

Date: 11<sup>th</sup> October, 2018

To,  
National Stock Exchange of India Limited  
Exchange Plaza  
Plot no. C/1, G Block  
Bandra- Kurla Complex, Bandra (E)  
Mumbai - 400 051  
NSE Company Code: JINDWORLD

To,  
The Bombay Stock Exchange Limited  
Listing Department  
Phiroz Jeejeebhoy Tower,  
25th Floor, Dalal Street  
Mumbai – 400 001  
BSE Company Code: 531543

Ref: Company ISIN NO. : - INE247D01021

Sub.: Pursuant to Regulation 30 of the SEBI (LODR) Regulations, 2015; Disclosure regarding Alteration of Capital Clause of Memorandum of Association approved by members in AGM held on 28<sup>th</sup> September, 2018.

Dear Sir/Madam,

With reference to above, this is to kindly inform you that pursuant to the provisions of Sections 13 and 61 and all other applicable provisions, if any, of the Companies Act, 2013 and consequent to the sub-division of the Face Value of Equity Shares from Rs. 5/- each to Rs. 1/- each ; the Company has altered the existing 'Capital Clause – Clause V' of the Memorandum of Association of the Company; by approval of the members accorded in the AGM held on 28<sup>th</sup> September, 2018 by passing the Special Resolution and further approval of Registrar of Companies; Ahmedabad thereon; with the new Capital Clause-V as mentioned below:

**Altered New Capital Clause-**

**"V. The Authorised Share Capital of the Company is Rs. 30,00,00,000/- (Rupees Thirty Crores Only) divided into 30,00,00,000 (Thirty Crores Only) Equity Shares of Rs. 1/- (Rupees One Only) each."**

In this regard; pursuant to Regulation 30 of the SEBI (LODR) Regulations, 2015; please find enclosed herewith a copy of "Altered Memorandum of Association" of the Company; duly effective w.e.f. 28<sup>th</sup> September, 2018.

You are kindly requested to acknowledge and update the same into your records.

Thanks & Regards  
For Jindal Worldwide Limited

  
  
(CS Kiran Geryani)  
Company Secretary & Compliance Officer



# **Jindal Worldwide Limited**

## **Memorandum And Articles Of Association**



Co. No. -04- 8942

*Fresh Certificate of Incorporation Consequent on  
CHANGE OF NAME*

*In the OFFICE OF THE REGISTRAR OF COMPANIES,  
GUJARAT, Dadra & Nagar Haveli.  
[Under the Companies Act, 1956 (1 of 1956)]*

*IN THE MATTER OF* JINDAL (INDIA) TEXTILES MILLS  
LIMITED

*I hereby certify that* JINDAL (INDIA) TEXTILES MILLS  
LIMITED

*which was originally incorporated on* 2-9-1986  
*under the Companies Act, 1956 and under the name* \_\_\_\_\_

JINDAL (INDIA) TEXTILES MILLS PRIVATE LIMITED

*having duly passed the necessary resolution in terms of Section 21/51/44  
of the Companies Act, 1956, on* 6-3-1995 *and the  
approval of the Central Government signified in writing having been  
accorded thereto by the Registrar of Companies, Gujarat, vide his letter  
dated* 18-4-95 *in terms of Government of India, Ministry  
of Law, Justice & Company Affairs, (Department of Company Affairs)  
Notification No. GSR 507(E) dated 24-06-1985 the Name of the said  
Company is this day changed to* \_\_\_\_\_

JINDAL WORLDWIDE LIMITED

*and this certificate is issued pursuant to section 23(1) of the said Act.*

*Given under my hand at AHMEDABAD*

*Dated this* 18th *day of* APRIL 1995

*One Thousand Nine Hundred NINETY* FIVE



*[Signature]*  
(V.K. PARMAR)

Asstt. Registrar of Companies, Gujarat  
Dadra & Nagar Haveli



# CERTIFICATE OF INCORPORATION

No. 8942 of 198 6-87

ता. \_\_\_\_\_ का सं. \_\_\_\_\_

I hereby certify that JINDAL (INDIA) TEXTILES  
US 421A = 4th Act  
MILLS PRIVATE LIMITED ~~Company~~  
Ahmedabad. 1/6/93

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

मे एतद् द्वारा प्रमाणित करता हुं कि आज \_\_\_\_\_

कम्पनी अधिनियम 1956 (1956 का 1) के अधीन नियमित की गई है और वह कम्पनी परिसीमित है।

मेरे हस्ताक्षर से आज ता. \_\_\_\_\_ को दिया गया

Given under my hand at AHMEDABAD

this SECOND day of SEPTEMBER

one thousand nine hundred and EIGHTY SIX.



S.K. Ravi  
(S.K. RAVI)  
Registrar of Companies  
कम्पनियों का रजिस्ट्रार, गुजरात  
GUJARAT



## CERTIFICATE OF INCORPORATION

No. 8942 of 1986-87

ता. \_\_\_\_\_ का सं. \_\_\_\_\_

I hereby certify that JINDAL (INDIA) TEXTILES  
MILLS PRIVATE LIMITED

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

मे एतद् द्वारा प्रमाणित करता हुं कि आज \_\_\_\_\_

कम्पनी अधिनियम 1956 (1956का 1) के अधीन नियमित की गई है और वह  
कम्पनी परिसीमित है।

मेरे हस्ताक्षर से आज ता. \_\_\_\_\_ को दिया गया

Given under my hand at AHMEDAPAD

this SECOND day of SEPTEMBER

one thousand nine hundred and EIGHTY SIX.



*Sd/- 21/9/86*  
(E.K.RAVI)  
Registrar of Companies  
कम्पनियोंका रजिस्ट्रार, गुजरात  
GUJARAT

**THE COMPANIES ACT, 2013**  
**MEMORANDUM OF ASSOCIATION**  
**OF**  
**JINDAL WORLDWIDE LIMITED**  
**COMPANY LIMITED BY SHARES**

**(Incorporated under the Companies Act, 1956 & Adoption as per  
The Companies Act, 2013 w.e.f. 27<sup>th</sup> September, 2017)**

“Pursuant to the Sections 4 and 13 of the Companies Act, 2013, the Company has adopted the **replacement of the Title of Part B of the Clause III** viz. “Object Clause”, **deletion of Part C of Clause III** viz. “Other Objects” and **alteration of Clause IV** viz. “Liability clause” with the new liability clause by passing the Special Resolutions in the Annual General Meeting of the Company held on **27<sup>th</sup> September, 2017**.

- I. The name of the Company is "JINDAL WORLDWIDE LIMITED".**
- II. The Registered Office of the company will be situated in the "STATE OF GUJARAT".**
- III. The objects for which the Company is established are:**
  - [A] THE MAIN OBJECTS OF THE COMPANY TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION:**
    - (1)** To Carry on the business of spinners, weavers, manufacturers, ginner, processors, packers, and balers of cotton, jute, hemp, silk, rayon, nylon, stretchlon, man-made synthetic fibres, staple fibers, wool, and any other Fibrous materials and the business of manufacturing, weaving, bleaching, printing and selling yarn, cloth of all types, linen and fabrics of all types, whether knitted or looped of importing, exporting, buying selling and/or otherwise dealing in cotton, silk, art silk, rayon, nylon, stretchlon, man-made synthetics, fibres, staple fibres, wool, hemp and other fibrous materials, yarn cloth, linen, rayon and other generally to carry on business of spinners, weavers, processors, dyers, sizers, manufacturers, and/or dealers in cotton, linen, flax, hemp, jute silk, artificial silk, rayon, man-made synthetic fibres, staple fibres, wool yarn and cloth merchants, cleaners, combers, spinners, weavers, bleachers, dyers, printers, sizers, importers, exporters, manufacturers, purchasers, sellers, and/or otherwise dealers, in above items.

- (2)** To Carry on the business of manufacturing, weaving, bleaching, dyeing, processing, mercerizing, printing, sizing, importing, exporting, purchasing, selling, and/or otherwise dealing in yarn of all types, cloth of all types and other fabrics made from cotton, Jute wool, Silk, Art Silk, rayon, Nylon, man made synthetics, fibres, staple fibres and other suitable materials and generally to carry on the business of spinning, weaving and processing, mill proprietors in all their branches.
- (3)** To gin kapas, and to spin, weave, manufacture, dye, print, clean press and pack cotton, linen silk, waste, dropping, flywool, jute, hemp, flax and other fabrics, materials and things capable of being used for dyeing, printing, combing, processing, sizing, bleaching and pressing purposes and to sell, buy or otherwise deal in all such goods, yarn, cloth and/or fibres whether made or treated or processed by the company or not to use or of dispose off any of the by-products of the company, and also to carry on the business of manufacturing, buying, selling, exchanging, converting, altering, importing, exporting, processing, twisting or otherwise handling or dealing in rayon yarn (Also known as continues filament rayon or artificial silk yarn and which expression shall include all synthetic fibre of fibers whatsoever for textile use) , staple fibre yarn (Also known as Spun Rayon) and such other fibre or fibres of fibrous materials or allied products, by-products or substances or substitutes for all/or any of them or yarn or yarns for textile or other use as may be practicable or deemed expedient.
- \*(4)** To carry on and undertake the business of finance, and trading, hire purchase, leasing and to finance lease operations of all kinds, purchasing, selling, hiring, or letting on hire all kinds of plant and machinery and equipment that the Company may think fit and to assist in financing of all and every kind and description of hire purchase or deferred payment or similar transactions and to subsidise, finance or assist in subsidising or financing the sale and maintenance of any goods, articles or commodities of all and every kind and description upon any terms whatsoever and to purchase or otherwise deal in all forms of immovable, and movable property including land and buildings, plant and machinery, equipment, ships, aircraft, automobiles, computers and all consumers, commercial and industrial items and to lease or otherwise deal with them in any manner whatsoever including resale thereof regardless of whether the property purchased and leased be new and/or used.
- \*(5)** To carry on the business of a finance company and to finance industrial enterprises and to promote companies engaged in industrial, manufacturing and trading business whether in India or out of India.
- \*(6)** To carry on the business of an investment Company and to invest in and acquire and hold and otherwise deal in shares, stocks, debentures, debenture-stock, bonds, obligations and securities issued or guaranteed by any company constituted or private Industrial Enterprises carrying on business in India or elsewhere and shares, debentures, debenture-stocks, bonds, obligations and securities issued or guaranteed by any Governments, State, dominion, sovereign, public body or authority, supreme, municipal, local or otherwise whether in India or elsewhere or guaranteed by any company or private industrial enterprises carrying on business in India or elsewhere and shares, debentures, stock, bonds, obligations, and securities issued or guaranteed by any governments, corporation, trust, authority, company and body in or out of India obtained either by subscription, borrowings, income, purchases, gift, donation or otherwise.
- \*\* (7)** To carry on activities of contractor, owner, developers of Infrastructural projects, dams, canals, Bridges, Highways, Irrigation Projects, Air Ports, Railways, tram-ways,

Water-tanks, reservoirs, marine Structure, Residential, Commercial, and Industrial Buildings, Water Supply Projects, Sewer projects, Storm Water Pipeline, excavation, Removal of Over burden Earth Moving, Mining activities, development of Special Economic Zone (SEZs) for electric, pharmaceuticals, textile, multi products, Information technology, Industries, agriculture Industries power project, electric projects Architectural work, design of structure, and any type of civil construction, repairing, renovation, removal and real estate business etc. Individually or jointly with any private party or government, local or other bodies, the business to construct, build, alter, acquire, convert, Improve, design, erect, establish, equip, develop, dismantle, pull down, turn to account, furnish, level, decorate, fabricate, install, finish, repair, maintain, search, survey, examine, taste, Inspect, modify, own, operate, protect, promote, provide, participate, reconstruct, grout, dig, excavate, pour, renovate, remodel, rebuild, undertake, contribute, assist, and to act as civil engineer, architectural engineer, interior decorator, consultant, advisor, financier, agent, broker, supervisor, administrate, contractor, sub-contractor, turn-key contractor and manager of all types of electrical, mechanical, construction and developmental work.

**\*\* (8)** To carry on either alone or jointly with one or more person, government, local or other bodies, the business to construct, build, alter, acquire, convert, improve, design, erect, establish, equip, develop, dismantle, pull down, turn to account, furnish, level, decorate, fabricate, instal finish, repair, maintain, search, survey, examine, taste, inspect, locate, modify, own, operate, protect, promote, provide, participate, reconstruct, grout, dig, excavate, pour, renovate, remodel, rebuild, undertake, contribute, assist, and to act as civil engineer, architectural engineer, interior decorator, consultant, advisor, financier, agent, broker, supervisor, administrate, contractor, sub- contractor, turn-key contractor and manager of all types of electrical, mechanical, constructions and developmental work in all its branches such as roads, ways, culverts, dams, bridges, railways, tram-ways, water-tanks, reservoirs, canals, wharves, warehouses, factories, house flats, apartments, housing towers, offices, shops, buildings, sheds, properties, godowns,, structures, drainage and sewage works, land development, water distribution and filtration systems, docks, marine, ship breaking, harbours, port development, piers, irrigation works, foundation works, flyovers, airports, runways, rock drilling, aqueducts, stadiums, hydraulic units, sanitary work, power supply works, stations, hotels, holiday resorts, shopping cum residential complex, hospitals, multistoreys, colonies, shopping complexes, super market, mall, housing projects and other similar works and for the purpose to acquire, handover, purchase, sell, own, cut to size, develop, distinctive or otherwise to deal in all source of lands and buildings, real estate venture, NRI fund management, develop Special Economic Zone (SEZs) for electric, pharmaceuticals, textile, multi products, information technology, industries, agriculture industries and to carry on all or any of the foregoing activities for building materials, goods, plants, machineries, equipments, accessories, parts, tools, fittings, articles, materials and facilities of whatsoever nature.

**\*\* (9)** To acquire for self and also for and on behalf of other by purchase, lease, exchange, hire or otherwise develop any buildings and hereditaments of any tenure or description including agricultural lands, mines, quarries, tea or coffee gardens, farms, gardens, orchards, groves, plantation and any estate or interest therein and any rights over a connected with land and buildings 50 situated and develop or to turn the same to account at may seem expedient and in particular be preparing building sites, and by constructing, reconstructing, altering improving decorative, furnishing and maintaining hotels, motels, flats, rooms, houses, market, shops, workshops, mill, factories, warehouse, cold storage, wharves, god won, offices, gardens, swimming pools, play grounds, buildings as infotech house or



otherwise, building and other properties whether belonging to the company or not to collect rents and income.

- \*\* (10)** To carry on in India or elsewhere the business of construction and to act as builders, Government contractors of prefabricated concrete building, steel structure and constructional works, and to hire concrete mini batching plant or other construction equipments and earn labour income from the usage of such machines and/or equipments, contractors, fabricators, surveyors, designers, constructional engineers, sanitary and water engineers and plumbers and to erect, construct, reconstruct, alter, improve, furnish and maintain houses, buildings of all descriptions, commercial centres, ships, hotels in connection with any buildings or building or schemes, roads, highways, docks, ships, tramways, bridges, canals, wells, sprints, dams, gardens, power plants, culverts, earthwork, channels, bowers., sewers, tanks, drains, wharfs, ports, reservoirs, sewages, embankment, irrigations, reclamations, improvements, sanitations, hotels, clubs, tanks, schools, hospitals, restaurants, bath, places of worship, playgrounds, parks, libraries, reading rooms, vehicles, stands, shops, carriages, dairy farms or any structural or architectural work of any kind, whatsoever and for such purposes to prepare estimates, designs, plans, specifications, roodels, that may be required including preparations of layouts, develop, erect, demolish, re-erect, prepare, re-model, execute, undertake, carry out, run, establish, acquire, maintain, control, manage, take on lease, purchase or acquire any work in connection with the above and generally to deal with and improve the property of the Company or any property and to import technical know, services and advice in connection with construction techniques and developments within and outside India and to undertake or direct the construction, development and the management of the property, buildings, land and estate (of any tenure or kind) of any persons or receiver or otherwise and to acquire by purchase, lease, exchange, hire or otherwise lands and property of any tenure or any interest in the same and to sell, give on lease, let, mortgage or otherwise dispose of the lands, houses, buildings and other property of the Company or others.
- \*\* (11)** To undertake and carry on the business of promoters, organizers, managers, developers of and dealers and to create thereon recreational, commercial belts as well as public utilities facilities, conveniences and amenities including embankments, residential walkways, vehicular access roads, tree-lined avenues, parks, gardens, amusement parks, swimming pools, resorts, holiday homes, dams, bridges, earthworks, housing complexes, commercial complexes, markets, hotels, motels, hospitals, nursing homes, cinema houses, educational houses, halls, auditorium, farms, farm houses, water ways, water resorts, canals, tanks, drams, culverts, channels, fountains, showers and savages.
- \*\* (12)** To acquire, establish, occupy, hold, execute, develop, turn to account, direct, maintain, organise, control, operate, run, manage, divide, sub-divide, convert, appropriate, allot, transfer, sell, lease, let on hire and deal in all types, kinds and forms of properties - whether belonging to the Company or not and any rights, title, interests therein including land, building and estate of any tenure.

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**\*** Inserted new Sub-Clauses no. 4, 5 and 6 to the Clause No. III(A) viz. "The Main Objects of The Company To Be Pursued By The Company On Its Incorporation" by passing the Special Resolution in the Extra Ordinary General Meeting held on 7<sup>th</sup> February, 1995.

**\*\*** Inserted new Sub-Clauses from No. 7 to 12 to the Clause No. III(A) viz. "The Main Objects of The Company To Be Pursued By The Company On Its Incorporation" by passing the Special Resolution in the Extra Ordinary General Meeting held on 16<sup>th</sup> January, 2007.

**[B] MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE MAIN OBJECT :**

- (1)** To sublet all or any contract time to time and upon such terms and conditions, as may be thought expedient.
- (2)** To acquire, purchase, start, run, erect and maintain land, building, factories, foundries, workshops, Mills, cold storage plants, equipments, machinery, plant and tools, industrial undertaking of any kind, warehouse, cellers, vaults, wagons for business of the company.
- (3)** To form, promote, subsidise organise and assist or aid in forming, promoting, subsidising, organizing of aiding companies, syndicates and partnerships of all kinds for the purpose of acquiring and undertaking any property and liabilities of this Company, or for advancing directly the objects thereof, which this Company may think expedient.
- (4)** To acquire from any person, firm or body corporate incorporated whether in India or elsewhere, technical information, know how, processes, engineering, manufacturing and operating data, plants, layouts and blueprints useful for the design, erection and operation of plant required for any of the businesses of the Company and to acquire any grant or licenses and other rights and benefits in the forgoing matters and things.
- (5)** To pay to promoters such remuneration and fees and otherwise recompensate them for their time and for the services rendered by them.
- (6)** To employ experts to investigate and examine into the condition, prospects, value, character and circumstances of any business concerns and undertakings and generally of assets, property or rights.
- (7)** To invest any moneys of the Company not required for the purpose of its business in such investments or securities as may be thought expedient.
- (8)** To borrow or raise or secure the payment of money by the issue or sale of debentures, debenture-stock, bonds, obligations, mortgages and securities of all kind, either perpetual or terminable and either redeemable and to charge or secure the same on the undertaking of the Company, or upon any specific property and rights, present and future, of the Company howsoever, (including the uncalled capital).
- (9)** To secure or discharge any debt or obligation of or binding on the Company in such manner as may be thought fit, and in particular by mortgage and charges upon the undertaking and all or any of the assets and property (present and future) and the uncalled capital of the Company or by the creation and issue on such terms as may be thought expedient of debentures, debenture-stock, or other securities of any description or by the issue of shares credited as fully or partly paid up.
- (10)** To facilitate and encourage the creation, issue or conversion of debentures, debenture stock, bonds, obligations, shares, stocks and securities and to act as trustees in connections with any such securities and to take part in the conversion of business concerns and undertakings in to companies.
- (11)** To give guarantees, and counter-guarantee and in particular to guarantee the payment of any principal moneys, interest or other moneys secured by or payable under any debentures, bonds, debenture-stock, mortgages, charges contracts, obligations and securities, on and the repayment of the capital of stocks and shares of all kinds and descriptions.
- (12)** To lend money with or without security and to make advances upon, hold in trust, issue, buy, sell or otherwise acquire or dispose off, on commission or otherwise any

of the securities or investments of the kinds before mentioned, or to act as agent for any of the above or the like purpose.

- (13) To act as trustees of any deeds constituting or securing any debentures, debenture stock, or other securities or obligation and to undertake and execute any other trusts, and also to undertake the office of exercise the powers of executor, administrator, receiver, custodian and trust corporation.
- (14) To constitute any trusts with a view to the issue of preferred, or any other special stocks, securities, certificates or other documents based on or representing any shares, stock or other assets appropriated for the purposes of any such trusts and to settle and regulate, and if thought fit, to undertake and execute any such trusts and to issue, hold or dispose off any such preferred, or other special stocks, securities, certificates or documents.
- (15) To appoint trustees (whether individuals or corporations) to hold securities on behalf of and to protect the interest of the Company.
- (16) To hold any property which the Company is authorized to acquire.
- (17) To enter into any arrangements with any Government or authorities Supreme, Municipal, Local or otherwise, or any person or company that may seem conducive to the Company's objects or any of them, to obtain from any such Government, authorities, person or company any rights, privileges, charters, contracts licences and concessions which the Company may think desirable to obtain, and to carry out, exercise and to comply with any such arrangements, rights, privileges, charters, contracts, licences and concessions.
- (18) Subject to Section 58A of the Companies Act, 1956 and rules framed thereunder and directions issued by reserve Bank of India, to receive money on deposit, loan or otherwise upon such terms as the Company may approve, and to give guarantees and indemnities in respect of the debts and contracts of others.
- (19) To purchase or otherwise acquire and undertake, the whole or any part of or, any interest in the business, goodwill, property, contracts, agreements, rights privileges, effects and liabilities, of any other company, corporation, partnership, body person or person carrying on, or having ceased to carry on, any business which the Company is authorised to carry on or possessed of property suitable for the purposes of the Company and upon such terms and subject to such stipulation and conditions and at or for such price or consideration (if any) in money, shares, money's worth, or otherwise as may be deemed advisable
- (20) To purchase, take on lease or in exchange, hire or otherwise acquire any immovable property, patents, licences, rights or privilege which the Company may think necessary or convenient for any business of the Company and to develop and turn to account and deal with the same in such manner as may be thought expedient and to construct, maintain and alter any buildings, or works necessary or convenient for the purposes of the Company.
- (21) To employ experts, to investigate and examine into the condition, prospects, value, character and circumstances of any business, concerns and undertaking, and generally any of assets, concessions, properties or rights, on such terms and conditions as may be thought fit.
- (22) To pay for any property or rights acquired by the Company, either in cash or fully or partly paid shares or by the issue of securities or partly in one mode and partly in another, and generally on such terms as may be determined.
- (23) To sell, mortgage exchange, lease, grant, licences, easements, and other rights over, improve, manage, develop, and turn to account and in any other manner deal

with or dispose of the undertaking, property, and assets of the Company or any part thereof in such manner and for such considerations as the Company may think fit, and in particular for shares (fully or partly paid-up) debentures, debenture-stock or securities of any other company, whether promoted by this Company for the purpose or not, and to improve, manage, develop, exchange, lease, dispose off, turn to account, or otherwise deal with all or any part of the property and rights of the Company.

- (24)** To draw, make, accept, endorse, discount, negotiate, execute and issue bills of exchange, promissory notes, and other negotiable instruments.
- (25)** To procure the registration, incorporation or recognition of the Company in or under the laws of any place inside and outside India and to do all acts necessary for carrying on, in any foreign country or colony, any business of the Company.
- (26)** To subscribe or guarantee money for any national charitable benevolent, public, general or useful object or for any exhibition or to any institution, club, society or fund.
- (27)** To grant pension, allowances, bonus or gratuities to any employee or ex-employees of the Company or its predecessors, in business or the relations, connections or dependents of any such persons, and to establish, support associations, institutions, clubs, funds, and trusts which may be considered or calculated to benefit any such person or otherwise advance the interest of the Company or of its members.
- (28)** To amalgamate with any other Company or Companies having objects altogether or in part similar to those of this Company.
- (29)** To pay all the preliminary expenses of any kind of and incidental to the formation and incorporation of the Company out of the funds of this Company.
- (30)** To distribute any of the Company's property among the members in specie in the event of winding up.
- (31)** To open all kinds of Accounts with Banks, shroffs and other institutions.
- (32)** To give donations and to advance and lend money to any person, institution, organisation, trust, fund on such terms and conditions and with or without interest or at a concessional rate of interest as may seem expedient for the fulfillment of the objects.
- (33)** To subscribe or contribute to any charitable, benevolent or useful object of a public character, the support of which will in the opinion of the Directors tend to increase the repute or popularity of the Company among its employees or the public.
- (34)** To acquire real or leasehold estate and to purchase, lease, construct or otherwise acquire or provide in any place in which any part of the business of the Company from time to time be carried on, all such offices, warehouses, workshops, buildings, houses for employees and Directors, machineries, engines, plant and appliances as may be considered requisite for the purpose of carrying on the business of the company or any part thereof.
- (35)** To develop, repair, improve, extend, maintain, manage, mortgage, charge, exchange, sell assign, transfer, dispose of, turn to account or otherwise deal with the whole or any part of the Company's property and assets.
- (36)** To erect buildings, sheds, roads or houses on any land leased or purchased or to be leased or purchased by the Company and to enlarge, alter and improve

existing, building sheet, roads or houses thereon, for the purposes of the Company's business.

- (37)** To apply for, promote, and obtain any act of parliament for legislature, charter, privilege, concession, licence or authorisation of Government, state or Municipality, provisional order or licence of the Board of Trade or other authority for enabling the Company to carry on any of the objects into effect or for expending any of the powers of the Company or for effecting any modification of the constitution of the Company or for any other purpose which may seem calculated directly or in directly to prejudice the interest of the Company.
- (38)** To become a member of association of persons, beneficiary of trust, to enter into partnership or into any arrangement for sharing profits, union of interest, cooperation, joint venture, reciprocal arrangements or otherwise with any person, firm or company incorporated or about to be incorporated, engaged in businesses the Company is authorised to carry on.
- (39)** To promote or form any company or companies for the purpose of acquiring all or part of the property, rights and liabilities of the company or undertaking any business or operation which may appear likely directly or indirectly to assist or benefit the Company or to acquire whole or any part of the business property and liabilities of other person firm or companies, by paying or contributing towards the preliminary expenses thereof by taking shares therein or by lending money.
- (40)** To establish and support funds and institutions calculated to benefit employees or ex-employees of the Company or the dependents or connections of such persons and to grant pensions and allowances.
- (41)** To train or pay for the training in India or abroad any of the Company's employees or any other candidates in the interests and for the furtherance of the Company's objects and business.
- (42)** To agree to refer to arbitration and to refer to arbitration disputes present or future, between the Company and any other company, firm or individual and to submit the same to arbitration in India or abroad and either in accordance with Indian or any other foreign system of law.
- (43)** To do all or any of the above things in any part of the world, and either as principals, agents, trustees contractors and either alone or in conjunctions with others and either by or through agents, sub-contractors, trustees or otherwise.
- (44)** To take part in the Formation, management, supervision or control of the business or operations of any company or undertaking and for that purpose to act as administrators, receivers, and to appoint and remunerate any directors, administrators, managers or accountants or other experts or agents.
- (45)** To invite and receive or without any such invitation, receive any gifts of immovable or movable property and offerings and voluntary donations or bequeaths and legacies from the shareholders or from any other persons for all or any of the objects of the Company with or without special conditions provided that such receipts or conditions are not inconsistent with or derogatory to any of the objects of the Company. Subject to such conditions as aforesaid, all such gift, donations, grants, offerings, legacies and bequeaths including lands, buildings and other immovable properties shall be treated as forming part of the part of the property of the Company and be applied accordingly. The Directors shall in their absolute discretion be entitled to decide whether they shall invite or accept any such gift, donation, grant, offering, legacy or bequeath and they shall be at liberty to refuse them without giving any reason for such refusal.

IV. The Liability of the Member(s) is limited upto the amount unpaid, if any, on the shares held by them.

V. \*\*\* The Authorised Share Capital of the Company is Rs. 30,00,00,000/- (Rupees Thirty Crores Only) divided into 30,00,00,000 (Thirty Crores Only) Equity Shares of Rs. 1/- (Rupees One Only) each.

Note: The Authorised Share Capital has been increased from Rs. 20,00,00,000/- (Rupees Twenty Crores Only) to Rs. 30,00,00,000/- (Rupees Thirty Crores Only) by passing the Resolution in the Annual General Meeting held on 30<sup>th</sup> September, 2005.

\*\* Pursuant to the Sub-Division/Stock Split; the Authorised Share Capital of the Company has been altered from existing Rs. 30 Crores divided into 3 Crores Equity Shares of Rs.10/- each to Rs. 30 Crores divided into 6 Crores Equity Shares of Rs. 5/- each; by passing a Special Resolution by the members of the Company through Postal Ballot on 08<sup>th</sup> December, 2017.

\*\*\* Pursuant to the Sub-Division/Stock Split; the Authorised Share Capital of the Company has been altered from existing Rs. 30 Crores divided into 6 Crores Equity Shares of Rs. 5/- each; to Rs. 30 Crores divided into 30 Crores Equity Shares of Rs. 1/- each; by passing a Special Resolution in the Annual General Meeting held on 28<sup>th</sup> September, 2018.



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

Sr.No.	Names, Addresses, Descriptions, Occupation and Signature of Subscribers	No. of Equity Shares taken by each Subscriber	Signature, Name, Address, Description and Occupation of the Witness
1.	<p><b>Yamunadatt Amilal Agrawal</b> S/o. Late Shri Amilal 6, North View Appartment, Navrangpura, AHMEDABAD-15.</p> <p>Occupation : Business Sd/-</p>	1 (One)	
2.	<p><b>Radheshyam Tarachand Agrawal</b> S/o. Late Shri Tarachand Agrawal 25, Rangwala Tower, Ellisbridge, AHMEDABAD-7.</p> <p>Occupation : Business Sd/-</p>	1 (One)	<p>Common witness to All  Sd/- C. N. Somani  <b>Chandra Narayan Somani</b> S/o. Badri Narayan Somani 95, Hirabhai Market, AHMEDABAD.  Chartered Accountant Sd/-</p>
3.	<p><b>Kailash Tarachand Agrawal</b> S/o. Late Shri Tarachand Agrawal Panchwati, AHMEDABAD-380015.</p> <p>Occupation : Business Sd/-</p>	1 (One)	
TOTAL		3 (Three)	

Place : **AHMEDABAD**

Dated this 11<sup>th</sup> day of **June, 1986**

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