

**MEMORANDUM
AND
ARTICLES OF ASSOCIATION**

SOM DATT FINANCE CORPORATION LIMITED

(A Public Company Limited by Shares under the Companies Act, 1956)

(The Companies Act, 1956)
(Public Limited Company Limited by Shares)
MEMORANDUM OF ASSOCIATION
OF
SOM DATT FINANCE CORPORATION LIMITED

- I. The name of the Company is SOM DATT FINANCE CORPORATION LIMITED.
- II. The Registered Office of the Company will be situated in the “**State of Telangana**”.
*(*proposed to altered from National Capital Territory of Delhi to State of Telangana via Special Resolution proposed through Postal Ballot Notice dated February 08, 2024)*
- III. The objects for which the Company is established are:
 - A) MAIN OBJECTS OF THE COMPANY TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE
 1. To carry on the business of lease, hire-purchase, motor and general finance of all movable properties of any kind including industrial machinery, plant of all kinds and financing the purchase thereof.
 2. To lend or advance money either with or without security and to arrange to negotiate loan and to carry on the business of financiers, finance brokers, money lenders and bill brokers but the Company shall not carry on any banking business as defined in the Banking Regulations Act, 1949 and the activities prohibited by the Prize Chits and Money Circulation Schemes (Banking) Act, 1978.
 3. To provide-a package of investment and/or merchant banking services by acting as Manager or Co-Manager or Advisor or in any other capacity of issue of securities to public or on private placement basis and to underwrite issue of 'securities, act as issue House, carry on business of Registrar to issue and to render all types of Consultancy, advice, liaison for Issue and related activities subject to prior approval of SEBI.
 4. To acquire, take up, hold, sell or otherwise deal in shares, stocks, debentures, debenture stocks, bonds, negotiable instruments, obligations and securities of all kinds issued or guaranteed by any company constituted or carrying on business in India or abroad including money market instruments of any kind or nature, traded on .the Stock Exchange in India or abroad; and debentures, debenture-stock, bonds, obligations and securities issued or guaranteed by any Government, sovereign, rule, commissioner, public body or authority, supreme, municipal, local or otherwise whether in India or abroad and to carry on and undertake the business of portfolio investments, in equity shares, preference shares, Stocks, Debenture (convertible and non-convertible), company deposits and to deal in Government Securities including Government Bonds, Loans, National Saving Certificates, Post Office Saving schemes, Units of

investment or money market Instruments of any kind or nature traded on the Stock Exchanges in India or abroad.

5. To provide consultancy to the industries in India and abroad for project, management, planning, finance and accounting, marketing and market research and hiring and training people.

B) OBJECTS INCIDENTAL OR ANCILIARY TO THE ATTAINMENT OF THE MAIN OBJECTS:

1. To pay all costs, charges and expenses incurred in Connection with all matters preliminary and incidental to the formation, promotion, incorporation, registration, establishment of this Company and to enter into any agreements in connection therewith.
2. To undertake agency or trading business, and to take part in supervision, organisation or control of the business or operations of any other company, association, firm of persons and to act as agents, selling agents, buying agents, association, firm of persons, and in connection therewith to appoint and remunerate any directors, accountants, assistants and other officers or experts or agents.
3. To undertake the business of buying, underwriting, investing, acquiring and holding shares, stocks, debentures, debenture stocks, bonds, notes, obligations and securities issued or guaranteed by any company or body corporate and debentures, debenture stocks, bonds, obligations, saving certificates and securities issued or guaranteed by any State or Central Government public body or authority, municipal, local *or* otherwise, whether in India or elsewhere,
4. To act in India and elsewhere as manufacturers, representatives, importers, exporters of all kinds of articles and finished goods, raw materials as may be permitted to be imported and exported by the laws prevailing in the Union of India for this purpose for the attainment of main objects of the Company.
5. To buy, sell, resell, refine, manipulate, import, export, indent and deal in all substances, apparatus and things capable of being used in any such business as aforesaid and in particular anything that may be required by any customer or person having dealing with the Company either in wholesale, retail or as commission.
6. To repair, alter, remodel, clean, renovate, convert, manipulate and prepare for resale and resell any goods and materials from time to time belonging to the Company_
7. To carry on the business of suppliers of plant, machinery and equipment, stores, tools, gadgets, devices, contraptions, instruments, spares and components, and to develop, acquire, supply plans, drawings, estimates, project reports, and know-how for industries, business, companies, services and public bodies and Governments_
8. To purchase, produce or otherwise acquire, own, hold, use lease, mortgage, pledge, sell, assign, transfer or otherwise dispose of trade, deal in goods, wares and merchandise and personal property of every class and description.

9. To purchase, take on lease or license or in exchange, hire or otherwise deal with or finance any real and or personal property and any rights or privileges and advantages of any kind whatsoever which the Company may think necessary or convenient for the purposes of its business or may enhance the value of any other property of the Company and, in particular, any real estate (freehold, leasehold or other tenure), tenements, building, easement machinery plant and stock-in-trade and on any such real estates to erect buildings, factories, sheds, godowns or other structures for the works and purposes of the Company and also for the residence and amenity of its employees, staff and other-workman and erect and install machinery and plant and other equipment deemed necessary or convenient or profitable for the purposes of the Company and either to retain any properly to be. acquired for the purposes of the Company's business or to resell, mortgage, let on lease or otherwise deal with to turn the same to account as may seem expedient.
10. To render advisory and consultancy services on foreign exchange matters to various companies, firms etc. and act as Money Changers and Authorised Dealers in Foreign Exchange.
11. To open current or savings or fixed deposits accounts with any bank, banker, shroff, or merchant and to pay into and draw money from such accounts.
12. To apply for, purchase or otherwise acquire and protect and renew in any part of the world any patents, patent rights, copyrights, trademarks, formulas, licenses, concessions, and the like conferring any exclusive or non-exclusive or limited right to use, or any secret or other information as to, an invention 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 the benefit of the Company and to use, exercise, develop or grant licenses in respect of or otherwise turn to account, the property rights of information so acquired.
13. To adopt such means of making known the articles, goods, products, appliances, manufactured or dealt in by or at the disposal of the Company as may seem expedient.
14. To appoint managers, engineers, contractors, brokers. canvassers, agents and other persons and to establish and maintain agencies or branches in any part of India or elsewhere for the purpose of the Company and to discharge and to discontinue the same.
15. To expend money on experimenting upon and testing and improving or securing any process or processes, patent or patents or protecting any invention or inventions which the Company may acquire or propose to acquire or deal with.
16. To undertake and execute any trusts, the undertaking of which may seem to the Company desirable and either gratuitous or otherwise.
17. To establish and maintain or procure the establishment and maintenance of any contributory or non-contributory provident, pension, or superannuation funds for the benefits of and give

or procure the giving of donations, gratuities, pension, allowances or emoluments or any other pecuniary aid to any person who are or were at any time in the employment or service of the Company or of any company which is a subsidiary of the Company or is allied to or associated with the Company or with any such subsidiary company or who or were at any time the directors or officers of the Company or of any such other company as aforesaid the wives, widows, families and dependents of any such person, and also establish and subsidise and subscribe to any institutions, associations, clubs or funds calculated to the benefit of or to advance the interests and well-being of the Company or at any such other Company as aforesaid, and make payments to or towards the insurance of any such person as aforesaid and to any of the matters aforesaid either alone or in conjunction with such other company as aforesaid.

18. To let on lease or hire-purchase system or to lend or otherwise dispose of any property belonging to the Company, and to finance the purchase of any article or articles, whether made by the Company or not, by way of loans or by the purchase of any such article or articles, and the letting thereof on the hire-purchase system of otherwise howsoever
19. Subject to Section 293 of the Act, to sell, lease, mortgage, grant licenses, easements and other rights, over and in any other manner whatsoever, to transfer, deal with or dispose of the undertaking, property, assets, rights and effects of the Company or any part thereof, for such consideration as the Company may think fit and in particular for shares, stocks, debentures or other securities of any other company whether or not having objects, altogether or in part similar to those of the Company.
20. Subject to Sections 391 to 394 of the Act, to apply, lender, purchase or otherwise acquire any contracts, sub-contracts, license and concessions for or in relation to objects or business herein mentioned or any of them and to undertake, execute, carry out, dispose of or otherwise turn to account the same.
21. To amalgamate, enter into partnership or make any arrangement for sharing profits, union of interests, co-operation, joint ventures or reciprocal concession or *for* limiting competition, with any individual, person or company carrying on or engaged in or about to carry on or engage in business or transaction which the Company is authorised to carry on or engage in or which can be carried on in conjunction therewith or which is being conducted so as directly or indirectly to benefit the Company.
22. To purchase or otherwise acquire and undertake the whole or any part of the business, properly, rights and liabilities of any person, firm or company, carrying on or proposing to carry on any business which this Company is authorised to carry on, or possessed of the property or rights, suitable for any of the purposes of the Company, or which can be carried on in conjunction therewith or which is capable of being conducted so as directly or indirectly to benefit the Company and to purchase, acquire, sell and deal in property, shares, stocks, debentures, debenture-stocks of any such person, firm or company and to conduct, make or to carry into effect any arrangements in regard to the winding up of the business of any such person, firm or company.
23. To establish or promote or concur or be interested in establishing or promoting any company or companies for the purpose of acquiring all or any of the property, rights and liabilities of the company of or for any other purpose whatsoever and to transfer to any such company

and to place or guarantee the placing of, underwrite, subscribe for or otherwise, acquire all or any part of the shares, debentures or other securities of any such other company and to subsidiaries or otherwise assist any such other company.

24. To acquire, purchase, take over and/or amalgamate business of a Company which under existing circumstances, from time to time any conveniently or advantageously be combined with the business of the Company, to amalgamate with companies whose business are so acquired, purchased or taken over and/or to enter into agreements with the object of acquisition of such undertakings and/or business.
25. To negotiate loans, to draw, accept, endorse, discount, buy, sell, and deal in Kilts of exchange, promissory notes, bonds, debentures, coupons and other negotiable or transferable instruments. and securities.
26. Subject to Section 58A, 292 and 293 of the Act, to borrow or raise money and discharge any debt or obligation binding on the Company in such manner as may be thought fit, and in particular, by mortgages of the undertaking and all or any of the immovable and movable property (present or future) the uncalled capital of the Company or by the creation and issue, on such terms as may be thought expedient, of debentures or debenture-stock, perpetual or otherwise, or other securities of any- description.
27. To invest other than in Company's own shares the surplus funds of the Company, from time to time, in government securities or in other securities as may from time to time be determined by the Directors, and from time to time to sell or vary all such investments and to execute all assignments, transfers, receipts, and documents that may be necessary in that behalf.
28. To receive and accept money, securities and valuables of the kinds on deposit at interest or for custody on such terms and conditions as may be expedient.
29. To make advances of such sum or sums of money upon or in respect of or for the purpose of raw materials, goods, machinery, stores or any other property, articles and things required for the purposes of the Company upon such terms with or without security, as the Company may deem expedient.
30. To appoint agents and constitute branches and agencies of the Company in India or any part of the world. In the matters and for the purpose aforesaid to act solely or jointly with any other person, company, corporation or body as the circumstances may require.
31. To pay for any property or rights acquired by the Company either in cash or by the allotment of fully or partly paid-up shares of this Company or by any securities which the Company has power to issue or partly in one mode and partly in another and generally on such terms as the Company may determine.
32. To manage real estate buildings and other properties both movable and immovable whether belonging to the Company or not and to collect rents and income and to supply to tenants and occupiers. attendants, servants, waiting rooms, reading rooms and other conveniences.
33. To develop and turn to account any real estate acquired by the Company or in which it is interested and in particular, by laying on and preparing the same for building purposes,

constructing, altering, pulling down, decoration, maintaining fitting up and improving buildings and by planting, paving, draining, cultivating and letting on building lease or building agreement and by advancing money to and entering into agreement, contracts and arrangements of all kinds with builders, contractors and others.

34. To employ experts to investigate and examine into the condition, management, prospects, value, character and circumstances of any business concerns and undertakings and generally of any assets, property or rights.
35. To provide for and furnish or secure to any members or customers of the Company or to any subscribers to or purchasers or possessors of any publication of the Company, or of any coupons or tickets, issued with any publications of the Company, any conveniences, advantages, benefits or special privileges which may seem expedient and either gratuitously or otherwise.
36. To procure the Company to be registered or recognized in any part of the world outside India.
37. To give to any officers, servants or employees of the Company any share or interest in the profits of the Company's business or any branch thereof, and whether carried on by means or through the agency of any subsidiary company or not, and for that purpose to enter into agreements/arrangements as the Company may think fit.
38. To train, pay the training in India or abroad of any of the Company's employee or any candidates in the interest of or for the furtherance of the Company's objects.
39. To establish, provide, maintain and conduct or otherwise subsidize research laboratories and experimental workshops for scientific and technical research and experiments and to undertake and carry on with all scientific and technical researches, experiments and tests of all kinds and to promote studies and research both scientific and technical, investigations and inventions by providing, subsidizing, endowing or, assisting laboratories, workshops, libraries, meetings, lectures and conferences and by providing for the award, exhibitions, scholarships, prizes and grant to students or otherwise and generally to encourage, promote and reward studies, researches, investigations, experiments, tests and inventions of any kind that may be considered to assist any of the business which the Company is authorised to carry on.
40. Subject to the provisions of the Act, to sell, improve, manage, develop, exchange, lease, mortgage, dispose of, turn to account, or otherwise deal with all or any part of the property and rights of the Company.
41. To acquire from any person, firm or body corporate whether in India or elsewhere technical information, know-how, processes, engineering, manufacturing and operating data, plans, layouts and blue prints useful for the design, erection and operation of plant required for any of the business of the Company and to acquire any grant or license and other rights and benefits in the foregoing matter and things.

42. To enter into collaboration agreement to acquire know-how and/or any financial assistance and/or acquire any plant or machinery and/or to manufacturer and/or fabricate and/or produce and/or assemble any plant and/or machinery and/or equipment under any such collaboration agreement.
43. To enter any arrangement with any Government Authority, Central, State, Local or Foreign or Public body, or person or authority or from any private individual that may seem conducive to the Company's objects or any of them and to obtain from any such Government, Authority, person or company any concessions, grants, decrees, rights, charters, contracts, licenses. powers and privileges, whatsoever which may seem to the Company capable of being turned to account, or which the Company may think directly or indirectly conducive to any of its objects or capable of being carried on in connection with its business, and lo work, develop, carry out, exercise and turn to account the same.
44. To lend advance or to give credit to such persons or companies and on such terms as may seem expedient and in particular to customers and others having dealing with the Company and to guarantee the performance of any contract or obligation and the payment of money of or by any such persons or companies and generally to give guarantee and indemnities not amounting to backing business with Banking Regulation Ac1.1949.
45. To enter into, make and perform contracts of every kind and description, agreements and arrangements with any person, firm, association, corporation, municipality, country, state, body or government or colony or dependency thereof.
46. To apply for, promote, and obtain any statute, order, regulation, other authorization or enactment which may seem calculated directly or indirectly to benefit the Company and to oppose any bills, proceedings or application which may seem calculated directly to prejudice the Company's interest.
47. To pay all costs, charges and expenses incurred or sustained in or about the promotion, incorporation and establishment of any other company, which the Company shall consider to be preliminary and incidental to the formation of that company promoted by this Company or in any company in which the Company is or may be interested.
48. To establish, organise, sponsor competition in respect of contributions or information suitable for insertion in any publications of the Company, or otherwise for any of the purposes of the Company, and to offer and grant prizes rewards and premiums of such character and on such terms as may seem expedient.

49. To procure the registration, incorporation or recognition of the Company under the laws or regulations of any other country and to do all acts necessary for carrying on any business or activity of the Company in any foreign country.
50. To obtain any provisions, order, Act of the Government for enabling the Company to carry any of its objects into effect or for effecting any modification of the Company's constitution.
51. To refer to or agree to refer any claims, demand, dispute or any other question by or against the Company or in which the Company is interested or concerned and whether between the Company and the member or members or his or their representatives or between the Company and third parties, to arbitration and to observe and perform and to do all acts, deeds, matters and things to carry out or enforce the awards.
52. To invest and deal with the moneys of the Company not immediately required in any manner.
53. To make donations to such persons or institutions either in cash or in kind as may be thought directly or indirectly conducive to any of the Company's objects or otherwise expedient and in particular to remunerate any person or corporation introducing business of this Company and also to subscribe, contribute or otherwise assist or guarantee money for charitable, scientific, religious or benevolent, national, public or other institutions, objects or for any exhibition or for any public, general or other objects and to make such other donations as may be permissible under the law.
54. To undertake, carry out, promote and sponsor programmes of promoting the social and economic welfare or the uplift of the people in any rural areas and to incur any expenditure on any program of rural development and to assist execution and promotion thereof either directly or through any agency or in any other manner. Without prejudice to the generality of the foregoing, "Programme of rural development" shall also include any programme for promoting the social and economic welfare or the uplift of the people in any rural area which is likely to promote and assist rural development and in order to implement any of the above mentioned objects or purposes the Company may transfer without consideration or at such fair or concessional value and subject to the provision of the Act divest the ownership of any property of the Company to or in favour of any Public or Local Body or Authority or Central or State Government or any Public Institutions or Trusts or any other agency devoted to the work of rural development.
55. To undertake, carry out, promote and sponsor or assist any activity for the promotion and growth of national economy and for discharging social and more responsibilities of the Company to the Public or any section of the public as also any activity which is 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 Company may think fit and the Company may in order to implement any of the above mentioned objects or purpose transfer without consideration or at fair or concessional value and subject to the provision of the Act divest the ownership of any property of the Company to or in favour of any Public or Local Body or Authority or Central or State Government or any Public institutions or Trusts or any other agency devoted to the work of rural development.

56. Without prejudice to the generality of the foregoing, to undertake, carry out, promote and sponsor any activity for publication of any books, literature, newspapers, etc. or for organising lectures, conferences or seminars, workshops, training programmes etc. likely to advance the aforesaid objects or for giving merits, awards, scholarships, loans or any other assistance to institutes, deserving students for academic pursuits or researches and for establishing, conducting, assisting any institution, funds, trust, having any one of the aforesaid objects as one of its objects.
57. To insure the whole or any part of the property of the Company either fully or partially to protect and indemnify the Company from liability or loss in any respect either fully or partially and also to insure and to protect and indemnify and part or portion thereof either on mutual principle or otherwise.
58. To sell, acquire any shares, stock, debentures, debenture-stock, bonds, obligations or securities by original subscription, tender, purchase, gift, exchange or otherwise, and to subscribe for the same either cony' ally or otherwise and to guarantee the subscription thereof, and to exercise and enforce all rig' its and powers conferred by or incidental to the ownership thereof.
59. To provide housing, educational, recreational and other amenities and tadpoles and also to finance the provision thereof lot employees and such other persons as the Company may deem expedient and necessary including directors and their wives, widows, families and dependents and to establish or subscribe to or subsidies any institutions, associations, clubs or funds calculated to be for the benefit of or to advance the interest and wellbeing of such persons, the Company or its members and to make payments to or towards the medical expenses or insurance of any such persons as aforesaid, and to grant compensation gratuities or other aid to such persons as aforesaid either alone or in conjunction with any other company allied to or associated with or a subsidiary of the Company.
60. To transact or carry on all kinds of agency business and in particular in relation to the investment of money, the sale of property and the collection and receipt of money.
61. To acquire and hold by way of investment or resale and to let on hire-purchase, lease, rent, any metals, bullion, gold, silver, silver articles. diamonds, precious stones, ornaments and jewellery and paintings and coins and manuscripts and objects of art and to pay for the same either in cash or otherwise.
62. To undertake any business or branch of business which this Company is authorised to carry on by means or through the agency of any subsidiary company or companies and to enter into any agreement/arrangement with any such subsidiary company for taking the profits and bearing the losses of any business or branch so carried on, or for financing any such subsidiary company for guaranteeing its liabilities or to make any other agreement/arrangements which may seem desirable with reference lo any other business or branch so carried on including power at any time oilier temporarily or

permanently to close any business or branch and/or to appoint directors or managers of any such subsidiary company.

63. To take or concur in taking all such steps and proceedings as may deem necessary and expedient to uphold and support the credit of the Company and to obtain and justify public confidence to avert or minimise financial disturbances which might affect the Company.
64. To subsidise, assist and guarantee the payment of money by or the performance of any contract, engagement or obligation by any person or companies and in particular customers of the Company or any person or companies, with whom the Company may have or intended to have business relations.
65. To 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.
66. To distribute in specie or otherwise as may be resolved any property or assets of the Company or any proceeds of sale or disposal of any property or assets of the Company including the shares, debentures, or other securities of any other company formed to take over the whole or any part of the assets or liability of the Company in the event of winding up.
67. To sell any patent rights or privileges belonging to the Company or which may be acquired by it, or any interest in the same and to grant licences for the use and practice of the same or any of them, and to let or allow to be used or otherwise deal with any inventions, patents or privileges in which the Company may be interested and to do all such acts and things as may be deemed expedient for turning to account any inventions, patents and privileges in which the Company may be interested.
68. The Company may at any time, invite and receive or without any such invitation receive any gifts of immovable or movable property and offering or voluntary donations or bequests and legacies either from the shareholders or from any other person for all or any of the objects of the Company with or without any special conditions provided such receipts or the conditions attached are not inconsistent with or derogatory to any gifts, donations, grants, offerings, legacies and bequests including lands, buildings and other immovable properties shall be treated as forming part of the properties of the Company and be applied accordingly. The Directors shall at their absolute discretion be entitled to decide whether they shall invite or accept any such gift, donation, grant, offering, legacy or bequest and they shall be at liberty to refuse any of them without giving any reason for such refusal.

69. To buy, sell and deal in shares, stocks, debentures, debenture-stocks, bonds, obligations, and securities issued or guaranteed by any company constituted or carrying on business in India or elsewhere and debentures, debenture stocks, bonds, sovereign, 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, debenture-stocks, bonds, obligation, or securities by original subscription, tender, purchase, exchange or otherwise and to subscribe for the same.
70. To undertake the business of financing, including factoring, credit factoring, discounting, purchasing, acquiring or otherwise dealing in any manner with the bills, receivables, invoices and other obligations, rights of other companies, supplier's guarantee and to render services like provision of finance, absorption of risk or bad debts, administering of client's sales ledgers and to receive discounts, commission and rebates in respect thereof in connection with the business of the Company.
71. To give publicity to the business and production of the Company by means of advertisement in the press, pamphlets, handbills, circulars, cinema slides or by publication of books, pamphlets, catalogues, instructions book, technical articles, periodicals and exhibition of work of art by granting rewards, prizes and donations or by participating in technical conference, symposia or the like or in any other suitable manner.
72. To do all or any of the above things and all such other things as are incidental or may be thought conducive to the attainment of the above objects or any of them in any part of the world and either as principal, agents, consultants, contractors, trustees or otherwise and by or through trustees, agents, consultants or otherwise and either alone or in conjunction with others.
73. To form, incorporate any company or companies whether in India or elsewhere, having amongst its or their objects the acquisition of all or any other object or objects which in the management of its business or the development of its 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 remunerate any person or company in any manner it shall think fit for services rendered or to be rendered, in obtaining subscription for or placing or assisting to place or to obtain subscription for or for guaranteeing the subscription of or the placing of any shares in the capital of the Company or any bonds, debentures, obligation or securities of any other company held or owned by the Company or in which the Company has any interest or in or about or about the formation or promotion of Erie 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.
74. 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 interests 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.

75. To guarantee the payment of money unsecured or secured or payable or in respect of promissory notes, bonds. Debentures, debenture-stock, contracts, mortgages, charges, obligations. instruments and securities of any company or of any authority, municipal, focal or otherwise or of any persons whomsoever, whether incorporated or not incorporated and to guarantee or become sureties for the performance of any contracts or obligations as may be necessary for the purpose of the Company.
76. To negotiate loans, to draw. Accept, endorse, discount. Buy, sell and deal in bills of exchange, promissory notes. bonds. debentures, coupons and other negotiable or transferable instruments and securities.
77. To do the above things either as principal, agents, brokers, trustees, contractors or otherwise and either by or through agents, brokers, sub- contractors, trustees or otherwise and either along or in conjunction with others and to do all such things as are incidental or conducive to the attainment of the above objects or any of them.

C) OTHER OBJECTS:

1. To carry on business of travel agency and to act as tourist agents and contractors and to facilitate travelling and to provide for tourists and travellers or promote the provision of conveniences of all kinds.
2. To carry on business as proprietors and publishers of newspapers, journals, magazines, books and literary works and undertakings.
3. To carry on all or any of the business of printers. Stationers, lithographers, type founders, stereotapes photographic printers, photo lithographers, chromo-lithographers, engravers, die-sinkers. book binders, designers, draughtsmen, paper and ink manufacturers, book sellers, publishers, advertising agents, engineers and dealers in or manufacturers of any other articles or things or any of them or concerned therewith.
4. To carry on the business as timber merchants, sawmill proprietors, furnishers and buy, sell, grow and prepare for market, import, export and deal in timber of all kinds and to manufacture and deal in articles of furniture of all kinds.
5. To carry on the business as forwarding agents, freight contractors. public carriers. and owners of motors, lorries. trucks, vessels, steam launches, planes, taxies, barges, and act as warehousemen, and otherwise as carriers by land, air and water.
6. To deal and/or to make ready and/or forward contracts in shares, grain, cotton, oilseeds, gold, silver linseed, cottonseed, jute, hessians and gunnies, hoofs and any other commodities and articles.
7. To act as financial consultants, management consultants, and provide advice, services, consultancy in various fields, general administrative, commercial, financial, legal. economic, labour, industrial, public relations, scientific, technical, direct and indirect taxation and other levies, accountancy. statistical quality control and data processing.

8. To carry on all or any of the business of manufacturers, installers, maintainers, repairers of and dealers in electrical and electronic appliances and apparatus of every description and of and in radio, television and telecommunication requisites and suppliers and electrical and electronic apparatus, appliances, equipment and stores of all kinds.
9. To purchase, hold, take on lease or exchange and finance the purchase of take on mortgage and give on mortgage, hire or otherwise acquire and hold or deal in any movable or immovable property including real estates, buildings, houses, flats, bungalows, shops, offices, godowns, patents, licences and any rights. interests and privileges therein and to develop and turn them to account or let them out on rent.
10. To carry on all or any of the business of guaranteeing the performance of any contract or obligation of any company, firm of persons and of guaranteeing the payment and repayment of the capital and principal of dividend, interest or premium payable on any stock. shares and securities, debentures debenture-stock mortgage loan and other securities issued by any company, corporation. firm or persons, including (without prejudice to the said generality) bank overdrafts, bills of exchange and promissory notes and generally of giving guarantees and indemnities and guaranteeing the fidelity of persons filling situations of trust of confidence or due performance of duties.
11. *To establish and carry on business as real estate developers, property owners, builders, estate agents, lessors, lessees, licences, building constructors on job work or works contract basis or otherwise and purchasers, vendors and dealers in real estates, buildings. structures, immovable properties or any interest in immovable properties, with or without construction in developed, semi-developed or under-developed state.

****Commencement of business under clause 11 the other objects authorised w.e.f. 23rd April, 1998.***

12. To lease and sub- lease and/or give on lease and licence terms or any other agreements/arrangements and finance the purchase of the premises owned, purchased, constructed or otherwise acquired or any portion or portions thereof with or without buildings and structures thereon to any person, firm, company or cooperative society.
13. To manufacture, repair, recondition, services, import, export. Maintain, hire, lend or lease or finance the purchase of or otherwise deal in all kinds of machinery, apparatus, equipment's, spare parts. accessories and all kinds of instruments and appliances, mill machineries, printing machineries. motor cars, trucks, tractors, steam boilers, iron founders' furnaces, drilling machineries, mining machineries, electrical machineries and all other kinds of products required in the running of factories and workshop and other industrial activities of any kinds whatsoever and also carry on the business of machinery and equipment leasing and licensing in general.
14. To engineer, develop, design, assemble, manufacture, produce, import, export. buy, sell, operate, or otherwise deal in motor trucks, motor cars, motor buses, motor vans, motor wagons, motor- jeeps, motor-cycles, scooters, mopeds. motor launches, trolleys, trailers, light commercial vehicles, amphibious vehicles and other vehicles and conveyances capable of being operated with any motive power and for use on land, sea or air, automotive ancillary parts such as: engine parts, drive transmissions and steering parts, suspension-braking parts, other ancillaries body building, chassis, frames, power train, spares, accessories, fittings, mobile workshops, garage equipment's and tools, material handling, earth moving and agricultural machines and vehicles, petrol and diesel engines,

tools, plants, tractors. equipment's, spares, appliances. Implements, accessories, mobile or otherwise; transportation and other vehicles and machine including vehicles and machines for agricultural and land reclamation, drainage, irrigation, water works, engineering, forest clearing, pumping and other purposes; engines for marine, earth moving, amphibious, agricultural and land reclamation and other such uses and applications and vehicles therefore.

15. To carry on the business of ginner, spinners, weavers, flax manufacturers, balers and pressers of all cotton, jute, silk, hemp, wool, hair rayon, nylon and other fibrous materials including manmade fibres and the business of buyers and sellers of and dealers in cotton, jute, silk, flax, hemp, wool, hair, rayon, and any other fibrous materials and transacting all manufacturing, curing, preparing, Colouring, dyeing or bleaching processes and purchasing, and vending the raw material and manufactured articles; purchasing, combing, preparing, spinning, weaving, dyeing, bleaching, printing, manufacturing, selling and otherwise dealing in yarn, linen, cloth and other goods and fabrics made from cotton, jute, silk, flax, hemp wool hair, rayon, nylon and any other fibres or fibrous substances including man-made fibres, weaving and otherwise manufacturing, buying, selling and dealing in all kinds of cloth and other goods and fabrics whether textiles. felted, netted, or looped and vitriol, bleaching, sizing, dyeing, printing and other processing materials.
16. To carry on the iron-founders, mechanical engineers and manufactures of agricultural implements and other machinery tool-makers, brass-founders, metals-workers boiler-makers mill weights, machinists. iron and steel converters, smiths, wood workers, builders, painters, metallurgists, electrical engineers, water-supply engineers, gas makers. farmers. printers, carriers and merchants.
17. To establish and carry on schools or colleges and to provide for the delivery and holding or lectures, exhibitions, public meetings, classes and conference, calculated directly or indirectly to advance the cause of education, whether general, professional or technical and primarily for the purpose of promotion of the interest of the Company
18. To purchase, take on lease or otherwise acquire or finance the purchase of any mines, mining rights and metalliferous land in India or elsewhere, and any interest therein, and to explore, work, exercise, develop and turn to account the same: to crush, win, get, quarry, smelt, calcine, refine, dress, amalgamate, manipulate and prepare for market ore, metal and mineral substances of all kinds and to carry on any other metallurgical operations which may seem conducive to the Company's objects.
19. To engage in coastal and international shipping in India or in any part of the world to purchase, charter, hire, build or otherwise acquire, steam and other ships or vessel and to employ the same in conveyance of passengers, mails and merchandise of all kinds in any part of the world and to undertake and carry on all or any of the trades and business of shippers, ship owners, ship repairers, ship brokers, agents, aeroplane owners and carriers.
20. To carry on the business as tanners, curriers and manufactures of leather, and all description of goods, wholly or partly of leather, to design, develop, manufacture, produce, process, assemble and distribute, export all types of leather and allied products manufactured from leather such as insoles and foot-wear, maintain related accessories, manufacture, processing and selling regenerated leather, leather sheets, and strips as may be deemed expedient.
21. To carry on the business of manufacturing, processing formalising, producing, buying, selling, exporting, importing or otherwise dealing in all types of photos sensitive photographic and cinematographic goods like films, photo sensitive paper, photo-chemicals, sensitized products,

whether exposed or non-exposed or developed and films or x-ray and other medicinal purposes including plates, sheets rolls or any other form.

22. To establish and carry on the business as manufacturers of and dealers in all kinds of engineering good including textile machinery, rayon and synthetic fibre machinery, jute making machinery, hosiery equipment, shoe making machinery, flour mill and rle mill machinery, dairy machinery, rubber machinery, mining machinery, chemical and pharmaceutical machinery, paper making machinery, tea garden machinery, tea processing machinery, cement making plants, weigh bridges and scales and all types of light or heavy engineering machinery, agricultural implements of all' kinds; tungsten and other hard metal products including tips, tools and diamond dies and components, accessories; attachments, pans and spares thereof.
23. To establish and carry on the business as manufacturers of and dealers in manufacturing gauges whether mechanically, electrically or electronically operated including thermometers. barometers, speedometers milli meters ammeters, voltmeters. hygrometers. hydrometers, micro meters, water meters, steam meters, electricity meters, vernier gauges, screw, pitch, filter and radius gauges, slip gauges, pneumatic gauges, setting masters. comparators, dial indicators, measuring instruments. measuring tapes, scares. calipers. protractors, watches. clocks, stop watches and all other types of gauges; indicating, recording and regulating devices for pressure, temperature, rate of flow, weights. measurements and the like; mathematical surveying and drawing instruments, firefighting equipment and appliances including fire engines.
24. To establish and carry on the business as manufacturers of and dealers in all kinds of apparatus and appliances for communication or entertainment including radios transistors. radio accessories, wireless communication apparatus, wireless sets, television sets, aerials, antennae, T.V. tuners, lubes, diodes. triodes valves. gramophones, tape recorders record changers- microphones, loudspeakers, earphones, hearing aids, teaching aids and other electrical equipment, telephone, telegraph, teleprinter, telex, intercommunication equipment and all components thereof.
25. To establish and carry on the business as manufacturers of and dealers in soaps vanaspati. refined oils, edible or other vegetable oils, animal fats and their by-products, and an" oleaginous, saponaceous and detergent substances and all kinds of ointments, toilet requisites, perfumes, hair. oils, lotions, cosmetics, emulsions, pastes; and industrial and other preparations including oil pigments, paints, varnishers, colours. plaster of Paris, gums, glue. gelatine adhesives.
26. To-establish and carry on the business of supplying generals' electric power and to acquire the right to use or manufacture telephones, phonographs, dynamos, generators, accumulators and all apparatus now known or which may hereafter be invented in connection with the generation, accumulation, distribution, supply and employment of electricity or any power that can be used as a substitute, therefore. including constructing and establishing power stations and laying and fixing all cables, wires, lines or appliances tor connecting apparatus at a distance with other apparatus and including the formation of exchanges or centres and to light cities, towns, streets, docks, markets theatres, buildings, place both public and private.
27. To establish and carry on in all its branches the business, manufacturers, purchasers, processors, refiners. Importers, exporters, sellers of and dealers in cement, asbestos, alumina cement, Portland cement, lime and limestone, kankar, plasters, gypsum, gypsum board, wall board insulating board, plastic board, wooden board, plywood, laminates fiber board, particle board and other insulation boards; artificial stone and materials of every kind used in the manufacture thereof whiting clay,

concrete gravel, sand, sacks, bricks, tiles, building -materials of all kinds and all material analogous to or connected therewith and the business of miners, metallurgists, builders, contractors. quarry owners and to or purchase and vend all materials, raw products or otherwise and all articles in any ways connected with the said business and to acquire, erect, construct, establish, operate and maintain cement factories; lime stone quarries. workshops and other works.

28. To promote and establish companies for the prosecution or execution of undertakings, works, projects or enterprises of any description whatsoever in any part of the world, and to acquire and manage such companies.
29. To establish and carry on the business as manufacturers or as dealers in office and household appliances, fittings and equipment including *inter-alia* machines, knitting machines, embroidering machines, mixies, geysers, typewriters, duplicators, photostat machines, copying machines, calculating machines, talking machines, dictophones, desert coolers, water coolers, air conditioners, refrigeration equipment of all sorts, vacuum cleaners, hurricane lanterns hazes, torches, lamps of all kinds, iron and steel and cases/sheet metal products including almirahs, safes, sheets cash boxes, racks, chairs, tables, hospital appliances. utensils, table wares, silverware cutlery sets, bathroom fittings and components, accessories, attachments, parts and spares thereof.
30. To establish and carry on the business as manufacturers of and dealers in all kinds of electrical goods including inter-alia capacitors, chokes cut-outs, circuit breakers. lightings arrestors, ignition coils, commutators. switches, solenoids, relays, flashers, dippers, heating elements, filaments, motors rubines, transformers. Alternators, induction coils, railway signals, and inter-locking apparatus, electronic devices of all kinds including computers, calculators, minicomputers, data logging systems; tube lights, vapour lamps, all kinds of electric lamps including gas filled lamps, vacuum lamps, carton lamps, arc lamps, and electric discharge tubes, x-ray tubes and vapour lamps, fans, wires, cables, winding wires; electric heaters, storage. storage batteries, acid accumulators, cells, dry cells, voltage regulators and stabilisers and components, accessories and parts thereof.
31. To establish and carry on the business of paper markers, manufacturers of card board, straw board, writing paper, printing paper. wrapping paper, newsprint. packaging paper corrugated pa• per, craft paper and the like and makers of all goods from wood, wood pulp or synthetic or natural fibres a dolher items connected therewith.
32. To establish and carry on the business as manufacturers of and dealers in ceramic products of all kinds including table-ware, sanitary ware, insulators, firebricks, refractories, tiles. furnace lining, insulators and glass items of all kinds.
33. To carry on the business of buying, selling, exporting, trading. merchandising or acting as distributors, stockists. warehousing agents and in any other manner dealing in products, goods and commodities of any kind.
34. To act as financial intermediaries/portfolio managers and to pool, mobilize and manage funds of the investors whether by way of growth fund. mutual fund, income fund. venture, risk fund, tax exemption fund, tariff fund and to pass on the benefits or portfolio investments to the investors as dividends. bonus shares. interests etc; and to provide a complete range of personal financial services subject to prior approval of SEBI.

35. (a) To carry on, establish, Organize, manage, promote, provide, operate, conduct and develop life insurance and general assurance business in all its branches & manifestations in India or elsewhere and for this purpose to operate various schemes including whole life insurance, endowment insurance, double benefit insurance, medical insurance, fire, riot, earth-quake, natural calamity or crop insurance, loss of profit insurance, annuity plans, gratuity plans, fixed income plans and such other schemes and plans as may be considered expedient necessary from time to time.
- b. To act as agents, representatives, surveyors, sub-insurance agents, franchisers, consultants, advisors, collaborators, in life and general insurance.
- c. To engage in all activities which are incidental and allied or related to insurance business and for this purpose to apply, approach, acquire, hold and procure such rights, titles, entitlements, licences and permissions from Government, Semi-Government, local authorities, public bodies, undertaking and from such other authorities as may be necessary and expedient.
36. To carry on the business of Credit Cards, Travel cards, Hotel Cards, Charge Cards, Cash Cards and other special purpose Card scheme facilities, to extend credit facilities and to undertake all activities related thereof.
37. To carry on the business of buying underwriting, investing, acquiring and holding shares, stocks, debenture-stocks, bonds, notes and securities of any kinds and also to act as brokers for dealing in all type of securities subject to prior approval of SEBI.
38. To carry on the business of issuing, accepting, exchanging, honouring or causing to issues accept, exchange or honour, Travelers Cheques, Gift Vouchers and the like.

AND IT-IS HEREBY DECLARED THAT:

- i) The objects incidental or ancillary to the attainment of the main objects of the Company as aforesaid shall also be incidental or ancillary to the attainment of the other objects of the Company herein mentioned.
- ii) The objects set forth in each of the several causes of paragraph hereof shall extend to the whole of India and to all parts of the world. and the objects set forth in any cause or subclause/Paragraph C shall, subject to the provisions of the Companies Act 1956, be independent and shall not, in any way, be limited or restricted by reference to or inference from the terms of the clauses of sub-Paragraph A or by the name of the Company.
- iv) The liabilities of the member are limited.
- v) The Authorised Share Capital of the Company is Rs. 25,00,00,000 (Rupees Twenty five crores only) divided into 2,00,00,000 (Two crore) Equity Shares of Rs,10/- (Rupees Ten only) each and 50,00,000 (Fifty lacs) Preference Shares of Re.10/ (Rupees Ten only) each, with powers to increase or reduce the capital of the Company for the time being into several classes and to attach thereof respectively such preferential, deferred, qualified or special rights, privileges or conditions as may be determined by or in accordance with the Articles of Association of the Company and to vary, modify, amalgamate or abrogate any such rights, privileges or conditions in such manner as may for the time being provided by the Articles of Association at the Company.

*Commencement of business under clause 35 of the other objects authorised w.e.f. 30th September, 2000.

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

Names, Descriptions Occupation and Addresses of Subscriber	No; of Equity Shares taken by Subscriber	Name, Address and Description of Witness (s) :-
Usha Datta W/o Dr. Som Datt C-22, Greater Kailash, Part-1, New Delhi Business Sd/-	10 (Ten) Equity Shares	Witness to all the signatures: - Sd/- SN Chaudhuri (S. N. Chaudhari) Chartered Accountants S/o. Late Haridas Chaudhari 10. Old Post Office St, Calcutta- 700001
Anuradha Datt Munjal W/o Sanjay Munjal D-3, Saket, New Delhi Business Sd/-	10 (Ten) Equity Shares	
Latika Datt Abbott W/o. Navdeep Abbott C-14, Defence colony, New Delhi Business Sd/-	10 (Ten) Equity Shares	
Charu Datt Bhatia W/o. Sanjay Bhatia G-108, Saket, New Delhi Business Sd/-	10 (Ten) Equity Shares	
D N Sachdeva S/o. Late A. N. Sachdeva, E-31, Greater Kailash, Part-1, New Delhi Business Sd/-	10 (Ten) Equity Shares	
Kawalijit Singh S/o Lalu L Singh 538, Mt. Kailash, East of Kailash, New Delhi Service Sd/-	10 (Ten) Equity Shares	
Surender K Azad S/o. Dr. J. L. Azad, B-2/100, Safdarjang, Enclave, New Delhi Service Sd/-	10 (Ten) Equity Shares	
Total	70 (seventy Equity Shares)	