



E-LAND
APPAREL

E-Land Apparel Limited

(Formerly known as "Mudra Lifestyle Limited")

MEMORANDUM OF ASSOCIATION

AND

ARTICLES OF ASSOCIATION

For E-Land Apparel Limited

Sunita Kanungo
Sunita Kanungo
Company Secretary
Mem. No : A16678





GOVERNMENT OF INDIA
MINISTRY OF CORPORATE AFFAIRS
Registrar of Companies, Mumbai
Everest , 100 , Marine Drive Mumbai - 400002, Maharashtra, INDIA

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

Corporate Identification Number (CIN): : L17110MH1997PLC106945

I hereby certify that the name of the company has been changed from MUDRA LIFESTYLE LIMITED to E-Land Apparel Limited with effect from the date of this certificate and that the company is limited by shares.

Company was originally incorporated with the name BOMBAY FINE FABRICS PRIVATE LIMITED

Given under my hand at Mumbai this Second day of February Two Thousand Fifteen.

Signature Invalid
Digitally signed by RAJENDER SINGH MEENA
Date: 2015.02.02 17:19:30 GMT+05:30

RAJENDER SINGH MEENA
Deputy Registrar of Companies
Registrar of Companies
Mumbai

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

E-Land Apparel Limited
Office No. 509, 5th Floor, Western Edge-I,, Western Express Highway, Magathane,
Borivali(East),
Mumbai - 400066,
Maharashtra, INDIA



No. 11-106945

FRESH CERTIFICATE OF INCORPORATION
CONSEQUENT ON CHANGE OF NAME

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

In the matter of MUDRA TEXTILES LIMITED

I hereby approve and signify in writing under Section 21
of the Companies Act, 1956 (Act of 1950) read with the
Government of India, Department of Company Affairs,
Notification No. G.S.R. 507E dated the 24th June 1925 the
change of name of the Company.

from MUDRA TEXTILES LIMITED

to Mudra Lifestyle Limited

and I hereby certify that MUDRA TEXTILES LIMITED

March 1997 which was originally incorporated on 31st
day of under the Companies Act, 1956 and under the name
BOMBAY FINE FABRICS PRIVATE LIMITED having
duly passed the necessary resolution in terms of section 21/22/(1)
(a)/22(1) (b) of the Companies Act, 1956 the name of the said
Company is this day changed to
Mudra Lifestyle Limited

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

Given under my hand at MUMBAI this 2nd

DECEMBER

2005

~~REGISTERED OFFICE~~



(A. S. SINGH)
Asstt Registrar of Companies
Maharashtra, Mumbai.



No. 11, 106945

CERTIFICATE OF CHANGE OF NAME
UNDER THE COMPANIES ACT, 1956.

In the matter of MUDRA TEXTILES PRIVATE LIMITED

I do hereby certify that pursuant to the provisions of section 23 of Companies Act, 1956 and the Special Resolution passed under Sec. 31/44 of the Companies Act by the Company at its ~~Annual~~ Extra-Ordinary General Meeting held on 26th November 2005

the name of "MUDRA TEXTILES PRIVATE LIMITED"

has this day been changed to "MUDRA TEXTILES LIMITED"

and that the said company has been duly incorporated as a company under the provisions of the said Act.

Dated this 1st day of DECEMBER

2005.

(A.S.SINGH)
Asst. Registrar of Companies
Maharashtra, Mumbai.



No. 11-106945

FRESH CERTIFICATE OF INCORPORATION
CONSEQUENT ON CHANGE OF NAME

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

In the matter of BOMBAY FINE FABRICS PRIVATE
LIMITED

I hereby approve and signify in writing under Section 21
of the Companies Act, 1956 (Act of 1956) read with the
Government of India, Department of Company Affairs,
Notification No. G.S.R. 607E dated the 24th June 1985 the
change of name of the Company.

from BOMBAY FINE FABRICS PRIVATE LIMITED

to MUDRA TEXTILES PRIVATE LIMITED

and I hereby certify that BOMBAY FINE FABRICS PRIVATE
LIMITED


which was originally incorporated on 31st
day of March 1997 under the Companies Act, 1956 and under the name
BOMBAY FINE FABRICS PRIVATE LIMITED having
duly passed the necessary resolution in terms of section 21/22(1)
(a)/22(1)(b) of the Companies Act, 1956 the name of the said
Company is this day changed to

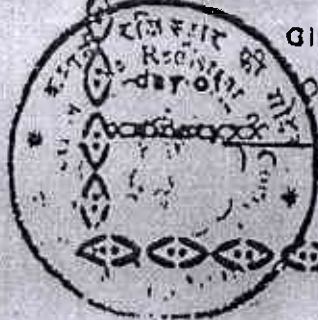
MUDRA TEXTILES PRIVATE LIMITED and this
certificate is issued pursuant to Section 23(1) of the said Act

Given under my hand at MUMBAI this 10th

October 2001

XXXXXXXXXXXXXXXXXXXXXXXXXXXX


(B. CHANDRA)
DY. Registrar of Companies
Maharashtra, Mumbai.





प्रमाण. अर्थ. अर्थ.

Form I. F.

निगमन का प्रमाण-पत्र

CERTIFICATE OF INCORPORATION

ह. _____ की सं. _____
No. 11-106945 of Date 1997

मे एतद्वारा प्रमाणित करता हूँ कि आज _____

कम्पनी अधिनियम 1956 का सं. 1) के अधीन विद्यमान की गई है और वह कम्पनी सीमित है।

I hereby certify that BOMBAY FINE FABRICS PRIVATE LIMITED

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

मेरे हस्ताक्षर से आज का. _____ को दिवस पर।

Given under my hand at MUMBAI this THIRTYFIRST day of MARCH One thousand nine hundred and NINETYSEVEN



(Y. M. DEOLIKAR)
कम्पनियों का रजिस्ट्रार

ADDL. Registrar of Companies

जे. एच. सी. 1
J. S. C. 1

119/एच.एच.एच./प्रमाणित/20,000-3-4-93-प्रमाणित
118/MFS/CW/Ca/92-20,000-3-4-93-GIPG.



THE COMPANIES ACT, 1956

COMPANY LIMITED BY SHARES

**MEMORANDUM OF ASSOCIATION
OF
E-LAND APPAREL LIMITED
(formerly known as Mudra Lifestyle Ltd.)**

- I. The name of the Company is E-Land Apparel Limited.
- II. The Registered Office of the Company will be situated in the state of Karnataka.*
- III. The objects for which the Company is established are:
 - A. THE MAIN OBJECTS OF THE COMPANY TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION:
 1. To carry on the business of manufacturers, spinners, combers, doublers, twisters, winders, weavers, processors, dyers, bleachers, ginners, water proofers, printers, packers, balers of cotton, yarn, wool, silk, artificial silk, nylon, polyester, linen, rayon and fabrics whether artificial or natural and whether felted, knitted or looped.
 2. To carry on the business as manufacturers, consigners, agents, traders, wholesalers, retailers, importers & exporters in textiles, cotton, wool, silk, nylon, silk materials, raw silk, ropes, cards, milliners, surgical cotton, surgical bandages, gauze, sanitary and other textile goods including wearing apparel, readymade garments and made-ups.
 - B. THE MAIN OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECTS:
 3. To purchase, comb prepare, spin dye, and deal in artificial silk and other synthetic fibres and yarns, cotton, flax, hemp, jute, wool, silk and fibrous substances.
 4. To weave, knit and otherwise manufacture, buy sell and deal, artificial silk and other synthetic fibres and yarns, lines, cloth and other goods and fabrics, whether textile, felted, netted or looped.
 5. To carry on all or any of the following businesses namely manufacturers of artificial silk fibers yarns and fabrics, other varieties of synthetic fibers and yarn fabrics such as nylons, cotton spinners and doubler, flax, hemp and jute spinners linen and cloth manufacturers, flax, hemp, jute and wool merchants, wool chants worsted stuff manufacturers bleachers and dyeing materials and raw materials and chemicals required in the production of synthetic fibers and yarns.
 6. To acquire from time to time and to deal in all such goods, chattel and effects as may be necessary or convenient for business for the time being carried on by the Company.
 7. To negotiate and/or enter into agreements and contracts with individuals, firms, companies, corporations and other organizations, foreign or Indian for obtaining or providing technical, financial or any other assistance for carrying out of the objects of the company and for technical collaborations and also for the purpose of activating research and development of manufacturing projects on the basis of know how and/or financial participation and to acquire or provide necessary formulae, patent rights for furthering the objects of the Company.

***NOTE: Altered vide Special Resolution passed by members through Postal Ballot on 22nd March, 2017 for shifting of Registered Office from State of Maharashtra to State of Karnataka.**



8. To enter into any arrangement with Government of India, Government of Maharashtra, or any other Government or State or Local authority, or otherwise which may appear to the Company conducive to the Company's objects or any of them and to obtain from any such Government or authorities any rights, privileges and concessions which the Company may think desirable or expedient to obtain and to comply with any such arrangements, rights privileges and concessions.
9. To amalgamate, enter into partnership or any arrangement for sharing of profits, union of interest, co-operation, joint venture or reciprocal concessions or for limiting competition or otherwise with any person or company carrying on or engaged in or about to carry on or engage in any business or transaction which the Company is authorized to carry on.
10. To set up branch offices, agencies, depots, showrooms in or outside India and to employ the managers, representatives, agents, technicians and others for the purposes of carrying on all or any of the objects of the Company.
11. To apply for, promote and obtain under any act of the Parliament, Charter, privilege, concession, license or authorization of any government, State or Municipality provisional of any government order or licence of any authority for enabling the Company to carry out any of the objects into effect or for extending any of the powers of the Company or for effecting any modification of the constitution of the Company or for any other purpose which may seem expedient and to oppose any proceeding or application which may seem calculated directly or indirectly to prejudice the interest of the Company or its members.
12. To expend money in experimenting developing, planning and testing and in improving or seeking to improve any patent rights, inventions, discoveries, processes or information of the Company or which the Company may acquire or propose to acquire.
13. To use trade marks, trade names or brands for the products and goods of the Company.
14. To establish laboratories for control of the quality of raw materials, intermediates and finished products and to carry out the research and investigations to the process, improve and invent new and better techniques and method of products co-products, joint products and by-products for the aforesaid business of the Company.
15. To purchase, take on lease or license or tenancy or in exchange, hire or otherwise any real and/or personal property and any rights or privileges, in India or abroad which the Company may think necessary or expedient for the purposes of its business or may enhance the value of any other property of the Company by constructing, altering, improving, decoration, furnishing and maintaining the same and particular, any land (freehold, leasehold or other tenure), building, easement, machinery, plant, etc.
16. To pay out of the funds of the Company the costs and expenses incurred, which the Company may lawfully pay in connection with all matters, preliminary or incidental to the formation and incorporation of the Company or the issue of its capital, including brokerage and commission or for obtaining applications, taking placing or under writing or procuring and underwriting of shares debentures or other securities of the Company.
17. To procure the Company to be recognized in any part of the world outside India.
18. To open bank account(s) of any kind including overdraft with any bank(s) and to operate the same in the ordinary course of business.
19. To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, hundies, bills of lading, warrants, debentures and other negotiable and transferable instruments.



20. To establish or promote or concur in establishing or promoting any company having objects similar for the purpose of acquiring all or any of the properties, rights and liabilities of the Company and to place or guarantee the placing of, subscribe for or otherwise acquire all or any part of the shares, debentures or other securities of any such other Company.
21. To take or otherwise acquire and hold shares, stocks or debentures in any other company having objects altogether or in part similar to those of the Company.
22. To lend and advance money or to give credit to such persons, firms, companies, corporations or institutions on such terms as may seem expedient and in particular to customers and other having dealing with the Company and to release or discharge any debts or obligations owing to the Company.
23. To invest and deal with the surplus money and other assets of the Company, not immediately required, in such manner as may from time to time be determined by the Board of Directors of the Company.
24. To invest, any real or personal property, right or interest acquired by or belonging to the Company in any person or Company on behalf of or for the benefit of the Company and with or without any declared trust in favour of the Company.
25. Subject to Provisions of Section 58 A of the Companies Act, 1956 and directives of the Reserve Bank of India to receive money on deposits or loans and borrow or raise money in such manner as the Board of Directors of the Company shall think fit and in particular by the issue of bonds, debentures, debenture-stocks perpetual or otherwise and to secure the repayment of any money so borrowed, raised or owed by mortgage, charge or lien upon all or any part of the property or assets of the Company, both present and future including its uncalled capital.
26. To give guarantee, counter-guarantee, indemnity or counter indemnity to any person including banks and financial institutions for any loan or financial assistance or performance of any contract or other obligations.
27. To insure all or any of the properties or assets or obligations of the Company of whatsoever nature against any risk whatsoever.
28. To apply for tender, purchase or otherwise acquire any contracts, sub-contracts, licenses and concessions relating to the objects or business of the Company or any of them and to undertake, execute, carry out, dispose off, resell, sublet or otherwise turn to account the same.
29. To send out to foreign countries directors, employees or other persons for investigating possibilities of business, trade or for procuring any buying machineries or for establishing trade connections or for securing or granting representations or for promoting the interest and objects of the Company and to pay all expenses incurred in connection therewith.
30. To adopt such means of making known the business of the Company or any other company in which the Company is interested as may seem expedient and in particular by advertising in the press, by circulars, by publications of books and periodicals and otherwise.
31. To grant annuities, pensions allowances, gratuities and bonus to employees or Directors of the Company and the dependents of such persons and to establish provident funds, superannuating funds and gratuity funds for their benefit.



32. To create any depreciation funds, reserve fund, sinking fund, insurance fund or any other special fund whether for depreciation or for repairs, replacement, improvements, extensions or maintenance of any of the properties of the Company or for any other purpose conducive to the interest of the Company.
33. To establish and support or aid in the establishment of and to subscribe, contribute or otherwise assist to benevolent, charitable religious, cultural, scientific, national, public or any other useful institutions, associations, trusts, exhibitions, directly related to the business of the Company or for the welfare of its employees.
34. To accept gifts, bequests, devices or donations of any movable or immovable property or any right or interest therein from members and others.
35. To refer to arbitration and to institute, defend, compromise, withdraw or abandon any legal or other proceedings, and claims by or against the Company or against its officers or otherwise concerning the affairs of the Company subject to the provisions of the Companies Act, 1956.
36. Subject to the provisions of the Companies Act, 1956, or any other enactment in force to indemnify officers, directors, agents and servants of the Company against proceedings, causes, damages, claims and demands in respect of anything done or ordered to be done by them for and in the interest of the Company and for any loss, damage or misfortune whatsoever, which shall happen in execution of the duties of their office in relation thereto.
37. 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, stocks, debentures or other securities of any other company.
38. To manufacture, including weave, spin, texturise and process, trade, import, export, deal, dye, bleach and print and act as commission agents in all types of cloth, apparel and non apparel fabrics, yarn and fibers.
39. In the event of winding up, to distribute among the members in special any property of the Company or any proceeds of the sale or disposal of any property of the Company, subject to the provisions of the Companies Act, 1956.
40. To do the above things in any part of the world, and as principals, agents contractors, trustees or otherwise and either alone or in conjunction with others.

THE OTHER OBJECTS ARE:

41. To carry on the business of manufacturing and compressing carbonic acid gas, oxygen acetylene, carbondioxide, sulphuric and all other types of gasses and acids, ice, aerating machinery and parts thereof and the business and sellers of and dealers in all machinery, chemicals and other material incidental to the manufacture of carbonic acid gas, oxygen, acetylene, ice, aerating machinery and parts thereof and to transact all preparing processes and mercantile business that may be necessary or expedient and to purchase and vend the raw materials and manufactured articles including gas cylinders and parts thereof.
42. To manufacture, buy, sell, let on hire and deal in empty cylinders, stoves, engines and other apparatus and conveniences which may seem calculated directly or indirectly to promote the consumption of gas.
43. To manufacture, buy brew, distill, process, dehydrate, con, package, buy, sell and deal in confectionery dry and preserved fruits juices, vegetable oils, processed food products ice



cream, candy, milk and milk products, sweet and all other eatable and by-products, including fish, prawns and other edible products of the water.

44. To cultivate and maintain plantations of rubber.
45. To manufacture, produce, buy and sell, trade, use import, export and act as commission agents for rubber and rubber products.
46. To manufacture, buy, sell, take or let on hire or lease act as agents or representatives for survey, service, repair, alter, exchange and otherwise deal in all engineering goods including air conditioning, heating and refrigeration items, entertainment equipment and leisure goods, educational broadcasting and office equipment, optical, photographic and scientific instruments, household goods and hardware and setting up a cold storage plant.
47. To deal in manufacture and market computers, computer peripherals, selection and installation of computer system and provide all types of supporting application including data processing and hiring of computer system and peripherals.
48. To carry on the business of manufacturers of all kinds of plastic apparatus, equipment, utensils and any other articles for any purpose whatsoever and to manufacture, sell, supply and deal in such plastic apparatus, equipment and utensils of all kinds.
49. To search for, work, raise, crush, produce, refine, dress, manufacture, treat, purchase, sell, amalgamate, manipulate, export, import, or otherwise deal in coal, coke hard coke, clinders, coaltar, pitch, esphatum, ammonia carb liquor, iron, iron stone, brick, earth and other metals minerals to manufacture and sell patent fuel and other products and to carry on the business of exploring, drilling mining and quarrying for all types of raw materials, metals, minerals, gases and oil and to refine, process or convert these raw materials, metals, minerals, gases and oils into commercially more profitable items including the manufacture of all types of petrochemical items and to market, such items in the manner best thought fit.
50. To carry on the business of waterprooferers and manufacturers of Indian, rubber, leather, imitation leather, cloth, plastic, oil cloth, linoleum, tarpaulin hospital sheetings and surgical bandages.
51. To carry on the business of a water works Company in all its branches and sink wells and shafts and to make build and construct, lay down and maintain dams, reservoirs water-works cisterns, culverts, filter-heads, mains and other pipes and appliances and to execute and do all other acts and things necessary or convenient for obtaining, storing, delivering, measuring, distributing and dealing in water.
52. To carry on the business of seed crushers and manufacturers of and dealers in groundnut, gingelly, Castor, cotton, mowralinseed ripe and mustard cakes, and oil manufacturers, oil refiners soap boilers manufacturers, of floor clothes and floor covering of every description, makers and manufacturers of cattle food and feeding and fattening preparations of every description, makers and manufacturers of artificial manures and fertilizers of every description, meal manufacturers, grain and seed merchants, millers, flour merchants, bakers, biscuit makers, hay, fodder and straw merchants, nurserymen, manufacturing chemists and druggist, varnish makers and styrene and alien manufactures.
53. To buy sell, import, export or otherwise deal in piece, goods, yarns, metals minerals, hardware, fir works, timbers, handicrafts, patterns, gems, jewellery plated ware provisions, drains, sanitary ware, leather goods, electrical goods, accessories and apparatuses, cotton, hemp and other fibers, ship-chandiers, goods, oil, spices, drugs,



chemicals, hides and other goods commodities, produce, products and merchandise of all other kind.

54. To carry on business as proprietors and publishers of newspapers, journals, magazines, books and other literary works and undertakings, in all languages whether on payment of royalty or not.
55. To generate supply, produce, buy, sell or otherwise deal in utilizes such as power, steam, water, and atomic energy.
56. To manufacture, mix, buy, sell, trade, use import, export, act as commission agents and deal in drinks including liquor, liqueurs rums, spirits, and soft drinks and to set up and run breweries and distilleries.
57. To carry on all business relating to or connected with water including the business of driving, salvage, under water work, fisheries, offshore mineral exploitation and survey, to act as warehousemen, wharfingers, stevedores, shipping agents, marine brokers, lighter men, forwarding agents and stores of all goods which are to be or have been transported in the water.
58. To manufacture, build, fabricate, repair, refit, service, transport, clean, buy, sell exchange, hire, import, export, trade and deal in all articles, items, containers, equipments, machineries, weapons and wagon systems required for any marine vessels, carriers, craft and platform including their application and requirement to aircrafts, shore installations, automobiles and other fields of activity.
59. To manufacture build fabricate, repair, refit, service, survey transport, clean, own purchase, charter, hire, acquire, sell exchange, let, operate, trade or deal in all carriers, crafts, vessels, articles or things (including buses, automobiles, tailers compressors, generators, road rollers scooters, auto rickshaw, mopeds, motor cycles, cycles, fork lift, prime mover, cranes, bulldozers, tractors, earth moving machineries, trucks, ship yachts, tuge barges, lighters, ferries, hovercrafts, warships, aeroplanes, helicopters, elevators, escalators, litht, hosts, material and container handling, equipment and other craft, vessels, articles or things, whether propelled by electricity, petrol, oil , kerosene , gas diesel atomic energy for any other form of motive or other power, or whether no such power is required for propelling the carriers, vessels, crafts, articles, and things which are involved in the movement of men, material and things of every description.
60. To manufacture, buy, sell, import, export and deal in chemicals, chemical compounds, products, acids, alkalis, petro-chemical, chemical medicines, drugs pharmaceuticals, antibiotics, tannin, tannin extracts essences, solvents, plastic of all types, dyes dyestuff, intermediate, paints, varnishes, disinfectants insecticides, fungicides, deodorants, bio-chemicals and sizing, bleaching and photographic materials.
61. To carry on the business of publishers, commercial, artists and advertising agents and to manufacture, buy, spell, take or let on hire or lease, act as agents and representatives for all machinery and other items required in the aforementioned fields.
62. To carry on the business of stationers, box makers, card board, manufacturers, binders, manufacturers and dealers in playing cards, dealers in parchments and stamps, new year and presentation cards, advertising novelties designers draughtsman, book sellers, dealers in the manufacture of paper and ink.
63. To manufacture, buy, sell, let on hire, alter and deal in printing and other machinery component parts, apparatus, accessories and equipments of all kinds.
64. To manufacture, refine, import, export, buy sell, deal and act as commission agents in drugs, medicines chemicals pharmaceutical, herbal bacteriological and biological



products and preparations of all kinds of things which can be utilized in preparation of such things, all kinds of surgical dressing and appliances, patent medicines, optical and photographic apparatus and instruments, chemical electrical and scientific apparatus and instruments.

65. To carry on the business of manufacturers, traders, dealers, selling agents, buying agents, exporter importers and commission of containers bags, sacks, packaging materials, drums and storing equipment of all kind whether made of steel, iron, wood, plastic polythene or any other material and whether required for industrial, commercial household, shipping or any other purpose.
66. To manufacture, produce, prepare, assemble, buy, sell, resell, exchange, alter, hire, let on hire, export, import distribute, supply or otherwise deal in and carry on business in high precision wire wound resistors, high wattage resistors, power capacitors, polyester, polystyrene and paper capacitors, electrolytic capacitors and variable capacitors.
67. To manufacture, produce, prepare, assemble, buy sell, resell, exchange, alter, hire, let on hire, export, import, distribute, supply or otherwise deal in and carry on business of electronic equipments, accessories, instruments and its products and by products of every description, nature or form.
68. To carry on business as manufacturers and processors of and merchants in tracing cloth, transfer paper, transfer transparencies, transparent paper, toilet paper, tissue paper, parchment paper, water proof paper, waxed paper grease proof paper, packing and wrapping paper and other papers for every purpose such as recording, copying, duplicating, punching, performing, charting, tabulating, accounting, calculating gumming, sealing packing, cleaning and wrapping, patter cards, paper bag, paper decoration goods, paper shaving tickets, trays, tumblers caps and napkin, paper reels, roles, discs and tubes.
69. To manufacture, buy, sell, trade, use import, export, process, act as commission or other agents of, all kinds of polymers and fillers including carbon black and silica.
70. To manufacture, refine, import, export buy sell, deal and as commission agents in toiletries, cosmetics, drugs, medicines, chemicals, pharmaceuticals, diagnostics, seras, chemicals, chemistry regents, herbal, bacteriological and biological products, surgical dressing and surgeons requirements and preparations of all kinds of things which can be utilized in preparations of such things including all compounds, intermediated derivatives and by products thereof, all kinds of surgical dressings and appliances, patent medicines photographic apparatus, chemical, electrical and scientific apparatus.
71. To carry on the business of timber merchants including the cultivation of all types of tree and plants for the purpose and to manufacture, buy sell, exchange, let trade, deal in or fabricate items of wood which are required for any purchase whatsoever including carrying on the business of antique merchants and carpenters.
72. To manufacture, buy sell, take or let on hire or lease, act as agents or representative, for survey, service, repair alter and otherwise deal in computers, electronic data procession machines, electrical and electronic cultivation of all types of tree and plants for the purpose information giving devices by whatever name called.
73. To manufacture, buy, sell, take or let on hire or lease act as agents, for representatives for survey, service repair, alter, exchange and otherwise deal in glass or glass products or any item required in the glass industry.
74. To manufacture, buy, sell, take or let on hire or lease act as agents or representatives for survey, service, repair, alter and otherwise deal in all types of agricultural and irrigation



equipment or items which are required in agriculture and to carry on the business or irrigation services and agriculture.

75. To carry on the business of blenders, exporter and importers of and dealers in all kind of tea, coffee, cocoa and other food, beverages and preparations.
76. To plant, grow, cultivate, produce tea, coffee, cocoa and other produce of the soil and to carry on business of buying and selling and otherwise dealing in plantations and to prepare process and render marketable produce and produces of any estates lands or properties of the Company and to turn such produce, estates, lands and/or properties to account and to deal with the same.
77. To carry on the business of manufacturers, buyers, sellers, dealers, importers, exporters, commission agents, representatives and brokers.
78. To carry on all the business of general merchants, warehousemen, agents, commission agents, brokers insurers.
79. To carry on the business of tourism and travel agents including the business of running taxis (whether public or private) booking airline, railway and bus tickets and the like.
80. To buy, sell, take or let on hire lease and breed animals, reptiles, birds, fish, mammals and flowers of all sorts and to carry on all business associated with such animals, reptiles, birds, fish mammals and flowers including the business of animal racing, aquariums, race courses and gardens.
81. To carry on the business of property and real estate agents including procuring flats and other estate on brokerage and constructing and letting out properties and real estate.
82. To construct, buy, sell, acquire, take or let on hire or lease, act as agents or representatives for, survey, service, repair, alter, exchange, own run and manage or otherwise deal in hospitals, nursing homes, crèches, and the like whether deal with the physical and mental psychological well being of human beings, animals, reptiles, birds, fish, mammals and to set up and run courses or colleges for educations in such fields and to manufacture, buy, sell acquire, take or let on hire or lease, act as agents, representatives for, survey service, repair, alter exchange or otherwise deal in all plant, machinery, instruments, and other items required for such business.
83. To carry on the business on investments whether by means of entering into a partnership or otherwise, and to buy, underwriter, investment in, acquire, hold and deal in properties including equity, preference, deferred and other types of share, stocks, debenture, debenture stock, bonds obligations, and securities issued or guaranteed by and Company constituted or carrying on business in India or elsewhere and debentures, debenture-stock, bonds, obligations and securities issued or guaranteed by any Government, State dominions, sovereign rulers, commissioners, firms, person, body or authority, supreme, municipal, local or otherwise whether in India or elsewhere.
84. To carry on the business of importing and exporting goods, articles, and things of every description including all raw materials, finished, semi-finished and manufactured products, machinery matches of all sorts, ready-made garments, textile goods, hosiery, woolen goods, handicraft goods, raw cotton, waste dropping, silk, jute, hemp, fiber articles, chemicals, dyestuff, cycle and accessories, cutlery, road, transport vehicles and heavy machinery, stationery, hardware, toilet requisites, human hair, provisions, processed and non-processed food, vegetable, and fruits, essential oils, novelty articles, footwear, perfumes, chemicals, drugs, patent medicines either Ayurvedic, unani, Allopathic, Homeopathy, tobacco, cigars, cigarettes, milk powder, milk products of all kinds engineering goods, household appliances sports goods and gymnasium equipments, leather and paper products, silver-wares, jewellery, animals, reptiles, birds



and other living things including plants and flowers of all types, drinks of all sorts including soft drinks, liquors and spirits.

85. To provide and render consultation, guidance and expert advice in India and/or elsewhere in the world in the field of economic, commerce, industry and trade and render services in any of the aforesaid matters.
86. To carry on the business of processors of all kinds of materials including film and to manufacture, buy sell, let on hire, export, import, act as commission agents or otherwise deal in machinery or other equipment required for processing film or other materials.
87. To carry on the business of printers including photographic printer, photogravure printers, aniline and rubber block printers, silk screen printers, photographers including colour photographers, photo lithographers photo typesetters, engravers, dye sinkers, process block makers, account book manufacturers, machine riders, numerical printers, type founders, lithographers, stenotypers and electrotypers and to manufacture, buy, sell, let on hire, export, import, act on commission agents or otherwise deal in machinery or other equipment required for the aforementioned activities.
88. To carry on the business of consultants in all fields, including the business of legal, industrial, business, management, financial, cost accounting, recruitment, personnel management, inventory control import and export and other technical or non-technical consultants and in particular, to prepare Project Reports for all types on industries, to set up systems of casting or to give other consultancies on cost accounting, to advise companies on the financial systems, to plant out machinery location and factories to advise on tax planning, to security people for all types of posts in all types before anybody corporate, authority, corporations, firm person, or associations of persons in any field in which help may be required of the Company, including the procurement of material, machinery or any other items or things required by anybody, corporate, authority, corporation, person, firm or association of persons and to charge fees for such advice and help, whether in India or abroad.
89. To engage in ship owing, ship management of own-ships and others, to act as agents, brokers, technical representatives, managers in the acquisition, sale, construction, chartering and freight operations, bunkering, ship-brokering to engage in offshore activities and to carry on all business relating to or connected with water including the business of diving, salvage, under water work, fisheries, offshore mineral exploitation and survey to act as warehousemen wharfingers, stevedores, shipping agents, marine brokers, lighter men, forwarding agents ship brokers, chartering brokers, commission agent and stores of all good which are to be or have been transported in the water and to represent all ship-owners and container leasing companies.
90. To carry on the business of financiers of all types of films, television serials and programmes and other related business.
91. To Provide diving, salvage under water and offshore services of any kind whatsoever, engage in all business connected with these services, including research, development, consultancy, supply, contract, manufacture, fabrication, building, placing, locating recovery, survey, inspection, assembly, joining, laying, connecting, controlling, replacing, repairing and servicing to undertake mining for oil, natural gas, minerals, metals, precious stones and other products and associated services, to deal in design manufacture, sell hire purchase lease and operate diving, dresses, suits, belts, habitats, crafts, carriers, platforms, submarines, submersibles, vehicles, and other such object or devices and their associated equipment and machinery.
92. To provide all services including consultancy and contract services relating to pollution control, corrosion prevention testing, fire-fighting, safety, security, waste-disposal, port and harbour development, to generate, develop, extract, manufacture, deal in sell, hire



or lease as the case may be energy, food and other products or by products from the sea harbours, estuaries, rivers lakes, dams and other sources through mechanical hydraulic, physical, chemical or other means or processes and to manufacture, patent, deal in sell hire or lease all such equipment, devices and processes mentioned in this clause.

93. To carry on the business of transport, clearing and forwarding agents in respect of goods, luggage, freight and parcels, whether commercial or otherwise to and from any part of the World by Seal, Rail, Road or Air, and to Act as agent of all kinds of traveling and transportation media and in particular to act as booking contracting agent for Air, Rail, Road, and Sea transport of all kind.
 94. To carry on business and trade of manufacturing, producing and making hospital equipment, apparatus, tools and accessories, surgical tools and equipments, surgical knives, cutters, shears, surgical steel and alloy steel rods, industrial blades and cutters for all types of applications.
 95. To carry on the business of processors of all kinds of materials including film and to manufacture, buy, sell let on hire export, import, act as commission agents or otherwise deal in machinery or other equipment required for procession film or other materials.
 96. To carry on business as manufacturers, buyers, sellers, dealers and agents of different varieties of papers such as writing, printing wrapping, tissue poster paper, cover paper, newsprint, paper for packing including corrugated and Kraft paper, synthetic paper, paper board, card board, coloured paper and board, leather board, mills boards, paste boards, pulp boards and all varieties of specialty paper and all kind of pulp boards and all varieties of speciality paper and all kinds of pulp whether mechanical, semi-chemical or chemical including dissolving pulp.
 97. To engage in the business as contracting and construction including construction, erection, alteration, repair and installation of buildings, structures, buy deal in and process any material required for engineering contracting and construction.
 98. To carry on the business of manufacturers, dealers, importers, exporters, brokers, agents, extruders, moulders, weavers of all kinds of plastic, PVC, HDPE, LDPE, polypropylene, Polyethylene including containers, packing materials pipes tubes, sheets and films mats and other articles in the manufacture of which above are used.
 99. To carry on the business in the field of resorts, hotels, holiday homes, health club, restaurants, snack bars, including constructing, taking or giving on hire or lease the same and refreshment contractors and caterers.
 100. To manufacture, trade, import, export in organic and inorganic chemicals and chemical Compounds, solvents, dyes and intermediates, colours and paints, auxiliaries and other chemicals used in textile processing industry.
- IV. The Liability of the members is limited.
- V. The Authorized share capital of the Company is Rs.60,01,00,000 (Sixty Crore and One Lac) divided into 6,00,10,000 (Six crore ten thousand) Equity Shares of Rs.10/-(Rupees Ten) each. The Company has power, from time to time, to increase or reduce its capital and divide the shares in the capital for the time being into other classes and to attach to respectively, such preferential deferred qualified or other right, privileges, conditions or restrictions as may be determined by or in accordance with the Articles of Association of the Company and to vary, modify or abrogate any such right, privilege or conditions or restrictions in such manner as may for time being be permitted by the Articles of Association of the Company or the legislative provision for time being enforce in that behalf.



We, the several persons, whose names, addresses and description are subscribed below, are desirous of being formed into a Company in pursuance of this Memorandum of Association we respectively agree to take the number of shares in the capital of a Company, set opposite respective names;

Name, Address, Description and occupation of each subscriber	No. of Equity Shares taken by Each Subscriber	Signature of Subscriber	Name, Address Description of witness
MURARI B. AGARWAL S/O.SHRI BISHESHWARLAL AGARWAL Opp. Gokuldharm High School, 7 th Floor, Film City Road, Gokuldharm, Goregaon (E), Mumbai – 400063 OCCUPATION: BUSINESS	10 (Ten)	Sd/-	<p>Witness to all: Sd/- SUSHIL BUDHIA S/o Omprakash Budhia 106-8,Srikant Chambers, V.N. Purav Marg, Chambur Mumbai-400071 OCCUPATION: CHARTERED ACCOUNTANT</p>
RAVINDRA B. AGARWAL S/o. BISHESHWARLAL AGARWAL 409, "B" Meghdoot Bldg., Raheja Township, Malad (East), Mumbai – 400097. OCCUPATION: BUSINESS	10 (Ten)	Sd/-	
NARENDRA M. AGARWAL S/O SHRI MAHAVIR PRASAD AGARWAL Eden III, 602 "A" Wing, Hiranandani Garden, Powai, Mumbai – 400076 OCCUPATION: BUSINESS	10 (Ten)	Sd/-	
ASHA RAVINDRA AGARWAL W/o. RAVINDRA AGARWAL 409, "B" Meghdoot Bldg., Raheja Township, Malad (East), Mumbai – 400097 OCCUPATION: PROFESSIONAL	10 (Ten)	Sd/-	

Place: Mumbai

Dated: 14th February, 1997

