



STAMP AFFIXED BY

THE COMPANIES ACT, 1913
CALCUTTA COLLECTORATE
COMPANY LIMITED BY SHARES

19/4/61
323129
Rs. 1455/-

Memorandum of Association

OF

GUPTA CABLES PRIVATE LIMITED.

1. The name of the Company is "Gupta Cables Private Limited."

2. The Registered Office of the Company will be situated in Calcutta in the State of West Bengal, with a branch office and factory at Bhubaneswar in the State of Orissa, or at such other place or places as the Directors may from time to time decide.

3. The objects for which the Company is established are

- (i) To promote the growth of Electrical Industries in the country and to manufacture such Electrical Wires, Cables and Appliances and goods as are now imported from abroad or for which there now exists scarcity in the country.
- (ii) To acquire and take over as a going concern the business of Sri Durgaprasad Gupta carried on under the name and style of Eastern Engineering Enterprises at Bhubaneswar and at No. 158, Jamunalal Bazaz Street in the town of Calcutta as manufacturers of Electric Wires and Cables of Various kinds and appliances together with all Stock-in-Trade, Raw Materials, Patent rights, Licences, Trade Marks, Lands, Factories, Machineries, Trade name, held and conferred or acquired by the said Durgaprasad Gupta and the goodwill and the assets of the said business and all furniture, implements, chattels, effects and other accessories of the said business.
- (iii) To carry on the business of manufactures, importers, dealers and exporters of Cables of various types and sizes, specially Tin Coated, Enamelled and V. I. R, C. T. S, and P. V. C. wires high and low tension and all other wires of its kind together with M. S. galvanised wires and cables for Posts, Telegraphs and Telephone services and Appliance and Laboratory Equipments. To manufacture ferrous and non ferrous articles of every kind.

Received on

No.

COMPANIES
WEST BENGAL

19/4/61

1464

- (iv) To Buy, Sell, Manufacture, Refine, Manipulate, Import, Export and Deal in all such stock-in-trade goods, substances, apparatus, machineries, chattels, effects and things capable of being used in any such industry as aforesaid or may be necessary or convenient for any business for the time being carried on by the Company or required by any customers or persons having dealing with the Company, either by wholesale or retail and in particular to take over and get an assignment of the existing contracts for sale and purchase of goods, chattels and effects as have been entered into by the said Durgaprasad Gupta or his authorised agents acting on his behalf in connection with his said business and to apply for purchase or otherwise acquire any patents, licenses concessions and the like conferring an exclusive or non-exclusive or limited rights to the use of any secret or other information as to any invention which may seem capable of being used for any of the purposes of the Company and 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 the property, rights or information so acquired.
- (v) To acquire and take over the whole or any part of the business, property and liabilities of any person, firm or Corporation, carrying on any business which this Company is authorised to carry on or possessed of, any property or rights suitable for the purpose of this Company.
- (vi) To start, develop, manufacture and manage other allied industries in all its departments and branches.
- (vii) To carry on the business of manufacturing and dealing in Scientific Instruments and Apparatus and other accessories of various kinds and types.
- (viii) To carry on in Calcutta and in the State of Orissa or elsewhere in India or in any other part of the world, the business of Order Suppliers, General Merchants, Commission Agents, Contractors, Builders, Manufacturers, Buyers, Sellers, Importers, Exporters of and dealers in goods, Produces and Merchandise of every description manufactured or unmanufactured.
- (ix) To carry on the business of importers and wholesale and retail dealers in goods of every kind and without prejudice to the general nature of this and preceeding clauses of these Memorandum to carry over the several objects following.
- (x) To undertake and execute any contracts for works involving the supply of machinery or other things and to carry out any auxiliary or other works comprised in such contracts.
- (xi) To carry on the business of General Agents and Merchants and Managing Agents or Secretaries of Firms, Concerns and Companies

carrying on business, incorporated or domiciled in India or elsewhere and any other trade or business whatsoever which can in the opinion of the Company be carried on advantageously or conveniently by the Company by way of extension or in connection with such business or any of them or is calculated directly or indirectly to develop any branch of the Company's business or to increase the value of or render profitable or turn to account any of the Company's assets, property or rights.

- (xii) To purchase, lease or otherwise acquire lands, buildings and hereditaments.
- (xiii) To carry on all or any of the business usually carried on by the Companies owning or holding land in India in all their several branches and in particular to lay out and improve, alter and develop by draining, clearing, road making or otherwise any property of the Company and thereon to erect and construct or assist in or contribute to the cost of the erection or construction of any building or works whatsoever and to pull down, alter and re-build any existing erections or buildings required by the Company.
- (xiv) To pay all costs, charges and expenses incurred or sustained in or about the promotion and establishment of the Company or which the Company should consider to be preliminary including therein the cost of travelling and other incidentals thereto, advertising, for underwriting, brokerage, printing, stationery and solicitor or lawyers charges
- (xv) To purchase or otherwise acquire and undertake all or any of the business property and liability of any person or Company carrying on any business, which the Company is authorised to carry on or possessed of and to amalgamate with any other company carrying on similar business
- (xvi) To enter into any arrangements with any Governments or authority supreme, municipal, local or otherwise that may seem conducive to the Company's objects or any of them and to obtain from such authority or Government any right, privileges and concessions which the Company may think desirable to carry out, exercise and comply with any such arrangements, rights, privileges and concessions.
- (xvii) To promote any other Company for the purpose of acquiring all or any of the rights and property of the Company, advancing directly or indirectly the objects or interests thereof and to take or otherwise acquire or hold shares in any such company and to guarantee the payment of any debentures or other securities issued by any such Company.
- (xviii) To take or otherwise acquire and to hold shares in any other Company having objects altogether or in part similar to those of this Company for carrying on any business capable of being conducted so as to indirectly benefit this Company.

- (xix) To enter into partnership or into any agreement for sharing profits or interests, co-operation, joint adventure reciprocal concessions or otherwise with any person or Company carrying on or about to carry on any business which this Company is authorised to carry on or any business or transaction capable of being conducted so as directly or indirectly to benefit this Company to take or otherwise acquire and hold shares or stock in any such Company.
- (xx) To sell the undertaking of this Company or any part thereof on such consideration as the Company may think fit and in particular for shares, debentures or securities of any other Company having objects altogether or in part similar to those of this Company.
- (xxi) To draw, make, accept, endorse, discount, execute, and issue cheques, notes, bills of exchange, and other negotiable instruments.
- (xxii) To lend money and in particular to customers or any persons having dealing with the Company and to guarantee the performance of contracts by members or persons having dealings with the Company.
- (xxiii) To invest the moneys of the Company upon such securities as may from time to time be determined.
- (xxiv) To appoint agents and constitute agencies of the Company in India or in any Country whatsoever.
- (xxv) To borrow or raise or secure the payment of money in such manner as the Company shall think fit in particular by the issue of debentures, debenture stock, bonds, mortgages, or obligations of securities charged upon all or any of the company's property (both present or future) including its uncalled capital or not so charged or without any such security.
- (xxvi) To remunerate any person or Company for services rendered or to be rendered in placing or assisting place or guaranteeing the placing of any of the shares in the Company's capital or debentures or other securities of the Company or in or about the formation or promotion of the Company or the acquisition of property by the Company or the conduct of its business.
- (xxvii) To sell, exploit, improve, develop, lease, mortgage let out for hire, grant licenses or concessions or otherwise deal with or turn to account all or any part of the property and assets of the Company and for such consideration as may be thought fit and to invest the whole or part of such consideration in shares, debenture or securities of any other Company.
- (xxviii) To do all such things as are incidental or conducive to the attainments of the above objects.
- (xxix) To do all or any of the above things as principals, agents, trustees, contractors or otherwise and either alone or in conjunction with others.

(xxx) Generally to do all such acts, deed and things which Companies of the like nature usually do for the benefit of the Company.

(xxxi) To grant pensions, allowances, gratuities and business to employees and ex-employees of the Company or to the dependants of such persons, to create and to contribute to provident fund for the benefit of the employees and vest such funds and other funds in trustees and further to support or subscribe in charitable Hospital for the benefit of the employees.

4. The liabilities of the members are limited.

5. The Authorised ^{in share in} Capital of the Company is Rs. 500,000/- divided into 5000 ^{in Equity in} Shares of Rs. 100/- each with power to increase or reduce the Capital and divide the Shares of the Capital for the time being into several classes and to allot thereto respectively such preferential, deferred or special rights, privileges or conditions as may be determined by or in accordance with the regulations of the Company, to vary, modify or abrogate any such rights, privileges or in such rights, privileges or in such manner as may for the time being be provided by the regulations of the Company.

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

No.	Name, Address and Description of subscribers.	Number of Shares taken by each subscriber.	Name, Address and description of witnesses.
1	Sree Lal Gupta Sree Lal Gupta		
2	2 E Joddu Cal. Mullik Road. Calcutta Business	200 + (Two hundred)	
3			
4	Durgaprasad Gupta Durgaprasad Gupta 158 Jannanah Bazar St, Cal 7, Business	200 (Two hundred)	Jogendranath Mukherjee Advocate, High Court. Calcutta. 73, Sarak Ghosh Garden Road Cal - 31.
5	Bhagawatlal Gupta		
6	Bhagawatlal Gupta No 2 E Joddu Cal. Mullik Road. Calcutta Business	200 (Two hundred)	
7			
8	Gajadhar Gupta Gajadhar Gupta 158 Jannanah Bazar Calcutta Business	200 (Two hundred)	
9			
10			
Total Shares taken.		800 Shares (Eight hundred)	Jm.



Dated this 10th day of April 1961.

25104

Company Name Gupta Calcutta P. Ltd.
 Nature of Document Memo. of Assm.
 Document No. N.S. - I
 Date Registered 9.5.1961
Reenbal
 Addl. Registrar of Companies,
 Asstt. West Bengal.