptions of or the placing of any shares in the capital of the Company or any bonds, debentures, obligations or securities of the Company or any stock, shares, bonds, debentures, obligations or securities of any other Company may have an interest or 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.

26. To amalgamate, enter into partnership or into any arrangement for sharing profits, or into any union of interests, joint-venture, reciprocal concession or Company or Companies carrying on, or engaged in, or about to carry on or engaged or being authorized to carry on or engage in, any business or transaction which this Company is authorized to carry on or engage in or any similar business or transaction capable of being conducted- so as directly or indirectly to benefit this Company.

27. To enter into any arrangements and to take all necessary or proper steps with Governments or with other authorities, imperial, supreme, national, local, municipal or otherwise of any place in which the Company may have interests and to carry on any negotiations or operations for the purpose of directly or indirectly carrying out the objects of the Company or effecting any modification in the constitution of the Company or furthering the interests of its members and to oppose any such steps taken by any other company. firm or person which may be considered likely directly or indirectly to prejudice the interests of the Company or its members and to promote or assist- the promotion, whether directly or indirectly, any legislation which may seem disadvantageous to the Company and to obtain from any such Government authority or any Company any charters, contracts which the Company may think it desirable to obtain and carry out, exercise and comply with any such arrangements, charters, decrees, rights, privileges or concessions.

28. To adopt such means of making known the business of the Company as may seem expedient and in particular by advertising in the press, by circulars, by purchase and exhibition of works of art or interest, by publication of , books and periodicals and by granting prizes, rewards and donations. .

29. To undertake and execute any trust, the undertaking of which may seem to the Company desirable, either gratuitously or otherwise.

30. To apply the assets of the Company in any way in or towards the establishment, maintenance or extension of any association, institution or fund in any way connected with any particular trade or business or with trade or commerce generally including any association, institution or fund for the protection of masters, owners and employers against loss by bad debts, strikes, combinations, fire, accidents or otherwise or for the benefit of any clerks, workmen or others at any time employed by the Company or any of its predecessors in business or their families or dependants and whether or not in common with other persons or classes of persons and in particular of friendly, co-operative and other societies, reading rooms, libraries, educational and charitable institutions, refectories, dining and recreation, rooms, churches, chapels, schools and hospitals and to grant gratuities, pensions and allowances and to contribute to any funds raised by public or local subscription for any purpose whatsoever.

31. To make donations to such persons or institutions either of cash or any other assets as may be thought directly or indirectly expedient.

32. To communicate with Chambers of Commerce and other mercantile public bodies throughout the world and concert and promote measures for the protection to trade, industry and persons engaged therein.

33. To amalgamate with any other company whose objects mare to include objects similar to those of this Company.

34. To create any reserve, sinking fund, insurance fund, or any other special fund whether for depreciation or repairing, improving, extending or maintaining any of the Company or for any other purpose conducive to interest of the Company.

35. To distribute as bonus shares among members or place to reserve or otherwise to apply as the Company may from time to time think fit, any money received by way of premium on shares or debentures issued at premium by the Company and any moneys received in respect of forfeited shares and moneys arising from the sale by the Company of forfeited shares subject to the provisions of the Companies Act, 1956.

36. To aid, peculiarly or otherwise any association, body or movement having for an object the solution settlement or surrounding of industrial or labour problems or troubles or the promotion of industry or trade.

37. To subscribe or guarantee money for national, charitable, benevolent, public, social, general utility object or for any exhibition.

38. To establish and support or aid in the establishment and support of associations, institutions, funds, trusts and convenience calculated to benefit persons who are or have been Directors of or who are or have been employed by or who are serving or have served the Company or any company which is a subsidiary or associate of the Company or its predecessors in business or the dependents or connections of such persons and to grant pensions and allowance and to make payment towards insurance.

39. To carry on business either as principals, agents, leasors, trustees, contractors or otherwise, and either alone or in conjunction with others, and either by or through agents, subcontractors, trustees or otherwise.

40. Subject to provision of the Companies Act to distribute all or any of the property of the Company amongst the members in specie or kind in the event of winding up of the Company.

41. To help, promote, implement and contribute to rural development schemes, association, clubs and institutions connected with rural development.

42. To purchase or otherwise acquire land with or without buildings and machinery or to accept leases thereof, and on such land to erect buildings also to purchase and erect plant and machinery for the works and purposes of the Company.

43. To dig wells and tube-wells in the land, belonging to the Company or otherwise taken on lease and to make, build and construct, lay down and maintain any reservoirs, cisterns, culverts, filter beds, mains and other pipes for the purposes of storing and distributing water in the land of the Company for its proper maintenance, utility and cultivation.

44. To develop the resources and turn into account the land, buildings for the time being of the Company in such manner as may be deemed fit and in particular by clearing, draining, fencing, planting of fruit trees, gardening, dairy and agricultural farming or otherwise as may be considered suitable for the beneficial interests or the Company.

45. To establish maintain or otherwise subsidies any research laboratories, refineries or chemical workshops for the purpose of conducting scientific and technical research pertaining to or connected with any of the industry which this Company is authorized to carry on under the Memorandum of Association and thereby to improve or otherwise to make use of the inventions, discoveries, processes, technical know-how, patents and rights resulting from such scientific and research.

46. To remunerate or otherwise assist any person, firm or company for the services of technical nature rendered in India or elsewhere for conducting any research or experiments which may be calculated directly or in- directly, to enhance the intrinsic value of the products of the Company or which may seem capable of being profitably dealt with in connection with any of the business of the Company.

47. To provide for the welfare of the officers, employees, ex-officers and ex-employees of the Company and the wives, widows and families or the dependents or the connections of such persons, buildings or contributing to the building of houses, dwelling or chawls or any grant. of money, pensions, allowances, bonus or other payments; or by creating and from time to time sub- subscribing or contributing to provident or other associations, institutions, funds or trusts, and by providing or subscribing or contributing towards places of instructions recreation, hospitals, and dispensaries, medical and other attendance or other assistance as the Company shall think fit and subscribe or contribute to assist or to guarantee money to charitable, benevolent, religious, scientific, national, public, or any other institutions and objects which shall have any moral or other claim to support or aid by the Company either by reason of location of operation or of public and general utility or otherwise.

48. To carry on the business of Agency, Brokers, Principals Consultancy and enter into local & Foreign Collaboration.

49. To acquire, establish, run and conduct the business of flour mill, bakery, textile process house, rolling mill, oil, mill, dal mill, rice mill, krinting mills,

50. To act and carry on business as carriers, warehousemen, ship owners, shippers, charterers and shipping and forwarding agents.

51. To undertake and execute any contracts for works involving the supply or use of any machinery or other materials or articles and to carry out any ancillary or other works comprised in such contracts.

52. To carry on the business of mechanical, electrical, hydraulic, electronic, precision and general engineers, machine and engineering tool makers, fitters, boulder- makers,

iron foundries, brass foundries, smiths, wood-workers, pattern makers, mill-wrights, metal workers, iron and steel converters, ship builders, smiths, litters, Metallurgists, plate-makers, dredgers, tug-owners, wharfingers, salt refiners, and chemical manufacturers, builders of bridges and steel frame building and steel and iron structures of all kinds and to buy, sell, import, export manufacture, repair, convert, let on hire, and deal in machinery. rolling-stock, iron, steel, metal, implements, tools, utensils and conveniences of all kinds and generally to carry on the said business in all their branches or any business of a character similar or analogous to the foregoing or any other business or any other works or manufacturers.

53. To carry on the business or trades of manufacturers, importers, exporters, assemblers, processors, repairers, finishers, letters on hire or hire purchase and dealers of and in machinery and tools and accessories, abrasive equipment and abrasive plant of all kinds, wire drawing equipment, casting patterns, moulds, precision surface-finishes special alloy casting, heat treatment, sound reproduction equipment, electronic equipment cinematograph and photographic equipment, fire-fighting equipment and components or accessories for the same, engineers tools, gauges and measuring devices, hand tools, machine tools, power tools, household tools, hardware goods, machinery, tools and equipment of all descriptions for tools makers and for glazing, cutting and working on metal, glass tiles, stone, marble and rock substances and in any articles or things used for or in connection with any such business as aforesaid and of and in the raw or other materials for or component parts of or accessories to the same.

54. To purchase, take on lease, or otherwise acquire any _ mines mining rights and metallic ferrous land and to acquire Certificate of approval in the Union of India and any interest, therein, and to prospect, explore, work, exercise, develop, and turn to account the same.

55. To crush, win, get, quarry, smelt, calcine, refine, dress beneficiate, amalgamate, manipulate, wash and convert into merchantable, sell, buy, import, export or deal in all types of ore, smelt and mineral substance of all kinds including manganese, barleys, iron ore, mica, coal, lime-stone and all other minerals and metals, cement glasses, all products, clays, bricks, tiles, pipes, pottery, refractory and ceramic wares of all kind.

56. To produce, manufacture, refine, prepare, import, export, buy, sell and generally to deal in iron and steel in all forms and/or by-products thereof and to carry on the trade or business of iron makers, steel makers, steel converters, rolled steel makers, miners, smelters, engineers, tinplate makers and iron foundries in all their branches, manufacturers of all sorts of bars, rods and other sections sheets and plates, wires and wire products of iron and steel and other metals and to search for, get, work, make

merchantable sell and deal in iron steel and other - metals ferrous or non-ferrous, old or new, coal, minerals and substances.

57. To purchase and acquire any ginning, pressing, spinning, weaving, manufacturing factory, press mills, business, or concern.

58. To carry on the business of manufacture of cotton, silk artificial silk, wool, flax, hemp and jute and similar fibres and of merchants, importers and growers of and dealers in cotton, silk, wool, flax, hemp and jute and all products thereof; and the business of cotton spinners and doublers, silk, wool, flax, hemp, and jute spinners, combers and weavers and/or dyers, bleachers, cleaners and finishers and manufacturers of and dealers in dyeing and bleaching materials, and manufacturing and general chemists and druggists and to comb, spin, wind weave, scour clean, prepare render marketable and buy, sell or deal in cotton, silk, flex, hemp, jute, wool and other like substances, and to manufacture, work up, buy, sell and deal in linen, cloth, silk, satin, satinette, plush, velvet, velveteen, yarn, thread, and other goods and fabrics and to carry on business of ginning and pressing and to supply power.

59. To manufacture and carry on the business of film productions, silent as well as talking in all or any of the languages spoken in the world which may be Topical, News, Educational, Dramatic, Comic, Advertisement, Cartoons, Coloured synchronized and film or film of any other kind to be hereinafter devised.

60. To exhibit, distribute, give or take on hire, exchange, purchase or sell and to deal in any manner in films both of Own manufacture or other manufacture, Indian or Foreign, in India or elsewhere outside India and to establish branches or agencies in India or elsewhere outside India and also to engage agents or representatives for the above or any other purposes of the company and to remunerate such agents, representatives and servants of the Company and to manufacture, produce and exhibit Cinematographic films and pictures and to engage Directors, Actors and other servants, Authors, Play-writers, Dramatists, Dialogue and Scenario writers, Film Editors, Story writers and other persons, Technicians, Engineers, Sound Experts, Cameramen, Musicians, Art Directors, Artists, Painters, Carpenters and other experts necessary for conducting the business of the Company and to pay and remunerate persons so engaged.

61. To construct, purchase or take on lease Cinematograph theatres, cinema halls and other buildings and works convenient for the purposes thereof and to manage, maintain and carry on such theatres and other buildings, when so erected on.

62. To carry on and undertake any transaction, operation or business as financiers, concessionaries guarantors, agents and contractors and to undertake and carry out all such operations and transactions as an individual - capitalist may lawfully undertake and carry out.

63. To carry on the business as general merchants, traders in goods and commodities on ready or forward basis, commission Agents, buying and selling agents, brokers. importers, exporters and to act as manufacturers representatives.

64. To manufacture, sell, prepare or otherwise deal in chemicals import entitlements, packing, material of various types and forms made of wood, metal, corrugated sheets, tin-plates, craft and craft paper, rubber and glass used in the preparation of wooden boxes ammunition covers, steel barrels, glass ampoules and vials and packing material required for use in the Defense Department or otherwise for transit of the goods and stores.

65. To manufacture, sell, and carry on business of industrial gases i.e., oxygen, acetylene, argon, nitrogen, carbon oxide, nitrous oxide, freon etc., in gas and in liquid form.

66. To carry on business of products and manufactures of V oxygen dissolved acetylene, nitrogen, argon, hydrogen, carbon dioxide, nitrous oxide, freon carbonic acid and other gases or kindred substances or any compounds thereof by any process, and of selling or supplying such gases, substances and compounds or any of them to such purposes as the Company may from time to time think desirable.

67. To carry on the business of gas makers, mechanical engineers, iron founders, brass founders, metal workers, boiler makers, mill wrights, machinists, iron and steel, converters, smiths, wood workers, metallurgists, electrical engineers, water supply engineers, farmers, printers, carriers and manufacturers of agricultural implements

68. To carry on the trades or business of iron masters, steel makers, steel converters, colliery proprietors, coke manufacturers, miners, smelters, engineers tin plate makers and Iron founders, in all their respective branches.

69. To produce steel bricks and hails from steel scrap and cast iron scrap.

70. To carry on the business of an estate and to buy underwrite, invest in, acquire, hold, and deal in shares, stocks, debentures, debenture stock, bonds, obligations and securities Issued or guaranteed by such company constituted or carrying on business in India or elsewhere and debenture, debenture stock, bonds, obligations and securities

issued or guaranteed by any Government, state, dominions, sovereign rulers, commissioners, public body or authority, supreme, municipal, local or otherwise, firm or person whether in India or elsewhere.

71. To carry on the business of running motor lorries, motor, taxis, motor minibuses and conveyances of all kinds and on such lines and routes as the Company may think fit and to transport passengers and goods and generally to do the business of common carriers.

72. To carry on the business of hotel, restaurant, cafe, tavern, refreshment room and boarding and lodging houses keepers, beer house keepers, licensed victuallers, wine, beer and spirit merchants, aerated mineral and artificial water and other drinks, purveyors, caterers for public amusements, generally dealers in ivory, novelty and other goods and as general merchants, garage proprietors livestock stable keepers, job masters, farmers, dairymen, importers and brokers of food, alive and dead Stock and foreign produce of all descriptions, hairdressers, perfumers, chemists, proprietors of clubs, baths dressing rooms, laundries, reading writing and news- paper room. libraries grounds and places of amusements, recreation spots, entertainment and instructions of all kinds, tobacco and cigar merchants, travel agents Bank Mukadams for railways, shipping and airways, and road ` transport corporations, companies or bodies and carriers by land, water and air, barge property and freight contractors, forwarding agents, clearing agents, stevedores, ship chandlers, caterers in railway, airlines and steam ship companies, underwriters and insurers of ships, crafts. goods and other property, theatrical and opera box office proprietors, cinema exhibitors, producers and distributors and merchants, refrigerating storekeepers, and as proprietors conducting safe deposit vaults, general agents, ice merchants, and carry on the business of running night clubs, swimming pools, plying of launches and boats, bakery and confectionary.

73. To carry on business as bakers and manufacturers of and dealers in bread flour, rava maida, biscuits and farinaclous compounds and materials of every description.

74. To carry on business of manufacturers of and dealers in sugar, gur, khandsari, sugar candy, chocolate, coffees and other allied products.

75. To carry on the business of stationers, printers litho- graphers, stereotypes, electrotipers, photographic printers, photo lithographers, engravers, dye sinkers, envelope manufacturers, book-binders, account book manufacturers, machine rulers, numerical printers, paper makers, paper bag and account book makers, box makers. cardboard manufacturers, type founders, photographers, manufacturers of and dealers in playing, visiting, railway festive, complimentary and fancy cards and alentines, dealers in parchment, dealers in stamps, agents for the payment of a stamp and other

duties, advertising agents, designers, draftsmen, ink manufacturers, pen, ball pen and pencil manufacturers, booksellers, publishers, paper manufacturers and dealers in the material used in the manufacture of paper engineers, cabinet makers and dealers in or manufacturers of any other articles or things of a character similar or analogous to the foregoing or any of them or connected therewith.

76. To carry on the business as manufacturers and dealers in boots, shoes, clogs, all kinds of foot-wear and leather and plastic goods, lasts, boots, trees, laces, buckles, leggings, boot-polish, accessories and fittings.

77. To carry on business as goldsmiths, silversmiths, jewelers, gem merchants, watch and clock repairers, electroplaters, dressing bag makers, importers and exporters of bullion, and buy, sell and deal (wholesale and retail) in bullion, precious stones, jewellery, watches, clocks, gold or silver plates, cups, shields, electroplated, cutlery, dressing bags, bronzes, articles of virtue, objects of art and such other articles and goods as the Company may consider capable of being conveniently dealt in relation to its business and to manufacture and establish factories for manufacturing goods for the above business.

78. To carry on business as manufacturers and dealers of radios, television sets, teleprinters, telecommunication and electronic equipments, computers, business machines and their components, including valves, transistors, resistors, condensers and colls.

79. To carry on business of manufacturers or dealers in typewriters, calculating machines, computers, cleaners, office equipments, sewing and printing machines, air-conditioning equipments, air-conditioning equipment, air-conditions, refrigerators, coolers, ice cream manufacturing machinery and to maintain air-conditioned godowns for storage of goods.

80. To carry on business of a steam and general laundry, and to wash, clean, purify, scour, bleach, wring, dry, iron, colour dye, disinfect, renovate and prepare for use all articles of wearing apparel, household domestic and other cotton, silk and woolen fabrics, repair, let on hire, alter, improve, treat and deal in all apparatus, machines, materials and articles of all kinds which are capable of being used for any such purposes.

81. To acquire or set up and run hospitals, clinics, nursing homes, maternity and family planning units or pathological laboratories and optician shops.

82. To carry on the business of cold storage of fruits, vegetables, seeds, fish, meat, agricultural products, milk and dairy products and other perishable items.

83. To carry on all or any of the business of builders, engineers and contractors, architects, decorators, merchants and dealers and manufacturers in stone, sand, lime, bricks, cement, timber, hardware, and other building materials and acting as house agents.

84. To establish and work cement factories, and to carry on the business of cement manufacturers, lime burners and ceramics, including sanitary fitting and china ware.

85. To carry on the business of manufacturers or dealers of tractors, automobiles, earth moving equipments, internal combustion engines, boilers, locomotives and compressors.

86. To manufacture and or deal in automobile part, spare parts and components of machineries and to act as agents for manufacturers of various parts and components.

87. To cultivate, grow, produce, or deal in any agriculture, vegetable or fruit products, and to carry on all or any of the business of farmers, dairymen, milk contractors, dairy farmers; and milk products, condensed milk and powdered milk, cream cheese, butter. poultry, fruits, fruit essences vegetables, cash crops and provisions of all kinds, growers, of and dealers in corn, hay and straw, seedsmcn, and nurserymen all types of flowers, products, flower essences, and to buy, sell, manufacture, and trade in any goods usually traded in any of the above business or any other business inclusive of staple foods and medicinal preparations from milk vegetable flowers and animal products or any substitute for any of them associated with the farming interests which may be advantageously carried on by the Company.

88. To cultivate tea, coffee, cinchona. rubber and other produce and to carry on the business of planters in all its branches, to carry on and do the business of cultivators, winners and buyers of every kind of vegetable, mineral, or other products of the soil, to prepare, manufacture and render marketable any such products, and to sell, dispose of and deal in any such produce, either in its prepared, manufactured or raw state, and either by wholesale or retail.

89. To establish and maintain shipping lines and plying vessels between any parts and to carry on business as freight contractors, carriers, barge owners, forwarding and clearing agents.

90. To carry on the manufacture and sale of patent medicines and preparations, and generally to carry on the business of manufacturers, buyers, sellers of and dealers in all kinds of medicines and medical preparations and drugs whatsoever and obtain patents for them.

91. To carry on the business of manufacturers of or dealers in soap, cosmetics, perfumes and toilet requisite, PUIP and paper of all kinds, and articles made from paper or pulp and materials used in the manufacture or treatment of paper, including cardboard, mill boards and wall and ceiling papers and packaging cartons and news prints and photographic raw films.

92. To manufacture and deal in all chemical products such as coal and coal tar products, and their intermediates, dyes, drugs', medicines and pharmaceuticals, petroleum and its products and derivatives, paints, pigments and varnishes, explosives and ammunitions, vegetable oils, their products and derivatives, all types of heavy chemicals such as Sulpuric and other acids, caustic soda ash etc., all types of textile chemicals, and sizing and finishing materials, cement and allied products, photographic chemicals, clay and boards, including straw boards, soap, glycerin and allied products, all industrial and pharmaceutical, organic and inorganic chemicals, fertilizers, pesticides, manures, fungicides, and allied products, fats, waxes, and their products, hides, skins and leather.

93. To carry on the business of purchase and sale of petroleum and petroleum products, to act as dealers and distributors for petroleum companies, to run service station for the repairs and servicing of automobiles and to manufacture or deal in fuel oils, cutting oils, greases.

94. To carry on the business of manufactures and dealers in all types of rubber, leather, celluloid, Bakelite, plastic and other chemicals, rubber and plastic goods, particularly industrial rolls, rollers, sheets, beltings, and consumer goods such as tyres, tubes and other allied products, chappals, shoes, medical and surgical goods, and all other kinds of products.

95. To carry on the business of iron founders, makers of scientific, industrial and surgical instruments mechanical engineers and manufacturers of agricultural implements and other machinery, steel castings and forgings and malleable iron and steel castings, tool markers, brass founders, metal workers, boiler makers, mill wrights, machinists, iron and steel converters, smiths, wood workers, builders, painters, metallurgists, electrical engineers, water supply engineers, gas makers, farmers, printers, carriers and to buy, sell, manufacture, repair, convert, let on hire and deal in machinery implements rolling stock and hardware of all kinds.

96. To carry on business of electrical engineers, electricians, contractors, manufacturers, constructors, suppliers of and dealers in electric and other appliances electric motors, fans, lamps, furnaces, household appliances, batteries, cables, wireless, dry cells accumulators, lamps and works and to generate, accumulate, distribute and supply heat, motive power, and for all other purposes for which electrical energy can be employed, and to manufacture, and deal in all apparatus and things required for or capable, of being used in connection with the generation, distribution, supply, accumulation, and employment of electricity, including in the terms electricity all power that may be directly or indirectly derived there from or may be incidentally hereafter discovered in dealing with electricity.

97. To carry on the business of manufacturing, assembling, buying, selling, reselling, exchanging, altering, importing, exporting, hiring, letting on hire, distributing or dealing in ships boats, barges, launches, submarine, and other under water vessels, aeroplanes, aeroengines, airships, sea planes, flying boats, hydro planes and aircrafts and aerial conveyances of every description and kind for transport or conveyance of passengers merchandise or goods of every description whether propelled or assisted , by means of petrol, spirit, electricity, steam, oil, vapour, Rus. petroleum, mechanical, animal or any other motive power and all component parts, accessories, equipments and apparatus for use in connection therewith.

98. To carry on the trade or business of manufacturing, assembling, buying, selling, reselling, exchanging, altering, importing, exporting, hiring, letting on hire, or distributing or dealing in railway carriages, wagons, carts, vehicles, rolling stocks and conveyance of all kinds, whether for railways, tramways, road, yield or other traffic or purposes, and also railways and tramways, plant and machinery, materials and things applicable for use as accessories thereto and of letting or supplying all or any of the things hereinbefore mentioned coal proprietors, railways and other companies and other persons and of repairing and maintaining the same

respectively whether belonging to this Company or not and of selling, exchanging, and otherwise dealing in the same respectively.

99. To carry on the business of machinists, makers of machinery, manufacturers of pressed bowls, mechanical engineers marine engineers, iron founders, brass founders, iron and steel converters, metallurgists, smiths and wood workers, iron masters, steel makers, blast furnace proprietors, repairers, boiler makers, smiths, sand-blast proprietors, consulting engineers, electrical engineers, asbestos manufactures, japanners, annealers, enamellers, electric and chromium platters, polishers, painters, garage proprietors, blacksmiths, tin smiths, lock smiths, iron mongers, alloy makers, metal platters, wire weavers and to buy, sell manufacture, repair, convert, let on hire and deal in plant, machinery, tools, implements, utensils, rolling stock and hardware of all kinds.

100. To manufacture any and sell machinery, stores, engineering products of all kinds and description and to carry on the business of suppliers and dealers in all types of machinery and in all products intended for use in foundry and treatment of metals.

101. To carry on the business of manufacturers of or dealers in arms and ammunition subject to provisions of law.

102. To carry on the business of manufacturers of or dealers in glass products, including sheet and plate glass, optical glass, glass wool and laboratory ware.

103. To carry on the business of manufacturers of or dealers in industrial machinery of all types. including bearing, speed reduction units, pumps, machine tools and agricultural machinery and earthmoving machinery including road rollers, bulldozers, dumpers, loaders shovels and drag lines and light engineering goods such as cycles and sewing machines and their components,

104. To carry on the business of manufacturers of or dealers of ferrous or non-ferrous metals, including iron and steel, aluminum, brass, tin, nickel, special steel and their products.

105. To carry on business as manufacturers, dealers, stockiest, importers and exporters of engineering drawing sets, builders, hardware steel rules, measuring tapes, cutting, tools, hand tools, precision measuring tools, machine tools, garage tools, hardware tools, instruments, apparatus and other machinery plant, equipment, articles, appliances, their component parts, accessories and allied things.

106. To carry on business as manufacturers, dealers, stockiest, exporters and importers of bolts, nuts, nails, rivets, hinges, hooks and all other hardware items of all types and descriptions.

107. To carry on business as manufacturers, dealers, stockiest, importers and exporters of forging, casting, stampings, · of all metals, machinery parts, moulds, press tools, jigs, textures, injections and compression moldings, steel products, automobile parts of all kinds.

108. To carry on business as manufacturers, stockiest, importers, exporters, repairers and dealers in dynamos, motors, armatures, magnets, batteries, conductors; insulators, transformers, converters, switch boards, cookers, engines, guns, presses, insulating material, and generally electric plant, appliances and suppliers of every description.

109. To carry on the business as manufacturers, dealers, stockiest, importers and exporters of buckets, bath, tubs, tanks, trunk metal furniture, safes, chimneys, pipes.

110. To carry on business as manufacturers, processors, dealers, stockiest, importers and exporters of wearable and un-wearable cloth, garments, hosiery fabrics, high density polyethylene and polypropylene, woven, sacks, tarpaulins of various qualities and types.

111. To carry on business of dairy farming, dairy products, and allied products.

112. To carry on business as manufacturers, dealers, stockiest, importers and exporters of general goods, suppliers, commission agents and clearing and forwarding agents, to carry on all or any of the business of wholesale and retail in all kinds of merchandise such as textile, yarn, steel, spices, dry fruits, chemicals, dyes and grains.

113. To carry on business of timber and timber merchants, timber yard and sawmill proprietors, and to buy, sell, prepare for market, import, export and deal in timber and wood of all kinds and to manufacture and deal in articles of all kinds in the manufacture of which timber or wood is used, to carry on the business of logging and lumbering, purchasing, acquiring, and leasing, timber berths, and so far as may be deemed expedient the business of general merchants or any other business.

114. To mortgage, or take on mortgage, lease, take on lease exchange or otherwise deal in lands, buildings, hereditaments of any tenure or freehold and carry on the business as leasing company.

115. To procure or develop and supply or provide technical know-how, process formulas, for the manufacture or processing of goods, materials, or in the installation or erection of machinery or plant for such manufacture or processing, or in the working of mines, all wells or other sources of minerals deposits, or in search for or discovery or testing of mineral deposits, or in carrying out any operations relating to agriculture, animal husbandry, dairy or poultry farming, forestry or fishing or rendering services in connection with the provision of such technical know-how.

116. To carry on the profession of consultants on management, employment, engineering, industrial, turnkey projects and technical matters to industry and business and to act as employment agents. To carry on the business of printing and publishing books, magazines, journals and newspapers and to act as agents in connection therewith.

117.- To undertake or arrange for the writing and publication, books, magazines, journals or pamphlets on subject relating to trade, commerce, industry, agriculture, banking, insurance, investment, taxation, hnance, economics, law and other subjects.

118. To acquire or set up and run schools, colleges, training and professional institutions and music and dance centre.

119. To carry on all or any of the business of transport, cartage and haulage contractors, garage proprietors, owners and charterers of road vehicles, aircrafts, ships, tugs, barges and boats of every description, lightermen, carriers, of goods and passengers by road, rail, water or air, carmen, cartage contractors, stevedores, wharfingers, cargo, superintendents, packers, hauliers, warehousemen, storekeepers and job masters.

120. To carry on the business of importers, exporters, dealers, stockiest, suppliers and manufacturers of commercial, industrial and domestic plastic products of any nature, substance and form, and of any raw material including styrene, polystyrene, vinyl, acetate and copolymers and other allied materials, acrylics and polyesters, poly carbonates and polyether's and epoxy resins and compositions silicon resin and compositions, P.F., U.F., and other thermoplastic moulding - compositions including

prefabricated sections and shapes, cellulosic plastics and other thermo setting and thermo plastic materials (of synthetic or natural origin), colouring materials, plastic and resinous materials and adhesive compositions.

121. To carry on business as manufacturers of petrochemicals and its by-products and corresponding products.

122. To carry on the business of speculation in shares, stocks, debentures, debenture stock, bonds, obligations and securities issued and commodities permitted by any law for the time being in force in the country.

123. To carry on business of manufacturers, dealers, exporters and importers of all varieties of steel, special steel, carbon steel, tool alloys steel and any grades of the steel.

IV. The liability of the members is limited.

****“V. The Authorised share capital of the Company is Rs. 5,00,00,000/- (Rupees Five Crores only) divided into 1,00,00,000 Equity shares of face value of Rs. 5/- each with the rights, privileges and conditions attaching thereto as are provided by the regulations of the Company for the time being, with power to increase and reduce the capital of the Company and to divide the shares in the Capital for the time being into several 4 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 regulations of the Company and to vary, modify or abrogate any such rights, privileges or conditions in such manner as may for the time being, be provided by the regulations of the Company.”**

Vide special resolution passed at the Annual General Meeting held on 14th July, 2007.

****Altered vide Special Resolution passed by members through Postal Ballot process on 19th February, 2019 (Sub-division of the Equity Shares of the Company, pursuant to Section 13, 61 and other applicable provisions of Companies Act, 2013).**

We the several persons, 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 against our respective names :

Sr. No.	Names, addresses, descriptions and occupations of subscribers	No. of shares taken by each subscriber	Signature of Subscribers	Signature, names, addresses, descriptions and occupations of witnesses
1.	RAMESHCHANDRA T. DALMIA S/O LATE TARACHAND DALMIA S.A. RANE SADAN, 2ND FLOOR, NATWARNAGAR, 5TH FLOOR, JOGESHWARI (EAST), BOMBAY – 400 060. OCCUPATION : SERVICE	10 (TEN)	Sd/-	Witness for Subscribers 1 to 7 : MOHANLAL BHANDARI, SON OF SHRI GHEWARCHAND BHANDARI, SHEEL CHAMBERS 10, CEWASJI PATEL ST. BOMBAY – 400001. CHARTERED ACCOUNTANTS
2.	VIJAY KUMAR KHOWALA S/O. PURANMAL KHOWALA 252, KRISHNA BHAWAN, WALKESHWAR ROAD, BOMBAY – 400 006. OCCUPATION – BUSINESS	10 (TEN)	Sd/-	
3.	SUNIL P. SHARAF S/O. PURSHOTTAM SHARAF 14/21, DADYSETH, AGIARY LANE ANAND BHAVAN, 4 TH FLOOR BOMBAY – 400 002. OCCUPATION : STUDY	10 (TEN)	Sd/-	
4.	KAILASH BAJAJ, S/O. GIRDHARILAL BAJAJ, 9 TH SHIVALAYA BLDG., M.G. ROAD, VILEPARLE, BOMBAY – 400 057. OCCUPATION : SERVICE	10 (TEN)	Sd/-	
5.	MANOHARLAL BHATTAI, S/O. SHRI BITHALDAS BHATTAI C/O. LALIT CLOTH CO., 86, 2 ND CAVEL CROSS LANE, BOMBAY – 400002. OCCUPATION : SERVICE	10 (TEN)	Sd/-	
6.	ASHOK KUMAR KOTHARI S/O. SHRI HASTIMAL KOTHARI INDIRA BHAVAN, QUARRY ROAD, MALAD (EAST), BOMBAY – 400064. OCCUPATION : BUSINESS	10 (TEN)	Sd/-	
7.	PANKAJ KUMAR BHANDARI S/O. SHRI PRAKASHMAL BHANDARI 617, COTTON EXCHANGE BLDG., KALBADEVI ROAD, BOMBAY – 400 002. OCCUPATION : SERVICE	10 (TEN)	Sd/-	
		70 (SEVENTY)		

BOMBAY, THIS 10TH DAY OF NOVEMBER, 1982