

THE COMPANIES ACT, 2013

COMPANY LIMITED BY SHARES

(INCORPORATED UNDER THE COMPANIES ACT, 1956)

MEMORANDUM OF ASSOCIATION OF MMP INDUSTRIES LIMITED

- I. The Name of the Company is MMP INDUSTRIES LIMITED.**
- II. The Registered Office of the Company will be situated in the State of Maharashtra.**
- III. THE OBJECTS FOR WHICH THE COMPANY IS ESTABLISHED ARE:**
 - (A) THE MAIN OBJECTS OF THE COMPANY TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:**
 1. To carry on the business to manufacture, produce, process, crush, extract, reclaim, convert, commercialize, control, compound, develop, distribute, derive, treat, grade, prepare, promote, supply, import, export, buy, sell, turn to account, to setup plant and machineries, to act as agent, consultant, collaborator, job worker, export house or otherwise to deal in all varieties, descriptions, characteristics, applications and uses of Aluminium products like powders, pastes, pigments, wire rods, alloy wire rods, cables, foil, sheets, ingots, alloy ingots, scrap and others, Powders, pastes, pigments, scraps of other metals and minerals including that of magnesium, manganese, zinc, ore, iron, steel, nickel, copper, brass, bronze, tin, lead, cobalt, antimony, bismuth, calcium, cadmium, red phosphorous, silicon, ferro silicon, Conductors of all kinds including Aluminium conductors (AAC, AAAC, ACSR), Aerial bunched conductors, Aluminium conductors with or without coating of Paper, PVC, Rubber, Copper products like conductors, cables, wire rods, alloy wire rods, foils, sheets, Aluminium alloy pressure die castings or machining and all such related products.
 2. To carry on the business to manufacture, produce, process, crush, extract, reclaim, convert, commercialize, control, compound, develop, distribute, derive, treat, grade, prepare, promote, supply, import, export, buy, sell turn to account, to setup plant and machineries, to act as agent, consultant, collaborator, job worker, export house or otherwise to deal in all varieties, descriptions, characteristics, applications and uses of Industrial fasteners including circlips, retaining rings, washers, spiral pins, spring pins, belville springs, disc washers, bolts, nuts, screws, steel pressings, formed parts, Die, mould and tool designing and making, heat treatment of steel, surface coating and plating of metals, designing and making of special purpose engineering machines, making of round, flat, shaped and profiled steel wire and all such related products.

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

3. To carry on the business of extracting, digging, excavation of minerals from mines and other natural resources, to do manufacturing and processing on such minerals, to purchase, hold, acquire, or otherwise mines, mining lease, mining license, mining rights, mining claims, and metaliferrous lands and to explore, search, work, exercise, develop, treat, fine and turn to account or otherwise all kinds of minerals and ores, to crush, quarry, smelt, calcine, refine, dress, preserve, amalgamate, manufacture, manage, manipulate and prepare for market ores, metals and mineral substances of all kinds and to carry on metallurgical operations.
4. To generate, accumulate, use for captive purposes, transmit, distribute, purchase, sell and supply electricity power or any other energy from conventional or non-conventional energy sources on a commercial basis and to construct, lay down, establish, operate and maintain power or energy generating stations, including power plants and plants based on conventional or non-conventional energy sources, Solar Energy Plants, Wind Energy Plants, Mechanical, Electrical, Hydel, Civil Engineering works and similar projects.
5. To carry on the business as an Energy Management Company and to act as an advisors, consultants, operators of systems, equipments, components and items related to the energy saving devices, solar energy products, gadgets, electrical appliances, special equipments, water treatment - solid waste treatment, pollution control, managing of global environment, renewable sources of energy, bio-technology for industrial, business and commercial, household, educational and other applications and to enter into any contract, Agreements, Memorandum of understanding, Joint ventures, Arrangements or such other mode of contracts with various authorities.
6. To carry on business as general commercial agents, acquire exclusive distribution rights, undertake and transact all kinds of agency business; including acting as forwarders, commercial representatives, mercantile agents, commission agents, custom agents, export and import agents, factors, shipping agents, air cargo and air service agents, indent agents, dealers, auctioneers, brokers, loss assessors and adjusters, transport agents, travel agents, baggage agents, general agents and to carry on the business as traders, dealers, stockists, suppliers, distributors, clearing and forwarding agents, exporters and importers in all kinds of commercial and industrial products including e-commerce and trade in all their branches..
7. To enter into any contract, Agreements, Memorandum of understanding, Joint ventures, Arrangements or such other mode of contracts with Government of India, State Governments, Foreign Governments, Municipal or Local Authorities, Bodies Corporate, Persons or such other Authorities whether in India or elsewhere as the Company may deem fit on the basis of Business Process Outsourcing (BPO), Built-Own-Operate (BOO), Build-Own-Transfer (BOT), Built-Own-Operate-Transfer (BOOT), Build-Own-Lease-Transfer (BOLT) basis or such other methods thereof and to obtain from any such Government, State or other authorities, any rights, privileges and concessions which the Company may think it desirable to obtain and carry out, exercise and comply with any such contracts, arrangements, rights, privileges and concessions.
8. To enter into any arrangement by way of turnkey projects involving supply of technical, civil, financial, administrative, plant and merchandise, information, knowledge and experience and as such, undertake for and on behalf of as client to set up any plant or project in or outside India.
9. Subject to the provisions of Section 196 of the Companies Act, 2013 to direct the management, control and supervision of an arrangement of any company, association, firm or concern by nominating directors, controllers, supervisors, advisors or otherwise, or to collaborate with any company or association or firm or concern formed for carrying on any business within the objects of the Company.
10. To make advances upon or for the purchase of materials, goods machinery, stores, movable, immovable properties or other articles required for the purpose of the Company.
11. To lent out, deposit, invest and deal with the surplus moneys of the Company not immediately required with or without interest or security, to such other company or firm or individuals or in any such manner and upon such terms as may from time to time be determined by the directors.

12. To insure any of the persons, properties, undertaking, contracts, guarantee or obligations or profits of the Company of every nature and kind in any manner whatsoever.
13. To borrow or raise money pursuant to the provisions of the Companies Act, 2013 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 or future, including its uncalled capital.
14. To open Bank accounts of all nature including overdraft account, to operate the same and to draw, make, accept, endorse, discount, execute and issue promissory notes, bill of exchange, bill of lading, warrants and the other negotiable or transferable instruments and to deal with all documents mercantile or otherwise, in the ordinary course of business.
15. To invest any of the surplus funds of the Company from time to time with Governments or any other similar authority or any corporate body established in India under the authority of any act or legislature established in India or in shares or securities of public or private Company in India as may from time to time be determined by Board or in fixed deposits or by way of loans on interest in any of the local banks or with any firms, companies or banks in such other securities as may from time to time be determined by the Board and from time to time sell or vary all such investments and to execute all assignments, receipts and documents that may be necessary in that behalf.
16. To borrow from Banks including Nationalised, Scheduled, Co-operative, Private or Foreign Banks, State and Central financial Corporation, public financial institutions, housing finance and other bodies corporate, government and semi-government authorities; short, medium or long term loans or secure the bank facilities for working capital, deferred payment guarantee, letter of credit, inland and foreign bills discounting, bank guarantee, cash credit limit, foreign funding and ECB and offer in security land, building, office building, office equipment, furniture and fixtures, stock, book debts, securities and personal guarantees of Directors.
17. To pay out of the funds of the Company, all expenses which the Company may pay lawfully with respect to the formation and registration of the Company or the issue of its capital.
18. To pay for any rights or property acquired by the Company and to remunerate any person or Company whether by cash payment or by allotment of the shares, debentures or other securities of the Company credited as partly or fully paid- up or otherwise
19. To purchase or otherwise acquire and undertake the whole or any part of the business, rights and liabilities person, firm or Company, carrying on business which the Company is authorized to carry on and to purchase, acquire, sell and deal in property of any such person, firm or Company and to conduct, make or carry into effect any arrangements in regard to the winding-up of the business of any person, firm, association or Company.
20. To enter into contracts and make arrangements with any person for furtherance of the business of the Company. To enter into partnership, joint venture or alike commercial arrangement, to enter into collaboration agreements, technical, financial or otherwise with any person, firm, company or corporation whatsoever, whether limited or otherwise, and whether situated in India or abroad.
21. To participate in international exhibitions, trade fairs and delegations. To apply for and obtain the registration or other recognition to the Company for the purpose of its business and to apply or join in applying to any Government or other authorities that may seem conducive to the Company's objects.
22. To acquire right, title and interest in immovable properties and commercially exploit the same with or without modification, alteration, improvement, addition or reconstruction.
23. To apply for tender, purchase or otherwise acquire any contracts, sub-contracts, licenses and concessions for or in relation to the objects of the Company.
24. To apply for, purchase or otherwise acquire, protect and renew any patents, patent rights, inventions, trade-marks, service-marks, designs, licenses, concessions, and the like, conferring any exclusive or non-exclusive or limited right to their use or any secret or other information as to any invention and to use, exercise, develop or grant licenses in respect of or otherwise turn to account the property, rights, information so acquired and to expend money in experimenting or on testing or improving any such patents, inventions or rights.

25. To establish well equipped laboratories and carry on analytical, experimental and research work and to obtain reports or opinion of experts or other information for promoting the interest of the Company.
26. To train or to pay for the training in India or abroad of any member or any of the Company's Directors, employees or any other persons in the interest of or for the furtherance of the Company's business.
27. To make pecuniary grants by way of donation, bonus, allowance, provident fund, gratuity, guarantee or otherwise to or for the benefit of persons who are or have been employed by the Company, subject to the provisions of the Companies Act, 2013.
28. To create any Statutory Fund, Reserve Fund, Depreciation Fund, Sinking Fund, Insurance Fund or any other Special Fund whether for repairing improving, extending or maintaining any of the property of the Company or for any purpose conducive to the interests of the Company.
29. To take part in the management, supervision and control of the business or operation of any company or undertaking having similar objects and for that purpose to appoint and remunerate any such persons including directors, officers, trustees, agents.
30. To distribute any of the properties of the Company amongst the members in specie or kind as permissible in law in the event of the winding-up of the Company.
31. To remunerate Directors, Managing Directors or other officers of the Company out of or in proportion to the turnover or net profits of the Company or otherwise.
32. Subject to the provisions of the Companies Act, 2013; to amalgamate, merge, de-merge, enter into partnership or into any arrangement for sharing profits, union of interest, co-operation, joint venture or reciprocal concession with any person, association, firm, LLP, body corporate, public sector undertaking, government, foreign nationals, NRI's, whether in India or outside, for such purposes that may seem calculated, beneficial and conducive to the objects of the Company.
33. To establish and support or aid in the establishment and support of associations, institutions, funds, trusts, and conveniences calculated to benefit present as well past employees, directors, general public or alike and to make payments, effect gifts, grant pensions, allowances, commissions or any such other benefits and to subscribe or guarantee money for charitable, benevolent or alike useful objects.
34. To establish or open at any place(s) any branches, agencies or other offices of the Company and to transact and manage the affairs of the Company and to appoint Director(s), Managing or Whole-time Director(s), Manager(s) or such other officials, administrators, as may be necessary for the efficient and able management of the affairs of the Company.
35. To appoint attorneys for and on behalf of the Company, to execute the necessary power to the said attorneys, to act for and on behalf of the Company and to revoke all or any of such powers and appointments as may be deemed expedient.
36. To institute, defend, conduct, compound, compromise or abandon any legal proceedings by or against the Company or its officers or servants or otherwise concerning the affairs of the Company and also to allow time for payments or satisfaction of any dispute or claims enforceable by or against the Company and to refer any dispute to arbitration and carry the arbitrators award into effect.
37. To establish, promote or concur in establishing or promoting any company having similar objects or firm for the purpose of acquiring all or any of the property, rights and liabilities of the Company and to place or guarantee the placing of, underwrite of any such other Company. To form, promote, subsidize and assist companies or firms of all kinds in any manner as may be thought fit in connection with any of the objects of the Company.
38. To act as trustees, executors, administrators, attorneys, nominees and agents and to undertake and execute trusts of all kinds (subject to compliance of statutory condition) and to exercise all the powers of Trust Corporation.

39. To adopt such means of making known the business of the Company as may seem expedient and in particular, by advertising in the press, by circulars, by purchase and exhibition of works of art or interest, by publication of books and periodicals and by granting prizes, rewards and donations subject to the provisions of the Companies Act, 2013.
40. To provide guarantees, counter guarantees, third party guarantees or to stand as surety for the payment of money, secured or unsecured, obtained by the company itself or other company, body corporate or any other person from banks, financial institutions, mutual fund, public bodies, government bodies, corporations, companies, firms, individuals or other entities on commission or otherwise and to pay for the money so guaranteed in respect of promissory notes, bonds, debentures, debenture stock, contracts, mortgages, charged, obligations, banking facilities, instruments and securities of any such entities as aforesaid.

(C) OTHER OBJECTS ARE:- NIL

IV. THE LIABILITY OF THE MEMBERS IS LIMITED.

- V. The Authorised Share Capital of the Company is ₹ 26,00,00,000/- (₹ Twenty Six Crore) divided into 2,60,00,000 (Two Crore Sixty Lakh) Equity Shares of ₹ 10 (₹ Ten) each, with rights, privileges and conditions attached thereof as per the relevant provisions contained in this behalf in the Articles of Association of the Company and with power to increase or reduce the capital of the Company and to divide the shares in the capital for the time being into several classes, being those specified in the Companies Act, 2013.
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Past History of Amendments / Alterations to the Memorandum of Association

Clause I - Name of the Company:-

- The Company was incorporated as a Private Limited Company in the name of “Semi Conductor Packages Private Limited” vide Certificate of Incorporation bearing No. 1516 of 1973-74 Dated 8 October 1973 issued by the Office of the Registrar of Companies, Rajasthan at Jaipur.
- The Company, vide Special Resolution passed by the Members of the Company at an Extra-ordinary General Meeting held on 5 July 1984, changed its name from “Semi Conductor Packages Private Limited” to “Maharashtra Metal Powders Private Limited” and the same was approved, in accordance with the approval of the Office of the Regional Director, Western Region, Mumbai Dated 24 September 1984, by the Office of the Registrar of Companies, Maharashtra at Mumbai vide Certificate Dated 18 October 1984,.
- The Company, vide Special Resolution passed by the Members of the Company at an Extra-ordinary General Meeting held on 13 May 1994, converted itself from a Private to Public Limited Company and thus the name of Company changed to “Maharashtra Metal Powders Limited” and the same was approved by the Office of the Registrar of Companies, Maharashtra at Mumbai vide Certificate Dated 28 December 1994.
- The Company, vide Special Resolution passed by the Members of the Company at an Extra-ordinary General Meeting held on 11 June 2012, changed its Name from “Maharashtra Metal Powders Limited” to “MMP Industries Limited” and the same was approved by the Office of the Registrar of Companies, Maharashtra at Mumbai vide Certificate Dated 19 June 2012.

Clause II - Registered Office of the Company:-

- The Company was incorporated in the name of Semi Conductor Packages Private Limited having its Registered Office at C-26, Anaj Mandi, Chand Pole, Jaipur in the State of Rajasthan, effective 8 October 1973.
- The situation of Registered Office shifted / changed from C-26, Anaj Mandi, Chand Pole, Jaipur in the State of Rajasthan to 10, Gangwal Park, Jaipur in the State of Rajasthan, effective 1 November 1975, vide Resolution passed by the Board of Directors at its Meeting held on 20 October 1975.
- The situation of Registered Office shifted / changed from 10, Gangwal Park, Jaipur in the State of Rajasthan to 40, Old Station Road, Alwar in the State of Rajasthan, effective 7 July 1976, vide Resolution passed by the Board of Directors at its Meeting held on 5 June 1976 and further approved by Special Resolution passed by the Members of the Company at the Adjourned Second (2) Annual General Meeting held on 7 July 1976.
- The situation of Registered Office shifted / changed from 40, Old Station Road, Alwar in the State of Rajasthan to 103, Industrial Area, Bharatpur in the State of Rajasthan, effective 20 June 1977, vide Resolution passed by the Board of Directors at its Meeting held on 2 May 1977 and further approved by Special Resolution passed by the Members of the Company at the Extra-ordinary General Meeting held on 20 June 1977.
- The situation of Registered Office shifted / changed from 103, Industrial Area, Bharatpur in the State of Rajasthan to Parameshwari Chambers, Central Avenue Road, Nagpur in the State of Maharashtra, effective 5 March 1983, vide the Order passed by the Company Law Board, Northern Region Bench, New Delhi Dated 5 March 1983 in response to the Resolution passed by the Board of Directors at its Meeting held on 13 March 1982 and further approved by Special Resolution passed by the Members of the Company at the Extra-ordinary General Meeting held on 15 April 1982.
- The situation of Registered Office shifted / changed from Parameshwari Chambers, Central Avenue Road, Nagpur in the State of Maharashtra to 211, Shrimohini, 345, Kingsway, Nagpur - 440001 in the State of Maharashtra, effective 8 September 1986, vide Resolution passed by the Board of Directors at its Meeting held on 8 September 1986.

- The situation of Registered Office shifted / changed from 211, Shrimohini, 345, Kingsway, Nagpur - 440001 in the State of Maharashtra to 116, Trinity, 227, Dr. C H Street, Mumbai - 400002 in the State of Maharashtra, effective 7 October 2008, vide Resolution passed by the Board of Directors at its Meeting held on 8 September 2008 and further approved by Special Resolution passed by the Members of the Company at the Extra-ordinary General Meeting held on 7 October 2008.
- The situation of Registered Office shifted / changed from 116, Trinity, 227, Dr. C H Street, Mumbai - 400002 in the State of Maharashtra to 211, Shrimohini, 345, Kingsway, Nagpur - 440001 in the State of Maharashtra, effective 16 March 2009, vide Resolution passed by the Board of Directors at its Meeting held on 16 February 2009 and further approved by Special Resolution passed by the Members of the Company at the Extra-ordinary General Meeting held on 16 March 2009.

Clause III - Objects of the Company:-

- Alteration / Amendment to Object Clause of the Memorandum of Association – Insertion of Sub-clause 3 to the Incidental or Ancillary Objects mentioned at Clause III (B) of the Memorandum of Association vide Special Resolution passed by the Members of the Company at an Extra-ordinary General Meeting held on 20 January 1982.
- Alteration / Amendment to Object Clause of the Memorandum of Association – Insertion of Sub-clause 34 to the Incidental or Ancillary Objects mentioned at Clause III (B) of the Memorandum of Association vide Special Resolution passed by the Members of the Company at an Extra-ordinary General Meeting held on 22 July 1999, duly approved by the Office of the Registrar of Companies, Maharashtra at Mumbai vide Certificate Dated 5 November 1999.
- Alteration / Amendment to Object Clause of the Memorandum of Association – Insertion of Sub-clause 10 to the Other Objects mentioned at Clause III (C) of the Memorandum of Association vide Special Resolution passed by the Members of the Company at an Extra-ordinary General Meeting held on 30 May 2008, duly approved by the Office of the Registrar of Companies, Maharashtra at Mumbai vide Certificate Dated 3 June 2008.
- Alteration / Amendment to Object Clause of the Memorandum of Association – Insertion of Sub-clause 11 to the Other Objects mentioned at Clause III (C) of the Memorandum of Association vide Special Resolution passed by the Members of the Company at an Extra-ordinary General Meeting held on 15 October 2010, duly approved by the Office of the Registrar of Companies, Maharashtra at Mumbai vide Certificate Dated 29 October 2010.
- Subject to the approval of the Office of the Registrar of Companies, Maharashtra at Mumbai, the Main Objects (III-A) of the Memorandum of Association amended / altered by deletion of existing Clause/s 1 to 6 and insertion of new Clause/s 1 & 2 vide Special Resolution passed by the Members of the Company at an Extra-ordinary General Meeting held on Friday, the 18 August 2017.
- Subject to the approval of the Office of the Registrar of Companies, Maharashtra at Mumbai, the Objects Incidental or Ancillary to the attainment of the Main Objects (III-B) of the Memorandum of Association has been amended / altered by deletion of existing Clause/s 1 to 34 and insertion of new Clause/s 3 and 40 vide Special Resolution passed by the Members of the Company at an Extra-ordinary General Meeting held on Friday, the 18 August 2017.
- Subject to the approval of the Office of the Registrar of Companies, Maharashtra at Mumbai, the Other Objects (III-C) of the Memorandum of Association has been amended / altered by deletion of existing Clause/s 1 to 11 to comply with the provisions of the Companies Act, 2013 vide Special Resolution passed by the Members of the Company at an Extra-ordinary General Meeting held on Friday, the 18 August 2017.

Clause V - Authorised Share Capital of the Company:-

- The Company was incorporated with an Authorised Share Capital of ₹ 2,00,000 (₹ Two Lakh) divided into 20,000 (Twenty Thousand) Equity Shares of ₹ 10 (₹ Ten) each.

- The Authorised Share Capital has been increased from ₹ 2,00,000 (₹ Two Lakh) divided into 20,000 (Twenty Thousand) Equity Shares of ₹ 10 (₹ Ten) each to ₹ 5,00,000 (₹ Five Lakh) divided into 50,000 (Fifty Thousand) Equity Shares of ₹ 10 (₹ Ten) each.
- The Authorised Share Capital has been increased from ₹ 5,00,000 (₹ Five Lakh) divided into 50,000 (Fifty Thousand) Equity Shares of ₹ 10 (₹ Ten) each to ₹ 50,00,000 (₹ Fifty Lakh) divided into 5,00,000 (Five Lakh) Equity Shares of ₹ 10 (₹ Ten) each, vide Special Resolution passed by the Members of the Company at an Extra-ordinary General Meeting held on 25 July 1981.
- The Authorised Share Capital has been increased from ₹ 50,00,000 (₹ Fifty Lakh) divided into 5,00,000 (Five Lakh) Equity Shares of ₹ 10 (₹ Ten) each to ₹ 2,00,00,000 (₹ Two Crores) divided into 20,00,000 (Twenty Lakh) Equity Shares of ₹ 10 (₹ Ten) each, vide Special Resolution passed by the Members of the Company at an Extra-ordinary General Meeting held on 26 March 1993.
- The Authorised Share Capital has been increased from ₹ 2,00,00,000 (₹ Two Crores) divided into 20,00,000 (Twenty Lakh) Equity Shares of ₹ 10 (₹ Ten) each to ₹ 3,50,00,000 (₹ Three Crores Fifty Lakh) divided into 35,00,000 (Thirty Five Lakh) Equity Shares of ₹ 10 (₹ Ten) each, vide Special Resolution passed by the Members of the Company at an Extra-ordinary General Meeting held on 13 May 1994.
- The Authorised Share Capital has been increased from ₹ 3,50,00,000 (₹ Three Crores Fifty Lakh) divided into 35,00,000 (Thirty Five Lakh) Equity Shares of ₹ 10 (₹ Ten) each to ₹ 4,00,00,000 (₹ Four Crores) divided into 40,00,000 (Forty Lakh) Equity Shares of ₹ 10 (₹ Ten) each, vide Special Resolution passed by the Members of the Company at an Extra-ordinary General Meeting held on 7 November 1994.
- The Authorised Share Capital has been increased from ₹ 4,00,00,000 (₹ Four Crores) divided into 40,00,000 (Forty Lakh) Equity Shares of ₹ 10 (₹ Ten) each to ₹ 7,00,00,000 (₹ Seven Crores) divided into 70,00,000 (Seventy Lakh) Equity Shares of ₹ 10 (₹ Ten) each, vide Special Resolution passed by the Members of the Company at an Extra-ordinary General Meeting held on 30 March 1996.
- In pursuance of Scheme of Amalgamation, duly approved vide Order of the Hon'ble Bombay High Court Dated 13 February 2009, the Authorised Capital of Maharashtra Industrial Exports Private Limited [₹ 10,00,000 (₹ Ten Lakh)] and Nagpur Pulverisers & Minerals Private Limited [₹ 1,00,00,000 (₹ One Crore)] has been added to the Authorised Share Capital of Maharashtra Metal Powders Limited. Accordingly, the Authorised Capital increased from ₹ 7,00,00,000 (₹ Seven Crores) divided into 70,00,000 (Seventy Lakh) Equity Shares of ₹ 10 (₹ Ten) each to ₹ 8,10,00,000 (₹ Eight Crores Ten Lakh) divided into 81,00,000 (Eighty One Lakh) Equity Shares of ₹ 10 (₹ Ten) each.
- The Authorised Share Capital has been increased from ₹ 8,10,00,000 (₹ Eight Crores Ten Lakh) divided into 81,00,000 (Eighty One Lakh) Equity Shares of ₹ 10 (₹ Ten) each to ₹ 8,50,00,000 (₹ Eight Crores Fifty Lakh) divided into 85,00,000 (Eighty Five Lakh) Equity Shares of ₹ 10 (₹ Ten) each, vide Special Resolution passed by the Members of the Company at an Extra-ordinary General Meeting held on 16 March 2009.
- Subject to the approval of the Office of the Registrar of Companies, Maharashtra at Mumbai, Clause V of the Memorandum of Association has been amended / altered whereby the Authorised Share Capital of the Company was increased from ₹ 8,50,00,000 (₹ Eight Crores Fifty Lakh) divided into 85,00,000 (Eighty Five Lakh) Equity Shares of ₹ 10 (₹ Ten) each to ₹ 20,00,00,000 (₹ Twenty Crores) divided into 2,00,00,000 (Two Crores) Equity Shares of ₹ 10 (₹ Ten) each, vide Special Resolution passed by the Members of the Company at an Extra-ordinary General Meeting held on Friday, the 18 August 2017.
- The Authorised Share Capital has been increased from ₹ 20,00,00,000 (₹ Twenty Crores) divided into 2,00,00,000 (Two Crores) Equity Shares of ₹ 10 (₹ Ten) each to ₹ 26,00,00,000 (₹ Twenty Six Crores) divided into 2,60,00,000 (Two Crores Sixty Lakh) Equity Shares of ₹ 10 (₹ Ten) each, vide Special Resolution passed by the Members of the Company through Postal Ballot on 19 December 2019 of which result was declared on 20 December 2019.

We, the several persons, whose names, addresses and descriptions are subscribed hereunder, are desirous of being formed into a Company in pursuance of THIS **MEMORANDUM OF ASSOCIATION** and we respectfully agree to take the number of shares in the capital of the Company set opposite to our respective names:-

	Names, Addresses and Description of Subscribers	Number of Equity Shares taken by each Subscriber	Signature of Subscribers	Names, Addresses And Description of Witness
1.	<p style="text-align: center;">SITARAM S/o. PRABHATILAL RAWAT</p> <p style="text-align: center;">C-26, ANAJ MANDI, CHAND POLE, JAIPUR – 1</p> <p style="text-align: center;">OCC - BUSINESS</p>	<p style="text-align: center;">10 (TEN)</p>	<p style="text-align: center;">Sd/-</p>	<p style="text-align: center;">WITNESS TO ALL</p> <p style="text-align: center;">DAMODDAR PRASAD GUPTA CHARTERED ACCOUNTANTS C/O. D. P. KHANDLWAL & CO., CHARTERED ACCOUNTANTS 5, M. S. HIGHWAY, JAIPUR</p>
2.	<p style="text-align: center;">LAXMI NARAIN S/o. PRABHATILAL RAWAT</p> <p style="text-align: center;">C-26, ANAJ MANDI, CHAND POLE, JAIPUR – 1</p> <p style="text-align: center;">OCC - BUSINESS</p>	<p style="text-align: center;">10 (TEN)</p>	<p style="text-align: center;">Sd/-</p>	
	<p style="text-align: center;">TOTAL</p>	<p style="text-align: center;">20 (TWENTY)</p>		

DATED THE TWENTY-SIXTH DAY OF JULY 1973.