

October 1, 2018

**BSE Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai – 400 001

**Scrip Code: 533090**  
**Scrip ID : EXCEL**  
Fax No. 2272 3121 / 2272 2037

**National Stock Exchange of India Limited**  
Exchange Plaza, Plot No. C/1, G Block  
Bandra-Kurla Complex, Bandra (East)  
Mumbai 400 051

**Trading Symbol : EXCEL**

Fax No. 2659 8348/ 2659 8237/ 38

**Sub: Altered Memorandum of Association**

Dear Sir/ Madam,

Please find enclosed herewith copy of Altered Memorandum of Association approved by  
Members of Excel Realty N Infra Limited at their 16<sup>th</sup> Annual General Meeting

Yours faithfully

For Excel Realty N Infra Limited

  
Pooja Mane  
Company Secretary  
ACS- 35790  
Encl: a/a



**THE COMPANIES ACT, 1956**

**COMPANY LIMITED BY SHARES**

**MEMORANDUM OF ASSOCIATION**

**OF**

**EXCEL REALTY N INFRA LIMITED##**

- I. The name of the company is "**EXCEL REALTY N INFRA LIMITED ##**".
- II. The registered office of the Company will be situate in the State of Maharashtra i.e. within the jurisdiction of Registrar of Companies, Maharashtra at Mumbai.
- 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 engage in the business of and to undertake contracts/sub-contracts for constructing, reconstructing, redevelopment, rehabilitation, slum redevelopment (SR), extending, altering or demolishing buildings or tenements, blocks, flats, bungalows, shops, godowns, garages, residential and commercial premises of all types, nature and descriptions through its own agency or through contractors, dealing in real estate and properties and in particular, purchase, sale, development and transfer of land and/or buildings, owning, buying, selling hiring, letting, sub-letting, maintaining, allotting, transferring allotment, administering, exchanging, mortgaging, accepting lease, tenancy or sub tenancy of land properties, structures thereon and purchasing, holding in stock or selling materials incidental to construction, repair, overhaul or maintenance of land and buildings and to fix and collect rents.
    2. ##To promote, develop, manage, finance, monitor and carry out infrastructure projects and infrastructural facilities, to carry on the business of building, setting up, erection, construction, developing, commissioning, maintaining, operating on Build - Operate - Transfer (BOT) basis or Build - Own - Lease - Transfer (BOLT) basis, Build - Own - Operate - Transfer (BOOT) basis, or on any other basis, all Infrastructure Projects including roads, highways, bridges, flyovers, ports, airports, harbors, dams, canals, hydro power projects, thermal power projects, wind power projects, power projects of all other types and natures, water supply facilities, waste management systems, facilities for alternative energy sources, renewable energy systems, pollution control devices and to act, whether in India or outside India, as Promoters, Developers, Builders and general construction contractors and to construct, execute, carry, equip, improve, develop works and building, malls, commercial and residential complexes and buildings, townships, hotels, spas, resorts roadways, docks, harbors, ports, wharfs, canals, water courses, reservoirs, bridges, wells, dams, embankments, irrigations, erection works, reclamations, sewage, drainage and other facilities and any kind of work in connection with building and real estate, and as Engineers, Civil Contractors and among things related to construction, any kind of work or contract for and on behalf of any person.

3. The company will be engaged in Information Technology i.e. designing, developing, testing and implementing Computer Software including for export purpose. It will also provide information systems and data processing services and technical support to its clients to help them build new technology solutions for their business processes. The professional services provided by company are System Integration, Data integration, GUI Presentation of information, Data Warehousing & Data Mining, Decision support Systems, Business Logic, Work in progress, process flow, Process Re-engineering, Systems Design and architecture, Project Management and Contract Programming. Object Oriented Client / Server Systems and Relational Database Design and implementation, Multimedia Presentation, Multimedia software on CD's Software and Services related to internet, ERP Solutions System Software and operative systems for domestic as well as for export purpose.
4. To construct, build, lease, equip, own, create, maintain and develop Software Technology Park (STP), Special Economy Zones (SEZ) and infrastructure/ facilities for Information Technologies, Information Technologies Enable Services (ITES) Companies including any area, land, buildings, structures and to turn the same into account, develop the same and dispose of or maintain the same and to build buildings thereon and to equip the same or part thereof with all or any amenities or conveniences and infrastructure facilities, drainage facility, electric, telecommunications, cell services, satellite communication and other installation.\*\*
5. ### To carry on the business of buying, selling, reselling, importing, exporting, transporting, storing, developing, promoting, marketing or supplying, trading, dealing, providing professional and consultancy services, liasoning Services in any manner whatsoever in all type of general trading in all the goods, commodities & services, through various recognized modes of trade offering i.e. including E-commerce and other electronic mode of general trade, either directly or through collaboration, joint venture, or under licenses and/ or executing trade agreements with various entity on retail as well as on wholesale basis in India or elsewhere.

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\* Conversion of the Company from "Private" to "public" passed in the Extraordinary General Meeting held on 28-06-2006.

\*\* The object clause inserted with the approval of the member at their extra ordinary general meeting held on 24<sup>th</sup> January, 2008.


## the name of the Company has been changed and Clause No. 1 & 2 has been inserted in the main object vide special resolution passed with the approval of members through postal ballot dated March 16, 2015.

### the clause 5 has been inserted in the main objects vide special resolution with the approval of members through Postal Ballot declared as on March 21, 2016.

## & ### the clause 2& 5 were substituted in the main objects vide special resolution with the approval of members at their Annual General Meeting held on September 27, 2018

**B. THE OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECTS ARE:-**

6. To act as Internet Service Provider and engage in all such Co-related Services and to act as Consultant for providing Technical Services relating to Internet, Information Technology, computer networking, web designing and to provide, establish and run Education cum Entertainment Services as Cyber Cafes and Data Processing Centre and also to provide Technical support, Consultancy, hardware to prospective clients for promoting the same and also to engage In imparting Technical services, Education and to promote training Institutes for the same and also to provide placement services in India and Abroad and for the same to enter into any agreement with any Corporate, Institute in India and Abroad, as required.

  
Director / Auth. Signatory

7. To act as representative sellers of Domestic and Foreign Companies engaged in Hardware, Equipments, Systems and to Import the same for the purpose of use or sale and to engage in such activity like manufacture, import, export, distribute, sale of computers, hardwares, software, peripherals and also to provide establish and operate call centres and to engage in all types of I.T. enabled services, e-commerce for domestic and foreign customers and to promote training institute for the same as well as to provide technical support, consultancy, hardware and software to prospective clients for promoting the same.
8. To purchase or otherwise acquire, own, import, sell, export and deal in all materials, substances, appliances, machines, containers and such 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 to the effective working of the main business or any part thereof.
9. To buy, sell, repair, alter, improve, exchange, let out on hire, import, export and deal in all factories, works, plants, machinery, tools, utensils, appliances, apparatus, products, materials, substances, articles and things capable or being used in any business which this company is competent to carry on and to manufacture, experiment with render, marketable and deal in all products residual and bye-products to or obtained in any of the business carried on by the company.
10. To purchase, take on lease tenancy or in exchange, hire, take options over or otherwise acquire any estate or interest whatsoever and to hold, develop, construct, work, cultivate, deal with and turn to account 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 any business of the Company.
11. To pay for preliminary and pre-incorporation expenses of the Company.
12. 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, developed property, assets, right and effects of the Company for consideration as may be thought fit, and in particular for stocks, shares, debentures whether fully or partly paid-up securities of any other such company having objects whole or in part similar to those of the company or as may be approved by the shareholders.
13. 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 or in part or otherwise.
14. To lend and 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 the Company shall not carry on banking business within the meaning of Banking Regulation Act, 1949.
15. To undertake financial and commercial obligations, transactions and operations of all kinds for the main objects of the Company.
16. To guarantee the performance of any contract or obligations of 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 the object of the Company.

17. To guarantee the payment of money unsecured or secured or payable under or in respect of promissory notes, bonds, debentures, stocks, contracts, mortgages, charges, obligations, instruments and securities of any company or of any authority, supreme, municipal, local or of any persons whether incorporated or not and to guarantee or become sureties for the performance of any contracts or obligations as may be necessary for the purpose of the Company.
18. To subscribe for, acquire, hold and sell shares, share-stock, debentures, bonds, debentures, bonus debenture-stock, bonds mortgages, obligations, securities of any kind issued or guaranteed by any company (body corporate or undertaking) of whatever nature and whatsoever constituted or carrying on business and to subscribe for acquire, hold shares, debentures and debenture-stocks, and debenture-bonds, mortgages, obligations and other securities issued or guaranteed by any government sovereign ruler, commissioners, trust, municipal local or other authority or body of whatever nature, whether in India or elsewhere as may be conducive to the business of the Company.
19. To open current, fixed or other accounts with any Banks, Shroff or Merchant and to pay into and to withdraw moneys from such account.
20. To invest in other than investment in Company's own share any money of the Company not immediately required in any investments, movable or immovable as may be thought proper and to hold, sell or otherwise deal with investments, shares or stocks in the company as may be necessary for the purpose of the Company.
21. Subject to Section 58A and 292, 293 of the Act 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 company shall think fit. And in particular by the issue of debentures or debenture-stock (perpetual or otherwise) and to secure the payment of manner as the Company shall think fit and in particular by the issue of debentures or debenture-stock (perpetual or otherwise) and to secure the payment of any money borrowed, raised or owing on 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 person or Company, or any obligation undertaken by the Company.
22. To draw, make, accept, endorse, discount, negotiate, execute and issue bills of exchange, promissory notes, bill of lading, debentures and such other negotiable or transferable instruments or securities of all types.
23. To apply for, purchase or otherwise acquire and protect, prolong and renew in any part of the world, any patents, patent rights, brevets, d'inventions, trade marks, designs, licenses, protections, concessions and the like conferring any exclusive or non-exclusive or limited right to their use or of any secret or other informations as to any inventions, 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 to benefit the company and to use, exercise develop or grant licenses or privileges in respect of or otherwise turn to account, the property, rights and information so acquired.
24. To spend money in experimenting upon 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.
25. To do all or any of the above things either as principals, agents, trustees, contractors or otherwise and either alone or in conjunction with other and either by or through agents, subcontractors, trustees and otherwise.

26. To acquire and takeover all or any part of the business, property and liabilities of any person, firm or company carrying on or proposing to carry on any business.
27. To procure the registration or recognition of the company in or under the laws of any place outside India.
28. 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 any other objects which in the opinion of the Company could or might directly or indirectly assist the company 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 such promotion or incorporation and to remunerate any person or company in any manner it shall think fit for services rendered or to be 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 company in which the company may have an interest.
29. Subject to the provision of section 391 to 394 of the companies Act 1956 to amalgamate or to enter into partnership or into any arrangement of sharing profits union of interest co-operation joint venture or reciprocal with any person or persons or company or companies is carrying or engaged in any business which the company is authorized to carry on.
30. To enter into any arrangements and take all necessary or proper steps with governments or with other authorities supreme national local municipal or otherwise 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 constitutions 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 in the promotion whether directly or indirectly of any legislation which may seem advantageous to the Company and to obtain from any such government authority and company any charters contracts, decrees, rights, grants, loans, privilege or concessions which the company may think it desirable to obtain and carry out exercise and comply with any such arrangements charters, decrees rights privileges or concessions.
31. To adopt such means of making known the main business of the Company as may seem expedient and in particular by advertising as may seem expedient and in particular by advertising in the press by circulars by purchase and exhibition of works of art or interest by publication of books and periodicals and by granting prizes, rewards and donations.
32. 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 interest 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.
33. To accept gifts including by way of awards prizes from govt and semi-Govt. bodies and to give gift and donations to create trusts for the welfare of employees members directors and or their dependants heirs and children and for deserving object for and other persons also to act as trustees.

34. 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 of business or with trade of commerce and particularly with trade; Including any association institution or fund for the interests of masters, owners and employers against loss by bad debt, strike, combustion, 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 persons or classes of persons and in particular of friendly, co-operative and other societies, reading rooms, libraries, educational and charitable institutions, dining and recreation rooms, churches, chapels, schools and hospital and to grant gratuities, pensions and allowance and to contribute to any fund raised by public or local subscription for any purpose.
35. To aid pecuniary 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.
36. 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 293A, 293B of the Act.
37. 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 persons who are or were at any time in the employment of service of the Company or is allied to or associated with the company or with any such subsidiary Company or who are or were at any time directors or officers of the company as aforesaid and the wives, widows, families and dependants of the such persons and also establish and subscribe to any institution, 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 to distribute among the members in specie or otherwise any property of the Company.
38. To distribute among the members in specie or otherwise 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 but so that no distribution amounting to a deduction of capital be made except with the sanction (if any) for the time being required by law.
39. To undertake, either individually or in association in any manner with any other persons of 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 endeavor, by establishing, endowing or assisting workshops, laboratories, schools hospitals, first-aid centre, and other technical, scientific, agricultural or any other institutions and bodies for the development of education. Medicine, human welfare agriculture, horticulture, animal husbandry, 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 to or in favour 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 recognized or approved by the central or State Government or established under any law for the time being in forces.

40. 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 whatever the director 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, newspaper or for organizing lectures or seminars likely to advance these objects or for giving merit awards for giving scholarships, loans or any other assistance to deserving student or other scholars of persons to enable them to peruse studies or academic pursuits of their researchers and for establishing, conducting, 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 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 of Local Body of in Authority or Central.

**( C ) THE OTHER OBJECTS ARE :-**

41. To carry on in any mode, the business of store-keepers, in all its branches and particular to buy, sell and deal in goods, stores, consumables articles, chattels, and effects of all kinds, both wholesale of retail.
42. To carry on the business as importers and exporters of goods of merchandise of any description of to act as shippers, commission agents, advertising agents, travelling agents, transport agents, forwarding and clearing agents, brokers estate agents hardware merchants.
43. To carry on the business of manufacturers of and dealers of 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.
44. To carry on the business of electrical engineers, electricians, engineers, contractors, manufacturers, contractors, suppliers and dealers in electrical and other appliances, cable wire lines, dry-cells, accumulators, lamps and works and to generate, accumulate, distribute and supply electrically 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, accumulation and employment of electrically, including in the term electricity all power that may be directly or indirectly derived there form or may be incidentally hereinafter discovered in dealing with electrical.



45. 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 cable, industrial jewels, ammeters, voltmeters and other types of 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, elevators, trolleys and coaches, winches, power generators, magnetic separators, winders air compressors, electric grinders air-conditioners, refrigerators, washing machines, television and wireless apparatus including radio receivers and transmitters, electronic instruments, videos, transistors and allied items, atchos and clocks cameras and any house hold appliances and any equipment used in the generation transmission and receiving of sound, light electrical impulses and components of parts thereof.
46. To carry on the business as mechanical engineers, machinists, fitters, millwrights, founders, wire drawers, tube metallurgist, saddlers, galvanizer japanners, annealers, enamellers, electroplaters and painters.
47. To carry on a general business of proving comparative information about the characteristics, interest or other attributes of individuals, communities, organizations, countries or other social units and of any articles or commodities or economic trends or persons whatsoever to design, invent, prepare, own make and on lease, sell or otherwise dispose of any generally to deal in and with computers, data processing machines, tapes, cards memory or any other equipment and materials of every kind and description useful in connection with the business, to license or otherwise authorize others to engage in the foregoing and to engage in general research and development in areas related to or involving the foregoing.
48. To grow, take on lese acquire, develop deal in plantation and to process in all aspects, timber wood, plywood and all kinds of wood and to make products where wood is a constituent part and to design, develop, fabricate any products involving the use of wood.
49. To produce, manufacture, use or otherwise, acquire, sell, distribute, deal in and dispose of alkalies and acids gases, compounds, fertilizers, chemicals, and chemical products of every nature and description and compounds, intermediates, derivaties and bye-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 salts, naphthols all types of floatation reagents, wetting agents insecticide and fumigants, plastic and resins, dyestuffs, explosives catalytic agents, foods, direct colours, basis and rapid fast colours pigments, drugs, biological, pharmaceuticals, scrums vitamin products, hormones, sutures, ligatures, drugs for diseases or disabilities, in men of 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 hereinabove defined.
50. To manufacture, produce, refine, prepare, store, sell and to trade and deal in petroleum and all kinds of mineral oils, all products and bye-products there of including was, paraffin, paints, varnish, soap lubricants, illuminant and butter substitutes oil cloth, candles, glycerin, steering 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.

51. To carry on the business of manufactures and dealers, importers and exporters of natural and synthetic resins, moulding powders, adhesives and cements, oil paints, distemper, cellar paints, colours, varnishes, enamels gold and silver leaf enamels, spirits, tobacco cigars, snuff, soap, cosmetics, perfumes, medicines, drugs, dyes fats waxes, hides, skins and leather and such other allied articles thereof.
52. To carry on development and research work and to manufacture, calcine, process, import, export buy sell and deal in petroleum coke, calcined coke and coaltar, anthracite coal and to draw out, manufacture and deal in coaltar, canlion products and such other bye-products as may be possible and to utilize waste gases for industrial use and purposes.
53. To engineer, develop, design, assemble, manufacture, produce, import, export, buy sell, operate, run let on hire and otherwise deal in all kinds of earthmoving and agricultural machines, petrol, and diesel, engines, tools, plants, tractors, equipments, spares, appliances, implements and accessories, mobile or otherwise; heavy vehicles and machines for agricultural and land reclamation, drainage, irrigation, water works, engineering, forest clearing, pumping and such other purposes of all types: spraying machines, vehicles and equipments, whether mobiles or otherwise, mobile workshops and garage equipments for repair and service machinery, tube wells, pumps, floating or otherwise, motors and irrigation machinery, transportation equipments for movement of its products or stores, machines or personnel as general purpose freight carriers.
54. 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 passenger carrying crafts also.
55. To construct a cinematography theatre and such other building and works and convenience, for purposes thereof said and to manage, maintain and carry on the said theatre and to let out other such building when so erected or constructed. To carry on the business as proprietors and managers of theatres (cinemas, picture places and concert halls) and to provide for the production, representation and performance, (whether by mechanical means or otherwise) of operas, stage plays, operettas, burlesques, vavudevilles, revues ballets, pantomimes, spectacular pieces, promenade, and such other concerts and musical and dramatic performance and entertainment. To carry on the business of restaurant keepers, wine and spirit merchants, licensed victualers, theatrical agents, box office keepers dramatic and musical literature, publisher and printers. To manufacture films and such other appliances and machines in connection with reproduction or transmission of pictures. Movements musical and sound and to organize and conduct theatrical production and entertainment of all kinds. To enter into agreements with author or such other persons, for the dramatic or other rights of operas, plays films, operettas, burlesque, vaudevilles, revues, ballet, pantomimes, spectacular pieces, musical compositions and such other dramatic and musical performance and entertainments or for the representation thereof in India and elsewhere as well as at foreign rights and to enter into engagements of all kinds with artists and such other persons related thereto,
56. To carry on business as tourists agents and contractors and to facilitate travelling and to provide for tourists and travelers and promote the provision of conveniences of all kinds in the ways 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.

57. To carry on business of hotel, restaurant, café, tavern, beer house, restaurant room, boarding and lodging, housekeepers, licensed virtualliers, wine beer and spirit merchants, maltsters, manufacturers of aerated minerals and artificial waters and such other drinks, purveyors, caterers for public amusements, generally coach cab, carriage and motorcar proprietors, livery stable and garage keepers, importers and brokers of food, live and dead stock, hairdressers, perfumers, chemists, proprietors of clubs, baths, dressing room 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 service and facilities of all kinds on commercial basis that may be required for the tourists and entertainment industry.
58. To promote, establish, acquire and run or otherwise carry on the business of any plastic or rubber industry or business of manufacture materials for use in such industries or business such as was, paper, bakelite, plywood, celluloid products chemicals of all sorts and such other articles or things and similar or allied products or process thereof.
59. To carry on business of processors, combers, spinners, weavers, knitters, manufactures, dyers, bleachers, finishers, laminators, balers and pressers of any fibrous or textile material whether an agricultural or animal or natural products or its bye-products or chemical or synthetic fibre and specially jute, hemp, silk, cotton, wool, Mesta, nylon, terrene, ethylene, staple fibre or other synthetic fibre and to manufacture and product form such raw material or textile material and to carry on the business that may be beneficial to the said business.
60. To carry on all or any of the businesses 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, wharlingers, cargo superintendents, packers haulers, warehousemen, store-keepers and jobmasters,
61. To carry on the business of farming horticulture, floriculture, sericulture, dairies, cultivators, of all kinds of food grains 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 others agricultural, dairy horticultural and poultry products, fruits, vegetables, herbs medicines, flowers drinks fluids and such other fresh and preservable products and to extract bye-products and derivatives whether edibles, pharmaceutical medicines or any other kind or nature whatever and food preparations of every kind and description and generally the business or manufacture of and trading in preserved, dehydrated, canned or converted agricultural product, fruits and vegetables, foods dairy and poultry products and articles and other derivatives of all kinds and descriptions and to set up and machinery for processing and preserving the same.
62. To establish experimental farms and research stations anywhere in India for conducting experiments, tests and research for developing better qualities of food grains and agricultural products and for developing milk strain in cattle by cross breeding or otherwise and increasing eggs laying capacity in poultry and for finding such other ways and means of improving other agricultural crops, produce seeds fodder crops and cattle feed of all kinds.

63. To manufacture, process, chemically electrically or by any other 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 dietic 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 such other ingredients thereof.
64. To buy, sell deal in shares and securities foreign, exchange, gold silver, cotton jute, heassian, oil seeds and hold them as permitted under the law, from time to time in force.
65. To organize, run maintain, operate, promote the business of interior decorators, furniture and carpet designers and manufacturers, boutiques, operator of fashion centers, fashion shows and to make, acquire, deal in any way in handicrafts, objects of arts 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.
66. To be establish, provide, maintain and conduct research and such other laboratories, training, colleges, school 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, class meeting and conferences in connection therewith.
67. To be interested in promoting or undertaking the formation and establishment, and to take, hold and dispose of shares in such organizations institutions, business 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 subsidies or acquire interests in any such industry or undertaking.
68. To acquire from or sell to any person, firm or body corporate or unincorporated, 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 plant or process of manufacture and to acquire and grant to license other rights and benefits in the foregoing matters and things and to render any kind of management and consultancy services.
69. 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 dye and colour components and dealers in printing machines, 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.
70. To carry on the business of manufacturers of and dealers in all kinds of classes of paper and pulp such as sulphite and sulphate wood, pulp, mechanical pulp and soda pulp and papers including transparent vellumwriting printing, giazed, absorbent, news printing, wrapping, tissue, cover, blotting, filter, bank or band, badami, brown, buff or coloured, lined azure, laid grass or warterproof, hand-made parchment, drawing, craft, carbon, envelope, and box, and straw duplex and triplex board and all kinds of articles in the manufacture of which in any form of plup, paper or boards is used and also to deal in or manufacture artificial leather of all varieties, grades and colours.

71. 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, 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 of 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.
72. To secure sound investments of foreign capital in Indian undertaking and enterprises and Indian Capital in foreign undertaking and enterprises subject to Law of Land.
73. To carry on the profession of consultants on management, employment agents.
74. To carry on the business of manufacturers of or dealers in glass products such as sheet and plate glass, optical glass wool, laboratory ware and Thermometers.
75. To carry on the business as manufacturer or agents or dealers in textiles and grains such as man-made fibres, cotton, Silk, jute, woolen, synthetics, food grains and products thereof, oils or all kinds, seeds and pulses.
76. To undertake and transact all kinds of agency business and to carry on and promote any business, commercial or otherwise under sound principles and or to act as distributors, agents, underwriters, brokers, estate agents, middlemen, contract man, representatives and indenting agents on commission, allowance, as may be deemed fit in all commodities, merchandise and other allied articles/lines of business.
77. 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 sidings, bridges, reservoirs, water courses, wharves, electric works and such 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.
78. To install the Electric furnace for malting steel scrap and for producing steel casting and for re-rolling mild steel sections.
79. To manufacture steel castings of all kinds such as used for Textile Machine parts, Railways, Tramways, Motor parts, Tractors, Sugar Industry and Cement Industry machinery parts.
80. To manufacture bolts, nuts, buckets, kerals, gate channels and to carry on the business of fabrication of steel and its bye-products.
81. To weld steel tubes and boring of different steel and galvanishing iron sections.
82. To manufacture utensils and other goods of all kinds of glass, bronze, copper and such other metals and alloys of all types.

83. To carry on the business of importing and exporting machinery. Plants, tools, implements, metal, goods, hardware and plumbing generally material and to sell, let out or otherwise deal in such imported goods or articles.
84. To carry on the business as financiers (not amounting to banking business within the meaning of Banking Regulation Act, 1949) by way of loaning, lending and advancing money, to industrials, individuals, commercials, and such other enterprises of all type.
85. To carry on the business of mechanical fitters, wire drawers, galvanizer japanners, annealers enamellers, packing case makers.
86. To carry on the business of a leasing and hire purchase company and to acquire, to provide on lease or to be provided on hire purchase basis all types of industrial and offices plants, equipments, machinery, vehicles, building and real estate, required for manufacturing, processing, transportation and trading business and such other commercial and service business.
87. To build, contract, establish, own purchase, sell, take on lease or exchange or otherwise acquire, hold, maintain and manage Industrial, commercial or residential buildings apartments houses, hotels motels, hostels, restaurants, factory premises, godowns, galas, warehouses, flats, hostels, boarding houses, clubs, pleasure grounds and amusement parks, theatres, cinemas or other show houses, meeting or lecture halls, libraries, dharamshalas and sarals, health resorts and sanatoriums, gardens, swimming pools and bath, huts Bazar and markets melas and exhibition and to let, sublet, give on lease or otherwise to permit use and occupation of the same for rent on hire charges and to provide for the tenants and occupiers thereof all or any of the conveniences commonly provided in residential, commercial and industrial quarters and to the business of developers, colonizers, builders and contractors.
88. To purchase, take on lease, hire take licenses of or otherwise acquire or sell, let out, or otherwise give any exclusive or other right or interest in aerodromes, landing grounds, airports, helipads, land and sea planes bases, handers, machine shops, engineering shops, sheds for servicing, maintaining, and landing all kinds of aircrafts in any part of the world and to obtain and hold from any state, sovereign, governmental, or semi-governmental, authority any licenses, authorities or right necessary or convenient for such purposes.
89. To equip and furnish any property for the purpose of letting it to visitors or guests, whether and single rooms, suits, chalets, caravans, movable structures, cottages or otherwise.
90. To carry on business as manufacturers, hires, assemblers, importers, exporters, trader, buyers, sellers, suppliers, indenters, agents, sub-agents, jobbers, brokers, repairers, cleaners, of or otherwise deal in all kinds and description of aircraft, helicopter that are capable of being flown in air or run on land whether on dry land or waterways like rivers, lakes or sea, carrying passengers or cargo and other equipment of whatever nature or kind which are presently being used or may be used hereinafter in aircrafts or hovercrafts, such as passengers aircraft, hovercraft, helicopter, biplane, triplane, monoplane, clipper, seaplane, hydroplane, turbojet, stratojet, gyroplane, amphibian, saiplane, ultra light, glider, hang glider, balloon, engineers, spares, body of aircraft, fitting and fixtures of all kinds, instrumentation, turbines, navigation and leading equipments, tyres, and all other kinds of aviation machinery.
91. To carry on business of flying and to impart civil aviation aeronautical engineering, flying and ground training and to develop, train, and educate pilots, navigators, mechanics and aeronautical engineers.

IV. The liability of the members is limited.

V. **\*\***(a) The Authorized Share Capital of the Company is Rs. 100,00,00,000/- (Rupees Hundred Crores only) divided into 10,00,00,000 (Ten Crores) equity shares of Rs. 10/- (Rupees Ten only) each. The Company has power, from time to time, to increase or reduce its capital and divide the shares in the capital for the time being into other classes and to attach thereto respectively such preferential deferred, qualified or other special rights, privileges, conditions or restrictions, as may be determined by or in accordance with the Articles of Association of the Company and to vary, modify or abrogate any such right, privileges or conditions or restrictions in such manner as may for the time being be permitted by the Articles of Association of the Company or the legislative provisions for the time being in force in that behalf.

(b) The Minimum paid up Capital of the company Shall be Rs.5,00,000/- (Rs. Five Lacs Only)

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\* The Authorised share capital of the Company has been increased from Rs. 25,00,00,000/- (Rs. Twenty Five Crores only) divided into 2,50,00,000 (Two Crores Fifty Lacs) equity shares of Rs. 10/- (Rs. Ten only) each to Rs. 50,00,00,000/- (Rs. Fifty Crores) divided into 5,00,00,000 (Five Crores) equity shares of Rs. 10/- (Rs. Ten only) each by passing a special resolution at the Annual General Meeting of the Company held on 9<sup>th</sup> Sep. 2010.

\*\* The Authorized share capital of the Company has been increased from Rs. 50,00,00,000/- (Rupees Fifty Crores only) divided into 5,00,00,000 (Five Crores) equity shares of Rs. 10/- each (Rupees Ten) each to Rs. 100,00,00,000 (Rupees Hundred Crores) divided into 10,00,00,000 (Ten Crores) equity shares of Rs. 10/- (Rupees Ten only) each by passing ordinary resolution through Postal Ballot by the Company declared on January 16, 2018

We, the several persons, whose names, addresses and descriptions are hereunder subscribed, are desirous of being formed into a Company in pursuance of this MEMORANDUM OF ASSOCIATION and we respectively agree to take the number of shares in the Capital of the Company set opposite to our respective names.

Name, Address, Description, and Occupation of each Subscriber	No. of Equity Shares taken by each Subscriber	Signature of Subscriber	Signature, Name, Address, Description & Occupation of Witness
<b>1. SHRI LAKHMENDRA KHURANA</b> S/o Shri Chamanlal Khurana <b>Add:</b> 2303, Eden Wood Tower, Shastri Nagar, Near Lokhandwala Complex, Andheri (W), Mumbai – 400 053 Occupation: BUSINESS	7000 Shares of Rs.10/- each (Seven Thousand Only)	Sd/-	WITNESS TO BOTH  Sd/-  <b>SHRI MAYUR R. MEHTA</b> Chartered Accountants 3/15 Jain UnnatiSadan Duaulat Nagar Borivali (E) Mumbai -400 006  PROFESSION : CHARTERED ACCOUNTANT
<b>2. SMT. RANJANA KHURANA</b> W/o Shri Lakhmendra Khurana <b>Add:</b> 2303, Eden Wood Tower, Shastri Nagar, Near Lokhandwala Complex, Andheri (W), Mumbai – 400 053 Occupation: BUSINESS	3000 Shares of Rs.10/- each (Three Thousand Only)	Sd/-	
<b>Total</b>	10000 (Ten Thousand only)		

Place: Mumbai  
Date: 3<sup>rd</sup> January, 2003

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*Prave*

Director / Auth. Signatory