

**THE COMPANIES ACT, 2013**  
**COMPANY LIMITED BY SHARES**  
**(INCORPORATED UNDER THE COMPANIES ACT, 1956)**

**MEMORANDUM**  
**AND**  
**ARTICLES OF ASSOCIATION**  
**OF**  
**FINEOTEX CHEMICAL LIMITED**

THE COMPANIES ACT, 1956  
COMPANY LIMITED BY SHARES  
MEMORANDUM OF ASSOCIATION  
OF  
FINEOTEX CHEMICAL LIMITED\*

- I. The name of the Company is *FINEOTEX CHEMICAL LIMITED*.
- II. The Registered Office of the Company will be situated in the State of Maharashtra i.e. within the jurisdiction of Registrar of Companies, Mumbai.
- 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 manufacturers, exporters, importers, raders, stockiest, suppliers, commission agents, indenters, manufacturer's representatives or in any other capacity in India and abroad, of and dealers in chemicals, chemical compounds (organic and inorganic) in all forms, and chemical products of any nature and kind whatsoever, and all by-product and joint products thereof, such as acids, alkalies, petro-chemicals, chemical compounds, and chemicals of all kinds (solid, liquid and gaseous), drugs, pharmaceuticals, antibiotics, tannins, tannin extracts, essences, solvents, dyestuffs, intermediates, textile auxiliaries, cellophances, colours, dyes, paints, varnishes, vat and other organic dyestuffs, chemical auxiliaries, disinfectants, insecticides, fungicides, deodorants, biochemical and pharmaceutical, medicinal, sizing, bleaching, photographical and other preparations and articles.
- 2) To carry on business as chemical engineers & analytical chemists & to manufacture, sale, trade, import, export, deal in all types of machineries required for textile printings, finishing's, dyeing & all types of chemical & lab equipments.
- 3) To carry on business as builders, contractors, developers and promoters of Co-operative societies and deal in real estates business by constructing, reconstructing, altering, improving offices, flats, house, factories, other warehouses, shops, buildings works and conveniences by consolidating, connecting and sub-dividing immovable properties and by leasing and disposing off the same.\*\*

\* the word "Private" is deleted as per the resolution passed at the 4<sup>th</sup> Annual General meeting held on 17<sup>th</sup> August 2007

\*\* The clause was added as Main Object as per Special Resolution passed at the 9th AGM held on 31-Dec-2012. Earlier it was clause 56 under Other Objects

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

4. To apply for, purchase or otherwise, acquire any patent, patent rights, copyright, trade markers, formulae, licence lease, concessions, conferring any exclusive or limited right to use, or any secret or other information as to any invention which may seem capable of being used for any of the purposes of the company or acquisition of which may directly or indirectly to benefit the company; and to use, exercise, develop or grant licences in respect of or otherwise turn to account the property, right or information so acquired.
5. To amalgamate or enter into any arrangement for sharing of profits (except entering into partnership), union of interest, cooperation, reciprocal concession, lease, licence or otherwise with any person carrying on or transaction which the company is authorized to carry on or engaged in.
6. To enter into any arrangement with any Government or authority whether municipal, local or otherwise or any person, that may seem conducive to the company's objects or any of them; and to obtain from any such Government or authority any rights, privileges and concessions which the company may think it desirable to obtain, and to carry out, exercise and comply with any such arrangement, rights, privileges and concessions.
7. To establish or support or aid in the establishment and support of associations, institutions, trusts and conveniences for the benefit of past or present employees or directors of the company or the dependants of such persons; and to grant pensions and allowances, to make payments towards insurance, to subscribe or guarantee money for charitable or benevolent objects or useful objects or useful objects for general public.
8. To promote any other company or companies having similar objects for the purpose of acquiring or taking over all or any of the property, rights and liabilities of the company.
9. To purchase or import, take on lease in exchange, hire or otherwise acquire any movable or immovable property and any rights or privileges which the company may think necessary or convenient for the purpose of its business and in particular any land, buildings, easements, machinery, plant and stock-in-trade.
10. To invest and deal with money of the company, not immediately required in such manner as may from time to time, be thought fit subject to provisions of the Act.
11. To lend and advance money or give credit to any person or company; to give guarantee or obligations by any person; to

secure or undertake in any way the repayment of moneys lent or advanced to, or the liabilities incurred by any person subject to the provisions of the Act.

12. To borrow or secure money other than public deposits in such manner as the company may think fit or to make repayment of any debt, liability, perform any contract entered into or the issue of debentures, perpetual or otherwise, charged upon all or any of the company's property (both present and future), including its uncalled capital, and to purchase, redeem, or pay off any such securities.
13. To remunerate any person for services rendered, or to be rendered, in placing or assisting to place or guaranteeing the placing of any of the shares in the company's capital or any debentures or other securities issued by company.
14. To draw, make, accept, endorse, discount, execute, and issue promissory notes, bills of exchange, bills of lading, and other negotiable or transferable instruments.
15. To sell or dispose of, improve, manage, develop or exchange the undertaking, property or right of the company or any part thereof for such consideration as the company may think fit.
16. To adopt such means of making known and advertising the business and products of the company as may seem expedient.
17. To apply for, promote and obtain any order, regulation or other authorization or enactment which may directly or indirectly benefit the company.
18. To procure recognition of the company in any country or place outside India.
19. To issue or allot fully or partly paid shares in the capital of the company in payment or part payment of any movable or immovable property purchased or otherwise acquired by the company or any services rendered to the company.
20. To take or hold mortgages, liens and charges, to secure payment of the purchase price, or any unpaid balance of the purchase price, of any part of the company's property of any kind sold by the company, or any money due to the company from buyer.
21. To pay out of the funds of the company all or any expenses which the company may lawfully pay for services rendered for formation and registration of the company and for promotion of any other company by it subject to the provisions of the Act.
22. To insure any of the properties, undertaking, contracts, risk or obligations of the company in any manner whatsoever.

23. To make donations either in cash or in kind for such objects or causes as may be directly or indirectly conducive to any of the company's objects or otherwise expedient, subject to provisions of Companies Act, 1956.
24. To aid and support, any person, association, body or movement, whose object is solution, settlement or surmounting of industrial or labour problems or the promotion of industry, trade or business of the Company or for the promotion of Science and Technology, Cultural activities, Sports, environment, rural development and other social and welfare activities.
25. To establish or support associations, institutions, schools, hospitals, guest houses, clubs, funds and trusts which may be considered beneficial to any employees or ex-employees and to officers and ex-officers of the company or the dependants of any such person.
26. To refer all questions, disputes or differences arising between the Company and any other person than a Director of the Company in connection with or in respect of any matter relating to the business or affairs of the Company to arbitration in such manner and upon such terms as the Company and such other person may mutually agree upon in each case and such reference to arbitration may be in accordance with provisions of the Arbitration Act, 1940 (10 of 1940) and the Rules of the International Chamber of Commerce relating to arbitration, and to institute or defend any proceedings and to appoint advocates, Consultants or Advisors in this behalf.
27. To enter into negotiation of collaboration, technical, financial or otherwise with any person or Government for obtaining any grant, licence or on other terms, formulae and other rights and benefits.
28. To create any depreciation fund, reserve fund, sinking fund, insurance fund or any special or other fund whether for repayment of redeemable preference shares, redemption of debentures or debenture-stock, for dividends, for equalizing dividends, for repairing, improving, extending and maintaining any part of the property of the Company.
29. To open and operate any type of bank accounts with the Bank and obtain credit facilities with or without securities for its business.
30. To train or pay for training in India or abroad of any of company's employees or officers or any candidate in interest of or furtherance of the company's objects.
31. To employ experts to investigate and examine into the condition, prospects, value, character and circumstance of any property, business concern and undertakings and generally of any assets or rights.

32. To establish, acquire and carry on branch offices, trading centres, dealership, distributorship, agency sales, factories, stores and depots in India and abroad required for the business of the Company.
33. To purchase, take on lease or tenancy or in exchange, hire, take options over otherwise acquire for any estate or interest, whatsoever and to hold, develop, work deal with and to turn to account concessions, grants, decrees, licenses, privileges, claims, options, leases, property, real or personal or rights or powers of any kinds which may appear to be necessary or convenient for any business of the Company.
34. To apply for, acquire permits, licenses and quota rights from the Government of Indian or State Government and from Foreign Governments.
35. To enter into Joint Venture Agreements, technical know-how agreements, foreign collaboration agreements with any person, body corporate, government in India or abroad.
36. To sell, improve, manage, develop, exchange, loan, lease or let, underlease, sub-let, mortgage, dispose of turn to account of otherwise deal with any property of the Company.
37. To pay for any rights or property required by the Company and to remunerate any person, promoters, or body corporate rendering services to the Company, corporation, firm or person in any case in which such guarantee may be considered likely directly or indirectly to further the objects of the Company or the interests of its shareholders.
38. To guarantee the performance of -any contract or obligations of and the payment of money of and interest on any stock, shares 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 objects of the Company or the interests of its shareholders.
39. To act in conjunction with units or amalgamate with, create or constitute or assist in creating or constituting any other company or association of a kind similar wholly or partially to this company for the purpose of acquiring all or any of the properties, rights and liabilities of the Company and to buy up or absorb all or any part of the business or .
40. To alter, manage, develop, exchange, lease, mortgage, underlet, sell, give in gifts, or otherwise dispose of, improve or deal with the land, property, assets, and rights and resources and undertakings of the Company or any part thereof for such consideration, as the Company may think fit and in particular for

shares, debentures or securities of any other company having objects altogether or in part similar to those of this company and to distribute among the members in cash or in specie any property or assets of the Company. Subject to the provisions of the Companies Act, in this behalf in the event of winding up.

41. To procure recognition of the Company in India and abroad and to establish and regulate agency for the purpose of the Company's business and to apply or join in applying or enter into any arrangement with any government or authority supreme, municipal, local or otherwise or other authority or body that may seem conducive to the Company's objects or any of them and to obtain from such government or authority any/or all rights, concessions, offers and privileges which the Company may think fit desirable to obtain and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions so as to attain company's objects.
42. To establish a trust or trusts and/or appoint trustees thereof from time to time and vest funds or any property in trustees who shall hold and deal with such funds or property in such a manner as the Company may decide.
43. To establish offices, agencies or appointing agents in India or abroad in order to carry out the objects of the Company.
44. To conduct, undertake the conduct of and participate in national and international exhibitions.
45. To stand guarantors and be surety or be answerable for the debts or defaults or any person, firm or company arising on contracts and payments or repayments of moneys or loans or the fulfilment of any obligation or performance by such person, firm or company and to enter into contracts of indemnity or guarantee with such terms and conditions as may seem necessary or expedient for effecting the same.
46. To do the above things as principals, agents, contractors, trustees, or otherwise and by or through trustees, agents, or otherwise and either alone or in conjunction with others as may be deemed incidental or conducive to the attainment of the above main objects or any of them.
47. To undertake and carry on the trades and businesses of shippers, shipowners, ship-brokers, shipping agents, International freight forwarders, shipping managers, tug-owners, warehousemen, wharfingers, sailors, ship builders, ship repairers, manufacturers of and dealers in nautical instruments and ship rigging gear, fittings and equipments of every descriptions, and to establish, maintain and operate shipping transport services (public and private) and all ancillary services and for this purpose, or as an independent undertaking to purchase, take in, exchange,

charter, hire, build, construct or otherwise acquire, and manage and trade with steam sailing motors, ships, trawlers, drifters, tugs and vessels or any shares or interests in ships, vessels and to maintain, repair fir our refit, improve, alter, sell, exchange or let out on hire-purchase or charter or otherwise, deal with and dispose of any of the ships.

*§ Other Objects Clause of the Memorandum of Association of the Company be removed by completely deleting the clause III (C) in consistence with the provisions of the Companies Act, 2013 as per the resolution passed at the 15th Annual General Meeting held on 28th September, 2018 and all the other objects shall form part of Clause III (B.)*

48. To provide Human Resources to any organization on any suitable basis and to arrange for the placement and recruitment of Human Resources in the position in any organisation in India and abroad and to provide services related to training, education and improvement in quality of staff at all levels in any organization.
49. To distribute any of the properties of the company amongst the members of the company in specie or kind subject to provisions of the Companies Act, 1956 in the event of winding up.
50. To carry on the business of software development, computer hardware and software training, training centres, system analysis and audit, software package, programs, data and word processing, software and hardware solutions, internet, electronic mail, telecommunications, marketing of software and solutions & to impart training, conduct seminars, workshops, computer education courses software development, software export and depute personnel to develop and design software in India and abroad and provide consultancy services about manufacturing technical, managerial and marketing services in computer education, electronic fields and to start Technology Parks in India or abroad.
51. To carry on the business of developing, maintaining, improving, designing, evaluating, processing, collecting, storing, setting-up, marketing, selling, exporting, importing, licensing and to deal in all kinds of computer and other software, software package, modules, simulations, systems analysis, information systems, programs, internet and cyber cafe related application, data and word processing, multimedia, software and hardware solutions, computer training, telecommunications, and to provide consultancy services related to the preparation, designing and maintenance of accounting, industrial, technical, statistical, scientific or mathematical information, technology and reports relating to software development and data processing, internet, electronic mail and cyber space related applications, services and training, system and analysis and audit, software and hardware training in India or abroad.
52. To carry on and undertake business as financial and to finance operations such as hiring, letting on hire and to accumulate funds to lend, advance money or to credit or otherwise employ moneys belonging to the company to such persons, firm or companies and on

such terms as may seem expedient by the Company within the preview of Banking Regulation Act, 1949.

53. To carry on the business of a Investment Company, share and Stock Brokers, dealing in negotiable instruments of all kinds, and to buy, undertake invest in, acquire, hold, underwrite, debenture, bonds, obligations, units and securities of any kind issued or guaranteed by any Company constituted or carrying on business in India or abroad.
54. To carry on business as accessories, appraisers, surveyors, actuaries, valuers and brokers in respect of all classes of property both real and personal and to take stock and inventories.
55. To carry on the business as house land and estate agents to arrange or undertake the sale, purchase or, advertise for sale or purchase, assist in selling or purchasing and find or introduce purchasers or vendors and to manage land, buildings and other property, whether belonging to the company or not and to let any portion of premises for residential, trade or business purposes or other private and public purposes and to collect rents and income and to supply to tenants and occupiers and other, refreshment clubs, public halls, messengers, lights, awaiting rooms, reading rooms, conference rooms, meeting rooms, laboratories, laundry conveniences, electric conveniences, garages and other advantages.
56. To carry on business as builders, contractors, developers and promoters of Co-operative societies and deal in real estate business by constructing, reconstructing, altering, improving offices, flats, house, factories, other warehouses, shops, buildings works and conveniences by consolidating, connecting and subdividing immovable properties and by leasing and disposing off the same.
57. To act as managers to public issue of shares, debentures and/or deposits of other Companies, to act as investment advisers to individuals, firms or Companies and to advise to Corporations, Companies or individuals, and to appoint and remunerate any Directors, Administrators or provide specialized service in relation to the above subjects.
58. To acquire and hold by way of investment or resale and to let on hire purchase, lease, rent, any metals, bullion, gold, silver, articles, diamonds, precious stones, ornaments and jewellery and paintings, and coins and manuscripts and objects of art and to pay for same either or otherwise.
59. To aid financially in India or abroad all or any one or more of the following business namely, buying, selling, dealing in letting on hire, selling on hire purchase or easy payment system of household

or office furniture and domestic or business appliances, installation fitting, machinery and wages, cycles, bicycles, carriages, coaches and all other vehicles of all kinds, agricultural implements, utensils, appliances and similar articles as the Company may think fit.

60. To carry on the business of manufacture of and deals in machines and equipment of every type and description and activities including for purpose of accounting, book-keeping, calculating, recognizing, registering, recording, perforating, punching, tabulating, sorting, printing, typing, copying, reproducing and distributing machines and machinery systems, apparatus, appliances and devices of all kinds and for all purpose and any parts or components thereof and all other machines, appliance, systems, devices, materials, substances, articles or things whether of a character similar to the foregoing or not and dealers in furniture fittings plants, machinery equipments and implements and machinery articles or things capable of shop office or domestic use.
61. To carry on all or any of the business of running hotels, restaurants, lodging houses, milk and snack bars, libraries, swimming pools, hair dressing and beauty saloon, chemists shops, cold storages, theatres, studios, exhibition halls, amusement centres, wine and beer shops, clubs, skating halls, boating and padding pools, garages and service stations, repair shops, petrol pumps, gymnasiums, warehouses, godowns, car parks hangers.
62. To carry on the business as timber merchants, saw mill proprietors, furnishers, and buy, sell, grow, prepare for market, manipulate, import, export and deal in timber of all kinds, and to manufacture and deal in articles of furniture of all kinds.
63. To carry on all or any of the business of manufacturers of and dealers in organic and inorganic chemicals, fertilizers, manures, pesticides, calcium carbide, ethyl alcohol, coal-tar, hymedicines, ointment, essences, Acids toilets requisites, detergents, cosmetics, perfumes, dyes, paints, colours, pigment, varnishes, inks, explosives, ammunitions, fuels, oils, greases, lubricants, vegetables oil and cotton seed oils.
64. To carry on all or any of the business of manufacturing, processing, and dealing in or and steel, ferro alloys, special steels, aluminium, copper, lead, zink, and their alloys and products and of manufacturing and dealing in industrial machinery, boilers, internal combustion engines, ball, roller and tapered bearings, tubes, cables, wires, pipe, printing machinery and textile machinery and their components and accessories.
65. To contract, carry out, maintain, improve, manage, work, acquire any real and personal property it's right and privileges which the

Company may think necessary or convenient for the purpose of its business and in particular purchase and land, buildings, easements, machinery, plant and stock in trade and to carry on business or deal in real estate.

66. To undertake, carry out, promote and sponsor rural development including any programme for promoting the social economic welfare of or the uplift of the public in any rural area and to incur any expenditure on any programme on rural development and to assist execution and promoting thereof either directly or through as independent agency or in any other manner, without prejudice to the generality of the foregoing programme of rural development and also include any programme for promoting, the social and economic welfare of or the public in any rural area which the directors consider it likely to promote and assist rural development and that the words 'rural area' shall include such areas as may be regarded as a rural area under Section 35-CC of the Income Tax Act, 1961 or any other law relating to the rural development for the time being in force or as may be regarded by the Directors as rural areas and may at their discretion in order to implement any of the above mentioned objects or purposes transfer without consideration or such fair on concessional value and subject to the provisions of the Act divert the ownership of any property of the Company to or in favour of the Public or Local Body or Authority of Central or State Government or any public institution or trusts or funds.
67. To carry on at any place in India or abroad in the world all or any of the business of theatre, cinema, music hall, ball room song, music, play programmes, screens, process and general painters, decorators, theatrical and musical agents, caterers for public and private amusement and entertainment of every description and in particular to provide for the exhibition of biographical, cinema actor and other motion pictures.
68. To carry on in all their respective branches or any of the business of buildings, machinery and general construction contractors and among other things to construct, executive, carry, equip, improve work and advertise roadways, docks, harbours, wharves, canals, water courses, dams, reservoirs, bridges, embankments, irrigations, reclamations, sewages, drainage, and other sanitary works, gas and other supply works, house, buildings and erection work related to the above said activities.
69. To carry on the business of warehousemen, removers, packers, transport, cartage and haulage contractors and agent distributors as storekeepers and general providers, carriers, custom agents, clearing forwarding, transport and commission agents, wharfingers, cargo superintendents, job-masters, mucadams, and to receive money, securities, valuables and goods and materials on deposit or for safe custody and to lend or to give guarantee on the security thereof.

70. To carry on the business as manufacturers, producers, processors, importers and exporters of and dealers in fertilizers, whether mixed or granulate manures, compounds, oils, and other intermediate grease, whether cream oriented or grease oriented, essence, extracts, perfumes, cosmetics, soaps, aerosols, provisions and stores.
71. To carry on the business of manufacturing, acquiring, selling, distributing or otherwise dealing in plastics, plasticide P.V.C. resins, articles treated by resin or resin solutions, cellulose and celluloid substances, synthetic products and substances and their products and compounds of any description and kind.
72. To carry on the business of and dealers in glass, chinaware pottery, earthenware, gold and silver and plated goods, metal goods, hand-bag leather, plastic, bakelite and rubber goods.
73. To carry on the business and to purchase, sell or otherwise deal in foreign currency notes, coins, and travellers cheques subject to the provisions of Foreign Exchange Regulation Act, 1973 or any statutory modification thereof or subject to any other act and regulations and directions issued by Reserve Bank of India from time to time.
74. To carry on the business as manufacturers and dealers of radios, television sets, teleprinters, telecommunications and electronic equipments, telephone equipments, radars, computers, business machines and their components, including valves, transistors, resistors, condensers and coils.
75. To carry on all or any of the business of architects, decorators, merchants and dealers in stone, sand, lime, bricks, cement, timber, hardware, and other building materials and acting as house agents.
76. To cultivate, grow, produce, or deal in any agriculture, vegetable or fruit product and to carry on all or any of the business of farmers, dairymen, milk contractors, dairy farmers and milk products, fruits, essence, vegetables, cash crops and provisions of all kinds, growers of and dealers in corn, hay and straw, seedsmen, and nurserymen, all types of flowers, products, flower essences, and to buy, sell, manufacture, and trade in any goods, usually traded in any of the above business inclusive of staple foods and medical preparations from milk, vegetable, flowers and animal products or any substitute for any of them associated with the farming interests.
77. To carry on the business of manufacturers and dealers, importers, exporters of oil and collar paints to all types and all kinds including lacquers, enamels, paints, varnishes, oils distempers, dry colours, minerals, disinfectants, turpentine compounds, derivatives, intermediates and by products all or any of them.

78. To carry on business in India and abroad as manufacturers and repairers of and dealers in all varieties of rubber, raw rubber, India rubber, reclaimed rubber, sponge, synthetic rubber, synthetic resins, plastics, lattices, plastic products and goods, leather textiles, jute balats and jutta percha, rubber seats, cushions, pillows, asbestos, water proof articles, oil cloth, linoleum tarpaulin, nylon, rayon, mattresses, tyres, tubes canvas, belts, shoes and chappals of leather and/or rubber and/ or canvas and/or synthetic rayon and polyester fibres, flooring and playing materials, heels, soles, hose, mats, pipes, stamps toys and generally any goods made wholly or partly from rubber, leather, vulcanite or ebonic compositions and rayon or plastics and/or from any combination of the same and to carry on business of walking of tanneries and dealers in hides and skins.
79. To carry on the consultancy business in the field of civil, mechanical, electrical, light, medium and heavy Engineering Machinery, turnkey projects, setting of Yarn & Textile manufacturing and processing units, Machineries, provision of Textile technology is natural fibre and man made and installation of projects of Electrical, Power, Electronics, Petrochemicals, Plastics, paper, chemicals consumable and durable goods and to provide financial, engineering and project consultancy services to foreign and India buyers, sellers, exporters, importers, manufacturers, traders, enterprises in all the fields and trades.
80. To carry on the business of manufacture hire lease and repair of plants, machinery, apparatus and equipments for electronics industries such as televisions, videos, wireless, signalling and controlling devices, computers, and their components, power equipments such as motor, transformers, boosters, capacitors, rectifiers, electrical measuring recording and integrating instruments, switchgears, bakelite and porcelain accessories, engineers, builders, and contractors, iron founders, iron and steel fabricators, mechanical engineers, manufacturers of all kinds of tools, implements and machineries of every description.
81. To carry on business of mechanical engineers, and manufacturers of agricultural implements and other machineries tools makers, metal workers, electroplaters, heat transfers of metals, boiler makers, mill wrights, mechanists, ironsmiths, wood workers, builders, painters, colliers, metallurgists, electrical engineers, water supply engineers, and gas makers, farmers and merchants and to buy and sell, manufacture, repair, convert, alter and or hire, and deal in machineries, implements, rolling stock, hardware of all kinds.
82. To carry on the business of all types of ceramics tiles, glazed tiles, vitrified tiles, decorative floor & wall tiles, glass tiles/strip/ borders, glass mosaics of different sizes, patterns & colours, hand made tiles, metallic tiles, screen printed/embossed tiles, borders, motifs,etc. marble slabs, stone slabs, marble tiles, marble chips, resin & filling material for the marble, polishing raw material, finishing material

& machinery/tools required for polishing of the same. Slabs may be cut (regular) or un-cut (irregular) sizes, slabs may be raw or semi-polished or polished or mirror polished, adhesive, grout & filling raw & finishing material & accessories, tools, & machinery required for cutting, fixing, joints filling polishing of the marble (slabs/tiles)/ceramic tiles/glazed tiles/glass mosaics/vitrified files, etc., chemicals in powder/liquid/paste/gel form required for the waterproofing work of the surfaces of terrace slab, bathroom/toilet slab/columns/ beam/brick wall/light weight cement, concrete wall/RCC wall/ water tanks, etc.

83. To carry on the business of marketing, export, import, trade, purchase, sell, distribute, deal in commodities, crops, mineral ores, raw materials, semi & manufactured products, goods & ware, plant, machinery, tools & equipments, artificial fibres, garments, apparel, imitation jewellery, handicrafts, chemicals, foods and beverages, dryfruits, spices canned provisions, textiles, cottage industries, ware, cotton waste, tea minerals and ores, ferrous and non-ferrous metals, coffee, tobacco and tobacco products, spices, shoes and leather goods, leathers, hides, timber, automobiles, trucks, coaches, carriages, diesel engines, pumps, agricultural implements, electrical motors, transformers, switchgears and accessories, hardware, furnitures, electrical appliances, electronic components, electrical equipments, electronic instruments, spares, computer system, computer hardware, computer spares, computer software, software applications, software packages, paper and paper product machinery and machine tools, dyes, chemicals colours, paints, varnishes, books and stationery items, glassware pottery, table scientific instruments, spectacles, framers, glasses, lenses, mirrors, fibre optics, binoculars, telescope and their parts, spate parts, synthetic products, tuber, handicrafts, tyres, cords, tubes, type writers, refrigerators, office steel furniture, equipment appliances, engineering goods, plastics, other animal products, sports gods, cashew kametre, feeding stuffs, all types of Air Conditioning Systems & refrigeration spares & accessories, all types of work of Art and Artifacts, Building materials & waterproofing chemicals, all types of electrical fitting & fixtures, all types of wood & wooden products, all types of Hardware fittings & fixtures, all types of Communication & Security Systems, Kitchen Utilities, Furniture's of all kinds, all types of Sanitary wares, plumbings, fittings & furnishings of all kinds such as sofa sets, chairs, office furniture and domestic furnitures.

IV. The Liability of the Members is Limited.

V. a.) The Authorized Share Capital of the Company is Rs. 28,00,00,000/- (Rupees Twenty Eight Crores only) divided into 14,00,00,000 (Fourteen Crore) Equity Shares of Rs. 2/- (Rupees Two only) each.\*

SURENDRAKUMAR TIBREWALA  
CHAIRMAN & MANAGING DIRECTOR  
DIN: 00218394



\* Initially incorporated with authorised capital of Rs. 5 lakhs divided in 50,000 equity shares of Rs. 10/- each. The authorised capital was increased to Rs. 5 crores divided into 50,00,000 equity shares of Rs.10/- each as per the resolution passed at the EGM of the company held on 28th March 2007. Further, it was increased to Rs. 8 crores divided into 80,00,000 shares of Rs. 10/each as per the resolution passed at the EGM of the company held on 20th April 2007 It was increased to Rs. 13 crores divided into 1,30,00,000 equity shares of Rs. 10/- each as per the resolution passed at the EGM Of the company held on 24th December,2007. It was further increased to Rs.23,00,00,000/- (Rupees Twenty Three Crores only) divided into 2,30,00,000 (Two crores Thirty Lakhs only) equity shares of Rs.10/- (Rupees Ten only) as per the resolution passed by Postal Ballot effective 21st January, 2015. Further the authorised capital of Rs. 23,00,00,000/- (Rupees Twenty Three Crores only) was sub- divided into 11,50,00,000 (Eleven Crores Fifty Lakhs) Equity Shares of Rs. 2/- (Rupees Two only) each as per the resolution passed by shareholders via Postal Ballot effective 28th May, 2015. Further the authorised capital of Rs. 28,00,00,000/- (Rupees Twenty Eight Crores only) divided into 14,00,00,000 (Fourteen Crore) Equity Shares of Rs. 2/- (Rupees Two only) each.\* as per the resolution passed by shareholders in the 16<sup>th</sup> AGM held on 27<sup>th</sup> September, 2019



S. Tibrewala

SURENDRAKUMAR TIBREWALA  
CHAIRMAN & MANAGING DIRECTOR  
DIN: 00218394

We, the several persons whose names, addresses and descriptions are hereinunder subscribed below, are desirous of bring formed into a Company in pursuance of this **MEMORANDUM OF ASSOCIATION** and we respectively agree to take the Number of Shares in the Capital of the company set opposite to our respective names ;

Name, Address, Description and Occupation of each subscriber	No. of Equity Shares taken by each Subscriber	Signature of Subscriber	Signature Name, Address, Description & Occupation of Witness
1. SURENDRAKUMAR TIBREWALA S/o. Deviprasad Tibrewala 42/43 Manorama Chambers, S.V. Road, Bandra (West), Juhu, Mumbai - 400 050. Occ. : BUSINESS	5000 Shares (Five Thousand only)	Sd/-	Sd/- Mr. NITIN SARFARE S/o. Atmaram A-703, Koldongri CHS, Parsi Wada, Sahar Road, Andheri (E), Mumbai - 400 099.
2. SANJAY TIBREWALA S/o. Surendrakumar Tibrewala 42/43 Manorama Chambers, S.V. Road, Bandra (West), Juhu, Mumbai - 400 050. Occ. : BUSINESS	5000 Shares (Five Thousand only)	Sd/-	
TOTAL		10,000 (Ten Thousand)	

Mumbai, dated this 19<sup>th</sup> day of January, 2004



*S Tibrewala*  
SURENDRKUMAR TIBREWALA  
CHAIRMAN & MANAGING DIRECTOR  
DIN : 00 21 8394