

THE COMPANIES ACT, 2013

(COMPANY LIMITED BY SHARES)

MEMORANDUM OF ASSOCIATION

OF

RDB INFRASTRUCTURE AND POWER LIMITED

I. The Name of the Company is **RDB INFRASTRUCTURE AND POWER LIMITED**.

II. The Registered Office of the Company will be situated in the **State of Haryana⁽¹⁾**.
⁽¹⁾ Proposed to be Altered.

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

[A] MAIN OBJECTS TO PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:

1. To develop and promote fully integrated and comprehensive residential, market, business and shopping complex with all facilities and to rent, lease, sale and do whatsoever business as may deem fit for the company.
2. To carry on business of setting up and running a warehousing hub, bus terminus, residential complex and all other works either independently or in joint venture with Government or Semi- Government or any collaboration with any authority.
3. To carry on the business of development of infrastructure facilities for multilevel vehicle parking terminals such as cars, trucks, and buses and for the purpose to build, erect, construct, develop, maintain, operate, buy, sale, lease or hire all kinds of Infrastructure facilities including spaces of parking halting, garaging, loading, unloading, fuelling, godowning, warehousing and weighment as may be required from time to time and to carry on the business to set up a warehousing hub, colony with Multifarious facilities either independently or in joint venture with Government or semi-Government of collaboration with any authority.
4. To set up, establish, develop infrastructure for Warehousing/Logistic Hub, Transport Terminal, erect, promote, undertake, acquire by purchase, lease, hire or otherwise own lease, operate, maintain, renovate and to run Transport Terminals and Warehousing/logistic Hub or such other establishments by whatever name called, in any part of India and to provide, construction of roads, Lanes and parking of trucks, buses or any other type of vehicle by whatever name called to provide service of loading and unloading or other services which can be rendered while running and operating each terminals, to establish and run toll gate, to establish and run Fuel Station to provide petrol, diesel, kerosene, gas or any type of inflammable material, liquid and lubricants or other such things which are generally provided at fuel station and for this purpose to act as buyer, seller, trader, dealer, contractor, agent or deal in any manner whatsoever in petrol and such other goods, to construct establish, maintain and operate shops where tire, rubber and every kind of description of auto parts and accessories can be traded and for this purpose to act as buyer, seller, trader, dealer, agent, etc. tires, rubber, auto parts components and accessories, to establish and operate motor garages, water tanks to provide services of repairing, cleaning washing, maintaining vehicles, to establish a fire safety system and to do, undertake carry on all other activities for establishment and running of Transport Terminus, own transportation system. To set up, develop, control and sale office complex, shop, Market Complex, Residential Complex, Weigh Bridge, Communication System, Conference Hall, Electrical Station, Cold Storage, Ice Plant, Cinema or VDO Hall Hotel, Restaurants, Lodge, Dhaba, Godown, Medical Unit, Nursing

Home, Hospital, Health Club either independently joint venture with government or Semi-Govt or any collaboration with any Authority.

5. To set up construct build establish, undertake acquire, own, operate, renovate, maintain, keep and run weigh bridge, weigh scale, cold storages, godowns, warehouses, refrigeration houses etc for storing, warehousing, keeping, preserving and commercializing goods and articles of any description and to establish communication centre provide facilities of telephones, STD, Fax, telex, Post Office, Banking etc.
6. To carry on the business of constructing and set up of restaurant, hotel or other lodging and boarding place, and to construct and establish cafe, beer, liquor stores, refreshment rooms, coffee shops, other amusement places and to operate and run them for the purpose incidental or ancillary to carrying of such businesses.
7. To develop improve, pull down, repair, renovate work, built, plan, layout, sell, transfer, mortgage, charge, assign, let out, sub lease of all types of land, plots, buildings, hereditaments, bungalows, quarters, offices, flats, warehouse, godowns, shops, stalls, markets, roads, bridges, forests and estates.
8. To purchase, lease, exchange or otherwise acquire land, building and other immovable properties of any type of description and rights connected with the land and turn the same into account in any manner whatsoever, and in particular by preparing building sites, opening road and by constructing, altering, improving, decorating, furnishing and maintaining offices, flats, houses, factories, warehouses, shops, building any by connecting or sub dividing properties and by leasing or disposing off the same and to acquire erasing firms/companies carrying on the similar type of business.
9. *To undertake projects, activities or works of creation, up-gradation, renovation, improvement, maintenance, repair, modernization, modification, replacement, augmentation, etc. related to generation, transmission, distribution, or supply of power of any form including power from sources of renewable energy.
- 10.*To carry on all or any of the business of producers, manufacturers, generators, suppliers, distributors, transformers, converters, transmitters, processors, developers, storers, procurers, carriers and dealers in electricity, all form of energy and any such products and by-products derived from such business including without limitation, steam, fuels, ash, conversion of ash into bricks and any products derived from or connected with any other form of energy, including, without limitation to conventional sources such as heat, thermal, hydel and/or from non-conventional sources such as tidal wave, wind, solar, geothermal, biological, biogas and coal bed methane.
- 11.*To carry on the business as manufacturers, exporters, importers, contractors, sub-contractors, sellers, buyers and agents for wind mills and components and parts including Rotor Blades, braking systems, tower, nacelle, control unit, generators.
- 12.*To carry on in India or elsewhere the business to generate, receive, produce, improve, buy, sell, resell, acquire, use, transmit, accumulate, employ, distribute, develop, handle, protect, supply and to act as agent, broker, representative, consultant, collaborator, or otherwise to deal in electric power in all its branches/offices at such place or places as may be permitted by appropriate authorities by establishment of thermal power plants, hydraulic power plants, wind power plants, solar power plants and other power plants based on any source of energy as may be developed or invented in future including to acquire licenses, concessions or facilities from government authorities for aforesaid activities.

B. MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III (A) ARE:

1. To enter into agreement for financial, managerial and/or technical collaboration, for any of the objects of the Company with any Indian or foreign agency, individual, firm, company or Government undertaking either in India or abroad.
2. To cause the Company to be recognized in any foreign country or place and to open branches in India or outside for the purpose of the Company.
3. To construct and develop residential or industrial colonies or general advancement of the employees of the company and also for letting out and selling on instalment basis.
4. To enter into partnership or inter any arrangement for sharing profits, union of interest, joint venture or reciprocal interest with any person, firm or company carrying on or engaged in or engaged in any business, which this company is authorized to carry on.
5. To acquire and undertake by outright purchase or on lease the whole or any part of the business, properly and liabilities of any person or company or firm carrying business which is directly or indirectly beneficial to the company.
6. To draw, make, accept endorse, execute and discount promissory notes, cheques, bills of exchange, hundies and other negotiable and transferable instruments in connection with company's business.
7. To acquire by outright purchase or transfer or license or rights to manufacturers or dealing from any ether individual firm or company or companies and also to apply for carrying out objects of the company and to apply for any license or its surrender.
8. To enter into any Scheme of Amalgamation or Arrangement for Merger, Demerger, hiving off or other forms of corporate restructuring with any other company, body corporate, firm or legal person or to enter into partnership or any arrangement for sharing profits, union of interest, co-operation, joint venture or reciprocal rights with any person or association of persons or companies having objects altogether or in part similar to those of the company or with shareholders or creditors of the company and/ or of any other company.
9. To establish any branch in India and elsewhere and regulate and discontinue the same.
10. To establish, promote and assist any company or companies for purpose of furthering the objects of this Company.
11. To obtain from any Government or authority such rights, privileges and concessions, which the company may think desirable to obtain and to carry out, exercise and comply with any such arrangements rights privileges and concessions.
12. To accumulate capital for any of the purpose of the Company and to appropriate the Company's assets for specific purposes and to hold shares and securities of any other firms/companies or corporate body or Government.
13. To issue shares and debentures of the Company at par or at premium or at a discount and to sell or dispose of the undertaking of the Company or any part thereof for such considerations as the Company may think fit.
14. To remunerate any person or company and pay commission or brokerage in cash or otherwise whatsoever, for services to be rendered for the Company.

15. Subject to the approval of Shareholders pursuant to Section 180 of the Companies Act 2013, to sell, dispose of or transfer any of the business, property and undertaking of the company of any part thereof for any consideration, which the company may deem fit to accept.
16. To accept stock, share or debentures, mortgage debentures, of other company in payment or part payment for any service rendered or for any sale made to or debt owing from such company.
17. To enter into contract with any person or company or firm giving or taking partial or sole and exclusive right to supply by or to the company with the articles or commodities used or sold by the company on such terms and conditions and for such period or periods as may be determined from time to time.
18. To enter into my arrangement with any Central, State or Foreign Government or public body or person or authority or with any private individual that may seem conducive to the company's object or any of them and to obtain from any such Government Authority, person, public body and private individual, any concessions, grants, decrees, rights charters, contracts, licenses powers and privileges whatsoever which may seem to the company capable of being turned to account of which the Company may think directly or indirectly conducive to any of the objects or capable of being carried on in connection with business and to work develop carry out exercise and turn to account the same.
19. Subject to the relevant provisions of the Companies Act, 2013, to borrow raise or secure the payment of money in such manner as the Company shall think fit either by the issue of debentures, debenture stocks, perpetual or otherwise Bank loans etc. hypothecation of stocks etc, mortgage of any other securities charged or based upon the undertaking of the company, both present and future including the uncalled capital of the Company or without any such security and upon such security and upon such terms as to priority otherwise and to borrow money in such manner as the directors shall think fit.
20. To accept as a gift or as an award from Government or Semi Government bodies, property, movable or immovable in or outside India, stock, debentures, securities assigning of insurance policies or in cash or shares from or to the individuals or firms or companies whose objects may be same or different in appreciation of the service rendered or otherwise.
21. To lend money to such persons or companies on such terms as may seem expedient and in particular to customers and others having dealings with the Company and to guarantee the performance of contracts by such persons or companies subject to the Banking Regulations Act, 1949.
22. To establish, support or aid in the establishment and support of associations, institutions, funds trusts and conveniences calculated to benefit employees or ex-employees (including Directors and Ex-directors) of the Company (or its predecessors in business or the dependants or connections of such persons) to grant pensions and allowances, gratuities, bonuses and annuities and to make payment towards insurance and to subscribe or guarantee money for charitable or benevolent objects or for any exhibition or for any public, general or useful objects subject to the provisions of Section 182 of the Companies Act, 2013.
23. To apply for purchase or otherwise acquire, protect, and prolong and renew whether in India or elsewhere any patents, patent right, trade-marks, designs, licences, protections, concessions and the like conferring any exclusive or non-exclusive or limited right to use any secret or other information as to any invention process or privilege which may seem capable of being used for any of the purpose of the Company or the acquisition of which may seem calculated directly or indirectly to benefit the company and to use, exercise, develop, manufacture under or grant licences or privileges in respect of, or otherwise turn to account the property, rights and information so acquired and to carry on any business in any way connected therewith.
24. To acquire from, incorporate or promote any company, firm or companies, whether in India or in foreign country, having amongst its or their objects the acquisition of all or any of the assets or control, management or development of the Company, firm or any other objects or object which in the opinion of the Company could or might rightly or indirectly assist the Company in the management of its business or the development of its properties or otherwise prove advantageous to the Company and to pay all or any of the costs and

expenses incurred in connection with any such promotion or incorporation and to remunerate any person or company in any manner it shall think fit for services rendered or to be rendered in obtaining subscriptions for or placing or assisting to place or to obtain subscriptions for guaranteeing the subscriptions of or placing of any shares in the capital of the Company or any bonds, debentures, obligations or securities of the Company or any stocks, shares, bonds, debentures, obligations or securities of any other Company held or owned by the Company or in which the Company may have an interest 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.

25. To provide for the welfare of the employees, ex-employees, directors and ex-directors of the company or its predecessors in business or the family members, dependants or connections of such persons by building or contributing to the building of houses, dwelling or quarters or by grants or money, pensions, gratuities, allowances payment towards Insurance, houses, profit sharing bonuses or benefits of any other payments or by establishing, supporting from time to time, subscribing contributing or siding in the establishment and support of association, institutions funds including provident funds, trust, profit sharing or other schemes and conveniences and by providing or subscribing or contributing towards the place of instructions and recreation, hospitals, and dispensaries, medical and other attendances as the company shall think fit.
26. To undertake and for that purpose to appoint and remunerate any directors, officers or other experts and agents and also to sell or otherwise dispose of any of the property or investments of the company not in the nature of stock in trade and also to employ and/or otherwise engage experts to investigate and examine into the condition, prospects, value, character and circumstances, of any business concerns and undertaking and generally of any assets, property or rights.
27. To act as import and export houses, advisers for import and export houses, advisers for import and export indenting Agents, sellers and purchasers of licences, release orders and quotas entitlements.
28. To carry on the business of builders, constructions, dealers in and manufacturers of prefabricated and precast houses, buildings and erections and materials, tools, implements, machinery and metal work in connection therewith or incidental thereto and to carry on any other business that is customarily usually and conveniently carried on therewith.
29. To undertake, carryout, promote and sponsor any activity for publication of any books, literature, newspapers etc. or for organizing lectures or for merit awards, scholarships, loans or any other assistants to deserving student or other scholars or persons to enable them to prosecute their studies or academic pursuits or researchers or for establishing, conducting or assisting any institution, fund, trust etc. having any one of the aforesaid objects by giving donations, or in any other manner.
30. To lend money and negotiate with or without security whether of movable and immovable properties to such companies' firms or persons on such conditions as may seem expedient and to guarantee the performance of contracts by any person, company or firm provided that the Company shall not carry on the business of banking.
31. To carry on in all their aspects the business of hire purchase or general finance investment trust, finance brokers.
32. To carry on the business of firm financing whether by system of hire purchase, profit sharing, royalty or percentage, Commission or on any other term.
33. To buy, sell import, export, manufacture, process, convert, grind, treat and deal in merchandise commodities and articles of all kinds and to carry on business as traders, importers and exporters and to act as purchasing, selling or commission agents.
34. To carry on business and to act as General Contractor and to do any construction, manufacturing, building, road making, engineering and all other kinds and descriptions whatsoever for any person firm, Company,

Public body, government, Army, Navy, Railways, etc. by the Company itself or in partnership with such company or individual or persons as may be thought fit by the Directors.

35. To carry on the business of manufacturers of and dealers in all kinds and classes of papers board, paper, products and pulp.
36. To carry on the business as producers, manufacturers, processors, convertors, refiners, makers, bottles, stockists, dealers, importers, exporters, traders, retailers, agents, buyers or sellers of oxygen, acetylene, ammonia, nitrogen, hydrogen, helium and other types and kind of gases required for or used in industries, agriculture, clinics, hospitals, refrigeration, aviation, transport vehicles, space rockets and crafts, communication, objects and media power plants domestic or public lighting, heating, cooling or cooking purposes, lighters, plants producing water, chemicals or fuels, pesticide, defence or warfare establishment, horticulture, forest or plant protection and growth and other allied purposes and to service, repair, manufacture, market or deal in machinery plants, spares, cylinders, containers, gadgets appliances and accessories required for working on, using or producing any of such gases and products.
37. To manufacture, process, import, export, buy, sell and deal in Vanaspati oils dehydrated vegetable oils, oils made or processed from seeds, cotton seeds coconut products, of plantations, horticulture, agriculture and forests produce and oil cakes and soaps and lubricants made from such oils or as by products thereof.
38. To carry on business as manufacturers, processors, rerollers, refiners, smelters, converters, products, exporters, importers, traders, dealers, distributors, stockists, buyers, sellers, agents or merchants in all kinds and forms of steel including mild, high carbon, high speed, tool, alloy stainless and special steels, iron metals and alloys ingots, billets, bars, joists, rods, squares, structural, tubes, poles, sheets, pipes, castings, wires, rails, rolling materials, other materials made wholly or partly of iron, steel, alloys and metals required in or use for industrial, agricultural transport, commercial, domestic, building power transmission and/or construction purposes.
39. To carry on business of manufacturers, fabricators, processors, producers, growers, makers, Importers, exporters, buyers, sellers, suppliers, stockists, agents, merchants, distributors and concessionaires of and dealers in synthetic rubber, elastomers, synthetic resins, carbon black, rubber latex, plastics, latexes and formulations, thereof including reclaimed rubber, natural rubber, rosins, compounds and other products, nylon and rubber, tyres and tube, tyre valves, petrochemicals, calcium carbide, styrene, butadiene, ethylene, alcohol, hydrocarbon, petroleum fractions, inorganic chemicals, organic chemicals, fine chemical including photographic chemicals, plants, varnished and enamels, coke oven by products, coal tar distillation, synthetic, benzene, phenol, and the like phallic anhydride, asbestos, paper and special jointing material, graphite and silicon carbide, crucibles, crystallite, aluminium, fluoride, bromine, electrodes including graphite electrodes, arc welding rods, calcine, petroleum coke, salt and allied products, caustic soda, chlorine thermosetting and thermoplastic, plastics and compounding agents and additives caprolactam and allied chemicals, amines and plasticizers, enzymes, acids, amino acids, sulphates and other synthetic chemical and chemical substances- basic, intermediate, finished or otherwise and all types of drugs and pharmaceuticals.
40. To produce, manufacture, purchase, refine, prepare, process, import, export, sell and deal in cement, Portland cement, alumina cement, asbestos cement, lime and lime stone and by products thereof, cement pipes, sheets and other building materials, refractories, fire-bricks, fumace lining bricks acidic, basic and neutral, insulating boards, wall boards, plasters, motor, marble mosaic, tiles and the like.
41. To carry on business as timber merchants, saw mill properties and timber growers and to buy, sell grow, prepare for market, manipulate, import, export and deal in timber, teak, plywood, hardboards, fire wood and wood of all kinds and to buy, clear, plant and work timber estates.
42. To carry on the business of manufacturers, fabricators, processors, products, growers, makers, importers, exporters, buyers, sellers, suppliers, stockists, agents, merchants, distributors and concessionaires of and dealers in flour, cakes, pastry, cornflakes, bread biscuits, chocolates, confectionery, sweet, fruit drops, sugar, glucose, chewing gums, milk, cream, ice, ice cream, aerated or mineral water, fruit juices, wines, liquors and

other alcoholic drinks and fermentation products, canned fruit products, milk and malted food, cigarettes cigars, protein foods, maize products, butter, ghee, cheese and other dairy products, pickles, jams, jellies, sausages, cider, poultry and eggs, pulses, spices oils, powder and condenses milk, honey, fresh and dehydrated vegetables, coffee, tea, cocoa seeds, processed seeds, concentrate for cattle or poultry feed, fruits and all kind processes foods as well as materials required or used for preparation of food articles.

43. To carry on the business as travel agents, tourist and cargo carriers by road, air, sea or any other mode of transport and to carry on all allied business and activities to the traveling and tourist business.
44. To carry on business, as manufacturers, producers, dealers, processors, importers, exporters, stockists, agents, brokers, traders, retailers of all kinds of paper including writing, printing, wrapping and tissue, newsprint paper for packing including corrugated and kraft paper, synthetic papers, paper board and straw board, and all kinds of pulp whether mechanical or chemical including dissolving pulp and also to carry on business as printers and publishers including of newspapers, books and journals.
45. To manufacture, produce, buy, sell, import, stock and deal in machines tools, grinding machines automatic lathes, drilling machines, planning machines Plano grinders, machinery of every description, precision, tools cutting and small tools, fasteners, electric motors, electrical equipment, cables, wires, switch-gears, flame and drip proof meters, electric fans, cookers and flasks, Gramophone, including record players and records, other domestic appliances, regulators of all types, electric kilowatt hour meters, magnets, industrial jewels ammeters, volt meters, and other type of measuring instruments, electrical or non-electric die castings, screws, nuts and bolts, transformers of all types, circuit brakers, hoists elevators, gears, trolleys and coaches, winches, air compressors, transformers and switchgears, welders, refrigerators, domestic washing machines, television and wireless apparatus including radio receiver and transmitters, microwave components, radar equipment's, valves, resistors, electronic instruments conductors, magnetic materials, transistors and allied sewing machines, watches and clocks, tape recorders, household appliances and components parts thereof.
46. To carry on the business of manufacturers and dealers in air-conditioning and refrigeration thermal and hydro power generation equipment, equipment's, consumer and domestic appliances, radios and transistors, electronic equipment including television and computers, oxygen and acetylene electrodes including graphite electrodes weighing scales, cement refractories, batteries, agricultural equipment, thermometers, flashlights, detonators and explosives, Hume and cement pipes, asbestors starch and by-products wire ropes, linoleum, glass, calculators, typewriters and all forms of office equipment's, magnets, gauges and precision instruments, conducts, rectifiers, capacitors, meters, matches, grinding and abrasive equipment, potteries, tiles and ceramics, lighting equipment, oils, manures or any one or more of such business in all or any of their respective branches.
47. To grow, cultivate, manufacture, treat, cure, blend process, buy, sell or deal in tea or coffee in various forms.
48. To carry on business as manufacturers, distributors, importers, exporters, agents and generally deal in all kinds of leather items and things made of leather and leather goods and chemicals used for manufacture of leather products.
49. To carry on the business of chemical engineers', chemical manufacturers, chemists, analysts research chemists, importers and manufacturers of and dealers in pharmaceutical, medical, chemical, industrial and other products and articles, compounds, cements, oils, paints vanished drugs, medicines, dye-wares and makers of and dealers in patent, medicines, surgical and scientific apparatus and materials.
50. To carry on all or any of the business of mechanical engineers and manufacturers and suppliers of implements and machinery, toolmakers, smiths, steel and brass founders, metal workers, machinist, iron and steel workers, metallurgists, and suppliers of agricultural implements, motor and automobile spare parts, sugar mill machinery, oil mill machinery, manufacturers of surgical instruments, and to buy, sell manufacture, repair, convert, let on hire and deal in metals, machinery, implements rolling stocks and hardware of all kinds.

51. To carry on all or any of the business as supplying, purchasing, selling, importing, exporting, manufacturing, processing, converting, establishing workshop and factories, offices and buildings and the business of brick-makers, potlers, chemists and druggists, dairing, drapers and furnishers machinery, packing boxes and other packing articles, electrical goods, appliances, tools and implements, hoteliers, general importers and exporters, jewellers and laundry business, mechanical engineers, miners, petroleum and mineral oil, pavours, refreshment rooms, saw mills, shoe and leather makers, soap manufacturing, spinning and weaving of all fabrics, surgical Instrument makers, tea planters, theatre Company, tobacco Company.
52. To carry on the business of manufacturers, importers, exporters, dealers, hirers, repairs, cleaners, carriers and stores of motor cars, automobile spare and parts, omnibuses, trucks, lorries, tractors, bulldozers, motorcycles scooters, motor boats, motor launches, motor buses, motor lorries, vans, aeroplanes, ships, gliders and other conveyance of all descriptions whether propelled or assisted by petrol, spirit, steam, gas, electrically, animal, atomic or other power or engines, chassis, bodies and other things used in or in connection with the above-mentioned things.
53. To carry on the business of cold storage, refrigeration cooking, dehydration, preservation of any product.
54. To carry on the business as dealers in a purchaser of dairy farms, garden and produce of all kinds and in particular milk, cream, butter, ghee, cheese, poultry eggs, fruits, vegetable ghee, artificial ghee, spices, sausages, prawn patted meat, table delicacies, loaves bread, manures.
55. To carry on the business of house, shop, saloon halls and other apartment and exhibition decorators and execute decorative work of all sorts, to prepare, manufacture, paint, use, import, export, device, design all kinds of artistic objects for use and ornamentation or any property used in the decoration or furnishing of buildings, exhibitions or other structures of all kinds and nature.
56. To carry on all kinds of business of manufacturers, importers, exporters, dealers, assemblers, distributors, of radios, radiograms, gramophones, wireless apparatus, domestic and commercial refrigerators, coolers, freezers of all kinds, humidifying, dehumidifying, ventilating and cooling plants, room-coolers and air-conditioning of all kinds, records, bare and rubber insulated wires, cables, flexible cords, fuse wires, copper and aluminium-wires, electric switches and switch-gears, contents, lamps motors, fans and electric goods, plastic and light material products, equipment's and accessories of all kinds, cold storage equipment's and all articles and things used in manufacture, construction, erection maintenance and working thereof in connection therewith in anyway whatsoever. To repair the same and their machinery and apparatus.
57. To manufacture, process, buy, sell, import and deal in all kinds of machinery food products, seeds, patent and licences all kinds of fertilizers, lime mineral products and stock-feeds.
58. To carry on the business of founders of ferrous and non-ferrous metals, sheet workers, mechanical, structural, electrical and metallurgical engineers, to carry on the work of cast iron foundry for the manufacture of all types of pipes and pipe-fittings, water-reservoirs, drainage requisites including manhole frames and covers, granting and loaders, cast iron sanitary appliance and fitting including flushing cisterns, bath-tubes, wash-basins, cast iron, building requisites including railing, spiral stairs, ladders, ventilators, ornamental window-frames, pillars agricultural implements including choppers, ploughs, cast iron railway castings including sleepers, fish plates, wheels and other fittings household requisites, and utensils, including cooking pans, containers, coal mining and engineering requisites including pinions, tube wheels, pump-parts and other general and special castings.
59. To carry on the work of mechanical and electrical engineers and to run a workshop to undertake and execute all types of mechanical and structural jobs of manufacturing, fabrication and erection of buildings and articles and to do various types of sheets metal work including manufacturing and construction of storage tanks, buckets, drums various types of containers and other similar items, that may be easily marketable.
60. To invest and to carry on the business of jewellers, bullion merchants, gold-smiths, silver-smiths, gem and stone merchants, subject to Gold Control Act.

61. To deal in and to invest in precious stones, diamonds, pearls jewellery, watches, clock chronometers, gold and silver plates, electroplated cutlery, presents and gifts, coins, cups, metals shield curious articles of virtue, art and antiquities, dressing bags, and bronzes.
62. To engage and carry on the business of raising, packing, grading, preparing for market eggs, butter, cream, milk farm and poultry products, of all descriptions. To hatch, breed and raise either by natural or incubators or otherwise poultry of all kinds.
63. To carry on the business of exhibition of films, cinema owners, film distributors, studio-owners and all other allied trades and techniques and also to act as producers, distributors, exporters, exhibitors and financiers of cinematograph film and to manufacture, own, acquire, provide, secure, arrange ordeal in films and photographic paper and equipment cameras, sound recording, musical equipments, lighting appliances, instruments, equipments and machines and to construct, establish, own hire or otherwise acquire and to manage, let out for rent, fee, monetary gain or otherwise studies, laboratories, theatres, buildings, halls, open air-theatres, bars, restaurants, and other buildings or work required for the purpose of production, distribution or exhibition of the films, operas, stage plays, dances, operettas, burlesques, vaudeville, revues, ballets, pantomimes, spectacular pieces, promenade concert circus or other performance and entertainments and to act as dealers, importers, exporters of musical instruments and records tapes cinema and film projects and cameras, wigs and other products or materials related or connected with the aforesaid objects and business; and to acquire exclusive or limited rights to any play, story, musical songs and lyric, book, article or any technique by producing, purchasing or otherwise acquiring and to use exercise, develop or exploit turn to account such rights for the business of the company, and to act as agents for training. retaining, arranging and supplying artists stars, art directors, script or story writers, technicians extra and other personnel required by the Company or other film, cinema or show business.
64. To manufacture, purchase, produce, grow raise, preserves, purify, refine, import export prepare, sell and deal in sugar, sugar-candy, sugarcane, gur, molasses syrups, alcohol and all other by- products and food products, fertilizers and things generally and to maintain refineries, foundries, workshops, distilleries and other works for the purpose of the Company.
65. To carry on mining and any business relating to the winding and working of minerals and to search for get work, raise, manufacture, produce, buy, sell and in coal, coke mineral oil, iron ore, lime stone graphite carbon, chemicals, petrochemicals, cement, breakearths, bricks, pipes, fire-clay, fire-bricks, mica and other metals, minerals and substances and their product, by products and ancillary products and to manufacture and sell patent fuels, to work mines, mining rights in, under or upon the land and properties for the time being belonging to the Company and to mine, quarry, crush, wash, smelt, reduce or otherwise.
66. To purchase, take on lease, acquire in exchange or otherwise own, hold, occupy, manage, control, construct, erect, alter, develop pull down, improve, repair, renovate, work, built, plan, lay out, sell, transfer, mortgage, charge, assign, let out, sublease all types of lands, plots, buildings, hereditaments, bungalows, quarters, offices, flats, chawls, warehouses godowns, shops, stalls, markets, houses, structures, undertaking, constructions, tenements, roads, bridges, forests, estates, assets and properties, movable or immovable freehold or lease-hold or whatever nature and description and wherever situate.
67. To carry on business as financiers, concessionaires and to undertake and execute all kinds of financial commercial and trading operations and to discount, buy, sell and deal in bills notes, warrants, coupons, suits and decrees for money, granted by any court in the Union of India and other negotiable or transferable securities on documents, provided that the company shall not carry on banking business within Banking Regulations Act, 1949.
68. To acquire from or sell to any person, firm body corporate or whether in India or elsewhere, technical and managerial information, know-how, process engineering, manufacturing, operation and commercial data, plans lay-outs and blue-prints operation and commercial, data, plants lay-outs and blue prints useful for the design, erection and operation or any plant or process or manufacture and to acquire, grant or licence other

rights and benefits in the foregoing matters, to render any kinds of managerial technical and financial consultancy services and to carry on the business of market research organizers, sales promotion agents, general advisors, advisors, technical and marketing consultants, either alone or in partnership.

69. To carry on the business of technical, financial and management consultants and advisors and to enter into collaboration agreements for the manufacture of items, which the company is entitled to produce in India and abroad with the companies firms and individuals, Central and/or State Government and their concerns and to tender and provide all types of services including managerial, personnel, secretarial, designing, engineering, preparation of feasibility and project reports, drawings, plant layouts, tenders for all the plant & machinery, equipments, buildings and other structures and helping finalisation of contract and commissioning of plants.
70. To carry on the business of manufacturers and dealers in capacitors, resistors, tubes, condenser, semiconductor materials, and devices, transistors, rectifiers, zener-diodes, thermistors, integrated and hybrid circuits, relays and resistors, potentiometers, connectors, printed circuits, coils, chokes, transformers, switches, volume controls, plugs, stockist, bases, aerial, gears, electrical, diesel motors and pumps, batteries, accumulators, cables, metal and other cases, piezo electric quartz, crystals of all types including those made from synthetic materials, meters of all kinds including those for industrial, domestic and other uses, chassis-holders and covers.
71. To carry on business as manufactures, traders, importers, exporters and dealers in all types of cables, wires and its accessories, conductors, standard, wire and all other kinds of wires and wire products.
72. To carry on business as dealers, distributors, stockist, buyers, sellers, repairers, cleaners, stores importers, exporters or agents of motor cars, trucks, lorries and carriages, motor cycles, scooters bicycles, tractors, earth moving equipment's, trailers and other vehicles, agricultural implements, pumps and machineries and spare parts, engines, motors accessories, components, tools, batteries, glass panels, and sheets, apparatus, fittings, furnishing materials, tyres, tubes, paints, fabricants, fuel, oils, gas or other materials, used or required for such vehicles, implements of machines and to act as transporters of goods and to let out, hire or finance or hire purchase system or otherwise automobile and other vehicles, implements, machines, and any of the aforementioned products of things.
73. To carry on the business of an investment company for that purpose to acquire shares, stocks, debenture stock, bonds, obligations and securities issued or guaranteed by any central obligations and securities issued guaranteed by any central of State Government, Public Body, or Authority or any Company constituted or carrying on business in India or elsewhere by original subscription, underwriting tender purchase exchange or otherwise to subscribe for the same either conditionally or otherwise to guarantee the subscription thereof to buy and sell foreign exchange and enforced all right and power conferred by or incidental to the ownership thereof and to carry on the business of financing industrial enterprise whether by way of making loans or advances or subscription to the capital of private industrial enterprises in India.
74. To give guarantee for payment of money or performance of any obligations or undertaking and to undertake and execute any trust and to carry on and undertake any business, undertaking transaction or operation commonly carried on or undertaken by investors, financiers, promoters, guarantee brokers underwriters and trustees.
75. To carry on all kinds of promotion business and in particular to take part in the formation, supervision or control or business or operations of any company, undertaking or firm and for that purpose to appoint and remunerate any directors, accountants, or other experts or agents and also to join any partnership firm as partner or otherwise on profit sharing basis or on any mode of distribution of profits.
76. To undertake carry out promote or sponsor any programme of scientific research or development of social science or statistical research whether related or not related with the business of the Company and to assist in the execution and promotion of any such programmes either directly or through the Agency of any person or persons or in any other manner.

77.To deal in scraps or by products arising out of the manufacturing process and also to deal in, export and import in any such product.

IV. THE LIABILITY OF THE MEMBERS IS LIMITED.

V. *The Authorised Share Capital of the Company is Rs. 27,00,00,000/- (Rupees Twenty-Seven Crores Only) divided into 2,70,00,000 (Two Crores Seventy Lakhs) Equity Shares of Rs. 10/- (Rupees Ten Only) each with power to sub divide, consolidate and increase or decrease the capital, and with power from time to time to issue any shares out of the original capital or any new capital with and subject to any preferential, qualified or special rights, privileges or conditions as may be thought fit and upon the sub division of a share to apportion the right to participate in profits in any manner as between the shares resulting from such sub-division.

*Amended by Special Resolution passed by the Members of the Company at the Extraordinary General Meeting of the Company held on 05th November, 2024.

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

Name, Addresses, Descriptions and Occupations of Subscribers	Total number of Equity Shares to be taken by each Subscribers	Name, Address, Descriptions, and Occupations of Witness
1. SUNDERLAL DUGAR S/o. Late Motilal Dugar 63, Park Street, Kolkata- 700016 Occupation: Business	10,000 (Ten thousand)	Witness to all the Seven Signatories KAMAL PAUL S/o. Sri Benode Lal Paul Plot 52, Bosunagar, Madhyamgram Kolkata- 700129 Advocate (Enrollment No: WB/858/88)
2. VINOD DUGAR S/o. Sri Sunder Lal Dugar 63, Park Street, Kolkata- 700016 Occupation: Business	29,600 (Twenty-Nine Thousand Six Hundred)	
3. PRADEEP KUMAR JAIN S/o. Late Sukan Chand Ghorawat FD-282, Sector-3, Salt Lake Kolkata-700106 Occupation: Business	10,000 (Ten Thousand)	
4. PRADEEP KUMAR HIRAWAT S/o. Sri Madan Lal Hirawat 199/5, M.G. Road, Kolkata-700007 Occupation: Service	100 (Hundred)	
5. RAJENDRA KUMAR BARADIA S/o. Late Hari Shankar Baradia 1/2R/4, Ram Krishan Naskar Lane, Kolkata-700010 Occupation: Service	100 (Hundred)	
6. ANIL KUMAR APAT S/o. Sri Ishwar Chandra Apat IC-202, Salt Lake, Kolkata-700091 Occupation: Service	100 (Hundred)	
7. SUSHIL KUMAR BANTHIA S/o. Late Kanhaiyalal Banthia 62/1, Sultan Alam Road, Kolkata- 700033 Occupation: Service	100 (Hundred)	
TOTAL	50,000 (Fifty Thousand)	

Kolkata, dated the 16th day of June, 2006