

THE COMPANIES ACT, 1956
[COMPANY LIMITED BY SHARES]

MEMORANDUM OF ASSOCIATION
OF
NOBLE POLYMERS LIMITED

- I The Name of the Company is "NOBLE POLYMERS LIMITED".
- II The Registered Office of the Company will be situated in the State of Gujarat.
- III The objects for which the company is established are:

[A] THE MAIN OBJECTS TO BE PURSUED BY THE COMPANY ARE:

- (1) To act as share, stock and commodities brokers, traders, importer, exporter, consultant on behalf of individuals, firms, companies and persons in relation to shares, stocks, bonds, securities, units, debentures, fixed and other deposits, to assist to control, negotiate loans and underwriting contracts, all types of stocks and commodities.
- (2) To subscribe, purchase, acquire, hold, sell, underwrite, invest dispose off or otherwise deal for sell and on behalf of others in shares, stocks, debentures, bonds, units, mortgages, obligations, commodities and securities issued and guaranteed by any company or any government, trust, municipal, local or other authority, firm, person, body corporate.

(B) THE OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECTS ARE :

1. To acquire and take over any business or undertaking carried on, upon or in connection with any land or building which the Company may desire to acquire as aforesaid or become interested in and the whole or any of the assets and liabilities of such business or undertaking and to carry on the same or to dispose or remove or put an end thereto.
2. To acquire, purchase, start, run, erect and maintain lands, buildings, factories, foundries, workshops, mills, cold storage plants, equipments, machineries, plants and tools, industrial undertaking of any kind, warehouses, cellars, vaults, wagons, branch offices, depots and show-rooms for the business of the Company.
3. To form, promote, subsidise, organise and assist or aid in forming, promoting, subsidising, organising or aiding companies, syndicates and partnerships of all kinds for the purpose of acquiring and undertaking any properties and liabilities of this Company or for advancing directly the objects thereof which this Company may think expedient.
4. To acquire and/or give to from any person, firm or body corporate incorporated whether in India or elsewhere, technical information, know how, processes, engineering, manufacturing and operating data plants, lay outs and blue prints useful for the design, erection and operation of plant required for any of the businesses of the Company and to acquire any grant or licences and other rights and benefits in the foregoing matters and things.
5. To pay to promoters such remuneration and fees and otherwise recompensate them for their time and for the services rendered by them.
6. To invest any moneys of the Company not immediately required for the purposes of its business in such investments or securities as may be thought expedient including securities issued and/or guaranteed by Central or State Government, Corporations, Trusts and Financial Institutions.
7. To carry out in any part of the world all or any part of the Company's objects as principal in such investments or securities as may be thought expedient, including securities issued and/or guaranteed by Central or State Government, corporations, trusts in financial institutions.
8. To secure or discharge any debt or obligation of or binding on the Company in such manner as may be thought fit and in particular by mortgage, charges upon the undertaking and all or any of the assets and properties (present and future) and the uncalled capital of the Company or by the creation and issue on such terms as may be thought expedient of debentures, debenture-stock or other securities of any description or by the issue of shares credited as fully or partly paid up.
9. To purchase or otherwise acquire, sell, dispose off, concerns and undertakings, mortgages, charges, annuities for certain period or on deferred basis, patents,

licences, securities, concessions, options, policies, book debts and claims, any interest in real or personal property and any claims against such property or against any person or company.

10. To amalgamate, enter into partnership or into any arrangements for sharing profits or losses, union of interest, co-operation, joint ventures or reciprocal concessions with may seem capable of being used for any of the purposes of the Company or the acquisition of which may seem calculated directly or indirectly to benefit the Company and to use, exercise, develop or grant licenses in respect of or otherwise turn to account any property, right or information so acquired.
11. To establish, provide, maintain and conduct or otherwise subsidise research laboratories and experimental workshops for scientific and technical research, experiments and to undertake and carry on with all scientific and technical researches and experiments and carry on with all scientific tests of all kinds and to promote studies and research both scientific and technical investigations, and inventions by providing subsidising, endowing or assisting laboratories, workshops, libraries, lectures, meetings and conferences and by providing for the awards of exhibitions, scholarships, prizes and grants to students or otherwise and generally to encourage, promote and reward studies, researches, investigations, tests and inventions of any kinds that may be considered likely to assist any of the business which the Company is authorised to carry on.
12. To employ expert to investigate and examine into the conditions, prospectus, value, character and circumstances of any business concerns and undertakings having similar objects and generally of any assets, property or rights.
13. To establish branches or appoint agencies or in connection with any of the objects of the Company may open its subsidiary office, showrooms, sale depots, godowns, warehouses or otherwise anywhere in India or abroad.
14. To adopt such means of making known the business of the Company as may seem expedient and in particular by advertising in the Press, Television, Cinema or any improvements thereof by circulars, by purchase and exhibition of works and or art or interest by publication of books and periodicals and by granting prizes, rewards and donations.
15. To enter into arrangement for technical collaboration and/or other form of agreements including capital participation with foreign or Indian manufacturer or products which the Company is empowered to manufacture of any products which is manufactured or proposed to be manufactured or processed by the Company and to pay for such technical assistance for collaborations, royalties or other fees in cash or by allotment of equity or other capital of the Company or credited as paid up or issue of debenture stock.
16. To enter in to any arrangement with any Government or Authority Supreme or Municipal, local or otherwise, that may seem conducive to the Company's objects or any of them and to obtain from any such govt. or authority all rights, concessions

and privileges which the Company may think it desirable to obtain and carry out, exercise and comply with any such arrangement, rights, privileges and concessions.

17. To do all or any of the above things as principal, agents, trustees, contractors, and by or through agents, sub-contractors, trustees or otherwise either alone or in conjunction with others.
18. To sell, lease, grant licenses, easements and rights, over and in any other manner, deal with or dispose off the undertaking, property, assets, rights and effects of the Company or any part thereof for such consideration as the Company may think fit and in particular so for shares, debentures, or securities of any other Company.
19. To acquire business which may seem to the Company capable of being conveniently carried on in connection with the above or calculated directly or indirectly to enhance the value of or render more profitable any of the Company's property and to give and accept by way of consideration for any of the acts or things aforesaid or property acquired any shares, debentures, debenture stock or securities that may be agreed upon, and to hold and retain or sell, mortgage and deal with shares, debenture, debenture stock or securities to be received/so received.
20. To promote or join in the promotion of any company or companies having similar objects for the purpose of acquiring all or any of the property, rights and liabilities of this Company or for any other purposes which may seem directly or indirectly calculated to benefit this Company and to underwrite shares and securities therein. The Company may promote wholly owned or partly owned companies and firms.
21. To make donations to such persons or institutions either of cash or any other assets as may be thought directly or indirectly conducive to any of the Company's objects or otherwise expedient and in particular to remunerate any person or corporation introducing business to this Company and to subscribe, contribute or otherwise assist or guarantee money for charitable, scientific, religious or benevolent national, public or other institutions or for exhibition or for any public, the general or other to establish and support or aid in the establishment and support of associations, institutions, objects and funds, trust and conveniences for the benefit of the employees or persons having dealing with the Company or the dependents, relatives or connections of such persons and in particular friendly other benefit societies and to grant pensions, allowances, gratuities and business either by way of annual payments or a lumpsum and to make payment towards insurance and to form and contribute to provident funds and benefit funds of or for such persons.
22. To refer to or agree to refer any claims, demand, disputes or any other question by or against company and a member or members or his or their representatives or between the Company and third party to arbitration in India or at any place outside India and to observe and perform and to do all acts, deeds, matters and things to carry out or enforce the awards in accordance with the provisions of Indian Arbitration Act.
23. To invest and deal with the money of the company in such manner as may from time to time be determined.

24. To receive money on deposit or loan and to borrow or raise or secure the payment of money in such manner as the Company shall think fit and in particular by mortgage by the issue of debentures or debenture stock, perpetual or otherwise, charged upon all or any of the Company's property (both present and future) including its uncalled capital and to purchase, redeem and pay of any such securities and guarantee the performance by the Company or any other person or company, of any obligations undertaken by the Company or any other person or Company, as the case may be, PROVIDED THAT the Company shall not carry on the business of Banking as defined by the Banking Regulations Act, 1949.
25. To draw, make, accept, endorse, discount, execute and issue bills of exchange, promissory notes, bills of lading, warrants, debentures and other negotiable or transferable instruments or securities.
26. To remunerate any person or company for services rendered or to be rendered in placing or assisting to place or guarantee the placing or shares in the Company's capital or any debenture stock or other securities of the Company or in or about the information or the promotion of the company or the acquisition of property by the Company or the conduct of the business.
27. To insure the whole or any part of the property of the Company either fully or partially, to protect and indemnify the Company, from liability or loss in any respect either fully or partially and also insure, protect and indemnify any part or portion thereof on mutual principle or otherwise.
28. To provide the welfare of any employee or employees of the Company and wives, widows and families or dependents or relatives of such persons by grant of money and by subscribing or contributing towards places of recreations, hospitals and dispensaries, medical and other attendance and other assistance as the Company shall think fit and otherwise to guarantee money to any charitable objects which shall have any moral or other claim to support or paid by the Company or its employees.
29. To purchase, take on lease or tenancy or in exchange, hire, options over or otherwise acquire any estate or interest whatsoever and to hold, develop, work, cultivate, deal with and turn to account concessions, grants, decrees, licenses, privileges claims, options, leases, properties, real or personal or rights or powers of any kind which may appear to be necessary or convenient for the business of the Company.
30. To negotiate, enter into agreement and contracts and collaborate with foreign companies, firms and individuals for getting or supplying and procuring technical assistance, know-how in the manufacturing, marketing, importing and exporting of any of the products.
31. To guarantee the due performance and discharge by receivers, liquidators, committees guardians, executors, administrators, trustees, attorneys, brokers and agents of their respective duties and obligations.
32. To undertake and execute any trust or discretion, the undertaking whereof may seem desirable and the distribution amongst the beneficiaries, pensioners or other

persons entitled to thereof, any income, capital, annuity or other sums or moneys or other properties whether periodically or otherwise and whether in money or in specie in furtherance of any trust, discretion, other obligation or permission.

33. To establish, aid, support or/and in the establishment and support of associations, institutions, funds, trusts, private or public for the benefit of its employees or ex-employees, shareholders, past shareholders, Directors, ex-Directors, of the Company or its predecessors in business and for persons having dealing with the Company or the dependents, relatives or connections of such persons and in particular friendly or other benefit societies and grant pensions, allowances, gratuities, bonuses either by way of annual payment or lumpsum and to make payment towards insurance and to form and contribute to lumpsum and other benefit funds for such persons and to provide for the welfare of shareholders, Directors ex-Directors and employees and ex-employees of the Company and the wives, widows and families or the dependents or connections of such persons by building or contributing to the building of houses, dwellings or chawls or by grant of moneys, pensions, allowances bonuses or other payment and to provide or subscribe or contribute towards place of instruction and recreation, hospitals, dispensaries, holiday homes, medical and other instructions and other assistance as the Company shall think fit.
34. To pay all preliminary expenses of any company promoted by the Company or any company in which the Company is or may contemplate being interested and preliminary expenses may business or acquired by the Company.
35. To open current or fix accounts with any bank, bankers, shroff, or merchants and to pay into draw money from such accounts.
36. To employ experts to investigate and examine into the conditions value, character and circumstances of any business, concerns and undertakings and generally of any assets, properties, rights.
37. To carry on and branch of a business whether in India or outside India which this Company is authorised to carry on by means or through the agency of any subsidiary company or companies and to enter into any arrangement with such subsidiary company for taking the profits and bearing the losses of any business or branch so carried on or finance any such subsidiary guaranteeing its liabilities or to make any other arrangement which seem desirable with reference to any business or branch so carried on including the power and provision at any time either temporarily or permanently to close any such branch or business.
38. To accept as consideration for or in lieu of the whole or any part of the Company's properties either land or cash or Government security or securities guaranteed by Government or shares in joint companies or partly the one and partly the other and such other properties or securities as may be determined by the Company and to take back or acquire the properties so disposed off by repurchasing or taking lease the same at such price or prices and on such terms and conditions as may be agreed upon by the Company.
39. To vest any movable or immovable properties, rights 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.

40. To create any depreciation fund, reserve fund, sinking fund, insurance fund or any special fund whether for depreciation or for repairing, improving extending or maintaining any of the properties of the Company or for redemption of debentures or redeemable preference shares or any other purpose whatsoever conducive to the interest of Company.
41. To undertake carry out, promote, sponsor, contribute or assist in any activity project for rural development including any programme for promoting the social and economic welfare of or the upliftment of the people in rural area irrespective whether the Company has any business dealings in such areas or not and to incur any expenditure or use any of the assets and facilities of the Company on any programme or project or activity of rural development and to assist execution and promotion thereof either directly or in association with any other company or person or organisation or through an independent agency or in any manner as the Company may deem fit in order to implement any of the projects or programmes or activities of rural development, transfer without consideration or at such fair or concessional value and divert the ownership of the properties of the company to or in favour of any public or local body, authority, Central or State Government or any public institution or trust or fund.
42. To raise or borrow money from time to time for any of the purposes and objects of the Company by receiving advances of any sum with or without security upon such terms as the Directors may deem expedient and in particular by taking deposit from or open current accounts with any individual or firms including the agents of the Company, whether with or without giving the security or by mortgaging or selling or receiving advances on the sale of any lands, building machineries, goods or other properties of the Company or by the issue of the debenture or debentures stock, perpetual or otherwise, charged upon all or any of the Company's properties (both present and future) including its uncalled capital or by such other means as Directors may in their absolute discretion deem expedient.
43. Subject to section 58A of the Companies Act, 1956, and Rules made thereunder and directions issued by Reserve Bank of India, to borrow raise or secure the payment of money to or receive money and deposit as time deposit or otherwise at interest for any purpose of the Company and at such time to time and in such manner as may be thought fit and in particular by the creation and issue of the debentures or debenture stocks, bonds, shares credited as fully or partly paid up, obligations, mortgages charges and securities of all kinds, either perpetual or otherwise, either redeemable annuities in as and by way of securities for any such moneys so borrowed, raised or received or of any such debentures, debenture stocks, bonds, obligations, mortgages, charges and securities of all kinds, either so issued to mortgage, pledge or charge the undertaking of whole or any part of the properties, rights, assets, or revenue and profits of the Company present or future, including its uncalled capital or otherwise howsoever by trust and give the lenders powers as may seem expedient and to purchase, redeem or pay off any such securities. The Company shall not carry on the business of Banking as defined by the Banking Regulations Act, 1949.

[C] OTHER OBJECTS:

1. To carry on the business of exporters, importers, buyers, sellers, manufacturers, producers, brokers, buying agents, selling agents, packers, repackers, commissions agents, factors, distributors, stockists, agents, traders and suppliers of and dealers in all classes and kinds of all or any of the following kinds :
 - (a) Mixtures, powder, oil, hair oil, compounds, formulations, nutrients health products, paints, toilet goods, pigments and all kinds of pharmaceutical, cosmetic and medicinal preparations required or used for beauty aid or personal systems of treatments, bandages cotton, gauzes, crutches, stretches and all kinds of anatomical, orthopedic and surgical appliances and stores.
 - (b) To carry on the activity of research or aid any organisation engaged in the research of them mentioned in 1(a).
 - (c) Flour, guar gum or gum of any specification, cakes, pastry, corn flakes, bread, biscuits, chocolates, confectionery, sweets, fruit drops, sugar, glucose, chewing gums, milk, cream, butter, ghee, cheese and other dairy products, pickles, jams, jellies, sausages, cider, poultry and eggs, pulses, spices, oils, powder and condensed milk, honey, vegetables, coffee, tea, cocoa and all kinds of materials required or used for preparation of food articles.
 - (d) Ammonium sulphate, nitrate (double salt), ammonium nitrate, calcium ammonium nitrate (nitroline stone), ammonium chloride, superphosphate, urea and other type of fertilisers of synthetic or natural origin containing nitrogen, phosphorous or other compounds, soda ash, pesticides, d.d.t., seeds, concentrate for cattle or poultry feed.
 - (e) Writing pen, pencils, fountain pen, ball pen, sign pens, colour pencils, tubes, and tablets, pin erasers, ink clips, rulers, paper, pulp, newsprint board, envelopes, cards, dies, letter heads, form tiles, stamps, books, bags, cases, covers, rocks, cabinets, numerical printers, adhesive tapes, gums, duplicators, typewriters, computers, calculators, accounting and inter-communication machineries and all kinds of office, domestic, industrial and educational stationery, equipments, appliances, furnitures, instruments, gadgets, devices and stores.
 - (f) Sports goods such as football, bat, ball toys, petrochemicals, calcium carbide, styrene, butanene, thylene, ethyl alcohol, hydro carbon, petroleum fractions and other synthetic and chemical substances basis intermediate or otherwise.
2. To carry on business as producers, manufacturers, processors, convertors, refiners, makers, bottlers, stockists, dealers, importers, exporters, traders, retailers, agents, buyers or sellers of oxygen, acetylene, ammonia, carbon dioxide, nitrogen, hydrogen, helium, and other types and kinds of gases required for or used in industries, agriculture, clinics, hospital, refrigeration, aviation, transport vehicles, spaces, 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 welfare establishments, horticulture, forest or plant protection and growth and other allied purpose and to service, repair, manufacture, market or deal in machineries, plants, spares, cylinders, containers, gadgets, appliances and accessories, required for working on, using or producing any of such gases and products.

3. To manufacture, process import, export, buy, sell and deal in vanaspathi oils, dehydrated, vegetable oils, oils made or processed from seeds, cotton seeds, coconuts, groundnuts, products of plantations, horticulture, agriculture and forest products and oil cakes, soaps and lubricants made from such oils or as bye-products thereof.
4. To carry on business as timber merchants, saw mill proprietors and timber growers and to buy sell, grow, prepare for market, manipulator, import, export and deal in timber, teak, ply wood, fire wood and wood of all kinds.
5. To produce, manufacture, refine, prepare, process, purchase, skill import, export or generally to deal in bricks and stones, marbles, tiles, refractories, china wares, sanitary materials, pipes, tubes, tubular structures, cement, paints, adhesives, sheets, roofings, glass furniture, fittings electrical goods, water supply or storage equipments, floor polish, door closures, concrete mixers, elevators, paints, hardwares, pipe fittings, lubricant oils, building materials, forest products and other building or decorative materials made of cement, stone, clay, timber, teak, board fibre, paper, glass, rubber, plastic, order, natural or synthetic substances or chemicals.
6. To carry on business as producers, growers, manufacturers, processors, converters, refiners, makers, stockists, agents, importers, exporters, traders, retailers, suppliers, buyers, sellers, merchants, distributors and concessionaries of and dealers in rubber plantations and plants producing elastic or adhesive substance, natural or synthetic rubber, elastomers, adhesive wax, rubber, latexes, plastic, P.V.C. and other synthetic resins, compounds, latexes of formulations including reclaimed from scrap materials and containers, packages, goods, part accessories, machineries and items made partly or fully or any of the products mentioned herein and used in or required for industries, transport, vehicles, railways, air crafts, space crafts and rockets, sports, education house-hold, decorative, furnishing, scientific, commercial, electrical, medical, agricultural, or plantation purposes or for extraction, transport or distribution of mineral oil, water and chemicals.
7. To carry on business as manufacturers, producers, dealers, traders, importers, exporters, stockists, distributors of lights, flash lights, mercury vapour bulbs and other type of bulbs, lamps or tubes required or used for lighting or for industrial, domestic, electronics, transport vehicles or commercial purposes and glass shells, fittings, tubes, filaments, tungsten and molybdenum, wires caps, machineries, accessories and spares required or used for manufacture of bulbs, lamps and tubes.
8. To carry on the business of and to act as advisors, consultants, market surveyors, registrars, and to render technical know-how, management, legal, financial services to any individual, firm, company, body corporate, undertaking, institution, association, departments and services of the Government, public or local authorities,

trusts and scientific research and development centres in India or abroad and to prepare, undertake, aid, promote, co-ordinate project studies, arrange foreign collaboration, prepare schemes, project reports, market research and studies, arrange technical, financial, legal and management agreements and arrangements, provide management personnel, supervise and set up production techniques, promote technical training schemes and generally to act as turn-key jobs, in India and abroad and give to new entrepreneurs of industry as well as to those who are already established in industries of various kinds, suggestions for improving the techniques and methods of production, utilisation of plant and machineries to the best advantage, costing methods and procedures and stores and management accounting schemes and systems.

9. To establish, maintain and operate, shipping, air transport and road transport, services and all ancillary services and for these purposes or as an independent undertakings to purchase take in exchange, charter, hire, build, construct or otherwise acquire and to own work manage and trade with stream, sailing, motor and other ships, trawlers, drifters, tugs and vessels, aircraft and motor and other vehicles with all necessary and convenient equipment engines tackle, gear, furniture and stores and to maintain, repair, fit or refit, improve, insure, alter, sell, exchange or let out on hire-purchase or charter or otherwise deal with and dispose off any of the ships, vessels, aircrafts and vehicles or any of the engines, tackle, gear, furniture equipment and store.
10. To carry on business as manufacturers, processors, refiners, convertors, producers, exporters, importers, traders, activated calcium carbonate, hydrated and other allied products made or manufactured partly or fully from carbonate, hydrated carbide chemicals or gases made from or based on one or more of the products mentioned herein.
11. To carry on business as producers, importers, exporters, buyers sellers, distributors, stockists, agents and brokers of coal, coke, charcoal, petroleum cake, copper, iron ore, bauxite, kyanite fire clay, china clay, salt, sodium chloride, calcium phosphate, nickel, beryllium, uranium, zinc, lead, asbestos, tin, alumina, mercury, silicon, sulphur, graphite, brass, aluminium silicate, bentonite, quartz, dextrin, magnesite, dolomite, ferro alloys, corundum manganese, mica, silver, gold, platinum, diamond, sapphire, ruby, topaz, garnet, emerald, pearl, and other precious, semi precious or commercial miners and stones and to act as metal founders, manufacturers agents and dealers of metals, sheets, wires, rods, squares plates, metal foils, pipes, tubes, circles, parts, coils, utensils, ornaments, decorative and art materials and jewellery made wholly or partly from any one or more of the metals and materials mentioned herein.
12. To carry on business as agents, brokers, distributors, traders, stockists, buyers, dealers, importers, exporters, wholesalers, retailers, preservers, processors, refiners, producers and manufacturers of candy, gur, molasses, sweet meats, synthetic sweetening agents and materials, toffee, lozenges, chocolates and products made partly or wholly of sugar or any sweet product.
13. To own, purchase, take on lease hire or exchange or otherwise acquire any estate, land, tea, garden orchards, groves, plantations and farms and to carry on business as cultivators, growers, producers, exporters, agents, brokers, traders or stockists

of tea, coffee, cocoa, cinchona, rubber, bamboo, timber, fruits, vegetable, coconut, spices, cardamom, jute, hemp, cotton, sugarcane, linseed, oil seeds, wheat and other grain and any kind of horticulture, agricultural food or beverage product or products.

14. To carry on business as manufacturers, producers, dealers, importers, exporters, stockists, agents, brokers, traders, retailers of all kinds of board sheets, stationery goods and articles made fully or partly of paper for domestic, household, educational, commercial, industrial, Government or public use.
15. To carry on business as manufacturers, fabricators, producers, importers, exporters, dealers, agents, stockists, retailers, traders or brokers of foundry equipments, mould boxes, materials, handling equipments, tools, gadgets, accessories, spares, by the foundries and producers of steel or metal and to purchase, sell or otherwise deal in all sorts of iron and steel goods, new and old.
16. To carry on business as producers, makers, dealers, analysts, investigators and consultants in public health and environmental engineering, water sewage and effluent treatment, water, air and land pollution control, industrial engineering and for the purpose to carry on civil, structural mechanical, chemical, electrical, metallurgical hydraulic, ecological or any other branches of engineering and science and to develop and/or provide technical or industrial know, formula processes technical advisors, analysts, investigators, consultants, contractors, builders, fabricators, founders, manufacturers and suppliers of all kinds of plants, machineries apparatuses, implements, rolling stocks, chemicals and their derivative products or substances necessary, allied auxiliary or ancillary thereto and to undertake and execute any contract in connection with the objects and to buy, sell, import, export, build process, manufacture, fabricate, alter, repair, convert let on hire and deal in all or any them.
17. To carry business as manufacturers, producers, refiners, processors, convertors, dealers, traders, importers, exporters, retailers, stockists, buyers or sellers of para nitro chloro benzene, paracetamol, aluminium sulphate, acids, rubber, dyestuffs fertilisers, organic or inorganic and/or mixed chemicals including the fine and heavy chemicals, synthetic resins, plastics or P.V.C. materials and such products machineries and parts required for use in or based on partly or fully or one or more of the aforementioned material or products.
18. To carry on the business as producers distributors, importers, exporters, exhibitors and financiers of cinematograph films and to manufacture, own, acquire, provide, secure, arrange or deal in films and photographic sound recording, musical 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 studios, laboratories, theatres, buildings, halls, open air theatres, bars, restaurants and other buildings, halls, or work required for the purposes of production, distribution or exhibition of the films, operas, stage plays, dances, operas, burlesques, vaudeville, revues ballet, pantomimes, spectacular, pieces, promenade concerts, circus or other performance and entertainments and to act as dealers, importers, exporters of musical instruments and records, T.V. video tapes, cinema and film projectors and cameras wigs or materials related or connected with the aforesaid objects

and businesses and to acquire exclusive or limited rights to any play, story, script, musical song and lyric, book, article or any technique by producing purchasing or otherwise acquiring and to use, exercise, develop or exploit or turn to account speak, right for the business of the Company and to act as agents for training, retaining, arranging and supplying artists, stage directors, script or story writers, technicians, extras and other personnel required by the Company or others for film, cinema or show business.

19. To carry on business as manufactureres, dealers, importers, exporters, stockists or distributors of razors, blades shaving soap-sticks or/and utilities.
20. To acquire by purchase, lease, exchange, hire or otherwise develop or operate land, buildings and hereditaments of any tenure or description including agricultural land, mines quarries, tea or coffee gardens, farms, gardens, orchards, groves, plantations and any estate or interest therein and any right over or connected with land and building so situated and to develop or turn the same to account as may seem expedient and in particular by preparing building sites and by constructing, altering, improving, decorating, furnishing and maintaining hotels, rooms, flats, houses, restaurants, market shops, workshops, mills, factories, warehouses, cold storages, wharves, godowns, offices, hostels, gardens, swimming pools, play grounds, buildings, works and conveniences of all kinds and by leasing, hiring or disposing of the same and to manage lands, buildings, and other properties whether belonging to the Company or not and to collect rents and income and to supply tenants and occupants and others refreshments, attendance, light, waiting rooms, reading rooms, meeting rooms, electric conveniences and other advantages.
21. To carry on the business as traders, dealers, wholesalers, retailers, makers, designers, combbers, scourers, spinners, weavers, finishers, dyers and manufacturers of ready-made garments of wool, cotton, jute, silk, rayon, nylon, terylene, and other natural, synthetic and/or fibrous substance and/or manufacturers of materials from the waste released from the above mentioned products either on its own account or on commission and to carry on business as drapers and dealers of furnishing fabrics in all its branches, as customers, ready-made dress and mantle makers, silk mercers, makers and suppliers of clothing, lingeries and trimmings of every kind, furries, drapers haberdashers, milliners, hosiers, golyers, lace makers, teother dressers, felt makers, dealers in and manufacturers of fabrics and also to manufacture, deal in or processes natural starch and other sizing materials, dyestuff, synthetic or chemical substance of all kinds and compounds either basic or intermediate required for the above mentioned product or products.
22. To carry on business as manufacturers, producers, growers, fabricators, processors, refiners, stockists, agents, importers, exporters, traders, wholesalers, retailers, distributors, concessionaires or dealers of spirits, and all kinds of medical preparations required or used in homeopathic, allopathic, ayurvedic, unani, biochemic or nature cure or any other medicinal system or branch of medicine or as beauty aid or personal hygiene, juices, squash, sarbat, nourishment, foods and concentrates, bandage, cotton, gauze, crutches and various types of anatomical, orthopedic or surgical instruments, implements or stores and books journals and publications and all sorts of storage or packaging materials connected with or required for any one or more of the above mentioned items and products.

23. To carry on the business of manufacturers, producers, processors, imports and exporters, buyers, sellers, and dealers of all kinds of abrasive grits and micro grits of white and brown aluminium oxide, silicon, carbide, emery, natural corundum, alumina and all kinds of abrasive including bonded and cloth abrasives, grinding wheels, sharpening stones, horn paper and cloth, all types of refractories based on alumina or any other material or any other kind and all materials, goods and ingredients used or that could be used in the manufacture or processing of abrasive of any kind, allied products, bye-products and substitutes for all or any of them and to treat and utilise and waste arising from any such manufacturer production or process, whether carried on by the Company or otherwise.
24. To carry research and development work for industrial, agricultural and minerals, productivity and methods of productions, matters and problems relating to accountancy, business management, distribution, marketing and selling and to collect analyse, examine, prepare, formulate, publish, distribute and circulate, data, statistics, reports, journals, books, magazines, newspaper, literature and information relating to any type of business, trade, industry sports, education society, cinema or real estate and to promote or propose such methods, procedures and measures as may be considered desirable or beneficial for all or any of the objects of the Company and for extending, developing and/or improving any type of business, trade, estate, industry, commerce, organisations, methods, techniques, technical know-how, patents, trademarks and procedures to consider and evaluate problems relating to administration, management, manufacture, production, storage, distribution, finance, marketing and sale and/or relating to the rendering of any service.
25. To carry on business as agents, importers, exporters, dealers, traders, stockists, brokers, buyers, sellers, repairers, assemblers, hirers and producers of plants, machineries equipments, machine tools, apparatus, component parts, fittings, implements, accessories or raw materials required by industries, workshops, transporters, railways or for agricultural plantations, handling excavation, domestic fabrication or irrigation purposes and to acquire, construct, hire, decorate, maintain or own land, workshops, factories, shops, show rooms, offices, rights or agencies required for or in connection with any such business.
26. To carry on business as transporters of goods, passengers, livestock and materials by road, rail, waterways, sea or air and to own, purchase, take or give on lease, charter or hire or otherwise run, to act as forwarding agents workhouse-men and booking agents.
27. To carry on business as advisors and/or consultants on matters and problems relating to the industries, administration, management, organisation, accountancy, costing, financial, marketing, computer software and hardware, import, export, commercial or economic activities, labour statistical, organization, methods, quality control and data processing, technical know-how operation, manufacture, production, storage, distribution, sale and purchase of goods, properties, of and in relation to any business, trade, commerce, industry, mine, agriculture, housing or real estate and upon the means, methods and procedures for the establishment, construction, development, improvement and expansion of business, trade, commerce, industry, agriculture, buildings, real estates, plants or machineries and

all systems, methods, techniques, processes, principles in relation to the foregoing and to carry on business of rendering services on any one or more of aforesaid matters.

28. Subject to law to carry on business as manufacturers, producers or growers of, dealers in, exporters, importers, stockists, agents, distributors of ice, ice-candy, ice cream and other ice-products, carbonated, aerated or mineral waters, fruit juice, wines, liquors and other alcoholic, non-alcoholic or synthetic drinks, dairy and other farm, agricultural or food products and to provide for cold storage or preservation of such products, medicines and own, establish, purchase, take on lease, rent or hire, build, construct, develop or otherwise acquire and arrange land, building, cold storage space or ware houses, godowns, containers, shops, show-rooms, workshops, vehicles, plants, machineries, equipments, apparatus, appliances, stores or services required in connection with or in relation with or in relation to cold storage or and of the business or objects mentioned herein.
29. To carry on business as agents, brokers, traders, lessor, lessee, importers, exporters, dealers, stockists, distributors and/or dealers of merchandise agricultural and engineering goods, pipes and tubes machineries, spare parts, accessories equipments and materials and to purchase, take on lease or rent or otherwise acquire any establishment, marketing any of the goods and products mentioned here-in-before.
30. To carry on business of advertisement and publicity agents and contractors in various ways and manners including outdoor and newspapers, magazines, books, screens, slides, walls, buses, railways, other transport vehicles and public places, audio visual display and to prepare, advise, manufacture and construct advertising devices and to publish or advertise the same through any media whatsoever.
31. To carry on business of publishers, stationers, lithographers, stereotypers, electrotypers, phonographers, lithographers and engravers, die-sinkers, book-binders, designers, draftsman, manufactures, account book manufacturers, machine rules, numerical printers, bag-makers, cardboard manufacturers, ticket manufacturers, calendars and booksellers, diary printers, dealers in playing, visiting, railway, festive, complimentary, wedding or other ceremonial cards or fancy or valentines, dealers in stamps, parchment and agents for the payment of stamp and other duties.
32. To purchase or otherwise acquire any land, building or premises and develop, improve, alter, demolish, let out for the purpose of carrying on the business of hotel, restaurants, refreshment and tea rooms, cafes and milk and snack bars and as caterers and contractors in all of its respective branches, baked, confectioners, tobacconists, milk sellers, butter sellers, dairymen, grocers, poulterers, green-grocers, farmers, ice merchants and ice-cream manufacturers, to manufacture, buy, sell, refine, prepare, grow, import, export and deal in provisions of all kinds, both wholesale and retail and whether solid or liquid and to establish and provide all kinds of convenience and attractions for customers and others and in particular reading, writing and smoke rooms, lockers and safe deposits, telegraphs, stores and shops.
33. To carry on business of running nursing homes, clinics, pharmacies, indoor or outdoor hospitals, medical anatomical, orthopedic, surgical and 'X-ray units, laboratories, research establishments, nature cure centres and to acquire land,

buildings, plants, equipments, accessories, instruments, gadgets, furniture and fittings and other facilities for treatment and nursing of patients of various types of disease, ailments, sickness, illness and other body or mental troubles.

34. To carry on the business/work of the scientific research which may lead to or facilitate an extension of the activities of the business or that class of the business in which the company deals or any scientific research of medical nature with relation to the welfare of the mass.
35. To carry on the business as tourist agents and contractors and to facilitate travelling and to provide for tourists and travellers or promote the provision of conveyances of all kinds in the way of through tickets, circular tickets, sleeping cars or berths, reserved places, hotel and boarding and/or lodging accommodation, guides, safe deposits, enquiry bureaus, libraries, reading rooms, baggage transport and otherwise and to charter steamships and air planes for fixed periods or for particular voyage and flights.
36. 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, millers, surveyors and vendors of milk and milk products, condensed milk and powdered milk, cream, cheese, butter, poultry, fruits, vegetables, each crops and provisions of all kinds, growers of and dealers in corn hay and straw, seedsmen and nurserymen and to buy, sell, manufacture and trade in any goods usually traded in any of the above business or businesses inclusive of staple foods and medicinal preparations from milk, vegetable and animal products or any substitute for any or any them associated with the farming interest which may be advantageously carried on by the company.
37. To develop and turn to account any land acquired by the company or in which the company is interested and in particular by surveying, laying out and preparing the same for pulling purposes, designing, constructing, reconstruction, altering, pulling down, decorating, maintaining, furnishing, fitting up and improving building, farming, cultivating, letting on building lease or building agreement and by advancing money to and entering into contracts and arrangements of all kinds with builders, tenants, other and to construct, carry out, maintain, improve, manage, work, control and supervise any roads, underground tunnels and railway lines and sidings, mills crushing works, hydraulic works, electric works, factories, warehouses, shops, level shafts, coaling stations, docks, coals, or even plants, dwelling houses, office buildings and conveniences and to contribute, to subsidies or otherwise aid or take part in any such operations.
38. To carry on the business as manufacturers, exporters, importers, dealers, factors, agents, traders, wholesalers, retailers, buyers, sellers, consignors, consignees of all kinds of cereals and other eatables and all kinds of fruits, vegetables, juices, pickles, processors, all types and kinds of chips, waffers, popcorns, channa, sing and other eatables including snacks and products thereof in whatever form (liquid, solid, powder) with or without process thereon and packed and/or unpacked in containers, bottles and other types of containers.
39. To carry on the business of and act as promoters, organisers and developers of lands, estates, properties, co-operative housing societies, associations, housing

schemes, shopping - office complexes, townships, farms, farm houses, holiday resorts, hotels, motels and to finance with or without security for the same and to deal with and improve such properties either as, owner or as agents.

40. To carry on business of manufacturers, importers, exporters, assemblers, hirers and repairers of and/or dealers in and marketing and distribution of computer parts, audio visual equipments and industries machineries and consumer electronics including radioreceivers, television picture tubes, tape-recorders, record changers, professional and defence electronics, test and measuring instruments, musical instruments, digital and analytical instruments electronics test and measuring instruments, musical instruments, digital and analytical instruments, electronic environmental and pollution measuring instruments, photocopying machines and other office equipments, electronic desk calculators, oillioscopes and associated instruments, process control systmes, industrial electronics, medical electronics equipments, electro devices, audio record/playback systems, closed circuit T.V. aerospace electronics, geoscience electronics, communication electronics, broad casting electronics and for the purpose of foregoing but without limiting the generality materials, accessories components and spare parts thereof.
41. To carry on the business of mechanical engineers and manufacturers of machineries tool makers, brass founders, metal workers, boiler makers, millwrights, machinists, iron and steel makers and convertors, smiths, wood workers, builders, painters, metallurgists, water supply engineers, gas makers, printers and to repair, convert, alter, let on hire and deal in machineries, implements, rolling stock and hardware of all kinds.
42. To undertake or direct the construction and maintenance of and to acquire by purchase, lease, exchange, hire or otherwise, lands, properties buildings and estates of any tenure or any interest therein, to sell, lease, let mortgage, or otherwise dispose off the same and to purchase and sell or for any person free hold or lease hold lands, house properties, buildings, offices, offices factories, workshops, godowns, farm houses, farms, kind of landed properties or any share/interests therein and/or carry on the business of land and estate agents on commission or otherwise without commission.
43. To irrigate, cultivate, improve and develop land, farms, plots and properties whether belonging to the Company or not and to develop the resources thereof by cleaning, draining fencing, cultivating, ploughing, sowing, planting, manuring, farming, weeding, letting or otherwise and to carry on the business usually carried on by planters, plantation owners, farmers, peasants and processors of agricultural and horticultural products, flowers and fruits.
44. To work mine or quarries and to fine, wignet, work, crush, smelt, manufacture or otherwise deal with chalk, clay, ores, metals, oils, precious and other stones or deposits or products and generally to carry on the business of mining of all branches.
45. To carry on business as refrigerating engineers and dealers of cold storage space, to erect, maintain and operate cold storage depots and to engage in cold storage trade in all its branches.
46. To buy, sell, deal in export and manufacture alloyed casting, annealing and industrial furnaces, fabrication of equipments, machineries, spares, boiler

spares, ferro alloys, non-ferrous castings and to purchase, manufacture, to erect by contract or otherwise the necessary plants, machineries or other necessary equipments for the manufacture of all or any of the above mentioned manufacturers or industries and other metals or foundry products of all types and descriptions and manufacturers and dealers in wire nettings of all kinds and parts, components and machineries made of from castings.

47. To carry on the business of electricians, electrical engineers and manufacturers of all kinds of electrical machineries, electrical apparatus for any purpose whatsoever and to manufacture, sell, supply, lay down, establish, fix, carry out and deal in accumulators, meters, cables, wires, lines, pots, engines, dynamos, telephonic or wireless apparatuses of any kind and accessories thereof and manufacturers of and dealers in scientific instruments of any kinds.
48. To carry on the business as manufacturers and producers of and dealers in fertiliser, manures, dips, sprays, vermifuges, fungicides, medicines, and remedies of all kinds for agricultural, fruit growing or other purposes or as remedies for men and animals and whether produced from vegetables or animals matter or by any chemical process.
49. To carry on the business whether of importing, exporting, purchasing, selling, whether wholesale or retail and whether of manufacturing or otherwise of all kinds of metals, (Whether iron, brass, copper, steel, aluminium, alloys, stainless steel, metal or and other kind of metal.) metal utensils and articles prepared from all kinds of metals capable of being used for similar purpose or objects to those for which any kinds of metal can be used and products derived in the course of the preparation or treatment of any kind of metal, minerals or substances.
50. To carry on the business of manufacturers and importers, exporters, merchants and dealers of fibre boxes, corrugated containers, corrugated folding boxes, display boxes, corrugated wrappers, corrugated papers and all kinds of packing materials in India and abroad.
51. To carry on the business of manufacturers of and dealers in all kinds and classes of paper, board, and pulp including writing paper, printing paper, absorbent paper, newspaper, newsprint, wrapping, tissue paper, cover paper, blotting paper, filter paper, antique paper, ivory finish paper, coated paper, cartridge paper, cloth lined paper, azure laid and woven paper, cream laid grass proof paper, gummed paper, hand made paper, parchment paper, drawing paper, craft paper, manilla paper, envelope paper, tracing paper, vellum paper, water proof paper, emery paper, carbon paper, sensitised paper, chemically treated paper, litmus paper, photographic paper, glass paper, paste board, card board, straw board, pulp board, leather board, mill board, corrugated board, duplex and triplex board, hard board, plywood board, post cards, visiting card, soda pulp, mechanical pulp, sulphite pulp, semi chemical pulp.
52. To promote, establish, run and otherwise carry on business as manufacturers of polyethylene and other plastic woven sacks, polyethylene lined gunny bags, combs, tooth brush, bangles, bowls, radio fittings, furniture and other appliances for domestic purposes and spray gun, handles, electrical items, electric candles, pump, valves used for industrial purpose made of and out of which with

containing or combining polypropylene, alkathetic, PVC moulding powder, styrene, Polystyrene Vinylchloride, thermostating and thermoplastic materials, wax, bakelite chemicals, all sorts, laminates, plastic, polyethylene and plastic goods.

53. To cultivate, grow, produce and deal in any vegetable products and to carry on all or any of the business of foremen, dairymen, mill contractors, dairy foremen, millers, surveyors and vendors of and provisions of all kinds, growers of and dealers in corn, hay and straw and to buy, sell, trade in any goods which are usually traded in any of the above business or businesses associated with the foregoing or other interests of the Company.
54. To carry on the business as manufacturers and producers of vegetables, fruits, spices, groundnut, cake, flour and proteins and in particular canned goods such as syrups, vinegar, assavs, sweets, condiments spices, baby foods, fruit products, vegetable of all kinds and all allied and bye products thereof and for the purpose thereof, to establish preservation centres and canning and other factories at any place or places and to develop such and allied business and to give subsidies to farmers, fishermen and other persons doing such business or who can grow and/or procure necessary materials required by the Company.
55. To carry on the business of manufacturers, settlers, distributors, importers and dealers in all kinds of automobiles, motor cars, trucks, lorries, transport vehicles, tempos, tractor, trailers, scooters, motor cycles, machinea, machincrica of all kind of all parts, spars, accessories and ancillaries used or required for or in the manufacture, sale or distribution or use of all such automobiles, motor cars, trucks, lorries, transport vehicles, cargo vehicles, tempos, tractors, tractor-trailers, scooters, motor cycles, cycles, machines and machineries connected therewith or related thereto and in or for allied industries.
56. To carry on the business of manufacturers, importers, sellers, buyes, distributors, selling agents and dealers whether as wholesale or retailers of all kinds of primary and rechargeable batteries and cells of all types and description and components including metal jackets, tops, bottoms, caps, zinc pellets, carbon rods, tin cans and such other accessories and materials directly or indirectly required for the dry batteries and cells, storage nickel plate batteries, chromium plate batteries, heavy duty batteries, solar batteries, solar cells, rechargeable dry cells, photo cells, storage cells, insert cells and to act as consultants and advisors in technology of all types of electric storage batteries and cells.
57. To carry on the business of manufacturers, repairers, purchasers, sellers, importers, exporters or otherwise dealers in electric data calculators, portable T.V., transistors, radios and their accessories like valves, condensers, diapharagms and any sort of metal components, sound equipment, tape recorders and their accessories, gramophone, records and their accessories, record changers or any other apparatus for musical instruments, typewriters, computer, cleaners, sewing and printing machine, air conditioning equipments, air conditoned godown for storage of goods and to manufacture and deal in refrigerators, coolers, ice handling equipments, battery charges, ice manufacturing and heavy water, mineral water, material handling traatment, battery operated transport, hand operated cordless tools and equipments,

photoflash apparatuses, mine lighting apparatuses and electrical equipments for automatic changeover from commercial electric supply to emergency power, all sorts of battery operated consumer goods including flashlights, toys, clocks, search lights, components and accessories thereof and metals substances and materials of all kinds which may be useful in, conveniently apparatuses tools, articles and things used in the manufacture of storage batteries and manufacture, erect, fabricate and deal in all parts or part spares and accessories of any plant and machinery equipment, tools and other appliances which may be needed or otherwise employed or for manufacturing, producing and fabricating any one or of the products dealt with by the Company.

58. To invest in, underwrite, purchase, sell, hold or otherwise acquire and dispose of and 'deal' in shares, stocks, debentures, debenture stocks, bonds, units securities issued or guaranteed by any authorities whether incorporated or established in India or elsewhere and to act as broker, dealer, agents and to carry on business of share broking, money broking, exchange broking and bill broking and to manage investment pools, venture capital funds, invest trusts, assets management company, subject to Government approval.
59. To carry on the business of buying, selling, letting on hire, purchase, leasing or financing of all durable industrial and commercial properties, assets, vehicles, machinery, tools, equipments, computers and instrument of all descriptions, refrigerators, air-conditioners, washing machines and household appliances and to carry on the business of hire purchase of movable properties of any kind, including machinery, plant of all kinds, to buy, sell, alter, repair, exchange and deal in and finance the sale of furniture, apparatus, machinery, materials, goods and articles and to hire out or sell on hire purchase system and to take or grant on lease, hire-purchase or acquire by licence or otherwise, dispose of any mines, mills, factories, plants, works, vessels, barges, launches, lorries, cars, vehicles, air planes, wagons, carts, machinery, equipments, accessories, apparatus, stock-in-trade, patents, inventions, trademarks, rights, privileges of any description and to carry on in all their respective branches the business of housing and general finance, investment trust, legal and life insurance trust.

IV. The liability of the members is limited.

- v. The Authorized Share Capital of the Company is Rs 4,00,00,000 (Rs Four Crore only/-) divided into 80,00,000 (Eighty lacs) shares of Rs 5/- (Five rupees only) Each.

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 taken the number of shares in the capital of the Company set opposite our respective names :

Names, Addresses, Descriptions, Occupations and Signature of the Subscribers	No. of Equity Shares taken by each Subscriber	Name/s and Signature/s of the Witness/es and their Address/es Description/s Occupation/s
1. MRS. LIZ HEMANG BHATT Wife of Hemang Bhatt D-1, Swastik Apartments, Narayannagar, Ahmedabad-380007. Housewife Sd/-	100 (One Hundred)	Common Witness to all Subscribers. Jitendra A. Patel Son of Amichandbhai Patel 202, Rushika, Near Dinesh Hall, Ashram Road, Ahmedabad. Practising Chartered Accountant Sd/-
2. MUKUNDRAY MANISHANKAR BHATT Son of Manishankar Bhatt D-2, Swastik Apartments, Narayannagar, Ahmedabad-7. Business Sd/-	100 (One Hundred)	
3. TARLIKA MUKUNDRAY BHATT Wife of Mukundray Bhatt D-1, Swastik Apartments, Narayannagar, Ahmedabad-380007. Business Sd/-	100 (One Hundred)	
4. PRITI S. THAKKAR Wife of Sanjeev G. Thakkar 9, New Alkapuri Society, Gulbai Tekra, Ahmedabad-380015. Housewife Sd/-	100 (One Hundred)	
5. DATTU N. ACHARYA Wife of Nikunj R. Acharya 92, Mahavir Smriti Society, Bhuyangdev, Sola Road, Ahmedabad-380006. Housewife Sd/-	100 (One Hundred)	
6. NIKUNJ ACHARYA Son of Bhagwatiprasad Acharya 92, Mahavir Smriti Society, Bhuyangdev, Sola Road, Ahmedabad-380006. Business Sd/-	100 (One Hundred)	
7. KAUSHAL B. SHARMA Son of Bupendra Sharma 2/A, Ashoknagar Society, Paldi, Bhatta, Ahmedabad-380007. Service Sd/-	100 (One Hundred)	
TOTAL	700 (Seven Hundred)	

Place Ahmedabad Dated this 6th day of June 1994.