

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

OF

\*SCHNEIDER ELECTRIC PRESIDENT SYSTEMS LIMITED

Certified True Copy  
 For Schneider Electric President Systems Limited

*G. Bhat*

Vigneshwar G Bhat  
 Company Secretary  
 Membership No. :- A16651  
 Address :- No. 14, Sapthagiri  
 Nilaya, 6<sup>th</sup> Cross  
 Layout, G M Palga,  
 New Tippasandra  
 Bangalore, Karnataka

- I. The name of the Company is \*SCHNEIDER ELECTRIC PRESIDENT SYSTEMS LIMITED.
- II. The Registered Office of the Company shall be situated in the State of \*\*Karnataka.
- III. The Objects for which the Company is established are:
- A. THE MAIN OBJECTS OF THE COMPANY TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION:
1. To manufacture, produce, process or assemble, fabricate, instal, import, export, sell, trade or otherwise deal in components, equipments, instruments, sub-systems and complete systems of all kinds and descriptions relating to Modular Systems such as Modular enclosures, card frame, card guides, subracks, and other accessories and also electric/electronic data processing equipments, computer peripherals, computer hardware, soft wares, printers, floppy drives, process and analytical instruments with or without micro process or peripherals.
  2. To act as consultants, advisers, technicians, designers, electrical and/or electronic engineering, to give advise and suggestion on technicals and/or other electrical/electronic engineering aspects of production manufacturing of Modular Systems and other electronic/electrical instruments.

\* Name changed from APW PRESIDENT SYSTEMS LIMITED to SCHNEIDER ELECTRIC PRESIDENT SYSTEMS LIMITED vide Special Resolution passed in AGM held on 27.09.2013.

\*\* Shifting of Registered Office from the State of Maharashtra to Karnataka was approved by the Shareholders through Postal Ballot on 12.11.2013 and confirmed by the Regional Director, Western Region, Mumbai, Ministry of Corporate Affairs by Order dated 1.05. 2014.

3. To undertake, conduct, carry on or help, aid, assist, to carry on scientific research for the extension of knowledge in the field of electronics and for that purpose to establish centre for carrying out research and scientific work and in particular to investigate, discover or research of new techniques of production, reduction of cost, improve of quality, or process or product.

**B. OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECTS:**

4. To carry on business as repairers, re-assemblers, reconstructors, designers, and to render services to customers and consumers and to instal and erect plant, machinery, telecommunication equipments and instruments.
5. To carry on business as manufacturers of and dealers in and as contractors for the installation, maintenance and servicing of electrical appliances, radios, television sets, telecommunication and electronic equipment, telephone equipment, computers, business machines and their components, alpha as well as numerical punching and verifying machines, sorting machines, tabulating machines and their components, including valves, transistors, resistors, condensers and coils.
6. To invest company's funds in acquiring and holding shares, stocks, debentures, debenture-stock, bonds, obligations and securities issued or guaranteed by any Government, State, dominion, sovereign rulers; commissioner, public body or authority, supreme, municipal, local or otherwise firm or persons whether in India or elsewhere and to deal with and turn to account the same, provided always that no investment imposing unlimited liability on the Company shall be made.
7. To apply to the Government, public bodies, urban, local, municipal, district and other bodies, corporations, companies or other persons for and to accept grants of money, equipment, land, buildings, donations, gifts, subscriptions and other assistance with a view to promoting the subjects of the Company and to confirm any proper conditions on which such grants and other payments may be received.
8. To render technical, commercial, management or any other type of consultancy services to provide and render partial or total guidance, complete services to persons and institutions working or engaged.
9. To employ experts to investigate and examine into the conditions, prospects, value, character and circumstances of any business, concerns and undertakings and generally of any assets, concessions, properties or rights.
10. To utilise and to exploit the result of scientific and industrial researches and to get patent rights in respect of discoveries, inventions, improvements and processes developed by the Company.

11. To acquire and take over any business or undertaking carried on in connection with any land or building which the Company may desire to acquire 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 or otherwise deal with the same as may seem expedient.
12. To collaborate with foreign firms for acquiring or offering technical know-how, or to employ foreign technicians or experts or advisers on a contract basis or otherwise and to loan on suitable terms in Company's technicians, experts and other parties in or outside India for developing allied industries and to send out to foreign countries the Company's own technicians, plants, machinery, tools for developing industries in foreign countries on a joint venture basis or otherwise and to send out company's men to foreign countries for further training.
13. To provide technical know-how and management services to parties in India or elsewhere for the manufacture or processing of goods or materials or for installation or erection of machinery or plant for such manufacture or process in or for developing allied industries.
14. To acquire and undertake the whole or any part of the business property and liabilities of any person or company carrying on any business which the company is authorised to carry on or possessed of property suitable for the purposes of this company and to promote, subscribe to or assist any public or private work or undertaking offering facilities for or conducting in any way to the purposes or profit of the Company and to hold shares or interest in any such company or partnership.
15. To enter into partnership or into any arrangement for sharing profits, union of interests, co-operation, joint venture, reciprocal concession or otherwise with any person or Company carrying on or engaged in or about to carry on or be engaged in any business or transaction carried on or conducted or capable of being carried on or conducted, so as directly or indirectly to benefit the Company or otherwise assist any such person or Company and to take or otherwise acquire shares and securities of any such company and to hold, sell or otherwise acquire shares and securities of any such Company and to hold, sell or otherwise deal with the same.
16. To form or let out the traffic or business of the Company or any part thereof or to sell or transfer the same or any part thereof, permanently or temporarily to any other company or companies or persons as may be thought desirable on any terms and conditions which may be thought proper.
17. To enter into any contract or arrangement with any Government or authority, supreme, municipal, local or otherwise that may seem conducive to the Company's objects or any of them and to obtain from any such Government or authority any rights, privileges and concessions.

18. To acquire, buy, purchase, lease or otherwise acquire, hold, sell, exchange, grant and dispose of lands, buildings, offices, shops, warehouses, laboratories, garages and premises of every description, mortgages, charges, grants, concessions, leases, contracts, policies, book-debts and claims and any interest in any moveable or immoveable property and any claim against such property.
19. To invest and deal with the moneys of the Company not immediately required upon such securities and in such manner as may from time to time be determined and particularly by way of advance or deposit with or without interest to or with any bank, corporation, person or persons.
20. To draw, make, issue, endorse, negotiate, execute or discount, bills of exchange, cheques, promissory notes, drafts, clean bills, hundies, bills of lading, railway receipts, warrants, debentures and other negotiable or transferable instruments or documents of title and to buy or sell or deal in the same.
21. To lend money either with or without security and generally to such person 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 any contracts by any such person, provided that the Company shall not carry on the business of banking as defined by the Banking Regulation Act, 1949.
22. To purchase and otherwise acquire and undertake the whole or any part of the business property, rights and liabilities of any person, firm or companies, carrying on any business which this Company is authorised to carry on, or possessed of property or rights suitable for any of purposes of the Company, to purchase, acquire and sell property, shares, debentures of any such person, firm or Company and to conduct, make or carry into effect any arrangements in regard to the winding up of the business of any such person, firm or Company.
23. To promote and form and to be interested in and take hold of and dispose of shares in other companies for all or any of the objects mentioned in this Memorandum and to subsidise or otherwise assist any such Company.
24. To pay out of the funds of the Company all expenses of and incidental to the promotion, formation, organization, registration, advertisements and establishments of the Company and the issue and subscription of shares or loan capital including brokerage and/or commission in respect thereof and also all expenses attending the issue or any circular or notice and the printing, stamping, circulation of proxies and forms to be filed up by the members of the Company.
25. Subject to the provisions of the Companies Act, 1956, to place to reserve or to distribute as bonus shares among the members or otherwise to apply as the Company may from time to time think fit, any moneys received by way of premium on shares or debentures issued at premium by the Company.

26. To insure against loss of moneys principal and interest lent, invested or secured as mortgage, debenture deposits and loans of every kind and to banking, property, investment or financial companies.
27. To make gifts or grant bonuses to the Directors or any other person who are or have been in the employment of the Company and to provide for the welfare of persons in the employment of the Company or formerly in its employment and the widows and children of such persons and dependent upon them by granting money or pensions, making payment towards insurances or by instituting a pension scheme, pension schemes, providing schools, residing rooms, places of recreation, subscribing to sick or benefit clubs, hospitals and other institutions or societies or otherwise as the Company shall think fit and generally to make donations, contributions, grants or subscriptions to such persons or objects for such purposes and in such cases as may seem expedient.
28. To establish and suggest or aid in the establishment and support of associations, institutions, funds, trusts and conveniences calculated to benefit the employees or ex-employees of the Company or its predecessors in business or the dependents or connections of such persons to grant pensions and allowances and make payments towards insurance and to support, subscribe, contribute to or otherwise assist any charitable, benevolent, religious, scientific, national or any other institutions, associations, organizations objects or purposes or for any exhibition and without prejudice to the generality of the foregoing provision and in furtherance thereof the Directors may give such aid, support or assistance to such individuals and bodies (incorporate or unincorporated) including in particular:-
- (i) grant of loans without or at interest and without or with such security and repayable in instalments, and
  - (ii) grants or contribution towards maintenance of and support of any individual or body.
29. To provide for the welfare of any employee or employees (past or present) of the Company, their wives, widows, and families or the dependents or connections of such persons by grants of money, pension, allowances, bonus or other payment or by creating and from time to time subscribing to provident institutions or associations, funds or trusts and by providing or subscribing to or contributing towards places of instruction and recreation, hospitals and dispensaries, medical and other attendance and other assistance as the Company either shall think fit and otherwise to assist or aid by the Company either by reason of locality of operation of utility to the Company or its employees.
30. Subject to the provisions of the Companies Act, 1956, to distribute any of the property of the Company amongst the members in specie or in kind in case of winding up of the Company.
31. To adopt such means of making known the business of the Company as may seem expedient and in particular by advertising to the press, by circulars, posters, by purchase and exhibition of works of art or interest, by

publications of books and periodicals and by granting prizes, rewards and donations (including donations to any fund for charitable or public purposes).

32. To establish branches or agencies, whether by means of local boards or otherwise anywhere in India or elsewhere at any place or places throughout the World, for the purposes of enabling the Company to carry on its business more efficiently and to discontinue and reconstitute any such branches or agencies.
33. To purchase, take on lease or in exchange or otherwise acquire, sell, rent out or lease or give on leave and licence any lands of any tenure or description and buildings or parts of buildings interest in and any rights over or connected with any such lands, buildings, structures.
34. To assist any company financially or otherwise by issuing or subscribing for or guaranteeing the subscription and issue of capital shares or other securities of any company, notwithstanding there may be any liabilities thereon.
35. To pay for any properties, rights or privileges acquired by this Company either in shares of this Company or partly in shares and partly in cash or otherwise and to give shares of the Company in exchange for shares of any other company.
36. To sell, issue, mortgage, surrender, abandon and in any other manner deal with or dispose of the undertaking or property of the Company or any part thereof for such consideration or as the Company may think fit and in particular for shares, debentures and other securities of any other company having objects altogether or in part similar to those of the Company.
37. To subscribe to or otherwise aide benevolent charitable or other institutions or objects of a public character or which have any moral or other claim or support or aid by the Company by reason of the locality of its operations or otherwise.
38. To create any depreciation fund, sinking fund, insurance fund or any other special fund whether for depreciation or for repairing improving, extending or maintaining the business or any other purposes conducive to the interest of the Company.
39. Subject to the provisions of Section 58 A and directives of R.B.I. to borrow or raise money, at interest or otherwise in such manners as the Company may think fit and in particular by the issue of debentures or debenture-stock perpetual or otherwise including debentures or debenture-stock convertible into shares of this or any other company or companies or perpetual annuities and in security of any such money so borrowed raised or received, to mortgage, hypothecate, pledge or charge the whole or any part of the property, assets or revenue of the Company, present or future including its uncalled capital by special assignment or otherwise and to transfer or convey the same absolutely or in trust and to give the lenders power of sale and powers as may seem expedient and to purchase redeem, exchange, vary extend or pay off and

from time to time re-issue any such securities. But the Company shall not do any banking business as defined in the Banking Regulation Act, 1949.

40. To secure the payment of any moneys borrowed or raised or owing or the performance of obligations incurred by the creation and issue of redeemable or irredeemable or perpetual debentures, bonds, debenture-stock payable to bearer or otherwise or by mortgages, charges or other securities and to further secure or collaterally secure any securities, of the Company by a Trust Deed.
41. To open current, overdraft, loan, cash credit deposit or saving bank account with any bank, company, firm and/or any person and to draw and endorse cheques, pay-slips, telegraphic transfer and to withdraw moneys from such account and otherwise to operate thereon.
42. To apply or join in applying to any Central or State Governments, Local Improvements Trust, Municipalities or Local Board or other authority or body, national or foreign for and to obtain or in any way assist in obtaining any act of parliament, laws, decrees, concessions, orders, rights or privileges or advantages, that may seem conducive to the objects of this or any other company or for enabling this or any other company's constitution to oppose any proceedings, or applications which may seem calculated directly or indirectly to prejudice the interest of this or any other company, to prove this or any other company to be legalised registered or incorporated if necessary in accordance with the laws of any country, state or place in which it may propose to carry on operations to establish and maintain any agencies of the Company and to open and keep a foreign register or registers of this or any other company in any foreign country and to allocate any member of these or any other shares in this or any other company to such register or registers.
43. To sell, improve, manage exchange lease, mortgage, enfranchise, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Company.
44. To amalgamate with any other company having objects altogether or in part similar to those of this Company.
45. To purchase, take on lease or in exchange, hire or otherwise acquire any moveable and immoveable property, any rights or privileges which the Company may think necessary or convenient for the purpose of its business and particularly any lands, buildings, work, collieries, coal mine, minerals, mining rights and metalliferous lands and any interest therein, machinery, plant, stock-in-trade, rolling stock wherever warehouses and offices are situated.
46. To apply for, tender, purchase or otherwise acquire any contracts, sub-contracts, licences and concessions for or in relation to the objects or business herein mentioned or any of them and to undertake, execute, carry out, dispose of or otherwise turn to account the same.

47. To sub-let all or any contracts from time to time and upon such terms and conditions as may be thought expedient.
48. To undertake and execute any contracts, for works involving the supply or use of any machinery and to carry out any ancillary or other works comprised in such contracts.
49. To undertake and execute any trusts, the undertaking whereof may seem desirable to the company.
50. To appoint engineers, contractors, managers, brokers can-vassers, agents and other persons and to establish and maintain agencies or branches in any part of India or elsewhere for the purposes of the Company and to discharge and to discontinue the same.
51. To apply for purposes or otherwise acquire any interest in any receipts, inventions, patents trade marks, licences, concessions or the like conferring exclusive or non-exclusive or limited right to use the same or any secret or other information as to any invention in relation to the processing, manufacture, treatment, storage, application and use of products of the Company or of any apparatus and\or machinery and equipment used in such processing, manufacture, treatment, storage, application and use or generally and invention which may seem calculated directly or indirectly to benefit the Company and to use, exercise, develop, grant licences in respect thereof or otherwise turn to account the properties, rights and information so acquired.
52. To do the above things either as principals, agents, contractors, trustees and by or through trustees, agents or otherwise and either alone or in conjunction with others.
53. To exchange, sell, convey mortgage, assign or let on lease or leases the whole or any part of the property (whether moveable or immoveable) of the Company and to accept as consideration for or in lieu thereof other land or cash or government securities or securities guaranteed by the Government of India or State Governments or Municipal, Port Trust, Railway or other authority or shares debentures, stocks, bonds or securities of any other joint-stock, company or companies or partly the one or partly the other or such other property to take back or reacquire any property so disposed of by repurchasing or leasing the same for such price or prices and on such terms and conditions as the Company may think fit.
54. To invest money at interest on the security of land of any tenure buildings, farming stock, stocks, shares, securities, merchandise and any other property and generally to lend and advance money to any persons, firms or companies with or without security and upon such terms and subject to such conditions as may be deemed expedient.
- 54A. To form, promote, establish a branch office and/ or register within or outside India any Company or

Companies for carrying out advantageously and conveniently any of the business which the Company is authorised to carry on with or without an intention to have any such company or companies as its subsidiary or subsidiaries, joint ventures, to establish branch offices or such other arrangements as it may deem fit.

**C. OTHER OBJECTS**

55. To purchase land and other constructed building to sell.
56. To manufacture, sell and export hardware materials such as raw fittings and other house building materials.
57. To carry on the business of running motor lorries, motor lines and routes as the company may think fit and to transport passengers and goods and generally to do the business of common carriers.
58. To carry on the business of merchants, garage proprietors, or livestock keepers, job masters, farmers dairy-men, importers and brokers of food, live and dead stock and foreign produce of all descriptions, perfumers, chemicals, laundries, reading, writing and newspaper rooms, libraries, ground and places of amusements, recreation sports, entertainment and instruction of all kinds, tobacco and cigar merchants, travel agents, bank mukadams for railways, shipping and airways and road transport contractors, companies or bodies and carries by land, water and air, barging, property and freight contractors forwarding agents, clearing agents, stevedores, ship chandlers, caterers and insurers of ship, crafts goods and other property, theatrical and opera box office owners, ship proprietors, cinema exhibitors, producers and distributors and merchants, and to carry on the business of swimming pools, playing of launches and boats.
59. To carry on business as manufacturers of and dealers in bread, flour, rava, maida, biscuits and farinacious compounds and materials of every description.
60. To carry on the business of manufacturers of and dealers in sugar, gur, khandsari, sugar-candy, chocolates, toffees and other allied products.
61. Subject to the provisions of Law, to carry on the business as brewers distillers, and manufacturers of and merchants and dealers in vinegar, acetic acid, glucose, wines, spirits, beers, porters malt, hops, grain, meal, yeast, aerated water, carbonic acid gas mustard, pickles, sauces, condiments of all kinds cocoa, coffee, preserves.
62. To carry on the business of stationers, painters, lithographers, stereotypers, electrotypers, engravers, dyesinkers, envelope manufacturers, book binders, account book manufacturers machine rulers, numerical printers, paper makers, paper bag and account book

makers, box makers, card board manufacturers, type founders, photographers, manufacturers of and dealers in playing, visiting, railway, festive, complimentary and fancy cards and valentines, dealers in parchment dealers in stamps, agents for payment of stamp and other duties, advertising agents, designers, draughtmen, ink manufacturers, pen and ball pen and pencil manufacturers, book sellers, publishers, paper manufacturers and dealers in the material used in the manufacture of paper, engineers, cabinet makers.

63. To carry on the business of tobacconists in all its branches and to sell, make up and manufacture tobacco, cigars, cigarettes, snuffs, usually sold by tobacconists.
64. To carry on the business of manufacturers of and dealers in books, shoes, clogs, and all kinds of footwear and leather and plastic goods lasts, boots, trees, buckles, leggings, bootpolishes and accessories and fittings.
65. To carry on business as goldsmiths, jewellers, gem merchants watch and clock repairers, electroplaters, dressing bag makers, importers and exporters of button and buy, sell and deal (wholesale and retail) in button, precious stones, jewellery, watches, clocks, gold or silver plates, cups, shields, electroplate, cutlery, dressing bags, brasses, articles of vertue, objects of art and goods as the Company may consider capable of being conveniently dealt in relation to each business and to establish factories for manufacturing good for the above business.
66. To carry on the business as manufacturers of and dealers in all types of valves, pumps and engineering products of all types, machinery and machinery parts, spare parts, instrumentation and systems and machinery generally to import and export such items and/or to deal and trade in them.
67. To carry on the business of manufacturers or dealers in calculating machine, computers, cleaners, sewing and printing machines, air-conditioning equipments, air-conditioners, refrigerators, coolers, ice-cream manufacturing machinery, typewriters and to maintain air-conditioned godowns for storage of goods.
68. To carry on the business of a steam and general laundry and to wash, clean, purify, scour, bleach, wring, dry, iron, colour, dye, disinfect, renovate and prepare for use all articles of wearing apparel, household, domestic and other cotton silk and woollen fabrics, repairs, let on hire, alter, improve, treat and deal in all apparatus, machines, materials and articles thereof.
69. To manufacture and deal in refrigerators, coolants, ice manufacturers and heavy water, mineral water.

70. To carry on the business of cold storage of fruits, vegetables, seeds, fish, meal, agricultural products, milk and dairy products and other perishable items.
71. To carry on business as merchants, traders, commission agents buying and selling agents, brokers, adantias, buyers, sellers, importers, exporters, dealers, collectors in India or elsewhere and to import, export, buy, sell, barter, extent, pledge, mortgage, advance upon.
72. To carry on all or any of the business of builders and contractors architects, decorators, merchants, and dealers in stone, sand, lime, bricks, cement, timber, hardware and other building materials and acting as house agents.
73. To carry on the business of production, distribution or exhibition of films and motion pictures including the running of theaters, cinemas, studios and cinematographic shows and exhibitions.
74. To establish and work cement manufacturers, lime burners and ceramics, including sanitary fittings and chinaware.
75. To carry on the business of manufacturers of or dealers in tractors, automobile, earth-moving equipments internal combustion engines, boilers, locomotives and compressors.
76. To manufacture and or deal in automobile parts, spare parts and components of machineries and to act as agents for manufacture of various parts and components.
77. To cultivate, grow, produce or deal in any agricultural, vegetable or fruit products and to on all or any of the business of farmers, dairymen, milk contractors, dairy farmers, milkers, surveyors and vendors of milk and milk products, condensed milk and powdered milk, cream cheese, butter, poultry, fruits, vegetables, cash 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 any other business inclusive of staple foods and medical preparations from milk, vegetables and animal products or any substitute for any of them associated with the farming interests.
78. To cultivate tea, coffee, chinacona, rubber and to carry on the business of planters, in all its branches, to carry on and do the business of cultivating, winners and buyers of every kind of vegetables minerals to prepare, manufacture and render marketable any such products, either in the prepared, manufactured or raw state and either by wholesale or retail.
79. To establish and maintain shipping lines and plying

vessels between any ports and to carry on business as freight contractors, carriers, barge owners, forwarding and clearing agents.

80. To carry on manufacture and sale of patent medicines and preparations and generally to carry on the business of manufacturers, buyers and sellers of and dealers in all kinds of medicine and medical preparations and drugs whatsoever and obtain patents for them.
81. To carry on the business of manufacturers or dealers in soaps, pulp and paper of all kinds and articles made from paper or pulp and materials used in the manufacture or treatment of paper, including cardboard, mill boards and coiling paper, and packaging cartons and newsprint photographic raw films.
82. To carry on the business of manufacturers or dealers in soaps, cosmetics, perfumes and toilet requisites.
83. To manufacture and deal in chemical products such as coal and coaltar products and their intermediates, dyes, drugs, medicines and pharmaceuticals, petroleums and its products and derivatives, paints, pigments and varnishes, explosives and ammunitions, vegetable oils, their products and derivatives, all types of heavy chemicals such as sulphuric and other acids, caustic soda, ash etc. all types of textiles, chemicals and sizing and finishing materials, cement and allied products, photographic chemicals, clay and boards including straw boards and glycerine and allied products all industrial and pharmaceutical organic and inorganic chemicals fertilizers, pesticides, manures, fungicides and allied products, fats, wares and their products, hides, skins and leather.
84. To carry on the business of distributors for petroleum Companies, to run service station for the repairs and servicing of automobiles and to manufacture or deal in fuel oils.
85. To carry on the business of manufacturers and dealers in all types of rubber, leather, celluloid, bakelite, plastic and all other chemicals rubber and plastic goods, particularly industrial tools, rollers, sheets, boltings and consumer goods such as tyres, tubes and other allied produces, chappals, shoes, toys, medical and surgical goods and all other kinds of products.
86. To carry on the business of iron founders, makers of scientific industrial and surgical instruments, mechanical engineers and manufacturers of agricultural implements and other machinery, steel casting and forgings and malleable iron and steel castings, tool makers, brass founders, metal workers, boiler makers, mill wrights, machinists iron and steel convertors, smiths, wood workers, builders, printers, metallurgists, electrical engineers, water supply engineers, gas makers, farmers, printers, carriers and

merchants and to buy, sell, manufacture, repair, convert, alter, let on hire and deal in machinery, implements, rolling stock and hardware of all kinds.

87. To carry on any business relating to the mining of minerals the production and working of metals and the production, manufacture and preparation of any other mineral which may usefully or conveniently combined with the engineering or manufacturing business of the Company or any contracts undertaken by the Company and either for the purpose only of such contracts or as independent business.
88. To carry on the trades or business of manufacturers of ferro-manganese, colliery proprietors, coke manufacturers, miners, smelters, engineers, and tin plate makers in all their respective branches.
89. To carry on the business of electrical engineers, electricians, contractors, manufacturers, constructors, suppliers of and dealers in electric and other appliances electric motors, fans, amps, furnaces, household appliances, batteries, cables wire lines, dry-cells, accumulators lamp and to manufacture and deal in all apparatus and things required or capable of being used in connection with the generation, distribution, supply accumulation, and employment of electricity, including in the terms electricity all powers that may be directly or indirectly therefrom or may be incidentally hereafter discovered in dealing with electricity.
90. To carry on the business of manufacturing assembling, buying, selling, re-selling, exchanging, altering importing, exporting, hiring, letting on hire, distributing or dealing in ships, boats, barges, launches, submarines and other underwater vessels, aeroplanes, aero-engines, air-ships, sea planes, flying boats, hydro planes and aircrafts and aerial or every description and kind for transport conveyances or conveyance of passengers, merchandise or goods of every description whether propelled or moved or assisted by means of petrol, spirit, electricity, steam oil, vapour, gas petroleum, mechanical, animal or any other motive power and component parts accessories, equipments and apparatus for all use in connection therewith.
91. To carry on the trade or business of manufacturing assembling, building, selling, reselling, exchanging, altering, importing, exporting, hiring, letting on hire or distributing, or dealing in railway carriages, wagons, carts, vehicles, rolling stock and conveyance of all kinds, whether for plant and all machinery materials and things applicable or any of the things hereinbefore specified to coal proprietors railway and other companies and respectively whether belonging to this Company or not and selling, exchanging and otherwise dealing in the same respectively.

92. To carry on the business of machinists, makers of machinery, manufacturers of pressed boards, mechanical engineers, marine engineers, iron founders, brass founders, iron and steel converters, metallurgists, smiths and wood workers, iron masters, steel makers, blast furnace proprietors, repairers, boiler makers, smiths, sandblast proprietors, consulting engineers, electrical engineers, asbestos manufacturers, japanners, annealers, enamellers, electric and chromium platers, polishers, painters, garage proprietors, black smiths, locksmiths, iron mongers, alloy makers, metal platers, wire weavers and to buy, sell, manufacture, repair, alter, let on hire and deal in plant, machinery, tools, implements, utensils, rolling stock and hardware of all kinds.
93. To carry on business of suppliers and dealers in all types of machinery and intended for use in foundry and treatment of metals.
94. To carry on the business of manufacturers of, dealers in wood products, plywood, matches and wooden or metal furniture.
95. To carry on the business of manufacturers or dealers in arms and ammunitions.
96. To carry on the business of manufacturers of, dealers in glass products, including sheet and plate glass, optical glass, glasswool and laboratory ware.
97. To carry on the business of manufacturers of, dealers in industrial machinery of all types, including bearings, speed reduction units, pumps, machine tools and agricultural machinery and earth moving machinery including road rollers, bulldozers, dumpers, scarppers, loaders, showels and drag lines and light engineering goods such as cycles and sewing machines and their components.
98. To carry on the business of manufacturers of, dealers in ferrous or non-ferrous metals, including iron and steel, aluminium, brass, tin, nickel, special steels and their products.
99. To carry on business as manufacturers, dealers, stockists, importers and exporters of engineering, drawing sets, building hardware, steel rules, measuring tapes, cutting tools, hand tools, precision measuring tools, machine tools, garage tools, hardware tools, instruments, apparatus and other machinery, plant, equipment, articles, appliances, their components, parts, accessories and allied things.
100. To carry on the business as manufacturers, dealers, stockists, exporters and importers of tools, nuts, nails, rivets, hinges, hooks and all other hardware items of all types and description.

101. To carry on business of manufacturers, dealers, stockists of all metals, machinery parts, moulds, press tools, jigs, fixtures, injections and compression mouldings, steel products, automobile parts and spare parts and spares of all kinds of machinery.
102. To carry on the business of iron founders, mechanical engineers, marine engineers, brass founders, iron and steel converters, metallurgists, smiths and wood workers, iron masters, steel makers, blast furnaces proprietors, repairers, boiler makers, smiths, sandblast proprietors, asbestos manufacturers, enamellers, electric and chromium platers, painters, tin smiths, lock smiths, wire weavers, consulting engineers and electrical engineers.
103. To carry on business as manufacturers, stockists, importers, exporters, repairers and dealers in dynamos, motors, armatures, magnets, batteries, conductors, insulators, transformers, converters, switch boards, coolers engines, guns, process insulating materials and generally electrical plant, appliances and supplies of every description.
104. To carry on business as manufacturers, dealers, stockists, importers and exporters of buckets, bath-tubs, tanks, trunks, metal furniture, safes, chimneys pipes.
105. To carry on the business of manufacturers, dealers, stockists, importers and exporters of wearable and unwearable fabrics, high density polythene and polypropelene, woven sacks, tarpaulins of various qualities and types.
106. To carry on the business of dairy, farming, dairy products and allied products.
107. To carry on business as dealers, stockists, importers and exporters of general goods, suppliers, commission agents, and clearing and forwarding agents, to carry on all or any of the businesses of wholesale and retail in all kinds of merchandise such as textile yarn, steel, spices, dry-fruits, chemicals, dyes and chemicals, grains.
108. To carry on the business of timber and lumber merchants, timber yard and saw-mill proprietors, and buy, sell, prepare for the market, import, export and deal in timber and wood of all kinds and in the manufacture of which timber or wood is used, to carry on the business of logging and lumbering, purchasing, acquiring and leasing timber berths, and so far as may be deemed expedient the business of general merchants.
109. To carry on business as manufacturers of and dealers in plywood hardwood blocks for flooring and other purposes, boxes, windows, doors, wood pulp, wood wool, masts, spars, derricks, sleepers, tools, handles,

panelling wood works, furniture of all descriptions wholly or partly made from wood, bricks, cement or stone.

- 110.** To carry on business as manufacturers of or dealers in, or as stockists, importers and exporters of packaging materials, cartons, boxes and cases made of paper, boards, wood, glass, plastic, pulp, cellulose films, polythene rubber, metal foils, gelatine, tin, flexible, treated, laminated or other materials.
- 111.** To carry on business as manufacturers of or dealers in or as stockists, importers and exporters of bottles, jars, fibers, boxes, corrugated containers, aluminium foils of all types, wooden drums, packing cases, rods, wires ropes, strips, conductors, equipment required for generation distribution and transmission of electric energy cables, motors fans, lamps, furnaces batteries, accumulators.
- 112.** To acquire by concessions, grant, purchase, barter, lease, licence or otherwise sell either absolutely or conditionally and either solely or jointly with other, any houses lands, farms, water-rights, way leaves, privileges, rights and hereditament and other moveable and immoveable property of any description, in India or elsewhere.
- 113.** To establish and carry on at any place in India or elsewhere the business of purchasers, growers, cultivators, manufacturers and refiners of and dealers in all products of agriculture or animal husbandry and all vegetable products whatsoever, fruit growers and preservers in all the branches of such business and to purchase sell, dispose of, deal in and act as merchants and agents for or in connection with all or any such products or produce of such business or any of them.
- 114.** To treat, cure, process, manufacture and prepare for the market agricultural products of all kinds and to deal in dairy, piggery, farm and garden produce of all kinds.
- 115.** To carry on and work the business of cultivators and buyers of every kind of fruits and other vegetables, produce of the soil, to prepare, manufacture and render marketable any such produce in their prepared, manufactured or raw state.
- 116.** To carry on business as breeders of and dealers in livestock (including in that term horses, asses, donkeys, mules, pigs, cattle, sheep, goats and other animals) cattle rearers, sheep farmers, poultry farmers, graziers, livestock agents, eggs, meal and produce, salesmen, importers and exporters of livestock and to carry on the trades or business of fellmongering, tanning and dealers in hides, fats tallow, greases, offal and other animal produces.

117. To carry on the business as manufacturers of or dealers in or as stockists, importers and exporters of operating tables, operating lights, head mirrors, powders beds, wheel chairs, trolleys, cup-boards, incubation tubes, anaesthetic equipments including oxygen cylinders.
118. To carry on the business as manufacturers of or dealers in or as stockists, importers and exporters of audio meters, hearing aids, surgical instruments including artery forceps, retractors, hooks, polythene tubings, suction tubes, suction cannals, operating surgical microscopes, electrony stagographic equipment including photo electric cell apparatus, bronchscopes, resophagescopes, larnytgoscope apparatus for micro laryngeat surgery, cauterisation apparatus and/or ficial narcs stipulation.
119. To carry on the business of running hospitals, clinics, dispensaries, maternity homes, child welfare and family planning centres, diagnostic centres and also to carry on the business of running creches.
120. To act as executors, administrators, attorneys, nominees and agents and to exercise all the power of custodian and trust corporations.
121. To take on lease exchange or otherwise deal in lands, buildings, hereditaments of any tenure of freehold for residential or business purposes.
122. To acquire, hold or deal in stocks, shares, debentures, securities.
123. To procure or develop and supply patents, inventions, models, designs, scientific or industrial formulae or processes.
124. To procure, develop and supply technical know-how for the manufacture or processing of goods, materials or in installation or erection of machinery or plant for such manufacture or processing, or in the working of mines, oil wells or other sources of mineral deposits, or in search for discovery or testing of mineral deposits, or in carrying out any operation, relating to agriculture, animal husbandry, dairy or poultry farming forestry or fishing or rendering services in connection with the provision of such technical know-how.
125. To carry on the profession of consultants on management, taxation, financial, employment, engineering, industrial and technical matters to industry and business of and to act as employment agents, to carry on the business of printing and publishing books, magazines, journals and newspapers and to act as agents in connection therewith.
126. To undertake or arrange for the writing and publication of books, magazines, journals or pamphlets on subjects

relating to trade, commerce, industry, agriculture, banking, insurance, investments, taxation, finance, economic, law and other subjects.

- 127.** To acquire or set up and run schools, colleges, training and professional institutions and music and dance centres.
- 128.** To undertake or promote research in economic, fiscal, commercial, financial, technical and scientific problems.
- 129.** To manufacture or deal in bricks, tiles, sanitary-ware, bath-room fittings and fixtures, flushing cisterns, commodes, wash basins, pipes and tubes of plastic, clay or any earthenware, pottery, articles china and terracotta and ceramic wares of all kinds and to carry on business as quarry masters and stone merchants.
- 130.** To gin, kapas, and to spin, weave, manufacture, dye, print, comb, bleach, press wool, cotton, linen, silk waste draping, fly, jute, hemp flax and other fibrous synthetic materials and things capable of being used for dyeing, printing, bleaching and calendering purposes and to sell, buy or otherwise deal in all such goods, clothes and other fibres and fabrics whether made or treated by the Company or not.
- 131.** To sell, buy or contract for the purchase or sale of raw materials and manufactured or partly manufactured goods and dyes, chemicals, liquids, pastes, powders and things necessary or useful for dyeing, printing, combing, bleaching, pressing, spinning, weaving and manufacturing purposes and required in the course of the business of the Company.
- 132.** To carry on the business of manufacturers, producers, processors, exporters and importers of and dealers in all silk goods generally bed-sheets, pillow-cases, towels, napkins, carpets, matting, tapestry, needle works, tinsel and tinsel fabrics and threads, rubber goods with silk base, leggings, gaiters, laces, zip fasteners, buttons, stays, shoulderpads, linings, inter-linings, eyelets, trimmings, wellings, elastics, protectors and all articles of wearing attire or personal or household use or ornaments.
- 133.** To carry on the business of exporters and importers and to sell, purchase, export, prepare for market and otherwise deal in all kinds of merchandise, articles and things produced by the Company.
- 134.** To manufacture and acquire dyes, chemicals and auxiliaries and to sell it in the local market and also to export.
- IV.** The liability of the Members is Limited.

- V. The Authorised Share Capital of the Company is Rs.12,00,00,000/- (Rupees Twelve Crores only) divided into 1,20,00,000 (Sixty Lakhs) Equity Shares of Rs.10/- each (Rupees Ten) with the power to increase and/or reduce the capital of the company for the time being, into several classes and to attach there to respectively, such preferential, deferred, qualified or special rights / privileges and, conditions as may be determined by or in accordance with the Articles of Associations of the Company and with the right to vary, modify or abridge such rights, privileges or conditions in such manner as may for the time be provided by the Articles of Association of the Company.

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

Signatures, names, addresses, descriptions and occupations, of Subscribers.	Number of equity shares taken by each Subscriber.	Signatures, name, address, description and occupation of Witness.
<p>-Sd-  <b>ASHOK DAMODAR KUNTE</b>  S/o DAMODAR LAXMAN KUNTE  "Ashirwad",  Ram Maruti Road,  Naupada,  THANA - 400 602.</p>	<p>5 (Five)  Equity</p>	<p>-Sd-  <b>KISHORE GAJANAN PIMPLASKAR</b>  S/o G. A. PIMPLASKAR  Pimplaskar &amp; Association,  143, Sardar Griha,  198, Lokmanya Tilak Road,  New Crawford Market,  BOMBAY - 400 002.  <b>MANAGEMENT CONSULTANT</b>  <b>WITNESS TO ALL</b></p>
<p><b>BUSINESS</b></p>		
<p>-Sd-  <b>ELIJAH AARON ELIAS</b>  S/o AARON HANNOCK ELIAS  6, Jaymahal,  'A' Road Churchgate,  BOMBAY - 400 020.</p>	<p>5 (Five)  Equity</p>	
<p><b>BUSINESS</b></p>		
<p>Total</p>	<p>-----  10 (Ten)  Equity</p>	

Bombay, dated this 25th day of September, 1984.