

Date: 14-08-2019

To,

The General Manager  
Corporate Relations Department  
**BSE Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai - 400 001  
**Scrip Code: 539875**

The Secretary  
**The Calcutta Stock Exchange Ltd**  
7, Lyons Range  
Kolkata - 700 001  
**Scrip code: 28123**

**Sub – Intimation for change in the Registered Office of RSD Finance Limited (“the Company” from West Bengal to Jharkhand.**

Dear Sir/Madam,

With reference to the aforementioned subject, the Company is in receipt of the Order for approval of shifting of the registered office address of the Company from The Regional Director, Eastern Region, Ministry of Corporate Affairs and the Certificate of order for change of State from Registrar of Companies approving the same on 14.08.2019.

In this regard, the registered office of the Company is hereby shifted from Registrar of Companies (ROC) West Bengal to Registrar of Companies (ROC) Jharkhand.

The Registered office of the Company will be:

**H. No. 4, The Alcor Hotel, Ramdas Bhatta, Bistupur, Jamshedpur, Purbi Singhbhum, Jharkhand, India – 831001.**

Please find enclosed the altered copy of the Memorandum of Association of the Company along with the certificate issued by the Registrar of Companies.

You are requested to take the above information on records.

Thanking You,

**FOR RSD FINANCE LTD**

  
Rajeev Singh Dugal  
(Managing Director)  
DIN - 00052037



सत्यमेव जयते

GOVERNMENT OF INDIA

MINISTRY OF CORPORATE AFFAIRS

Office of the Registrar of Companies

Near Kanta Toli Chowk, Jharkhand, cum-Official Liquidator, Jharkhand Mangal Tower, 4th Floor, old Hazaribag Road, Ranchi, Jharkhand, India, 834001

Corporate Identity Number: L17222JH1963PLC013316

SECTION 13(5) OF THE COMPANIES ACT, 2013

Certificate of Registration of Regional Director order for Change of State

M/s RSD FINANCE LTD having by special resolution altered the provisions of its Memorandum of Association with respect to the place of the Registered Office by changing it from the state of West Bengal to the Jharkhand and such alteration having been confirmed by an order of Regional Director bearing the date 03/07/2019.

I hereby certify that a certified copy of the said order has this day been registered.

Given under my hand at Ranchi this Fourteenth day of August Two thousand nineteen.



Prahlad Meena  
REGISTRAR OF COMPANIES  
Registrar of Companies  
RoC - Jharkhand

Mailing Address as per record available in Registrar of Companies office:

RSD FINANCE LTD

H. No . 4, The Alcor Hotel, Ramdas Bhatta, Bistupur, Jamshedpur, Purba  
Singhbhum, Jharkhand, India, 831001





Form I. R.

CERTIFICATE OF INCORPORATION

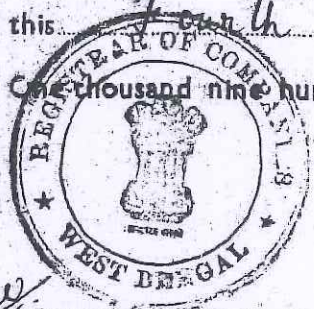
No. 25749 of 1963.

I hereby certify that Narayan Jute Suppliers Private Limited

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

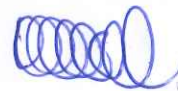
Given under my hand at Calcutta

this Fourth day of February  
One thousand nine hundred and Sixty three.



P. A. Menon  
(P. A. Menon)  
Registrar of Companies.

J. S. C. I  
MFP-297 JSC-12401-(C-186)-25-11-61-5,000.



No. 21-25749



FRESH CERTIFICATE OF INCORPORATION CONSEQUENT ON CHANGE OF NAME

In the Office of the Registrar of Companies, West Bengal [Under the Companies Act, 1956 (1 of 1956)]

IN THE MATTER OF Narayan Jute Suppliers Private Limited

I hereby certify that Narayan Jute Suppliers Private Limited, which was originally incorporated on 4th day of February 1953 under the Companies Act, 1956, and under the name Narayan Jute Suppliers Private Limited having duly passed the necessary resolution in terms of section 21/22(1)(a)/22(1)(b) of Companies Act, 1956, and the approval of the Central Government signified in writing having been accorded thereto in the Department of Company Affairs.

the name of the said company is this day changed to RSD Finance Private Limited and this certificate is issued pursuant to section 23(1) of the said Act.

Given under my hand at Calcutta this day of 28th May 1993 (One thousand nine hundred ninety three)



(G. Mukhopadhyay) Ass H. Registrar of Companies.

Here give the name of the Company as existing prior to the change. Here give the name of the Act(s) under which the Company was originally registered and incorporated.



PJ NO - 21-215749



FRESH CERTIFICATE OF INCORPORATION CONSEQUENT ON CHANGE OF NAME

कम्पनियों के रजिस्ट्रार के कार्यालय में... [कम्पनी अधिनियम, 1956 (1956 का 1) के अधीन] West Bengal [Under the Companies Act, 1956 (1 of 1956)]

IN THE MATTER OF R.S.D. Finance Private Limited के विषय में।

मैं एतद्वारा प्रमाणित करता हूँ कि... परिशिष्ट विषय निम्न मूलतः 19... के... के... दिनांक... अधिनियम के अधीन और... परिशिष्ट नाम द्वारा किया गया था, कम्पनी अधिनियम 1956 की धारा 21/22(1) (क)/22(1) (ख) के निर्देशनों के अनुसार आवश्यक संकल्प पारित कर चुकी है और इसकी आवश्यकताओं को लिखित अनुमति कम्पनी कार्य विभाग द्वारा प्रदान कर दी गई है।

I hereby certify that R.S.D. Finance Pvt. Limited, which was originally incorporated on 4th day of February 1963 under the Companies Act, 1956 and under the name N. Sanyal & Co. Pvt. Limited having duly passed the necessary resolution in terms of section 21(1)(a) of Companies Act, 1956, and the approval of the Central Government signified in writing having been accorded thereto in the Department of Company Affairs.

लेखीय निदेशन के तारीख 19... के पत्र सं... द्वारा प्राप्त हो... ध्यान पर उक्त कम्पनी का नाम इस दिन... परिशिष्ट में तब्दील कर दिया गया है और यह प्रमाण-पत्र उक्त अधिनियम की धारा 23 (1) के अनुसरण में जारी किया जाता है।

The name of the said company is this day changed to R.S.D. Finance Private Limited dated 19... Limited and this certificate is issued pursuant to section 23(1) of the said Act.

मेरे हस्ताक्षर के यह तारीख... 17th June 1993... को दिया गया। Given under my hand at... this day of... (One thousand nine hundred... ninety three)

Signature of Registrar of Companies (A. Murshadhyay) Registrar of Companies

यहाँ पर कम्पनी का वह नाम लिखिए जो कि तब्दीली से पूर्व था। Here give the name of the Company as existing prior to the change. यहाँ पर अधिनियम (अधिनियमों) का नाम लिखिए जिनके अधीन कम्पनी का मूलतः रजिस्ट्रीकरण और निगमन किया गया था। Here give the name of the Act(s) under which the Company was originally registered and incorporated. जे० एच० सी०-7 J. S. C.-7. मभासमुद्रक-396-19 कतरन एडमिन/70-77-मासमुद्रक-(सी-407)-26-0-70-10,000.



THE COMPANIES ACT, 2013  
(Company Limited by Shares)  
(Incorporated under The Companies Act, 1956)

## MEMORANDUM OF ASSOCIATION

OF

### RSD FINANCE LIMITED

(CIN: L17222WB1963PLC025749)

- I. The Name of the Company is **RSD FINANCE LIMITED**.
- II. The Registered Office of the Company will be situated in the State of **JHARKHAND\***
- III. **THE OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:—**
  1. To make, draw, accept, endorse, execute, discount, negotiate and issue cheques, promissory notes, hundies, bills of exchange, bills of lading, railway receipts, debentures and other negotiable or transferable instruments.
  2. To borrow or raise money or to receive money on deposit at interest or otherwise in such manner as the Company may think fit and in particular by the issue of debentures or debentures stock perpetual or otherwise, including debentures or debentures stock convertible into shares of this Company, or perpetual annuities, and in security of any such money so borrowed, raised or received to mortgage, pledge or charge the whole or any part of the property, assets, or revenue of the Company. Present or future, including its uncalled capital by special assignment or otherwise to transfer or convey the same absolutely in trust and to give the lenders power of sale and other powers as may seem expedient, and to purchase, redeem or any off any such securities except the business of banking as defined by the Banking Companies Act.
  3. To accumulate funds and to lend, invest, otherwise comply moneys belonging to or entrusted to the Company upon any shares securities or investments upon such terms as may be thought proper and from time to time to vary such investments in such manner as the Company may think fit, not amounting to banking.
  4. To carry on the business and profession of financiers and hire sale in all its branches, and of commission agents, Arcadias, brokers, beanies, managing agents, secretaries and treasurers of Companies in all its branches, not amounting to banking.
  5. To carry on the business in India or elsewhere business as dealers and brokers in Jute, Jute goods.

\*The Registered office of the Company is being shifted from the "State of West Bengal" to the "State of Jharkhand" vide order dated 03rd July, 2019 pronounced by the Regional Director, Eastern Region.



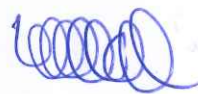
6. To carry on the business of spinners, reverses, manufacturers, balers and pressers of Jute, Jute cutting, Jute rejections, me star, hemp, cotton, flex and other fibrous materials, and the cultivation thereof and to weave or otherwise buy, sell and deal in all kinds of cloth and other goods and fabrics whether textile felted or netted.
7. To carry on business as buyers, sellers, dealers, importers and exporter of Tea, Textile, Jute Goods, Hemp, Cotton, Flex, Silk, Wool, Rayon and other fibrous materials.
8. To purchase, sell, take on lease or in exchange or otherwise acquire land buildings and hereditament on any term or description situated in or outside India share or interest there in any rights connected there with and to develop and turn the same to account especially by laying out and constructing the same for building purposes and by decorating, constructing, maintaining, furnishing, improving, building, cinema halls, house, flats, offices, goodown, factories, ware houses, shops, stalls, markets, wharves, cold storage, gardens, cultivations, plantations etc. And other works and convenience incidental or conductive to the attainment of the above object and by consolidating or sub-dividing properties and by renting or leasing out and disposing of the same.
9. To manage land, gardens, plantations, cultivations, building and other properties whether belonging to the Company or not and to collect rents and income and or supply to tenants, occupiers and other light lavatory, drainage, waiting rooms, reading rooms, electric conveniences, machineries, stables, garages and other advantages.
10. Take on leases or in exchange, hire or otherwise any land, buildings, gardens, plantation, or easement or any rights and privileges. Thereto which the Company may deem necessary or expedient for the purpose of its business.
11. To carry on the business of importers, exporters, dealers and agents of goods and merchandise to attain the above object.
12. To carry on business as timber merchants, saw mills and plywood mill proprietors and timber growers, and to buy, sell, grow, prepare for markets and manipulate, import, export and deal in timber and wood of all kinds and to manufacture and deal in articles of all kinds, in the manufacture of which timber of wood is used and to buy, clear, plant and work timber estates.
13. To crest, construct, enlarge, acquire, work, use, barter, repair, renovate, buy, sell, exchange, alter, improve, manipulate, refine, prepare for market, import, export or otherwise handle or deal in plant, machinery accessories, implements apparatus, tools, appliances, utensils, substances, materials, and things and commodities, wholesale or rental necessary or convenient, or capable of being used in any of the above specified business or proceeding or usually dealt in by persons engaged in the line.
14. To carry on the business of cultivators, weavers, planters, buyers and sellers of tea, coffee, tobacco product, jute, jute goods, hessian, gunnies etc. seed, rubber, cotton oil, wheat, also paddy, oils, grains, and every kinds of vegetable and to buy, sell, import, export, trade and deal in any such produce or either its prepared or raw state and to manufacture and sell all the articles used in connection with the cultivation, manufacture, packing, or sale there of and to



carry on any business, connected with any of the above purposes, or convenient to be carried on therewith.

15. To purchase or take on lease or otherwise acquire and work opining mills, weaving mills, grinding factories, flour mills, oil mills, rice mills, saw mills, engineering concern milling and other factories, or mills or of concerns of whatsoever nature and the property and treasures and goodwill appertaining thereto and to act as dealers, distributors, agents, importers, representatives thereof.
16. To carry on the trade and business of transport of goods merchandise and passengers.
17. To undertake either whole or any part of the Business, asset and liabilities of any person, firm or Company arising on any business which the Company is authorized to undertake together or possessed of property suitable for the purposes of this Company.
18. To amalgamate with any Company and Companies having object altogether or in part similar to those of this Company.
19. To enter in arrangements with the Government of India, or any local or state government or with any Government whatsoever or with any authorities, municipal, local or otherwise or other person that may seem conducive to the Company's object or any of them and to obtain from such government state or other person any rights, powers, privileges, licenses, grants and concession, which the Company may think it desirable to obtain and to carry out, exercise and comply any such arrangements, rights, privileges and concessions.
20. To subscribe, contribute or guarantee money for any national, charitable, benevolent, political, public, general or useful object or fund or for any exhibition.
21. To establish and support or aid in the establishment and support of associations, institutions funds, trusts and conveniences calculated to benefit person who are or have been employed by or who are serving or have served the Company through predecessors in business or the dependents or successor of such person and to grant pensions and gratuities and to make payments towards insurances. To carry on job work activities of metal treatment on all and every kind of machineries, components, parts, replacement parts, spare parts, accessories, tools, implements and fittings of all kinds.
22. To do all or any of the above things and all such other things which are incidental to or may be thought conducive to the assessment of the above objects in India or any other part of the world or wherever or any of them and as principals, agents, or otherwise and either alone or in conjunction with others. To carry on in India or elsewhere business as dealers and brokers in jute, jute goods.

IV. The liability of the member(s) is limited.





- V. The authorised share capital of the Company is Rs. 6.50 Crores (Rupees Six crores and Fifty Lakh) only divided into 65,00,000 Equity shares of Rs. 10/- each with the rights, privileges and conditions attaching thereto as may be determined at the time of issue for the time being with power to increase and reduce the capital and to divide the share into the capital for the time being into several classes and to attach thereto respectively such preferential or other rights, privileges or conditions as may be determined by Association of the Company for the time being and to vary, modify or absolute any such rights, privileges or conditions in such manner as may be permitted by the Companies Act, or provided by the Articles of Association of the Company for the time being.



We the several persons whose names and 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 share in the Capital of the Company set opposite our respective names.

Names, Address, and Description of Subscribers	Number of Shares taken by each Subscriber.	Names, Address, and Description of Witnesses.
<p>Ramabater Agarwala 1. (RAMABATER AGARWALLA) 43/44 Cotton Street Cal-7 Merchant</p> <p>1 1/2 Late Balmukund Agarwala</p>	15 (Fifteen)	<p>Ramabater Agarwala (ALL SHARES)</p> <p>1 1/2 Late Balmukund Agarwala</p> <p>Satyam Narayan Saraf (ALL SHARES)</p> <p>25749</p> <p>Murari Jute Suppliers Pvt. Ltd. Memo. of Assn. No. 1.</p> <p>4.2.63</p> <p><i>[Signature]</i></p>
<p>Satyam Narayan Saraf 2. (SATYANARAYAN SARAF) S. Bhagirathi Lal Saraf 43/44, Cotton Street Calcutta-7. Merchant</p>	20 (Twenty)	<p>Satyam Narayan Saraf (ALL SHARES)</p> <p>25749</p> <p>Murari Jute Suppliers Pvt. Ltd. Memo. of Assn. No. 1.</p> <p>4.2.63</p> <p><i>[Signature]</i></p>
TOTAL ...	35 (Thirty five)	<p>Ramabater Agarwala Satyam Narayan Saraf</p>

Dated the 15<sup>th</sup>

day of January

1963

Ramabater Agarwala  
Satyam Narayan Saraf

