



October 18, 2018

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No. C/1, G-Block
Bandra-Kurla Complex
Bandra (E)
MUMBAI – 400051, India
Scrip Code: **MOTHERSUMI**

BSE Limited
1st Floor, New Trading Ring
Rotunda Building
P.J. Towers, Dalal Street
Fort
MUMBAI – 400001, India
Scrip Code: **517334**

Subject : Disclosure pursuant to Regulation 30 read with Part A of Schedule III of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

Reference : Amended Memorandum of Association of the Company

Dear Sir(s) / Madam(s),

The shareholders of Motherson Sumi Systems Limited ("the Company") has approved increase in the Authorised Share Capital and consequent alteration to the Capital Clause of the Memorandum of Association through Postal Ballot held vide Postal Ballot Notice dated September 14, 2018 for which results were declared on October 18, 2018.

Pursuant to the Regulation 30 read with Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the amended Memorandum of Association of the Company with the amended Capital Clause duly approved by the members of the Company.

The same is also be made available on the Company's website at www.motherson.com.

The above is for your information and kind records.

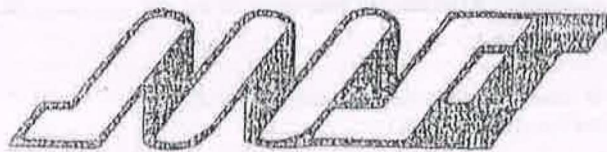
Thanking you,

Yours faithfully,
For Motherson Sumi Systems Limited

Alok Goel
Company Secretary



**MEMORANDUM
AND
ARTICLES OF ASSOCIATION
OF
MOTHERSON SUMI SYSTEMS LIMITED**



Control Time Copy
For Motherson Sumi Systems Limited

Alok Goel
Company Secretary

A. Goel
Alok Goel
Company Secretary
18/10/18





GOVERNMENT OF INDIA

MINISTRY OF CORPORATE AFFAIRS

Office of the Registrar of Companies

Everest, 100 Marine Drive, Mumbai, Maharashtra, India, 400002

Corporate Identity Number: L34300MH1986PLC284510

SECTION 13(5) OF THE COMPANIES ACT, 2013

Certificate of Registration of Regional Director order for Change of State

M/s MOTHERSON SUMI SYSTEMS LIMITED 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 Delhi to the Maharashtra and such alteration having been confirmed by an order of Regional Director bearing the date 08/07/2016.

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

Given under my hand at Mumbai this Fifth day of August Two thousand sixteen.

Ministry of
Corporate Affairs
Govt of India

SUDHAKAR TULASHIRAM BHOYE
Assistant RoC
Registrar of Companies
RoC - Mumbai

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

MOTHERSON SUMI SYSTEMS LIMITED

Unit 705, C Wing, ONE BKC, G Block,, Bandra Kurla Complex, Bandra East,
Mumbai, Mumbai City, Maharashtra, India, 400051

For Motherson Sumi Systems Limited

Alok Goel

Company Secretary



"The word Private shall be
 VIS 43 AC of the
 Companies Act 1956"

संख्या 29-4-87
 Form I. R.
 निगमन या प्रमाण-पत्र
 Add. Registrar of Companies
 Delhi & Haryana

Certificate of Incorporation

No. 26431 का क्र. 1908
 No. 26431 of 29 86-87
 मद्रतन सुमी सिस्टम्स

मैं एतद्वारा प्रमाणित करता हूँ कि भाषा
 मद्रतन सुमी सिस्टम्स लिमिटेड
 कम्पनी अधिनियम 1956 का 1) के प्रयोग नियमित की गई है और यह
 I hereby certify that MOTHERSON SUMI SYSTEMS
 LIMITED

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

मेरे हस्ताक्षर से आज ता. 26 दिसम्बर, 1986 को दिया गया।

Given under my hand at NEW DELHI this NINETEENTH
 day of DECEMBER one thousand nine hundred and EIGHTY SIX



(Signature)
 19/12/86

सुरज कपूर
 कम्पनी रजिस्ट्रार
 (SOORAJ KAPOOR)
 Registrar of Companies
 DELHI & HARYANA

For Motherson Sumi Systems Limited

(Signature)
 Alok Goel
 Company Secretary

THE COMPANIES ACT, 1956
(COMPANY LIMITED BY SHARES)

MEMORANDUM OF ASSOCIATION
OF
MOTHERSON SUMI SYSTEMS LIMITED

- i) The name of the company is MOTHERSON SUMI SYSTEMS LIMITED.
- ii) The Registered Office of the Company will be situated in the STATE OF MAHARASHTRA.
- iii) The objects for which the Company is established are:
 - (A) **THE MAIN OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:-**
 1. To carry on the business of manufacturing, fabrication, assembling and dealing in Wiring Harness and other part of all kinds and description, automotive and other parts, mining equipment, tool, springs, fittings, head lamps, sealed beam component parts, spare parts, accessories and fittings of all kinds for the said articles of P.V.C., Polypropylene, P.F. Resin or other man made chemicals, electrical wires, switch controls and other engineering items for automobiles or any other application as required.
 2. To design, prototype manufacture, process, prepare, press, vulcanise, repair, retread, export, import, purchase, sell) and to carry on business of moulding of plastic and/or any other polymer parts and assembly thereof, diecasting of components and the assembly thereof of automobiles or any other any application as required, metal sheet pressing for making clips, moulds and other parts for automobiles or any other application as required, P.V.C., Polythene, P.F. Resin parts, moulding and dealing in the same for different types of vehicles or for any other application and repair materials and other articles and appliances made with or from natural or synthetic rubber, its compounds, substitutes, Indian rubber or the same in combination with any metallic or non metallic substances, vulcanised leather, rayon, Hessian or plastic or products in which rubber, rayon Hessian or other plastic is used.



3. To carry on the business of hirers, repairers, cleaners and stors of motor cars, motor cycles, mopeds, scooters, motor boats, motor launches, motor buses, motor lorries, aeroplanes, seaplanes, gliders, tractors and other conveyances of all descriptions whether propelled or assisted by means of petrol, spirit, diesel, steam, gas, electricity, animal, atomic or other power and of engine chassis, bodies and other things used for or in connection with the above mentioned business.

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

1. To purchase, hire or otherwise, acquire factories and other premises or business in connection with the main business of the company.
2. To deal in alloy steel forgings of every description used for the business of the Company.
3. To import, export, purchase, sell, manufacture or otherwise deal in Wiring Harness, electrical cables and mining machinery, plant and quipment, raw materials like alloy steel, ferrous and non-ferrous metals, industrial chemicals, rubber and machinery, plant and equipments including precision measuring and testing instruments and tools of every description used for the business of the Company.
4. To purchase, take on lease or in exchange, hire or otherwise acquire any movable or immovable property, rights or privileges which the company may think necessary or convenient for the purpose of its business and in particular any land, building, basements, machinery, plant and stock in trade, and to construct, maintain and alter any buildings or works necessary or convenient for the purpose of the Company.
5. To invest in other than investments in Company's own shares and deal with the money of the Company not immediately required in such manner as may from time to time be determined.
6. To draw, make, endorse, discount, execute and issue promissory notes, bills of exchange, warrants, debentures and other negotiable or transferable instruments.
7. Subject to the provision of Sec.58A and 292 of the Act and the rule made thereunder and the directions of RBI to borrow or raise or secure the repayment of moneys in such manner as the Company shall think fit and in particular by the mortgage, legal or equitable or by the issue of debentures or debentures stock, perpetual or otherwise, charged upon all or any of the Company's property both present and future including its uncalled capital and to issue at par or at a premium or discount debentures or debentures stock, bonds or other obligations and to purchase, redeem, pay off or satisfy such securities.
8. Subject to Sections 391 to 394 of the Act to amalgamate with any other company having objects altogether or in any part similar to those of this Company.
9. To sell or dispose of the undertaking of the Company or any part thereof for such consideration as the Company may think fit and in particular for shares, debentures or securities of any other company having objects altogether or in part similar to those of the Company.



10. To establish branches in and out of India to appoint local committees, advisory boards and agents, managers, secretaries and other officers by any designation whatsoever and authorise them to transact the business of the company and to discontinue transacting the same from time to time.
11. To adopt means of making known the business of the company, as may seem expedient and in particular by advertising in the press, public place and theaters, by radio, by television, by circulars, by purchase and exhibition of works of art or interest, by publication of books, pamphlets, bulletins, or periodicals, by organising or participating in exhibition and by granting prizes, rewards and donations or any manner considered suitable.
12. To erect, build and enlarge, alter maintain, work purchase, acquire, manage, take on lease, under license or concession or in exchange, deal with and dispose of solely or jointly with others, buildings, warehouses, sheds, work factories mills, workshops, sidings, roads and other premises and lands, necessary or expedient, for the purpose of the company.
13. To apply for tender, purchase or otherwise, acquire contract, sub-contract, licenses and concessions for or in relation to the objects of business herein mentioned or any of them and to undertake, execute, carry out, dispose of or otherwise turn to account the same.
14. To sub-let all or any contracts obtained by the company from time to time and upon such terms and conditions as may be thought expedient.
15. To purchase or by any other means, acquire and prolong and renew patents, patent rights, invention licenses, protection and concessions which may appear likely to be advantageous or useful to the company for its business and to manufacture under grant licenses or privileges in respect of the same and to spend money in experimenting upon and testing any improving or seeking to improve any patents, inventions or rights which the company may acquire or propose to acquire for the business.
16. To establish and maintain agencies and branch officers and procure the company to be registered or recognised and to carry on business in any part of the world.
17. To distribute any of the property of the company among the members in specie or in kind on its winding up.
18. To enter into arrangement for rendering and obtaining technical services and or in technical collaboration with individuals, firms or body corporate whether in or outside India.
19. To insure any of the properties, undertaking, contracts, guarantees or obligations of the company of every nature and kind in any manner whatsoever.
20. To be interested in promoting and undertaking the formation and establishment of such institutions or companies (industrial, trading, manufacturing) which may seem to the company capable of being conveniently carried on in connection with any of the business which the company is authorised to do.



21. To obtain any order of Act of Legislature of Parliament for enabling the company to obtain all power and authorities necessary or expedient to carry out or extend any of the objects of the Company or for any other purpose which may seem expedient and to make representations against any proceedings or applications which may seem calculated directly or indirectly prejudicial to the company's interest.
22. To pay out of the company's funds the cost and expenses incurred in connection with incorporation of the company and to remunerate any person or company for services rendered in the conduct of its business.
23. To create and issue equity, preference and guaranteed shares or stock and to redeem, cancel and accept and accept surrender or such shares or stocks.
24. To pay, to reserve or to distribute as dividend or bonus shares among the members or otherwise to apply as the company may think fit money belonging to the company including those received by way of premium or shares or debentures issued at a premium by the company, received in respect of dividends accrued on forfeited shares and money arising from reissue by the Company of forfeited shares subject to the provisions of the Companies Act, 1956.
25. To open any kind of account in any bank and to make, draw, borrow, accept, endorse, issue and execute promissory notes, bill of exchange, bill hundics, cheques and other negotiable instruments in connection with the Company's business and to invest and deal with money not immediately in such manner as may from time to time be determined.
26. To make any loan to any person or company on any terms whatsoever in connection with the company's business.
27. To enter into partnership or any other individual arrangement for sharing profit, co-operation, joint venture, reciprocal concession, license or otherwise with any person, firm, private or public limited companies, association society or body corporate carrying on or engaged in any business or transaction which this company is authorised to carry on and to give special rights, licenses, and privileges in connection with the same and particularly the right to nominate one or more person whether they be shareholders or not, to be directors of the company.
28. Subjects to the provisions of Section 293 A of the Companies Act, 1956 to contribute to the funds of any association or to any individual, firm or body corporate which in the opinion of the Company is beneficial to the Company.
29. To engage, employ, suspend and dismiss agents, managers, workers, clerks, and other servants and labourers and to remunerate any such person at such rate as shall be thought fit, to grant pensions or gratuities to any such person or his widow or children and generally to provide for the welfare of all employees.



30. To purchase or to take on lease or in exchange hire or otherwise acquire any running business or part thereof, movable or immovable properties and any rights or privileges or licenses or concessions which the company may think necessary or expedient for the purpose of its business, on such terms as may be deemed useful.
31. To sell or sublet any concession or privilege obtained or contracts entered into and generally to sell the whole or any part of the property and business of the company for cash or for the shares for obligations of any person or persons for the purpose of business.
32. To improve, manage, cultivate, develop, exchange, let on lease, mortgage, sell, dispose of, turn to account, grant rights and privileges in respect of or otherwise deal with all or any part of the properties and rights of the company.
33. To enter into any arrangement with any authority including Sovereign Government (Municipal, Local or otherwise) that may seem conducive to the Company's objects or any of them and to obtain from any such authority rights licenses privileges and concession which the company may think desirable to obtain and to carry out, exercise and comply with any such arrangement rights, licenses, privileges and concessions.
34. To do all or any part of the above things in any part of the world either as principals, contractors, trustees or otherwise and either alone or in conjunction with others and by or through agents, contractors, trustees or otherwise.
35. To acquire any securities by subscription, purchase, exchange or otherwise and to make any loan to any other body corporate, give any guarantee, or provide security, corporate guarantee including guarantees to banks, financial institutions or any other third party in connection with obligations of any other body corporate and/or in connection with a loan made by any other person to, or to any other person by, any body corporate.
36. To enter into, purchase, sell, transact swaps, forwards, futures, options, caps, floors, collars, contracts for differences, repos, lending transactions, trust instruments in any currency and for any other derivative transactions of any nature (whether exchange-traded or over-the counter) including relating to any asset, index, event, statistic, rate or benchmark of any nature (whether tangible or intangible) and also including (without limitation) derivatives relating to currencies, interest rates, stocks, bonds, other securities, credit events and commodities, to the extent permitted under the applicable laws from time to time.

(C) OTHER OBJECTS:-

1. To act as manufacturers, assemblers, fabricators, of high tension and low tension cables, ACSR, conductor porcelain insulations of all types and designs, voltage wattage and capacities, transmission towers, high voltage electrical porcelain bushing and insulation material, electrical switchgear, both high and low tension for AC and DC current.
2. To carry on the business of electricians, electrical and manufacturers of all kinds of electrical machinery and electrical apparatus for any purpose whatsoever and to manufacture, sell, supply and deal in accumulators, lamps, meters, engines, dynamos, batteries, telephonic and telegraphic apparatus of any kind.
3. To manufacture, buy, sell exchange, alter, improve, manipulate prepare, for market import or export or otherwise deal in all kinds of insulated cables and wires, rubber insulated wires and cables, cub type-sheeted wires, PVC cables and flexible cords, cotton or silk braided, conduct wires and cables, low and high tension power cables, telegraph and telephone cables, low and high tension paper rubber or bitumen insulated lead covered power cables, telephone or telegraphic cables according to B.B.S. long distance cables, signaling cables, lead covered house installation, accessories of power cables, alpastable cables with seamless aluminum sheath covered with a second seamless skin thermoplastic material, overhead material, bare copper, bronze, aluminum wires and cables solid or



standard for telephone, telegraph and signaling purpose, aluminium cable for overhead lines, bare copper and cadmium copper wire round or grooved for tramways trolley buses etc. (also suitable for crane operation), bare copper and aluminium bus bars, binders and rotor bars suitable for dynamo, transformer and switchgear wire manufacturers, copper and aluminium wires and tapes, lighting conductors, aeriails of copper, aluminium varnish canbric insulated main, furnace, H.F., ship wiring, switch boards, bell wires, lead alloy and tinned copper, and all kinds of cables wire conductors and accessories.

4. To purchase, sell, import, export, manufacture, repair or otherwise deal in all types of extruders and other machinery used for the manufacture of insulated cables, sheeted and unsheeted wirs, industrial cables.
5. To manufacture, produce, process or assemble and deal in all sorts of air and gas treatment plants and equipments, air-conditioning plants, refrigeration and equipments, industrial fans, steam heaters, air filters, air-curtains, spray painting, booths and complete system of all kinds and description relating to air technology.
6. To carry on business of imports, exports, buyers and sellers of all types of axial flow fans, centrifugal fans, mancooling fans, blowers, fabricated items, motor starters, mining equipments, port material, handling, equipment, process plants and washing plants.
7. To carry on the business of manufacturer of cattle food, poultry food, and for animals and birds, as maker and manufacture of manures and fertilizers of every description and as corn merchants, hay, straw and fodder merchants, nurserymen, dairy-men and owners and dealers in livestock.
8. To breed, rear and purchase live-stock of all kinds, to farm and buy animal produce of all kinds, to prepare, manufacture and render marketable any such produce and to sell, dispose of and deal in the same either in the manufactured or in raw state.
9. To undertake the manufacture or production of calcined petroleum coal and calcined atheacite coal and the sale thereof.
10. To search, win, work, get, raise, quarry, smelt, refine, dress, manufacture, manipulate, convert make merchantable, sell, buy, import, export or otherwise deal in iron ore, all kinds of metal, metallicferrous ores and to manufacture, sell, buy import, export and otherwise deal in any of such articles and any commodities.
11. To produce steel bricks and bats from steel scrap and cast iron scrap.
12. To carry on the business of an investment company and to buy, underwrite, invest in, acquire, hold and deal in shares, stocks, debenture stock, bonds, obligations and securities issued or guaranteed by any company constituted for carrying on business in India or elsewhere, and debentures, debentures stock bonds, obligations and securities, issued or guaranteed by any government, state dominions, sovereign rules, commissioners, public



body or authority, supreme, municipal, local or otherwise, firm or person whether in India or elsewhere.

13. To carry on the business of hotel, restaurant, cafe tavern, refreshment room and boarding and lodging house keepers, beer house keepers, licences, victualers, wine, beer and spirit merchants, aerated mineral and artificial water and other drinks, surveyors, caterers for public amusements, generally dealers in handicrafts, ivory, novelties and other goods and as general merchants, garage proprietors, livestock stable keepers, job masters, farmers, dairymen, importers and brokers of food, alive and dead stock and foreign produce of all descriptions, mindressers, perfumer, chemists, proprietors of clubs, baths, dressing rooms, laundries, reading, writing and newspaper rooms, libraries, grounds and places amusements, recreation, sports entertainment and instructions of all kinds, tobacco and cigar merchants, travel agents, bank mukandams for railway, shipping airways and road transport corporations, companies and bodies and carrier by land, water and oil, barge property and freight contractors, forwarding agents, stevedores ship-chandlers, caterers in railways, airline and steamship companies and theatrical and opera box office proprietors, cinema exhibitors, produces and distributors and merchants, refrigerating store-keepers and as proprietor, conducting safe deposit vaults, general agents, ice-merchants and carry on the business of running night clubs, swimming pools, plying of launches and boats, bakery and confectionery.
14. To carry on business as bakers and manufacturers of and dealers in bread flour, rava, maida, biscuits, chocolates, sweets and farinaceous compounds and material of every description.
15. To carry on business of manufacturers of and dealers in cement, beverages, sugar, gur, khandasuri, sugar-candy, chocolates, toffees, bread loaves, confectionery biscuits and other allied products.
16. To carry on business of stationers, printers, lithographers, stereotypes, electrotypes, photographic printers, photolithographers, engravers, dyesinkers, envelop, manufactures, book binders, accounts book manufacture, machine rulers, numerical printers, paper bag and account book makers, box makers, type founders, photographers, manufactures and dealers in playing, visiting, railway, festive, complimentary and fancy cards and valentine cards, dealers in parchment, dealers in stamps, agents for the payments of a stamps and other duties, advertising agents, designers, draftsmen, booksellers and publishers.
17. To carry on the business as manufacturers and dealers in boots, shoes, clogs, all kind of footwear and leather and plastic goods, boots, trees, laces, buckle, leggings boot polishes, accessories and fittings.
18. To carry on the business of tabacconists in all its branches and to sell make up and manufacture tobacco cigars, snuff and other articles usually sold by tabacconists.



19. To carry on business as goldsmiths, jewellers, gem merchants, importers and exporters of bullion and buy, sell and deal (wholesale and retail) in bullion, precious stones, jewellery, watches, clocks, gold or silver plates, cups, shields, electroplated cutlery, dressing bags, bronzes, articles of virtue, objects of art.
20. To carry on business as manufacturers and dealers of radios, television sets, teleprinters, telecommunications and electronic equipments, telephone equipments, radars, computers, business machines and their components including valves, transistors, resistors, condensers and coils.
21. To carry on business of manufacturers of or dealers in typewriters, calculating machines, computers, cleaners, sewing and printing machines, air-conditioning equipments, air-conditioners, refrigerators, coolers, ice-cream manufacturing machinery and to maintain them.
22. To carry on business of a steam and general laundry and to wash, clean, purify, scour, bleach, wire, dry iron, colour dry, disinfect, renovate and prepare for use all articles of wearing apparel, household, domestic and other cotton, silk and woolen fabric.
23. To acquire or set and run hospitals, clinics, nursing homes; maternity and family planning unit or pathological laboratories and optician shops.
24. To manufacture and deal in ice, heavy water and mineral water.
25. To carry on business of cold storage of fruits, vegetables, seeds, fish meat, agricultural products, milk and dairy production and other perishable items.
26. To carry on business of production, distribution or exhibition of films and motion pictures including the running of theaters, cinemas, studios and exhibitions.
27. To carry on all or any of the business of builders and contractors, architects, decorators, merchants and dealers in stone, sand, lime, bricks, cements, timber, hardware and other building materials and acting as house agents.
28. To establish and work cement plants and to carry on the business of dealers in cement lime burners and ceramics, including sanitary fitting and chinaware.
29. To cultivate tea, coffee, cinchona, rubber and other produce and to carry on the business of planters in all its branches carry on and do the business of cultivators, winner and buyers of every kind of vegetable, mineral or other products of the soils, to prepare, manufacture and render marketable any such products and to sell, dispose of and deal in any such produce either in its prepared, manufactured or raw state either by wholesale or retail.
30. To establish and maintain shipping lines and plying vessels between any parts.
31. To carry on the manufacture and sale of patent medicines and preparations and generally



to carry on the business of manufacturers, buyers and sellers of and dealers in all kind of medicines and medical preparations and drugs.

32. To carry on the business of manufactures of or dealers in soaps, cosmetics, perfumes and toilet requisites.
33. To carry on the business of manufacturers of or dealers in pulp and paper of all kinds and articles made from paper or pulp and material used in the manufacture or treatment of paper, including cardboard, mill boards and wall and ceilings papers and packaging cartoons and newsprints.
34. To manufacture and deal in all chemical products such as cola and coaltar products and their intermediates, dyes, drugs, medicines and pharmaceuticals, petroleum and its products and derivatives, paints, pigments, and varnishes, explosives and ammunitions, vegetable oils, their products and derivatives all types of heavy chemicals such as sulfuric and other acids, caustic soda and soda ash etc., all types of textile chemical and sizing and finishing materials, photographic chemicals, clay and boards including straw boards, soap, glycerine and allied products, all industrial and pharmaceutical, organic and inorganic chemicals, fertilizers, pesticide manure, fungicides and allied products, fats, waxes and their products, hides, skins and leather.
35. To carry on the business of purchase and sale of petroleum and petroleum products, to act as dealers and distributors for petroleum companies, to run service stations for the repair and servicing of automobiles and to manufacture or deal in fuel oils, cutting oils and greases.
36. To carry on the business of manufactureres of and dealers in all types of rubber leather, celluloid, bakelite, plastic and all other chemicals, rubber and plastic goods, particularly industrial rollers, sheets and consumer goods such as tyres, tubes and other allied products, medical and goods and all other kinds of products.
37. To carry on trade or business of manufacturers of ferro manganese, colliery proprietors, coke manufacturers, miners, smelters engineers and tin plate makers in all their respective branches.
38. To carry on business of electrical engineers, electricians, contractors, manufacturers, constructors, suppliers of and dealers in electric and other appliances, electric motors, fans, lamps, furnaces, household appliances, batteries, cables, wire line, dry cells, accumulators, lamps and works to generate, accumulate, distribute and supply electricity for the purposes of light, heat, motive power and for all other purpose for which electrical energy can be employed.
39. To carry on the business of manufacturing, assembling, selling, reselling exchanging in ships, boats, barges, launches, submarines and other underwater vessels, aeroplanes, aero-engines, nirships, sea planes, flyingboats, hydro planes and aircrafts and aerial



conveyances of every description and kind whether propelled, or assisted by means of petrol, spirit, electricity, steam, oil, vapour, gas, petroleum, mechanical or any other motive power.

40. To carry on the trade or business of manufacturing, assembling, buying, selling, reselling, exchanging, altering, importing, exporting, hiring, letting on hire or distributing or dealing in railway carriages wagons, carts, vehicles, rolling stocks and conveyance of all kinds, whether for transway road, field or other traffic or purpose and also railway and transways.
41. To carry on the business of machinists, makers of machines, makers of pressed bowls, mechanical engineers, marine engineers, blast furnace proprietors, repairers, boiler makers and blast-proprietors, consulting engineers, electrical engineers, asbestos manufacturers, japanners, annealers, enamellers, electric and chromium platers, polishers, painters garage proprietors, blacksmiths, tinsmiths, smiths, iron mongers, alloy makers, meter platers and wire weavers.
42. To carry on the business of manufacturers of or dealers in glass products including sheet and plates glass, opticals glass wool and laboratory ware.
43. To carry on the business of manufacturers of or dealers in textiles, including, man-made fibers, cotton, silk, jute woolen and synthetics.
44. To carry on the business of manufacturers of or dealers in industrial machinery of all types, including bearing, speed reduction units, pumps, machine tools and light engineering goods such as cycles and sewing machines and their components.
45. To carry on business of manufacturers, stockists, importers and exporters of and dealers in engineering, drawing sets, builders, hardware steel rolls, measuring tapes, cutting tools and hand tools, precision measuring tools, machinery, garage tools, hardware tools instruments, apparatus and other machinery, plant, equipment articles, appliances, their components, parts, accessories and allied things.
46. To carry on the business as manufacturers, dealers, stockists, exporters and importers of bolts, nuts, nails, rivets, hinges, hooks and other hardware items of all types and description.
47. To carry on business as manufacturers, dealers, stockists, exporters and importers of forging, casting, stampings of all metals, machinery parts, moulds press tools, jigs, fixtures, injections and compression moulding and steel products.
48. To carry on business as manufacturers, dealers, stockists, exporters and importers of dealers in buckets, bath tubs, tanks, metal, furniture, safes, chimneys and pipes.
49. To carry on business as manufacturers, stockists, exporters and importers of and dealers in wearable and unwearable fabrics, high density polypropylene woven sacks, tarpaulins

Arora

- of various qualities and types.
50. To carry on the business of dairy products and allied products and process, produce or deal in tinned fruits, juice, jams, pickles and other food products.
 51. To carry on the business as manufacturers, stockists, importers and exporters and dealer suppliers, commission agents to carry on the business of wholesale and retail in all kinds of textiles, yarn, steel, spices, dry fruits, chemicals, dyes and grains.
 52. To carry on business of timber and lumber merchants, lumber yard and saw mill proprietors and to buy, sell prepare for market, import, export and deal in timber and wood of all kind and manufacture and deal in articles of all kinds in the manufacture of which timber or wood is used as main part, to carry on the business of logging and lumbering, purchasing, acquiring and leasing timber berths so far as may be deemed expedient.
 53. To carry on business as manufacturers of and dealers in plywood, hardwood, blocks for flooring and other purpose, boxes, windows, doors wood pulp, wool, masts, spares, derricks, sleepers, tools handles, panelling wood work, furniture and articles of all description wholly or partly made from wood, bricks, cements or stone.
 54. To carry on business as manufacturers of or dealers in or as stockists, importers and exporters of packaging materials, cartons, containers, boxes and case made of paper boards, wood, glass, plastic, pulp, cellulose, films, polyethylene, rubber, metals, metal foils, gelatin, inflexible treated laminated or other materials.
 55. To work as mechanical engineers and to carry on business as contractors and execute contracts for works involving the supply of other works comprised in such contracts.
 56. To cultivate, plant, purchase, sell, trade or otherwise deal in foodstuffs such as wheat, barley, rice, maize, sugarcane, sugarbeat, all kinds of grains, millets, cereals, oilseeds, vegetables, flowers seeds, tea, soyabean, animal feed, coffee, cocoa, rubber, jute, flax, hemp, cotton, silk, art grass, timber, bamboo, straw, seeds, fruits, and other articles that are the produce of land.
 57. To procure or develop and supply technical know-how for the manufacture or processing of goods, materials or in the installation or erection of machinery or plants for such manufacture or processing or in the working of mines, oil well or other sources of mineral deposits in search for or discover or testing of mineral deposits or in, carrying out any operations relating to agriculture, animal husbandry, dairy or poultry farming, forestry or fishing or rendering services in connection with the provision of such technical know-how.
 58. To carry on the profession of consultants on management, employment, engineering industrial and technical matters to industry and business and to act as employment agent.



59. To undertake or arrange for the writing and publications of books, magazine, journals or pamphlets on subjects relating to trade, commerce, industry, agriculture, banking, insurance, investment, taxation, finance, economics, law and other subjects.
60. To acquire or set up and run schools, colleges, training and professional institutions, music and dance centres.
61. To carry on the business of importers, exporters, dealers, stockists, suppliers and manufacturers of commercial, industrial and domestic plastic products of any nature, substance and form and any raw material including styrene, polystyrene, vinyl chloride, polyvinyl, polyethylene, polypropylene, polycyflins, viny acetate and copolymers and other allied material, acrylics and polyesters, polycarbonates and polyethers and epoxy resin and compositions, silicon resins and compositions, P.F., U.F. and other thermoplastic moulding compositions including prefabricated sections and shapes, cellulosic and other thermosetting and thermoplastic materials (of synthetic or nature origin), colouring materials, plastic and resinous materials and adhesive compositions.
62. To act as trustees, executors, administrators, attorneys nominees and agents and to undertake and to execute trusts of all kinds and (subject to compliance with any statutory condition) to exercise all the powers of custodian, trustees, and trust corporations.
63. To carry on the business of running motor lorries, motor taxis, motor omnibuses and conveyances of all kinds and on such lines and routes as the Company may think fit and to transport passengers and goods and to do the business of common carriers.
64. To carry on business as brewers, distillers and manufacturers of and merchants and dealers in vinegar, acetic acid, glucose, wines, spirit, beers, porter, malt, hops, grain, meal, yeast, aerated water, carbonic acid gas, mustard, pickles, sauces, condiments of all kinds, cocon, coffee, preserves and all or any other commodities and things which may be conveniently used or manufactured or in conjunction with any of the above or any similar business or manufacture.
65. To carry on the business of manufacturers of or dealers in soaps, cosmetics, perfumes and toilet requisites, pulp and paper of all kinds, article made from paper or pulp and materials used in the manufacture or treatment of paper, including cardboard, millboards, wall and ceiling papers and packaging cartons and news papers, newspapers and photographic raw films.
66. To mortgage or take on mortgage, lease, take on lease exchange or otherwise deal in lands, buildings, hereditaments of any tenure or freehold for residential or business purposes.
67. To acquire, construct, hold or deal in lands, buildings, house, apartments, flats, bungalows, shops and sell or give on lease property.

Alok Goel

66. To procure or develop and supply patents, inventions, models, designs, scientific or industrial formulae or processes.

V. The Authorised Share Capital of the Company is Rs. 630,00,00,000/- (Rupees Six Hundred Thirty Crores only) consisting of 605,00,00,000 (Six Hundred Five Crore) Equity Shares of Re. 1/- (Rupee One) each and 2,50,00,000 (Two Crore Fifty Lacs) Preference Shares of Rs. 10/- (Rupees Ten) each.

We the several persons whose names and addresses are subscribed, are desirous of being formed into a Company, in pursuance of the Memorandum of Association, and we respectively agree to take the number of shares in the Company set opposite respective names.

Name, description and occupation of subscribers	address and of	No. of equity shares taken by each subscriber	Signature of subscriber	of	Signatures, descriptions and occupations of the witness	address and of the witness
Mrs. Swam Lata Sehgal W/o Sh. K.L. Sehgal B - 300, New Friends Colony, New Delhi - 110 085 Business		100	Sd/- Swam Lata Sehgal		Witness the signatures of both the subscribers	
Mr. Vivek Chand Sehgal H/o Sh. K.L. Sehgal B - 300, New Friends Colony, New Delhi - 110 085 Business		100	Sd/- Vivek Sehgal	Chand		Sd/- (K. Shourie Rajan) S/c M.K. Krishnamachari Chartered Accountant Phone : 80963 240A, Pocket I Mayapuri Delhi - 110 081
		200 Two Hundred				

Place : New Delhi
Date : December 10, 1986

For Motherson Sumi Systems Limited



Alok Goel
Company Secretary