

MEMORANDUM OF ASSOCIATION

OF

SIYARAM SILK MILLS LIMITED

- I. The name of the Company is **SIYARAM SILK MILLS LIMITED.**
- II. The Registered Office of the Company will be situated in the State of Maharashtra.
- III. The objects for which the Company is established are :
 - (A) **THE OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE :**
 1. To carry on the business of manufacturing, processing calendering including running of hand and power process house, buying, selling, Importing, exporting, distributing and dealing in Textiles, cotton, woollen synthetics and synthetic blends, both with natural (viz. vegetable and / or animal) and man-made and artificial fibres, polyester, polyamide, acrylic polypropylene, polynosic, polymethane, polyacrylic or any other synthetic fibre, including running of a manufacturing unit, either unitary or composite.

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

2. To undertake dyeing bleaching, sanforizing, mercerising, calendering, printing, or otherwise processing of cotton, yarn, cloth silk, rayon, wool, jute, hemp and other fibres and/or their blends, fabrics, of textile products whether on handlooms or powerlooms or in textile mills or other factories and whether on company's own account or for any firm or firms, person or persons, company or companies.
3. To carry on the business of manufacturing, processing, buying, selling, Importing, Exporting, distribution and dealing on commission basis or otherwise in synthetic fibres available in any form as tops, yarn, cloth including blends with other fibres natural (veg.) artificial or synthetic.
4. To carry on the business of and/or manufacturing processing, spinning, doubling, weaving, dyeing, mercerizing, sanforizing, ginning, bailing, knitting, combing, weaving, bleaching, finishing, calendering, pressing, warping, printing, sizing, finishing, printing, mercerising, handling, twirling, chemical processing, producing, designing, acquiring, trading, dealing, buying, selling, importing, exporting, distributing, storing, exchanging, packing, bartering, shipping, advancing, upon or otherwise dealing in all kind of cloth, fabrics, textiles, piece goods, hosiery goods, fringes, embroidering, embroidery threads, braided threads, cards twines, ropes, ribbons, tapes, saree borders, woven labels, parachute strings, finished nets, gas mantles, cotton yarn, artificial yarn, silk yarn, staple yarn, synthetic yarn, woollen yarn, shoddy yarn, fibres, tops, wastes, (natural or man-made) viz. wool, cotton, silver, flex, hemp, fuse, viscose, acetate, nylon, polyester, acrylic, polypropylene and their blends and all types of jute goods.
5. To deal in by-products manufactured in the carrying out of all or any of the object of the Company, in loose form or in packing of all sizes in Company's brands or otherwise.
6. To enter into, make and perform contracts and arrangements of every kind and description with corporate body, Municipality, Territory, Province, State Government or colony or dependency thereof, without limit as to amount and obtain from any Government or authority any rights, privileges contracts and

concession which the Company may deem desirable to obtain and to carry out exercise or comply with any such arrangements, rights, privileges, contracts and concessions.

7. To establish agencies or appointment representatives in India or elsewhere for the production, manufacture, sales, purchase, exchange, hire, distribution or for any one or more of the objects of the Company and to regulate and discontinue the same.
8. To apply for, take out, obtain, purchase, or otherwise acquire and turn to account any copyrights, licences, concessions, patent rights, or inventions, monopolies, privileges, trade marks or secret processes which may seem capable of being used for any of the purpose of the Company or the acquisition of which may seem calculated directly or indirectly to benefit this company, and to use, exercise, develop or grant licences in respect of, or otherwise turn to account the property, rights or information, to acquire and to expend money in experimenting upon and testing and improving or seeking to improve any patent rights, inventions, discoveries process or information of the company or which the company may acquire or propose to acquire.
9. To purchase, take on lease or in exchange or otherwise acquire any estate, lands, buildings, easements or other rights and interest in immovable property to sell, let or lease, mortgage, hypothecate or otherwise dispose of on grant rights over any immovable property belonging to the company.
10. To undertake the payment of all rents and the performance of all covenants conditions and agreements contained in and reserved by any lease that may be granted or assigned to or be otherwise acquired by the Company.
11. To acquire and take over as a going concern by purchase or on lease and undertake to carry on the whole or any part of the business together with the goodwill and trade name, property rights, and liabilities of any person or persons, firm or any company carrying on any business, any part of the purpose of which is authorised to carry on or possessed of property suitable for the purposes of the company and to pay for the same by shares, debentures, debenture-stock, bonds, cash or otherwise as the Directors of the Company determine and to conduct and carry on or liquidate and wind up any such business.

12. To amalgamate, enter into partnership or into any arrangement for sharing or dealing profits, union of interests, co-operation, joint venture, reciprocal concession or otherwise with any person, firm, corporation or Government or company carrying on or engaged in any business undertaking or transaction which the company is authorised to carry on or engage in or any business undertaking or transaction which may seem capable of being carried on or conducted so as directly or indirectly to benefit the company and to lend money, to guarantee the contracts or otherwise assigned of any such persons, firm or company and to take or otherwise acquire and hold shares or securities of any such persons, firm, or companies, to sell, hold, re-issue with or without guarantee or otherwise deal with the same.
13. To promote, form and to be interested in, and take hold and dispose of shares in any other company having objects similar together or in part to those of this company or carrying on any business capable of being conducted so as directly or indirectly to benefit the company and to subsidise or assist any such company financially or otherwise by issuing or subscribing for or guaranteeing the subscription and issue of shares, stocks, debenture-stock or other securities of such company, to transfer to any such company any property of this company and to take or otherwise acquire, hold and dispose shares, debentures and other securities in or of any such company.
14. To pay for any properties rights, services or privileges acquired by the company by issue of shares or debentures of this company or partly in shares or debentures and partly in cash or otherwise and to give shares or stock or stock or debentures of this company in exchange of the share or stock or debentures of any other company.
15. To enter into, any arrangements, with any Government or State or Authorities, 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 State or Authority, any rights, privileges and concessions and/or purchase and sale of any kind of goods, machinery, spare parts, securities, shares, stocks, debentures etc. which the Directors of the Company for the time being may think desirable to obtain and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions.

16. To sell, mortgage, lease, manage, develop, exchange, dispose of or to transfer the business immovable or moveable property and undertaking of the company or any part thereof or any part of the property, rights and concessions of the company in such manner and upon such terms and conditions and for such consideration as the Directors of the Company, for the time being may think fit to accept and in particular for cash, shares debentures, debenture stock, bond or securities of any other company having objects altogether or in part similar to those of this Company.
17. To advance and/or to lend money, either with or without security and generally to such persons, associations, trusts, corporation, companies etc. upon such terms and conditions as the company may think fit.
18. To give guarantee for the performance or discharge of any obligations, liabilities, duties or the payments of moneys by any persons, firms and companies or Governments or states and to give indemnities of all kinds.
19. To guarantee the payment of money unsecured by or payable under or in respect of promissory notes, bonds, debentures, debenture-stock, contracts mortgages, charges, obligations, instruments, and securities of any Company or of any Company or of any such authorities, Supreme, Municipal, Local or otherwise or of any persons whomsoever whether incorporated or not incorporated and generally to guarantee or become sureties for the performance of any contracts or obligations.
20. To raise or borrow money from time to time for any of the purposes of the company by bonds, debentures or promissory notes or by taking credit in or opening Current account with any individual or firm or with any Bank and whether with or without giving any security, goods or other, articles or by mortgaging, pledging, charging hypothecating or selling or receiving advances on the sale of any lands, building and machinery, goods, assets or revenue of the company present or future including its uncalled capital or otherwise by such other means as the Director may in their own absolute discretion deem expedient and in particular by the issue of debentures, debenture-stock, perpetual or otherwise including debentures or debenture-stock, convertible into shares of this or any other Company or to convey the same absolutely or in trust and give lenders powers of sale and others powers as may be expedient and to purchase, redeem or pay off such securities.

21. To lend or deposit moneys belonging to or entrusted to or at the disposal of the Company to such person or company and in particular to customers and others having dealing with the company with or without security upon such terms as may be thought proper, and to invest or otherwise employ such moneys in such manner as the Directors of the Company, for the time being may think fit. The company shall not carry on banking business as defined under the Banking Regulation Act, 1949.
22. To invest and deal with moneys of the Company not immediately required in immoveable properties shares, stocks, bonds, debentures, obligations or other securities of any company or association or in Government securities or in current or deposit account with banks or on the mortgage of immoveable properties of any tenure or on the pledge of moveable property or in any other manner as may from time to time be determined by the Directors of the Company for the time being and from time to time sell or vary all such investments and to execute all assignments, transfers, receipt and documents that may be necessary in that behalf.
23. To place, to reserve or to distribute bonus shares among the member as Directors may from time to time think fit subject to the provision of the Act.
24. To distribute any of the property of the company among the members in specie or kind in the event of winding up.
25. To draw, make, issue, accept, transfer and endorse, discount, execute and negotiate, Promissory notes bundles, bills of exchange, cheques, drafts, Bill of Lading, Letters of credit, delivery orders, dock-warrants, railway or transport receipts, warehousekeeper's certificate and other negotiable or commercial or mercantile instruments connected with the business of the company.
26. To open accounts with any bank or banks and to deposit money therein and to draw and endorse cheques on and to withdraw moneys from such account and generally operate upon same (whether overdrawn or not) as may be required for any of the objects or purpose of the company.
27. To establish and maintain from time to time such branches of the company and agencies either in different parts of India or elsewhere and to make such regulations for their managements

and to close and discontinue the same as the Directors of the Company for the time being may from time to time determine and appoint representatives in any part of the world, for the conduct of the business of the company or for purchase, sale or exchange either for ready delivery or future delivery of any merchandise, commodities, goods, wares, machinery, material products, articles and things required for or dealt in or manufactured by or at the disposal of the company.

28. To insure any of the persons, properties, undertaking contracts, guarantee or obligations or profits of the company, of every nature and kind in any manner whatsoever.
29. To refer any dispute claim or demand by or against the company to arbitration and observe and perform the awards.
30. To employ experts to investigate and to examine into the conditions, prospects value, character and circumstances of any business concerns and undertakings and generally of any assets property or rights.
31. To acquire from any persons, firm or body corporate or incorporate, whether in India or elsewhere, technical information, know-how, processes, engineering, manufacturing and operating data, plants layouts and blue-prints useful for the design, erection and operation of plant required for any of the business of the company and to acquire any grant or licence and other rights and benefits in the foregoing matters and things.
32. To be interested in, promote and undertake the formation and establishment of such institutions, associations, chamber of commerce, or other bodies, business, pools combines syndicates, industrial trading or manufacturing with in the objects of the company as may be considered to be conducive to the profit and interest of the company and to acquire, promote and/or subsidise any industry or undertaking.
33. To undertake and execute any trusts, the undertaking whereof may seem desirable either gratuitously or otherwise and/or to make donations to any person company or association and to subscribe or guarantee money for any national/international charitable, benevolent, educational, public, general or other useful object, activity, exhibition, or trade, show, or for any purpose whatsoever which may be or appear to be conducive

directly or indirectly in furtherance of the objects of the Company or the interests of its members or for the welfare of the staff.

34. To establish, provide, maintain, conduct or otherwise subsidise, research laboratories and experimental stations, workshop, for scientific and technical researches, experiments and tests of all kinds and to promote studies and research both scientific and technical investigation and invention by providing, subsidising, endowing or assisting laboratories, workshops, libraries, training colleges, schools and other institutions for training lectures, meetings and conferences and by providing the remuneration of scientific or technical professors, or teachers and by providing for the award of exhibitions, scholarships, prizes, grants and parasaries to students or otherwise and generally to encourage, promote and reward studies, researches, investigations experiments, test and inventions of any kind that may be considered likely to assist any business which the company is authorised to carry on.
35. To enter into any arrangements and take all necessary or proper steps with the Governments or with other authorities, supreme, national, local, municipal or otherwise of any place in which the Company may have interest and to carry on any negotiations or operations for the purpose of directly carrying out the objects of the Company or effecting any modifications in the constitution of the company or furthering the interests of its members and to oppose any such steps taken by the other company, firm or person which may be considered likely directly or indirectly to prejudice the interests of the company or its members and to promote or assist the promotion, whether directly or indirectly of any legislation, which may appear to be in the interest of the company and to oppose and assist whether directly or indirectly legislation which may seem disadvantageous to the company and to obtain from any such Government authority or any company and charters, contracts, decrees, rights, agents, loans, privileges or concessions which the company may think fit desirable to obtain and carry out, exercise and comply with any such arrangements, charters, contracts, decrees, rights, privileges or concessions.
36. To adopt such means of making known the products of the Company as may seem expedient and in particular by advertising in the press, radio etc., by circulars, posters by purchase and exhibition of works of art or interest by

publication of books periodicals and by granting prizes, awards and donations (including donations to any fund for charitable or public purpose).

37. To promote, form and register and aid in promotion, formation and registration of any company, subsidiary or otherwise for the purpose of acquiring all or any of the property, undertaking rights and liabilities of this company or for any other purpose which may seem directly or indirectly calculated to benefit this company and to be interested in or take or otherwise acquire, purchase, hold, sell or otherwise dispose of shares, debentures and other securities in or of any such company, or any other company for all or any other objects mentioned in this Memorandum and to subsidize or otherwise assist any such company and to undertake the management and or other work, duties and business of any such terms and conditions as may be arranged.
38. To create any depreciation fund, reserve fund, sinking fund, dividend equalisation fund, capital redemption fund, or any other special fund whether for depreciation or for repairing, improving extending or maintaining of the property of the company or for redemption of debentures or redeemable preference shares or for any other purpose whatsoever conducive to the interest of the company.
39. To provide for the welfare of the Directors, ex-Directors Employees or ex-employees of the company or its predecessors in business and the wives and the families or dependents or connection of such persons by building or contributing to the building of house, dwelling chawls or quarters or by grants of money, pensions, gratuities, allowances, bonuses awards profits sharing or other schemes or trusts and by providing or subscribing or contributing towards places of instruction and recreation, hospitals and dispensaries, medical and other attendance and other assistance as the company shall deem fit and to establish , maintain and grant scholarships to any persons for technical study and education in India and elsewhere which may be necessary or useful for any of the objects of the Company and to subscribe or otherwise to assist or to guarantee money to charitable, benevolent, religious, scientific, national or other institutions or objects which shall have any normal or other claim to support or aid by the company either by reason or locality of operation or of public and general utility or otherwise.

40. To aid, pecuniarily or otherwise any association or movement having for an object the solution, settlement or surmounting of industrial or labour problems or troubles or the promotion of industry or trade.
41. To pay out of the funds of the company, all expenses of and incidental to the promotion, formation, registration, advertisements of this company and the issue and subscription of the shares or loans or Capital including brokerages underwriting, or other commission for obtaining applications for or placing or guaranteeing the placing of shares or any debentures, debenture stocks and other securities of this company and also all expenses attending the issue or any circular or notices and the printing, stamping, circulating of proxies and forms to be filled up by the members of the Company.
42. To do all or any of the above things and all such things as and incidental or may be conducive to the attainment of the objects or any of them in part of India or elsewhere and as principals, agents, contractors, trustees or otherwise and either alone or in conjunction with others.
43. To carry on the business of washing, purifying, scouring, knitting, bleaching, wringing, drying, ironing, colouring, disinfecting, renovating and preparing, weaving, apparel, household, and domestic silk, linen, cotton, woollen goods and fabrics.
44. To carry on business of manufacturers, bleachers, dyers, mercerisers, printers, engravers and sellers of yarns, cloth, fabrics made from cotton, jute, wool, silk, artsilk, rayon, nylon, man-made synthetic fibres, staple fibres and other suitable material, tissues and textile goods, weaving mills, proprietors in all their branches.
45. To erect, purchase take on lease or otherwise acquire dismantle, dispose off and/or to develop and work for profit spinning and weaving mills, gins presses for pressing cotton and other merchandise into bales, to engage in spinning and weaving of any and every kind and description and to engage in and carry on any kind of business analogous thereto, including spinning, weaving and manufacturing, finishing and marketing of all kinds of yarn, cloth and piece goods and fibrous material and fabrics into compositions of which enters cotton, silk, artsilk, rayon, nylon, synthetic fibres, staple fibres, flex, hemp, jute, rope, twine, linen or wool or any one or more of them.

46. To gin kapas and to spin weave manufacture, dye, print, clean, press, pack, cotton, linen, silk, waste, droppings, fly wool, jute, hemp, flex and other fabric materials and things capable of being used for dyeing, printing, combing, bleaching and procession purpose, and sell, buy or otherwise deal in all such goods, yarn, cloth and other fibres and fabrics whether made or treated by the company or not.
47. To gin, press bale card, comb, scour, cut, spin, process, twist throw, reel, weave, knot, print, bleach, dye or finish synthetic fibre, staple - fibre, yarn or operations of whatsoever kind and nature in relation thereto.
48. To carry on the business of manufacturing, importing, exporting, selling, purchasing and dealing in water-proof and moist - proof cloth imitation clothing and other kinds' or leather, rubber, skins; carpets, canvas, fabrics, shoe and other footwear, hats caps and other headwear, covers, dresses, tents, papers, materials and other articles, raincoats, oil - skins, jackets, mackintoshes, clothes, upholstery, tailoring and other materials and other articles made therefrom.
49. To carry on, in any place in the world, any trade or business, whether manufacturing or otherwise whatsoever as may be in the opinion of the Directors of the Company, for the time being, be capable of being advantageously or conveniently carried on, by the company; by the way of extension of, or in connection with any of the Company's objects or calculated directly or indirectly, to develop any of the company's business, or to enhance the value of, or render profitable any of the Company's property or rights and to establish and maintain, any agencies in any part of the world, for the conduct of the business of the Company, or for the sale of any materials or things, for the time being at the disposal of the Company, for sale and to advertise and adopt means of making known or promoting the use of all or any of the manufactured products or goods of the company, or any articles or goods traded or dealt in by the company, in any way that may be thought advisable, including the posting of the bills in relation thereto and the issue of circulars, books, pamphlets and price - lists and the conducting of competitions exhibitions and giving of prizes, rewards and donations.
50. To assist any company, financially or otherwise or by issuing or guaranteeing the subscription and issue of Capital shares, stocks, debentures, debentures - stock or other securities and to hold and

deal in shares, stock and securities of the company, notwithstanding there may be liability thereon.

51. To buy, sell, manufacture, repair, alter, improve, exchange, let out on hire, import, export, and deal in all factories, works, plant, machinery tools utensils, appliances, apparatus, product-materials, substances, articles and things capable of being used in any business which this company is competent to carry on or required by any customs of or persons having dealing with the company or commonly dealt in by persons engaged in any such business or which may seem capable of being profitably dealt with in connection therewith and to manufacture, experiment with, render marketable and deal in all products of residual and by products incidental to or obtained in any of the business carried on by the company.
52. To carry on all or any of the business of silk, mercers, knitters, hosiers, manufacturers, importers and exporters and wholesale and retail dealers of and in artsilk, textile fabrics of all kinds, and generally of and in all manufactured goods, materials, provisions and produce connected with the main object mention hereinabove.
53. To carry on all or any of the business following :- namely silk spinners, cotton spinners and doublers, flex, hemp, and jute spinners, worsted spinners and woollen spinners cloth, linen, silk, raw silk, artsilk, rayon, staple yarn and worsted stuff manufacturers, flex, hemp, jute, wool, combers, bleachers and dyers and makers of vitriol, bleaching and dyeing materials and to purchase, comb, prepare, spin, dye print and deal in flex, hemp, jute, cotton, linen, silk, raw silk, artsilk, staple fibre, wool and other fibrous substances and to weave or otherwise manufacture, buy, sell and deal in cloth of all kinds and other goods and fabrics, whether textile, felted, netted or looped and to supply power and to construct, maintain, exchange, alter, improve mills, factories, ware-houses, tanks, chawls or other

building and to erect such machinery, engines apparatus and works where-on therein as may be necessary for the purpose of this company.

54. To carry on the business of makers, manufacturers, producers, spinners, weavers, converters, processors, purchasers, sellers, distributors, importers, exporters, commission agents, brokers, bleachers, dyers, printers and ginners and dealers in all type fibre yarn, woollen and knitted textiles non-woven textiles, bonded textile hosiery, belting cords, nets, moulded articles, carpets, blankets, tufted textiles, quilts, debts and garments, film and extrusions tapes and ropes and twines made from all natural mineral and man-made materials including cotton, wool, silk, rayon, nylon, polyester, acrylic glass, asbestos, jute hemp in all its form combination and blends thereon and including any other fibrous materials and the cultivation thereof and to transact all manufacturing or curing and preparing processes.
55. To carry on the business or businesses of manufacturers, importers and exporters of and dealers in yarn, textile goods, materials including ready-made wear, cotton, woollen and silk or man-made fibre merchants, bleach dyers.
56. To carry on the business or businesses of manufacturers, importers, exporters, dealers and merchants in Cotton, Silk, Woollen and Linen cloth and as contractors and dealers of processing, finished or other goods.
57. To undertake financial and commercial obligations, transactions and operations of all kinds.
58. To carry on the business as general merchants, wholesalers, retailers, dealers, on its own account or on account of constitution or otherwise as manufacturers, millowners, factories, properties, financiers, factors, agents, adantias, commission agents, brokers and collectors in all or any kind of merchandise, either on cash or in credit or on deferred payment or on approval or on any terms the Directors may deem fit, and to work as constituted attorneys for any persons, firm or company for the object therein contained.
59. To act as selling and/or purchasing agents or brokers in general distributors, canvassers, indentors, consignors, carriers, hirers, consignees, agents or sub-agents of any other person, firm, corporation or company contractors, muddadams, clearing and forwarding agents, transport agents for all kinds of articles and goods on such terms and condition as the Directors of the company may think fit and generally to undertake, transact and execute all kinds of agency business and also trusts of all kinds.

60. To carry on the business of hirers, carriers, merchants, stockist, distributors, store-keepers, depot-keepers of goods and merchandise of all description.
61. To carry on the business activities as developers of land, residential plots, commercial plots, industrial plots, buildings both commercial and residential, industrial premises, structures, warehouses and sheds, roads, and to act as Architect, Designers, Sub-Contractors, Contractors, Builders, Town Planners, Infrastructure Developers, Real Estate Developers and Engineers, Estate Agents, Immovable Property Dealers for all types of constructions and developments work and to carry on the business activities of acquirer, purchaser, lease, exchange, hire or otherwise all types of land, and properties of any tenure or any interest in the same or to erect and construct houses, flats, bungalows, kothis, building, multi-stories, or work of every descriptions on any land of the company or upon other land or property and to pull down re-build, re-develop, enlarge, alter, and improve, existing houses, buildings, or work thereon and to purchasing and selling of houses and Plots, Free hold Land or Lease hold Land or other house property, building, or lands or interest, household articles and other products of other companies in the installments, network scheme or otherwise and to act as commission agent and to offer various types of incentives, schemes from time to time either directly or in collaboration with or on a joint venture basis with any other individuals, firms, bodies corporate in India or elsewhere for own use/commercial uses.
62. To carry on in India or elsewhere the business of generating, producing, refining, receiving, improving, buying, selling, reselling, acquiring, using, transmitting, accumulating, employing, distributing, developing, handling, supplying and to act as producer, agent, broker, representative, consultant, collaborator, or otherwise to deal in undertake, assist, encourage, promote, developmental, scientific, technical, engineering, research activities associated with the generation, transmission and distribution of power which is derived conventional/non conventional methods including hydel, thermal turbine, thermo electric generator, thermionic convertor, hydrogen, Magneto hydro dynamic, fuel cell technology, solar energy, wind energy, tidal energy, pumped storage hydroelectricity, energy from bio mass or from products/ by products of refining operations like petroleum coke, vacuum residue pitch, LNG and other petroleum products and by-products, other form of sustainable energy, green energy and deal in all apparatus, equipment and things required for or capable of being used in connection with generation, transmission, distribution, energy conservation, development of means, modes and methods for conservation and efficient utilization of energy, measuring the output and improving the efficiency thereof, supply or otherwise trade in, accumulation and employment of electricity, all power that may

directly or indirectly be derived there from and for that purpose acquire, establish, contract, lay-down, promote, erect, build, install, commission carry out and run all necessary power sub-station, workshops, repair shops or any other facility or property required for the purpose of carrying on such business for captive consumption/ commercial uses.

IV. The liability of the member(s) is limited and this liability is limited to the amount unpaid, if any, on the shares held by them.

*V. The Authorized Share Capital of the Company is Rs. 12,00,00,000 (Rupees Twelve Crores only) divided into 5,50,00,000 (Five Crores Fifty Lakhs) Equity Shares of Rs.2/- each, 25,000 (Twenty Five Thousand) 11% Redeemable Cumulative Preference Shares of Rs. 100/- each and 7,50,000 (Seven Lakhs Fifty Thousand) Redeemable Preference Shares of Rs. 10/- each. The Rights of the holders of shares for the time being forming part of the Capital of the Company may be modified, affected, abrogated, varied, extended or surrendered in accordance with the Article of Association of the Company statutory provisions for the time being in force in that behalf.

Any Shares of the original or increased capital may from time to time be issued with guarantee or any right of preference whether in respect of dividend or of repayment of capital or both or any other special privilege or advantage over any shares previously issued or then about to be issued or with deferred or qualified rights as compared with any shares previously issued or subject to any provisions or conditions and with any special rights or limited right or without any right of voting and generally on such terms as the company may from time to time and generally on such terms as the Company from time to time determine.

*Amended vide Special Resolution passed by the Members at the 39th Annual General Meeting held on 09th September,2017.

We, the several persons whose names, addresses are 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 :

Name, Address, Occupation and Description of Subscriber	Number of Equity Shares taken by each subscriber	Signature of Subscriber	Signature of witness and their Addresses Description and Occupations
<p>Dharaprasad R. Poddar S/o. Ramrikhdas 11th Floor, Mount Unique, 62, Peddar Road, Bombay - 400 026.</p> <p>Business</p>	Five 5	Sd/- Dharaprasad Poddar	<p>Sd/- A.K. LAKSHMINARAYAN Accounts Officer, International Rubber & General Industries Pvt. Ltd., 18/24, Nandlal Jani Road, Bombay - 400 009.</p>
<p>Mahabirprasad R. Poddar S/o. Ramrikhdas 11th Floor, Mount Unique, 62, Peddar Road, Bombay - 400 026.</p> <p>Business</p>	Five 5	Sd/- Mahabirprasad Poddar	
	Ten 10		

Dated this 16th day of June 1978