

THE COMPANIES ACT, 1956
COMPANY LIMITED BY SHARES

**Memorandum
and
Articles
of
Association**

OF

ARCL ORGANICS LIMITED

THE COMPANIES ACT, 1956

COMPANY LIMITED BY SHARES

**MEMORANDUM OF ASSOCIATION
OF
ARCL ORGANICS LIMITED**

- I. The Name of the Company is ARCL ORGANICS LIMITED.
- II. The Registered Office of the Company will be situated in the State of West Bengal.
- III. The objects for which the Company is established are :-
 - (A). MAIN OBJECTS TO BE PURSUED ON THE INCORPORATION:
 1. To carry on business as Traders, Manufacturers, Formulators, Processors, Producers, Growers, Fermentators, Distillers, Refiners, Makers, Importers, Exporters, Buyers, Sellers, Suppliers, Stockists, Agents, Merchants, Distributors and Concessionaries; of and Dealers in Solvent, Thinner, Methanol, Ammonia, Sulphuric Acid, Acetaldehyde, Phenol, Formalin, Urea, Ammonium Sulphate, Acetic Acid, Sodium Hypochloride, Hydrochloric Acid, Alkylphenols, Paraformaldehyde, Penlacrythol, Modified PPE Resin, Epoxy compounds, Phenolic Resins, Polyacetal Resin, Sodium Formalate, Acrylic Resins, BT Resins (Bismaleimide-triazine resin), Urea Resins, Unsaturated Polyester Resins, Xylene Resins, Polycarbonate Resins, Moulding Materials, Laminate Board, Copper clad laminates, Formic acid, Sodium Hydrosulphite, Fumed Wax Resins, FRP/Plywood composite panels, Ageless (Oxygen absorber) and all other Chemicals.
 2. To carry on business of civil, mechanical, electrical and consulting engineers, agricultural engineers, aeronautical engineers, aviation engineers, construction engineers and engineers in all branches of work whatsoever known to engineering, erectors, mechanics manufacturers of agricultural implements and any other kind of machinery which is used for the purpose of agriculture or for any other purpose whatsoever and/or any part thereof or accessories thereto; foundries; manufacturers of welding appliances and of all, or any, parts thereof or accessories thereto; boiler makers; millwrights, wire drawers, lobe makers, iron and steel converters, smiths, wheelwrights, wood workers, metallurgists, galvanizers, japanners, enamellers, electroplaters, silver platers, nickel-plates, varnishers, vulcanizers; water supply and hydraulic engineers, machine engineers, motor engineers, painters and packing case makers manufacturers of all other instruments used in or in connection with any of the above business; and of motors, machinery and scientific appliances, apparatus and devices of every description whatsoever, tanning stock, timber goods, iron, steel and other metal implements, tools, utensils and conveniences of every kind.
 - (3). To carry on the business of manufacturers of ferrous and non ferrous metals, alloy steels, ferro alloys, pig iron, wrought iron, steel converters, hot rolled steel markers, miners, smelters, engineers, iron and steel foundries in all or any of their respective branches, Metallurgical prospectors, explorers, contractors, agents and to establish workshops for the manufacture of any equipment required for any of the industries which the company can undertake and to rent such equipment.

- (4) To carry on business as manufacturers, fabricators, producers, importers, exporters, retailers, agents, stockiest, retailers, traders or brokers of all kinds of foundry equipments mould boxes Ingot moulds, material handing equipments, tools, machine tools, gadgets, accessories, spares and machinery including steam engines and turbines, Internal combustion engines and other types or prime movers, Industrial machinery e especially for textiles, jute rayon, sugar, tea, mining metallurgical, chemical, glass, chemicals, pharmaceutical and paper industries, general items or machinery Such as equipments for various units, processes including also induction equipment, conveying equipment, size supanillon units, mixurs and reactors, centrifugal machines, evaporators, distillation equipment crystatlisers, driers, power driven pumps reciprocating centrifugal and the like, au and gas compressors and vacuum pipes, electrical furnaces, refrigeration and fire lighting equipment, high tonsil bolts and nuts, expanded metal, fishing hooks and tackle, grinding wheels, segments and media, pins, and malleable castings.

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

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| Construct and superintend buildings offices, atructures. | 1. | To purchase, acquire, build, construct, alter, maintain, enlarge, equip, pulldown, remove or replace and to work manage and control any buildings, offices, factories, mills laboratories shops, machinery equipment, apparatus, engines, roadways, trolleyways, reservoirs, watercourses, electric works and other works and conveniences which may seen calculated directly or indirectly to advance the main objects of the Company and to join with any other person or body corporate in doing any of these things. |
| Import and purchases of machniery, development of lands. | 2. | To import and purchase any machinery, implements, apparatus, equipments, materials articles and stores and to do all things for developing the property and resources of the estates and lands in such manner as the Company may think best. |
| Purchase lease, exchange of property, etc. | 3. | To purchase, take on lease or tenancy or in exchange hire take options over or otherwise acquire for any estate or interest whatsoever and to hold develop, plant, improve, work, cultivate, deal with and turn to account concessions, grants, decrees licences, privileges, claims, options, leases, property real or personal, or right or powers of any kind which may appear to be necessary or convenient for attaining the main object of the Company and to purchase, charter, hire build or otherwise acquire crafts, cars, vans or vehicles of any description and to employ the same in the business of the Company. |
| Technical information and know how. | 4. | To acquire from any person, firm or body corporate or unincorporate, whether in India or elsewhere, technical information, know-how, processes, engineering, manufacturing and oeprating data plans, lay-outs and blue prints useful for the designing, erection and operation of plant, machinery of apparatus required for attaining the main objects of the company and to acquire any grant or licence and other rights and benefits in connection therewith. |
| Carry on of other business. | 5. | To do other things ancillary to main business that may seen to the company capable of being conventently carried on in connection with the main objects or calculated directly or indirectly to enhance the value of or render profitable any of the company's property or rights or which it may be advisable to undertake with a view to improving, developing, rendering valuable or turning to account any property, real or personal, belonging to the company or in which the company may be interested and to do all or any of the above things, either as principals, agents, trustees, contractors or otherwise and either alone or in conjunction with other and either by or through agents, sub-contractors, trustees or otherwise. |
| Disposal of undretaking and property of Company. | 6. | To sell, exchange, mortgage, let on lease, royalty or tribute, grant licences, easements, options and other rights over and in any other manner deal with or dispose of the whole or any part of the undertaking property, assets, rights and effects of the company for such |

	consideration as may be through fit and in particular for stocks, shares whether fully or partly paid up, or securities of any other company.	
7.	To pay for any rights or property acquired by the company and to remunerate any person, firm or body corporate rendering services to the company either by cash payment or by allotment to him or them of shares or securities of the company as paid up in full or in part or otherwise.	Payment of property and services.
8.	To lend and advance money, either with or without security and give credit to such persons (including Government) and upon such terms and conditions as the company may think fit, but not amounting to banking business.	Advances deposits and loans.
9.	To undertake financial and commercial obligations, transactions and operations for achievement of the main objects of the Company.	Financial and commercial obligations.
10.	To guarantee the performance of any contract or obligations of and the payment of money unsecured or secured of, and interest on any debenture, debenture stock or securities of any company, corporation, firm or person in any case in which such guarantee may be considered likely directly or indirectly to further the main objects of the company and in the above context to act as sureties.	Guarantee and surety
11.	To invest any money of the company in such investments (other than shares or stock in the company) as may be through proper and to hold, sell or otherwise deal with such investments.	Investment
12.	Subjects to the provisions of law in force for the time being and directives issued by R.B.I. to receive money on deposit or loan and borrow or raise money in such manner as the company shall think fit, and in particular by the issue of debentures, or debenture stock (perpetual or otherwise) and to secure the repayment of any money borrowed, raised or owing by mortgage, charge or lien upon all or any of the property or assets of the company (both present and future) including its uncalled capital and also by a similar mortgage, charge or lien to secure and guarantee the performance by the company or any company of any obligation undertaken by the company or any other person or company as the case may be.	Borrowing
13.	To draw, make accept, endorse, discount, negotiate, execute and issue bills of exchange, promissory bills of lading, warrants, debentures and other negotiable or transferable instrument or securities.	Negotiable instrument.
14.	To apply for, purchase or otherwise acquire and protect, prolong and renew in any part of the world, any patents, patent rights, brevets invention trade marks, designs, licences, protections, concessions and the like conferring any exclusive or non-exclusive or limited right to their use or and secret or other information as to may invention, process, or privilege which may seem capable of being used for any of the purposes of the company or the acquisition of which may seem calculated directly or indirectly to benefit the company and to use, exercise, develop, grant licences or privileges in respect of or otherwise turn to account, the property rights and information so acquired.	Patents, etc.
15.	To expend money in experimenting on and testing and testing and in improving or seeking topatent rights, invention, discoveries, process or information of the company or which the company may acquire or purpose to acquire.	Improvement of patents and other rights.
16.	To establish, provide, maintain and conduct research and other laboratories, training colleges school and other institutions for the training, education and instruction of students and others who may desire to avail themselves of the same and to provide for the delivery and holding of techtures, demonstrations, exhibitions, classes, meeting and conferences in connection therewith.	Research laboraories, colleges and provision of lectures.

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| Require and undertake business. | 17. | To acquire and undertake all or any part of the business properly and liabilities of any person or company carrying on or proposing to carry on any business which this company is authorised to carry on or possessed of properly, suitable for 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. |
| Registration of Company outside India | 18. | To procure the registration or recognition of the company in or under the laws of any place outside India and to open branches of the Company at any place whether in India or outside India. |
| Promotion | 19. | To form, incorporate, or promote any company or companies, whether in India or elsewhere, having amongst its or their objects the acquisition of all or any of the assets or control or development of the company or any other object or objects which in the opinion of the company could or might directly or indirectly assist the company in the development of its properties or otherwise prove advantageous to the company and to pay all of the costs and expenses incurred in connection with any such promotion or incorporation and to remunerate any person or company in any manner it shall think fit for services rendered or to be rendered. |
| Amalgamation and partnership. | 20. | Subject to the provisions of the Companies Act, 1956 or any re-enactment thereof for the time being in force, to amalgamate or to enter into partnership or into any arrangement for shares, union of interest, co-operation, joint-adventure or reciprocal concession with any person or persons or company or companies carrying on or engaged in, or about to carry on or engage in, or being authorised to carry on or engage in any 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 capable of being conducted so as directly or indirectly to benefit the Company. |
| Government and other concessions and to promote and oppose legislation. | 21. | To enter into any arrangements and to take all necessary or proper steps with Governments or with other authorities supreme, national, local, municipal or otherwise of any place in which the company may have interests and to carry on any negotiations or operations for the purpose of directly or indirectly carrying out the objects of the company or effecting any modifications in the constitutions of the company or furthering the interests of its members and to oppose any such steps taken by any other company firm or person which may be considered likely directly or indirectly to prejudice the interest of the company or its members and to promote or assist the promotion, whether directly or indirectly of any legislation which may appear to be in the interests of the company and to oppose and resist, whether directly or indirectly, any legislation which may seem disadvantageous to the company any to obtain from any such Government authority or any company any charters contracts, decrees, rights, grants, loans, privileges or concessions which the company may think it desirable to obtain and carry out, exercise and comply with any such arrangements, charters, decrees, rights, privileges or concessions. |
| Publicity | 22. | To adopt such means of making known the products of the company as may seem expedient and in particular by advertising in the press or any other media by purchase, exhibition or reproduction, of works or art or interest, by publication of books, pictures, and periodicals and by granting prizes, rewards and donations, or in such other manner as the Company may deem desirable. |
| Trusts | 23. | To undertake and execute any trust, the undertaking of which may seem in the company desirable, and either gratuitously or otherwise and vest any or personal property, rights or interest acquired by or belonging to the company, and with or without any declared trust in favour of the company for the purpose of the business of the company. |

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| 24. To apply the assets of the company in any way in or towards the establishment, maintenance or extension of any association, institution or fund in anyway connected with any particular trade or business or with trade or commerce generally and particularly with the trade, including any association, institution or fund for the protection of the interest of masters, owners and employers against loss by-bad debts, strikes, combination, fire, accidents or otherwise or for the benefit of any clerks, workmen or other at any time employed by the company or any of its predecessors in business or their families or dependents and whether or not in common with other persons or classes of persons and in particular of friendly, cooperative and other societies, reading rooms, libraries, educational and charitable institutions refectories, dining and recreation rooms, churches, chapets, temples, schools and hospital and to grant gratuities, pensions and allowances and to contribute to any funds raised by public or local subscriptions for any purpose whatsoever. | Establishment of association connected with Company or for benefit of employees of Company. |
| 25. To aid, pecunarily or otherwise, any association, body or movement having for an object the solution settlement, or surmounting of industrial or labour problems or troubles or the promotion of industry of trade. | Aid to labour and other Industrial associations. |
| 26. Subject to the provisions of the Companies Act, 1956 to subscribe or guarantee money for any national, charitable, benevolent, public, general or useful object or for any exhibition subject to the compliance of Central and State laws. | Donations |
| 27. To establish and maintain or procure the establishment and maintenance of any contributory or non-contributory pensioner super annuation funds for the benefit of, and give or procure the giving of donations, gratuities, pensions, allowances or emoluments to any persons 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 are or were at any time Directors or officers of the company or of any such other company as aforesaid, and the wives, widows, families and dependents of any such persons, and also establish and subsidise and subscribe to any institution, association, clubs or funds considered to be for the benefit of or to advance the interests and well-being of the company or of any such other company as aforesaid and make payments to or towards the insurance of any such person as aforesaid and do any of the matters aforesaid, either alone or in conjunction with any such other company as aforesaid, subject to the compliance of Central and State laws. | Provident Institutions. |
| 28. Subject to the provisions of any law for the time being in force, to distribute among the members in specie any property of the Company or any proceeds of sale or disposal of any property of the Company in the event of winding up- | Distribution in specie |
| 29. To undertake, carry out, promote and sponsor rural development including any programme for promoting the social and economic welfare of, or the upliftment of the people in any rural area and to incur any expenditure on any programme of rural development and to assist execution and promotion thereof either directly, or through an independent 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 of, or the uplift of the people in any rural area which the Directors consider is likely to promote and assist rural development and that the words "rural area" shall include such area as may be regarded as rural area under the Income Tax 1961, or any other law relating to rural development for the time being in force or as may be regarded by the Directors as rural areas and the Directors may at their discretion in order to implement any of the above mentioned objects or purposes transfer without consideration or at such fair or concessional value as the Directors may think fit and divest the ownership of any property of the Company | Programmes for rural development social and economic welfare etc. |

to or in favour of any Public or Local body or Authority or Central or State Government or any Public Institution or Trust or Fund as the Directors may approve.

Promotion and growth
of national economy
etc.

30. To undertake, carry out, promote and sponsor or assist any activity for the promotion and growth of the national economy and for discharging what Directors may consider to be social and moral responsibilities of the Company to the Public or any section of the public as also any activity which the Directors consider likely to promote national welfare or social, economic or moral uplift of the people or any section of the people and in such manner and by such means as the Directors may think fit and the Directors may without prejudice to the generality of the foregoing, undertake, carry out, promote and sponsor any activity for publication of any books, literature, newspaper, etc. or for organising lectures or seminars likely to advance these objects or for giving merit awards, scholarships, loans or any other assistance to deserving students or other scholars or persons to enable them to prosecute their studies or academic pursuits or researches and for establishing, conducting or assisting any institution, fund, trust, etc. having any one of the aforesaid objects or purposes transfer without consideration or at such fair or concessional value as the Directors may think fit and divest the ownership of any property of the Company to or in favour of any Public or Local Body or Authority or Central State Government or any Public Institution or Trust or Fund as the Directors may approve.
31. To buy, sell, repair alter, improve, exchange, let out on hire, import, export and deal in all factories, works, plant, machinery, tools, utensils, appliances, apparatus, products, materials, substances, articles, and things capable of being used in any business which this company is competent to carry on or required by any customers of or persons having dealing with the the company or commonly dealt in by persons engaged in any such business or which may seem capable of being profitably deal with in connection therewith and to "manufacture, experiment with render marketable and deal in all products of residual and by-products incidental to or obtained in any of the business carried on by the company and to do all such other things as may be deemed incidental or conducive to the attainment of the main objects of the company or any of the .

(C) THE OTHER OBJECTS FOR WHICH THE COMPANY IS ESTABLISHED ARE :

Consultants

1. (a) To carry on the business of consultants and advisers to individuals, bodies corporate societies, undertakings, institutions, associations, government, local authorities and other relating to the administration, organisation and management of industry and business and generally to carry on the business of industrial and business consultants and to carry on business of advisers on problems relating to the administration and organisation of industry and business and the training of the personnel for industry and business and to carry on all or any of the business of industrial business and personnel consultants and of all systems of processes relating to production, storage, distribution and marketing and sale of goods and/or relating to the rendering of services.
- (b) To purchase, sell, export, import, manufacture, acquire, instal hire, lend and otherwise use and deal in data processing machines including computers, peripherals and softwares and to undertake all types of data processing jobs for industry and trade and to do any other act and carry out any other contract for the promotion, continuance and advancement of the said business and to act as consultants on matters mentioned here in above and to run and conduct bureau for computer service and in particular to develop, design, programme, conduct feasibility studies and also to acquire and their run agency for computers repair, maintenance and their installation.

2. (a) To carry on business as manufacturers, dealers, designers, agents, exporters and importers, fabricators, assemblers, producers, processors, repairers, traders or otherwise of electrical, electro chemical, electro mechanical, electro magnetic and other devices, appliances, instruments equipments, gadgets, processes, including all kinds of audio visual, consumer, professional, defence, office, process control, industrial, medical, aero space, geo-science, communication, passive, broadcasting and power generation, electronics and computer and related products including their peripherals and for the propose of the forging, without limiting the generally materials accessories, components and spare parts and plant and machinery used in connection therewith. Electronics
- (b) To carry on establish, organise and conduct business of electrical, mechanical, structural, civil and general engineers and wiring contractors, electricians, suppliers, of electricity for the purpose of light, hear, motive power or otherwise and as mechanical and chemical engineer for commercial and domestic purpose and to manufacture and deal in all sorts of electrical equipments, apparata implements and things required for or capable of being used generation, distribution, supply, accumulation and employment of electricity required for commercial and domestic or agricultural use.
3. To carry on business as agents, brokers, contractors, dealers, exporters, importers, fabricators, manufacturers, assemblers, producers, repairers, traders, makers, or otherwise dealers in all kinds and form of machinery equipment, devices, appliances instruments, equipments gadgets, processes, used for industrial domestic or any other purposes including mechanical, electrical insulating, heating ventating, refrigerating, rdio or telegraph engineers, electricians, insulation manufacturers of and dealers in all apparatus and things required for or capable of being used in connection with the generation of electricity or the distribution, supply, storage and employment of electricity or water, and also to carry on the business of copper and tin workers aluminium and sheet metal workers and workers in all other metals, wire drawers, makers of ferrous and non-ferrous-pressing forging and stampings, coopers, packing case makers, carpenters, chromium platers, celluloid manufacturers, oil merchants, and manufacturers, oil merchants, and manufacturers of, dealers in and agents for the sale and purchase of all kinds of machinery, engines, plants, forgings, and castings and all other articles and things of utility and commerce of every kinds and description and to buy, sell, repairs, alter and deal in apparatus, machinery, materials and articles of all kinds which shall be capable of being used for the purpose of any business herein mentioned or likely to be required by customers of any such business and apparatus appliances, instruments, machinery, fixtures, devices and contrivances of every kind more particularly those used in the regulation or control of temperature, heal ventilation, compression, moisture and other conditions of air, steam, electricity, gas water oil and in the drying and moistening and moistening of materials and in the regulation or control of the said or allied instruments and systems pertaining in any manner to the art, science and/or business of heating, humidification, dehumidification, absorption, purification, circulation and control of air and other gases and liquids, air conditioning, refrigetalon, and handling of air or other gases, and absorption, reabsorption, compressor and thermo electric water cooler, air-conditioners and cold storages, machinery plant, apparatus appliances, fittings and equipments of every description and thermostats for automatic temperature control, and room heaters with or wothout blowfan and hot water heaters operated with electricity, gas or oil and or all machinery, tempments, utensils, appliances, accessories and component parts and all things capable of being used therewith and vehicles. Engineering
4. (a) To carry on the business of a leasing and hire purchase finance company and to acquire or provide on lease or to provide on hire purchase basis all types of industrial Leasing / and investment.

and office plant, equipment, machinery, vehicles, building and real estate, required for manufacturing, processing, transportation and trading business and other commercial and service business.

- (b) To finance in any manner industrial, commercial or other enterprises or otherwise to advance deposit or lend with, or without security money, securities, asset and property to or with such persons, firms, companies or corporations and or such terms as may seem expedient and to carry on business as financiers, capitalists, commercial agents, mortgage brokers, financial agents and advisers.

- Oils 5. To carry on business of extracting oil and/or other products either by crushing or by chemical or any other process from tilseeds, cottonseeds, linseeds, castorseeds, groundnuts rapeseeds, copra, mohundaseeds or any other seed or other oil bearing substances whatsoever.

To carry on business of manufacturers, refiners, importers and exporters of and dealers and merchants in copra, cottonseeds, linseeds, castorseeds, groundnuts or any other nut or seed or oils bearing substances what soever and oil cakes manufactured therefrom, makers and manufacturers of cattlefeed, nutritlants, foods and feeding and fallening preparations of every description, makers and manufacturers of manures and fertilizers of every description and millers flour and merchants.

- Properties 6. To acquire, by purchase, lease, exchange or otherwise, land buildings and hereditaments of any tenure or description or any estate or interest or rights over or connected with land so situated and to tuern the same to account as may seem expedient and in particular by preparing building sites and by constructing reconstructing, altering, improving, decorating, furnishing and maintaining houses, flats, offices, factories warehouses, shops, wharves, buildings, works and conveniences of all kinds and by consolidating or connecting or subdividing and properties and to manage land buildings and otherproperty, whether belonging to the company or not and to collect rents and income and to supply to tenants and occupiers and otehr all kinds of services, conveniences, privileges benefits, advantages and amenities refreshments, attendance, messenger, light, wallingrooms, reading rooms, meeting rooms, toilet rooms, toilet laundry, conveniences, electric conveniences, stables, garages and other advantages.

- Primary Activities 7. To carry on business of fisheries, poultry, animal, husbandry dairy and to grow and cultivate tea, coffee, cinchona, rubber, timber, tobacco, cotton, jute, rice, wheat, grain, cereals seeds, nuts, sugarcane, spices and other produce, to carry on and work the business of planters, cultivators, winners, exporters, importers, buyers and sellers of and dealers in every kind of vegetable, medicinal plants and herbs mineral or other produce of the soil, to prepare, manufacture, refine and render marketable any such produce and to bay, sell, import, export, dispose oil and deal in any such produce either in its prepared, manufactured or raw state and either by sholesale or retail and to purchase take on lease or otherwise acquire, hold and work any land plantarions concessions, rights, powers and privileges suitable for any such purposes.

- 8. (a) To carry on business as exporters, importers, manufacturers, dealers, designers, agents, fabricators, assemblers, producers, processors, repairers, traders or otherwise of electrical, electro chemical electro mechanical, electro magnetic and toehr electronic goods, appliances, instruments, equipments gadgets processes including all kinds of audio visual, consumer, professional, defence, office, process control, industrial, medical, aerospace, geo-science, communication, passive, broadcasting and poer generation, electronics and computer and related products including their peripherals

and for the purpose of the foregoing without limiting the generality, materials, accessories components, spare parts, plant and machinery used in connection therewith.

- (b) To carry on business as exporters, importers, manufacturers, agents, brokers, dealers, producers, processors, refiners and traders in all kinds and forms of scientific, industrial medical laboratory, domestic and otehr chemicals including drugs, medicines, pharmaceuticals, antibiotics, vitamins, time chemicals analytical reagents and their bye-products, herbal distetic products and chemicals, biological, immunological, contractive and therapeutic preparations, substances, materials ingredients, mixtures, derivatives and compounds thereof.
9. To carry on business as agents, brokers, dealers, dislgeners, exporters, importers, manufacturers, producers, processors, traders of polyamide, nylon, polyester, rayon of any other types of manmade fibres of silk, wool, cotton or any other types of natural fibres or in general of any fibres or in general of any fibres, filaments, yarns and fabrics (whether textile, felted, looped or otherwise) manufactured and/or processed from any base whether organic or inorganic or compounds or mixtures thereof, by physical, chemical or any other process or treatment now prevalent or as may be devised in future, and of spinning, blending, combing, weaving, knitting, bleaching, processing, dyeing, printing, marking or otherwise turning to account any other fabrics or finished articles thereof and of manufacturing the chemicals, dyestulls, equipments, washing, bleaching and dyeing materials, raw materials, packing materials and all toerh requisities needed for all or any of the above purposes of the bye products which can be conveniently produced thereform and to buy, sell, import, export, distribute, trade, stock, barim, exchange, pledge, make advances upon, speculate, enter into forward hansactions or otherwise deal in all or any of the foregoing. Textiles
10. To act and or generally do business as articles, advertising & publicity agents, agriculturists, assemblers, benders, bevellers brick and tile makes, barge owners, brass founders, builders, brokers, cement makers, carpenters, chemists, carriers, consultants, cinemaowners, contractors, commission agents, cattle-keepers, decoarators, designers, druggists, developers, engravers, embossers, entertainers, engineers, electroplaters, enamellers, financiers, fabricators, film producers, distributors & exhibitors, farmers, grass blowers, goldsmiths, gilders, glaziers, glass makers, guarantors, horticulturists, hotellers, restaurant owners, cafe owners, lavern owners and providing lodging, houses and resorts hire purchase dealers, investors, insurance agents & brokers, jewellers, lighterman, lacquerers, land and estate agents, leather product makers, minerals, matal and alloy makers, nickel platers, painters, potters, photographers, publishers and printers, polishers & plantation owners, processars, paper makers, quarry owners, refiners, researchers, sculptors, silverers, ship owners or operators, silversmiths, sandblast workers, transporters, tourist & travel agents, tanners, udnerwriters, varnishers, welders, watch makers, wood workers, producers of dramatic and musical works and compositions, dealers in art & curlo, earthenware and china and to bay sell, acquire of otherwise deal in copyrights of all kinds exports, imports, manufacture, trade or toehrwise deal in domestic hardware, clocks watches, toys, musical instruments, needles of all sorts (sewing & knitting), photocopy machiner, blades, refrigerator and parts, cork metal lamps and mica and other minerals, chemicals, and to act as consultants in the fields of legal, accounding, secretarial, taxation and personnel matters. Miscellaneous

- IV. The liability of the members is limited.
- V. The authorised Share Capital of the Company is Rs. 33,75,00,000 (Rupees (Thirtythree Crores Seventy five Lakh) divided into 3,37,50,000 (Three crores Thirty Seven Lakh fifty thousands) Equity Shares of Rs. 10/- (Rupees Ten only) each with power to increase and reduce the Capital of the Company and to divide the Shares in the Capital for the time being into several classes and to attach thereto respectively such preferential rights, privileges or conditions as may be determined by or in accordance with the regulations of the Company and to vary, modify or abrogate any such rights, privileges or conditions in such manner as may for the time being be provided by the regulations of the Company.

* Substituted vide High Court Order dated 15th September, 2010

We, the several persons whose names and addresses are subscribed are subscribed below, are desirous of being formed into a Company in accordance with 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 :

Names, Addresses Description & Occupation of Subscriber	Number of Equity Shares taken by each subscriber	Signature of the Member Subscribers	Name, Addresses Descriptions and Occupation of Witnesses
CHAND RATAN MOHTA S/o. Sri Pannalal Mohta 8, Hanspukur 1st Lane Calcutta - 700 007 Service	100/- (One hundred)	Sd/-	Witness to all the Signatories Sd/- DIPAN BANERJEE S/o, Shri Adrija Nath Banerjee 34, Panchanantala Road, P.O. Bally Post : Howrah, Pin : 711 201 Service
RAMESH KUMAR VIJAY S/o. Sri R. S. Vijay 8/12, Brijdham Housing Complex 255, Canal Street Calcutta - 700 048 Chartered Accountant	100 (One hundred)	Sd/-	
TAPAS SEN S/o, Late H. K. Sen B 12/8, Indraloke Housing Estate Paikpara Calcutta - 700 002 Service	100 (One hundred)	Sd/-	
MONI MOHAN BANERJEE S/o, Lake Nitya Gopal Banerjee 249/G, Dum Dum Road Calcutta - 700 017 Service	100 (One hundred)	Sd/-	
	400 (Four hundred)		

Calcutta, Dated 1st Day of September, 1992