

**MEMORANDUM OF ASSOCIATION
AND
ARTICLES OF ASSOCIATION
OF
OPTIMUS FINANCE LIMITED**

[CONSEQUENT TO ADOPTION OF NEW SET OF THE MEMORANDUM OF ASSOCIATION & ARTICLES OF ASSOCIATION OF THE COMPANY IN PLACE OF THE EXISTING MEMORANDUM OF ASSOCIATION & ARTICLES OF ASSOCIATION OF THE COMPANY RESPECTIVELY.]

[EFFECTIVE FROM: 30TH SEPTEMBER 2022]

THE COMPANIES ACT, 2013
COMPANY LIMITED BY SHARES
ARTICLES OF ASSOCIATION
OF
OPTIMUS FINANCE LIMITED

INTERPRETATION

I.

1. In these Articles unless there be something in the subject matter or context inconsistent therewith:
 - i. **“The Act”** means the Companies Act, 2013 and the applicable provisions of the Companies Act, 1956 and includes any statutory modification or re-enactment thereof for the time being in force.
 - ii. **“Articles”** means Articles of Association of the Company as originally framed or altered from time to time.
 - iii. **“Beneficial Owner”** shall have the meaning assigned thereto by Section 2(1)(a) of the Depositories Act, 1996.
 - iv. **“Board” or “Board of Director”** means the Collective body of the Board of Directors of the Company.
 - v. **“Chairman”** means the Chairman of the Board of the Directors of the Company.
 - vi. **“Depositories Act, 1996”** shall mean Depositories Act, 1996 and include any Statutory modification or re-enactment thereof for the time being in force.
 - vii. **“Depository”** shall have the meaning assigned thereto by Section 2(1)(e) of the Depositories Act, 1996.
 - viii. **“Directors”** mean the Directors for the time being of the Company.
 - ix. **“Dividend”** includes any interim dividend.
 - x. **“Document”** means a document as defined in Section 2(36) of the Companies Act, 2013.
 - xi. **“Equity Share Capital”** with reference to any Company limited by shares, means all share capital which is not preference share capital;
 - xii. **“KMP”** means Key Managerial Personnel of the Company provided as per the relevant sections of the Act.
 - xiii. **“Managing Director”** means a director who by virtue or an agreement with the Company or of a resolution passed by the Company in general meeting or by its Board of Directors or by virtue of its Memorandum or Articles of Association is entrusted with substantial powers of management and includes a director occupying the position of managing director, by whatever name called.

- xiv. **“Month”** means Calendar month.
- xv. **“Office”** means the registered office for the time being of the Company.
- xvi. **“Paid-up share capital”** or **“share capital paid-up”** means such aggregate amount of money credited as paid-up as is equivalent to the amount received as paid up in respect of shares issued and also includes any amount credited as paid-up in respect of shares of the company, but does not include any other amount received in respect of such shares, by whatever name called;
- xvii. **“Postal Ballot”** means voting by post or through any electronic mode.
- xviii. **“Proxy”** includes attorney duly constituted under the power of attorney to vote for a member at a General Meeting of the Company on poll.
- xix. **“Registrar”** means the Registrar of Companies of the state in which the Registered Office of the Company is for the time being situated and includes an Additional Registrar, a Joint Registrar, a Deputy Registrar or an Assistant Registrar having the duty of registering companies and discharging various functions under this Act.
- xx. **“Rules”** means the applicable rules as prescribed under the relevant sections of the Act for time being in force.
- xxi. **“SEBI”** means Securities & Exchange Board of India established under Section 3 of the Securities & Exchange Board of India Act, 1992.
- xxii. **“Securities”** means the securities as defined in clause (h) of Section 2 of the Securities Contracts (Regulation) Act, 1956 (42 of 1956).
- xxiii. **“Share”** means share in the Share Capital of the Company and includes stock except where a distinction between stock and share is expressed or implied.
- xxiv. **“Seal”** means the common seal of the Company.
- xxv. **“The Company”** means Optimus Finance **LIMITED**

Words imparting the plural number also include, where the context requires or admits, the singular number, and vice versa.

Unless the context otherwise requires, words or expressions contained in these regulations shall bear the same meaning as in the Act or any statutory modification thereof in force at the date at which these regulations become binding on the Company.

‘In writing’ and ‘written’ includes printing, lithography and other modes of representing or reproducing words in a visible form.

SHARE CAPITAL AND VARIATION OF RIGHTS

II.

1. Subject to the provisions of the Act and these Articles, the shares in the capital of the company shall be under the control of the Directors who may issue, allot or otherwise dispose of the same or any of them to such persons, in such proportion and on such terms and conditions and either at a premium or at par and at such time as they may from time to time think fit.

- (i) Every person whose name is entered as a member in the register of members shall be entitled to receive within two months after incorporation, in case of subscribers to the memorandum or after allotment or within one month after the application for the registration of transfer or transmission or within such other period as the conditions of issue shall be provided,-
 - (a) one certificate for all his shares without payment of any charges; or
 - (b) several certificates, each for one or more of his shares, upon payment of twenty rupees for each certificate after the first.

 - (ii) Every certificate shall be under the seal and shall specify the shares to which it relates and the amount paid-up thereon.

 - (iii) In respect of any share or shares held jointly by several persons, the company shall not be bound to issue more than one certificate, and delivery of a certificate for a share to one of several joint holders shall be sufficient delivery to all such holders
2. (i) If any share certificate be worn out, defaced, mutilated or torn or if there be no further space on the back for endorsement of transfer, then upon production and surrender thereof to the company, a new certificate may be issued in lieu thereof, and if any certificate is lost or destroyed then upon proof thereof to the satisfaction of the company and on execution of such indemnity as the company deem adequate, a new certificate in lieu thereof shall be given. Every certificate under this Article shall be issued on payment of twenty rupees for each certificate.
- (ii) The provisions of Articles (2) and (3) shall mutatis mutandis apply to debentures of the company.
3. Except as required by law, no person shall be recognised by the company as holding any share upon any trust, and the company shall not be bound by, or be compelled in any way to recognise (even when having notice thereof) any equitable, contingent, future or partial interest in any share, or any interest in any fractional part of a share, or (except only as by these regulations or by law otherwise provided) any other rights in respect of any share except an absolute right to the entirety thereof in the registered holder.
4. (i) The company may exercise the powers of paying commissions conferred by sub-section (6) of section 40, provided that the rate per cent or the amount of the commission paid or agreed to be paid shall be disclosed in the manner required by that section and rules made thereunder.
- (ii) The rate or amount of the commission shall not exceed the rate or amount prescribed in rules made under sub-section (6) of section 40.
 - (iii) The commission may be satisfied by the payment of cash or the allotment of fully or partly paid shares or partly in the one way and partly in the other.
5. (i) If at any time the share capital is divided into different classes of shares, the rights attached to any class (unless otherwise provided by the terms of issue of the shares of that class) may, subject to the provisions of section 48, and whether or not the company is being wound up, be varied with the consent in writing of the holders of three-fourths of the issued shares of that class, or with the sanction of a special resolution passed at a separate meeting of the holders of the shares of that class.

- (ii) To every such separate meeting, the provisions of these regulations relating to general meetings shall mutatis mutandis apply, but so that the necessary quorum shall be at least two persons holding at least one third of the issued shares of the class in question.
- 6. The rights conferred upon the holders of the shares of any class issued with preferred or other rights shall not, unless otherwise expressly provided by the terms of issue of the shares of that class, be deemed to be varied by the creation or issue of further shares ranking *pari passu* therewith.
- 7. Subject to the provisions of section 55, any preference shares may, with the sanction of an ordinary resolution, be issued on the terms that they are to be redeemed on such terms and in such manner as the company before the issue of the shares may, by special resolution, determine.

LIEN

- 8. (i) The company shall have a first and paramount lien-
 - (a) on every share (not being a fully paid share), for all monies (whether presently payable or not) called, or payable at a fixed time, in respect of that share; and
 - (b) on all shares (not being fully paid shares) standing registered in the name of a single person, for all monies presently payable by him or his estate to the company:

Provided that the Board of directors may at any time declare any share to be wholly or in part exempt from the provisions of this clause.
- (ii) The company's lien, if any, on a share shall extend to all dividends payable and bonuses declared from time to time in respect of such shares.
- 9. The company may sell, in such manner as the Board thinks fit, any shares on which the company has a lien:

Provided that no sale shall be made-

 - (a) unless a sum in respect of which the lien exists is presently payable; or
 - (b) until the expiration of fourteen days after a notice in writing stating and demanding payment of such part of the amount in respect of which the lien exists as is presently payable, has been given to the registered holder for the time being of the share or the person entitled thereto by reason of his death or insolvency.
- 10. (i) To give effect to any such sale, the Board may authorize some person to transfer the shares sold to the purchaser thereof.
- (ii) The purchaser shall be registered as the holder of the shares comprised in any such transfer.
- (iii) The purchaser shall not be bound to see to the application of the purchase money, nor shall his title to the shares be affected by any irregularity or invalidity in the proceedings in reference to the sale.
- 11. (i) The proceeds of the sale shall be received by the company and applied in payment of such part of the amount in respect of which the lien exists as is presently payable.
- (ii) The residue, if any, shall, subject to a like lien for sums not presently payable as existed upon the shares before the sale, be paid to the person entitled to the shares at the date

of the sale.

CALLS ON SHARES

12. (i) The Board may, from time to time, make calls upon the members in respect of any monies unpaid on their shares (whether on account of the nominal value of the shares or by way of premium) and not by the conditions of allotment thereof made payable at fixed times:

Provided that no call shall exceed one-fourth of the nominal value of the share or be payable at less than one month from the date fixed for the payment of the last preceding call.
 - (ii) Each member shall, subject to receiving at least fourteen days' notice specifying the time or times and place of payment, pay to the company, at the time or times and place so specified, the amount called on his shares.
 - (iii) A call may be revoked or postponed at the discretion of the Board.
13. A call shall be deemed to have been made at the time when the resolution of the Board authorizing the call was passed and may be required to be paid by instalments.
14. The joint holders of a share shall be jointly and severally liable to pay all calls in respect thereof.
15. (i) If a sum called in respect of a share is not paid before or on the day appointed for payment thereof, the person from whom the sum is due shall pay interest thereon from the day appointed for payment thereof to the time of actual payment at ten per cent per annum or at such lower rate, if any, as the Board may determine.
 - (ii) The Board shall be at liberty to waive payment of any such interest wholly or in part.
16. (i) Any sum which by the terms of issue of a share becomes payable on allotment or at any fixed date, whether on account of the nominal value of the share or by way of premium, shall, for the purposes of these regulations, be deemed to be a call duly made and payable on the date on which by the terms of issue such sum becomes payable.
 - (ii) In case of non-payment of such sum, all the relevant provisions of these regulations as to payment of interest and expenses, forfeiture or otherwise shall apply as if such sum had become payable by virtue of a call duly made and notified.
17. The Board-
 - (a) may, if it thinks fit, receive from any member willing to advance the same, all or any part of the monies uncalled and unpaid upon any shares held by him; and
 - (b) upon all or any of the monies so advanced, may (until the same would, but for such advance, become presently payable) pay interest at such rate not exceeding, unless the company in general meeting shall otherwise direct, twelve per cent per annum, as may be agreed upon between the Board and the member paying the sum in advance.

TRANSFER OF SHARES

18. (i) The instrument of transfer of any share in the company shall be executed by or on behalf of both the transferor and transferee.
- (ii) The transferor shall be deemed to remain a holder of the share until the name of the transferee is entered in the register of members in respect thereof.
19. The Board may, subject to the right of appeal conferred by section 58 decline to register-
- (a) the transfer of a share, not being a fully paid share, to a person of whom they do not approve; or
- (b) any transfer of shares on which the company has a lien.
20. The Board may decline to recognise any instrument of transfer unless-
- (a) the instrument of transfer is in the form as prescribed in rules made under subsection (1) of section 56;
- (b) the instrument of transfer is accompanied by the certificate of the shares to which it relates, and such other evidence as the Board may reasonably require to show the right of the transferor to make the transfer; and
- (c) the instrument of transfer is in respect of only one class of shares.
21. On giving not less than seven days' previous notice in accordance with section 91 and rules made thereunder, the registration of transfers may be suspended at such times and for such periods as the Board may from time to time determine:
- Provided that such registration shall not be suspended for more than thirty days at any one time or for more than forty-five days in the aggregate in any year.

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DEMATERIALISATION OF SECURITIES

- i. The provisions of this Article shall apply notwithstanding anything to the contrary contained in any other Article of these Articles.
- a. The Company shall be entitled to dematerialise its securities and to offer securities in a dematerialised form pursuant to the Depository Act, 1996.
- b. Option for Investors:
- Every holder of or subscriber to securities of the Company shall have the option to receive security certificates or to hold the securities with a Depository. Such a person who is the beneficial owner of the Securities can at any time opt out of a Depository, if permitted, by the law, in respect of any security in the manner provided by the Depositories Act, 1996 and the Company shall, in the manner and within the time prescribed, issue to the beneficial owner the required Certificates for the Securities.
- If a person opts to hold its Security with a Depository, the Company shall intimate such depository the details of allotment of the Security.
- c. Securities in Depository to be in fungible form:-

- All Securities of the Company held by the Depository shall be dematerialised and be in fungible form.
- Nothing contained in Sections 88, 89, 112 & 186 of the Companies Act, 2013 shall apply to a Depository in respect of the Securities of the Company held by it on behalf of the beneficial owners.

d. Rights of Depositories & Beneficial Owners:-

Notwithstanding anything to the contrary contained in the Act, a Depository shall be deemed to be the registered owner for the purpose of effecting transfer of ownership of Security of the Company on behalf of the beneficial owner.

- e. Save as otherwise provided in (d) above, the depository as the registered owner of the Securities shall not have any voting rights or any other rights in respect of the Securities held by it.
 - f. Every person holding Securities of the Company and whose name is entered as the beneficial owner in the records of the depository shall be deemed to be a member of the Company. The beneficial owner of Securities shall be entitled to all the rights and benefits and be subject to all the liabilities in respect of his Securities which are held by a depository.
- ii. Notwithstanding anything contained in the Act to the contrary, where Securities of the Company are held in a depository, the records of the beneficial ownership may be served by such depository to the Company by means of electronic mode or by delivery of floppies or discs.
 - iii. Nothing contained in Section 56 of the Companies Act, 2013 shall apply to a transfer of Securities effected by a transferor and transferee both of whom are entered as beneficial owners in the records of a depository.
 - iv. Notwithstanding anything contained in the Act, where Securities are dealt with by a depository, the Company shall intimate the details thereof to the depository immediately on allotment of such securities.
 - v. Nothing contained in the Act or these Articles regarding the necessity of having distinctive numbers for Securities issued by the Company shall apply to Securities held with a Depository.
 - vi. The Company shall cause to be kept at its Registered Office or at such other place as may be decided, Register and Index of Members in accordance with Section 88 and other applicable provisions of the Companies Act 2013 and the Depositories Act, 1996 with the details of Shares held in physical and dematerialised forms in any media as may be permitted by law including in any form of electronic media.
 - vii. The Register and Index of beneficial owners maintained by a depository under Section 11 of the Depositories Act, 1996, shall be deemed to be the Register and Index of Members for the purpose of this Act. The Company shall have the power to keep in any state or country outside India, a Register of Members for the residents in that state or Country.

TRANSMISSION OF SHARES

22. (i) On the death of a member, the survivor or survivors where the member was a joint holder, and his nominee or nominees or legal representatives where he was a sole holder, shall be the only persons recognised by the company as having any title to his interest in the shares
- (ii) Nothing in clause (i) shall release the estate of a deceased joint holder from any liability in respect of any share which had been jointly held by him with other persons.
23. (i) Any person becoming entitled to a share in consequence of the death or insolvency of a member may, upon such evidence being produced as may from time to time properly be required by the Board and subject as hereinafter provided, elect, either-
- (a) to be registered himself as holder of the share; or
- (b) to make such transfer of the share as the deceased or insolvent member could have made.
- (ii) The Board shall, in either case, have the same right to decline or suspend registration as if
- Blank space removed would have had, if the deceased or insolvent member had transferred the share before his death or insolvency.
24. (i) If the person so becoming entitled shall elect to be registered as holder of the share himself, he shall deliver or send to the company a notice in writing signed by him stating that he so elects.
- (ii) If the person aforesaid shall elect to transfer the share, he shall testify his election by executing a transfer of the share.
- (iii) All the limitations, restrictions and provisions of these regulations relating to the right to transfer and the registration of transfers of shares shall be applicable to any such notice or transfer as aforesaid as if the death or insolvency of the member had not occurred and the notice or transfer were a transfer signed by that member.
25. A person becoming entitled to a share by reason of the death or insolvency of the holder shall be entitled to the same dividends and other advantages to which he would be entitled if he were the registered holder of the share, except that he shall not, before being registered as a member in respect of the share, be entitled in respect of it to exercise any right conferred by membership in relation to meetings of the company:
- Provided that the Board may, at any time, give notice requiring any such person to elect either to be registered himself or to transfer the share, and if the notice is not complied with within ninety days, the Board may thereafter withhold payment of all dividends, bonuses or other monies payable in respect of the share, until the requirements of the notice have been complied with.

FORFEITURE OF SHARES

26. If a member fails to pay any call, or installment of a call, on the day appointed for payment thereof, the Board may, at any time thereafter during such time as any part of the call or installment remains unpaid, serve a notice on him requiring payment of so much of the call or instalment as is unpaid, together with any interest which may have accrued.

27. The notice aforesaid shall-
- (a) name a further day (not being earlier than the expiry of fourteen days from the date of service of the notice) on or before which the payment required by the notice is to be made; and
 - (b) state that, in the event of non-payment on or before the day so named, the shares in respect of which the call was made shall be liable to be forfeited.
28. If the requirements of any such notice as aforesaid are not complied with, any share in respect of which the notice has been given may, at any time thereafter, before the payment required by the notice has been made, be forfeited by a resolution of the Board to that effect.
29. (i) A forfeited share may be sold or otherwise disposed of on such terms and in such manner as the Board thinks fit.
- (ii) At any time before a sale or disposal as aforesaid, the Board may cancel the forfeiture on such terms as it thinks fit.
30. (i) A person whose shares have been forfeited shall cease to be a member in respect of the forfeited shares, but shall, notwithstanding the forfeiture, remain liable to pay to the company all monies which, at the date of forfeiture, were presently payable by him to the company in respect of the shares.
- (ii) The liability of such person shall cease if and when the company shall have received payment in full of all such monies in respect of the shares.
31. (i) A duly verified declaration in writing that the declarant is a director, the manager or the secretary, of the company, and that a share in the company has been duly forfeited on a date stated in the declaration, shall be conclusive evidence of the facts therein stated as against all persons claiming to be entitled to the share;
- (ii) The company may receive the consideration, if any, given for the share on any sale or disposal thereof and may execute a transfer of the share in favour of the person to whom the share is sold or disposed off;
 - (iii) The transferee shall thereupon be registered as the holder of the share; and
 - (iv) The transferee shall not be bound to see to the application of the purchase money, if any, nor shall his title to the share be affected by any irregularity or invalidity in the proceedings in reference to the forfeiture, sale or disposal of the share.
32. The provisions of these regulations as to forfeiture shall apply in the case of nonpayment of any sum which, by the terms of issue of a share, becomes payable at a fixed time, whether on account of the nominal value of the share or by way of premium, as if the same had been payable by virtue of a call duly made and notified.

ALTERATION OF CAPITAL

33. The company may, from time to time, by ordinary resolution increase the share capital by such sum, to be divided into shares of such amount, as may be specified in the resolution.

34. Subject to the provisions of section 61, the company may, by ordinary resolution,-
- (a) consolidate and divide all or any of its share capital into shares of larger amount than its existing shares;
 - (b) convert all or any of its fully paid-up shares into stock, and reconvert that stock into fully paid-up shares of any denomination;
 - (c) sub-divide its existing shares or any of them into shares of smaller amount than is fixed by the memorandum;
 - (d) cancel any shares which, at the date of the passing of the resolution, have not been taken or agreed to be taken by any person.
35. Where shares are converted into stock,-
- (a) the holders of stock may transfer the same or any part thereof in the same manner as, and subject to the same regulations under which, the shares from which the stock arose might before the conversion have been transferred, or as near thereto as circumstances admit:
- Provided that the Board may, from time to time, fix the minimum amount of stock transferable, so, however, that such minimum shall not exceed the nominal amount of the shares from which the stock arose.
- (b) the holders of stock shall, according to the amount of stock held by them, have the same rights, privileges and advantages as regards dividends, voting at meetings of the company, and other matters, as if they held the shares from which the stock arose; but no such privilege or advantage (except participation in the dividends and profits of the company and in the assets on winding up) shall be conferred by an amount of stock which would not, if existing in shares, have conferred that privilege or advantage.
 - (c) such of the regulations of the company as are applicable to paid-up shares shall apply to stock and the words "share" and "shareholder" in those regulations shall include "stock" and "stock-holder" respectively.
36. The company may, by special resolution, reduce in any manner and with, and subject to, any incident authorised and consent required by law,-
- (a) its share capital;
 - (b) any capital redemption reserve account; or
 - (c) any share premium account.

CAPITALISATION OF PROFITS

37. (i) The company in general meeting may, upon the recommendation of the Board, resolve-
- (a) that it is desirable to capitalize any part of the amount for the time being standing to the credit of any of the company's reserve accounts, or to the credit of the, profit and loss account, or otherwise available for distribution; and
 - (b) that such sum be accordingly set free for distribution in the manner specified in clause (ii) amongst the members who would have been entitled thereto, if distributed by way of dividend and in the same proportions.

- (ii) The sum aforesaid shall not be paid in cash but shall be applied, subject to the provision contained in clause (iii), either in or towards-
 - (A) paying up any amounts for the time being unpaid on any shares held by such members respectively;
 - (B) paying up in full, unissued shares of the company to be allotted and distributed, credited as fully paid-up, to and amongst such members in the proportions aforesaid;
 - (C) partly in the way specified in sub-clause (A) and partly in that specified in sub-clause (B);
 - (D) A securities premium account and a capital redemption reserve account may, for the purposes of this regulation, be applied in the paying up of unissued shares to be issued to members of the company as fully paid bonus shares;
 - (E) The Board shall give effect to the resolution passed by the company in pursuance of this regulation.
- 38. (i) Whenever such a resolution as aforesaid shall have been passed, the Board shall-
 - (a) make all appropriations and applications of the undivided profits resolved to be capitalized thereby, and all allotments and issues of fully paid shares if any; and
 - (b) generally do all acts and things required to give effect thereto.
- (ii) The Board shall have power-
 - (a) to make such provisions, by the issue of fractional certificates or by payment in cash or otherwise as it thinks fit, for the case of shares becoming distributable in fractions; and
 - (b) to authorise any person to enter, on behalf of all the members entitled thereto, into an agreement with the company providing for the allotment to them respectively, credited as fully paid-up, of any further shares to which they may be entitled upon such capitalisation, or as the case may require, for the payment by the company on their behalf, by the application thereto of their respective proportions of profits resolved to be capitalised, of the amount or any part of the amounts remaining unpaid on their existing shares;
- (iii) Any agreement made under such authority shall be effective and binding on such members.

BUY-BACK OF SHARES

- 39. Notwithstanding anything contained in these articles but subject to the provisions of sections 68 to 70 and any other applicable provision of the Act or any other law for the time being in force, the company may purchase its own shares or other specified securities.

GENERAL MEETINGS

40. All general meetings other than annual general meeting shall be called extraordinary general meeting.
41. (i) The Board may, whenever it thinks fit, call an extraordinary general meeting.
- (ii) The General meeting including Annual general meeting shall be convened by giving notice of clear 21 days in advance as per section 101 of Companies Act 2013. The directors if they think fit may convene a General Meeting including Annual General Meeting of the company by giving a notice thereof being not less than three days if consent is given in writing or by electronic mode by not less than ninety-five per cent of the members entitled to vote at such meeting.
- (iii) If at any time directors capable of acting who are sufficient in number to form a quorum are not within India, any director or any two members of the company may call an extraordinary general meeting in the same manner, as nearly as possible, as that in which such a meeting may be called by the Board.

PROCEEDINGS AT GENERAL MEETINGS

42. (i) No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business.
- (ii) Save as otherwise provided herein, the quorum for the general meetings shall be as provided in section 103.
43. The chairperson, if any, of the Board shall preside as Chairperson at every general meeting of the company.
44. If there is no such Chairperson, or if he is not present within fifteen minutes after the time appointed for holding the meeting, or is unwilling to act as chairperson of the meeting, the directors present shall elect one of their members to be Chairperson of the meeting.
45. If at any meeting no director is willing to act as Chairperson or if no director is present within fifteen minutes after the time appointed for holding the meeting, the members present shall choose one of their members to be Chairperson of the meeting.

ADJOURNMENT OF MEETING

46. (i) The Chairperson may, with the consent of any meeting at which a quorum is present, and shall, if so directed by the meeting, adjourn the meeting from time to time and from place to place.
- (ii) No business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.
- (iii) When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in the case of an original meeting.
- (iv) Save as aforesaid, and as provided in section 103 of the Act, it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.

VOTING RIGHTS

47. Subject to any rights or restrictions for the time being attached to any class or classes of shares,-
 - (a) on a show of hands, every member present in person shall have one vote; and
 - (b) on a poll, the voting rights of members shall be in proportion to his share in the paid-up equity share capital of the company.
48. A member may exercise his vote at a meeting by electronic means in accordance with section 108 and shall vote only once.
49. (i) In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders.
 - (ii) For this purpose, seniority shall be determined by the order in which the names stand in the register of members.
50. A member of unsound mind, or in respect of whom an order has been made by any court having jurisdiction in lunacy, may vote, whether on a show of hands or on a poll, by his committee or other legal guardian, and any such committee or guardian may, on a poll, vote by proxy.
51. Any business other than that upon which a poll has been demanded may be proceeded with, pending the taking of the poll.
52. No member shall be entitled to vote at any general meeting unless all calls or other sums presently payable by him in respect of shares in the company have been paid
53. (i) No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is given or tendered, and every vote not disallowed at such meeting shall be valid for all purposes.
 - (ii) Any such objection made in due time shall be referred to the Chairperson of the meeting, whose decision shall be final and conclusive.

PROXY

54. The instrument appointing a proxy and the power-of-attorney or other authority, if any, under which it is signed or a notarised copy of that power or authority, shall be deposited at the registered office of the company not less than 48 hours before the time for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote, or, in the case of a poll, not less than 24 hours before the time appointed for the taking of the poll; and in default the instrument of proxy shall not be treated as valid.
55. An instrument appointing a proxy shall be in the form as prescribed in the rules made under section 105.
56. A vote given in accordance with the terms of an instrument of proxy shall be valid, notwithstanding the previous death or insanity of the principal or the revocation of the proxy or of the authority under which the proxy was executed, or the transfer of the shares in respect of which the proxy is given: Provided that no intimation in writing of such death, insanity, revocation or transfer shall have been received by the company at its

office before the commencement of the meeting or adjourned meeting at which the proxy is used.

BOARD OF DIRECTORS

57. Subject to the provisions of the Companies Act, 2013, the following are the first directors of the company:
1. Mr. Atul G. Shroff
 2. Mr. Atul H. Patel
 3. Mr. Dushyant D. Patel

The following are the directors of the Company as on 02/09/2022

1. Mr. Deepak Raval
 2. Mr. Vinay Pandya
 3. Mr. Rahil Thaker
 4. Ms. Divya Zalani
58. (i) The remuneration of the directors shall, in so far as it consists of a monthly payment, be deemed to accrue from day-to-day.
- (ii) In addition to the remuneration payable to them in pursuance of the Act, the directors may be paid all travelling, hotel and other expenses properly incurred by them-
- (a) in attending and returning from meetings of the Board of Directors or any committee thereof or general meetings of the company; or
 - (b) in connection with the business of the company.
59. The Board may pay all expenses incurred in getting up and registering the company.
60. The company may exercise the powers conferred on it by section 88 with regard to the keeping of a foreign register; and the Board may (subject to the provisions of that section) make and vary such regulations as it may think fit respecting the keeping of any such register.
61. All cheques, promissory notes, drafts, hundis, bills of exchange and other negotiable instruments, and all receipts for monies paid to the company, shall be signed, drawn, accepted, endorsed, or otherwise executed, as the case may be, by such person and in such manner as the Board shall from time to time by resolution determine.
62. Every director present at any meeting of the Board or of a committee thereof shall sign his name in a book to be kept for that purpose.
- (i) Subject to the provisions of section 149, the Board shall have power at any time, and from time to time, to appoint a person as an additional director, provided the number of the directors and additional directors together shall not at any time exceed the maximum strength fixed for the Board by the articles.
 - (ii) Such person shall hold office only up to the date of the next annual general meeting of the company but shall be eligible for appointment by the company as a director at that meeting subject to the provisions of the Act.

PROCEEDINGS OF THE BOARD

63. (i) The Board of Directors may meet for the conduct of business, adjourn and otherwise regulate its meetings, as it thinks fit.
 - (ii) A director may, and the manager or secretary on the requisition of a director shall, at any time, summon a meeting of the Board.
64. (i) Save as otherwise expressly provided in the Act, questions arising at any meeting of the Board shall be decided by a majority of votes.
 - (ii) In case of an equality of votes, the Chairperson of the Board, if any, shall have a second or casting vote.
65. The continuing directors may act notwithstanding any vacancy in the Board; but, if and so long as their number is reduced below the quorum fixed by the Act for a meeting of the Board, the continuing directors or director may act for the purpose of increasing the number of directors to that fixed for the quorum, or of summoning a general meeting of the company, but for no other purpose.
66. (i) The Board may elect a Chairperson of its meetings and determine the period for which he is to hold office.
 - (ii) If no such Chairperson is elected, or if at any meeting the Chairperson is not present within five minutes after the time appointed for holding the meeting, the directors present may choose one of their member to be Chairperson of the meeting.
67. (i) The Board may, subject to the provisions of the Act, delegate any of its powers to committees consisting of such member or members of its body as it thinks fit.
 - (ii) Any committee so formed shall, in the exercise of the powers so delegated, conform to any regulations that may be imposed on it by the Board.
68. (i) A committee may elect a Chairperson of its meetings.
 - (ii) If no such Chairperson is elected, or if at any meeting the Chairperson is not present within five minutes after the time appointed for holding the meeting, the members present may choose one of their members to be Chairperson of the meeting.
69. (i) A committee may meet and adjourn as it thinks fit.
 - (ii) Questions arising at any meeting of a committee shall be determined by a majority of votes of the members present, and in case of an equality of votes, the Chairperson shall have a second or casting vote.
70. All acts done in any meeting of the Board or of a committee thereof or by any person acting as a director, shall, notwithstanding that it may be afterwards discovered that there was some defect in the appointment of any one or more of such directors or of any person acting as aforesaid, or that they or any of them were disqualified, be as valid as if every such director or such person had been duly appointed and was qualified to be a director.
71. Save as otherwise expressly provided in the Act, a resolution in writing, signed by all the

members of the Board or of a committee thereof, for the time being entitled to receive notice of a meeting of the Board or committee, shall be valid and effective as if it had been passed at a meeting of the Board or committee, duly convened and held.

CHIEF EXECUTIVE OFFICER, MANAGER, COMPANY SECRETARY OR CHIEF FINANCIAL OFFICER

72. Subject to the provisions of the Act,-
- (i) A chief executive officer, manager, company secretary or chief financial officer may be appointed by the Board for such term, at such remuneration and upon such conditions as it may think fit; and any chief executive officer, manager, company secretary or chief financial officer so appointed may be removed by means of a resolution of the Board;
 - (ii) A director may be appointed as chief executive officer, manager, company secretary or chief financial officer
73. A provision of the Act or these regulations requiring or authorising a thing to be done by or to a director and chief executive officer, manager, company secretary or chief financial officer shall not be satisfied by its being done by or to the same person acting both as director and as, or in place of, chief executive officer, manager, company secretary or chief financial officer.

THE SEAL

74. (i) The Board shall provide for the safe custody of the seal.
- (ii) The seal of the company shall not be affixed to any instrument except by the authority of a resolution of the Board or of a committee of the Board authorised by it in that behalf, and except in the presence of at least two directors and of the secretary or such other person as the Board may appoint for the purpose; and those two directors and the secretary or other person aforesaid shall sign every instrument to which the seal of the company is so affixed in their presence.

DIVIDENDS AND RESERVE

75. The company in general meeting may declare dividends, but no dividend shall exceed the amount recommended by the Board.
76. Subject to the provisions of section 123, the Board may from time to time pay to the members such interim dividends as appear to it to be justified by the profits of the company.
77. (i) The Board may, before recommending any dividend, set aside out of the profits of the company such sums as it thinks fit as a reserve or reserves which shall, at the discretion of the Board, be applicable for any purpose to which the profits of the company may be properly applied, including provision for meeting contingencies or for equalizing dividends; and pending such application, may, at the like discretion, either be employed in the business of the company or be invested in such investments (other than shares of the company) as the Board may, from time to time, think fit.

- (ii) The Board may also carry forward any profits which it may consider necessary not to divide, without setting them aside as a reserve.
78. (i) Subject to the rights of persons, if any, entitled to shares with special rights as to dividends, all dividends shall be declared and paid according to the amounts paid or credited as paid on the shares in respect whereof the dividend is paid, but if and so long as nothing is paid upon any of the shares in the company, dividends may be declared and paid according to the amounts of the shares.
- (ii) No amount paid or credited as paid on a share in advance of calls shall be treated for the purposes of this regulation as paid on the share.
 - (iii) All dividends shall be apportioned and paid proportionately to the amounts paid or credited as paid on the shares during any portion or portions of the period in respect of which the dividend is paid; but if any share is issued on terms providing that it shall rank for dividend as from a particular date such share shall rank for dividend accordingly.
79. The Board may deduct from any dividend payable to any member all sums of money, if any, presently payable by him to the company on account of calls or otherwise in relation to the shares of the company.
- (i) Any dividend, interest or other monies payable in cash in respect of shares may be paid by cheque or warrant sent through the post directed to the registered address of the holder or, in the case of joint holders, to the registered address of that one of the joint holders who is first named on the register of members, or to such person and to such address as the holder or joint holders may in writing direct.
 - (j) Every such cheque or warrant shall be made payable to the order of the person to whom it is sent.
80. Any one of two or more joint holders of a share may give effective receipts for any dividends, bonuses or other monies payable in respect of such share.
81. Notice of any dividend that may have been declared shall be given to the persons entitled to share therein in the manner mentioned in the Act.
82. No dividend shall bear interest against the company.

ACCOUNTS

83. (i) The Board shall from time to time determine whether and to what extent and at what times and places and under what conditions or regulations, the accounts and books of the company, or any of them, shall be open to the inspection of members not being directors.
- (ii) No member (not being a director) shall have any right of inspecting any account or book or document of the company except as conferred by law or authorised by the Board or by the company in general meeting.

WINDING UP

84. Subject to the provisions of Chapter XX of the Act and rules made thereunder-
- (i) If the company shall be wound up, the liquidator may, with the sanction of a special

resolution of the company and any other sanction required by the Act, divide amongst the members, in specie or kind, the whole or any part of the assets of the company, whether they shall consist of property of the same kind or not.

- (ii) For the purpose aforesaid, the liquidator may set such value as he deems fair upon any property to be divided as aforesaid and may determine how such division shall be carried out as between the members or different classes of members.
- (iii) The liquidator may, with the like sanction, vest the whole or any part of such assets in trustees upon such trusts for the benefit of the contributories if he considers necessary, but so that no member shall be compelled to accept any shares or other securities whereon there is any liability.

INDEMNITY

85. Every officer of the company shall be indemnified out of the assets of the company against any liability incurred by him in defending any proceedings, whether civil or criminal, in which judgment is given in his favour or in which he is acquitted or in which relief is granted to him by the court or the Tribunal.

We, the several persons whose names, address, descriptions and occupations are hereunder subscribed, are desirous of being formed into a Company in pursuance of this Articles of Association and we respectively agree to make the number of shares in the capital of the Company set opposite our respective names.

Name, address, occupation, Description of subscribers	No. of equity shares taken by each subscriber	Signature of each subscriber	Signature of witness and their address, Occupation and description.
1. Shri Atul G. Shroff S/o Shri Govindji C. Shroff 7, Charotar Society, Old padra road, Baroda-390 020 INDUSTRIALIST	10 equity shares of Rs. 10/- each (Ten)	Sd/-	Sd/- Divyakant R. Zaveri (Chartered Accountants) S/o Shri Ramaniklal M. Zaveri 103, Poonam Apartment, R. C. Dutt Road, Alkapuri, Baroda-390 005. Witness to subscribers Sr. No. 1 to 7
2. Shri Mukesh D. Patel S/o Late Shri Dahyabhai S. Patel 93, Urmi society, Baroda-390 005. INDUSTRIALIST	10 equity shares of Rs. 10/- each (Ten)	Sd/-	
3. Shri Atul H. Patel S/o Late Shri Haribhai F. Patel Sanman, old padra road, Baroda-390 015. INDUSTRIALIST	10 equity shares of Rs. 10/- each (Ten)	Sd/-	
4. Shri Dushyant D. Patel S/o Late Shri Dahyabhai S. Patel 93, Urmi society, Baroda-390 005. INDUSTRIALIST	10 equity shares of Rs. 10/- each (Ten)	Sd/-	
5. Shri Marzaben J. Patel S/o Jahangirji B. Patel 6/7, Gulmahor park, Productivity Road, Akota, Baroda-390 020. SERVICE	10 equity shares of Rs. 10/- each (Ten)	Sd/-	
6. Shri Paresh M. Sariaya S/o Late Shri Manilal Saraiya, 9, Charotar Society, Old padra road, vadodara-390 020 SERVICE	10 equity shares of Rs. 10/- each (Ten)	Sd/-	
7. Shri Pravinchandra M. Shah S/o Shri Mangaldas Shah ' Anand ' Bhawna Society, Ajwa Road, Baroda-390 019. SERVICE	10 equity shares of Rs. 10/- each (Ten)	Sd/-	
TOTAL	70 (Seventy)		

At Baroda dated 24- 1-91

THE COMPANIES ACT, 2013
MEMORANDUM OF ASSOCIATION
OF
OPTIMUS FINANCE LIMITED
(COMPANY LIMITED BY SHARES)

- I. The name of the Company is **OPTIMUS FINANCE LIMITED**.
- II. The Registered Office of the Company will be situated in the State of Gujarat.
- III. The objects for which the Company is established are as under:
 - A. Main objects of the company to be pursued on its incorporation:**
 1. To lend and advance and invest money and assets of all kinds or give credit on any terms or mode and with or without security to any individual, firm, body corporate or any other entity (including without prejudice to the generality of the foregoing any holding company, subsidiary or fellow subsidiary of, or any other company whether or not associated in any way with, the company), to enter into guarantees, contracts of indemnity and suretyship of all kinds, to receive money on loan upon any terms, and to secure or guarantee in any manner and upon any terms the payment of any sum of money or the performance of any obligation by any person, firm or company (including without prejudice to the generality of the foregoing any holding company, subsidiary or fellow subsidiary of, or any other company associated in any way with the company).
 2. To borrow and raise money in any manner for the purpose of any business of the company or of any company in which the company is interested and to secure the repayment of any money borrowed, raised or owing by mortgage, charge, standard security, lien or other security upon the whole or any part of the Company's property or assets (whether present or future).
 - B. Matters which are necessary for furtherance of the objects specified in clause III[A] are :-**
 3. Subject to the provisions of Section 73 of the Companies Act and rules thereunder and the directions of the Reserve Bank of India and the Banking Regulation Act 1949, to receive money on deposit, loan or otherwise, upon such terms as the Company may approve, and to give guarantee and indemnities in respect of debts and contract of others; and/or to draw, make accept, endorse, discount, execute, buy, sell, collect, issue, negotiate, assign and otherwise deal in cheques, drafts, bills of exchange, promissory notes, hundies debentures, bonds, bill of lading, railway receipts, warrants, coupons and all other negotiable and transferable instruments, but the company shall not carry on the business of banking as defined by the Banking Regulation Act, 1949.
 4. To constitute any trusts with a view to the issue of preferred and deferred or any other special stocks, securities, certificates or other documents based on or representing any shares, stocks, or other assets appropriated for the purposes of any such trust, and to settle and regulate and, if thought fit, to undertake and execute any such trusts and to issue, hold or dispose off any such preferred, deferred, or other special stocks, securities, certificates or documents.

5. To purchase, take on lease, hire, sublease, exchange or otherwise transfer or develop, manage, or deal in any land of any tenure or description, vacant or built up, tenanted or otherwise, and properties, building, structures and erections of any kind or parts thereof, in the Union of India Por elsewhere, and any estate or interest and any rights over or connected with any such land, properties, buildings, structures or erections and turn the same into account as may seem expedient, and advance money to enter in to contract and arrangement with the owners of land, tenants, builders and others persons heaving interest in or claim to such lands, properties, buildings, structures, or erections and to acquire and take over any business or undertaking carried on, upon, or in connection with, any land or building which the Company may desire to acquire as aforesaid, or become interested in, and the whole or any of the assets and liabilities of such business or undertaking, and to carry on the same, or to dispose off, remove, or put an end thereto.
6. To place to reserve or to distribute as dividend or bonus among the members or to otherwise apply, as the Company may from time to time think fit, any moneys received by way of premium on shares or debentures issued at a premium by the Company and also any moneys arising from the sale by the Company of forfeited shares.
7. To construct, execute, carry out, equip, improve, work, develop, administer, manage or control works and conveniences of various kinds and types, whether for any Government, public body, local authority, company, firm, society, association, group of persons or individuals and generally to carry on the business of builders and contractors, reinforced cement concrete specialties, civil, mechanical, and electrical engineers, architects, surveyors, estimators, plumbers, decorators, and designers, in all their respective branches.
8. To institute, conduct, defend, compound or abandon any legal proceedings by or against the Company or its officers or otherwise concerning the affairs of the Company and also to compound and allow time for payment or satisfaction of any debts due and of any claims or demands by or against the Company.
9. To advance money to any person or persons, company or corporation, society or association either at interest or without, and/or with or without any security and in particular to advance money to shareholders of the company, or to other persons upon the security of or for the purpose of enabling the person borrowing the same to erect or purchase, or enlarge or repair any house or building or any part or portions thereof or to purchase any freehold or leasehold or any lands, estate or interest in or to take a demise for any term or terms or years of any land or property in India upon such terms and conditions as the company may think fit.
10. To negotiate loans, underwriting contracts, mortgages, equity participation, cash credit, overdrafts and other financial facilities from banks, financial institutions. Government or Semi-Government bodies and others on behalf of any companies, firms, societies, associations and others.
11. To lend and advance money or give credit to such persons, firms, associations, societies, companies, corporations and others, and on such terms as may seem expedient, and in particular to customers and others having dealing with the Company, and to release or discharge any debt or obligation owing to the Company, and to guarantee or become liable for the payment of money or for the performance of any obligations, and generally to transact guarantee business, trust business and agency business, but the Company shall not carry on the business of banking as defined by the Banking Regulation Act, 1949.

12. To establish, provide and conduct, or otherwise subsidise research laboratories and experiments, workshops for scientific and technical research experiments, and tests of all kinds, to promote study and research, both scientific and technical investigation and inventions by providing, subsidising, endowing or assisting laboratories, workshops, libraries, lectures, meetings, seminars or conferences, and by providing or contributing to the remuneration of scientific or technical professors or teachers or by providing or contributing to the award of scholarships, prizes, grants to students or otherwise, and generally to encourage, promote, and reward studies, researches, investigations, experiments, tests and inventions of any kind, that may be considered likely to assist the business which the Company is authorised to carry on.
13. To buy, underwrite, invest in and acquire and hold shares, stocks, debentures, debenture-stock, bonds, obligations and securities issued or guaranteed by any company constituted or carrying on business in India or elsewhere and debentures, debenture-stock, bonds, obligations and securities, issued or guaranteed by any government, state, dominions, sovereign, ruler, commissioners, public body or authority supreme, municipal, local or otherwise, firm or person whether in India by original subscription, tender, purchase, exchange or otherwise, and to subscribe for the same either conditionally or otherwise, and to guarantee the subscription thereof and to exercise and enforce all rights and powers conferred by or incidental to the ownership thereof.
14. To guarantee payments of money unsecured or secured by or payable under or in respect of promissory notes, debts, debentures, debenture-stock, contracts, mortgages, charges, obligations, instruments, and securities of any Company or of any authority. Union, Central, State and Municipal, local or otherwise or of any firms or persons whomsoever and generally to guarantee and/or become sureties for the performance of any contracts or obligations of any company, firm or person whatsoever and to stand guarantors and be surety and answerable for debts or defaults of any person, firm or company arising on contracts for payments or repayments of moneys or loan or fulfillment of any obligations or performances by any person, firm or company or otherwise howsoever arising and to enter into contracts of indemnity or guarantee with such terms and conditions as may seem necessary or expedient for effecting the same.
15. To acquire and deal with any property real or personal, to erect any buildings or other constructions necessary for the business of the Company.
16. To acquire, take over or and undertake the whole or any part of the business, property and liabilities, of any person, firm or company or society carrying on or proposing to carry on any business and having similar objects which the Company is authorised to carry on or possessed of property suitable for the purpose of the Company or which can be carried on in conjunction therewith or and for the purposes aforesaid to acquire and deal in lands, privileges, rights, contrast property or effects.
17. To sublet all or any contracts, obligations from time to time and upon such terms and conditions as may be thought expedient.
18. To amalgamate, enter into partnership or enter into any arrangement for sharing profits, union of interests, co-operation, joint venture, reciprocal concession or otherwise, with any person, firm or company, carrying on or engaged in, or about to carry on or engage in any business or transaction and having similar objects which this Company is authorised to carry on which can be carried on in conjunction therewith.

19. To accept payment for any property or rights sold or otherwise dispose of or dealt with by the Company, either in cash by instalments or otherwise, or in fully or partly paid up shares of any company or corporation, with or without preferred or deferred rights in respect of dividend or repayment of capital or otherwise, or in debentures, or mortgage debentures or debenture stock, mortgage or other securities of any company or corporation, or partly in one mode and partly in another, and generally on such terms as the Company may determine, and to hold, dispose of or otherwise deal with any shares, stocks or securities so acquired.
20. To promote and enter into a collaboration agreement or agreements with any company or companies in India or elsewhere for the purpose of acquiring all or any of the property, rights and liabilities or for any other purpose.
21. To apply for, purchase or otherwise acquire any immoveable or moveable property, patents, patent rights, invention, copyright, trademarks, formulate, licences, concessions, rights privileges and the like conferring any exclusive or non-exclusive or limited rights to use 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 and to use, exercise and develop or grant licences in respect of or otherwise turn to account, the property rights, or information so acquired.
22. To pay for any property or rights, acquired by the Company, either in cash or fully or partly paid shares or by the issue of securities, or partly in one mode and partly in another, and generally on such terms as may be determined.
23. To sell any patents, rights or privileges, belonging to the Company or which may be acquired by it or any interest in the same and to grant licences for the use and practice of die same or any of them, and to let or allow to be used or otherwise deal with any inventions, patents or privileges in which the Company may be interested, and to do all such acts and things as may be deemed expedient for turning to account any inventions patents and privileges in which the Company may be interested and to use trademarks, trade names or brands for the products or any goods of the Company, any invention by the Company and adopt such means of making known the business and/or activities and/or products of the Company as may seem expedient and in particular by advertising in newspapers, magazines and/or periodicals, by circular and exhibition, by publication of books and periodicals, by distributing samples aid by granting prizes, rewards and donations and by all other means or mediums.
24. To register, apply for obtain, purchase or otherwise acquire, protect, prolong and renew any patents, patent rights, process trademarks, trade secrets, scientific or technical or other assistance, manufacturing process and other information, design, patterns, copyrights, trademarks, licences, concessions and the like rights or benefit or right of use thereof which may seem capable of being used for or in connection with any of the purposes of the Company or the acquisition or use of which may seem calculated directly or indirectly to benefit the company on payment of any fee, royalty or other consideration and to use, exercise or develop the same and manufacture or grant licences in respect thereof or sale or otherwise deal with the same, and to improve, manage, develop, grant rights or privileges in respect of or otherwise deal with all or any part of the property and rights of the company.
25. To invest and deal with the moneys of the Company not immediately required in such manner as may from time to time be though fit and to vary the investments of the Company.

26. To assist in the sale of goods, articles or commodities which the Company is authorised to produce or deal in by way of hire purchase or deferred payment or similar transactions, and to institute, enter into, carry on, subsidise finance or assist in subsidising or financing the sale and maintenance of such goods articles or commodities upon any terms whatsoever, to acquire and discount, hire purchase or other agreements or any right thereunder (whether proprietary or contractual) and to import, export, buy, sell barter, exchange, pledge make advances upon and otherwise deal in such goods, produce, articles and merchandise.
27. To do the above things as principals, agents, trustees, contractors and by or through trustees, agents, corporations, contractors or otherwise, and either alone or in conjunction with any other or others.
28. To remunerate any person, firm or company for services rendered or to be rendered for placing or assisting to place or guaranteeing the placing of any of the shares in the Company's capital or any debentures, debenture-stock or other securities of the Company or in or about the organization, formation or promotion of the Company or the conduct of its business.
29. To insure the whole or any part of the property of the Company, either fully or partially, to protect and indemnify the Company from liability or loss in any respect, either fully or partially, and also to ensure and protect and indemnify any part or portion thereof.
30. To sell, let on lease or on hire, mortgage or otherwise dispose of the property, assets or undertaking of the Company or any part thereof, for such consideration as the Company, and to sell, barter, improve, develop, exchange, lease, mortgage, enfranchise, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Company on such terms and conditions as the Company may determine.
31. To develop or use, any lands over which for the time being the Company has any rights, and to dispose of or otherwise deal with any product of any such lands, and to lay out sites for and establish permanent camps, towns and villages on any such lands.
32. To do the above-mentioned things either by the Company itself, or through the agency or medium of any company, corporation, firm or person, and at any place or places, whether in India or anywhere else in the world.
33. To procure the Company to be registered or recognised in any foreign country or place, and to establish branches, agencies, showrooms depots, sales and other offices or workshops in or outside India, and to discontinue and reconstitute any such branches, agencies etc. and to enter into negotiations with and enter into arrangements and contracts with foreign and/or Indian parties and other persons for obtaining by grant, licence and/or on other terms, other rights and benefits and to obtain technical and engineering information, assistance and service, know-how, and manufacture of any products.
34. To enter into arrangement for technical collaboration and/or other form of agreement including capital participation with foreign or Indian technical experts or manufacturers of products which the Company is empowered to manufacture or of any products manufactured or proposed to be manufactured or processed by the Company and to pay for such technical assistance or collaborators, royalties or other fees in cash or by allotment of equity or other capital of the Company credited as paid up or issue of debentures or debenture stock.

35. To pay for technical know-how, technical and engineering assistance and information and/or service rights or privileges acquired by the company either in shares of the Company or partly in shares and partly in cash or otherwise.
36. To apply for and promote any Act of any legislature, or order or other legislative or legal sanction, either in India or anywhere else in the world; and to take all necessary or proper steps in Parliament or with the authorities national, local municipal or otherwise, of any place in which the Company may have interests, and to carry on any negotiations or operations for enabling the Company to carry any of its objects into effect, or for effecting any modification of the Company's constitution or for any purposes deemed beneficial to the Company, or likely, directly or indirectly, or promote the interest of the Company or its members; and to oppose any steps taken by any authority, company firm or person which may be considered likely, directly or indirectly, to prejudice the interests of the Company or its members.
37. To pay all the cost, charges and expenses of and incidental to the Promotion formation and establishments of the Company or its branches and the issue of the Capital, Debentures, bonds, securities, commercial papers including any underwriting or other commission, brokers fees, lawyers charges, consultant and surveyor's fees and to remunerate in cash or in any other manner any person or persons for services rendered or to be rendered in introducing any person or business to the company or in placing or assisting to place or guaranteeing the subscription of any shares, debentures, debenture-stock or any other securities of the Company, or for any other reason which the Company may think proper.
38. To employ experts to investigate and examine into the conditions, prospects, value, charter and circumstances of any business concerns and undertakings and generally of any assets, property or rights.
39. To provide sanitary, comfortable, or subsidised canteen co-operative or welfare facilities for employees of the Company, and in connection therewith, to provide recreational facilities and sports activities necessary for the wellbeing of the employees.
40. To establish and support or aid in the establishment and support of associations, institutions, funds, trusts and conveniences calculated to benefit the employees or ex-employees of the Company, or their dependents, relations of such persons, and to grant pensions and allowances, and to make payments, towards the accident insurance of the employees, and to subscribe or guarantee money for charitable or benevolent objects, or any exhibition, or for any public or general or useful objects.
41. To establish and maintain or procure the establishment and maintenance of any contributory or non-contributory pension or superannuation funds for the benefit of, and give or procure the giving of donation, gratuities, pensions, medical facilities, 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 such persons and also establish and subsidise and subscribe to any institutions, associations, clubs or funds calculated to be for the benefit of or to advance the interests and wellbeing of the Company or of any such Company as aforesaid, and make payment to or towards the insurance of any such person as aforesaid, either alone or in conjunction with any such other company as aforesaid.

42. To employ officers, clerks, technicians, experts, agents, field officers, canvassers, branch officers, treasurers, consultants, surveyors, auditors, labourers and other servants, brokers or commission agents and to pay or provide for the payments to them of such salaries, commission, brokerage or remunerations as may be found fit, expedient, necessary or desirable.
43. To provide for the welfare of employees or ex-employees of the Company and the wives, families, dependents or connections of such persons, by building or contributing to the building of houses, or dwellings or by the grant of money, pensions, allowances, bonus or other payments or by creating and from time to time subscribing or contributing to provident and other associations, institutions or funds or trusts and by establishing or providing or subscribing or contributing towards schools and places of education, instruction and recreation, shops and markets, hospitals and dispensaries, medical and other aid or attendance and other assistance or aid as the Company may think fit.
44. From time to time to establish or to subscribe or contribute or guarantee money or to give to the nation or to any charitable, benevolent, religious, scientific or national trusts, funds, associations, and institutions and to any other useful object, purpose, fund, institution of a public character to promote the interests or the business of the Company or to further its objects or to increase its repute or popularity among its employees, its customers or the public or otherwise and/or to any charitable or useful funds whatsoever or for any exhibition.
45. To create or accumulate profits any depreciation fund, reserve fund, sinking fund, Insurance Fund or any other special fund whether for depreciation or for repairing, improving, extending or maintaining any of the properties of the Company or for redemption of debentures or redeemable Preference Shares or any other purposes whatsoever conducive to the interest of the Company or under legal obligation of any statute.
46. Subject to provisions of the Companies Act, 2013, to place to reserve or to distribute as bonus shares among the members or otherwise to apply, as the Company may from time to time think fit any monies received by way of premium on shares or debentures issued by the Company or any monies received in respect of sale of forfeited shares.
47. To undertake, firm and/or execute any trusts, the undertaking whereof may seem desirable either gratuitously or otherwise in relation to the business of the Company.
48. To aid any Government, State or any Municipal Corporation, or Company or Association or individuals with capital, credit, means or resources for the prosecution of any works, undertakings projects, or enterprises which are conducive to all or any of the objects of the Company.
49. To prosecute and execute directly, or by contribution or other assistance, any such or any other works, undertakings, projects, enterprises, in which, or in the prosecution whereof, or on the security whereof or of any profits or emoluments, derivable therefrom, the Company shall have invested money, embarked capital or engaged its credits.
50. To enter into any arrangements with any government or authority municipal local or otherwise, 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 fit desirable to obtain and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions.

51. Subject to the provisions of the Companies Act, 2013 or any other enactment in force to indemnify and keep indemnified any of the officers, directors, agents, and servants of the Company against all proceedings, costs, damages, claims and demands in respect of anything done or ordered to be done by them for and in the interest of the Company and / or any loss, damage or misfortune, whatever and which shall happen in execution of the duties of their office.
52. To apply for, promote and obtain any act of parliament, charter, privilege, concession, licence or authorisation of any Government, State or municipality or any professional order or licence of any authority for enabling the Company to carry on any of its objects into effect or for extending any of the powers of the Company or effecting any modification of the statute of the Company or for any other purpose which may seem expedient and to oppose any proceeding or applications which may seem calculated directly or indirectly to prejudice the interest of the Company.
53. To agree to arbitration and to refer to arbitration any disputes present or future between the Company and any other Company, firm or individual and to submit the same to arbitration in India or abroad either in accordance with Indian or any foreign system of law.
54. To take part in the management, supervision or control of the business or operations of any Company or undertaking and for that purpose to appoint and remunerate directors.
55. To acquire by purchase, amalgamation, grant, concession, lease, licence, hire, barter, or otherwise either absolutely or conditionally, and either solely or jointly with others any houses, lands, arms, quarries, mines, mining or other claims and privileges, water rights, water works and other works, privileges, rights and hereditaments or any other tract or tracts of country in India or elsewhere together with such rights as may be agreed upon and granted by Government or the owners thereof, and to expend such sums of moneys as may be deemed requisite and advisable in the exploration, survey and development thereof. And generally, to acquire in India or elsewhere by purchase, lease or otherwise however for the purpose of the Company any real or personal immovable or moveable property, rights or privileges, including any land building, rights of way, easements, licences, concessions and privileges, patents patent rights, trade marks, machinery rotting stock plant, utensils, accessories and stock-in-trade.
56. To make advances of such sum or sums of money upon or in respect of or for the purpose of raw materials, goods, machinery, stores or any other property, articles and things required for the purpose of the Company, upon such terms with or without security, as the Company deem expedient.
57. To lend money either with or without security, and generally to such persons, and upon such terms and conditions, as the Company may think fit.
58. Subject to the provisions of the Companies Act, 2013, to distribute among the members, in specie, any of the property of the Company in the event of winding up.
59. To guarantee the performance of the obligations of and payment of and interest on any stocks, 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 interest of the shareholders.
60. To open an account or accounts with any individual, firm or Company, Corporations, Mutual Funds, Trusts, Societies or associations or with any Bank or Shroffs to pay into and to withdraw money from such account or accounts.

61. To promote, form establish, subsidise, organise and assist or aid or concur in promoting, forming, establishing, subsidising, or organising within or outside India. Companies, syndicates or partnerships or associations of any nature, for the purpose of this Company, or advancing directly or indirectly the objects of acquiring or undertaking any property, rights and liabilities thereof, or for any other purpose, which this Company may think expedient, and to acquire and hold shares, stocks or securities issued by or other obligations of any such Company, and to sell or otherwise deal with the same.
62. To apply for and become member of any Company, Corporations, association, society or body corporate having any objects similar to or identical with those of the Company, or likely, directly or indirectly, to promote the interests of the Company.
63. To encourage, promote and reward studies, researches, investigations of any kind that may be considered likely to assist any of the businesses which the Company is authorised to carry on.
64. To make donations to any person, company or association, and to subscribe or guarantee money for any national, international charitable, benevolent, educational, public, general or other useful object, activity, exhibition or trade show, or for any purpose whatsoever which may be or appear to be conducive, directly or indirectly, to the furtherance of the objects of the Company or the interests of its members.
65. To grant donations, pensions, allowances, gratuities, benefits, emoluments, and bonuses and provident fund to persons employed by or formerly employed by or having dealings with the Company or of any company which is or has been a subsidiary of the Company, including the Directors of the Company or such other companies, and the widows and children of such persons and others dependent upon them or connected with them; and to provide schools, reading-rooms, places of recreation, and too subscribe to any institutions, clubs or societies, or funds, or otherwise as the Company, shall think fit, for the benefit of such persons; and to establish and support or aid in the establishment or support of associations, institutions, funds, trusts, and conveniences calculated to benefit any such persons and to grant pensions and allowances and to make payments towards insurance and to make donations to such persons and in such cases as may seem expedient.
66. To remunerate the Directors and employees or servants or any agent of the Company out of or in proportion to the returns or profits of the Company, or of any particular business carried on by it, as the Company may think fit.
67. Subject to the provisions of the Companies Act, 2013 to give any class or section of those who have dealings with the Company, any rights, over or in relation to any fund or funds, or a right to participate in the profits of the Company or in the profits of any particular branch or part of the business, or any other special privileges, advantages or benefits.
68. To pay all expenses of and incidental to or connected with the formation and registration of the Company and carrying any of its objects into effect and to make all proper payments and allowances in relation thereto and adopt all acts and preliminary arrangements (including the execution of preliminary agreements) in reference to the same.

C. The other Objects not included in Sub-clause (A) and (B) above are:

69. To carry on and undertake the business of investments and dealing in Shares, Stocks, Debentures, Bonds, Securities issued by Companies and Corporations of Private and Public Sector, Financial Institutions, Mutual Funds, Central Government, State Government or Local Bodies.
70. To carry on the business as Financial Consultants, Managers, Brokers and advisers to Public Issues, Promotion and flotation of companies and to act as Registrars and Transfer Agents, Merchant Bankers, Portfolio Managers in respect of issue of Shares, Stocks, Bonds, Debentures, Securities, Commercial Papers, Obligations, Fixed and other Deposits, Licences, Estates, Properties and other movable or Immovable Properties.
71. To carry on the business of proprietors or managers of flats, buildings, bungalows, industrial estates, housing societies, maisonnetes, dwelling houses, shops, offices, hotels, clubs, restaurants, structures and erections of various types, and to let out or give on hire purchase basis or otherwise premises therein and to provide for or supply to tenants and occupiers and others various kinds of services, conveniences, privileges, benefits, advantages and amenities, attendance, messenger, light, waiting rooms, reading rooms, meeting rooms, toilet rooms, toilet, laundry, conveniences, electric conveniences, stables, garages and other advantages.
72. To undertake financial and commercial obligations, transactions and operations of all kinds.
73. To do all of the above objects or any of them, in India or in any other parts of the world and as principals, agents, contractors, trustees and by or through trustees, agents, or otherwise and either alone or in conjunction with other.
74. To undertake, carry out, promote and sponsor rural development including any programme for promoting the social and economic welfare of, or the uplift 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 manner. Without prejudice to the generality of the forgoing, "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 development, and that the words, "rural area" shall include such areas as may be regarded as rural areas under the Income-tax Act. 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 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.
75. To undertake, carry out, promote and sponsor or assist any activity for the promotion and growth of the national economy and for discharging what the Directors may consider to be social or 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 public or any section of the public and in such a 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, newspapers or for organising lectures or seminar likely to advance these objects or for giving merit awards for giving scholarship, loans or any assistance to deserving students or other scholars or persons to enable them to prosecute their studies and academic pursuits or researches or for establishing, conducting or assisting any institution, fund, trust, having any one of the aforesaid objects, by giving donations or otherwise in any other manner and the Directors may, at their discretion, in order to implement any of the above mentioned objects or purpose transfer without consideration or at such a fair or concessional value as the Directors may think fit and divert the ownership of any property of the Company to or in favour of any public or local body or authority or Central or State Government or any Public Institutions or Trusts or Funds or Organisation(s) or Person(s) as the Directors may approve.

76. To aid pecuniarily or otherwise any association, body or movement having for its object the solutions, settlement or surmounting of industrial or labour problems or troubles or the promotion of industry or trade.
77. To carry on the business of mechanical, civil, electrical, hydraulic, electronic, precision and general engineers, manufacturers or makers of machine tools, engineering tools or other tools of any nature whatsoever, working stock, iron steel and metal implements, utensils and conveniences of all kinds and components thereof and accessories thereto, and machinery for drilling, reaming and/or tapping, machinery for metal sawing, machinery for boring, lathes of all kinds, fittings, boiler-makers, iron founders, brass founders, smiths, fitters, patera makers, mill-wrights, metal workers, iron and steel converters, metallurgists, plate makers, dredger or tug owners, iron and steel manufacturers, smelters of ore and steel frame building and steel iron structures of all kinds and component parts thereof and accessories thereto, and to buy, sell, import, export, manufacturer, repair, convert, let on hire, and deal in the said goods, and generally to carry on the said business in all their branches.
78. To carry on business as brass and iron founders, manufacturers and dealers in brass, copper, zinc, iron, wood or other mineral products and as machinists and smiths; to manufacture, buy, sell and deal in goods, wares and merchandise made, processed or manufactured in whole or in part of copper, brass, iron, steel, zinc, wood or other mineral products; and to manufacture, buy, sell and deal in hardware of all kinds, machines and supplies, accessories and parts of all kinds; to carry on the business of iron masters, manufacturers and rollers of steel and iron into all forms, products, commodities or articles of every kind, iron and steel makers, iron and steel converters, tin plate and steel makers in all their respective branches; and to buy, sell and deal in goods, wares and merchandise of all kinds.
79. To carry on all or any of the businesses of manufacturers of and dealers, in forging, castings and stampings of all metals, tools, bolts, nuts, nails, rivets, hinges, hooks, handles, buckets, bath tubs, tanks, trunks, metal furniture, sewing machines, safes, chimneys, pipes, locks, dies, jigs, measuring tapes, automobile parts, agricultural implements, ornaments, ranks, guns ami parts and components of all kinds of machinery.
80. To carry on all or any of the business of manufacturing processing, and dealing in iron and steel, ferro alloys, special steels aluminium, copper, lead, zinc and their alloys, and products, and of manufacturing and dealing in industrial machinery, boilers, internal combustion engines, ball rollers, and tapered bearings, tubes, cables, wires, pipes, cookers, printing machinery and textile machinery and their components and accessories.

81. To finance or assist in financing the sale or purchase of houses, buildings, flats and premises of every description, either furnished or otherwise, by way of hire purchase or deferred payment of similar transactions, and to institute, enter into, carry on, subsidise, finance, or assist in subsidising or financing, the sale and maintenance of any such houses, buildings, flats, furnished or otherwise as aforesaid, upon any term whatsoever.
82. To manufacture, buy, sell or otherwise deal in and represent all types of electric, electronic, mechanical fluid power and or other plants, equipment machines, tools, accessories, instruments, gauges, apparatus, tools, dies, jigs, fixtures, including presses, lathes, shapers, planners, grinders, drilling machines, honing machines, molding machines, die casting machines, trailers, implements dumpers, shovels, rotta drills, loaders, unloaders, winches, cranes, steering gears, capstans, ladders, refuge collectors, rolling stock, turn tables, lifts, hoists, pipe bending machines, stackers, lifting platforms, lifting tables, lifting trucks, power houses, cutters, borers, buffers, shock absorbers, closers, openers and other equipment of any kind including parts, accessories, sub-assemblies, controls, relays, and spare parts thereof and also all electrical, electronic, mechanical, fluid power or other generation, transmission and utilisation, circuits including components thereof like pumps, compressors, generators, motors, switchgear, valves, transistors, diodes, batteries, accumulators, pressure vessels, conductors, pressure tubes, fittings, oil seals and insulation materials, materials, and generally to handle engineering business of any type and in any form.
83. To carry on conduct, manage, supervise or organise by designing, engineering, manufacturing, erecting, assembling or installing the business of structures, vessels, chambers, parts, components or bodies, out of steel and/or any other ferrous and non-ferrous metal or alloy on contract, sub-contract, hire, collaboration, labour or assignment and either mutually or by mechanical means, tools, instruments and appliances.
84. To manufacture crankshafts, drilling rigs, iron doors, windows, hinges, hold rods, bolt stoppers and all other agricultural, and construction equipments and machineries.
85. To carry on the business as manufacturers, processors, refiners, exporters and importers of and dealers in Inorganic & Organic Chemicals as well as all kinds of ores and minerals.
86. To carry on the business as manufacturers of sheets, circles, ingots, household and other utensils and wares and iron, copper, brass, tin, german silver, stainless steel, aluminium and any other kind of metal, alloy or scrap and to deal in them as the purchasers, sellers (wholesalers or retailers), exporters, importers and contractors or jobbers or commission agents in metals as specified above or in any of the bye products or scraps in the process of manufacturing or collecting, extracting or processing of metals, alloys or scrapes.
87. To carry on the business as manufacturers, dealers, exporters, importers of Ball, Roller, Tapper Roller, Thrust, Bail, water pump, bearings, Needle Roller, Bearings, bushings, Rings, cages.
88. To carry on all or any of the business of dealers in, hirers and repairers of machinery, equipment and appliances as well as electronic instruments of all kinds.
89. To buy, sell, deal in and with and otherwise carry on the business of manufacturers of and dealers in harvesting agricultural machinery, implements and tools of all kinds.
90. To carry on the business of processing, acquisition and interpretation of data, chart digitizing and the conversion of analog data to digital form, with the help of computers and other electronic hardware and interpreting and processing such data into usable forms, and to act as consultants and advisers of the petroleum prospecting and extracting industries both off shore and on shore and other users of such data, constancy services and advice.

91. To carry on the business of manufacturers of dealers in and exporters of scientific instruments, tools and apparatus used in geophysical operations and exploration.
92. To carry on the business of manufacturers of dealers in and exporters of all kinds of computational or reprographic equipment including data processing systems, computer systems, and other electronic and electrical equipment and machinery.
93. To manufacture, assemble, buy, import, install, repair and service all kinds of computing machines, electronic and electrical equipment, components, parts, tapes, cards, floppy discs, and other software and hardware, and materials necessary for the manufacturer, maintenance or operation of any of the aforesaid equipment.
94. To carry on the business of computer engineers, systems analysts, designers and engineers, and computer programmers.
95. To carry on the business of geophysical, geological, seismic, industrial and management consultants, and to make geological, geophysical, seismic and other scientific and natural resource services and to carry on experimental development, interpretative and commercial work, in connection therewith.
96. To manufacture, buy, sell, lease and operate any and all apparatus or machinery for the computing, processing, analyzing, and interpretation of data, including computers, electronic data processing machines, digitizers, scanners, geophones, seismic recorders, and other electronic or magnetic instruments and apparatus.
97. To conduct and make studies and experiments by geological, geophysical, seismic, geochemical and other methods for and in connection with the discovery, exploration and exploitation of natural resources of all kinds and for and in connection with industrial, engineering, construction, forestry, land development and other projects and works, and to prepare and render to persons having business dealings with the company survey and engineering reports.
98. To prospect, explore, and drill for, produce, accumulate, purchase or otherwise acquire and hold, sell or otherwise dispose of, or deal in and with oil, petroleum, naphtha and natural gases and ores, metals and minerals of all kinds, and to open, drill, develop, work, improve, maintain and manage oil, natural gas and other wells and mines of all kinds, and oil and other mineral properties in general and as principals, agents and/or contractors, and either solely or jointly with others, to reduce, smelt, amalgamate, refine and otherwise treat ores, metals and minerals of all kinds.
99. To carry on all or any of the business of prospecting, exploring, opening and working mines, drill and sink shafts or well, and to pump, refine, raise, dig and quarry for oil, petroleum, gold silver, diamonds, precious stones, coal earth, limestone, iron, aluminium, titanium, vanadium, mica, apatite, chrome, copper, gypsum, lead manganese, molybdenum, nickel platinum, uranium, rutile, sulphur, tin, zinc, zircon, bauxite and tungsten, and other ores and minerals.
100. To drill as contract drillers, or as a principal or participants, oil and/or natural gas wells or any other type of well, and to supply services relating to the drilling or completion of oil or natural gas wells or any other type of well, including consulting services.

101. To search for, drill for win, get, dig for, dredge, raise, crush, wash, pump, smelt, roast, assay, refine, distil, process, analyses, extract, reduce, amalgamate, blend compound, manipulate, compress, absorb, convert, produce, manufacture, treat and prepare for market, store, tank warehouse, transport, pipe, convey, import, export, sell, buy, exchange, distribute, barter and otherwise treat and deal in salt, all the precious ferrous and non-ferrous metals and minerals and ores of all kinds, vegetable, animal and mineral substances and matters of all kinds, and all products, by-products and derivatives of all or any of the foregoing.
102. To carry on business of structural engineers, civil engineers, hydraulic engineers, marine engineers, textile engineers, chemical engineers, aeronautical engineers, automotive engineers and to carry on the business of electricians, electrical, mechanical and consulting engineers, suppliers of electricity for the purpose of light, heat motive power or otherwise manufacturers of and dealers in machinery, apparatuses, instruments required for or capable of being used in connection with generation, distribution, supply and accumulation, employment and use of electricity, galvanism, magnetism or otherwise.
103. To manufacture, buy, sell, exchange, alter, improve, manipulate, prepare for market, import, export or otherwise deal in all kinds of cables and wires, bare copper and cadmium copper wire round or grooved for tramways, trolley buses also suitable for crane operation, bare copper and aluminium bus bars, binders and rotor bars suitable for dynamo, transformer and switchgear manufacturers copper and aluminium wires and tapes, super conductors, lighting conductors, aerials of copper, bronze, phosphor bronze, aluminium varnish, cambric insulated mains, furnace, HF, ship wiring switch boards, bell wires, lead, lead alloys and tinned copper and cables, wires and conductors and accessories.
104. To purchase, sell, import, export, manufacture, repair, or otherwise deal in all types of extruders, machinery for the manufacture of insulated cables, sheeted and unsheathed wires, industrial cables.
105. To mine, manufacture, produce, use, buy and sell and otherwise deal or traffic in zinc, iron, steel, silicon, chromium, molybdenum, vanadium, titanium, tungsten, manganese, calcium, graphite, carbon, copper, aluminium, nickel, tin, columbium, tantalum, rare earths in both elemental and mineral forms and other elementary substances, and any and all alloys, compounds and products of the foregoing, and any of them, also coal, coke, gas, oil, lumber and all or any articles consisting or partly consisting of the foregoing, or any of them, and all or any products of the foregoing or any of them.
106. To manufacture, sell and deal in tractors, ploughs, harrows, cultivators, grain drills, harvesters, stone crushers, paver finishers, hot mix plant, drilling rigs, threshers, movers, cream separators, locomotives, wagons and all other kinds of agricultural and construction implements and machinery.
107. To manufacture, buy, sell, assemble, repair, give on hire and otherwise deal in turbine, rotary, reciprocal centrifugal geared vacuum and all other types of pumps, drilling machine, oil engines, diesel engines, kerosene engines, petrol engines, gas engines, hand and industrial blowers of all descriptions and sizes, monoblocks, electric motors, sprayers, tools and machineries, stores, parts, components and accessories.
108. To carry on the business of framing, agriculture and horticulture in all the respective forms and branches and to grow, produce, manufacture, process, prepare, refine, extract, manipulate, hydrolyze, deodorize, grind, bleach, hydrogenate, buy, sell or otherwise deal in all kinds of agricultural, horticultural, dairy, poultry and farm produce and products.

109. To grow, cultivate, produce, treat, blend, pack, purchase, sell, import, export, or otherwise deal in tobacco and to carry on the business of tobacconists in all its branches and to sell, make up and manufacture tobacco bidi, cigars, cigarettes, snuff, pipes and to establish, maintain and/or run testing and research laboratories for tobacco and tobacco products and to provide know-how for manufacture of tobacco products.
110. To sell, import, export, improve, prepare, manufacture and market and to carry on the business of canners, preservers, growers of and dealers in fruits, vegetables, flowers, drinks, fluids and other fresh and preservable products, and generally to carry on the manufacturing and trading in jams, jellies, pickles, cider, chutney, marmalades, vinegars, ketchups, juices, squashes, syrups, powders edible, drinks, beverages, gelatins, essences, ice creams, milk preparations, meat, sausages, porkpies, prawn, potted meats, table delicacies, breakfast foods, snack foods, high nutrition foods.
111. To carry on business of manufacturer of oils, flour and protein concentrates from wheat, maize, soyabean, cotton seed, castor, linseed, sunflower, rice bran, groundnut and other types of edible and non-edible seeds by any of processing viz. ordinary crushing, solvent extraction, chemical process or techniques and to utilise, sell any products to be produced or acquired for edible purposes or in any industry in the manufacture of nutrition foods, soaps, cattle feed, manure, fatty, acids, perfumes and chemicals.
112. To carry on the business of manufacturers, producers and processors of and dealers in milk, cream, butter, ghee cheese, corniced milk, malted milk, milk powder, skimmed milk powder, whole milk powder, ice milk, ice cream, milk foods, baby foods, infant foods and milk products and milk preparations of all kinds.
113. To carry on the business of producing, cultivating, processing, treating, grinding pulverizing, separating, blending, extracting, calibrating, manipulation and manufacturing of and dealing in all agricultural and vegetable products including sugarcane, bagasse products, sugar, gur and khandsari and carry on business of exporting, importing, buying, selling or otherwise dealing in agricultural and vegetable products.
114. To carry on the business of manufacturers, importers, exporters and dealers in all kinds of cold storage, plant, machinery and equipment, air-conditioning machinery and equipment, ice-cream freezers, freezing cabinets, room coolers, compressors, condensers, ice plants and machinery and motors, and all machinery, tools, fittings and accessories required in a cold storage.
115. To carry on any business in and to buy, manufacture, mix, sell, refine, prepare, import, export minerals, methylated and rectified spirits dry or other colors, raw materials, pigments, dyes, paints, synthetic paints and thinners, colored or other cements, varnishes, synthetic resins, enamels, distempers, disinfectants oil, wood preservative, fruit or vegetable or other preservatives, printing and marking inks, writing inks, polishes of description including metal, wood, leather and paper, polishes, crayons, powders, electroplating abrasive, and its chemicals, shoe dressing greases, vaitines, creams, glue, gelatine and other glue preparations.
116. To provide necessary financial assistance for comprehensive preliminary investigations, innovations and research of industrial and commercial proposals, and requisite working capital, when these investigations, innovation and research eventuate in the establishment of industrial and commercial organisations on a commercial basis.

117. To carry on the business of manufacturers, importers, exporters, retailers, and dealers of and in medical, medicinal, surgical, dental, anatomical, orthopaedical, obstetric, contraceptive, gynecological, veterinary, chemical, electrical, photographic, scientific and industrial apparatus, appliances, machinery, articles, compounds, preparations, materials and requisites of all kinds, and of cements, oils, paints, pigments, varnishes, drugs dye-wares, essences, essential oils, ingredients for aerated or mineral waters and other drinks, soaps, cosmetics, perfumes, soap flavorings, toilet requisites and preparations, disinfectants and antiseptics, and of cordials, liquors, soups, broths and other restoratives, and goods suitable or considered to be suitable for invalids and convalescents, and of boxes, cartons and cases from any substance or material of whatsoever nature.
118. To produce, manufacture, import, export, purchase, sell and otherwise deal in drugs, chemicals, medicines, proprietary medicines, alcohol, surgical apparatus, physicians and hospital supplies and all kinds of medicinal, chemical, pharmaceutical preparations, and generally in goods, wares and merchandise of every class and description.
119. To carry on the business of builders, contractors, erectors, constructors, repairers of buildings, houses, apartments, structures, developers of Co-operative Housing Societies, housing schemes, townships and holiday resorts, and surveying, preparing building sites, laying out, designing, building, constructing, reconstructing, pulling down, erecting, altering, improving, enlarging, repairing, replacing, developing, decorating, furnishing, filling up, maintaining, managing, controlling, hotels, motels, clubs restaurants, baths, places of worship, places of amusement, reading rooms, flats, houses, factories, mills, stores, shops, offices, garages, warehouses, buildings, works, workshops, hospitals, nursing homes, clinics, godowns, dams, bunds, canals, bridges, irrigation works, water works, gas works, electrical power, heat and light supply works, power houses or stations, reservoirs, and structures and works for residential, office industrial, commercial, education, cultural and other purposes and uses, and also streets, roads, squares, pleasure grounds, parks gardens and other works and conveniences, and to contribute or otherwise assist or take part in the construction, maintenance, development, working control and management of the same.
120. To carry on all or any of the business of manufacturers of and dealers in organic and inorganic chemicals, petrochemicals, fertilizers, manures, pesticides, soda ash, caustic soda, calcium carbide, ethyl alcohol, coal-tar medicines, ointment, essences, acids, toilet requisites, soaps, detergents, cosmetics perfumes, dyes, dyes, paints, colors, pigments varnishes, inks, explosives, ammunition, fuels, oils, greases, lubricants, vegetable oils and cotton seeds oils.
121. Subject to the provisions of law to engage in and carry on all or any of the business of manufacturers, bottlers, importers, exporters and distributors of and dealers in all kinds of non-intoxicating and non-alcoholic beverages, including aerated and mineral water, soda water and soda fountain supplies and in connection therewith, to manufacture, buy, sell, import, export, distribute and otherwise deal in and with extracts, flavors, essences, fruit syrups and any similar syrups and condiments and chemicals generally.
122. To carry on business as a manufacturer and producer of, shipper and dealer in all kinds of canned goods, condiments, pickles, jams, jellies, preserves, table delicacies, grocers, sundries and supplies, and prepared meats or goods; to carry on business as a grower, shipper, exporter, importer and dealer in seeds, farm, garden dairy products, and all other food products, and to establish stores, agencies, depots and other markets for the sale of the products of the Company; to carry on the business of ware housemen, including the operation of cold storage warehouses or plants; and to manufacture and deal in cans boxes, jars, containers, labels, wrappers and canned supplies of all kinds.

123. To carry on a general exporting and importing business.
124. To assemble, buy, sell, produce and deal in and with goods, wares and merchandise of all kinds and descriptions, together with all materials which may be used in connection therewith or form component part thereof and to purchase, construct, acquire, maintain and operate factories, mills or plants which may be required in connection therewith.
125. To carry on in any way or all of its branches the business of fanning and gardening and to breed, raise, keep, develop, train, show, race, purchase, sell and otherwise deal in and with horses, cattle and livestock of all kinds.
126. To buy and sell new and used motor vehicles, parts of such vehicles, accessories, supplies, motorcycles, motor boats, hydrofoils and all kinds of machinery, rubber goods, electrical goods, to operate motor transport of all kinds, including the leasing or hiring for any period or number of journeys of cars, lorries, trucks, tractors, boats, hydrofoils and vehicles used in the repair of such vehicles and to carry on the business of transporters, carting and haulage contractors, garage proprietors, owners and charterers of road vehicles and aircraft of goods and passengers (by road, rail, water or air), cartmen, carting contractors and forwarding agents, transport and commission agents, customs agents, stevedores, wharfingers, cargo superintendents, packers, haulers, warehousemen, and storekeepers.
127. To carry on all or any of the business of manufacturers of, dealers in, hirers, repairers and warehouses of airplanes, helicopters, cars, lorries, buses, vans, cycles, tractors, motorcycles, scooters, wagons, locomotives, earth moving equipments, ships, boats, barges, trawlers, submarines, and aircraft vehicles and vessels of every description, and their components and accessories.
128. To carry on the business of manufacturers, setters, distributors, exporters, importers of and dealers in all kinds of automobiles, machines, machineries, parts, spares, accessories, and ancillaries used or required for or in the manufacture or sale or distribution or use of all such automobiles, machines and machineries connected therewith or related thereto.
129. To carry on the business of proprietors and managers of theatres, cinemas, picture palaces and concert halls, and to provide for the production, representation, and performance of operas, stage plays, operettas, ballets, pantomimes, spectacular pieces, promenades and other concerts and other musical and dramatic performances and entertainments.
130. To purchase, hire, lease, manufacture, produce or otherwise acquire, hold, own, use, export, import, exhibit, sell, exchange, rent, licence the use of, and otherwise deal in and with films, including moving pictures, photographic negatives, positives, lanterns, slides, prints and pictures by whatever process produced, and chemicals, materials, appliances, apparatus, cameras, stereoscopes, projecting machines, lenses and any and every other article, used or believed to be useful in the taking, production, exhibition, use or disposition of films, pictures, whether moving or otherwise, photographs and kindred articles.
131. To carry on all or any of the businesses of entertainment promoters, sports promoters, artists, managers and artists' personal representatives, in all or any spheres of entertainment and sport.

132. To carry on the business of furnishing amusement to the public, to carry on and operate stadia, circuses, racecourses, amusement parks, theatres, exhibitions and performances of all kinds, of races, and for the drilling or reviewing of troops, and for any kinds of athletic sports and games, including boxing, wrestling, baseball, cricket, curling, tennis, polo, lacrosse or any other kind of amusement, recreation, sport and entertainment, and to construct grandstands, arenas, booths, stabling for horses, paddocks, garages, hangars, buildings and conveniences, whether of a permanent or temporary nature.
133. To carry on the business of running hotel, restaurant, cafe, tavern, beerhouse, refreshment rooms and lodging house keepers, licensed victualless, wine, beer and spirit merchants, importers and manufacturers of aerated, mineral and artificial waters and other drinks, caterers for the public generally, dairymen, ice merchant and proprietors of places of amusement, recreation, sports, and entertainment, agents, for railway and shipping companies and other business, which can conveniently be carried on in connection therewith.
134. To carry on the business of photographers and reproducers of pictures and to act as artists and commercial artists; and to buy, sell (at wholesale and retail) and generally deal in and with articles and materials of every kind and nature, used in or connected with the science or art of optics, or any art or science allied to or connected with said arts or sciences, including photographic materials, goods and supplies of every kind, description and nature, cameras, lenses, finders and adjuncts of all kinds, to cameras, photographic films, dry plates, frames, cards, lanterns, microscopes, graph scopes, chemicals, albumen, albumenized paper, photographic, printing paper, and every kind and grade of paper, and articles, chemicals, apparatus, machines and device used in the manufacture of films or cameras, and all related materials, articles, goods, wares and merchandise used in or in connection with the art or science of photography and photoengraving or optics or in any way allied to or connected with such arts or sciences.
135. To carry on business as distributors of, buyers, sellers, merchants and dealers in cinematography films, records, tapes and all other apparatus for recording events by means of light and sound, and all rights to produce, distribute or exhibit any show, entertainment or event by means of films, records or such other apparatus as aforesaid.
136. To carry on business as travel and tourist agents and contractors to facilitate travelling, to procure and provide for tourists and travelers bookings, and other requirements by air, rail, sea, road and other means of travel, and to handle inland and foreign tours and promote the provision of conveniences of all kinds in the way of through tickets, circular tickets, sleeping cars or berths, reserved places, hotel, motel, guest house and lodging accommodation, taxi service, private motor cars, motor-boats, guides, safe deposits, inquiry bureaus, libraries, toilet-rooms, reading rooms, baggage, transport, and otherwise.
137. To engage in the business of advertising, either by smoke, night illumination, pamphlets, signs, lights or otherwise.
138. To act as agent for any individual, firm or corporation, having advertising space, rights, privileges, franchises or other business to be leased, disposed of, done or undertaken.
139. To carry on the business of a general advertising agency in all its branches through all media including advertising in newspapers, magazines and all other publications, streets, cars, buses and subways, murals, bill posting, fence painting and sign advertising and advertising by radio, television or any other means.

140. To print, publish, buy and sell books, newspapers, magazines or periodicals, and generally to carry on printing, publishing, binding, engraving, lithographing electrotyping and stereotyping business.
141. To carry on the business of agriculture, farming, horticulture in all their branches including to raise, plant, cultivate, grow, produce, buy, sell, import, export, and otherwise trade or deal in and with trees, plants, vines, seeds, roots, flowers, fruits, vegetables, grains, garden produce and products of every description and all kinds of products and by-products of the soil.
142. To act as agents for investment, loan, payment transmission and collection of money, and for purchase sale, improvement, development and management of all kinds of property, moveable and immovable, and of all kinds of business concern and undertakings.
143. To acquire and exploit agencies from any person, firm or company, and to carry on the business of selling or purchasing agents, and to take up and exploit sole agencies; to act as mercantile agents, manufacturers' representatives, macadam's and brokers, and to transact every kind of agency business, and to act as commission agents.
144. To carry on the business of representing persons, firms and corporations engaged in any branch of the business of insurance, and to accept or pay any commissions or other remuneration for services in connection therewith.
145. To act as trustee of any deeds, constituting or securing any debentures, debenture-stock or other securities or obligations and to undertake and execute any other trusts, and also to undertake fee office of or exercise the powers of executor, administrator, custodian and trusts corporation.
146. To manufacture produce, prepare for the market, purchase, sell, export, import, and generally trade or deal in:
 - a. Potteries, earthenware, sanitary wares, bricks, tiles, pipes, China, terra cotta, refractory, hospital wares, crockeries, porcelain and semi-porcelain ware, fancy wares, stone wares and ceramic wares of all kinds and electric insulators and appliances.
 - b. All kinds of cement - white, colored, Portland and alumina, blast furnace, cement products, lime, limestone and by-products thereof.
 - c. To carry on the business as quarry masters and stone merchants and to buy, sell, import, export, supply, get work, hew, carve, polish, crush, prepare for market stone of all kinds.
 - d. To purchase, take on lease, or on royalty basis or otherwise acquire mines, mining rights and lands and any interest therein.
147. To carry on the business of processing cotton, including ginning and pressing cotton, and the business of cotton spinners, doublers and worsted spinners, and generally to manufacture, deal in all kinds of textile yarns and fabrics made of cotton, jute, wool or, synthetic fibers or a combination of one or more of them, and to carry on the business of exporters and importers of and traders and dealers in any of the aforesaid products.
148. To carry on the business of manufacturers, processors of and dealers in and importers, exporters of all kinds and classes of papers, board and pulp.

149. To manufacture, produce, use, buy or sell and otherwise deal or traffic in any or all polymers including homopolymer and copolymer types, plastics, including thermosetting and thermoplastics types, resins, molding powders, plasticizer and chemical required for polymers and plastics manufacturing and processing industries.
150. To carry on the business of manufacturers, importers, exporters, sellers, buyers, distributors, agents or otherwise dealers in all kinds of oil, oil seeds, oil cakes, rice bran other oil containing medias, deoiled cakes, deoiled meals for human consumption, tea, coffee, fabrics made from natural or artificial fibers or a blend of natural, artificial fibers, garments, hosiery apparel, raw cotton and cotton products, raw jute and jute products, raw wool and wool products, raw silk and silk products, textiles, made out of natural and artificial fibers, handloom textiles, cottage industries, cotton waste, spices, footwear products, and leather ware, tanned hides and skins, PVC leather cloths, articles of leather or artificial leather, hessian, tarpaulins, canvas timber, plywood, veneers, improved or reconstituted wood, floor covering including carpets, paper, boards, handicrafts, curios, transformers, switchgears, transmission and V belts, cast iron / polythene / galvanized, mild steel / soil pipes and accessories, manhole covers, castings, building / materials and hardware including sanitary, plumbing, glassware, pottery tableware, scientific instruments, cutlery made of metal and silver, curry powder and paste, protein pulse, yeast phosphatide, hydrolysate, protein pains, groundnuts, protein soaps, perfumery and cosmetics, musical instruments, industrial packing materials, containers, books and stationery items, tubes and tires, cords, typewriters, refrigerators, office furniture and equipments.
151. To develop, manufacture, sell, export and otherwise deal in heat exchangers viz, radiators, radiator cores, grilled tubes, thermostats and all components of radiators, air coolers, oil coolers, inter coolers and all components of such equipments for all applications including automobiles, trucks, tractors, industrial engines, air compressors, electric motors, locomotives, electric transformers and mechanical or electrical equipments.
152. To carry on business of manufacturing, buying selling, supplying, importing, exporting, and otherwise dealing in all kinds of industrial machinery, equipments, apparatuses, instruments, and parts thereof, including engineering, electrical, chemical, paper manufacturing and textile with fittings, components and spare parts.
153. To promote, undertake and sponsor the research and development and / or acquire and take over recipes, formulas and full information as to the process of developing, testing, manufacturing and manipulating special types of packing materials, plastics, oils and petroleum products, metals, alloys, minerals, textiles, plastics, dyes, intermediates, waxes, drugs, pharmaceuticals, chemicals and instruments and to enter into collaboration with any firm or company in India or abroad and to acquire and give technical know-how.
154. To carry on the business of manufacturers, dealers, agents, importers, exporters, users and assemblers of :
 - a. Sheets, pipes, tubes, hoses, reinforced hoses, rods made of plastics, rubber, yarn, both synthetic and natural raw materials.
 - b. Plastic molding powders of high and low density, polythene, polystyrene, PVC powders, resins, compound, acetate, rayon yarns, dyes, benzyl, acrylic, butyrate, nylon, Bakelite.
 - c. Plastic laminating.

- d. Molded articles by different molding processes such as injection, blow vacuum, forming processes.
 - e. Electrical, automobile and / or accessories from plastic, Bakelite, nylon, polypropylene and other plastic group powders.
155. To carry on the business of manufacturing, buying or selling, dealing in processing transformer oils, machine oils, agricultural and all other specialty oils for industry and agriculture.
 156. To manufacture and / or fabricate machinery, pumps, machine parts and moulds.
 157. To manufacture, fabricate, process plastic articles by any process such as extrusion, injection, casting and to manufacture plastic sheets, rods, such as acrylic, nitrocellulose, polythene, polypropylene, nylon, Bakelite.
 158. To promote, establish, acquire, run and / or otherwise carry on the business of plastic industries in all their aspects, as known at present or hereafter or business of manufacturers of plastics or machinery or materials for use in such industries and to manufacture and carry on the business of making machinery or any materials which are required for any such plastics industry or in any way useful in connection with the same and to carry on business as plastics producers, merchants or dealers and to sell, purchase or otherwise acquire or deal in machinery, materials or things as are usual or necessary in relation to or in connection with such business or industry or manufacture.
 159. To manufacture and / or assemble any electrical appliances, and goods such as switches, meters, fans, transformers, motors, heaters, air-conditioning plants, refrigerators, and to promote, establish, acquire and run or otherwise manage or carry on any industry or business which the Directors may from time to time consider desirable.
 160. To manufacture and deal in fertilizers, manures, pesticides, rodenticides, insecticides, fungicides, weedicides and any and all such products and preparation by whatever name called for agriculture and allied purposes and for preservation of food grain.
 161. To manufacture boxes, cases, tins, drums, casta, or any packing material from cardboard, strawboard, wood, metal or otherwise.
 162. To manufacture, fabricate, export or import, buy, sell, deal in furniture of every kind and parts thereof.
 163. To do research in plastics, organic and / or inorganic chemistry and all types and kinds of metals, minerals, gases liquids, fluids, plastics, chemicals and chemical products or any of the items pertaining to the objects of the company or any allied items which may seem beneficial and in the interest of the company and to acquire and / or exploit and / or sell patent rights, in respect thereof.
 164. To manipulate, prepare for market or otherwise exploit, import, export or deal in metals, and metallic and non-metallic minerals of all kinds, precious and other stones, and to carry out all kinds of mining and metallurgical operations and to carry on the business of manufacturing metals and metallic alloys including special alloys of all kinds and to manufacture galvanized and plated and clad irons and steels as well as other metals of all kinds.
 165. To manufacture, produce, use, buy and sell and otherwise deal or traffic in any or all various types of electronics articles, things, devices, appliances, machinery and equipments of all kinds, computers, computer peripherals, computer hardware, hard disks, floppies, magnetic tapes and part or components thereof.

166. To assemble, purchase, sell, import, export, repair, service, renovate, install, fabricate, let out and generally deal in and carry on the business of all kinds of machinery
167. To carry on the business of cattle-keepers, livestock breeders of every variety of animals, whether bred as pedigree stock or for the purpose of its sale, as meat, poultry, hides or fur.
168. To carry on the business of poultry farmers, including the erection or purchase of boiler houses, and the sale by wholesale or retail of live and dead poultry, and of eggs.
169. To carry on the business of arable and fruit farmers, millers and manufacturers of cereal products, and the sale by wholesale or retail of flour, fruit and all cereal or farm products.
170. To carry on general fishing business, and to catch, cure, dry, deal in and with fish, and all products of the seas, rivers, lakes, and smoke, preserve, can, pack, treat, produce, buy and sell the by-products thereof.
171. To carry on business as wood and timber merchants, importers, growers, brokers, factors, agents and dealers, saw mill proprietors, sandblast workers, wood carvers, jointers, carpenters, turners, painters, decorators, shop and office outfitters and general contractors.
172. To carry on business as manufacturers of and dealers in plywood, hardboard, wood blocks for flooring and other purposes, boxes, windows, doors, wood pulp, wood-wool, masts, spares, derricks, sleepers, tool handles, paneling, woodwork, furniture and articles of all descriptions wholly or partly made from wood, bricks, cement, stone, tiles and builders, material, supplies and equipment of all descriptions.
173. To buy, sell, manufacture, repair, import or export, and deal in metal window frames, metal doors, aluminium casements, and in all kinds of metal and allied products; in connection with the business aforesaid, to engage in and carry on all or any of the business of contractors and builders for and in the construction, erection, repair, alteration, maintenance and operation of public and private works of whatsoever nature or kind.
174. To manufacture, buy, sell, import, export or exchange and generally to deal in and with (at wholesale and retail) all kinds of fuel, including without limiting the generality of the foregoing coal, coke, wood, peat, lignite, petroleum, oil natural and artificial gas and by-products thereof, and chemicals of all kinds; to carry on the business of manufacturing chemists, manufacturers, distillers of alcohol, acids, other extracts or by-products produced by the burning of peat, wood or any other fuel; and to manufacture, buy, sell and deal in and with all kinds of goods, wares and merchandise.
175. To carry on business as bone dealers and crushers and manufacturers of, and dealer in ossein, gelatine, dicalcium phosphate, glues, bone meal, fish and all kinds of protein chemicals and products, and to render advisory and consultancy services in respect of any of the aforesaid business.
176. To carry on business as jewelers, gold and silver smiths, dealers in China, curiosities, vintage articles, coins, medals, bullion and precious stones, and as manufacturers of and dealers in gold and silver plate, plated articles, chronometers, and optical and scientific instruments and appliances of every description, and as bankers, commission agents and general merchants.
177. To carry on all or any of the business of spinners, weavers, cloth manufacturers, furriers, hosiery, dressmakers, tailors, hatters, outfitters, glovers, shoe makers, carpet makers of jute goods, umbrellas, brushes, combs, razors, blades, and scissors.

178. To manufacture, buy, sell and otherwise acquire, equip, set up, repair, deal in and with pumps, drills engines, boilers, power plant equipment, hydraulic equipment of all kinds, electric, mining and industrial machinery and equipment, tools, implements of all kinds and to buy, sell, exchange and otherwise deal in all materials, metals and articles used in the manufacture, operation and repair of such property or any of the same.
179. To carry on a general shipbuilding business and to build, lease, construct, own, operate, charter, maintain, buy, sell and otherwise, deal with (and to mortgage charge, or otherwise encumber, and to sell or otherwise dispose of) ships, vessels and boats of every type, class or kind whatsoever, together with all materials, articles, tools, machinery and appliances entering into or suitable and convenient for the construction or equipment thereof, together with engines, boilers, machinery and appurtenances of all kinds and tackle and furniture of all kinds; to construct lease, purchase or otherwise acquire and own and use such docks, piers, warehouses and other terminal facilities, machinery, plant, equipment and works and conveniences as may be convenient and necessary for the business of the Company.
180. To purchase or otherwise, acquire, import, manufacture, refine, distribute, market, sell or otherwise dispose of and generally deal and trade in and with (either at wholesale or retail), soap and soap products of all kinds, any and all cleaning, renovating, washing, deculturizing, disinfecting polishing, dyeing, bleaching and finishing compounds, powders, soaps, detergents, starches, polishes, solutions, mixtures, liquids, articles, products, materials, supplies, preparations and other substances, derivations and by-products thereof of all kinds.
181. To manufacture, process, treat, buy, sell (both at wholesale and retail) import, export and generally deal in and with cotton, wool, worsted and other fibrous substances, and all products and by products hereof, either in the prepared, manufactured or raw state; to carry on all or any of the businesses of linen, cotton, flax, silk and hemp spinners, yarns merchants, bleachers and dyers, makers and users of bleaching and dyeing material, to produce, comb, prepare, weave, spin, dye and deal in cotton, flax, hemp, wool, worsted silk and other fibrous substances; and to knit spin or weave and deal in wool, cotton, worsted, silk, linen and all other textile goods and fabrics.
182. To manufacture, import and export, sell or purchase chemicals and coating materials required by industries for metal treatment, spray painting, textiles and deep-sea fishing.
183. To sell, lease, let, hire, or otherwise deal with or dispose of the lands, houses, buildings and other property or any part or portions thereof belonging to the Company or in which the Company is in any way interested or concerned.
184. To purchase and sell for any persons any property or house, buildings or lands or any part or portions thereof, or any share or shares, interest or interests therein, and to transact on commission or otherwise the general business of a Land and Property Agent.
185. To carry on business as proprietors of flats and to let on lease or give on hire-purchase basis or otherwise apartments therein and to provide for the tenants and occupiers thereof all or any of the conveniences commonly provided in residential flats or
186. To develop software/ applications/ software platform/ software tools, business analytics tools, data analytics tools/ create score and profiles based on person's/body corporate's payment/repayment behavior and to provide server/hosting and allied services to various institutions/companies/businesses for using such products as developed by the company.

187. To apply for authorization from Reserve Bank of India and to undertake and do the business of issuing Prepaid Payment Instruments including but not limited to Semi Open Prepaid Payment Instruments, Semi-Closed System Payment Instruments, Open System Payment Instruments, e-wallets, Co-Branded Wallets, and any other pre-paid payment instrument existing or introduced in future in the industry as allowed by the Reserve Bank of India from time to time. To undertake supplementary business relevant to online payment systems and any related pre-paid instruments as per the circulars issued / amended by RBI/Governing authority from Time to time.

IV. The liability of the member is limited.

The authorised share capital of the Company is Rs. 7,50,00,000 (Rupees Seven Crore Fifty Lacs) divided in to 75,00,000 (Seventy Five Lacs) Equity Shares of Rs. 10/- (Rupees Ten) each.

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

Name, address, occupation, Description of subscribers	No. of equity shares taken by each subscriber	Signature of each subscriber	Signature of witness and their address, Occupation and description.
1. Shri Atul G. Shroff S/o Shri Govindji C. Shroff 7, Charotar Society, Old padra road, Baroda-390 020 INDUSTRIALIST	10 equity shares of Rs. 10/- each (Ten)	Sd/-	<p style="text-align: center;">Sd/- Diyakant R. Zaveri (Chartered Accountants) S/o Shri Ramaniklal M. Zaveri 103, Poonam Apartment, R. C. Dutt Road, Alkapuri, Baroda-390 005. Witness to subscribers Sr. No. 1 to 7</p>
2. Shri Mukesh D. Patel S/o Late Shri Dahyabhai S. Patel 93, Urmi society, Baroda-390 005. INDUSTRIALIST	10 equity shares of Rs. 10/- each (Ten)	Sd/-	
3. Shri Atul H. Patel S/o Late Shri Haribhai F. Patel Sanman, old padra road, Baroda-390 015. INDUSTRIALIST	10 equity shares of Rs. 10/- each (Ten)	Sd/-	
4. Shri Dushyant D. Patel S/o Late Shri Dahyabhai S. Patel 93, Urmi society, Baroda-390 005. INDUSTRIALIST	10 equity shares of Rs. 10/- each (Ten)	Sd/-	
5. Shri Marzaben J. Patel S/o Jahangirji B. Patel 6/7, Gulmahor park, Productivity Road, Akota, Baroda-390 020. SERVICE	10 equity shares of Rs. 10/- each (Ten)	Sd/-	
6. Shri Paresh M. Sariaya S/o Late Shri Manilal Saraiya, 9, Charotar Society, Old padra road, vadodara-390 020 SERVICE	10 equity shares of Rs. 10/- each (Ten)	Sd/-	
7. Shri Pravinchandra M. Shah S/o Shri Mangaldas Shah ' Anand ' Bhawna Society, Ajwa Road, Baroda-390 019. SERVICE	10 equity shares of Rs. 10/- each (Ten)	Sd/-	

TOTAL	70 (Seventy)	
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At Baroda dated 24- 1-91