



KEI Industries Limited

Regd. Office: D-90, Okhla Industrial Area, Phase – 1 New Delhi – 110020. CIN: L74899DL1992PLC051527. Tel.: +91-11-26818840, 26818642, 26815558, 26815559. Fax: +91-11-26811959, 26817225. Email: info@kei-ind.com Website: www.kei-ind.com

Date: 08.09.2022

KEI/BSE/2022-23
The Manager
BSE Limited
Listing Division
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai- 400 001

Subject: Proceedings of 30th Annual General Meeting (AGM) under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir / Madam,

This is to inform you that the 30th Annual General Meeting (AGM) of the Company was held on Wednesday, 07th September, 2022 at 03.30 P.M., through Video Conferencing / Other Audio Visual Means (VC/OAVM), to transact the businesses as stated in the Notice of Annual General Meeting dated 26th July, 2022 read with Corrigendum to the Notice of Annual General Meeting dated 22nd August, 2022.

In this regard, please find enclosed the summary of the proceedings of the AGM of the Company as required under Regulation 30 and Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Voting Results and Minutes of the 30th Annual General Meeting of the Company along with the Scrutinizer's Report will be shared on or before 09.09.2022.

This is for your information and records.

Thanking you,
Yours faithfully,
For KEI INDUSTRIES LIMITED

For KEI INDUSTRIES LIMITED


(Kishore Kunal)
AVP (Corporate Finance) & Company Secretary
(KISHORE KUNAL)
AVP (Corporate Finance) & Company Secretary

CC:

The National Stock Exchange of India Ltd. Listing Division, Exchange Plaza, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051	The Calcutta Stock Exchange Ltd. The Senior Manager, Listing Division, 7, Lyons Range, Kolkata-700001
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PROCEEDINGS OF 30TH ANNUAL GENERAL MEETING

The 30th Annual General Meeting of the Members of the Company was held on 07th September, 2022 at 03.30 p.m. through Video Conference / Other Audio Visual Means (VC/OAVM).

Total Number of Members on Record Date i.e. 31st August, 2022 – 99,005

Number of Members present in the meeting in person (As a Director/KMP & Shareholder):

Promoter and Promoter Group - 3

Public- 4

Number of Members attended the meeting through Video Conferencing / Other Audio Visual Means:

Promoter and Promoter Group - 5

Public- 278

Mr. Kishore Kunal, Company Secretary and Compliance Officer welcomed the Members, Directors and Auditors who had joined the meeting through Video Conferencing and the directors present on the dais.

The AGM was conducted through VC / OAVM. This meeting has been convened and being conducted in accordance with the circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India (SEBI). The Company Secretary informed that the Company had tied up with National Securities Depositories Limited (NSDL) to provide facility for voting through remote e-voting, e-voting during the AGM and participation in the AGM through VC / OAVM facility and requested Mr. Anil Gupta (Chairman-cum-Managing Director) of the Company to commence the formal proceedings of the Annual General Meeting.

Mr. Anil Gupta, Chairman-cum-Managing Director of the Company welcomed all the Members and requested the Board of Directors, Auditors and Scrutinizer to introduce themselves to the Members of the Company. The Board of Directors, Auditors and Scrutinizer introduced themselves.

As per Section 103 of the Companies Act, 2013, the requisite quorum for convening the Annual General Meeting was present at the meeting.

Mr. Anil Gupta, Chairman-cum-Managing Director of the Company informed the Members that the Notice convening the 30th AGM dated 26.07.2022 read with Corrigendum to the Notice of Annual General Meeting dated 22.08.2022, Director's Report and the Financial Statements for the Financial Year ended on 31st March, 2022 have already been circulated to the Members through e-mail and notice in this regard was also published in newspaper.

Mr. Pawan Kumar Agarwal, Statutory Auditor of the Company and Partner of M/s. Pawan Shubham & Co., Chartered Accountant, read out the two paragraphs of auditor's report for the benefits of the Members and confirmed that there are no qualifications in the Audit Report for the Financial Year ended on 31st March, 2022.

Mr. Anil Gupta, Chairman-cum-Managing Director of the Company gave his formal speech on the performance of the Company and thereafter handed over to the Company Secretary.

The Company Secretary informed the Members that pursuant to the provisions of the Companies Act, 2013, the Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the remote e-voting facility to the Members of the Company in respect of the resolutions to be passed at the Meeting. The remote e-voting commenced at 9.00 a.m. on Sunday, 04th September, 2022 and ended at 5.00 p.m. on Tuesday, 06th September, 2022. The Company Secretary

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For KEI INDUSTRIES LIMITED


(Kishore Kunal)

AVP (Corporate Finance) & Company Secretary



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informed the Members that the e-voting facility was made available during the Annual General Meeting for Members who had not cast their vote prior to the Meeting.

The Company had appointed Mr. Sumit Kumar, Practicing Company Secretaries, as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

The following items of business as set out in the notice convening 30th AGM dated 26.07.2022 read with Corrigendum to the Notice of Annual General Meeting dated 22.08.2022 were placed for members' consideration and approval:

1. Adoption of Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2022, the Report of Board of Directors and Auditors of the Company thereon and the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2022 and the Report of Auditors thereon (**Ordinary Resolution**);
2. Confirming the payment of Interim Dividend of Rs. 2.50 per equity share already paid during the year as the Final Dividend for the Financial Year 2021-22. (**Ordinary Resolution**);
3. Re-appointment of Mr. Akshit Diviaj Gupta (holding DIN: 07814690) as a Director who retires by rotation and being eligible, offers himself for re-appointment (**Ordinary Resolution**);
4. Approval for Re-appointment of Statutory Auditors, M/s Pawan Shubham & Co. for second term of five consecutive years (**Ordinary Resolution**);
5. Approval for Ratification of Remuneration of M/s. S. Chander & Associates, Cost Accountants, appointed as Cost Auditors of the Company for FY 2022-23. (**Ordinary Resolution**);
6. Approval for Increase in Remuneration of Ms. Vedika Gupta and Holding an Office or Place of Profit in the Company (**Ordinary Resolution**);
7. Approval for Amendment in Articles of Association as per provisions of Companies Act, 2013 as attached in **Annexure – 1. (Special Resolution)**;
8. Approval for Adoption of Memorandum of Association as per provisions of Companies Act, 2013 as attached in **Annexure – 1. (Special Resolution)**.

The Company Secretary called the name of Members who had registered themselves as registered speakers to express their views and queries.

The members were informed that the vote cast by the members through remote e-voting and e-voting provided at the AGM venue on all the resolutions, shall be disseminated to the Stock Exchange(s) on or before 09th September, 2022, after receipt of Scrutinizer Report and will also be uploaded on the website of the Company www.kei-ind.com and website of NSDL.

The meeting concluded at 04:28 p.m., with the Chairman presenting vote of thanks to members and directors present at the meeting.

For KEI INDUSTRIES LIMITED
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(Kishore Kunal)
AVP (Corporate Finance) & Company Secretary

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Annexure-1**(Agenda Item No.7):****Brief/Summary of amendments in AOA of the Company are as under:**

Sr. No	Changes
1.	<p>a. The Board of Directors of the Company consented that due to proposed adoption of MOA as per the Companies Act, 2013, there are certain regulations/ articles of the existing AOA of the Company that require revision/modification. Therefore, it is considered expedient to amend the existing AOA as per the provisions of Section 14 of the Companies Act,2013.</p> <p>Following definitions inserted in Article 3 “Interpretation Clause”.</p> <ol style="list-style-type: none">“Authorised Capital” or “Nominal Capital” has the meaning given to it under section 2(8) of the Act."Beneficial Owner" shall mean the beneficial owner as defined in Clause (a) of Sub section (1) of Section 2 of the Depositories Act, 1996.“Chairperson” means the Chairman/ Chairperson of the Company for the time being of the Company.“Committee” means any committee of the Board of Directors of the Company formed as per requirements of the Act or for any other purpose as the Board may deem fit.Company Secretary” or "Secretary" means a Company Secretary as defined in clause (c) of sub-section (1) of Section 2 of the Company Secretaries Act, 1980 (56 of 1980) who is appointed by a Company to perform the functions of a Company Secretary under the Act.“Independent Director” means an Independent Director referred to in sub-section (6) of Section 149 of the Act and SEBI Listing Regulations to the extent applicable."Members" or “Shareholders” means the subscribers to the Memorandum of Association of the Company and duly registered shareholders/members holding shares of the Company whose name is entered in the Register of Members of the Company and shall include in case of shares held by a Depository, the Beneficial Owner(s) whose names are recorded as such with the Depository.“Postal Ballot” means voting by post or through any electronic mode or through any other mode as may be permitted Under Applicable Law.“Promoters” shall have same meaning assigned by Section 2(69) of the Act."Proxy" means an instrument whereby any person is authorized to vote for a member at General Meeting or poll and includes attorney duly constituted under the power of attorney in accordance with the applicable Law."Register of Members" means the Register of Members kept pursuant to Section 88 of the Companies Act, 2013."Securities" means the Securities as defined in Clause (h) of Section 2 of Securities Contract (Regulation) Act, 1956."Year" means the calendar year and "financial year" shall have the meaning assigned by section 2(41) of the Companies Act, 2013.
2.	<p>Article 4 (Capital Clause) be and is hereby amended and substituted with the following:</p> <p>4. <i>The Authorised Share Capital of the Company is as mentioned in Clause V</i></p>



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of the Memorandum of Association of the Company with power of the Board of Directors to subdivide, consolidate and increase and with power from time to time, issue any shares of the original capital with and subject to any preferential, qualified or special rights, privilege or condition as may be, thought fit, and upon the subdivision of shares appropriation of the right to participate in profit in any manner as between the shares resulting from subdivision.

(Agenda Item No.8):

Brief/Summary of adoption of MOA of the Company are as under:

Sr. No.	Changes
1.	a. The existing Memorandum of Association (“MOA”) of the Company were based on the Companies Act, 1956 and several clauses / regulations in the existing MOA contain references to specific sections of the Companies Act, 1956 and which are no longer in force. Upon enactment of the Companies Act, 2013, the Memorandum of Association of the Company are required to be re-aligned as per the provisions of the Companies Act, 2013. In order to make existing MOA consistent with and align it with the provisions of the Companies Act, 2013 and also enable the Company to explore various suitable business opportunities and carry on such other businesses to expand its area of operations, it was considered expedient to adopt new set of MOA in substitution of existing MOA.
2.	In the new set of MOA following changes made: <ul style="list-style-type: none"> (a) IV(A): The “main objects” of the Company sub-clause 1 to 5 remains unchanged with only change in the heading as the “Objects to be pursued by the company on its incorporation” as Clause III(A). (b) Clause IV(B): “Objects Incidental or Ancillary to the attainment of the Main Objects” sub-clause no. 1 to 26 be and is hereby stands deleted and replaced by Clause III(B) as “Matters which are necessary for furtherance of the Objects specified in Clause III (A)”. (c) Clause IV(C): “Other objects” sub clause 1 to 61 is deleted. <p>In Clause III(B) as “Matters which are necessary for furtherance of the Objects specified in Clause III (A) the following clause added:</p> <ol style="list-style-type: none"> 1. To purchase, take on lease, or otherwise acquire in the Union of India or elsewhere any real or personal property estates, plantations and other lands of freehold, leasehold or other tenure for the purposes of the Company. 2. To pay for any lands and immovable or movable estates land/or properties or assets of any kind acquired by the company or for any services rendered or to be rendered to the company and generally to pay or discharge any consideration to be paid or given by the company and generally to pay or discharge any consideration to be paid or given by the company in money or in shares, whether fully paid-up or partly paid-up or debentures or debenture stock or obligations of the company or partly paid-up or debentures or debenture stock or obligations of the company or partly in one way and partly in another or otherwise however with power to issue any shares either as fully paid-up or partly paid-up for such purposes.

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3. To enter into any partnership, merger, collaboration, contracts, agreement for sharing profits, union of interest, reciprocal concession, or cooperation or any other arrangement or agreements with any Government or Governmental authority, municipal, revenue, local authority, individual, firm, corporation or otherwise, which may seem conducive to any of the objects of the company and obtain from any such government or authority any rights, privileges, and concessions which may appear desirable to be obtained and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions.
4. To appoint stockiest, dealers, selling agents, distributors, delcredere agents, advertisers, carriers, processors, for the sale, distribution, processing and delivery of the company's products.
5. To invest, layout, advance and deal with the monies of the company not immediately required with any scheduled banks, companies, or any other persons and in such other manner as is beneficial to the company and to draw, accept, endorse or negotiate promissory notes, debentures, bills of exchange, or other negotiable instruments, drafts, charter parties, bills of lading, warrants etc.
6. To raise finance and mobilise resources for the implementation of the objects herein stated by way of capital, by way of loans and deposits, from public, financial institutions, development banks and any other Government or semi-Government or private bodies, associations or institutions and such other sources as trusts, investment companies, and also from any likely foreign sources and agencies and from non-resident Indians and foreign nationals of Indian origin.
7. To issue shares, debentures, bonds and other securities and instruments for raising finance as aforesaid and to create mortgages, charges and other securities in favor of the lenders and creditors and to do and execute any other writings, things, deeds necessary for or incidental to the raising of funds and mobilisation of resources as aforesaid.
8. To appoint financiers and bankers and negotiate with them credit and other banking and financial facilities for carrying on the business of the company and to open the necessary accounts with such bankers and financiers by way of security.
9. To pay all or any costs, charges and expenses, whatever, preliminary, incidental or relating to the promotion, formation, registration or establishment of this or any other company or to the raising, subscription, issue, settlement or quotation in any stock exchange of any portion of the original or future share, loan or other capital of this or any other company and to remunerate by commission, discount or otherwise any person or company and to remunerate by commission, discount or otherwise any person or company for services rendered in placing or assisting to place any of such capital, debenture stock or securities or obtaining or assisting to obtain a settlement or quotation of the same in any stock exchange or for any services, preliminary, incidental, or relating to or in connection with the promotion registration or establishment of this or any other company and to charge any payment of remuneration aforesaid to capital or revenue account.
10. To invest in or upon or subscribe for, purchase or otherwise acquire in India or abroad shares, stocks, debentures, securities, (government or other) or other interests in any other company, movable or immovable property of any kind, to make payments thereon or in advance of calls and the same to hold, sell, exchange or otherwise dispose of deal with them, turn to account and acquire from time to time as may seem expedient or to otherwise invest the money of the company.

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11. For the purpose of the company to accept deposits subject to section 73, 179 and 180 of the Companies Act, 2013 and Regulations made thereof and directions issued by the RBI for any period of time and pay interest thereon and issue fixed deposit receipts, promissory notes and other securities for the same and keep floating, cash credit or other accounts with or without interest and to lend or allow loans or overdrafts thereon to the depositors and charge interest thereon.
12. To dispose of or exchange any of the businesses or undertakings, properties or rights of the company in consideration of shares, debentures, or other securities and to enter into any agreement or arrangement with other companies, firms or individuals for joint working in business or for sharing of profits in any other company, firm or persons if such acts are advantageous to this company and to take otherwise acquire and hold shares, stocks or securities and to subsidize or otherwise assist any such company and to sell, hold, re-issue with or without guarantee or otherwise deal with such shares or securities and to form, constitute or promote any other company or companies for the purpose of acquiring all or any of the property-rights and liabilities of the company or for any other purpose which may seem directly or indirectly calculated to benefit the company.
13. To amalgamate with any other company having objects altogether or in part similar to those of this company.
14. To acquire and to take part in management, supervision or control of the business or operations of any company or undertaking which has same or similar objects and to act as managers, secretaries and treasurers thereof and for that purpose to appoint and remunerate any directors, accountants, other experts or agents.
15. To make pecuniary grants by way of donations, subscriptions, allowances, gratuity, guarantee or otherwise to or for the benefit of persons who are or have been employed by the company and widows, orphans and dependents of any such persons.
16. To subscribe, contribute or guarantee money for any national, charitable, benevolent, public, general or useful object or funds or for any exhibition.
17. To undertake and execute any trusts the undertaking whereof may seem desirable either gratuitously or otherwise.
18. To establish, support or aid in the establishment and support of associations, institutions, funds, trusts and conveniences, calculated to benefit employees or ex-employees of the company or its predecessors in business or the dependents or relations of such persons and to grant pensions and allowance and to make payments towards insurances.
19. To procure the registration or incorporation or recognition of the company in or under the laws of any place outside India and to establish and maintain registers, agencies and branch places of business in any part of the world.
20. To do all or the above things in any part of the world as principals, agents, contractors, trustees or otherwise and either alone or in conjunction with others and either by or through agents.
21. To distribute any property of the company in specie or kind among the members.
22. To initiate, organise and set up Research cells or independent institutes set up for rendering specialised services to the oil industry or oil exploration generally and also for generation, production and improvement of techniques and quality of all types of fuel and

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power subject to the necessary clearances from the Government or any other authority whenever required and to collaborate with or hire any other such institute or organisation for any specific research project or generally on terms and conditions deemed fit.

23. To create any depreciation fund, reserve fund, sinking fund or any other special fund whether for preparing, improving, extending or maintaining any of the properties of the company or for any other purpose conducive to the interest of the company.

24. Subject to the provision of the Companies Act, 2013, to place, to reserve or to distribute as dividend or bonus among the members, or otherwise to apply, as the company may from time to time think fit any monies received by way of premium on shares or debentures issued at a premium by the company, and any monies received, in respect of dividends accrued on forfeited shares or from unclaimed dividends.

25. Subject to the provisions of the Companies Act, 2013, or any other enactment in force, to indemnify members, officers, directors, agents and servants of the company against proceedings, costs, damages, claims and demands in respect of anything done or ordered to be done by them for and in the interest of the company and for any loss, damage or misfortune whatever and which shall happen in execution of the duties of their office in relation thereto.

26. To do all such other acts as may be necessary, incidental, conducive or convenient to- the attainment of the above objects or any of them.

27.*** To carry on the business of manufacturing, buying, selling, re-selling, altering, importing, exporting, improving, assembling, distributing, hiring on hire purchase system or otherwise dealing in machinery operated by the use of electricity, steam, motive power or mechanical force or otherwise, wires, cables, conductors, insulators of all types, capacities, voltage, designs of high tension and low tension machines as hydro-thermal or diesel electric stations, generator, transformers, sub-stations and transformer stations, L.T. and H.T. switchgear, L.T. & H.T. networks, electric locomotives, tramway, and industrial railway, electric railway lines converters and rectification stations for railway, post and industries, electric motor and electric tubes for all industrial and agricultural purposes, wiping plants, accessories and equipment and electric medical equipment, industrial and domestic electric appliances.

28.*** To carry on in any mode, the business of storekeepers in all its branches and in particular to buy, sell, manufacture and deal in goods, storages, consumable articles, chattels and effects of all kinds both wholesale or retail.

29.***To carry on the business as buyers, sellers, importers, exporters, stockists, agents, commission agents, forwarding and clearing agents, distributors, warehouseman, merchants, traders, sales organiser, representatives of manufacturers of all kind of commodities, goods, articles, materials and things and for that purpose, to buy, to sell, exchange, market, pledge, distribute, install, service, maintain or otherwise deal in all kinds of commodities, goods, articles, materials, and things.

30.***To carry on the business of designing, engineering, procurement, quality inspection, installation, testing and commissioning of complete EPC turnkey projects including civil, electrical, mechanical, piping, instrumentation works for mega thermal, nuclear, hydro, gas based power projects in India and abroad.

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- 31.***To undertake projects for supervising, construction, erection, testing & commissioning of power projects in India and abroad.
- 32.***To undertake renovation & modernization of power stations in India and abroad.
- 33.***To trade, import, export and purchase power from identified power projects and sell it to identified SEBs / others.
- 34.***To promote one or more Joint Venture Companies for undertaking acquisition of contracting companies engaged in EPC business of power plants and associated auxiliary systems, sub-stations, switchyards, installation of power transmission lines, oil & gas plants, operation & maintenance of power plants.
- 35.***To manufacture, import, export, buy, sell, assemble, fabricate, repair, renovate and otherwise deal in all kinds of transformers and machineries and their components, spare parts, auxiliaries and accessories.
- 36.***To carry on the business as consultants and advisors to EPC contractors, OEM's and such other Multinational / Indian Companies engaged in generation of power / distribution of power, supply, erection and commissioning of power plant equipment's and ancillaries associated to power station viz. acoustics etc., laying of new lines for transmission, supply, erection and commissioning of HVAC systems / firefighting systems / HSD storage systems and services of critical components of gas / hydal turbines, boiler feed pumps either directly or acting as agent /liaison agent or as canvassing representative for reputed manufacturer, agents and distributors, for own generation, use of power in India and abroad.
- 37.***To carry on the business as consultants and / or advisors to turnkey / EPC contractors and such other Indian & Multinational companies engaged in construction of solar photo voltaic based power plants and solar thermal power plants in India and abroad.
- 38.***To carry on the business as turnkey / EPC contractors for construction of solar photo voltaic and solar thermal power generation plants.
- 39.****To carry on business of manufacture, produce, process, sell, buy, import, export and repair of all type of Testing Equipments for all kind of cables and conductors including Optic Fibre, Optical Fibre Cables, Jelly Filled Telephone Cables and also Testing Equipments for Optical Fibre System and Optical Fibre Transmission, distribution networks, Transmission Networks such as Line Terminal Equipment, Multiplexers, Opto-Electronic Instruments, Line Repeaters, Jointing and Terminating Equipment, Laser Device, Light Emitting Device, Testing and Measuring Equipments and design, installation, erection, laying, commissioning, transport and undertake turnkey projects for manufacturing, installing, laying, commissioning of Fibre Optic System, electrical transmission and distribution networks or provide consultancy for installing, laying and commissioning thereof.
- 40.****To carry on the business of design, manufacture, sell, trading, importing and exporting of all kinds and types of P.V.C. Insulated Cables, Enamel Wires, other Cables, Wires, Ropes and Cords including underground cables, insulated wires, sheathed wires, flexible cables, flexible wires and cables, power and control cables, XLPE FRLS Cables, Instrumentation Cables, Signaling and Quad Cables, covered conductors, bare conductors, Electron Beam Irradiation Cables, Avionics Cables, Structured Cables, Automotive Wire harness Solar Energy Cables, besides all types of power and Electrical cables, including

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but not limited to Low Voltage, Medium Voltage, High Voltage, Extra High Voltage, Undersea Cables, etc. and High Tensile Steel Wires, to be used for any purpose.

- 41.****To carry on in India or elsewhere the business of manufacturing, producing, processing, installing, preparing, extruding, rolling, rerolling, blending, coating, laying, insulating, packing, repacking, grading, warehousing, developing, repairing, buying, selling, trading, reselling, disposing, importing, exporting, dealing in and to act as an agent, broker, contractor, job worker, supplier, provider, collaborator, consignor, consultant, stockist, distributor, trader, clearing and forwarding agent or otherwise, in all characteristics, specifications, applications, descriptions and capacities of all types of wires, cables and conductors, made of copper, bronze, aluminum, steel, lead or any other metals (ferrous or non-ferrous), alloys, optical fibre, PVC or any other materials or products, including solid, standard, round, grooved stripes, flexible, cotton or silk braided, aluminum cables steel reinforced (ACSR), foam filled cables, optical fiber cables, enamelled and super enameled cables, dry core cables, coaxial cables, low voltage cables, high voltage cables, extra-high voltage cables, low tension cables, high tension cables, jelly filled cables, alphasable cables with seamless aluminum sheath covered with a second seamless skin of thermoplastic material, cab tyre-sheeted wires, long distance cables, lead covered cables, armoured or nonarmoured extra high tension shielded and belted power cables, bell wires, fuse wires, speciality cables, telecommunication cables, power cables, switch board cables, radio frequency cables, cables for PCM system, telephone handset cords, computer cords, aerial self-supporting cables, jumper wires, drop wires, ribbon cables, control cables, instrumentation cables, signaling cables, telephonic cables, telegraphic cables, underground cables, underwater cables, winding wires, aircraft and ship wiring cables, signaling cables, cords, cables and wires required for electrical and electronic appliances, defence purpose, overhead lines, house installation, tramways, trolley busses, crane operation, communication purposes including satellite communications, laser beams, microwave, underwater communications, wireless signaling, whether insulated by rubber, plastic, paper, bitumen insulated, lead covered cables or any other material or not; cotton/paper covered conductors, lighting conductors, tinsel conductors, multi connectors, any kind of conduit; and all types of the materials, by-products, components, accessories, equipments including testing equipment used in or for any type of wires, cables and conductors and any other articles or instruments or things of character similar or analogous or allied to the foregoing or any of them or connected therewith.
- 42.****To carry on the business of manufacturers, buyers, sellers, exporters and importers of all electric items viz. Fans, Exhaust Fans, Electric press, Heater, electric-oven and Hot-plates.
- 43.****To carry on the business of electrical engineers, electricians, contractors, manufacturers, constructors, suppliers of and dealers in electric and other appliances, electric meters, fans, lamps, furnaces, household appliances, batteries, cables, wire lines, dry cells, accumulators, lamps works and to generate, accumulate, distribute and supply heat, motive power, and for all other purposes for which electrical energy can be employed, and to manufacture and deal in all apparatus and things required or capable of being used in connection with the generation, distribution, supply, accumulation, and employment of electricity, including in the term electrically all power that may be directly or indirectly derived there from or may be incidentally hereafter discovered in dealing with electricity.

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- 44.****To carry on the business of designing, erecting, supplying, installation and commissioning of telecom cable networking systems on turnkey basis and to act as manufacturers, buyers, sellers, agents, distributors, dealers and importers of all kinds of passive components as well as active components like Layer 2/Layer 3 switches, media converters, router, optimux, digital cross connect, modems, multi service switches, SDH equipments and any other components whatsoever.
- 45.****To carry on the business or traders or manufacturers, importers, exporters, assemblers, repairers, finishers, letters on hire or hire purchase and dealers of and in machinery and tools and accessories, abrasive equipment and abrasive plant of all kinds, wire drawing equipment, casting patterns, moulds, precision surface finishes, special alloy casting, heat treatment, sound reproduction equipment, electronic equipment.
- 46.****To manufacture, assemble, repair, buy, sell, import, export, hire, exchange, alter or improve or otherwise deal in all kinds of electrical goods, instruments, appliances and apparatus of every kind and description including lighting fittings and effects of every kind and description, machinery and equipment, transformers, switchgear, motors, fans all parts, components, accessories and raw materials and all articles, goods and things required for or capable of being used for, or in connection with the generation, transformation, propagation, distribution, supply, measurement, accumulation and employment of electricity, heat, light, gas, atomic, solar and other power for any purposes whatsoever, panels, electric motors, generators, electric magnets motor control centers, power control centers, distribution boards, rising mains, bus trunking, overhead bus bar systems, feeder pillars, lighting fixtures, exhaust fan, air coolers, water heaters, wiring accessories, iron clad switches, fuse units, distribution boxes, cutouts, wires and cables all aluminum conductor and aluminum conductor steel reinforced transformers, G.L.O lamps, fancy shades, heating elements, bulbs, fluorescent tube and its accessories including chokes, starters, switches and condensers.
- 47.****To carry on the business of manufacturers, processors, importers, buyers, sellers, stockists, agents and distributors of and/or dealers in all kinds of P.V.C. and plastic products and goods, including P.V.C. pipes, sheets, lining, conduit pipe and ancillary products, resins and high density polythene products.
- 48.****To design, manufacture, test, assemble, erect, commission, repair, buy, sell, import, export, hire, exchange, alter or improve or otherwise deal in all kinds of engineering goods such as high, medium and low tension power transmission line polygonal poles, AAC/ACSR/GI conductors, lighting poles - decorative, conical, octagonal or stepped type, fixed platform type High Mast lighting system with lantern carriage head frames, lowering and raising winches, base hinged lowering and raising masts and its manually or electrically operated and hydraulically powered counterbalances, mobile lighting masts, transmission towers, lattice masts, T.V. towers, railway electrification, structures, electric substation structures, cable trays, electrical junction boxes of any type and instruments, equipments, apparatus, machinery and all articles, goods and materials required for the purpose of area illumination and for floodlighting or in connection with generation, distribution, supply of electricity or for any other purpose whatsoever.
- 49.****To carry on the business either individually or jointly with other undertaking(s) and companies or persons, subject to the laws in force, the business to design, produce, manufacture, fabricate, develop, process, import, export, purchase, sell, supply, exchange, distribute and to act as, stockists, distributors, licensors, manufacturers, importers, exporters, buyers, sellers, suppliers, vendors or otherwise deal in all kinds of wires, circuit



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& cables required for railways, defence, including but not limited to engineering equipments, electrical and electronic communication equipments, signaling equipments, security and surveillance equipments, network equipments, and transport vehicle components, components and spare parts used in railways, defence, and to undertake infrastructure projects including ICT projects in railways, defence.

- 50.****To buy, sell, manufacture, design, import, export all kinds of galvanized wires.
- 51.****To carry on the business of manufacturing, fabricating, converting, installing, erecting, assembling, repairing, improving, reconditioning, altering, buying selling, hiring cleaning, repairing servicing, exporting, importing, distributing and/or otherwise deal in all types of electronics, electrical and audio visual equipment, appliances, apparatus, implements and accessories.
- 52.****To offer and enter into contracts and agreements for services in connection with the undertaking of market surveys and for development of market, in any part of the world for raw materials, for business of the Company.
- 53.****To open and operate on current or any account with a Bank or Banks or elsewhere and to overdraw and to make, accept, endorse, execute and issue Cheque, Promissory Notes, Bills of Exchange, Bills of Lading, Debentures and other negotiable or transferable instruments.
- 54.****To invest or deposit the moneys of the Company.
- 55.****To guarantee the performance of contracts.
- 56.****To guarantee the payment of money secured by or payable under or in respect of debenture Bonds, Debenture stocks, Mortgages, Charges, Obligations and Securities of any Company or of any authority Municipal, local or, otherwise or of any persons whomsoever whether corporate or incorporate and whether secure otherwise.
- 57.****To remunerate any person or Company for services rendered or to be rendered in placing or assisting to place or guaranteeing the placing of any of the shares in the Company's capital or any debentures, or debenture- stock or other securities of the Company or in or about the formation or promotion of the Company or the conduct of its business.
- 58.****To establish agencies or branches in India or elsewhere and to undertake the management of any Company or Companies having objects altogether or in part similar to those of this Company and to take all necessary steps for registering the Company in any country as may be thought fit.
- 59.****And generally to do and perform all such other acts and things as may in the opinion of the Directors or the Managing Agents of the Company for the time being be incidental or conducive to the attainment of the above objects or any of them.
- 60.****To distribute amongst the members in specie or kind any property of the Company or any proceeds of sale or disposal of any property of the Company in the event of its winding up.
- 61.****To undertake Corporate Social Responsibility ("CSR") activities in terms of the provisions of the Companies Act, 2013 and Rules made thereunder or in such other

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manner as the Company deems fit.

62.****To carry on any other business which may seem to the Company capable of being conveniently carried on in connection with or independently of the aforementioned business or any of them or calculated directly or indirectly to benefit the Company.

Note:

1. **Clause 1 to 26 was in existing MOA as well**
2. ***** Shifted from Clause IV(C) "the Other Objects" of existing MOA to Clause III (B) "Matters Which are Necessary for Furtherance of the Objects Specified in Clause III (A)" of New Set of MOA.**
3. ****** Newly Added**

IV. The liability of the members 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.25,00,00,000/- (Rupees Twenty-Five Crores Only) divided into 11,00,00,000 (Eleven Crores) Equity Shares of Rs. 2/- (Rupees Two Only) each and 3,00,000 (Three Lacs) Preference Shares of Rs. 100/- (Rupees One Hundred Only) each.

Note:

1. The above Liability Clause and Authorized Share Capital Clause, i.e. Clause IV and Clause V above are aligned as per Companies Act, 2013.



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