

(The Companies Act, 2013)
COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION
of
KANORIA ENERGY & INFRASTRUCTURE LIMITED

I. The name of the Company is **KANORIA ENERGY & INFRASTRUCTURE LIMITED**

ii. The Registered Office of the Company will be situated in the State of Rajasthan.

iii. The Object for which the Company is established are :

A. Main objects to be pursued by the company on its incorporation are:

1. To produce, manufacture, treat, process, design, refine, erect, fabricate, import, export, purchase, sale and to deal in, to act as brokers, agents, stockist, distributors, supplier, sales promoters and sales organizers of all kinds of pipes and tubes, their fittings and all accessories thereof whether made of cement, cement concrete, asbestos cement, china-clay, glass and glass fiber, pulp and paper, cast iron, mild steel (galvanized or black), brass, copper, aluminium, plastic or PVC, rubber, canvas or any other man-made or natural raw materials.

2. To carry on business as manufacturers, producers, processors, designers, importers, exporters, buyers, sellers, stockiest, distributors, commission or selling agents, sales promoters, and sales organizers of all items manufactured from ferrous and non-ferrous metal, asbestos, china clay or glass, P.V.C. and plastic like asbestos cement roofing and plain sheets and their fittings, ceiling, flooring and decorative tiles and building and sanitary materials, asbestos cloth, asbestos yarn and liners,

3. To design, manufacture, produce, fabricate, repair, erect, purchase, sale, import, export and to deal in and to act as distributors, stockists, suppliers, commission agents, sale agents and promotor agents of all types of machinery, plant and equipment and their accessories including electric motors, generators, handling and transport equipment, control panels and weighing and balancing equipment.

4 To carry on business of producers, manufacturers, processors, miners, importers, exporters, buyers, sellers, and or dealers in all types of chemicals.

5. To carry on business or contract of civil construction including laying jointing and fixing of pipes, fittings, sheets, tiles, building and sanitary material, fabricating of iron steel material, foundation and pilation and electrical, mechanical or civil work.

6. To carry out works as Ship/Boat Builders, ship/Boat repairers, ship Brokers and refiters of ships, boats, vessels, tugs, barges, lighters and other transports and conveyances and manufacturers and/ or repairers of engines, boilers, tackles, machinery and any parts required for ships, vessels and any apparatus for use in connection therewith.

7. To construct, build, develop, maintain, operate, own and transfer infrastructure facilities including housing, roads, highways, bridges airports, ports, rail systems, water supply projects, irrigation projects, inland waterways and inland ports, ready mixed concrete plants and systems, aggregate crushers, water treatment systems, solid waste management systems, sanitation and sewerage systems or any other public facilities of similar nature; any project for providing telecommunication services; to carry on the business of infrastructure projects, civil contracts, providing infrastructure facilities including land, power, water supply, telecommunication, roads, highways, bridges, airports, ports jetties, rail system, common social infrastructure and other essential facilities, machinery plant, equipment , ships, vehicles, aircraft, rolling stock factories, movable and immovable property, to undertake real estate business, to buy, sell, lease, or finance to land, to negotiate loans, to transact business as promoters, financiers, monetary agents to carry on the business of a company established with object of financing industrial enterprises, to invest the capital or other funds of the company in the purchase or acquisition of or rights in movable and immovable property, to use the capital, funds and assets of the company as security for borrowing. and the acquisition of or rights in movable or immovable property, or shares, stocks debentures, debenture Stock bonds, mortgages, obligation, securities, or to finance their acquisition or leasing or

hire purchase, to raise, to provide venture capital, to promote or finance the promotion of Joint-stock companies, to undertake, advisory and counselling services, to undertake factoring, to, purchase to book debts and receivables of companies and to lend or give credit against the same.

8. To carry on the business of an Electric Light Power company in all its branches and the business of electrical engineers, electricians, engineers, contractors, manufacturers, constructors suppliers of and dealers in electrical and other appliances, cables, wires, lines., accumulators, lamps and works and to generate and develop purchase, accumulate, distribute and supply electricity for the purpose of light, heat, motive power and for all other purpose for which. electric energy can be employed and to manufacture and deal in all apparatus and things, required for or capable of being used in connection with the development, of electricity, the term "ELECTRICITY" being deemed to mean and include all power that may be directly or indirectly derived there from or may be incidentally hereafter discovered in dealing with electricity,

9. To carry on all or any of the business of buying, selling, importing, exporting and dealing in metal scraps like HMS 1 & 2, stainless steel, Iron, Aluminum, Brass, copper, Zinc & Nickel scraps, chemicals like solvents, Acids, petrochemicals laboratory and chemicals used in Media, Glassware, Textile, Paper, Specialty coating chemicals,. Enzymes and all organic & non organic industrial chemicals. oils like base oil, Lubricants, Greases, industrial oil, Rust Preventive oil, specialty oil, furnace oil, Bitumen, and edible oils etc. Minerals like Bauxite, chromium ores. Cement, Sugar, Coal, Building Materials i.e. Gypsum boards, Electric transformers, gas insulated substations and relating equipments and all types machines and its parts. Cereals and all type grains, Plastics, Papers including waste/pulp etc. Leather and Leather products, wool and woolen Products, Pharmaceutical drugs, all types of fruits, Textile cloths and ready-made garments and other commodities which are permissible for import or export by the Govt. authorities.

10. To purchase, manufacture, acquire, produce, boil, refine, prepare, import, export, self and generally to deal in sugar, sugar-candy, sugar-beet, sugar-cane, distillery, molasses, syrups, ethanol, alcohol, spirits, IMFL, Country liquor, liquors, co-generation, power generation, chemicals and all sugar products such as Gur, confectionery, glucose, canned fruit, golden syrup and aerated waters and/or by-products such as bagasse, boards, paper pulp, paper alcohol, acetone, carbon dioxide, hydrogen, potash, can wax and fertilizers/press mud, bio – composting, bio-methanation, bricks by boiler ash and food products generally.

B. Matters which are necessary for furtherance of the objects specified in clause iii (A) are:—

1 . To purchase, sale and manage land, buildings, estates, construction and structure of any kinds or contractors, architects for installation of all kinds of Plant and Machinery Electrical and water supply, Railway siding and other installations, constructions of buildings, roads, ways, bridges, dams, reservoirs, water treatment plant and other civil construction works, including furnishing and also manufacturing, producing, making, purchasing, selling or otherwise dealing in furniture, plastic ware and other building materials.

2.. To build, construct, maintain, enlarge, pull down, remove or replace, improve or develop and to work, manage and control any buildings, offices, factories, mills, foundries refineries, furnaces godowns, warehouses, shops, machinery engines, roadways, railways, tramways, or other means of transport, siding, bridges, Reservoirs, dams, water courses, water system, wharves, electric works, gas work, or works operated by any other kind of power and also such other machinery equipment, conveyances, works and conveniences which may seem calculated directly to contribute or other, wise assist or take part in doing any of principal line of business of the Company and/or to join with . any other person or company or with any Government or Governmental authority in doing any of these things.

3. To apply for purchases or otherwise acquire, and protect and renew in any part of the world any patents, patent rights, brevets d'invention, trade marks, designs licences, concessions and the like, concerning any exclusive or nonexclusive or limited rights to their use, or any secret or other information as to any invention which may seem capable of being used for any of the purposes of the Company, or the acquisition of which may seem calculated directly or indirectly to benefit the Company, and to use, exercise, develop, or grant licences in respect of or, otherwise turn to account the property, rights or information so acquired and to expend money in experimenting upon, testing or improving any such patents, inventions or rights and without Prejudice to the generality of the above, any contracts, monopolies or concessions for or in relation to the supply and sale of any minerals, metals, products or other substances, materials, articles, or things for or in relation to the construction, execution, carrying out equipment, improvement, management, administration, or control of any work and conveniences required for the purpose of carrying out of the aforesaid business and to undertake, execute, carry out, dispose of or otherwise turn to account such contracts, monopolies or concessions.

4. To acquire from any Government, Central, State, Local or Foreign or public body or persons or authority, or from any private individual any concessions, grants, decrees, rights, powers and privileges whatsoever which may seem to the company capable of being turned to account, or which the Company may think directly or indirectly conducive to any of its objects or capable of being carried on in connection with its business, and to work, develop, carry out, exercise and turn to account the same.

5.To apply for promote and obtain any Act of Parliament, charter privilege, concession, licence, or authorisation of any Government, state of Municipality, provisional order or licence from any authority for enabling the Company to carry any of its objects into effect or for extending any of the powers of the Company or for effecting any modification of the constitution of the Company or for any other purpose which may seem expedient, and to make which may seem calculated directly or indirectly in the interests of the Company.

6. To provide clean, comfortable, and inexpensive residential and/or sleeping accommodation for workmen and others, and in connection therewith to afford to such persons facilities and conveniences for washing, bathing, cooking, reading. Writing and finding employment, and for the purchase, sale and consumption of provisions, both liquid and solid and for the safe custody of goods.

7. The experiment and to incur expenses necessary for the purpose with a view to improve on the present method and process of working the several business which the Company is authorised to carry on and to carry on research for improving, developing, or effecting economy and greater efficiency in the process for the production, manufacture and working of or trading or dealing in the various substances, materials and articles and things or with any of the business for which Company is established.

8. To purchase, take on lease or licence or in exchange, hire otherwise any real and or personal property and any rights or privileges which the Company may think necessary or convenient for the purposes of its business or may enhance the value of any other property of the Company and in particular any land (freehold, lease hold or other tenure, buildings,

easements, machinery plant and stock-in-trade and on any such lands to erect buildings, factories, sheds, godowns, or other structures for the works and purposes of the Company and also for the residence and amenity of its employees, staff and other workmen and to erect and install machinery and plant and other equipments deemed necessary or convenient or profitable for the purposes of the company.

9. To exchange, sell, convey, assign or let on lease or grant licence for the whole or any part of the Company's immovable properties and to accept as consideration or in lieu thereof other land or cash or Government Securities or Securities guaranteed by Government or shares in Joint Stock Companies or partly the one or partly the other or such other property or securities as may be determined by the Company and to take or reacquire any property so disposed of by repurchasing or leasing the same or obtaining licences for such price or prices and on such terms and conditions as may be agreed upon.

10. To enter into any agreement with the Government of India or any other Government or with any authorities. Public, municipal, local, railway, or otherwise or with any other person, that may seem conducive to the objects of the company or any of them, and to obtain from any such Government, authority or persons any rights, privileges, charities, contracts, licences and to concessions which the Company may think it desirable to obtain, and to carry out, exercise and comply therewith and dispose, of to turn to account the same.

11. To amalgamate, enter into partnership or into any arrangement for sharing profits, union of interests, co-operation; joint venture or reciprocal concession, with any person or company carrying on or engaged in, or about to carry on or engage in, any business or transaction which the Company is authorised to carry on or engage in, or which can be carried on in conjunction therewith or which is capable of being conducted so as directly or indirectly to benefit the company,

12. To purchase. or otherwise acquire and undertake the whole or any part of the business, property, rights and liabilities of any person, firm or company, carrying on or proposing to carry on any business which this Company is authorised to carry on, or possessed of rights suitable for any of the purposes of the Company, or which can be carried on in conjunction therewith or which is capable of being conducted so as, directly to benefit the Company and to purchase, acquire, sell and deal in property, share, stocks. debenture-stock of any such person; firm or company, and to conduct, make or to carry into effect any arrangements in regard to the winding up of the business of any such person, firm or company.

13. 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.

14. To take or concur in taking all such steps and proceedings as may seem best calculated to uphold and support the credit of the company and to obtain and justify public confidence and to vary or minimize financial disturbances which might affect the company.

15. To pay for any rights or property acquired by the Company, and to remunerate any person or company whether by cash payment or by allotment of share, debentures or other securities of the company credited as paid up in full or in part or otherwise.

16. To pay out of the funds of the Company all costs, charge and expenses which the company may lawfully pay with respect to the promotion, formation, and registration of the Company and/or the issue of its capital or which the Company shall consider to be preliminary including therein the cost of advertising, printing and stationery and commission or obtaining application for taking, placing or underwriting or procuring the underwriting of: shares; debentures or other securities of the Company, expenses attendant upon the formation of agencies, branches and local boards.

17. Upon any issue of shares, debentures or other securities of the Company to employ brokers, commission agents and underwriters and to provide for the remuneration of such persons for their services by payment in cash or by the issue of shares, debentures or other securities of the Company or by the granting of options to take the same or in any other manner allowed by law.

18. Subject to Section 73 and others of the Companies Act, 2013 to borrow or raise money, or to receive money on deposit or loan at interest or otherwise in such manner as the Company may think fit and in particular by the issue of debentures or debentures-stock perpetual or otherwise and convertible into shares of this or any other Company or not and to secure the repayment of any other such money borrowed, raised or received, or

owing by mortgage, pledge, charge or lien upon all or any of the property, assets or revenue of the Company (both present and future) including its uncalled capital and to give the lenders or creditors the power of sale and other powers as may seem expedient and to purchase, redeem or pay off any such securities and also by a similar mortgage charge or lien to other person, firm or company of any obligation undertaken by the Company or any other person, firm or Company as the case may be.

19. To procure the incorporation, registrations or other recognition of the Company in any country state or place and to establish and regulate agencies for the purpose of the Company's business and to apply, or join in applying in any Parliament, Government, Local, Municipal or other authority, or body for any Acts of Parliament, Law, Decree concessions, orders, rights, or privilege that may seem conducive to the Company's objects or any of them, and to make representation against any proceedings or application which may be calculated directly or indirectly to prejudice the Company's interests.

20. 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 donations, gratuities, pension, 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 allied to or associated with the Company or with any such subsidiary company or who are or were at any time the Directors or Officers of the Company or of any such other company as aforesaid, and the wives, widows, families and dependents of any such persons, and also establish and subsidies and subscribe to any institutions, associations, clubs or funds calculated to be for the benefit of or to advance the interests and well-being of any company or of any such other company as aforesaid, and make payments to or towards the insurance of any such person as aforesaid and of the matters aforesaid either alone or in conjunction with any such other company as aforesaid.

21. To acquire from time to time and to manufacture and deal in all such stock- in-trade, plant and machinery goods, chattels and effects as may be necessary or convenient for any principal business for the-time being carried on by the Company.

22. To promote, form and to be interested in to take, hold and dispose of shares in other companies and to transfer to any such company any property of this company, and to take or otherwise acquire, hold and dispose of shares, debentures and other securities in or of any such company and to subsidies or otherwise assist any such company.

23. To sell, lease mortgage or otherwise dispose of or transfer the business, property, assets or undertaking of the company or any part thereof such consideration as the company may think fit and in particular of shares, stock, debentures or other securities of any other company whether or not having objects altogether or in part similar to those of the company.

24. To draw make, accept, endorse, discount, execute and issue and negotiate bills of exchange, hundies promissory notes, bill of lading, warrants, debentures and other negotiable or transferable instruments.

25. Subject to Section 181, 182 and any other provision of the companies Act, 2013, to subscribe or contribute or otherwise to assist or to guarantee money to charitable, benevolent, religious, scientific, national, public, or any other useful institutions, objects or purposes, or for any exhibition.

26. In the Event of winding up to distribute in specie or otherwise as may be resolved any property or assets of the Company or any proceeds of sale or disposal of any property or assets of the Company including the shares, debentures or other securities of any of the Company formed to take over the whole or any part of the assets or liability of the Company but so that no distribution amounting to a reduction of capital be made except with the sanction (if any) for the time being required by law.

27. To give to any officers, servants or employees of the company any share or interest in the profits of the Company's business or any branch thereof, and whether carried on by means or through the agency of any subsidiary company or not, and for that purpose to enter into any arrangements as the Company may think fit,

28. To vest any real or personal property, rights or interests acquired by or belonging to the Company in any person or company on behalf of or for the benefit of the company and with or without any declared trust in favour of the Company,

29. To invest and deal with the moneys of the company not immediately required in any manner for the benefit of the company.

30 To invest the capital and other moneys of the company in and to deal in Bonds, Debentures, obligations, or other securities of any government, Municipality or other Public Bodies, companies or Associations and to sell dispose of or repurchase any such bonds, debentures, obligations or other security.

31. To train or pay for the training in India or abroad of any of the company's employees or any candidate in the interest of or for furtherance of the Company's objects.

32. To carry on any business or branch of a business which this company is authorised to carry on by means, or through the agency of any subsidiary company or companies and to enter into any arrangement with any such subsidiary company for taking the profits and bearing the losses of any business or branch so carried on, or for financing any such subsidiary company or guaranteeing its liabilities, or to make any other arrangements, which may seem desirable with reference to any business or branch so carried on, including, power at any time either temporarily or permanently to close any such business or branch and to appoint Directors or Managers of any such subsidiary company,

33. To communicate with chambers of commerce and other mercantile and public bodies throughout the world and concert and promote measures for the protection of the trade, industry and persons engaged therein.

34. To pay any premia or salaries and to pay for any property, rights or privileges acquired by the company or for services rendered or to be rendered in connection with the promotion, for nation of or the business of the company or for services rendered or to be rendered by any person, firm or body corporate in placing or assisting to placing of any of the shares of the company or any debentures, debentures stock or other securities of the company or otherwise either wholly or partly in cash or in shares, bond debentures or other securities of the company and to issue any such shares either as fully paid up or with such amount credited as paid up thereon as may be agreed upon and to charge any such bond, debentures or other securities upon all or any part of property of the Company.

35. To adopt such means of making known the products, business and interest of the Company as it may deem expedient and in particular by advertising in the press, radio, television and cinema, by circulars, by purchase, construction and exhibition of works of art or general interest, by publication of books and periodicals and by granting prizes, rewards and donations.

36. To make arrangements with person engaged in any trade, business, or profession for the concession to the Company's members, ticket-holder and their friends of any special rights, privileges and advantages and in particular in regard to the supply of goods.

37. To do all or any of the above things in any part of the world either as principals, agents, contractors, trustees, or otherwise by or through trustees, attorneys, agents or otherwise and either alone or in conjunction with others and to establish offices, agencies, branches for carrying on any of the aforesaid objects in India, or elsewhere in the world and to undertake the management of the Company or companies, having objects altogether or in part similar to those of the Company.

38. To the extent directly or indirectly conducive to or incidental to the attainment of the above objects to make and perform contracts, lease and other commitments of every kind.

39. To carry on any other business whether manufacturing or otherwise which may seem to the company capable of being conveniently carried on or calculated directly to enhance the value of or render profitable any of the Company's properties or rights,

40. To carry on all or any of the business of transport, cartage and haulage contractors, garage proprietors, owners and charterers of road vehicles, air-crafts, ships, barges and boats of every description, lighter man and carriers of goods and passengers by road, rails, water or air, carmen, cartage contractors and agents, stevedores, wharfingers, cargo superintendents, packers, haulers, ware house-men, store keepers, engineers, electricians and job masters and also to construct or to acquire by hire, lease, purchase or otherwise equip and/or sell or let out on hire or otherwise finance buses, lorries, motor cars, carts and carriages, passengers or goods and to maintain lines or regular services an omnibuses, lorries, motor cars, engines and carriages and to run them to and from any place or places within or outside the Union of India, to purchase, charter, hire, build or otherwise acquire/finance steamships and other ships, vessels, steam launches, flats, barges, motor boats, cargo boats with all equipments and furniture for ply on all the rivers

of India or other countries and on high seas, to purchase, charters, hire, build or otherwise acquire, finance any or all types or crafts for carrying freights of passengers and for that to hire, lease or construct its own air fields etc,

41. To open workshop or factories or build, construct and repair cargo boats, steam engines, engines, carriages, steamers, flats, barges, motor, cars, motor lorries, omnibuses, Tractors and other vehicles whether driven by motor or other means, farming equipment, air-crafts and machineries and plants of all types.

42. To search for, get, work, raise, crush produce, refine, dress, manufacture, treat, purchase, sell, amalgamate, manipulate, export, import or otherwise deal with either as principals or agents, either Solely or in partnership with others, coal, coke, hard coke, cinders, collator, pitch, sulphating, ammonia, carbo liquor and other products obtained in manufacture of gases of all kinds, fuel oil, lubricants and other fuels.

43. To raise, manufacture, crush, process, preserve, purchase, sell, export, import or otherwise deal in food stuff such as wheat, barley, rice, maize, millets, sugar, gur, all kinds of grains, cereals and oil seeds, ghee, butter cheese, condensed milk chocolates, aerated waters, tinned fruits and juices, biscuits, starches, confectioneries, sugarcanes and sweets.

44. To raise, manufacture, treat, process, preserve, purchase, sell, export. import or otherwise deal in Groundnut ghee, butter and cheese, vanaspati, vegetable oils (edible or not),

45. To raise, process, preserve, purchase, sell, export, import, or otherwise deal in fruits, vegetables, juices, beer, wines, alcohol, molasses, sugar, gur, confectionery and other sweets.

46. To manufacture, treat, process, preserve, purchase, sell, export, import or otherwise deal in aerated Water and other products whatsoever of the soiler of water.

47. To raise, manufacture, produce, process, preserve, purchase, sell, export, import, or otherwise deal in cotton silk, art silk, woolen, linen, hosiery jute and hessian goods, tents, carpets, durries, curtains and draperies of all kinds.

48. To raise, manufacture, produce, process, preserve, purchase, sell, export, import or otherwise deal in rayon and rayon yarn namely viscose, filament rayon, continuous filament rayon or artificial silk yarn, acrylic fibre, polyvinyl alcohol fibre. Including all synthetic fibre or fibres whatsoever for textile use, staple fibre yarn, spun rayon and such other fibre, fibres or fibrous materials or allied products, by-products, or substances or substitutes for all or any of them or yarn or yarns for textile or other uses.

49. To manufacture, produce, process, preserve, purchase, sell, export, import or otherwise deal in chemicals of all kinds including acids, alkalis salts, manures, fertilizers, dyes, caustic soda, soda ash, glass, petrochemicals, soaps and cosmetics, disinfectants, pesticides, watches and clocks, PVC, synthetic, plastic sheets, tubes, file and sheets of low and /or high density Polyethylene, rigid and all types of PVC.

50. To carry on the business of printing presses, manufacture - of types, paper and inks, stationeries, books, card boards, and all kinds of printing materials and to purchase, sell import, export or other- wise deal in any or all such items,

51. To carry on the business of electricians and manufacturers, workers and dealers in electric apparatus such as air conditioning and refrigeration equipments, consumers and domestic appliances, radios and transistors, diodes, electronic equipments including television and computers, oxygen and acetylene, electrodes, weighing scales, refractories, batteries flashlight, detonators and explosives, starch and by products, wire ropes, linolium-vinyl, tiles, calculators, typewriters and all forms of office equipments, magnets, guages and precision instruments, conductors, rectifiers, capacitors, Meters, watches, grinding and abrosive equipment tiles and ceramics and lighting equipments.

52. To carry on the business of galvanisers and electroplaters, manufacturers of rubber, rubber products, foam rubber and synthetic rubber.

53. To carry on the business of technical management and marketing consultants, publicity and advertising, consultants and advisers in relation to any aspect of manufacturing marketing, mining industrial or agricultural operations and to deal in and sell know how in relation to any of the specified operation.

54. To carry on business as timber merchants, saw-mill proprietors and timber growers and to buy, sell, grow, prepare for market, manipulate, import, export and deal in timber and wood of all kinds, in the manufacture of which timber or wood is used and to buy, clear plant and work timber estates.

55. To carry on business of financing including the borrowing, raising or taking up money, accepting deposits, the lending or advancing money on securities or otherwise, the discounting, buying, selling and dealing in bills of exchange, promissory notes, coupons, drafts, bill of lading, warrants, debentures, certificates, scripts and other instruments and shares and securities whether transferable or negotiable or not, the granting, and issuing of letters of credit, the buying, selling and dealing in bullion and specie, the acquiring holding, issuing on commission, underwriting and dealing with stocks, funds, shares, debentures, debenture-stocks bonds, obligations and other securities, provided that the company shall not carry on the business of banking under the meaning of the Banking Regulations Act; 1949 and to give any guarantee in relation to the payment of any debentures, debenture-stock, bonds, obligations or securities and to give guarantee, indemnity and to undertake obligations of every kind and description for the payment of the principal and interest thereon or of dividends on any stock or shares of any company and in general to stand as guarantors and surety and also to transact all kinds of trusts and agency.

56. To purchase, take on lease or otherwise acquire freehold and other land. Properties, mines, mining rights and metalliferous land and any interest therein and to explore, get work, exercise, develop and turn to account the same and to crush, get quarry, smelt, calcine, refine, dress, amalgamate, manipulate and prepare for market, purchase, sell and otherwise deal in ore, metal and mineral substances of all kinds and to carry on any other metallurgical-operations.

57. To carry on the business of iron founders, tinplate makers, mechanical engineers and manufacturers of agricultural or other implements and machineries, tool makers, brass founders, metal workers, boiler-makers, mill wrights, machinist, iron and steel converters, smiths, furniture makers, metallurgists, water supply engineers, gas-makers and to buy, Sell, manufacture, repair, convert, alter, let on hire and deal in machinery, implements, rolling stock, and hardware and other things.

58. To carry on the business of hotel, restaurant, flight kitchen, cafe, tavern, beer house refreshment Room and lodging houses, proprietors, dramatic and musical, publishers and printers, theatrical agents, Box office keepers, concert room proprietors, licensed victual wine, bears and spirit merchant, brewers, masters, distillers, importers and manufactures of aerated mineral and artificial water and other drinks purveying caterers for public amusements generally and proprietors, job masters, farmers dairymen, poultry ice merchants, importers and hair dressers, dressers, perfumers, chemists, proprietors of clubs, baths dressing rooms, libraries, ground and instruction of all kinds, tobacco and cigar merchants, agents for railway and shipping companies carriers, theatrical and opera box office proprietors, enterprises and general agents.

59. To carry on business as ambulance manufacturers whether on its own account or on account of contract basis of the whole or any parts and other motor vehicle proprietors, and merchants of and dealers in stretchers, first aid appliances respiratory apparatus, ambulance fittings, appliances and equipment, medical and surgical accessories and supplies required for use in the treatment and care of the sick and injured; and to buy, sell, manufacture, and deal in all articles, goods, wares, materials, substances and things usually dealt in by persons carrying on the above mentioned business or any of them or likely to be required in connection with any of the said business.

iv. The Liability of the member(s) is limited and this liability is limited to the amount unpaid, if any, on the shares held by them.

v. The Authorized Share Capital of the Company is Rs. 90,00,00,000 /- (Rupees Ninety Crore only) divided into 10,00,00,000 (Ten Crore) Equity Shares of Rs.5/- (Rupees Five only) each and 40,00,000 (Forty Lakh) redeemable Preference Shares of Rs.100 (Rupees Hundred only) each.

We, the several persons whose names and addresses are subscribed, are desirous of being formed into a company in pursuance of this memorandum of association, and we respectively agree to take the number of shares in the capital of the company set opposite our respective names:

| Sl No | Names, Father's Name Addresses & Occupation of Subscribers | No. of Equity Shares take by each subscriber | Signature, Name and details of witness with Address and Occupation |
|-------|---|--|--|
| 1. | Poonam Chand Kasliwal, S/o Shree J. P. Kasliwal. M.S.B. Ka Rasta, Jaipur Business Sd/- | 1000 | I witness signature of all the seven subscriber. Sd/- SATISH AJMERA S/o B. L. AJMERA C/o B. L. Ajmera & Co. M. I. Road Jaipur Chartered Accountant M. No:- 10734 |
| 2. | Prem Chand Kasliwal, S/o Shree G. C. Kasliwal, M.S.B. Ka Rasta, Jaipur Business Sd/- | 3340 | |
| 3. | Padam Chand Kasliwal, S/o Shree G. C. Kasliwal, M.S.B. Ka Rasta, Jaipur Business Sd/- | 2500 | |
| 4. | Shashi Kant Kasliwal, S/o Shree Poonam Chand Kasliwal, M.S.B. Ka Rasta, Jaipur Business Sd/- | 780 | |
| 5. | Atul Kasliwal, S/o Shree Poonam Chand Kasliwal, M.S.B. Ka Rasta, Jaipur Business Sd/- | 780 | |
| 6. | Prafull Kasliwal, S/o Shree Poonam Chand Kasliwal, M.S.B. Ka Rasta, Jaipur Business Sd/- | 770 | |
| 7. | Smt. Prem Lata Kasliwal, W/o Shree Padam Chand Kasliwal M.S.B. Ka Rasta, Jaipur House wife Sd/- | 830 | |
| | Total | 10000 (Ten Thousand shares) | |

Dated the Fourth day of August, 1980
JAIPUR