

Company No. 97177

CINU51396DL1998PTC97177

**FRESH CERTIFICATE OF INCORPORATION
CONSEQUENT UPON CHANGE OF NAME**

IN THE OFFICE OF THE REGISTRAR OF COMPANIES,
N.C.T. OF DELHI AND HARYANA

(Under the Companies Act, 1956 (1 of 1956))

In the matter of M/s **G.R.J. DISTRIBUTORS PRIVATE LIMITED**

I hereby certify that **G.R.J. DISTRIBUTORS PRIVATE LIMITED** which was originally incorporated on **TWENTY THIRD NOVEMBER Nineteen Hundred and Ninety Eight** under the Companies Act, 1956 (Act 1 of 1956) under the name **G.R.J. DISTRIBUTORS PRIVATE LIMITED** having duly passed the necessary resolution in terms of Section 21 of the Companies Act, 1956 and the approval of the Central Government signified in writing having been accorded thereto under Section 21 of the Cos. Act, 1956, read with Government of India, Department of Company Affairs, Notification No. G.S.R. 507(E) dt. 24-6-1985, New Delhi vide letter No. ROC/Approval/21/55-97177/845 dated 19.09.2005 the name of the said Company is this day changed to **GRJ DISTRIBUTORS & DEVELOPERS PRIVATE LIMITED** and this Certificate is issued pursuant to Section 23(1) of the said Act.

Given under my hand at **New Delhi** this **Twenty Fifth May Two Thousand** and Six.



Sd/-

(DR. NAVRANG SAINI)

Registrar of Companies
N.C.T. OF DELHI AND HARYANA

Company No. 55-97177

**CERTIFICATE OF REGISTRATION OF THE SPECIAL
RESOLUTION CONFIRMING ALTERATION
OF OBJECT CLAUSE (S)**

(Section 18 (1) (a) of the Companies Act, 1956)

The shareholder of M/s. **G.R.J. Distributors Private Limited** having passed Special Resolution in the Annual/ Extraordinary General Meeting held on 29/3/2005 altered the provision of its Memorandum of Association with respect to its objects and complied with Section 18(1) of the Companies Act, 1956.

I hereby certify that the above said Special Resolution together with the printed copy of the Memorandum of Association as altered has this day been registered. Subject to change of name.

Given under my hand at **New Delhi** this **27th** day of **April**
Two Thousand Five.



Sd/-

(R. K. SAHA)

**Dy./Asstt. Registrar of Companies
N.C.T. OF DELHI & HARYANA**



सत्यमेव जयते

प्रारूप एक

Form 1

निगमन का प्रमाण पत्र

Certificate of Incorporation

सं. 55-97177 शक 1920

No. 55-97177 of 1998-1999

जीआरजे डिस्ट्रीब्यूटर्स

मैं एतद् द्वारा प्रमाणित करता हूँ कि आज
प्राइवेट लिमिटेड
कम्पनी अधिनियम 1956 (1956 का 1) के अधीन निगमित की गई है और यह कम्पनी
परिसीमित है।

GRJ DISTRIBUTORS

I hereby certify that

PRIVATE LIMITED

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

मेरे हस्ताक्षर से आज ता. 2 अग्रहायण, 1920 को दिया गया।

Given under my hand at NEW DELHI this TWENTY THIRD

day of NOVEMBER One thousand nine hundred and NINETY EIGHT.



Sd/-

(ललित मोहन)

सहायक कम्पनी रजिस्ट्रार

रा. रा. क्षेत्र दिल्ली एवं हरियाणा

(LALIT MOHAN)

Asstt. Registrar of Companies
N.C.T. OF DELHI & HARYANA

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

GRJ DISTRIBUTORS & DEVELOPERS PRIVATE LIMITED

- I. The Name of the Company is **GRJ DISTRIBUTORS & DEVELOPERS PRIVATE LIMITED.**
- II. The Registered Office of the Company will be situated in the National Capital Territory of Delhi.
- III. The object for which the company is established are :

(A) THE MAIN OBJECT TO BE PURSUED BY THE COMPANY ON IT INCORPORATION ARE:

1. To carry on the business of builder and contractor, construction of residential complexes, group housing, commercial complexes, multiplexes, hotels, banquets and restaurants
2. To erect and construct houses, towers, buildings whether residential, commercial, civil and constructional works of every description on any land of the Company or upon any other lands or immovable property and to pull down, rebuild, enlarge, alter and improve existing houses, buildings or works thereon, to convert and appropriate any such land into and for roads, streets, squares, gardens and their conveniences and to deal with and improve immovable property of the Company or any other immovable property.
3. To lay out, develop, construct, build, erect, alter, re-model or do any other work in construction with any building or building scheme or any other structural or architectural work of any kind and for such purpose to prepare, estimates, designs, plants, specification or models and do such other or any act that may be requisite thereof.
4. To sell, lease, let, mortgage or otherwise dispose of the lands, houses, buildings and any other immovable property of the Company or otherwise.
5. To deal in any and every kind of article, products and materials used for building or allied objects.
6. To build, take on lease, purchase or acquire any manner whatsoever any apartments, houses, flats, rooms, huts or other accommodation for men or animals and to let or dispose of the same on instalment basis, rent purchase basis or by outright sale whether by private treaty or by auction, or in any other mode of disposition of all or any integral part thereof.
7. To carry on the business of town-planners, surveyors, valuers, appraisers, decorators, furnishers, furniture makers, merchants, dealers in cement, steel, iron, fuel, coke, wood, coal, timber and other building requisites, job contractors, carriers, licensed victuallers, house agents, exporters and importers.
8. To contract, assemble, erect, maintain, run and establish factories for making pre-fabricated houses or apartments or structures and all other requisites thereof including glassware, plasterware, furniture, furnishing and other material of all kinds and to export or import the same.

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

1. To acquire by purchase, exchange or otherwise any movable or immovable property any rights or privileges which the Company may deem necessary for the purpose of its main business.
2. To enter into partnership or into any arrangement for sharing profits, union of interest, joint venture, reciprocal concession or co-operation with persons or companies carrying on or engaged, in the main business or transactions of the Company.
3. To import, buy, exchange, alter, improve, manipulate all kinds of plants, machinery, apparatus, tools utensils substances, materials and things, necessary or convenient for carrying on the main business of the Company.
4. To vest any movable or immovable property, rights or interests acquired by or received or belonging to the Company in any person or persons or company on behalf of or for the benefit of the Company and with or without any declared trust in favour of the Company.
5. To purchase or otherwise acquire, build, carry out, equip, maintain, alter, improve, develop, manage, work, offices, shops, stores, buildings, telephones, all kinds of works, machinery, apparatus and houses and conveniences necessary for carrying on the main business of the Company.
6. To acquire and take over the whole or any part of the business, goodwill, trade-marks, properties and liabilities of any person or persons, firms, companies or undertakings, either existing or new, engaged in or carrying on proposing to carry on main business of the Company, to carry on and to pay for the same either in cash or in shares.
7. To undertake or promote scientific research relating to the main business or class of main business of the Company.
8. To negotiate and enter into agreements and contracts with Indian or foreign individuals, companies, corporations and other organisations for financial, or any other assistance for carrying out all or the main objects of the Company, or for the purpose of activating research and development of manufacturing projects on the basis of know-how, financial participation or technical collaboration and acquire necessary formulae and patent rights for furthering the main objects of the Company.
9. Subject to Section 391 to 394 and 394A of the Act, to amalgamate with any other company or companies having all or any of their objects similar to the

objects of the Company in any manner whether with or without the liquidation of the Company.

10. Subject to the provision of Section 295/370 of the Companies Act, 1956, to guarantee the performance of Contracts undertaken by persons, firms or companies carrying on or authorised to carry on any business or businesses which this company is authorised to carry on and to guarantee the payment of liabilities of any such persons, firms or companies.
11. To apply for, obtain, purchase or otherwise acquire and prolong and renew any patents, patent-rights, brevet, invention, processes, scientific or technical or other assistance, manufacturing processes, know-how and other information, designs, patterns, copy-rights, trade-mark, licences, concessions and the like rights or benefits, conferring an exclusive or non-exclusive or limited or unlimited right of use thereof, which may seem capable of being used for or in connection with the main objects of the company or the acquisition or use of which may seem calculated directly or indirectly to benefit the Company on payment of any fee, royalty or other consideration and to use, exercise or develop the same or grant licences in respect thereof and to expend money in experimenting upon, testing improving any such patents, inventions, rights or concessions.
12. To apply for and obtain any Act of legislature, charter, privilege, concession, licence or authorisation of any Government, State or other Authority enabling the Company to carry any of its main objects into effect or for extending any of the powers of the Company or for effecting any modification of the constitution of the Company or for any other purpose which may seem expedient and to oppose any proceedings or applications which may seem expedient or calculated directly or indirectly to prejudice the interests of the Company.
13. To enter into any arrangements with any Government or Authorities or any persons or companies that may seem conducive to the main objects of the Company or any of them and to obtain from any such Government, Authority, person or company any rights, charters, contracts, licences and concessions which the Company may think it desirable to obtain and to carry out and exercise and comply therewith.
14. To procure the Company to be registered or recognised in or under the laws of any place outside India and to do all acts necessary for carrying on in any country the main business or profession of the Company.
15. To draw, make, accept, discount, execute and issue bills of exchange, promissory notes, bills of lading, warrants, debentures and other negotiable or

- transferable instruments or securities and to open Bank Accounts of any type and to operate the same in the ordinary course of business.
16. Subject to the provision of Section 292/293, of the Companies Act, 1956 to advance, money, either with or without security and generally to such persons and upon such terms and conditions as the Company may think fit and also to invest the moneys of the Company, not immediately required, in or upon such investments and in such manner as, from time to time, may be determined.
 17. Subject to section 58A and 292, 293, 295 and 370 of the Act, and the Regulations made thereunder and the directions issued by Reserve Bank of India to receive money on deposit or loan and borrow or raise money in such manner and at such time or times as the Company may deem fit and in particular by the issue of debentures, debenture-stock, perpetual or otherwise and to secure the repayment of any money borrowed, raised or owing by mortgage, charge or lien upon all or any of the properties or assets or revenues and profits of the Company, both present and future, including its uncalled capital and also by a similar mortgage, charge or lien to secure and guarantee the performance by the Company or any other person or company of any obligation undertaken by the Company or such other person or company and to give the lenders the power to sale and other powers as may seem expedient and purchase, redeem or pay off any such securities.
 18. To undertake and execute any trust, the undertaking of which may seem to the Company desirable, either gratuitously or otherwise.
 19. To establish or promote or concur in establishing or promoting any company for the purpose of acquiring all or any of the properties, rights and liabilities of the Company.
 20. To manage, exchange, grant licences and other rights, improve, manage, develop or dispose of undertaking, investments, properties, assets and effects of the Company or any part thereof for such consideration as may be thought fit and in particular for any shares, stocks, debentures, or other securities of any other such company having main objects altogether or in part similar to those of the Company.
 21. To distribute among the members in specie or otherwise any property of the Company or any proceeds of sale or disposal of any property of the Company in the event of winding up subject to the provision of the Companies Act, 1956.

22. To distribute as dividend or bonus among the members or to place, to reserve or otherwise to apply, as the Company may, from time to time, think fit, any moneys received by way of premium on debentures issued at a premium by the Company and any moneys received in respect of dividends accrued on forfeited shares, and moneys arising from the sale by the Company or forfeited shares, subject to the provision of Section 78 of the Companies Act, 1956.
23. To employ agents or experts to investigate and examine into the conditions prospects, value, character and circumstances of any business concerns and undertakings and generally of any assets, properties or rights which the Company proposes to acquire.
24. Subject to the provision of the Gift Tax Act 1958, and as amended from time to time to accept gifts, bequests, devices or donations of any moveable or immovable property or any rights or interests therein from members or others.
25. To create any reserve fund, sinking fund, insurance fund or any other special funds whether for depreciation, repairing, improving, research, extending or maintaining any of the properties of the Company or for any other purpose conducive to the interests of the Company.
26. Subject to the provisions of Section 293, 293-A and 293-B of the Companies Act, 1956, to subscribe, contribute, gift or donate any money, rights or assets for any national, educational, religious, charitable, scientific, public, general or useful objects or to make gifts or donations of money or other assets to any institutions, clubs, societies, associations, trusts, scientific research associations, funds, universities, colleges or any individual, body of individuals or bodies corporate.
27. To establish and maintain or procure the establishment and maintenance of any contributory or non-contributory or superannuation, provident or gratuity funds for the benefit of and give or procure the giving of the donations, gratuities, pensions, allowances, bonuses or emoluments to any persons who are or were at any time in the employment or service of the company, or any company which is a subsidiary of the company or is allied to or associated with the Company or with any such subsidiary company or who are or were at any time Directors or Officers of the Company or any other company as aforesaid and the wives, widows, families and dependants of any such persons and also to establish and subsidise and subscribe to any institutions, associations, clubs, or funds calculated to be for the benefit of or to advance the interests and well-being of the Company or any such other company or persons as aforesaid and make payments to or towards the insurance of any such persons as aforesaid and to do any of the matters aforesaid, either alone or in conjunction with any such other company as aforesaid.

28. To establish, for any of the objects of the Company, branches or to establish any firm or firms at places in or outside India as the company may think fit.
29. To pay for any property or rights acquired by or for any services rendered to the Company and in particular to remunerate any person, firm or company introducing business to the company either in cash or fully or partly-paid up shares with or without preferred or deferred rights in respect of dividend or repayment of capital or otherwise or by any securities which the Company has powers to issue or by the grant of any rights or options or partly in one mode and partly in another and on such terms as the Company may determine. Subject to the provisions of Section 314 of the Act.
30. To pay out of the funds of the Company all costs, charges and expenses of and incidental to the formation and registration of the Company and any company promoted by the Company and also all costs, charges, duties, impositions and expenses of and incidental to the acquisition by the Company of any property or assets.
31. To send out to foreign countries, its directors, employees or any other person or persons for investigating possibilities of any business or trade for procuring and buying any machinery or establishing trade connection or for promoting the interests of the Company and to pay all expenses incurred in this connection.
32. To compensate for loss of office any Managing Director or Directors or other officers of the Company within the limitations prescribed under the Companies Act, 1956 or other statute or rule having the force of law and to make payments to any person whose office of employment or duties may be determined by virtue of any transaction of the Company.
33. To agree to refer to arbitration any dispute, present or future, between the Company and any other company, firm, individual or other body and to submit the same to arbitration in India or abroad either in accordance with Indian or any foreign system of law.
34. To appoint agents, sub-agents, dealers, managers, canvassers, sales representatives or salesmen for transacting all or any kind of its main business which the Company is authorised to carry on and to constitute agencies of the Company in India or in any other country whatsoever and to establish depots and agencies in different parts of the world.
35. Subject to any law for the time being in force, or undertake or take part in the formation, or supervision of the business or operations of any person, firm, body corporate, association or undertaking, carrying on the main business of the Company.

(C) THE OTHER OBJECTS ARE :—

1. To carry on the business as manufacturers, traders, importers and exporters of and dealers in aluminium utensils, steel utensils and all other types of utensils and kitchen requisites.
2. To act as business consultants, give advice, to engage in dissemination of information in all aspects of business, organisation and industry and to advise upon the means and methods for extending and developing systems or processes relating to production, storage, distribution, marketing and securing of orders for sale of goods in India and abroad and/or relating to the rendering of services.
3. To carry on the business by running motor lorries, motor taxis, mini buses and conveyances of all kinds and to transport passengers and goods and to do the business of common carriers, courier services of all kinds including goods delivery, mail delivery and documents delivery.
4. To carry on the business of wholesale or retail, or otherwise of interior decorators and furnishers, upholsterers, and dealers in and hirers, repairers, cleaners, storers and warehousemen of furniture, carpets, linoleums, furnishing fabrics and other floor coverings, household utensils, china and glass goods, fittings, curtains and other household requisites.
5. To carry on the business as brewers, distillers, bottlers, canners, preservers, coopers dehydrators, matters and merchants of and dealers in fruits, herbs, vegetables, plants, and liquors of every description including Indian made foreign liquors, country liquors and by-products therefrom, whether intoxicating or not, tonics, vitamin-beverages, flavoured drinks, nectar punch, aerated water and drinks whether soft or otherwise.
6. To carry on the business of tobacconists in all its branches and to sell, make-up and manufacture tobacco, cigars, cigarettes and snuff.
7. To act as cargo agents, travel agents, insurance agents, ship brokers, charter party contractors, ship agents, packing, forwarding and clearing agents, salvors, wreck removers, wreck raisers, auctioneers, inspectors and observers of quality control, custom-house agents, commission agents and general sales agents for any of the air liners, steam-ship companies, railways and transport companies or any like person.
8. To carry on the business of cold storage of fruits, vegetables, seeds, fish, meat, agricultural products, milk dairy products and other perishable items.
9. To carry on the business of production, distribution or exhibition of films and motion pictures, including the running of theatres, cinemas, studios and cinematographic shows and exhibitions.

10. To trade, deal in and undertake manufacturing of bricks, tiles, pipes, cement, lime and building construction requisites and to carry on all or any of the business of builders, contractors, architects, decorators, furnishers and to acquire, hold, mortgage, lease, take on lease, exchange or otherwise deal in lands, buildings, houses, flats, bungalows, shops, hereditaments of any tenure or freehold for residential or business purposes.
11. To cultivate, grow, produce or deal in any agricultural, vegetable or fruit products and to carry on all or any of the business of farmers, dairymen, milk contractors, dairy farmers, millers, purveyors 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 and for trading and extraction of flowers, oil and scents.
12. To cultivate tea, coffee, cinchona and any other similar produce and to carry on the business of planters in all its branches, to carry on and do the business of cultivators, winners and buyers of every kind of vegetable, mineral or other produce of the soil, dispose off and deal in any such produce either in its prepared, manufactured or raw state and either by wholesale or retail.
13. To carry on the business of manufacturers of or dealers in pulp and paper of all kinds and articles made from paper and pulp including card boards, and wall and ceiling papers and packaging cartons and newspapers and newsprints.
14. To carry on the business of purchase and sale of petroleum products, to act as dealers and distributors for petroleum companies, to run service stations for the repair and servicing of automobiles and to manufacture or deal in fuel oils, cutting oils and greases.
15. To carry on the business of iron-founders, makers of scientific, industrial and surgical instruments, mechanical engineers and manufacturers of agricultural implements and other machinery, steel castings and forgings and malleable iron and steel castings, tool makers, brass founders, metal workers, boiler-makers, mill wrights, machinists, iron and steel converters, smiths, builders, painters, 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 and rolling stock.
16. To carry on the business of hoteliers, moteliers, restaurant owners, sweet-meat merchants, refreshment room proprietors, refreshment contractors and own and run garages, shops, stores, godowns, bars, refreshment rooms, cafeterias, discotheques, restaurants and places for sale, custody, bailment, deposit or protection of the valuable goods and commodities.

17. To carry on the business of manufacturing and dealing in, assembling, buying, selling, re-selling, exchanging, altering, repairing, importing, exporting, hiring, letting on hire, distributing or dealing in motor cars, motorcycles, scooters, motor buses, motor lorries, motor vans, trucks, locomotive engines, trains and all other road and rail conveyances, ships, boats, barges, launches, steamers and other underwater vessels, aeroplanes, aeroengines, air ships, sea planes, flying boats, hydroplanes and aircrafts and aerial conveyance of every description and kind for transport 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.
18. To carry on the business of manufacturing, dyeing, colouring, spinning, weaving, buying, selling, importing, exporting or otherwise dealing in all fabrics and other fibrous substances and preparations and manufacturers of and dealers in cotton, silk, woollen, linen, hemp, jute, rayon, nylon, artificial silk and such other yarn and all kinds of woven, synthetic and synthetic blended textiles manufactured from such yarn.
19. To carry on the business as manufacturers of and dealers in industrial machinery, bearing, speed reduction units, pumps, machine tools, agricultural machinery and earth-moving machinery including road rollers, bulldozers, dumpers, scrapers, loaders, shovels and drag lines and light engineering goods such as cycles and sewing machines.
20. To carry on the business of manufacturers of or dealers in ferrous or non-ferrous metals including iron and steel, aluminium, brass, tin, nickel, special steels and their products.
21. To carry on business as manufacturers, stockists, importers and exporters of and dealers in engineering drawing sets, builders, requisites, steel rules, measuring tapes, cutting tools, hand tools, precision measuring tools, machine tools, garage tools, hardware tools, instruments, apparatus and other allied machinery, plant, equipment and appliances.
22. To carry on business as manufacturers, stockists, importers and exporters of and dealers in bolts, nuts, nails, hooks and other hardware items.
23. To carry on business as manufacturers, stockists, importers and exporters of and dealers in forgings, castings, stampings of all metals, machinery parts, moulds, press tools, jigs, fixtures and compression moulding, steel products and automobile parts.
24. To carry on business as manufacturers, stockists, importers, exporters and repairers of and dealers in dynamos, motors, armatures, magnets, batteries, conductors, insulators, transformers, converters, switch-boards, cookers, engines, presses and insulating materials.

25. To carry on business as manufacturers, stockists, importers and exporters of and dealers in wearable and unwearable, fabrics, high density polyethylene and polypropylene, woven sacks and tarpaulins
26. To carry on business as manufacturers of and dealers in and as stockists, importers, and exporters of packing material, jointing and belting materials, asbestos material and fibres, insulation materials and welding fluxes, cartons, containers, boxes and cases made of paper, boards, wood, glass, plastic, pulp, cellulose films, polyethylene, rubber, metals, metal foils, gelatine, tin, flexible, treated and laminated, or other materials.
27. To carry on business as manufacturers of and dealers in and as stockists, importers and exporters of bottles, jars, fibrite 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 and accumulators.
28. To sell, breed, import, export, improve, prepare, deal and trade in cattle, bird, poultry, game, live and dead-stock of every description, eggs, pork-pieces, sausages, pickles, spices, sauces, jams, jelly, custard, prawn, potted meats, macaroni, spaghetti, table delicacies, bread, biscuits, wine, and other ferinaceous goods and products, cocoa, confectionery, cakes and buns.
29. To carry on the trades and the business of meal manufacturers, dealers in consumable stores and provisions of all kinds of food stuffs, grains, flour, seeds, fodder, cane, oils, corn, wheat products, vegetable oils, ghee and vanaspati products.
30. To set up a tannery and to carry on the business as manufacturers of and dealers in and importers and exporters of leather, leather goods and raw hides and skins.
31. To carry on the business as manufacturers of and dealers in or as stockists, importers and exporters of plastics, polymer products and chemicals required for the manufacture, processing and fabrication of plastics and similar other products, tubes, pipes, sheets, films, whether moulded, extruded, casted, formed or foamed.
32. To purchase, hold and acquire mining leases, mining rights, mining claims and metalliferous lands and to explore, work, exercise, develop and turn to account all sorts of major and minor minerals, working of deposits of all kinds of minerals and subsoil materials and to crush, win, set, quarry, smelt, calcine, refine, dress, amalgamate, manipulate and prepare for the market, ores, metals and mineral substances of all kinds and to carry on metallurgical operations in all its branches and to prepare, process, manufacture, assemble, fabricate, cast,

- fit, press, machine, treat, weld, harden, plate, temper, anneal any kind of metals and consequential products.
33. To produce, manufacture, trade, import, export or otherwise deal in and dispose off alkalis, dyes, chemicals, acids, gases, compounds, fertiliser, chemical products of every nature and description, intermediates, derivatives, all types of floatation reagents, wetting agents, insecticides, fumigates, dyestuffs, catalytic agents, direct colours, basic colours, pigments, drugs, biologicals, pharmaceuticals, serums, vitamin products, hormones and products derived from phosphate mines, limestone, quarries, bauxite mines, petroleum, natural gas and other natural deposits useful or suitable in the manufacture of chemicals and chemical products and to undertake the business of spraying of pesticides.
 34. To manufacture, generate, produce, sell, dispose off and deal in industrial gases, domestic gases for heating and lighting, gas, steam, heat light or any other motive power obtained by incinerating, burning forest refuse, wood and plants.
 35. To manufacture, buy, sell, import, export, alter, improve, manipulate, prepare for market, exchange, install, repair, service, let on hire and deal in all kinds of Surgicals, X-ray units, X-ray equipments, telecommunication machines, business machines, intercoms, teleprinters, dictating and recording machines, broadcasting apparatuses, loud-speakers, radios, auto-radios, reverberators, tape-players, cassette tapes, head-phones, stereo complex speakers, radio control equipments, cameras, binoculars, microscopes, projectors, telescopes, television sets, refrigerators, air-conditioners, coolers, radars, computers machinery and spare parts.
 36. To procure or develop and supply technical know-how for the manufacture or processing the installation or erection of machinery or plant in the working of mines, oil wells or other sources of mineral deposits or in search for or discovery or testing of mineral deposits or in carrying out any operations relating to agriculture, animal husbandry, dairy or poultry-farming, forestry or fishery or rendering services in connection with the provision of such technical know-how.
 37. To deal in foreign exchange subject to approval of appropriate authorities.
 38. To organise and carry on the business of advertisers, advertising agents, liquid by consultants and to organise propaganda any advertising campaigns by means of press advertisements, pamphlets, handbills, circulars, advertisement reels, posters, cinema slides or by any other means or through the means of radio, television or any other media.

39. To undertake and execute, in India or in any part of the world, turn-key projects for electrical installations, air-conditioning, refrigeration, heating, cooling, ventilation, humidification, sanitary, thermal and accoustic insulation work.
40. To carry on the business as manufacturers, traders, importers and exporters of and dealers in all kinds of carpets and floor coverings, whether made of woollen, cotton, synthetic or other fibrous materials.
41. To carry on business as traders, importers and exporters of and dealers in cotton and jute, whether raw, semi-processed or processed and all kinds of cotton and jute goods.
42. To act as principals, dealers, agents, sub-agents, representatives, either solely or in conjunction with others and either by or through agents, sub-contractors, trustees or otherwise for the Indian manufactured goods, commodities and services in the foreign countries and vice versa and for the said purpose to establish or maintain services or establish depots anywhere in the world.
43. To buy, sell, transfer, dispose off or deal in all types of shares, stocks, debentures, properties, bonds, certificates, securities including the Central Government or any State Government(s) or Local Authorities upon such terms and conditions as the Company may approve and that the Company shall not carry on any Banking business as defined under the Banking Regulation Act, 1949.
44. To carry on the business as shares and stock brokers and to buy, sell and deal in all kinds of shares, stocks, securities bonds, debentures, units and other instruments.
45. To carry on the business of public transporters, and to ply all types of commercial vehicles including Trucks, Motor Buses, Tempos, and pick up vans for carrying goods or passengers anywhere in India.
46. To carry on the business as importers, exporters, distributors, stockists, contractors, suppliers, dealers of any kind and to act as manufacturers, representatives, agents, brokers, commission agents and merchants of commodities, articles, products and merchants of any kind or nature.
47. To carry on the business of importers, exporters, dealers, traders, manufacturers or traders of earthmoving equipments, canal equipments, Fuel injection equipments. Machine tools and other allied products.
48. To carry on the business of general merchants.
49. To carry on the business of finance, hire purchase, leasing and investment, subject to the approval of RBI under RBI Act, 1934 as amended by RBI (Amendment) Act, 1997.

50. To carry on the business of general printers, publishers, lithographers, type foundries and to deal in stationery of all types.
51. To manufacture and deal in solar electric equipments.
52. To manufacture, buy, sell, import, export or otherwise deal in utensils, cutlery, artware, handicrafts, jewellery, artificial jewellery and stones.
53. To manufacture, buy, sell, import, export or otherwise deal in electrical, electronics and engineering goods of all types including machinery, computers, software or part thereof.
54. To manufacture, buy, sell, import, export and to deal in Sarees, readymade garments of all types.
55. To carry on the business of manufacturers, processors, importers, exporters, buyers, sellers and dealers in gold, silver, diamond and jewellery, wool and woollen products, cycles, copper, wire and wire netting, cosmetic and perfumes, tea, coffee, all types of crops, trees, rubber and rubber products, medicine, match box, fire and fire fighting equipments and to deal in all kinds of exports and imports licences.
56. Subject to the Approval of SEBI, to carry on business of Transfer agents, Portfolio Management, Lead Managers, Registrar to the issue, Management Consultants.
57. To deal in REP and import and export licences, Exim Script subject to the directions issued by the Reserve Bank of India.
58. To render consultancy in all spheres and to provide courier services.
59. To carry on the business of Sale, Purchase of Industrial plots, sheds, factory, building, commercial and residential buildings, and their construction, letting out of property and to act as contractors and builders.
60. To establish, maintain and run Hospitals, Nursing homes, Health centres, banquet halls, clinical Laboratories and to deal in drugs, medicines and pharmaceuticals of all kinds.
61. To process, refine, manufacture, import, export, buy, sell and deal in medicines, drugs, pharmaceuticals and mineral water in India and abroad.
62. To acquire or set up and run schools, colleges, training and professional institutions and music, dance and art centres.
63. To carry on the business of manufacturers of and dealers in boots, shoes, clogs, all kind of footwears, and leather and plastic goods, boots, laces, buckles, leggings, boot polish and accessories and fittings.

64. To manufacture, all kinds of watches and clocks or any all of their accessories and parts and to act as wholesale or retail dealers thereof and to import and export them
65. To carry on the business of manufacturing, importing, exporting, purchasing, selling, preparing and dealing in washing and toilet soap, oil and fats, detergents, caustic soda, soda ash, sodium silicate, glycerine, perfumes, its by-products and allied products and to produce, extract, extrude, raise, make marketable, import, sell, buy, act as agents, stockists, distributors or otherwise deal in all kinds of cosmetic oil seeds, fats, oil cakes and all types of products of oil.
66. To apply, subscribe and acquire the membership of NATIONAL STOCK EXCHANGE (NSE), OVER THE COUNTER EXCHANGE OF INDIA (OTCEI) and any other stock Exchange in India and elsewhere.
67. To manufacture, export, import, buy, sell, trade and deal in handloom and textile goods, fibre and fibre products.

IV. The liability of the members is Limited.

V. The Authorised Share Capital of the Company is Rs. 2,10,00,000 (Rupees Two Crore Ten Lac Only) divided into 21,00,000 (Twenty One Lac) Equity Share of Rs. 10/- (Rupee Ten) each.



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

Name, Address, Description and Occupation of each Subscriber	No. of Equity Shares taken by each Subscriber	Signature of Subscriber	Signature of witness with address, description and occupation
1. CHAKRESH JAIN S/o Sh. Gulshan Rai Jain 17, Banarsi Dass Estate, Timar Pur, Delhi. (BUSINESS)	100 (One Hundred Only)	Sd/-	I witness the signature of all the subscribers who have signed in my presence. Sd/- ALOK KUMAR BANSAL (C.A.) S/o Sh. Subhash Chand Bansal UB-32, Indraprastha, 21 Barakhamba Road, New Delhi.
2. MUKESH JAIN S/o Sh. Gulshan Rai Jain 17, Banarsi Dass Estate, Timar Pur, Delhi. (BUSINESS)	100 (One Hundred Only)	Sd/-	
TOTAL	200 (Two Hundred Only)		

Place: **DELHI**

Dated: **29.09.1998**