



Memorandum

And

Articles of Association

of

ABHINAV LEASING AND FINANCE LIMITED



(THE COMPANIES ACT, 1956)

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(PUBLIC COMPANY LIMITED BY SHARES)

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**MEMORANDUM OF ASSOCIATION
OF**

ABHINAV LEASING AND FINANCE LIMITED

- I. The Name of the Company is : **ABHINAV LEASING AND FINANCE LIMITED**
- II. The Registered Office of the Company will be situated in the Union Territory of Delhi.
- III. The object for which the Company is established are :
 - (A) **THE MAIN OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE :-**
 1. To carry on the business of leasing and hire purchase company and to acquire, to provide on lease or to provide on hire purchase basis all types of industrial and offices plant, equipment, machinery, vehicles, buildings and real estate, required for manufacturing, processing transportation and trading businesses and other commercial and service businesses.
 2. To finance industrial enterprises by way of lending and advancing money, machinery, land, building, shed or such other things as may be required by such industrial enterprises either with or without security and upon such terms and conditions as the Company may think fit and to guarantee or become sureties for the performance of any agreement or contract entered into by any industrial enterprises, with any financial institution, banks or other parties for obtaining finance whether for its long term capital, working capital or for any deferred payment finance.
 3. To lend or advance money to builders and other persons on securities of all description whether real or personal and to grant loans upon mortgage of any lands, buildings, hereditaments of whatever tenure for the improvement thereof or otherwise.
 4. To carry on the business of finance, trust, legal trust and to finance Industrial Enterprises and to promote companies engaged in industrial and trading business.
 5. To borrow or raise money and secure and discharge any debt or obligation or binding on the Company in such manner as may be thought fit, and in particular by mortgage of the undertaking and all or any of the immovable and movable property (present and future) and the uncalled capital of the Company or by the creation and issue, on such terms as may be thought expedient, of debentures or debenture stock, perpetual or otherwise or other securities of any description, provided that the company shall not carry on banking business as defined in the Banking Companies Act, 1949.

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

1. To purchase and otherwise acquire, own, import, sell, export and deal in all materials, containers and other articles and apparatus and things capable of being used in any of the aforesaid business and to own, lease and otherwise acquire and use facilities of whatever kind as may be convenient or useful or conducive so the effective working of the said business or any part thereof.
2. To acquire, build, construct, alter, maintain, enlarge, pull down, remove or replace and to work, manage and control any buildings, offices, factories, mills, shops, machinery, engine, roadways, tramways, railways, branches of siding, bridges, reservoirs, water courses, wharves, electric works and other works and conveniences which may seem necessary to achieve the main objects of the company and to join with any other person or company in doing any of these things,
3. To buy, repair, alter, improve, exchange, let out on hire and import, plants, machinery, tools, utensils, appliances, apparatus, products, materials, substances, articles and things, capable of being used in this business of the company.
4. To purchase, take on tenancy or in exchange, hire, take options over or otherwise acquire for any estate or interest and to hold, develop, work, concessions, grants, decrees, licences, privileges, claims, options, leases, property, real or personal or rights or powers of any kind which may appear to be necessary or convenient for the main business of the Company.
5. To pay for preliminary and pre-incorporation expenses of the Company.
6. To sell, exchange, mortgage, let on lease, royalty or tribute grant licences, easements, options and other rights over and in other manner deal with or dispose of the whole or any part of the undertaking, property, rights and effect of the company for such consideration as may be thought fit and in particular for stock, shares whether fully or partly paid up or securities of any other company having objects whole or in part similar to those of the company or as may be approved by the shareholders.
7. To pay for any rights or property acquired by the Company and to remunerate any person, firm or body corporate rendering services to the Company either

by cash payment or by allotment to him or them of shares or securities of the Company as paid up in full, subject to the provisions of section 314 of the Act.

8. To advance money, either with or without security and give credit, to such persons (including Government and upon such terms and conditions as the Company may think fit, provided that the company shall not carry on banking business within the meaning of Banking Regulations Act, 1949)
9. To undertake financial and commercial obligations, transactions and operations of all kinds.
10. To guarantee the performance of any contract or obligations and the payment of money or dividends and interest on any stock, shares or securities of any company, corporation, firm or person in any case in which such guarantee may be considered directly or indirectly to further to the main objects of the Company.
11. To guarantee the payment of money unsecured or secured payable under or in respect of promissory notes, bonds, debentures, stocks, contracts, mortgages, charges, obligations, instruments and securities of any company or any authority, supreme, municipal, local or of any persons whomsoever whether incorporated or not incorporated, and to guarantee or become sureties for the performance of any contracts or obligations as may be necessary for the purpose of the company.
12. To subscribe for underwrite acquire, hold and dispose off shares, share stocks, debentures, debenture-stocks, bonds, mortgages, obligations, securities of any kind issued or guaranteed by any company (body corporate or undertaking) of whatever nature and Industry, Govt. Trust, Municipal, Local Authority or body of whatever nature, whether in India or elsewhere as may be conducive to the main business of the Company.
13. Subject to the provision of section 77 of the Companies Act, 1956 to invest other than in company's own shares, any money of the Company not immediately required, in any investments, movable or immovable, as may be thought proper and as may be necessary for the main business of the Company.
14. Subject to Section 58A, 292, 293, 295 and 370 of the Act, 1956 and the Regulation 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 as the Company shall think fit, and in particular by the issue of the debentures or debenture stock (perpetual or otherwise) and to secure the payment of

any money borrowed, raised or owing the mortgage, charge or lien upon all or any of the property or assets of the Company (both present or future) including its uncalled capital and also by similar mortgage, charge or lien to secure and guarantee the performance by the Company, or any other such person of Company, and obligation undertaken by the Company.

15. To draw, make, accept, endorse, discount, negotiate, execute and issue bills of exchange, promissory notes, bills of lading, debentures and such other negotiable transferable instruments or securities of all types.
16. To apply for, purchase or otherwise acquire, and protect, prolong any renew, in any part of the world, any patents, patent rights, brevets, d'inventions, trade marks, designs, licences, protections and concessions conferring any exclusive or non-exclusive or limited right to invention, process or privileges which may seem capable of being used for any of the purposes of the Company or the acquisition of which may seem calculated directly or indirectly, or benefit to the company and to use, exercise, develop or grant licences or privileges in respect of the property, rights and information so acquired and to carry on official business of the company.
17. To spend money in experimenting on and testing and in improving or seeking to improve any patents, rights, inventions, discoveries, processes or information of the Company or which the Company may acquire or propose to acquire.
18. To do all or any of the above things either as principles, agents, trustees, and either alone or in conjunction with others and either by or through agents, sub-contractors, trustees.
19. To acquire and takeover all or any part of the business, property and liabilities of any person or company carrying on or proposing to carry on any business which the Company is authorised to carry on or possessed of any property suitable for the official business of the Company.
20. To procure the registration or recognition of the company in or under the laws of any place outside India.
21. To form, incorporate or promote any company or companies whether in India or elsewhere having amongst its or their objects the acquisition of all or any of the assets or controls, management or development of the Company or of any other object which in the opinion of the Company could or might directly or indirectly assist and companies in the management of its business or the development of its properties or otherwise prove advantageous to the Company and to pay all or any of the costs and expenses incurred in connection with any

of such promotion or incorporation and to remunerate any person or company in any manner it shall think fit for services rendered in or about the formation or promotion of the Company or the conduct of its business or in or about the promotion of any other such company in which the Company may have an interest.

22. Subject to the provisions of Section 391 to 394 of the Companies Act 1956, to amalgamate or to enter into partnership or into any arrangement for sharing profits, union of interest, co-operation, joint venture or reciprocal with any person or company or companies carrying on or engaged in the business of the Company.
23. To enter into any arrangement and take all necessary or proper steps with Governments or such authorities, supreme, national, local, municipal of any place in which the Company may have interests and to carry on any negotiations or operations for the purpose of directly or indirectly carrying out the objects of the company or effecting any modification in the constitution of the company or for furthering the interests of the members and to oppose any such steps taken by any other company, firm or person which may be considered likely directly or indirectly, to prejudice the interest of the company or its members and to assist the promotion whether directly or indirectly of any legislation which may seem advantageous to the Company and to obtain from any Government authority and company any charters, contracts, decrees, arrangements, rights, grants, loans, privileges, or concession which the company may think fit desirable to obtain carry out or exercise.
24. To adopt such means of making known the business of the Company as may seem expedient and in particular by advertising in the press by circulars, by purchase and exhibition of work of art or interest, by publication of books and periodicals and by granting prizes, rewards and donations.
25. (a) To undertake and execute any trust the undertaking of which may seem to the Company desirable and either gratuitously or otherwise and vest any real or personal property, rights or interests acquired by or belonging to the company in any person or Company on behalf of or for the benefit of the company and with or without any declared trust in favour of the Company.
(b) To accept gifts including by way of awards/prizes from Govt. and semi-Govt. bodies and to give gifts and donations to create trusts for the welfare of employees, members, directors and/or their dependants, heirs and children and for deserving objects for other persons, for the interest the of company.

26. To apply the assets of the Company in any way in or towards the establishment, maintenance or extension of any association, institution or fund in any way connected with any particular trade or business for the interests of masters; owners and employers against loss by bad debt, strike, combinations, fire, accident or otherwise or for the benefit of any clerk, workman or others at any time employed by the Company or any of its predecessors in business or their families or dependants and whether or not in common with other such persons or classes of person and in particular of friendly, co-operative and such other society, reading rooms, libraries, educational and charitable institutions, refractories, dinning and recreation rooms, churches, chapels, schools, and hospitals and to grant gratuities, pensions and allowances and to contribute to any funds raised by public or local subscription for any purpose whatsoever.
27. To aid pecuniarily or otherwise, any association body or movement having for an object the solution or settlement of industrial or labour problems or troubles or the promotion of industry or trade.
28. To subscribe or guarantee money for any national, charitable, benevolent, public, general or useful object or for any exhibition subject to the provisions of Section 293, 293A and 293B of the Act.
29. Subject to the provisions of the Gift Tax Act, 1951, and the Statutory amendments thereof, the Company has power to make and receive gifts either in cash or other movable or immovable properties.
30. To establish and maintain or procure the establishment and maintenance of any contributory or non-contributory pension or superannuation funds for the benefits of and give, procure the giving of donations, gratuities, pensions, allowances or emoluments to any person who are or were at any time in the employment or service of the company are allied to or associated with the company or with any such subsidiary company or who are or were any time Directors or Officers of the company as aforesaid and the wives, widows, families and dependants of any such persons and also establish and subscribe to any institutions, associations, clubs or funds calculated to be for the benefit of or to advance the interest and well-being of the company or of any such other company as aforesaid and make payments to or towards the insurance of any such persons as aforesaid and do any of the matters aforesaid, either alone or in conjunction with any such other company as aforesaid
31. To use the capital, funds and assets of the company as security for borrowing and the acquisition of or rights in moveable or immoveable property, or shares, stocks, debentures, debenture stocks, bonds, mortgages, obligations, securities or to finance their acquisition on leasing or hire purchase.

32. Subject to the Provisions of the Companies Act, 1956, to distribute among the members in specie or otherwise any property of the Company, or any proceeds of sales or disposal of any property of the Company, in the event of its winding up, but so that no distribution amounting to a reduction of capital be made except with the sanction (if any) for the time being required by law.
33. To incorporate, float, form, constitute and promote any company or companies for the purpose of acquiring all or any of the property, rights and liabilities of this company, or for carrying on any business which this company is authorised to carry on or for any other purpose which may seem directly or indirectly calculated to benefit this company.
34. To appoint sub-agent, upon such terms and conditions as the company may deem fit, to carry out its activities more effectively in India and abroad.

THE OTHER OBJECTS ARE :

1. To carry on by any mode, the business of store-keepers in all its branches and in particular to buy, sell and deal in goods, stores, consumable articles, chattels and effects of all kinds, both wholesale or retail.
2. To carry on business as importers and exporters of goods or merchandise of and description or to act as shippers, commission agents, advertising agents, travelling agents, transport agents, forwarding and clearing agents, brokers, estate agents and hardware merchants.
3. To carry on the business of manufacturers of and dealers and automobile parts, accessories, ancillaries, stores and spares and to engineer, develop, design, assemble manufacture, produce, import and export, buy, sell and otherwise deal in Tractors, Cars, Motorbikes, Cycles Mopeds, petroleum and petroleum products, glass and glass products, industrial, mining, agricultural and other machines and all types of tools, plants, equipments, instruments, appliances and hardware of all kinds, general fitting, accessories and appliances of all description made of metal, alloy, glass, synthetic and such other fibres, chemical and PVC compounds, plastics or any other such material related thereto.
4. To carry on the business of electrical engineers, electronics engineers, contractors, manufacturers, suppliers and dealers in electrical and other appliances, cables, wire-lines, drycells, accumulators, lamps and works and to generate, accumulate, distribute and supply electricity for the purpose of light, heat, motive power and for all other such purposes for which electrical energy can be employed and to manufacture and deal in all apparatuses and things required for or capable of being used in connection with the generation, distribution, supply, accumulate on and employment of electricity, including in the term electricity, all power that may be directly or indirectly, derived therefrom or may be incidentally hereinafter discovered in dealing with electricity.

5. To manufacture and or produce and or otherwise engage in the manufacture or production of or dealing in electrical kilowatt hour meters, magnets, electromagnets, power cables, industrial jewels, ammeters, voltmeters and such other types or measure instruments, electrical or non-electrical, die castings, screws, nuts, and bolts, transformers of all types, circuit-breakers, punched card machines, computers and calculators and their accessories, hoists, elevators, trolleys and coaches, winches, power generators, magnetic separators, winders, air compressors, welders, fans of all types, switches and motors of all types, drills, electric grinders, air conditioners, refrigerators, washing machines, television and wireless apparatus including radio receivers and transmitters, electronic instruments, videos, transistors and allied items, watches and clocks, cameras and any house-hold appliances and any equipment used in the generation, transmission and receiving of sound, light and electrical impulses, and component, parts thereof.
6. To carry on the business of mechanical engineers, machinists fitters, millwrights, founders, wire drawers, tube metallurgist, saddlers, galvanizers, japanners, annealers, enamellers, electroplaters and painters.
7. To carry on a general business of providing comparative information about the characteristics, interest of such other attributes of individuals, communities, economic organisations, countries or such other social units and of any articles of commodities or economic trends or persons whatsoever, to design, invest, prepare own, make and on lease sell or otherwise dispose of and generally, to deal in and with computers, data processing machines, tapes, cards, memory equipment or any other equipment and materials of every kind and description useful in connection with this business, to license or otherwise authorise others to engage in the foregoing and to engage in general research and development in areas related to involving the foregoing.
8. To take on lease, acquire, develop, deal in plantations and to process in all aspects timber woods, plywood, and all kinds of wood and to make products wherein wood is a constituent part and to design, develop, fabricate any products involving the use of wood.
9. To produce, manufacture, use, or otherwise acquire, sell, distribute, deal in and dispose of alkalies and acids, gases, compounds, fertilizers, chemical and chemical products of every nature and description and compounds, intermediates, derivatives and by-products thereof and products to be made therefrom (hereinafter for convenience referred to generally as, chemicals and products) including specifically, but without limiting the generality of the foregoing, calcium carbide, calcium cyanamide, vat, solubilised vat, azoic dyes, naphthols, all type of floatation, reagents, wetting agents, insecticides and fumigants, plastics and resins, dyestuffs, explosives, catalytic agents, foods, direct colours, basic and rapid fast colours, pigment, drugs, biologicals.

pharmaceuticals, scrums, vitamin products, hormones, sutures, ligatures, drugs for disease or disabilities, in men or animals, 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 as herein above defined.

10. To manufacture, produce, refine, prepare, store, sell and generally to trade and deal in petroleum and all kinds of mineral oils all products and bye-products thereof including wax, paraffin, soap, paint, varnish, lubricants, illuminants and butter substitutes, oil cloth, candles, glycerene, steaming and in connection therewith to acquire, construct, repair, operate and use oil and such other refineries buildings, mills, factories, oil wells, derricks, distilleries, ghanies, rotaries, expellers, mechanical or hydraulic press.
11. To carry on the business of manufactures and dealers, importers and exporters of natural and synthetic resins, moulding powders, adhesives and cements, oil paints, distempers, cellur paints, colours, varnishes, enamels, gold and silver leaf enamel, spirits, tobacco, cigars, snuff, soap, cosmetics, perfumes, medicines, drugs, dyes, fats, waxes, hides, skins and leather and such other allied articles of all types.
12. To carry on development and research work and to manufacture, process, import, export, buy, sell and deal in petroleum coke, calcined coke and coal tar, anthracite coal and to draw out, manufacture and deal in coal tar canlion products and other by-products as may be possible and to utilise waste gases for industrial uses and purposes.
13. To engineer, develop, design, assemble, manufacture, produce, import, export, buy, sell, operate, run, let on hire and otherwise deal in :
 - (a) all kinds of earthmoving and agricultural machines, petrol and diesel engineers, tools, plants, tractors, equipment, spares, appliances, impliments accessories, mobile or otherwise.
 - (b) heavy vehicle and machines for agricultural and land reclamation, drainage, irrigation, waterworks, engineering, forest clearing, pumping and such other purposes of all types.
 - (c) spraying machines, vehicles and equipments whether mobile or otherwise.
 - (d) mobile workshops and garage equipments for repair and service machinery.
 - (e) tubewells, pumps, floating or otherwise, motors and irrigation machinery.
 - (f) transportation equipments for movements of its products or stores, machines of personnel as general purpose freight carriers.

14. To undertake the business of distribution and application of chemicals, fertilizers and pesticides, aerial or otherwise and to maintain and run vehicles, aeroplanes and equipments for spraying and to run the said vehicles and aeroplanes for hire and as passengers carrying crafts also.
15. (a) To construct a cinematograph theatre and such other building and works and conveniences, for the purpose thereof and to manage, maintain and carry on the said theatre and to let out other buildings when so erected or constructed.
- (b) To carry on the business of proprietors and managers of theatres (cinemas, picture places and concert hall) and to provide for the production, representation and performance (whether by mechanical means or otherwise) of operas, stage plays, operatus, burlesques, vaudevilles, revues, ballets, pantomimes, spectacular pieces, promenade, and such other concerts, musical and dramatic performances and entertainments.
- (c) To carry on the business of restaurant keepers, wine and spirit merchants, licensed victuallers, theatrical agents, box office keepers, dramatic and musical, literature, publisher and printers.
- (d) To manufacture films and other appliances and machines in connection with mechanical reproduction or transmission of pictures, movements, music and sounds and to organise and conduct theatrical production and entertainment of all kinds.
- (e) To enter into agreements with author or such other persons, for the dramatic or other rights of operas, plays, films, operatus, burlesques, vaudevilles revues, ballet, pantomimes, spectacular pieces, musical compositions and other dramatic and musical performances and entertainments or for the representation thereof in India and elsewhere, as well as of foreign rights and to enter into engagements of all kinds with artists and such other persons related thereto.
16. To carry on business as tourist's agents and contractors and to facilitate traveling and to provide for tourists and travellers and promote the provision of conveniences of all kinds in the way of through tickets, circular tickets, sleeping cars or berths, reserved places, hotel and lodging accommodation, guides, safe deposits, inquiry bureaus, libraries, lavatories, reading room, baggage transport and otherwise.
17. To carry on business of hotel, restaurant, cafe, tavern, beer house, restaurant room, boarding and lodging house keepers, licensed victuallers, wine, beer and spirit merchants, malsters, manufacturers of aerated mineral and artificial waters and other drinks, surveyors, caters for public amusements, generally coach, cab, carriage and motorcar proprietors, livery stable and

garage keepers, importers and brokers of food, live and dead stock, hair-dressers, perfumers, chemists, proprietors of clubs, baths, dressing rooms, laundries, reading, writing and newspaper rooms, libraries, grounds and places of amusements and recreation sports, entertainment and instruction of all kinds tobacco and cigar merchants, agents for railways, road, air and shipping companies and carriers, theatrical and opera box office proprietors and general agents and to provide services and facilities of all kinds on commercial basis that may be required for the tourist and entertainment industry.

18. To promote, establish acquire and run or otherwise carry on the business of any plastic or rubber industry or business of manufacture of materials for use in such industries or business such as wax, paper, backlite, plywood, celluloid products, chemicals of all sorts and such other articles or things and similar or allied products, or process, and to sell, purchase or manufacture and to do all things as are in usual or necessary in relation to or in connection with such business, or industry or manufacture.
19. To carry on business of processors, combers, spinners, weavers, knitters, manufacturers, dyers, bleachers, finishers, laminators, balers and pressers of any fibrous or textile material whether an agricultural or animal or national products or its by-products or chemical or synthetic fibre and more specially jute, hemp, silk, cotton, wool, mesta, nylon, terene, terylene, staple fibre or such other synthetic fibre and to manufacture and produce from such raw material and to carry on the business of buyers, sellers and dealers of all such raw or processed or semi-processed material and to transact all manufacturing, cutting and preparing, process and mercantile business that may be beneficial to the said business.
20. To carry on the business of transport, cartage and haulage contractors, garage proprietors, owners and charters of road vehicles, aircrafts, ships, tugs, barges and boats of every description, lightermen, carriers of goods and passengers, by road, rail, water or air, carmen, cartage contractors, stevedores wharfingers, cargo superintendants, packers, haulers, warehousemen, store-keepers and jobmasters.
21. To carry on the business of farming, horticulture, floriculture, sericulture, dairies, cultivators, of all kinds of foodgrains, seeds, fruits, proprietors of orchards and traders, exporters, dealers and sellers of the products, of farming, dairy, horticulture, floriculture, sericulture and pisciculture and fishing and manufacturers of drinks, alcoholic or otherwise, and beverages produced from such products or otherwise, to carry on the business of cultivators, growers, manufacturers, millers, grinders, rollers, processors, cold stores, canners and preservers and dealers of food grains and such other

agricultural, dairy, horticultural and poultry products, fruits, vegetables, herbs, medicinal flowers, drinks, fluids, and such other fresh and preservable products and to extract by-products and derivatives whether edibles, pharmaceutical medicines or any other such kind or nature whatsoever and food preparations of every kind and description and generally the business or manufacture of and trading in preserved, dehydrated, candied or converted agricultural products, fruits and vegetables, foods, dairy and poultry products and articles and other derivatives of all kinds and descriptions and to set up and run machinery for processing and preserving the same.

- 22. To establish experimental farms and research stations anywhere in India for conducting experiments, tests and research for developing better qualities of foodgrains and agricultural products and for developing milk strain in cattle by cross breeding or otherwise and increasing eggs laying capacity in poultry and also for finding such other ways and means of improving other such agricultural crops, produce, seeds, fodder crops and cattle feed of all kinds.**
- 23. To manufacture, process, chemically, electrically or by any other such means., refine, extract, hydrolize, manipulate, mix, deodorize, grind, bleach, hydrogenate, buy, sell, import, export, produce or otherwise deal in seeds and agricultural products, food products, dietetic products and preparations, of patent drugs and proprietary articles of all kinds, whether basic or derived and in all forms and in particular protein foods of all kinds and all other such ingredients thereof.**
- 24. To buy, sell, deal in shares and securities, foreign exchange, gold, silver, cotton, jute, hessian, oil, oils-seeds and hold them as permitted under the law, from time to time, in force.**
- 25. To organise, run, maintain, operate, promote the business of interior decorators, furniture and carpet designers and manufacturers, boutiques, operators of fashion centres, fashion shows and to make, acquire, deal in any way in handicrafts, objects of art, precious stones, jewellery, whether artificial or otherwise and articles wherein precious metals or precious stones may be used, in textile fabrics and to manufacture and deal in any products as are dealt in by boutiques, fashion shows and interior decorators.**
- 26. To establish, provide, maintain and conduct research and such other laboratories, training colleges, schools and other institutions for the training, education and instruction of students and others who may desire to avail themselves of the same and to provide for the delivery and holding of lectures, demonstrations, exhibitions, classes, meetings and conferences in connection therewith.**

27. To be interested in promote or undertake the formation and establishment and to take, hold and dispose of shares in such organisations, institutions, businesses or companies, whether industrial, hoteliers, restaurants, agricultural, trading, manufacturing or otherwise as may be considered to be conducive to the profit and interest of the company and also to acquire, promote, aid, foster, subsidise or acquire interests in any such industry or undertaking.
28. To acquire, from or sell to any person, firm or body corporate or unincorporate, whether in India or elsewhere technical and managerial information, know-how, processes, engineering, manufacturing operating and commercial data plans, layouts and blue prints useful for the design, erection and operation of any plant or process of manufacture and to acquire and grant of licence, other rights and benefits in the foregoing matters and things and to render any kind of management and consultancy services.
29. To carry on business as general, commercial, colour, craft and graphers, photographers, engravers, die-makers, publishers of newspapers, books, magazines, art and musical production, plan and chart printers, press and advertising agents, contractors, ink, die and colour manufacturers, manufacturers and dealers in containers and components and dealers in printing machinery, type and all printers suppliers, book binders and stationers and dealers in all kinds of supplies and equipment for mercantile and such other uses thereof.
30. To carry on the business of manufactures of and dealers in all kinds of classes of papers and pulp including as sulphite and sulphate wood, pulp, mechanical pulp and soda pulp and paper including transparent, vellum, writing, printing, glazed, absorbent, newsprints, wrapping, tissue, cover blotting, filter, bank or band, badami, brown, buff or coloured, lined, azure, laid, grass or waterproof hand-made parchment, drawing, craft, carbon, envelope, and box and straw duplex and triplex boards, and all kinds of articles in the manufacture of which in any form of pulp, paper or board is used and also to deal in or manufacture artificial leather of all varieties, grades and colours.
31. To acquire and hold shares, stocks, debentures, debenture stocks, bonds, obligations and securities issued or guaranteed by any company constituted or carrying on business in the Republic of India or elsewhere, and to acquire and hold any debentures, debenture-stocks, bonds, obligations and securities, issued or guaranteed by any government, sovereign, ruler, commissioners, public body or authority, supreme, municipal, local or otherwise, whether at home or abroad to acquire any such shares, stocks, debentures, debenture stocks, obligations or securities by original subscription, tender, purchase, exchange or otherwise and subscribe for the same either conditionally.

or otherwise and to guarantee the subscription thereof and to exercise and enforce all rights and powers conferred by or incidental to the ownership thereof, to issue shares, debenture stocks, bonds, obligations and securities of all kinds and to frame, constitute and secure the same, as may seem expedient, with full power to make the same transferable by delivery or by instrument of transfer or otherwise and either perpetual or terminable and either redeemable or otherwise and to charge or secure the same by trust deed or otherwise on the undertaking of the company, or upon any specific property and rights, present and future of the company (including, if thought fit, uncalled capital) or otherwise however, to export, import, buy, sell, barter, exchange, pledge, make advance upon, invest in and otherwise deal in gold, silver, bullion, stocks, shares, securities of all kinds and description and to do all kinds of leasing and hire purchase business.

32. To secure sound investments of foreign capital in Indian undertakings and enterprises and Indian Capital in foreign undertakings and enterprises.
33. To carry on the profession of consultants on to render all kinds of services including management, employment, engineering and technical to industry and business, and to act as employment agents.
34. To carry on the business of manufacturers of or dealers in glass products such as sheet and plate glass, optical glass, glass wool, laboratory ware and thermometers.
35. To carry on the business of manufacturer of, agents or dealers in textiles and grains such as man-made fibres, cotton, silk, jute, woolen, synthetics, foodgrains and products thereof, oils of all kinds, seeds and pulses.
36. To undertake and transact all kinds of agency business and to carry on and promote any business, commercials or otherwise, under sound principles and/or to act as distributors, agents, underwriters, brokers, estate agents, middleman, contract man, representation and indenting agents on commissions, allowance, as may be deemed fit, in all commodities merchandise and such other allied articles and lines of business.
37. To undertake, manage, finance or otherwise carry on either individually or in association in any manner with any other person or Government authority, Programme of Rural Development in India including any programme for promoting the social and economic welfare of, or the uplift of the public in any rural area, and without prejudice to the generality of the foregoing, to subscribe, donate, establish, provide, maintain, conduct, subsidise, undertake, associate with carry on and promote studies, research, experimental work and application of technology, in any field of human endeavour, by establishing, endowing or assisting workshops, laboratories,

Schools, hospitals, first-aid centres and other technical, scientific, agricultural or any other institutions and bodies for the development of education, medicine, human welfare, agriculture, horticulture, animal husbandary, dairy products, cottage, small-scale and other industry and in order to implement any of the above mentioned objects or purposes, transfer without consideration or at such fair or concessional value as the Directors may think fit and divest the ownership of any property of the company to or in favour of any Public or Local Body or Central or State Government or any Public Institution or Trusts or Funds recognised or approved by the Central or State Government or established under any law for the time being in force.

38. To undertake, carry out, promote and sponsor or associate with or assist any activity for the promotion and growth of national economy and for discharging what the Directors, may consider to be social and moral responsibilities of the company to the public or any section of the public as also any activity which the Directors consider likely to promote national welfare or social, economic or moral uplift of the Public or any section of the public and in such manner and by such means as the Directors may think fit and the Directors may without prejudice to the generality of the foregoing, undertake, carry out, promote and sponsor any activity for publication of any books, literature and newspapers or for organising lectures or seminars likely to advance these objects or for giving merit awards, for giving scholarships, loans or any other assistance to deserving students or other scholars or persons to enable them to pursue studies or academic pursuits of their researches and for establishing, conducting or assisting any institution, fund, trust, person or Government authority having any one of the aforesaid objects, as one of the objects, by giving donations or otherwise in any other manner, and the Directors may at their discretion, in order to implement any of the above mentioned objects or purpose, transfer without consideration or at such fair or concessional value as the Directors may think fit and divest the ownership of any property of the company to or in favour of any public or Local Body or Authority or Central.

39. To set up steel furnaces and continuous casting and rolling mill plant for producing steel and alloy steel ingots, steel ingots, steel and alloy steel billets, and all kinds and sizes of Re-rolled sections i.e. flats, angles, rounds, T. iron, squares, hexagons, octagons, rails, joist, channels, steel strips, sheets, plates, doformed bars, plain and cold twisted bars, bright brass, shaftings and steel structurals.

40. To carry on the business of all or any kind of iron and steel founders, steel melters, steel makers, steel shapers and manufacturers, machanical, civil, electrical and general engineers and fabricators, contractors, tool makers, brass founders, metal workers manufacturers of steel, metal and malleable grey, castings including ferrous, non ferrous, special and alloy steel, spring steel, forgoing quality steel manufacturers processors of all types of forged components, railway track and wagon components, and all other types of railway components and accessories, alloss nut-bolts, steel rounds nails, tools, all types of hard-ware items, plate-makers, wire drawers, tube manufacturers, galvanissrs, japaners, re roilers, annealors, enamelle s and electroplaters and to buy, take on lease or hire, sell, import, export, manufacture process, repair, convert, let on hire or otherwise deal in such products t heir raw materials, stores, packing materials by-products and allied commodities, machineries, rolling stock, implements, tools, utensils ground tools materials and conveniences of all kinds, and generally to carry on the said business in all or any of its branches.

41. (a) To search. prospect, win, work, get, raise, quarry, smelt, refine, dress manufacture, manipulate, convert, make marketable, sell, buy, import, export, or otherwise deal in iron ore, all kinds, of metal, metalligerous ores, and all other minerals and substance whatsoever and to manufacture, sell, buy, import, export, and otherwise deal in any of such articles and commodities.

(b) To produce steel brick and bails from Steel Scrap and Cast Iron Scrap.

IV. The liability of the members is limited.

V. The Share Capital of the Company is Rs. 50,000,000/- (Rupees Five Crores) Divided into 50,000,000 (Five Crores) Equity Shares of Rs. 1 /- (Rupee One) 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 :-

Sr. No.	Names, addresses, occupation and description of subscribers	No. of Equity Shares taken by each Subscribers	Signature of Subscribers	Signature of witness with address description and occupation
1.	Sukhvinder Lal Gupta S/o Shri B. R. Gupta 3/6, D. B. Gupta Road, New Delhi-110055 Chartered Accountant	1 (One only)	Sd/-	I witness the signatures of the subscribers Sd/- (S. L. Gupta) B.Com., F.C.A., A.C.S. S/o Shri B. R. Gupta C/o Lal Vij & Co. 3/6, D. B. Gupta Road, New Delhi-110055 Chartered Accountants
2.	Brij Goyal S/o Shri R. L. Goyal B-192, Gujranwala Town, Delhi-110033 Mechanical Engineer	1 (One only)	Sd/-	
3.	Rakesh Kumar Sangar S/o Shri R. L. Sangar BK-18, Upper Anand Parbat, New Delhi-110005 Service	1 (One only)	Sd/-	
4.	Babu Lal S/o Shri Tirlok Chand 17/240, Gali No. 12, Than Singh Nagar, Anand Parbat, New Delhi-110005 Service	1 (One only)	Sd/-	
5.	Pawan Kumar Khator S/o Sh. V. D. Khator A-2/6, Radhey Niwas Krishna Nagar, Delhi-110051 Service	1 (One only)	Sd/-	
6.	Lalit Mahana S/o Shri Raj Pal Mahana L-141, Laxman Puri, New Delhi-110055 Service	1 (One only)	Sd/-	
7.	Gulshan Kumar Arora S/o Shri Banwari Lal 28/13, Shakti Nagar, New Delhi-110007 Service	1 (One only)	Sd/-	
Total		7 (Seven only)		

Dated this 9th
Place : New Delhi

day of July 1984